

AGREEMENT

BETWEEN THE

CITY OF SAN DIEGO



AND

MORGAN KAI, Inc.

**TO PROVIDE AUDIT MANAGEMENT SOFTWARE TO THE
OFFICE OF THE CITY TREASURER**

AGREEMENT

This Agreement (Agreement) is entered into by and between the City of San Diego, a municipal corporation (City), and Morgan Kai, Inc., an Illinois corporation, (Contractor) for the provision of Audit Management Software for the Office of the City Treasurer.

RECITALS

City wishes to retain Contractor to provide Audit Management Software for the Office of the City Treasurer (Services) as further described in the Scope of Work, attached hereto as Exhibit A.

Contractor has the expertise, experience, and personnel necessary to provide the Services.

City and Contractor (collectively, the "Parties") wish to enter into an agreement whereby City will retain Contractor to provide the Services.

This Agreement is exempt from competitive bidding requirements pursuant to San Diego Municipal Code (SDMC) section 22.3203(b) because it is for an amount greater than \$50,000 but equal to or less than \$150,000, and staff solicited written price quotations from at least five potential sources and Contractor provided the lowest price quotation.

NOW, THEREFORE, for good and valuable consideration, the sufficiency of which is acknowledged, City and Contractor agree as follows:

ARTICLE 1 CONTRACTOR SERVICES

1.1 Scope of Services. Contractor shall provide the Services to the City as described in Exhibit A—Scope of Work and Exhibit C—Ideagen Maintenance and Service Level Agreement, which are incorporated herein by reference.

1.2 Contract Administrator. The Office of the City Treasurer (Department) is the Contract Administrator for this Agreement. Contractor shall provide the Services under the direction of a designated representative of the Department as follows:

NAME: Cecilia San Pedro
TITLE: Deputy Director
ADDRESS: 1200 Third Avenue, Suite 100, San
Diego CA 92101
DEPT. Office of the City Treasurer
PHONE 619-533-4796
E-MAIL: csanpedro@sandiego.gov

1.3 General Contract Terms and Provisions. This Agreement incorporates by reference the General Contract Terms and Provisions, attached hereto as Exhibit B. In the event of any conflict between the terms and provisions in Exhibit B and Exhibit C, the terms and provisions of Exhibit B shall prevail.

1.4 Submittals Required with the Agreement. Contractor is required to submit all forms and information delineated in Exhibit B before the Agreement is executed.

ARTICLE 2 DURATION OF AGREEMENT

2.1 Term. This Agreement shall be for a term of one year beginning on the June 9, 2020 and extending through June 8, 2021. City may, in its sole discretion, extend this Agreement for four additional one-year periods. The term of this Agreement shall not exceed five years unless approved by the City Council by ordinance.

2.2 Effective Date. This Agreement shall be effective on the date it is executed by the last Party to sign the Agreement and approved by the City Attorney in accordance with San Diego Charter Section 40 (Effective Date).

ARTICLE 3 COMPENSATION

3.1 Amount of Compensation. City shall pay Contractor for the performance of all Services rendered in accordance with this Agreement in an amount not to exceed \$125,000 or the amount referenced in the Purchase Order.

3.2 Price. City shall pay Contractor for maintenance annually at a cost not to exceed twenty (20) percent of the original license fee for MKInsight of \$10,487.47 during the term of this Agreement. Annual fees shall be prorated to align with the Contract effective date. The license fee cannot be increased by Contractor more than three (3) percent per year for subsequent renewals..

ARTICLE 4 WAGE REQUIREMENTS

4.1 Wage Requirements [Reserved].

ARTICLE 5
CONTRACT DOCUMENTS

5.1 **Contract Documents.** This Agreement including its exhibits completely describes the services to be provided.

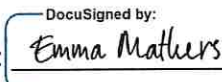
5.2 **Order of Precedence.** In the event of an inconsistency in this Agreement, the inconsistency shall be resolved by giving precedence in the following order:

- 1st This Agreement
- 2nd Exhibit A Scope of Work
- 3rd Exhibit B City of San Diego General Contract Terms and Provisions
- 4th Exhibit C Ideagen Maintenance and Service Level Agreement


5.3 **Counterparts.** This Agreement may be executed in counterparts, which when taken together shall constitute a single signed original as though all Parties had executed the same page.

