

## **FIRST AMENDMENT TO AGREEMENT**

### **PREAMBLE**

This First Amendment to Agreement for Services is dated for identification on this 15<sup>th</sup> day of April 2025, and amends that certain Agreement for Services dated November 19, 2024, made by and between the Town of Los Gatos, ("Town,") and the OpenGov, Inc. ("Service Provider") identified as an C Corporation and whose address is 660 3rd Street, Suite 100 San Francisco CA 94107.

### **I. RECITALS**

- A. Town and Consultant entered into Agreement for Services Agreement on November 19, 2024, ("Agreement"), a copy of which is attached hereto and incorporated by reference as Exhibit A to this Agreement.
- B. Town desires to amend the Agreement to add to the scope of services and to increase the compensation of the Agreement.

### **II. AMENDMENT**

- 1. 2.1 Scope of Services is amended to add the following:

Service Provider shall provide services as described in that certain Proposal dated May 2, 2025, which is hereby incorporated by reference and attached as Exhibit B.

- 2. 2.6 Compensation is to be replaced in its entirety with the following:

Compensation for services for the dates December 30, 2024 to December 29, 2025 shall be the original agreement amount of \$66,355.59, increased by \$11,448.72 for an agreement amount not to exceed \$77,804.31. All invoice amounts, including exercised option years (pending budget appropriation and extension of the agreement) shall be invoiced in the amounts further described in the applicable Order Form ("Exhibit A and B").

- 3. All other terms and conditions of the Agreement remain in full force and effect.

IN WITNESS WHEREOF, the Town and Service Provider have executed this Amendment.


Town of Los Gatos by:

OpenGov, Inc. by:


Signed by:  
  
5/29/2025  
3EF63F232F1B426...  
Chris Constantin, Town Manager

Signed by:  
  
5/23/2025  
D433DB530DE4424...  
Joe Lane, Sr. Director, Finance & Strategy


Recommended by:

Signed by:  
  
5/27/2025  
0E97821349644C3...  
Nicolle Burnham,  
Director of Parks and Public Works

Approved as to Form:

Signed by:  
  
5/28/2025  
EFD8738A5534428...  
Gabrielle Whelan, Town Attorney

Attest:

Signed by:  
  
5/29/2025  
20A720C4AE0A4D8...  
Wendy Wood, CMC, Town Clerk



OpenGov Inc.  
660 3rd Street, Suite 100  
San Francisco, CA 94107  
United States

<b>Order Form Number:</b>	Q-07800	<b>Prepared By:</b>	Jonathan Stone
<b>Created On:</b>	05/02/2025	<b>Email:</b>	jstone@opengov.com
<b>Order Form Expiration:</b>	05/23/2025	<b>Contract Term:</b>	55 Months
<b>Subscription Start Date:</b>	05/30/2025		
<b>Subscription End Date:</b>	12/29/2029		

Customer Information:

<b>Customer:</b>	Town of Los Gatos, CA	<b>Contact Name:</b>	Kinjal Buch
<b>Bill To/Ship To:</b>	110 E. Main St	<b>Email:</b>	kbuch@losgatosca.gov
	Los Gatos, California	<b>Phone:</b>	+1 4083995756
	95030		
	United States		

Order Details:

<b>Billing Frequency:</b>	Upfront
<b>Payment Terms:</b>	Net 30 Days

SOFTWARE SERVICES:

Product Name	Start Date	End Date	Annual Fee
Contract eSignatures	05/30/2025	12/29/2025	\$432.18
Request Management	05/30/2025	12/29/2025	\$4,320.54
Contract eSignatures	12/30/2025	12/29/2026	\$777.92
Request Management	12/30/2025	12/29/2026	\$7,776.97
Contract eSignatures	12/30/2026	12/29/2027	\$816.82
Request Management	12/30/2026	12/29/2027	\$8,165.81
Contract eSignatures	12/30/2027	12/29/2028	\$857.66

Request Management	12/30/2027	12/29/2028	\$8,574.11
Contract eSignatures	12/30/2028	12/29/2029	\$900.54
Request Management	12/30/2028	12/29/2029	\$9,002.81

PROFESSIONAL SERVICES:

Product Name	Start Date	Description	Fee
Professional Services Deployment - Time and Materials Billed Monthly as Incurred	05/30/2025	Professional Services Deployment - Estimated Time and Materials Billed Monthly as Incurred	\$6,696.00

**Professional Services Total:** \$6,696.00

Customer Billing/Service Periods:

Period:	Total:
05/30/2025	\$11,448.72
12/30/2025	\$8,554.89
12/30/2026	\$8,982.63
12/30/2027	\$9,431.77
12/30/2028	\$9,903.35

Order Form Legal Terms:

This Order Form incorporates the Agreement for Services between the parties dated November 19, 2024.

The "Agreement" consists of the Order Form(s), Agreement for Services, and, if Professional Services are purchased, the Statement of Work.

Unless otherwise specified above, fees for the Software Services and Professional Services shall be due and payable, in advance, 30 days from receipt of the invoice.

By signing this Order Form, Customer acknowledges that it has reviewed, and agrees to be legally bound by the Agreement. Each party’s acceptance of this Agreement is conditional upon the other’s acceptance of the Agreement to the exclusion of all other terms.

Hours will be billed upon completion on a time and material basis at a rate of \$215.00 per hour. Actual charges may exceed the provided estimate under Time and Materials billing, The final amount billed will reflect the actual hours utilized.

**Town of Los Gatos, CA:**

Signature:

\_\_\_\_\_

Name:

\_\_\_\_\_

Title:

\_\_\_\_\_

Date:

\_\_\_\_\_

**OpenGov, Inc.**

Signature:

\_\_\_\_\_

Name:

\_\_\_\_\_

Title:

\_\_\_\_\_

Date:

\_\_\_\_\_