CITY OF SANTA FE AMENDMENT No. 3 TO GSA CONTRACT#GS-35F-0265X TERMS AND CONDITIONS AND ADDENDUM BETWEEN IMMIX TECHNOLOGY AND CITY OF SANTA FE ITEM#16-0903

This AMENDMENT No. 3 (the "Amendment") amends the GSA CONTRACT#GS-35F-0265X

TERMS AND CONDITIONS AND ADDENDUM BETWEEN IMMIX TECHNOLOGY

AND CITY OF SANTA FE ("Agreement"), dated September 28, 2016 and October 13, 2016

(the "Agreement"), between the City of Santa Fe (the "City") and Immix Technology, Inc.. (the "Contractor"). The date of this Amendment shall be the date when it is executed by the City and the Contractor whichever occurs last.

RECITALS:

- A. Under the terms of the Agreement, Contractor has agreed to implement Kronos Time and Attendance software and services.
- B. For good and valuable consideration, the receipt and sufficiency of which are acknowledged by the parties, the City and the Contractor agree as follows:

1. **STATEMENT OF WORK:**

Exhibit "D", Service Investment Summary, at \$28,450.20.

Exhibit "E", Update to Integration and Cut-Over Support, at \$30,247.20.

Exhibit "F", WFC SaaS Reallocation Form, at \$55,838.78.

2. **PAYMENT**.

The Agreement is amended to increase the amount of compensation by a total of one hundred fourteen thousand five hundred thirty-six dollars and eighteen cents (\$114,536.18) plus applicable gross receipts taxes and as described in Exhibit "D", "E" and "F" attached hereto and

incorporated herein. For a total compensation including all prior amendments, of eight hundred eighty-five thousand five hundred ninety-seven dollars and fifty-seven cents (\$885,597.57).

3. AGREEMENT IN FULL FORCE.

Except as specifically provided in this Amendment, the Agreement remains and shall remain in full force and effect, in accordance with its terms.

IN WITNESS WHEREOF, the parties have executed this Amendment No. 3 to the

Agreement as of the dates set forth below. CITY OF SANTA FE: CONTRACTOR: IMMIX TECHNOLOGY, INC. SP. DNEZTON ALAN WEBBER, MAYOR 5/22/19 ATTEST: CR5:03140957001 City of Sonta FE Business Registration # 1800140678 CE mtg. 9/12/18

APPROVED AS TO FORM:

ERIN K. MCSHERRY, CITY ATTOR

APPROVED:

Business Unit/Line Item



Statement of Work for CITY OF SANTA FE

Additional Support Hours

Overview

This Statement of Work ("SOW") provides an overview of the project including scope, approach, costs, and how the project will be managed. To support a successful implementation, the customer will provide the required internal project resources.

Project Objectives

Kronos Professional Services to provide a bank of 150 resource hours to support the following Kronos configuration efforts.

Deliverable	Description	Comments
Milestone 4		- Commence
User acceptance testing	System functionality testing completed	This is a customer responsibility.
	Testing results and actions for resolution based on operational testing activities defined in the testing strategy.	This is a customer responsibility.
Project team signoff	Project team agrees that the tasks associated with the User Acceptance Testing complete and the Deploy & Support phase can begin.	

Deliverable	Description	Comments	
Milestone 5		- Comments	
Train the trainer	Kronos delivers a train the trainer sessions for project/training team members	The customer is responsible for training all user groups.	
Deployment Readiness Checklist	A checklist provided to ensure key customer activities have been completed prior to moving into the deployment activities.		
Production Solution	Moving the Kronos Workforce TeleStaff solution into a production environment.		
Deployment Validation cycle			
Project team signoff	Project team agrees that the tasks associated with the Adopt phase are complete.	Signoff by the City of Santa Fe.	

Proposed Solution

Kronos will deliver the scope of this project utilizing a remote approach.



Project Approach

Kronos implementations use an iterative approach - driven by value and realized through collaboration. This approach, focused on accelerated time to value, is bolstered by tools and techniques, such as set-up specific to industry and region, Kronos process recommendations, dynamic documentation, and accelerated testing processes. All project information is available online to allow project team members access to project status, contact information, issues log, test case tracking, training plan, etc. at any time.

