

**AMENDMENT NO. 3  
TO  
CONTRACT NO. MA-042-17011420  
FOR  
ELECTRONIC RECORDS MANAGEMENT SYSTEM**

This Amendment ("Amendment No. 3") to Contract No. MA-042-17011420 for Electronic Records Management System is made and entered into on July 1, 2021 ("Effective Date") between Panoramic Software, Inc. ("Contractor"), with a place of business at 32932 Pacific Coast Highway #14-482, Dana Point, CA 92629, and the County of Orange, a political subdivision of the State of California ("County"), through its Health Care Agency, with a place of business at 200 W. Santa Ana Blvd., Ste. 650, Santa Ana, CA 92701. Contractor and County may sometimes be referred to individually as "Party" or collectively as "Parties".

**RECITALS**

WHEREAS, the Parties executed Contract No. MA-042-17011420 for Electronic Records Management System, effective June 1, 2017, through June 30, 2020, in an amount not to exceed \$2,154,000 ("Contract"); and

WHEREAS, the Parties executed Amendment No. 1 to renew the Contract, effective July 1, 2020, through June 30, 2021, in an amount not to exceed \$132,000, for a new total amount not to exceed \$2,286,000; and

WHEREAS, the Parties executed Amendment No. 2 to amend Attachment A to include additional services and to increase the Contract Year 4 (2020-2021) amount not to exceed by \$3,600, for a new total amount not to exceed \$2,289,600, to cover the additional services; and

WHEREAS, the Parties now desire to enter into this Amendment No. 3 to amend Attachment C to update the pricing table and to renew the Contract for one year for County to continue receiving and Contractor to continue providing the services set forth in the Contract.

NOW THEREFORE, Contractor and County agree to amend the Contract as follows:

1. The Contract is renewed for a period of one year, effective July 1, 2021 through June 30, 2022, in an amount not to exceed \$137,000 for this renewal period, for a new total amount not to exceed \$2,426,600; on the amended terms and conditions.
2. Attachment C, Pricing of the Contract is deleted in its entirety and replaced with Attachment C-1, Revised Pricing, which is incorporated by this reference.
3. Contractor shall continue to reference invoices with Contract No. MA-042-17011420 and to forward the invoices to Orange County, Health Care Agency, Accounts Payables, P.O. Box 689, Santa Ana CA 92702 or via email to [HCAAccountsPayable@ochca.com](mailto:HCAAccountsPayable@ochca.com).

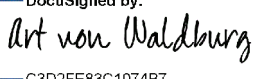
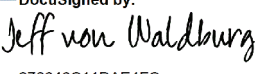
This Amendment No. 3 modifies the Contract, including all previous amendments, only as expressly set forth herein. Wherever there is a conflict in the terms or conditions between this Amendment No. 3 and the Contract, including all previous amendments, the terms and conditions of this Amendment No. 3 prevail. In all other respects, the terms and conditions of the Contract, including all previous amendments, not specifically changed by this Amendment No. 3 remain in full force and effect.

**SIGNATURE PAGE FOLLOWS**

**SIGNATURE PAGE**

IN WITNESS WHEREOF, the Parties have executed this Amendment No. 3. If Contractor is a corporation, Contractor shall provide two signatures as follows: 1) the first signature must be either the Chairman of the Board, the President, or any Vice President; 2) the second signature must be that of the Secretary, an Assistant Secretary, the Chief Financial Officer, or any Assistant Treasurer. In the alternative, other authorized signatures or a single corporate signature is acceptable when accompanied by a corporate resolution or by-laws demonstrating the legal authority of the signature to bind the company.

**Contractor: Panoramic Software, Inc.**

<p>Art von waldburg</p> <hr/> <p>Print Name</p> <p>DocuSigned by:    <small>C3D2FE83C1074B7...</small></p>	<p>Chairman of the Board</p> <hr/> <p>Title</p> <p>4/28/2021</p> <hr/> <p>Date</p>
<p>Jeff von waldburg</p> <hr/> <p>Print Name</p> <p>DocuSigned by:    <small>276646C11DAE4FC...</small></p>	<p>Secretary</p> <hr/> <p>Title</p> <p>4/28/2021</p> <hr/> <p>Date</p>

**County of Orange**, a political subdivision of the State of California

Purchasing Agent/Designee Authorized Signature:

<hr/> <p>Print Name</p>	<hr/> <p>Deputy Purchasing Agent</p> <hr/> <p>Title</p>
<hr/> <p>Signature</p>	<hr/> <p>Date</p>

**Approved as to Form**  
Office of the County Counsel

County of Orange, California

<p>Brittany McLean</p> <hr/> <p>County Counsel Deputy</p>	<p>DocuSigned by:    <small>9713A4061D4343D...</small></p>	<p>4/29/2021</p> <hr/>
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ATTACHMENT C-1

REVISED PRICING

HCA-PG	Monthly Cost	Project Cost	Year 1	Year 2	Year 3	Total 3 Year Cost
			<b>2017-2018</b>	<b>2018-2019</b>	<b>2019-2020</b>	
Project Cost		\$ 1,070,000				
Monthly Hosting/Support	6,000			\$ 72,000	\$ 72,000	
<b>Total:</b>		<b>\$ 1,070,000</b>		<b>\$ 72,000</b>	<b>\$ 72,000</b>	<b>\$ 1,214,000</b>
DA-PA			Year 1	Year 2	Year 3	
			<b>2017-2018</b>	<b>2018-2019</b>	<b>2019-2020</b>	
Project Cost		\$ 820,000				
Monthly Hosting/Support	5,000			\$ 60,000	\$ 60,000	
<b>Total:</b>		<b>\$ 820,000</b>		<b>\$ 60,000</b>	<b>\$ 60,000</b>	<b>\$ 940,000</b>
<b>Total Project Cost PA &amp; PG</b>		<b>\$ 1,890,000</b>				<b>\$ 2,154,000</b>

HCA-PG	Year 4	Year 5	Total 5 Year Cost
	<b>2020-2021</b>	<b>2021-2022</b>	
Project Cost			
Monthly Hosting/Support	\$ 72,000	\$ 72,000	
<b>Total:</b>	<b>\$ 72,000</b>	<b>\$ 72,000</b>	<b>\$ 1,358,000</b>
DA-PA	Year 4	Year 5	
	<b>2020-2021</b>	<b>2021-2022</b>	
Project Cost			
Monthly Hosting/Support	\$ 60,000	\$ 60,000	
Additional Services	\$3,600	\$5,000	
<b>Total:</b>	<b>\$ 63,600</b>	<b>\$ 65,000</b>	<b>\$ 1,065,000</b>
<b>Total Project Cost PA &amp; PG</b>			<b>\$ 2,426,600</b>