

7

ORIGINAL

AGREEMENT FOR SERVICES #180-S1110 AMENDMENT III

This Third Amendment to that Agreement for Services #180-S1110, made and entered into by and between the County of El Dorado, a political subdivision of the State of California (hereinafter referred to as "County") and Northpointe, Inc., a Delaware Corporation, duly qualified to conduct business in the State of California as Northpointe Software, Inc., whose principal place of business is 112 N. Rubey Drive, Golden, CO 80403, and whose Agent for Service of Process is CT Corporation System, 818 W. Seventh Street, Los Angeles, CA 90017; (hereinafter referred to as "Contractor");

RECITALS

WHEREAS, Contractor has been engaged by County to provide training, access, and use license of COMPAS, a web-based assessment software, providing interface with Caseload Explorer, and supplying annual maintenance and support on an "as-requested" basis for the Probation Department and Sheriff's Office per Agreement for Services #180-S1110, dated March 31, 2011, and amended the first time on September 26, 2011, and amended the second time on November 20, 2012, incorporated herein and made by reference a part hereof; and

WHEREAS, the parties hereto have mutually agreed to add COMPAS Youth and Case Plan Licenses, Maintenance and Support, Training and Materials, and related Professional Services, adding **Exhibit "D" (AMDT III COMPAS Youth)** of said Agreement, and hereby amending **ARTICLE I, Scope of Services**; and

WHEREAS, the parties hereto have mutually agreed to increase the not to exceed total of this agreement by \$25,000.00 and to amend **ARTICLE III, Compensation for Services**; and

NOW THEREFORE, the parties do hereby agree that Agreement for Services #180-S1110 shall be amended a third time as follows:

ARTICLE I

Scope of Services: Contractor agrees to provide licensed users of the Probation Department and Sheriff's Office an unlimited use of COMPAS Software license enabling full access to the following Modules and Features:

COMPAS is a statistically based risk assessment specifically designed to assess key risk and needs factors in correctional populations and to provide decision-support for justice professionals when placing offenders into the community.

Original scope of service re-stated

COMPAS Core Assessment Module

- COMPAS Core Assessment
- Integrated Case Planning Module
- Narrative Reports
- Typology Reports
- Quick Chart Reporting
- Integrated Third Party Assessments:
 - Static-99
 - VASOR
 - URICA
 - Mental Health Pre-Screener
 - TCU Drug Screener
 - TCU Criminal Thinking Scale

Ad Hoc Report Generator

Annual Maintenance and Support

One Time Set UP (including software set-up and implementation assistance)

On Site COMPAS Training and Materials

Software Interface between the COMPAS application and the AutoMon Case Management System.

In addition, in accordance with Exhibit "A" (Revised), attached hereto, Contractor agrees to provide annual licenses and related services as set forth in Exhibit "D", attached hereto, for the following module:

Amending scope of service to add

COMPAS Youth and Case Plan Module

- COMPAS Youth Assessment
- Integrated Case Planning Module
- Comprehensive Risk and Needs Scale Coverage
- Detention Screener
- Title IVE Case Plan Module
- Interviewer Rating for each Scale
- Post-Interview Evaluation
- Ad Hoc Report Generator
- Quick Chart Reporting Module
- On-board User Guides and Technical Documents
- Annual Maintenance and Support
- Northpointe, Inc. to host COMPAS applications

Additional one time or optional services to be billed on an "as-requested" basis:

- One Time Set up (including software set-up and implementation assistance)
- On site Planning or Consulting, including COMPAS Youth Assessment Consulting
- On Site COMPAS Core and COMPAS Youth Training and Materials
- Northpointe Ad Hoc Report Generator WebEx training
- As requested Software Customization (Configuration)
- As requested Software Interface between the COMPAS application and the AutoMon Case Management System.

For the purposes of this Agreement, the Scope of Services all shall be in accordance with Exhibit "A" (Revised) and Exhibit "D" (AMDT III COMPAS Youth) attached and referenced hereto.

ARTICLE III

Compensation for Services: For services provided herein, County agrees to pay Contractor within thirty (30) days following the County's receipt and approval of itemized invoice(s) identifying services rendered.

