



Monterey County Board of Supervisors

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

Board Order

Agreement No.: A-11065

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

Authorized the Deputy Purchasing Agent for Natividad Medical Center (NMC) or his designee to execute Amendment No. 10 to the agreement (A-11065) with Kronos, Inc. for software support and professional services of a timekeeper system, extending the agreement an additional six (6) month period (January 1, 2017 through June 30, 2017) for a revised full agreement term of November 20, 2007 through June 30, 2017, with no additional increase to the total agreement amount of \$2,855,426.

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 9, 2017
File ID: A 17-002

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

By  Deputy

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File #: A 17-002 Name: Kronos Renewel and Amendment No.10
 Type: BoS Agreement Status: Consent Agenda
 File created: 12/23/2016 In control: Board of Supervisors
 On agenda: 1/31/2017 Final action:

Title: Authorize the Deputy Purchasing Agent for Natividad Medical Center (NMC) or his designee to execute Renewal and Amendment No. 10 to the agreement (A-11065) with Kronos, Inc. for software support and professional services of a timekeeper system, extending the agreement an additional six (6) month period (January 1, 2017 through June 30, 2017) for a revised full agreement term of November 20, 2007 through June 30, 2017, with no additional increase to the total agreement amount of \$2,855,426.

Attachments: 1. [Board Report](#), 2. [Kronos Renewal and Amendment No. 10.pdf](#), 3. [Kronos Amendment 9.pdf](#), 4. [Kronos Amendment No. 8.pdf](#), 5. [Kronos Amendment No. 7.pdf](#), 6. [Kronos Amendment No. 6.pdf](#), 7. [Kronos Amendment No. 5.pdf](#), 8. [Kronos Renewal and Amendment No. 4.pdf](#), 9. [Kronos Amendment No. 3.pdf](#), 10. [Kronos Amendment No. 2.pdf](#), 11. [Kronos Amendment No. 1.pdf](#), 12. [Kronos Original Agreement.pdf](#), 13. [Completed Board Order](#)

[History \(0\)](#)[Board Report](#)

Title

Authorize the Deputy Purchasing Agent for Natividad Medical Center (NMC) or his designee to execute Renewal and Amendment No. 10 to the agreement (A-11065) with Kronos, Inc. for software support and professional services of a timekeeper system, extending the agreement an additional six (6) month period (January 1, 2017 through June 30, 2017) for a revised full agreement term of November 20, 2007 through June 30, 2017, with no additional increase to the total agreement amount of \$2,855,426.

Report

RECOMMENDATION:

It is recommended the Board of Supervisors:

Authorize the Deputy Purchasing Agent for Natividad Medical Center (NMC) or his designee to execute Amendment No. 10 to the agreement (A-11065) with Kronos, Inc. for software support and professional services of a timekeeper system, extending the agreement an additional six (6) month period (January 1, 2017 through June 30, 2017) for a revised full agreement term of November 20, 2007 through June 30, 2017, with no additional increase to the total agreement amount of \$2,855,426.

SUMMARY/DISCUSSION:

Natividad Medical Center has had an agreement with Kronos since 2007 for a hardware-software based timekeeper system to capture time worked for all staff employed and to capture time worked for all contracted staff. The system includes modules such as Attendance Manager, Basic Scheduler and Human Resources modules. These modules allow the facility to calculate hours worked, overtime, shift differential, determine "unscheduled shifts", track call-offs, manage schedules, track absences and tardiness along with tracking employee health data, and other HR information.

When NMC asked for approval to execute Amendment No. 9 back on June 14, 2016 it requested a six month term extension through December 31, 2016 with the intent to have established a new agreement with Kronos effective January 1, 2017 to replace the current 2007 agreement. At this time NMC is still considering optional modules and will need

more time to determine how best to proceed in setting up the new agreement with Kronos, therefore this amendment extends the term of the existing 2007 agreement for an additional six month period to allow for further analysis and decision making. The majority of the current software license and support fees are paid up through June 30, 2017 (as attached to Amendment No. 9) and there is still available money remaining for professional services if needed, therefore NMC is not requesting a dollar increase for this amendment at this time.

OTHER AGENCY INVOLVEMENT:

County Counsel has reviewed and approved this Amendment No. 10 as to legal form and risk provisions, and the Auditor-Controller has reviewed and approved as to payment provisions. The Amendment No. 10 has also been reviewed and approved by NMC's Finance Committee on December 2, 2016 and by its Board of Trustees on January 6, 2017.

FINANCING:

There is no cost for this Amendment No. 10. There is no impact to the General Fund.

