

**FIRST AMENDMENT TO THE GRANICUS SERVICES AGREEMENT BETWEEN
GRANICUS, INC. AND THE LEXINGTON-FAYETTE URBAN COUNTY GOVERNMENT**

This First Amendment to the Granicus, Inc. Services Agreement dated April 18, 2011 (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 Lexington-Fayette Urban County Government (hereinafter referred to as "Client"), with reference to the following:

WHEREAS, in addition to Client's existing solution, Client wishes to transition to Granicus Open Platform as detailed in the proposal dated January 29, 2014, 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 four hundred dollars (\$400.00) per month. As amended, Client's Granicus solution shall now include additions to the Agreement as detailed in Exhibit A.
2. Except as amended by this First Amendment, all other terms and conditions of the Agreement shall remain in full force and effect.
3. In the event of any inconsistency between the provisions of this First Amendment and 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,

LEXINGTON-FAYETTE

GRANICUS, INC.

By: _____

By: _____

Tom Spengler
Chief Executive Officer

Date: _____

Date: _____

EXHIBIT A

PROPOSAL

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Granicus, Inc. Services Renewal Proposal: Lexington-Fayette Urban County Government



Proposal presented to:

Meredith Nelson, MLIS, CMC
Council Clerk
Lexington-Fayette Urban County Government
200 E. Main Street
Lexington, KY 40507

Granicus, Inc. Service Renewal Proposal Lexington-Fayette Urban County Government

January 29th, 2014

Dear Ms. Nelson

Thank you for continuing your partnership with Granicus. We're excited to support your streaming needs.

Attached you will find a summary of your current services with Granicus as well as a yearly maintenance renewal. Please contact me directly should you have any questions relating to this documentation.

As always, thank you for your time and relationship with our organization.

Most Sincerely,

Erin

Erin English, Account Manager

415 357 3618 x 1759

Granicus, Inc.

Granicus Managed Services

Renewal/Current Pricing

Item	Units	Monthly
Monthly Managed Services : MediaManager, MediaVault, Voting System	12	\$2,600.00/mo
Monthly Managed Services : Word Add in Maintenance	12	\$80.00/mo
Monthly Managed Services : Legistar Integration	12	\$160.00/mo
5% Monthly Discount (2009)	1	(\$130.00)
Total for the Period 01/01/2015 through 12/31/2015		\$32,520.00

Upgrade Pricing

Item	Units	Monthly
Open Platform, Government Transparency, Meeting Efficiency w/ VoteCast, and Legislative Management Suites	12	\$3,110.00/mo
Total for the Period 01/01/2015 through 12/31/2015		\$37,320.00

All Granicus Plan include complete monitoring, maintenance and 24/7 technical and user support for your complete solution. Our Maintenance also includes system upgrades and bug fixes for all of the Urban County Government’s Granicus software components. The goal of our Maintenance Services program is to help the County realize the highest level of value and satisfaction from Granicus solution, without incurring additional or unexpected costs.

Pricing Terms

- All suites require the Granicus Open Platform
- All suites (except Meeting Efficiency add-ons) include hardware and software
- Sales tax may apply depending on your organization's tax status and the tax laws unique to your state, county and/or municipality
- Quarterly billing for Managed Services shall begin upon completion of deployment. Client will be invoiced a pro-rated amount from the deployment completion date through the end of the quarter. Thereafter, Client will be billed each January 1, April 1, July 1, and October 1. Client agrees to pay all invoices from Granicus within thirty (30) days of receipt of invoice.
- Fifty percent (50%) of all up-front fees are due upon Granicus’ receipt of a purchase order. The remaining fifty percent (50%) of up-front fees are due upon completion of deployment. Quarterly billing for Managed Services shall begin upon completion of deployment. Client will be invoiced a pro-rated amount from the deployment completion date through the end of the quarter. Thereafter, Client will be billed each January 1, April 1, July 1, and October 1. Client agrees to pay all invoices from Granicus within thirty (30) days of receipt of invoice.

For Open Platform, Government Transparency, and Meeting Efficiency Suites, deployment is complete once the software is installed, tested and deemed by Granicus to be ready for Client’s use. For Legislative Management deployment is complete once the hardware and software are installed, tested, and deemed by Granicus to be ready for Client’s use, and the Legistar database is configured for the Client. The database is considered to be fully configured after the final Needs Analysis Call.

This proposal expires on May 31, 2014.

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
- Live and on-demand streaming to mobile devices
- Create a paperless agenda environment with iLegislate® for the iPad

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.

