

**EXHIBIT**  
**"A"**

**SUPPLEMENTAL AGREEMENT NO. 1  
TO "CITY OF ROUND ROCK 'SOFTWARE AS A SERVICE' &  
PROFESSIONAL SERVICES AGREEMENT  
WITH  
SMART ENERGY SYSTEMS, LLC"**

<b>CITY OF ROUND ROCK</b>	§	
	§	
<b>STATE OF TEXAS</b>	§	<b>KNOW ALL BY THESE PRESENTS:</b>
	§	
<b>COUNTY OF TRAVIS</b>	§	
<b>COUNTY OF WILLIAMSON</b>	§	

THIS SUPPLEMENTAL AGREEMENT NO. 1 to "City of Round Rock 'Software as a Service' & Professional Consulting Services Agreement with Smart Energy Systems, LLC," hereinafter called "Supplemental Agreement No. 1," is made by and between the City of Round Rock, Texas, a home-rule municipality (hereinafter referred to as the "City") and Smart Energy Systems, LLC (hereinafter referred to as "SES").

**WHEREAS**, the City and SES executed the referenced "City of Round Rock Agreement for 'Software as a Service' & Professional Consulting Services Agreement," hereinafter called the "Agreement," on September 28, 2017 by Resolution No. R-2017-4795; and

**WHEREAS**, the City desires to amend the Agreement to add an additional service to the Scope of Services, specifically a Text Messaging Module; and

**NOW THEREFORE**, premises considered, and in consideration of the mutual promises and obligations in the Agreement and this Supplemental Agreement, the City and SES agree as follows:

**I.**

Exhibit "A" to the Agreement ("Scope of Work") is supplemented by the attached Amended Exhibit "A," attached hereto and incorporated herein by reference. Amended Exhibit "A" adds a Text Messaging Module to the Scope of Services.

**II.**

Section 4. FEES AND PAYMENTS shall be amended as follows:

4.1 Fees. All implementation fees, software subscription fees, and any other applicable fees, shall be set forth in the attached Statement of Work (Exhibit "A") and Exhibit "B." Amended Fees, set forth and incorporated herein by reference for all purposes. The one-time set up fee for the addition of the Text Messaging Module, as well as the entire amount of the one-year payment option will be invoiced upon signing of Supplemental Agreement No. 1.

Ongoing charges (as applicable) will be invoiced to City on a monthly basis. All invoices are due net-30 days from the date of the invoice.

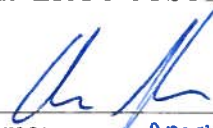
4.2 Not -to-Exceed Amount. City shall be authorized to pay SES an amount not to exceed ~~Two Hundred Five Thousand and No/100 Dollars (\$205,000.00)~~ **Two Hundred Eighty-Four Thousand and No/100 Dollars (\$284,000.00)** for the term of this Agreement.

**IN WITNESS WHEREOF**, the City and SES have executed this Supplemental Agreement No. 1 to be effective as of the last date of due execution by both parties.

**CITY OF ROUND ROCK, TEXAS**

**SMART ENERGY SYSTEMS, LLC**

By: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Date Signed: \_\_\_\_\_

By:  \_\_\_\_\_  
Printed Name: Aman singha  
Title: Director of operations  
Date Signed: 1/4/18

**ATTEST:**

By: \_\_\_\_\_  
Sara L. White, City Clerk

**FOR CITY, APPROVED AS TO FORM:**

By: \_\_\_\_\_  
Stephan L. Sheets, City Attorney

# Exhibit "A"



## Change Order

<b>Change Request Title</b>	City of Round Rock SCM		
<b>Project Name</b>	City of Round Rock SMS Capabilities		
<b>Change Request ID #</b>	CR # 001	<b>Date of Request</b>	11/16/2017
<b>Project Details</b>			

Change Order Overview
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**Description:** Pursuant to the terms of the Professional Service Agreement entered between Smart Energy Systems, LLC ("SES") and City of Round Rock ("Client"), the Client wishes to engage SEW to deliver and integrate SMS services into Client's SCM solution.