Prepared by: Janine Bouyea, Human Resource Administrator, 783-2701

Approved by: Gary R. Gray, DO, Chief Executive Officer, 783-2504

Attachments:

Kronos Renewal and Amendment No. 10

Kronos Amendment No.9

Kronos Amendment No. 8

Kronos Amendment No. 7

Kronos Amendment No. 6

Kronos Amendment No. 5

Kronos Renewal & Amendment No. 4

Kronos Amendment No. 3

Kronos Amendment No. 2

Kronos Amendment No. 1

Kronos Original Agreement

Spend Sheet

Attachments on file with the Clerk of the Board

**RENEWAL AND AMENDMENT NO. 10
TO THE SERVICES AGREEMENT
BETWEEN NATIVIDAD MEDICAL CENTER (COUNTY OF MONTEREY) AND
KRONOS INC.
FOR
Software support and Professional Services**

This Renewal and Amendment No. 10 to the County of Monterey, Natividad Medical Center (NMC) Agreement for Services is made and entered into, by and between the County of Monterey (hereinafter "County"), a political subdivision of the State of California, on behalf of Natividad Medical Center, an acute care hospital (hereinafter, "NMC"), and Kronos Inc. (hereinafter "CONTRACTOR"); (collectively, the County, NMC and CONTRACTOR are referred to as the "Parties").

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 amended the Agreement via Amendment No. 7 to extend the term for an additional one year period through June 30, 2016 and to add an additional \$126,328 thereby increasing the total agreement amount to \$2,582,692; and

WHEREAS, NMC and CONTRACTOR amended the Agreement via Amendment No. 8 to add Kronos additional Work Force Licenses as per Exhibit A-8 Support Services for an additional \$114,466 for a revised total Agreement amount not to exceed \$2,697,158; and

WHEREAS, NMC and CONTRACTOR amended the Agreement via Amendment No. 9 extend the term for additional six (6) month period through December 31, 2016 and add Maintenance Services as per the attached Exhibit A-9 Service Quotes, thereby increasing the total Agreement amount by \$158,268 for a revised total Agreement amount not to exceed \$2,855,426.

WHEREAS, the Parties wish to renew and amend the Agreement via Renewal and Amendment No. 10 to extend the agreement an additional six (6) months period (January 1, 2017 through June 30, 2017) for a full agreement term of November 20, 2007 through June 30, 2017, with no increase to the total Agreement amount of \$2,855,426.

AGREEMENT

NOW THEREFORE, the Parties agree as follows:

The Agreement is hereby renewed and amended via Renewal and Amendment No. 10 on the terms and conditions as set forth in the Original Agreement incorporated herein by this reference, except as specifically set forth below.

1. This Renewal and Amendment No. 10 has a retroactive effective date of January 1, 2017 for a revised full Agreement term of November 20, 2007 through June 30, 2017 unless sooner terminated pursuant to the terms of this RENEWAL and per the Agreement.
2. Section 1.1 under "**TERM OF AGREEMENT**" shall be amended to following; *"The term of the AGREEMENT is November 1, 2007 through and including June 30, 2017".*
3. Except as provided herein, all remaining terms, conditions and provisions of the Agreement are unchanged and unaffected by this Renewal and Amendment No. 10 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, Amendment No. 6, Amendment No. 7, Amendment No.8 and Amendment No. 9.
4. A copy of this Renewal and Amendment No. 10 shall be attached to the Original Agreement.
5. If there is any conflict or inconsistency between the provisions of Agreement, or this RENEWAL AND AMENDMENT, the provisions of this RENEWAL AND AMENDMENT shall govern.

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~ Signature page to follow ~

IN WITNESS WHEREOF, the Parties hereby execute this RENEWAL AND AMENDMENT NO. 10 as follows:

NATIVIDAD MEDICAL CENTER

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

Date: 2/13/17

APPROVED AS TO LEGAL PROVISIONS

By: AB
Monterey County Deputy County Counsel

Date: 12-21-16

APPROVED AS TO FISCAL PROVISIONS

By: [Signature]
Monterey County Chief Deputy Auditor/Controller

Date: 12/22/16

CONTRACTOR

Kronos Incorporated

CONTRACTOR's Business Name

See instructions below

By: [Signature]
(Signature of Chair, President, or Vice-President)

John O'Brien, Sr VP Global Sales
Name and Title

Date: 2/23/17

By: Alyce Moore
(Signature of Secretary, Asst. Secretary, CFO, Treasurer, or Asst. Treasurer)

Alyce Moore, Asst. Secretary
Name and Title

Date: 2/23/17

*****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. (2 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. (2 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. (1 signature required)