

**SUBMITTAL TO THE BOARD OF SUPERVISORS  
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**



ITEM: 3.2  
(ID # 11962)

**MEETING DATE:**

Tuesday, June 23, 2020

**FROM:** ASSESSOR-COUNTY-CLERK-RECORDER:

**SUBJECT:** ASSESSOR-COUNTY CLERK-RECORDER: Approval of Amendment No. 2 to the ASARC-50 Integrated Clerk & Recorder System Agreement for Licensed Software and Services with Tyler Technologies, Inc. for a fully integrated Clerk and Recorder Document System (CARDS), All Districts. [Total Cost \$2,358,857; up to \$235,886 in additional compensation of contract total - 100% Modernization Fund Modernization Fund]

**RECOMMENDED MOTION:** That the Board of Supervisors:

1. Approve Amendment No. 2 to the ASARC-50 Integrated Clerk & Recorder System Agreement for Licensed Software and Services with Tyler Technologies, Inc. to extend the maintenance and support services portion of the Agreement from July 1, 2020 through June 30, 2025 for a total amount of \$1,608,857.00 and to allow for additional enhancements for total aggregate amount of \$750,000 for a total contract amount of \$2,358,857, and authorize the Chairman of the Board to sign the Amendment on behalf of the County; and
2. Authorize the Purchasing Agent, in accordance with Ordinance No. 459, based on the availability of funding and as approved by County Counsel to: (a) sign amendments that exercise the options of the original agreement including modifications of the statement of work that stay within the intent of the Agreement; and (b) sign amendments to the compensation provisions that do not exceed the sum total of ten percent (10%) of the total aggregate contract amount through June 30, 2025.

**ACTION:** Policy

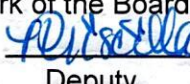
  
Kan Wang, Assistant Assessor-County-Clerk Recorder 5/18/2020

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**MINUTES OF THE BOARD OF SUPERVISORS**

On motion of Supervisor Washington, seconded by Supervisor Hewitt and duly carried by unanimous vote, IT WAS ORDERED that the above matter is approved as recommended.

Ayes: Jeffries, Spiegel, Washington, Perez and Hewitt  
Nays: None  
Absent: None  
Date: June 23, 2020  
xc: ACR, Purchasing

Kecia R. Harper  
Clerk of the Board  
By:   
Deputy

**SUBMITTAL TO THE BOARD OF SUPERVISORS COUNTY OF RIVERSIDE,  
STATE OF CALIFORNIA**

<b>FINANCIAL DATA</b>	<b>Current Fiscal Year:</b>	<b>Next Fiscal Year:</b>	<b>Total Cost:</b>	<b>Ongoing Cost</b>
<b>COST</b>	\$ 447,039	\$ 458,920	\$ 2,358,857	\$ 0
<b>NET COUNTY COST</b>	\$ 0	\$ 0	\$ 0	\$ 0
<b>SOURCE OF FUNDS: Recorder's Modernization Fund</b>			<b>Budget Adjustment: No</b>	
			<b>For Fiscal Year: 20/21 – 24/25</b>	

**C.E.O. RECOMMENDATION:** Approve

**BACKGROUND:**

**Summary**

On March 12, 2013, the Board of Supervisors approved the procurement of the fully integrated Clerk and Recorder Document System (CARDS) with Tyler Technologies, Inc. The new Clerk and Recorder Document System (CARDS) was implemented on May 2015. As part of the original contract, Tyler Technologies was contracted to provide ACR with 5 years of support and maintenance. In order to retain critical vendor support from Tyler Technologies, ACR would like to extend support and maintenance for an additional 5-year period starting on July 1<sup>st</sup>, 2020 through June 30<sup>th</sup>, 2025 and additional funding of \$750,000 for enhancements. The additional enhancement funding will allow the enterprise system to quickly adapt to new legal requirements and evolving business processes.

The benefits of continuing support and maintenance include, but are not limited to, the following:

- Maintain critical vendor support for Eagle Recorder application which is used for front office public service and back office Clerk, Recorder and Certified functions.
- Ensure the ability of Recorders Office to provide electronic recording services through SECURE (Multi-County Electronic Recording Delivery System) to Title Companies, Government Agencies and constituents.
- Provide online and in-office self-service Clerk functions and application submissions.
- Obtain vendor released Eagle Recorder software upgrades to ensure application is secure, functional and in compliance with legislative regulations.
- Obtain vendor provided technical support services for Eagle Recorder application issues and outages.

