

35628

WELLSKY CORPORATION
ORDER FORM

This Order Form ("Order") is dated as of 8/1/2020 ("Effective Date") between **City of Long Beach** ("Client"), with offices at 411 W. Ocean Blvd., 6th Floor, Long Beach, CA 90802 and **WellSky Corporation**, with offices at 11300 Switzer Road, Overland Park, KS 66210 ("WellSky") for the products and services set forth herein. This Order is subject to and hereby incorporates the terms and conditions of the Master License and Services Agreement entered into between the parties, dated 8/1/2011 ("Agreement"), except to the extent explicitly identified in this Order.

This Order consists of the following Attachments:

- Attachment 1 – Term and Payment Terms
- Attachment 2 – Pricing
- Attachment 3 – Additional Terms
- Attachment 4 – Professional Services

Any questions or changes to this Order, please contact Marsha Blankenship at marsha.blankenship@wellsky.com

Ordering Procedure:

Scan or fax this signed Order to WellSky's Corporate Contracts Department as follows:

Marsha.Blankenship@wellsky.com
and/or LegalContracts@wellsky.com
Fax: (913) 871-9571 or 9138719571@fax2mail.com

**EXECUTED PURSUANT
TO SECTION 301 OF
THE CITY CHARTER**

CITY OF LONG BEACH:		WELLSKY CORPORATION:
Signature: <i>Thomas B. Modica</i>		Signature: <i>Stephen Greenberg</i>
Name: Thomas B. Modica		Name: Stephen Greenberg
Title: City Manager		Title: SVP Human and Social Services
Date: <i>8/3/20</i>		Date: <i>8/22/2020</i>

APPROVED AS TO FORM

July 30, 2020
CHARLES PARKIN, City Attorney

By *[Signature]*
ERIN WEESNER-MCKINLEY for Taylor Anderson
DEPUTY CITY ATTORNEY

**ORDER FORM
ATTACHMENT 1
TERM AND PAYMENT TERMS**

1. Scope of Use - Quantity: The Licensed Software or Cloud Services is subject to the scope of use limits - quantity set forth on Attachment 2. Client may purchase additional scope for Licensed Software or Cloud Services through the license admin page. Client agrees to be responsible for such additional purchases and shall pay such additional fees within 30 days.

2. Term:

Cloud Services Term: The Cloud Services are provided for 6 months, beginning on August 1, 2020 (the “**Renewal Term**”) and will continue through January 31, 2021. CLOUD SERVICES AUTOMATICALLY RENEW FOR SUCCESSIVE ONE-YEAR TERMS (EACH A “**RENEWAL TERM**” AND COLLECTIVELY WITH THE INITIAL TERM THE “**TERM**”), UNLESS TERMINATED BY EITHER PARTY UPON WRITTEN NOTICE TO THE OTHER 30 DAYS PRIOR TO THE END OF THE THEN CURRENT TERM. In the event Cloud Services are allowed to lapse (other than for breach by WellSky) and is later reinstated, Client shall be required to pay charges for all months that Cloud Services lapsed, including appropriate late charges

3. Payment Terms. All fees due under this Order shall be paid as follows:

a. Cloud Services: Client shall pay the 6 months Cloud Services fees beginning on August 1, 2020 and annually on February 1, 2021 every year thereafter.

b. Cloud Services Recurring Fees: Client shall pay the recurring Cloud Services fees beginning on August 1, 2020 and 100% of the annual Cloud Services fees on February 1, 2021 thereafter.

c. Increases: All annual fees may be increased by WellSky once annually commencing one (1) year following the Effective Date of the Order at a rate not to exceed 5%.

Please provide your accounts payable or billing contact information.

Name: Accounts Payable/FM Vendors
Title:
E-mail: ACCOUNTS-PAYABLE@longbeach.gov
Phone:

**ORDER FORM
ATTACHMENT 2
PRICING**

GP# CAB15307

Community Services License Count Summary	
Item	Quantity
Community Services - User License *	237
Community Services - Reporting User - Premium (AdHoc) [Allowed] *	3
Community Services - Reporting User - Premium (AdHoc) Fee [Over Allowable Allotment.] *	4
Community Services - Reporting User - Basic (Report Viewer) *	230

Cloud Services Fees Billed on a Per License Basis			
Qty.	Per License	Item	6 Mos.
237	\$217.00	Community Services Per User Fee - Tier II -Support and Hosting	\$25,714.50
3	\$65.00	Community Services - Reporting User - Premium (AdHoc) Fee [Three Premium licenses are available at this Rate.]	\$97.50
4	\$181.00	Community Services - Reporting User - Premium (AdHoc) Fee [Over Allowable Allotment.]	\$362.00
230	\$65.00	Community Services - Reporting User - Basic (Report Viewer) Fee	\$7,475.00
Sub-Total Cloud Services Fees Billed On a Per License Basis (6 mos.)			\$33,649.00

Cloud Services Flat Fees			
Qty.	Per Unit	Item	6 Mos.
1	\$450.00	Community Services - AIRS Taxonomy (non-profit)	\$225.00
1	\$420.00	Community Services - SSL Certificate	\$210.00
1	\$3,150.00	Community Services - Training Site	\$1,575.00
1	\$1,600.00	Community Services - PKI Solution - Maintenance Fee	\$800.00
1	\$1,360.00	Community Services - Source Code Escrow	\$680.00
Sub-Total Cloud Services Flat Fees (6 mos.)			\$3,490.00

Total 6 Months Cloud Services Fees	\$37,139.00
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25% markup for Short Term Contract	\$9,284.75
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Total Contract Fee - 6 months	\$46,423.75
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**ORDER FORM
ATTACHMENT 2
PRICING**

* Unlimited additional user licenses may be added to the system. For additional licenses, the following fees apply.
A Basic Reporting License must be purchased with each Community Services License.

One-time Fees:

* Community Services - User License: \$205/license

Recurring Annual Cloud Services Fees:

* Community Services Per User Fee - Tier II -Support and Hosting: \$217/license/year

* Community Services - Reporting User - Premium (AdHoc) w/Bandwidth Fee (Over Allowable): \$181/license/year

* Community Services - Reporting User - Basic (Report Viewer) w/Bandwidth Fee:

\$65/license/year

Community Services - Code Set User ICD/CPT Fee: \$27/license/year (Optional - If applicable)

PROFESSIONAL SERVICES (NEW FEE SCHEDULE - For Information Only)

Professional Services

Professional Services Onsite Consulting: \$2,020/day (minimum 2-days with 30-day notice.)

Professional Services Onsite Training Fee: \$2,020/day (minimum 2-days with 30-day notice.)

Professional Services Remote Consulting Time and Materials Rate: \$137.50/ hour

Professional Services Remote Training Hours (Webinar Training): \$220/hour

Data Services

Data Services Hourly Fee: \$137.50/hour

Data Services Hourly Fee: Expedited Fee: \$165/hour

**ORDER FORM
ATTACHMENT 3
ADDITIONAL TERMS**

None

**ORDER FORM
ATTACHMENT 4
PROFESSIONAL SERVICES**

Services: Not applicable