

AMENDMENT NO. 2

**COUNTY OF SANTA FE
COMPUTER ASSISTED MASS APPRAISAL (CAMA) SYSTEM
FOR THE SANTA FE COUNTY ASSESSOR'S OFFICE**

This Amendment is made and entered into this 28TH day of August, 2008 by and between Santa Fe County, hereinafter referred to as "the County", and Manatron, Inc., a Michigan Corporation, licensed to do business in New Mexico, hereinafter referred to as "Manatron or the Contractor".

RECITALS

WHEREAS, Santa Fe County entered into an Agreement with the Contractor on January 29, 2008 in the amount of \$907,901.00 for a Computer Assisted Mass Appraisal System for the Santa Fe County Assessor's Office;

WHEREAS, Article 25, "AMENDMENTS", of the original Agreement allows the parties to amend the original Agreement by an instrument in writing executed by the parties hereto; and

WHEREAS, Amendment No. 1 clarified requirements pertaining to the Performance Bond; and

WHEREAS, the Contractor, as part of the original Scope of Work, was required to perform a preliminary analysis, Fit-Gap, to determine additional needs or deficiencies in the overall Project;

WHEREAS, pursuant to the final Fit-Gap Analysis/Report the County has determined that revisions to the Scope of Work are required to complete the Project, thus decreasing the Total Compensation by \$45,648.00;

WHEREAS, the County and the Contractor have agreed to amend the articles listed below to the existing Agreement in order to complete the Project.

NOW, THEREFORE, IT IS AGREED AS FOLLOWS:

Article 18, COMPENSATION, Sub Paragraphs 18.1 and 18.3, are hereby amended and shall read as follows:

18. COMPENSATION

18.1 Fee: The total amount to be paid to Manatron under this Agreement shall not exceed \$862,253.00 inclusive of New Mexico Gross Receipts Tax, including the cost of the CAMA system, Third Party Software, licensed software, installation, configuration, data conversion, training, routine maintenance, updates and support services as set forth in this Agreement.

18.3 Software Support Services: The total cost of software support services is \$199,324.00. The obligation to pay software support services fees will begin on the first of the month next following final acceptance and will continue as provided in Section 15. The payment schedule for software support services rendered will be agreed upon by the parties.

"Appendix 1", STATEMENT OF WORK, Section 4.1, Deliverables and Billing Milestones, is hereby deleted and replaced with the following:

4.1 Deliverables and Billing Milestones

The following deliverables are tied to billing milestones. These deliverables require formal acceptance.

Phase	Description	Deliverables	Billing Amount
Phase I	Project Kick-off <ul style="list-style-type: none"> Convene a project kick-off meeting with Manatron and Sidwell for implementation of CAMA and Parcel Builder software and services Develop a general understanding of assessment processes and workflows, and the interaction with other County departments Develop descriptions and general workflow diagrams of documented processes Develop descriptions and general workflow of proposed processes Develop a Project Work Plan to include time frames and deliverables acceptable to Manatron, Sidwell, and County Finalize the project timeline Create Project Management Plan <ul style="list-style-type: none"> Define lead roles Define Communication process Define project change control process Define and share the business case Verify the requirements specifications document Acceptance Test Plan 	<ul style="list-style-type: none"> Project Management Plan Project Time Schedule Business Case Implementation Plan Workflow Diagrams Project Work Plan Acceptance 	
	Acceptance period after DAS submission	10 Business days	
	Anticipated Date of Acceptance	TBD	\$28,328.57
Phase II	System Environment Setup <ul style="list-style-type: none"> Identify and procure hardware and software required Setup hardware and software environment for CAMA Setup test environment for H.T.E. data conversion and interface testing Setup test environment for GIS/CAMA data conversions and interface Test and Acceptance Plan Ability to develop sample NOV (sample data set or full data set depending on scheduling constraints) Installation services provided for the deployment if system software and	<ul style="list-style-type: none"> All base system components required to execute the gap analysis for the project have been installed in a development environment. All base system components are operable, but not necessarily integrated with external system, in the development environment. Configuration and setup required to support gap analysis is complete. Test and Acceptance Includes complete instructions for the successful installation of the delivered software product client application version.	

