

REPORT TO CITY COUNCIL

DATE: JUNE 8, 2022

TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: NATHAN HAMBURGER, CITY MANAGER

BY: KIMBERLY M. RODRIGUES, CITY CLERK

SUBJECT: APPROVAL OF SEVENTH AMENDMENT TO AGREEMENT FOR CONSULTANT SERVICES, WITH ECS IMAGING, INC., FOR ELECTRONIC DOCUMENT IMAGING (SCANNING) AND INDEXING SERVICES

On March 17, 2020, the City Council declared a local emergency in response to the global COVID-19 pandemic. Due to the emergency circumstances, and the closure of City Hall to the public until further notice, the City's outsourced scanning project was placed on hold.

When City Hall initially reopened in June 2021, staff negotiated an amendment to continue with the scanning services and the City Council approved the Sixth Amendment to the Agreement for Consultant Services, with ECS Imaging, Inc., for Electronic Document Imaging (Scanning) and Indexing Services to extend the Agreement to June 30, 2022.

Unfortunately, due to the ongoing pandemic and a reduction in staffing, the City was unable to continue with the scanning project until March of 2022. Staff is optimistic that scanning services will continue through 2023.

The terms of the original agreement allow for the City, at its option, to extend the agreement upon providing written notice of its intent to the consultant, not less than thirty (30) days prior to the expiration of the initial term. As part of the negotiation with ECS Imaging, Inc., in March 2022, the consultant was amenable to extend the term of the agreement to June 30, 2023.

The proposed amendment to the agreement has been reviewed by the City Attorney and approved as to form.

RECOMMENDATION

Staff respectfully recommends the City Council approve the Seventh Amendment to the Agreement for Consultant Services, with ECS Imaging, Inc., to extend the Agreement for Electronic Document Imaging (Scanning) and Indexing Services to another term, ending June 30, 2023.

Attachment: Letter of Intent dated March 22, 2022
Seventh Amendment to Agreement for Consultant Services

AGREEMENT (AMENDMENT) ROUTING SLIP FOR

ECS Imaging, Inc.

Consultant Name (Over \$25K)

Attached, Please Find (Check One of the Following Boxes Below):

- Note:** As all Amendment Templates are customized, review and approval are required (Section 1)
- Outside Agency Amendment
Complete Sections 1 and 2
- City Agreement Amendment
Complete Sections 1 and 2
- Special Amendment
Complete Sections 1 and 2

Section 1 – Approve template and/or changes to insurance: The Department Head will authorize any amendment(s). Check with the Risk Manager for insurance and/or template amendments **BEFORE** contacting the City Attorney. If authorized to contact the City Attorney, attach the email response (approval) to this slip.

- | | |
|--|---|
| <input type="checkbox"/> _____ (Dept. Head Initials/Date)
Authorization to Amend Agreement | <input type="checkbox"/> _____ (Risk Manager Initials/Date)
Approval to Forward to City Attorney |
| <input type="checkbox"/> _____ (Risk Manager Initials/Date)
Insurance Amended (See Notes Below) | <input type="checkbox"/> _____ Staff Initials(From No.1 Below)
City Attorney Email Approval Attached |
| <input type="checkbox"/> _____ (Risk Manager Initials/Date)
Template Amended (See Notes Below) | <input type="checkbox"/> _____ (City Clerk Initials/Date)
Template/Format Review |

Section 2 – FINAL DISTRIBUTION OF AMENDMENT:

Attach this routing slip to front of amendment and route to staff in numerical order (1-3) to the right. Forward to City Clerk if you wish to have format reviewed prior to sending to Consultant for signatures. When signed, submit the final amendment, including the appropriate certificate of insurance and endorsement, with this completed routing slip, to the City Clerk who will review and forward to the Risk Manager for review and approval. Amendments without the appropriate insurance attached will be returned to the department. Once approved, the City Clerk will execute the Amendment and provide a copy to the Consultant and the staff person (in Item No.1). Amendment will be scanned into City's EDMS.

1. Khaner
Prepared by (Staff Name/Date)
2. Khaner 3/22/22
Department Head - Date
(Authorization to forward to Risk Mgr/Clerk)
3. Zachary 6/11/22
City Clerk – Sign/Date Final Review

Initial/Date – Format Review
4. Zachary 6/11/22
Risk Manager – Date
(Insurance Review/Approval)

Notes:



"Gateway to the Santa Monica Mountains National Recreation Area"

March 22, 2022

ECS Imaging, Inc.
Attn: Debbi Bodewin, EVP
5905 Brockton Avenue, Suite C
Riverside, CA 92508

Subject: Extension of Consultant Services Agreement

The *Agreement for Consultant Services*, for Electronic Document Imaging Scanning and Indexing Services, is set to expire June 30, 2022. Unfortunately, due to the COVID-19 pandemic, the City was unable to utilize a majority of the scanning services, but is set to re-negotiate for services beginning in July 2022 at the contract price of \$25,000.

As per the terms of the agreement, the City may, at its option, extend the agreement an additional term of one year upon providing written notice of its intent to extend not less than thirty (30) days prior to the termination date. Such extension shall be in accordance with the same service rates and conditions, as set forth in the agreement.

This letter serves as the City's formal written notice of its intent to extend the Agreement for another term, to June 30, 2023. If you are in accord with this extension, please sign and return this cover letter with the enclosed amendment.

Enclosed, please find the *Seventh Amendment to Agreement* for your signature. Please return the enclosed amendment, along with the appropriate certificates of insurance and endorsement, on or before June 6, 2022, so that we may formally present the item to the City Council for approval. Once approved, a fully executed conformed copy will be returned to you for your files.

