BILL NO. 19-165

AN ORDINANCE APPROVING THE SECOND AMENDMENT TO THE FDM SOFTWARE SUPPORT AND MAINTENANCE AGREEMENT TO EXTEND THE TERM OF THE AGREEMENT FOR FIVE YEARS AND UPDATING OTHER TERMS AND AUTHORIZING THE CITY MANAGER TO EXECUTE THE SAME BY AND ON BEHALF OF THE CITY.

WHEREAS, the City of Lee's Summit, Missouri (the "City") and FDM Software, Ltd., a British Columbia corporation, ("FDM") entered into a Support and Maintenance Agreement dated April 7, 2014 (the "Original Agreement") which governed the provision of City Support and Maintenance Services by FDM to City; and,

WHEREAS, Schedule B of the Original Agreement identifies the software Modules that are covered by the Original Agreement; and,

WHEREAS, Schedule C of the Original Agreement identifies the costs imposed upon City for provision of the City Support and Maintenance Services provided by FDM for the Software Modules identified in Schedule B of the Original Agreement; and,

WHEREAS, the City and FDM amended the Original Agreement by executing the First Amended and Restated Software Support and Maintenance Agreement dated July 31, 2017 (the "First Amendment") to add modules to the list of Modules available to the City; and,

WHEREAS, the City desires to amend Schedule B of the Original Agreement to remove and add certain applications to the list of Modules available to the City; and,

WHEREAS, the term of the Original Agreement needs extended so the City will continue City to receive Support and Maintenance Services for the Modules; and,

WHEREAS, FDM is the only qualified entity able to provide City Support and Maintenance Services due to the proprietary nature of the products that are licensed to City; and,

WHEREAS, City and FDM wish to modify the terms and conditions of the Original Agreement, as amended by the First Amendment.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF LEE'S SUMMIT, MISSOURI, as follows:

SECTION 1. The Second Amendment to Support and Maintenance Agreement dated April 7, 2014 by and between the City and FDM Software, Ltd. ("Second Amendment") is hereby approved.

SECTION 2. The City Council hereby approves and authorizes the City Manager, by and behalf of the City of Lee's Summit, Missouri, to execute the Second Amendment with FDM Software, Ltd., attached as "Exhibit A" and incorporated herein by reference, to remove and add certain modules, update general terms, and extend the term of the Support and Maintenance Agreement for five years for an amount not to exceed $440,692.93.

SECTION 3. This Ordinance shall be in full force and effect from and after the date of its passage and adoption, and approval by the Mayor.

SECTION 4. Should any section, sentence, or clause of this Ordinance be declared invalid or unconstitutional, such declaration shall not affect the validity of the remaining sections, sentences or clauses.

PASSED by the City Council of Lee's Summit, Missouri, this _____ day of _____, 2019.

_____
Mayor *William A. Baird*

ATTEST:

_____
City Clerk *Trisha Fowler Arcuri*

APPROVED by the Mayor of said city this _____ day of _____, 2019.

_____
Mayor *William A. Baird*

ATTEST:

_____
City Clerk *Trisha Fowler Arcuri*

APPROVED AS TO FORM:

_____
Chief Counsel of Operations and Management
Daniel R. White