



Granicus, LLC
408 St Peter St, Suite 600
Saint Paul, MN
55102

Consent to Assumption of Software License Agreement

This Assumption ("Assumption") of the Software License Agreement dated April 20, 1994 is effective on the date this document is signed and entered into by and between Granicus, LLC, a Minnesota Limited Liability Company d/b/a Granicus (hereinafter referred to as "Granicus"), and Snohomish County (hereinafter referred to as "Client"), with reference to the following:

WHEREAS, the Client originally purchased the AMANDA Software pursuant to the Software License Agreement dated April 20, 1994, by and between the County and CSDC Systems Inc. ("CSDC"), as successor in interest to Sequent Computer Systems, Inc., an Oregon corporation; (the "Agreement"); and

WHEREAS, between the effective date of the Agreement and the date of this Assumption, the Client and CSDC entered into amendments modifying and/or enhancing the terms of the Agreement, as set forth in Amendment 7, Recital B; and

WHEREAS, in October 2019, CSDC rebranded and became known as Calytera US, Inc. ("Calytera"); and

WHEREAS, on October 29, 2020, Calytera was acquired by Granicus; and

WHEREAS, Granicus desires to accept and assume all of Calytera's rights, duties, benefits, and obligations under the Agreement; and

WHEREAS, the Client desires to consent to such assumption;

NOW, THEREFORE, in consideration of the mutual promises herein, the parties agree as follows:

1. Granicus accepts and assumes all rights, duties, benefits, and obligations of the Agreement, including all existing and future obligations to perform under the Agreement.
2. All references to Calytera, under the Agreement, shall hereinafter be understood to mean Granicus.
3. The Client hereby consents to the foregoing assumption of all rights, duties, benefits, and obligations of the Agreement by Granicus.
4. All terms and conditions of the Agreement shall remain in full force and effect.
5. In the event of any inconsistency between the provisions of this Assumption and the documents comprising the Agreement, the provisions of this Assumption shall prevail.

IN WITNESS WHEREOF, the parties have caused this Assumption to be executed by their duly authorized representatives.

By signing this document, the undersigned certifies they have authority to enter the agreement. The undersigned also understands the services and terms.



Snohomish County

Granicus

Signature:

Ken Klein
2021.12.08 09:59:12 -08'00'

Signature:

DocuSigned by:

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Name: Ken Klein

Name: Jessica Yang

Title: Executive Director

Title: Senior Manager of Global Renewals

Date: December 8, 2021

Date: 12/10/2021

COUNCIL USE ONLY

Approved 12/8/2021

ECAF # 2021-0825

MOT/ORD Motion 21-399