

## FIRST AMENDMENT TO AGREEMENT

This First Amendment to the Agreement, as defined below, (“Amendment”) is made and entered on \_\_\_\_\_, 2019 (the “Effective Date”) by and between the City of Lee’s Summit, Missouri (the “City”), and Questica, Ltd., (the “Contractor”).

### RECITALS:

WHEREAS, the City and Contractor entered into a Software Subscription Agreement with an effective date on April 2, 2019 (“Agreement”); and

WHEREAS, the Agreement has an initial one-year term, with automatic one-year renewal terms unless cancelled by either party in accordance with the terms of the Agreement. The initial term of the Agreement expires on April 2, 2019 and each renewal term thereafter expires on April 2<sup>nd</sup> of each respective year; and

WHEREAS, the City desires to amend the expiration date of the initial term and the renewal terms to better align with the end of the City’s fiscal year; and

WHEREAS, Contractor is willing to modify the expiration date of the terms set forth in Appendix A of the Agreement in accordance with the terms and conditions set forth herein.

NOW THEREFORE, for good and valuable consideration, the parties agree as follows:

1. Modification to Agreement Term. The Subsection titled “Terms of Payment” within the Section titled “Payment Terms” of Appendix A of the Agreement is amended as follows:

- \$9,785 on October 2, 2019 (Net 30)
- The annual subscription fee (\$10,000) is payable annually in advance, beginning July 20, 2020 and due July 20<sup>th</sup> each year thereafter
- Fees paid are non-refundable if cancellation occurs mid-period and is not a result of a default on the part of Questica
- Beginning in Year 5, an annual increase of 3% will be applied to the Subscription Fee

2. Nature of Amendment.

Except for the modifications set forth in this Amendment, the Agreement remains in full force and effect. This Amendment shall be deemed a contract in accordance with the laws of the State of Missouri and is subject to the general terms and conditions set forth in the Agreement.

*[signatures on the following page]*

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed as of the Effective Date written above.

**City of Lee's Summit**

**Questica, Ltd.**

\_\_\_\_\_  
Stephen A. Arbo, City Manager

\_\_\_\_\_  
Allan Booth, Director

Date: \_\_\_\_\_

Date: \_\_\_\_\_

ATTEST

\_\_\_\_\_  
Trisha Fowler Arcuri, City Clerk

APPROVED AS TO FORM

\_\_\_\_\_  
Daniel R. White,  
Chief Counsel of Management and Operations