	application software in a development environment for use in gap analysis and data conversion development.	Complete setup of H.T.E. and CAMA/GIS test environment Manatron personnel have assisted Santa Fe County personnel with the installation.	
	Acceptance period after DAS submission	10 Business days	\$28,328.57
	Anticipated Date of Acceptance	TBD	
Phase III	GAP Analysis Phase (CAMA/GIS) <ul style="list-style-type: none"> • Verify business rules and policies • Develop the high-level technical architecture • Review Interface Requirements • Review Conversion Requirements • Review Infrastructure Requirements • Acceptance Plan 	Gap Analysis Report Acceptance	
	Acceptance period after DAS submission	10 Business days	\$59,578.57
	Anticipated Date of Acceptance	TBD	
Phase IV	H.T.E. and GIS Data Conversion <ul style="list-style-type: none"> • Develop data conversion plan • Develop a lab database • Develop acceptance test plan • Conduct scenario reviews • Identify and process issues • Convert HTE and cadastral data into the target data models • Develop and Convert to Tagged Data Model • Conduct validity testing • Identify Reporting Requirements • Confirm Interface Requirements • Develop Solution test strategy • Define data architecture • Update requirements specifications documents • Develop implementation plan • Establish the development environment • Establish user training • Test and Acceptance Plan <ul style="list-style-type: none"> • Ability to develop sample NOV (sample data set or full data set depending on scheduling constraints) 	<ul style="list-style-type: none"> • Data Conversion Plan • Perform Conversion • Acceptance Test Plan • Test Results Report • Develop Reports • Test and Acceptance 	
	Acceptance period after DAS submission	10 Business days	\$28,328.57
	Anticipated Date of Acceptance	TBD	
Phase V	HTE and GIS Interfaces <ul style="list-style-type: none"> • Review interface requirements identified • Implementation Plan • Develop Interfaces • Test Interfaces • Successful integration of Sidwell-Ascend-Proval interface to create new parcel accounts • Includes UPC creation. • Successful integration of Ascend-SunGard Interface 	<ul style="list-style-type: none"> • Interface Requirements • Develop Interface • Interface Documentation • Interface Testing • Interface test results • Create and validate NOV's • Recreate individual NOV's • Implementation • Test and Acceptance 	

	• Test and Acceptance Plan		
	Acceptance period after DAS submission	10 Business days	\$59,578.57
	Anticipated Date of Acceptance	TBD	
Phase VI	CAMA and GIS Training <ul style="list-style-type: none"> • Administrator training • End- User training • Identify all other training requirements • Acceptance Plan 	Perform Training Users can successfully perform their assigned tasks Acceptance	
	Acceptance period after DAS submission	10 Business days	\$28,328.57
	Anticipated Date of Acceptance	TBD	
Phase VII	Final Acceptance Testing (CAMA/GIS) <ul style="list-style-type: none"> • Execute Functional Test • Execute system test • Execute data conversion test • Execute user acceptance test • Perform system stress test • Validate results • Identify, log and resolve issues • Develop and implement user roll-out plan • Initiate architecture deployment • Develop a support plan • Test and Acceptance Plan • 	Results from: <ul style="list-style-type: none"> • Functional Test • System test • Data conversion test • User acceptance test • System stress test • Test and Acceptance Support Plan	
	Acceptance period after DAS submission	10 business days	\$82,704.57
	Anticipated Date of Acceptance	TBD	
Final Sign Off	Deployment Phase Do go-live planning Roll-out the solution (CAMA/GIS) Bring up ProVal in production Bring up Ascend in production Bring up Sidwell GIS in production Validate all interface work in production Validate State Abstracts reports are correct Provide user training and assistance Implement new policy, procedures, metrics Complete all organizational changes Conduct final cutover Initiate project support plan after warranty Conduct project shutdown Users live on system On-site Manatron support All deliverables received and accepted Software operational for 90 calendar days Acceptance Plan Santa Fe County has been running their business in the product environment for a minimum of 90 calendar days.	All system base and modified documentation. Acceptance	
	Acceptance period after DAS submission	10 business days	\$59,578.57
	Anticipated Date of Acceptance	TBD	

