

**Department of Administration
Purchasing Division**

**Waiver of Finance & Personnel Committee Approval
For Sole Source Contract
Contract #E0000018261**

Background:

User Department:	DOA-ITMD
Purchasing Agent:	Ann Patz
Contract Description:	Vendor Service Contract for Text Archiving Platform (SMARSH)
Vendor Name and Location:	Tech Data Corporation dba DLT Solutions, LLC (Clearwater, FL)
Contract Term:	05/01/2021 through 04/30/2022 with two (2) options to extend for one (1) year upon mutual consent
Requisition # and Date Received:	Req #0000018261 Rec'd 05/18/2021
Original Contract Amount:	\$101,838.32
Expenditures to Date:	\$0.00
Current Contract Amount:	\$101,838.32

Purpose of Contract:

The purpose of this contract is to allow the City of Milwaukee Department of Administration-ITMD to dispense with the competitive bidding process and enter into a Sole Source Vendor Service Contract for Text Archiving Platform (SMARSH) with Tech Data Corporation dba DLT Solutions, LLC. The contract term is from 05/01/2021 through 04/30/2022 with two (2) options to extend for one (1) year upon mutual consent and the contract total is \$101,838.32.

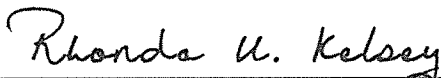
Justification for Waiver:

This is a confirming requisition as services have already commenced. DLT Solutions, LLC is a proprietary vendor and the software provided is patented proprietary software. This software is for archiving of text messaging from City issued cell phones. This software works with Verizon texting plans to provide text archiving for open records compliance.

This purchase will be a continuation and expansion of services previously performed on a smaller trial basis.

For this reason and in accordance with City Charter 16-05-4a, Finance and Personnel Committee approval is waived for services authorized by the Common Council.

DocuSigned by:



City Purchasing Director
2FF147CAA0F4C8...

11/16/2021

Date

F&P Waiver Presentation Date: 12/08/2021



Renewal Quote

06 October 2021

City of Milwaukee/DOA-ITMD
Information Technology Mgt./GIS
Tammy Bronson
809 N Broadway, Suite 400
MILWAUKEE WI 53202-3617
USA
Tel No:

SELECT Agreement: 10399344
RQ Number: 41597218
Customer ID: 4019340
Expiration Date: 02 December 2021
Pages: 1 / 6

Dear Sir/Madam,

Our records show that your current Bentley SELECT Agreement is due for renewal on 01 January 2022. We are very pleased that you have chosen Bentley as your technology partner and trust you have enjoyed the benefits of the program. We look forward to strengthening our relationship with your organization and continuing to sustain the productivity of your people, software and information.

Subscription Period: 01 January 2022 - 31 December 2022
Billing Frequency: Annual
Payment Terms: Net 30 Days

Renewal Total Value: 142,279.40**
Currency: USD

- Please bill against PO # _____
- Purchase Order is not required. We will accept Bentley's invoice on the basis of this signed quote.

(Subscriber's Signature)

(Subscriber's Name)

(Title)

(Date)

If you would like us to bill this quote against a Purchase Order, please indicate the purchase order number above and attach a copy with your acceptance of this quote. Any additional or different terms or conditions appearing on your purchase order, even if Bentley acknowledges such terms and conditions, shall not be binding on the parties unless both parties agree in a separate written agreement.

**Prices shown on this quotation are excluding taxes. Applicable taxes will be included on invoices.



Renewal Quote

SELECT Agreement: 10399344
 RQ Number: 41597218
 Customer ID: 4019340
 Expiration Date: 02 December 2021
 Pages: 2 / 6

Bill-to: City of Milwaukee/Port of Milwaukee
 Larry Sullivan, Chief Harbor Engineer
 2323 S. Lincoln Memorial Dr.
 MILWAUKEE WI 53207-1054
 USA

Tel No:
 Fax No:

Site: 1003270415 City of Milwaukee/Port of Milwaukee , 2323 S. Lincoln Memorial Dr. MILWAUKEE , WI 53207-1054 , USA

Part No	Description	Quantity	Unit Pricing	Discount/ Surcharge	Total
1003	MicroStation SELECT Subscription	3	1,208.00	-187.24	3,062.28
Amount Due:					3,062.28
Currency					USD

