

**Amendment No. 2 to Contract Between County of Lake and Granicus, Inc. For
Agenda Management and Government Transparency Services**

This Amendment No. 2 to Agreement is made and entered into this 17th day of September, 2019 by and between the COUNTY OF LAKE, a political subdivision of the State of California (hereinafter referred to as "COUNTY") and GRANICUS, INC. (hereinafter referred to as "CONTRACTOR").

RECITALS

WHEREAS, the parties hereto have entered into an Agreement dated October 8, 2013 under which CONTRACTOR will provide agenda management, government transparency, and other related services to COUNTY; and

WHEREAS, on December 19, 2018 the parties entered into Amendment No. 1 to include the purchase of additional software and hardware to increase video performance; and

WHEREAS, the parties desire to amend the Agreement to increase the total compensation;

NOW, THEREFORE, the parties hereby agree as follows:

1. Section 1 – CONSULTANT’S RESPONSIBILITIES is hereby amended to read:

Provide services and solutions pursuant to the Proposal dated September 26, 2013 (Exhibit A) as well as the additional services indicated in Amendment No. 2 (Exhibit B) and in the Proposal dated May 28, 2019 (Exhibit C), including:

Provide Open Platform, Government Transparency, Meeting Efficiency, and Legislative Management Suites

Provide access to Legistar database

Provide necessary training, project management and deployment services

Provide Performance Accelerator Suite

Provide Granicus Encoding Appliance Software (GT)

2. Section 2 – COUNTY’S RESPONSIBILITIES, EXEMPTIONS, AND RIGHTS is hereby amended to read:

COUNTY shall compensate CONTRACTOR for said services a total of Twenty Thousand Four Hundred Forty One Dollars and Twenty Seven Cents (\$20,441.27) annually for on-going managed services after deployment, through quarterly billings until the contract is terminated. COUNTY will be billed each October 1, January 1, April 1, July 1 and COUNTY shall pay all invoices from CONSULTANT within thirty (30) days of receipt of invoice. Other extraordinary expenses will not be reimbursed unless it is approved by COUNTY in advance of the expenditure.

The Parties agree that all other terms and conditions of the original Agreement shall remain in full force and effect.

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Agenda Management and Government Transparency Services**

COUNTY OF LAKE

By: [Signature]
Chair, Board of Supervisors

GRANICUS, INC.

By: [Signature]

ATTEST:

CAROL J. HUCHINGSON

Clerk to the Board of Supervisors

By: [Signature]

APPROVED AS TO FORM:

ANITA L. GRANT

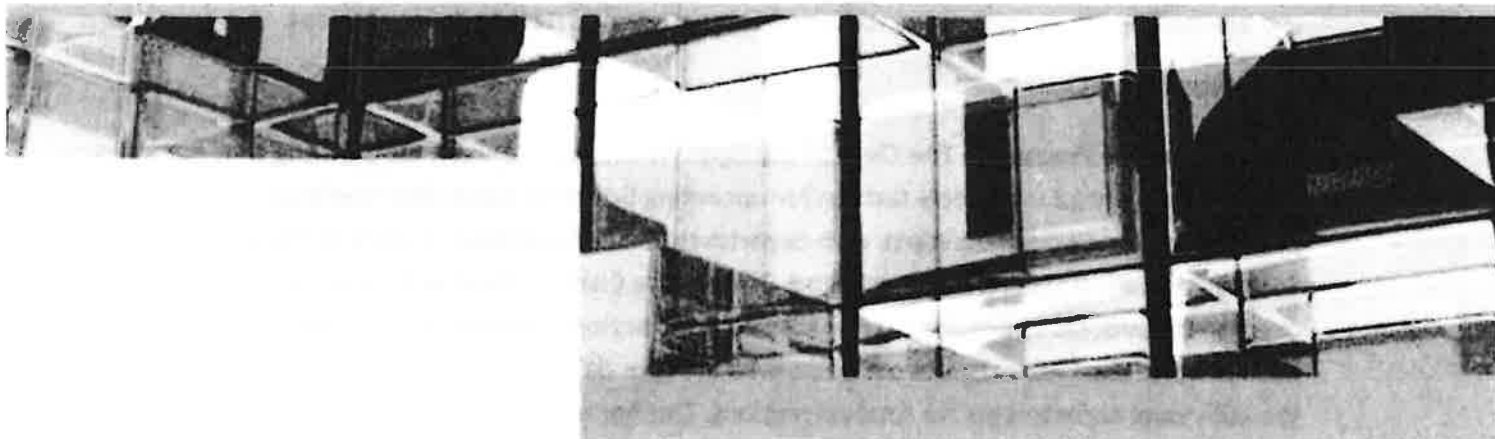
County Counsel

By: [Signature]



