

FIRST AMENDMENT TO PSA CONTRACT NO. 13-102

THIS FIRST AMENDMENT (this "Amendment") TO CONTRACT NO. 13-102 (the "Agreement"), dated as of August 18, 2014, is made by and between Purchasing Solutions Alliance, ("PSA") and RFP Depot, LLC dba BidSync (the "Contractor").

RECITALS:

WHEREAS, the parties entered into the Agreement, effective as of July 15, 2013, pursuant to which Contractor agreed to sell certain products and services to PSA and public, government and nonprofit agencies that are members of PSA; and

WHEREAS, the parties desire to amend the Agreement on the terms and subject to the conditions set forth herein.

NOW, THEREFORE, in consideration of the mutual covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. The Agreement is hereby amended by replacing Tab F - Cost Proposal from Attachment B, the Response to the RFP No. 13-102 (including Cost Proposal) in its entirety with Exhibit A - PSA Pricing Schedule attached to this Amendment, and incorporated by reference.

This change reflects the attached amended pricing sheets (pricing schedule) of products, services and solutions due to the following:

- The Agreement is amended to reflect pricing for additional and/or updated products being offered by the Contractor for the purposes as set out in the Agreement.

Effect of this Amendment: This Amendment constitutes the entire agreement of the parties with respect to the subject matter hereof, and supersedes all prior oral or written communications, memoranda, proposals, negotiations, discussions, term sheets and commitments with respect to the subject matter hereof. Except as expressly provided herein, no other changes or modifications to the Agreement are intended or implied by this Amendment, and in all other respects of the Agreement is hereby ratified, restated and confirmed by all parties hereto and shall remain in full force and effect. To the extent that any provision of the Agreement conflicts with any provision of this Amendment, the provision of this Amendment shall control.

Binding Effect: This Amendment shall be binding upon and inure to the benefit of each of the parties hereto and their respective successors and assigns.

Counterparts: This Amendment may be executed in separate counterparts (including by means of facsimile or electronic transmission), each of which is deemed to be an original and all of which taken together constitute one and the same agreement.

Delivery by Facsimile or Electronic Transmission: This Amendment, to the extent signed and delivered by means of a facsimile machine or electronic transmission, shall be treated in all manner and respects as an original agreement or instrument and shall be considered to have the same binding legal effect as if it were the original signed version thereof delivered in person. At the request of any party hereto or to any such agreement or instrument, each other party hereto or thereto shall re-execute original forms thereof and deliver them to all other parties. No party hereto or to any such agreement or instrument shall raise

the use of a facsimile machine or electronic transmission to deliver a signature or the fact that any signature or agreement or instrument was transmitted or communicated through the use of a facsimile machine or electronic transmission as a defense to the formation of a contract and each such party forever waives any such defense.

IN WITNESS WHEREOF, the undersigned have executed this First Amendment to Contract No. 13-102 as of as of the date first written above.

CONTRACTOR:

BIDSYNC

By: 

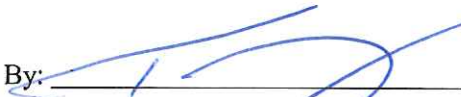
Name: Frederic G. Tillman

Title: CEO

Date: 9/19/14

PSA:

PURCHASING SOLUTIONS ALLIANCE

By: 

Name: Tom Wilkinson, Jr.

Title: Executive Director

Date: 9/26/14

EXHIBIT A
PSA PRICING SCHEDULE

BidSync’s Annual Software-as-a-Service (SaaS) based e-procurement software licenses are based on the size of the public entity, total employee count, total annual operating revenues/budget, preferred software modules chosen, number of integrations (if needed), and the number of users. Pricing can be provided upon request for budgetary and planning purposes. To determine and obtain the lowest available contract price, BidSync and PSA recommend that you participate in a web demonstration to better understand the capabilities on the BidSync software suite and align those capabilities with your needs. Additional discounts may apply for bulk purchase by combining applications and/or committing to longer term agreements.

Explanation of Pricing

The following pricing tables are proprietary and confidential and can be made available to PSA agency members upon request.

BidSync Request™

BidSync Request™ Pricing*							
<u>Entity Type</u>	<u># of users</u>	<u>Annual Subscription Cost</u>	<u>Annual Maintenance Cost</u>	<u>Annual Support Cost</u>	<u>Training Cost</u>	<u>Implementation Cost</u>	<u>Renewal Options</u>
Municipalities/Cities/Towns/Villages	Unlimited	\$10,000 base cost + 10% of city population	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
County government	Unlimited	\$15,000 base cost + 6% of county population	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.

