

**AMENDMENT NO. 2 TO C22370**

Contract Start Date:	12/16/2014	Original Total Amount:	\$85,033.21
Original Completion Date:	12/31/2019	As Previously Amended:	\$4,000.00
Amendment Completion Date:	12/31/2024	Current Amendment:	\$86,409.52
Resolution:	19-XXXXR	New Total Contract Amount:	\$175,442.73

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This amendment, effective as of the date of attestation by the City Clerk (the “Effective Date”), by and between the City of Duluth, hereinafter referred to as “City”, and Accruent, LLC located at 11500 Alterra Pkwy, Suite 110, Austin, TX 78758, hereinafter referred to as “Consultant”, for the purpose of rendering services to the City.

WHEREAS, on December 16, 2014, City and Consultant entered into an Agreement bearing City of Duluth Contract No. C22370 for the implementation of, and five years of software licensing, maintenance and support for a facilities maintenance management system, which Contract has been previously amended once, and which Contract and amendment are hereinafter referred to as the “Contract”; and

WHEREAS, both parties desire to amend the Contract.

NOW THEREFORE, in consideration of the mutual covenants and conditions hereinafter set forth, the parties hereto hereby agree as follows:

In this Amendment changes in the language of the Contract which delete language will be shown as stricken and language added to the contract language will be underlined.

Revision 1. The term of the Agreement is hereby extended for an additional five year period through December 31, 2024.

Revision 2. The total amount not to exceed referenced in section 4.1 is hereby amended as follows:

4.1 Fees and Payment Terms. Fees are specified in the applicable Order Document and unless stated otherwise are denominated and payable in United States dollars. Unless agreed otherwise in an applicable Order Document, fees are due within thirty (30) days of invoice date. Fees due for the Committed SaaS Term under Order Document #001 shall not exceed \$71,833.21 and the fees due under the Fixed Fee SOW for the initial implementation services shall not exceed \$13,200 for a total spend of \$85,033.21 for the initial purchase (fees will be paid from Fund 110-121-1222-5414).

Fees due for the Committed SaaS Term under Quote Q-143297-4, a copy of which is attached hereto as Exhibit A, shall not exceed \$86,409.52, payable from fund 110-121-1222-5414. The annual payment amounts shall be in accordance with the amounts shown in Exhibit A.

The total amount payable under this contract shall not exceed \$175,442.73.

In all other respects the contract, together with all of its terms, covenants and conditions, is hereby confirmed in its entirety.

*[Remainder of page intentionally left blank. Signature page to follow.]*

IN WITNESS WHEREOF, the parties have hereunto set their hands as of the date of attestation shown below:

**CITY OF DULUTH**

**ACCRUENT, LLC**

By:

By:

\_\_\_\_\_  
Mayor

\_\_\_\_\_  
Company Representative

Attest:

Its:

\_\_\_\_\_  
City Clerk

\_\_\_\_\_  
Title of Representative

Date Attested: \_\_\_\_\_

Date: \_\_\_\_\_

Countersigned:

\_\_\_\_\_  
City Auditor

Approved as to form:

\_\_\_\_\_  
City Attorney



### Client Information

<b>Client Name:</b>	Duluth MN (City of)	<b>Client Contact Name:</b>	
<b>Client Address:</b>	411 West First Street Duluth, MN 55802 USA	<b>Client Contact Email:</b>	
<b>Bill To:</b>	411 West First Street – Room 120 Duluth, MN 55802 USA	<b>Client Contact Phone:</b>	
<b>Billing Email:</b>	accountspayable@duluthmn.gov		

### Quote Information

<b>Quote #:</b>	Q-143279-4	<b>Quote Expiration:</b>	12/20/2019
<b>Start Date:</b>	1/1/2020	<b>End Date:</b>	12/31/2024
<b>Invoice Frequency:</b>	Annual		

### SaaS Information and Fees

Product Subscription Fees	Quantity/Metric	Year 1 Invoice Period Beginning [1-1-2020]	Year 2 Invoice Period Beginning [1-1-2021]	Year 3 Invoice Period Beginning [1-1-2022]	Year 4 Invoice Period Beginning [1-1-2023]	Year 5 Invoice Period Beginning [1-1-2024]	Total Fees Initial Term
FAMIS Cloud Maintenance	1,120,670 Square Feet	16,275.62	16,763.90	17,266.81	17,784.82	18,318.36	USD 86,409.52
FAMIS Cloud : Storage (1 GB)	500 MB	0.00	0.00	0.00	0.00	0.00	USD 0.00
FAMIS Cloud : Test Environment	1,120,670 Square Feet	0.00	0.00	0.00	0.00	0.00	USD 0.00
<b>Total Committed Fees</b>		<b>USD 16,275.62</b>	<b>USD 16,763.90</b>	<b>USD 17,266.81</b>	<b>USD 17,784.82</b>	<b>USD 18,318.36</b>	<b>USD 86,409.52</b>

## Additional Terms

- 1 Accruent shall grant a license to access the SaaS Services for the non-cancelable period listed above ("Committed SaaS Term"). The maximum annual increase to fees during the Committed SaaS Term shall not exceed 3.00 percent. Thereafter, the SaaS Services shall automatically renew at the then current fees.
- 2 All fees shall be due and payable within thirty (30) days of the date of Accruent's invoice. All fees listed exclude any applicable taxes.
- 3 The pricing and offer in this Order Document are provided in return for an executed Order Document received by Travis Peterson by the Quote Expiration date listed above.
- 4 Use of the SaaS Service and this Order Document are subject to the terms and conditions of Public Sector Agreement dated 12/16/2014, between Duluth MN (City of) and Accruent, LLC.
- 5 Please note that your Support Terms and Conditions are changing to match Accruent Standard Support Services. These Terms and Conditions can be found on the Accruent website using the URL provided below. These Terms and Conditions supersede those outlined in your current agreement.  
<https://www.accruent.com/services-support/customer-support>
- 6 Overages - Any overages over the committed metric amount will be invoiced 30% over the average metric price of the current year's fees. Overages, if any, will be assessed and invoiced quarterly. Not charging for overages is not a waiver of those overages, Accruent retains the right to retroactively true-up metric counts. Overages will continue to be invoiced until such time the committed metric amount is changed to reflect overages.

## Acknowledged and Agreed by the Duly Authorized Representatives of the Parties

<b>Client:</b>	<b>Accruent, LLC</b>
<b>Signature:</b>	<b>Signature:</b>
<b>Print Name:</b>	<b>Print Name:</b>
<b>Title:</b>	<b>Title:</b>
<b>Date:</b>	<b>Effective Date:</b>
<b>PO Required? Yes [ ] No [ ] If Yes, PO must be provided.</b>	
<b>Tax exempt? Yes [ ] No [ ] If Yes, Tax Exemption Certificate must be provided.</b>	