

AMENDMENT 11 TO THE CONTRACT FOR INTEGRATED FINANCIAL MANAGEMENT SYSTEM

This Amendment 11 dated effective February 8, 2023 (the “**Effective Date**”), to the Contract for Integrated Financial Management System between Snohomish County and SFG Technologies (U.S.) Inc., executed on February 20, 1996 (the “**Original Contract**”), as subsequently amended by Amendment 1, on May 11, 2000; Amendment 3, on January 15, 2005; Amendment 4, on March 12, 2011; Amendment 5, on February 21, 2012; Amendment 6, on October 2, 2014; Change Order to Amendment 6 on May 6, 2015; Amendment 7, on December 21, 2017; Amendment 8 on April 7, 2020; Amendment 9 on September 30, 2021 (“**Amendment 9**”); and Amendment 10 on December 16, 2022 (together hereafter “the **Master Contract**”), is made by and between Snohomish County, a political subdivision of the State of Washington (the “**County**”) and Cayenta, a division of N. Harris Computer Corporation, an Ontario, Canada corporation, hereafter (the “**Contractor**”), formerly SFG Technologies (U.S.) Inc.

RECITALS

WHEREAS, the Master Contract has been amended over time to allow for upgrades and continued software support services; and

WHEREAS, on February 8, 2023, the parties agreed in Change Order CO-004 to the Professional Services Agreement for Cayenta Upgrade executed on September 30, 2021, that the County shall no longer license and implement the Additional Software referenced as Cayenta Payment Processing listed in Exhibit B 2022 of Amendment 10 (“**Payment Processing**”); and

WHEREAS, Exhibit B 2022 of Amendment 10 (“**Exhibit B 2022**”) must be replaced with the attached Exhibit B 2023 to reflect the License Fees of the Additional Software, with the removal of Cayenta Payment Processing.

NOW THEREFORE, in consideration of the covenants hereinafter set forth and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the County and the Contractor agree as follows:

1. Section 2.14.43 “Exhibit B Contractor License and Support” of the Original Contract is amended by replacing Exhibit B 2022 with Exhibit B 2023, attached and incorporated into the Master Contract by this reference.
2. Except as expressly provided in this Amendment 11, all of the terms and conditions of the Master Contract (which include Amendment 1, Amendment 3, Amendment 4, Amendment 5, Amendment 6, Amendment 7, Amendment 8, Amendment 9, and Amendment 10, including exhibits thereto) are ratified and affirmed and remain in full force and effect. If there is a conflict between any of the terms and conditions contained in the Master Contract and any of the terms and conditions expressly set forth in this Amendment 11, the terms and conditions expressly set forth in this Amendment 11 shall control.
3. All capitalized terms not defined in this Amendment 11 have the meanings given to them by the Master Contract.
4. This Amendment 11 may be executed in counterparts (whether by facsimile signature, PDF via email, or otherwise) and each of which when so executed shall constitute an original and all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment 11 to be duly executed to take effect as of the Effective Date, notwithstanding the date of execution.

N. HARRIS COMPUTER CORPORATION, acting through its Cayenta Division

DocuSigned by:
By: Larissa Wong
Printed Name: Larissa Wong
Title: Vice President, Professional Services
Date: 7/5/2023

SNOHOMISH COUNTY

By: _____
Printed Name: Ken Klein
Title: Executive Director
Date: _____

COUNCIL USE ONLY	
Approved	<u>7/19/2023</u>
ECAF #	<u>2023-0735</u>
MOT/ORD	<u>Motion 23-299</u>

Exhibit B 2023**TABLE I: Licensed Additional Software**

The County shall license the following Licensed Additional Software from Contractor and shall pay the corresponding License Fees and Support Fees:

LICENSED ADDITIONAL SOFTWARE		
Description of Additional Software	Initial License Fees	Annual Support Fees
Cayenta Analytics – General Ledger	\$15,000.00	\$3,750.00
Cayenta Dashboard	\$15,000.00	\$3,750.00
Cayenta Budget Preparation (embedded Cognos TM1 Planning Analytics with 10 User Licenses)	\$48,000.00	\$12,000.00
Cayenta Contract Management	\$5,000.00	\$1,250.00
Cayenta Miscellaneous Receivables	\$0.00	\$0.00
Cayenta Payment Processing	\$0.00	\$0.00
Cayenta v9 Upgrade With Base Cognos Software	\$10,000.00	\$2,500.00
Cayenta v9 with Cognos Discount	-\$10,000.00	\$0.00
Total	\$83,000.00	\$23,250.00

Additional Budget Prep – Cognos TM1 user cost:

\$1,300 Per additional user, plus 25% annual maintenance (for 1-year from contract signing, otherwise Current Cognos third-party rates will apply).

