

**AMENDMENT NO. 1
TO THE CALL AGREEMENT BY AND BETWEEN THE
CITY OF SANTA CLARA, CALIFORNIA,
AND
ELB US, INC.
for Enterprise Audio/Visual Services**

PREAMBLE

This agreement ("Amendment No. 1") is entered into between the City of Santa Clara, California, a chartered California municipal corporation (City) and ELB US, Inc., a Delaware corporation, with its principal place of business located at 415 Boulder Court, Suite 500, Pleasanton, California 94566, (Contractor). City and Contractor may be referred to individually as a "Party" or collectively as the "Parties" or the "Parties to this Agreement."

RECITALS

- A. The Parties previously entered into an agreement entitled "Call Agreement by and between the City of Santa Clara, California and ELB US, INC., dated June 13, 2017 (Agreement); and
- B. The Parties entered into the Agreement for the purpose of having Contractor provide Enterprise Audio/Visual Services, and the Parties now wish to amend the Agreement to extend the contract end date.

NOW, THEREFORE, the Parties agree as follows:

AMENDMENT TERMS AND CONDITIONS

1. Section 12 of the Agreement, entitled "TERM OF AGREEMENT" is amended to read as follows:

"Unless otherwise set forth in this Agreement or unless this paragraph is subsequently modified by a written amendment to this Agreement, the term of this Agreement shall be six (6) years, beginning on the Effective Date and terminating six years later. However, this Agreement shall be deemed extended for such time as is necessary for Contractor to complete work on any Call which is issued prior to the termination date of this Agreement, but is still in progress on the termination date of this Agreement. Any incomplete Call(s) which have been issued pursuant to the terms of a previous agreement between the Parties is/are hereby reaffirmed and each such Call shall remain in full force and effect under this Agreement, subject to the terms of such Call."

2. Except as set forth herein, all other terms and conditions of the Agreement shall remain in full force and effect. In case of a conflict in the terms of the Agreement and this Amendment No. 1, the provisions of this Amendment No. 1 shall control.

The Parties acknowledge and accept the terms and conditions of this Amendment No. 1 as evidenced by the following signatures of their duly authorized representatives.

CITY OF SANTA CLARA, CALIFORNIA
a chartered California municipal corporation

Approved as to Form:

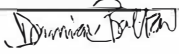
Dated: 6/16/2020


BRIAN DOYLE
City Attorney


DEANNA SANTANA
City Manager
1500 Warburton Avenue
Santa Clara, CA 95050
Telephone: (408) 615-2210
Fax: (408) 241-6771

"CITY"

ELB US INC.
a Delaware corporation

Dated: 05/22/2020
By (Signature): 
Name: Damian Bolton
Title: President
Principal Place of Business Address: 415 Boulder Court, Suite 500
Pleasanton, California 94566
Email Address: sales@elbglobal.com
Telephone: (925) 400-6175
Fax: (925) 475-5096
"CONTRACTOR"

**CALL NO. 20.1
FOR PROFESSIONAL SERVICES
TO BE PROVIDED TO THE
CITY OF SANTA CLARA, CALIFORNIA
BY ELB US, INC.**

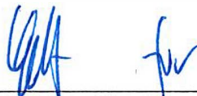
The Parties to this Call No. 20-1 ("Call") agree that this Call is made pursuant to the terms of a Call Agreement between the Parties entitled, "Call Agreement by and between the City of Santa Clara, California and ELB US, Inc.," dated June 13, 2017, the terms of which are incorporated by this reference. This Call describes the Services to be provided to the City of Santa Clara, California ("City") by ELB US, Inc. ("Contractor"), which are more fully described in Exhibit A attached to this Call as Scope of Services and incorporated by this reference. The Services to be performed under this Call shall be completed within the time period beginning on July 1, 2020 and ending on June 30, 2023. The attached exhibit contains a description of the Services, and performance dates for the completion of such Services, to be performed by the Contractor under this Call. In no event shall the amount paid to the Contractor for the Services provided to City by the Contractor under this Call, including all fees or pre-approved costs and/or expenses, exceed Three Hundred Thousand dollars (\$300,000), subject to budgetary appropriations.

This Agreement may be executed in counterparts, each of which shall be deemed to be an original, but both of which shall constitute one and the same instrument; and, the Parties agree that signatures on this Agreement, including those transmitted by facsimile, shall be sufficient to bind the Parties.

The Parties acknowledge and accept the terms and conditions of this Call as evidenced by the following signatures of their duly authorized representatives. The Effective Date is the date that the final signatory executes the Call. It is the intent of the Parties that this Call shall become operative on the Effective Date.