WFTS SC

WFC PM

WFC IC

WFC SC

Services Investment Summary

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This SOW represents Time and Materials engagement. Travel expenses are not included and will be invoiced separately as incurred.

Service Type

Professional Services

\$28,450.20

\$28,450.20



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Signatures and Approvals	
SUBMITTED AND APPROVED BY KRONOS REP	RESENTATIVE
Ву:	
Title:	
This Statement of Work is subject to the CITY OF S Professional and Education Services. By signing be representative agrees to purchase the services des	SANTA FE's agreement with Kronos governing
ACCEPTED AND AGREED CITY OF SANTA FE	
By:	Date:
Title:	
CITY OF SANTA FE may make necessary copies of internal evaluation and/or execution of proposed promay not be reproduced in any form without the written	this document for the sole purpose of facilitating

may not be reproduced in any form without the written permission of Kronos Incorporated. All rights



reserved. Copyright 2018.

immixTechnology, Inc. a subsidiary of **a** immixGroup

Sales Quotation

Debi Croney CITY OF SÁNTA FE 2651 SIRINGO RD, BUILDING F SANTA FE, NM 87504 PH: 505-470-9263 dlcroney@ci.santa-fe.nm.us

Quote Number: Quote Date: Expiration Date:

7/17/2018

QUO-910914-S5S8N5

8/16/2018

Contract No.:

GS-35F-0265X

CAGE Code: DUNS No.: TAX ID#:

Terms: FOB:

3CA29 09-869-2374 54-1912608

NET 30 Destination

Order/Payment Address: immixTechnology, Inc.

8444 Westpark Drive, Suite 200 McLean, VA 22102

PH: 703-752-0610 FX: 703-752-0611

BB&T

Routing No. 055003308

immixTechnology, Inc. Contact:

Manufacturer Contact:

703-639-1895

Grand Total

602-387-5040

Mohan, Vinu Vinu_Mohan@immixgroup.com

Manufacturer Quote #: Manufacturer Ref #:

612153 - 1

Lyle, Brenda blyle@kronos.com

Please reference ImmixTechnology's "QUO" quote number and Government Contract number on any purchase orders issued against this quote.

PLEASE DO NOT MAIL PURCHASE ORDERS VIA US POSTAL SERVICE. Please email to Vinu_Mohan@immixgroup.com.

PLEASE REFERENCE THE 'NET TERMS' ON THE PURCHASE ORDER.

Please include any tax exempt certificates, where applicable.

Statement of Work for CITY OF SANTA FE Additional Support Hours, 2018-44938 R3, 09/12/2018 IS INCORPORATED INTO THIS QUOTE.

This Quote is for Milestone 4 and 5

Item	Part Number	Contract	Trans Type	Product Description	Qty	Price	Extended
1 9990002-ENT-IC		GS-35F-0265X	SVC	Paragon ENTERPRISE - INTEGRATION CONSULTANT (per hour) ** TRUSTED PRODUCT **	16	\$188.9400	Price \$3,023.0
2	9990002-ENT-PM	GS-35F-0265X	SVC	Paragon ENTERPRISE - PROJECT MANAGER (per hour)** TRUSTED PRODUCT	20	\$188.9400	\$3,778.86
3	9990002-ENT- SOL CON	GS-35F-0265X	SVC	Paragon ENTERPRISE - SOLUTION	49	\$188.9400	\$9,258.0
4	9990057-PRO-SC	GS-35F-0265X	SVC	CONSULTANT (per hour) ** TRUSTED PRODUCT **		7 100.0 100	Ψ9,236.00
			0.0	PROFESSIONAL SERVICES - TELESTAFF - Solution Consultant (per hour) ** TRUSTED PRODUCT **	65	\$190.6200	\$12,390.30
				SERVICES			\$28,450.20

\$28,450.20

Sales Quotation

Continued

Subject to the Terms and Conditions of GSA MAS Contract Number GS-35F-0265X; See GSA eLibrary: http://www.gsaelibrary.gsa.gov/ElibMain/home.do

Taxes: Sales tax shall be added at the time of an invoice, unless a copy of a valid tax exemption or resale certificate is provided.

