

DVHA Routing Form

Type of Agreement: Contract Agreement #: 18928 Form of Agreement: Amendment Amendment #: 1

Name of Recipient: Oracle America, Inc. Vendor #: 11394

Agreement Manager: Joe Liscinsky / Angela Rouelle Phone #: 879-5994

Brief
Explanation of
Agreement:

Start Date: February 28, 2011 End Date: February 27, 2014 Maximum Amount: \$3,874,953.74

Amendments Only: Maximum Prior Amount: \$3,925,300.11 Percentage of Change: -1.26%

Bid Process (Contracts Only): Standard Simplified Sole Source Statutory Master Contract SOW

Funding Source			
Federal (90%)	\$3,487,458.37		
General Fund (10%)	\$387,495.37		

Contents of Attached Packet

AA-14 Attachments A, B, C & F Attachment G - Academic Research
 Sole Source Memo Attachment D - Modifications to C & F MOU
 Qualitative/Justification Memo Attachment E - Business Associate Agreement Other: **Amendment #1**

Reviewer	Reviewer Initials	Date In	Date Out
DVHA Grant & Contract Administrator	Kate Jones	5/20	5/20
DVHA BO	Jill Gould	5/20/11	5/20/11
DVHA Commissioner	Susan Besio	5/23/11	5/24/11
AHS Attorney General	Seth Steinzor		5/27/11
Following Approvals for Contracts Only:			
AHS CIO	Angela Rouelle		6/7/11
AHS Central Office	Martha Faber		6/7/11
AHS Secretary	Patrick Flood, Dept Sec		

Vision Account Codes:
 LINE 1 → Account: 507600, Fund: 28005, Program: 41632
 LINE 2 → Account: 507600, Fund: 10000, Program: 41632

	Initials & Date
<input type="checkbox"/> Subrecipient Module Entry	_____
<input type="checkbox"/> FFATA Entry	_____

Vision PO #: 3249

STATE OF VERMONT CONTRACT SUMMARY AND CERTIFICATION ----- Form AA-14 (10/18/2010)

Note: All sections are required. Incomplete forms will be returned to department.

CHECK ONLY ONE BOX IF APPLICABLE:

ARRA Contract

ACA Contract

I. CONTRACT INFORMATION:

Agency/Department: Agency of Human Services/ DVHA Contract #: 18928 Amendment #: 1
 Vendor Name: Oracle America, Inc. VISION Vendor No: 11394
 Vendor Address: 500 Oracle Parkway, Redwood City, California USA
 Starting Date: 2/28/2011 Ending Date: 2/27/2014 Amendment Date: 7/1/2011
 Summary of agreement or amendment: changes to software licences structure and a reduction in technical suport dollars

II. FINANCIAL INFORMATION

Maximum Payable: \$3,874,953.74 Prior Maximum: \$ 3,925,300.11 Prior Contract # (If Renewal):
 Current Amendment: \$-50,346.37 Cumulative amendments: \$ -50,346.37 % Cumulative Change: -1.28 %
 Business Unit(s): 3410 VISION Account: 507600

III. PERFORMANCE INFORMATION

Does this Agreement include Performance Measures tied to Outcomes and/or financial reward/penalties? Yes No

Estimated Funding Split: G-Fund 10.00 % S-Fund % F-Fund 90.00 % GC-Fund % Other %

III. PUBLIC COMPETITION

The agency has taken reasonable steps to control the price of the contract or procurement grant and to allow qualified organizations to compete for the work authorized by this contract. The agency has done this through:

Standard bid or RFP Simplified Bid Sole Sourced Qualification Based Selection Statutory

IV. TYPE OF AGREEMENT & PERFORMANCE INFORMATION

Check all that apply: Service Personal Service Architect/Engineer Construction Marketing
 Information Technology Other, describe: COTS Software purchase

V. SUITABILITY FOR CONTRACT FOR SERVICE

Yes No n/a If this is a Personal Service contract, does this agreement meet all 3 parts of the "ABC" definition of independent contractor? (See Bulletin 3.5) If NO, then contractor must be paid through Payroll

VI. CONFLICT OF INTEREST

By signing below, I certify that no person able to control or influence award of this contract had a pecuniary interest in its award or performance, either personally or through a member of his or her household, family, or business.

