

**NAPA COUNTY AGREEMENT NO. 170662B-17  
AMENDMENT NO. 4**

**PROFESSIONAL SERVICES AGREEMENT**

**THIS AMENDMENT NO. 4 TO NAPA COUNTY AGREEMENT NO. 170662B-17** is made and entered into as of this 6th day of December, 2024 (“Effective Date”) by and between Napa County, a political subdivision of the State of California, hereinafter referred to as “County,” and Civic Plus, LLC., a Kansas limited liability company, f/k/a Civic Plus, Inc., whose business address is 302 South 4<sup>th</sup> Street, Suite 500, Manhattan, Kansas 66502, hereinafter referred to as “Contractor.”

**RECITALS**

- A. **WHEREAS**, on the 6<sup>th</sup> day of December 2016, County engaged Contractor in Agreement No. 170662B-17, as authorized by Government Code section 31000, to obtain content management software application and hosting services for County websites;
- B. **WHEREAS**, County and Contractor amended the Scope of Work and Compensation to include website design creation and implementation of services effective the 31<sup>st</sup> of January 2017;
- C. **WHEREAS**, County and Contractor amended the Agreement to revise the Scope of Work, Term Dates, and Compensation on the 12<sup>th</sup> of December 2019;
- D. **WHEREAS**, County and Contractor amended the Agreement to renew the Scope of Work, Term Dates, and Compensation on the 6<sup>th</sup> of December 2023; and
- E. **WHEREAS**, County and Contractor again desire to amend the Agreement to extend the term with no change to the Scope of Work or Compensation;

**TERMS**

**NOW, THEREFORE**, County and Contractor agree to amend the Agreement in accordance with the terms and conditions set forth herein:

- 1. Paragraph 1 Term of the Agreement is amended to read in full as follows:

- 1 **Term of the Agreement.** The term of this Agreement shall commence on the 6<sup>th</sup> day of December, 2016 and shall expire on the 5<sup>th</sup> day of December, 2026, unless terminated earlier in accordance with Paragraphs 9 (Termination for Cause), 10 (Other Termination) or 23(a) (Covenant of No Undisclosed Conflict); except that the obligations of the parties under Paragraphs 7 (Insurance) and 8 (Indemnification) shall continue in full force and effect after said expiration date

or early termination in relation to acts or omissions occurring prior to such dates during the term of the Agreement, and the obligations of Contractor to County shall also continue after said expiration date or early termination in relation to the obligations prescribed by Paragraphs 15 (Confidentiality), 20 (Taxes) and 21 (Access to Records/Retention).

The provisions of this Paragraph 1 (Term of the Agreement) control in the event of a conflict with any of the Exhibits to this Agreement.

2. Except as provided above, the terms and conditions of the Agreement shall remain in full force and effect as originally approved and amended by signed amendments of the Parties.

**IN WITNESS WHEREOF**, this Agreement is executed by County, acting by and through the Chair of the Board of Supervisors, and by Contractor through its duly authorized officer(s).

CIVICPLUS, INC.

By *Cole Cheever*  
Cole Cheever (Feb 11, 2025 13:42 CST)  
 COLE CHEEVER, Senior VP of Operations

By *Amy Vikander* 02-11-2025  
 AMY VIKANDER, Senior VP of Customer Success

NAPA COUNTY, a political subdivision of the State of California

By \_\_\_\_\_  
 ANNE COTTRELL, Chair of the Board of Supervisors

APPROVED AS TO FORM Office of County Counsel  By: <u><i>Ryan FitzGerald (e-sign)</i></u> Deputy County Counsel  Date: <u>February 7, 2025</u>	APPROVED BY THE NAPA COUNTY BOARD OF SUPERVISORS  Date: _____ Processed By: _____  _____ Deputy Clerk of the Board	ATTEST: NEHA HOSKINS Clerk of the Board of Supervisors  By: _____
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# 20250211 - CA - Napa County - PSA Amendment

Final Audit Report

2025-02-11

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