



July 15, 2009

City of Milpitas
1265 N. Milpitas
Milpitas, CA. 95035
Attn Mary Gossman

Renewal of Software Support Agreement

This letter is an important notice to renew your Software Support Agreement for your TriTech System, which is due to expire on August 31, 2009. The renewal of the Software Support Agreement will allow you to continue to take advantage of the software support and maintenance services provided by TriTech Software Systems and allow you to receive upgrades to your TriTech System.

Please complete and sign this Support Renewal Agreement and return it to TriTech along with your payment to assure uninterrupted software support and maintenance services coverage. Action on this Support Renewal Agreement is time sensitive; services to support your system will not be provided if you have not paid your Support Renewal Fee by the Expiration date of your Software Support Agreement.

TriTech Support Services Renewal Agreement Amendment

Client agrees to renew its Software Support Agreement dated August 1997, the terms of which are incorporated by reference herein as though set forth in full, and according to the terms and conditions included herein. Except as modified herein, all other terms and conditions of the Software Support Agreement shall remain in full force and effect. With respect to the content herein, in the event of any conflict between this Software Support Renewal Agreement Amendment and the Software Support Agreement, the terms of this Software Support Renewal Agreement Amendment shall control. This Support Renewal Agreement Amendment and applicable support fees must be signed, paid and returned by September 1, 2009 to avoid any interruptions in the software support and maintenance services provided by TriTech. Payment of \$99,774.08 for this period is due by September 1, 2009.

Consumer Price Index Adjustment

For support renewals that go into effect within calendar year 2009, the support renewal fee has been increased by the consumer price index (CPI) rate of 1.81%.

Note: Escrow, ESRI and GDT Fees are calculated separately and added to your annual support fee.

Payment

For your convenience, we have enclosed an invoice for the full amount of the TriTech Support Services Renewal Fees covering a 12 month period beginning September 1, 2009-August 31, 2010. If you have any questions, please contact Diana Sliwicky or your Client Account Manager at 858-799-7000.

The Support Renewal Agreement for TriTech Support Services is based upon the following TriTech Software licenses:

Milpitas

Product Name	Notes	# of Licenses	Cost per License	Total License Cost	Support Term 9/1/09 - 8/31/10
Interfaces to CLETS/SLETS/NCIC		1	15,000.00	15,000.00	3,298.50
Standard Alpha-Numeric Paging Interface License		1	9,000.00	9,000.00	1,979.10
Standard E-9-1-1 With TDD Interface License		1	20,000.00	20,000.00	4,398.01
VisiCAD Archive License Data Purging & SQL Replication		1	20,000.00	20,000.00	4,398.01
VisiCAD BOLO License		1	5,000.00	5,000.00	1,099.50
VisiCAD Command Public Safety Database Server License		1	30,000.00	30,000.00	6,597.01
VisiCAD Command Public Safety Full-User License		6	12,000.00	72,000.00	15,832.82
VisiCAD Live Routing License		1	15,000.00	15,000.00	3,298.50
GISLink / VisiCAD Mapimport Utility		2	20,000.00	20,000.00	4,398.01
VisiNet Mobile Applications Server License		1	50,000.00	50,000.00	10,995.01
VisiNet mobile Client License		50	690.00	34,500.00	7,586.56
VisiNet Mobile Mapping Client License		50	300.00	15,000.00	3,298.50
Zetron Station Alert/Printer Interface License (Centralized)		1	30,000.00	30,000.00	6,597.01
Added Licenses				0.00	0.00
Message Switch Manager	[c]	1	5,000.00	5,000.00	1,099.50
VisiCAD MultiAgency	[c]	1	5,000.00	5,000.00	1,099.50
VisiCAD Multiassign	[c]	1	7,500.00	7,500.00	1,649.25
VisiCAD Playback	[c]	1	5,000.00	5,000.00	1,099.50
VisiCAD Protocol	[c]	1	50,000.00	50,000.00	10,995.01
VisiCAD Query Message Switch	[c]	1	5,000.00	5,000.00	1,099.50
VisiCAD R-Check	[c]	1	5,000.00	5,000.00	1,099.50
VisiCAD Rotation	[c]	1	500.00	500.00	109.95
VisiCAD Training/Test Server	[c]	1	10,000.00	10,000.00	2,200.00
Standard VisiCAD to CAD Interface License		1	25,000.00	25,000.00	5,599.55
Alertline Base Module License	[a]	1	13,750.00	13,750.00	(1,260.41)
Alertline Additional Modules	[a]	2	1,000.00	2,000.00	(183.33)
Total Support Base Cost:				514,250.00	
				Total License Renewal Fee:	98,384.08
				ERSI Fees	640.00
				Escrow Fee**	750.00
				Other [See Note];	0.00
				Total Adjusted License Renewal Fee:	99,774.08
NOTES:					
ESRI Fees 6 user licenses @ \$80.00 each					
ESRI Fees for 2 GIS Link @ \$80.00 each					
[c] Licenses that have been added (prior support never billed)					
[a] client paid CAD North directly, credit is for the double payment					

As a part of your support renewal, you will receive one (1) free conference admission to the Annual VisiCon User's Conference. Travel and expenses are not included.

ACCEPTED AND AGREED:

TRITECH SOFTWARE SYSTEMS

Signature

Blake Clark

Blake Clark
CFO

Printed Name

Title

Date

TriTech Support Services Renewal – Options

Please include (check options) the following options into the costs of the Support Renewal Agreement. The costs for selected options will be added to the final cost of the Support Renewal Agreement and reflected in a revised invoice. Early payment options, either discount on renewal fees or quarterly payments, do not apply to any of the following options.

- Annual membership fee (\$150) for your organization with the TriTech International User's Group (an independent non-profit organization of TriTech Clients). Note: TriTech collects this fee and forwards the full amount directly to the International User's Group.
- Please add ____ TriTech Annual VisiCon User Conference pre-registration fees into the Support Renewal Fee at USD\$695.00 per person (\$695 is the early-bird registration fee).
- Please add airfare and hotel charges for each attendee to attend the annual TriTech VisiCon User Conference to the Support Renewal Fee. In order for TriTech to provide a quote, TriTech must be informed of the location where travel will begin for each individual and dates when travel will occur. TriTech will not be responsible for any expenses beyond airfare and hotel. Any unused funds will be credited to the Client.
- Please include a Maintenance Pool in the amount of USD\$ _____ to the Support Renewal Fee. The Maintenance Pool can only be utilized upon authorization from the Client for non-covered support services, hardware upgrades, operating system or database upgrades, and for TriTech Software modules or services. Payment will be as follows:
 - o ____ Include the Maintenance Pool cost in the Support Renewal Fee and maintain any applicable credits on Client's TriTech Account.
 - o ____ Include the Maintenance Pool cost in the overall Support Renewal Fee, but invoice the Client individually for the authorized services.
- Please include a quote for adding the following to the Support Renewal Agreement:

Completed By:

Signature

Printed Name, Title

Date