TENTH AMENDMENT TO THE
MASTER AGREEMENT

between

COUNTY OF SANTA BARBARA

and

DFM ASSOCIATES (DFM), a California corporation

For FY 2019-20

THIS IS THE TENTH AMENDMENT (hereafter Amendment) to the Master Agreement, made by and between the **County of Santa Barbara**, a political subdivision of the State of California (hereafter COUNTY) and **DFM Associates, a California corporation** (hereafter CONTRACTOR), having its principal place of business at 10 Chrysler, Irvine, CA 92618, for RIIMS (hereafter Agreement).

WHEREAS, the parties desire to amend the Agreement to extend the term for an additional year through June 30, 2020; and

WHEREAS, this Tenth Amendment incorporates the terms and conditions set forth in the original contract approved by the Board on June 16, 2009, as amended;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, COUNTY and CONTRACTOR agree as follows:

AMENDMENTS:

A)   **THE MASTER AGREEMENT IS AMENDED AS FOLLOWS**:

Article 9. TERM is replaced with the following:

ARTICLE 9. <u>TERM.</u> The term of the Agreement shall continue until the last day of June 2020, unless terminated prior to the expiration date as provided in Article 10 hereof. Each party hereto, as an accommodation to the other (and without any liability to the other as a result of the failure to do so) agrees to advise the other party not later than 60 days prior to the expiration date of its intentions concerning the renegotiations of the subject matter covered by this Agreement.

B)   **THE ADDENDUMS ARE AMENDED AS HEREIN ATTACHED, FOR COUNTY FISCAL YEAR 2019-20.**   The total amount paid by County pursuant to this Agreement shall not exceed a maximum amount of $93,000 for the term of July 1, 2019 through June 30, 2020.

The RIIMS™ Extract Systems Interface Software Addendum and Exhibits E and F are deleted.

ALL OTHER TERMS REMAIN IN FULL FORCE AND EFFECT.

Tenth Amendment to Agreement between the **County of Santa Barbara** and **DFM Associates, a California corporation.**

IN WITNESS WHEREOF, the parties have executed this Tenth Amendment to the Agreement to be effective on July 1, 2019.

COUNTY OF SANTA BARBARA

COUNTY BOARD OF SUPERVISORS

By: _____
    Steve Lavagnino, Chair
    Board of Supervisors

Date: _____

CONTRACTOR

DFM Associates, a California corporation

By: _____
    Thomas G. Diebolt, President

Date: _____ 5·21·19 _____

ATTEST:
MONA MIYASATO, COUNTY EXECUTIVE OFFICER
CLERK OF THE BOARD

By: _____
    Deputy Clerk

APPROVED AS TO FORM:
MICHAEL C. GHIZZONI
COUNTY COUNSEL

By: _____
    Deputy County Counsel

APPROVED AS TO ACCOUNTING FORM:
BETSY M. SCHAFFER, CPA
AUDITOR-CONTROLLER

By: _____
    Deputy

APPROVED AS TO FORM:
RISK MANAGEMENT

By: _____
    Risk Management

RECOMMENDED FOR APPROVAL:
JOSEPH E. HOLLAND
CLERK-RECORDER-ASSESSOR
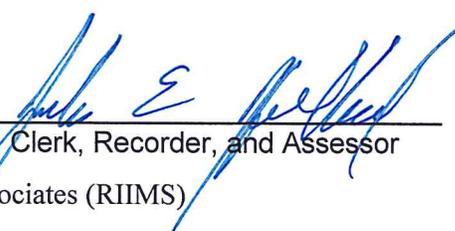
By: _____
    Clerk, Recorder, and Assessor

RIIMS™ SOFTWARE ADDENDUM

WHEN SIGNED ON BEHALF OF THE COUNTY AND DFM
THIS ADDENDUM SHALL BECOME A PART OF THAT
CERTAIN MASTER AGREEMENT, DATED AS OF July 1, 2009

("MASTER AGREEMENT")

RIIMS™ is an acronym for Recorders Information and Image Management System and means the computer software designed by DFM for use in the various steps of the recording process. RIIMS™ includes the RIIMS™ Software, the RIIMS™ Subsystems, any RIIMS™ Enhancement and any RIIMS™ Software Releases. RIIMS™ is proprietary to DFM and reference is made to Article 6 of the Agreement.

