



Monterey County

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

Board Order

Agreement No.: A-11065

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

Authorized the Deputy Purchasing Agent for Natividad Medical Center (NMC) to execute Amendment No. 7 to the Agreement (A-11065) with Kronos, Inc., for software support and professional services at NMC, extending the Agreement an additional one (1) year period for a revised full term of November 20, 2007 through June 30, 2016 and adding \$126,328 for a revised total Agreement amount not to exceed \$2,582,692.

PASSED AND ADOPTED on this 14th day of July 2015, 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 78 for the meeting on July 14, 2015.

Dated: July 16, 2015
File ID: A 15-241

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

By *Danise Hancock*
Deputy

**AMENDMENT NO. 7
TO SERVICES AGREEMENT
BETWEEN KRONOS, INC., AND
NATIVIDAD MEDICAL CENTER
FOR
SOFTWARE SUPPORT & PROFESSIONAL SERVICES**

This Amendment No. 7 to the Services Agreement ("Agreement"), dated November 20, 2007 is entered into by and between the County of Monterey, on behalf of Natividad Medical Center (hereinafter "NMC"), and Kronos Incorporated., (hereinafter "CONTRACTOR"), with respect to the following:

RECITALS

WHEREAS, the Agreement was executed for Visionware, Workforce Timekeeper and Workforce Scheduler Services with a term of November 20, 2007 through September 30, 2010 and a total Agreement amount not to exceed \$558,930; and

WHEREAS, NMC and CONTRACTOR amended the Agreement via Amendment No. 1 to extend the term for an additional one year period through September 30, 2011 and to add an additional \$1,861,450, thereby increasing the total agreement amount to \$2,420,380; and

WHEREAS, NMC and CONTRACTOR amended the Agreement via Amendment No. 2 add an additional \$58,410, thereby increasing the total agreement amount to \$2,478,790; and

WHEREAS, NMC and CONTRACTOR amended the Agreement via Amendment No. 3 to extend the term for an additional twenty one (21) month period through June 30, 2013 and to reduce the amount by \$848,053, thereby decreasing the total agreement amount to \$1,630,737; and

WHEREAS, NMC and CONTRACTOR amended the Agreement via Amendment No.4 to extend the term for an additional one year period through June 30, 2014 and to add an additional \$584,126, thereby increasing the total agreement amount to \$2,214,863; and

WHEREAS, NMC and CONTRACTOR amended the Agreement via Amendment No. 5 to add an additional \$241,500, thereby increasing the total agreement amount to \$2,456,363; and

WHEREAS, NMC and CONTRACTOR amended the Agreement via Amendment No. 6 to extend the term for an additional one year period through June 30, 2015 with no increase to the total agreement amount; and

WHEREAS, Exhibit 4 & 5 of the Original Agreement, Attachment A of Amendment No.1, Attachments A & B of Amendment No.2, Amendment No.4 to Exhibit 1 of Amendment No.4, and Amendment No.5 to Exhibit A of Amendment No.5 shall be collectively referred to as "Exhibit A" from this point forward and shall represent the collective statement of work to date; and

WHEREAS, NMC and CONTRACTOR currently wish to amend the Agreement to extend the term for an additional one year period through June 30, 2016 to allow for services to continue, adding an additional \$126,328 as per the attached Exhibit A-7 Support Services Quote dated February 25, 2015, for a revised total Agreement amount not to exceed \$2,582,692.

AGREEMENT

NOW, THEREFORE, the parties agree to amend the Agreement as follows:

1. The Agreement is hereby renewed on the terms and conditions as set forth in Original Agreement and in Amendment No.1, Amendment No. 2, Amendment No. 3, Renewal and Amendment No. 4, Amendment No. 5, and Amendment No. 6, incorporated herein by this reference, except as specifically set forth below.

2. Section 1.1 under "TERM OF AGREEMENT" shall be amended to the following; *"The term of the AGREEMENT is November 1, 2007 through and including June 30, 2016"*.
3. Section 5, "Compensation and Payment" shall be amended to the following; *"It is mutually understood and agreed by both parties CONTRACTOR shall be compensated under the Agreement in accordance with the Order Forms which document the pricing for new services, and the Support Services Quotes and the Service Renewal Quotes both of which document pricing for the continuation of existing services, all in accordance with the payment terms and conditions of the Agreement"*.
4. Except as provided herein, all remaining terms, conditions and provisions of the Agreement are unchanged and unaffected by this Amendment No. 7 and shall continue in full force and effect as set forth in the Agreement and in Amendment No.1, Amendment No. 2, Amendment No. 3, Renewal and Amendment No. 4, Amendment No. 5, and Amendment No. 6.
5. A copy of this Amendment No. 7 shall be attached to the Original Agreement.

