

Amendment 1 to Agreement

This Amendment 1 to Agreement ("Amendment 1") is made and entered into on January 8, 2019, by and between the County of Fresno, a political subdivision of the State of California ("County"), and RT Lawrence Corporation, a California Corporation, whose address is 7740 Painter Avenue, Suite 100, Whittier, CA 90602 ("Contractor").

Recitals

A. The parties entered into an agreement dated May 24, 2016, and identified by County agreement number 16-205 ("Agreement"), pursuant to which Contractor agreed to provide software, licensing, and support of the RTLFiRST remittance processing system to County.

B. The parties entered the Agreement before County selected its new property tax system, MegaByte Property Tax System ("MPTS"), from MegaByte Systems, Inc..

C. Because County has purchased MPTS, RTLFiRST, will now need to be configured to interface with MPTS.

D. Contractor represents to County that, in order for RTLFiRST to be configured to interface with MPTS, all of the following is necessary: (1) a test environment is required to build connectivity points with RTLFiRST; (2) a real time lookup configuration will need to be built and installed into RTLFiRST to assure payments taken through RTLFiRST are not duplicated from MPTS; (3) additional updated software needs to be installed as provided in this Amendment 1; and (4) additional training and testing are needed for the conversion process.

E. The compensation amount included in the original Agreement is insufficient to cover the services and software required for the conversion, as described above.

F. The parties desire to amend the Agreement as provided in this Amendment 1.

The parties therefore agree as follows:

1. The definition of "System Software" in Article I is amended to include the following: E-key virtual dongle upgrade, RTL Test Environment System and Services, MPTS Conversion Software and Services, Real Time Lookup and Services, Distribution Manager, and Regen/Refund Module. All provisions of the Agreement that apply to the System Software

1 apply to those added components equally, except as expressly provided otherwise in this
2 Amendment 1.

3 2. The following definitions apply to this Amendment 1 and to the Agreement as
4 amended by this Amendment 1:

- 5 a. "E-key virtual dongle upgrade" means moving from a physical adapter (or
6 "dongle") that contains software to read data information from payment
7 documents, to the E-key software being downloaded into the County's
8 computer.
- 9 b. "RTL Test Environment System and Services" means a setup of software and
10 hardware for testing of the new interfaces with MPTS.
- 11 c. "MPTS Conversion Software and Services" means installing necessary
12 connectivity points for RTLFIRST to communicate and interface with MPTS.
- 13 d. "Real Time Lookup and Services" is an interface for payments being
14 processed in RTLFIRST in the remittance process to be checked in real time
15 against the MPTS database to assure there are no duplicate payments, prior
16 to the verification process in RTLFIRST.
- 17 e. "Distribution Manager" means software that will allow users to search tax
18 payments within RTLFIRST and gather stub, check, and attachments into a
19 single Portable Document Format (PDF) file.
- 20 f. "Regen/Refund Module" means software that will generate a refund letter for
21 payments being rejected and also include the associated stub and/or check
22 image within the letter.
- 23 g. "MPTS Conversion" means the installation by Contractor of all of the
24 components added to the definition of "System Software" under this Amendment
25 1 and the provision by Contractor of all training and testing necessary to that
26 installation.

27 3. Contractor shall assign a project manager and a solutions engineer to the MPTS
28 Conversion. Upon assignment, Contractor's project manager and solutions engineer shall work

1 with County staff to develop a project schedule for the MPTS Conversion. The parties
2 acknowledge that the MPTS Conversion cannot be completed until MPTS is running. Contractor
3 shall make best efforts to ensure that the MPTS Conversion is completed as quickly as practicable
4 after MPTS is running.

5 4. In Article VI, at page XVI, lines 21 to 24 are hereby amended to read as follows:

6 "3) Year Three	\$ 83,098.78
7 4) Year Four	\$ 32,381.47
8 5) Year Five	\$ 33,245.33
9 Total Contract Price	\$273,841.39

10 5. The following is added to Article VI, at page XVIII, following line 14:

11 "MPTS Conversion breakdown

12 1) E-key virtual dongle upgrade	\$ 2,500.00
13 2) RTL Test Environment System and Services	\$17,000.00
14 3) MPTS Conversion Software and Services	\$19,000.00
15 4) Real Time Lookup Services	\$ 8,000.00
16 5) Distribution Manager	\$ 4,000.00
17 6) Regen/Refund Module	\$ 6,000.00
18 7) Travel Costs (for 5 days)	\$ 1,250.00
19 8) Customer Discount	\$(10,000.00)
20 9) Annual Support	<u>\$ 6,562.50</u>
21 Total	\$ 54,312.50
22 Sales Tax (7.975%)	<u>\$ 4,331.42</u>
23 Project Grand Total	<u>\$ 58,643.92</u>

24 6. In Article VI, at page XVIII, on line 22, **\$200,381.65** is hereby deleted and replaced
25 with **\$273,841.39**.

26 7. This Amendment 1 is sufficient to amend the Agreement and, that upon execution of
27 Amendment 1, the Agreement and Amendment 1 together shall be considered the Agreement.

28 8. Except as otherwise provided in this Amendment 1, all other provisions of the

1 Agreement remain unchanged and in full force and effect.

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EXECUTED AND EFFECTIVE as of the date first above set forth.

CONTRACTOR

COUNTY OF FRESNO

(Authorized Signature)

Nathan Magsig, Chairman of the Board
of Supervisors of the County of Fresno

RAVI GANTANI, SECRETARY

Print Name & Title

7740 PAINTER AVE., SUITE 100

WHITTIER, CA 90602

Mailing Address

ATTEST:

Bernice E. Seidel
Clerk of the Board of Supervisors
County of Fresno, State of California

By:

Susan Bishop
Deputy

FOR ACCOUNTING USE ONLY:

ORG No.: 04100400

Account No.: 7288

Requisition No.: