AMENDMENT NO. 1 TO CONTRACT NO. S20176706 BETWEEN THE CITY OF PALO ALTO AND FOLGERGRAPHICS INC.

This Amendment No. 1 (this "Amendment") to Contract No. S20176706 (the "Contract" as defined below) is entered into as of March 27, 2023, by and between the CITY OF PALO ALTO, a California chartered municipal corporation ("CITY"), and FOLGERGRAPHICS INC., a California corporation, located at 21093 Forbes Avenue, Hayward, CA 94545 ("CONTRACTOR"). CITY and CONTRACTOR are referred to collectively as the "Parties" in this Amendment.

RECITALS

- A. The Contract (as defined below) was entered into by and between the Parties hereto for the provision of providing printing and distribution of four (4) issues annually of the Enjoy Catalog for the Community Services Department, as detailed therein.
- B. The Parties now wish to amend the Contract in order to extend the term by three years to March 15, 2026 and increase the compensation by two hundred thirty-five thousand two hundred dollars (\$235,200), from a total not to exceed compensation of two hundred eleven thousand eight hundred forty-five dollars (\$211,845) to four hundred forty-seven thousand forty-five dollars (\$447,045), as detailed herein.

NOW, THEREFORE, in consideration of the covenants, terms, conditions, and provisions of this Amendment, the Parties agree:

SECTION 1. **Definitions.** The following definitions shall apply to this Amendment:

- a. **Contract**. The term "Contract" shall mean Contract No. S20176706 between CONSULTANT and CITY, dated March 16, 2020.
- **Other Terms**. Capitalized terms used and not defined in this Amendment shall have the meanings assigned to such terms in the Contract.

<u>SECTION 2</u>. Section 3. "TERM" of the Contract is hereby amended to read as follows:

- "3. TERM. The term of this Agreement is from March 16, 2020 to March 15, 2026 inclusive, subject to the provisions of Sections R and W of the General Terms and Conditions."
- <u>SECTION 3</u>. Section 5. "COMPENSATION FOR ORIGINAL TERM" of the Contract is hereby amended to read as follows:
- "5. COMPENSATION FOR ORIGINAL TERM. CITY shall pay and CONTRACTOR agrees to accept as not-to-exceed compensation for the full performance of the Services and reimbursable expenses, if any:

 A sum calculated in accordance with the fee schedule set forth at Exhibit C, not to exceed a total maximum compensation amount of Four Hundred Forty Seven Thousand Forty Five dollars (\$447,045.00).

CONTRACTOR agrees that it can perform the Services for an amount not to exceed the total maximum compensation set forth above. Any hours worked or services performed by CONTRACTOR for which payment would result in a total exceeding the maximum amount of compensation set forth above for performance of the Services shall be at no cost to CITY.

CITY has set aside the sum of Zero dollars (\$0.00) for Additional Services. CONTRACTOR shall provide Additional Services only by advanced, written authorization from the City Manager or designee. CONTRACTOR, at the CITY's request, shall submit a detailed written proposal including a description of the scope of services, schedule, level of effort, and CONTRACTOR's proposed maximum compensation, including reimbursable expense, for such services. Compensation shall be based on the hourly rates set forth above or in Exhibit C (whichever is applicable), or if such rates are not applicable, a negotiated lump sum. CITY shall not authorize and CONTRACTOR shall not perform any Additional Services for which payment would exceed the amount set forth above for Additional Services. Payment for Additional Services is subject to all requirements and restrictions in this Agreement."

<u>SECTION 4</u>. The following exhibit(s) to the Contract is/are hereby amended or added, as indicated below, to read as set forth in the attachment(s) to this Amendment, which is/are hereby incorporated in full into this Amendment and into the Contract by this reference:

- a. Exhibit "A" entitled "SCOPE OF SERVICES, AMENDMENT NO. 1", AMENDED, REPLACES PREVIOUS.
- b. Exhibit "C" entitled "SCHEDULE OF FEES, AMENDMENT NO. 1", AMENDED, REPLACES PREVIOUS.

<u>SECTION 5</u>. **Legal Effect.** Except as modified by this Amendment, all other provisions of the Contract, including any exhibits thereto, shall remain in full force and effect.

<u>SECTION 6</u>. **Incorporation of Recitals**. The recitals set forth above are terms of this Amendment and are fully incorporated herein by this reference.

(SIGNATURE BLOCK FOLLOWS ON THE NEXT PAGE.)

SIGNATURES OF THE PARTIES

IN WITNESS WHEREOF, the Parties have by their duly authorized representatives executed this Amendment effective as of the date first above written.

CITY OF PALO ALTO	FOLGERGRAPHICS INC.
City Manager	Officer 1 By:
APPROVED AS TO FORM:	Officer 2
City Attorney or Designee	Name: Ton Jansen Title: 60,000 1 Mangger
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Attachments:

Exhibit "A" – entitled "SCOPE OF SERVICES, AMENDMENT NO. 1", AMENDED, REPLACES PREVIOUS

Exhibit "C" — entitled "SCHEDULE OF FEES, AMENDMENT NO. 1", AMENDED, REPLACES PREVIOUS

EXHIBIT A SCOPE OF SERVICES, AMENDMENT NO. 1 (AMENDED, REPLACES PREVIOUS)

Contractor shall provide printing and distribution of four (4) issues annually of the Enjoy Catalog for the Community Services Department.

- 1. Scope of Services
- 1.1. Printing quality must be sharp and clear, centered and level on page, consistent ink coverage, etc.
- 1.2. Printer is to receive camera-ready art and deliver approximately 37,000 (38,000 for the summer catalog) printed catalogs to the United States Postal Service (USPS) in East Palo Alto 2085 (E. Bayshore Road, East Palo Alto, CA 94303) for Every Door, Direct Mail (EDDM) for the specified Palo Alto zip codes: 94301, 94303, 94304, and 94306. The balance of the printed material, approximately 3,000 is to be delivered to Palo Alto Community Services Department at Cubberley Community Center (4000 Middlefield Road, T2, Palo Alto, CA 94301) on the same date.
- 1.3. Sample production schedule for 2019 2020:

Item Deadline	Winter 2019-20	Summer Camps	Spring & Summer 2020	Fall 2020	
All copy due in ActiveNet/Rec Connect	September 3rd	November 5th	December 3rd	June 2nd	
First Draft Available September 16-20th November 18- 22nd December 16-20th		June 15-19th			
Front Cover	Children's Theatre	Camps	JMZ	Open Space/Parks	
Cover Final Due	September 18th	November 20th	December 18th	June 17th	
Second/ FINAL Available for Proofing	September 30 - October 4th	December 9-13th	January 6-10th	July 6-10th	
Guide Delivered to Printer	October 11th	December 20th	January 17th	July 17th	
Guide Delivered to Community Centers	October 25th	January 10th	January 31st	July 31st	
Guide Mailed out via USPS	First week of Nov	Second week of February	Last week of February	Second week of August	

2. ENJOY CATALOG:

- 2.1. QUANTITY:
 - 2.1.1. FALL, WINTER, SPRING ISSUES: APPROXIMATELY 40,000 COPIES OF EACH ISSUE.

- 2.1.2. SUMMER CAMPS AND AQUATICS: APPROXIMATELY 41,000 COPIES OF EACH ISSUE.
- 2.2. PAGE COUNT: APPROXIMATELY 64 PAGES
- 2.3. COVER: 4CP + GAQ THROUGHOUT, 80# GLOSS BOOK
- 2.4. FINISH/ASSEMBLY: FOLD, STITCH AND TRIM, STRING TIE, SKID PACK. CRT SORT 37,106
- 2.5. FINISH DIMENSIONS: 8.25" X 10.75"
- 2.6. INKS: CMKY COVER AND INSIDE; BLEEDS
- 2.7. DELIVERY: 37,000 CATALOGS (38,000 FOR THE SUMMER CATALOGS) DELIVERED TO DISTRIBUTION POINT (EAST PALO ALTO USPS) 3,000 DELIVERED TO COMMUNITY SERVICES ADMIN (PALO ALTO)

AMENDMENT NO. 1 (For catalogs starting with the Fall 2023 edition):

Contractor shall provide printing and distribution of four (4) issues annually of the Enjoy Catalog for the Community Services Department.