Should you have any questions regarding this agreement, please contact me at (818) 597-7303. We look forward to your continued service with the City of Agoura Hills!

Sincerely,

(In accord with the extension)

Kimberly M. Rodrigues, MPPA, MMC
City Clerk

Debbi Bodewin, ECS Imaging, Inc.

Dated: 3-24-22

Enclosures

SEVENTH AMENDMENT TO AGREEMENT FOR CONSULTANT SERVICES
WITH THE CITY OF AGOURA HILLS

NAME OF CONSULTANT:	ECS Imaging, Inc.
RESPONSIBLE PRINCIPAL OF CONSULTANT:	Attn: Debbi Bodewin
CONSULTANT'S ADDRESS:	5905 Brockton Avenue Suite C Riverside, CA 92508
CITY'S ADDRESS:	City of Agoura Hills 30001 Ladyface Court Agoura Hills, CA 91301 Attn: City Manager
PREPARED BY:	Kimberly M. Rodrigues
COMMENCEMENT DATE:	July 1, 2022
TERMINATION DATE:	June 30, 2023
CONSIDERATION:	Extend Contract for One Year per Original Agreement Amendment Amount: No increase in contract amount Total Contract To-Date: \$255,000

**SEVENTH AMENDMENT TO AGREEMENT BETWEEN
CITY OF AGOURA HILLS AND ECS IMAGING, INC.**

Electronic Document Imaging (Scanning) and Indexing Services

THIS SEVENTH AMENDMENT is made and entered into as of June 22, 2022, by and between the City of Agoura Hills, a municipal corporation (hereinafter referred to as "City"), and ECS Imaging, Inc., (hereinafter referred to as "Consultant"). In consideration of the mutual covenants and conditions set forth herein, the parties agree as follows:

1. This Amendment is made with the respect to the following facts and purposes:

a. On May 14, 2015, the City and Consultant entered into that certain Agreement entitled "Agreement for Consultant Services" for Electronic Document Imaging (Scanning) and Indexing Services, in the amount of Forty Thousand Dollars and Zero Cents (\$40,000) with a termination date of June 30, 2016.

b. The Agreement allows for extending the agreement and the First Amendment (\$40,000) was entered into, at the same Consultant price and conditions set forth in the original agreement, with a termination date of June 30, 2017, for a total contract amount of Eighty Thousand Dollars and Zero Cents (\$80,000).

c. The Second Amendment (\$50,000) was entered into, at the same Consultant price and conditions set forth in the original agreement, with a termination date of June 30, 2018, for a total contract amount of One Hundred Thirty Thousand Dollars and Zero Cents (\$130,000).

d. The Third Amendment (\$50,000) was entered into, at the same Consultant price and conditions set forth in the original agreement, with a termination date of June 30, 2019, for a total contract amount of One Hundred Eighty Thousand Dollars and Zero Cents (\$180,000).

e. The Fourth Amendment (\$50,000) was entered into, at the same Consultant price and conditions set forth in the original agreement, with a termination date of June 30, 2020, for a total contract amount of Two Hundred Thirty Thousand Dollars and Zero Cents (\$230,000).

f. The Fifth Amendment (\$25,000) was entered into, at the same Consultant price and conditions set forth in the original agreement, with a termination date of June 30, 2021, for a total contract amount of Two Hundred Fifty-Five Thousand Dollars and Zero Cents (\$255,000), however, due to the COVID-19 pandemic, City Hall was closed to the public during this time period and no scanning services were utilized nor was any of the appropriated \$25,000 in the budget expended.

g. The Sixth Amendment was entered into, with the re-opening of City Hall in June 2021, to extend the term of the Agreement to June 30, 2022, to complete the scanning services, at the same Consultant price and conditions set forth in the original agreement. However, due to the COVID-19 pandemic, limited scanning services were utilized and only a small portion of the appropriated \$25,000 in the budget was expended.

h. Now, with the full re-opening of City Hall, and the ability for staff to continue scanning services, the parties now desire to enter into a Seventh Amendment to the Agreement to **extend the term of the Agreement to June 30, 2023**, to complete the scanning services, at the same Consultant price and conditions set forth in the original Agreement, and to amend the Agreement as set forth in the Amendment.

2. Section 1 of the Agreement entitled "**TERM**" is hereby amended to read as follows:

"This Agreement shall remain and continue in effect until tasks herein are completed, but in no event later than June 30, 2023, unless sooner terminated pursuant to the provisions of this Agreement."

3. Except for the changes specifically set forth herein, all other terms and conditions of the Agreement shall remain in full force and effect, including any Exhibits, hereby incorporated by reference.

IN WITNESS WHEREOF, the parties hereto have caused this Seventh Amendment to Agreement to be executed the day and year first above written.

CITY OF AGOURA HILLS

Deborah Klein Lopez
Mayor

ATTEST:

Kimberly M. Rodrigues, MMC
City Clerk
Date Approved by City
Council _____

APPROVED AS TO FORM:

Candice K. Lee,
City Attorney

CONSULTANT

ECS Imaging, Inc.
Attn: Debbi Bodewin, EVP
5905 Brockton Avenue, Suite C
Riverside, CA 92506
(951) 787-8768, x109

By: Debby Bodewin

Print Name: DEBBI BODEWIN

Title: CEO

By: Will Wolfe

Print Name: Will Wolfe

Title: CFO

[Signatures of Two Corporate Officers Required]