



## RESOLUTION 2018-076

### **AUTHORIZING THE CITY MANAGER TO AMEND THE EXISTING SOFTWARE AGREEMENT WITH OPENGOV TO INCREASE THE AGREEMENT AMOUNT AND ADD SOFTWARE**

**WHEREAS**, the City Manager executed a software agreement with OpenGov effective January 8, 2017 for financial transparency software with a five-year total cost of \$23,085; and

**WHEREAS**, the above contract was amended effective January 1, 2018 to add the OpenGov Stories application and extend the contract term through December 31, 2022, with a new total contract cost of \$63,353.72; and

**WHEREAS**, OpenGov now offers an additional budget module that will streamline the City's budget process; and

**WHEREAS**, the budget module includes a personnel management component that will provide more accurate personnel cost projections to be used in budget preparation; and

**WHEREAS**, personnel costs make up nearly 75% of total expenditures within the General Fund; and

**WHEREAS**, maintaining accuracy in the City's five-year financial projections is critical as upcoming increases in personnel-related costs such as PERS are projected to grow dramatically; and

**WHEREAS**, the total five-year cost of the contract with the addition of the above-described software would be \$144,522.72; and

**WHEREAS**, Resolution 2018-068 requires that contract amendments which result in a total contract cost which exceeds \$100,000 must be approved by Council; and

**WHEREAS**, a contract amendment has been developed (attached hereto as Exhibit A) which details the additional software solutions and associated fees; and

**WHEREAS**, it appears to Council that acquisition of the above-described software, with its integration and compatibility with the software currently in use by the City, and approval of the attached contract amendment, are in the best interest of the City.

### **NOW, THEREFORE, THE CITY OF SHERWOOD RESOLVES AS FOLLOWS:**

**Section 1.** The City Manager is authorized to execute an amendment to the existing Software Agreement with OpenGov, in a form substantially similar to the Agreement Amendment attached hereto as Exhibit A, increasing the contract amount by \$81,169 from \$63,353.72

to \$144,522.72, and to take such actions as necessary to implement the amended agreement.

**Section 2.** This Resolution shall be effective upon its approval and adoption.

**Duly passed by the City Council this 4<sup>th</sup> of September, 2018.**

  
Keith Mays, Mayor

Attest:

  
Sylvia Murphy, MMC, City Recorder

**Amendment 1 to the  
OpenGov, Inc. Software Agreement  
with  
City of Sherwood, OR**

This Amendment 1 ("Amendment 1") dated \_\_\_\_\_ ("Amendment 1 Effective Date"), to that **OpenGov, Inc. Software Agreement** between the parties dated January 1, 2018 ("Agreement") is made by and between OpenGov, Inc. a Delaware Corporation ("OpenGov") and City of Sherwood, Oregon ("Customer").

**1. Definitions.** The definitions of certain terms used in this Amendment with initial capitalized letters, if not defined herein, shall have the definitions set forth in the Agreement.

**2. Software Services and Fees:** Delete the following fee and billing schedule:

Solution	Effective Date	End Date	Annual Fee	Total Price
OpenGov Reporting & Analysis	1/1/2018	12/31/2018	\$7,695.00	\$7,695.00
CREDIT for Prepaid Unused Fees for OpenGov Reporting & Analysis services from 1/1/2018 through 1/7/2018	1/1/2018	1/7/2018	\$0.00	-\$147.58
OpenGov Stories	1/1/2018	12/31/2018	\$2,780.70	\$2,780.70
OpenGov Reporting & Analysis	1/1/2019	12/31/2022	\$7,695.00	\$30,780.00
OpenGov Stories	1/1/2019	12/31/2022	\$5,561.40	\$22,245.60

Annual Fee	\$13,256.40	Grand Total	\$63,353.72
Billing Frequency	Annual - See Chart Below		

Billing Date	Amount Due
January 1, 2018	\$10,328.12
January 1, 2019	\$13,256.40
January 1, 2020	\$13,256.40
January 1, 2021	\$13,256.40
January 1, 2022	\$13,256.40

And replace it with the following fee and billing schedule:

Solution	Start Date	End Date	Annual Fee	Total Price
OpenGov Reporting & Analysis	1/1/2018	12/31/2018	\$7,695.00	\$7,695.00*
CREDIT for Prepaid Unused Fees for OpenGov Reporting & Analysis services from 1/1/2018 through 1/7/2018	1/1/2018	1/7/2018	\$0.00	-\$147.58*
OpenGov Stories	1/1/2018	12/31/2018	\$2,780.70	\$2,780.70*
OpenGov Reporting & Analysis	1/1/2019	12/31/2022	\$7,695.00	\$30,780.00
OpenGov Stories	1/1/2019	12/31/2022	\$5,561.40	\$22,245.60
OpenGov Budget Builder (Prorated Term)	9/1/2018	12/31/2018	\$12,952.00	\$4,317.33
OpenGov Custom Integration (Prorated Term)	9/1/2018	12/31/2018	\$2,975.00	\$991.67
OpenGov Workforce Planning	9/1/2018	12/31/2022	\$0.00	\$0.00
OpenGov Budget Builder	1/1/2019	12/31/2022	\$12,952.00	\$51,808.00
OpenGov Custom Integration	1/1/2019	12/31/2022	\$2,975.00	\$11,900.00
Budget Builder Deployment (One-Time Fee)	9/1/2018		\$0.00	\$12,152.00

**Pricing for Optional Wdesk Budget Book Add-On:** Pricing for OpenGov Wdesk Budget Book (\$5,000.00 annual fee) and OpenGov Wdesk Budget Book Standard Deployment (\$7,500.00 one-time fee) is valid until January 31, 2019.

Annual Fee \$29,183.40  
 Billing Frequency Annual - See Chart Below

Grand Total \$144,522.72

Billing Date	Amount Due
January 1, 2018	\$10,328.12*
September 1, 2018	\$17,461.00
January 1, 2019	\$29,183.40
January 1, 2020	\$29,183.40
January 1, 2021	\$29,183.40
January 1, 2022	\$29,183.40

*\*Note: Customer has already paid OpenGov \$10,328.12*

**3. Legal Effect.** The modifications set forth in this Amendment 1 are effective as of the date first written above. This Amendment 1 shall expire unless signed by Customer by September 1, 2018. Except as expressly amended or modified by the terms of this Amendment 1, all other terms of the Agreement shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the parties have caused this Amendment 1 to be executed by their duly authorized representatives as of the date and year first written above.

**Customer: City of Sherwood, OR**

**OpenGov, Inc.**

Signature \_\_\_\_\_  
 Name \_\_\_\_\_  
 Title \_\_\_\_\_  
 Date \_\_\_\_\_

Signature \_\_\_\_\_  
 Name \_\_\_\_\_  
 Title \_\_\_\_\_  
 Date \_\_\_\_\_