



AGENDA REQUEST FORM

THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA

ITEM No.:

EE-4.

MEETING DATE	2018-09-05 10:05 - School Board Operational Meeting
AGENDA ITEM	ITEMS
CATEGORY	EE. OFFICE OF STRATEGY & OPERATIONS
DEPARTMENT	Procurement & Warehousing Services

Special Order Request <input type="radio"/> Yes <input checked="" type="radio"/> No
Time
Open Agenda <input checked="" type="radio"/> Yes <input type="radio"/> No

TITLE:
Recommendation for First Amendment and Additional Spending Authority - 57-010E - Cidi Labs - Design Tools

REQUESTED ACTION:
Approve the recommendation for the first amendment with additional spending authority. New Contract Term: November 2, 2016 through October 31, 2021, 5 Years; User Department: Innovative Learning; Additional Requested Amount: \$64,625; New Award Amount \$100,115; Awarded Vendor(s): Cidi Labs, LLC; Small/Minority/Women Enterprise Vendor(s): None.

SUMMARY EXPLANATION AND BACKGROUND:
Cidi Labs, LLC is the creator of Design Tools, which allows for faster and easier creation and design of courses in Canvas. Design Tools are a series of tools for Canvas that provide an easy way to build out the module structure of a course including quizzes, discussions, assignments, syllabus, themes and template pages. Design Tools significantly reduces the time it takes to complete these tasks.
This Agreement has been reviewed and approved as to form and legal content by the Office of the General Counsel.

SCHOOL BOARD GOALS:
 Goal 1: High Quality Instruction Goal 2: Continuous Improvement Goal 3: Effective Communication

FINANCIAL IMPACT:
The estimated financial impact to the District will be \$64,625. The funding source will come from the Digital Classrooms Program in the I & T budget. The contract award amount was for \$35,490. This request is to increase the spending authority by \$64,625, bringing the new contract value to \$100,115. The financial impact amount represents an estimated contract value; however, the amount authorized will not exceed the estimated contract award amount.

EXHIBITS: (List)
(1) Executive Summary (2) Agreement (3) Financial Analysis Worksheet

BOARD ACTION:
APPROVED
(For Official School Board Records Office Only)

SOURCE OF ADDITIONAL INFORMATION:

Name: Dr. Daryl Diamond	Phone: 754-321-2630
Name: Mary C. Coker	Phone: 754-321-0501

THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA
Senior Leader & Title

Maurice L. Woods - Chief Strategy & Operations Officer

Signature
Maurice Woods 8/29/2018, 4:18:17 PM

Approved In Open Board Meeting On: **SEP 05 2018**
By: *Heather P. Brantford*
School Board Chair

EXECUTIVE SUMMARY

Recommendation for First Amendment and Additional Spending Authority 57-010E – Cidi Labs – Design Tools

This request is to approve the First Amendment to the Agreement between Cidi Labs, LLC and The School Board of Broward County, Florida (SBBC), for three (3) years, starting November 2, 2018 through October 31, 2021. The original Agreement was approved as item EE-3 during the November 1, 2016 Board Meeting for a term beginning on November 2, 2016 through November 1, 2018; two (2) years and a spending authority of \$35,490. This Bid is for design tools for the SBBC's online learning management system (LMS), Canvas and will be funded by the Digital Classrooms Program in the I & T budget.

Cidi Labs, LLC is the creator of Design Tools, which allows for faster and easier creation and design of courses in Canvas. Design Tools are a series of tools for Canvas that provide an easy way to build out the module structure of a course including quizzes, discussions, assignments, syllabus, themes and template pages. Design Tools significantly reduces the time it takes to complete these tasks.

Financial Impact

The total spending authority requested is \$64,625, which includes software licensing and hosting costs remains consistent compared to the original agreement. Below is a breakdown showing historical and new pricing.

	<u>Term</u>	<u>Total</u>	<u># of Users</u>
<u>Agreement</u>	<u>Year 1</u>	<u>\$14,340</u>	<u>18,000-24,999</u>
<u>Agreement</u>	<u>Year 2</u>	<u>\$21,150</u>	<u>35,000-50,000</u>
<u>Agreement Total</u>		<u>\$35,490</u>	

The original quote issued for the 1st Amendment had an annual price of \$23,500 for a total of \$70,500 (based on 50,000 – 99,999 users). After negotiations, Cidi Labs agreed to reduce the price for Year 3 and Year 4 as demonstrated below, accounting for a cost avoidance of \$5,875 (approximately eight (8) percent).