CITY OF SANTA CLARA, CALIFORNIA
a chartered California municipal corporation

APPROVED AS TO FORM:



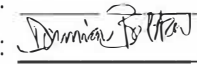
BRIAN DOYLE
City Attorney

Dated: 6/16/2020


or DEANNA V. SANTANA
City Manager
1500 Warburton Avenue
Santa Clara, CA 95050
Telephone: (408) 615-2210
Fax: (408) 241-6771

"CITY"

ELB US INC.
a Delaware corporation

Dated: 05/22/2020
By (Signature): 

Name: Damian Bolton

Title: President

Principal Place of Business Address: 415 Boulder Court, Suite 500
Pleasanton, California 94566

Email Address: sales@elbglobal.com

Telephone: (925) 400-6175

"CONTRACTOR"

CALL NO. 20.1
FOR PROFESSIONAL SERVICES
TO BE PROVIDED TO THE
CITY OF SANTA CLARA, CALIFORNIA
BY ELB US INC.

EXHIBIT A

SCOPE OF SERVICES

The Services to be performed for the City by the Contractor under this Agreement include 1) annual service maintenance agreement per proposal attached below and 2) prioritized approved projects which include but are not limited to the example types of projects described as AV services listed below. Per this Call Order, the total not to exceed amount of all executed work during this term of service under this Call Order will not exceed \$300,000.

1	Service contract renewal	\$ 147,000
	\$49,000 annually for term July 1, 2020 thru June 30, 2023	
2	Prioritized Approved AV Projects	\$153,000
	Council Chambers AV upgrade – Council Chambers installation of Zoom Integration package: a system that provides an integration for audio conferencing, wireless screen sharing and video conferencing that will remediate the lag issue currently experienced during meetings. Includes Zoom Room installation - install Creston VC system Kit for Zoom Integration package	
	EOC AV upgrade – Upgrading and improving AV equipment in the EOC while expanding their collaboration abilities and maximizing visibility to relevant data during critical event activities. Includes: Install 86" Touchscreen on a wall lift at the front of the room and swap out existing four displays on the right and left side of the room on the cement pillars with new 40" displays.	
	Water & Sewer mobile display – Installation of a mobile monitor / display system in Water Department Corporation Yard to enable intradepartmental communication and allowing for more effective trainings. Includes: install 82" display; Brightsign player; adjustable mobile stand.	
3	Citywide Conference Room AV Upgrades	
	The Call Order reserves contingency Funds for AV upgrades in conference rooms. AV Upgrades in support of priority initiatives for AV enhancements that are identified over the term of the Call Order.	
		\$300,000

City of Santa Clara - Audiovisual Services

Support and Maintenance Contract Audiovisual Services

Appendix A – Scope of Services

FACILITIES

This agreement shall cover:

- Council Chambers
- Central Park Library – Edinger, Redwood & conference room

Any support and maintenance services provided in other facilities shall be billed on a time and material basis (\$110/hour with a four-hour minimum, and anything in excess of four hours at \$120/hour)

PRICING

The pricing and services defined below and in accordance with this Agreement shall be \$49,000 per year for the term of this agreement - ending June 30, 2023.

APPENDIX B – SERVICE DETAILS

Type	Allotment	Description
Preventive	Four (4) Visits per each facility noted under Appendix A	Services include: • Dusting • Cleaning equipment • Check all visible connections for damage. Clean and/or replace damaged connectors. • Listen to all speakers to check for clarity and functionality • Check all touch panels and remote controls to ensure proper functionality • Check all Microphones for proper functionality
Standard Support	Until service hours are used in full (80 hours) or for one year, whichever occurs first	On-site support with a 24-48 hours response time. Services include: • Standard repair/replace of damaged connections (where applicable) • System break/fix assessment • Malfunctioning equipment removal and RMA to manufacturer for repair • Reinstall and retest returned equipment
Emergency Support	Until service hours are used in full (30 hours) or for one year, whichever occurs first	On-site support with a 4-hour response time for the Council Chambers or library. ELB will have a tech on standby for the first two hours of all Council Chambers meetings; a calendar notice of all scheduled council meetings must be sent to ELB in advance.
Help Desk	Unlimited	Help Desk Support at (888) 506-7275 8:00am - 5:00pm Pacific Time support@elbglobal.com

MAINTENANCE SERVICES

In order for ELB to provide the City the Maintenance Services defined in Appendix A, the City agrees to provide ELB uninterrupted access, during business hours, to the Room(s) to perform the Maintenance Services on a mutually agreed to date within 30 days of notice from ELB.

