

**AMENDMENT NO. 7 TO AGREEMENT NO. A-10635
BETWEEN
COUNTY OF MONTEREY
&
DECADE SOFTWARE COMPANY, LLC**

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THIS AMENDMENT No. 7 to the License and Support AGREEMENT No. A-10635 is made and entered by and between Decade Software Company, LLC, ("CONTRACTOR"), and the County of Monterey, a political subdivision of the State of California, ("County")"

WHEREAS, on or about September 16, 2006, County and CONTRACTOR entered into that certain License and Support Agreement, AGREEMENT No. A-10635 for the provision of Envision software license and support services in the annual amount of \$43,210.36 plus tax for the period July 1, 2006 through June 30, 2009 ("AGREEMENT"), with authorization to the Director of Health to sign future limited amendments that increase the annual cost up to 10% of the original amount and that do not significantly alter the scope of services or result in an increase in Net County Cost; and

WHEREAS, on or about April 8, 2008, County and CONTRACTOR entered into an Addendum to add the license and support of a software product called Press Agent for the fee of \$5,292.00 and a monthly license and support fee of \$724.00 ("ADDENDUM"); and

WHEREAS, on or about July 31, 2009, County and CONTRACTOR executed Amendment No. 1 ("AMENDMENT No. 1") to extend the term of the AGREEMENT for the period from July 1, 2009 to June 30, 2010, establish the fee payable during the term of the extension to not exceed \$58,034.84, and to add Exhibit C—Third Party Products, to the AGREEMENT.

WHEREAS, on or about July 13, 2010, County and CONTRACTOR executed Amendment No. 2 ("AMENDMENT No. 2") to extend the term of the AGREEMENT for the period from July 1, 2010 to June 30, 2011 and to establish the fee payable during the term of the extension to not exceed \$58,034.84.

WHEREAS, on or about June 21, 2011, County and CONTRACTOR executed Amendment No. 3 ("AMENDMENT No. 3") to extend the term of the AGREEMENT for the period from July 1, 2011 to June 30, 2012 and to establish the fee payable during the term of the extension to not exceed \$58,034.84.

WHEREAS, on or about May 22, 2012, County and CONTRACTOR executed Amendment No. 4 ("AMENDMENT No. 4") to extend the term of the AGREEMENT for the period from July 1, 2012 to June 30, 2013 and to establish the fee payable during the term of the extension to not exceed \$54,064.88.

WHEREAS, on or about July 1, 2013, County and CONTRACTOR executed Amendment No. 5 ("AMENDMENT No. 5") to extend the term of the AGREEMENT for the

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period from July 1, 2013 to June 30, 2014 and to establish the fee payable during the term of the extension to not exceed \$54,064.88.

WHEREAS, on or about October 10, 2013, County and CONTRACTOR executed Amendment No. 6 ("AMENDMENT No. 6") to expand the Scope of Work as described in Exhibit D - Data Assessment and Remediation for Title 27 Data Dictionary and to establish the fee payable to CONTRACTOR for the additional services to be provided to not exceed \$34,750.00.

WHEREAS, County and CONTRACTOR wish to amend the AGREEMENT to expand the Scope of Work as described in Exhibit E, attached hereto and incorporated by this reference, and to establish the fee payable for the additional services to be provided during the term of the extension to not exceed **\$88,058.00**.

NOW THEREFORE, County and CONTRACTOR hereby agree to amend the AGREEMENT, as previously amended, as follows:

1. **Subsection 3.2** of the AGREEMENT is amended to add the following:
The price for the **Capacity Assessment and Improvement Services** to be provided by CONTRACTOR will not exceed **\$31,364.00**.

