



Staff Report

File #: 15-272, **Version:** 1

Agenda Date: 2/9/2016

Subject:

Amendment No. 4 to the Enterprise License Agreement with Environmental Systems Research Institute.

Recommended Action:

Approve the amendment to the enterprise license agreement.

Contract No. 112-0313-N (RG); amendment in the amount of \$2.42 million, effective from April 24, 2016 through April 23, 2020. Chairman to sign and Clerk of Court to attest.

Strategic Plan:

Deliver First Class Services to the Public and Our Customers

5.3 Ensure effective and efficient delivery of county services and support

5.4 Strive to exceed customer expectations

Summary:

Amendment No. 4 modifies the renewal term of the current Environmental Systems Research Institute (Esri) enterprise license agreement (ELA), from two (2) annual renewal options to a four (4) year renewal option to provide for the licensing and deployment of Esri software and maintenance, as well as the provision of Esri International User conference registrations. This amendment provides for flexibility of the eGIS environment and licensing to support future growth, as well as access to new products and continuation of the current Esri Enterprise Advantage Program (EEAP). Upon approval, the renewal term for the ELA will commence April 24, 2016, with expiration April 23, 2020.

Background Information:

On April 12, 2012, the Board of County Commissioners approved the non-competitive purchase of an Esri ELA, with the primary intent to replace legacy GIS technology infrastructure to ensure reliable and cost effective GIS services. The ELA structure was based on a six (6) year fixed cost structure and provided for the purchase and installation of unlimited Esri software licenses, including support services for the initial four (4) years of the agreement. The remaining two (2) years would be for maintenance services only.

Currently, the agreement is in its fourth year. However, because the eGIS infrastructure growth is expected to double within the next three (3) years, additional products and services will be required. Such growth includes new virtual production and test servers for GeoEvents, enterprise asset management, image catching, mobile geoprocessing, AutoCAD Integration and law enforcement, along with a large increase in the development environment servers.

During the past year, staff explored other options to approach expected growth, which included exercising the maintenance option originally provided on the 2012 ELA, as well as, establishing a standalone maintenance agreement. However, such options would not allow for unlimited growth,

access to new products, and retention of the current EEAP, training and ArcGIS online support, which are essential to ensure reliable and cost effective services. Instead, the County would have to purchase additional products and services on “a la carte” basis, which could result in additional expenditures.

Fiscal Impact:

Original approved expenditure not to exceed \$2,530,800.00. This amount has already been expensed.

Four (4) year renewal software annual payments as follows:

- Year 1 - \$580,000.00
- Year 2 - \$600,000.00
- Year 3 - \$620,000.00
- Year 4 - \$620,000.00

Total four (4) year renewal expenditure not to exceed \$2,420,000.00

Revised 8-year contract amount not to exceed \$4,950,800.00

Funding is derived from the Business Technology Services Department Enterprise License and Maintenance Budget line for Enterprise IT Services in support of Geographical Information System (GIS).

Staff Member Responsible:

Martin Rose, Chief Information Officer, BTS
Joe Lauro, Director, Purchasing

Partners:

Pinellas County Board of County Commissioners Departments including Utilities, Public Works, Development Review Services, Planning, Airport, Emergency Management, Economic Development, Solid Waste and others
Pinellas County Property Appraiser
Pinellas County Planning Council and Metropolitan Planning Organization
Pinellas County Clerk of the Circuit Court
Pinellas County Sheriffs' Office
Pinellas County Supervisor of Elections
Pinellas County Tax Collector



**Amendment No. 4
to the
Enterprise License Agreement
(Esri Agreement No. 2011ELA7527)**

Esri, 380 New York St., Redlands, CA 92373-8100 USA • TEL 909-793-2853 • FAX 909-793-5953

This Amendment No. 4 ("Amendment") is entered into by and between the **Pinellas County, Florida ("County")** and **Environmental Systems Research Institute, Inc.** (hereinafter referred to as "Esri"). Esri and County shall be referred to collectively as the "Parties" and individually as a "Party."

WHEREAS, the Parties entered into an Enterprise License Agreement ("ELA") with an Effective Date of April 24, 2012 ("Agreement"); and

WHEREAS, the Parties desire to amend the Terms and Conditions of the Agreement to renew the Term for an additional four (4) years; and

NOW THEREFORE, the Parties agree to the following:

1. The Preamble on page 1 of the Agreement is deleted in its entirety and replaced with the following:

This Enterprise License Agreement including the documents listed below (collectively "Agreement" or "ELA") is between Pinellas County ("County"), a political subdivision of the State of Florida, with its main offices located at 400 S. Fort Harrison Avenue, Second Floor, Clearwater, Florida 33756-5113, and Environmental System Research Institute, Inc. ("Esri"), a California corporation authorized to do business in Florida. The ELA begins with an initial term ("Initial Term") with an effective date of April 24, 2012 ("Effective Date") and ends April 23, 2016 and is extended by a Renewal Term with an effective date of April 24, 2016 ("Renewal Effective Date") through April 23, 2020. This Agreement provides for the licensing and Deployment of Esri Software, delivery of ELA maintenance, Esri User Conference registrations, and other additional services specified in Appendix A.

