DEPARTMENTAL INPUT
CONTRACT/PROJECT MEASURE ANALYSIS AND RECOMMENDATION

- New
- OTR
- Sole Source
- Bid Waiver
- Emergency
- Previous Contract/Project No.

- Re-Bid
- Other
- Legacy
- LIVING WAGE APPLIES: Y S
- TERM OF CONTRACT 5 YEAR(S) WITH 10 YEAR(S) OTR

Requisition No./Project No.: ROET1400009
Requisition /Project Title: Kalinda "Online Help" Software Annual License Renewal
Description: Annual license renewal for the existing Kalinda "Online Help" Software

Issuing Department: Internal Services
Contact Person: Dakota Thompson
Phone: 305-375-2256
Estimate Cost: $125,000
Funding Source: xxxx

ANALYSIS

Commodity Codes: 920-45
Contract/Project History of previous purchases three (3) years

<table>
<thead>
<tr>
<th>Contractor: Data Base Architects, Inc.</th>
<th>2ND YEAR</th>
<th>3RD YEAR</th>
</tr>
</thead>
<tbody>
<tr>
<td>Small Business Enterprise:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Contract Value: $125,000</td>
<td>$</td>
<td>$</td>
</tr>
</tbody>
</table>

Comments:

Continued on another page (s): Y S

RECOMMENDATIONS

<table>
<thead>
<tr>
<th>SBE</th>
<th>Set-aside</th>
<th>Sub-contractor goal</th>
<th>Bid preference</th>
<th>Selection factor</th>
</tr>
</thead>
</table>

Basis of recommendation:
- Legacy Contract for continued services

Signed: Dakota Thompson, CPPB
Date sent to SBD: 7/10/2014
Date returned to DPM:

Revised April 2005
Justification/Input Document for Non-Competitive Acquisition

It is the policy of Miami-Dade County to consistently purchase goods and services using full and open competition. The citizens of Miami-Dade County are best served when we make sound business decisions based on competitive bids or proposals. Early acquisition planning that includes consultation with Internal Service Department’s procurement staff can help avoid delays and facilitates effective market research. However, there may be instances when other than full and open competition may be justified. When a user department(s) determines that other than full and open competition is necessary or in the best interest of the County, appropriate justification for that course of action must be submitted to ISD for approval and execution in order to waive the competitive bid/proposal process.

Please provide the information requested below to support the need and feasibility for waiving the competitive bid/proposal process:

<table>
<thead>
<tr>
<th>Department</th>
<th>ITD</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contact Person</td>
<td>Mirta Cardoso</td>
</tr>
<tr>
<td>Phone Number</td>
<td>305-596-8690</td>
</tr>
<tr>
<td>Requisition No.</td>
<td>RQET1400009</td>
</tr>
<tr>
<td>Estimated Value</td>
<td>$25,000/yr</td>
</tr>
<tr>
<td>Proposed Vendor</td>
<td>Kalinda Software</td>
</tr>
<tr>
<td>Previous Contract Number</td>
<td>BW7026-4/15-4</td>
</tr>
</tbody>
</table>

Purpose of the Purchase

Please describe your minimum requirements and the benefits of making the acquisition.

Kalinda’s “Online Help” software was initially procured in 1990. The current contract BW7026-4/15-4 is due to expire on 12/31/2014. We need to “renew” this contract for continued maintenance and support of the Online Help software for IDMS, (Integrated Database Management System), a database management system for mainframes. This software provides developers with tools to create online help functions for existing production systems.

Best Interest of the County / Uniqueness of Product

Please provide a detailed description as to why a waiver of formal bidding is in the County’s best interest (e.g., product standardization, compatibility, proprietary access or distributorship, how vendor is uniquely qualified to provide the needed product or service, etc.). Please note that a lack of advance planning is not an acceptable justification for a non-competitive acquisition.

Without the Kalinda Software products, developers will not be able to create the help functions or would need to get a different tool to execute the same functions, which would result in additional investment of funds, time and resources.
### Market Research

*Please describe your market research and the results thereof. This should include a description of other, similar sources or products available in the market if any and why they are not acceptable.*

Although there could be other similar products in the market, Kalinda Software is the sole proprietor and copyright holder of the licensed Online Help software in use and the only source for the software maintenance (updates) and technical support.

### Proposed Actions

*Please describe the actions the department will take to overcome the present barriers to competition prior to any future acquisitions of this product or service.*

N/A

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**Department Director’s Approval**

**Date Approved**

6/12/14
Addendum to the Software License Agreement
Between
Data Base Architects, Inc. (dba Kalinda Software)
And
Miami Dade County

Effective January 1, 2015 the License Agreement between Data Base Architects, Inc. and Miami Dade County as amended, is amended as follows:

(The "Client"), for a license to use the "Licensed Product(s)" described below and for related services under the Terms and Conditions set forth in this Agreement. This agreement will serve to renew the license agreement from the period January 1, 2015 – December 31, 2019.

