

**FIRST AMENDMENT TO
SUPPORT AND MAINTENANCE AGREEMENT**

SYSTEMS & SOFTWARE, INC.

This FIRST AMENDMENT TO SUPPORT AND MAINTENANCE AGREEMENT ("First Amendment") is made and entered into this 25 day of March, 2021, by and between the CITY OF RIVERSIDE, a California charter city and municipal corporation ("City"), and SYSTEMS & SOFTWARE, INC., a Vermont corporation authorized to do business in California ("Contractor"), with reference to the following facts:

RECITALS

WHEREAS, on April 24, 2019, City and Contractor entered into a Support and Maintenance Agreement for system integration between the enQuesta Customer Information System, the Tantalus Advanced Meter System and the SmartWorks Meter Data Management System for the Advanced Meter Program ("Agreement") in the initial annual amount of Seventeen Thousand Five Hundred Dollars (\$17,000.00) and an optional annual Escrow fee of One Thousand Five Hundred Dollars (\$1,500.00); and

WHEREAS, the City has requested the development of new functionality for manually created work orders and supporting project management services and the Parties wish to amend the Agreement to add support and maintenance for these additional services, in an amount not to exceed of Six Thousand Four Hundred and Fifty Dollars (\$6,450.00), and to extend the term of the Agreement to December 31, 2021.

NOW THEREFORE in consideration of the foregoing recitals, which are incorporated herein by this reference, City and Contractor mutually agree as follows:

1. Schedule A, "Annual Support and Maintenance Fee", to the Agreement is amended to add support and maintenance services for the development of new functionality for manually created work orders and supporting project management services, as set forth in Schedule A-1, attached hereto and incorporated herein by this reference, with the fees pro-rated in accord with the terms of the Agreement.

2. All terms and conditions of the original Agreement not inconsistent with this Second Amendment shall remain in full force and effect and are incorporated herein by this reference as though set forth in full.

[signatures on following page]

IN WITNESS WHEREOF the parties hereto have caused this First Amendment to be executed the day and year first above written.

CITY OF RIVERSIDE, a California charter city and municipal corporation

By: _____
City Manager

ATTEST:

By: _____
City Clerk


Certified as to Availability of Funds:

By:  _____
Chief Financial Officer

Approved as to Form:

By: Susan D. Wilson
Assistant City Attorney

SYSTEMS & SOFTWARE, INC., a Vermont corporation authorized to do business in California

By:  _____
Name JUNE HEXTELL
Title VP OPERATIONS

3/25/21

By: Bob Campbell
Name Bob Campbell
Title Senior Project Manager

Schedule A-1

Annual Maintenance Fee for Read Delay of Manual Move Work Order Functionality	\$6,450.00
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New Annual Maintenance of \$6,450.00 will be billed at a prorated amount from signing date through your annual support renewal date of January 1st.

**SECOND AMENDMENT TO
SOFTWARE IMPLEMENTATION SERVICES AGREEMENT**

SYSTEMS & SOFTWARE, INC.

This SECOND AMENDMENT TO SOFTWARE IMPLEMENTATION SERVICES AGREEMENT ("Second Amendment") is made and entered into this 24th day of March, 2021, by and between the CITY OF RIVERSIDE, a California charter city and municipal corporation ("City"), and SYSTEMS & SOFTWARE, INC., a Vermont corporation authorized to do business in California ("Contractor"), with reference to the following facts:

RECITALS

WHEREAS, on April 24, 2019, City and Contractor entered into a Software Implementation Services Agreement for system integration between the enQuesta Customer Information System, the Tantalus Advanced Meter System and the SmartWorks Meter Data Management System for the Advanced Meter Program ("Agreement") in the amount of Two Hundred Forty-Nine Thousand Eight Hundred Five Dollars (\$249,805.00); and

WHEREAS, on February 1, 2021, City and Contractor entered into a First Amendment ("First Amendment") to re-align the AMI project milestones and to add additional Project Management Milestones, and to increase the amount of the Agreement by Twenty-Three Thousand Five Hundred Sixty-Five Dollars and Thirty-One Cents (\$23,565.31); and

WHEREAS, the City has requested the development of new functionality for manually created work orders and supporting project management services and the Parties wish to amend the Agreement to add these additional services, in an amount not to exceed of Eighty Seven Thousand Four Hundred and Seventy Dollars (\$87,470.00), and to extend the term of the Agreement to June 3, 2021.

NOW THEREFORE in consideration of the foregoing recitals, which are incorporated herein by this reference, City and Contractor mutually agree as follows:

1. Schedule A, "Scope of Work", to the Agreement is amended to add the development of new functionality for manually created work orders and supporting project management services, as set forth in Schedule A-2, attached hereto and incorporated herein by this reference.

2. Schedule B, "Fee Structure and Payment Schedule" is hereby amended to increase the amount of the Agreement by Eighty Seven Thousand Four Hundred and Seventy Dollars (\$87,470.00) as set forth in Schedule B-2, attached hereto and incorporated herein by this reference, for the additional services set forth in Exhibit A-2.

3. All terms and conditions of the original Agreement not inconsistent with this Second Amendment shall remain in full force and effect and are incorporated herein by this reference as though set forth in full.

IN WITNESS WHEREOF the parties hereto have caused this Second Amendment to be executed the day and year first above written.

CITY OF RIVERSIDE, a California charter city and municipal corporation

By: _____
City Manager

ATTEST:

By: _____
City Clerk

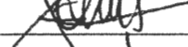
Certified as to Availability of Funds:

By:  _____
Chief Financial Officer

Approved as to Form:

Susan D. Wilson
By: _____
Assistant City Attorney

SYSTEMS & SOFTWARE, INC., a Vermont corporation authorized to do business in California

By:  _____
Name Juliette Hextall

Title VP, OPERATIONS

By: Bob Campbell

Name Bob Campbell

Title Senior Project Manager

3/25/21

SCHEDULE A-2

Amendment of the Software Implementation Services Agreement includes the following scope of service:

1. Development of new functionality to automate a work order that will initiate a call to the Compass Meter Data Management System (MDMS) to retrieve readings for any AMI manual disconnect meter, regardless of bill configuration.
2. The AMI project involves complex integrations between three disparate systems from different vendors. This functionality is necessary to ensure an accurate and automated process to gather read data. This is not currently available in the enQuesta System. It must be developed in a manner that is compatible with the Compass MDMS, which required significant planning and development to ensure a seamless process between the two systems.
3. The scope of services specifically includes:
 - a. Creation of Business Requirements Document (BRD)
 - b. The development of new functionality for retrieving reads from manual disconnect AMI meters
 - c. Technical and project management coordination with Compass
 - d. Additional Project Management Services

SCHEDULE B-2

Fees	
Business Requirements Document (BRD) development	\$8,600
Development of new functionality for retrieving reads from manual disconnect AMI meters	\$32,250.00
Project Management Services	\$46,620.00
TOTAL FEES	\$87,470.00