

ITEM # 18-0487

**CLIENT OF SANTA FE
AMENDMENT No. 1 TO
MAINTENANCE AGREEMENT FOR AUTOMATIC VEHICLE LOCATION SYSTEM
ITEM#17-0001**

AMENDMENT No. 1 (the "Amendment") to the MAINTENANCE AGREEMENT FOR AUTOMATIC VEHICLE LOCATION SYSTEM, effective as of June 28th 2016 (the "Agreement"), between the City of Santa Fe (the "Client") and CalAmp Radio Satellite Integrators, Inc. (the "Contractor"), which assigned the Agreement to CalAmp Wireless Networks Corporation ("CalAmp") on December 22, 2017 ("Transfer Effective Date"). The effective date of this Amendment shall be retroactive to October 1, 2017. Capitalized terms used and not defined in this Amendment have the respective meanings assigned to them in the Agreement.

RECITALS

- A. Under the terms of the Agreement, Contractor has agreed to provide software subscription services for standard maintenance annual subscription to the City.
- B. Pursuant to Notice of Transfer of Agreement dated December 22, 2017, from and after the Transfer Effective Date, (a) CalAmp will be the "Contractor" of the Agreement and have all of the rights, benefits, obligations and liabilities of the "Contractor" thereunder and shall be bound by the provisions thereof; and (b) The Contractor relinquishes all of its rights and benefits and release from its obligations and liabilities under the Agreement.
- C. Pursuant to Article 18 of the Agreement, and for good and valuable consideration, the receipt and sufficiency of which are acknowledged by the

parties, the Client and the CalAmp agree as follows:

1. COMPENSATION

Article 3, paragraph A of the Agreement is amended to increase the amount of compensation by a total of thirty-nine thousand one hundred and twenty-seven dollars and fifty cents (\$39,127.50), applicable gross receipts taxes included for nine (9) months for software subscription services, so that Article 3, paragraph A reads as follows:

A. The City shall pay to the Contractor in full payment for subscription services, a sum not to exceed eighty-six thousand nine hundred ninety seven thousand dollars (\$86,997) applicable gross receipts taxes included.

2. TERM AND EFFECTIVE DATE:

Article 5 of the Agreement is hereby replaced in its entirety by the following:

This Agreement shall be effective as of September 30, 2017 and shall terminate on June 30, 2018 unless sooner pursuant to Article 6.

3. AGREEMENT IN FULL FORCE.

Except as specifically provided in this Amendment, the Agreement remains and shall remain in full force and effect, in accordance with its terms.

IN WITNESS WHEREOF, the parties have executed this Amendment No. 1 to the Maintenance Agreement for Automatic Vehicle Location System as of the dates set forth below.

CITY OF SANTA FE:


ALAN WEBBER, MAYOR

Date: 5/14/18

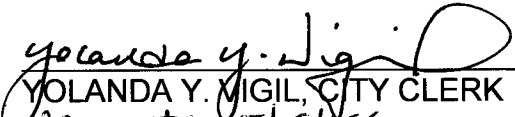
CalAmp Wireless Networks Corporation:


PAUL WASHICKO, SVP / GM SaaS

Date: 3/12/18

CRS# 03-246734-00-6
CITY OF SANTA FE BUSINESS
REGISTRATION# 18-00114337

ATTEST:


YOLANDA Y. MIGIL, CITY CLERK
cc mtg. 5/9/18

APPROVED AS TO FORM:

 3/13
KELLEY BRENNAN, CITY ATTORNEY

APPROVED:


FINANCE DIRECTOR

various BU.530710 .various sub codes
Business Unit/Line Item