

**AMENDMENT NO. 1 TO THE SOFTWARE LICENSE AND SERVICES
AGREEMENT FOR PETTRACK SYSTEM SOFTWARE**

THIS AMENDMENT NO. 1 TO THE SOFTWARE LICENSE AND SERVICES AGREEMENT FOR PETTRACK SYSTEM SOFTWARE ("Amendment No. 1") is entered into as of this 21st day of January, 2016, by and between Snohomish County, a political subdivision of the State of Washington (the "County"), and Progressive Solutions, Inc., a California corporation ("PSI", "Contractor", or Licensor").

RECITALS

A. Whereas, the County and PSI are the parties to that certain "Software License and Services Agreement for PetTrack System Software" (the "Master Agreement") executed on January 11, 2013; and

B. Whereas, the parties desire for PSI to provide additional functionality to the system by installing 1) LicenseTrack™, which will replace the need for existing Access applications, and 2) PetTrack™ Web Applications, which will enable pet owners to purchase new pet licenses in addition to renewals online; and

C. Whereas, the County desires to receive maintenance and support for these two additional software modules, synchronize the additional maintenance fees with the existing annual maintenance under the terms and conditions described in this Amendment No. 1; and

D. Whereas, the total cost of this Amendment No. 1, including Maintenance and Support through September 30, 2018, shall not exceed Twenty Four Thousand Six Hundred and Seventy Seven Dollars (\$24,677.00) plus applicable sales tax.

AGREEMENT

NOW, THEREFORE, in consideration of the covenants hereinafter set forth and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the County and PSI agree as follows:

Section 1. Exhibit B, Software License Agreement, Section IX ("License Fees and Payments"), is amended to add the following additional software licenses:

Product Name	License Fee
LicenseTrack™ - 4 concurrent Users	\$19,000
PetTrack™ Web Applications (includes Citizen Payments)	\$10,000
Low Volume Business Accounts (less than 100 discount-based on accounts)	(\$20,000)
Read-Only users, unlimited	Included
Total Additional License Fees	\$9,000
Professional Services	Extended Cost

LicenseTrack™	Migration of all records provided in acceptable electronic format	\$100
PetTrack™	Offsite turnkey database/software setup and configuration	\$1,200
	On-Site/offsite training (unlimited training until go-live)	\$2,400
Requested Modifications		
LicenseTrack™	None	Included
Forms and Letters to be Customized		
LicenseTrack™	Custom Designed Forms (Receipts, Renewal or Delinquent) on generic PSI form paper	Included
Total Additional Professional Services Fees		\$3,700
Total Additional License and Professional Services		\$12,700

Section 2. Exhibit C, Software Maintenance Agreement, Section V (“Support Fees and Payments”) is amended to add the annual maintenance and support and fees as follows:

Product Name	Maintenance Fee
LicenseTrack™ - 4 concurrent Users, unlimited Read-Only users Maintenance and Support	\$3,800
PetTrack™ Web Applications, including Citizen Payments Maintenance and Support	\$2,100
Total additional annual maintenance and support fees	\$5,900

Section 3. Exhibit B1: Progressive Solutions’ Requirements (Server & Workstation) is deleted in its entirety, and replaced with the new Exhibit B1: Progressive Solutions’ Requirements (Server & Workstation) attached hereto.

Section 4. Exhibit B2: Progressive Solutions’® Requirements (Implementation), is deleted in its entirety, and replaced with Progressive Solutions’® Project Implementation Matrix, attached hereto.

Section 5. A new section is added to Exhibit A – Requirements Analysis Report, Appendix C: Cost Summary Sheet and Payment Schedule as follows:

Payment Schedule, Amendment No. 1

Software Licenses	Payment Due	Amount
LicenseTrack™ - 4 concurrent users (unlimited read only users)	Upon Executed Amendment No. 1 Agreement	\$9,000
PetTrack™ - Web Applications (includes Citizen Payments)		
Professional Services		

LicenseTrack™ migration of all records, provided to PSI by Snohomish County in an acceptable electronic format	Upon Acceptance of records by PSI	\$100
PetTrack™ - Offsite turnkey database/software setup and configuration	Upon Acceptance of setup and configuration by Snohomish County	\$1,200
PetTrack™ - Onsite/offsite training (unlimited training until go-live)	½ upon acceptance of Software setup and configuration, ½ at Go-Live	\$2,400
Maintenance and Support		
1 st Year Maintenance and Support of LicenseTrack™ and PetTrack™ Web Applications (To September 30, 2017)	At Go-Live	\$5,900
2 nd Year Maintenance and Support of LicenseTrack™ and PetTrack™ Web Application (To September 30, 2018)	Due prior to 9/30/2017	\$6,077
Total Cost of Amendment No. 1:		\$24,677


Section 6. Testing and Acceptance for all licenses, software, and services provided under this Amendment No. 1 shall be as defined in the Master Agreement, Section 1, Paragraph A. ("Acceptance"), and Section 8 ("Testing and Acceptance").