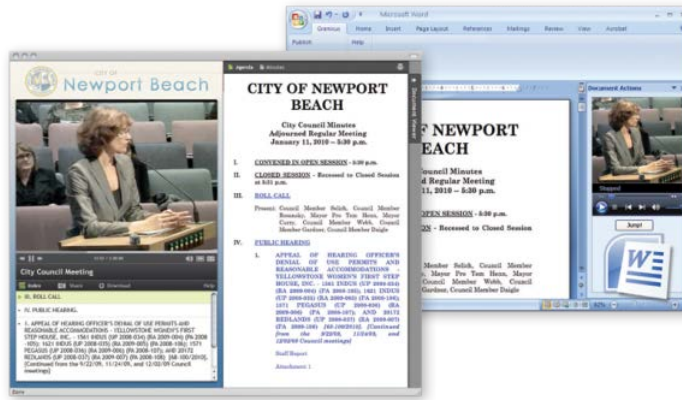
- Stream unlimited meeting bodies and events live
- Intelligent media routing
- Index video in real-time and link to relevant materials
- Build reports and analytics on visitor trends
- Paperless agenda for the iPad
- Offer downloadable media formats



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 also allows you to 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

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



Legislative Management Suite

The Legislative Management Suite offers a complete and automated agenda workflow solution. Create agenda items and assign them to the appropriate agenda, making agenda creation seamless. Item approvals are done automatically – approvers are notified when it’s their turn to review. Seamlessly connect agenda data to the iPad to review agendas and support documents, take notes and more through the iLegislate application. Capture all meeting actions after the meeting into the public record. Plus, you can organize and store electronic documents of any file format in one repository. All documents are automatically tagged and indexed, making search and retrieval easy. This Suite also allows you to track legislation from inception through approvals and actions taken. [Click here](#) for more information on the Legislative Management Suite.

- Agenda item drafting
- Electronic approval process
- Agenda packet generation and publication
- Organize, store and retrieve documents
- Continuous legislative workflow
- Track and search legislative data



Granicus Implementation Timeline

We can typically get your organization live with its new Granicus solution within 45 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 your 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 your agency. Granicus is dedicated to ensuring that your deployment stays on track and meets your needs.

Granicus Differentiators

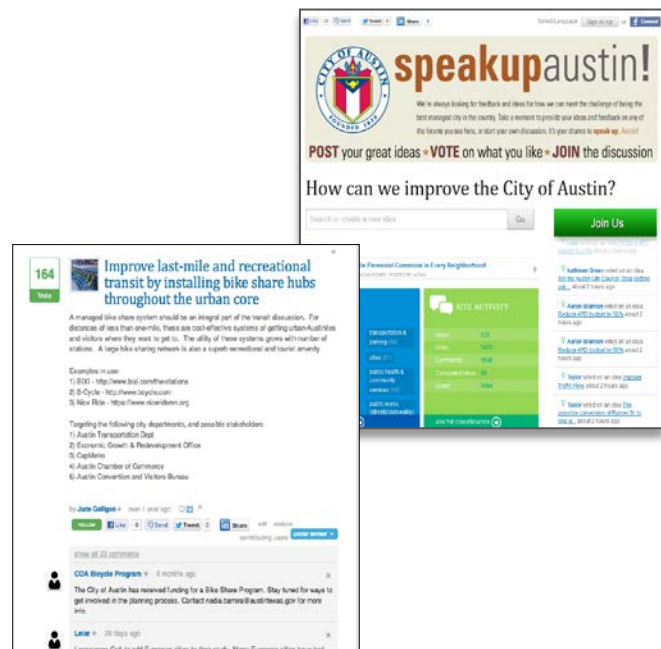
- World's most experienced provider of government transparency, citizen participation, meeting efficiency, legislative management, and training management solutions with:
 - Over 900 clients in all 50 states, at every level of government
 - Over 31 million government webcasts viewed
 - More than 265,350 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

Citizen Participation Suite

The Citizen Participation Suite encourages greater community engagement in productive new ways online. Collect ideas for community improvement, leverage feedback on projects underway, and prioritize key public initiatives. Allow citizens to easily contribute, vote on and prioritize ideas using a customized website dedicated to community idea sharing. Utilize online discussions, forums, and survey tools to collect feedback on specific topics. Let your community make more informed opinions – add videos, documents and presentations related to your projects. Additionally, citizens will be able to electronically submit comments for agenda items using an online form tied to your upcoming meeting agenda. Run reports and distribute them to elected members or department heads, giving them a deeper understanding of public opinion before they make decisions. [Click here](#) for more information on the Citizen Participation Suite.

- Easy-to-use online tools to capture citizen ideas
- Utilize online discussions, idea forums, and survey tools to collect feedback on specific projects
- Prioritize key public initiatives
- Receive comments electronically for items on the agenda
- Run detailed reports to make better informed decisions



Technical and User Support

Granicus offers continuous customer support and is dedicated to ensuring that the Urban County Government is completely satisfied with Granicus products and services. Granicus staff is available to the County 24hrs a day, 365 days a year.

Monitoring

As part of the Urban County Government's Maintenance Services Granicus will continually monitor, on a 24/7 basis, all the software and hardware included in your solution. Should any malfunction appear, Granicus will immediately notify the County and proceed to resolve the issue.

Bandwidth and Storage

Through Granicus Maintenance Service we will provide all of the bandwidth and storage necessary to utilize your solution. The Granicus Managed Services plan includes "Unlimited Bandwidth" for streaming the County's live and on-demand content over the Internet through the Granicus Media Center™.

Sign to accept proposal:

Lexington-Fayette Urban County Government

Granicus, Inc.

Signature: _____

Signature: _____

Date: _____

Date: _____