The following location in the United States is the designated CPU where the Licensed Product(s) will be used and to which support will be provided:

5680 SW 87th Avenue Miami, FL 33173

<table>
<thead>
<tr>
<th>Licensed Product</th>
<th>CPU Model</th>
<th>CPU Serial #</th>
<th># of MJFS</th>
</tr>
</thead>
<tbody>
<tr>
<td>OnLine Help</td>
<td>2098-P03</td>
<td>C65F2</td>
<td>567</td>
</tr>
<tr>
<td>OnLine Help</td>
<td>2098-P03</td>
<td>CERC2</td>
<td>567</td>
</tr>
</tbody>
</table>

License Renewal Fees:

The annual license renewal fees for the next five years are estimated as follows:

<table>
<thead>
<tr>
<th>Licensed Product</th>
<th>CPU Model</th>
<th>Renewal Fee</th>
<th>Renewal Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>OnLine Help</td>
<td>2098-P03</td>
<td>$21,882</td>
<td>January 1, 2015</td>
</tr>
<tr>
<td>OnLine Help</td>
<td>2098-P03</td>
<td>$22,211</td>
<td>January 1, 2016</td>
</tr>
<tr>
<td>OnLine Help</td>
<td>2098-P03</td>
<td>$22,564</td>
<td>January 1, 2017</td>
</tr>
<tr>
<td>OnLine Help</td>
<td>2098-P03</td>
<td>$22,882</td>
<td>January 1, 2018</td>
</tr>
<tr>
<td>OnLine Help</td>
<td>2098-P03</td>
<td>$23,225</td>
<td>January 1, 2019</td>
</tr>
</tbody>
</table>

* Note: The amount represents a 20% discount

The software renewal date will cover the period January 1 to December 31.

An annual payment in the amount shown above will be due on each renewal date.

Except to the extent otherwise expressly set forth in this Addendum, this Addendum is governed by the terms and conditions of the Agreement and any amendments thereto. If any term in this Addendum conflicts with the Agreement, then the terms of this Addendum shall govern, but only to the extent required to resolve such conflict. This Addendum may be modified or amended only by a writing signed by both parties. The parties acknowledge having read this Addendum and agree to be bound by its terms.

IN WITNESS WHEREOF, the parties have caused this ADDENDUM to be executed by the duly authorized representatives as of the Effective Date.

By: ____________________________ By: ____________________________
Miami Dade County Data Base Architects, Inc.

By: ____________________________
Data Base Architects, Inc.

Name: ____________________________ Name: William M. Braasch
Title: ____________________________ Title: President & CEO
Date: ____________________________ Date: ____________________________

1195 Park Avenue, Suite 206, Emeryville, CA 94608
Tel: 510-658-9900 Fax: 510-658-9927
www.kalindasoftware.com
NON-COMPETITIVE REVIEW
SUMMARY

Action: Legacy Contract

Requisition No.: RQET1400009

Committee/Committee Date: N/A

* DPM internal Processing due date:

Projected BCC Date: (If applicable)

Purpose of the Acquisition:
The purpose of this acquisition is to establish a long term replacement
legacy contract to allow the Miami-Dade Information Technology Services
Department to procure annual software license renewal services, for the
existing “Online Help” software products provided by Data Base Architect, Inc. dba Kalinda Software.

Recommended Action:
Establish a legacy contract with Kalinda Software, the proprietary owner and
developer of “Online Help” Software, to provide the Miami-Dade Information Technology Services
Department with the ability to purchase required licenses, software maintenance and
technical support services.

Contract Term: Initial five year term with two additional two-year options to renew
periods.

Contract Amount: $112,744 for the initial five year term.

- OTR Term 1 - $47,501
- OTR Term 2 - $49,936

Cumulative Value: **Should the County elect to exercise all options to renew, the
cumulative total will be $209,181.

Background:
Kalinda Software provides ongoing software maintenance and technical support services
for the existing Kalinda “OnLine Help” software in use by the Miami-Dade Information
Technology Services Department (ITD). The “Online Help” software provides support to
the ITD technical and programming staff of the Administrative Office of the Courts, Value
Adjustment Board, Criminal Justice, Traffic and Payroll to develop online help functions
for existing production systems used in the Mainframe environment (CA’s IDMS), which
requires support 24 hours per day, 7 days per week.

The original Software License Agreement was established in April 1990, between ITD
and Kalinda Software, through a small purchase order. Over time, several replacement
contracts have provided ITD with continuity of services. The current contract was issued
in 2008 as a sole source and awarded for an initial two year term with four additional
option-to-renew (OTR) periods. The contract is in the final OTR period expiring
12/31/2014. ITD is requesting a replacement contract for the continued services.

**Market Research:**
The "OnLine Help" software product is proprietary software, developed, supported and
owned by Data Base Architects, Inc., dba Kalinda Software. Although other companies
could be identified offering similar applications (Phoenix Technologies Ltd, SumTotal
Systems, Inc. and Pathlore Software Corporation) it was documented that they cannot
provide the software maintenance technical support services to the existing software.
ITD remains satisfied with the vendor's performance and software functionality that has
been developed to support the County systems reliant on this technology. At this time,
ITD has no plans of moving off of this platform.

**Recommendation:**
It is recommended that this request be approved as a legacy agreement to provide ITD
with a long term contract capable of meeting their operational needs. Kalinda Software
has agreed to a 1.5% annual increase as opposed to the standard 5% escalation year
over year. Staff will negotiate the terms and conditions as well as establish a fixed price
schedule for optional years to renew.

*Dakota Thompson, CPPB*  
Procurement Contracting Officer 2

*6/30/14*  
Date