

**AMENDMENT NO. 2
TO SERVICES AGREEMENT
BETWEEN EVERBRIDGE, INC. AND
NATIVIDAD MEDICAL CENTER
CRITICAL EVENT MANAGEMENT SOFTWARE SERVICES**

This Amendment No. 2 to the Services Agreement (“Agreement”) which was effective on January 30, 2018 is entered into by and between the County of Monterey, on behalf of Natividad Medical Center (hereinafter “NMC”), and Everbridge, Inc. (hereinafter “CONTRACTOR”); (collectively, the County, NMC and CONTRACTOR are referred to as the “Parties”), with respect to the following:

RECITALS

WHEREAS, the Agreement was executed for critical event management software services with a term January 30, 2018 through January 29, 2020 and a total Agreement amount not to exceed \$62,264; and

WHEREAS, NMC and CONTRACTOR amended the Agreement on November 22, 2019 via Amendment No. 1 to extend the term for an additional two (2) year period through January 29, 2022 to allow for services to continue with a \$65,378 increase for the added services and a total Agreement amount not to exceed \$127,642; and

WHEREAS, NMC and CONTRACTOR currently wish to amend the Agreement with additions to the original scope of work attached hereto as “Exhibit A-2 per Amendment No. 2”, with a \$6,500 increase for the added services and a total Agreement amount not to exceed \$134,142.

AGREEMENT

NOW, THEREFORE, the Parties agree to amend the Agreement as follows:

The Agreement is hereby renewed on the terms and conditions as set forth in the Original Agreement and in Amendment No. 1 incorporated herein by this reference, except as specifically set forth below.

1. Section 2 titled, “PAYMENTS BY NMC”, las sentence shall be amended to the following:
“The total amount payable by NMC to CONTRACTOR under this Agreement shall not exceed the sum of \$134,142.”
2. Section 4 titled, “ADDITIONAL PROVISIONS/EXHIBITS” shall be amended to the following:
*“The following attached exhibits are incorporated herein by reference and constitute a part of this Agreement:
Exhibit A-1: Scope of Services/Payment Provisions per Amendment No. 1
Exhibit A-2: Scope of Services/Payment Provisions per Amendment No. 2
Exhibit B: Addendum No. 1
Exhibit C: System Inclusion Sheets”*
3. Except as provided herein, all remaining terms, conditions and provisions of the Agreement are unchanged and unaffected by this Amendment No. 2 and shall continue in full force and effect as set forth in the Agreement and in Amendment No. 1.
4. A copy of this Amendment No. 2 shall be attached to the Agreement.
5. This Amendment No. 2 shall be effective when signed by both parties.

IN WITNESS WHEREOF, the Parties hereto are in agreement with this Amendment No. 2 on the basis set forth in this document and have executed this Amendment No. 2 on the day and year set forth herein.

NATIVIDAD MEDICAL CENTER

By: _____
Gary R. Gray, DO, CEO

Date: _____

APPROVED AS TO LEGAL PROVISIONS

By: *Hacy L. Sells*
Monterey County Deputy County Counsel

Date: 10/22/2020

APPROVED AS TO FISCAL PROVISIONS

By: *gary k giboney*
Monterey County Deputy Auditor/Controller

Date: 10-22-2020

CONTRACTOR

Everbridge, Inc.

CONTRACTOR's Business Name

See instructions below

By: *Elliot J. Mark*
(Signature of: Chair, President, or Vice-President)

Elliot J. Mark, Senior Vice President
Name and Title

Date: 09/22/2020

By: *Phillip E. Huff*
(Signature of: Secretary, Asst. Secretary, CFO, Treasurer, or Asst. Treasurer)

Phillip E. Huff / Chief Accounting Officer
Name and Title

Date: 09/22/2020

*****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 (two signatures required).

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 (two signatures required).

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 (one signature required).

EXHIBIT A-2

ADDITIONAL SCOPE OF SERVICES/PAYMENT PROVISIONS

Contract Summary Information:	
Contract Period:	17 Months
Contract Start Date:	8/28/2020
Contract End Date:	1/26/2022

Year 1

QTY	DESCRIPTION	PRICE
172	Everbridge Visitor Engagement	USD 1,452.18
Year 1 TOTAL:		USD 1,452.18

Year 2

QTY	DESCRIPTION	PRICE
172	Everbridge Visitor Engagement	USD 3,440.00
Year 2 TOTAL:		USD 3,440.00

Setup

QTY	DESCRIPTION	PRICE
1	Calculated Set Up Fee	USD 116.17
Setup TOTAL:		USD 116.17

Pricing Summary:

Year One Fees:	USD 1,452.18
----------------	--------------

One-time Implementation and Setup Fees:	USD 116.17
Professional Services:	USD 0.00
Total Year One Fees Due:	USD 1,568.35

Ongoing Fees:

Year Two Fees:	USD 3,440.00
----------------	--------------