

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



**Contract Number**

24-1023 A-1

**SAP Number**

## Innovation and Technology Department

|   |  |
|---|--|
| <b>Department Contract Representative</b> | Christine Onyango  |
| <b>Telephone Number</b>                   | 909-388-5943   |
| <br>                                      |  |
| <b>Contractor</b>                         | NetBrain Technologies, Inc.  |
| <b>Contractor Representative</b>          | Brian Clark  |
| <b>Telephone Number</b>                   | 972-822-1178   |
| <b>Contract Term</b>                      | For the period beginning March 25, 2025 through March 24, 2030, automatically renewing for five-year terms |
| <br>                                      |  |
| <b>Original Contract Amount</b>           | \$1,160,550  |
| <b>Amendment Amount</b>                   | \$445,500  |
| <b>Total Contract Amount</b>              | \$1,606,050  |
| <b>Cost Center</b>                        | 1201404048   |

**IT IS HEREBY AGREED AS FOLLOWS:**

**AMENDMENT NO. 1**

This Amendment No. 1 (Amendment One) dated March 25, 2025 ("Amendment One Effective Date") is made by and between NetBrain Technologies, Inc. ("NetBrain"), and San Bernardino County ("Customer" or "County") and modifies the terms to the order form executed between the parties as of October 22, 2024 ("Order Form") as governed by the Subscription End User License Agreement ("EULA") agreed to by and between the parties on October 22, 2024.

1. Delete "Subscription Length (Months) 60" and replace with "Subscription Period (Months) 60".
2. Delete the product table in its entirety and replace with the following:

| Qty | Product Code | Description           | Start Date | End Date   | Unit Price/Year | Annual Price | Total Price |
|-----|--------------|-----------------------|------------|------------|-----------------|--------------|-------------|
| 5   | SEAT-SUB     | Floating Seat License | 03-25-2025 | 03-24-2030 | 4,050.00        | 20,250.00    | 101,250.00  |

|      |              |  |            |            |           |         |              |
|------|--------------|--|------------|------------|-----------|---------|--------------|
| 2200 | NB-BUNDLE    | Universal Node for Enterprise License Bundle   | 03-25-2025 | 03-24-2030 | 135.00    | 297,000 | 1,485,000.00 |
| 1    | NB-AS-AMS    | Professional service accelerating automation maturity. Services include assessment, enablement, and improvement of automation maturity covering System, Data model, automations, and user enablement | 03-25-2025 | 03-24-2026 | 19,800.00 |         | 19,800.00    |
| 5    | NB-AI-Enable | One-time courtesy credit for AI pass through charges   |            |            | 0.00      | 0.00    | 0.00         |

|                       |                  |
|-----------------------|------------------|
| Year 1 Invoice Amount | 337,050          |
| Year 2 Invoice Amount | 317,250          |
| Year 3 Invoice Amount | 317,250          |
| Year 4 Invoice Amount | 317,250          |
| Year 5 Invoice Amount | 317,250          |
| <b>Total Price</b>    | <b>1,606,050</b> |

- Delete "2. The start date of the services on this order will be the later of the Customer requested Start Date or the date of this Order Form is fully executed." in its entirety and replace with the following:  
 "2. The services listed on this order will commence on the Amendment One Effective Date and continue for the Subscription Period. "
- Insert "*Universal Node Enterprise License Bundle includes Universal Nodes, Change Management Module, Application Assurance Module and Intent Based Automation Module.*"
- Levine Act - Campaign Contribution Disclosure (formerly referred to as Senate Bill 1439).** NetBrain has disclosed to the County using Attachment A– Levine Act - Campaign Contribution Disclosure (formerly referred to as Senate Bill 1439), whether it has made any campaign contributions of more than \$500 to any member of the Board of Supervisors or other 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 NetBrain’s proposal to the County, or (2) 12 months before the date this Contract was approved by the Board of Supervisors. NetBrain acknowledges that under Government Code section 84308, NetBrain is prohibited from making campaign contributions of more than \$500 to any member of the Board of Supervisors or other County elected officer for 12 months after the County’s consideration of the Contract. In the event of a further proposed amendment to this Contract, the NetBrain will provide the County a written statement disclosing any campaign contribution(s) of more than \$500 to any member of the Board of Supervisors or other 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 the NetBrain or by a parent, subsidiary or otherwise related business entity of NetBrain.

