

Amendment 2 To Agreement 334620



Orange County Sanitation District (“OCSD”) and Environmental Systems Research Institute, Inc. (“Esri”) have entered into Enterprise Agreement for Term Licenses No 334620 (the “EA”) on December 31, 2019. The parties now amend the EA to extend the period of performance and to update product list and pricing for eh extended term, as follows:

1. Article 7.1 Term. The following sentence is added to Article 7.1 term:

The term of the EA is extended for another three years beginning on December 31, 2021 and expiring on December 30, 2024 unless this EA is terminated earlier as provided herein.

2. Appendices. For the extend period beginning December 31, 2021 through December 30, 2024, the following appendices are updated with new appendices, both attached hereto and incorporated herein by reference:

- Appendix A—Products and Deployment Schedule Term Licenses
- Appendix B—EA Fee schedule

All other terms and conditions of the EA, including any previous amendments, shall remain in full force and effect, except as amended herein. The EA and this Amendment are the sole and final agreement of the parties and supersede any previous agreements, understandings, and arrangements relating to such subject matter.

ORANGE COUNTY SANITATION DISTRICT

ENVIRONMENTAL SYSTEMS RESEARCH
INSTITUTE, INC.

Signature: _____

Signature: _____

Printed Name: John B. Withers

Printed Name: _____

Title: Board Chairman

Title: _____

Date: _____

Date: _____

**APPENDIX A
PRODUCTS AND DEPLOYMENT SCHEDULE
TERM LICENSES**

For the extend period beginning December 31, 2021 through December 30, 2024, OCSD may Deploy the EA Products up to the total quantity of licenses indicated below.

**Table A-1
EA Products (Term Licenses) —Uncapped Quantities**

Product	Total Qty. to Be Deployed
ArcGIS Desktop: Advanced, Standard, Basic (Single and Concurrent Use)	Uncapped
ArcGIS Desktop Extensions: ArcGIS 3D Analyst, ArcGIS Data Reviewer, ArcGIS Geostatistical Analyst, ArcGIS Network Analyst, ArcGIS Publisher, ArcGIS Schematics, ArcGIS Spatial Analyst, and ArcGIS Workflow Manager (Single and Concurrent Use)	Uncapped
ArcGIS Enterprise: Enterprise and Workgroup (Advanced and Standard)	Uncapped
ArcGIS Enterprise Extensions: ArcGIS 3D Analyst, ArcGIS Geostatistical Analyst, ArcGIS Network Analyst, ArcGIS Schematics, ArcGIS Spatial Analyst, and ArcGIS Workflow Manager	Uncapped
ArcGIS GIS Server: Advanced, Standard, Basic	Uncapped
ArcGIS Enterprise Additional Capability Servers: ArcGIS Image Server, ArcGIS GeoEvent Server	Uncapped
ArcGIS Monitor	Uncapped
Mapping and Charting Solutions: Esri Production Mapping for Desktop, ArcGIS for Maritime, Charting and ArcGIS for Maritime Bathymetry	Uncapped

**Table A-2
EA Products (Term Licenses)—Capped Quantities**

Product	Rolled-In Qty. (if applicable)	Qty. to Be Deployed	Total
ArcGIS Data Interoperability Desktop Extension: Single Use Licenses	N/A	2	2
Insights in ArcGIS Online	N/A	2	2
Insights in ArcGIS Enterprise	N/A	3	3
Drone2Map for ArcGIS Online	N/A	1	1
Site Scan Single Operator Term License	N/A	1	1
Site Scan Single Access Term License	N/A	1	1
ArcGIS Developer Subscription: Professional Subscription	N/A	1	1
ArcGIS Enterprise User Types: Creator User Type	N/A	15	15

Product	Number of Subscriptions	Named Users per Subscription	Annual Credits per Subscription
ArcGIS Online User Types: Organizational Subscription	1	150 Creator User Types	75,000

**APPENDIX B
EA FEE SCHEDULE**

The EA Fee is \$382,000.00 for the extend period beginning December 31, 2021 through December 30, 2024. The EA Fee is in consideration of the EA Products, EA Maintenance, and Esri User Conference registrations.

	Year 1	Year 2	Year 3	EA Fee
Payments	\$120,000	\$127,500	\$134,500	\$382,000

Number of Esri User Conference Registrations per Year	5
Number of Tier 1 Help Desk Callers That May Contact Esri for Tier 2 Support	2
Number of Sets of Backup Media, if Requested	1
Extended Term of EA	Three (3) years from December 31, 2021 through December 30, 2024.