Proposal for Lake County, CA

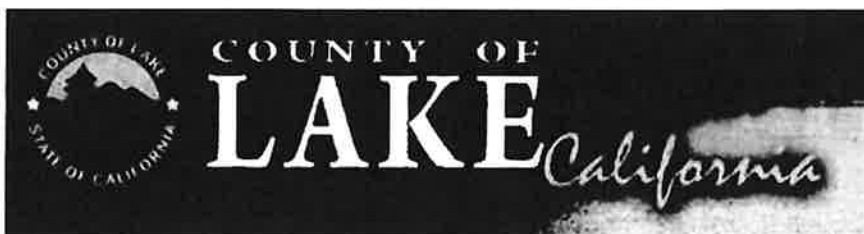
Government Transparency & Agenda Workflow Solutions



Proposal presented to:

Alan Flora
Assistant County Administrative Officer
Lake County, CA

09-26-2013





Granicus Proposal to Lake County, CA

Dear Alan,

Thank you for taking the time last week to meet with me along with Shane and Mireya at Lake County. It was a pleasure learning about Lake County unique public meeting workflow and processes. We look forward to starting a rewarding, long term mutually beneficial relationship with the County.

On the following few pages, you will find a recap of the needs that we have uncovered, our proposed solution, some of our key differentiators, detailed pricing, and a checklist with a plan that outlines our next steps.

Top Priority

During our meeting the primary business needs as we discussed were,

- The county administrative office and the Board of Supervisors are cognizant about cutting costs and are looking for opportunities to help the departments/staff be more efficient.

Current Situation & Key Challenges

- **Manual Routing Processes:** The Clerk of the Board is the point person for ensuring that agenda items are submitted in a timely fashion for upcoming Board of Supervisor meetings. Typical process for agenda creation starts with departmental Staff member → Clerk of the Board → County Counsel → County Administrative Officer. The Clerk of the Board serves as a quality check in the process to ensure all the required information is presented with the submitted agenda item. The CAO suggests corrections to the agenda submittal which are routed back to the individual departments for final corrections. The items are then submitted back to Clerk of the Board to be included into the upcoming agenda.
- **Paper & Labor Intensive:** Agenda items are finalized week before the BOS meeting. The Clerk of the Board creates 10 copies of the agenda packet. An analysis 2 years ago concluded that 15,000 copies of paper were being printed on a yearly basis for agenda packets. The scanned items are also uploaded on file share so that the Supervisors can access the agenda packet.
- **Timeliness of Information:** Frequently, staff reports are submitted late creating delays in finalizing the agenda.
- **Lack of Accessibility:** The agendas and minutes are published online. The video of the meeting is sent over Mediacom TV station. However, the meetings are not accessible for AT & T and Dish subscribers as Mediacom does not broadcast over these networks. Also, the Clerk of the Board gets frequent requests from the Departments and Citizens for a DVD copy of the

meeting. Because BOS meetings can be run for a few hours, it is difficult to go directly to the point of interest in the meeting.

Ideal Solution Components

Some ideal solution components to address the challenges as discussed during the meeting included

1. Completely electronic systems that will help streamline the agenda creation process making it quicker and smoother.
2. Ensuring that staff members are submitting items in a timely fashion to the Clerk of the Board office reducing last minute delays.
3. Make it easier to publish and deliver the information to the BOS easily over an iPad.
4. Ability to web stream the video the meeting and time stamp agenda items against the video.

Other Benefits of the Solution

- **Ease of Access to Information for Citizens and Staff –**
 - A completely searchable web interface for all agendas and minutes with complete history tracking.
 - Single website for video files, agendas and minutes.
- **Scalable Solution –** Enterprise solution that enables the County to on-board other meeting bodies (such as Planning Commission) without additional costs.

Impact of Success

Some ways to measure the success of such a software system implementation at Lake County include,

- Staff time saved to finalize agendas, minutes and video for BOS meetings
- Increased transparency and improved service provided to citizens of Lake County.

As an illustration of the success that other cities have had from implementing a Granicus Solution, I have included a few case studies along with this proposal to show savings achieved by,

1. City & Borough of Sitka, AK
2. City of Milwaukee, WI
3. City of Long Beach, CA

Trial Software

The County can also have the opportunity to trial the iPad app that gives the Supervisors the ability to view/bookmark agenda items, take notes and highlight specific sections of the backup documents. Please read through the instructions provided in this proposal to download and test the iLegislate app for viewing agendas.

Plan

Please find below a detailed proposal for the solution that Lake County has chosen. The proposal and pricing includes all training, software, hardware, 24/7/365 support, professional services, installation and implementation.

Nearly 1000 jurisdictions have selected Granicus as a partner to help them build trust with citizens, reduce staff time spent on processing meetings, and engage citizens in productive new ways. Granicus has over 35 years of government-focused experience which has allowed us to develop tools with government in mind and meet the market demand. We hope that you enjoy being part of the Granicus client family.

Most Sincerely,

Ram Annasami
Software Sales Executive
Granicus Inc.



Budgetary Impact

Your Granicus solution was based on Lake County's specific government transparency and public meeting efficiency needs. Our pricing reflects our commitment to supply customers with the highest value and quality software and support. Solution pricing is detailed below.

Granicus Open Platform, Government Transparency & Legislative Management Suites

Product Name	Quantity	Unit Price (Up-Front)	Unit Price (Monthly)	Total Price (Up-Front)	Total Price (Monthly)
Granicus Encoding Appliance Hardware (Purchase) (GT)	1	\$3,600.00	\$0.00	\$3,600.00	\$0.00
Baluns - Composite/BNC	2	\$200.00	\$0.00	\$400.00	\$0.00
Granicus Encoding Appliance Software (GT)	1	\$0.00	\$100.00	\$0.00	\$100.00
Granicus Encoding Appliance Hardware Configuration (GT)	1	\$875.00	\$0.00	\$875.00	\$0.00
Government Transparency Suite	1	\$0.00	\$360.00	\$0.00	\$360.00
Meeting Efficiency Suite	1	\$0.00	\$260.00	\$0.00	\$260.00
Legislative Management Suite	1	\$0.00	\$680.00	\$0.00	\$680.00
US Shipping Charge B - Large Item	1	\$125.00	\$0.00	\$125.00	\$0.00
US Shipping Charge A - Small Item	2	\$25.00	\$0.00	\$50.00	\$0.00
Legislative Management Workflow and Configuration (LM)	1	\$1,900.00	\$0.00	\$1,900.00	\$0.00
Project Management and Deployment Services (LM)	5	\$1,700.00	\$0.00	\$8,500.00	\$0.00
Training Day - Onsite (LM)	4	\$1,700.00	\$0.00	\$6,800.00	\$0.00
Legistar Training (LM) (Online) (Per Day)	2	\$1,700.00	\$0.00	\$3,400.00	\$0.00
				\$25,650.00	\$1,400.00

