

SECOND AMENDATORY AGREEMENT

This **SECOND AMENDATORY AGREEMENT** is made between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado (the “City”) and **Q-MATIC CORPORATION**, an Illinois corporation whose address is 2400 Commerce Avenue, Building 1100, Suite 100, Duluth, Georgia 30096 (the “Vendor”), jointly (“the Parties”).

WITNESSETH:

A. The Parties entered into an Agreement dated April 4, 2013, and a First Amendatory Agreement dated September 17, 2014 (collectively, the “Agreement”) to implement a queuing management solution for the Office of the Clerk and Recorder.

B. The Parties wish to amend the Agreement to increase funding and add a separate scope of work for the inclusion of a queuing solution at a Motor Vehicle Office, Exhibit E.

NOW THEREFORE, in consideration of the premises and the Parties’ mutual covenants and obligations, the Parties agree as follows:

1. Article 5(A) and (5)(D)(i) of the Agreement entitled “Fee” and “Maximum Contract Liability” are amended to read as follows:

“5. COMPENSATION AND PAYMENT:

A. Fee: The fee for the Software, Hardware and services described in Exhibits A, B, and C, is **FOUR HUNDRED SEVENTY FIVE THOUSAND DOLLARS AND NO CENTS (\$475,000.00)** (the “Fee”). The Fee shall be paid pursuant to the City’s Prompt Payment Ordinance and in accordance with Exhibit B, Phased Payment Breakdown.

D. Maximum Contract Liability:

(i) Any other provision of this Agreement notwithstanding, in no event shall the City be liable for payment for services rendered and expenses incurred by Vendor under the terms of this Agreement for any amount in excess of the sum of **FOUR HUNDRED SEVENTY FIVE THOUSAND DOLLARS AND NO CENTS (\$475,000.00)**. Vendor acknowledges that any work performed by Vendor beyond that specifically authorized by the City is performed at Vendor’s risk and without authorization under this Agreement.”

2. As herein amended, the Agreement is affirmed and ratified in each and every particular.

3. This Second Amendatory Agreement will not be effective or binding on the City until it has been fully executed by all required signatories of the City and County of Denver, and if required by Charter, approved by the City Council.

Exhibit E-Motor Vehicle Scope of Work

[THE BALANCE OF THIS PAGE IS INTENTIONALLY LEFT BLANK.]

Contract Control Number: CLERK-201310119-02

Contractor Name: Q-MATIC CORP

IN WITNESS WHEREOF, the parties have set their hands and affixed their seals at Denver, Colorado as of June 28, 2016.

SEAL



CITY AND COUNTY OF DENVER

ATTEST:

Debra Johnson
Debra Johnson, Clerk and Recorder,
Ex-Officio Clerk of the City and
County of Denver

By Michael B Hancock
Michael B Hancock, Mayor

APPROVED AS TO FORM:

Attorney for the City and County of
Denver

REGISTERED AND COUNTERSIGNED:

By Steven J Hahn
Steven J. Hahn, Assistant City
Attorney

By Beth Machann
Beth Machann, City Controller

By Timothy M O'Brien
Timothy M. O'Brien, Auditor



Contract Control Number: CLERK-201310119-02

Contractor Name: Q-MATIC CORP

By: 

Name: Tobias Martinsson
(please print)

Title: CFO
(please print)

ATTEST: [if required]

By: _____

Name: _____
(please print)

Title: _____
(please print)



EXHIBIT E

On Call Master Contract #			Amendment#
Fund/org/acct	Project or Account #	Description	
	Professional Services	Public Trustee/ Business Analysis	
Other Funding Fund/Org	Project #	Project Name	
N/A	N/A		
Date Prepared:			
Not-to-Exceed Amount	Not-to-exceed Hours	Completion Date	Prepared By
0	0	12/31/2013	

Finance Use Only!		
Budget Verified:		
Contract Terms Verified		
Contract Term		
Contract Balance		
EAPPS #		

The parties indicated herein have executed this Task Order on the dates written below, the latest of which shall be deemed to be the effective date of this Task Order. No payment will be made for any work performed prior to the effective date of the Task Order. Unless otherwise indicated, receipt of this executed