"Appendix 1", STATEMENT OF WORK, Section 9, Payment Schedules, is hereby deleted and replaced with the following:

9 Payment Schedules

Manatron ProVal/Ascend™ Software and Services Payment Schedule for Santa Fe County, NM

Payment Trigger	Software License Fee Installment Amount	Professional Service Milestone Amounts
Contract Signing	\$125,000	
Phase I		\$28,328.57 (Upon acceptance as described in Section 4.1 above)
Phase II		\$28,328.57 (Upon acceptance as described in Section 4.1 above)
Phase III	\$31,250	\$28,328.57 (Upon acceptance as described in Section 4.1 above)
Phase IV		\$28,328.57 (Upon acceptance as described in Section 4.1 above)
Phase V	\$31,250	\$28,328.57 (Upon acceptance as described in Section 4.1 above)
Phase VI		\$28,328.57 (Upon acceptance as described in Section 4.1 above)
Phase VII	\$31,250	\$51,454.57 (Upon acceptance as described in Section 4.1 above)
Final Sign-Off	\$31,250	\$28,328.57 (Upon acceptance as described in Section 4.1 above)
Category Sub-Total	\$250,000	\$249,754.56

Ancillary One-Time Fees	Amount
Report Writing	\$45,000
GIS License Fees (Includes Tagged Data Model)	\$30,614
Travel (Estimated Cap)	\$45,000
Source Code Escrow	\$1,500 (annual fee)

Total One Time Fees: \$621,869 (Includes Costs for Bonding)

Annual Software Support Costs Schedule

Year	Software Support Amount
1 st Year Post Go-live	\$62,000
2 nd Year Post Go-Live	\$66,340
3 rd Year Post Go-Live	\$70,984
Total	\$199,324

Supplemental Pricing Information

Consulting Hourly Rates are quoted at \$183.

Custom Tax Statement & State Reports (245 hours @\$183/hr) County can share this effort to reduce or eliminate these fees.

Travel costs for Manatron CAMA and Ascend Tax implementation are estimated at \$45,000. Travel costs can be billed as incurred, or for fixed fee.

Pricing Notes:

The products to be delivered and installed include the current versions of Manatron CAMA, Ascend Tax and Sidwell parcel management software (and services). The software fees for CAMA and Ascend Tax are based on the grant of an unlimited and perpetual site license to Santa Fe County. The following Sidwell products: Parcel Builder Administrator, Parcel Builder Administrator/CAMA Integration, and Parcel Builder Map Editor; are quoted at 10 Users each. Also includes a limited use source code license for Sidwell's Web application, documentation for Geodatabase architecture, GIS Viewer and CAMA interface.

Manatron assumes the County will provide the Microsoft SQL Server Database necessary to support the software applications.

Both Manatron CAMA and Ascend Tax come with more than 100 standard reports that meet most of the routine reporting needs of assessment and tax offices. As noted above, Manatron report pricing is based upon 240 hours of programming effort which the County can reduce or eliminate based upon availability to participate in the development work. Should effort require more than 240 hours, additional time may be required.

Manatron will provide 320 hours of Data Conversion Assistance. Manatron will provide loader tables and scripts with the expectation that County employees will also be significantly involved the data conversion effort.

Sidwell Parcel Builder Geodatabase data conversion as follows (On-site hours noted):

- Convert cadastral data into an ESRI feature dataset utilizing target data model - 143.5 hours
- Import parcel data inventory into Parcel Builder Administrator - 24 hours
- Install and test converted database - 8 hours (on-site)
- Create polygon feature for all parcels in County (condos related through relationship classes and points) - 32 hours

Manatron will provide 200 hours of Interface development work. The initial project phase (Fit/Gap) will define specifically which interfaces will need to be developed for the project. Further refinement of the interface budget will occur at that time.

Implementation services include a standard interface from Ascend Tax to the County's general ledger.

Manatron CAMA and Ascend systems functionality training includes a total of 20 training days will be provided on-site at Santa Fe County prior to cutover to the live production system.

