



**FIRST AMENDMENT TO THE GRANICUS SERVICES AGREEMENT BETWEEN
GRANICUS, INC. AND THE CITY OF JONESBORO, AR**

This First Amendment to the Granicus, Inc. Services Agreement dated December 7, 2012 (hereinafter referred to as “Agreement”) is made and entered into by and between Granicus, Inc., a California Corporation (hereinafter referred to as “Granicus”), and the City of Jonesboro, AR (hereinafter referred to as “Client”), with reference to the following:

WHEREAS, in addition to Client’s existing solution, Client wishes to transition to Granicus Government Transparency Suite as detailed in the Proposal dated September 13, 2012, which is attached as Exhibit A and incorporated herein by reference;

NOW, THEREFORE, in consideration of the premises, the parties intend that the Agreement be amended as follows:

1. Compensation shall be amended to include additional costs of two thousand six hundred twenty-five dollars (\$2,625.00) up-front, and six hundred forty-nine dollars (\$649.00) per month as detailed in Exhibit A. Client’s Granicus solution shall now include additions to the Agreement as detailed in Exhibit A.
2. Client has the right to keep any purchased hardware, provided that Client removes and/or uninstalls any Granicus Software on such hardware. However, if Client has received managed hardware as part of a Granicus Open Platform Suite solution (“Open Platform Hardware”), Client understands that upon termination of this Agreement, Client shall immediately return the Open Platform Hardware to Granicus, Inc. The Open Platform Hardware must be returned within fifteen (15) days of termination, and must be in substantially the same condition as when originally shipped, subject only to normal wear and tear
3. Except as amended by this First Amendment, all other terms and conditions of the Agreement shall remain in full force and effect.
4. In the event of any inconsistency between the provisions of this First Amendment and the documents comprising the Agreement, the inconsistency shall be resolved by giving precedence to the documents in the following order:
 - A. Paragraphs set forth in the body of the First Amendment
 - B. Paragraphs set forth in the body of the Services Agreement

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

CITY OF JONESBORO, AR

GRANICUS, INC.

By: _____

By: _____

Ed Roshitsh
President

Date: _____

Date: _____

CITY OF JONESBORO, AR

By: _____

Date: _____

EXHIBIT A

PROPOSAL

Proposal for the City of Jonesboro, Arkansas

Government Transparency and Workflow Efficiency Solutions



Proposal presented to:
Donna K. Jackson
Jonesboro City Clerk
Jonesboro, Arkansas
December 18th, 2012



Granicus Proposal to the City of Jonesboro

December 18th, 2012

Dear Donna,

Thank you for your continued consideration of Granicus. We have appreciated the opportunity to work with the City over the past year and to continue to discuss the unique needs of Jonesboro. We're excited to support your transparency, citizen participation, and public meeting workflow initiatives/needs and we look forward to continuing our rewarding, long-term relationship with you.

Jonesboro would like to "go live" with these additional products its first meeting by May, 2013. We can typically deploy new solutions within 60-90 days from receiving the Purchase Order. In an effort to keep us on goal with your preferred "go live" date we will need the PO and authorized service agreement submitted to Granicus by January 31st, 2012.

Below you will find a detailed proposal of the solution Jonesboro has chosen. The proposal and pricing includes all training, software, hardware, 24/7/365 support, professional services, installation and implementation.

If I or any other member of the Granicus team can be of further assistance, please contact me at 415 357 3618 x1759.

Most Sincerely,

Erin English
Account Manager
Granicus, Inc.

Primary Business Mission

During our conversations and assessment of Jonesboro's primary business challenges, we discovered the following issues and needs:

- Jonesboro is currently in the planning stages of moving into a new City Hall and Council Chambers in April 2013. The Clerk's Office would like to utilize this move to upgrade their video offering to staff and citizens.
- The City is already recording and publishing meetings. However, the current process of publishing meeting content lacks the necessary security levels desired by the City. The cable station delivers the recording to IT, who then publishes the content.
- The Clerk's Office would like to leverage current systems and investments to augment the City's video offering.
- The Mayor's Office would like to offer access to higher quality video of public meetings. The current video broadcasted by the Access Channel is poorer quality than what the Mayor's Office would prefer.

Discussed Solutions

We have discussed some specific ways to address the challenges Jonesboro is facing. Below is a list that I believe represents the best possible solutions.

