

HISTORY: SOFTWARE LICENSE AND PROFESSIONAL SERVICES AGREEMENT WITH TYLER TECHNOLOGIES

089-0408-P IMPLEMENTATION OF JUSTICE CONSOLIDATED CASE MANAGEMENT SYSTEM (CCMS)

- Awarded by the BCC on **December 14, 2010**. Master Agreement (*Software License and Professional Services Agreement*) governs all services in the contract and any associated exhibits.
- Components
 1. Implementation
 2. Maintenance & Support
 3. Additional Professional Services (available on section 2.8 of Master Agreement and Section 4 of Maintenance & Support Agreement
 4. Survival Clause states that the following provisions shall survive the *expiration or termination* of the Term of this Agreement: 1; 3; 7; **11**; 12; 13; 14; 16; 18; 20-**24**; 26; 28-31; 33; 34; and 35. Note the follo

11. Term/Services Commencement Date.

11.1 The term of this Agreement shall commence on the Effective Date and shall continue and be in full force and effect for a period of thirty-six (36) months, or completion of the Services as provided in the Agreement, whichever occurs first, unless terminated or extended in accordance with the provisions of this Agreement.

11.2 The County, at its sole option, may elect to extend the term for an additional twelve (12) month period pursuant to the same terms, conditions, and pricing set forth in the Agreement, by giving written notice to Tyler of its election at least sixty (60) days prior to the expiration of the initial term.

24. Exhibits, Amendments and Attachments.

The following documents are incorporated by reference into this Agreement:

- Exhibit A – Justice CCMS Statement of Work
- Exhibit B – Deliverables and Payment Schedule
- Exhibit C – Justice CCMS Project Schedule
- Exhibit D – Functional Requirements
- Exhibit E – Justice CCMS Required Interfaces and Extracts
- **Exhibit F – Maintenance and Support Agreement**
- Exhibit G – Defect Escalation Procedures
- Exhibit H – Hardware and Operating Requirements

1. PROJECT IMPLEMENTATION

- Refer to Exhibits A- E of the Master
- CPA # 400230 – OPUS Replacement for i11 MPO # 233501
- A total of 16 Change Orders
- Project completed on December 2015 (per Change Order 16)

2. MAINTENANCE & SUPPORT SERVICES

- Exhibit F of Master Agreement
- CPA 418922
 - Assigned contract # **145-0347-M** to track maintenance expenses. Amount on CPA was calculated on the maintenance fee below and any possible annual increases.
- Section 7.1 Annual Maintenance Fee
 - Upon completion of system warranty period on November 2014 (90-days from Go-Live on August 2014), fees would be \$267,288 and fixed for the following two fiscal years. Thereafter, subject to increases limited to the lesser of 6% increase or CPI for all urban consumers.
- Section 8 Term- annual auto renewals
 - Annual auto renewals.
 - May be terminated by giving a minimum of 90-days’ notice prior to the anniversary of the then current term.
 - For administrative purposes only, CPA has end date of 9/30/2025. However, staff must follow up with department each year to update CPA as required.
- Section 4- Allows for additional services without limitation
 - On February 2016, C. Carro requested guidance on how to include funds in the maintenance agreement to provide for additional services (per Section 4).
 - It was agreed upon they would obtain the rates to request funds to the Board (Approx \$100-200K/year).
 - On May 2016 they started requesting to process Authorization Orders (AO’s) for enhancements as allowed under Section 4.
 - Initial AO (\$22K) went to County Admin for approval since the Board originally approved the Maintenance contract.
 - A total of 5 different projects for enhancements were processed totaling \$174,880.
 - In an effort to minimize redundancies, staff requested BTS to provide expenditure for enhancements for the following 24-months

3. PROFESSIONAL SERVICES IN SUPPORT ODYSSEY SOFTWARE

- Assigned contract # **167-0054-A (CPA # 425066) for a period of 24-months**
- Approved by the Board on November 22, 2016
- Provided for anticipated CCMS enhancements for the following 24-months on a time and materials basis, inclusive of any travel. Thereafter, rates shall be subject to a not-to-exceed annual increase of 3 % through 2019.
- Approved Amount NTE \$1,346,040 based on the following anticipated projects:
 - Justice and Consumer Services Application – \$265K
 - Justice CCMS Enhancements - \$1,081,040
- All terms and conditions remain the same as negotiated under the BCC-approved Master Agreement from December 14, 2010 above.
- All related PO’s must include the following verbiage:
“The following Authorization Order is made under Contract # 089-0408-P(JL) Software License and Professional Services Agreement (“Agreement”) entered into by the parties on or about December 14, 2010. The work described herein shall be governed by the terms the Agreement. Milestone payment instruction shall be specific to this Authorization Order and accommodated. All other terms and conditions of the Agreement shall remain in full force and effect.”

ISSUE:

→ CPA # 425066 (167-0054-A) expires 11/21/2018. \$839,434 available due that some projects have not start or have not been complete.

SOLUTION:

→ Per conversation with Joe Lauro on 10/3/2018, regardless of the assigned numbers, services are governed by the Master Agreement approved by the BCC on December 10, 2010.
→ Therefore, since there are no material changes and to avoid redundancies, project enhancements should be tracked manually and balance from 167-0054-A should be transferred to the Maintenance CPA.
→ Enhancement related PO’s to include agreed upon verbiage above