



Monterey County Board of Supervisors

168 West Alisal Street,
1st Floor
Salinas, CA 93901
831.755.5066

Board Order

A motion was made by Supervisor Mary L. Adams, seconded by Supervisor Jane Parker to:

Agreement No.: A-14168, Amendment No.: 1

- a. Approve and authorize the Director of the Department of Social Services to sign Amendment #1 to Agreement A-14168 with Binti, Inc. adding \$28,000 to extend the term of the agreement through October 30, 2020, to continue providing licenses, training, and support for resource family approval software for a revised contract total of \$56,000; and
- b. Authorize the Director of the Department of Social Services to sign up to three (3) additional amendments to the agreement where the total amendments do not exceed 10% (\$5,600) of the current contract amount, and do not significantly change the scope of work.

PASSED AND ADOPTED on this 22nd day of October 2019, by the following vote, to wit:

AYES: Supervisors Lopez, Phillips, Parker and Adams

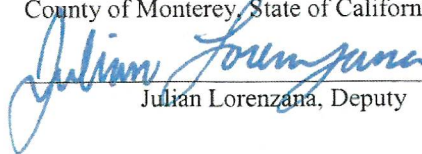
NOES: None

ABSENT: Supervisor Alejo

I, Valerie Ralph, Clerk of the Board of Supervisors of the County of Monterey, State of California, hereby certify that the foregoing is a true copy of an original order of said Board of Supervisors duly made and entered in the minutes thereof of Minute Book 82 for the meeting October 22, 2019.

Dated: October 25, 2019
File ID.: A 19-373
Agenda Item No.: 30

Valerie Ralph, Clerk of the Board of Supervisors
County of Monterey, State of California


Julian Lorenzana, Deputy

AMENDMENT #1 TO CONTRACT

This Amendment to Contract (this "Amendment") is made as of October 30, 2019 (the "Effective Date"), by and between Binti and the County of Monterey ("Client"). Binti and Client may be referred to collectively as the "Parties" or each individually as a "Party."

WHEREAS, Binti and Client entered into a certain Master Subscription and Services Agreement dated as of October 23, 2018 (the "Contract" Agreement No. A-14168) pursuant to which Client engaged Binti to perform certain services, including the provision of software and other related services; and

WHEREAS, the term of the Contract shall expire on October 30, 2019, and Binti and Client desire to amend and extend the Contract as more specifically set forth in this Amendment.

WHEREAS, Binti and Client desire to add \$28,000 to the contract total to cover the extension of the term.

NOW, THEREFORE, in consideration of the mutual promises of the Parties and other good and valuable consideration, the adequacy and receipt of which are hereby mutually acknowledged, the Parties hereby act and agree as follows:

1. **Defined Terms.** Capitalized terms in this Amendment shall have the definitions ascribed to them in the Contract, unless a different meaning is specified in this Amendment.
2. **New Contract Term.** The term of the Contract hereby is extended through and including October 30, 2020.
3. **Fees.** This amendment adds \$28,000 for the Renewal Term.
4. **Contract Remains in Effect.** Except as specifically amended by this Amendment, all provisions of the Contract remain in full force and effect, including without limitation all recitals and numbered sections. The Contract is modified only to the extent set forth in this Amendment; provided that, in the event of an inconsistency between the Contract and this Amendment with regard to the matters herein addressed, this Amendment shall control.
5. **Entire Agreement.** This Amendment contains the entire understanding between and among the Parties with respect to the matters it addresses and supersedes any prior understandings and agreements, whether written or oral, among them respecting the subject matter of this Amendment.
6. **Counterparts.** This Amendment may be executed in several counterparts and as so executed shall constitute one and the same agreement, binding on all the parties hereto even though all the parties are not signatories to the original or the same counterpart. Electronic copies shall be enforceable as originals.
7. **Severability.** If any provision of this Amendment, or the application of such provision to any person or circumstance, shall be held invalid, the remainder of this Amendment, or the application of such provision to persons or circumstances other than those as to which it is held invalid, shall not be affected thereby.

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK;

SIGNATURES ON FOLLOWING PAGE]

The Parties, intending to be legally bound, have caused this Amendment to be executed as of the date above set forth.

Binti

COUNTY OF MONTEREY

By: *Felicia Curcu*
Name: Felicia Curcu
Title: CEO

By: *Lori Medina*
Name: *Lori Medina*
Title: *Director of Social Services*

AB
Abraham
Depucco
10.9.19

Reviewed as to fiscal provisions
G. Blasi
Auditor-Controller
County of Monterey *10-9-19*