

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



ITEM: 3.100
(ID # 22149)

MEETING DATE:
Tuesday, June 27, 2023

FROM : TRANSPORTATION AND LAND MANAGEMENT AGENCY (TLMA):

SUBJECT: TRANSPORTATION AND LAND MANAGEMENT AGENCY/ADMINISTRATION:
Approval of Amendment No. 1 to the Professional Service Agreement with Valsoft Corporation Inc. for Maintenance and System Services for Cost Accounting Management System (WIN-CAMS), without seeking competitive bids. All Districts. [\$180,000 Total Cost; up to \$18,000 in additional compensation – Department Budget 100%]

RECOMMENDED MOTION: That the Board of Supervisors:

1. **Approve** Amendment No. 1 to the Professional Service Agreement with Valsoft Corporation Inc. for Maintenance and System Services for Cost Accounting Management System (WIN-CAMS), without seeking competitive bids, to increase the aggregate maximum payment amount by \$180,000 from \$400,000 to \$580,000, and authorize the Chair of the Board to sign three (3) copies of the amendment on behalf of the County;
2. **Direct** the Clerk of the Board to retain one (1) copy of the amendment and return two (2) copies of the amendment to Riverside County Transportation and Land Management Agency for distribution; and
3. **Authorize** the Purchasing Agent, in accordance with Ordinance No. 459, based on the availability of fiscal funding and as approved by County Counsel to: (a) sign amendments that make modifications to the scope of services that stay within the intent of the Agreement; and (b) sign amendments to the compensation provisions that do not exceed the sum total of \$18,000.

ACTION: Policy

Charissa Leach, TLMA Director

6/20/2023

MINUTES OF THE BOARD OF SUPERVISORS

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

Ayes: Jeffries, Spiegel, Washington, Perez and Gutierrez
Nays: None
Absent: None
Date: June 27, 2023
xc: TMLA

Kimberly A. Rector
Clerk of the Board

By:
Deputy

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STATE OF CALIFORNIA**

FINANCIAL DATA	Current Fiscal Year:	Next Fiscal Year:	Total Cost:	Ongoing Cost
COST	\$ 103,300	\$ 21,420	\$ 180,000	\$ 0
NET COUNTY COST	\$ 0	\$ 0	\$ 0	\$ 0
SOURCE OF FUNDS: 100% Department Budget			Budget Adjustment: No	
			For Fiscal Year: 23/24 – 26/27	

C.E.O. RECOMMENDATION: Approve

BACKGROUND:

Summary

On August 29, 2017, Agenda Item 3.115, the Board of Supervisors approved the Agreement for Final Design, Development, and Implementation for the Cost Accounting Management System ("WINCAMS") with Cascade Software Systems, Inc. to provide project-based cost accounting modules specifically designed to meet the requirements of the State Road Report. It is critical to have a project cost accounting system that can meet auditing requirements for State and Federal funds, and which allows us to manage project costs effectively and efficiently. Currently, forty-four of California's fifty-eight counties utilize WIN-CAMS for their project cost accounting.

On September 24, 2019, the County approved an amendment, Agenda Item 3.37, to the original agreement with Cascade Software Systems for the development and additional maintenance cost of a comprehensive modern system that allows the Department to track real time costs, compare budgets to actuals, update existing projects, input new projects, and plan and monitor the Transportation Improvement Program ("TIP"). The TIP is the County's funding plan for Transportation capital projects.

On January 10, 2023, (Agenda Item 3.50), the Board of Supervisors approved the Agreement to provide Maintenance and System Services for Cost Accounting Management System (WIN-CAMS), for a total aggregate amount of \$400,000 through June 30, 2027, unless terminated earlier. WIN-CAMS simplifies the complicated tasks of managing a Transportation department involving processing time and crew sheets, posting costs at the project, phase, and funding source levels, reconciling to the General Ledger, and billing for reimbursable work funded by multiple funding sources – State, Federal, and local entities.

TLMA Administrative Department would like to utilize Valsoft Corporation's WINC-CAMs for their Deposit Based Fee consultants time entry. DBF consultants are used in Planning, Building and Safety, and Transportation departments. Currently, consultants are paid through Accounts Payable process which causes long delay in posting cost at project level. This results in assessing insufficient fees to DBF cases, resulting in negative case balance. Prior to processing consultant payment through Accounts Payable process, TLMA departments will utilize WIN-CAMs timesheet module for consultants' time entry. This will significantly improve the visibility of

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correct case balance as the consultant cost will post on customer statement in real-time. The request before the Board is for approval of the Amendment No. 1 to the Professional Service Agreement with Valsoft Corporation Inc., to provide additional Maintenance and System Services modules for WIN-CAMS and to increase the maximum payment amount by \$180,000 from \$400,000 in aggregate to \$580,000 in aggregate through June 30, 2027, unless terminated earlier.