All Purchase Orders must include: End User Name, Phone Number, Email Address, Purchase Order Number, Government Contract Number or Our Quote Number, Bill-To and Ship-To Address (Cannot ship to a PO Box), Period of Performance (if applicable), and a Signature of a duly Authorized Representative.

The identified line items are Trusted Products under the immixGroup Trusted Supplier Program. immixGroup Trusted Supplier Program Policies, Commitments and Guarantees/Warranties can be obtained at: http://www.immixgroup.com/uploadedFiles/Trusted-Supplier-Program_Guarantee-and-Warranty.pdf



Statement of Work for CITY OF SANTA

Updates to Integration and cut over support

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Overview

This Statement of Work ("SOW") provides an overview of the project including scope, approach, costs, and how the project will be managed. To support a successful implementation, the customer will provide the required internal project resources.

Project Objectives

Kronos Professional Services to provide a bank of hours to update Kronos integration to the Munis system that will be going live in January of 2019. Additionally, Project Management hours have been included to assist in planning and executing the cutover from the current system to Munis.

Updates will include, but are not limited to:

Employee ID in Kronos and TeleStaff is digits and will need to be updated to match Munis 6 digit Employee ID. In most cases a "0" can be dropped from the second position of the current Employee ID. Supervisor ID will be included in this update.

Currently - TeleStaff is updated by hand and this may be an option to update the Employee ID's.

Pay code definitions will need to be updated in the Look Up Table to match the new definitions in the Munis system. The actual pay codes in Kronos will not need to be changed.

Currently Shift Differential is sent over with a qualifier, this qualifier will need to be removed from the interface and the pay codes that are currently configured will need to be sent over without the qualifier.

Proposed Solution

Kronos will deliver the scope of this project utilizing a remote approach.

Project Approach

Kronos implementations use an iterative approach - driven by value and realized through collaboration. This approach, focused on accelerated time to value, is bolstered by tools and techniques, such as set-up specific to industry and region, Kronos process recommendations, dynamic documentation, and accelerated testing processes. All project information is available online to allow project team members access to project status, contact information, issues log, test case tracking, training plan, etc. at any time.

The implementation will be completed in three iterative phases: Initiate, Collaborate, and Adopt.



Services Investment Summary

Commence of the commence of th

This SOW represents a time and materials engagement. Travel expenses are not included and will be invoiced separately as incurred.

Service Type Professional Services

\$30,247.20 \$30,247.20



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Signatures and Approvals	
SUBMITTED AND APPROVED BY KRONOS REPRE	SENTATIVE
Ву:	_ Date:
Title: This Statement of Work is subject to the CITY OF SAN Professional and Education Services. By signing below representative agrees to purchase the services describ	TA FE's agreement with Kronos governing
ACCEPTED AND AGREED CITY OF SANTA FE	
Ву:	Date:
Title:	
CITY OF SANTA FE may make necessary copies of this internal evaluation and/or execution of proposed project may not be reproduced in any form without the written preserved. Copyright 2018	



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Sales Quotation

Debi Croney CITY OF SÁNTA FE 2651 SIRINGO RD, BUILDING F SANTA FE, NM 87504 PH: 505-470-9263 dlcroney@ci.santa-fe.nm.us

Quote Number: **Quote Date: Expiration Date:**

QUO-909034-G8W0Q1

7/11/2018 8/10/2018 Contract No.:

GS-35F-0265X

CAGE Code: DUNS No.: TAX ID#: Terms: FOB:

3CA29 09-869-2374 54-1912608 NET 30

Destination

Mohan, Vinu

Order/Payment Address: immixTechnology, Inc. 8444 Westpark Drive, Suite 200

McLean, VA 22102

PH: 703-752-0610 FX: 703-752-0611

EFT: BB&T

Routing No. 055003308

Manufacturer Quote #: 610385 - 1 Manufacturer Ref #:

Contact: 703-639-1895 Vinu_Mohan@immixgroup.com

Manufacturer Contact: Lyle, Brenda 602-387-5040 blyle@kronos.com

Please reference ImmixTechnology's "QUO" quote number and Government Contract number on any purchase orders issued against this quote.

immixTechnology, Inc.