Section 7. Should there be a conflict between any of the terms and conditions contained in the Master Agreement and any of the terms and conditions contained in this Amendment No. 1, the terms and conditions contained in this Amendment No. 1 shall control.

Section 8. Except as expressly provided in this Amendment No. 1, all of the terms and conditions of the Master Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment 1 to be duly executed as of the date set forth above.

PROGRESSIVE SOLUTIONS, INC.

By: 
Printed Name: Glen R. Vodhanel
President
Date: 11/24/15

SNOHOMISH COUNTY

By: *[Signature]*

Snohomish County Executive

Date: 1-21-16

RECOMMENDED FOR APPROVAL

By: *[Signature]*

Director, Department of Information Services

Date: 12/14/2015

APPROVED AS TO FORM ONLY:

By: *[Signature]*

Deputy Prosecuting Attorney

Date: 11/18/2015

APPROVED AS INSURANCE REQUIREMENTS:

By: *[Signature]*

Risk Management

Date: 12/15/15

COUNCIL USE ONLY	
Approved:	<u>1-20-16</u>
Docfile:	<u>D-19</u>

[Handwritten mark]

Exhibit B1: *Progressive Solutions*® Requirements (Server & Workstation)

	Recommended	Minimum
Network Server Operating System	Microsoft® Windows® 2008 Server or 2012 Server Core	Microsoft® Windows® 2008 Server Web Server Applications require: Windows® 2008 Server
Network Server Equipment	<ul style="list-style-type: none"> • Dual or Quad Core (3 Ghz or faster) • 24 GB or more available RAM w 64bit OS • 30 GB SAS Hard-Drives • 1366 x 768 / 75 Hz 19-inch Widescreen LCD Monitor 850:1 Contrast & 5 ms Response Time • 1 gbit Ethernet Network Card • 1 gbit Ethernet Switch • BluRay/DVD/CD-RW Drive 	<ul style="list-style-type: none"> • Dual or Quad Core (2 Ghz) • 16 GB of available RAM • 10 GB SCSI Hard-Disk Space • 1024x768 Monitor • 100 mbit Ethernet Network Card • 100 mbit Ethernet Hub • CD-ROM Drive
	All hardware must be Microsoft®/Novell® certified (request printed certification documents).	
Database Server Equipment	Use any recommended Network Server.	• Microsoft® Windows® 2008R2 (Non Web Servers)
Software	SQL Server 2012 or higher.	Microsoft® SQL Server 2008R2 Standard or Enterprise Edition w .NET 4.0 installed or higher. Web Server requires .NET 4.5 or higher.
Network Server & Database Server Power Protection	Same as required.	True On-Line UPS, 600 Volt amps minimum with UPS Monitoring card, cable, and software.
	Explanation: Using a surge protector will only address 1% of the potential power problems. On-Line protection will protect against an additional 80% of the potential power problems. When commercial power fails, the UPS monitoring card will close all open files and shutdown the file server safely. Some SPS (Switching Power Supply) vendors refer to their SPS products as UPS products. An SPS will NOT provide sufficient protection against sags, brownouts, etc.	
Workstation Computer	<ul style="list-style-type: none"> • Multi Core (2 Ghz each or faster) • 8 GB of available RAM • 1 TB Hard-Disk Space or more • 1366 x 768 / 75 Hz 19-inch Widescreen LCD Monitor 850:1 Contrast & 5 ms Response Time • BluRay/DVD/CD-RW Drive 	<ul style="list-style-type: none"> • Pentium (1 Ghz) • 4 GB RAM for workstations with document imaging • 4 GB Hard-Disk Space (< 10MB required per application) • 1024x768 Monitor • CD-ROM Drive
Workstation Operating System	Microsoft® Windows® 7/8 with latest .NET framework.	Microsoft® Windows® XP Professional with latest .NET framework
Workstation Power Protection	Combination On-Line conditioner and surge protector.	Combination On-Line conditioner and surge protector.
Backup System	Network-quality system to backup SQL & fileserver hard drive(s) & perform read after write verification .	Network-quality system to backup SQL & fileserver hard drive(s) & perform read after write verification .
Data File Transfer	Same as minimum.	DVD/CDR/CDRW Drive
Receipt Printer	USB Connectivity	USB Connectivity
Report Printer	Laser Printer with HPCL or PostScript fonts	Laser Printer with HPCL or PostScript fonts
Internet Access	FIOS, CABLE, DSL, ISDN, or T1	FIOS, CABLE, DSL, ISDN, or T1
	Explanation: <i>Progressive Solutions</i> ® applications require Internet access to obtain program updates. Using an Internet connection slower than 256 Kbps will take significantly longer to download data.	
E-mail	Microsoft® Outlook®	Microsoft® Outlook®
Network Installer	Microsoft®	Microsoft®
Report Modification	Crystal Reports	Crystal Reports Version 8.5
Redundancy	RAID for data and web operations	No redundancy