10 <u>Core Function</u>: The core function of the RIIMS™ is to index documents for later retrieval. The ability of the RIIMS™ to perform the core functions is dependent upon, among other things, all of the following: (1) accuracy and completeness of the County's Data; and (2) continual verification by the County of the accuracy and completeness of the County's Data.

20 <u>Description of RIIMS™</u>: RIIMS™ is more particularly described on Exhibit B attached hereto and incorporated herein by this reference.

30 <u>Monthly Fee</u>: RIIMS™ monthly fee effective July 1, 2019 for fiscal year ending June 30, 2020 is $5,627.70 (subject to adjustment as provided in Section 3.4 of the Master Agreement) (See Exhibit B).

50 <u>Incorporation of Master Agreement</u>. The provisions of the Master Agreement, including, without limitation, Article 3, are incorporated herein by this reference as if set forth in full.
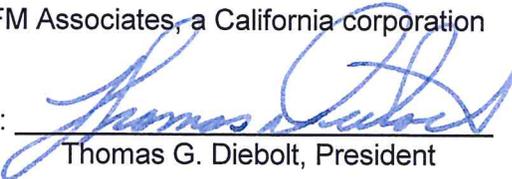
COUNTY OF SANTA BARBARA   CONTRACTOR

COUNTY BOARD OF SUPERVISORS   DFM Associates, a California corporation

By: _____   By: _____
     Steve Lavagnino, Chair   Thomas G. Diebolt, President
     Board of Supervisors

Date: _____   Date: ___5·21·19___

ATTEST:
MONA MIYASATO, COUNTY EXECUTIVE OFFICER
CLERK OF THE BOARD

By: _____
     Deputy Clerk

EXHIBIT B

General Description of RIIMS™

Introduction _The Recorder's Information and Image Management System (RIIMS™) is a software package designed to automate the functions of a County Recorder's office. RIIMS™ is a Windows application designed to work in a networking environment. The system provides facilities for the entry, inquiry, update, verification and balancing of Official Records, Vital Statistics, Work Requests, and Cash Register records. Statistical tracking provides reporting of document detail or counts by statistic types, general ledger accounts, and specific charges.

On-Line Help _ The Recorder's system is designed with context sensitive help. While in a specific screen the on-line help menu is displayed that shows narrative information concerning that functional area of the Recorder's system. Windows standard help narratives are provided.

Full Screen and Field Editing _ Where appropriate, data entered into a field is edited for appropriate values as soon as data entry in that field is completed. Transactions are further edited as they are completed for consistency of data within that transaction.

Formatted Screens _ The data entry and verification screens have similar formats to provide consistency for data entry operators. Pop-up or pull down windows are used extensively throughout the system. These windows display information from look-up tables containing frequently used data such as institutions, customers, document types, etc. Selected look-up data can be automatically inserted in the correct data entry field.

File Backup and Recovery _ RIIMS™ is designed to use industry standard SQL database management systems. This allows the user to take advantage of state-of-the-art Relational Database Management System (RDBMS) technology for data consistency. SQL provides for full logging of transactions for recovery from system failures. Full system backups are also performed utilizing SQL or the operating systems utilities.

Security _ System security is provided through the operating system and SQL username and passwords as well as a RIIMS™ operator code. The use of operator codes provides an additional level of security. These operator codes are unique to each operator and specific to the Recorder's system.

