

**AMENDMENT NO. 2
TO AGREEMENT NO. 2018-0292-GM/MAM
BETWEEN SANTA FE COUNTY AND MINDSHARE LABS, INC.**

THIS AMENDMENT is made and entered into as of this 26th day of August, 2019 by and between **SANTA FE COUNTY**, hereinafter referred to as "the County", and **MINDSHARE LABS, INC.**, hereafter referred to as the "Contractor".

WHEREAS, on September 4, 2018, the County and the Contractor entered into Agreement No. 2018-0292-GM/MAM (Agreement) for certain enhancements and improvements to the Santa Fe County Trails App; and

WHEREAS, according to Article 16 (No Oral Modifications, Written Amendments Required) of the Agreement the Agreement may be amended by an instrument in writing executed by the parties; and

WHEREAS, by Amendment No. 1 the Contractor's scope of work was amended and the compensation payable to the Contractor was increased; and

WHEREAS, by this Amendment No. 2 the parties wish to amend the Agreement to increase the compensation payable to the Contractor for maintenance costs in FY 2020 by the sum of \$11,999.97, and extend the term of the Agreement for one year.

NOW, THEREFORE, the parties agree to amend the Agreement as follows:

1. Article 4 (Compensation, Invoicing and Set-Off) A.1) is deleted in its entirety and replaced with the following:

1) The amount payable to the Contractor under this Agreement shall not exceed \$73,252.77, inclusive of NM grt.

2. Article 4 (Compensation, Invoicing and Set-Off), the Phase 2 costs are amended by inserting a line to read:

Maintenance cost for FY 2020 \$11,999.97
(Trails App and Outdoor Adventure App)

3. Article 4 (Compensation, Invoicing and Set-Off), the word "maintenance," is deleted from the line that reads "Total for maintenance, Phases 1 and 2" and "\$61,252.80" is deleted and replaced with "\$73,252.77." The word "exclusive" is deleted and replaced with "inclusive."

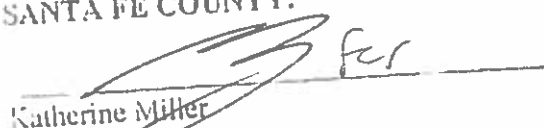
4. Article 5 (Effective Date and Term) a subparagraph (a) inserted to read:

(a) By Amendment No. 2 to this Agreement, the term of this Agreement is extended for one year to September 4, 2020.

5. All other provisions of the Agreement not specifically amended or modified by Amendment No. 1 and this Amendment No. 2 shall remain in full force and effect.


IN WITNESS WHEREOF, the parties have duly executed this Amendment as of the date last signature by the parties hereto.

SANTA FE COUNTY:


Katherine Miller
Santa Fe County Manager

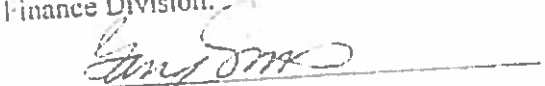
8/26/17
Date

Approved as to form:


R. Bruce Frederick
Santa Fe County Attorney

Date

Finance Division:


Gary L.J. Giron
Finance Director

08/15/17
Date

CONTRACTOR - MINDSHARE LABS, INC:


(Print name and title)

08/21/19
Date