- 1. Scope of Services
- 1.1. Printing quality must be sharp and clear, centered and level on page, consistent ink coverage, etc.
- 1.2. Printer is to receive camera-ready art and deliver approximately 37,000 (38,000 for the summer catalog) printed catalogs to the United States Postal Service (USPS) in East Palo Alto 2085 (E. Bayshore Road, East Palo Alto, CA 94303) for Every Door, Direct Mail (EDDM) for the specified Palo Alto zip codes: 94301, 94303, 94304, and 94306. The balance of the printed material, approximately 1,000 is to be delivered to Palo Alto Community Services Department Admin at Lucie Stern Community Center (1305 Middlefield Rd. Palo Alto, CA 94301) on the same date.
- 1.3. Sample production schedule for 2023 2024:

Item Deadline	Fall 2023	Winter 2024	Summer Camp 2024	Spring 2024
All copy due in	June 30	Oct 6	Nov 16	Jan 4
CivicRec				
First Draft	July 13	Oct 17	Dec 6	Jan 16
Available for				
Proofing				
Front Cover	Children's Theatre	Camps	JMZ	Open Space/Parks
Cover Final Due	July 13	Oct 17	Dec 6	Jan 16
Second/FINAL	July 20	Oct 25	Dec 18	Jan 24
Available for				
Proofing				
Guide Delivered	July 27	Nov 1	Dec 21	Feb 1
to Printer				

Guide Delivered	Aug 15	Nov 15	Jan 17	Feb 15
to Community				
Centers				
Guide Mailed out	Second week of	Second week of	Second week of	Second week of
via USPS	Aug	Nov	Jan	Feb

- 2.2. PAGE COUNT: APPROXIMATELY 64 PAGES
- 2.3. COVER: 4CP + GAQ THROUGHOUT, 80# GLOSS BOOK
- 2.4. FINISH/ASSEMBLY: FOLD, STITCH AND TRIM, STRING TIE, SKID PACK. CRT SORT 37,106
- 2.5. FINISH DIMENSIONS: 8.25" X 10.75"
- 2.6. INKS: CMKY COVER AND INSIDE; BLEEDS
- 2.7. DELIVERY: 37,000 CATALOGS (38,000 FOR THE SUMMER CATALOGS) DELIVERED TO DISTRIBUTION POINT (EAST PALO ALTO USPS) 1,000 DELIVERED TO COMMUNITY SERVICES ADMIN (PALO ALTO)

EXHIBIT C SCHEDULE OF FEES, AMENDMENT NO. 1 (AMENDED, REPLACES PREVIOUS)

For 2020 through the Summer 2023 edition: CITY shall pay CONTRACTOR according to the following rate schedule. There are four (4) optional rate schedules for each year, in which the CITY shall have the right to pick from at any given task and/or year. The maximum amount of compensation to be paid to CONTRACTOR, including both payment for services and reimbursable expenses, shall not exceed the amounts of Seventy Thousand Six Hundred Fifteen dollars (\$70,615.00) per year, or Two Hundred Eleven Thousand Eight Hundred Forty Five dollars (\$211,845.00) for a three year period. Any services provided or hours worked for which payment would result in a total exceeding the maximum amount of compensation set forth herein shall be at no cost to CITY.

Detailed Rate Schedule

Year 1: March 16, 2020 - March 15, 2021 (Option 1: 56 +Cover Newsprint)

Scope	Enjoy Catalog Printing Services	Estimated Number of Catalogs	Unit of Measure	Unit Pricing
Task 1 Fall Issue Catalog Printing	Contractor to print and distribute catalogs for the Fall Issue	40,000	Each	\$0.32487
Task 2 Winter Issue Catalog Printing	Contractor to print and distribute catalogs for the Winter Issue	40,000	Each	\$0.32487
Task 3 Spring Issue Catalog Printing	Contractor to print and distribute catalogs for the Spring Issue	40,000	Each	\$0.32487
Task 4 Summer Issue Catalog Printing	Contractor to print and distribute catalogs for the Summer Issue to include Summer Camps and Aquatics Section	41,000	Each	\$0.32378