Sidwell Parcel Builder Training as follows:

- Editing in ArcMap 9.2 - 8 hours (on-site)
- Parcel Builder Map Editor - 24 hours (on-site)
- Parcel Builder Administrator - 8 hours (on-site)

Software Maintenance fees for both Manatron and Sidwell products are charged upon system go-live or 12 months following contract signing, whichever date comes first. Software maintenance provides the County with legislative updates and all software releases and bug fixes as outlined in the Manatron Software Maintenance and Support Master Agreement.

Telephone support is provided via 1-800 number from 8 a.m. to 8 p.m. Eastern Time Monday through Friday. Annual rates are quoted at 7% increase but actual increases may be lower.

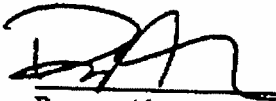
Price assumes the County will provide office space, telephone access and Internet connection at no cost to Manatron when the project team is onsite. VPN connection to the County will be established prior to project start. The project team will generally include 2-3 people but may include for up to 5 people at certain times.

Appendix 2, Fit-Gap Report (GAP Item List), is hereby added to the Agreement and attached hereto.

All other provisions of the original Agreement not amended, replaced, or suspended by Amendment No. 1 and this Amendment No. 2 shall remain in full force and effect.

IN WITNESS WHEREOF, this Amendment will become effective as of the date first written above.

SANTA FE COUNTY:



Roman Abeyta
County Manager

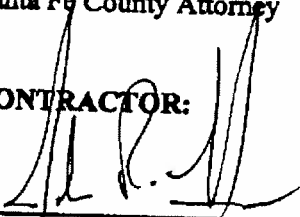
APPROVED AS TO FORM:



Stephen C. Ross
Santa Fe County Attorney

15 August 2008
Date

CONTRACTOR:



John R. Hansen or Designee
Manatron, Inc.

AUGUST 28, 2008
Date

NEW MEXICO TAX I.D. NUMBER

38-1983228

"APPENDIX 2"

FIT GAP REPORT (GAP ITEM LIST)

The Contractor in addition to the original Scope of Work shall complete and fulfill the Accepted items listed below.

	Ascend/SunGard	Value Type Mapping	Value types must be mapped between SunGard, Ascend and ProVal. Only Land and Improvement value types are available in Sungard.	I-7, I-9	Accepted	SunGard can accept Ascend value types determined by values required on tax bill.
2	ProVal	Multiple Segment Valuation	ProVal does not currently have capability to value improved and vacant land using the income approach through the capitalization of ground rents	A-29	Declined	Upon further review of the requirement, our software solution meets the requirement as described. Santa Fe's broadened definition of a rather ambiguous requirement statement to now include specific property types along with a specific income appraisal technique is fine; however, Manatron must be compensated for out of scope work it did not contractually agree to. The County needs to submit a change request to Manatron for the desired functionality they want. Upon agreement to pay for the analysis required to come up with a solution, we will then process the CR and return a price quote for the solution and a delivery date
	Ascend/SunGard	Address Mapping	SunGard Street Dictionary and Ascend Address maintenance processes are not synchronized	A-14	Accepted	Programming Change to Ascend Address Maintenance Window and address configuration

4	Ascend	Annexations	Ascend requires funds to complete annexations. SunGard annexations are performed by TCA	A-5	Accepted	Option 1: Load district data from SunGard and create dummy levies and associate them to the TCAs. Dummy funds may be needed as well. 10 hours. Option 2: If the real functionality required is changing the tca on a parcel, Property Maintenance is available to users. If this is the case, then Property Maintenance could be used on each parcel in the annexation. 0 hours
5	Sidwell/Ascend	Parcel Creation and Seg/Merge Interface Between Sidwell and Ascend AA. Interface must be built to pass UPC's and core parcel creation data elements from Sidwell Parcel Builder to Ascend and ProVal. Account updates made in Parcel Builder will be passed to Ascend	Sidwell/Ascend Interface Requirement (Interface from Ascend to Sidwell dropped by County, 6/27/06)	A-4, A-35	Accepted One-directional interface	Bidirectional updates (Ascend to Parcel Builder) are recommended to be non-critical. Multiple parcel number updates are requested and recommended to be non-critical.
6	Ascend/ProVal	Value Capping/Uncapping	New Mexico statutes states that property values are capped at 103% of the prior year value as set by appraisal staff. Property is uncapped when property is transferred to new ownership.	Gap Meeting	Accepted	A mechanism is needed within the AA system which will flag parcels that meet the criteria for uncapping and capping value and track them between Ascend and ProVal.

