

STATE OF TEXAS

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COUNTY OF FORT BEND

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**AMENDMENT NO. 1 TO AURIGO SOFTWARE SUBSCRIPTION SERVICES AND  
IMPLEMENTATION AGREEMENT – R18-062**

THIS AMENDMENT NO. 1 TO AURIGO SOFTWARE SUBSCRIPTION SERVICES AND IMPLEMENTATION AGREEMENT – R18-062 (“Amendment”) between Fort Bend County, (“County”), a body corporate and politic under the laws of the State of Texas, and Aurigo Software Technologies Inc. (“Aurigo”), a company authorized to conduct business in the State of Texas, (each a “Party” and collectively the “Parties”).

WITNESSETH

WHEREAS, the Parties executed the AURIGO SOFTWARE SUBSCRIPTION SERVICES AND IMPLEMENTATION AGREEMENT – R18-062 (the “Existing Agreement”), executed on December 18, 2018 and available at Aurigo Software Subscription Services and Implementation Agreement - R18-062; and

WHEREAS, the Parties hereto desire to amend the Existing Agreement so that County may upgrade its current software subscription to Masterworks Professional version, as provided by the PRICING ESTIMATES PROPOSAL - Upgrade to Masterworks Professional version to include Request for Information (RFI), Request for Proposal (RFP), Submittals & Issue Log features (attached hereto as Exhibit “A” and incorporated by reference; and

WHEREAS, pursuant to Section 4 of the Existing Agreement, the change order(s) and/or amendment(s) contemplated by the Parties must be contained in a written agreement.

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

AGREEMENT

**1. Amendments to the Existing Agreement.**

1.1. Section 3.2 of the Existing Agreement is hereby amended by deleting the table in subsection 3.2(c) and replacing it with the following table:

Annual Software Subscription Fees (Year 1)			
	Masterworks Product	SKU	Annual Software Subscription Fees (\$)
1	Aurigo Masterworks Professional - Professional Annual Subscription Plan - Platform Core	PLT-MWC-P	\$98,750
2	Aurigo Masterworks Professional - Professional Annual Subscription Plan - Mobile Integration Suite	PLT-MBL-P	\$48,750
3	Aurigo Masterworks Professional - Professional Annual Plan – Planning and Project Management Core	PPM-COR-P	\$86,250
4	Aurigo Masterworks Professional - Professional Annual Plan – Planning Contract Management	PPM-CM-P	\$23,750
5	Aurigo Masterworks Professional - Professional Annual Plan – Planning and Project Management - Fund Management	PPM-FND-P	\$15,000
6	Aurigo Masterworks Professional - Professional Annual Plan – Planning and Project Management Mobile	PPM-MBL-P	\$15,000
	<b>Grand Total</b>		<b>\$287,500</b>

**2. Change Order Pricing.**

2.1. The change in Annual software subscription pricing for upgrading to Masterworks Professional is as follows:

Masterworks Product	Change in Annual Software Subscription Fees (\$)	Implementation Services (\$)
Platform Core – Upgrade from Standard to Professional	\$23,750	\$45,500
Mobile Integration Suite - Upgrade from Standard to Professional	\$19,125	
Planning and Project Management Core - Upgrade from Standard to Professional	\$19,125	
Planning Contract Management - Upgrade from Standard to Professional	\$8,750	
Planning and Project Management - Fund Management - Upgrade from Standard to Professional	\$0	
Planning and Project Management Mobile - Upgrade from Standard to Professional	\$0	
<b>Sub Total</b>	<b>\$70,750</b>	<b>\$45,500</b>
<b>Less Discount</b>	<b>(\$24,762)</b>	<b>(\$45,500)</b>
<b>Grand Total</b>	<b>\$45,988</b>	<b>\$0</b>

**3. Compensation and Payment.**

3.1. Aurigo has provided a 35% discount on the final change order amount for Software subscription fees, and a complete waiver for the one-time Implementation Services. This discounted price is applicable for the entire five (5) year period. Therefore, after execution of this Amendment, the Annual Subscription fees for years 2 – 5 will be \$262,738.00.

3.2. County shall pay Aurigo the first year additional Software subscription fees of \$45,988.00 as provided by Section 3.6 and 3.7 of the Existing Agreement, upon execution of this Amendment.

**4. Date of Effectiveness; Limited Effect.**

4.1. This Amendment will become effective on the date of execution by County (the "Effective Date"). Except as expressly provided in this Amendment, all of the terms and provisions of the Existing Agreement are and will remain in full force and effect and are hereby ratified and confirmed by the Parties. Without limiting the generality of the foregoing, the amendments contained herein will not be construed as an amendment to or waiver of any other provision of the Existing Agreement or as a waiver of or consent to any further or future action on the part of either Party that would require the waiver or consent of the other Party. On and after the Effective Date, each reference in the Existing Agreement to "this Agreement," "the Agreement," "hereunder," "hereof," "herein," or words of like import will mean and be a reference to the Existing Agreement as amended by this Amendment.

*Remainder of Page Intentionally Left Blank*

*Signatures Follow On Next Page*

IN WITNESS WHEREOF, this Amendment is signed, accepted, and agreed to by all parties by and through the parties or their agents or authorized representatives. All parties hereby acknowledge that they have read and understood this Amendment and the attachments and exhibits hereto. All parties further acknowledge that they have executed this legal document voluntarily and of their own free will.

FORT BEND COUNTY

AURIGO SOFTWARE TECHNOLOGIES INC.

KP George  
KP George, County Judge

Balaji Sreenivasan  
Balaji Sreenivasan, CEO

6-25-2019  
Date

6/18/2019  
Date



ATTEST:

Laura Richard  
Laura Richard, County Clerk

Approved By:

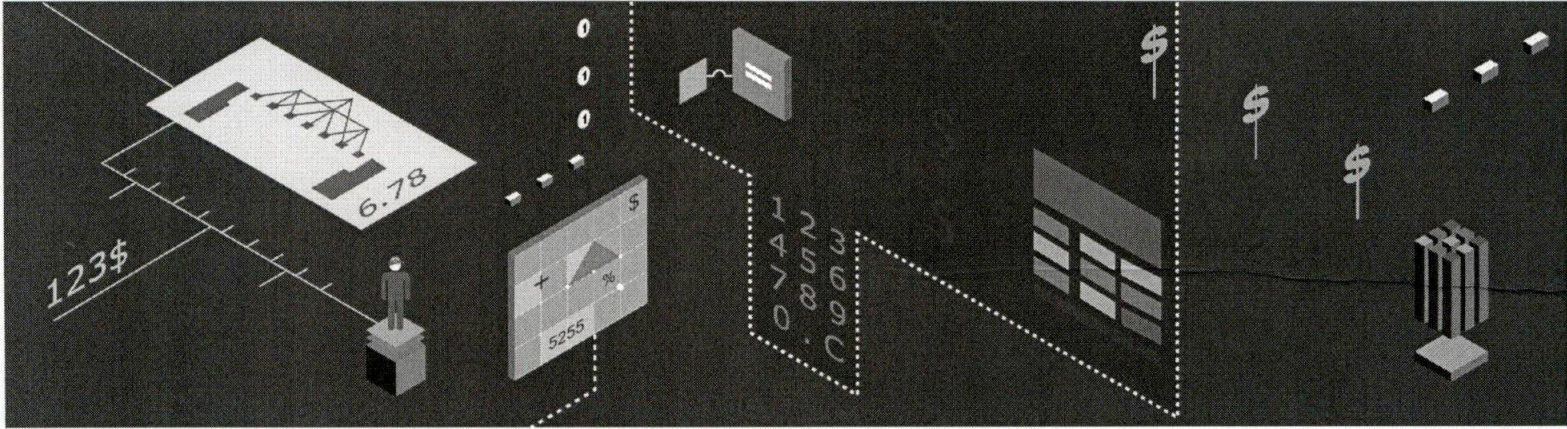
J. Stacy Slawinski  
J. Stacy Slawinski, P.E., County Engineer

AUDITOR'S CERTIFICATE

I hereby certify that funds are available in the amount of \$ 689,533.00 to accomplish and pay the obligation of Fort Bend County under the Agreement.

Robert E. Sturdivant  
Robert E. Sturdivant, County Auditor

# **Exhibit A**



## PRICING ESTIMATES PROPOSAL

**Upgrade to Masterworks Professional version to include  
Request for Information (RFI), Request for Proposal  
(RFP), Submittals & Issue Log features**