Bill-to: City of Milwaukee/DOA-ITMD
 Information Technology Mgt./GIS
 Tammy Bronson
 809 N Broadway, Suite 400
 MILWAUKEE WI 53202-3617
 USA

Tel No:
 Fax No:

Site: 0004019340 City of Milwaukee/DOA-ITMD , 809 N Broadway, Suite 400 MILWAUKEE , WI 53202-3617 , USA

Part No	Description	Quantity	Unit Pricing	Discount/ Surcharge	Total
1949	ProjectWise InterPlot Server SELECT Sub	1	2,353.00	-364.72	1,988.28
1570	D* Bentley InterPlot Server SELECT Sub	1	0.00		0.00
1003	MicroStation SELECT Subscription	5	1,208.00	-187.24	5,103.80
Amount Due:					7,092.08
Currency					USD



Renewal Quote

SELECT Agreement: 10399344
 RQ Number: 41597218
 Customer ID: 4019340
 Expiration Date: 02 December 2021
 Pages: 3 / 6

Bill-to: City of Milwaukee/DPW-Water
 James Zimmer
 841 N Broadway, Room 408
 MILWAUKEE WI 53202-3613
 USA

Tel No: +1 (414) 285-5540-2035
 Fax No:

Site: 0004022318 City of Milwaukee/DPW-Water , 841 N Broadway, Room 408 MILWAUKEE , WI 53202-3613 USA

Part No	Description	Quantity	Unit Pricing	Discount/ Surcharge	Total
12635	Promis.e SELECT Subscription	1	1,852.00	-287.06	1,564.94
9720	D* promis.e Prof. Stand Alone SELECT Sub	1	0.00		0.00
1003	MicroStation SELECT Subscription	28	1,208.00	-187.24	28,581.28
Amount Due:					30,146.22
Currency					USD

Bill-to: City of Milwaukee/DOA-ITMD
 Information Technology Mgt./GIS
 Tammy Bronson
 809 N Broadway, Suite 400
 MILWAUKEE WI 53202-3617
 USA

Tel No:
 Fax No:

Site: 0004044456 City of Milwaukee/DPW-Infrastructure , 809 N Broadway, Suite 400 MILWAUKEE , WI 53202-3617 , USA

Part No	Description	Quantity	Unit Pricing	Discount/ Surcharge	Total
1003	MicroStation SELECT Subscription	66	1,208.00	-187.24	67,370.16
1013	Bentley Descartes for MS SELECT Sub	3	708.00	-109.74	1,794.78
8243	LEAP Bridge Concrete SELECT Sub	1	2,826.00	-438.03	2,387.97
Amount Due:					71,552.91
Currency					USD



Renewal Quote

SELECT Agreement: 10399344
 RQ Number: 41597218
 Customer ID: 4019340
 Expiration Date: 02 December 2021
 Pages: 4 / 6

Bill-to: City of Milwaukee/DPW-Sewers
 Nader Jaber
 841 N Broadway, Room 820
 MILWAUKEE WI 53202-3640
 USA

Tel No:
 Fax No:

Site: 0004044458 City of Milwaukee/DPW-Sewers , 841 N Broadway, Room 820 MILWAUKEE , WI 53202-3640 , USA

Part No	Description	Quantity	Unit Pricing	Discount/ Surcharge	Total
1565	ProjectWise InterPlot Driver Pack Sub	1	1,038.00	-160.89	877.11
1003	MicroStation SELECT Subscription	25	1,208.00	-187.24	25,519.00
1949	ProjectWise InterPlot Server SELECT Sub	1	2,353.00	-364.72	1,988.28
Amount Due:					28,384.39
Currency					USD

Bill-to: City of Milwaukee/DOA-ITMD
 Information Technology Mgt./GIS
 Tammy Bronson
 809 N Broadway, Suite 400
 MILWAUKEE WI 53202-3617
 USA

Tel No:
 Fax No:

Site: 0004044459 City of Milwaukee/DPW-Forestry , 841 N Broadway, Room 619 MILWAUKEE WI 53202-3613 , USA

Part No	Description	Quantity	Unit Pricing	Discount/ Surcharge	Total
1003	MicroStation SELECT Subscription	1	1,208.00	-187.24	1,020.76
Amount Due:					1,020.76
Currency					USD



Renewal Quote

SELECT Agreement: 10399344
RQ Number: 41597218
Customer ID: 4019340
Expiration Date: 02 December 2021
Pages: 5 / 6

