

**REPORT/RECOMMENDATION TO THE BOARD OF SUPERVISORS
OF SAN BERNARDINO COUNTY
AND RECORD OF ACTION**

November 18, 2025

FROM

GILBERT RAMOS, Assistant Executive Officer, Human Services Division

SUBJECT

Non-financial End User License Agreement with Netcentric Technologies Inc. dba Allyant and Purchase Order for Commonlook Software Subscription Licenses, Training Modules, and Remediation Services

RECOMMENDATION(S)

1. Approve non-financial End User License **Agreement No. 25-924** with Netcentric Technologies Inc. dba Allyant, including non-standard terms, for a subscription to Allyant Commonlook PDF software, training modules, and document remediation services for the period of November 19, 2025 through November 18, 2026.
2. Authorize the Purchasing Agent to issue a Purchase Order to Emgence Technologies, an authorized Allyant reseller, for a subscription to Allyant Commonlook PDF software, training modules, and document remediation services, in an amount not to exceed \$537,553.44, for the period of November 19, 2025 through November 18, 2026.

(Presenter: Gilbert Ramos, Assistant Executive Officer, 387-4261)

COUNTY AND CHIEF EXECUTIVE OFFICER GOALS & OBJECTIVES

Pursue County Goals and Objectives by Working with Other Agencies and Stakeholders.

FINANCIAL IMPACT

This item does not require additional use of Discretionary General Funding (Net County Cost). The purchase order amount of \$537,553.44 for Allyant Commonlook PDF software and services will be funded with multiple Human Services (HS) Administrative Allocations, which consist of 85% (\$456,920.42) Federal and State resources and 15% local share (\$80,633.02). Adequate appropriation and revenue have been included in the HS Administrative Claim 2025-26 budget, and will be included in future recommended budgets.

BACKGROUND INFORMATION

The Human Services Program Development Division (PDD) is responsible for providing program and policy development support services to HS departments and other San Bernardino County (County) agencies.

In April 2024, the U.S. Department of Justice updated the federal regulations implementing the protections of the Americans with Disabilities Act (ADA), requiring public entities to ensure their websites and mobile applications conform to the Web Content Accessibility Guidelines (WCAG) 2.1 Level AA standards. The regulations emphasize the importance of digital accessibility and require state and local governments to provide access to all new and updated web content for

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individuals with disabilities, including text, images, and interactive features. The County's deadline for compliance with these regulations is April 24, 2026.

To comply with these regulations, PDD is requesting assistance from Netcentric Technologies Inc. dba Allyant (Allyant) to remediate approximately 6,000 documents from various HS departments that are currently housed online in the County's Handbook Portal. Remediation involves updating documents to be accessible to impaired individuals who leverage screen readers and similar devices to interact with digital content. In addition, approval of this item will allow PDD to procure a 12-month subscription to Allyant Commonlook PDF software and training modules. This software, which tests and validates documents against relevant accessibility requirements, will assist the department in complying with the web content accessibility regulations for documents created during the one-year subscription term.

Allyant's Software End User Licensing Agreement (EULA) is its standard commercial contract for use of its software, which includes terms that differ from the standard County contract and omits certain County standard contract terms. The non-standard and missing terms include the following:

1. Allyant's aggregate maximum liability to the County is limited to the fees paid for the software in the 12 month period prior to the date the cause of action arose. This limitation of liability does not apply to claims for personal injury or death resulting from Allyant's negligence, claims for fraud, or any other matter in which liability cannot be limited by law.
 - The County standard contract does not include a limitation of liability.
 - Potential Impact: Claims could exceed the liability cap and the Agreement amount, leaving the County financially liable for the excess.
2. There is no stated venue in the EULA.
 - County Policy 11-05 requires venue for disputes in Superior Court of California, County of San Bernardino, San Bernardino District.
 - Potential Impact: Allyant is headquartered in New Jersey and incorporated in Delaware. Having no express venue in the Agreement means that a venue in New Jersey or Delaware could be applied to disputes arising under the EULA, which may result in additional expenses that exceed the cost of the agreement.
3. The EULA does not require Allyant to indemnify the County, as required by County Policies 11-05 and 11-07, including for intellectual property infringement claims.
 - The County standard contract indemnity provision requires the contractor to indemnify, defend, and hold County harmless from third-party claims arising out of the acts, errors or omissions of any person. The standard contract provision for intellectual property indemnity is: Contractor will indemnify, defend, and hold harmless County and its officers, employees, agents and volunteers, from any and all third-party claims, costs (including without limitation reasonable attorneys' fees), and losses for infringement of any United States patent, copyright, trademark or trade secret (intellectual property rights) by any goods or services.
 - Potential Impact: Allyant is not required to defend, indemnify or hold the County harmless from any claims, including indemnification for claims arising from Allyant's negligent or intentional acts and intellectual property infringement. If the County is