TECHNICAL SUPPORT

ACCESS TO TELEPHONE TECHNICAL SUPPORT

Unlimited helpdesk support will be offered during normal business hours of 8:00 A.M. to 5:00 P.M., Pacific Standard Time, Monday through Friday (except ELB holidays). ELB will make a member of its technical support staff available by telephone to City System Administrator(s) to assist City in the standard business use of the Room System. City System Administrator(s) will be responsible for the daily maintenance of the Room(s) per the Documentation and will provide the first line technical support of the Product to City users.

Telephone Technical Support includes phone bases assistance relating to any Fixes and Workarounds as well as minor modifications to existing configurations by which a telephone representative can describe either verbally or through e-mail communication the modification that needs to be made.

Service Phone #: 888-506-7275

Service Email Queue: service@elbglobal.com

ACCESS TO STANDARD ON-SITE REMOTE ACCESS SUPPORT

All support that requires an ELB Technician to directly access firmware, code configuration and/or for any Services that require a Technician to be sent on-site to the customer will be accrued in accordance with the Support and Maintenance level defined in Appendix B. Standard On-Site and Remote access Support will have a Response time of 48 hours from the initial contact with the City and only related to the support incident described by the City. It is understood that resolution of the Support Incident may not happen within 48 hours and, from time to time, will require ELB to Order new Equipment, process RMA's and/or go on-site multiple times. The City will need to pay for any freight charges incurred when shipping warranty product to/from the manufacturer. The service tech will purchase any necessary cable or miscellaneous parts for the service call and the costs will be deducted from the balance of service hours left on the contract. Receipts can be provided upon request. OFE will not be covered within this contract.

At all times, the City are obligated to provide the on-site technician access to the Room(s) to provide said support services. Any additional, equipment, code configuration changes or other materials that are required to complete the Support Request will be billed to the City in accordance with this Agreement.

Any Support services performed in excess of the Yearly Allotment are billed on an hourly basis of \$110/per hour (or the then current published rate), with a four-hour minimum. Anything in excess of four hours will be billed at \$120 per hour. If applicable, the City are also responsible for any reasonable travel and living expenses associated with on-site Services, and this will be pulled from the service hours. The hourly rate is measured from the time assistance is provided or arrival on-site whichever the case may be. Each additional hour or fraction thereof will be charged in thirty-minute increments.



Agenda Report

20-548

Agenda Date: 6/9/2020

REPORT TO COUNCIL

SUBJECT

Action on an Agreement Amendment with ELB US Inc. and Approval of Call No. 20.1 for Enterprise Audio-Visual Professional Services in City Facilities [Council Pillar: Deliver and Enhance High Quality Efficient Services and Infrastructure]

EXECUTIVE SUMMARY

In March 2017, the City issued a Request for Proposals (RFP) for Enterprise Audio-Visual (AV) Professional Service Solutions. ELB US Inc. (ELB) was determined to have submitted the best value proposal based on the City's requirements. The primary need for these services was upgrading and improving the City facilities used for public meetings and advancing staff meeting rooms with new technologies. Since 2017, ELB has provided AV upgrades in the Council Chambers, Central Library and other City buildings. ELB has been providing good service to the City and has been working well with staff to continue to integrate various systems to meet multiple departments' needs. With the current changing environment and the need for public meetings with remote participation, there is a critical importance for continued enhancements. Staff recommends amending the current Master Call Agreement with ELB to extend the contract end date by three additional years to June 30, 2023 and approve Call No 20.1 which will continue to provide maintenance support to the public meeting room upgrades and implement additional AV improvement projects across City facilities in an amount not to exceed \$300,000.

BACKGROUND

On June 13, 2017, City Council approved a master call agreement with ELB US Inc. to address the audio-visual and broadcast infrastructure needs in City facilities. Call No. 17.1 was approved for the initial broadcast system equipment upgrade in the Council Chambers to improve quality, reliability, and functionality as well as provided necessary improvements in preparation for the agenda management and video streaming system implementations.

A majority of this project work was budgeted under the Institutional Telecommunication Networks and Broadcast Infrastructure project that is funded by Public, Educational, and Governmental Access (PEG) cable fees collected from Comcast and AT&T to provide public broadcast services and information which can be used for capital projects to improve the audio video broadcast quality.

On June 26, 2018, City Council approved Call No. 18.1 for the next phase of continued equipment improvements for public broadcast services. The Central Library's large public meeting rooms, Redwood & Margie Edinger ("Library Rooms"), had been identified as alternative locations for public meetings. To tie into the upgrades and improvements noted above for the City's audio-visual systems and broadcast equipment, ELB completed an assessment of the Library Rooms to align them to the same City AV standards, and allow for Library programs to be recorded and broadcast as part of the Library's service offerings.

