

AMENDMENT ONE TO SYSTEM PURCHASE AGREEMENT

This Amendment One (this "Amendment") to the System Purchase Agreement (the "Purchase Agreement") by and between TriTech Software Systems ("TriTech"), and the County of Monterey ("Client"), dated as of December 15, 2015, is hereby entered into as of the last date of signature below (the "Effective Date"). Except as modified herein, all other terms and conditions of the Purchase Agreement shall remain in full force and effect. In the event of a conflict between the terms of this Amendment and the Purchase Agreement, the terms of this Amendment shall control.

WHEREAS, TriTech and Client desire to amend the Agreement to correct an error in the Annual Software Support Fee Year 1 table at Addendum A-4.

NOW THEREFORE, the parties hereto agree as follows:

1. Section 4.1 is revised to reflect a change in the original Contract Price of \$2,400,333.87 to a new Contract Price of \$2,156,718.87 as further described below.
2. Addendum A-2 Interfaces is revised to remove the Inform CAD Telestaff Interface in the amount of \$9,500.00.
3. Addendum A-3 TriTech Services, Support and Maintenance Fees and Miscellaneous, is revised to add the Inform CAD Response Plan Workshop in the amount of \$6,125.00.
4. Addendum A-6 of the Purchase Agreement shall be revised to remove the Subcontractor Software and Services for Deccan LiveMum, and Deccan Commit (MUM) Integration, in the amount of \$240,240.00.
5. Addendum A-8, Contract Price Summary, is revised to remove Subcontractor Software, including Deccan Commit (MUM) Integration in the total amount of \$240,240.00.
6. The Annual Software Support Year 1 table at Addendum A-4 is hereby amended as follows, and as shown on the attached Exhibit A (changes are *italicized and bolded* for ease of reference):
 - a. Change line item "Inform CAD Disaster Recovery System Maintenance (B – 6-20 Users) to read "Inform CAD Test or Training System Maintenance (B – 6-20 Users).
 - b. Delete the support line item for Annual Support Year 1, Deccan Commit (MUM) Integration, \$3,300.
7. The remaining Payment Milestones will be adjusted to reflect the removal of Subcontractor Software and Services, in accordance with Exhibit B attached hereto.

IN WITNESS WHEREOF, the parties hereto by their duly authorized representatives have executed this Amendment as of the day and year first above written.

COUNTY OF MONTEREY

Accepted By (Signature)

Mike Derr

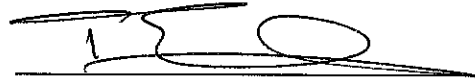
Printed Name

Contracts / Purchasing Officer

Title

Date

TRITECH SOFTWARE SYSTEMS



Accepted By (Signature)

Tony Eales, President and CEO

Printed Name and Title

9/6/2016

Date



Accepted By (Signature)

Blake Clark, Secretary and CFO

Printed Name and Title

9/6/2016

Date

EXHIBIT A

Annual Software Support Year 1**

Product Name	Support Type	Total Price
Inform CAD Test or Training System Maintenance (B - 6-20 Users)		\$1,980.00
Inform CAD Browser (B - 41-100 Concurrent Users)	24 x 7	\$3,300.00
Inform CAD Position	24 x 7	\$57,200.00
Inform CAD Protocol	24 x 7	\$1,650.00
Inform CAD Rotation Provider	24 x 7	\$2,200.00
Inform CAD Routing Server	24 x 7	\$4,114.00
Inform CAD Server Software (C - 21-40 Positions)	24 x 7	\$7,700.00
Inform CAD Standard Operating Procedure (SOP)	24 x 7	\$1,650.00
Inform CAD the Archive Server Software	24 x 7	\$550.00
Inform CAD The GISLink Utility Position	24 x 7	\$1,100.00
NCIC/State Message Switch Additional Connection	24 x 7	\$1,650.00
NCIC/State Message Switch Software - Inform CAD/Inform Mobile	24 x 7	\$11,000.00
NCIC/State Query Position for Inform CAD	24 x 7	\$2,860.00
Standard Alpha Numeric Paging Interface	24 x 7	\$1,980.00
Standard ANI/ALI Interface	24 x 7	\$1,980.00
Standard Decean Commit (MUM) Integration	24 x 7	\$3,300.00
Standard EMD Integration	24 x 7	\$330.00
Standard Inform CAD to External System Incident Data Transfer Interface	24 x 7	\$9,900.00
Standard Push to Talk Interface (Harris)	24 x 7	\$3,300.00
Standard Station Alert/Printing (Rip and Run) Interface	24 x 7	\$6,600.00
Inform Me Companion (D - 251-500 Devices) Maintenance 24x7		\$33,000.00
Inform Mobile Mapping Annual Support		\$7,625.00
Inform Mobile Test or Training System Maintenance		\$2,090.00
Inform Mobile Base Position	24 x 7	\$21,120.00
Inform Mobile Base Position with CJIS/NCIC Forms	24 x 7	\$74,250.00
Inform Mobile Server Software (D - 251-500 Positions)	24 x 7	\$16,500.00
Annual Software Support Fees (Year 1) Total		\$275,629.00
Annual Software Support Fees (Year 1) Discount		(\$275,629.00)

**The Software Support fee for the initial term of TriTech annual Software Support, beginning at Go Live and ending 12 (twelve) months thereafter, is included as a line item in the Contract Price of this Agreement. Thereafter, annual Software Support fees will be invoiced in accordance with the Software Support Agreement entered into between TriTech and Client coincident with this Agreement.

EXHIBIT B

Revised Payment Milestones

	Original Contract Price	\$ 2,400,333.87
	Payment Milestones Paid to Date of Amendment One	\$ (1,000,219.12)
	Deletion of Subcontractor Software and Services per Amendment One	\$ (240,240.00)
	Deletion of Inform CAD Telestaff Interface	\$ (9,500.00)
	Addition of Inform CAD Response Builder Workshop	\$ 6,125.00
	Remaining Contract Price	\$ 1,156,499.75
	Remaining Payment Milestones	
22.5%	Remaining Project Total due at Completion of Inform CAD FAT	\$ 260,212.44
22.5%	Remaining Project Total due at Completion of Inform Mobile FAT	\$ 260,212.44
25%	Remaining Project Total due at Completion of Inform CAD Pre-Go Live End User Training	\$ 289,124.94
20%	Remaining Project Total due at Inform CAD and Inform Mobile Go Live	\$ 231,299.95
10%	Remaining Project Total Due at Final System Acceptance	\$ 115,649.98
	Total Remaining Payment Milestones	\$ 1,156,499.75