

**CITY OF HOLLYWOOD
INTEROFFICE MEMORANDUM**

TO: Mayor and Commissioners **DATE:** January 24, 2022

FROM: Douglas R. Gonzales, City Attorney

SUBJECT: Proposed Agreement for software deliverables and services with Aclara Technologies, LLC to upgrade the AclaraOne, cloud based meter data management system and software.

I have reviewed the above referenced Agreement with the participating Department/Office(s), and the proposed general business terms and other significant provisions are as follows:

- 1) Department/Division involved – Department of Public Utilities
 - 2) Type of Agreement – Saas Agreement
 - 3) Method of Procurement (RFP, bid, etc.) Section 38.41(C)(2) of the Procurement Code – Sole Source
 - 4) Term of Contract:
 - a) initial – five years
 - b) renewals (if any) – n/a
 - c) who exercises option to renew- n/a
 - 5) Contract Amount – In an estimated amount of \$400,000.000 which includes a one-time software setup fee in the amount of \$54,000.00.
 - 6) Indemnity/Insurance Requirements – Indemnity pursuant to Article 9. Insurance pursuant to Article 11, and includes Aclara maintaining cyber risk liability and technology errors and omissions insurance.
 - 7) Termination – Yes, pursuant to Article 7.
 - 8) Scope of Services – Aclara will provide installation of cloud-based AclaraOne software which includes professional services consisting of project management, coordination, AclaraOne software solution, product training and software acceptance, and SaaS services.
 - 9) Other Significant Provisions: a) Warranties are limited pursuant to subsection 10.3 of the Agreement; and b) Agreement sets for limitation of liability pursuant to Article 12.
- cc: Dr. Wazir Ishmael, City Manager