- 6. **Full Force and Effect.** The Order Form, as amended by this Amendment, remains in full force and effect.
- 7. **Capitalized Terms.** Any capitalized term used but not defined in this Amendment shall have the meaning given to it in the EULA or Order Form, as applicable.
- 8. **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 Amendment. 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: MAR 25 2025

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

By *Lynna Mohell*  
 Lynna Mohell  
 Clerk of the Board of Supervisors  
 San Bernardino County

By *[Signature]*  
 Deputy



NetBrain Technologies, Inc

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

Signed by:  
 By ▶ *Greg Baden*  
 (Authorized to execute, sign in blue ink)

Name Greg Baden  
 (Print or type name of person signing contract)

Title SVP and General Counsel  
 (Print or Type)

Dated: 3/17/2025

Address 15 Blue Sky Drive, Burlington, MA 01803

**FOR COUNTY USE ONLY**

|   |   |  |
|---|---|--|
| Approved as to Legal Form<br>▶ <u><i>Bonnie Uphold</i></u><br>BONNIE UPHOLD, SUP. DEPT. County Counsel<br>Date <u>3/17/2025</u> | Reviewed for Contract Compliance<br>▶ _____<br>Date _____ | Reviewed/Approved by Department<br>▶ _____<br>Date _____ |
|---|---|--|



## **ATTACHMENT A**

### **Levine Act –**

### **Campaign Contribution Disclosure**

**(formerly referred to as Senate Bill 1439)**

The following is a list of items that are not covered by the Levine Act. A Campaign Contribution Disclosure Form will not be required for the following:

- Contracts that are competitively bid and awarded as required by law or County policy
- Contracts with labor unions regarding employee salaries and benefits
- Personal employment contracts
- Contracts under \$50,000
- Contracts where no party receives financial compensation
- Contracts between two or more public agencies
- The review or renewal of development agreements unless there is a material modification or amendment to the agreement
- The review or renewal of competitively bid contracts unless there is a material modification or amendment to the agreement that is worth more than 10% of the value of the contract or \$50,000, whichever is less
- Any modification or amendment to a matter listed above, except for competitively bid contracts.

#### **DEFINITIONS**

**Actively supporting or opposing 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-subsidary 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: NetBrain Technologies, Inc.
2. Is the entity listed in Question No.1 a nonprofit organization under Internal Revenue Code section 501(c)(3)?

Yes  If yes, skip Question Nos. 3-4 and go to Question No. 5 No

3. Name of Principal (i.e., CEO/President) of entity listed in Question No. 1, if the individual actively supports the matter and has a financial interest in the decision: Linping Gao \_\_\_\_\_
4. If the entity identified in Question No.1 is a corporation held by 35 or less shareholders, and not publicly traded ("closed corporation"), identify the major shareholder(s): This is proprietary information.

5. Name of any parent, subsidiary, or otherwise related entity for the entity listed in Question No. 1 (see definitions above):

| Company Name | Relationship |
|--------------|--------------|
| N/A          |              |
|              |              |

6. Name of agent(s) of Contractor:

| Company Name | Agent(s) | Date Agent Retained (if less than 12 months prior) |
|--------------|----------|--|
| None         |          |  |
|              |          |  |

7. 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): |
|--------------|-------------------|-----------------------------|
| None         |                   |                             |
|              |                   |                             |

8. Name of any known individuals/companies who are not listed in Questions 1-7, 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 |
|--------------|--------------------|
| None         |                    |
|              |                    |

9. Was a campaign contribution, of more than \$500, made to any member of the San Bernardino County Board of Supervisors or other County elected officer within the prior 12 months, by any of the individuals or entities listed in Question Nos. 1-8?

No  If no, please skip Question No. 10.

Yes  If yes, please continue to complete this form.

10. 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 Amendment, Contractor certifies that the statements made herein are true and correct. Contractor understands that the individuals and entities listed in Question Nos. 1-8 are prohibited from making campaign contributions of more than \$500 to any member of the Board of Supervisors or other County elected officer while award of this Amendment is being considered and for 12 months after a final decision by the County.

NetBrain Technologies, Inc.

Signed by:  
  
B07AC4D2B1E24BC...  
Greg Baden  
3/17/2025