

86672

DATE: August 3, 2021

TO: Board of Acquisition and Contract

FROM: Marguerite Beirne  
Chief Information Officer  
Department of Information Technology

RE: Authority to:

- 1.) Amend an agreement (IT-562 or “2004-FBAR-5VQUXD”) with CGI Technologies and Solutions Inc., pursuant to which it licenses to the County various proprietary software systems in the ‘CGI Advantage’ software suite;
- 2.) Amend an agreement (IT-1562) with CGI Technologies and Solutions Inc., pursuant to which it was to provide the County with professional maintenance services for its various proprietary software systems in the ‘CGI Advantage’ software suite, by, a.) updating the list of aspects of the software systems to be maintained after the upgrade of the overall software systems, and b.) modifying the payment amounts and terms in order to account for the additional maintenance services that will be associated with the upgraded software systems; and
- 3.) Enter into an agreement (IT-1687) with CGI Technologies and Solutions Inc., pursuant to which it will provide professional services for the implementation of a upgrade of the various proprietary software systems in the ‘CGI Advantage’ software suite.

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By a series of agreements starting in 1991, the County has contracted with CGI Technologies and Solutions Inc. (“CGI”), which was originally known as American Management Systems, Inc. (“AMS”), for software and services concerning payroll, human resources management, accounting, budgeting, and civil service enforcement.

In 2003, the County procured from CGI (then still known as AMS) what was then known as “AMS Advantage”, which was suite of various proprietary financial, human resources and budgeting software systems (now known as “CGI Advantage”). In conjunction with the procurement of the licensed software systems, the County also procured professional services to assist in the implementation of the software. The implementation of the licensed software systems was subsequently completed.

In 2010, the County pursued an upgrade to CGI Advantage. As part of the upgrade of the software, the County entered into an agreement with CGI for professional services to assist in the

implementation of the upgrade. The implementation of the upgrade was subsequently completed.

The County's licensing of CGI Advantage, as upgraded, continues to be controlled by the license agreement from 2003, which provides for a perpetual license (the "License Agreement").

The County currently receives maintenance for CGI Advantage from CGI under an agreement that has a term that commenced on January 1, 2019 and will continue through December 31, 2023 (the "MA Initial Term"), for an amount not-to-exceed \$3,116,232.66, with the County having the sole option to extend its term by five (5) additional years thereafter, on the same terms, except that the not-to-exceed amount for said option said option term (the "MA Option Term"), if exercised, would be \$3,431,219.33 (the "Maintenance Agreement").

The County now wishes to pursue a new upgrade to CGI Advantage, which would update it to version 4 of the software suite (the "Upgrade"). In order to accomplish the Upgrade, the County must amend its existing License Agreement and Maintenance Agreement, in order to reflect the impacts of the Upgrade, and enter into a new professional services agreement with CGI for the implementation of the Upgrade.

Accordingly, authority is respectfully requested from your Honorable Board for the County to:

- 1.) Amend the License Agreement by making an update to the list of licensed software, and related terms, based upon the Upgrade, and providing for a payment to CGI of \$16,360.00 for license fees for certain third party software products required by CGI to be used in connection with the upgraded software systems (the "License Amendment");
- 2.) Amend the Maintenance Agreement, by, a.) updating the list of maintained software systems, and related terms, based upon the Upgrade, and b.) modifying the payment amounts and terms in order to account for the additional maintenance services that will be associated with the software systems maintained after the Upgrade, with the not-to-exceed amount for the MA Initial Term being increased by \$394,045.24, to a new total amount not-to-exceed \$3,510,277.90, and the not-to-exceed amount for the MA Option Term being increased by \$724,469.35, to a new total amount not-to-exceed \$4,155,688.68 (the "Maintenance Amendment"); and
- 3.) Enter into an agreement (IT-1687) with CGI Technologies and Solutions Inc., pursuant to which CGI will provide professional services for the implementation of the Upgrade, for a period commencing upon execution and continuing for a period of twenty-four (24) months thereafter, for a total amount not-to-exceed \$3,907,695.00, payable pursuant to an approved budget (the "Services Agreement").

Except as described above, all terms and conditions of each of the License Agreement and the Maintenance Agreement shall remain in full force and effect.

The proposed License Amendment, Maintenance Amendment, and Services Agreement (collectively, the “New Terms”) will serve a public purpose by allowing the County to obtain, implement, and maintain newly-upgraded software systems that will be used to perform mandatory government functions.

The goal and objective of the proposed New Terms is to allow the County to obtain, implement, and maintain newly-upgraded systems that will be used to perform mandatory government functions.

The goal and objective of the proposed New Terms is in the best interests of the County in terms of fiscal responsibility, as allowing the County to obtain, implement, and maintain newly-upgraded systems that will be used to perform mandatory government functions will ultimately help ensure responsible and timely performance of such functions.

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

The services to be provided under the Services Agreement, and the additional services to be provided under the Maintenance Amendment, are only available from CGI, as CGI Advantage is proprietary to CGI. Accordingly, I recommend that the procurement of the Services Agreement and the Maintenance Amendment be classified as a sole source procurements pursuant to Section 9 of the Westchester County Procurement Policy.

Accordingly, the attached resolution is submitted for your consideration.

