

34417

AMENDMENT #7

This amendment ("Amendment") is made this 7th day of August, 2018 by and between Tyler Technologies, Inc. with offices at One Tyler Drive, Yarmouth, Maine 04096 ("Tyler") and the City of Long Beach, with offices at 333 West Ocean Boulevard, 5th Floor, Long Beach, CA 90802 ("Client").

WHEREAS, Tyler and the Client are parties to an agreement dated October 10, 2016 ("Agreement"); and

WHEREAS, Tyler and Client desire to amend the terms of the Agreement as provided herein.

NOW THEREFORE, in consideration of the mutual promises hereinafter contained, Tyler and the Client agree as follows:

1. The items set forth in the sales quotation attached as Exhibit 1 to this Amendment are hereby added to the Agreement as of the execution date of this Amendment. Payment of fees and costs for such items shall conform to the following terms:
 - a. **Services Fees & Expenses.** Services added to the Agreement pursuant to this Amendment, along with applicable expenses, shall be invoiced consistent with Section 2 below as follows:

| Month | To be billed | Retainage |
|----------------|--------------|-----------|
| November, 2018 | \$13,280 | \$3,320 |
| December, 2018 | \$13,280 | \$3,320 |
| January, 2019 | \$13,280 | \$3,320 |

2. Effective November 01, 2018, Exhibit B, Schedule 2 (Payment Milestones for Services) is hereby amended as follows:

| Other Services Type | Terms | Amount | Total |
|---|--|--|--|
| Project Manager - Finance | Monthly in arrears, triggered on the next full month after the first planning meeting for Phase 1. | \$16,600.00 per month through April 2018. | For duration of phase not to exceed \$485,550.00 |
| | | \$8,300.00 per month for May 2018 through October 2018. | |
| | | \$13,280.00 per month for November 2018 through January 2019 | |
| 20% Retainer for Project Manager - Finance | At Phase 1 closure (Milestone 1.8). | \$97,110.00 | |

3. Notwithstanding anything to the contrary in the Agreement (including, but not limited to: Section I(12) Entire Agreement; Amendment), the parties agree that Client may add Tyler Forms products and services to the Agreement by signing a quote provided by Tyler. Such quote may not exceed \$5,000.00 in total value. Payment for Tyler Forms products or services added to the Agreement by signed quote will be billed individually in accordance with the Agreement.

4. Twenty-Four (24) unused Project Quality Services days, totaling \$42,000.00 (at a rate of \$1,750.00 per day) are hereby removed from the Agreement as of the execution date of this Amendment.
5. Twenty-Nine (29) Implementation days, totaling \$41,992.00 (at a rate of \$1,448.00 per day) are hereby added to the Agreement as of the execution date of this Amendment, as set forth in the Investment Summary attached hereto as Exhibit 2. Implementation Services added to the Agreement pursuant to this Amendment will be invoiced as provided and/or incurred.
 - a. The parties expect that 7 of these Implementation Days will be used for testing, training and documentation related to MUN-276157 (Project, Project Strings, Grant Updates Workflow).
 - b. The parties expect that 2 of these Implementation Days will be used for testing, training and documentation related to MUN-280672 (Max Number of Invoices per Check Global Setting).
 - c. The parties expect that 10 of these Implementation Days will be used for testing, training and documentation related to MUN-288640 (Alternate GLJ Workflow for Interface Journals).
 - d. The parties expect that 10 of these Implementation Days will be used for testing, training and documentation related to MUN-273303 (Stale Dated Check Process).
6. The Alternate GLJ Workflow for Interface Journals modification with Tyler Reference number MUN-288640, at a contract price of \$21,000.00, is hereby added to the Agreement. The modification will conform to the description contained in the specification document provided to Client on or about May 08, 2018. Payment for the items added to the Agreement pursuant to this Amendment shall conform to the terms of Exhibit B of the Agreement.
7. The Stale Dated Check Process modification with Tyler Reference number MUN-273303, at a contract price of \$14,000.00, is hereby added to the Agreement. The modification will conform to the description contained in the specification document provided to Client on or about March 16, 2018. Payment for the items added to the Agreement pursuant to this Amendment shall conform to the terms of Exhibit B of the Agreement.
8. The parties acknowledge that, subject to any credit restrictions, Client may use available credit issued by Tyler to cover the costs of the items being added to the Agreement pursuant to this Amendment. For Client's internal purposes, due to the removal of software and services in prior amendments, the net result of this Amendment does not exceed the original Agreement amount
9. This Amendment shall be governed by and construed in accordance with the terms and conditions of the Agreement.
10. All other terms and conditions of the Agreement shall remain in full force and effect.