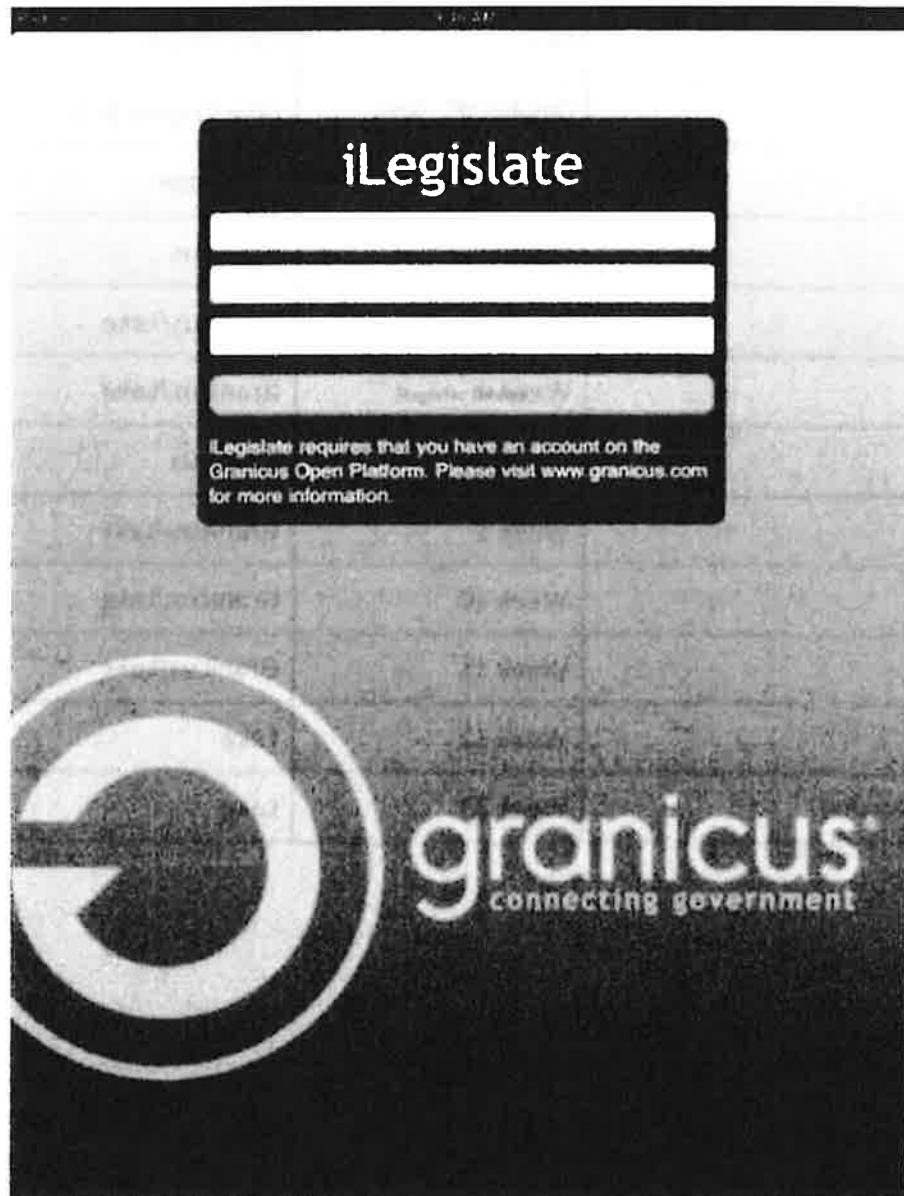


- Sales tax may apply depending on your organization's tax status and the tax laws unique to your state, county and/cr municipality.
- Quarterly billing for Managed Services shall begin upon completion of deployment. Client will be invoiced a pro-rated amount from the deployment completion date through the end of the quarter. Thereafter, Client will be billed each January 1, April 1, July 1, and October 1. Client agrees to pay all invoices from Granicus within thirty (30) days of receipt of invoice.
- Fifty percent (50%) of all up-front fees are due upon Granicus' receipt of a purchase order. The remaining fifty percent (50%) of up-front fees are due upon completion of deployment.
- Quarterly billing for Managed Services shall begin upon completion of deployment. Client will be invoiced a pro-rated amount from the deployment completion date through the end of the quarter. Thereafter, Client will be billed each January 1, April 1, July 1, and October 1. Client agrees to pay all invoices from Granicus within thirty (30) days of receipt of invoice.
- For Open Platform, Government Transparency, and Meeting Efficiency Suites, deployment is complete once the software is installed, tested and deemed by Granicus to be ready for Client's use. For Legislative Management deployment is complete once the hardware and software are installed, tested, and deemed by Granicus to be ready for Client's use, and the Legistar database is configured for the Client. The database is considered to be fully configured after the final Needs Analysis Call.