Yes No Is there an "appearance" of a conflict of interest so that a reasonable person may conclude that this party was selected for improper reasons: (If yes, explain)

VII. PRIOR APPROVALS REQUIRED OR REQUESTED

Yes No Agreement must be approved by the Attorney General under 3 VSA §311(a)(10) (personal service)
 Yes No I request the Attorney General review this agreement as to form
 No, already performed by in-house AAG or counsel: _____ (initial)
 Yes No Agreement must be approved by the Comm. of DII; for IT hardware, software or services and Telecommunications over \$100,000
 Yes No Agreement must be approved by the CMO; for Marketing services over \$15,000
 Yes No Agreement must be approved by Comm. Human Resources (privatization and retiree contracts)
 Yes No Agreement must be approved by the Secretary of Administration

VIII. AGENCY/DEPARTMENT HEAD CERTIFICATION; APPROVAL

I have made reasonable inquiry as to the accuracy of the above information:

5/24/11 Date Agency / Department Head
 6/10/11 Date Agency Secretary or Other Department Head (if required)
 9/27/11 Date Approval by Attorney General
 N/A Date Approved by Commissioner of Human Resources
 N/A Date Secretary of Administration
 N/A Date CIO (initial)
 N/A Date CMO (initial)

MEMORANDUM

TO: Jeb Spaulding, Secretary of AOA

VIA: Doug Racine, Secretary of AHS

FROM: Susan Besio, Commissioner of DVHA

DATE: May 24, 2011

SUBJECT: Oracle America, Inc. - Approval for Amendment 1 of Contract # 18928
Oracle Core Components for AHS SOA IT platform in support of VIEWS and ACCESS Replacement
Contract Duration is: 01/14/2011 – 01/13/2014
Value of Contract: \$3,925,300.11
Proposed value of Amendment: \$3,874,953.74

DVHA seeks to amend our existing agreement with Oracle America Inc. by changing the licensing structure for the State with Oracle's software tools, and subsequently reducing the dollar amount for technical support. In the original agreement, we had misinterpreted language that the Agency of Human Services would take responsibility of licensing for individual State of Vermont departments such as DII, the Department of Taxes, and the Department of Education.

These entities do not want AHS to take over the licensing of Oracle products for their departments, nor does AHS want that responsibility. This amendment changes the licensing structure to accommodate this change. Because of the lower amount of licenses associated with the contract, this has subsequently reduced the amount of technical support dollars necessary for the Oracle software products, reducing the total contract amount by \$50,346.37. Oracle has agreed to these changes and are prepared to sign the amendment.

Vermont's funding for this contract is covered by the Global Commitment to Health Appropriations and complies with all mandatory provisions of AOA Bulletin 3.5.

DVHA looks forward to approval of this amendment.

Signature: _____

Date: _____

Secretary of Administration Approval

From: Besio, Susan
Sent: Friday, May 20, 2011 1:03 PM
To: Jones, Kate; Flood, Patrick
Cc: Jones, Kate; Collins, Lori; Gregorek, Sarah; Gould, Jill
Subject: Re: Signature Authority for Routing of Contract Amendments

I approve this list for Patrick's signature.

Susan Besio
Sent from my iPhone

On May 20, 2011, at 11:42 AM, "Jones, Kate" <Kate.Jones@ahs.state.vt.us> wrote:

There is one additional grant amendment – see updated list below, sorry!

Kate Jones
DVHA/BO
(802) 879-8256

From: Jones, Kate
Sent: Friday, May 20, 2011 11:35 AM
To: Besio, Susan
Cc: Collins, Lori; Gregorek, Sarah; Gould, Jill
Subject: Signature Authority for Routing of Contract Amendments

The following amendments will be routing through the system over the next couple of days which need approval from you prior to moving on from DVHA in the routing process. This list is to facilitate your acknowledgement of the changes or additional awards that that will be passed on to AHS in your absence. Our hope is to have Lori initial the AA-14 once you have approved this list and then have Patrick sign in your place on the AA-14. I'm not sure that Patrick has been brought into the loop in this, so an email from you to him regarding this request might be necessary. Please let me know if you have any questions or if you need more info from me:

Contracts:

<u>Contractor & Number</u>	<u>Current Total</u>	<u>Amended Total</u>	<u>Purpose</u>
HP - 8430	\$97,609,132.00	\$98,369,140.41	Include added tasks to existing contract in order to comply with approved APD
Special Services Trans Agency 18263	\$117,147.00	\$117,147.00	Extend the term of the transportation brokerage contract by 6m approval surrounding RFP requirements.
Chittenden County Trans Authority - 18266	\$29,610.00	\$29,610.00	Extend the term of the transportation brokerage contract by 6m approval surrounding RFP requirements.