Signature page to follow

IN WITNESS WHEREOF, the parties hereto are in agreement with this Amendment No. 7 on the basis set forth in this document and have executed this Amendment No. 7 on the day and year set forth herein.

Natividad Medical Center

By: [Signature]
Gary R. Gray, DO, Interim CEO

Date: 7/16/15

APPROVED AS TO LEGAL PROVISIONS

By: [Signature]
Monterey County Deputy County Counsel

Date: 6/26/15

APPROVED AS TO FISCAL PROVISIONS

By: [Signature]
Monterey County Deputy Auditor/Controller

Date: 6-29-15

CONTRACTOR

Kronos, Inc.
CONTRACTOR's Business Name*** (see instructions)

[Signature]
Signature of Chair, President, or Vice-President

John O'Brien
Sr. Vice President, Global Sales

Name and Title

Date: July 24 2015

By: [Signature]

(Signature of Secretary, Asst. Secretary, CFO, Treasurer or Asst. Treasurer)

Alyce Moore, Asst. Secretary

Name and Title

Date: July 24, 2015

***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 (two signatures required).

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 (two signatures required).

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 Agreement (one signature required)



Support Services Quote

Page 1 of 3

Payment Terms: Net 30 Days
Currency: USD
Customer PO Number:

Quote Type: Renewal
Customer: NATIVIDAD MEDICAL CENTER
Solution ID: 6083270
Contract #: 1178219 R27-JAN-15
Date: 25-FEB-2015
Prepared by: Yolanda Abram / West3

Bill To: NATIVIDAD MEDICAL CENTER
1441 CONSTITUTION BLVD
SALINAS CA 93906
UNITED STATES

Ship To: NATIVIDAD MEDICAL CENTER
1441 CONSTITUTION BLVD
SALINAS CA 93906
UNITED STATES

Contact: L. JANINE BOUYEA
Email: bouyeaj@natividad.com

CONTRACT SUMMARY

Contract Period: 28-MAY-2015 - 30-JUN-2016

Description	Support Services	Estimated Tax	Subtotal
Software Support Services	\$108,454.25	\$536.77	\$108,991.02
Equipment Support Services	\$13,867.56	\$0.00	\$13,867.56
Educational Services	\$2,469.01	\$0.00	\$2,469.01
Total	\$125,790.82	\$536.77	\$126,327.59

Annualized Contract Value: \$126,227.01

The Annualized Contract Value is the value of the contract if all services are priced for 365 days. The Annualized Contract Value does not include estimated tax. Please note that this quote may include services priced for prorated periods.

IMPORTANT NOTES

Support Services are subject to applicable taxes. The tax amount shown on this quote is only an estimate. The actual tax due will be reflected on the invoice.

NATIVIDAD MEDICAL CENTER	KRONOS INCORPORATED
Signature: _____	Signature: _____
Name: _____	Name: _____
Title: _____	Title: _____
Date: _____	Date: _____



Support Services Quote

Page 2 of 3

Payment Terms: Net 30 Days
Currency: USD
Customer PO Number:

Quote Type: Renewal
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Contact: L. JANINE BOUYEA
Email: bouyea@natividad.com