The price for the extension term from July 1, 2014 to June 30, 2015 shall not exceed **\$56,694.00**, comprised of the following charges:

<u>\$40,320.00</u>	Envision/Envision Connect Annual License and Support Fees
<u>\$8,694.00</u>	Press Agent Annual License and Support Fees
<u>\$7,680.00</u>	CERS Electronic Data Transfer (EDT) Annual License and Support Fees

2. **Subsection 6.1** of the AGREEMENT is amended to extend the term of the agreement through **June 30, 2015**.
3. **Section 15** of the AGREEMENT, as previously amended, is amended to **add Exhibit E - Capacity Assessment and Improvement Services**—, attached and incorporated by this reference.
4. Except as provided herein, all remaining terms, conditions and provisions of the AGREEMENT, ADDENDUM, AMENDMENT No. 1, AMENDMENT No. 2, AMENDMENT No. 3, AMENDMENT No. 4, AMENDMENT No. 5, and AMENMENT No. 6 are unchanged and unaffected by this AMENDMENT No. 7 and shall continue in full force and effect.

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5. A copy of this AMENDMENT No. 7 shall be attached to the original AGREEMENT No. A10635.
6. The effective date of this AMENDMENT No. 7 is as of the last date opposite the respective signatures below.

IN WITNESS WHEREOF, the parties hereto have executed this AMENDMENT No. 7 as of the date set forth below their respective signatures.

MONTEREY COUNTY

CONTRACTOR

Decade Software Company, LLC

By: _____
Director of Health

By: Kevin Delaney

Dated: _____

Kevin Delaney
Kevin F. Delaney, Member Manager

By: [Signature]
Auditor-Controller

Dated: 5/14/2014

Dated: 6-16-14

By: _____

Approved as to Form & Legality

Charles J. McKee, County Counsel

By: [Signature]

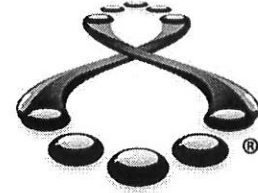
**Mary Grace Perry
Deputy County Counsel**

Dated: _____

Dated: 6-13-2014



Exhibit E
Capacity Assessment
and
Improvement Services



Wednesday, April 23, 2014

Mr. Richard McCarty
Monterey County Environmental Health Bureau
1270 Natividad Road
Salinas CA 93906

Dear Mr. McCarthy,

This Price Proposal presents the necessary investment by Monterey County Environmental Health Department, (Client) to complete the project you have requested of Decade Software Company, LLC (Decade). Decade will complete the following project.

Capacity Assessment and Improvement Services

Decade will complete and support the project as outlined in Attachment A.

Subsequent to Decade's receipt of a signed *Proposal Acceptance* page, Decade will schedule staff to complete the project.

Please communicate your acceptance of this proposal by signing the *Proposal Acceptance* page of this document and faxing it to the attention of Brian Weber at 559-222-1365. Please call with your questions at 800-233-9847, extension 743.

Sincerely

Brian Weber
Director of Customer Solutions
Decade Software Company, LLC

Attachment A: Professional Services

Monterey County Environmental Health Bureau ("Client") will undertake the Capacity Assessment Services to improve agency capacity to provide better customer service, improve efficiency and productivity, increase transparency and accountability, reduce costs, and streamline communication.

Capacity Assessment differs for each Client, depending on large part by the results of the Assessment. However, in essence, the following are the activities and deliverables provided by Decade Software Company, LLC.

Step 1 – Agreeing on Expectations

This step lays the foundation for a successful consultation and occurs as part of developing the Price Proposal. Together, we will develop a Statement of Work and consultation strategy that meets your objectives while minimizing risks, along with the organization to carry out the strategy. At the conclusion of this step, Decade will deliver:

- Statement of Work documenting:
 - Project Team
 - Communication Lines
 - Leadership Goals
 - Budget

Step 2 – Assessing Client Operations

Decade works with agency leadership and staff to determine and document:

- Office workflow, policies, and processes
- Knowledge and resource gaps
- Data, training, and cultural issues
- Configuration issues
- Actions needed to address issues and gaps

Decade employs a structured approach using specific web-based program-area surveys as well as informal question and answer sessions. This, coupled with onsite observation of staff conducting their daily tasks, provides input to describing the actions needed to address issues.

