

1 [Contract Amendment - Hyland Software, Inc. - Software Facilitating Health Services System
2 Member Documents - Not to Exceed \$574,000]

3 **Resolution approving the Third Amendment to the agreement between the City, acting**
4 **by and through San Francisco Health Service System (“SFHSS”), and Hyland Software,**
5 **Inc. (“Hyland”) for software that facilitates capture, organization and storage of SFHSS**
6 **member documents, to extend the term by five years from April 1, 2025, for a total term**
7 **of January 4, 2016, through March 31, 2030, and to increase the amount by \$191,936 for**
8 **a total not to exceed amount of \$574,000; and to authorize the Executive Director of**
9 **SFHSS to enter into amendments or modifications to the contract amendment that do**
10 **not materially increase the obligations or liabilities to the City and are necessary to**
11 **effectuate the purposes of the contract amendment or this Resolution.**

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13 WHEREAS, On January 4, 2016, the City entered into a sole source agreement with
14 Hyland’s predecessor, Lexmark Enterprise Software, with the Civil Service Commission’s
15 approval obtained on August 12, 2015, under Personal Service Contract No. 36600-15/16
16 (“Original Agreement”); and

17 WHEREAS, The Original Agreement is for software and support services that facilitate
18 the electronic capturing, organizing, indexing, retrieving, and storage of documents pertaining
19 to SFHSS’s customer member services process; and

20 WHEREAS, The Original Agreement has been assigned and novated twice, first on
21 March 15, 2018, and then on March 28, 2023; thereafter, it was amended on May 30, 2019,
22 and September 1, 2023 (“Current Agreement”); and

23 WHEREAS, The Current Agreement is set to expire on March 31, 2025, and has a not
24 to exceed amount of \$382,064; and

1 WHEREAS, SFHSS wishes to amend the Current Agreement by extending the term by
2 5 years to March 31, 2030, for a term exceeding 10 years and by increasing the maximum
3 expenditure by \$191,936 for a total not to exceed amount of \$574,000 (the “Third
4 Amendment”), to allow for continued access to software and support services that facilitates
5 the electronic capturing, organizing, indexing, retrieving, and storage of documents pertaining
6 to SFHSS’s customer member services process; and

7 WHEREAS, The Third Amendment is consistent with the Civil Service Commission’s
8 approval obtained on August 5, 2019, under Personal Service Contract No. 45188-18/19; and

9 WHEREAS, Charter, Section 9.118(b) requires Board of Supervisors’ approval by
10 Resolution of any contract which, when entered into, extends over 10 years, and of any
11 contract which, when entered into, costs the City \$10,000,000 or more; and

12 WHEREAS, The proposed Amendment contained in File No. 250107, is substantially in
13 final form, with all material terms and conditions included, and only remains to be executed by
14 the parties upon approval of this Resolution; now, therefore, be it

15 RESOLVED, That the Board of Supervisors hereby approves the Amendment in
16 substantially the form contained in File No. 250107; and, be it

17 FURTHER RESOLVED, That the Board of Supervisors authorizes SFHSS to make any
18 modifications to the Amendment, prior to its final execution by all parties, that SFHSS
19 determines, in consultation with the City Attorney, are consistent with this Resolution, in the
20 best interest of the City, do not materially increase the obligations or liabilities of the City, are
21 necessary or advisable to effectuate the purposes of the Amendment, and are in compliance
22 with all applicable laws, including City’s Charter; and, be it

23 FURTHER RESOLVED, That within 30 days of the Amendment being fully executed by
24 all parties, SFHSS shall submit to the Clerk of the Board of Supervisors a completely
25 executed copy for inclusion in File No. 250107; this requirement and obligation resides with

1 the Department, and is for purposes of having a complete file only, and in no manner affects
2 the validity of approved Amendment.

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