

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



**ITEM: 3.5
(ID # 23107)**

MEETING DATE:
Tuesday, October 17, 2023

FROM : EXECUTIVE OFFICE:

SUBJECT: EXECUTIVE OFFICE: Approve the Amendment #1 for the Software Service Agreement with Sherpa Government Solutions LLC, All Districts {Total cost \$710,000 - 100% RDA Capital Improvement Fund}

RECOMMENDED MOTION: That the Board of Supervisors:

1. Approve the Amendment No. 1 to the Software Service Agreement with Sherpa Government Solutions, LLC. for hosting, maintenance, and support of their Budget Formulation and Management (BFM) system for a term of five years in an amount not to exceed \$710,000, with five options to extend the agreement annually in one year increments by written amendment, and authorize the Chair 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 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 exercise options to extend the period of performance; and b) sign amendments to the compensation provisions that do not exceed the sum-total of ten percent (10%) of the Amendment.

ACTION:Policy

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: October 17, 2023
xc: E.O.

Kimberly A. Rector
Clerk of the Board

By: 
Deputy

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

FINANCIAL DATA	Current Fiscal Year:	Next Fiscal Year:	Total Cost:	Ongoing Cost
COST	\$ 136,000	\$ 139,000	\$ 710,000	\$ 142,000
NET COUNTY COST	\$0	\$0	\$0	\$0
SOURCE OF FUNDS: RDA Capital Improvement Fund 31540			Budget Adjustment: No	
			For Fiscal Year: 23/24 - 27/28	

C.E.O. RECOMMENDATION: APPROVE

BACKGROUND:

Summary

On October 2, 2018, the Board of Supervisors approved an agreement with Sherpa Government Solutions to develop and implement a budget and financial management application to replace the county’s previous budget system (BASE). The contract was secured as a result of a Request for Proposal conducted by the Purchasing Department on behalf of the Executive Office. Sherpa’s BFM system has provided the county with an application specifically designed for government budgeting and reporting that covers forecast modeling, preparation, analytics, publication, and ongoing budget management. The contract initial term was for a five-year period and expires on October 31, 2023. Following the initial term of the agreement, the county has the option to extend the agreement in five-year increments for maintenance and support of the system.

Sherpa Government Solutions system focuses solely on budget and financial management applications exclusively for government agencies. The application originated from a group of California county budget staff seeking to address the specific needs of county budgets. The company has 20 years’ experience developing and implementing budget applications for a range of government clients, including California counties such as Orange County, San Diego County, Santa Clara County, Contra Costa County, San Luis Obispo County, San Mateo County, and Sacramento County. In addition, Sherpa’s system continues to provide and improve on our mandatory and legally required state budget schedules.

The County receives regular updates, maintenance, and support by a team of functional experts in the government budget process with specific knowledge in California county budgeting. With the approval of these amended services, the County budget system will continue to be a fully relational database system that provides seamless budget collaboration, information management, long-range forecasting and scenario modeling, budgetary and financial analysis and reporting, and document publication.

It has now been determined that for continuity of services and available resources that a first amendment with Sherpa Government Solutions be executed as a single source contract for up to a ten-year period. The contract will consist of a five-year extension with up to five optional one-year renewals for continued BFM maintenance and hosting, publishing, and full system administration services.

Impact on Residents and Businesses

There is no negative impact on residents or businesses within the County of Riverside.

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

Additional Fiscal Information

The amended period of performance for this agreement is an additional five years beginning effective on signature by both parties and extending through October 31, 2028. Following the additional term of the agreement, the county will have the option to extend the agreement in five one-year increments for continued maintenance and support of the system.

The total potential five-year cost of the amendment as presented is **\$710,000**, which includes: \$185,000 for the maintenance and hosting for the existing Budget Formulation and Management Software, \$202,000 for the maintenance and hosting of the existing PADS Software, \$300,000 for professional services for ongoing support; and up to \$22,800 for Optional Training. This includes an annual escalator of 5% for the BFM Maintenance and Hosting.

The costs for the term of the amendment are summarized in the tables below.

