



AMENDMENT NO. 1

TO MASTER HOSTED SERVICES AGREEMENT

(TripMaster by CTS Software – Quote #3674 v3)

This Amendment No. 1 (“Amendment”) is made and entered into by and between Foxster Opco, LLC d/b/a CTS Software (“CTS”) and City of Madison, a municipal corporation (“Customer”), and amends the Master Hosted Services Agreement incorporated within the Accepted Quote, TripMaster by CTS Software – Quote #3674 v3 (the “Agreement”).

This Amendment is effective as of the date last signed below (“Amendment Effective Date”). Except as expressly modified herein, all terms and conditions of the Agreement remain unchanged and in full force and effect.

1. Amendment to Customer Name

1.1 All references in the Agreement to “MARS” as Customer are hereby deleted and replaced with: “City of Madison, a municipal corporation”

2. Amendment to Section 5 — Fees and Payment Terms

2.1 Section 5.1 – Customer will pay all invoices net thirty (30) days from the date of the CTS invoice.

2.2 Section 5.3 – Taxes. Customer is a tax-exempt municipal corporation and shall not be charged sales, use, or similar taxes for the Services upon submission of valid proof of exemption.

4. Amendment to Section 11.1 — Term

4.1 The following verbiage is added as subsection (b): Notwithstanding the foregoing, the Customer may cancel the Agreement upon thirty (30) days’ written notice in the event of non-appropriation of funding for this Agreement by the City Council.

5. Amendment to Section 12.1 — Governing Law and Venue

5.1 The Agreement will be governed by and construed in accordance with the internal laws of the State of Alabama... Any litigation or action to enforce this Agreement shall be brought exclusively in a court of competent jurisdiction located in the State of Alabama.

6. Amendment to Section 10. – Indemnification

6.1. The entirety of verbiage in this section is replaced with the word, “Reserved.”



7. General Provisions

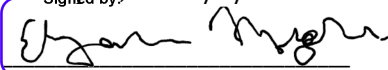
No Other Changes. Except as expressly amended herein, the Agreement remains in full force and effect.

Conflict. In the event of any conflict between this Amendment and the Agreement, the terms of this Amendment will control.

Counterparts. This Amendment may be executed electronically or in counterparts.

SIGNATURES

Foxster Onco, LLC d/b/a CTS Software

By: 
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Name: Adam Fox

Title: Chief Operating Officer

Date: 12/12/2025

City of Madison, a municipal corporation

By: _____

Name: Raphael Wiley

Title: _____

Date: _____