Accepted: \_\_\_\_\_

Date : \_\_\_\_\_

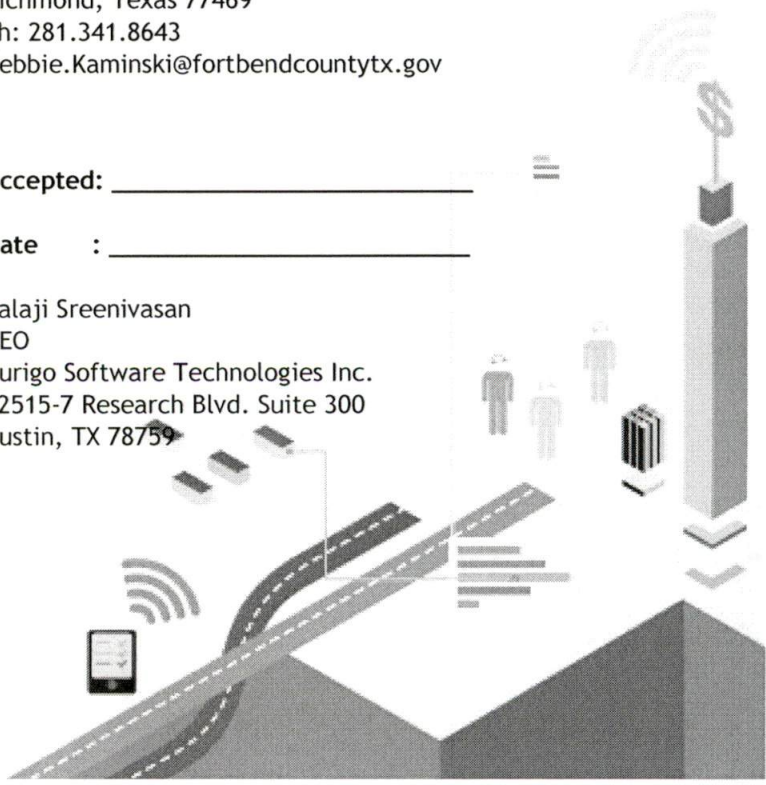
Attn:  
Debbie Kaminski  
County Purchasing Agent  
Purchasing Department  
Fort Bend County Travis Annex  
301 Jackson, Suite 201  
Richmond, Texas 77469  
Ph: 281.341.8643  
Debbie.Kaminski@fortbendcountytexas.gov

Accepted: \_\_\_\_\_

Date : \_\_\_\_\_

**aurigo<sup>®</sup>**

Balaji Sreenivasan  
CEO  
Aurigo Software Technologies Inc.  
12515-7 Research Blvd. Suite 300  
Austin, TX 78759



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**Document Change Log**

Current Version: 3.0

**Revision History**

<b>Version</b>	<b>Date</b>	<b>Description</b>	<b>Author</b>
0.1	05/20/2019	Draft Pricing proposal for upgrade to Masterworks Professional version	Rahul Gaur
1.0	05/24/2019	Pricing Proposal submitted to Fort Bend County	Rahul Gaur
2.0	06/14/2019	Updated proposal based on FBC's comments	Rahul Gaur
3.0	06/17/2019	Updated proposal with clarifications on Annual subscription fees	Rahul Gaur



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## 1 Summary

This pricing proposal is to upgrade Aurigo Masterworks cloud suite to Professional version, resulting in this Change Order to the existing Fort Bend County Purchase Order- 173052.

FBC has an existing software subscription of Aurigo Masterworks Standard and wishes to upgrade to Masterworks Professional version to include below features to the existing contract:

1. Request for Information (RFI)
2. Request for Proposal (RFP)
3. Submittals (includes Submittals, Submittals Package & Transmittals)
4. Issue Log (includes Mobile form for Mobile application)

This Change Order once approved, will provide FBC access to subscription, implementation and support services for the Masterworks Professional version over the period of next five (5) years.

## 2 Pricing and Payment

The Aurigo Masterworks annual software subscription fees and one-time implementation services fees to include the above-mentioned upgrade to the existing Fort Bend County contract has been priced below.

### 2.1 Five Year Plan for Aurigo Masterworks Professional

Pricing for products in Masterworks Standard version (Current Contract)

Masterworks Product	SKU	Annual Software Subscription Fees (\$)
Aurigo Masterworks Standard - Professional Annual Subscription Plan - Platform Core	PLT-MWC-S	\$75,000
Aurigo Masterworks Standard - Professional Annual Subscription Plan - Mobile Integration Suite	PLT-MBL-S	\$29,625
Aurigo Masterworks Standard - Professional Annual Plan - Planning and Project Management Core	PPM-COR-S	\$67,125
Aurigo Masterworks Standard - Professional Annual Plan - Planning Contract Management	PPM-CM-S	\$15,000
Aurigo Masterworks Standard - Professional Annual Plan - Planning and Project Management - Fund Management	PPM-FND-S	\$15,000
Aurigo Masterworks Standard - Professional Annual Plan - Planning and Project Management Mobile	PPM-MBL-S	\$15,000
<b>Grand Total</b>		<b>\$216,750</b>

