

THE INFORMATION IN THIS BOX IS NOT A PART OF THE CONTRACT AND IS FOR COUNTY USE ONLY

**Contract Number**

18-693 A-1

SAP Number

4400009815

Clerk of the Board of Supervisors

Department Contract Representative	Danette Tealer
Telephone Number	387-3845
Contractor	Granicus, LLC
Contractor Representative	Lindsey Gabster
Telephone Number	415-357-3618, ext. 1014
Contract Term	10/1/2018 through 9/30/2028
Original Contract Amount	\$589,439
Amendment Amount	\$613,548
Total Contract Amount	\$1,202,987
Cost Center	1600001000

IT IS HEREBY AGREED AS FOLLOWS:**AMENDMENT NO. 1**

This Amendment No. 1 (this "Amendment") dated September 12, 2023 is made by and between Granicus, LLC, a Minnesota Limited Liability Company ("Granicus"), and San Bernardino County ("Client") and modifies the terms to agreement executed between the parties as of September 25, 2018 ("Agreement").

1. Delete Section 7.1, Agreement Term in its entirety and replace with the following:

7.1 Agreement Term. This Agreement shall begin on October 1, 2018 ("Effective Date") and shall continue until September 30, 2028 ("Agreement Term"), unless otherwise terminated as provided in this Section 7. Each Order, SOW or Exhibit will specify an Order Term for the Granicus Products and Services provided under the Respective Order, SOW, or Exhibit, not to extend beyond the Agreement Term. Customer's right to access of use the Granicus Products and Services will cease at the end of the Order Term identified within each Order, SOW, or Exhibit, unless either extended or earlier terminated as provided in this Section 7.

2. Insert a new Section 10.31, Iran Contracting Act, as follows:

10.31 Iran Contracting Act. IRAN CONTRACTING ACT OF 2010, Public Contract Code sections 2200 et seq. (Applicable for all Contracts of one million dollars (\$1,000,000) or more). In accordance with Public Contract Code section 2204(a), Granicus certifies that at the time the Agreement is signed, Granicus is not identified on a list created pursuant to subdivision (b) of Public Contract Code section 2203 as a person (as defined in Public Contract Code section 2202(e)) engaging in investment activities in Iran described in subdivision (a) of Public Contract Code section 2202.5, or as a person described in subdivision (b) of Public Contract Code section 2202.5, as applicable.

3. Insert a new Section 10.32, Campaign Contribution Disclosure, as follows:

10.31 Campaign Contribution Disclosure (SB 1439). Granicus has disclosed to the Client using Attachment C - Campaign Contribution Disclosure Senate Bill 1439, whether it has made any campaign contributions of more than \$250 to any member of the San Bernardino County Board of Supervisors or other San Bernardino County elected officer (Sheriff, Assessor-Recorder-Clerk, Auditor-Controller/Treasurer/Tax Collector and the District Attorney) within the earlier of: (1) the date of the submission of Granicus' proposal to the Client, or (2) 12 months before the date this Agreement was approved by the San Bernardino County Board of Supervisors. Granicus acknowledges that under Government Code section 84308, Granicus is prohibited from making campaign contributions of more than \$250 to any member of the San Bernardino County Board of Supervisors or other San Bernardino County elected officer for 12 months after the San Bernardino County's consideration of the Agreement. In the event of a proposed amendment to this Agreement, Granicus will provide San Bernardino County with a written statement disclosing any campaign contribution(s) of more than \$250 to any member of the San Bernardino County Board of Supervisors or other San Bernardino County elected officer within the preceding 12 months of the date of the proposed amendment. Campaign contributions include those made by any agent/person/entity on behalf of Granicus or by a parent, subsidiary or otherwise related business entity of Granicus.

