

**AMENDMENT NO. 5
TO THE AGREEMENT WITH MEGABYTE SYSTEMS, INC. SOFTWARE SUPPORT
AND MAINTENANCE SERVICES**

This Amendment to the Software License Agreement ("Original Agreement" herein) dated March 24, 2015, by and between the County of Tehama, (County) and Megabyte Systems, Inc. (Contractor) for the provision of extending the term of the agreement and modifying the compensation amount shall be amended as follows:

- A. Replace lines 1-4 on Page 1 of EXHIBIT C to the Original Agreement, "Agreement Megabyte Property Tax System (MPTS) Maintenance" in its entirety as follows:
 - a. THIS SUPPORT AGREEMENT, is for the term beginning July 1st, 2020 and terminating June 30, 2021 by and between the COUNTY OF TEHAMA, hereinafter referred to as the "County" and MEGABYTE SYSTEMS INC., whose mailing address is 2630 Sunset Blvd., Suite 100, Rocklin, California 95677, hereinafter referred to as the "Contractor".
- B. Replace EXHIBIT 2 "Payment for Services rendered" of EXHIBIT C to the Original Agreement in its entirety as follows:

**EXHIBIT 2
PAYMENT FOR SERVICES RENDERED**

The monthly support cost for services described in Exhibit 1 "Scope of Service" shall be as follows:

\$8,199.99 per month, beginning July 1, 2020, the Maximum Compensation payable under this Agreement shall not exceed \$100,000. Going forward said cost shall be adjusted annually on July 1, of each year, to the rate set by the Pacific Cities US City Average Index (hereinafter "index") as of the rate set on December 31 of the prior year (e.g. the rate of the Index as of December 31, 2019, shall be used to adjust cost of services beginning on July 1, 2020). In the event Contractor seeks to increase cost of services in excess of the rate set by the Index for any given year, Contractor must provide written notice to County to specify the amount of rate increase for that year and said notice must be received by County no later than April 1, of the year the increase is to take effect, or else the rate set by the Index shall be used (e.g. Contractor seeks to increase above Index rate for the year 2020, County must receive written notice from Contractor no later than April 1, 2020 or the Index rate shall be used beginning July 1, 2020).

COMPENSATION FOR EXTRA SERVICES

COUNTY shall not be liable for the cost of any services provided in excess of those specified in Exhibit 1 "Scope of Service" and CONTRACTOR shall not present any claim for any such excess services excepting upon the express written consent of the County Assessor, Auditor,

and or Treasurer/Tax Collector and pursuant to the terms below and those stated in Exhibit C, "Agreement Megabyte Property Tax System (MPTS) Maintenance":

1. Emergency off-site support outside the hours of 8 AM to 5 PM or on weekends or holidays, at a rate of \$150.00 per hour, not to exceed \$10,000.
2. On-site support shall be \$150 per hour, not to exceed \$10,000, including reimbursement for travel expenses in accordance with County's current travel expense policy and as stated in Exhibit C.

This Amendment No. 4, together with the Original Agreement and Amendment No. 1 dated June 28, 2016 and Amendment No. 2 dated April 25, 2017 and Amendment No. 3 dated March 24, 2018 and Amendment No. 4 dated April 18, 2019, constitutes the entire agreement of the parties and supersedes all previous agreements, writings and oral statements. In the event of any inconsistency or conflict between this Amendment and the Original Agreement, the provisions of this Amendment shall prevail over those of the Agreement and all Attachments to the Agreement. In the event of any inconsistency or conflict between the provisions of the main body of this Amendment and any exhibit to this Amendment, the main body of the Amendment shall prevail. This Amendment and the Agreement may not be further modified except in a writing signed by both parties.

Notice shall be deemed to be effective two days after mailing.

All other terms of the Original Agreement remain in full force and effect.

IN WITNESS WHEREOF, County and Contractor have executed this agreement on the day and year set forth below:

MEGABYTE SYSTEMS, INC.

By 
Sharon Zachte, President

COUNTY OF TEHAMA

By 
Chairman, Tehama County Board of Supervisors

MINUTE ORDER
BOARD OF SUPERVISORS
COUNTY OF TEHAMA, STATE OF CALIFORNIA

C O N S E N T A G E N D A

RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Dennis Garton, Supervisor - District 3
SECONDER:	Steve Chamblin, Supervisor - District 1
AYES:	Chamblin, Garton, Williams, Bundy, Carlson

11. ASSESSOR / AUDITOR / TAX COLLECTOR

- a) AGREEMENT - Approval and authorization for the Chairman to sign Amendment No. 5 to the Agreement with Megabyte Property Tax System (Misc. Agree. #2015-50) for software maintenance thereby amending the amount to \$8,199.99 per month beginning 7/1/20 and extending the termination date to 6/30/21.
(Miscellaneous Agreement #2020-116)

STATE OF CALIFORNIA)
) ss
COUNTY OF TEHAMA)

I, JENNIFER VISE, County Clerk and ex-officio Clerk of the Board of Supervisors of the County of Tehama, State of California, hereby certify the above and foregoing to be a full, true and correct copy of an order adopted by said Board of Supervisors on the 19th day of May, 2020.

DATED: June 15, 2020

JENNIFER A. VISE, County Clerk and
Ex-officio Clerk of the Board of Supervisors
of the County of Tehama, State of California

Deputy: 