**Change Order CO-107**

**Software for CalACES Cloud Enablement Proof of Concept**

**California Automated Consortium Eligibility System**

**C-IV Project**

1. **Statement of Purpose:**

Purpose:

This Change Order CO-107 (“Change Order”) is related to the Amended and Restated Revised System Agreement (“Agreement”), dated as of June 29, 2007, by and among the California Automated Consortium Eligibility System (“Consortium”), Accenture LLP (“Accenture”), and Proquire, LLC. Unless the context indicates otherwise, all capitalized terms that are used, but not defined, in this Change Order, shall have the meaning assigned to such terms in the Agreement.

On June 24, 2018, the Consortium approved the Cloud Enablement Project and scope under the LEADER Replacement System Agreement, by and between Accenture and Consortium, dated as of November 7, 2012 (“LRS Agreement”) in order to perform a proof of concept to test the performance of a non-production, unmodified, version of the LRS application software in a cloud-hosted architecture. To support this proof of concept under the LRS Agreement, this Change Order outlines the Consortium’s request that Accenture purchase third party Software needed for that Cloud Enablement Project.

Scope Assumptions:

In addition to any other responsibilities or duties described in this Change Order or in the Agreement, set forth below is a list of the obligations for which the Consortium is responsible, conditions on Accenture’s performance, and assumptions upon which Accenture has relied in agreeing to provide Services described in this Change Order on the terms set out herein (collectively “Assumptions”). If any of the Assumptions are not performed or prove to be incorrect, it may cause changes to the Schedule, Charges and expenses, Deliverables, or level of effort required, or otherwise impact Accenture’s performance of the Services described in this Change Order.

* Funding is available for the Software and Software support described in this Change Order. In the event that funding is not available for the Software and Software support included in this Change Order, these items may be purchased as part of Maintenance and Operations Support Services, as agreed upon in writing by the Consortium Executive Director and Accenture Project Manager, or as a revision to this Change Order.
* The price for Accenture’s performance of this Change Order, as stated in Section III below (“Total Change Order Charges”), is based on the scope detailed within this Change Order. Accenture will procure third party software licenses on behalf of the Consortium up to the Total Change Order Charges. Any changes to this scope of work will be reviewed and may be purchased as part of Maintenance and Operations Support Services, as agreed upon in writing by the Consortium Executive Director and Accenture Project Manager, or as a revision to this Change Order.
* The Consortium will be subject to the terms and conditions of third party software licenses purchased under this Change Order. Additionally, the Consortium must approve end user license agreements required by third party software manufacturers in order to use the third-party software purchased under this Change Order.
* All software licenses are purchased with software support agreements from the date of purchase. The Total Change Order Charges do not include renewals for those support agreements.

**II. Schedule:**

The charges for this Change Order shall be incurred in State Fiscal Year 2018/19, unless otherwise mutually agreed in writing.

**III. Total Change Order Charges:**

The following table shows Accenture’s Charges for performance of the Services as described in this Change Order. Such charges will be billed as identified in Schedule CO-107 and in accordance with Section 4.6 of the Agreement. The Consortium shall have no obligation to pay amounts and Accenture shall have no obligation to provide Services described in this Change Order that exceed the “Total Charges” identified in the below table, except as mutually agreed in writing.



1. **Impact on the Agreement:**

The changes outlined in this Change Order are incorporated into Amendment No. NINETY-NINE to the Agreement, as follows:

* Schedule CO-107;
* Exhibit A – Part I. Extension Two

# Change Order Approval

#### Subject: Change Order CO-107 – Software for CalACES Cloud Enablement Proof of Concept

#### The subject document is accepted as allowing Accenture LLP to proceed with the subject Change Order.

**CALIFORNIA AUTOMATED CONSORTIUM ELIGIBILITY SYSTEM**

By:   
Printed Name:   
Title:

Date:

By:   
Printed Name:   
Title:

Date:

Notice Address:

California Automated Consortium Eligibility System  
Attention:   
11290 Pyrites Way, Suite 150

Rancho Cordova, CA 95670-4481