



Monterey County

Board Order

168 West Alisal Street,
1st Floor
Salinas, CA 93901
831.755.5066

Upon motion of Supervisor Potter, seconded by Supervisor Phillips and carried by those members present, the Board of Supervisors hereby:

Approved and authorized the Auditor/Controller to execute CGI Statement of Work No. 12 (SOW 12) in the amount of \$8,218,497 to provide CGI Advantage Enterprise Resource Planning (ERP) System upgrade services for the implementation of the CGI Advantage ERP System version 3.10 (v3.10) production environment.

PASSED AND ADOPTED on this 22nd day of March 2016, by the following vote, to wit:

AYES: Supervisors Armenta, Phillips, Salinas, Parker and Potter

NOES: None

ABSENT: None

I, Gail T. Borkowski, Clerk of the Board of Supervisors of the County of Monterey, State of California, hereby certify that the foregoing is a true copy of an original order of said Board of Supervisors duly made and entered in the minutes thereof of Minute Book 79 for the meeting on March 22, 2016.

Dated: March 24, 2016
File ID: 16-343

Gail T. Borkowski, Clerk of the Board of Supervisors
County of Monterey, State of California

By Denise Hancock
Deputy

STATEMENT OF WORK

This Statement of Work Number No. 12 (this "SOW" or "Statement of Work") is entered into this 23 day of March 2016 pursuant to and is subject to and governed by the terms of, that certain Master Services Agreement dated effective as of April 07, 2008 (the "Agreement") by and between the County of Monterey ("Customer" or "County"), a political subdivision of the State of California having a place of business at 168 W. Alisal Street, 3rd Floor, Salinas, CA 93901, and CGI Technologies and Solutions Inc. ("CGI"), a Delaware corporation having its principal place of business at 11325 Random Hills Road, Fairfax, Virginia, 22030.

1. Effective Date of this Statement of Work

Effective Date of this Statement of Work: March 23, 2016.

2. Project Title

CGI Advantage ERP 3.10.0.1 System Upgrade

3. Additional Terms Applicable to this Statement of Work.

Notwithstanding the provisions of section 4.B of the Agreement, for purposes of this Statement of Work, the parties expressly agree that all invoices submitted hereunder shall be due and payable within thirty (30) days of the Customer's receipt of an invoice. For purposes of this Statement of Work, the parties agree to delete 15.C(II) of the Agreement.

4. CGI Solution Components

This Project includes the upgrade of the following CGI Advantage Products and the related Bundled Software Products ("CGI Advantage Solution") licensed to the County per the Proprietary Software License Agreement ("PSLA") number: 1396836 dated April 07, 2008.

Financial Management System

- Financial Management Base System (Includes General Ledger, Accounts Payable and Billing & Accounts Receivable)
- Asset Management
- Project & Grants Accounting
- Treasury Accounting

Procurement System

- Professional
- Vendor



Monterey County Board of Supervisors

Board Order

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Agreement No.: A-13474

Upon motion of Supervisor Salinas, seconded by Supervisor Phillips and carried by those members present, the Board of Supervisors hereby:

Approved and authorized the Auditor-Controller to execute Amendment No. 1 to CGI Technologies SOW 12 to include an increase of \$1,589,908 for a new total of \$9,804,801, and to extend implementation deadlines. (4/5ths vote required.)

PASSED AND ADOPTED on this 31st day of January 2017, by the following vote, to wit:

AYES: Supervisors Alejo, Phillips, Salinas, Parker and Adams
NOES: None
ABSENT: None

I, Gail T. Borkowski, Clerk of the Board of Supervisors of the County of Monterey, State of California, hereby certify that the foregoing is a true copy of an original order of said Board of Supervisors duly made and entered in the minutes thereof of Minute Book 79 for the meeting on January 31, 2017.

Dated: February 15, 2017
File ID:17-0065
Updated: 03-21-17
Agreement No. Added

Gail T. Borkowski, Clerk of the Board of Supervisors
County of Monterey, State of California

By Denise Hancock
Deputy



Amendment No. 1 to Statement of Work No. 12

This Amendment No. 1 (the "Amendment") to Statement of Work No. 12 (the "SOW") is entered into pursuant to, and is subject to and governed by the terms of, that certain Master Services Agreement dated effective as of April 7, 2012 (the "Agreement") by and between the County of Monterey ("Customer" or the "County"), a political subdivision of the State of California having a place of business at 168 W. Alisal Street, 3rd Floor, Salinas, CA 93901, and CGI Technologies and Solutions Inc. ("CGI"), a Delaware corporation having its principal place of business at 4050 Legato Road, Fairfax, Virginia, 22033.