Contractor shall invoice County departments individually:

Probation Department, ATTN: Fiscal
3974 Durock Road, Suite 205
Shingle Springs, CA 95682

Sheriff's Office, ATTN: Accts Payable
300 Fair Lane
Placerville, CA 95667

For the purposes of this Agreement, all billing rates and fees all shall be in accordance with Exhibit "A" (Revised) and Exhibit "D" (AMDT III COMPAS Youth) including, but not limited to: a One-Time Set-Up Fee; the per user, annual license fees for COMPAS Core Assessment Module, COMPAS Youth and Case Plan, AD HOC Report Generator; Annual Maintenance and Support license fees, onsite COMPAS Core and COMPAS Youth training, "as-requested" Software Interface with the AutoMon Case Management System, and additional customization of software interface "as-requested".


As authorized by the Chief Probation Officer additional expenses, as needed for on-site training of Probation or Sheriff's employees by Contractor, such as travel, including air transportation; mileage reimbursement; hotel accommodations; rental car; meals; fees; etc., shall be reimbursed in accordance with Exhibit "B", marked "Board of Supervisors Policy D-1", incorporated herein and made by reference a part hereof. Annual per User Licenses for COMPAS Suite, and AD HOC Report Generator, and the annual Maintenance & Support fee will be billed annually in advance to departments individually. Other services shall be invoiced Net 30 upon delivery and acceptance.

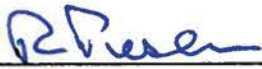
The total amount of this agreement shall be increased by \$25,000.00 for a revised not exceed total of \$85,500.00, inclusive of all expenses.

Services and related expenses will be invoiced as rendered to the requesting department.


Except as herein amended, all other parts and sections and amendments of Agreement #180-S1110 shall remain unchanged and in full force and effect.

Requesting Contract Administrator Concurrence:

By:  Dated: 9/4/2013
Andrew Craven
Deputy Chief Probation Officer
Probation Department

By:  Dated: 8-29-13
Randy Peshon
Captain
Sheriff's Office

Requesting Department Head Concurrence:

By:  Dated: 9/6/13
~~Gregory S. Sly~~ Vince Janette
~~Chief Probation Officer~~ Acting Chief Probation Officer
Probation Department

By:  Dated: 9/4/13
Rich Williams
Undersheriff

IN WITNESS WHEREOF, the parties hereto have executed this Third Amendment to that Agreement for Services #180-S1111 on the dates indicated below.

COUNTY OF EL DORADO

Dated: 10/1/13

By: 

Chair
Board of Supervisors
"County"

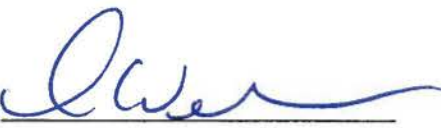
ATTEST:
James S. Mitrison
Clerk of the Board of Supervisors

By: 
Deputy Clerk

Dated: 10/1/13

-- CONTRACTOR --

NORTHPOINTE, INC.
(ADELAWARE CORPORATION)

By: 
Dave Wells, General Manager
"Contractor"

Dated: 8/16/13

By: 
Corporate Secretary

Dated: 8-26-13

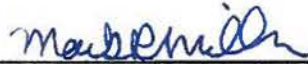


CERTIFICATE OF AUTHORITY

I do hereby certify that by authority of the Directors of Northpointe Inc. that Kevin Bade, President of CourtView Justice Solutions Inc., is authorized and empowered to make, enter into, sign, seal and deliver on behalf of Northpointe Inc. contracts for the sale and license of Northpointe Inc. products and services.

I do hereby certify that said authority has not been amended or repealed and is in full force and effect as of this date and that Kevin Bade is the duly appointed General Manager of CourtView Justice Solutions Inc.

Attest:



Name: *Mark Miller*
Title: *CEO*

Date Signed 21 / 08 / 13

**Contract #180-S1110, AMDT III
Exhibit "D" (AMDT III COMPAS Youth)**

**El Dorado County Probation Department
and
El Dorado County Sheriff's Office
COMPAS Youth and Case Plan Module**

LICENSES, MAINTENANCE AND SUPPORT

COMPAS YOUTH ANNUAL LICENSE RATE PER USER-FIRST YEAR BASED ON EIGHT (8) USERS \$250/USER

* **ADDITIONAL USERS MAY BE ADDED AT \$250 EACH**, NEW USERS ADDED WITH LESS THAN 6 MONTHS TO RENEWAL DATE MAY BE ADDED AT A RATE OF \$125/USER, OR AS PRORATED AND AGREED UPON BY EL DORADO COUNTY AND NORTHPOINTE, INC.