Addison County Trans Resources - 18265	\$159,845.00	\$159,845.00	Extend the term of the transportation brokerage contract by 6m approval surrounding RFP requirements.
Connecticut River Transit – 18267	\$212,735.00	\$212,735.00	Extend the term of the transportation brokerage contract by 6m approval surrounding RFP requirements.
Green Mountain Community Network – 18268	\$117,222.00	\$117,222.00	Extend the term of the transportation brokerage contract by 6m approval surrounding RFP requirements.
Green Mountain Transit Agency - 18250	\$341,183.00	\$341,183.00	Extend the term of the transportation brokerage contract by 6m approval surrounding RFP requirements.
Marble Valley Regional Transit Dist – 18261	\$191,956.00	\$191,956.00	Extend the term of the transportation brokerage contract by 6m approval surrounding RFP requirements.
Rural Community Transit, Inc – 18262	\$351,493.00	\$351,493.00	Extend the term of the transportation brokerage contract by 6m approval surrounding RFP requirements.
Stagecoach Trans Services, Inc – 18264	\$128,552.00	\$128,552.00	Extend the term of the transportation brokerage contract by 6m approval surrounding RFP requirements.
Maximus, Inc – 8416	\$17,077,894.00	\$18,020,122.16	Extend the term by 4mos and increase the cost associated with more time to during the RFP process.
Lake Champlain Capital Management - 16800	\$180,540.00	\$222,840.00	1) Provide validation of the methodology used to determine pro investment for the Vermont Chronic Care Initiative. 2) Develop projections related to Payment Reform based upon Shared Inte
Onpoint – 18943	\$371,350.00	\$387,100	To include payment reform reporting around Vermont Blueprint
Oracle America, Inc. - 18928	\$3,925,300.11	\$3,874,953.74	Reduce technical support by \$50,346.37 and revise replaceme

Grants:

VT Legal Aid (Ombudsman)	\$614,492.00	\$1,228,987.00	Extend program term for 1 year
VT Legal Aid (Map)	\$547,983.00	New award	New grant to run the MAP program for 1 year & addition of performance measures
Bi-State (Catamount Outreach)	\$77,428.00	\$154,856.00	Extend program term for 6mos to redesign scope for inclusion of performance measures
Northeastern VT Regional Hosp	\$321,514.73	\$400,487.42	Extend term program for 3mos w/ added fy12 funding to align with other HAS grants
UVM – VCHIP	\$473,615.00	\$637,018.75	1) Increase term by 3mos & add associated costs (from FY12 budget) 2)Extend the evaluation efforts performed by VCHIP for the Blueprint to include development and implementation of patient satisfaction and engagement measures in the payment reform pilots
VITL	\$3,320,791.00	\$8,022,145.00	Amendment to address changes in deliverable timelines, additional measures and tighter performance standards.
United Health Alliance – HAS Grant	\$140,425.00	\$148,500.00	Southwestern Vermont Medical Center will develop an interface between their electronic health record, GE Centricity, and the Vermont Health Information Exchange and DocSite.

MOUs:

BISHCA (VHCURES)	\$237,895	0.00 – new award	Integration of eligibility and claims data for the Medicaid population and development of a multi-payer master provider index (MPI).
------------------	-----------	------------------	--

Kate Jones
DVHA/BO
(802) 879-8256

Faber, Martha

From: Brodeur, Aaron [Aaron.Brodeur@state.vt.us]
Sent: Monday, June 06, 2011 8:28 AM
To: Faber, Martha
Subject: RE: Contract Reduction

Unless it is the 3rd amendment or more I don't believe we need to see it.