TABLE II: Software Subscription

The County subscribes to the following Additional Software and shall pay the corresponding Annual Subscription Fees:

SOFTWARE		
Description of Additional Software included in Software Subscription		Annual Subscription Fees
Cayenta Link Using Excel (CLUE) – 4 subscriptions @ \$500 annual charge per named user (one Named User can be substituted for another Named User at any point during the year)	-	\$2,000.00
Cayenta Connect Finance (100 Concurrent Financial Users)	-	\$10,020.00
Cayenta Connect Finance (100 Unique Expense Entry Users)*	-	\$5,004.00
Total	-	\$17,024.00

*Contractor will audit yearly (for the previous twelve months) unique Expense Entry Users per month, and then average the twelve months. If the 'averaged Unique User count' is greater than 100, then additional subscriptions will be purchased for the number over 100.

Additional Cayenta CLUE subscription cost:

\$500 Per additional user (subject to an annual increase that is equivalent to the annual increase applicable to the Support Fees under the Master Contract).

Additional Cayenta Connect Finance subscription cost:

Pricing below is per additional user (subject to an annual increase that is equivalent to the annual increase applicable to the Support Fees under the Master Contract).

CONNECT FINANCE FINANCIAL USERS	
Number of Users	Annual Cost Per User
101 to 200	\$90.24
201 to 300	\$80.16
301 to 400	\$70.20
401 to unlimited	\$60.12

Additional Cayenta Connect Expense Entry subscription cost:

Pricing below is per additional user (subject to an annual increase that is equivalent to the annual increase applicable to the Support Fees under the Master Contract).

CONNECT FINANCE EXPENSE ENTRY USERS	
Number of Users	Annual Cost Per User
101 to 250	\$50.04
251 to 500	\$45.12
501 to 1,000	\$40.08
1,001 to 2,000	\$35.16
2,001 to unlimited	\$30.12

PAYMENT TERMS

- (i) **ANNUAL SUBSCRIPTION FEES - ANNUAL INCREASES.** The Annual Subscription Fees are subject to an annual increase that is equivalent to the annual increase applicable to the Support Fees under the Master Contract.
- (iii) **SUPPORT FEES.** The Support Fees are subject to annual increases in accordance with the Master Contract.
- (iv) **NET 30.** Support Fees and Annual Subscription Fees shall be paid within thirty (30) days after the invoice date.
- (v) **FEES EXCLUSIVE OF TAXES.** The Fees (being the License Fees, the Support Fees and/or the Annual Subscription Fees) are exclusive of taxes and the County shall pay all applicable taxes, unless a tax exemption certificate is provided to Contractor on or before the Effective Date.

- (vi) **OVERDUE ACCOUNTS.** Past due amounts shall bear interest in accordance with the Master Contract. The County shall reimburse Contractor for all reasonable costs incurred (including reasonable attorneys' fees) in collecting past due amounts owed by the County.

PAYMENT	
Licenses - Due on contract signing	Amount Due
Cayenta Licenses	\$83,000.00
Total	\$83,000.00

PAYMENT	
Annual Subscriptions Fees - Due on contract signing and thereafter 30 days after receipt of annual invoice	Amount Due
Cayenta Link Using Excel (CLUE)	\$2,000.00
Cayenta Connect Finance (100 Finance Users)	\$10,020.00
Cayenta Connect Finance (100 Expense Entry Users)	\$5,004.00
Total	\$17,024.00

PAYMENT	
Support Fees with respect to Third-Party Components - Due on installation and thereafter 30 days after receipt of annual invoice (prorated based on installation date)	Amount Due
IBM Cognos Base License for reports	\$2,500.00
IBM Cognos TM1 Annual Maintenance	\$7,000.00
Total	\$9,500.00

PAYMENT	
Balance of Support Fees – Due on Final Acceptance and thereafter 30 days after receipt of annual invoice	Amount Due
Cayenta Analytics – General Ledger	\$3,750.00
Cayenta Dashboard	\$3,750.00
Cayenta Budget Preparation	\$5,000.00
Cayenta Contract Management	\$1,250.00
Total	\$13,750.00