

AMENDMENT NUMBER ~~ONE~~TWO
 TO
 SUBORDINATE CONTRACT MA-060-20010263
 BETWEEN THE
 COUNTY OF ORANGE
 AND
 EVERBRIDGE INC

This AMENDMENT NUMBER ~~ONE~~TWO to Subordinate Contract Number MA-060-20010263 (hereinafter “AMENDMENT NUMBER ~~ONE~~TWO”) between the County of Orange, a political subdivision of the State of California (hereinafter “COUNTY”) and Everbridge, Inc. (hereinafter “CONTRACTOR”) with a place of business at 155 N. Lake Ave., Suite 900, Pasadena, CA 91101 is made and entered upon execution of all necessary signatures.

RECITALS:

WHEREAS, The State of California, has issued CMAS Contract No. 3-12-70-2909A now in effect from upon December 11, 2014 through July 18, 2024; and

WHEREAS, COUNTY and CONTRACTOR executed a Subordinate Contract for provision of a Public Mass Notification System on December 17, 2019 per CMAS Contract Number 3-12-70-2909A as Contract Number MA-060-20010263 (hereinafter “ORIGINAL SUBORDINATE CONTRACT”), for a one (1) year term of December 31, 2019 through and including December 30, 2020, renewable for four (4) additional one (1) year terms; and

WHEREAS, COUNTY and CONTRACTOR ~~desires to~~ renewed the ORIGINAL SUBORDINATE CONTRACT on December 15, 2020, for a one (1) year term of December 31, 2020 through and including December 30, 2021, ~~as well as to~~ and increased the not to exceed amount by \$50 for a ~~new~~ not to exceed amount of \$458,050.00, ~~and the CONTRACTOR has agreed to provide those items at the rates set forth in the ORIGINAL SUBORDINATE CONTRACT and this AMENDMENT NUMBER ONE~~ (hereinafter “AMENDMENT NUMBER ONE”);

WHEREAS, COUNTY desires to renew the ORIGINAL SUBORDINATE CONTRACT for a one (1) year term of December 31, 2021 through and including December 30, 2022, in an amount not to exceed \$458,050.00 and the CONTRACTOR has agreed to provide those items at the rates set forth in the ORIGINAL SUBORINDATE CONTRACT and AMENDMENT NUMBER ONE;

NOW THEREFORE, in consideration of the mutual obligations set forth herein, both COUNTY and CONTRACTOR agree as follows:

1. ARTICLES

a. Additional Terms and Conditions Section 3 Term of Subordinate Contract, of the ORIGINAL SUBORDINATE CONTRACT is amended in its entirety as follows:

3. Term of Subordinate Contract:

This Contract shall commence December 31, 2019, and shall be effective through and including December 30, 202~~1~~², unless otherwise terminated by County. This Contract is based and dependent on the existence of CMAS Contract No. 3-12-70-2909A, which is currently set to expire on July 18, 2024. In the event that the CMAS Contract is renewed and extended by the State of California, County, at its sole election and subject to the written consent of Contractor, the Contract may be renewed for up to ~~three~~ ~~two~~ (3~~2~~) additional one-year terms under the same terms and conditions and pricing structure, upon successful renewal of the CMAS Contract. Each renewal of this Contract may require approval by the County Board of Supervisors. The County does not have to give a reason if it elects not to renew.

~~b. Attachment C Compensation and Pricing Provisions, Section 2 Fees and Charges, of the ORIGINAL SUBORDINATE CONTRACT is amended to read as follows:~~

~~2. Fees and Charges:~~

QTY	Product Code	Description	GSA Classification	Price
2	101-11-11-0254-000	Mass Notification Base--Tier 11	GSA Product	USD 356,299.56
4	101-11-11-0240-000	Mass Notification Base--Tier 12	GSA Product	USD 33,700.44
4	101-11-11-0258-000	Mass Notification Base for Transportation--Tier 3	GSA Product	USD 5,000.00
4	101-01-11-0206-000	Incident Management--Incident Communications--Tier 7	GSA Product	USD 100.00
63	101-01-11-1001-000	Everbridge Additional Organization	GSA Product	USD 100.00
4	101-01-11-1027-000	Everbridge Community Engagement--Tier 7	GSA Product	USD 49,700.00
10	100-09-11-1038-000	Additional CE/VE Keywords--1	Open Market	USD 100.00
50	101-00-22-8301-000	Consulting Services--Per Hour	GSA Product	USD 13,050.00

Year One Fees:	USD 445,000.00
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One-time Implementation and Setup Fees:	USD 0.00
Consulting Services:	USD 13,050.00
Total Year One Fees Due:	USD 458,050.00

2. A true and correct copy of the ORIGINAL SUBORDINATE CONTRACT is attached hereto as Exhibit A and incorporated by this reference.
3. A true and correct copy of AMENDMENT NUMBER ONE is attached hereto as Exhibit B and incorporated by this reference.
4. All other provisions of the ORIGINAL SUBORDINATE CONTRACT and AMENDMENT NUMBER ONE, except as amended herein and to the extent they are not inconsistent with this AMENDMENT NUMBER ~~ONE~~TWO, remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the Parties have executed AMENDMENT NUMBER ~~ONE~~TWO to Contract Number MA-060-20010263.

*Contractor: Everbridge Inc.

By: _____ Title: _____

Print Name: _____ Date: _____

*Contractor: Everbridge Inc.

By: _____ Title: _____

Print Name: _____ Date: _____

**If the contracting party is a corporation, (2) two signatures are required: (1) signature by the Chairman of the Board, the President or any Vice President; and one (1) signature by the Secretary, any Assistant Secretary, the Chief Financial Officer or any Assistant Treasurer. The signature of one person alone is sufficient to bind a corporation, as long as he or she holds corporate offices in each of the two categories described above. For County purposes, proof of such dual office holding will be satisfied by having the individual sign the instrument twice, each time indicating his or her office that qualifies under the above described provision.*

In the alternative, a single corporate signature is acceptable when accompanied by a corporate resolution demonstrating the legal authority of the signature to bind the company.

County Of Orange

A political subdivision of the State of California



Sheriff-Coroner Department

By: _____ Title: _____

Print Name: _____ Date: _____

Approved as to Form
Office of the County Counsel
Orange County, California

By: _____
Deputy