2. The following sentences are incorporated into the end of Section 7.1, Term:

"The Initial Term of the ELA is four (4) years from April 24, 2012 to April 23, 2016. Unless this ELA is terminated as provided within Article 7 of this Agreement, the ELA Renewal Term is four (4) years from April 24, 2016 through April 23, 2020.

3. APPENDIX A, SOFTWARE AND DEPLOYMENT SCHEDULE, is deleted in its entirety and replaced with the attached 2016—2020 APPENDIX A, SOFTWARE AND DEPLOYMENT SCHEDULE, which is applicable during the Renewal Term and shall supersede any previously issued Appendix A.
4. APPENDIX B, ELA FEE SCHEDULE, is deleted in its entirety and replaced with the attached 2016—2020 APPENDIX B, ELA FEE SCHEDULE that is applicable during the Renewal Term and shall supersede any previously issued Appendix B.
5. APPENDIX C, COMPANY ANNUAL DEPLOYMENT REPORT, is deleted in its entirety and replaced with the attached 2016—2020 Renewal Term APPENDIX C, ANNUAL DEPLOYMENT REPORT that is applicable during the Renewal Term and shall supersede any previously issued Appendix C.

Except as may be specifically modified by this Amendment No. 4, all other terms and conditions of the Agreement and any Amendment(s) or Addendum(s) constitute the entire agreement between the parties and supersede all prior and contemporaneous agreements or representations, written or oral, concerning the subject matter of this Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment No. 4 as of the date of the last party to sign below.

ACCEPTED AND AGREED

PINELLAS COUNTY, FLORIDA
(Licensee)

By: _____

Printed Name: _____

Title: _____

Date: _____

ENVIRONMENTAL SYSTEMS
RESEARCH INSTITUTE, INC.
(Esri)


By:  _____

Printed Name: **Chris Johnson**
Manager, Commercial & Government Contracts

Title: _____

Date: 11/19/15

APPROVED AS TO FORM

By:  _____
Office of the County Attorney

**2016—2020 APPENDIX A
SOFTWARE AND DEPLOYMENT SCHEDULE**

Licensee may Deploy the ELA Software up to the total quantity of licenses indicated below to Licensees during the term of this ELA.

**Table A-1
Enterprise License Software — Unlimited Quantities**

Item	Total Qty./Seats to Be Deployed
ArcGIS for Desktop Products (Single Use or Concurrent Use)	
Basic, Standard, and Advanced	<i>Unlimited</i>
ArcGIS for Desktop Extensions (Single Use or Concurrent Use)	
ArcGIS 3D Analyst, ArcGIS Spatial Analyst, ArcGIS Geostatistical Analyst, ArcGIS Publisher, ArcGIS Network Analyst, ArcGIS Data Reviewer, ArcGIS Schematics, and ArcGIS Workflow Manager	<i>Unlimited</i>
ArcGIS for Server Products (Basic/Standard/Advanced)	
ArcGIS for Server Workgroup, ArcGIS for Server Enterprise	<i>Unlimited</i>
ArcGIS for Server Extensions	
ArcGIS 3D Analyst, ArcGIS Spatial Analyst, ArcGIS Network Analyst, ArcGIS Geostatistical Analyst, ArcGIS Schematics, ArcGIS Image Extension, and ArcGIS Workflow Manager	<i>Unlimited</i>
ArcGIS Engine (Single Use or Concurrent Use)	<i>Unlimited</i>
ArcGIS Engine Extensions (Single Use or Concurrent Use)	
ArcGIS 3D Analyst, ArcGIS Geodatabase Update, ArcGIS Network Analyst, ArcGIS Schematics, and ArcGIS Spatial Analyst	<i>Unlimited</i>
ArcGIS Runtime Deployments	<i>Unlimited</i>
ArcGIS Runtime Extensions	
ArcGIS 3D Analyst, ArcGIS Network Analyst, and ArcGIS Spatial Analyst	<i>Unlimited</i>
Mapping and Charting Solutions – Esri Production Mapping (Single Use or Concurrent Use)	<i>Unlimited</i>