<p><i>Task Order is your Notice to Proceed with the work specified herein.</i> CCD – Signatures list</p> <p>_____</p> <p>Budget Authority</p> <p>_____</p> <p>Denver Motor Vehicle Authorized Representative</p> <p>_____</p> <p>PJ Taylor, Interim Director</p> <p>_____</p> <p>Jason Salazar, Administrator</p> <p>_____</p>	<p style="text-align: center;">Authorized Vendor Representative</p> <p>_____</p> <p>Name/ Title Date</p> <p>Al Lairson, Senior Sales Executive _____</p> <p>Printed Name / Title</p>
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Vendor Name:	Qmatic Corporation			
Address	2400 Commerce Ave.			
Phone	Suite 100 Bldg 1100			
Phone Fax	Duluth, GA 30096			
Email	720-817-4312			
	kiran.lachumanna@qmatic.com			
Contract Title:	NEED FROM SARA HARMER			
Task Order Name:	NEED FROM SARA HARMER			
Scope of Work:	DETAILED SCOPE OF WORK MUST ACCOMPANY ALL TASK ORDERS FOR APPROVAL.			
List Authorized - Consultants/Resources	Synopsis/Role	Availability	Rate	Qty of Hours
Deliverables:	SEE THE DELIVERABLES IN THE ATTACHED DETAILED SCOPE OF WORK.			
Task Order Term Date:	Start Date: TBD	End Date: TBD		

Terms of Task Order:

This task order authorized \$ [REDACTED] for Qmatic Corp. to provide a Lobby Management System for the City and County of Denver Motor Vehicle Offices not to exceed [REDACTED] hours.

City holidays (10) and furlough days are considered non-working days and are not included in the authorized hours. They are considered non-billable days unless specific exception is made by the City. The provided resource will report to Denver Motor Vehicle Administration. The installation will be based at 2233 S. Monaco Pkwy Suite #102 Denver, Colorado. The City will provide suitable workspace and work tools including a computer and desk telephone if required. Expenses such as cell phones, parking/transit costs, per diems, etc are not included in the scope of this contract and will not be billed by the contractor.

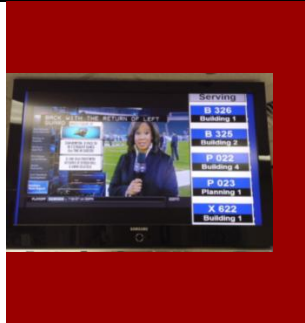
Standard working hours are Monday through Friday, 8 a.m. to 5 p.m. with a one hour lunch break. A standard work week is 40 hours. Meal breaks are not considered billable time. Alternative work times will be approved by the Denver Motor Vehicle Administrator on a case by case basis and will be expected to meet the needs of the project(s).

QMATIC

City and County of Denver Treasury/Motor Vehicle Department- Southeast Branch Statement of Work



Status Preliminary
√ Interim
Final
Post



This Statement of Work is designed to identify all the goals and objectives of your Qmatic system. It is broken down into sections to be completed through the course of the sales cycle. Once approved and an order is accepted, Qmatic will provide an **implementation team** who will work with you on the design details via a tool we refer to as the System Configuration Document (SCD). The SOW will be the launching pad for the SCD and the guidelines for the project team to follow.

Qmatic requests your acknowledgement of this SOW in the Final Phase to confirm we have collected agreed upon scope and requirements prior to moving into the design, development and deployment of your Qmatic system.

