

Amendment 2 to Agreement No. 2023-3106
Between FirstWatch Solutions, Inc. and County of Sonoma Department of Health Services
Coastal Valleys EMS Agency

This Amendment (“**Amendment**”) constitutes an amendment to Agreement No. 2023-3106, by and between FirstWatch Solutions, Inc. (“**FirstWatch**”) and the County of Sonoma Department of Health Services Coastal Valleys EMS Agency (“**Client**”), collectively referred to as the “**Parties**”.

RECITALS:

WHEREAS, FirstWatch and Client entered into a Software License Agreement (the “Agreement”) dated November 8, 2023; and

WHEREAS, FirstWatch and the County of Mendocino also entered into a separate Software License Agreement dated May 9, 2016 (the “Mendocino Agreement”); and

WHEREAS, the Parties wish to consolidate the products and services under both agreements into the Agreement and amend the annual support and maintenance fee and related terms;

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein, the Parties agree to amend the Agreement, effective as of February 1, 2026, as follows:

1. Consolidation of Services: The products and services previously provided under the Mendocino Agreement are hereby consolidated into the Agreement. As of the Effective Date, all such services shall be governed solely by the Agreement. The Mendocino Agreement is hereby terminated in its entirety as of that date, and superseded by the terms of this Agreement, as amended.

2. Pricing Update. Schedule A (Payment Schedule) of the Agreement is hereby deleted in its entirety and replaced with the following:

Annual Support and Maintenance Fees:

The Annual Support and Maintenance Fees shall not exceed the amount listed in the table below and are further detailed in Attachment 1.

“Client” FirstWatch Payment Schedule – Year 1	
Project Initiation Payment: 50% >Invoiced for at Contract Execution	\$79,268.35
FirstWatch System Installation Payment: 50% >Invoiced for Project Implementation Complete	\$79,268.35

“Client” FirstWatch Payment Schedule – Years 2-5	
Term	Amount (Not to Exceed)
Annual Support & Maintenance for Year 2	\$28,394.53
Annual Support & Maintenance for Year 3: True up-06/30/2026	\$19,968.60
Annual Support & Maintenance for Year 4 07/01/2026-06/30/2027	\$33,157.99
Annual Support & Maintenance for Year 5 07/01/2027-06/30/2028	\$39,551.31

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Not to Exceed 5 Year Total: \$279,609.13

Except as expressly amended herein, all other terms and conditions of the Agreement shall remain in full force and effect.

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AGREED AND ACCEPTED:

FIRSTWATCH SOLUTIONS, INC.

By:  _____

Name: Todd Stout

Title: President

Date: 04/09/2026

**COUNTY OF SONOMA DEPARTMENT OF HEALTH SERVICES
COASTAL VALLEYS EMS AGENCY**

By: _____

Name: Nolan Sullivan

Title: Director, Department of Health Services

Date: _____

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Attachment 1

CVEMS Agency – County of Sonoma ASM Quote 2025-2026

Status	Description	Unit Price	QTY	Item Total
FirstWatch - Annual Support & Maintenance				
Contract Year 3 - Term: True-up - 06/30/2026				
Live	DS1 - Hexagon CAD	\$ -	1	\$ -
Live	DS2 - ImageTrend ePCR (Paid through 11/26/2025 - 11/25/2026)	\$ -	1	\$ -
Live	Triggers - 3 of 6 Standard developed for "DS2 ImageTrend ePCR" (See Exhibit 1- Implementation for details of each live trigger) Live Date: 11/26/2025 - First Year of ASM is Prepaid thru 11/25/2026	\$ -	3	\$ -
Live	Module - Interactive Data Visualization (IDV) Add-on (1 of 2)	\$ 577.50	1	\$ 577.50
Live	Module - Interactive Data Visualization (IDV) Add-on (2 of 2) Live Date: 10/31/2024 (Prepaid first year 10/31/2024 - 10/30/2025) Synch: 10/31/2025 - 6/30/2026	\$ 385.28	1	\$ 385.28
Live	Module - Online Compliance Utility (OCU) Site: Sonoma County Fire District/Medic Ambulance	\$ 8,662.50	1	\$ 8,662.50
Live	Module - Online Compliance Utility (OCU) Add-on Site: Bells Healdsburg Ambulance	\$ 1,299.38	1	\$ 1,299.38
Live	Module - FirstPass (Base) Live Date: 11/19/2024 Synch: 11/19/2025 - 6/30/2026	\$ 4,252.42	1	\$ 4,252.42
Live	Module - FirstPass Add-on (Bells Healdsburg Ambulance) Live Date: 11/19/2024 Synch: 11/19/2025 - 6/30/2026	\$ 1,418.26	1	\$ 1,418.26
Live	Module - FirstPass Add-on (Sonoma County Fire District/Medic Ambulance) Live Date: 11/19/2024 Synch: 11/19/2025 - 6/30/2026	\$ 1,418.26	1	\$ 1,418.26
Live	Triggers - 16 of 20 Standard Triggers (See Exhibit 1- Sonoma Addition for details of each live trigger) Live Date: 10/31/2025 - First Year of ASM is Prepaid thru 10/30/2026	\$ -	16	\$ -
Subtotal of Live Products				\$ 18,013.60
Not Live	Implementation Triggers-3 of 6 Standard are Not Live (See Exhibit 1 for details)	\$ -	3	\$ -
Not Live	Sonoma Additional Triggers-4 of 20 Standard are Not Live (See Exhibit 1 for details)	\$ -	4	\$ -
Not Live	Reports - Custom (Based on 29 of 40 Report hours)	\$ 49.50	29	\$ 1,435.50
Not Live	Module - Performance Plus (Swapped 11 of 40 Report hours for PPM)	\$ 519.50	1	\$ 519.50
Contract Year 3 Grand Total				\$ 19,968.60

