

**CITY OF HOLLYWOOD
INTEROFFICE MEMORANDUM**

TO: Mayor and Commissioners

DATE: August 12, 2016

FROM: Jeffrey P. Sheffel
City Attorney

SUBJECT: Proposed N-Sight License and Service Agreement between Neptune Technology Group, Inc. for utilization with the Neptune Advance Metering Infrastructure Equipment

I have reviewed the above captioned agreement for form and legality. The general business terms and other significant provisions are as follows:

- 1) Department/Division involved – Dept. of Public Utilities
- 2) Type of Agreement – Software License Agreement
- 3) Method of Procurement (RFP, bid, etc.) – **Best Interest pursuant to Section 38.40(C)(8), City’s Purchasing Ordinance.**
- 4) Term of Contract
 - a) initial – Each license becomes effective pursuant to events set forth in Paragraph 12.
 - b) renewals (if any) – n/a
 - c) who exercises option to renew – n/a.
- 5) Contract Amount – Software license fee of \$5,950.00 and software training in the amount of \$4,950 is included in the total purchase price of the equipment (See Sunstate Meters term sheet).
- 6) Termination rights – Either party may terminate for cause. In addition, Agreement automatically terminates if Neptune goes into liquidation.
- 7) Indemnity/Insurance Requirements – none
- 8) Scope of Services - To provide the software and training related to the equipment.
- 9) City’s prior experience with Vendor (if any) – Yes.
- 10) Other significant provisions – Agreement provides for limited warranty and disclaimer (see Paragraphs 9 and 11).

cc: Wazir A. Ishmael, Ph.D., City Manager