Site: 0004094193 City of Milwaukee/DNS , 841 N. Broadway Room 104 MILWAUKEE , WI 53202-3640 , USA

Part No	Description	Quantity	Unit Pricing	Discount/ Surcharge	Total
1003	MicroStation SELECT Subscription	1	1,208.00	-187.24	1,020.76
Amount Due:					1,020.76
Currency					USD



Renewal Quote

SELECT Agreement: 10399344
RQ Number: 41597218
Customer ID: 4019340
Expiration Date: 02 December 2021
Pages: 6 / 6

By continuing your SELECT subscription, you benefit from a comprehensive program for the support of your Bentley applications. Your Bentley SELECT agreement is our commitment to continue to provide you and your organization with the highest levels of service. SELECT provides you with the flexibility you need to adapt to changing project requirements while keeping expenditures under control. Renewal of Bentley SELECT will ensure continuity of your following benefits:

- Flexible Licensing Options, including annual portfolio balancing and pooled licensing
- 24/7/365 Support
- Anytime Software Upgrades
- Adaptive Learning Services: Users master use of Bentley applications through personalized, contextual learning delivered in application via CONNECT Advisor.

This Renewal summary is in accordance with the terms and conditions of your SELECT Agreement.

Please do not hesitate to contact your Bentley representative Tina Morgan or file a Service request here if you have any inquiries or require any assistance.

Sincerely,

Tina Morgan
Tel: +1 (610) 458-5000
Fax:
E-mail: TINA.MORGAN@BENTLEY.COM

Export Control:

You acknowledge that these commodities, technology or software are subject to the export control laws, rules, regulations, restrictions and national security controls of the United States and other agencies or authorities based outside of the United States (the "Export Controls").

You must not export, re-export or transfer, whether directly or indirectly, the commodities, technology or software, or any portion thereof, or any system containing such commodities, technology or software or portion thereof, without first complying strictly and fully with all Export Controls that may be imposed on them.

The countries subject to restriction by action of the United States Government or any other governmental agency or authority based outside of the United States, are subject to change, and it is your responsibility to comply with the applicable United States Government requirements, or those of any other governmental agency or authority based outside of the United States, as they may be amended from time to time. For additional information, see <http://www.bis.doc.gov>

**Department of Administration
Purchasing Division**

**Waiver of Finance & Personnel Committee Approval
For Sole Source Contract
Contract #E0000011244**

Background:

User Department:	Citywide
Purchasing Agent:	Marina Litvinets
Contract Description:	VSC for the Upgrade, Support and Maintenance of Bentley Products and Select Program Benefits
Vendor Name and Location:	Bentley Systems, Inc. (Exton, PA)
Contract Term:	01/01/2012 - 12/31/2014 with annual options to extend by mutual consent
Requisition # & Date Received:	Requisition #0000018591, Received 11/08/2021
Original Contract Amount:	\$350,000.00
Expenditures to Date:	\$1,088,095.38
Current Contract Amount:	\$1,122,985.83

History of Contract Amendments:

Date	Item	Term	Cost
03/05/2012	Original Contract E11244 – Vendor Service Contract for Bentley-Related Upgrades, Support, and Maintenance Products and Services	01/01/2012 through 12/31/2014 with annual options to extend	\$350,000.00
10/29/2014	Amendment #1: Increased the estimated contract total by \$20,000.00 from \$350,000.00 to \$370,000.00 and extended the contract term one (1) year from 01/01/2015 through 12/31/2015. Waiver presented at F&P Committee Meeting on 10/29/2014.	01/01/2015 through 12/31/2015	\$20,000.00
2/18/2015	Amendment #2: Increased the estimated contract total by \$30,000.00 from \$370,000.00 to \$400,000.00 to ensure adequate funding through the term of the contract. Waiver presented at F&P Committee Meeting on 2/25/2015.	N/A	\$30,000.00
10/7/2015	Amendment #3: Increased the estimated contract total by \$50,000.00 from \$400,000.00 to \$450,000.00 and extended the contract term one (1) year from 01/01/2016 through 12/31/2016. Waiver presented at F&P Committee Meeting on 10/7/2015.	01/01/2016 through 12/31/2016	\$50,000.00
03/23/2016	Amendment #4: Increased the estimated contract total by \$75,000.00 from \$450,000.00 to \$525,000.00 to ensure adequate funding through the term of the contract. Waiver presented at F&P Committee Meeting on 03/23/2016.	N/A	\$75,000.00
11/4/2016	Amendment #5: Increased the estimated contract total by \$100,000.00 from \$525,000.00 to \$625,000.00 and extended the contract term one (1) year from 01/01/2017 through 12/31/2017 to ensure adequate funding through the term of the contract. Waiver presented at F&P Committee Meeting on 11/14/2016.	01/01/2017 through 12/31/2017	\$100,000.00
04/12/2017	Amendment #6: Increased the estimated contract total by \$30,000.00 from \$625,000.00 to \$655,000.00 to ensure adequate funding through contract end date of 12/31/2017. Waiver presented at F&P Committee Meeting on 04/12/2017.	N/A	\$30,000.00

