

# Amendment 3 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 the 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, 2024 and expiring on December 30, 2027 unless this EA is terminated earlier as provided herein.

**2. Appendices.** For the extend period beginning December 31, 2024 through December 30, 2027, 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: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_

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

For the extend period beginning December 31, 2024 through December 30, 2027, OCSD may Deploy the EA Products up to the total quantity of licenses indicated below.

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

<b>Product</b>	<b>Total</b>
<b>ArcGIS Enterprise:</b> ArcGIS Enterprise (Advanced and Standard)	Uncapped
<b>ArcGIS Enterprise Extensions:</b> ArcGIS 3D Analyst, ArcGIS Data Reviewer, ArcGIS Geostatistical Analyst, ArcGIS Network Analyst, ArcGIS Schematics, and ArcGIS Spatial Analyst	Uncapped
<b>ArcGIS GIS Server:</b> Advanced, Standard, Basic	Uncapped
<b>ArcGIS Enterprise Additional Capability Servers:</b> ArcGIS Image Server, ArcGIS GeoEvent Server	Uncapped
<b>ArcGIS Monitor</b>	Uncapped
<b>ArcGIS Runtime Advanced</b>	Uncapped
<b>ArcGIS Runtime Analysis Extension</b>	Uncapped

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

<b>ArcGIS Desktop Perpetual Products</b>	<b>SU/CU</b>	<b>Rolled-In Qty. (if applicable)</b>	<b>Qty. to Be Deployed</b>	<b>Total</b>
<b>ArcGIS Desktop:</b> Advanced	CU	9	0	9
<b>ArcGIS Desktop:</b> Standard	CU	13	0	13
<b>ArcGIS Desktop:</b> Basic	CU	33	0	33
<b>ArcGIS Desktop Extensions:</b> ArcGIS 3D Analyst	CU	6	0	6
<b>ArcGIS Desktop Extensions:</b> ArcGIS Data Reviewer	CU	6	0	6
<b>ArcGIS Desktop Extensions:</b> ArcGIS Geostatistical	CU	3	0	3
<b>ArcGIS Desktop Extensions:</b> ArcGIS Network Analyst	CU	6	0	6
<b>ArcGIS Desktop Extensions:</b> ArcGIS Publisher	CU	3	0	3
<b>ArcGIS Desktop Extensions:</b> ArcGIS Schematics	CU	3	0	3
<b>ArcGIS Desktop Extensions:</b> ArcGIS Spatial Analyst	CU	6	0	6
<b>ArcGIS Desktop Extensions:</b> ArcGIS Data Interoperability	CU	2	0	2

<b>ArcGIS Desktop Extensions: ArcGIS Workflow Manager</b>	CU	3	0	3
<b>ArcGIS Desktop Extensions: ArcGIS Maritime</b>	CU	1	0	1
<b>ArcGIS Desktop Extensions: ArcGIS Bathymetry</b>	CU	1	0	1

<b>Annual Subscription Products</b>	<b>Term 1</b>	<b>Term 2</b>	<b>Term 3</b>
<b>Drone2Map Advanced</b> for ArcGIS Enterprise Annual Subscription	1	1	1
<b>ArcGIS 3D Analyst for ArcGIS Pro (Add-on App)</b> for ArcGIS Enterprise Creator or GIS Professional User Type Annual Subscription	4	4	4
<b>ArcGIS Data Reviewer for ArcGIS Pro (Add-on App)</b> for ArcGIS Enterprise Creator or GIS Professional User Type Annual Subscription	4	4	4
<b>ArcGIS Geostatistical Analyst for ArcGIS Pro (Add-on App)</b> for ArcGIS Enterprise Creator or GIS Professional User Type Annual Subscription	3	3	3
<b>ArcGIS Network Analyst for ArcGIS Pro (Add-on App)</b> for ArcGIS Enterprise Creator or GIS Professional User Type Annual Subscription	3	3	3
<b>ArcGIS Publisher for ArcGIS Pro (Add-on App)</b> for ArcGIS Enterprise Creator or GIS Professional User Type Annual Subscription	3	3	3
<b>ArcGIS Spatial Analyst for ArcGIS Pro (Add-on App)</b> for ArcGIS Enterprise Creator or GIS Professional User Type Annual Subscription	3	3	3
<b>ArcGIS Workflow Manager for ArcGIS Pro (Add-on App)</b> for ArcGIS Enterprise Creator or GIS Professional User Type Annual Subscription	3	3	3
<b>ArcGIS Data Interoperability for ArcGIS Pro (Add-on App)</b> for ArcGIS Enterprise Creator or GIS Professional User Type Annual Subscription	2	2	2
<b>ArcGIS Maritime for ArcGIS Pro (Add-on App)</b> for ArcGIS Enterprise Creator or GIS Professional User Type Annual Subscription	1	1	1
<b>ArcGIS Bathymetry for ArcGIS Pro (Add-on App)</b> for ArcGIS Enterprise Creator or GIS Professional User Type Annual Subscription	1	1	1

<b>User Type Products</b>	<b>Term 1</b>	<b>Term 2</b>	<b>Term 3</b>
<b>ArcGIS Enterprise</b>	<i>(number of Users per Term)</i>		
ArcGIS Enterprise Contributor (formerly Editor) User Type Annual Subscription	20	20	20
ArcGIS Enterprise Mobile Worker User Type Annual Subscription	10	10	10

ArcGIS Enterprise Creator User Type Annual Subscription	45	45	45
ArcGIS Enterprise Professional (formerly Standard) User Type Annual Subscription	12	12	12
ArcGIS Enterprise Professional (formerly Standard) User Type Annual Subscription	8	8	8
ArcGIS Advanced Editing User Type Extension for ArcGIS Enterprise Annual Subscription	5	10	10
ArcGIS Insights in ArcGIS Enterprise Annual Subscription	3	3	3
<b>ArcGIS Online (1 Organizational Subscription)</b>	<b>(number of Users per Term)</b>		
ArcGIS Online Viewer User Type Annual Subscription	100	100	100
ArcGIS Online Creator User Type Annual Subscription (500 credits per user)	13	13	13
ArcGIS Insights in ArcGIS Online Annual Subscription	2	2	2
Additional Service Credits – Block of 1,000	75	75	75

**APPENDIX B  
EA FEE SCHEDULE**

The EA Fee is \$494,000.00 for the extend period beginning December 31, 2024 through December 30, 2027. The EA Fee is in consideration of the EA Products, EA Maintenance, and Esri User Conference registrations.

	<b>Year 4 (December 31, 2024 through December 30, 2025)</b>	<b>Year 5 (December 31, 2025 through December 30, 2026)</b>	<b>Year 6 (December 31, 2026 through December 30, 2027)</b>	<b>EA Fee</b>
<b>Payments</b>	<b>\$154,000</b>	<b>\$164,500</b>	<b>\$176,500</b>	<b>\$494,000</b>

<b>Number of Esri User Conference Registrations per Year</b>	<b>15</b>
<b>Number of Tier 1 Help Desk Callers That May Contact Esri for Tier 2 Support</b>	<b>6</b>
<b>Number of Sets of Backup Media, if Requested</b>	<b>1</b>
<b>Extended Term of EA</b>	<b>Three years from December 31, 2024 through December 30, 2027.</b>