

AMENDMENT NO. 5 TO THE PROFESSIONAL SERVICES AGREEMENT
BETWEEN THE CITY OF MANHATTAN BEACH AND GRANICUS, LLC

This Fifth Amendment (“Amendment No. 5”) to that certain agreement by and between the City of Manhattan Beach, a California municipal corporation (“City”), and Granicus, LLC, a Minnesota limited liability company (“Contractor”) (collectively, the “Parties”) is hereby entered into as of January 1, 2024 (“Effective Date”).

RECITALS

A. On February 1, 2018, the City and Contractor entered into an agreement for professional services for the Contractor to provide streaming media solutions that include hardware, software, automated indexing capabilities, voting systems, website page design, and integration with City Council agenda, meeting minutes module, and related support services (“Agreement”).

B. On February 1, 2019, the Agreement was amended (Amendment No. 1) to extend the term, increase the maximum compensation to be paid to the Contractor (the “Maximum Compensation”), and modify the services to be performed by the Contractor (the “Services”).

C. On January 1, 2020, the Agreement was amended (Amendment No. 2) to extend the term, increase the Maximum Compensation, clarify the Parties’ rights to certain information and documents, update the City’s contact information, and modify the Services.

D. On January 1, 2021, the Agreement was amended (Amendment No. 3) to extend the term, increase the Maximum Compensation, and modify the Scope of Services and Payment Schedule.

E. On January 1, 2023, the Agreement was amended (Amendment No. 4) to extend the term, increase the Maximum Compensation, and modify the Scope of Services and Payment Schedule.

F. The Parties now desire to amend the Agreement to extend the term, increase the Maximum Compensation, and modify the Scope of Services and Payment Schedule.

NOW, THEREFORE, in consideration of the Parties’ performance of the promises, covenants, and conditions stated herein, the Parties hereby agree as follows:

Section 1. Section 2 of the Agreement is hereby revised to extend the term of the Agreement through December 31, 2026, unless sooner terminated as provided in Section 12 of the Agreement.

Section 2. Section 3.A of the Agreement is hereby revised to increase the Maximum Compensation amount by \$566,706.46.

Section 3. Exhibit A (“Scope of Services and Payment Schedule”) of the Agreement is hereby replaced by the attached Exhibit A to this Amendment to modify the Scope of Services and Payment Schedule.

Section 4. Except as specifically amended by this Amendment No. 5, all other provisions of the Agreement as previously amended by Amendment Nos. 1, 2, 3, and 4 shall remain in full force and effect.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS THEREOF, the Parties hereto have executed this Amendment No. 5 on the day and year first shown above.

City:

Consultant:

City of Manhattan Beach,
a California municipal corporation

Granicus, LLC,
a Minnesota limited liability company

By: _____
Name: Bruce Moe
Title: City Manager

DocuSigned by:
By: Bernadette Foley 11/10/2023
Name: Bernadette Foley
Title: Manager, Renewals

ATTEST:

By: _____
Name: _____
Title: _____

By: _____
Name: Liza Tamura
Title: City Clerk

APPROVED AS TO FORM:

By: _____
Name: Quinn M. Barrow
Title: City Attorney

APPROVED AS TO FISCAL IMPACT:

DocuSigned by:
By: Steve S Charelian, Finance Director 11/13/2023
Name: Steve S. Charelian
Title: Finance Director

APPROVED AS TO CONTENT:

DocuSigned by:
By: Miguel Guardado, Information Technology Director 11/10/2023
Name: Miguel Guardado
Title: Information Technology Director

EXHIBIT A
SCOPE OF SERVICES AND PAYMENT SCHEDULE

A. Current Subscription Services Payment Schedule

The three-year subscription amount of \$559,206.46 will be paid in two (2) installments per year for each 6 months of services. The payment schedule is as follows:

- **Year 1 Cost \$177,385.08; Duration 1/1/2024 – 12/31/2024**
 - Installment #1 - Billing Period 1/1/2024 to 6/30/2024, Amount \$88,692.54 due 30 days after January 15, 2024;
 - Installment #2 - Billing Period 7/1/2024 to 12/31/2024, Amount \$88,692.54 due 30 days after July 15, 2024;
- **Year 2 Cost \$186,254.33; Duration 1/1/2025 – 12/31/2025**
 - Installment #1 - Billing Period 1/1/2025 to 6/30/2025, Amount \$93,127.17 due 30 days after January 15, 2025;
 - Installment #2 - Billing Period 7/1/2025 to 12/31/2025, Amount \$93,127.16 due 30 days after July 15, 2025;
- **Year 3 Cost \$195,567.05; Duration 1/1/2026 – 12/31/2026**
 - Installment #1 - Billing Period 1/1/2026 to 6/30/2026, Amount \$97,783.53 due 30 days after January 15, 2026;
 - Installment #2 - Billing Period 7/1/2026 to 12/31/2026, Amount \$97,783.52 due 30 days after July 15, 2026;