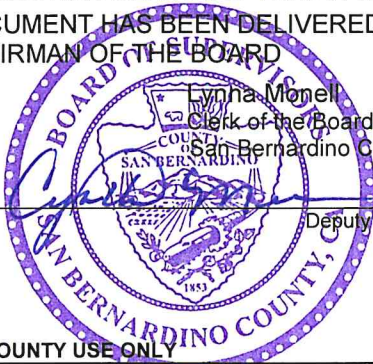
- 4. **Full Force and Effect.** The Contract, as amended by this Amendment, remains in full force and effect.
- 5. **Capitalized Terms.** Any capitalized term used but not defined in this Amendment shall have the meaning given to it in the Contract or the Addendum, as applicable.
- 6. **Counterparts.** This Amendment may be executed in any number of counterparts, each of which so executed shall be deemed to be an original, and such counterparts shall together constitute one and the same Contract. The parties shall be entitled to sign and transmit an electronic signature of this Amendment (whether by facsimile, PDF or other email transmission), which signature shall be binding on the party whose name is contained therein. Each party providing an electronic signature agrees to promptly execute and deliver to the other party an original signed Amendment upon request.

SAN BERNARDINO COUNTY

► *Dawn Rowe*
Dawn Rowe, Chair, Board of Supervisors

Dated: SEP 12 2023

SIGNED AND CERTIFIED THAT A COPY OF THIS DOCUMENT HAS BEEN DELIVERED TO THE CHAIRMAN OF THE BOARD



By *Lynna Monell*
Lynna Monell, Clerk of the Board of Supervisors
San Bernardino County
Deputy

Granicus

(Print or type name of corporation, company, contractor, etc.)

By ► *Bernadette Foley*
06CBB3E1AA51459
(Authorized signature - sign in blue ink)

Name Bernadette Foley
(Print or type name of person signing contract)

Title Manager, Renewals
(Print or Type)

Dated: 8/31/2023

Address 408 SAINT PETER STREET, SUITE 600
SAINT PAUL MN 55102

FOR COUNTY USE ONLY

Approved as to Legal Form
► *Bonnie Uphold*
Bonnie Uphold, Supervising Deputy County Counsel

Date 9-1-2023

Reviewed for Contract Compliance
► _____

Date _____

Reviewed/Approved by Department
► _____

Date _____

ATTACHMENT A



408 St. Peter St, Suite 600
St. Paul, MN 55102

THIS IS NOT AN INVOICE

Order Form
Prepared for
San Bernardino County CA

Granicus Proposal for San Bernardino County CA

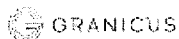
ORDER DETAILS

Prepared By: Tania Dominguez Chon
Phone:
Email: tania.dominguezchon@granicus.com
Order #: Q-270420
Prepared On: 29 Jun 2023
Expires On: 30 Sep 2023

ORDER TERMS

Currency: USD
Payment Terms: Net 45 (Payments for subscriptions are due at the beginning of the period of performance.)
Current Subscription End Date: 30 Sep 2023
Initial Order Term End Date: 30 Sep 2028
Period of Performance: 10/01/2023 - 09/30/2024

Order #: Q-270420
Prepared: 29 Jun 2023



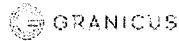
Order Form
San Bernardino County CA

PRICING SUMMARY

The pricing and terms within this Proposal are specific to the products and volumes contained within this Proposal.

Renewing Subscription Fees			
Solution	Billing Frequency	Quantity/Unit	Annual Fee
Government Transparency Suite	Annual	1 Each	\$12,124.68
Open Platform Suite	Annual	1 Each	\$12,124.68
Government Transparency Managed Services Hardware (GT)	Annual	1 Each	\$2,552.56
Legistar	Annual	1 Each	\$30,503.13
Open Platform Suite	Annual	1 Each	\$0.00
VoteCast Standard Package (iLegislate)	Annual	1 Each	\$15,315.38
Meeting Efficiency Suite	Annual	1 Each	\$19,297.37
Recurring Captioning Services	Annual	77 Hours	\$13,758.36
Legistar Training Database	Annual	1 Each	\$2,297.32
Granicus Encoding Appliance Software (GT)	Annual	2 Each	\$3,063.08
SUBTOTAL:			\$111,036.56