Type of Change	Recommended Solution
<input type="checkbox"/> Additional Modules <input checked="" type="checkbox"/> Additional Features <input type="checkbox"/> Customization <input type="checkbox"/> Additional Licenses <input type="checkbox"/> System Integration	SCM to serve as the interface for Client's customers to opt in to receive text messages based on their notification preference. SEW will acquire a short code on behalf of Client which will be used to send SMS messages to enrolled customers of Client's SCM solution.

Technical Documentation/Impact Assessment
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**Solution:** SEW to acquire either a generic or vanity short code from an SEW short code partner and integrate it with the SEW platform.  
 When a notification is triggered by either the SEW platform or Client's CIS, the SCM application will verify which customers have the Text Notification preferences set to 'Y' and platform will send the SMS message to the subscriber(s) by invoking a series of API's that have been integrated with the short code partner.

**Impact:** SMS notifications will be sent out to Client's eligible customers base on the triggered event coming from either the SEW system or Client, CIS. The trigger function will be dependent on the timeliness, accuracy, and completeness of the data provided by both Client, CIS platform and the information (PTN) provided by Client's customer when agreeing to receive text messages

<b>Priority to Implement</b>	<input type="checkbox"/> Critical: <input checked="" type="checkbox"/> High: <input type="checkbox"/> Normal: <input type="checkbox"/> Low:
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Project Impacts/ Scope
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Scope	<p>SEW will implement the software changes for the required functionality per the recommended solution stated above. Specifically, this will include:</p> <ol style="list-style-type: none"> <li>1- SEW will acquire a short code to be used on behalf of Client to allow text messaging capabilities to Client's customers that are registered users of Client's SCM solution.</li> <li>2- Enable Client's SCM solution to allow Client's customers to opt in to receive text messages and provide a valid phone number. Client's customer can provide either one phone number for each notification type or different phone numbers per notification type.</li> <li>3- Give Client's customers the ability to designate a time each day when they do not wish to receive text messages. Client's customers will have the ability to set their own</li> </ol>
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'Quiet Hours' within the My Account module.

One-time set-up fee: **\$4500.00**

Please select the type of code and payment option from the table below:

SMS Service Fees (On-going)	Pricing
Short Code Fees:	
<input type="checkbox"/> Option 1: Random Code	\$1,100 per month
<input checked="" type="checkbox"/> (Discounted \$1,700 if paid for the year)	\$11,500 per year
Vanity Short Code:	
<input type="checkbox"/> Option 2: Vanity Code	\$1,600 per month
<input type="checkbox"/> (Discounted \$2,450 if paid for the year)	\$16,750 per year
One-time Setup Fee	\$4,500
Short Code Text Messages (in-bound)	\$0.003 per message
Short Code Text Messages (out-bound)	\$0.008 per message
* 8-12 weeks for carrier approval	
** Short code fees start at the beginning of the approval process	

The one-time setup fee, as well as the entire amount of any selected one-year payment options (as applicable) will be invoiced upon signing. Ongoing charges (as applicable) will be invoiced to Client on a monthly basis. All invoices are due net-30 days from the date of invoice.

Accepted By: **City of Round Rock**

Signature:

Date:

Accepted By: **Smart Energy Systems, LLC**

Signature:

Date:

**EXHIBIT "B"**  
**AMENDED FEES**

**Smart Energy Systems**  
**Contract R20174795 (Contract Term 5 years)**  
**Utility & Customer Engagement Software**  
**Change Order #1 - Pricing Summary**

Item #	Description	Frequency	Unit Cost	Extended Estimated Cost (5 years)
1	One-Time Set-up Fee	One-Time	\$ 4,500.00	\$ 4,500.00
2	Short Code Fee	Yearly	\$ 11,500.00	\$ 57,500.00
3	Short Code Text Message *			
	* In Bound \$.003	Monthly Estimate	\$283.33	\$ 17,000.00
	* Out Bound \$.008			
	<b>Total Change Order</b>			<b>\$ 79,000.00</b>

\* Assumes a 30% adoption rate.