- The City would ideally like to implement a seamless process where content is delivered directly to a secure database, at which point content can be published to the web via a secure login based system.
- Security is key – the City would like to do away with the current process for publishing video, as this method is not up to security standards.
- Live video streaming would be beneficial, but is not completely necessary.
- City staff would benefit from the ability for council members and staff to access and review agendas on the iPad prior to and during council meetings as a replacement to current paper-heavy agenda delivery process. The ability to implement this type of functionality should not require many more steps to the current workflow.
- Utilizing current investments and systems would be the most cost effective method and far less labor intensive than constructing and in-house process for web streaming the City's content.
- Jonesboro would ideally like to implement a video solution that is comprised of multiple cameras, which pan in on individual speakers when necessary, and similarly pan out to show the Council as a whole when necessary.

Budgetary Impact

<u>Product Component</u>	<u>Upfront Cost</u>	<u>Monthly</u>
Open Platform Suite	\$0.00	\$189.00
Government Transparency Suite <ul style="list-style-type: none"> • View Template Configuration • Agenda Parser Configuration • Live Manager Installation • Agenda Template Configuration • Web Training Series • Player Template Configuration 	\$0.00	\$360.00
Government Transparency – Managed Hardware	\$0.00	\$100.00
Granicus Encoding Hardware Configuration	\$2,500.00	\$0.00
Shipping	\$125.00	\$0.00
Tax	\$0.00	\$0.00
<u>Grand Total</u>	<u>\$2,625.00</u>	<u>\$649.00</u>

Up-front costs are a one-time fee.

This proposal expires on January 31st, 2013.

*** NOTE: The pricing in this preliminary proposal is SUBJECT-TO-CHANGE. While this preliminary proposal will provide you with our best possible estimate of what your solution will look like, it is not considered complete until a network assessment has been completed. Our goal here at Granicus is to make sure that every new client has a successful deployment and to make sure that our products exceed your expectations. We believe that spending the time to accurately conduct an assessment of your network and documents will help us meet our goals and will ensure that you have the best experience possible. ***

Granicus Proposed Solution

Granicus® Open Platform

The Granicus® Open Platform is the cloud-based foundation for all Granicus applications. It allows government organizations to manage and store an unlimited amount government public meeting data. It is the core of our content management, administration and distribution tools and includes free access to our APIs and SDKs, helping you seamlessly connect your Granicus solution to systems in place. The Granicus Platform includes the ability to upload and publish content including videos and documents. [Click here](#) for more information on the Granicus Open Platform.

- Unlimited content storage and distribution
- Open architecture and SDK
- Archived video editing and indexing
- Citizen web portal
- On-demand streaming to mobile devices*

* Available for on-demand playback only

Government Transparency Suite

The Government Transparency Suite gives your citizens greater access to public meetings and records online. Take the next step towards transparency and stream meetings and events live, link related documents to your video and provide advanced searching of archives. The Government Transparency Suite gives you unlimited cloud bandwidth and storage as well as local live and on-demand streaming for up to 50 concurrent viewers. This Suite also allows you to connect agenda data to the iPad to review agendas and supporting documents, take notes and more through the iLegislate application. [Click here](#) for more information on the Government Transparency Suite.

- Stream unlimited meeting bodies and events live
- Intelligent media routing
- Index video in real-time and link to relevant materials
- Build reports and analytics on visitor trends
- Paperless agenda for the iPad
- Offer downloadable media formats



Managed Services

Granicus provides a comprehensive Managed Services package with every solution to ensure long-lasting success with our technologies while maximizing your solution's performance. Our fully managed and hosted infrastructure offers unlimited bandwidth, storage and the highest security standards of your data through a cloud-based platform. Our remote, proactive systems monitoring guarantees faster response time, predicts problems before they arise, and helps reduce the cost of IT support and maintenance.

The Granicus team works around-the-clock to ensure your applications are protected and operating smoothly. You also receive continual access to advanced learning tools and the hands-on support, knowledge, and expertise of our skilled Support Engineers and Customer Advocacy professionals.

Granicus Implementation Timeline

We can typically get your organization live with its new Granicus solution within 60 days of receiving your Purchase Order or Signed Service Agreement. At this point, we consider your deployment in progress and will schedule a Kickoff Call with key players at your organization and Granicus. You can follow your agency's progress 24x7 with our online deployment tracker tool, helping you stay on schedule for you next big milestone. We know how exciting it can be to get your Granicus solution up and running, so to help things run quickly and smoothly it's important that resources are allocated for at your agency. Granicus is dedicated to ensuring that your deployment stays on track and meets your needs.

