



**Contract Number**

15-517 A4

**SAP Number**

4400001473

**Department of Risk Management**

<b>Department Contract Representative</b>	<u>LeAnna Williams</u>
<b>Telephone Number</b>	<u>909-386-8621</u>
<b>Contractor</b>	<u>Insurity Claims Software, LLC</u>
<b>Contractor Representative</b>	<u>Mark Adessky</u>
<b>Telephone Number</b>	<u>1-514-289-9090 Ext. 10111</u>
<b>Contract Term</b>	<u>July 28, 2015 through July 27, 2021</u>
<b>Original Contract Amount</b>	<u>\$1,757,351</u>
<b>Amendment Amount</b>	<u>\$378,176</u>
<b>Total Contract Amount</b>	<u>\$2,135,527</u>
<b>Cost Center</b>	<u>Various</u>

**IT IS HEREBY AGREED AS FOLLOWS:**

*(Use space below and additional bond sheets. Set forth service to be rendered, amount to be paid, manner of payment, time for performance or completion, determination of satisfactory performance and cause for termination, other terms and conditions, and attach plans, specifications, and addenda, if any.)*

**Amendment No. 4 to Contract No. 15-517**

**WHEREAS**, The County of San Bernardino and Contractor desire to amend and modify the Agreement as follows:

**IV. CONTRACT TERM**, is replaced with the following:

- A.** The term of the Contract(s) awarded will be for a three (3) year period from the date of approval by the County of San Bernardino Board of Supervisors, beginning on July 28, 2015 and ending on July 27, 2018, **with the option of two (2) one-year contract extensions**, unless terminated earlier as provided within the awarded Contract. If Contract negotiations for renewals are delayed for reasons beyond control of the Contractor, the Contract shall automatically be extended under the same terms and conditions until terminated by written notice by either party or by execution of a new Contract.

**Amendment No. 2 and No. 3, executed the two one-year contract extensions, from July 28, 2018 through July 27, 2020.**

**Amendment No. 4 will extend the contract period for one additional year, from July 28, 2020 through July 27, 2021.**

- B.** Notice of Cancellation: The Contract may be terminated by any party for any reason upon thirty (30) days' written notice.

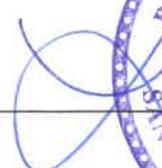
**WHEREAS,** The County of San Bernardino and Contractor desire to amend and increase the total contract amount by \$378,176. Addendum No. 4 hereby attached to the agreement, specifies in detail the services and fees included in the total amendment amount.

**WHEREAS,** The County of San Bernardino and Contractor are currently complying with shelter at home orders due to Covid-19, this agreement may be executed in any number of counterparts, each of which so executed shall be deemed an original, and such counterparts shall together constitute one and the same Agreement. The parties shall be entitled to sign and transmit an electronic signature of this Agreement (whether by facsimile, PDF or other email transmission), which signature shall be binding on the party whose name is contained therein. Each party providing an electronic signature agrees to promptly execute and deliver to the other party an original signed Agreement upon request.

COUNTY OF SAN BERNARDINO

▶   
Curt Hagman, Chairman, Board of Supervisors

Dated: JUN 23 2020  
SIGNED AND CERTIFIED THAT A COPY OF THIS DOCUMENT HAS BEEN DELIVERED TO THE CHAIRMAN OF THE BOARD

By    
Lynna Monell  
Clerk of the Board of Supervisors  
of the County of San Bernardino  
Deputy

Insurity Claims Software, LLC

(Print or type name of corporation, company, contractor, etc.)

By ▶ E-SIGNED by Mark Adessky  
on 2020-06-05 14:07:16 GMT  
(Authorized signature - sign in blue ink)

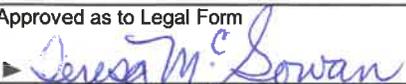
Name Mark Adessky  
(Print or type name of person signing contract)

Title General Counsel  
(Print or Type)

