STATE OF TEXAS §
§
COUNTY OF Collin §

AN ORDER OF THE COMISSIONERS COURT OF Collin COUNTY TO APPROVE AND ADOPT AMENDMENT NUMBER 1 TO THE MASTER SOFTWARE LICENSE AND PROFESSIONAL SERVICES AGREEMENT

WHEREAS, on March 14, 2006, Tyler Technologies, Inc. and the Texas Conference of Urban Counties entered into the Master Software License and Professional Services Agreement (as amended, the "Agreement") pursuant to which, among other things, Tyler Technologies, Inc. agreed to grant to the Texas Conference of Urban Counties a non-exclusive, royalty-free, revocable license for the sole purpose of sublicensing the Licensed Property to Participating Member Counties only; and

WHEREAS, Collin County, as a Member County and pursuant to the terms of the Master Agreement, became a Participating Member County and Party to the Master Agreement and, acquire the license, as well at the development, implementation, installation, training and maintenance services from Software Provider with respect to the Court Admin System, on the terms and subject to the conditions of the Master Agreement; and

WHEREAS, the Amendment Number 1 to the Master Software License and Professional Services Agreement:

- Does not obligate the Urban Counties or participating counties to any further payments to Tyler than are currently obligated;
- Provides existing participating counties a right to an $800,000 rebate if all license fees due by existing participants are paid by December 31, 2009;
- Provides for an additional $390,000 rebate if an additional $2,000,000 in license fees are obligated by new participating counties before December 31, 2010;
- Does not increase the potential costs to current participants nor affect their rights to use and have implemented what they have currently contracted for;
- Provides counties that are not currently participating the opportunity to do so thru 2014;
- Increases the hourly rate paid to Tyler by 12% for change orders and new projects requested by current participants;
- Continues the existing 16% of license fees maintenance fee cost for participating counties;
- Allows participating counties to expand maintenance to include help desk support by increasing maintenance fees by five percent (5%); and
- Allows for continuation and expansion of the existing Enterprise Modification program whereby participating counties share in the cost of enhancements to the system.

NOW, THEREFORE, BE IT RESOLVED BY THE COMMISSIONERS COURT OF Collin **COUNTY THAT**:

1. Amendment Number 1 to the Master Software License and Professional Services Agreement is approved and the Collin County Judge is authorized to sign the Amendment on behalf of Collin County.
2. **Approval of Recitals as Findings of Fact**. The foregoing recitals, having been found by the Commissioners Court to be true and correct, are hereby incorporated into this Order as findings of fact.
3. **Open Meeting Act.** It is hereby officially found and determined that the meeting at which this Order was passed was open to the public as required and that public notice of the time, place, and purpose of said meeting was given as required by the Texas Open Meetings Act, Ch. 551, Texas Government Code.
4. **Effective Date.** This Order shall be effective on the date of its adoption, as reflected below.

BE IT SO ORDERED.

Passed and Approved this 7th day of December, 2009, by a vote of 4 in favor and 0 against, 0 abstaining.

Collin **COUNTY, TEXAS**

By: _____

Keith Self

COUNTY JUDGE