On-Line Indices _ The index files incorporated within the Recorder's system are on-line files. This allows the user to produce printed reports and also to inquire on these indices. The user can look through the index file of choice and may inquire on a specific record. This allows the user to receive specific information without having to print an entire report.

Official Records _ The Official Records index contains entries for all Official Records entered into the system. All Official Record entries must first be entered by an operator and then verified using the Official Records Verification program. This serves to help the Recorder's Office ensure the accuracy of the data entered.

Cash Register _ Fee based transactions are entered into the Cash Register file using the Cash Register Entry program. This file is used to reconcile indexed document fees with the cash register using a batch balancing report. The system is able to cashier all transactions for both the Recorder and County Clerk creating a customer receipt to provide a record of information.

Accounting Data _ The accounting data maintained by the system provides the ability to create detailed accounting activity reports. The system maintains statistical totals on the various document statistic types on a daily, monthly and yearly basis. These statistics can be provided in report form upon request.

Vital Statistics _ Vital Statistics processing consists of the recording of births, deaths and marriages. Data collection for vital records is consistent with the format defined by the State of California. All data elements within the Vital Statistics database is displayed on the screen. The system is able to index the records on various fields, including, but not limited to, Name or Recorder's assigned certificate numbers and year of issuance. The system provides for sealing or replacing and amending Vital Statistics records. The following reports are provided; Abstract Record Reports on Bank Note paper; Birth Alpha Index; Death Alpha Index; and Marriage Alpha Index. Daily report of records entered, deleted, amended, and sealed showing detail and summary information.

Work Requests _ This subsystem is used to keep track of work requests. It interacts with the Accounting Data files to account for the revenue that they generate. A Work Request may take the form of a request for Vital Statistics copies, index search requests or microfilm copy requests. Receipts are automatically printed and work orders may be generated. The generation of an itemized work order is at the discretion of the cashier. The staff has the ability to inquire, update and delete a work order, when necessary, independently from the Cashiering function.

Reports _ System reports provide management information to support the accountability functions of the Cashiering process, data to facilitate system access, and statistical data to monitor internal system processes and ensure date completeness and integrity. All reports have a run date and an appropriate descriptive title. The system will reconcile and report, on request, all revenue: Total by cashier; Total by cash register (station); Total for all cashiers; and Total for all cash registers (stations). The following reports are a part of the base system: Indexing Reports including: Vital Statistics Transaction Report; Vital Statistics Daily Report; Vital Records Update Report; Daily Official Record Document Report; Daily Index Report; Grantor-Grantee Index; Official Records Updated Report; Error Report; Accounting Report; Charge Register; Charge Register-Summary; Ledger Statistics; Document Statistics; Charge Code Statistic; Accounts Receivable Summary; Accounts Receivable Billing; Update Report; and Work Order Report.

FBN™ SOFTWARE ADDENDUM

WHEN SIGNED ON BEHALF OF THE COUNTY AND DFM
THIS ADDENDUM SHALL BECOME A PART OF THAT
CERTAIN MASTER AGREEMENT, DATED AS OF July 1, 2009
("MASTER AGREEMENT")

FBN™ is an acronym for Fictitious Business Name System and means the computer software designed by DFM for use in the filing of fictitious business name statements. FBN™ includes the FBN™ Software, the FBN™ Subsystems, any FBN™ Enhancement and any FBN™ Software Releases. FBN™ is proprietary to DFM and reference is made to Article 6 of the Agreement.

10 Core Function: The core function of the FBN™ is to gather data for use in the filing and indexing of Fictitious Business Name Statements. The ability of the FBN™ to perform the core functions is dependent upon, among other things, all of the following: (1) accuracy and completeness of the County's Data; and (2) continual verification by the County of the accuracy and completeness of the County's Data.

20 Description of FBN™: FBN™ is more particularly described on Exhibit C attached hereto and incorporated herein by this reference.