Year 1: March 16, 2020 – March 15, 2021 (Option 2: 64 + Cover Newsprint)

Scope	Enjoy Catalog Printing Services	Estimated Number of Catalogs	Unit of Measure	Unit Pricing
Task 1 Fall Issue Catalog Printing	Contractor to print and distribute catalogs for the Fall Issue	40,000	Each	\$0.34125

Task 2	Contractor to print and distribute	40,000	Each	\$0.34125
Winter Issue	catalogs for the Winter Issue			
Catalog Printing				
Task 3	Contractor to print and distribute	40,000	Each	\$0.34125
Spring Issue	catalogs for the Spring Issue			
Catalog				
Printing				
Task 4	Contractor to print and distribute	41,000	Each	\$0.34012
Summer	catalogs for the Summer Issue			
Issue	to include Summer Camps and			
Catalog	Aquatics Section			
Printing				

Year 1: March 16, 2020 - March 15, 2021 (Option 3: 56 + Cover 35# Electrobite(80))

Scope	Enjoy Catalog Printing Services	Estimated Number of Catalogs	Unit of Measure	Unit Pricing
Task 1 Fall Issue Catalog Printing	Contractor to print and distribute catalogs for the Fall Issue	40,000	Each	\$0.36713
Task 2 Winter Issue Catalog Printing	Contractor to print and distribute catalogs for the Winter Issue	40,000	Each	\$0.36713
Task 3 Spring Issue Catalog Printing	Contractor to print and distribute catalogs for the Spring Issue	40,000	Each	\$0.36713
Task 4 Summer Issue Catalog Printing	Contractor to print and distribute catalogs for the Summer Issue to include Summer Camps and Aquatics Section	41,000	Each	\$0.36524

Year 1: March 16, 2020 - March 15, 2021 (Option 4: 64 +Cover 35# Electrobite(80))

Scope	Enjoy Catalog Printing Services	Estimated Number of Catalogs	Unit of Measure	Unit Pricing
Task 1 Fall Issue Catalog Printing	Contractor to print and distribute catalogs for the Fall Issue	40,000	Each	\$0.39938
Task 2 Winter Issue Catalog Printing	Contractor to print and distribute catalogs for the Winter Issue	40,000	Each	\$0.39938

Task 3	Contractor to print and distribute	40,000	Each	\$0.39938
Spring Issue	catalogs for the Spring Issue			1
Catalog Printing				
Task 4	Contractor to print and distribute	41,000	Each	\$0.39683
Summer	catalogs for the Summer Issue	•		
Issue	to include Summer Camps and			
Catalog	Aquatics Section			
Printing				

Year 2: March 16, 2021 – March 15, 2022 (Option 1: 56 +Cover Newsprint)

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Scope	Enjoy Catalog Printing Services	Estimated Number of Catalogs	Unit of Measure	Unit Pricing
Task 1 Fall Issue Catalog Printing	Contractor to print and distribute catalogs for the Fall Issue	40,000	Each	\$0.32487
Task 2 Winter Issue Catalog Printing	Contractor to print and distribute catalogs for the Winter Issue	40,000	Each	\$0.32487
Task 3 Spring Issue Catalog Printing	Contractor to print and distribute catalogs for the Spring Issue	40,000	Each	\$0.32487
Task 4 Summer Issue Catalog Printing	Contractor to print and distribute catalogs for the Summer Issue to include Summer Camps and Aquatics Section	41,000	Each	\$0.32378

Year 2: March 16, 2021 - March 15, 2022 (Option 2: 64 +Cover Newsprint)

Scope	Enjoy Catalog Printing Services	Estimated Number of Catalogs	Unit of Measure	Unit Pricing
Task 1 Fall Issue Catalog Printing	Contractor to print and distribute catalogs for the Fall Issue	40,000	Each	\$0.34125
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Task 3 Spring Issue Catalog Printing	Contractor to print and distribute catalogs for the Spring Issue	40,000	Each	\$0.34125