**Table A-2
Enterprise License Software — Limited Quantities**

Item	Rolled-In Qty. (if applicable)	Qty./Seats to Be Deployed	Total
ArcPad annual maintenance	8	n/a	8
ArcGIS GeoEvent Extension for Server Enterprise Production w/annual maintenance	n/a	2 (up to 4 core)	2
ArcGIS GeoEvent Extension for Server Enterprise Staging w/annual maintenance	n/a	2 (up to 4 core)	2
Esri CityEngine Advanced w/annual maintenance	n/a	1	1
Esri CityEngine Basic w/annual maintenance	n/a	4	4

Table A-3
Enterprise License Subscriptions — Limited Quantities

Product	Year 1 2016-2017	Year 2 2017-2018	Year 3 2018-2019	Year 4 2019-2020
ArcGIS Online Annual Subscription	Level 5 500 Named Users 62,500 Service Credits	Level 5 500 Named Users 62,500 Service Credits	Level 5 500 Named Users 62,500 Service Credits	Level 5 500 Named Users 62,500 Service Credits
Esri Community Analyst Subscription (for use with ArcGIS Online)	Level 2 50 Named Users	Level 2 50 Named Users	Level 2 50 Named Users	Level 2 50 Named Users
Esri Development Network (EDN) Subscription	5	5	5	5

**2016 -2020 APPENDIX B
ELA FEE SCHEDULE**

The Renewal ELA Fee is **\$2,420,000.00**. The Renewal ELA Fee is in consideration of the ELA Software, ELA Maintenance, and Esri International User Conference registrations and Esri Enterprise Advantage Program.

	Year 1 2016—2017	Year 2 2017—2018	Year 3 2018-2019	Year 4 2019-2020	Renewal ELA Fee
Software and Maintenance	\$ 580,000	\$ 600,000	\$ 620,000	\$ 620,000	<u>\$2,420,000</u>
Annual Payments	\$ 580,000	\$600,000	\$620,000	\$620,000	<u>\$2,420,000</u>

Number of Esri International User Conference Registrations per Year	Twenty (20)
Number of Tier 2 Support Callers	Twelve (12)
Number of Sets of Backup Media, if Requested	2 (optional)
Renewal Term of ELA	Four (4) years from Renewal Effective Date through April 23, 2020

	Year 1 2016—2017	Year 2 2017—2018	Year 3 2018-2019	Year 4 2019-2020
Esri Enterprise Advantage Program (EEAP)	100 Hours Technical Advisory 1 Day Planning Session Quarterly Webcasts 200 Learning & Service Credits	100 Hours Technical Advisory 1 Day Planning Session Quarterly Webcasts 200 Learning & Service Credits	100 Hours Technical Advisory 1 Day Planning Session Quarterly Webcasts 200 Learning & Service Credits	100 Hours Technical Advisory 1 Day Planning Session Quarterly Webcasts 200 Learning & Service Credits

2016 - 2020 APPENDIX C ANNUAL DEPLOYMENT REPORT

SAMPLE REPORT — This report will be provided to Esri annually in an Excel spreadsheet or in a comparable format.

[illegible]

Risk Management Contract Review

Contract Name	Approval of Amendment No. 4 to the contract with Environmental Systems Research Institute (Esri) for Enterprise License Agreement						
Bid/Contract#	112-0313N	Granicus	15-272	PID #			
Department	BTS	Project Mgr	Martin Rose		Date In	11/3/2015	
Contract Mgr	Mary Buccigrossi	RUSH?	n	Pre-Review?	n	Date Out	11/3/2015
Purchasing Contact	Joe Lauro		Term			Amount	\$2,420,000
Type of Contract (select both)	Not Specified		Purchasing		Method of Review	E-Review Only (CATS/Legistar)	
Limitation of Liability?			Indemnification Language?			If PE to PE, \$768.28?	

Required Coverages	Add'l Language / Exclusions	Limits	Justification
Choose an item.			Amendment 4 of existing agreement (services)
Choose an item.			
Choose an item.			
Choose an item.			
Choose an item.			
Choose an item.			
Choose an item.			
Choose an item.			

Discussed scope & suggested insurance requirements with	
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Date/Time/Comments: Environmental System Research Institute, Inc, - term extension from 4/24/12 – 4/23/16 extended to 4/24/2020 – Provides for licensing and deployment of Esri Software, delivery of ELA maintenance, Esri User Conference registrations and other additional services

NOTES:

No other change to original per 4th Amendment – insurance requirements were from Original Agreement – see attached documents from SHARE -

GWHITE

Reviewed By	GWHITE	Date	11/5/2015
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<input checked="" type="checkbox"/> Ready for Signature	Authorized By Virginia E. Holscher, Director
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