Impact on Residents and Businesses

This Project Based Cost Accounting software assists the Transportation Department in administering State, Federal, and local Transportation funds to support the Department's primary function of maintaining safe roads and enhancing mobility in Riverside County. The proposed amendment No.1 will allow us to manage consultants' costs timely at the project level.

Additional Fiscal Information

Maximum payment by the County to Valsoft Corporation Inc. shall not exceed an aggregate amount of \$580,000 for five years through June 30, 2027. The annual fees for FY 2023/2024 through FY 2026/2027, are estimates. The annual fees for FY 2023/2024 through FY 2026/2027, will not exceed the previous year's fees by 5% or exceed the Consumer Price Index. Annual fees shall not exceed the following:

Period	Original Contract Amount	Amendment Amount	New Contract Total Aggregate
FY 2022-2023	\$ 69,878		\$ 69,878
FY 2023-2024		\$ 82,900*	\$ 82,900
FY 2023-2024	\$ 73,372	\$ 20,400	\$ 93,772
FY 2024-2025	\$ 77,041	\$ 21,420	\$ 98,460
FY 2025-2026	\$ 80,893	\$ 22,491	\$ 103,383
FY 2026-2027	\$ 84,938	\$ 23,616	\$ 108,553
<i>Optional Additional Modules and Custom Programming</i>	\$ 13,878	\$ 9,173	\$ 23,053
TOTAL	\$ 400,000	\$ 180,000	\$ 580,000

* Implementation Cost

Contract History and Price Reasonableness

At the time of development, there were no other commercially available software program that met the State Controller's requirements without modification and extensive customized programming. The Department had obtained information on the cost of implementation of WIN-CAMS in other counties and found the proposal from WIN-CAMS to be reasonable and comparable to the costs of implementations in other entities. At this time, the ongoing cost of maintenance would be more cost effective than the development, implementation, and training involved in procuring a new system.

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The proposed amendment No.1 will allow us to manage consultants' costs timely at the project level.

ATTACHMENTS:

ATTACHMENT A. Amendment No. 1 to Professional Service Agreement with Valsoft Corporation Inc.

ATTACHMENT B. Sole Source Justification


Meghan Hahn, Deputy Director of Procurement

6/14/2023



Jason Farin, Principal Management Analyst

6/22/2023

AMENDMENT NO. 1 TO THE PROFESSIONAL SERVICE AGREEMENT FOR
MAINTENANCE AND SYSTEM SERVICES FOR COST ACCOUNTING MANAGEMENT
SYSTEM (WIN-CAMS) BETWEEN COUNTY OF RIVERSIDE AND VALSOFT
CORPORATION INC.

Period of Performance:	January 10, 2023 through June 30, 2027
Effective Date of Amendment No. 1:	Upon Execution
Original Maximum Payment Amount:	\$400,000 in aggregate
Amended Maximum Payment Amount:	\$580,000 in aggregate
Contract ID:	TLARC-20810-00001-06/27

This AMENDMENT NO. 1 TO THE PROFESSIONAL SERVICE AGREEMENT FOR MAINTENANCE AND SYSTEM SERVICES FOR COST ACCOUNTING MANAGEMENT SYSTEM (WIN-CAMS) BETWEEN COUNTY OF RIVERSIDE AND VALSOFT COPORATION INC. (herein referred to as "Amendment No. 1") is made and entered into by and between the COUNTY OF RIVERSIDE, a political subdivision of the State of California, (herein referred to as "COUNTY") and VALSOFT COPORATION INC., a Canada corporation, (herein referred to as "CONTRACTOR"), sometimes collectively referred to as the "Parties."

RECITALS

WHEREAS, COUNTY and CONTRACTOR entered into that certain Professional Service Agreement for Maintenance and System Services for Cost Accounting Management System (WIN-CAMS), approved and effective January 10, 2023, Agenda Item 3.50, (herein referred to as "Agreement"); and

WHEREAS, Section 3. CAMS System Services of Exhibit A, Scope of Services, of the Agreement provides, "CONTRACTOR shall provide CAMS System Services, including program additions, modifications or other changes, as requested by COUNTY. All requests shall be in writing and shall define CONTRACTOR services requested. Such services shall include provisions for CONTRACTOR to add additional accounting functions, to remove software, or describe and document any and all CONTRACTOR installed improvements in CAMS. COUNTY and CONTRACTOR shall mutually agree in writing on a schedule and cost of such services, plus any annual maintenance costs resulting from such services"; and

WHEREAS, COUNTY has requested program additions and modifications; and

WHEREAS, COUNTY originally only budgeted \$13,880.44 for program additions, modifications or other changes; and