Order #: Q-270420
Prepared: 29 Jun 2023



Order Form
San Bernardino County CA

FUTURE YEAR PRICING

Solution(s)	Period of Performance			
	01 Oct 2024 - 30 Sep 2025	01 Oct 2025 - 30 Sep 2026	01 Oct 2026 - 30 Sep 2027	01 Oct 2027 - 30 Sep 2028
Government Transparency Suite	\$12,730.91	\$13,367.46	\$14,035.83	\$14,737.62
Open Platform Suite	\$12,730.91	\$13,367.46	\$14,035.83	\$14,737.62
Government Transparency Managed Services Hardware (GT)	\$2,680.19	\$2,814.20	\$2,954.91	\$3,102.65
Legistar	\$32,028.29	\$33,629.70	\$35,311.19	\$37,076.75
Open Platform Suite	\$0.00	\$0.00	\$0.00	\$0.00
VoteCast Standard Package (iLegislate)	\$16,081.15	\$16,885.21	\$17,729.47	\$18,615.94
Meeting Efficiency Suite	\$20,262.24	\$21,275.35	\$22,339.12	\$23,456.07
Recurring Captioning Services	\$14,446.28	\$15,168.59	\$15,927.02	\$16,723.37
Legistar Training Database	\$2,412.19	\$2,532.80	\$2,659.44	\$2,792.41
Granicus Encoding Appliance Software (GT)	\$3,216.23	\$3,377.05	\$3,545.90	\$3,723.19
SUBTOTAL:	\$116,588.39	\$122,417.82	\$128,538.71	\$134,965.62

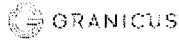
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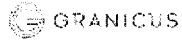


PRODUCT DESCRIPTIONS

Solution	Description
Government Transparency Suite	Government Transparency are the live in-meeting functions. Streaming of an event, pushing of documents, and indexing of events.
Open Platform Suite	Open Platform is access to MediaManager, upload of archives, ability to post agendas/documents, and index of archives. These are able to be published and accessible through a searchable viewpage.
Government Transparency Managed Services Hardware (GT)	The managed equipment solution offers an encoding appliance that is fully managed and maintained by Granicus.
Legistar	<p>Legistar is a Software-as-a-Service (SaaS) solution that enables government organizations to automate the entire legislative process of the clerk's office. Clerks can leverage Legistar to easily manage the entire legislative process from drafting files, through assignment to various departments, to final approval. Legistar includes:</p> <ul style="list-style-type: none"> • Unlimited user accounts • Unlimited meeting bodies and meeting types • Unlimited data storage and retention • Up to one (1) Legistar database • Up to one (1) InSite web portal
Open Platform Suite	Open Platform is access to MediaManager, upload of archives, ability to post agendas/documents, and index of archives. These are able to be published and accessible through a searchable viewpage.



