

CHANGE ORDER

System Supply and Maintenance Agreement

This Change Order, made and entered into by Trapeze Software Group, Inc. ("Trapeze") and the City of Madison Metro Transit ("City" or "Metro Transit") shall become effective upon execution of the Mayor of the City of Madison.

WITNESSETH

1. On February 10, 2016, the City and Trapeze entered into a System Supply and Maintenance Agreement setting for the terms and conditions for the provision of equipment, software, software licenses, and/or software maintenance services.
2. Exhibit C to the System Supply and Maintenance Agreement set maintenance prices for the years January 1, 2015 – December 31, 2023 for Trapeze products used by Metro Transit.
3. Section 15 of the System Supply and Maintenance Agreement includes a process for changing any price, schedule or statement of work for services to be performed under the System Supply and Maintenance Agreement.
4. Pursuant to Section 15.1.1 of the System Supply and Maintenance Agreement, the City requested changes to the Agreement to establish maintenance pricing for Trapeze products used by Metro Transit from January 1, 2024 to December 31, 2024.
5. Pursuant to Section 15.1.2 of the System Supply and Maintenance Agreement, Trapeze provided the City with a detailed proposal including updated maintenance pricing from January 1, 2024 to December 31, 2024 for Trapeze products used by Metro Transit, attached hereto as Schedule C.
6. The parties now wish to enter into this Change Order in order to set new maintenance prices from January 1, 2024 to December 31, 2024 for Trapeze products used by Metro Transit as provided in attached Schedule C.
7. The Parties agree that pursuant to Section 15.1.4 of the System Supply and Maintenance Agreement that this Change Order shall be subject to the terms and conditions of the System Supply and Maintenance Agreement.

NOW, THEREFORE, in consideration of the following mutual covenants and conditions, including the above recitals, which are made part of this Change Order, the Parties hereto covenant and agree with each other as follows:

1. Attached Schedule C shall be added to Exhibit C of the System Supply and Maintenance Agreement entered into between the City and Trapeze on February 10, 2016.
2. This Change Order shall be subject to the terms and conditions of the System Supply and Maintenance Agreement entered into between the City and Trapeze.

IN WITNESS WHEREOF, the parties hereto have duly executed this Change Order by affixing their signatures below.

TRAPEZE SOFTWARE GROUP, INC.

By: _____

Signature: _____

Date: _____

CITY OF MADISON, WISCONSIN

By: _____

Satya Rhodes-Conway, Mayor

Date: _____

By: _____

Maribeth Witzel-Behl, City Clerk

Date: _____

APPROVED

By: _____

Eric Veum, Risk Manager

By: _____

David Schmeidicke, Finance Director

APPROVED AS TO FORM

By: _____

Michael Haas, City Attorney

Madison Metro - Maintenance Schedule

Product	Period	Operational Characteristics	Value	Notes
FX	January 1, 2024 - December 31, 2024	up to 200 peak fixed route vehicles and 5 w/s	\$58,194	
FX	January 1, 2025 - December 31, 2025	up to 200 peak fixed route vehicles and 5 w/s	\$62,849	
Blockbuster	January 1, 2024 - December 31, 2024	up to 200 peak fixed route vehicles and 1 w/s	\$22,766	
Blockbuster	January 1, 2025 - December 31, 2025	up to 200 peak fixed route vehicles and 1 w/s	\$24,587	
PASS	January 1, 2024 - December 31, 2024	up to 899 booked trips per day and 5 w/s	\$36,725	
PASS	January 1, 2025 - December 31, 2025	up to 899 booked trips per day and 5 w/s	\$39,296	
INFO Agent/INFO WEB	January 1, 2024 - December 31, 2024	up to 200 peak fixed route vehicles	\$69,782	
INFO Agent/INFO WEB	January 1, 2025 - December 31, 2025	up to 200 peak fixed route vehicles	\$75,365	
FX MON	January 1, 2024 - December 31, 2024	up to 200 peak fixed route vehicles	\$19,743	
FX MON	January 1, 2025 - December 31, 2025	up to 200 peak fixed route vehicles	\$21,323	
Mapmaker	January 1, 2024 - December 31, 2024	up to 200 peak fixed route vehicles	\$7,468	
Mapmaker	January 1, 2025 - December 31, 2025	up to 200 peak fixed route vehicles	\$8,066	
OPS Vehicle Import	January 1, 2024 - December 31, 2024	up to 382 total drivers	\$3,170	
OPS Vehicle Import	January 1, 2025 - December 31, 2025	up to 382 total drivers	\$3,487	
OPS/OPS MON	January 1, 2024 - December 31, 2024	up to 382 total employees	\$69,602	
OPS/OPS MON	January 1, 2025 - December 31, 2025	up to 382 total employees	\$76,562	
OPS SIT	January 1, 2024 - December 31, 2024	up to 382 total employees	\$5,952	
OPS SIT	January 1, 2025 - December 31, 2025	up to 382 total employees	\$6,547	
Trapeze 2024 Total			\$293,403	
Trapeze 2025 Total			\$318,082	

Product	Period	Operational Characteristics	Value	Notes
TransitMaster SW & HW	January 1, 2024 - December 31, 2024	Up to 200 Vehicles	\$298,626	
TransitMaster SW & HW	January 1, 2025 - December 31, 2025	Up to 200 Vehicles	\$328,432	
Vontas 2024 Total			\$298,626	
Vontas 2025 Total			\$328,432	

Grand Total 2024		\$592,029	
Grand Total 2025		\$646,514	

This forecasted pricing is for informational purposes only and is not legally binding or an offer. It may change without notice and should not be relied upon.

The pricing and terms in this document are for discussion purposes only and do not create obligations or liabilities.

Actual pricing, availability, and terms will be determined separately.