

1 [Contract Amendment - Canon U.S.A., Inc. - CopySmart Agreement - Leasing and Purchasing
2 of Multi-function Copier and Printer Devices - Not to Exceed \$9,000,000]

3 **Resolution approving the Second Amendment to TC96105A Contract # GRP0000023**
4 **between City, acting by and through its Office of Contract Administration, and Canon**
5 **U.S.A., Inc. for copier machine leases, rentals, and purchases; to increase the contract**
6 **amount by \$6,300,000 for a total not to exceed amount of \$15,300,000 with no changes**
7 **to the contract term of six years, eight months, and 15 days of April 1, 2024, through**
8 **December 15, 2030; and to authorize the Office of Contract Administration to make**
9 **necessary, non-material changes to the Amendment prior to its final execution by all**
10 **parties that do not materially increase the obligations or liabilities to the City and are**
11 **necessary or advisable to effectuate the purposes of the Agreement.**

12
13 WHEREAS, The original contractor, Canon Solutions America, Inc., was selected
14 pursuant to Administrative Code, Section 21.16(b) under which City piggybacked on the
15 solicitation for Print Goods and Services, RFP #00811-FEB2020, conducted by the University
16 of California and Omnia Partners on April 21, 2020, for copier leases and rentals; and

17 WHEREAS, On April 1, 2024, Office of Contract Administration and Canon Solutions
18 America, Inc. entered into an agreement for copier leases and rentals (“Original Agreement”);
19 and

20 WHEREAS, The Original Agreement had a term of April 1, 2024, through December
21 15, 2025, and a not to exceed amount of \$9,000,000; and

22 WHEREAS, City and original contractor executed a Novation Agreement (“Agreement”)
23 on July 1, 2025, to transfer all obligations under the Original Agreement from the original
24 contractor and Canon subsidiary, Canon Solutions America, Inc., to the current Contractor
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1 and Canon subsidiary, Canon U.S.A., Inc., without any change to the Original Agreement's
2 term or not to exceed amount; and

3 WHEREAS, City and Contractor executed the First Amendment to the Agreement on
4 November 26, 2025, to extend the term through to December 15, 2030, with no change to the
5 not to exceed amount; and

6 WHEREAS, The Office of Contract Administration wishes to amend the Agreement by
7 increasing the maximum expenditure by \$6,300,000 for a total not to exceed amount of
8 \$15,300,000 (the "Second Amendment"); and

9 WHEREAS, Charter, Section 9.118(b), requires Board of Supervisors' approval by
10 Resolution of any contract which, when entered into, extends over 10 years, and of any
11 contract which, when entered into, costs the City \$10,000,000 or more; and

12 WHEREAS, The proposed Second Amendment contained in File No. _____, is
13 substantially in final form, with all material terms and conditions included, and only remains to
14 be executed by the parties upon approval of this Resolution; now, therefore, be it

15 RESOLVED, That the Board of Supervisors hereby approves the Second Amendment
16 in substantially the form contained in File No. _____; and, be it

17 FURTHER RESOLVED, That the Board of Supervisors authorizes the Office of
18 Contract Administration to make any modifications to the Second Amendment, prior to its final
19 execution by all parties, that the Office of Contract Administration determines, in consultation
20 with the City Attorney, are consistent with this Resolution, in the best interest of the City, do
21 not materially increase the obligations or liabilities of the City, are necessary or advisable to
22 effectuate the purposes of the Amendment, and are in compliance with all applicable laws,
23 including City's Charter; and, be it

24 FURTHER RESOLVED, That within 30 days of the Second Amendment being fully
25 executed by all parties, the Office of Contract Administration shall submit to the Clerk of the

1 Board of Supervisors a completely executed copy for inclusion in File No. _____; this
2 requirement and obligation resides with the Department, and is for purposes of having a
3 complete file only, and in no manner affects the validity of approved Second Amendment.
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