NORTHPOINTE WILL PROVIDE AN ANNUAL UNLIMITED USE COMPAS YOUTH SOFTWARE LICENSE ENABLING FULL ACCESS TO THE FOLLOWING MODULES AND FEATURES, (INCLUDING BY NOT LIMITED TO):

COMPAS YOUTH AND CASE PLAN MODULE

- COMPAS YOUTH ASSESSMENT
- INTEGRATED CASE PLANNING MODULE
- COMPREHENSIVE RISK AND NEEDS SCALE COVERAGE
- DETENTION SCREENER
- TITLE IVE CASE PLAN MODULE
- INTERVIEWER RATING FOR EACH SCALE
- POST-INTERVIEW EVALUATION
- AD-HOC REPORT GENERATOR
- QUICK CHART REPORTING MODULE
- ON-BOARD USER GUIDES AND TECHNICAL DOCUMENTS.

AD HOC Report Generator LICENSE (COMPAS Youth)-First Year based on three (3) users \$150/user*

* NEW USERS ADDED WITH LESS THAN 6 MONTHS TO RENEWAL DATE MAY BE ADDED AT A RATE OF \$75/USER OR AS PRORATED AND AGREED UPON BY EL DORADO COUNTY AND NORTHPOINTE, INC.

THE AD HOC REPORT GENERATOR ALLOWS FOR THE CUSTOM BUILDING OF NUMEROUS ROSTERS, STATISTICAL AND TREND REPORTS ON THE COMPAS DATABASE. THIS IS USEFUL FOR UNDERSTANDING THE CHARACTERISTICS OF THE OFFENDER POPULATIONS BEING SERVED, CASE LOAD REPORTS, PLANNING, BUDGETING, AND FORECASTING.

Annual Maintenance & Support (M&S) Paid Annually
ANNUAL M&S PRICING BASED ON 18% OF TOTAL ANNUAL LICENSE FEES FOR PROBATION COMPAS CORE, PROBATION COMPAS YOUTH, & SHERIFF'S COMPAS CORE.

ONE TIME OR OPTIONAL PROFESSIONAL SERVICES:

(AN ESTIMATE OF ITEMIZED SERVICES TO BE SUBMITTED AND APPROVED PRIOR TO ANY SERVICES RENDERED)

ONSITE COMPAS YOUTH ASSESSMENT AND CASE PLANNING TRAINING

TWO SEPARATE, TWO-DAY TRAINING SESSIONS (\$3,000/SESSION) \$6,000

THIS TWO DAY TRAINING PROVIDES USERS HANDS ON EXPERIENCE USING THE COMPAS YOUTH INSTRUMENT. TRAINING PLAN APPROVED IN ADVANCE BY THE DCPO.

PARTICIPANTS COMPLETING THIS TRAINING WILL UNDERSTAND HOW TO:

- APPROPRIATELY USE THE COMPAS YOUTH SOFTWARE, TITLE IVE CASE PLAN MODULE, AND COMPREHENSIVE RISK AND NEEDS SCALE COVERAGE
- APPROPRIATELY ADMINISTER THE COMPAS YOUTH ASSESSMENT
- EFFECTIVELY INTERPRET THE COMPAS YOUTH REPORT
- EFFECTIVELY MATCH THE OFFENDERS RISK TO SUPERVISION RECOMMENDATIONS
- USE THEIR KNOWLEDGE AND EXPERIENCE TO INTERPRET ASSESSMENT INFORMATION
- PRACTICE TRANSLATING THE COMPAS YOUTH ASSESSMENT INTO A CASE PLAN
- EFFECTIVELY UNDERSTAND THE COMPAS YOUTH BAR CHART REPORT

COMPAS YOUTH TRAINING MATERIALS \$25 PER PERSON

NORTHPOINTE AD HOC REPORT GENERATOR TRAINING (INVOICED AS HOURS RENDERED) \$150/HOUR

TRAINING PROVIDED VIA ONLINE WEBEX

TRAVEL- \$5,200*

ALL TRAVEL COSTS REIMBURSED IN ACCORDANCE WITH EXHIBIT "B." OF AGREEMENT #180-S1110

*.NOT TO EXCEED TOTAL (REIMBURSED TRAVEL EXPENSES) FOR #180-S1110, INCLUSIVE OF ALL AMENDMENTS.

