



George Latimer  
County Executive

Office of the County Attorney

John M. Nonna  
County Attorney

**72619**

Date: November 13, 2019

To: The Honorable Board of Acquisition and Contract

From: John M. Nonna  
County Attorney

Re: Resolution authorizing the County of Westchester to enter into an agreement with LexisNexis for the provision of on-line legal research services for a three (3) year period, commencing on December 1, 2019 and terminating on November 30, 2022, for the total aggregate amount not-to-exceed \$75,588.00, with the County having the sole option to extend the term of the agreement for two (2) additional one-year periods, for an amount not to exceed \$26,424.00 per year.

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Transmitted herewith is a resolution which, if approved by your Honorable Board, will authorize the County of Westchester (the "County") to enter into an agreement (the "Agreement") with LexisNexis, a division of RELX Inc. (the "Lexis"), for the provision of on-line legal research services (the "Services"), for a three (3) year period, commencing on December 1, 2019 and terminating on November 30, 2022, with the County having the sole option to extend the term of the Agreement for two (2) additional one-year periods. The County will pay Lexis a total aggregate amount not to exceed \$75,588.00 for the initial three (3) year term, and a total not to exceed amount of \$26,424.00 for each of the two (2) additional one-year periods, payable monthly, and subject to County appropriations.

The proposed Agreement would provide access to comprehensive and current legal information, in on-line format, grouped into specialized libraries and standard research files. This information includes, without limitation, federal and state case law, certain specialty libraries, legislative material, state and federal sources, opinions, statutes, law review articles, legal treatises and other secondary sources, news sources and New York public records. Said on-line access would be provided concurrently to all holders of standard passwords, currently ninety (90) users, which includes among others, all attorneys in the Department of Law (the "Department"), as well

as certain individuals in the County Executive's Office, Board of Legislators, Board of Elections and Solid Waste Commission. In addition to the aforesaid on-line legal services, twenty (20) of those ninety (90) County users will now have access to vital intelligence on more than 50,000 U.S. Judges and 400,000 Expert Witnesses, which will assist such County users in evaluating a Judge's ruling tendencies, experience and background and identify Expert Witnesses strengths and weaknesses before hiring or cross-examining same.

The proposed Agreement would further authorize the County to, among other things, indemnify Lexis, as follows:

"Subject to the availability of lawful appropriations and consistent with New York State law, the [County] shall hold [Lexis] harmless from and indemnify it for any final judgment of a court of competent jurisdiction in connection with a third party intellectual infringement claim filed against [Lexis] to the extent such judgement is limited to actual damages and is attributable to the sole negligence of the [County] or of its officers or employees when acting within the course and scope of their employment, provided [Lexis] promptly notifies the [County] of such third party claim, diligently defends against same and cooperates with the [County] in good faith in connection therewith. This indemnity shall supersede any indemnity of the [County] required by any of [Lexis]'s third-party licensors under the Supplemental Terms, or under the General Terms."

In compliance with the Westchester County Procurement Policy and Procedures, the Department of Law ("Department") issued a Request For Proposals ("RFP") and received two responses one from Lexis and one from West Publishing Corporation, a Thomson Reuters Business ("West"). In accordance with the County's Procurement Policy and the RFP, the Department ranked the proposals based upon the evaluation criteria set forth in the RFP and Lexis was ranked first. Notably, Lexis' proposed pricing is the most cost effective of the two proposals. It should be noted that the Department has used Lexis prior to and since 2015 and under the current agreement Lexis has been responsive to the Department's needs. Accordingly, Lexis has been selected as the successful proposer for on-line legal research services.

The goals and objectives of this proposed Agreement are to provide access to comprehensive and current legal information, grouped into specialized libraries and standard research files, including research data on Judges and Expert Witnesses in connection with the legal representation of the County in various civil matters. The proposed Agreement will serve a public purpose by assisting the attorneys in the County to perform legal research in an efficient and cost effective manner as well as enabling the attorneys to keep apprised of the latest legal developments so that the Department can efficiently represent the County in all legal matters.

The services provided by Lexis shall be tracked by the Department's staff by monitoring of the on-line legal services provided by Lexis as well as the Department's monthly review and payment of invoices.

Accordingly, I recommend that your Honorable Board approve the attached resolution authorizing the Agreement with Lexis for on-line legal research services.

## RESOLUTION

Upon a communication from the County Attorney, be it hereby:

**RESOLVED**, that the County of Westchester (the "County") is hereby authorized to enter into an agreement with LexisNexis ("Lexis") for the provision of on-line legal research service (the "Services"), for a three (3) year period, commencing on December 1, 2019 and terminating on November 30, 2022, with the County having the sole option to extend the term of the Agreement for up to two (2) one (1) year periods, for a total aggregate amount not to exceed \$75,588.00 for the initial three year contract term and a total amount not to exceed \$26,424.00 for each of the two (2) one (1) year periods, payable monthly, and be it further

**RESOLVED**, that the County will, among other things, indemnify Lexis as follows:

"Subject to the availability of lawful appropriations and consistent with New York State law, the [County] shall hold [Lexis] harmless from and indemnify it for any final judgment of a court of competent jurisdiction in connection with a third party intellectual infringement claim filed against [Lexis] to the extent such judgement is limited to actual damages and is attributable to the sole negligence of the [County] or of its officers or employees when acting within the course and scope of their employment, provided [Lexis] promptly notifies the [County] of such third party claim, diligently defends against same and cooperates with the [County] in good faith in connection therewith. This indemnity shall supersede any indemnity of the [County] required by any of [Lexis]'s third-party licensors under the Supplemental Terms, or under the General Terms."

**RESOLVED**, that this Agreement is subject to County appropriations; and be it further

**RESOLVED**, that this Agreement is also subject to further financial analysis of the impact of any New York State Budget (the "State Budget") proposed and adopted during the term of this Agreement. The County shall retain the right, upon the occurrence of any release by the Governor of a proposed State Budget and/or the adoption of a State Budget or any amendments thereto, and for a reasonable period after such release(s) or adoption(s), to conduct an analysis of the impacts of any such State Budget on County finances. After such analysis, the County shall retain the right either to terminate this Agreement or to renegotiate the amounts and rates approved herein. If the County subsequently offers to pay a reduced amount to Lexis, then Lexis shall have the right to terminate this Agreement upon reasonable prior written notice; and be it further

**RESOLVED**, that the 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.

Agreement LAW # 1118

Account to be Charged/credited	Year	Fund	Agency	Capital Project Or Org	Object/ Sub Object	Trust Account	Activity	Dollars
	2019	101	18		4070		1000	\$ 1,990
	2020	101	18		4070		1000	\$24,087
	2021	101	18		4070		1000	\$25,280
	2022	101	18		4070		1000	\$24,222

Budget Funding Year(s) 2019-22  
(must match resolution)

Start Date December 1, 2019 End Date November 30, 2022

Funding Source Tax Dollars \$ 75,588.00

State Aid \_\_\_\_\_

**\$ 75,588.00**

(must match resolution) Federal Aid \_\_\_\_\_

Other \_\_\_\_\_

APPROVED BOARD OF ACQUISITION & CONTRACT - 11/21/2019 - LISA MRJAS SECRETARY