

AMENDMENT No. 1 TO AGREEMENT BY AND BETWEEN COUNTY OF MONTEREY & PCM-G, INCORPORATED

THIS AMENDMENT is made to the AGREEMENT dated July 9, 2015 (“AGREEMENT”) for the provision of the Microsoft Office 365 GOV E3 volume licensing subscription for Monterey County network by and between PCM-G, Inc., hereinafter called “Vendor” and the County of Monterey, a political subdivision of the State of California, hereinafter referred to as “County”.

WHEREAS, the County and Vendor wish to increase the amount by \$120,125 to provide for the purchase of additional Microsoft Office 365 GOV E3 volume licensing subscriptions and associated annual subscription fees, to accommodate an additional 368 County users, for fiscal year 2017- 2018; and

WHEREAS, the County and Vendor wish to amend the AGREEMENT to allow the County to install traditional licenses of Microsoft Office 365 ProPlus on workstations supporting State Of California applications;

NOW THEREFORE, the Customer and Vendor hereby agree to amend the AGREEMENT in the following manner:

1. The AGREEMENT shall be amended by adding “Exhibit A, Tru-Up Order Form/Enterprise Enrollment”, attached to this Amendment No. 1, adding \$120,125 to the existing agreement amount of \$2,111,254.32, for a revised total amount of \$2,231,379.32, to cover the cost of an additional 368 County Office 365 users.
2. The Agreement shall be amended by adding Exhibit B, Microsoft Amendment No. 000-jorob-s-1790, to allow the County to install traditional licenses of Microsoft Office 365 ProPlus on workstations supporting State of California applications.
3. Except as provided herein, all remaining terms, conditions and provisions of the Agreement are unchanged and unaffected by this AMENDMENT No. 1 and shall continue in full force and effect as set forth in the Agreement.
4. A copy of this AMENDMENT No. 1 shall be attached to the original Agreement.

This space left blank intentionally

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

MONTEREY COUNTY

VENDOR

Contracts/Purchasing Officer

By: 

Signature of Chair, President, or
Vice-President

Alan Lawrence - President

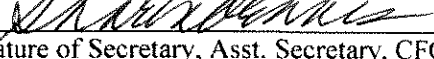
Dated: _____

Printed Name and Title

Approved as to Fiscal Provisions:

Dated: 28 July 2017

Deputy Auditor/Controller

By: 

(Signature of Secretary, Asst. Secretary, CFO,
Treasurer or Asst. Treasurer)*

Sharon Ennis - Secretary & Director

Dated: _____

Printed Name and Title

Approved as to Liability Provisions:

Dated: 28 July 2017

Risk Management

Dated: _____

Approved as to Form:

Deputy County Counsel

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.

EXHIBIT A
TRU-UP ORDER FORM

3/21/2017

Page 1 of 1



1940 E. Mariposa Ave., El Segundo, CA 90245



County of Monterey - EA #: 7929650 - Online Reservation Reconciliation / Off County of Riverside RIVCO-20800-015-12/19 - R2