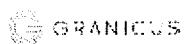
Solution	Description
<p>VoteCast Standard Package (iLegislate)</p>	<p>VoteCast is a hybrid Software-as-a-Service (SaaS) and Hardware-as-a-Service (HaaS) solution that enables government organizations to streamline the meeting process for both the clerk's office as well as elected officials. By leveraging this solution, the client will be able to automate meeting data capture and display – improving accuracy and keeping all attendees informed of meeting proceedings. Available on a variety of hardware as well as the iLegislate platform, elected officials can use their touchscreens or tablets to motion, second, vote, and request to speak. This data automatically populates to the clerk software (LiveManager) ensuring accuracy and reducing workload. As action items occur during the meeting, TVs or projectors hooked up to VoteCast Display will automatically show the current agenda item, motion on the floor, vote result, and speaker timer as well as speaker name. VoteCast includes:</p> <ul style="list-style-type: none"> • Unlimited user accounts • Unlimited meeting bodies • Access to one Granicus platform site • Access to the VoteCast software application for elected officials • Access to the VoteCast Display software application to output meeting proceedings to TVs or projectors in the meeting room
<p>Meeting Efficiency Suite</p>	<p>Meeting Efficiency is a hybrid Software-as-a-Service (SaaS) and Hardware-as-a-Service (HaaS) solution that enables government organizations to simplify the in-meeting management and post-meeting minutes creation processes of the clerk's office. By leveraging this solution, the client will be able to streamline meeting data capture and minutes production, reducing staff efforts and decreasing time to get minutes published. During a meeting, use LiveManager to record roll calls, motions, votes, notes, and speakers, all indexed with video. Use the index points to quickly edit minutes, templates to format in Microsoft Word, and publish online with the click of a button. Meeting Efficiency includes:</p> <ul style="list-style-type: none"> • Unlimited user accounts • Unlimited meeting bodies • Unlimited storage of minutes documents • Access to the LiveManager software application for recording information during meetings • Access to the Word Add-in software component for minutes formatting in MS Word if desired • Up to one (1) MS Word minutes template (additional templates can be purchased if needed)



Solution	Description
Recurring Captioning Services	Live closed captioning. <ul style="list-style-type: none"> • All Meetings will incur one hour minimum. • Cancellations within 24 hrs. will be charged 1 hour minimum. • Caption reservations should be reserved two weeks in advance. Jobs with little notice may not be guaranteed coverage, 24 hours as an absolute minimum. • Real Time Captions are provided at an 98% accuracy readability rating • Recurring Caption hours not used in the period of performance will not carry over to the following year.
Legistar Training Database	Legistar training database allows the customer to have one additional Legistar training database and InSite environment to use for testing and training.
Granicus Encoding Appliance Software (GT)	Granicus Encoding Appliance Software (GT) This includes the LiveManager Software solution where webcasts are started/stopped, agendas amended and indexed, votes and attendance recorded, and minutes created.

THIRD PARTY DISCLAIMER

Closed Captioning and Meeting Services: Client and Granicus may agree that a third party will provide closed captioning, transcription services, or other meeting services under this Agreement. In such case, Client expressly understands that the third party is an independent contractor and not an agent or employee of Granicus. Granicus is not liable for acts performed by such an independent third party.



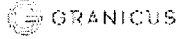
Order Form
San Bernardino County CA

TERMS & CONDITIONS

- This quote, and all products and services delivered hereunder are governed by the terms of the Agreement executed between the parties as of September 25, 2018, as amended on September 12, 2023.
- If submitting a Purchase Order, please include the following language: The pricing, terms and conditions of quote Q-270420 dated 29 Jun 2023 are incorporated into this Purchase Order by reference and shall take precedence over any terms and conditions included in this Purchase Order.
- This quote is exclusive of applicable state, local, and federal taxes, which, if any, will be included in the invoice. It is the responsibility of San Bernardino County CA to provide applicable exemption certificate(s).
- Any lapse in payment may result in suspension of service and will require the payment of a setup fee to reinstate the subscription.
- Client will be invoiced for use of any product or service measured or capped by volume or amount of usage that exceeds the permitted amount set forth in this Quote at the same cost or rate set forth herein.

Order #: Q-270420
Prepared: 29 Jun 2023

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BILLING INFORMATION

Billing Contact:		Purchase Order Required?	<input type="checkbox"/> - No <input type="checkbox"/> - Yes
Billing Address:		PO Number: If PO required	
Billing Email:		Billing Phone:	

If submitting a Purchase Order, please include the following language:
The pricing, terms, and conditions of quote Q-270420 dated 29 Jun 2023 are incorporated into this Purchase Order by reference and shall take precedence over any terms and conditions included in this Purchase Order.

AGREEMENT AND ACCEPTANCE

By signing this document, the undersigned certifies they have authority to enter the agreement. The undersigned also understands the services and terms.

