

## AMENDMENT TO AGREEMENT

This FIRST AMENDMENT TO AGREEMENT amends that certain agreement titled Assure Agreement for Services dated January 28, 2026, made by and between the Town of Los Gatos, ("Town,") and Assure MSP, Inc. ("Contractor"), a Corporation and whose address is 1048 Serpentine Lane, Pleasanton, CA 94588.

### RECITALS

- A. Town and Contractor entered into an Agreement for Services on January 28, 2026 ("Agreement").
- B. The Parties desire to amend the Agreement in order to add additional services and increase the compensation.

### AMENDMENT

- A. Section II.A. is amended to include: Contractor shall provide the additional services described in the Scope of Services for Intercom Replacement and Scope of Services for Installation of Solar Camera, which are hereby incorporated by reference and attached as Exhibit B and Exhibit C.
- B. Section II.F is replaced and will read: Compensation for all services shall **not exceed \$233,898.43**, inclusive of all costs subject to appropriate of funds, notwithstanding any other provision in this Agreement. Payment shall be based upon Town approval of each task.
- C. All other terms and conditions of the Agreement remain in full force and effect.

Attachments:

B - Scope of Services for Intercom Replacement

C - Scope of Services for Installation of Solar Camera

TOWN OF LOS GATOS

ASSURE MSP, INC.

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**SIGNATURE**

Chris Constantin

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**FULL NAME**

Town Manager

---

**TITLE**

---

**DATE SIGNED**

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**SIGNATURE**

Jim Graf

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**CONTRACTOR SIGNATORY'S FULL NAME**

Chief Executive Officer

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**CONTRACTOR SIGNATORY'S TITLE**

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**DATE SIGNED**

Approved as to form:

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**SIGNATURE**

Gabrielle Whelan

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**FULL NAME**

Town Attorney

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**TITLE**

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**DATE SIGNED**

The execution date is the date on which the last party has signed.

## Exhibits List

B - Scope of Services for Intercom Replacement

C - Scope of Services for Installation of Solar Camera

## **Exhibit B**

# Scope of Services for Intercom Replacement



Sales Order: #####

April 28, 2026

|  |   |  |      |
|--|---|--|------|
| <b>Bill To:</b><br><b>Address</b><br><b>City, State, Zip</b> | Los Gatos Police Department<br>110 E Main St<br>Los Gatos, CA 95030 | <b>Ship To:</b><br><b>Address</b><br><b>City, State, Zip</b> | Same |
|--|---|--|------|

| Salesperson | PO# | Delivery Method | Delivery Date | Job Site  | Payment Terms   |
|-------------|-----|-----------------|---------------|-----------|-----------------|
| Dylan Graf  |     | Truck           |               | Los Gatos | 50% MD / 50% UC |

| Qty | Item #            | Description   | Unit Price | Line Total        |
|-----|-------------------|---|------------|-------------------|
|     |                   | <b>Police Department Intercom</b>                                   |            |                   |
| 1   | TD53-HW           | Verkada TD53 Video Intercom Reader                                  | \$1,799.00 | \$1,799.00        |
| 1   | LIC-TD-10Y-CAP    | Verkada 10-Year Intercom License, Capacity Increase                 | \$3,499.00 | \$3,499.00        |
| 1   | ACC-INT-ANGLE-2   | Verkada TD53 Angle Mount  | \$399.00   | \$399.00          |
| 1   | PS-INT-INST01     | Intercom cabling, installation, configuration, validation - Level 1 | \$1,150.00 | \$1,150.00        |
| 1   | AMI-CBLMNTMAT     | Cat6 Ethernet cable, Mounts, & Materials                            | \$110.00   | \$110.00          |
| 1   | PS-INT-DR-INST    | Intercom and door reader wiring, configuration, and testing         | \$1,200.00 | \$1,200.00        |
| 1   | PS-INT-CONFIG     | Intercom network configuration and training                         | \$245.00   | \$245.00          |
| 1   | AMI-PS-125UL      | Access control power supply, 12/24v                                 | \$294.99   | \$294.99          |
| 1   | PS-AD-1POWER-INST | Single Door Power supply installation and testing                   | \$350.00   | \$350.00          |
|     |                   |   |            |                   |
|     |                   | <b>Account Level Promotion</b>                                      |            | (\$1,197.41)      |
|     |                   |   |            |                   |
|     |                   | <b>Subtotal</b>   |            | <b>\$7,849.58</b> |