PLEASE DO NOT MAIL PURCHASE ORDERS VIA US POSTAL SERVICE. Please email to Vinu_Mohan@immixgroup.com.

PLEASE REFERENCE THE 'NET TERMS' ON THE PURCHASE ORDER.

Please include any tax exempt certificates, where applicable.

Statement of Work for CITY OF SANTA FE Updates to Integration and cut over support, 2018-45182 r2, 9/25/2018 is incorporated into this quote.

This quote is for Milestone 4 & 5

9990037-PRO-IC GS-35F-0265X SVC PROFESSIONAL SERVICES – TELESTAFF – Integration Consultant (per hour)** TRUSTED PRODUCT ** 9990002-ENT-PM GS-35F-0265X SVC Paragon ENTERPRISE - PROJECT MANAGER (per hour)** TRUSTED PRODUCT ** 3 9990002-ENT-IC GS-35F-0265X SVC Paragon ENTERPRISE - INTEGRATION 440 \$188.9400 \$7,557.60	Item	Part Number	Contract	Trans Type	Product Description	Qty	Price	Extended Price
MANAGER (per hour)** TRUSTED PRODUCT ** 3 9990002-ENT-IC GS-35F-0265X SVC Paragon ENTERPRISE - INTEGRATION CONSULTANT (per hour)** TRUSTED 110 \$188.9400 \$20,783.40	1	9990057-PRO-IC	GS-35F-0265X	svc	Integration Consultant (per hour)** TRUSTED	10	\$190.6200	\$1,906.20
Paragon ENTERPRISE - INTEGRATION 110 \$188.9400 \$20,783.40 CONSULTANT (per hour)** TRUSTED	2	9990002-ENT-PM	GS-35F-0265X	SVC	Paragon ENTERPRISE - PROJECT MANAGER (per hour)** TRUSTED PRODUCT **	40	\$188.9400	\$7,557.60
	3	9990002-ENT-IC	GS-35F-0265X	SVC	CONSULTANT (per hour)** TRUSTED	110	\$188.9400	\$20,783.40

SERVICES \$30,247.20 **Grand Total** \$30,247,20

Sales Quotation

Continued

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Taxes: Sales tax shall be added at the time of an invoice, unless a copy of a valid tax exemption or resale certificate is provided.

All Purchase Orders must include: End User Name, Phone Number, Email Address, Purchase Order Number, Government Contract Number or Our Quote Number, Bill-To and Ship-To Address (Cannot ship to a PO Box), Period of Performance (if applicable), and a Signature of a duly Authorized Representative.

The identified line items are Trusted Products under the immixGroup Trusted Supplier Program. immixGroup Trusted Supplier Program Policies, Commitments and Guarantees/Warranties can be obtained at: http://www.immixgroup.com/uploadedFiles/Trusted-Supplier-Program_Guarantee-and-Warranty.pdf

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WFC SaaS Reallocation Form

Bill To:	Attn: IMMIX TECHNOLOGY, INC 8444 WESTPARK DR, SUITE 200 MC LEAN, VA 22102	Ship To:	Attn: DEBI CRONEY SANTA FE FIRE 35 CAMINO JUSTICIA SANTA FE, NM 87508
Solution ID:	6105679	FOB:	Shipping Point
Currency:	USD	Shippping Method:	FedEx Ground
Payment Terms:	N30	Contact Email:	exception@kronos.com
Effective Date:	Upon Signature	Phone Number:	505-955-5577

By signing this document, Customer is agreeing to the changes below for their Applications. These changes are subject

Immix PO : IM82123

Contract number: GS-35F-0265X End User: Martinez, Renee End User PO: 16176502 - 000 - OP

Phone # 505 827-6131

Email: rjmartinez@ci.santa-fe.nm.us

Notes:

Purchase Order Terms: Initial Term: Three year

Billing Start Date: 120 days from execution of Order Form

Renewal Term: One Year

Billing Frequency (unless otherwise noted, all invoices are

due per the payment terms noted above):

Applications: Monthly in Arrears **Professional Services: Milestones**

Santa Fe Fire - 6105679 -- License Decrease

Converted Applications	Existing License Count	Existing Monthly Price	New License Count	New Total Monthly Price
Perpetual License to SaaS Conversion Monthly Fee	N/A	\$1843.17	N/A	\$1843.17
Workforce Telestaff Enterprise	185	N/A	185	N/A
Norkforce Telestaff Gateway Manager	1	N/A	1	N/A
Norkforce Telestaff Gateway Manager I/F to WFC	1	N/A	1	N/A
Vorkforce Telestaff Contact Manager	185	N/A	185	N/A

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Applications Description	Existing License Count	Existing PEPM	New License Count	New PEPM	New Total Monthly Price
Workforce Telestaff Enterprise	415	6.12	185	6.12	\$0.00
Workforce Telestaff Institution Focus	415	0.39	0	0.00	\$0.00
Workforce Telestaff Global Access	415	0.52	185	0.52	\$96.20
Workforce Telestaff Contact Manager	415	0.26	185	0.26	\$0.00
Workforce Telestaff Bidding	415	\$1.04	185	\$1.04	\$192.40

The table below reflects the capacity after the decrease for Site ID 6105679 - Santa Fe Fire

Applications Description	New License Count
Workforce Telestaff Enterprise	185
Workforce Telestaff Institution Focus	0
Workforce Telestaff Global Access	185
Workforce Telestaff Contact Manager	185
Workforce Telestaff Gateway Manager	1
Workforce Telestaff Gateway Manager Interface to WFC	1
Workforce Telestaff Bidding	185

The table below reflects the capacity after the reallocation to Site ID 6156299 - Santa Fe Police Department

Applications Description	New
	License Count
Workforce Telestaff Enterprise	230
Workforce Telestaff Institution Focus	230
Workforce Telestaff Global Access	230
Workforce Telestaff Contact Manager	230
Workforce Telestaff Gateway Manager	1
Workforce Telestaff Gateway Manager Interface to WFC	1
Workforce Telestaff Bidding	. 230

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DATED:		· · · · · · · · · · · · · · · · · · ·	
CUSTOMER	₹:		
BY:			
NAME:			
TITI E			

Sales Quotation

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Debi Croney CITY OF SANTA FE 2651 SIRINGO RD, BUILDING F SANTA FE, NM 87504 PH: 505-470-9263 dlcroney@ci.santa-fe.nm.us

Quote Number: Quote Date: **Expiration Date:** QUO-912380-V6W8C8

8/18/2018

7/19/2018

Contract No.:

GS-35F-0265X

CAGE Code: DUNS No.: TAX ID#:

3CA29 09-869-2374 54-1912608

Terms: FOB:

NET 30 Destination

Order/Payment Address: immixTechnology, Inc.

8444 Westpark Drive, Suite 200

McLean, VA 22102

PH: 703-752-0610 FX: 703-752-0611

EFT: BB&T

Routing No. 055003308

immixTechnology, Inc.

Contact: 703-663-1920

lwitt@Immixgroup.com

Witt, Lyr

Manufacturer Quote #:

612797-1

Manufacturer Ref #:

Manufacturer Contact: 847 969 6557 Kennedy, Dylan

Dylan.Kennedy@Kronos.com

INCLUDED AT NO CHARGE:

Workforce TeleStaff Gateway Manager v6 Interface to WFC X 1

PROFESSIONAL SERVICES DELIVERABLE/OUTCOME:

Split out Santa Fe Police and Fire into two independent databases. Provision additional cloud environment for Santa Fe Police

Production Environment:

1 Application Server, 1 Database, Testing/Validation

Assist with SSL termination

Task Replication

Test Environment:

1 Application Server, 1 Database, Testing/Validation

Configure Hosted IVR Provision Single Phone

All services delivered remotely.