Renewal Year	Subscription Period	BFM Maintenance	Hosting	PADS (Publishing)	Full System Admin
1	11/1/2023 - 10/31/2024	\$33,436.20	\$25,200.00	\$12,600.00	\$60,000.00
2	11/1/2024 - 10/31/2025	\$35,108.01	\$26,460.00	\$12,600.00	\$60,000.00
3	11/1/2025 - 10/31/2026	\$36,863.41	\$27,783.00	\$12,600.00	\$60,000.00
4	11/1/2026 - 10/31/2027	\$38,706.58	\$29,172.15	\$12,600.00	\$60,000.00
5	11/1/2027 - 10/31/2028	\$40,641.91	\$30,630.76	\$12,600.00	\$60,000.00
6	11/1/2028 - 10/31/2029 (optional renewal)	\$41,861.17	\$31,549.68	\$12,978.00	\$61,800.00
7	11/1/2029 - 10/31/2030 (optional renewal)	\$43,117.00	\$32,496.17	\$13,367.34	\$63,645.00
8	11/1/2030 - 10/31/2031 (optional renewal)	\$44,410.51	\$33,417.06	\$13,768.36	\$65,563.62
9	11/1/2031 - 10/31/2032 (optional renewal)	\$45,742.83	\$34,475.19	\$14,181.41	\$67,530.53
10	11/1/2032 - 10/31/2033 (optional renewal)	\$47,115.11	\$35,509.44	\$14,606.85	\$69,556.44

After the five-year renewal period, the County may opt to exercise one of five (5) annual options to renew in one-year increments. The annual escalator fee will be reduced from 5% to 3% and will include annual increases for PADS and Full System Administration for years six through 10.

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

Description	Hours	Rate/Hour	Total
Annual Training – Remote training on a Time & Material basis including any Sherpa preparation time.	16.00	285.00	\$4,560.00
TOTAL			\$4,560.00

Contract History and Price Reasonableness

At the request of the Executive Office, the Purchasing Department issued a Request for Proposal (RFP) with a detailed scope of services, among the requirements of which was that the proposed system produce the budget schedules required by the California State Controller's Office. Purchasing sent notifications to all known vendors and contacts registered in the county database totaling over 830 individuals and/or companies as well as advertised on the county Purchasing's Internet site. In response, 12 proposals were received in mid-February 2018.

The proposals were reviewed by an evaluation team consisting of personnel from the Executive Office, Information Technology Department, Department of Public Social Services, Flood Control and Water Conservation District, and Sheriff's Department. All 12 proposals were reviewed and scored by an evaluation team based on the bidder's overall responsiveness to the requirements of the scope of service, technical capability and project methodology, overall cost to the county, references, and financial status. Responses ranged in cost from \$853,632 to \$4,224,211 over a 5-year period. Scripted vendor product demonstrations by the top five vendors were conducted and ranked by the evaluation team. Additionally, references and best and final offers with the top two vendors were requested and evaluated. The evaluation team unanimously concluded Sherpa Government Solutions to be the best value system to meet the county's comprehensive set of budgeting, analytic, and publishing needs.

Sherpa's cost proposal was competitive with the next ranked proposal, particularly considering foreseeable costs of substantial additional work necessary to build the state budget schedules in the other proponent's system. The costs for additional professional services to aid the Executive Office with expert document design and construction, training, and user support in the initial years of the system are quite favorable in comparison to the cost of hiring additional qualified staff with comparable expertise.

ATTACHMENT:

- A: Amendment No 1 to the Software Service Agreement with Sherpa Government Solutions, LLC.


Meghan Hahn, Deputy Director of Procurement 10/6/2023

COUNTY OF RIVERSIDE
AMENDMENT NO 1 TO THE SOFTWARE SERVICE AGREEMENT
WITH
SHERPA GOVERNMENT SOLUTIONS, LLC.

Contract Term:	November 1, 2018 through October 31, 2023
Contract Term Extended To:	October 31, 2028
Effective Date of Amendment:	November 1, 2023
Annual Maximum Contract Amount:	\$2,186,199
Amended Maximum Contract Amount:	\$710,000
Contract ID:	EOARC-20810-001-10/23

This Amendment No. 1 to the Software Service Agreement for Budget Formulation & Management System is entered into by and between County of Riverside, a political subdivision of the State of California (COUNTY) and Sherpa Government Solutions, LLC (CONTRACTOR). COUNTY and CONTRACTOR are collectively referred to herein as the “Parties”, and individually as the “Party”.