			<p>It requires a review by staff to determine if the values need to be uncapped for the upcoming appraisal year.</p> <p>Though the valuing of the property at market value is accomplished in Proval the uncapping of the market occurs in the AA side (Ascend).</p>			
	SunGard/Ascend	Real Time Interfaces	Dropped as a Requirement by the County - 6/27/08)			
	SunGard/Ascend	Property Use Code Mapping between SunGard and Ascend	Modify SunGard to use property use codes more closely aligned with state reporting requirements. SunGard may change for this change or be unwilling to make the modification, if the county is unable to make the change.	A-3	Accepted	Gap - code list needs revisions, impacts SunGard interface. Configuration change required in Ascend.
	Ascend/Proval	Reports	State Abstracts are more complicated than standard reports and require more time to complete than estimated in the contract. A revised estimate could increase total report development hours by 50% TO 75%.	Several	Accepted	For State Abstract Development. Not to exceed 150 hours above
10	SunGard/Ascend	Interface Rollback Processing	Dropped as a Requirement by the County - 6/27/08)	I-4	Declined	

11	Sidwell/Proval	Geo-DataBase Interface	Bi-directional, real-time transactional interface to the proposed Geodatabase system to maintain data integrity between the two systems (Bi-directional feature dropped as a requirement by the County - 6/27/08)	I-13	Accepted	Included in Sidwell SOW
12	Sidwell	ESRI GIS Interface	Interface with GIS and Assessor applications to existing ESRI-based coverages, geodatabases (ArcSDE/Server), and/or shape files.	I-17	Accepted	Included in Sidwell SOW. Update to getparcelinfo may be required
13	Sidwell	ArcIMS Interface	The application may provide a means to display CAMA data in ArcIMS	I-13	Accepted	Included in Sidwell SOW. Update to getparcelinfo procedure required
14	Ascend/Clerk System	Clerk Document Imaging Interface	This interface will launch imaging system from Ascend and display Property Record cards and other parcel indexed documents.	I-18	Accepted	POS and Ascend can interface to provide a solution to this requirement
15	Red Oak	GIS Web Intranet	The county is working on this issue outside of the Manatron implementation	I-20	Declined	Dropped - Not a Gap
16	Sungard	Planning and Zoning Interface	Dropped as a Requirement by the County - 6/27/08)	I-12	Declined	Extract from Sungard Required. Must determine if Zoning data should be loaded into Ascend or ProVal.
17	Sungard	Code Enforcement to CAMA	Dropped as a Requirement by the County - 6/27/08)	I-12	Declined	County can write extract SQL. Must determine if Code enforcement tracked in Ascend or ProVal.
18	Sungard	Bidirectional Interface between Sungard Land and Sungard Tax and Ascend	Recommend data move from Ascend to Sungard only. Recommend Ascend retain master data set.	I-1	Accepted	Gap, Recommend Drop/Defer Bidirectional Requirement. See details below. File extract process must be built in Ascend.

One-directional interface

19	Sidwell/ProVal	GIS/CAMA Integration	Provide an interface between CAMA and GIS that allows account numbers to be selected in CAMA and used in GIS, or selected in GIS and used in CAMA (County Dropped Bi-directional Interface Request - 6/27/08)	I-25	Accepted	Added this task since first Fit-gap release.
20	Misc Interface Requirements	NOV, Data Mapping, etc	Provide Data Mapping between interfacing applications, Integrate Value Functions to create NOV's.	I-3, I-5, I-6, I-7, I-15, I-22	Accepted	
21	Sungard Interface	Load defined changes from ascend into Sungard	Sungard will provide programming services		Accepted	