This proposal expires on 10/31/2013

Instructions for Installing Granicus iLegislate App

1. Download the app from Apple app store (search for keyword iLegislate)
2. Once the app is installed enter into the app.
3. Enter the following Login credentials
 - a. Site Name: ram.granicus.com
 - b. User name: guest
 - c. Password: granicus



Plan for Success

Item	Date	Contact
Proposal Review	February 20 th , 2013	Ram/Alan
Technical Solution Review	September 24 th , 2013	Shane French
Information Gathering Forms Filled Out	TBD	Lake County
User List Forms Filled Out	TBD	Lake County
Project Approved	October 8 th , 2013	Lake County BOS
Signed Contract Received	October 31 st , 2013	Ram/Alan
Software Database Created	Week 0	Granicus
Project Kick Off Call	Week 1	Granicus/Lake
Software Installed and Configured	Week 4	Granicus/Lake
Solution Deployment Validated	Week 5	Granicus
Begin Training Calls	Week 5	Granicus/Lake
Training Completed	Week 10	Granicus/Lake
Internal Go Live	Week 11	Granicus/Lake
System Accepted	Week 12	Lake
Go Live to the Public – Project Successful!	Week 13	Lake

Proposed Solution

Granicus® Open Platform

The Granicus® Open Platform is the cloud-based foundation for all Granicus applications. It allows government organizations to manage and store an unlimited amount government public meeting data. It is the core of our content management, administration and distribution tools and includes free access to our APIs and SDKs, helping you seamlessly connect your Granicus solution to systems in place. The Granicus Platform includes the ability to upload and publish content including videos and documents. [Click here](#) for more information on the Granicus Open Platform.

- Unlimited content storage and distribution
- Open architecture and SDK
- Archived video editing and indexing
- Citizen web portal
- On-demand streaming to mobile devices*

Government Transparency Suite

The Government Transparency Suite gives your citizens greater access to public meetings and records online. Take the next step towards transparency and stream meetings and events live, link related documents to your video and provide advanced searching of archives. The Government Transparency Suite gives you unlimited cloud bandwidth and storage as well as local live and on-demand streaming for up to 50 concurrent viewers. This Suite also allows you to connect agenda data to the iPad to review agendas and supporting documents, take notes and more through the iLegislate application. [Click here](#) for more information on the Government Transparency Suite.

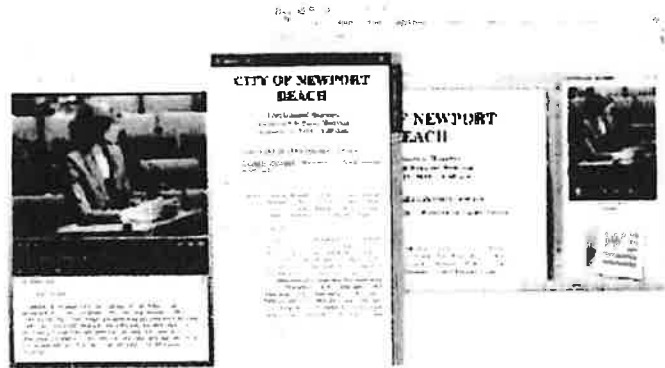
- Stream unlimited meeting bodies and events live
- Intelligent media routing
- Index video in real-time and link to relevant materials
- Build reports and analytics on visitor trends
- Paperless agenda for the iPad
- Offer downloadable media formats



Meeting Efficiency Suite

The Meeting Efficiency Suite is a live meeting workflow solution that combines minutes with a meeting's recording. Capture and publish minutes, saving staff time and cutting administrative costs. Record roll-call, agenda items, speakers, motions, votes, and notes through a simple interface. After the meeting, finalize minutes quickly and easily in Microsoft Word™. With VoteLog, allow the public to track legislation, ordinances and even voting member records through your website. This Suite also allows you to seamlessly integrate with agenda solutions already in place. [Click here](#) for more information on the Meeting Efficiency Suite.

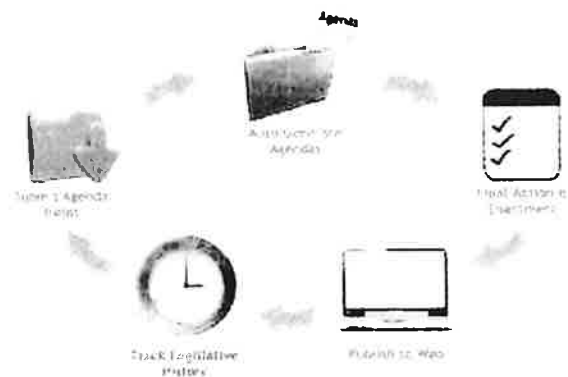
- Meeting preparation tools
- Live minutes automation
- Quick notes and text expansion
- Minutes editing and publishing
- Generate linked minutes



Legislative Management Suite

The Legislative Management Suite offers a complete and automated agenda workflow solution. Create agenda items and assign them to the appropriate agenda, making agenda creation seamless. Item approvals are done automatically – approvers are notified when it's their turn to review. Seamlessly connect agenda data to the iPad to review agendas and support documents, take notes and more through the iLegislate application. Capture all meeting actions after the meeting into the public record. Plus, you can organize and store electronic documents of any file format in one repository. All documents are automatically tagged and indexed, making search and retrieval easy. This Suite also allows you to track legislation from inception through approvals and actions taken. [Click here](#) for more information on the Legislative Management Suite.