RECITALS

WHEREAS, COUNTY and CONTRACTOR entered into that certain Software Service Agreement for Budget Formulation & Management System effective October 15, 2018 through October 31, 2023 (the “Agreement”); and

WHEREAS, Section 4 “Period of Performance” of the Agreement provided for renewals in five-year increments by written amendment approved by the Board of Supervisors and CONTRACTOR; and

WHEREAS, COUNTY elects to exercise its option to renew the Agreement for an additional term of five (5) years to have the CONTRACTOR to continue providing services, which commences on November 1, 2023 through October 31, 2028, upon the terms and conditions as set forth below.

WHEREAS, the Parties now wish to exercise that renewal by amending Section 3 “Description of Services”, Section 4 “Period of Performance”, and Section 5 “Compensation” of the Agreement.

NOW, THEREFORE, for good and valuable consideration the receipt and adequacy of which is hereby acknowledged, the Parties agree to amend the Description of Services, Period of Performance, and the Compensation of the Agreement according to the terms and in the manner set forth herein:

1. **Recitals.** The above recitals are true and correct and are incorporated herein by reference.
2. The Agreement is hereby renewed and extended for five (5) years, commencing on November 1, 2023 through October 31, 2028.

COUNTY OF RIVERSIDE
AMENDMENT NO 1 TO THE SOFTWARE SERVICE AGREEMENT
WITH
SHERPA GOVERNMENT SOLUTIONS, LLC.

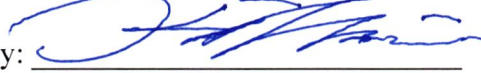
3. Section 3 Exhibit A “Statement of Work” of the Agreement is hereby amended by removing in its entirety and replacing with Exhibit A-1 “Summary of Software and Services” of this Amendment 1.
4. Section 4 “Period of Performance” of the Agreement is hereby amended to commence on October 15, 2018, and continues in effect through October 31, 2028, unless terminated earlier. Thereafter, the Agreement may be renewed up to five times annually in one-year increments by written amendment approved by both the COUNTY and the CONTRACTOR.
5. Section 5 Exhibit B “Payment Provisions” of the Agreement is hereby amended by removing in its entirety and replacing as to the following: The COUNTY shall pay the CONTRACTOR for services performed, products provided and expenses incurred in accordance with the terms of the Payment Provisions contained in Exhibit B-1 of this Amendment 1. Maximum payments by COUNTY to CONTRACTOR pursuant to the amended five-year term of the Agreement commencing on November 1, 2023, through October 31, 2028, shall not exceed \$710,000.
5. All other terms and conditions of the Agreement not modified herein shall remain unchanged.
6. Effective Date. This Amendment No. 1 to the Agreement shall become effective November 1, 2023.
7. Electronic Signatures. This Amendment may be executed in any number of counterparts, each of which will be an original, but all of which together will constitute one instrument. Each party to this Amendment 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. The parties further agree that the electronic signatures of the parties included in this Amendment 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)

COUNTY OF RIVERSIDE
AMENDMENT NO 1 TO THE SOFTWARE SERVICE AGREEMENT
WITH
SHERPA GOVERNMENT SOLUTIONS, LLC.

IN WITNESS WHEREOF, the Parties hereto have caused their duly authorized representatives to execute this Amendment 1.


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

By: 

Kevin Jeffries, Chair
Board of Supervisor

Dated: 10/17/23

Sherpa Government Solutions, LLC.
a California Limited Liability Company

By:  David Farrell (Oct 10, 2023 19:52 CDT)

Name: David Farrell
Title: Chief Executive Officer

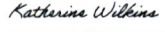
Dated: 10/10/2023

ATTEST:

Kimberly A Rector
Clerk of the Board

By: 
Deputy

APPROVED AS TO FORM:
Minh Tran, County Counsel

By: 
Katherine Wilkins
Deputy County Counsel

COUNTY OF RIVERSIDE
AMENDMENT NO 1 TO THE SOFTWARE SERVICE AGREEMENT
WITH
SHERPA GOVERNMENT SOLUTIONS, LLC.

