

## SECOND AMENDATORY AGREEMENT

**THIS SECOND AMENDATORY AGREEMENT** is made and entered into by and between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado (the “City”), and **EFFECTIVEUI INC.**, a Delaware corporation registered to do business in Colorado whose address is C/O WPP Group USA, Inc., New York, New York 10017 (the “Contractor”) collectively, the “Parties”.

### WITNESSETH:

**WHEREAS**, the Parties entered into an Agreement dated January 27, 2014 and amended on June 23, 2014 (the “Agreement”), relating to the design and implementation of denvergov.org; and

**WHEREAS**, the Parties wish to amend the Agreement to extend the term and increase the compensation to the Contractor; and

**NOW, THEREFORE**, in consideration of the premises and the mutual covenants and obligations herein set forth, the Parties agree as follows:

1. Article 3 of the Agreement entitled “Term” is amended to read as follows:

“3. **TERM**: The term of the Agreement will begin on December 16, 2013 through December 31, 2017.”

2. Article 4(A) of the Agreement entitled “Fee” is amended to read as follows:

“4. **COMPENSATION AND PAYMENT**:

A. **Fee**: The fee for the services described in the SOW is **ONE MILLION NINE HUNDRED NINETY NINE THOUSAND DOLLARS AND 00/100 (\$1,999,000.00)** (the “Fee”). The Fee shall be paid pursuant to the City’s Prompt Payment Ordinance and in accordance with the SOW.”

3. This Second Amendatory Agreement is not effective or binding on the City until it has been fully executed by all required signatories of the City and County of Denver, and if required by Charter, approved by the City Council.

4. Except as herein amended, the Agreement is affirmed and ratified in each and every particular.

[SIGNATURE PAGES FOLLOW]

**Contract Control Number:**

IN WITNESS WHEREOF, the parties have set their hands and affixed their seals at Denver, Colorado as of

SEAL

**CITY AND COUNTY OF DENVER**

ATTEST:

By \_\_\_\_\_

\_\_\_\_\_

APPROVED AS TO FORM:

REGISTERED AND COUNTERSIGNED:

By \_\_\_\_\_

By \_\_\_\_\_

By \_\_\_\_\_



Contract Control Number: TECHS-201314328-02

Contractor Name: EFFECTIVEUI INC

By: 

Name: Vincent DiPietro  
(please print)

Title: VP, FINANCE  
(please print)

**ATTEST: [if required]**

By: \_\_\_\_\_

Name: \_\_\_\_\_  
(please print)

Title: \_\_\_\_\_  
(please print)