WHEREAS, the program additions and modifications requested by COUNTY exceed COUNTY's originally budgeted amount of \$13,880.44; and

WHEREAS, Section 2. CAMS System Services – Budget of Exhibit B, Payment Provisions, of the Agreement provides in part, "The cost for said services shall not exceed the budgeted amount set forth herein unless an amendment to this Agreement is executed by the authorized representatives of both parties increasing said budgeted amount as well as the aggregate not to exceed amount set forth in Section 3.1 of the Agreement, if applicable"; and

WHEREAS, COUNTY and CONTRACTOR now desire to amend the Agreement to increase the CAMS System Services budget as well as the maximum payment amount set forth in Section 3.1 of the Agreement;

NOW THEREFORE, the Parties agree as follows:

AMENDMENT NO. 1 TO THE PROFESSIONAL SERVICE AGREEMENT FOR
MAINTENANCE AND SYSTEM SERVICES FOR COST ACCOUNTING MANAGEMENT
SYSTEM (WIN-CAMS) BETWEEN COUNTY OF RIVERSIDE AND VALSOFT
CORPORATION INC.


1. **Recitals.** The above recitals are true and correct and are incorporated herein by reference.
2. **Compensation.** The second sentence of Subsection 3.1 of Section 3. Compensation of the Agreement is hereby amended to increase the maximum payment amount by \$180,000, from \$400,000 in aggregate to \$580,000 in aggregate, as follows:
“Maximum payments by COUNTY to CONTRACTOR shall not exceed five hundred eighty thousand dollars (\$580,000) in aggregate, including all expenses.”
3. **Exhibit B.** Section 2. CAM System Services – Budget of Exhibit B, Payment Provisions, of the Agreement is hereby amended to increase the CAMS System Services budget by \$180,000, from \$13,880.44 to \$193,880.44, as follows:
“COUNTY has budgeted \$193,880.44 for all the services set forth in Section 3. CAMS System Services of Exhibit A and payments for annual conference and training fees. Upon request of such services, COUNTY and CONTRACTOR shall mutually agree in writing on a schedule and cost of such services, plus any annual maintenance costs resulting from such services. The cost for said services shall not exceed the budgeted amount set forth herein unless an amendment to this Agreement is executed by the authorized representatives of both parties increasing said budgeted amount as well as the aggregate not to exceed amount set forth in Section 3.1 of the Agreement, if applicable.”
4. **Miscellaneous.** All other terms and conditions of the Agreement not modified herein shall remain unchanged and in full force and effect.
5. **Effective Date.** This Amendment No. 1 shall become effective upon signature of this Amendment No. 1 by both Parties.
6. **Counterparts.** This Amendment No. 1 may be executed in any number of counterparts, each of which shall be an original, but all of which together shall constitute one and the same instrument.
7. **Electronic Signatures.** Each Party to this Amendment No. 1 agrees to the use of electronic signatures, such as digital signatures that meet the requirements of the California Uniform Electronic Transactions Act (“CUETA”) Cal. Civ. Code §§ 1633.1 to 1633.17), for executing this Amendment No. 1. The Parties further agree that the electronic signatures of the Parties included in this Amendment No. 1 are intended to authenticate this writing and to have the same force and effect as manual signatures. Electronic signature means an electronic sound, symbol, or process attached to or logically associated with an electronic record and executed or adopted by a person with the intent to sign the electronic record pursuant to the CUETA as amended from time to time. The CUETA authorizes use of an electronic signature for transactions and contracts among parties in California, including a government agency. Digital signature means an electronic identifier, created by computer, intended by the Party using it to have the same force and effect as the use of a manual signature, and shall be reasonably relied upon by the Parties. For purposes of this section, a digital signature is a type of "electronic signature" as defined in subdivision (i) of Section 1633.2 of the Civil Code.

[Signature Page Follows]

AMENDMENT NO. 1 TO THE PROFESSIONAL SERVICE AGREEMENT FOR
MAINTENANCE AND SYSTEM SERVICES FOR COST ACCOUNTING MANAGEMENT
SYSTEM (WIN-CAMS) BETWEEN COUNTY OF RIVERSIDE AND VALSOFT
CORPORATION INC.

IN WITNESS WHEREOF, the Parties hereto have caused their duly authorized
representatives to execute this Amendment No. 1.