Pricing for products in Masterworks Professional version

Masterworks Product	SKU	Annual Software Subscription Fees (\$)
Aurigo Masterworks Professional - Professional Annual Subscription Plan - Platform Core	PLT-MWC-P	\$98,750
Aurigo Masterworks Professional - Professional Annual Subscription Plan - Mobile Integration Suite	PLT-MBL-P	\$48,750

Aurigo Masterworks Professional - Professional Annual Plan - Planning and Project Management Core	PPM-COR-P	\$86,250
Aurigo Masterworks Professional - Professional Annual Plan - Planning Contract Management	PPM-CM-P	\$23,750
Aurigo Masterworks Professional - Professional Annual Plan - Planning and Project Management - Fund Management	PPM-FND-P	\$15,000
Aurigo Masterworks Professional - Professional Annual Plan - Planning and Project Management Mobile	PPM-MBL-P	\$15,000
<b>Grand Total</b>		<b>\$287,500</b>

## Change Order pricing for upgrade to Masterworks Professional

<b>Masterworks Product</b>	<b>Change in Annual Software Subscription Fees (\$)</b>	<b>Implementation Services (\$)</b>
Platform Core - <i>Upgrade from Standard to Professional</i>	\$23,750	\$45,500
Mobile Integration Suite - <i>Upgrade from Standard to Professional</i>	\$19,125	
Planning and Project Management Core - <i>Upgrade from Standard to Professional</i>	\$19,125	
Planning Contract Management - <i>Upgrade from Standard to Professional</i>	\$8,750	
Planning and Project Management - Fund Management - <i>Upgrade from Standard to Professional</i>	\$0	
Planning and Project Management Mobile - <i>Upgrade from Standard to Professional</i>	\$0	
<b>Sub Total</b>	<b>\$70,750</b>	<b>\$45,500</b>
<b>Less Discount</b>	<b>(\$24,762)</b>	<b>(\$45,500)</b>
<b>Grand Total</b>	<b>\$45,988</b>	<b>\$0</b>

## 2.2 Payment Terms

- The prices quoted are exclusive of any applicable taxes
- Aurigo has provided a 35% discount on final change order amount for Annual Software subscription fees, and a complete waiver for the one-time Implementation Services.
- This discounted price is applicable for the entire 5 year period. Therefore, after execution of this Change order, the Annual Subscription fees will be updated to \$262,738
- First Year additional Software subscription fees of \$45,988 will be payable immediately after the execution of this Change Order
- Terms and Conditions of Software subscription and support will be governed by the existing contract between Aurigo and Fort Bend County
- This proposal is valid for 14 days from the date of this document

## 2.3 Assumptions

- There is no Data migration or Integration in-scope for this upgrade

### **3 Next Steps**

Aurigo requests Fort Bend County to provide approval for this change order to commence work and raise invoice.

# CERTIFICATE OF INTERESTED PARTIES

FORM 1295

1 of 1

Complete Nos. 1 - 4 and 6 if there are interested parties.  
Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

## OFFICE USE ONLY CERTIFICATION OF FILING

Certificate Number:  
2019-506678

Date Filed:  
06/18/2019

Date Acknowledged:  
06/25/2019

**1 Name of business entity filing form, and the city, state and country of the business entity's place of business.**

Aurigo Software Technologies Inc  
Austin, TX United States

**2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.**

Fort Bend County

**3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the services, goods, or other property to be provided under the contract.**

Amendment No. 1 to R18-062  
AURIGO SOFTWARE SUBSCRIPTION SERVICES AND IMPLEMENTATION

4	Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
			Controlling	Intermediary
	Gulati, Nikki	Setauket, NY United States	X	
	Gulati, Sheila	Setauket, NY United States	X	
	Sreenivasan, Balaji	Austin, TX United States	X	
	Gulati, Ravi	Setauket, NY United States	X	

5 Check only if there is NO Interested Party.

**6 UNSWORN DECLARATION**

My name is \_\_\_\_\_, and my date of birth is \_\_\_\_\_.

My address is \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_.  
(street) (city) (state) (zip code) (country)

I declare under penalty of perjury that the foregoing is true and correct.

Executed in \_\_\_\_\_ County, State of \_\_\_\_\_, on the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.  
(month) (year)

\_\_\_\_\_  
Signature of authorized agent of contracting business entity  
(Declarant)