

**Amendment to Williamson County Implementation Plan – Notice to Proceed
CUC Master Software License and Professional Services Agreement
Change Order No. 1**

This Change Order No. 1 (this “Change Order”) Amendment to Implementation Plan is entered into by and between Tyler Technologies, Inc., a Delaware corporation (“Software Provider”), and Williamson County (the “Purchaser”). This Change Order shall become effective as of the last date set forth on the signature page below (the “Effective Date”).

WHEREAS, on _____ Software Provider and the Purchaser entered into that certain Implementation Plan under the CUC Master Software License and Professional Services Agreement (the “Agreement”) pursuant to which, among other things, Software Provider agreed to provide certain software licenses and implementation services to Purchaser; and

WHEREAS, pursuant to Section 5.4 of the Agreement, Software Provider and the Purchaser desire to amend the terms of the Agreement to provide additional professional services to Purchaser, as more particularly described herein.

NOW, THEREFORE, in consideration of the mutual promises contained herein, along with other good and valuable consideration, the receipt and sufficiency of which both parties mutually acknowledge, the parties agree as follows:

1. Defined Terms. Terms used but not otherwise defined in this Change Order shall have the meaning assigned to such terms in the Agreement.
2. New Professional Services. Williamson County Implementation Plan is amended to include the additional professional services on the attached Schedule 1A, which shall be paid in accordance with Section 4.4 of the Agreement.
3. Contract Price. The contract price is increased by the amount of the change order.
4. Remaining Terms Unchanged; Entire Agreement; Further Change Order. Except as specifically provided in this Change Order, all remaining terms and provisions of the Agreement shall remain unchanged and in full force and effect. The Agreement and this Change Order constitutes the entire understanding and contract between the Parties and supersedes any and all prior or contemporaneous oral or written representations or communications with respect to the subject matter thereof. This Change Order shall not be modified, amended, or in any way altered except by an instrument in writing signed by the properly delegated authority of each Party. All Change Orders or modifications to this Change Order shall be binding upon the Parties despite any lack of consideration.

5. Counterparts. This Agreement may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, this Change Order has been executed by the Parties hereto to be effective as of the last date set forth below.

TYLER TECHNOLOGIES, INC.

Williamson County

By: 

By: 

Name: BRUCE GRAHAM

Name: Otis Connel

Title: PRESIDENT, COUNTY OF JUSTICE

Title: Administrative Services Director

Date: 6/7/10

Date: 6-4-10

Implementation Plan

Texas Conference of Urban Counties

tyler works.

Tyler Technologies, Inc.

6500 International Parkway, Ste. 2000 Plano, TX 75093 Tel: 972.713.3770 Fax: 972.713.3777 www.tyler-tsg.com

Schedule 1A Amended Implementation Plan

Participating Member County : Williamson County

Budget Letter Date: 1/29/2007

Amendment Date: 6/1/2010

Tyler Technologies Contact: Kevin Watson
Regional Project Manager
Tyler Technologies
6500 International Parkway, Suite 2000
Plano, Texas 75093
972/713-3770
kevin.watson@tylertech.com

Major Assumptions

**See Assumptions Detail for more information*

Expected Project Duration

CUC Enterprise Products: ~~15 Months~~ **40 Months**

Additional Products: 6 Months **6 Months**

Total: ~~21 Months~~ **46 Months**

Project Management dedication: 50%

Number of Standard Interfaces: 3

Data Conversion Approach: Approach 1 - Standard conversion of TSG
UNIX products
**See note on Assumptions Detail*

Training Approach: Tyler to perform direct training to end-users

Travel Allowance Assumptions 3 days/trip. ~~385~~ est. days onsite.
~~128~~ est. trips.

Travel Allowance (Amended) 3 days/trip. **471** est. days onsite.
157 est. trips.

Overnight hotel required? **Yes**

Air travel required? **No**

Software Licenses

License Fee

CUC Enterprise License

Case Management
Probate & Mental Health **Yes**
Civil & Family **Yes**
Criminal **Yes**
Justice of the Peace **Yes**
Prosecutor **Yes**

Included In CUC
Enterprise
License

Additional Products - County License

Jail Management **Yes**
Law Enforcement/RMS **Yes**
Community Supervision **No**
Hot Checks **Yes**

312,500
-
-
75,000

Total - Local County Licenses

387,500

Implementation Services

Summary

Project Management
Project Management - Updated Rate
Implementation Plan (Previously Completed)
Fit Analysis
Data Conversion
Interfaces
Customization
Configuration & Consulting
Training
Go-Live Assistance

Imp Plan Hours	Imp Plan Cost	Adjusted Hours	Adjusted Cost	Amended Hours	Amended Cost
1,730	250,850	1,908	276,588	178	25,738
-	-	820	131,200	820	131,200
-	-	-	-	-	-
488	63,440	463	60,125	(26)	(3,315)
830	107,900	1,194	155,253	364	47,353
300	39,000	250	32,500	(50)	(6,500)
1,250	162,500	801	104,163	(449)	(58,338)
620	80,600	1,099	142,870	479	62,270
624	78,000	612	76,438	(13)	(1,563)
996	124,500	996	124,500	-	-
6,838	906,790	8,142	1,103,635	1,304	196,845

Services Totals

Travel Allowance Budget

67,353

83,889

16,536

Total Amendment

1,304 **213,381**