Exhibit B2: *Progressive Solutions*® Project Implementation Matrix

Done	General Customer Implementation Tasks	Notes
	Payment for software licenses must be received by PSI prior to project start	
	An authorized representative of City staff must click through and accept the software license and maintenance agreements.	
	Send us your initial payment and signed: <ul style="list-style-type: none"> Purchase Order (<i>which references the terms of the software license, services & maintenance agreements</i>) 	
	Designate the server that will host both SQL & application media. Have the SQL tools loaded. Create a share named 'PSI' on the designated server. <i>Provide us with the server name, IP address and access credentials. (Be sure to provide our technician with write access and your users with the appropriate security to access this area.)</i> We will use this share location to load & support our software.	
	<i>Have IS contact us to demonstrate functional access to your designated server(s) via the internet (See A7: Access Verification).</i>	
	Identify the designated contact(s) tasked with being available to PSI, who understand(s) the current system, can answer questions and make system implementation decisions throughout the conversion process.	
	Send us a digitized image(s) of your city logo(s)	
	Credit Cards: 1) Email PSI with the name of your bank and the name/phone of the customer account representative. PSI will transmit a gateway application appropriate to your bank. Client to transmit completed gateway application to PSI so payment functionality may be configured & tested. (Card Present & Card Not Present)	
Done	LicenseTrack Tasks	Notes
	Send us a copy of your Municipal Code relating to Business Licensing.	
	If you desire a migration, send us the complete set of screen shots <i>and</i> current migration data (with logical field labels) and desired city forms/formats so that our staff may begin to migrate your data and to recreate your forms on the new system. (Business Licensing) If there are changes or improvements that you would like to have, include notations along with the forms.	
	Sign the acknowledgement indicating city staff understands: 1) for over the counter payments, penalties, interest, and administrative (PIA) fees for multiple years may be automatically calculated. 2) for license renewals over the internet, (PIA) fees will ONLY be calculated for the most recent license renewal & 3) should the city desire to bill/invoice for license fees (on an accrual or cash accounting basis) monthly additions of PIA fees may be applied to account balances), a full written description of how you desire your accounting transactions to be handled is required as well as a nominal configuration fee must be authorized in writing.	
	Software and converted data installed at city. Basic training provided for review of suitability/functionality	
	Review proposed forms and provide comments for implementation.	
	Identify all financial accounts to be posted to and transmit such GL accounts to us.	
	Notify PSI of your desired go live/implementation dates.	
Done	Web PetTrack™ Tasks	Notes
	Identify the designated contact(s) tasked with being available to PSI, who understand(s) the current system, can answer questions and make system implementation decisions.	
	Have IS contact us to verify access (remote desktop, access to PSI SQL database & DTS from the IIS server (identify required ports if necessary), IIS administration rights, & ability to transfer files to/from our servers) to your designated IIS server via the internet. Allow access by city staff to approve submitted transactions.	
	Promptly provide us with any existing approved secure URL or authorize us to obtain & implement the approved secure URL by obtaining the appropriate SSL certificates on your behalf.	
	Remote Configuration, Training & Internal Testing until approved	
	Promote new functionality to appropriate utility customers via renewal, newsletters etc.	

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