

## THIRD AMENDMENT TO AGREEMENT FOR SERVICES

OpenGov Inc.

### PREAMBLE

This Third Amendment to Agreement for Services is dated for identification on this 2nd day of December 2025, and amends that certain Agreement for Services dated November 19, 2024, and amended by the First Amendment dated April 15, 2025, and the Second Amendment dated October 22, 2025 made by and between the Town of Los Gatos (“Town”) and OpenGov, Inc. (“Service Provider”), identified as a C Corporation and whose address is 660 3rd Street, Suite 100, San Francisco, CA 94107.

### I. RECITALS

- A. Town and Service Provider entered into Agreement for Services on November 19, 2024 (“Agreement”).
- B. Town and Service Provider executed a First Amendment to the Agreement on May 29, 2025 (“First Amendment”).
- C. Town and Service Provider executed a Second Amendment to the Agreement on November 10, 2025 (“Second Amendment”).
- D. Town desires to extend its use of the software services provided by Service Provider.

### II. AMENDMENT

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

Service Provider shall provide services as described in that certain Proposal/Order Form Number Q-12470 dated November 12, 2025, which is hereby incorporated by reference and attached as Exhibit D.

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

Compensation for services prior to December 30, 2025 shall not exceed \$77,804.31 per the First and Second Amendments. Future Compensation shall not exceed the following:

December 30, 2025 – June 30, 2026:	\$42,693.14
July 1, 2026 – June 30, 2027:	\$89,167.01
July 1, 2027 – June 30, 2028:	\$93,625.30
July 1, 2028 – June 30, 2029:	\$97,925.03

Payment shall be contingent on budget appropriations and annual amendments of the agreement executed by July 1 of each contract year starting in 2026. Total compensation for agreement shall not exceed \$401,214.79.

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:**

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Chris Constantin, Town Manager

**OpenGov, Inc. by:**

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Sam Kramer, Chief Finance Officer

**Recommended by:**

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Nicolle Burnham, Director of Parks and Public Works

**Approved as to Form:**

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Gabrielle Whelan, Town Attorney

## EXHIBITS

Exhibit D – Proposal/Order Form Q-12470 dated 11/12/2025



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

**Order Form Number:** Q-12470  
**Created On:** 11/12/2025  
**Order Form Expiration:** 12/12/2025  
**Subscription Start Date:** 12/30/2025  
**Subscription End Date:** 06/30/2029

**Prepared By:** Beverly Dea  
**Email:** bdea@opengov.com  
**Contract Term:** 42 Months

#### Customer Information:

**Customer:** Town of Los Gatos, CA  
**Bill To/Ship To:** 110 E. Main St  
Los Gatos, California  
95030  
United States

**Contact Name:** Kinjal Buch  
**Email:** kbuch@losgatosca.gov  
**Phone:** 4083995756

#### Order Details:

**Billing Frequency:** Prepaid  
**Payment Terms:** Net 30 Days

#### SOFTWARE SERVICES:

Product Name	Start Date	End Date	Annual Fee
Asset Management	12/30/2025	06/30/2026	\$6,925.93
Contract eSignatures	12/30/2025	06/30/2026	\$392.61
Facilities Domain	12/30/2025	06/30/2026	\$4,120.73
OpenGov Core Procurement and Contracts	12/30/2025	06/30/2026	\$6,188.61
Orange Advantage	12/30/2025	06/30/2026	\$5,765.84
Parks & Recreation Domain	12/30/2025	06/30/2026	\$3,846.74
Signal Domain	12/30/2025	06/30/2026	\$3,572.51

Stormwater Domain	12/30/2025	06/30/2026	\$3,846.74
Systems Integration Support	12/30/2025	06/30/2026	\$230.63
Transportation Domain	12/30/2025	06/30/2026	\$4,120.73
Walkability Domain	12/30/2025	06/30/2026	\$3,682.07
Asset Management	07/01/2026	06/30/2027	\$14,465.18
Contract eSignatures	07/01/2026	06/30/2027	\$820.00
Facilities Domain	07/01/2026	06/30/2027	\$8,606.38
OpenGov Core Procurement and Contracts	07/01/2026	06/30/2027	\$12,925.24
Orange Advantage	07/01/2026	06/30/2027	\$12,042.28
Parks & Recreation Domain	07/01/2026	06/30/2027	\$8,034.13
Signal Domain	07/01/2026	06/30/2027	\$7,461.40
Stormwater Domain	07/01/2026	06/30/2027	\$8,034.13
Systems Integration Support	07/01/2026	06/30/2027	\$481.69
Transportation Domain	07/01/2026	06/30/2027	\$8,606.38
Walkability Domain	07/01/2026	06/30/2027	\$7,690.20
Asset Management	07/01/2027	06/30/2028	\$15,188.44
Contract eSignatures	07/01/2027	06/30/2028	\$861.00
Facilities Domain	07/01/2027	06/30/2028	\$9,036.70
OpenGov Core Procurement and Contracts	07/01/2027	06/30/2028	\$13,571.46

Orange Advantage	07/01/2027	06/30/2028	\$12,644.39
Parks & Recreation Domain	07/01/2027	06/30/2028	\$8,435.83
Signal Domain	07/01/2027	06/30/2028	\$7,834.47
Stormwater Domain	07/01/2027	06/30/2028	\$8,435.83
Systems Integration Support	07/01/2027	06/30/2028	\$505.78
Transportation Domain	07/01/2027	06/30/2028	\$9,036.69
Walkability Domain	07/01/2027	06/30/2028	\$8,074.71
Asset Management	07/01/2028	06/30/2029	\$15,885.97
Contract eSignatures	07/01/2028	06/30/2029	\$900.54
Facilities Domain	07/01/2028	06/30/2029	\$9,451.70
OpenGov Core Procurement and Contracts	07/01/2028	06/30/2029	\$14,194.74
Orange Advantage	07/01/2028	06/30/2029	\$13,225.08
Parks & Recreation Domain	07/01/2028	06/30/2029	\$8,823.25
Signal Domain	07/01/2028	06/30/2029	\$8,194.26
Stormwater Domain	07/01/2028	06/30/2029	\$8,823.25
Systems Integration Support	07/01/2028	06/30/2029	\$529.00
Transportation Domain	07/01/2028	06/30/2029	\$9,451.70
Walkability Domain	07/01/2028	06/30/2029	\$8,445.54

#### Customer Billing/Service Periods:

Period:

Total:

12/30/2025	\$42,693.14
07/01/2026	\$89,167.01
07/01/2027	\$93,625.30
07/01/2028	\$97,925.03

### **Order Form Legal Terms:**

This Order Form incorporates and is made part of the Agreement for Services between Customer and OpenGov **dated 11/19/24**, as amended ("Agreement").

If Professional Services are purchased, the Statement of Work is incorporated by reference.

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 and agrees to these Legal Terms.

**Town of Los Gatos, CA:**

Signature:

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Name:

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Title:

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Date:

**OpenGov, Inc.**

Signature:

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Name:

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Title:

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Date: