



408 Saint Peter Street, Suite 600  
Saint Paul, MN 55102  
United States

Amendment  
Prepared for  
Napa, CA

## First Amendment to the Granicus Service Agreement C2020-145 between Granicus, LLC and City of Napa

This First Amendment to the Granicus, LLC Service Agreement is effective on the date this document is signed and entered into by and between Granicus, LLC, a Minnesota Limited Liability Company d/b/a Granicus (hereinafter referred to as "Granicus"), and Napa, CA (hereinafter referred to as "Client"), with reference to the following:

WHEREAS, the Client and Granicus entered into an Agreement effective 07/01/2020 (the "Agreement"); and

WHEREAS, in addition to Client's existing solution, Client wishes to add certain products and services as detailed in Q-132854, which is attached as Exhibit A and incorporated herein by reference; and

NOW, THEREFORE, in consideration of the premises, the parties intend that the Agreement be amended as follows:

1. Compensation shall be amended to include the fees detailed in Exhibit A. Exhibit A is exclusive of applicable state, local, and federal taxes, which, if any, will be included in the invoice. It is the responsibility of the Client to provide applicable exemption certificate(s).
2. Except as amended by this First Amendment, all other terms and conditions of the Agreement shall remain in full force and effect.
3. In the event of any inconsistency between the provisions of this First Amendment and the documents comprising the Agreement, the provisions of this First Amendment shall prevail.

IN WITNESS WHEREOF, the parties have caused this First Amendment to be executed by their duly authorized representatives.

### Agreement and Acceptance

By signing this document, the undersigned certifies they have authority to enter the agreement. The undersigned also understands the services and terms.

**Napa, CA**

**Signature:**

**Name:**

**Title:**

**Date:**

**Granicus**

**Signature:**

**Name:**

**Title:**

**Date:**

SIGNATURE PAGE

**CITY:**

**CITY OF NAPA, a California charter city**

By: \_\_\_\_\_  
Tiffany Carranza, City Clerk

**CONSULTANT:**

*GRANICUS, LLC, a limited liability company,  
partnership*

By: \_\_\_\_\_  
Ryder Todd Smith, Chief Executive Officer

**ATTEST:**

\_\_\_\_\_  
Caitlin Saldanha, Deputy City Clerk

Date: \_\_\_\_\_  
(**Effective Date**)

By: \_\_\_\_\_  
Nicole Smith, Secretary

**COUNTERSIGNED:**

\_\_\_\_\_  
Joy Riesenberg, City Auditor

**APPROVED AS TO FORM:**

\_\_\_\_\_  
Michael W. Barrett, City Attorney



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## ATTACHMENT 1

**THIS IS NOT AN INVOICE**

Exhibit A  
Prepared for  
**Napa, CA**

## Exhibit A

### ORDER DETAILS

<b>Prepared By:</b>	Chloe Scheer
<b>Phone:</b>	
<b>Email:</b>	chloe.scheer@granicus.com
<b>Order #:</b>	Q-132854
<b>Prepared On:</b>	03/02/2021
<b>Expires On:</b>	04/23/2021

### ORDER TERMS

<b>Currency:</b>	USD
<b>Payment Terms:</b>	Net 30 (Payments for subscriptions are due at the beginning of the period of performance.)

## PRICING SUMMARY

The pricing and terms within this Proposal are specific to the products and volumes contained within this Proposal.

One-Time Fees			
Solution	Billing Frequency	Quantity/Unit	One-Time Fee
Granicus Encoding Appliance Hardware - SDI (AMAX) (GT)	Upon Delivery	1 Each	\$3,500.00
Granicus Encoding Appliance Hardware - Setup & Config	Upon Delivery	1 Each	\$875.00
US Shipping Charge C - Large Item	Upon Delivery	1 Each	\$125.00
Granicus Encoding Appliance Hardware - Setup & Config	Upon Delivery	1 Each	\$0.00
<b>SUBTOTAL:</b>			<b>\$4,500.00</b>

New Subscription Fees			
Solution	Billing Frequency	Quantity/Unit	Annual Fee
Upgrade to SDI 720p Streaming	Annual	1 Each	\$2,099.99
Granicus Encoding Appliance Software (GT)	Annual	1 Each	\$1,200.01
<b>SUBTOTAL:</b>			<b>\$3,300.00</b>

- Please note, annual fees for new subscriptions will be prorated to align to Client's then-current billing term. Exceptions include Recurring Captioning Services, SMS, and Targeted Messages.

**FUTURE YEAR PRICING**

Solution(s)	Period of Performance		
	Year 2	Year 3	Year 4
Upgrade to SDI 720p Streaming	\$2,204.99	\$2,315.24	\$2,431.00
Granicus Encoding Appliance Software (GT)	\$1,260.01	\$1,323.01	\$1,389.16
<b>SUBTOTAL:</b>	<b>\$3,465.00</b>	<b>\$3,638.25</b>	<b>\$3,820.16</b>

## PRODUCT DESCRIPTIONS

Solution	Description
Granicus Encoding Appliance Hardware - SDI (AMAX) (GT)	AMAX Encoder with Osprey SDI Card. Used to pass commands and data from LiveManager that include Start/Stop of webcast, indexing, and document display. Also serves to distribute video and captions to be distributed to the CDN or Performance Accelerator.
Upgrade to SDI 720p Streaming	Upgrade to SDI 720p Streaming (requires Digital encoder and HD feed)
Granicus Encoding Appliance Software (GT)	Granicus Encoding Appliance Software (GT) This includes the LiveManager Software solution where webcasts are started/stopped, agendas amended and indexed, votes and attendance recorded, and minutes created.
Granicus Encoding Appliance Hardware - Setup & Config	Remote configuration and deployment of an encoding appliance.
US Shipping Charge C - Large Item	US shipping of a large item
Granicus Encoding Appliance Hardware - Setup & Config	Remote configuration and deployment of an encoding appliance.