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CVEMS Agency – County of Sonoma ASM Quote 2026-2027

Status	Description	Unit Price	QTY	Item Total
FirstWatch - Annual Support & Maintenance				
Contract Year 4 - Term: 07/01/2026 - 06/30/2027				
Live	DS1 - Hexagon CAD	\$ -	1	\$ -
Live	DS2 - ImageTrend ePCR (Paid through 11/26/2025 - 11/25/2026) Sync 11/26/2026 - 06/30/2027	\$ 4,306.37	1	\$ 4,306.37
Live	Triggers - 3 of 6 Standard developed for "DS2 ImageTrend ePCR" (See Exhibit 1- Implementation for details of each live trigger) (Term 11/26/2025 - 11/25/2026 Paid by County of Mendocino) Sync 11/26/2026 - 06/30/2027	\$ 124.56	3	\$ 373.67
Live	Module - Interactive Data Visualization (IDV) Add-on (1 of 2)	\$ 606.38	1	\$ 606.38
Live	Module - Interactive Data Visualization (IDV) Add-on (2 of 2)	\$ 577.50	1	\$ 577.50
Live	Module - Online Compliance Utility (OCU) Site: Sonoma County Fire District/Medic Ambulance	\$ 9,095.63	1	\$ 9,095.63
Live	Module - Online Compliance Utility (OCU) Add-on Site: Bells Healdsburg Ambulance	\$ 1,364.34	1	\$ 1,364.34
Live	Module - FirstPass (Base)	\$ 6,930.00	1	\$ 6,930.00
Live	Module - FirstPass Add-on (Bells Healdsburg Ambulance)	\$ 2,310.00	1	\$ 2,310.00
Live	Module - FirstPass Add-on (Sonoma County Fire District/Medic Ambulance)	\$ 2,310.00	1	\$ 2,310.00
Live	Triggers - 16 of 20 Standard Triggers (See Exhibit 1- Sonoma Addition for details of each live trigger) Live Date: 10/31/2025 - First Year of ASM is Prepaid thru 10/30/2026 Sync: 10/31/2026 - 06/30/2027	\$ 208.07	16	\$ 3,329.10
Subtotal of Live Products				\$31,202.99
Not Live	Implementation Triggers-3 of 6 Standard are Not Live (See Exhibit 1 for details)	\$ -	3	\$ -
Not Live	Sonoma Additional Triggers-4 of 20 Standard are Not Live (See Exhibit 1 for details)	\$ -	4	\$ -
Not Live	Reports - Custom (Based on 29 of 40 Report hours)	\$ 49.50	29	\$ 1,435.50
Not Live	Module - Performance Plus (Swapped 11 of 40 Report hours for PPM)	\$ 519.50	1	\$ 519.50
Contract Year 4 Grand Total				\$33,157.99

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CVEMS Agency – County of Sonoma ASM Quote 2027-2028