Step 3 – Implementing Action Plans

After reviewing the Assessment documentation, the agency may need time to correct data, establish policies and practices, or provide additional resources to address the gaps discovered during the Assessment.

For example, typical actions might include:

- Purging obsolete or incorrect data
- Re-configuring the Decade product
- Eliminating duplicate records
- Establishing reporting needs
- Developing reports
- Re-assigning tasks
- Purchasing hardware, or IT infrastructure
- Establishing feedback mechanisms

Professional Services Fees

Fees

The services you have requested of Decade include the fee-based items checked below.

Ck	Professional Service Fees	Amount
<input checked="" type="checkbox"/>	Capacity Assessment Services: <ul style="list-style-type: none"> • Statement of Work Development <ul style="list-style-type: none"> ○ Planning Meetings with Team Members ○ Documentation of Leadership Goals ○ Development of Timeline • Survey Development and Joint Survey Result Analysis • Two Day Onsite Assessment of Client Workflows • Development of Written Situational Assessment and Improvement Plans • Four Day Onsite Training • Total of 70hrs of labor 	\$25,000.00
<input checked="" type="checkbox"/>	Two Day Onsite Assessment Per Diem	\$998.00
<input checked="" type="checkbox"/>	Four Day Onsite Training Per Diem	\$1,366.00
	Total Fees	\$27,364.00

	Optional Services	
<input checked="" type="checkbox"/>	Ten Hour Report Development Block	\$ 2,000.00
<input checked="" type="checkbox"/>	Ten Hour Data Clean-up Block	\$ 2,000.00
	Total Fees	\$4,000.00

	Total Fees	
	Total Fees	\$31,364.00

Decade Software Company, LLC
 1195 W. Shaw Avenue, Fresno, CA. 93711
 Phone (800) 233-9847 Fax (559) 222-1365
www.decadesoftware.com

Payment Schedule

Payment Percentage		Service Description	Milestone	Amount
35	% of	Capacity Assessment Services	Creation and submission of web survey assessment form	\$8,750.00
25	% of	Capacity Assessment Services	Onsite Assessment Completed	\$6,250.00
15	% of	Capacity Assessment Services	Situational Assessment Completed	\$3,750.00
30	% of	Capacity Assessment Services	Conclusion of final step as defined by the Statement of Work	\$7,500.00
100	% of	Onsite Assessment Per Diem	Conclusion of onsite assessment event	\$998.00
100	% of	Onsite Training Per Diem	Conclusion of onsite training event	\$1,366.00
Optional Services				
50	% of	Ten Hour Report Development Block	Creation of Custom Report Request Workflow Created	\$1,000.00
50	% of	Ten Hour Report Development Block	Delivery of Reports	\$1,000.00
50	% of	Ten Hour Data Clean Up Block	Creation of Data Scrub Request Workflow Created	\$1,000.00
50	% of	Ten Hour Data Clean Up Block	Delivery of Clean Data	\$1,000.00

Payment is due and payable within thirty days of reaching a milestone.

Project Timeline

Task	Estimated Duration
Remote Project Kick-Off / Alignment of Goals	1 Day
Web Survey Alignment With Leadership	5 Days
Web Survey Completion by Client	15 Days
Preparation for Onsite Assessment	5 Days
Onsite Assessment	2 Days
Completion of Situational Assessment	15 Days
Alignment on Situational Assessment Next Steps	3 Days
Weekly Status Meetings to include: Configuration Data Scrub Custom Report Development	30 Days*
Preparation for Onsite Training	10 Days
Onsite Training	4 Days
Web Survey Completion to Test For Behavior Change	3 months after training completion**

* Duration effected by client availability, realignment of expectations, and additional goals added to project

**Results dependent upon client leadership holding team members accountable for new EnvisionConnect behaviors

Proposal Acceptance

Check the box provided below only if your agency will require a written addendum to its License and Support Agreement to fund this project.

- Client requires an addendum to its License and Support Agreement to fund this project
- Client requires a Purchase Order to approve this project.