30 Monthly Fee: Is determined by multiplying the number of fictitious business names filed during the previous calendar year (4,253, obtained 12/31/2018) by $2.25 and dividing by 12 resulting in a monthly FBN fee of $797.44 effective July 1, 2019 for fiscal year ending June 30, 2020 (subject to adjustment as provided in Section 3.4 of the Master Agreement.)

50 Incorporation of Master Agreement. The provisions of the Master Agreement, including, without limitation, Article 3, are incorporated herein by this reference as if set forth in full.
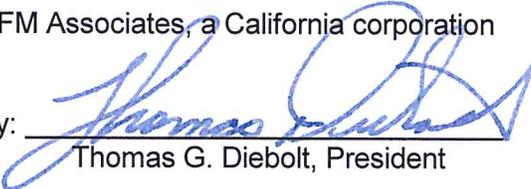
COUNTY OF SANTA BARBARA   CONTRACTOR

COUNTY BOARD OF SUPERVISORS   DFM Associates, a California corporation

By: _____   By: _____
     Steve Lavagnino, Chair   Thomas G. Diebolt, President
     Board of Supervisors

Date: _____   Date: __5·2/·19__

Tenth Amendment to Master Agreement with DFM Associates (RIIMS)
Effective 7/1/2019

ATTEST:
MONA MIYASATO, COUNTY EXECUTIVE OFFICER
CLERK OF THE BOARD

By: _____
    Deputy Clerk

EXHIBIT C

General Description of the Fictitious Business Name System

The Fictitious Business Name Statement provides an opportunity for a business to declare one or more fictitious names under which it may conduct business operations. The Fictitious Business Name Statement is retained by the Recorder and declared fictitious names are published as information to applicants. Fictitious names, once declared, can be modified and/or abandoned. The initiation, modification, and abandonment of a fictitious name requires public notice. Proof of public notice is provided to and maintained by the Recorder.

A Fictitious Business Name Statement is valid for 5 years. Within 90 days of the application, Proof of Publication must be received from a recognized publisher (Newspaper). Prior to expiration of the Fictitious Business Name Statement, a notice to refile must be generated and sent to the applicant. A refile will be processed without the requirement to provide proof of publication if all information, except the Owner's addresses, is identical to the original application.

Retrieval of Fictitious Business Name Statement records can be by indexes to:

◊ Fictitious Business Name
◊ Owner Name(s)
◊ Document Number
◊ Classification of the business

Reports are available to provide:

◊ Alphabetical list of all Fictitious Business Names.
◊ Listing of Fictitious Business Names and Owners.

The Fictitious Business Name System process is described in the following text:

- The Fictitious Business Name application number is assigned by the system using a unique number series at the time of cashiering.
- The system assigns both the application and expiration date at the time of cashiering.
- The system will accept at least 100 owners' names and business names.
- The system will accept a physical and mailing address for the owner.
- The system will accept a physical and mailing address for the business.
- The Business can have only one physical and mailing address.
- The system will automatically prepare a notice to refile the Fictitious Business Name Statement prior to the expiration of the application (5 years from the application date).
- The system can distinguish between the original application and a refile.
- On a refile, proof of publication processes is disabled if all information, except owner's addresses, is identical to the original application.
- On a refile, the original Fictitious Business Name Statement is stored to indicate that this is a refile.

MLS™ SOFTWARE ADDENDUM

WHEN SIGNED ON BEHALF OF THE COUNTY AND DFM
THIS ADDENDUM SHALL BECOME A PART OF THAT
CERTAIN MASTER AGREEMENT, DATED AS OF July 1, 2009
("MASTER AGREEMENT")

MLS™ is an acronym for Marriage License System and means the computer software designed by DFM for use in the issuance of marriage licenses. MLS™ includes the MLS™ Software, the MLS™ Subsystems, any MLS™ Enhancement and any MLS™ Software Releases. MLS™ is proprietary to DFM and reference is made to Article 6 of the Agreement.

