

AMENDMENT NO. 02

MASTER AGREEMENT FOR LEASING COPIER/MULTIFUNCTION DEVICES (MFDs) AND FOR PROCURING MANAGED PRINT SERVICES

This Amendment No. 2 (“Amendment”) to the Master Agreement, dated July 1, 2019 (Agreement No. MFD-MA 2019-02) (the “Agreement”), is entered into as of July 1, 2024 (“Amendment Effective Date”), by and between the County of Contra Costa (the “County”) and J.J.R. Enterprises, Inc., a California corporation, doing business as Caltronics Business Systems (“Contractor”). The County and the Contractor are sometimes referred to herein together as the “Parties,” and each individually as a “Party.” Capitalized terms used but not defined in this Amendment shall have the same meaning as the terms have in the Agreement.

RECITALS

- A. The County and the Contractor entered into the Agreement to establish a leasing program that County departments could utilize to lease copiers and multifunction devices (MFDs) using a purchase order that incorporated the Agreement by reference. A purchase order issued under the Agreement needed to be issued on or before July 1, 2024, in order to be effective. The Agreement was previously amended by Amendment No. 1, effective February 2, 2020, to allow for certain administrative amendments, replace certain exhibits, and make other changes to the Agreement.
- B. The Parties now desire to amend the Agreement to allow County departments to continue utilizing the copier and MFD leasing program established by the Agreement, inclusive of additional changes. The Parties desire to allow copiers and MFDs to be leased for between 36 and 60 months, provided purchase orders are issued on or before June 30, 2027. The Parties also desire to update the copiers and MFDs that are available, associated pricing, and other terms of the Agreement, as previously amended.

AMENDMENT

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledge, the Parties agree to amend the Agreement, as previously amended, as follows:

1. **TERM.** The last sentence in Section 2(A) (Term) of the Agreement is deleted in its entirety and replaced with the following sentence, to read:

“The Contractor shall perform its obligations under this Agreement and each purchase order issued under this Agreement for the entire term of the purchase order, provided that the term of the purchase order commences on or before June 30, 2027.”

2. **AGGREGATE PAYMENT LIMIT.** Section 3 (Aggregate Payment Limit) of the Agreement, as previously amended, is hereby deleted and replaced with new Section 3, to read:

“3. AGGREGATE PAYMENT LIMIT. The total payment limit for all purchase orders issued under this Agreement shall not exceed \$20,000,000.”

3. **CONTACTS.** Section 5 (Contacts) of the Agreement is hereby deleted and replaced with new Section 5, to read:

“5. CONTACTS. The principal points of contact for all County transactions under this Agreement are as follows:

COUNTY: Des Gebre, Senior Buyer
Purchasing Division
40 Muir Road, 2nd Floor
Martinez, CA 94553
Phone: (925)957-2492
dgebr@pw.cccounty.us

Anne Ortiz, Buyer II
Purchasing Division
40 Muir Road, 2nd Floor
Martinez, CA 94553
Phone: (925)957-2491
anne.ortiz@pw.cccounty.us

CONTRACTOR: Mark Demee, Branch Sales Manager
6800 Sierra Court, Suite Q
Dublin, CA 94568
Phone: (925)226-1277 – Office
demeem@caltronics.net

A Party may change its contact at any time by providing written notice to the other Party at least five days before the change in contact becomes effective. The County, at its discretion, may designate additional departmental contacts in purchase orders issued under this Agreement.”

4. **COPIERS/MFD SPECIFICATIONS.** Effective on the Amendment Effective Date, Exhibit A-1, attached hereto and incorporated herein, is hereby added as an exhibit to the Agreement to set forth the specifications of copiers and MFDs that may be leased under the Agreement on and after the Amendment Effective Date. Exhibit A to the Agreement remains an exhibit to list the specifications for copiers and MFDs that may be leased under a purchase order issued on or before June 30, 2024.

