



AGREEMENT SUMMARY

1. Other Contracting Party:
GROUPWARE TECHNOLOGIES, INC.

2. Proposed Action:
New Contract Amendment, Number 2. Renewal Extension

3. Document Type (select one):
Other Software Hosting and Maintenance Support Services Agreement

4. Purpose/Description:
Continued Hosting and Maintenance Support of the Provide Enterprise Management Information System Software for the Ryan White Part A Program, including new releases and future upgrades of the software.

5. Special Provisions (select if applicable):
Living Wage Program SBE Sheltered Market Program
Workforce Investment Pilot Program M/WBE Program
Federal DBE/ACDBE program In-Kind Match Required: \$ ____ or ____ %
CBE Program Cash Match Required: \$ ____ or ____ %

6.a. Effective Dates (for new agreements only):
Start : End:
6.b. Effective Dates (amendments only):
No Change
End date has changed from OCTOBER 31, 2017 to OCTOBER 31, 2022.
Term has from to

7. Contract Administrator:
Name: Kimm Campbell
Phone: 954-357-6382
8. Contract Type:
Cost reimbursement Open-end
Firm fixed price Time and materials
Performance-based Other

9.a. Contract Value (new contracts)
9.b. Contract Value (amendments only)
Table with contract value details including Base amount, Reimbursables, Optional Services, Total contract value, Original approved contract value, Approved previous adjustments, Value of this action, Amended total contract value.

10. Payment Method
Lump Sum Payment
Milestone or Progress-Based
Scheduled or Time-Based
Other UNIT OF SERVICE
11. Payment Terms
Per Art 4.2, fees for annual license, support, and data hosting may be invoiced annually in advance. County shall pay vendor within thirty (30) calendar days of receipt of proper invoice.

12. Cost Adjustment
Not Applicable Fixed Percentage - % Actual Cost
CPI or other Index Fixed Amount - \$ Other:

13. Equity Program Participation Summary
a. County established M/WBE, SBE, CDBE, CBE, DBE or ACDBE participation goal for this action or project: N/A
b. Contractor-committed M/WBE, SBE, CDBE, CBE, DBE or ACDBE participation goal planned for this action or project: N/A
c. M/WBE, SBE, CDBE, CBE, DBE or ACDBE participation to date: N/A

14. Renewal or Extension Terms:
AUTHORIZES FIVE ONE-YEAR ANNUAL RENEWALS, WITH TOTAL NOT TO EXCEED AMOUNT OF \$1,625,000.00 PLUS AN ADDITIONAL \$1,025,000 FOR OPTIONAL SERVICES.
15. Termination and Cancellation Provisions
For Cause: PER ART. 7.1, BY AGGRIEVED PARTY IF BREACH HAS NOT BEEN CORRECTED WITHIN TEN (10) DAYS OF WRITTEN NOTICE
For Convenience: PER ART. 7.1, BY THE BOARD, BUT NO LESS THAN THIRTY (30) DAYS AFTER WRITTEN NOTICE.

16. Deliverables, milestones or scope of this action:
Hosting and Software Maintenance Support Services including updates for optional service modules to meet HRSA reporting requirements.

17. List terms, considerations or deviations from standard county form.
Vendor is providing a SOC I Type II report for the vendor's data center, rather than the County recommended SOC II, Type 2 report

(regarding the vendor's complete information systems inclusive of the data center). Both a SOC I Type II and a SOC 2 Type II report provides assurance that an independent 3rd party has attested to the implementation of proper controls.

Invoicing is annually in advance for software and support rather than the preferred quarterly in arrears. This is consistent with the County's historical billing relationship with this vendor.

Rev. 1/1/15