Initial Term: 21 Months

Billing Start Date: Upon execution of Order Form

Renewal Term: One Year

Billing Frequency (unless otherwise noted, all invoices are due per the payment terms noted above):

Applications: Monthly in Arrears

Professional Services: Monthly in Arrears as Delivered

The Workforce TeleStaff bundle on this Order Form includes: Workforce TeleStaff Enterprise, Workforce TeleStaff Global Access, Workforce TeleStaff Institution Focus, and Workforce TeleStaff Contact Manager. Workforce TeleStaff Gateway Manager, and Workforce TeleStaff Gateway Manager Interface are licensed on per quantity basis and not a per employee basis and only need to be licensed once. The costs of any individual Application(s) included in the Workforce TeleStaff Bundle (i.e., Workforce TeleStaff Institution Focus) will be set forth on a

mutually agreed upon Order Form based on Kronos' then current list price.

Site ID 6105679 - 185 License Count Site ID 6156299 - 230 License Count

Item Part Number Contract Trans Type Product D	escription Qty	Price	Extended Price
1 8604488-000- BUNDLE-SAAS GS-35F-0265X XAAS Workforce TeleStaff En (includes TSG Enterpris Gateway Manager, Insti Contact Manager) PEPH AVAILABLE TO NET NE CUSTOMERS. (230 LIC) TRUSTED PRODUCT*	e, Global Access, tution Focus, and	\$7.2500	\$35,017.50

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Sales Quotation

Continued

Item	Part Number	Contract	Trans Type	Product Description	Qty	Price	Extended Price
2	8604489-000- SAAS	GS-35F-0265X	XAAS	Workforce TeleStaff Bidding v6 - per Employee per Month (230 LIC X 21 MONTHS)** TRUSTED PRODUCT **	4830	\$1.0400	\$5,023.20
	<u>L</u>	<u> </u>	<u> </u>			Group Total:	\$40,040,70
3	9990057-PRO-SC	GS-35F-0265X	SVC	PROFESSIONAL SERVICES - TELESTAFF - Solution Consultant (per hour)** TRUSTED PRODUCT **	40	\$180.5900	\$40,040.70 \$7,223.60
4	9990057-PRO-PM	GS-35F-0265X	SVC	PROFESSIONAL SERVICES – TELESTAFF – Project Manager (per hour)** TRUSTED PRODUCT **	8	\$190.6200	\$1,524.96
5	9990079-PRO-TC	GS-35F-0265X	SVC	Professional Services - Technical Services TeleStaff Technical Consultant** TRUSTED PRODUCT **	27	\$230.7600	\$6,230.52
<u></u>			<u> </u>				
6	8604404-001	GS-35F-0265X	XAAS	Workforce TeleStaff IVR Service - Per Minute (Invoices Monthly in Arrears Based on Usage) BASED UPON ESTIMATED 300 MINUTES PER MONTH X 21 MONTHS** TRUSTED PRODUCT **	6300	Group Total: \$0.1300	\$14,979.08 \$819.00
						Group Total:	\$819.00

 SERVICES
 \$14,979.08

 ANYTHING AS A SERVICE
 \$40,859.70

 Grand Total
 \$55,838.78

Subject to the Terms and Conditions of GSA MAS Contract Number GS-35F-0265X; See GSA eLibrary: http://www.gsaelibrary.gsa.gov/ElibMain/home.do

Taxes: Sales tax shall be added at the time of an invoice, unless a copy of a valid tax exemption or resale certificate is provided.

All Purchase Orders must include: End User Name, Phone Number, Email Address, Purchase Order Number, Government Contract Number or Our Quote Number, Bill-To and Ship-To Address (Cannot ship to a PO Box), Period of Performance (if applicable), and a Signature of a duly Authorized Representative.

The identified line items are Trusted Products under the immixGroup Trusted Supplier Program. immixGroup Trusted Supplier Program Policies, Commitments and Guarantees/Warranties can be obtained at: http://www.immixgroup.com/uploadedFiles/Trusted-Supplier-Program_Guarantee-and-Warranty.pdf