Sales Order: #####

April 28, 2026

| No.              | Type      | Description   | Unit Price | Line Total        |
|------------------|-----------|---|------------|-------------------|
| 1                | Note      | Please note that the proposed system requires a high speed internet connection. This provides remote monitoring, system updates and accurate timestamping. Verkada's technology removes the need for a local DVR/Machine that draws power and requires maintenance and updates. |            |                   |
| 1.1              | Note      | Pricing in this Sales Order is based on the proposed quantity and scope of work documented herein. If the proposed quantities change, the proposed pricing will be adjusted to reflect the revised quantities and scope of work.  |            |                   |
| 1.2              | Exclusion | Assure MSP, Inc. is not providing high speed internet or managed services unless otherwise noted in this quote.   |            |                   |
| 1.3              | Note      | Each MDF/IDF location will need access to 1 power outlet to provide power to a PoE switch which will provide power to the cameras.  |            |                   |
| 1.4              | Exclusion | Customer will provide 1 DHCP Enabled, PoE capable switch port for each camera proposed herein for power and network connectivity unless switches are explicitly detailed herein.  |            |                   |
|                  |           |   |            |                   |
| 2                | Shipping  | UPS Ground  |            |                   |
|                  |           |   |            |                   |
| 3                | Managed   | Optional Managed Service Contract priced at \$20 per Camera / mo. Includes quarterly performance review & testing to maintain optimal performance.  |            |                   |
| <b>Subtotal</b>  |           |   |            | \$0.00            |
| <b>Total</b>     |           |   |            | \$7,849.58        |
| <b>Discount</b>  |           |   |            |                   |
| <b>Sales Tax</b> |           |   |            | \$602.57          |
| <b>Shipping</b>  |           |   |            | \$25.00           |
| <b>Total</b>     |           |   |            | <b>\$8,477.15</b> |

| Payment Schedule  |                    |
|---|--------------------|
| <b>Mobilization Deposit - Billed Upon Accepted Sales Order: 50%</b> | <b>\$ 4,238.57</b> |
| <b>Balance Due - Billed Upon Completion of Project: 50%</b>         | <b>\$ 4,238.58</b> |

| Acknowledge and Acceptance  |                     |
|-----------------------------|---------------------|
| Authorized Signature: _____ | Company Name: _____ |
| Print Name: _____           | Date: _____         |
| Title: _____                | PO#: _____          |

Make all checks payable to Assure MSP, Inc.  
Thank you for your business!

This Sales Order is subject to our Terms and Conditions which can be found at:



<https://www.assuremsp.com/Agreements>

## **Exhibit C**

# Scope of Services for Installation of Solar Camera





# Sales Order: 1091229

March 6, 2026

| No. | Type      | Description   | Unit Price       | Line Total         |
|-----|-----------|---|------------------|--------------------|
| 1   | Note      | Please note that the proposed system requires a high speed internet connection. This provides remote monitoring, system updates and accurate timestamping. Verkada's technology removes the need for a local DVR/Machine that draws power and requires maintenance and updates. |                  |                    |
| 1.1 | Note      | Pricing in this Sales Order is based on the proposed quantity and scope of work documented herein. If the proposed quantities change, the proposed pricing will be adjusted to reflect the revised quantities and scope of work.  |                  |                    |
| 1.2 | Exclusion | Assure MSP, Inc. is not providing high speed internet or managed services unless otherwise noted in this quote.   |                  |                    |
| 1.3 | Note      | Each MDF/IDF location will need access to 1 power outlet to provide power to a PoE switch which will provide power to the cameras.  |                  |                    |
| 1.4 | Exclusion | Customer will provide 1 DHCP Enabled, PoE capable switch port for each camera proposed herein for power and network connectivity unless switches are explicitly detailed herein.  |                  |                    |
|     |           |   |                  |                    |
| 2   | Shipping  | UPS Ground  |                  |                    |
|     |           |   |                  |                    |
| 3   | Managed   | Optional Managed Service Contract priced at \$20 per Camera / mo. Includes quarterly performance review & testing to maintain optimal performance.  |                  |                    |
|     |           |   | <b>Subtotal</b>  | \$0.00             |
|     |           |   | <b>Total</b>     | \$9,563.80         |
|     |           |   | <b>Sales Tax</b> | \$615.48           |
|     |           |   | <b>Shipping</b>  | \$242.00           |
|     |           |   | <b>Total</b>     | <b>\$10,421.28</b> |

| Payment Schedule  |                    |
|---|--------------------|
| <b>Mobilization Deposit - Billed Upon Accepted Sales Order: 50%</b> | <b>\$ 5,210.63</b> |
| <b>Balance Due - Billed Upon Completion of Project: 50%</b>         | <b>\$ 5,210.64</b> |

| Acknowledge and Acceptance  |                     |
|-----------------------------|---------------------|
| Authorized Signature: _____ | Company Name: _____ |
| Print Name: _____           | Date: _____         |
| Title: _____                | PO#: _____          |

Make all checks payable to Assure MSP, Inc.

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