**Agenda Item:** Contract Amendment with Relias Learning, LLC (Relias) for Software Maintenance Fees

**Department:** Behavioral Health  
**Contact:** Dorian Kittrell  
**Phone:** 530.891.2850  
**Meeting Date Requested:** May 21, 2019

**Department Summary:** (Information provided in this section will be included on the agenda. Attach explanatory memorandum and other background as necessary).

Relias provides electronic learning solutions through software and related course content. Relias products enable organizations to remain in compliance with regulatory and accreditation requirements and offer continuing education online to their employees.

The Department of Behavioral Health recommends amending the contract with Relias to provide online training, tracking, and educational opportunities for the employees of the Department. The amendment extends the term of the contract by one year through June 30, 2020, and increases the maximum payable amount by $41,343, not-to-exceed $152,306.

**Fiscal Impact:**

Funding for this contract amendment is provided by Mental Health Services Act funds. There is no impact to County General Fund.

**Personnel Impact:**

Does not apply.

**Action Requested:**

Approve contract amendment and authorize the Chair to sign.

**Administrative Office Review:** Sang Kim, Deputy Chief Administrative Officer

**Revised:** April, 2019
This Amendment is entered into by and between the County of Butte, a political subdivision of the State of California, through its Butte County Department of Behavioral Health, hereinafter referred to as COUNTY, and RELIAS LEARNING, LLC, hereinafter referred to as CONTRACTOR.

1. On July 1st, 2016, COUNTY and CONTRACTOR entered into a written agreement entitled "Contract Services Agreement".

2. The parties now mutually desire to amend said agreement as specified in Paragraph 3 below. This agreement is being amended to extend term and increase amount.

3. In consideration of the mutual promises contained herein, the parties agree to amend said agreement as follows:

4. Term and Termination (page 2 of 15)

4.1 Term. The term of this Contract and the license granted hereunder shall remain in effect beginning July 1, 2016 and terminating **June 30, 2020**.

Exhibit B – Amendment C – Contractor Prices and Compensations Terms, which by reference, and attached hereto and incorporated herein, shall be made part of this contract, and shall extinguish and replace the original Exhibit B.

4. All other provisions of said agreement shall remain in full force and effect and are hereby re-affirmed as originally stated.
IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of the day and year first above written.

_________________________________________ Date
James A. Triandiflou, CEO
Relias Learning, LLC

_________________________________________ Date
Dorian Kittrell, Director
Butte County Department of Behavioral Health

_________________________________________ Date
Steve Lambert, Chair
Butte County Board of Supervisors

Reviewed for Contract Policy Compliance.
General Services Contracts Division, by:

Approved as to form, County Counsel, by:
EXHIBIT B
CONTRACTOR PRICES AND COMPENSATION TERMS

Prices for Services outlined in Exhibit A are as follows:

<table>
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<tr>
<th>Services</th>
<th>Categories of Courses</th>
<th>*Registered Users As of</th>
<th>Price Per User Per Month</th>
<th>Price Per User Per Year</th>
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</thead>
<tbody>
<tr>
<td>LMS</td>
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</table>

Summary of Contract Fees:

- Fee for Year 1 of Annual Services $34,090.05
- Fee for Year 2 of Annual Services $37,499.06
- Fee for Year 3 of Annual Services $39,374.00
- Fee for Year 4 of Annual Services $41,342.71

Total Contract Maximum: $152,305.82

*The number of Registered Users specified in Exhibit B is the number of users that County anticipates will be using the system and is the number of users upon which the Licensing Fee is based. If County experiences a significant (5% or greater) increase in the average number of Registered Users, a contract amendment signed by both parties shall be required which will revise the number of Registered Users and payment information listed on Exhibit B. New Users will be added at the current Fiscal Year contracted rate per user per month.

Compensation Terms

A. Annual Services Fee for Year 1

Following execution of Contract, Contractor shall submit invoice in the amount of $34,090.05 covering Year 1 of annual services, to be paid within 30 days following receipt of invoice.

B. Annual Services Fee for Year 2

Following execution of Contract Amendment A, Contractor shall submit invoice in the amount of $37,499.06 covering Year 2 of annual services, to be paid within 30 days following receipt of invoice.

C. Annual Services Fee for Year 3

Following execution of Contract Amendment B, Contractor shall submit invoice in the amount of $39,374.00 covering Year 3 of annual services, to be paid within 30 days following receipt of invoice.

D. Annual Services Fee for Year 4

Following execution of Contract Amendment B, Contractor shall submit invoice in the amount of $41,342.71 covering Year 4 of annual services, to be paid within 30 days following receipt of invoice.