[Remainder of page intentionally left blank.]

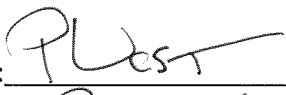
MUN 273303

IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of the dates set forth below.

Tyler Technologies, Inc.

City of Long Beach, CA

By: 

By: 

Name: Robert Kennedy-Jensen

Name: Patrick West

Title: Senior Corporate Attorney

Title: City Manager

Date: June 28, 2018

Date: 8/7/18

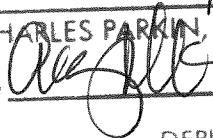
APPROVED AS TO FORM
7-16, 2018
CHARLES PARKIN, City Attorney
By: 
AMY R. WEBBER
DEPUTY CITY ATTORNEY



Exhibit 1
Investment Summary

The following Investment Summary details the software and services to be delivered by us to you under the Agreement. This Investment Summary is effective as of the Effective Date. Capitalized terms not otherwise defined will have the meaning assigned to such terms in the Agreement.

In the event a comment in the following sales quotation conflicts with a provision of this Amendment, the provision in this Amendment shall control.

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Quoted By: Jennifer Wahlbrink
 Date: 4/25/2018
 Quote Expiration: 10/22/2018
 Quote Name: City of Long Beach-ERP-Munis-Additional PM
 Quote Number: 2018-48873
 Quote Description: 4-25-18 Project Management - Fin (Nov 2018 - Jan 2019)

Sales Quotation For

City of Long Beach
 Floor 5
 333 West Ocean Boulevard
 Long Beach, CA 90802-4664
 Phone +1 (562) 570-7089

Other Services

| Description | Quantity | Unit Price | Unit Discount | Extended Price |
|---------------------------------|----------|-------------|---------------|--------------------|
| Project Management - Financials | 3 | \$16,600.00 | \$0.00 | \$49,800.00 |
| TOTAL: | | | | \$49,800.00 |

Summary

| | | | |
|---|--------------------|----------------------|-----------------------|
| Total Tyler Software | \$0.00 | One Time Fees | Recurring Fees |
| Total Tyler Services | \$49,800.00 | | \$0.00 |
| Total 3rd Party Hardware, Software and Services | \$0.00 | | \$0.00 |
| Summary Total | \$49,800.00 | | \$0.00 |
| Contract Total | \$49,800.00 | | |

Unless otherwise indicated in the contract or Amendment thereto, pricing for optional items will be held for Six (6) months from the Quote date or the Effective Date of the Contract, whichever is later.

Customer Approval: _____ Date: _____

Print Name: _____ P.O. #: _____

All primary values quoted in US Dollars _____

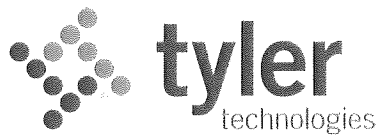


Exhibit 2

Investment Summary

The following Investment Summary details the software and services to be delivered by us to you under the Agreement. This Investment Summary is effective as of the Effective Date. Capitalized terms not otherwise defined will have the meaning assigned to such terms in the Agreement.

In the event a comment in the following sales quotation conflicts with a provision of this Amendment, the provision in this Amendment shall control.

REMAINDER OF PAGE INTENTIONALLY LEFT BLANK



Quoted By: Jennifer Wahlbrink
 Date: 6/18/2018
 Quote Expiration: 11/3/2018
 Quote Name: City of Long Beach-ERP-Munis-Additional Days
 Quote Number: 2018-49501
 Quote Description: 6-18-18 City of Long Beach - Additional Days

Sales Quotation For

City of Long Beach
 Floor 5
 333 West Ocean Boulevard
 Long Beach, CA 90802-4664
 Phone +1 (562) 570-7089

Other Services

| Description | Quantity | Unit Price | Unit Discount | Extended Price |
|--------------------------------|----------|------------|---------------|--------------------|
| Additional Implementation Days | 29 | \$1,448.00 | \$0.00 | \$41,992.00 |
| TOTAL: | | | | \$41,992.00 |

Summary

Total Tyler Software \$0.00
 Total Tyler Services \$41,992.00
 Total 3rd Party Hardware, Software and Services \$0.00

Summary Total \$41,992.00
Contract Total \$41,992.00

One Time Fees Recurring Fees

\$0.00
 \$41,992.00
 \$0.00

\$0.00
\$41,992.00
\$0.00

Unless otherwise indicated in the contract or Amendment thereto, pricing for optional items will be held for Six (6) months from the Quote date or the Effective Date of the Contract, whichever is later.

Customer Approval: _____ Date: _____

Print Name: _____ P.O. #: _____

All primary values quoted in US Dollars