Updates:

Primary	Date	Updated Sections			Comments
		I	II	III	
Al Lairson	4-13-16	✓	✗	✗	
		✗	✗	✗	
		✗	✗	✗	
		✗	✗	✗	Indicate FINAL when appropriate

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I: Preliminary

a. Contact Information

Qmatic	Client
Qmatic Corporation 2400 Commerce Avenue, Building 1100, Suite 100, Duluth, GA 30096 Telephone: 770-817-4250, Fax: 770-817-4594	City and County of Denver Treasury/MVD City and County of Denver - Treasury Division 201 W. Colfax Ave, Denver, CO 80202 Note: this is primary address/contacts. Multiples site project details can be found in Facilities/Installation Scope.
Account Manager	Primary POC
Al Lairson 818-253-4552 Al.lairson@qmatic.com	Steve Ellington 720-913-9384 steve.ellington@denvergov.org

b. Objectives

While a Qmatic system provides each of the following, the needs identified below with **either a check mark or priority number** are CITY AND COUNTY OF DENVER MVD's primary objectives from this project.

✓	Objective	Description
✓	Reduce wait times	E.g. Reduce wait time to ## minutes or percent of current.
✓	Improve customer experience	E.g. reduce stress of customer; improve customer survey/feedback; provide more information
✓	Active management of resources	E.g. Benchmark and analyze resource performance to improve productivity (recognition, training, evaluations, resource needs). Identify best practice needed for resource assignments/scheduling. Accomplished through reports, dashboards, displays, alerts etc.
✓	Manage process analysis/integration	E.g. Improved reporting/dashboard; analyze trends in services provided. Provide analysis and/or deployment of integration needs of CFM with other processes and/or systems.
✗	Improve IT Management of CFM	E.g. Automate current manual system; centralize multiple systems; update technology; reduce IT structure costs
✗	Migrate to latest software	E.g. Migrate to Solo or Orchestra from Q-Win

c. Milestones and Durations

Final project target dates are defined in Phase II Timeline, the below are standard milestones and durations for most Qmatic projects.

Milestone	Target Timeline
Project kick off: System Configuration call with Project Lead	30 days post PO receipt
System Configuration Document (SCD) finalized	30-45 days post project kick off
Equipment Shipped	30-45 days post project kick off
Software installation and configuration	5-10 days post SCD finalization
Installation	5-10 days post software installation & config
Training	Target at completion of installation
Go Live	Target at completion of training
Acceptance	Target 2 weeks post go-live
Production Support	With Acceptance

d. Basic Customer Flow

Checked items ✓ are included/expected in CITY AND COUNTY OF DENVER MVD's Qmatic customer flow. Items indicated with an ✗ are available through Qmatic but are not part of the scope of this project. Items identified as license* or customization* may require quote itemization.

Pre Arrival (check as many as apply)

✗ Customer gets in queue via on line remote check in (license*)	✗ Customer can make a Qmatic appointment on line via CITY AND COUNTY OF DENVER MVD's website. (license*)
✗ Customer can make Qmatic appointment by calling CITY AND COUNTY OF DENVER MVD. (license*)	✗ Customer can make a Qmatic appointment on site with CITY AND COUNTY OF DENVER MVD staff.
✗ Customer receives confirmation code or bar code for appointment on remote check in via:	
✗ On line confirmation	✗ Email confirmation (from web site)
	✗ SMS confirmation (license*)
✗ Show wait time and/or count on CITY AND COUNTY OF DENVER MVD website (license*)	
✗ Customized functionality in pre-arrival (customization*): enter description, for example integration with another system	

Arrival (check as many as apply)

✓ Customer arrives and selects the service they are here for (self-serve) at a kiosk or ticket printer.	✓ Customers go to CITY AND COUNTY OF DENVER MVD greeter/ info/ receptionist to be put in queue (may include a line)
✗ Customer arrives for appointment (in Qmatic) or remote check in by entering confirmation code	✗ Customer arrives for appointment (in Qmatic) or remote check in by scanning bar code confirmation
✓ Customer receives a one ticket upon arrival	✗ Customer receives multiple tickets upon arrival

- ✓ Visit will start with one service (can be transferred to additional service after being called)
- ✗ Tickets have bar code for scanning
- ✗ Customer receives text message (*license** & service provider requirements)
- ✗ Custom functionality (*customization**): enter description, for example additional information beyond selected service, logic based on WT, adding multiple services
- ✗ Customer may start with multiple services (via reception module). When multiple services are associated with the visit, they are called in the order entered.

Queuing Waiting

- ✗ Customer receives a SMS prior to being called (requires SMS license)
- ✓ Wait time starts accruing at the point of entry
- ✓ Tickets in queue can be viewed via the counter, reception or Ops Panel queue list.
- ✗ Show tickets in queue in customer facing display (*customization**)
- ✗ Custom functionality (*customization**): enter description, for example alerts, scanning tickets

Serving

- ✓ Staff call NEXT customer using their individual networked PC/tablet
- ✗ Qmatic keypad
- ✓ Staff can call customer visits out of queue (aka cherry picking)
- ✓ When a ticket is called, the current service wait time stops and transaction time begins.
- ✓ When a ticket is called, it is

Displayed on	<input checked="" type="checkbox"/> On LCD TV monitor(s) <input checked="" type="checkbox"/> With TV feed <input checked="" type="checkbox"/> With MVN integration <input checked="" type="checkbox"/> Using Customer Journey (<i>license</i>) <input checked="" type="checkbox"/> Show customer name (<i>customization*</i>) <input checked="" type="checkbox"/> Other custom info (<i>customization*</i>):	<input checked="" type="checkbox"/> LED Main Displays <input checked="" type="checkbox"/> Standard: ticket # & service point <input checked="" type="checkbox"/> Other custom (<i>customization*</i>) <input checked="" type="checkbox"/> LED Info/Directional displays Describe: <input checked="" type="checkbox"/> LED counter displays (Standard ticket #)
--------------	--	--

- | | | | |
|---------------|--|---|--|
| Announced via | <input checked="" type="checkbox"/> Automated voice
<input checked="" type="checkbox"/> Chime | <input checked="" type="checkbox"/> English
<input checked="" type="checkbox"/> None | <input checked="" type="checkbox"/> Additional languages (#)
<input checked="" type="checkbox"/> New recordings (<i>customization*</i>) |
|---------------|--|---|--|

- ✓ After a customer is called forward, he or she may need to be seen by another CITY AND COUNTY OF DENVER MVD resource. As a result, the customer takes a seat again until his or her service is called. Transaction time ends for the current service and wait time begins to accrue for the next service at this time.
- ✓ When the next client is called OR the ticket is ended OR it is transferred to another queue, the transaction time ends.
- ✗ Custom functionality (*customization**): enter description, for example scanning tickets to transfer queue, integrating with another system, etc

Post Serving

- ✓ Client provides feedback via Expressia
- ✗ Tablet (requires Expressia license)
- ✗ Custom functionality (*customization**): enter description For example scanning ticket bar code to transfer from "hold" queue back to queue called from profile
- ✓ Reports can be run from Any networked PC
- ✗ From server (only)
- ✗ From PC/ SOLO
- ✗ Custom reports (*customization**)

e. Client / Project Status

Checked items ✓ are included/expected in CITY AND COUNTY OF DENVER MVD's this project. Options with an ✗ are not applicable or included in the scope of this project.

<input checked="" type="checkbox"/> New Client	<input checked="" type="checkbox"/> Existing Qmatic customer	
Currently using <u>enter description</u> For example, Rope line, paper tickets, none (new facility), other vendor(name)	<input checked="" type="checkbox"/> Update Existing System <input checked="" type="checkbox"/> Add on Existing Branch <input checked="" type="checkbox"/> Add new branch(es)	
Current SW:	Orchestra 6	<input checked="" type="checkbox"/> New Software/ Features
Primary Qmatic ID#:		<input checked="" type="checkbox"/> New Hardware / location(s)
SLA/SMA:	<input checked="" type="checkbox"/> Current	<input checked="" type="checkbox"/> Expired

(Notes: Small add-ons and Relocations can use the 2.x SOW template)

Timeline scope parameters:

This project is

- | | | | |
|--|--|---|---|
| <input checked="" type="checkbox"/> Independent of any of other effort | <input checked="" type="checkbox"/> Part of new construction | <input checked="" type="checkbox"/> Part of a IT upgrade and/or integration | <input checked="" type="checkbox"/> Tied to a remodel |
|--|--|---|---|

This project has

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Has a budget (FY) deadline of 06/30/2016 | <input checked="" type="checkbox"/> Must be invoiced | <input checked="" type="checkbox"/> Must be delivered |
| | <input checked="" type="checkbox"/> Must be installed * | <input checked="" type="checkbox"/> Must be in production use * |
- ✗ *Exceptions to section c timelines for install/go-live require special approval as they impact other scheduled projects

This project includes

- | | | | |
|---|---|---|---|
| <input checked="" type="checkbox"/> Number of sites | <input checked="" type="checkbox"/> Includes a pilot site | <input checked="" type="checkbox"/> To be deployed in one phase | <input checked="" type="checkbox"/> To be deployed in multiple phases |
|---|---|---|---|

The application (and Qmatic remote access) will be

- | | |
|--|---|
| <input checked="" type="checkbox"/> On Network | <input checked="" type="checkbox"/> Off network |
|--|---|

The Qmatic software platform to be provided:

Application Name	Version (specify if not "latest")
Orchestra	6

f. Special notes

Optional additional notes regarding this project/order

- City and County of Denver is an existing Enterprise client. This will be a Branch addition to the existing Enterprise solution. Denver Motor Vehicle is planning a two phase rollout, with this Southeast Branch being the first of 5 DMV branches, plus another Tax Office. The four remaining Branches and Tax Office will be rolled out in early 2017.

-Southeast Branch is a new location in a new building.

-Appointments will be added to this Southeast Branch when the other Branches are rolled out in 2017.

-All cabling and wiring will be handled by Client.

II: Interim

This project includes software, hardware and services. The scope and requirements of each is outlined in this section. In addition, specific IT requirements, on site visits and training and facilities scope are identified in this section.

g. Facilities/Installation Scope

This project is to include and limited to installation of hardware and/or software at the following CITY AND COUNTY OF DENVER MVD locations. **Site ID** = Qmatic site ID# if already a Qmatic client. **# of SP** = number services points or counter-window-offices, that interact with customers face to face via Qmatic.

Site Name	Site ID	Address	# of SP	Target install
Southeast Branch		2223 S. Monaco Pkwy, Denver, CO 80222	10	

Are there any **special needs** at any of these locations? **x** indicates this is not expectation of this project.

- | | |
|---|--|
| <input checked="" type="checkbox"/> Off hours installaton required | <input checked="" type="checkbox"/> Weekend installation required |
| <input checked="" type="checkbox"/> Historic landmark | <input checked="" type="checkbox"/> Ceilings higher than 12" and/or not drop ceiling |
| <input checked="" type="checkbox"/> Zoning restrictions | <input checked="" type="checkbox"/> Conduit for lo-volt wiring |
| <input checked="" type="checkbox"/> Union Labor required for lo-volt wiring | <input checked="" type="checkbox"/> Walls are NOT drywall/stud construction |
| <input checked="" type="checkbox"/> Security clearance for Qmatic on-site technician and/or trainer | <input checked="" type="checkbox"/> Training/Certification required for Qmatic on site technician and/or trainer |
| <input checked="" type="checkbox"/> Hardhat required | <input checked="" type="checkbox"/> Steel toed shoes required |
| <input checked="" type="checkbox"/> Safety glasses required | <input checked="" type="checkbox"/> Ladder provided by CLIENT |

Expected time period (enter number of weeks or x if N/A)

- | | | |
|--|---|--|
| <input type="text" value="# weeks"/> User Acceptance Testing (UAT) | <input type="text" value="# weeks"/> Pilot Site | <input type="text" value="mm/dd/yyyy"/> Rollout deadline |
|--|---|--|

h. Hardware Scope

Please refer to your quote for full list of hardware. **Check mark** ✓ or **quantity** number indicates this is provided by CLIENT or Qmatic. If CITY AND COUNTY OF DENVER MVD's existing Qmatic hardware is to be used in upgrade/expansion, it is included under Provided by CLIENT. **x** indicates this is available but not part of this Qmatic project. Refer to **section g** for sites listed.