ONSITE PLANNING OR CONSULTING \$1,600/DAY

COMPAS YOUTH ASSESSMENT CONSULTING

TO SUCCESSFULLY IMPLEMENT CHANGE, ORGANIZATIONS MAY NEED NEW LEARNING AND PLANNING STRUCTURES. THE INCREASING COMPLEXITY OF PUBLIC ORGANIZATIONS AND THE HIGH COSTS OF FAILURE HAVE CREATED A NEED FOR IMPROVED UNDERSTANDING OF IMPLEMENTING CHANGE.

NORTHPOINTE PROVIDES A TWO DAY IMPLEMENTATION VISIT DURING THE ROLLOUT PROCESS TO ENSURE BEST PRACTICES ARE BEING IMPLEMENTED TO MAXIMIZE SUCCESS. FOR EL DORADO COUNTY, WE RECOMMEND AN ONSITE DISCUSSION TO ENSURE ALIGNMENT BETWEEN POLICIES, WORKFLOWS AND CASE MANAGEMENT PRACTICES TO INCLUDE:

- EXAMINATION OF YOUR ORGANIZATIONS CASE FLOW PROCESS AND MAJOR DECISION POINTS
- BUILDING CAPACITY FOR CHANGE – ALLOCATING RESOURCES – STAFF, TIME, FUNDS
- CLARIFYING OUTCOMES THE AGENCY WOULD LIKE TO ACHIEVE
- WHAT RISK/NEED SCALE SETS WILL BE USED AT EACH DECISION POINT
- SOFTWARE CONFIGURATION BASED ON DEPARTMENTS POPULATION AND POLICIES

POST-IMPLEMENTATION CONSULTING (INVOICED AS HOURS RENDERED) \$150/HR

OFFSITE PROJECT MANAGEMENT SERVICES (INVOICED AS HOURS RENDERED) \$150/HR

OFFSITE CLIENT SUPPORT, PLANNING AND PREP WORK TO FACILITATE THE EL DORADO COUNTY IMPLEMENTATION.

ONE TIME SET UP FEE \$600

INCLUDES SOFTWARE SET UP AND IMPLEMENTATION ASSISTANCE. IN ADDITION, A ONE HOUR ONLINE WEBEX CONFIGURATION TRAINING IS PROVIDED TO INSTRUCT ADMINISTRATORS ON HOW TO CONFIGURE THE SOFTWARE AND MAINTAIN SYSTEM USER GROUPS, PERMISSIONS, SCALE SELECTION ETC.

HOSTING – ANNUAL FEE **\$2,400**

NORTHPOINTE OFFERS TO HOST THE COMPAS APPLICATION FOR ALL CLIENTS. COMPAS IS A WEB BASED APPLICATION THAT CAN SIT ON OUR SERVERS RELIEVING YOUR AGENCY OF PROVIDING THE RESOURCES AND HARDWARE TO MAINTAIN THE SYSTEM. THIS IS PAID ON AN ANNUAL BASIS.

SOFTWARE CUSTOMIZATION (CONFIGURATION) **(INVOICED AS HOURS RENDERED)** **\$150/HR**

NORTHPOINTE WILL PROVIDE FOR CUSTOMIZATION OF THE COMPAS SOFTWARE AND CONFIGURATION SUPPORT TO MEET THE NEEDS OF THE AGENCY. THE EMPHASIS WILL BE ON PROVIDING A COMPAS SOLUTION THAT MEETS THE ON-GOING TECHNICAL REQUIREMENTS AND BUSINESS RULES OF ITS USERS. PROVIDED TO EL DORADO COUNTY PROBATION WILL BE WRITTEN SPECIFICATION FOR EACH TAILORED ITEM AND DOCUMENTATION OF THE COMPLETED TAILORING AND CONFIGURATION TASKS.

SOFTWARE INTERFACE **(INVOICED AS HOURS RENDERED)** **\$150/HR**

NORTHPOINTE WILL PROVIDE AN INTERFACE FOR EL DORADO COUNTY BETWEEN THE COMPAS APPLICATION AND THE AUTOMON CASE MANAGEMENT SYSTEM. SHOULD ADDITIONAL CUSTOMIZATIONS BE REQUESTED OR REQUIRED, SOFTWARE DEVELOPMENT WORK WILL BE BILLED AT \$150/HR

ALL REFERENCES TO "RENEWAL DATE" SHALL BE DEEMED TO BE "MAY 1"