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sued for any claim, including intellectual property infringement based on its use of Allyant’s software or services, the County may be solely liable for the costs of defense and damages, which could exceed the total agreement amount.

4. The EULA does not require Allyant to meet the County’s insurance standards as required pursuant to County Policies 11-05, 11-07, and 11-07SP.
 - County Policy requires contractors to carry appropriate insurance at limits and under conditions determined by the County’s Risk Management Department and set forth in the County standard contract.
 - Potential Impact: The County has no assurance that Allyant will be financially responsible for claims that may arise from the County’s use of the service, which could result in expenses to the County that exceed the total agreement amount.

HS recommends approval of the EULA with Allyant, including the non-standard terms, so that it may procure the necessary services and software to ensure compliance with the updated ADA regulations requiring all County websites and mobile applications to meet specific web content accessibility standards.

PROCUREMENT

The County Administrative Office approved and authorized the release of Invitation to Bid (ITB) HSSA26-HSSA-6075, with the Purchasing Department (Purchasing) on September 15, 2025, to solicit proposals from interested and qualified agencies to provide document remediation services and purchase Commonlook Software Subscription user licenses for a period of one year. The ITB was posted to the County’s Electronic Procurement Network (ePro).

Three proposals were received by the established deadline in response to the ITB. Proposals from the three agencies listed below met the minimum requirements and continued through the evaluation process:

Product(s)	Qty	Emgence	GST	vPrimeTech
Commonlook PDF (12-Month Annual Subscription)	25 licenses	\$18,625.00	\$18,667.25	\$18,670.50
Commonlook Training Module (12-Month Subscription)	25 licenses	\$1,850.00	\$1,856.75	\$1,857.00
Document Remediation	6,000 documents	\$517,078.44	\$519,750.68	\$519,750.68
Total		\$537,553.44	\$540,274.68	\$540,278.18

The evaluation panel, with representation from Information Technology and Support Division and PDD, reviewed and evaluated the proposals based on the criteria listed in the ITB, which included cost. Based on the evaluation criteria, the evaluation panel determined that Emgence Technologies best met the needs of the County. Award and denial letters were sent to all proposers on September 29, 2025. No protests were received.

Purchasing supports this competitive procurement based on the formal solicitation described above.

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REVIEW BY OTHERS

This item has been reviewed by Human Services (Lisa Rivas-Ordaz, Contracts Manager, 388-0222) on October 31, 2025; County Counsel (Kaleigh Ragon and Daniella V. Hernandez, Deputy County Counsels, 387-5455) on October 31, 2025; Risk Management (Stephanie Pacheco, Staff Analyst II, 386-8655) on November 7, 2025; Purchasing (Ariel Gill, Supervising Buyer, 387-2060) on October 29, 2025; Information Technology and Support Division (Marcella Ramirez, Departmental Information Systems Administrator, 386-3760) on November 7, 2025; Innovation and Technology Division (Lynn Fyhrlund, Chief Information Officer, 388-5555) on November 7, 2025; and County Finance and Administration (John Hallen, Principal Administrative Analyst, 388-0278) on November 7, 2025.

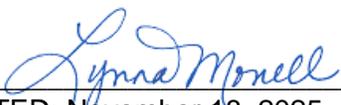
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Record of Action of the Board of Supervisors
San Bernardino County

APPROVED (CONSENT CALENDAR)

Moved: Curt Hagman Seconded: Joe Baca, Jr.
Ayes: Jesse Armendarez, Dawn Rowe, Curt Hagman, Joe Baca, Jr.
Absent: Col. Paul Cook (Ret.)

Lynna Monell, CLERK OF THE BOARD

BY 
DATED: November 18, 2025



cc: HS - West w/agree
 Contractor - c/o HS w/agree
 File - w/agree
CCM 11/25/2025