Site 1	Site 2	Site 3	Site 4	Hardware
CLIENT Qmatic	CLIEN Qmatic	CLIENT Qmatic	CLIENT Qmatic	
✓	x			Servers and network see IT Scope
x	✓			Touch screen ticket printing kiosk(s)
x	x			Ticket printers x Touch-screen x Buttoned
x	x			Scanner(s) x Kiosk Scanner x Freestanding Scanner
✓	x			LCD (TV) monitor(s)
x	✓			LED (dot matrix) displays
✓	x			Networked Workstation PC at each service point
x	x			Qmatic keypads at each service point
x	✓			Automated voice and AMP or Chime
x	✓			Speakers x Drop Ceiling x Wall/exterior mounted

i. Software Configuration and Programming Scope

The following are approximate counts and will be further defined with the Implementation Team. Quantities more than 10% above these may incur additional costs or affect the project timeline. **x** or 0 indicates this is available but not part of this Qmatic project.

#	Approximate or average
5	Number of service queues offered (both as ticketed options and to transfer to)
10	Number of front end users per site using Qmatic
2	Number of Manager/Supervisors per site managing customer flow management
1	Number of Report/Analysis user if different from Manager/Supervisors
1	Number of touch screens (kiosk or ticket printer)
1	Number of different digital signage layouts
x	Custom interfaces and/or functionality (Detailed Dev Request required with approved project)
x	CITY AND COUNTY OF DENVER MVD provided mockup
x	Qmatic provided samples of standard
x	Custom reports (Detailed Dev Request required with approved project)

- ✘ CITY AND COUNTY OF DENVER MVD provided mockup
- ✘ Qmatic provided samples of standard
- ✘ Qmatic software will integrate with *(list vendor and/or application to be integrated with)*
- ✘ Install includes the following non-Qmatic software *(list vendor and/or SW-HW version/model)* or hardware.

If this is multi-department/facility system, will the different units have ability to see each other's queues and transfer a customer to the other unit OR will they only see and have access only to their individual unit?

Multiple units: ✓ Operate separately ✘ Move customers from one to another ✘ N/A

With Orchestra Enterprise, reporting includes multiple units, regardless of above design. Multiple Orchestra One or SOLO systems can only Operate separately.

j. Site Visits and Training Scope

A standard new/update install includes an on-site technician for installation and training in one visit. The following **options** are also available. The number of each to be included in this project's quote. . ✘ indicates this is available but not part of this Qmatic project.

Qty Optional site visits and training to be included

- ✘ Technician pre-install facility walk through
- ✓ Local technician required (scheduled based on availability)
- ✘ Business Analyst site visit – review current and best practice configuration for CITY AND COUNTY OF DENVER MVD
- ✓ UAT training
 - ✓ Interactive Webinar on CITY AND COUNTY OF DENVER MVD server (no local hardware)
 - ✓ Webinar on Qmatic demo (no local hardware)
 - ✓ On site with local hardware
- ✓ Go live training and support
 - ✓ On site with install with end users
 - ✘ Train the Trainer(s)
- ✘ Separate hardware/testing installation and go live visit
- ✓ Post go live webinar (recommended for Reporting focus and/or user questions post go live)
- ✓ Admin/IT training (webinar option)
- ✓ CITY AND COUNTY OF DENVER MVD will have access to the Qmatic training portal for the duration of their action Support and Maintenance agreement

k. IT Scope

A ✓ indicates this is required for this project and who is supplying it. An ✗ indicates this is either not required or not supplied by this party.

To be provided by	Client	Qmatic	Comments
App & Reporting Software	✗	✓	
Application server	✓	✗	
Database	✓	✗	✓ SQL ✗ Oracle
Database server	✓	✗	
Reporting server	✓	✗	
TEST environment	✓	✗	Optional separate environments provided by CITY AND COUNTY OF DENVER MVD may require additional Qmatic resources to install.
Backup Servers	✓	✗	
Network connections	✓	✗	Static IPs required for Qmatic devices
Standard networked PC workstations	✓	✗	CITY AND COUNTY OF DENVER MVD approved browser:

IT requirements shared with CITY AND COUNTY OF DENVER MVD (if any of the above are provided by CITY AND COUNTY OF DENVER MVD)

Date _____ Provided _____
to _____

Qmatic **remote access** to servers and branch hubs is strongly recommended. Without remote access, Qmatic Support & Maintenance costs can be affected. Hosted preference is TeamViewer but other client provided applications can be used.

