

61126

DATE: January 29, 2018

TO: Board of Acquisition and Contract

FROM: Marguerite Beirne
Interim Chief Information Officer
Department of Information Technology

SUBJECT: Authority for the County to enter into two separate assignment agreements with both Bowne Management Systems Inc. and LiRo GIS and Survey, P.C., as follows:

- 1.) An agreement concerning, and whereby the County will consent to, Bowne Management Systems Inc. assigning to LiRo GIS and Survey, P.C. an entire contract under which Bowne Management Systems Inc. was to provide information technology professional consultant services to the County; and
- 2.) An agreement concerning, and whereby the County will consent to, Bowne Management Systems Inc. assigning to LiRo GIS and Survey, P.C. an entire contract under which Bowne Management Systems Inc. was to provide independent 'Quality Assurance' / 'Quality Control' ('QA/QC') services of new Spring 2018 imagery, production of new orthophotography, and updating of existing planimetric datasets to the County.

By a resolution approved on December 14, 2017, your Honorable Board authorized the County of Westchester (the "County") to, among other things, enter into an agreement Bowne Management Systems Inc. ("Bowne"), pursuant to which Bowne was to provide the County with information technology professional consultant services, for a term from January 1, 2018 through December 31, 2019 ("IT-1493"). IT-1493 is in the process of being executed.

By another resolution approved on December 14, 2017, your Honorable Board authorized the County to enter into an agreement with Bowne, pursuant to which Bowne was to provide the County with independent 'Quality Assurance' / 'Quality Control' ('QA/QC') services of new Spring 2018 imagery, production of new orthophotography, and updating of existing planimetric datasets, for a term from March 1, 2018 through December 31, 2019, for a total amount not-to-exceed \$29,900.00 ("IT-1479"). IT-1479 is in the process of being executed.

The County has recently been made aware of the fact that Bowne, on January 9, 2018, entered into an 'Asset Purchase Agreement' with LiRo GIS and Survey, P.C. ("LiRo"), pursuant to which LiRo acquired substantially all of the assets of Bowne.

Under both IT-1493 and IT-1479, Bowne may not make an assignment without the prior express written consent of the County. Therefore, the County respectfully requests authority from your Honorable Board to enter into two separate agreements with both Bowne and LiRo, as follows:

- 1.) An agreement, pursuant to which:
 - a. Bowne will assign to LiRo, effective December 30, 2017, all of Bowne's right, privilege, interest, obligation and duty of performance in, to, and under IT-1493 (the "IT-1493 Assignment");
 - b. LiRO will accept the IT-1493 Assignment from Bowne and, accordingly, agree to perform under IT-1493 through the remainder of its term as if LiRo were an original party thereto, with all terms and conditions of IT-1493 remaining in full force and effect; and
 - c. the County will consent to the IT-1493 Assignment.

- 2.) An agreement, pursuant to which:
 - a. Bowne will assign to LiRo, effective December 30, 2017, all of Bowne's right, privilege, interest, obligation and duty of performance in, to, and under IT-1479 (the "IT-1479 Assignment");
 - b. LiRo will accept the IT-1479 Assignment from Bowne and, accordingly, agree to perform under IT-1479 through the remainder of its term as if LiRo were an original party thereto, with all terms and conditions of IT-1479 remaining in full force and effect; and
 - c. the County will consent to the IT-1479 Assignment.

The proposed assignment agreements will serve a public purpose by ensuring that the County continues to receive services under both IT-1493 and IT-1479, in light of the above-described transaction between Bowne and LiRO.

The goal and objective of the proposed assignment agreements is to ensure that the County continues to receive services under both IT-1493 and IT-1479, in light of the above-described transaction between Bowne and LiRO.

The goal and objective of the proposed assignment agreements is in the best interests of the County in terms of fiscal responsibility, as they will ensure that the County continues to receive services under IT-1493 and IT-1479, both of which resulted from competitive procurement that sought to obtain the highest quality services at the lowest possible costs.

The goal and objective of the proposed assignment agreements will be tracked and monitored by the staff of the Department of Information Technology.

I respectfully recommend the adoption of the attached resolution.

MB/SF/bdm/nn

RESOLUTION

Upon a communication from the Interim Chief Information Officer, Department of Information Technology, be it hereby:

RESOLVED, that the County of Westchester is hereby authorized to enter into two separate agreements with both Bowne Management Systems Inc. ("Bowne") and LiRo GIS and Survey, P.C. ("LiRo"), as follows:

- 1.) An agreement, pursuant to which:
 - a. Bowne will assign to LiRo, effective December 30, 2017, all of Bowne's right, privilege, interest, obligation and duty of performance in, to, and under the agreement ("IT-1493") between the County and Bowne pursuant to which Bowne was to provide the County with information technology professional consultant services, for a term from January 1, 2018 through December 31, 2019 (the "IT-1493 Assignment");
 - b. LiRO will accept the IT-1493 Assignment from Bowne and, accordingly, agree to perform under IT-1493 through the remainder of its term as if LiRo were an original party thereto, with all terms and conditions of IT-1493 remaining in full force and effect; and
 - c. the County will consent to the IT-1493 Assignment.

- 2.) An agreement, pursuant to which:
 - a. Bowne will assign to LiRo, effective December 30, 2017, all of Bowne's right, privilege, interest, obligation and duty of performance in, to, and under the agreement ("IT-1479") between the County and Bowne pursuant to which Bowne was to provide the County with independent 'Quality Assurance' / 'Quality Control' ('QA/QC') services of new Spring 2018 imagery, production of new orthophotography, and updating of existing planimetric datasets, for a term from March 1, 2018 through December 31, 2019, for a total amount not-to-exceed \$29,900.00 (the "IT-1479 Assignment");
 - b. LiRO will accept the IT-1479 Assignment from Bowne and, accordingly, agree to perform under IT-1479 through the remainder of its term as if LiRo were an original party thereto, with all terms and conditions of IT-1479 remaining in full force and effect; and
 - c. the County will consent to the IT-1479 Assignment.

; and be it further

RESOLVED, that the County Executive or his duly authorized designee is hereby authorized to take such action and execute such documents as may be necessary and proper to effect the purposes hereof.

Account to be Charged/Credited

| Fund | Dept | Unit | Object/ Sub Object/ | Trust Account | Activity | Dollars |
|------|------|------|------------------------|------------------|----------|---------|
| | | | | | | N/A |
| | | | | | | |
| | | | | | | |

Budget Funding Year(s): N/A Start Date: _____ End Date: _____
 (must match resolution)

Funding Source: Tax Dollars _____
 State Aid _____
 Federal Aid _____
 Other _____
 \$ N/A
 (must match resolution)

APPROVED BOARD OF ACQUISITION & CONTRACT - 02/22/2018 - LISA MARIJAJ SECRETARY