5. **COPIER/MFD MODELS.** Effective on the Amendment Effective Date, Exhibit B-1, attached hereto and incorporated herein, is hereby added as an exhibit to the Agreement to set forth the copier and MFD models that the County may lease under the Agreement on and after the Amendment Effective Date. Exhibit B to the Agreement remains an exhibit to list copier and MFD models that the County may lease under a purchase order issued on or before June 30, 2024.
6. **COPIER/MFD PRICING SUMMARY.** Effective on the Amendment Effective Date, Exhibit E-1, attached hereto and incorporated herein, is hereby added as an exhibit to the Agreement to set forth all pricing connected with the lease of copiers and MFDs on and after the Amendment Effective Date. Exhibit E to the Agreement remains an exhibit to list all pricing connected with copiers and MFDs leased under a purchase order issued on or before June 30, 2024.
7. **PUBLIC USE COPIERS.** Notwithstanding anything to the contrary in the Agreement, as amended, County departments may lease the copiers and MFDs described in Exhibits M and N, attached hereto and incorporated herein, for the pricing included in Exhibit M attached hereto and incorporated herein. Exhibit M and Exhibit N, attached hereto, are hereby added as new Exhibit M and new Exhibit N, respectively, to the Agreement. If any copier or MFD leased for public use will be integrated with a payment tower or other payment system that the public will use to pay for copies, the Contractor shall cooperate with the County to facilitate that integration, including but not limited to by making any necessary technical, firmware, and software changes to the copier or MFD to be used in that manner, without additional cost to the County.
8. **CONTRACTOR TEAM.** Effective on the Amendment Effective Date, Section 28 (Assigned Team) of Exhibit D to the Agreement is deleted in its entirety and replaced with new Section 28, to read:

“28. Assigned Team.

- a. All persons assigned to work on-site will be required to undergo a criminal history check.
- b. The following are the personnel assigned to the County:

1) Mark Demee
Branch Manager
demeem@caltronics.net
925-226-1277

2) Adam Carter
Vice President

cartera@caltronics.net
916-869-7001

3) Kyle Harvey
President
harveyk@caltronics.net
530-651-3782

4) Mike Catapano
Managed Print Services
catapanom@caltronics.net
916-717-4735

5) Eric Carlson
Field Supervisor
carlsone@caltronics.net
925-596-8028

6) Laura Scrimsher
Customer Service Manager
scrimsherl@caltronics.com
925-209-0155

7) Field Technicians:

- Andrew Aguliar – aaguilar@caltronics.net
- Hector Hernandez – hernandezh@caltronics.net
- Brian Chand – chandb@caltronics.net
- Dalton Crawford – crawfordd@caltronics.net
- Lipfun Lee – leel@caltronics.net

8) Dispatch:

- Phone Number: 800-366-3345
- Email Address: dispatch@caltronics.net

9) Richard Bryant
Training Manager
bryantr@caltronics.net
916-709-9925

Contractor may change the assigned team members with qualified replacement team members after providing five days' advance written notice to the County."

9. **EFFECT.** Except to the extent modified by this Amendment, each remaining term in the Agreement, as previously amended, shall remain unchanged and in full force and effect.
10. **COUNTERPARTS.** This Amendment may be executed in counterparts that, taken together, constitute one and the same instrument.

[Remainder of page intentionally left blank, Signatures on next page(s).]

COUNTY OF CONTRA COSTA

CONTRACTOR

BY: _____
Public Works Director/Designee

Name: _____
Title: _____
Signature: _____

ATTEST:

Clerk of the Board of Supervisors

Name: _____
Title: _____
Signature: _____

APPROVED AS TO FORM
Thomas L. Geiger, County Counsel

[Attach Notary Acknowledgments]

Assistant County Counsel

New Exhibits:

- New Exhibit A-1.1-1.4: New Copiers/MFDs – Specifications (effective July 1, 2024)
- New Exhibit B-1.1-1.4: New Copiers/MFDs – Models (effective July 1, 2024)
- New Exhibit E-1: New Copiers/MFDs – Pricing (effective July 1, 2024)
- New Exhibit M: Public Use Copers/MFDs – Specifications (effective July 1, 2024)
- New Exhibit N: Public Use Copiers/MFDs – Functionality (effective July 1, 2024)

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