<u>1st Amendment</u>	<u>Year 3</u>	<u>\$19,975</u>	<u>50,000-99,999</u>
<u>1st Amendment</u>	<u>Year 4</u>	<u>\$21,150</u>	<u>50,000-99,999</u>
<u>1st Amendment</u>	<u>Year 5</u>	<u>\$23,500</u>	<u>50,000-99,999</u>
<u>1st Amendment</u>	<u>Total</u>	<u>\$64,625</u>	

The original agreement was approved on November 1, 2016 (board item EE-3) for two (2) years with an spending authority of \$35,490. The new spend authority is \$64,625 bringing the new contract award amount to \$100,115.

FIRST AMENDMENT TO AGREEMENT

THIS FIRST AMENDMENT TO AGREEMENT is made and entered into as of this 5th day of September 2018, by and between

THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA
(hereinafter referred to as "SBBC"),
a body corporate and political subdivision of the State of Florida,
whose principal place of business is
600 Southeast Third Avenue, Fort Lauderdale, Florida 33301

and

CIDI LABS, LLC
(hereinafter referred to as "Cidi Labs"),
whose principal place of business is
55 West 900 South, Salt Lake City, Utah 84101

WHEREAS, SBBC and VENDOR entered into an Agreement dated November 1, 2016 (hereafter "Agreement"); and

WHEREAS, the Agreement provides SBBC with Design Tools Software-as-a-Service licensing; and

WHEREAS, the parties mutually desire to amend certain provisions of the Agreement through this First Amendment to Agreement (hereafter "Amendment").

NOW, THEREFORE, in consideration of the premises and of the mutual covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereby agree as follows:

1.01 **Recitals.** The Parties agree that the foregoing recitals are true and correct and that such recitals are incorporated herein by reference.

1.02 **Term of Agreement.** Pursuant to Article 8 Term and Termination of Agreement, the term of the Agreement is hereby extended from November 2, 2018 through October 31, 2021, unless terminated earlier pursuant to Section 8 Term and Termination of Agreement in the Agreement.

1.03 **Cost of Services.** SBBC shall pay VENDOR for Software-as-a-Service rendered under this First Amendment at the commencement of this First Amendment new term net thirty (30) days from receipt of a proper and appropriate invoice date, in a lump sum of

Nineteen Thousand Nine Hundred Seventy Five Dollars and 00/100 Cents (\$19,975) for the initial year of the new term, as per attached **Exhibit A**, Order Form.

1.04 **Order of Precedence among Agreement Documents.** In the event of conflict between the provisions of the Agreement and the provisions contained herein, the provisions of the following documents shall take precedence in this order:

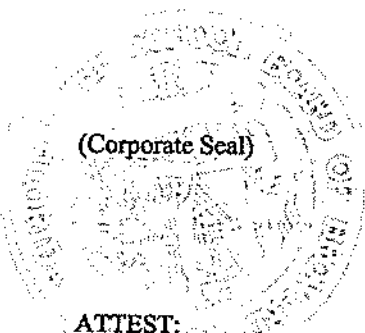
- a) this First Amendment to Agreement; then
- b) the Agreement.

1.05 **Other Provisions Remain in Force.** Except as expressly provided herein, all other portions of the Agreement remain in full force and effect.

1.06 **Authority.** Each person signing this First Amendment to Agreement on behalf of either party individually warrants that he or she has full legal power to execute this First Amendment to Agreement on behalf of the party for whom he or she is signing, and to bind and obligate such party with respect to all provisions contained in this First Amendment to Agreement.

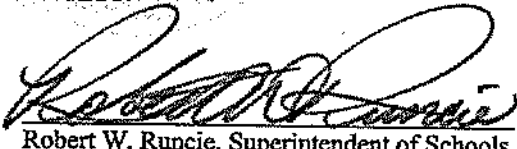
IN WITNESS WHEREOF, the Parties hereto have made and executed this First Amendment to Agreement on the date first above written.

[THIS SPACE INTENTIONALLY LEFT BLANK; SIGNATURE PAGES FOLLOW]



(Corporate Seal)

ATTEST:

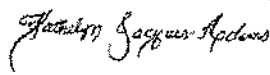

Robert W. Runcie, Superintendent of Schools

FOR SBBC:

THE SCHOOL BOARD OF BROWARD
COUNTY, FLORIDA

By 
Nora Rupert, Chair

Approved as to Form and Legal Content:



Digitally signed by Kathelyn Jacques-Adams, Esq. - kathelyn.jacques-adams@browardschools.com
Reason: Cidi Labs, LLC - First Amendment
Date: 2018.08.20 14:12:10 -04'00'