Status	Description	Unit Price	QTY	Item Total
FirstWatch - Annual Support & Maintenance				
Contract Year 5 - Term: 07/01/2027 - 06/30/2028				
Live	DS1 - Hexagon CAD	\$ -	1	\$ -
Live	DS2 - ImageTrend ePCR (Paid through 11/26/2025 - 11/25/2026)	\$ 7,242.77	1	\$ 7,242.77
Live	Triggers - 3 of 6 Standard developed for "DS2 ImageTrend ePCR" (See Exhibit 1- Implementation for details of each live trigger)	\$ 200.00	3	\$ 600.00
Live	Module - Interactive Data Visualization (IDV) Add-on (1 of 2)	\$ 636.69	1	\$ 636.69
Live	Module - Interactive Data Visualization (IDV) Add-on (2 of 2)	\$ 606.38	1	\$ 606.38
Live	Module - Online Compliance Utility (OCU) Site: Sonoma County Fire District/Medic Ambulance	\$ 9,550.41	1	\$ 9,550.41
Live	Module - Online Compliance Utility (OCU) Add-on Site: Bells Healdsburg Ambulance	\$ 1,432.56	1	\$ 1,432.56
Live	Module - FirstPass (Base)	\$ 7,276.50	1	\$ 7,276.50
Live	Module - FirstPass Add-on (Bells Healdsburg Ambulance)	\$ 2,425.50	1	\$ 2,425.50
Live	Module - FirstPass Add-on (Sonoma County Fire District/Medic Ambulance)	\$ 2,425.50	1	\$ 2,425.50
Live	Triggers - 16 of 20 Standard Triggers (See Exhibit 1- Sonoma Addition for details of each live trigger)	\$ 200.00	20	\$ 4,000.00
Subtotal of Live Products				\$36,196.31
Not Live	Implementation Triggers-3 of 6 Standard are Not Live (See Exhibit 1 for details)	\$ 200.00	3	\$ 600.00
Not Live	Sonoma Additional Triggers-4 of 20 Standard are Not Live (See Exhibit 1 for details)	\$ 200.00	4	\$ 800.00
Not Live	Reports - Custom (Based on 29 of 40 Report hours)	\$ 49.50	29	\$ 1,435.50
Not Live	Module - Performance Plus (Swapped 11 of 40 Report hours for PPM)	\$ 519.50	1	\$ 519.50
Contract Year 5 Grand Total				\$39,551.31

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Exhibit 1

Schedule of Triggers with Metric and Details for Each Live Trigger

Count	TriggerID	Trigger Name	Note	Created On
Included as "All Calls" – Do not count towards trigger buckets				
	68441	CVEMSA - All Incidents	Included as "All Calls"	12/7/2023
	21969	CVEMSA - All Patient Care Reports - Elite	Included as "All Calls"	1/18/2017
	68442	CVEMSA - All Responses	Included as "All Calls"	12/7/2023
Implementation				
1	71101	CVEMSA - Opioid Overdose (MC) (PCR)	Coastal Valleys EMS (1 of 6)	11/16/2024
2	71763	CVEMSA - Respiratory (MC) (PCR)	Coastal Valleys EMS (2 of 6)	12/23/2024
3	71751	CVEMSA - Respiratory (SC/MC) (PCR)	Coastal Valleys EMS (3 of 6)	12/20/2024
4	TBD	To be defined	Coastal Valleys EMS (4 of 6)	
5	TBD	To be defined	Coastal Valleys EMS (5 of 6)	
6	TBD	To be defined	Coastal Valleys EMS (6 of 6)	
Sonoma County - Addition				
1	24380	CoCo All Patient Care Reports - CALSTAR	Coastal Valleys EMS (1 of 20)	7/26/2017
2	24135	CoCo All Patient Care Reports - REACH	Coastal Valleys EMS (2 of 20)	6/22/2017
3	68695	CVEMSA - Opioid Overdose (SC) (PCR)	Coastal Valleys EMS (3 of 20)	1/12/2024
4	24389	CVEMSA - 20 Min Hospital Offload	Coastal Valleys EMS (4 of 20)	7/28/2017
5	70602	CVEMSA - Bomb Threats / Explosions	Coastal Valleys EMS (5 of 20)	8/15/2024
6	70326	CVEMSA - Drowning/Near Drowning (CAD)	Coastal Valleys EMS (6 of 20)	7/12/2024
7	70607	CVEMSA - Frequent Patient (PCR)	Coastal Valleys EMS (7 of 20)	8/16/2024
8	68883	CVEMSA - Hospital Offload 45Min (DRAFT)	Coastal Valleys EMS (8 of 20)	2/5/2024
9	70603	CVEMSA - Major Incident / MCI	Coastal Valleys EMS (9 of 20)	8/15/2024
10	70597	CVEMSA - Response Time - Rural (28:59)	Coastal Valleys EMS (10 of 20)	8/15/2024
11	70591	CVEMSA - Response Time - Rural (32:59)	Coastal Valleys EMS (11 of 20)	8/14/2024
12	70599	CVEMSA - Response Time - Semi Rural (13:59)	Coastal Valleys EMS (12 of 20)	8/15/2024
13	70598	CVEMSA - Response Time - Semi Rural (17:59)	Coastal Valleys EMS (13 of 20)	8/15/2024
14	70600	CVEMSA - Response Time - Urban (11:59)	Coastal Valleys EMS (14 of 20)	8/15/2024
15	70601	CVEMSA - Response Time - Urban (6:59)	Coastal Valleys EMS (15 of 20)	8/15/2024
16	68443	EOA - All Patient Care Reports	Coastal Valleys EMS (16 of 20)	12/7/2023
17	74671	Santa Rosa - All Incidents	Coastal Valleys EMS (17 of 20)	10/21/2025
18	74672	Santa Rosa - All Responses	Coastal Valleys EMS (18 of 20)	10/21/2025
19	TBD	To be defined	Coastal Valleys EMS (19 of 20)	
20	TBD	To be defined	Coastal Valleys EMS (20 of 20)	