**AMENDMENT NO. 2 TO THE SERVICES AGREEMENT BETWEEN LAKE HAVASU CITY
AND CHERRYROAD TECHNOLOGIES INC. DATED NOVEMBER 28, 2017**

This Amendment No. 2 to Services Agreement dated November 28, 2017 ("Amendment") is entered into as of March 12th, 2019 ("Effective Date") by and between Lake Havasu City ("City") and CherryRoad Technologies Inc. ("CherryRoad"), together ("the Parties").

RECITALS: The Parties entered into a Services Agreement dated November 28, 2017 ("Agreement") and an Amendment No. 1 to the Services Agreement dated May 23, 2018 ("Amendment No. 1"). The City requested additional services related to the ERP System Implementation Services and this Amendment is necessary to add those services into the Scope of Work ("SOW") contained in the Agreement and Amendment No. 1. The additional services are listed on the attached "Attachment 1: Functional Requirements / Lake Havasu City" and incorporated herein.

NOW, THEREFORE, the Parties, agreeing that it is necessary to modify the Agreement and Amendment No. 1, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by the Parties, hereby amend the Agreement and Amendment No. 1 as follows:

DESCRIPTION OF CHANGE/JUSTIFICATION

1.   Conversions, Interfaces and Functionality as detailed in the table below totaling $363,588. Time and Material based on rates as per the original SOW:

  • Work performed during 2019 – $60/hr. including expenses for all work not related to PPM and EPM modules / functionality.
  • Work performed during 2019 – $143/hr. including expenses for any work related to PPM and EPM modules / functionality.

Task	HCM / ERP	Type	Environment
Budget Conversion	ERP	Conversion	TEST
Budget Conversion	ERP	Conversion	PRD
H T E to Oracle Invoices Interface	ERP	Interface	All
H T E to Oracle Receipts Interface	ERP	Interface	All
Misc AR Invoices to PAYMENTUS	ERP	Interface	All
Misc AR Open Balances Conversion	ERP	Conversion	TEST
Misc AR Open Balances Conversion	ERP	Conversion	PRD

Task	HCM / ERP	Type	Environment
PAYMENTUS to Oracle Receipts Interface	ERP	Interface	All
ISO Format for Collections (Includes CCD and PPD)	ERP	Interface	All
ISO Format for Payments (Includes Wires, CCD and PPD)	ERP	Interface	All
Ameriflex Interface - HCM	HCM	Interface	All
Ameritas Interface - HCM	HCM	Interface	All
Gilsbar Interface - HCM	HCM	Interface	All
HCM Conversion (Active Employees HR, BN, PY)	HCM	Conversion	TEST
HCM Conversion (Active Employees HR, BN, PY)	HCM	Conversion	PRD
Payroll History - Upload the extracted historical data into Oracle BI and build custom reports.	HCM	Conversion	TEST
Payroll History - Upload the extracted historical data into Oracle BI and build custom reports.	HCM	Conversion	PRD
Payroll Mid-Year Balance Conversion	HCM	Conversion	TEST
Payroll Mid-Year Balance Conversion	HCM	Conversion	PRD
Photos Conversion	HCM	Conversion	PRD
Photos Conversion	HCM	Conversion	TEST
Terminated Employee Conversion	HCM	Conversion	TEST
Terminated Employee Conversion	HCM	Conversion	PRD
Discipline, Misconduct, Grievance	HCM	Conversion	TEST
Discipline, Misconduct, Grievance	HCM	Conversion	PRD
Retiree EE and Contacts	HCM	Conversion	PRD
Retiree EE and Contacts	HCM	Conversion	TEST
Retirees Benefits	HCM	Conversion	PRD
Retirees Benefits	HCM	Conversion	TEST
Worker History - Active Employees	HCM	Conversion	PRD
Worker History - Active Employees	HCM	Conversion	TEST
Worker History - Terminated Employees	HCM	Conversion	TEST
Worker History - Terminated Employees	HCM	Conversion	PRD
GL to PBCS	PBCS / ERP	Interface	All
Global Service Delivery Manager	PMO	All	All
PPM - Non-Financial Contracts Implementation	PPM	Configuration	All

Task	HCM / ERP	Type	Environment
AzTec to Oracle Receipt Interface	ERP	Interface	All
Procurement Contract conversion	ERP	Conversion	TEST
Procurement Contract conversion	ERP	Conversion	PRD
RecTrac to Oracle Receipts Interface	ERP	Interface	All
PPM Contracts Conversion	PPM	Conversion	TEST
PPM Contracts Conversion	PPM	Conversion	PRD
Remittance Batch Printing	ERP	Interface	All
PPM Balances Conversion	PPM	Conversion	TEST
PPM Balances Conversion	PPM	Conversion	PRD

3.   Implementation Services Estimate is revised as follows:

ID		Fees (travel inclusive)
1	Finance	(included in total)
2	Human Capital Management	(included in total)
3	Budgeting	(included in total)
4	Oracle Cloud Benefits Administration, Health & Safety, Disciplinary & Grievances	$275,000
5	Oracle PPM	$154,440
6	Additional Scope (Conversions, Interfaces, etc.)	$363,588
	Total	$1,993,028

DETAIL OF AMENDMENT TERMS

Change Item	Original Requirement and Scope
Change From	Removed Conversions and Interfaces from Scope
Change To	Include detailed Conversions, Interfaces and functionality to the Scope.

IMPACT SUMMARY

Impact	
Scope	Include detailed Conversions, Interfaces and functionality to the Scope.
Contingency	None
Schedule	None
Cost	$363,588 Time & Materials

APPROVALS

1.   Approval of this Amendment is an indication that CherryRoad is authorized to perform the described activities. Changes resulting from this Amendment will constitute the entire agreement between the Parties with respect to its subject matter. This Amendment is separate and independent from any other deliverables unless explicitly stated within this Amendment. This Amendment supersedes all prior or contemporaneous agreements, representations, or understandings, written or oral, explicit or implied, concerning the subject matter of this Amendment.

2.   Except as expressly amended herein, all other terms and conditions of the Agreement and Amendment No. 1 shall remain in full force and effect.

CHERRYROAD TECHNOLOGIES INC.   **LAKE HAVASU CITY**

_____   _____
Signature   *Signature*

_____   Jess Knudson, City Manager
Print Name & Title   *Print Name & Title*