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

By: 
Kevin Jeffries
Chair, Board of Supervisors

Dated: 6/27/23

VALSOFT CORPORATION INC., a
Canada corporation


By: 
Ayren Spinner
Chief Operating Officer

Dated: 6/1/2023

ATTEST:
Kimberly Rector
Clerk of the Board

By: 
Deputy

APPROVED AS TO FORM:
Minh C. Tran
County Counsel

By: 
Danielle Maland
Deputy County Counsel



*Juan C. Perez, P.E., T.E.
Transportation and Land
Management Agency Director*

COUNTY OF RIVERSIDE
TRANSPORTATION AND
LAND MANAGEMENT AGENCY



*Patricia Romo, P.E.
Director of Transportation*

Transportation Department

Date: June 14, 2023
From: Charissa Leach, Director, TLMA
To: Board of Supervisors/Purchasing Agent
Via:

Subject: Sole Source Procurement; Request for Valsoft Corporation Inc.- WIN-CAMS
The below information is provided in support of my Department requesting approval for a sole source

1. **Supplier being requested: Valsoft Corporation Inc.**
P O BOX 10723
Eugene OR 97440-2724
2. Vendor ID: 0000201063
3. Supply/Service being requested: Annual Maintenance for **Valsoft Corporation Inc. WIN-CAMS Cost Accounting Management System**, cost accounting modules designed to specifically meet the requirements of the California State Road Report and State Auditors, which will integrate into PeopleSoft and any other existing County system or future County systems as needed. It does not replace the county's financial system but rather provides a more detailed Project Cost ledger for State reporting purposes that interfaces with the County financial system.
4. Alternative suppliers that can or might be able to provide supply/service and extent of market search conducted: We reviewed submittals from Crowe Horwath (MS Dynamics AX), Sungard (One Solution) and Tyler (Munis) as well as Valsoft/Cascade. After vendor presentations and careful consideration, no other vendor could meet the needs of the State Road Report with delivered functionality. The WIN-CAMS software is proprietary and no other vendor can perform annual maintenance on the software.
5. Unique features of the supply/service being requested from this supplier, which no alternative supplier can provide: WIN-CAMS is designed specifically for Transportation entities to support accounting and reporting for the California State Road Report in conformance with the Uniform System of Accounts, which is the necessary report to ensure that the County receives its share of Gas Tax funding. **Forty-four of California's fifty-eight counties currently use WIN-CAMS in one or more of their departments.** WIN-CAMS provides the schedules and reporting features required by the State Auditors, and is the software recommended by the State Auditors. To TLMA's knowledge, there is no other commercially available software

program that meets the State Controller's requirements without modification and extensive customized programming.

6. Reasons why my department requires these unique features and what benefit will accrue to the county:

TLMA – Transportation requires WIN-CAMS to ensure accurate and required reporting for preparation and audit of the State Road Report. The Road Report must be compiled, reported, and periodically audited to receive our County share of Gas Tax \. WIN-CAMS greatly simplifies the complicated tasks of managing a Transportation department involving processing time and crew sheets, posting costs at the project, phase, and funding source levels, reconciling to the General Ledger, and billing for reimbursable work funded by multiple funding sources – State, Federal, and local entities. TLMA Administrative Department would like to utilize WINC-CAMs for their Deposit Based Fee consultants time entry. DBF consultants are used in Planning, Building and Safety and Transportation departments. Currently, consultants are paid through Accounts Payable process which causes long delay in posting cost at project level. This results in assessing insufficient fees to DBF cases, resulting in negative case balance. Prior to processing consultant payment through Accounts Payable process, TLMA departments will utilize WIN-CAMS timesheet module for consultants' time entry. This will significantly improve the visibility of correct case balance as the consultant cost will post on customer statement in real-time

7. Period of Performance: From: 7/1/2022 to 6/30/27

Is this an annually renewable contract? No Yes
 Is this a fixed-term agreement: No Yes

8. Identify all costs for this requested purchase. If approval is for multiple years, ongoing costs must be identified below. If annual increases apply to ongoing costs such as CPI or other contract increases, provide the estimated annual cost for each consecutive year. If the annual increase may exceed the Purchasing Agent's authority, Board approval must be obtained.

Future years costs are estimated, actual costs are subject to an annual COLA adjustment as well as an annual WIN-CAMS system upgrade fee. Hardware and RCIT staff time for ongoing hardware support are not included below, they will be charged as part of RCIT's ongoing support charges. The amendment is to provide additional Maintenance and System Services modules for WIN-CAMS and to increase the maximum payment amount by \$180,000 from \$400,000 in aggregate to \$580,000 in aggregate through June 30, 2027, unless terminated earlier.

Description:	FY22/23	FY23/24	FY24/25	FY25/26	FY26/27	Total
One-time Costs:						
<i>Implementation</i>						
Ongoing Costs:						
<i>Maintenance and Upgrade on Original Modules</i>	69,878	73,372	77,041	80,893	84,938	386,122
<i>Optional Additional Modules and Custom Programming</i>						13,878

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