SOFTWARE SUPPORT SERVICES

Line	Support Service Level	Covered Product	License Count	Start Date	End Date	Duration (days)
1	Gold	KSS TOOL,FT-PT ANALYSIS REPORT V6		28-MAY-2015	30-JUN-2016	400
2	Gold	KSS TOOL,FT-PT ANALYSIS REPORT V7		28-MAY-2015	30-JUN-2016	400
3	Gold	WORKFORCE RECORD MANAGER V6	1,500	29-MAY-2015	30-JUN-2016	399
4	Gold	WORKFORCE RECORD MANAGER V7	1,500	29-MAY-2015	30-JUN-2016	399
5	Gold	WORKFORCE TABLET V7	3	24-JUN-2015	30-JUN-2016	373
6	Gold	VISION,M/U,WEB	1,250	01-JUL-2015	30-JUN-2016	366
7	Gold	WORKFORCE ABSENCE MANAGER V7	1,250	01-JUL-2015	30-JUN-2016	366
8	Gold	WORKFORCE ADMINISTRATOR HR/PR V7	15	01-JUL-2015	30-JUN-2016	366
9	Gold	WORKFORCE EMPLOYEE HR/PR V7	1,500	01-JUL-2015	30-JUN-2016	366
10	Gold	WORKFORCE EMPLOYEE V7	1,150	01-JUL-2015	30-JUN-2016	366
11	Gold	WORKFORCE HR V7	1,500	01-JUL-2015	30-JUN-2016	366
12	Gold	WORKFORCE INTEGRATION MANAGER V7	1,500	01-JUL-2015	30-JUN-2016	366
13	Gold	WORKFORCE MANAGER HR/PR V7	85	01-JUL-2015	30-JUN-2016	366
14	Gold	WORKFORCE MANAGER V7	105	01-JUL-2015	30-JUN-2016	366
15	Gold	WORKFORCE MOBILE EMPLOYEE V6	1,500	01-JUL-2015	30-JUN-2016	366
16	Gold	WORKFORCE MOBILE EMPLOYEE V7	1,500	01-JUL-2015	30-JUN-2016	366
17	Gold	WORKFORCE MOBILE MANAGER V6	105	01-JUL-2015	30-JUN-2016	366
18	Gold	WORKFORCE MOBILE MANAGER V7	105	01-JUL-2015	30-JUN-2016	366
19	Gold	WORKFORCE SCHEDULER V6	850	01-JUL-2015	30-JUN-2016	366
20	Gold	WORKFORCE SCHEDULER V7	850	01-JUL-2015	30-JUN-2016	366
21	Gold	WORKFORCE TIMEKEEPER V7	1,500	01-JUL-2015	30-JUN-2016	366
22	Gold	WORKFORCE ANALYTICS FOR HEALTHCARE V6	1,500	23-JUL-2015	30-JUN-2016	344
23	Gold	WORKFORCE ANALYTICS FOR HEALTHCARE V7	1,500	23-JUL-2015	30-JUN-2016	344
24	Gold	WORKFORCE ANALYTICS V6	1,500	23-JUL-2015	30-JUN-2016	344
25	Gold	WORKFORCE ANALYTICS V7	1,500	23-JUL-2015	30-JUN-2016	344
26	Gold	WORKFORCE ABSENCE MANAGER V7	250	28-JUL-2015	30-JUN-2016	339
27	Gold	WORKFORCE EMPLOYEE V7	350	28-JUL-2015	30-JUN-2016	339

	Support Services	Estimated Tax	Subtotal
Software Support Services	\$109,454.25	\$536.77	\$109,991.02

EQUIPMENT SUPPORT SERVICES

Kronos | Time & Attendance • Scheduling • Absence Management • HR & Payroll • Hiring • Labor Analytics

Kronos Incorporated 297 Billerica Road Chelmsford, MA 01824 (800) 225-1501 (978) 250-9800 www.kronos.com



Support Services Quote

Page 3 of 3

Line	Support Service Level	Covered Product	Quantity	Start Date	End Date	Duration (days)
1	Depot Exchange	Data Collection: 4000	17	01-JUL-2015	30-JUN-2016	366
2	Depot Exchange	Data Collection: InTouch	19	01-JUL-2015	30-JUN-2016	366
3	Depot Exchange	Options: InTouch	19	01-JUL-2015	30-JUN-2016	366

Support Services	Estimated Tax	Subtotal
Equipment Support Services	\$13,867.56	\$13,867.56

EDUCATIONAL SERVICES

Line	Support Service Level	Covered Product	License Count	Start Date	End Date	Duration (days)
1	Ed Services Subscription	KNOWLEDGE PASS		01-JUL-2015	30-JUN-2016	366

Support Services	Estimated Tax	Subtotal
Educational Services	\$2,469.01	\$2,469.01



Support Services Quote

Page 1 of 3

Payment Terms:	Net 30 Days	Quote Type:	Renewal
Currency:	USD	Customer:	NATIVIDAD MEDICAL CENTER
Customer PO Number:		Solution ID:	6083270
		Contract #:	1178219 R27-JAN-15
		Date:	25-FEB-2015
		Prepared by:	Yolanda Abram / West3

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Contact:	L. JANINE BOUYEA		
Email:	bouyeaj@natividad.com		

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Description	Support Services	Estimated Tax	Subtotal
Software Support Services	\$109,454.25	\$536.77	\$109,991.02
Equipment Support Services	\$13,867.56	\$0.00	\$13,867.56
Educational Services	\$2,469.01	\$0.00	\$2,469.01
Total	5125,790.82	\$536.77	\$126,227.59

Annualized Contract Value: \$126,227.01

The Annualized Contract Value is the value of the contract if all services are priced for 365 days. The Annualized Contract Value does not include estimated tax. Please note that this quote may include services priced for prorated periods.

IMPORTANT NOTES

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Signature: _____	Signature: _____
Name: _____	Name: _____
Title: _____	Title: _____
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