BidSync Request™ Pricing*

<u>Entity Type</u>	<u># of users</u>	<u>Annual Subscription Cost</u>	<u>Annual Maintenance Cost</u>	<u>Annual Support Cost</u>	<u>Training Cost</u>	<u>Implementation Cost</u>	<u>Renewal Options</u>
School District	Unlimited	\$6,000 base cost + 75% of student enrollment	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
University	Unlimited	\$6,000 base cost + 80% of student enrollment; ie a university with 10,000 students would have an annual subscription cost of \$11,000.	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
State Agency	Unlimited	8.5% discount off BidSync MSRP	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
Special Districts / Political Sub-divisions	Unlimited	8.5% discount off BidSync MSRP	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
Non-Profit	Unlimited	8.5% discount off BidSync MSRP	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.

* A minimum 24 month contract is required. Pricing valid through term of a contract.

BidSync Source™ Pricing*							
Entity Type	# of users	Annual Subscription Cost	Annual Maintenance Cost	Annual Support Cost	Training Cost	Implementation Cost	Renewal Options
Municipalities/Cities/Towns/Villages	Unlimited	\$5,000 base cost + 10% of city population (capped at \$125,000/yr); i.e. a city with population of 50,000 people would have an annual subscription cost of \$10,000.	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
County government	Unlimited	\$10,000 base cost + 6% of county population (capped at \$200,000/yr); i.e. a county with population of 100,000 people would have an annual subscription cost of \$16,000.	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
School District	Unlimited	\$3,000 base cost + 70% of student enrollment; ie a school district with 10,000 students would have an annual subscription cost of \$10,000.	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
University	Unlimited	\$3,000 base cost + 80% of student enrollment; ie a university with 10,000 students would have an annual subscription cost of \$11,000.	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
State Agency	Unlimited	8.5% discount off BidSync MSRP	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.

BidSync Source™ Pricing*							
Entity Type	# of users	Annual Subscription Cost	Annual Maintenance Cost	Annual Support Cost	Training Cost	Implementation Cost	Renewal Options
Special Districts / Political Sub-divisions	Unlimited	8.5% discount off BidSync MSRP	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
Non-Profit	Unlimited	8.5% discount off BidSync MSRP	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.

* A minimum 24 month contract is required. Pricing valid through term of a contract.

BidSync Contract™

BidSync Contract™ Pricing*								
Entity Type	# of users	User Type	Annual Subscription Cost	Annual Maintenance Cost	Annual Support Cost	Training Cost	Implementation Cost	Renewal Options
Municipalities/Cities/Towns/Villages	1	Full	\$2,000/user	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost (\$3,000 minimum)	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
	1	Read Only/ Partial	\$1,000/user					
County government	1	Full	\$2,000/user	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost (\$3,000 minimum)	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
	1	Read Only/ Partial	\$1,000/user					

BidSync Contract™ Pricing*								
Entity Type	# of users	User Type	Annual Subscription Cost	Annual Maintenance Cost	Annual Support Cost	Training Cost	Implementation Cost	Renewal Options
School District	1	Full	\$2,000/user	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost (\$3,000 minimum)	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
	1	Read Only/ Partial	\$1,000/user					
University	1	Full	\$2,000/user	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost (\$3,000 minimum)	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
	1	Read Only/ Partial	\$1,000/user					
State Agency	1	Full	\$2,000/user	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost (\$3,000 minimum)	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
	1	Read Only/ Partial	\$1,000/user					
Special Districts / Political Sub-divisions	1	Full	\$2,000/user	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost (\$3,000 minimum)	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
	1	Read Only/ Partial	\$1,000/user					
Non-Profit	1	Full	\$2,000/user	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost (\$3,000 minimum)	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
	1	Read Only/ Partial	\$1,000/user					

* A minimum 24 month contract is required. Pricing valid through term of a contract.

BidSync Purchase™

BidSync Purchase™ Pricing*							
Entity Type	# of users	Annual Subscription Cost	Annual Maintenance Cost	Annual Support Cost	Training Cost	Implementation Cost	Renewal Options
Municipalities/Cities/Towns/Villages	Unlimited	\$10,000 base cost + 10% of city population	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
County government	Unlimited	\$15,000 base cost + 6% of county population	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
School District	Unlimited	\$6,000 base cost + 75% of student enrollment	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
University	Unlimited	\$6,000 base cost + 80% of student enrollment; ie a university with 10,000 students would have an annual subscription cost of \$11,000.	Included in Annual Subscription Cost	Included in Annual Subscription Cost	Included in Annual Subscription Cost; Onsite training available at \$2,500/day + travel expenses	30% of first year Annual Subscription Cost	1 year or 3 year renewal options available. 5% increase to be added to Annual Subscription Cost after 1st contract.
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Rate Card and Prices for Additional Services

Service Proposed	Hourly Rate
Project Manager	\$150
Programmer	\$175
Junior Programmer	\$150
Web Developer	\$125
System Administrator	\$125
Database Administrator	\$150
On-Site Training (1 Trainer Per Day)	\$2,500 per day + travel expenses
Integration(s) per integration point	\$12,500 per each integration