| Part # | Item Name | Monthly Price | Yr 2 # of Mnths | Yr 3 # of Mnths | Qty | Ext. Price |
|---|---|---------------|-----------------|-----------------|------------------|----------------------|
| Enterprise Online Services | | | | | | |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 17011778415344 Dated 01/14/2017 | \$ 15.25 | 5 | 12 | 10 | \$ 762.50 |
| | | | | | Year 2 Sub Total | \$ 1,830.00 |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 16120663736537 Dated 12/6/2016 | \$ 15.25 | 6 | 12 | 5 | \$ 457.50 |
| | | | | | Year 2 Sub Total | \$ 915.00 |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 16101960754959 Dated 10/19/2016 | \$ 15.25 | 8 | 12 | 10 | \$ 1,220.00 |
| | | | | | Year 2 Sub Total | \$ 1,830.00 |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 16101076222962 Dated 10/10/2016 | \$ 15.25 | 8 | 12 | 10 | \$ 1,220.00 |
| | | | | | Year 2 Sub Total | \$ 1,830.00 |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 16100652634580 Dated 10/06/2016 | \$ 15.25 | 8 | 12 | 10 | \$ 1,220.00 |
| | | | | | Year 2 Sub Total | \$ 1,830.00 |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 16092875012262 Dated 09/28/2016 | \$ 15.25 | 9 | 12 | 16 | \$ 2,196.00 |
| | | | | | Year 2 Sub Total | \$ 2,928.00 |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 16092368487766 Dated 09/23/2016 | \$ 15.25 | 9 | 12 | 4 | \$ 549.00 |
| | | | | | Year 2 Sub Total | \$ 732.00 |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 16092158208149 Dated 09/21/2016 | \$ 15.25 | 9 | 12 | 10 | \$ 1,372.50 |
| | | | | | Year 2 Sub Total | \$ 1,830.00 |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 16092061299919 Dated 09/20/2016 | \$ 15.25 | 9 | 12 | 15 | \$ 2,058.75 |
| | | | | | Year 2 Sub Total | \$ 2,745.00 |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 16090964144664 Dated 09/09/2016 | \$ 15.25 | 9 | 12 | 30 | \$ 4,117.50 |
| | | | | | Year 2 Sub Total | \$ 5,490.00 |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 16090776559950 Dated 09/07/2016 | \$ 15.25 | 9 | 12 | 15 | \$ 2,058.75 |
| | | | | | Year 2 Sub Total | \$ 2,745.00 |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 16090160941283 Dated 09/01/2016 | \$ 15.25 | 10 | 12 | 14 | \$ 2,135.00 |
| | | | | | Year 2 Sub Total | \$ 2,562.00 |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 16081759687757 Dated 08/17/2016 | \$ 15.25 | 10 | 12 | 118 | \$ 17,995.00 |
| | | | | | Year 2 Sub Total | \$ 21,594.00 |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 16081668299642 Dated 08/16/2016 | \$ 15.25 | 10 | 12 | 100 | \$ 15,250.00 |
| | | | | | Year 2 Sub Total | \$ 18,300.00 |
| AAA-11894 | O365GovE3 ShrdSvr ALNG SubsVL MVL PerUsr The Above line is for Your Online Reservation P.O. #: 16070558254727 Dated 07/05/2016 | \$ 15.25 | 11 | 12 | 1 | \$ 167.75 |
| | | | | | Year 2 Sub Total | \$ 183.00 |
| Online Reservation Year 2 Sub Total: (Due upon receipt) | | | | | | \$ 52,780.25 |
| Online Reservation Year 3 Sub Total: (Due 3/2/2018) | | | | | | \$ 67,344.00 |
| Online Reservation Reconciliation Pre-Pay Years 2 and 3 Total: | | | | | | \$ 120,124.25 |

William L. Madrid * William.Madrid@PCMG.com

1940 E. Mariposa Ave., El Segundo, CA 90245

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Amendment to Contract Documents

Enrollment Number
Microsoft to complete for initial term
Partner to complete for renewal

7929650

000-jorob-s-1790

This amendment ("Amendment") is entered into between the parties identified on the attached program signature form. It amends the Enrollment or Agreement identified above. All terms used but not defined in this Amendment will have the same meanings provided in that Enrollment or Agreement.

Enterprise Enrollment Amendment ID M226

The parties agree to amend the Enrollment by adding the following section entitled «Office 365 ProPlus On-Premises usage» to the Enrollment:

Office 365 ProPlus On-Premises usage.

A. For each User Subscription License ("USL") Customer deploys that includes rights to Office 365 ProPlus, Customer may substitute one of the five Office installations licensed for Office 365 ProPlus with a copy of Office Professional Plus , provided the following conditions are met:

1. The Qualified Device on which Office Professional Plus is installed must also be running Office 365 ProPlus within 90 days of the signature of this Amendment. The installation of Office 365 ProPlus on the Qualified Device is counted as a separate installation from that used for the installation of Office Professional Plus
2. Customer will identify compatibility issues between Office 365 ProPlus and Customer's business applications and share with Microsoft a roadmap to remediation no later than 6/30/2017.
3. Customer acknowledges that, if a version of Office Professional Plus is used to connect to Office 365 Services, the user experience may be affected and access to certain functionalities of the service may be denied or limited.