Dated: 2020-06-05

Address 170 Huyshope Ave.  
Hartford, CT 06106

**FOR COUNTY USE ONLY**

Approved as to Legal Form  
▶   
Teresa McGowan, County Counsel  
Date 6/14/20

Reviewed for Contract Compliance  
▶ \_\_\_\_\_  
Date \_\_\_\_\_

Reviewed/Approved by Department  
  
LeAnna Williams, Director of Risk Management  
Date 6/16/20

County of San Bernardino Department of Risk Management – Addendum No. 4

This Addendum, effective the date last signed below, modifies the scope of services of Contract No. 15-517 (the "Agreement") approved on July 28, 2015. This agreement is made by and between Insurity Claims Software LLC (f/k/a Systema Software, LLC) ("Contractor"), and County of San Bernardino Department of Risk Management, a California public entity ("County"). All the terms used in this Addendum shall retain the same meaning as defined in the Agreement and such definitions are incorporated herein by reference. In the event of any conflict between the provisions of the Agreement and this Addendum or any previous Addendum, the provisions of the latest Addendum shall prevail. Until this Addendum is signed by the parties, the prices in this Addendum are considered to be a quotation which may be revised at any time prior to signature and will expire unless otherwise noted on this Appendix thirty (30) days after such prices are provided to LICENSEE. The effective date of this Addendum shall be the date last signed below.

**Addendum No. 4 Details**

**Purpose:**

The parties hereby extend the current Term License Agreement for an additional one-year term (7/28/2020 – 7/27/2021) ("Renewal Term") with County having the option of extending annually thereafter upon at least thirty (30) days' notice to Contractor prior to the conclusion of the then-current term subject to the terms below.

**Pricing Detail:**

The following list includes the Software License Fees and Professional Services Fees for the extended term, with the removal of the SIMS Insight Module that was added in Addendum No. 1.

<b>Software License Fees</b>	<b>Total</b>	
Annual ClaimsXPress Term License and Maintenance		\$138,176
<b>Professional Service</b>	<b>Estimated Hours</b>	<b>Estimated Total</b>
Modify Reserve Buckets to provide more detail for Carriers and Underwriters	245	\$49,000
Update Organization Tree to improve reporting	155	\$31,000
Document Imaging ClaimsXPress to FileNet	200	\$40,000
UR and Pharmacy Connector modifications for new vendor	200	\$40,000
Upgrade ClaimsXPress payment processing	300	\$60,000
Account Management/upgrade implementation	100	\$20,000
<b>Total Professional Service Fees @ \$200 Per Hour</b>	<b>1,200</b>	<b>\$240,000</b>
<b>Addendum Total</b>		<b>\$378,176</b>

**Payment Terms:**

**Payment Schedule for Professional Service Fees**

County agrees to pay Contractor all Professional Service Fees monthly as incurred on a time and expenses basis. These services will be provided by Process Stream and invoiced by Contractor. Professional Services are provided at a rate of \$200 per hour and may include (but are not limited to): Custom Development,

County of San Bernardino Department of Risk Management – Addendum No. 4

Project Management, Business Analysis, Training, and Data Conversion Services. Contractor shall provide up to 1,200 hours in performance of the above professional services. The parties acknowledge that (i) the professional services may not be completed within 1,200 and (ii) Contractor will not perform any professional services in excess thereof absent execution of a mutually agreeable change order.

**Payment Schedule for Software License Fees**

County agrees to pay Contractor the Software License Fees according to the following schedule. Annual extensions are subject to 5% increases over the prior year.

Payment Schedule	Amount
Due on July 28, 2020	\$138,176

Except as set forth in this Addendum No. 4, all other terms and conditions set forth in Agreement No. 15-517 shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto, through their duly authorized officers, have executed this Addendum No. 4.

LICENSOR:

INSURITY CLAIMS SOFTWARE, LLC

By: E-SIGNED by Mark Adessky  
on 2020-06-05 14:07:26 GMT

Print Name: Mark Adessky

Title: General Counsel

Date: 2020-06-05

LICENSEE:

COUNTY OF SAN BERNARDINO

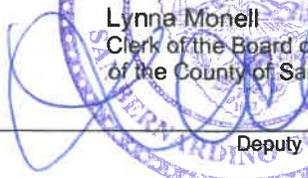
▶   
Curt Hagman, Chairman, Board of Supervisors

Dated: JUN 23 2020

SIGNED AND CERTIFIED THAT A COPY OF THIS DOCUMENT HAS BEEN DELIVERED TO THE CHAIRMAN OF THE BOARD



Lynna Monell  
Clerk of the Board of Supervisors  
of the County of San Bernardino

By   
Deputy