1. Effective Date of this Statement of Work.

This Amendment is dated January 31, 2017. The services to be performed under the SOW as amended will end on December 31, 2017.

2. Services to be Performed and Schedule of Performance.

Under this Amendment, CGI will provide staff augmentation and consulting support as defined herein to the County of Monterey for ERP Upgrade development efforts for CGI Advantage Upgrade 3.10.0.1 related to Performance Budget Financial and Human Resource Management. Specifically, CGI will provide the following:

| ID# | Title | Description |
|-----|--|--|
| 1 | ETL/Environment Staff Augmentation (CGI) | <p>Six (6) months of staff augmentation support for 3.10.0.1 environment management during upgrade work prior to go-live cutover.</p> <ul style="list-style-type: none">➤ The County has requested work formerly identified as County responsibility to be redirected to CGI for the management and support of ETL and environments in order to maintain project timelines. CGI will provide the County with supplemental resources and best practices for ETL management and environment management for six (6) months starting February 1, 2017 and ending on August 31, 2017. ETL maintenance billing will occur monthly. |
| 2 | Financial Staff Extension | <p>Services to support the County during a nine (9) week extension to the FIN project go-live. CGI staff will provide the following support to the County during this time:</p> <ul style="list-style-type: none">➤ Support County during extended UAT period.➤ Support County for the analysis and delivery of application configuration➤ Support County for the analysis and delivery of security and workflow setup.➤ Support County for new functionality configuration and data setup for Accounts Receivable and Cost Accounting post go-live. |
| 3 | HRM Staff Extension | <p>Services to support the County during a fifteen (15) week extension to the HRM project go-live. CGI staff will provide the following support to the County:</p> <ul style="list-style-type: none">➤ Support County during extended UAT period.➤ Support County for the analysis and delivery of application configuration |



Monterey County Board of Supervisors

Board Order

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Agreement No. 13474

Upon motion of Supervisor Parker, seconded by Supervisor Alejo and carried by those members present, the Board of Supervisors hereby:

- a. Approved and authorized the Auditor/Controller to execute an extension to CGI Technologies (CGI) Master Services Agreement, to extend and amend the Agreement for a five-year period ending on April 7, 2023 with no additional costs; and
- b. Approved and authorized the Auditor-Controller to execute Amendment No. 2 to CGI Technologies Statement of Work No. 12 to include an increase of \$804,290 for CGI staff to provide consulting support to meet the revised go-live date for the CGI Advantage ERP System 3.10 related to the Human Resource Management module (HRM).

PASSED AND ADOPTED this 29th day of August 2017, by the following vote, to wit:

AYES: Supervisors Alejo, Phillips, Parker and Adams
NOES: None
ABSENT: Supervisor Salinas

I, Gail T. Borkowski, Clerk of the Board of Supervisors of the County of Monterey, State of California, hereby certify that the foregoing is a true copy of an original order of said Board of Supervisors duly made and entered in the minutes thereof of Minute Book 80 for the meeting August 29, 2017.

Dated: September 1, 2017
File ID: 17-0808

Gail T. Borkowski, Clerk of the Board of Supervisors
County of Monterey, State of California

By Denise Hancock
Deputy

**EXTENSION AND AMENDMENT NO. 2 OF MASTER SERVICES AGREEMENT
BETWEEN THE COUNTY OF MONTEREY AND
CGI TECHNOLOGIES AND SOLUTIONS, INC.**

This Amendment No. 2 to the Master Services Agreement ("EXTENSION and AMENDMENT 2") between CGI Technologies and Solutions Inc., hereafter "CONTRACTOR" and the County of Monterey, a political subdivision of the State of California, hereinafter "COUNTY" is made as of August 29, 2017 ("Effective Date").

WHEREAS, CONTRACTOR and COUNTY previously entered into the Master Services Agreement dated April 7, 2008, for the provision of consulting, software development, and other professional services, as previously amended ("AGREEMENT"); and

WHEREAS, the AGREEMENT will expire pursuant to its terms on April 7, 2018; and

WHEREAS, COUNTY and CONTRACTOR wish to extend and amend the AGREEMENT for a five year period ending on April 7, 2023;

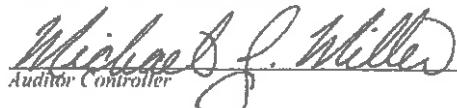
NOW THEREFORE,

For valuable consideration, the sufficiency of which is hereby acknowledged, COUNTY and CONTRACTOR agree as follows:

