

**AMENDMENT #1**

This Amendment #1 is by and between the Contractor (defined below) and the City of Port St. Lucie, a Florida municipal corporation (the "City"), and shall be effective when fully executed.

Contractor's Full Legal Name:	Invoice Cloud, Inc., a Florida registered foreign corporation
Solicitation No./Event ID:	20210100
Solicitation Title/Event Name:	Electronic Bill Presentment and Payment Services
Contract Award Date:	November 8, 2021
Initial Current Contract Term:	The initial term commenced as of the execution date of the Biller Order Form (November 18, 2021) and continues for a period of three years after the Go Live Date (which occurred on December 13, 2022). The Contract automatically renews for additional successive three year terms unless terminated.
Current Contract Expiration Date:	December 12, 2025
Requested Contract Expiration Date:	N/A
Initial Contract Amount:	The estimated monthly fee was \$100,070.07 with an annual estimated cost of \$1,200,840.84.
Current Contract Amended Amount:	The estimated annual cost is \$33,124.00 for an annual savings estimate of \$1,597,056.64.
Requested Financial Change Amount:	The City is transitioning from an "absorbed" model (where it pays Contractor's Transaction fees directly to Contractor) to a "submitter" model (where the City will pass through Contractor's Transaction fees to its individual Customers). The City will no longer absorb Contractor's Transaction fees. Instead, the City's Customers will now bear the expense of Contractor's Transaction fees.
New Contract Amount:	The estimated annual cost is \$33,124.00 for an annual savings estimate of \$1,597,056.64.
Amendment No.:	1
Amendment Type:	Terms Revision

WHEREAS, the City and Contractor entered into Contract #20210100 (the "Contract"); and

WHEREAS, the City desires to pass through to its Customers the costs incurred previously by the City as a result of its Customers using credit or debit cards to pay utility bills; and

WHEREAS, the City desires to amend the Biller Order Form Exhibit to the Contract to reflect updated

pricing terms; and

WHEREAS, the City desires to amend SECTION VII – NOTICES, of the Contract to update the address and contact information for the City; and

WHEREAS, the City and Contractor have agreed to amend the terms based on the terms and conditions listed herein,

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties do hereby agree as follows:

1. **RECITALS.** The foregoing Recitals are hereby incorporated as forming the intent and purpose of this Amendment #1.
2. **TERMS AND CONDITIONS.** The City desires to amend SECTION VII – NOTICES, of the Contract as follows:

Notices for the City shall be sent to:

Utility Systems Director
1001 SE Prineville Street
Port St. Lucie, FL 34983

With a copy to:
City Attorney
121 SW Port St. Lucie Boulevard
Port St. Lucie, FL 34984

3. **BILLER ORDER FORM EXHIBIT.** The parties desire to amend the Biller Order Form Exhibit to incorporate the new Price and Service Fee Change Request form attached hereto as Exhibit A. The parties agree that the terms and conditions of Exhibit A are hereby incorporated herein and made a part hereof by this reference.
4. **SUCCESSORS AND ASSIGNS.** This Amendment #1 shall be binding upon and inure to the benefit of the successors and permitted assigns of the parties hereto.
5. **ENTIRE AGREEMENT.** Except as expressly modified by this Amendment #1, the Contract shall be and remain in full force and effect in accordance with its terms and shall constitute the legal, valid, binding and enforceable obligations to the parties. This Amendment #1 and the Contract (including any written amendments thereto), collectively, are the complete agreement of the parties and supersede any prior agreements or representations, whether oral or written, with respect thereto.

SIGNATURE PAGE FOLLOWS

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

CONTRACTOR**INVOICE CLOUD, INC.**

Contractor's Full Legal Name: (PLEASE TYPE OR PRINT)	Invoice Cloud, Inc.
Authorized Signature:	<i>Kevin O'Brien</i>
Printed Name and Title of Person Signing:	Kevin W. O'Brien, President
Date:	08/19/2023 10:38 UTC
Company Address:	30 Braintree Hill Office Park, Suite 303 Braintree, MA 02184

THE CITY OF PORT ST. LUCIE

Authorized Signature:	
Printed Name and Title of Person Signing:	Caroline Sturgis, Director, Office of Management & Budget, and Procurement
Date:	
City Address:	121 S.W. Port St. Lucie Blvd., Port St. Lucie, FL 34984

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Participants

1. Kevin O'Brien (kobrien@engagesmart.com)

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