Remote access will be Client provided VPN Hosted Other None

Other – explain... System will be On secured WAN On LAN only Off network

Users will use Local Accounts Active Directory (LDAP)

Orchestra Enterprise Centralize model Distributed model N/A

l. Qmatic Care Support Model

Qmatic provides 24/7 support for the duration of your active Qmatic Care agreement. While end users may contact Qmatic directly, larger clients often have a local resource that acts as the first line support to both manage questions or issues with their staff and to provide immediate on site assistance.

✓ indicates this is expectation of CITY AND COUNTY OF DENVER MVD; ✗ indicates it is outside of scope or N/A.

First line support (who will users go to first when have a question or issue with Qmatic system)

- ✓ Designated local CITY AND COUNTY OF DENVER MVD subject matter expert or supervisor (to be identified after project kick off) to Qmatic Support Desk
- ✗ Centralized CITY AND COUNTY OF DENVER MVD Help/Support individual or team to Qmatic Support Desk
- ✗ End users to Qmatic Support Desk
- ✗ CITY AND COUNTY OF DENVER MVD’s standard Support flow model is included in final SOW.

m. Services Scope

The following ✓ services are to be provided as part of this project by the respective teams once the project/order is approved to proceed. ✗ indicates this is either not required or not supplied by this party.

Provided by		Services
CLIEN	Qmatic	
✓	✗	Provide floor plan of area Qmatic system to be installed
✗	✓	Provide layout of Qmatic devices and wiring to be installed
✓	✓	Installation of application software on server(s). If Qmatic, remote access required.
✓	✓	Participate in kick off meeting, communications through course of project and turn over to Support after acceptance.
✓	✓	Participate in <i>weekly</i> project meetings and communication updates (PM & SA hours to reflect)
✗	✓	Provide and review the SCD with CITY AND COUNTY OF DENVER MVD describing all aspects of the project and system
✓	✓	Provide business process information and needs for the System Configuration Document (SCD).
✗	✗	If existing Qwin client, provide existing qsys.ini file
✓	✓	Will engage stakeholders in review and approval of SCD and implementation of solution. Sign-off on the SCD is required prior to configuration.
✗	✓	Provide mockups of all surfaces (touch-screens, digital signage layout).
✗	✓	Install hardware and software and configure solution to specifications of the SCD
✓	✓	Database table configuration (Qmatic script provided). NOTE CITY AND COUNTY OF DENVER MVD DBA or Qmatic database administrator access required.
✓	✗	Installation of standard power outlets and network drops (Qmatic to provide layout drawings identifying locations after project kickoff)
✗	✓	Installation of proprietary Qmatic devices on site (see below exceptions)
✓	✗	Installation of low-voltage wiring. NOTE in some areas this requires Union labor (Qmatic is not a Union shop). In some construction/remodel jobs, the client prefers to run the wiring prior to closing up walls/ceilings and prior to Qmatic arrival.
✓	✗	Provide structural integrity and installation of mounting hardware to walls or floors including: TVs, floor stands, wall mounts for kiosks and ticket printers).
✓	✗	Provide TV cable box/feed to the location of the cinematic device – if applicable
✗	✗	Develop customizations (see Software Configuration and Programming Scope)
✗	✗	Develop integration with _____
✓	✓	Confirm Shipping Address and receipt of shipment
✓	✓	Ship “ground” unless CITY AND COUNTY OF DENVER MVD agrees to cover cost of expedited shipping.
✓	✓	Confirm, cut-over, Installation, training and go-live dates
✗	✓	Complete testing
✗	✓	Preliminary testing (may be software only; may be in client or Qmatic environment)
✗	✓	End to End Testing (with local hardware)
	✓	Provide Training (see Site Visits and Training section for more details)
✓	✗	Signoff on Installation upon completion.
✗	✓	Annual software support provides Qmatic support desk access, software upgrades, service packs and training portal access. See IT Scope for additional details on SLA/SAM model.
✗	✓	Hardware maintenance covers replacement of any faulty Qmatic devices.
✓	✓	Provide IT support for installation and cut-over activities. <ul style="list-style-type: none"> ○ Supporting any issue or problem with Port Security or settings. ○ Support any issue or problem with data transmission throughput settings: Network hardware devices data transmission throughput required to be fixed 100mbps full duplex. ○ Support any issue or problem with Switch network settings. For sites with a Kiosk the network settings must be configured to accept two MAC addresses from the Kiosk.
✓	✗	Access is/will be granted to computers/home area (secured closets or com rooms).