Professional Services	Open Platform	Government Transparency	Citizen Participation	Meeting Efficiency	Legislative Management	
Managed Deployment						
Encoding Appliance	•	•		•		One-time installation of an on-premise unified encoding and storage appliance.
Hosted Web-Based Application	•	•	•	•	•	Activation of a hosted media and content management application.
Agenda Parser		•	•	•		Installation of the agenda parser to read and parse documents automatically.
Meeting Software		•		•		Local installation of software in meeting chambers to boost minutes efficiency.
Product Training						
Self-Paced Online	•	•	•	•	•	On-demand online training courses accessible anytime, anywhere.
Instructor-led Online Training Series		6 hrs/ 8 Users		12 hrs/ 1 MB	5 Day Combo w/ Onsite	Live online training led by a training professional in a classroom environment.
Web Integration & Design						
Standard Website Integration	•					Standard media player and media portal embedded into customer's branded website.
Customized Website Integration		•	•	•		Custom design and integration of a media player and media portal to match the look and feel of the customer's branded website.
Document Assessment		•	•	•		Analysis of current document layouts to ensure content importing and management is successful.
Customized Agenda Template		•	•	•		Development of an HTML agenda template to support indexing, search, and electronic comments.

Granicus Differentiators

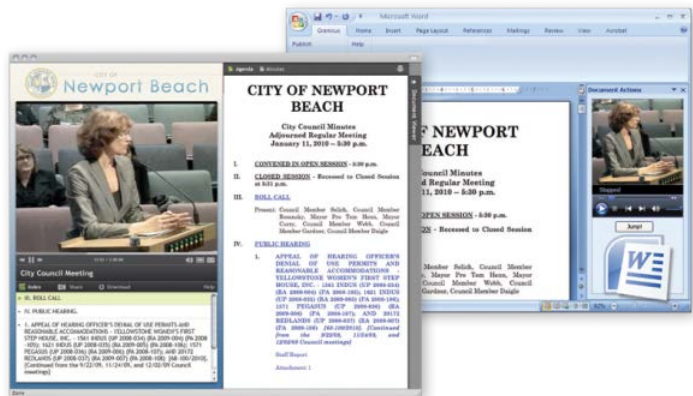
- World's most experienced provider of government transparency, citizen participation, meeting efficiency, legislative management, and training management solutions with:
 - Over 900 clients in all 50 states, at every level of government
 - Over 31 million government webcasts viewed
 - More than 265,350 government meetings online
- First fully integrated legislative workflow management system for local government
- Open API architecture and SDK allow for seamless integrations with systems already in place
- Certified integrations provide flexibility and choice of agenda workflow solutions
- Only government webcasting service to provide encoding, minutes annotation, transcription, and closed captioning services
- Truly unlimited storage and distribution for all meeting bodies and non-meeting content
- Indefinite retention schedules for all archived meeting and non-meeting content
- Only provider of both government webcasting and citizen participation services
- Only provider of both government webcasting and training management services
- Access a library of peer-created government media content from over 900 Granicus users
- 24/7/365 customer service and support
- 97% customer satisfaction rating, 99% client retention rating
- Ranked 185 on Deloitte 500 fastest growing companies
- Ranked 419 on Inc 500 fastest growing companies
- Client Success stories are available here: <http://www.granicus.com/Clients/Case-Studies.aspx>

Future Possibilities

Meeting Efficiency Suite

The Meeting Efficiency Suite is a live meeting workflow solution that combines minutes with a meeting's recording. Capture and publish minutes, saving staff time and cutting administrative costs. Record roll-call, agenda items, speakers, motions, votes, and notes through a simple interface. After the meeting, finalize minutes quickly and easily in Microsoft Word™. With VoteLog, allow the public to track legislation, ordinances and even voting member records through your website. This Suite you can seamlessly integrate with agenda solutions already in place. [Click here](#) for more information on the Meeting Efficiency Suite.

- Meeting preparation tools
- Live minutes automation
- Quick notes and text expansion
- Minutes editing and publishing
- Generate linked minutes



Electronic Voting and Public Displays (suite add-ons)

This addition to the Meeting Efficiency Suite gives elected officials a new way to participate in public meetings using touch-screen displays to record motions and votes as well as request to speak. View full agendas, supporting materials, the current item, speakers and vote results all from the touch-screen display. Record actions directly from elected members and ensure greater accuracy. Help your audience follow fast-paced meetings with a public display that shows current item, vote results and more.

- Touch-screen displays
- Digital speaker queue
- Vote and roll call automation
- Review paperless agenda packets



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