Exhibit A-1
Summary of Software and Services

1. Maintenance and Hosting for Existing BFM Software

This includes maintenance and hosting for Sherpa BFM. This annual charge encompasses:

- Unlimited users
- Three (3) environments (production, development, and HR calculation)
- Annual upgrades (per the County's schedule)
- Hosting (AWS)

2. Maintenance and Hosting for Existing PADS Software

This includes maintenance and hosting for Sherpa Publishing (PADS). This annual charge encompasses:

- Unlimited users
- One (1) environment
- Annual upgrades (per the County's schedule)
- Hosting (AWS)

3. Full System Administrative Support

Full Admin support includes:

- Assist with PCF setup and data loads and data verification
- Support the BFM Administrator in data loads/Admin Uploads and data verification
- Configure Widgets
- Dedicated working sessions with client BFM team to review/resolve issues
- Sherpa will provide training, if needed, to the BFM Administrator
- Assist with all system administration functions, such as stage advancing, importing data, running admin processes, creating new admin processes, and maintain security roles
- Assist with loading PCF data and running initial projections. Sherpa runs initial checks, followed by client verification
- Sherpa will assist in the develop of new reports or adjustments to existing reports as needed
- Assist with creating PCF What-If Scenarios

In addition, Sherpa and the County will arrange standing monthly meetings with the Executive Office to discuss issues or concerns with BFM and to potentially provide guidance to assist you and your team in the use of BFM. For example, Sherpa assisted the County when changes were implemented to the salary structure for one of your large bargaining units or during the early phase of Covid19, Sherpa will be available to assist in County in updating forms or creating Admin Process and assisting in changing processes to address one-time emergency issues.

COUNTY OF RIVERSIDE
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 WITH
 SHERPA GOVERNMENT SOLUTIONS, LLC.

Exhibit B-1
 Fee Schedule

Renewal Year	Subscription Period	BFM Maintenance	Hosting	PADS (Publishing)	Full System Admin
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After the five-year renewal period, the County has the option to exercise annual options to renew in one-year increments up to 10 years. The annual escalation will be reduced from 5% to 3% and will include annual increases for PADS and Full System Admin for years six (6) – ten (10).

Optional Services:

Description	Hours	Rate/Hour	Total
Annual Training – Remote training on a Time & Material basis including any Sherpa preparation time.	16.00	285.00	\$4,560.00
TOTAL			\$4,560.00

The training cost is **not to exceed \$4,560.00** per subscription period.








Sherpa Amendment #1

Final Audit Report

2023-10-11

Created:	2023-10-10
By:	Anna Marie Johnson-Earls (annjohnson@rivco.org)
Status:	Signed
Transaction ID:	CBJCHBCAABAA1-v4AUw4xuOrAMHYQ_GGYz2LZ6AvueDC

"Sherpa Amendment #1" History

-  Document created by Anna Marie Johnson-Earls (annjohnson@rivco.org)
2023-10-10 - 11:53:27 PM GMT
-  Document emailed to David Farrell (david.farrell@eunasolutions.com) for signature
2023-10-10 - 11:54:26 PM GMT
-  Email viewed by David Farrell (david.farrell@eunasolutions.com)
2023-10-10 - 11:55:04 PM GMT
-  Document e-signed by David Farrell (david.farrell@eunasolutions.com)
Signature Date: 2023-10-11 - 0:52:17 AM GMT - Time Source: server
-  Document emailed to Katherine Wilkins (kawilkins@rivco.org) for signature
2023-10-11 - 0:52:18 AM GMT
-  Email viewed by Katherine Wilkins (kawilkins@rivco.org)
2023-10-11 - 12:59:01 PM GMT
-  Document e-signed by Katherine Wilkins (kawilkins@rivco.org)
Signature Date: 2023-10-11 - 12:59:16 PM GMT - Time Source: server
-  Agreement completed.
2023-10-11 - 12:59:16 PM GMT