Your signature on the Proposal Acceptance (Agreement) indicates that you have read and agree with the prices and payment schedule listed in the Price Proposal for the Capacity Assessment Services.

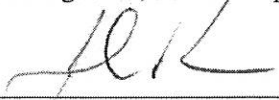
This Agreement replaces all other prior agreements, orally or in writing, relating to the subject matter contained herein. Any modifications to this Agreement must be in writing as approved by authorized signatories of both parties.

This Agreement is binding upon and shall inure to the benefit of the legal successors and assigns of the parties.

The person signing this Agreement on behalf of Client warrants that the terms and conditions contained herein were read and understood, are authorized to sign on behalf of Client, and accept personal responsibility for damages if they are not so authorized.

Client agrees to return a signed copy of this *Proposal Acceptance page* back to Decade by 03/10/2014 to enable a start date no earlier than 03/31/2014. If Client fails to return a signed *Proposal Acceptance page* by 03/10/2014 the first available start date will have to be rescheduled based on Decade's availability at that time.

After Signature, fax this *Proposal Acceptance* to Decade at (559) 222-1365.



Client Representative Signature
John Ramirez
Monterey County Environmental Health Bureau

4-28-14
Date

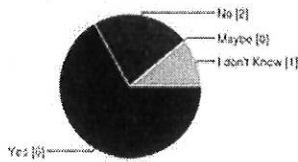
Attachment B: Example of Work Functions

Web Survey Questionnaire

The following illustrates an example of the web survey questionnaire summary that would be generated as a result of your team's answers. Decade would create a questionnaire focused on our agreed upon opportunity areas and send it to all end users of EnvisionConnect products. This web survey will allow Decade to determine the strengths and opportunities of the current utilization of EnvisionConnect. Decade staff will then determine what processes to identify and evaluate during the initial onsite assessment.

Summary

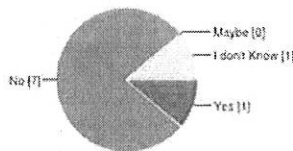
Question 1



Yes	6	67%
No	2	22%
Maybe	0	0%
I don't Know	1	11%

Any comments on Q1?

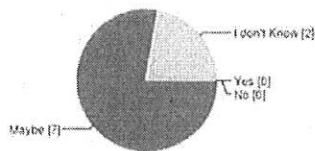
Question 2



Yes	1	11%
No	7	78%
Maybe	0	0%
I don't Know	1	11%

Any comments on Q2?

Question 3



Yes	0	0%
No	0	0%
Maybe	7	78%
I don't Know	2	22%

Any comments on Q3?

Sounds interesting

Situational Analysis

The following is an example of the detailed situational analysis that Decade staff will generate upon completion of the onsite assessment. Decade will list each opportunity area based on the web survey results and the onsite evaluation. Decade will also list recommended solutions for each opportunity area. The goal will be to increase effectiveness of Client's staff to utilize EnvisionConnect to its fullest capacity. At the end of the situational analysis, Decade will summarize "Client-owned" deliverables, "Decade-owned" deliverables, and "Joint-owned" deliverables to accomplish the agreed upon action plan.

Main Objective

Between now and June 2014, Sample County wants to maximize existing and new features, configuration, and training to improve their processes to comply with the FDA requirements.

The FDA requires 300 regulated inspections per Inspector per year.

Obstacles and Improvement Plans

Based on Decade's assessment, it has not been easy for the agency to know if they comply with the FDA requirements because of several obstacles. The agency has developed strategic plans to overcome the obstacles and improve their processes, but they would like assistance and training from Decade to meet their main objective.