In 2018/19, City staff and ELB continued to enhance the original AV system in the Chambers replacing the cameras and adding flat screen TV monitors to improve video quality, implementing network upgrades to improve the audio-visual system and modifying loudspeaker placement for better sound quality. These changes have resulted in improved meeting experiences and broadcast quality.

Finally, the City Cafeteria in City Hall serves as the public meeting space for the Parks & Recreation commission meetings and as the designated overflow area for large Council meetings. ELB installed new TV monitors, ceiling speakers and amplification in the cafeteria for improved sound quality.

DISCUSSION

Under Call 20.1, ELB would provide quarterly preventative maintenance service on all installed equipment in the Council Chambers and Library Rooms as well as standard and emergency support of public meetings. This maintenance service continues at the same annual rate of \$49,000 over the term of the Call Order for a total of \$147,000. With the current changing environment and the need for public meetings with remote participation, there is a critical need for continued AV enhancements. Remote meeting technologies can be used to connect with customers, staff, or business partners in various locations. Video conferencing hardware and software can make a great meeting experience; however, a poor audio or video experience can quickly derail a productive meeting. Staff recommends continuing to utilize ELB as the vendor who designed and installed the existing AV systems and build upon the initial improvements.

Under this Call Order, ELB will also implement additional AV improvement projects in City facilities. Some examples of pending AV projects include [1] Council Chambers installation of Zoom Room Integration: a system that provides an integration for audio conferencing, wireless screen sharing and video conferencing that will remediate the lag issue currently experienced during meetings; [2] upgrading and improving AV equipment in the Emergency Operations Center (EOC) while expanding their collaboration abilities and maximizing visibility to relevant data during critical event activities; and [3] installation of a mobile monitor / display system in Water Department Corporation Yard to enable intra-departmental communication and allowing for more effective trainings. These examples are pending projects that have been scoped out with department stakeholders and ELB will validate need, prioritization, and resource availability. Call 20.1 reserves \$153,000 for these types of projects and other Citywide Conference Room AV Upgrades in support of priority initiatives and utilizes additional upgrade services for AV projects that are identified over the term of the Call Order, subject to the annual appropriation of funds.

ENVIRONMENTAL REVIEW

The action being considered is exempt from the California Environmental Quality Act ("CEQA") pursuant to CEQA Guidelines section 15301 "Existing Facilities" as the activity consists of the operation, repair, maintenance, permitting, leasing, licensing, or minor alteration of existing public or private structures, facilities mechanical equipment or topographical features involving negligible or no expansion of use beyond that existing at the time of the lead agencies determination.

FISCAL IMPACT

The agreement (Call No. 20.1) has a not-to-exceed amount of \$300,000. Sufficient funds are available in the Information Technology Services Fund for the \$49,000 annual support and preventative maintenance services in the total amount of \$147,000 over term of Agreement. The

remaining funding of up to \$153,000 would support prioritized AV improvement projects. Funding of \$127,000 for Council Chamber upgrades is available from unallocated PEG fees in the Public, Educational, and Governmental Fee Fund; EOC AV upgrade funding in the amount of \$20,000 is available in the Emergency Operations Center Capital Refurbishment project in the Fire Department Capital Fund; and \$6,000 is available in the Water Utility Capital Fund's Buildings and Ground project for the corporation yard improvements.

COORDINATION

This report has been coordinated with the Finance Department and City Attorney's Office.

PUBLIC CONTACT

Public contact was made by posting the Council agenda on the City's official-notice bulletin board outside City Hall Council Chambers. A complete agenda packet is available on the City's website and in the City Clerk's Office at least 72 hours prior to a Regular Meeting and 24 hours prior to a Special Meeting. A hard copy of any agenda report may be requested by contacting the City Clerk's Office at (408) 615-2220, email clerk@santaclaraca.gov <<mailto:clerk@santaclaraca.gov>> .

RECOMMENDATION

Authorize the City Manager to approve a Master Call Agreement Amendment No. 1 to extend the term of the agreement through June 30, 2023 and execute Call No. 20.1 with ELB US Inc. for Enterprise Audio-Visual Professional Services in City Facilities in an amount not-to-exceed \$300,000, subject to budgetary appropriations.

Reviewed by: Gaurav Garg, Director, Director of Information Technology/CIO

Approved by: Deanna J. Santana, City Manager

ATTACHMENTS

1. ELB executed Master Call Agreement and Call 17.1
2. Master Call Agreement Amendment No. 1 with ELB US Inc
3. Agreement (Call No. 20.1) with ELB US Inc