Aaron Brodeur
Budget & Management Analyst
Department of Finance & Management
109 State Street – 5th Floor
Montpelier, VT 05609-0401
(802)-828-6454
aaron.brodeur@state.vt.us

From: Faber, Martha [mailto:Martha.Faber@ahs.state.vt.us]
Sent: Thursday, June 02, 2011 5:32 PM
To: Brodeur, Aaron
Subject: Contract Reduction

Aaron,

Department of Vermont Health Access has presented an amendment for a reduction in the maximum payable due to reducing technical support with contractor Oracle. The reduction is 1.28%, -\$50,346 out of an original \$3,925,300. The original contract was reviewed by AOA. Does the reduction amendment need to go to you? I don't see anything in 3.5 about reductions...

Thanks for your guidance.

Regards,
Martha

Martha Giglio Faber
Administrative Services Manager
Agency of Human Services, Office of the Secretary
103 South Main Street
Waterbury, VT 05671-0204
802-241-2222; Fax: 802-241-2979

AMENDMENT

It is agreed by and between the State of Vermont, Agency of Human Services (AHS) (hereafter called the "State") and Oracle America, Inc. (hereafter called the "Contractor") that the contract on the subject of software licenses and software maintenance support services, effective February 28th, 2011 (hereafter called "Agreement") is hereby amended effective July 1st, 2011, as follows:

By deleting on page "1 of 2", section 3 (Maximum Amount) and substituting in lieu thereof the following section 3:

3. Maximum Amount. In consideration of the software programs provided and services to be performed by Contractor, the State agrees to pay Contractor, in accordance with the payment provisions specified in Attachment B, a sum not to exceed \$3,874,953.74.

By deleting on page "19 of 24", section B.7 "Total Support Stream" in its entirety and substituting in lieu thereof the following section B.7:

7. Total Support Stream

For purposes of this ordering document, the "Total Support Stream" shall mean: (i) the technical support for the Reinstated Licenses and (ii) the technical support for the Program licenses specified in section A of the ordering document, including the Unlimited Deployment Programs (as defined in section C.1.a below).

By deleting on page "21 of 24", section D.3 "Technical Support Cap", the following dollar amount:

\$745,670.68

and substituting in lieu thereof the following dollar amount:

\$695,324.31

By reinstating the licenses that were converted and replaced pursuant to section D.1 (Converted and Replaced Licenses) on page "21 of 24". The following licenses are hereby reinstated ("Reinstated Licenses"):

<u>Converted and Replaced Licenses</u>	<u>Metric</u>	<u>License Qty</u>	<u>CSI No</u>
WebLogic Server Management Pack Enterprise Edition	Processor	4	16883869
Internet Application Server Enterprise Edition	Processor	4	16883869
Diagnostics Pack for Oracle Middleware	Processor	4	16883869
Internet Application Server Enterprise Edition	Processor	3	2630607
Internet Application Server Enterprise Edition	Processor	1	14514568
Internet Application Server Enterprise Edition	Processor	1	14514568
Internet Application Server Enterprise Edition	Processor	3	15681509
Diagnostics Pack for Internet Application Server	Processor	3	15681509

**STATE OF VERMONT
AMENDMENT TO CONTRACT FOR PERSONAL SERVICES
Oracle America, Inc.**

**Page 2 of 2
Contract # 18928
Amendment #1**

This reinstatement does not alter, change or limit the State's right to use the Unlimited Deployment Programs as provided in the Agreement. For purposes of the certification required on page "19 of 24", section C.1.b "Certification Process", the parties agree that the State is not required to, and that the State is not permitted to, include the Reinstated Licenses in the quantities of licenses to be certified under the Agreement.

By deleting on page "1 of 1", Attachment B "Payment Provisions", the following dollar amount:

\$3,925,300.11

and substituting in lieu thereof the following dollar amount:

\$3,874,953.74

The parties agree that the effective date of the Agreement shall be February 28, 2011.

Each party hereby represents to the other party that this amendment (a) has been duly authorized by such party, (b) has been duly executed by an authorized representative of such party and (c) and is a valid, legally binding and enforceable agreement against such party.

This amendment consists of 2 pages. Except as modified by this amendment, all provisions of the Agreement, (#18928) shall remain unchanged and in full force and effect.

**STATE OF VERMONT
Agency of Human Services (AHS)**

By: Patrick Flood
Patrick Flood - Secretary of Human Services

Date: 6/27/11

**CONTRACTOR
Oracle America, Inc.**

By: Angela Johnson
Angela Johnson - Contracts Manager

Date: June 23, 2011