Agency's Obstacle and Improvement Plan	Decade's Recommendation and Action Plan
<p>Staff shortage – The agency is struggling to keep up with their scheduled inspection deadlines and some of their processes across all programs because they lost 2/3 of their staff, from 180 down to 110 in the last 2 years. The number of Environmental Health Specialist (Inspectors) is down to 17.</p> <p>The agency would like the staff to learn features and functionalities that will allow them to get their job done faster and more easily.</p> <p>In addition, the agency would like to know whether they can learn best practices from other agencies.</p>	<p>Decade will train.</p> <p>Decade also recommends making the user guides, release notes and training resources available to the staff so that they can become better aware of existing and new features and functionalities. In fact the user guides will become available in the EnvisionConnect and EnvisionConnect Remote Help menu option. Decade will train the staff how to use these resources to find the information they need quickly.</p>
<p>Configuration - Some of the EnvisionConnect configuration may have been setup incorrectly or skipped when the agency upgraded from Envision to EnvisionConnect because the agency did not have a clear understanding of how the configuration options work or how they were going to be impacted. In addition, there are some new features</p>	<p>Decade will help the agency review and modify some of the agency's configuration.</p>

Assessment and Recommendations

Inspection and Violation Tracking

Features and Functionalities Training

Program/Product Area	Assessment	Recommendation
All programs - Activity Processing Control (APC)	Loreina would like to know if it is possible to advance the scheduled inspection dates on more than one general program that share the same Program Category or PE when the system updates the next scheduled inspection date on one of the general health programs after an inspection. This is important for a big facility like Costco that has more than one general health program record of the same Program Category or PE when the Inspectors may not cite violations for all of the programs, but just one.	Incident #:INC25605- Decade recommend launching all of the programs at a facility in EnvisionConnect Remote to advance the next scheduled inspection dates because it does not require too much effort. Decade will train.
All programs – print invoice report in the field	Sometimes, Shannon takes the invoices and permits to give them to the Business Owner, Manager, or Responsible Party in the field. Other Inspectors may have the same need.	Decade thinks that this may be doable by archiving and attaching the invoice or permit reports to the general program records, which will allow the Inspectors to print them in the field. Decade will train.
Food inspection- Past due inspections	Decade noticed that there are some scheduled inspections that Shannon has not had a chance to inspect since 2010. Shannon explained that the Food Inspectors number has shrunk from 8 down to 5. She has 100 scheduled inspections that she will have to finish before December in order to keep up with the scheduled inspections assigned to her.	EnvisionConnect Remote will allow Shannon and other Inspectors to get more inspections done in a shorter period.

Sample County

- Decide if the agency would like Decade to train the Inspectors to do their data entry in EnvisionConnect and EnvisionConnect Remote first before focusing on the other program areas or train everyone all at once. Depending on what the agency decides, the priority of the tasks below may change.
- Provide information about the need to configure APC to advance the next scheduled inspection dates on all general programs that share the same PE.
- Identify how many checklists they need to configure.
- Decide if it is important to configure resolve days and violation points for all programs.
- Decide if it is important to configure standard comments.
- Review how Inspectors are using the service codes to see if the agency needs to configure new service codes.
- Review and decide if they need to modify the official FDA compliance inspection report or if they would like Decade to.
- Look into buying new field equipment.
- Modify invoice report to include invoice comment.
- Modify water well permit report to add additional report parameters
- Agency to define their business needs/requirements for payment and permit processing online
- Review and customize page layouts
- Agency to identify the Crystal and Report Builder reports that they need to help them analyze their data and make better business decisions.
- Help Decade understand the different roles that their internal IT will be responsible for

Decade

- Research incidents
- Research data requirement for solid waste
- Research how other agencies may have implemented online payment and permit processing through their Portals. Decade think that we have a success story in Seattle, Washington.
- Research and provide recommendation on how Sample County can use their internal IT to reduce Lorena's direct involvement in customizing reports and supporting EnvisionConnect.

Joint Effort – Decade and Sample County

- Review, modify and configure APC records, daily code combinations
- Configure daily code combinations
- Upgrade to EC 5.1+
- Decide how the Inspectors should be entering their daily time and activity minutes.
- Configure Inspection Reports to work in ECR
- Decide if the information they track in Permit Track can all be entered and tracked as permit records in EnvisionConnect
- Fix dailies and configure the system to allow the financial users to use the Perform Daily Time and Activity Billing batch wizard moving forward