Except for changes made by this Amendment, the Enrollment or Agreement identified above remains unchanged and in full force and effect. If there is any conflict between any provision in this Amendment and any provision in the Enrollment or Agreement identified above, this Amendment shall control.

This Amendment must be attached to a signature form to be valid.

Microsoft Internal Use Only:

| | | | | |
|--|----|--|------|---|
| (M226)EASEnrAmend(Office365PP Premises usage)(WW)(ENG)(Feb2016)(IU).docx | On | | M226 | B |
|--|----|--|------|---|

Program Signature Form

| | | |
|------------------|----------|------------------|
| MBA/MBSA number | | 000-jorob-s-1790 |
| Agreement number | 01E73134 | |

Note: Enter the applicable active numbers associated with the documents below. Microsoft requires the associated active number be indicated here, or listed below as new.

For the purposes of this form, "Customer" can mean the signing entity, Enrolled Affiliate, Government Partner, Institution, or other party entering into a volume licensing program agreement.

This signature form and all contract documents identified in the table below are entered into between the Customer and the Microsoft Affiliate signing, as of the effective date identified below.

| Contract Document | Number or Code |
|----------------------------------|-------------------------|
| <Choose Agreement> | Document Number or Code |
| <Choose Agreement> | Document Number or Code |
| <Choose Agreement> | Document Number or Code |
| <Choose Agreement> | Document Number or Code |
| <Choose Agreement> | Document Number or Code |
| <Choose Enrollment/Registration> | Document Number or Code |
| <Choose Enrollment/Registration> | Document Number or Code |
| <Choose Enrollment/Registration> | Document Number or Code |
| <Choose Enrollment/Registration> | Document Number or Code |
| <Choose Enrollment/Registration> | Document Number or Code |
| Amendment | CSD (7929650) |
| Document Description | Document Number or Code |
| Document Description | Document Number or Code |
| Document Description | Document Number or Code |
| Document Description | Document Number or Code |

By signing below, Customer and the Microsoft Affiliate agree that both parties (1) have received, read and understand the above contract documents, including any websites or documents incorporated by reference and any amendments and (2) agree to be bound by the terms of all such documents.

| Customer | |
|--|--|
| Name of Entity (must be legal entity name)* County of Monterey | |
| Signature* _____ | |
| Printed First and Last Name* | |
| Printed Title | |
| Signature Date* | |
| Tax ID | |

* indicates required field

| Microsoft Affiliate |
|---|
| Microsoft Corporation |
| Signature _____ Printed First and Last Name Printed Title Signature Date <small>(date Microsoft Affiliate countersigns)</small> |
| Agreement Effective Date <small>(may be different than Microsoft's signature date)</small> |

Optional 2nd Customer signature or Outsourcer signature (if applicable)

| Customer |
|--|
| Name of Entity (must be legal entity name)* Signature* _____ Printed First and Last Name* Printed Title Signature Date* |

** indicates required field*

| Outsourcer |
|--|
| Name of Entity (must be legal entity name)* Signature* _____ Printed First and Last Name* Printed Title Signature Date* |

** indicates required field*

If Customer requires physical media, additional contacts, or is reporting multiple previous Enrollments, include the appropriate form(s) with this signature form.

After this signature form is signed by the Customer, send it and the Contract Documents to Customer's channel partner or Microsoft account manager, who must submit them to the following address. When the signature form is fully executed by Microsoft, Customer will receive a confirmation copy.

Microsoft Corporation

Dept. 551, Volume Licensing
6100 Neil Road, Suite 210
Reno, Nevada 89511-1137
USA