1. The term of the AGREEMENT is extended to April 7, 2023, and all of its provisions shall be deemed to have been in effect since the effective date of the original AGREEMENT.
2. Section 14. A, Term is deleted in its entirety and replaced with the following: "This AGREEMENT shall take force and effect as of the Effective Date and shall continue in force and effect until, and will expire on, April 7, 2023, unless sooner terminated in accordance with Section 14.B or another express provision of this AGREEMENT (except that if any Statement of Work is then in force and effect under which performance has not been entirely completed as of such date, then this AGREEMENT shall continue in force and effect, and shall not expire, until performance under such Statement of Work has been completed, although no further Statements of Work may be entered into hereunder)."
3. Except as provided herein, all remaining terms, conditions and provisions of the AGREEMENT are unchanged and unaffected by this EXTENSION AND AMENDMENT 2, and shall continue in full force and effect as set forth in the AGREEMENT;
4. A copy of this EXENSION AND AMENDMENT NO. 2 shall be attached to the original AGREEMENT dated April 7, 2008.

IN WITNESS WHEREOF, the County and CONTRACTOR execute this EXTENSION AND AMENDMENT NO. 2 as follows:

COUNTY OF MONTEREY


Michael B. J. Miller
Auditor Controller

Printed Name and Title

Date

CGI Technologies and Solutions


Pankaj Joshi
Signature of Chair, President, or Vice President

Pankaj Joshi, VP, Consulting Services

Printed Name and Title

August 29, 2017
Date

*INSTRUCTIONS: If CONTRACTOR is a corporation, including limited liability and non-profit corporations, the full legal name of the corporation shall be set forth above together with the signatures of two specified officers. If CONTRACTOR is a partnership, the name of the partnership shall be set forth above together with the signature of a partner who has authority to execute this Agreement on behalf of the partnership. If CONTRACTOR is contracting in an individual capacity, the individual shall set forth the name of the business, if any, and shall personally sign the Amendment.

Renewal and Amendment No. 2 of Agreement between Monterey County & CGI Technologies



Amendment No. 2 to Statement of Work No. 12

This Amendment No. 2 to Statement of Work ("SOW") No. 12 (the "Amendment") is entered into pursuant to, and is subject to and governed by the terms of, that certain Master Services Agreement dated effective as of April 7, 2008, (the "Agreement") by and between the County of Monterey ("Customer" or the "County"), a political subdivision of the State of California having a place of business at 168 W. Alisal Street, 3rd Floor, Salinas, CA 93901, and CGI Technologies and Solutions Inc. ("CGI"), a Delaware corporation having its principal place of business at 11325 Random Hills Road, Fairfax, VA 22030

1. Effective Date of this Amendment No. 2

This Amendment is effective as of August 29, 2017 and ends on May 31, 2018.

2. Services to be Performed and Schedule of Performance.

The purpose of Amendment 2 to SOW 12 is to provide consulting support to the County of Monterey for ERP Upgrade services for CGI Advantage Upgrade 3.10.0.1 related to Human Resource (HRM) at a fixed price. The County is requesting an extension to the HRM project go-live from September to November 2017. The services in items #1-3 below are to extend the CGI staff to provide support to the County to meet this revised date. The services in item #4 are to extend to a contingency February 2018 project go-live date.

| ID# | Title | Description |
|-----|--------------------------------------|--|
| 1 | Automated Online Performance Testing | <p>The County is requesting CGI to complete online automated performance testing. CGI automated online performance test for 3.10.0.1 will encompass the execution of simple transactions. This testing will measure the response time and transaction throughput while simulating the expected production online workload. To simulate production online usage a workload generation tool will be used (i.e. JMeter).</p> <ul style="list-style-type: none">➤ CGI will conduct Advantage Application Simple Online Performance testing for the most used pages in Advantage HRM and ESS applications.➤ Online Load Test – This automated testing will emulate actions that users take while logged into and using the application. Actions such as logging in, navigating through pages, searching, and querying. This testing will measure the response time and transaction throughput while simulating the expected production online workload.➤ Under the current Upgrade project, CGI will recommend application and database performance tuning that will be handled separately by County Application and database administrators and will be out of scope for this Amendment.➤ Outcome deliverable will be comprised of documented results of the Performance testing and Performance test plan & scripts. |
| 2 | Planning & Extension of UAT | <p>County is requesting CGI to provide support in the planning and execution of UAT as well as an extension. CGI will provide support in developing a project schedule, planning checklist and recommended logging process to ensure structured execution is implemented. CGI will not own testing scenarios directly.</p> <ul style="list-style-type: none">➤ Consolidate HRM UAT Plan into one Monterey County specific document.➤ Lead UAT Environment preparation. |