IN WITNESS WHEREOF, this Agreement is executed by City and Contractor acting by and through their authorized officers.

CONTRACTOR
Ideagen Inc

By: 
524D6F5F02D44A6...
Name: Emma Mathers
Title: Senior Commercial Paralegal
Date: August 6, 2020

CITY OF SAN DIEGO
A Municipal Corporation

By: 
Christiana Gauger
Name: Interim Director
Purchasing and Contracting
Date: 8/11/2020

Approved as to form this 31st day of
August, 2020.
MARA W. ELLIOTT, City Attorney


By: 
Deputy City Attorney
Jennifer L. Berry
Print Name

EXHIBIT A SCOPE OF WORK

A. OVERVIEW

The Office of the City Treasurer seeks Audit Management Software for its Revenue Audit Division. The Office of the City Treasurer has conducted a process to obtain price quotations for five (5) Audit Management software solutions and has selected the Contractor to provide ongoing maintenance and support for its current MKInsight software licenses.

B. REQUIREMENTS AND TASKS

Contractor shall allow a licensed city user to install and utilize MKInsight software according to the attached Ideagen Maintenance and Service Level Agreement (SLA). Additional software licenses will be purchased as needed. Written quote will be provided for pricing of additional software licenses.

Contractor shall provide ongoing maintenance and support of Audit Management software MK Insight for the Office of the City Treasurer in accordance with the SLA attached as Exhibit C to the Agreement. The annual maintenance cost per license will be based on 20% of each "original license" purchase price. The annual maintenance costs for additional purchased licenses will be pro-rated based on the purchase date.

The Office of the City Treasurer may, during the course of this contract term, request a modification to the current software installation to transition to a Contractor-hosted environment and enable access to the existing MKInsight software licenses through a web-enabled portal supplied by the Contractor.

Certificate Of Completion

Envelope Id: 76A637CBF15148C88C132F37AC52A512
 Subject: Please DocuSign: Ideagen MKInsight Contract_JR_EDITS_08-05-20.docx
 Source Envelope:
 Document Pages: 6
 Certificate Pages: 1
 AutoNav: Disabled
 EnvelopeId Stamping: Disabled
 Time Zone: (UTC-08:00) Pacific Time (US & Canada)

Status: Completed
 Envelope Originator:
 Emma Mathers
 Emma.Mathers@ideagen.com
 IP Address: 46.65.4.67

Record Tracking

Status: Original
 8/6/2020 7:52:01 AM
 Holder: Emma Mathers
 Emma.Mathers@ideagen.com
 Location: DocuSign

Signer Events

Emma Mathers
 emma.mathers@ideagen.com
 Senior Commercial Paralegal
 Ideagen PLC
 Security Level: Email, Account Authentication
 (None)

Signature

DocuSigned by:

 524D6F5F02D44A6...
 Signature Adoption: Pre-selected Style
 Using IP Address: 46.65.4.67

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 Signed: 8/6/2020 7:53:06 AM
 Freeform Signing

Electronic Record and Signature Disclosure:
 Not Offered via DocuSign

In Person Signer Events

Signature

Timestamp

Editor Delivery Events

Status

Timestamp

Agent Delivery Events

Status

Timestamp

Intermediary Delivery Events

Status

Timestamp

Certified Delivery Events

Status

Timestamp

Carbon Copy Events

Status

Timestamp

Chloe Unger
 chloe.unger@ideagen.com
 Security Level: Email, Account Authentication
 (None)

COPIED

Sent: 8/6/2020 7:53:07 AM
 Viewed: 8/6/2020 7:54:36 AM

Electronic Record and Signature Disclosure:
 Not Offered via DocuSign

Witness Events

Signature

Timestamp

Notary Events

Signature

Timestamp

Envelope Summary Events

Status

Timestamps

Event	Status	Timestamp
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Signing Complete	Security Checked	8/6/2020 7:53:07 AM
Completed	Security Checked	8/6/2020 7:53:07 AM

Payment Events

Status

Timestamps