MB/SF/bdm/nm

APPROVED BOARD OF ACQUISITION & CONTRACT 10/25/2021 - RAYMOND SUDKY, SECRETARY

## RESOLUTION

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

**RESOLVED**, that the County of Westchester is hereby authorized to amend a license agreement (IT-562) with CGI Technologies and Solutions Inc., which was originally known as American Management Systems, Inc., (“CGI”), pursuant to which CGI licensed to the County a suite of various proprietary financial, human resources and budgeting software systems that is now known as “CGI Advantage”, (the “License Agreement”) by making an update to the list of licensed software, and related terms, based upon a new upgrade to CGI Advantage, which would update it to version 4 of the software suite, (the “Upgrade”) and providing for a payment to CGI of \$16,360.00 for license fees for certain third party software products required by CGI to be used in connection with the upgraded software systems; and be it further

**RESOLVED**, that except as hereby authorized to be amended, all terms and conditions of the License Agreement shall remain in full force and effect; and be it further

**RESOLVED**, that the County is hereby authorized to amend an agreement (IT-1562) with CGI, pursuant to which CGI provides the County with maintenance services for CGI Advantage, for the period from January 1, 2019 through December 31, 2023 (the “MA Initial Term”), for an amount not-to-exceed \$3,116,232.66, with the County having the sole option to extend its term by five (5) additional years thereafter, on the same terms, except that the not-to-exceed amount for said option said option term (the “MA Option Term”), if exercised, would be \$3,431,219.33 (the “Maintenance Agreement”), by, a.) updating the list of maintained software systems, and related terms, based upon the Upgrade, and b.) modifying the payment amounts and terms in order to account for the additional maintenance services that will be associated with the software systems maintained after the Upgrade, with the not-to-exceed amount for the MA Initial Term being increased by \$394,045.24, to a new total amount not-to-exceed \$3,510,277.90, and the not-to-exceed amount for the MA Option Term being increased by \$724,469.35, to a new total amount not-to-exceed \$4,155,688.68 (the “Maintenance Amendment”); and be it further

**RESOLVED**, that except as hereby authorized to be amended, all terms and conditions of the Maintenance Agreement shall remain in full force and effect; and be it further

**RESOLVED**, that pursuant to Section 9 of the Westchester County Procurement Policy, the procurement of the Maintenance Amendment is deemed a sole source procurement; and be it further

**RESOLVED**, that the County is hereby authorized to enter into an agreement (IT-1687) with CGI Technologies and Solutions Inc., pursuant to which CGI will provide professional services for the implementation of the Upgrade, for a period commencing upon execution and continuing for a period of twenty-four (24) months thereafter, for a total amount not-to-exceed \$3,907,695.00, payable pursuant to an approved budget (the “Services Agreement”);

**RESOLVED**, that pursuant to Section 9 of the Westchester County Procurement Policy, the procurement of the Services Agreement is deemed a sole source procurement; and be it further

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

**RESOLVED**, that the Services 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 the Services 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 of time 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 to either terminate the Services Agreement or to renegotiate the amounts and rates approved herein. If the County subsequently offers to pay a reduced amount to the Contractor, then the Contractor shall have the right to terminate the Services Agreement upon reasonable prior written notice; and be it further

**RESOLVED**, that the County Executive or his duly authorized designee is hereby authorized to execute any documents and take any actions necessary and appropriate to effectuate the purposes of this resolution.

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APPROVED BOARD OF ACQUISITION & CONTRACT - 06/26/2021 RAYMOND S. DUKAKIS SECRETARY

**Agreement IT-562, First Amendment (License Agreement 2004-FBAR-5VQUXD)**

Original Amount           \$1,895,600  
 This amendment         \$ 16,360  
 Total                       \$1,911,960

Account to be Charged/Credited:

Year	Fund	Dept	Major Program, Program & Phase Or Unit	Object/ Sub- Object	Trust Account	Dollars
2021	316	16	BIT50-01-S	6190	BA40-2020	\$16,360.00

Budget Funding Year(s): 2021 Start Date: January 1, 2004 End Date: N/A

Funding Source           Tax Dollars: \$16,360.00  
                                   State Aid: \_\_\_\_\_  
\$16,360.00                 Federal Aid: \_\_\_\_\_  
 (must match resolution)   Other: \_\_\_\_\_

**Agreement IT-1562 (Maintenance Agreement)**

Original Amount           \$3,116,232.66  
 This Amendment         394,045.24  
 Total                       \$3,510,277.90

Year	Fund	Dept	Major Program, Program & Phase Or Unit	Object/ Sub- Object	Trust Account	Dollars
2021	101	16	6400	4070		\$130,022.97
2022	101	16	6400	4070		\$130,220.08
2023	101	16	6400	4070		\$133,802.19

Budget Funding Year(s): 2021-2024 Start Date: January 1, 2019 End Date: December 31, 2023

Funding Source           Tax Dollars: \$394,045.24  
                                   State Aid: \_\_\_\_\_  
\$394,045.24                 Federal Aid: \_\_\_\_\_  
 (must match resolution)   Other: \_\_\_\_\_

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**Agreement IT-1687 (Services Agreement)**

Year	Fund	Dept	Major Program, Program & Phase Or Unit	Object/ Sub- Object	Trust Account	Dollars
2021	316	16	BIT50-01-S	6190	BA40-2020	\$3,907,695

Budget Funding Year(s): 2021-2022 Start Date: Execution End Date: 24 months after start date

Funding Source Tax Dollars: **\$3,907,695**  
 State Aid: \_\_\_\_\_  
**\$3,907,695** Federal Aid: \_\_\_\_\_  
 (must match resolution) Other: \_\_\_\_\_

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APPROVED BOARD OF ACQUISITION & CONTRACT - 08/26/2021 - RAYMOND SCULKY, SECRETARY