10 <u>Core Function</u>: The core function of the MLS™ is to gather data for use in the preparation of marriage licenses and the issuance thereof. The ability of the MLS™ to perform the core functions is dependent upon, among other things, all of the following: (1) accuracy and completeness of the County's Data; and (2) continual verification by the County of the accuracy and completeness of the County's Data.

20 <u>Description of MLS™</u>: MLS™ is more particularly described on Exhibit D attached hereto and incorporated herein by this reference.

30 <u>Monthly Fee</u>: Is determined by multiplying the number of marriage licenses issued during the previous calendar year (3,624 obtained 12/31/2018) by $1.86 and dividing by 12 resulting in a monthly MLS fee of $561.72 effective July 1, 2019 for fiscal year ending June 30, 2020 (subject to adjustment as provided in Section 3.4 of the Master agreement.)

50 <u>Incorporation of Master Agreement</u>. The provisions of the Master Agreement, including, without limitation, Article 3, are incorporated herein by this reference as if set forth in full.
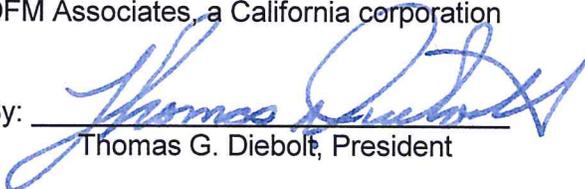
COUNTY OF SANTA BARBARA   CONTRACTOR

COUNTY BOARD OF SUPERVISORS DFM Associates, a California corporation

By: _____   By: _____
  Steve Lavagnino, Chair   Thomas G. Diebolt, President
  Board of Supervisors

Date: _____   Date: ___5·21·19___

ATTEST:
MONA MIYASATO, COUNTY EXECUTIVE OFFICER
CLERK OF THE BOARD

By: _____
      Deputy Clerk

EXHIBIT D

General Description of the Marriage License System

The Marriage License process is a two-step activity. In the first step, the Clerk-Recorder's office issues either a public or confidential marriage license to the applicants. At this point, the license is nothing more than an application to have a marriage performed. If the ceremony does not take place before the expiration of the license, no further actions take place and all record of the application is erased. Prior to expiration of the license, a notification is sent to the applicants stating that their license is about to expire.

The second step occurs after the completion of the ceremony. At this point, the marriage license becomes a marriage certificate and is returned to the office of the Recorder where it is processed and recorded as a vital statistic record.

The Marriage License System process is described in the following text.

- The system generates and controls the Recorder's Locator Numbers for Confidential and Public Marriage Licenses.
- The system will cashier Confidential and Public Marriage Licenses.
- The application software provides for the automated indexing of Confidential and Public Marriage Licenses.
- The system provides for the on-line generating and printing of Confidential and Public Marriage Licenses in the format required by State law and County policy.
- The system stores the Marriage License information captured when the License is issued for retrieval when the Marriage Certificate is recorded as a Vital Record.
- The system will automatically generate a notice to be sent to the applicants if the certificate has not been returned 60 days from the date of issue of the license.

RiiMS™ SECURE Systems Interface
SOFTWARE ADDENDUM

WHEN SIGNED ON BEHALF OF THE COUNTY AND DFM
THIS ADDENDUM SHALL BECOME A PART OF THAT
CERTAIN MASTER AGREEMENT, DATED AS OF July 1, 2009
("MASTER AGREEMENT")

RiiMS™ SECURE Systems Interface means the computer software designed by DFM for use in the integration of SECURE Systems Software for Electronic Recording by the multi-county consortium including Orange, Los Angeles, Riverside and San Diego. The RiiMS™ SECURE Systems Interface includes the RiiMS™ SECURE Systems Interface Software, any RiiMS™ SECURE Systems Interface Enhancement and any RiiMS™ SECURE Systems Interface Software Releases. The RiiMS™ SECURE Systems Interface is proprietary to DFM and reference is made to Article 6 of the Agreement.