San Bernardino County CA	
Signature:	
Name:	
Title:	
Date:	

Order #: Q-270420
Prepared: 29 Jun 2023



ATTACHMENT C Campaign Contribution Disclosure (SB 1439)

DEFINITIONS

Actively supporting the matter: (a) Communicate directly with a member of the Board of Supervisors or other County elected officer [Sheriff, Assessor-Recorder-Clerk, District Attorney, Auditor-Controller/Treasurer/Tax Collector] for the purpose of influencing the decision on the matter; or (b) testifies or makes an oral statement before the County in a proceeding on the matter for the purpose of influencing the County's decision on the matter; or (c) communicates with County employees, for the purpose of influencing the County's decision on the matter; or (d) when the person/company's agent lobbies in person, testifies in person or otherwise communicates with the Board or County employees for purposes of influencing the County's decision in a matter.

Agent: A third-party individual or firm who, for compensation, is representing a party or a participant in the matter submitted to the Board of Supervisors. If an agent is an employee or member of a third-party law, architectural, engineering or consulting firm, or a similar entity, both the entity and the individual are considered agents.

Otherwise related entity: An otherwise related entity is any for-profit organization/company which does not have a parent-subsidiary relationship but meets one of the following criteria:

- (1) One business entity has a controlling ownership interest in the other business entity;
- (2) there is shared management and control between the entities; or
- (3) a controlling owner (50% or greater interest as a shareholder or as a general partner) in one entity also is a controlling owner in the other entity.

For purposes of (2), "shared management and control" can be found when the same person or substantially the same persons own and manage the two entities; there are common or commingled funds or assets; the business entities share the use of the same offices or employees, or otherwise share activities, resources or personnel on a regular basis; or there is otherwise a regular and close working relationship between the entities.

Parent-Subsidiary Relationship: A parent-subsidiary relationship exists when one corporation has more than 50 percent of the voting power of another corporation.

Contractors must respond to the questions on the following page. If a question does not apply respond N/A or Not Applicable.

1. Name of Contractor: Granicus, LLC

2. Name of Principal (i.e., CEO/President) of Contractor, if the individual actively supports the matter and has a financial interest in the decision:

N/A

3. Name of agent of Contractor:

Company Name	Agent(s)
Granicus, LLC	N/A

4. Name of any known lobbyist(s) who actively supports or opposes this matter:

Company Name	Contact
N/A	N/A

5. Name of Subcontractor(s) (including Principal and Agent(s)) that will be providing services/work under the awarded contract if the subcontractor (1) actively supports the matter and (2) has a financial interest in the decision and (3) will be possibly identified in the contract with the County or board governed special district.

Company Name	Subcontractor(s):	Principal and/or Agent(s):
N/A	N/A	N/A

6. Is the entity listed in Question No.1 a nonprofit organization under Internal Revenue Code section 501(c)(3)?

Yes

No

7. Name of any known individuals/companies who are not listed in Questions 1-5, but who may (1) actively support or oppose the matter submitted to the Board and (2) have a financial interest in the outcome of the decision:

Company Name	Individual(s) Name
N/A	

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8. Was a campaign contribution, of more than \$250, made to any member of the San Bernardino County Board of Supervisors or other County elected officer on or after January 1, 2023, by any of the individuals or entities listed in Question Nos. 1-7?

No If no, please skip Question No. 9 and sign and date this form.

Yes If yes, please continue to complete this form.

9. Name of Board of Supervisor Member or other County elected officer: _____

Name of Contributor: _____

Date(s) of Contribution(s): _____

Amount(s): _____

Please add an additional sheet(s) to identify additional Board Members or other County elected officers to whom anyone listed made campaign contributions.

By signing the Contract, Contractor certifies that the statements made herein are true and correct. Contractor understands that the individuals and entities listed in Question Nos. 1-7 are prohibited from making campaign contributions of more than \$250 to any member of the Board of Supervisors or other County elected officer while award of this Contract is being considered and for 12 months after a final decision by the County.

DocuSigned by:
Brendan Stierman

Brendan Stierman

7/27/2023

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