**Impact on Residents and Businesses**

The Eagle Recorder application is critical in order for the Assessor Clerk Recorder (ACR) to provide the residents of Riverside County with essential Recorder, Clerk and Certified services. Vendor support for the Eagle Recorder application is required in order to make sure that the application is secure, functional and in compliance with legislative regulations.

**Additional Fiscal Information**

The total contract amount through June 30, 2025 is not to exceed \$2,358,857.

**SUBMITTAL TO THE BOARD OF SUPERVISORS COUNTY OF RIVERSIDE,  
STATE OF CALIFORNIA**

<b>Description</b>	<b>FY 20-21</b>	<b>FY 21-22</b>	<b>FY 22-23</b>	<b>FY 23-24</b>	<b>FY 24-25</b>	<b>Amount</b>
Maintenance and Support	\$297,039	\$308,920	\$321,277	\$334,128	\$347,493	\$1,608,857
Enhancements	\$150,000	\$150,000	\$150,000	\$150,000	\$150,000	\$750,000
Total	\$447,039	\$458,920	\$471,277	\$484,128	\$497,493	\$2,358,857

**Contract History and Price Reasonableness**

The ACR conducted a Request for Proposal in 2013. Five (5) proposals were received and evaluated. Based on the results from the RFP the County reached out to the three top vendors and their best and final offers were requested and evaluated. On March 12, 2013 the Board of Supervisors approved Agenda # 3-5, and awarded the agreement to Tyler Technologies, Inc., in the aggregate amount of \$3,686,150 for a period of 7 years ending May 11, 2020. On June 15, 2019 Amendment No. 1 was signed and executed amending the state of work, milestone payments, and integration requirement of Documentum with Eagle Recorder.

**ATTACHMENTS:**

Amendment No. 2 to the Licensing, Professional Services and Maintenance and Support Agreement for a fully integrated Clerk and Recorder Document System (CARDS) with Tyler Technologies, Inc.

  
Teresa Summers, Director of Purchasing 6/8/2020

  
Stephanie Pez, Principal Management Analyst 6/15/2020

  
Gregory L. Priarios, Director County Counsel 6/11/2020

  
Dave Rogers, Assistant County Executive Officer / CIO 6/9/2020

COUNTY OF RIVERSIDE  
AMENDMENT NO. 2 TO THE AGREEMENT  
WITH  
TYLER TECHNOLOGIES, INC.

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This Amendment No. 2 to the ASARC-50 Integrated Clerk & Recorder System Agreement for Licensed Software and Services (the "Amendment") is entered into by and between the County of Riverside (COUNTY) and Tyler Technologies, Inc. (TYLER), effective June 9, 2020.

WHEREAS, COUNTY and TYLER entered into that certain ASARC-50 Integrated Clerk & Recorder System Agreement for Licensed Software and Services, effective March 12, 2013 (the "Agreement");

WHEREAS, COUNTY and TYLER first amended the Agreement to add additional services in June of 2019; and

WHEREAS, COUNTY and TYLER desire to amend the Agreement a second time to establish the applicable pricing for maintenance and support services through June 30, 2025.

NOW THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, COUNTY and TYLER agree as follows:

1. The above recitals are true and correct, and are incorporated herein by reference.
2. Pursuant to Section 3.8.4 of Attachment PRC – Pricing, the parties desire to negotiate an extension of the Maintenance and Support Agreement for an additional five (5) year period through June 30, 2025 ("First Extension Period"). The pricing for the First Extension Period, including fees associated therewith, is as follows:

<b>Year</b>	<b>Maintenance and Support</b>
FY 2020 (July 1, 2020 – June 30, 2021)	\$297,039.00
FY 2021 (July 1, 2021 – June 30, 2022)	\$308,920.00
FY 2022 (July 1, 2022 – June 30, 2023)	\$321,277.00
FY 2023 (July 1, 2023 – June 30, 2024)	\$334,128.00
FY 2024 (July 1, 2024 – June 30, 2025)	\$347,493.00
<b>TOTAL</b>	<b>\$1,608,857.00</b>

3. During the First Extension Period, the Client may elect to purchase additional hardware or license additional software from Tyler or may elect to have Tyler perform additional services at Tyler's then-current rates up to a total amount of \$150,000.00 per fiscal year. The scope of the additional services, the additional hardware that may be purchased by Client, and the additional software that may be licensed by Tyler to Client shall be mutually agreed to by the parties in writing. Should the Client wish to purchase additional hardware or license additional software from Tyler or have Tyler perform additional services that exceed \$150,000.00 per fiscal year, the parties shall enter into an amendment to the Agreement.