Item Description	Year 1 Annual Cost	Year 2 Annual Cost	Year 3 Annual Cost
Meeting Services - Custom Recurring (90 hrs)	\$25,042.50	\$26,294.63	\$27,609.36
GovDelivery for govAccess Customers	\$9,187.50	\$9,646.88	\$10,129.22
govAccess Developer Toolkit	\$7,407.74	\$7,778.13	\$8,167.03
Recurring Captioning Services (90 hrs)	\$12,285.00	\$12,899.25	\$13,544.21
Send Agenda (Legistar)	\$0.00	\$0.00	\$0.00
govAccess - Maintenance, Hosting, & Licensing Fee - Core	\$7,129.25	\$7,485.71	\$7,860.00
Government Transparency Suite	\$22,894.36	\$24,039.08	\$25,241.03
Communications Cloud Advanced Package	\$3,281.25	\$3,445.31	\$3,617.58
VoteCast Station for Meeting Efficiency Suite (ME)	\$0.00	\$0.00	\$0.00

Meeting Efficiency Suite	\$0.00	\$0.00	\$0.00
Open Platform Suite	\$4,539.26	\$4,766.22	\$5,004.53
Legistar	\$3,007.39	\$3,157.76	\$3,315.65
VoteCast Package for Meeting Efficiency Suite (7 seats)	\$8,920.82	\$9,366.86	\$9,835.20
Citizen Participation Suite	\$0.00	\$0.00	\$0.00
Granicus Encoding Appliance Software (GT)	\$1,403.57	\$1,473.75	\$1,547.44
Upgrade to SDI 720p Streaming	\$1,403.57	\$1,473.75	\$1,547.44
govAccess - Maintenance, Hosting, & Licensing Fee - Core	\$26,332.87	\$27,649.51	\$29,031.99
govDelivery for Integrations	\$0.00	\$0.00	\$0.00
Meeting Services - Custom Recurring (110 hours)	\$29,150.00	\$30,607.50	\$32,137.88
Recurring Captioning Services (110 hours)	\$15,400.00	\$16,170.00	\$16,978.50
Subtotal	\$177,385.08	\$186,254.33	\$195,567.05

B. Amendment No. 4, Exhibit A, Section B Additional Services

Additional Services amounts included in Section B of Amendment No. 4, Exhibit A Scope of Services and Payment Schedule that have not been finalized are to remain due and to be completed at the City's discretion. The payment schedule for the remaining services is amended as follows:

- Website Redesign (simple) / City Website www.manhattanbeach.gov – it – it may include Content Management System (CMS), rebranding, etc.
 - Project Billing Schedule
 - An initial payment equal to 40% of the total upon Granicus' delivery of the URL to the development website;
 - A payment equal to 20% of the total upon Granicus' delivery of the draft homepage design concepts to the client;
 - A payment equal to 20% of the total upon implementation of the main website into the VCMS on a Granicus-hosted development server; and
 - A payment equal to 20% of the total upon completion; provided, however, that the client has completed training. If the client has not completed training, then Granicus shall invoice the client at the earliest of completion of training or 21 days after completion.
- Meeting System Changes / Legistar Agenda and Legislative Management System – Meeting system updates, corrections/changes

handled via configuration changes and/or software, and other related services.

C. Other Services and Payment Schedule

The services listed are additional and related to the City website www.manhattanbeach.gov and/or meeting management platform updates. They are to be initiated and scheduled for implementation per City discretion. The service costs are one-time but are to be adjusted and prorated as of the City's acceptance date and for actual services rendered after City approval. Amounts may be split if the services are spread between two fiscal years. The City will identify in writing if there is a modification in the payment schedule once the services are implemented/completed.

1. Meeting System Changes / Legistar Agenda Management System Single Sign-on – Implementation services for Legistar Active Directory Pass-through Authentication

Estimated Cost (prepaid after City initiates services): \$2,500

2. Optional Ad-Hoc Granicus Professional Services / City website www.manhattanbeach.gov or GovMeeting (Legistar) platforms – it may include small changes related to branding, homepage wireframe/design and interior pages layout, Legistar configuration, Media Manager, etc.

Estimated Cost (billed per actual services rendered after Granicus scoping the services and City approval)*: \$5,000

**Amount billed after the City accepts the completed work*