

**CITY OF SUNNYVALE
AND
QUESTICA LTD.
AMENDMENT TO
CONTRACT DATED
JULY 17, 2017**

THIS AMENDMENT (together with all exhibits, schedules, and other attachments hereto, the "Amendment") by and between the City of Sunnyvale, of the State of California, and Questica Ltd., a software provider incorporated in the State of California ("Contractor"), is entered into as of the Effective Date, as defined on the signature page of this Agreement. City of Sunnyvale and Contractor may be referred to herein each, individually, as a "Party" and together, collectively, as the "Parties."

WITNESSETH

WHEREAS, the Parties entered into Contract on July 17, 2017 having an initial term of five (5) years and extended the term by one (1) year following the initial term, and

WHEREAS the parties desire to extend Contract dated July 17, 2017 for an additional three (3) years term.

NOW, THEREFORE, in consideration of payments hereinafter stipulated and the mutual promises herein, the sufficiency of which are hereby acknowledged, the Parties hereby agree as follows:

1. Extend the Term of the Contract by three (3) years from July 17, 2023 to July 16, 2026.
2. The annual inflationary increase to be locked-in at 5% for the length of the contract term, further detailed in Appendix A.
3. All other terms and conditions of the Contract remain unchanged and fully in force.

[The remainder of this page has been intentionally left blank]

IN WITNESS WHEREOF, the Parties have executed this Agreement to be effective as of the last date set forth below (the "Effective Date").

CITY OF SUNNYVALE, CALIFORNIA

Per: _____

Name: _____

Title: _____

Date: _____

I have authority to bind the organization

Attest: _____

By: _____, Secretary

QUESTICA, LTD., A CALIFORNIA CORPORATION

Per: _____

Name: Wendie Leest

Title: Director, Customer Success

Date: _____

I have authority to bind the organization

Attest: _____

By: _____, Secretary

If Contractors' governing documents do not require attestation of contracts, type: "Attestation not required" in attestation signature block.

APPENDIX A

3-year Maintenance, Support and Hosting Term

July 17, 2023 to July 16, 2024	\$100,523.60
July 17, 2024 to July 16, 2025	\$100,523.60
July 17, 2025 to July 16, 2026	\$100,523.60

The annual Maintenance, Support and Hosting fee is payable in advance of the start date of the annual renewal period. Questica will issue a corresponding invoice a minimum 30 days prior to this renewal date. Questica maintenance agreement is based on a 3-year term. Questica will apply an inflationary increase beginning in year 4.

For additional services or customizations, estimates and quotes can be provided. Time & Materials will be billed monthly as time is incurred at the current hourly rate of \$250/hr. Rate is subject to change.