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COUNTY OF RIVERSIDE  
AMENDMENT NO. 2 TO THE AGREEMENT  
WITH  
TYLER TECHNOLOGIES, INC.

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4. The parties acknowledge and agree that the Agreement expires on May 11, 2020; however, pursuant to Section 3.5.2 of Attachment TRM – Termination, the term of the Agreement shall continue through the expiration of all future Maintenance and Support Periods. Accordingly, the Agreement shall expire upon the expiration of the First Extension Period - June 30, 2025, unless terminated sooner in accordance with the terms of the Agreement.
5. Capitalized Terms/Amendment to Prevail. Unless defined herein or the context requires otherwise, all capitalized terms herein shall have the meaning defined in the Agreement, as heretofore amended. The provisions of this Amendment shall prevail over any inconsistency or conflicting provisions of the Agreement, as heretofore amended, and shall supplement the remaining provisions thereof.
6. Miscellaneous. Except as amended or modified herein, all the terms of the Agreement shall remain in full force and effect and shall apply with the same force and effect. Subject to the provisions of the Agreement as to assignment, the agreements, conditions and provisions herein contained shall apply to and bind the heirs, executors, administrators, successors and assigns of the parties hereto. If any provisions of this Amendment or the Agreement shall be determined to be illegal or unenforceable, such determination shall not affect any other provision of the Agreement and all such other provisions shall remain in full force and effect. The language in all parts of the Agreement shall be construed according to its normal and usual meaning and not strictly for or against either COUNTY or TYLER.
7. This Agreement may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. The parties shall be entitled to sign and transmit an electronic signature of this Agreement (whether by facsimile, PDF or other email transmission), which signature shall be binding on the party whose name is contained therein. Any party providing an electronic signature agrees to promptly execute and deliver to the other parties an original signed Agreement upon request.
8. Effective Date. This Amendment shall not be binding or consummated until its approval by the Riverside County Board of Supervisors and fully executed by the parties.

*[Signature page to follow.]*

COUNTY OF RIVERSIDE  
AMENDMENT NO. 2 TO THE AGREEMENT  
WITH  
TYLER TECHNOLOGIES, INC.

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**IN WITNESS WHEREOF**, the parties hereto have caused their duly authorized representatives to execute this Amendment.

**COUNTY OF RIVERSIDE**, a political  
subdivision of the State of California

By: \_\_\_\_\_  
V. Manuel Perez, Chairman  
Board of Supervisors  
Dated: \_\_\_\_\_

**TYLER TECHNOLOGIES, INC.**,  
a Delaware corporation

By: Re KM  
Name: Robert Kennedy-Jensen  
Title: Director of Contracts  
Dated: 5/7/2020

ATTEST:

Kecia R. Harper  
Clerk of the Board

By: \_\_\_\_\_  
Deputy

APPROVED AS TO FORM:  
Gregory P. Priamos  
County Counsel


By: \_\_\_\_\_  
Susanna Oh  
Deputy County Counsel

COUNTY OF RIVERSIDE  
AMENDMENT NO. 2 TO THE AGREEMENT  
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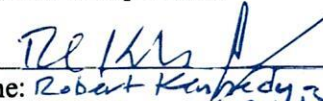
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IN WITNESS WHEREOF, the parties hereto have caused their duly authorized representatives to execute this Amendment.

COUNTY OF RIVERSIDE, a political  
subdivision of the State of California

By:   
V. Manuel Perez, Chairman  
Board of Supervisors  
Dated: MAY 23 2020

TYLER TECHNOLOGIES, INC.,  
a Delaware corporation

By:   
Name: Robert Kennedy-Jensen  
Title: Director of Contracts  
Dated: 5/7/2020

ATTEST:

Kecia R. Harper  
Clerk of the Board

By:   
Deputy

APPROVED AS TO FORM:  
Gregory P. Priamos  
County Counsel

By:   
Susanna Oh  
Deputy County Counsel