

**AMENDMENT No. 1 TO AGREEMENT BY AND BETWEEN  
COUNTY OF MONTEREY & DFM ASSOCIATES**

**This Amendment No. 1** is made to the DFM Associates Master Agreement No. A-13631 to license and support EIMS voter and election software, entered by and between the County of Monterey, a political subdivision of the State of California, (hereinafter, "COUNTY"), and DFM Associates (hereinafter, "CONTRACTOR").

**WHEREAS**, the County and CONTRACTOR entered into Non-Standard Agreement No. A-13631 with the County on July 1, 2017 ("Agreement") to license and support EIMS voter and election software ("services") through June 30, 2022 for an amount not to exceed \$578,616;

**WHEREAS**, the County and CONTRACTOR wish to amend the Agreement to extend the term two (2) additional years through June 30, 2024 and increase the amount by \$333,984 for a total amount not to exceed of \$912,600 to allow CONTRACTOR to continue to provide services.

**NOW THEREFORE**, the County and CONTRACTOR hereby agree to amend the Agreement in the following manner:

1. **PAYMENT BY COUNTY** shall be amended to the following: "County shall pay the CONTRACTOR in accordance with the payment provisions set forth in **EIMS LEASE AGREEMENT MODIFICATION** attached hereto and subject to the conditions set forth in the Agreement. The total amount payable by County to CONTRACTOR under this Agreement shall not exceed the sum of \$912,600".
2. **TERM OF AGREEMENT** shall be amended to the following: "The term of this Agreement is from July 1, 2017 to June 30, 2024, unless sooner terminated pursuant to the terms of this Agreement."
3. Except as provided herein, all remaining terms, conditions and provisions of the Agreement are unchanged and unaffected by this AMENDMENT and shall continue in full force and effect as set forth in the Agreement.
4. A copy of this Amendment and all previous amendments shall be attached to the original Agreement executed on July 1, 2017

IN WITNESS WHEREOF, the parties have executed the AMENDMENT on the day and year written below.

*This space left blank intentionally*

IN WITNESS WHEREOF, the parties have executed this AMENDMENT on the day and year written below.

MONTEREY COUNTY

\_\_\_\_\_  
Contracts/Purchasing Officer

Dated: \_\_\_\_\_

*Approved as to Fiscal Provisions:*

\_\_\_\_\_  
*Gary Giboney*  
Deputy Auditor/Controller

Dated: 5/5/2022 | 8:16 AM PDT

*Approved as to Liability Provisions:*

\_\_\_\_\_  
Risk Management

Dated: \_\_\_\_\_

*Approved as to Form:*

\_\_\_\_\_  
*[Signature]*  
Deputy County Counsel

Dated: 5/4/2022 | 6:18 PM PDT

CONTRACTOR

\_\_\_\_\_  
By: *Thomas Diebolt*  
Signature of Chair, President, or Vice-President

\_\_\_\_\_  
Printed Name and Title

Dated: 5/4/2022 | 10:56 AM PDT

\_\_\_\_\_  
By:  
(Signature of Secretary, Asst. Secretary, CFO, Treasurer or Asst. Treasurer)\*

\_\_\_\_\_  
Printed Name and Title

Dated: \_\_\_\_\_

\*INSTRUCTIONS: If CONTRACTOR is a corporation, including limited liability and non-profit corporations, the full legal name of the corporation shall be set forth above together with the signatures of two specified officers. If CONTRACTOR is a partnership, the name of the partnership shall be set forth above together with the signature of a partner who has authority to execute this Agreement on behalf of the partnership. If CONTRACTOR is contracting in an individual capacity, the individual shall set forth the name of the business, if any, and shall personally sign the Agreement.

**EIMS LEASE AGREEMENT MODIFICATION**

The following is to be a modification to the EIMS LEASE AGREEMENT (“Agreement”) that was executed on the 1st day of July, 2017, by and between DFM Associates, a California corporation (“DFM”) and the County of Monterey, a political subdivision of the State of California (“County”).

This modification is to be effective on the date herein below subscribed and shall be for the purpose of modifying the monthly fee and extending the term of the Agreement for 2 years.

Therefore, it is the intent of the parties that the Agreement be modified, as provided in Section 13.14, to read as follows, and that this modification be incorporated into and become part of the Agreement.

**EIMS for Windows SOFTWARE ADDENDUM**

50 Monthly Lease Fees:

Fiscal year (7/1/22 – 6/30/23) \$13,916 per month (\$166,992)

Fiscal year (7/1/23 – 6/30/24) \$13,916 per month (\$166,992)

60 Lease Term: Twenty-four (24) months beginning 7/1/2022 and continuing until 6/30/2024.

IN WITNESS WHEREOF, the parties hereto have executed this modification on this \_\_\_\_\_ day of \_\_\_\_\_, 2022, in the County of Monterey in the State of California.

DFM Associates, a California corporation

By  \_\_\_\_\_  
As President

5/4/2022 | 10:56 AM PDT

County of Monterey, a political subdivision of the State of California

By \_\_\_\_\_

Its \_\_\_\_\_