- Agenda item drafting
- Electronic approval process
- Agenda packet generation and publication
- Organize, store and retrieve documents
- Continuous legislative workflow
- Track and search legislative data



Future Possibilities

Citizen Participation Suite

The Citizen Participation Suite encourages greater community engagement in productive new ways online. Collect ideas for community improvement, leverage feedback on projects underway, and prioritize key public initiatives. Allow citizens to easily contribute, vote on and prioritize ideas using a customized website dedicated to community idea sharing. Utilize online discussions, forums, and survey tools to collect feedback on specific topics. Let your community make more informed opinions – add videos, documents and presentations related to your projects. Additionally, citizens will be able to electronically submit comments for agenda items using an online form tied to your upcoming meeting agenda. Run reports and distribute them to elected members or department heads, giving them a deeper understanding of public opinion before they make decisions. [Click here](#) for more information on the Citizen Participation Suite.

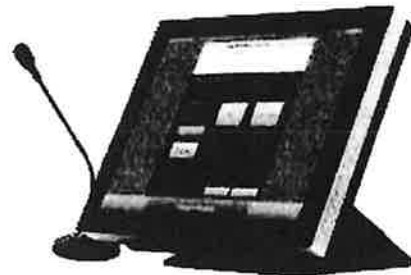
- Easy-to-use online tools to capture citizen ideas
- Utilize online discussions, idea forums, and survey tools to collect feedback on specific projects
- Prioritize key public initiatives
- Receive comments electronically for items on the agenda
- Run detailed reports to make better informed decisions



Electronic Voting and Public Displays (suite add-ons)

This addition to the Meeting Efficiency Suite gives elected officials a new way to participate in public meetings using touch-screen displays to record motions and votes as well as request to speak. View full agendas, supporting materials, the current item, speakers and vote results all from the touch-screen display. Record actions directly from elected members and ensure greater accuracy. Help your audience follow fast-paced meetings with a public display that shows current item, vote results and more.

- Touch-screen displays
- Digital speaker queue
- Vote and roll call automation
- Review paperless agenda packets



Granicus Differentiators

- World's most experienced provider of government transparency, citizen participation, meeting efficiency, legislative management, and training management solutions with:
 - Over 900 clients in all 50 states, at every level of government
 - Over 31 million government webcasts viewed
 - More than 265,350 government meetings online
- First fully integrated legislative workflow management system for local government
- Open API architecture and SDK allow for seamless integrations with systems already in place
- Certified integrations provide flexibility and choice of agenda workflow solutions
- Only government webcasting service to provide encoding, minutes annotation, transcription, and closed captioning services
- Truly unlimited storage and distribution for all meeting bodies and non-meeting content
- Indefinite retention schedules for all archived meeting and non-meeting content
- Only provider of both government webcasting and citizen participation services
- Only provider of both government webcasting and training management services
- Access a library of peer-created government media content from over 900 Granicus users
- 24/7/365 customer service and support
- 97% customer satisfaction rating, 99% client retention rating
- Ranked 185 on Deloitte 500 fastest growing companies
- Ranked 419 on Inc 500 fastest growing companies
- Client Success stories are available here: <http://www.granicus.com/Clients/Case-Studies.aspx>



First Amendment to the Granicus Service Agreement between Granicus, Inc. and Lake County CA

This First Amendment to the Granicus, Inc. Service Agreement is effective on the date this document is signed and entered into by and between (hereinafter referred to as "Granicus"), and Lake County CA (hereinafter referred to as "Client"), with reference to the following:

WHEREAS, the Client and Granicus entered into an Agreement effective 10/8/2013 (the "Agreement"); and

WHEREAS, in addition to Client's existing solution, Client wishes to add certain products and services as detailed in Q-39574, which is attached as Exhibit A and incorporated herein by reference;

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.