Office of the General Counsel

[THIS SPACE INTENTIONALLY LEFT BLANK; SIGNATURE PAGE FOLLOWS]

FOR CIDI LABS:

(Corporate Seal)

CIDI LABS, LLC

ATTEST:

By [Signature]
Mike Zackrison, Chief Executive Officer

, Secretary

[Signature]
-or-
Witness

[Signature]
Witness

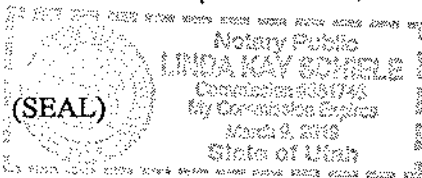
STATE OF Utah

COUNTY OF Salt Lake

The foregoing instrument was acknowledged before me this 17 day of August, 2018 by Michael Alan Zackrison of

CIDI Labs on behalf of the corporation/agency. He/She is personally known to me or produced Utah Drivers License as identification and did/did not first take an oath. Utah Drivers License Type of Identification

My Commission Expires: 03/09/2019



[Signature]
Signature - Notary Public

Linda Kay Schiele
Printed Name of Notary

681746
Notary's Commission No.

EXHIBIT A - Order Detail



55 W 900 S
Salt Lake City, UT 84101
USA
(385) 404-2434

Order Number: O-18-0468
Term Start Date: 11/2/2018
Term End Date: 10/31/2021

Order Details:

Name:	Dominic Church	Subscription Term:	3 Yr. Paid Annual
Organization:	The School Board of Broward County Florida	Payment Terms:	Net 30
Address:	600 Southeast Third Ave., Ft. Lauderdale, FL 33301	Currency:	USD
Email:	dominic.church@browardschools.com		
Phone:	754.321.2620		

QTY	ITEM	DESCRIPTION	UNIT PRICE	EXTENDED
1	Year 1 Design Tools Subscription	SaaS subscription to use Cidi Design Tools which include the Design Tools, Multi-tool, and Upload/Embed Image LTI tool. SaaS agreement for K-12 users between 50,000 - 99,999 discounted additional 15%.	\$19,975	\$19,975
1	Year 2 Design Tools Subscription	SaaS subscription to use Cidi Design Tools which include the Design Tools, Multi-tool, and Upload/Embed Image LTI tool. SaaS agreement for K-12 users between 50,000 - 99,999 discounted additional 10%.	\$21,150	\$21,150
1	Year 3 Design Tools Subscription	SaaS subscription to use Cidi Design Tools which include the Design Tools, Multi-tool, and Upload/Embed Image LTI tool. SaaS agreement for K-12 users between 50,000 - 99,999.	\$23,500	\$23,500
Total:				\$64,625.00

Payment Schedule:

Year 1	Year 2	Year 3
\$19,975	\$21,150	\$23,500

If you have questions about this quote please contact:

Mike Zackrison at mikez@cidilabs.com

A Enterprise SaaS License and Support Agreement will be forwarded after acceptance of this quote.

Please email purchase orders to sales@cidilabs.com

Cidi Labs Federal ID #: 37-1816981



PROCUREMENT & WAREHOUSING SERVICES

FINANCIAL ANALYSIS WORKSHEET

BID INFORMATION

New Bid # (Ex: 10-004R):		Preparation Date:	August 21, 2018
Previous Bid # (Ex: 10-004R):	57-010E	Buyer/PA:	HARMONI CLEALAND
New Bid Award Total:	\$110,115	Bid Title:	CIDI LABS - DESIGN TOOLS
Previous Award Total:	\$35,490		
Bid Type:	RENEWAL OF BID		
Previous Bid Term (Start Date):	11/2/2016	New Bid Term (In Months):	36
Previous Bid Term (End Date):	11/1/2018	# of Months Into Bid:	21

SPEND REPORTING

Purchase Order(s) Spend:	\$35,490
P Card Purchases:	\$0
Total Invoiced-to-Date Amount (PO + Pcard Purchases):	\$35,490
Average Monthly Expenditure:	\$1,690
Unused Authorized Spending:	\$0
Est. Forecasted Spend (For Entire Bid Term):	\$60,840

VENDOR INFORMATION

Awarded Vendors:	M/WBE Status (If applicable):	Spend:
131617-CIDI LABS LLC		\$ 35,490
	PO/VENDOR SPEND:	\$ 35,490
	P-CARD SPEND:	\$ -
	TOTAL SPEND:	\$ 35,490

NOTES (Type Below):
 Purchase Order is issued as lump sum for entire year, not monthly. Therefore, monthly average above does not apply for forecasting.