Task 4	Contractor to print and distribute	41,000	Each	\$0.34012
Summer Issue	catalogs for the Summer Issue to			
Catalog Printing	include Summer Camps and			
	Aquatics Section			

Year 2: March 16, 2021 - March 15, 2022 (Option 3: 56 + Cover 35# Electrobite(80))

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Year 2: March 16, 2021 - March 15, 2022 (Option 4: 64 + Cover 35# Electrobite(80))

Scope	Enjoy Catalog Printing Services	Estimated Number of Catalogs	Unit of Measure	Unit Pricing
Task 1 Fall Issue Catalog Printing	Contractor to print and distribute catalogs for the Fall Issue	40,000	Each	\$0.39938
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Task 3 Spring Issue Catalog Printing	Contractor to print and distribute catalogs for the Spring Issue	40,000	Each	\$0.39938
Task 4 Summer Issue Catalog Printing	Contractor to print and distribute catalogs for the Summer Issue to include Summer Camps and Aquatics Section	41,000	Each	\$0.39683

Year 3: March 16, 2022 - March 15, 2023 (Option 1: 56 + Cover Newsprint)

Scope	Enjoy Catalog Printing Services	Estimated Number of Catalogs	Unit of Measure	Unit Pricing	
Task 1 Fall Issue Catalog Printing	Contractor to print and distribute catalogs for the Fall Issue	40,000	Each	\$0.32487	
Task 2 Winter Issue Catalog Printing	Contractor to print and distribute catalogs for the Winter Issue	40,000	Each	\$0.32487	
Task 3 Spring Issue Catalog Printing	Contractor to print and distribute 40,0 catalogs for the Spring Issue		Each	\$0.32487	
Task 4 Summer Issue Catalog Printing	Contractor to print and distribute catalogs for the Summer Issue to include Summer Camps and Aquatics Section	41,000	Each	\$0.32378	

Year 3: March 16, 2022 – March 15, 2023 (Option 2: 64 + Cover Newsprint)

Scope	Enjoy Catalog Printing Services	Estimated Number of Catalogs	Unit of Measure	Unit Pricing
Task 1 Fall Issue Catalog Printing	Contractor to print and distribute catalogs for the Fall Issue	40,000	Each	\$0.34125
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Year 3: March 16, 2022 - March 15, 2023 (Option 3: 56 + Cover 35# Electrobite (80))

Scope	Enjoy Catalog Printing Services	Estimated Number of Catalogs	Unit of Measure	Unit Pricing
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Task 3 Spring Issue Catalog Printing	3 Contractor to print and distribute g Issue catalogs for the Spring Issue		Each	\$0.39938	
Task 4 Summer Issue Catalog Printing	Contractor to print and distribute catalogs for the Summer Issue to include Summer Camps and Aquatics Section	41,000	Each	\$0.39683	

Amendment No. 1 (For catalogs starting with the Fall 2023 edition):

CITY shall pay CONTRACTOR according to the following rate schedule. The maximum amount of compensation to be paid to CONTRACTOR, including both payment for services and reimbursable expenses, shall not exceed the amounts of Eighty One Thousand Six Hundred dollars (\$81,600) per year, or Two Hundred Thirty Five Thousand Two Hundred dollars (\$235,200) for a three year period. Any services provided or hours worked for which payment would result in a total exceeding the maximum amount of compensation set forth herein shall be at no cost to CITY.

Detailed Rate Schedule

64 +Cover 35# Electrobite (80)

Printing Year	Cost per Catalog	Fall	Winter	Summer	Spring	Total
The state of the s	post per catalog			r .		
		Classes –	Classes -	Camp -	Classes –	
		40,000	40,000	40,000	40,000	
		prints	prints	prints	prints	17
March '23-March '24	\$0.47	\$18,800	\$18,800	\$18,800	\$18,800	\$75,200
March '24-March '25	\$0.49	\$19,600	\$19,600	\$19,600	\$19,600	\$78,400
March '25-March '26	\$0.51	\$20,400	\$20,400	\$20,400	\$20,400	\$81,600
Total						\$235,200