Lake County

Signature:

Name: Carol J. Huchingson

Title: County Administrative Officer

Date: 12/6/2018

Granicus

Signature:

Name: Dawn Kubat

Title: Vice President of Legal

Date: December 19, 2018



Exhibit A Granicus Proposal for Lake County CA

Granicus Contact

Name: Andrew Murray
Phone: (202) 407-7435
Email: andrew.murray@granicus.com

Proposal Details

Quote Number: Q-39574
Prepared On: 12/14/2018
Valid Through: 12/31/2018

Pricing

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

One-Time Fees

Solution	Billing Frequency	Quantity/Unit	One-Time Fee
Granicus Encoding Appliance Hardware - SDI (AMAX) (GT)	50% Up Front 50% 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	Up Front	1 Each	\$125.00
Performance Accelerator Hardware (Purchase)	50% Up Front 50% Upon Delivery	1 Each	\$3,600.00
Granicus Video - Performance Accelerator - Setup & Config	Upon Delivery	1 Each	\$875.00
US Shipping Charge C - Large Item	Up Front	1 Each	\$125.00
SUBTOTAL:			\$9,100.00



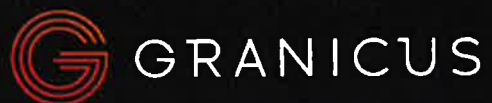
Annual Fees for New Subscriptions

Solution	Billing Frequency	Quantity/Unit	Annual Fee
Performance Accelerator Suite	Annual	1 Each	\$2,304.00
SUBTOTAL:			\$2,304.00

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.

Product Descriptions

Name	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.
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
Performance Accelerator Suite	Performance Accelerator Suite provides the ability to utilize the performance accelerator within a network. Requires Performance Accelerator or Virtual Performance Accelerator to distribute video/indexing/documents within a local network. This distribution is utilized to eliminate the bandwidth impact local viewers would have accessing data from the Granicus Data Center.
Performance Accelerator Hardware (Purchase)	Performance Accelerator (Standard) Server is hardware utilized to distribute video/indexing/documents within a local network. This distribution is utilized to eliminate the bandwidth impact local viewers would have accessing data from the Granicus Data Center.
Granicus Video - Performance Accelerator - Setup & Config	Remote configuration and deployment of the Performance Accelerator.
US Shipping Charge C - Large Item	US shipping of a large item



Granicus Budgetary Proposal for Lake County CA

Please note: This is not an invoice. This is a budgetary proposal that outlines the products and fees associated with the subscription renewal. Please inform the Granicus Contact listed below if you wish to issue a PO against this budgetary proposal.

Granicus Contact

Name: Bernadette Foley

Phone:

Email: bernadette.foley@granicus.com

Proposal Details

Quote Number: Q-68185

Prepared On: 5/28/2019

Valid Through: 9/30/2019

Pricing

Payment Terms: Net 30 (Payments for subscriptions are due at the beginning of the period of performance.)

Currency: USD

Current Subscription End Date: 9/30/2019

Period of Performance: 10/1/2019 - 9/30/2020

Annual Fees for Renewing Subscriptions

Solution	Billing Frequency	Quantity/Unit	Annual Fee
Legistar	Quarterly	1 Each	\$8,731.20
Open Platform Suite	Quarterly	1 Each	\$0.00
Meeting Efficiency Suite	Quarterly	1 Each	\$3,338.40
Government Transparency Suite	Quarterly	1 Each	\$4,622.40
Performance Accelerator Suite	Quarterly	1 Each	\$2,465.27
Granicus Encoding Appliance Software (GT)	Quarterly	1 Each	\$1,284.00
SUBTOTAL:			\$20,441.27

Terms and Conditions

- The terms and conditions set forth in the Agreement effective 10/8/2013 are incorporated herein by reference.
- This quote is exclusive of applicable state, local, and federal taxes, which, if any, will be included in the invoice. It is the responsibility of Lake County CA to provide applicable exemption certificate(s).
- Any lapse in payment may result in suspension of service and will require the payment of a setup fee to reinstate the subscription.
- If submitting a Purchase Order, please include the following language: All pricing, terms and conditions of quote Q-68185 dated 5/28/2019 are incorporated into this Purchase Order by reference.