1/31/2018	Amendment #7: Increased the estimated contract total by \$50,000.00 from \$655,000.00 to \$705,000.00 and extended the contract term one (1) year from 01/01/2018 through 12/31/2018 to ensure adequate funding through the term of the contract. Waiver presented at F&P Committee Meeting on 1/31/2018.	01/01/2018 through 12/31/2018	\$50,000.00
12/12/2018	Amendment #8: Increased the estimated contract total by \$150,000.00 from \$705,000.00 to \$855,000.00 and extended the contract for one (1) year, from 1/1/2019 through 12/31/2019. Waiver presented at F&P Committee meeting on 12/12/2018.	1/1/2019 through 12/31/2019	\$150,000.00
03/20/2019	Amendment #9: Increased the estimated contract total by \$102,000.00 from \$855,000.00 to \$957,000.00. Waiver presented at F&P Committee meeting on 03/20/2019.	N/A	\$102,000.00
N/A	Amendment #10: Extended contract one by (1) one year, from 01/01/2020 through 12/31/2020. This amendment did not require F&P Committee meeting.	1/1/2020 through 12/31/2020	N/A
01/15/2020	Amendment #11: Increased the estimated contract by \$27,743.28, from \$957,000.00 to \$984,743.28. Waiver presented at F&P Committee Meeting on 01/15/2020.	N/A	\$27,743.28
01/13/2021	Amendment #12: Increased the estimated contract total by \$138,242.55 from \$984,743.28 to \$1,122,985.83 and extended contract term for one (1) year from 1/1/2021 through 12/31/2021 Waiver presented at F&P Committee Meeting on 01/13/2021.	1/1/2021 through 12/31/2021	\$138,242.55
Pending	Amendment #13: Increase the estimated contract total by \$142,279.40 from \$1,122,985.83 to \$1,265,265.23 and extend contract term for one (1) year from 1/1/2022 through 12/31/2022.	1/1/2022 through 12/31/2022	\$142,279.40
Total (including pending amendment 13)			\$1,265,265.23

Purpose of Amendment:

The purpose of this amendment is to continue to provide the Upgrade, Support and Maintenance of Bentley Products and Select Program Benefits services with Bentley Systems, Inc. to various City departments. This amendment will increase the estimated contract total by \$142,279.40 from \$1,122,985.83 to \$1,265,265.23 and extend the contract term for one (1) year from 1/1/2022 through 12/31/2022.

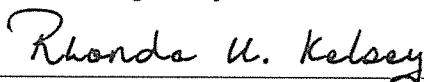
Justification for Waiver:

In 2012, a request for an exception to the City's bidding process was recommended to award Bentley Systems, Inc. a City-Wide Vendor Service Contract for the Upgrades, Support, Hardware, Software, and Maintenance of the CAD Design System, MicroStation, LEAP Bridge Precast, ProjectWise, and InRoads Software Subscriptions on a sole-source basis. This software is utilized by the Information Technology Management Division (ITMD), various departments within the Department of Public Works (DPW), the Department of Neighborhood Services (DNS), the Milwaukee Metropolitan Sewerage District (MMSD), and the Port of Milwaukee.

The software is proprietary and can only be purchased, upgraded, supported, and maintained by the manufacturer, Bentley Systems, Inc. The manufacturer does not allow their distributors to provide services in this region of the country.

For this reason and in accordance with City Charter 16-05-4a, Finance and Personnel Committee approval is waived for services authorized by the Common Council.

DocuSigned by:



City Purchasing Director
2FF147CAA0F4C8...

11/11/2021

Date

F&P Waiver Presentation Date: 12/08/2021