

1 [Settlement of Unlitigated Claim - Northpointe, Inc. - City to Receive \$1,232,101 in Services]

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3 **Resolution approving settlement of the unlitigated claim in favor of the City and County**
4 **of San Francisco against Northpointe, Inc., for delivery of approximately \$1,232,101 in**
5 **deliverables under the parties' existing Software License and Services Agreement, and**
6 **an amendment and extension of that agreement.**

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8 WHEREAS, In March 2011, the City and software developer Northpointe, Inc.,
9 ("Northpointe") entered into a Software License and Services Agreement ("Prime Contract
10 Agreement"), under which Northpointe agreed to develop and deliver a Case Management
11 System ("CMS") to the City for use by the Adult Probation Department ("APD"); and

12 WHEREAS, Between March 2011 and June 2015, Northpointe attempted, but failed to
13 deliver a CMS to the City; and

14 WHEREAS, Northpointe has agreed to the settlement of this matter, on the following
15 terms:

- 16 (a) The parties will amend the Prime Contract Agreement to delete the CMS,
17 including all related terms and work, in its entirety, from the Prime Contract
18 Agreement;
- 19 (b) The parties will amend the Prime Contract Agreement to add delivery by
20 Northpointe to the City of Alternative Deliverables, valued at \$1,232,101, and to
21 extend the term by five years from the effective date of the Amendment;
- 22 (c) Northpointe and its CMS Subcontractor will provide an express written waiver
23 and release of all claims against the City; and
- 24 (d) Northpointe and its CMS Subcontractor will provide written authorization for the
25 City to copy, use, grant access to, and/or share with any future City CMS vendor

1 any and all CMS screenshots, requirements, and/or requirements-related
2 documents developed to date; and

3 WHEREAS, Northpointe and the City agree that each should bear its own costs and
4 fees; and

5 WHEREAS, APD recommends the settlement; now, therefore, be it

6 RESOLVED, That pursuant to Administrative Code, Section 10.24, the Board of
7 Supervisors hereby authorizes the City Attorney to settle and compromise the claim by the
8 City against Northpointe, Inc., as described herein.

1 APPROVED:

2 DENNIS J. HERRERA
3 City Attorney

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5 _____
6 ELAINE O'NEIL
7 Deputy City Attorney
8 Construction and Public Contracting Team
9 Leader

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RECOMMENDED:

SAN FRANCISCO ADULT PROBATION
DEPARTMENT

KAREN L. FLETCHER
Chief Adult Probation Officer
CITY AND COUNTY OF SAN FRANCISCO