10 Core Function: The core function of the RiiMS™ SECURE Systems Interface is to allow the use of SECURE Systems Software for Electronic Recording to be used with DFM's RiiMS™ software to automate those functions.

20 Monthly Fee: The RiiMS™ SECURE Systems Interface monthly fee is $750.00 effective July 1, 2019 for fiscal year ending June 30, 2020 (subject to adjustment as provided in Section 3.4 of the Master agreement.)

50 Incorporation of Master Agreement. The provisions of the Master Agreement, including, without limitation, Article 3, are incorporated herein by this reference as if set forth in full.
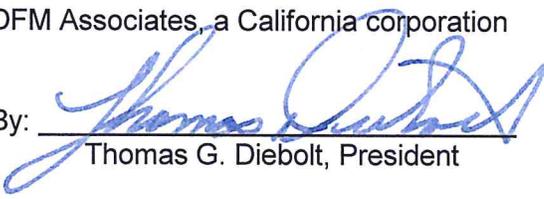
COUNTY OF SANTA BARBARA   CONTRACTOR

COUNTY BOARD OF SUPERVISORS   DFM Associates, a California corporation

By: _____   By: _____
    Steve Lavagnino, Chair   Thomas G. Diebolt, President
    Board of Supervisors

Date: _____   Date: ____5·21·19____

Tenth Amendment to Master Agreement with DFM Associates (RIIMS)
Effective 7/1/2019

ATTEST:
MONA MIYASATO, COUNTY EXECUTIVE OFFICER
CLERK OF THE BOARD

By: _____
     Deputy Clerk

1. PROJECT SUMMARY

This Statement of Work (SOW) defines the areas or scope of work required for successful execution of this project and clearly identifies Vendor and Customer project responsibilities. It also describes the project management processes for performing this work, the criteria for determining that the work has been successfully completed and the methodology that will be used to control scope, quality, and costs.

The purpose of this project is to develop, install, implement and provide product training at Santa Barbara County's Office of the Assessor-County Clerk-Recorder for Electronic Recording of Land Records using the SECURE System. DFM will build a custom integrated interface with RIIMS to support this new business process.

2. Secure System Description

Assembly Bill 578 (Government Code sections 27390 through 27399), authorizes county recorders in California to accept digitized electronic documents and certain digital electronic documents for recordation pursuant to the provisions and regulations developed by the Department of Justice. Electronic recording will provide authorized submitters (title insurers, underwritten title companies, institutional lenders, and government entities) with the ability to submit digitized and certain digital documents electronically through a single port to participating counties. The program enables the counties to improve and modernize its systems of recording and handling real property documents by permitting the delivery, recording, and return of real property documents electronically. The ability to electronically record documents will reduce processing time, staff workload, and material costs associated with managing paper copies and manually maintaining databases. An ERDS compliant system (SECURE) jointly owned and acquired by a consortium of the State's largest counties; Los Angeles, Orange, Riverside, and San Diego counties is in the process of being developed for Attorney General approval and will be made available for use by Santa Barbara County during beginning in FY 2009-2010. The Orange County Clerk-Recorder is hosting the multi-county SECURE electronic recording delivery system and will make it available to counties as participants sharing in the annual maintenance cost of the system. Santa Barbara County will participate in the use of the SECURE system through establishment of a Memorandum of Understanding Agreement approved by the owner Counties. At this time the SECURE system development is expected to be completed by August of 2009 for certification of the system by the Attorney General. DFM Associates will build the interface from the Orange County hosted system to RIIMS.

3. PROJECT DELIVERABLES

The Deliverables for the SECURE custom interface will include:
- Software Deliverables
- Training Deliverables
- Documentation Deliverables
- Project Manager Deliverables
- Integration Deliverables
- Testing Deliverables
- Go Live Deliverables and Documentation