III: Final Approval

n. Assumptions, Risks and Considerations

A ✓ indicates this is applicable to this project and Qmatic and CITY AND COUNTY OF DENVER MVD understand and agree. An ✗ indicates it is not applicable to this project.

- ✗ This is a budgetary quote and subject to change. Changes greater than +/- ___% in either cost or line item details will require a formal change order.

- ✓ The quote(s) associated with this project are final and any changes will require a change order that may impact costs and/or timelines.

- ✗ In the case of a “pilot” installation, payment will be expected with acceptance of the system at that location regardless of future rollout.

- ✓ Additional sites or branches can be added to the system. Funding will be required for hardware and additional licenses on the existing application.

- ✓ Qmatic and CITY AND COUNTY OF DENVER MVD will each provide a single point of contact/Project Manager to facilitate project deployment.

- ✗ Special licenses or permits are required related to the building/construction.

- ✓ Project includes ONE site visit for installation, testing and training unless otherwise indicated in the quote and [Facilities/Installation Scope](#) section of this SOW. Additional visits will require change request approval.

- ✗ CITY AND COUNTY OF DENVER MVD **self install** will be supported by Qmatic hours identified in the final quote. Hours above this either provided remotely or on site will be billable.

- ✓ CITY AND COUNTY OF DENVER MVD agrees to signoff on System Configuration Document prior to Qmatic beginning configuration of solution or on site installation and/or training.

- ✓ Installation of hardware will be conducted during normal business hours unless agreed upon in writing before project kickoff and identified in Facilities and installation [section of this SOW](#)

- ✓ Ceiling heights are expected to be no more than 12 feet and have accessibility for cable runs

- ✓ Project start date is a minimum of 30 days from the PO receipt date.

- ✓ No known State or County labor requirements that would negatively impact the timeline or cost of the project. If such requirements are determined after project kick off the Qmatic Project Manager will initiate a change order for CITY AND COUNTY OF DENVER MVD to approve
- ✓ Unless identified minimum 60 days in advance, there are no known ‘under construction’ concerns at the site location that are expected to impact project installation.
- ✓ Travel costs resulting from unanticipated requirements causing delay/postponement in the installation will be charged to the client.
- ✓ CITY AND COUNTY OF DENVER MVD will confirm install and training go-live dates. Any deviations from agreed dates requested by CITY AND COUNTY OF DENVER MVD after airfare is purchased will result in additional charges incurred by CITY AND COUNTY OF DENVER MVD.
- ✓ CITY AND COUNTY OF DENVER MVD may request minor configuration changes up to two weeks after go-live. Minor changes are defined as requiring no more than 4 total hours of Qmatic resources.

- ✓ CITY AND COUNTY OF DENVER MVD will leverage standard reports, workstation, and management information modules. Customizations to such are considered out of scope for this project.

- ✓ Should CITY AND COUNTY OF DENVER MVD request modifications to functionality of the Orchestra application, unless otherwise noted in writing and agreed to by both parties (see quote and [software scope](#) section of this SOW), Qmatic and CITY AND COUNTY OF DENVER MVD agree this request is out of scope of this Statement of Work.
- ✓ Each of the locations (see [Facilities/Installation Scope](#) section) follow similar in processes and offer similar services and as such will leverage the same branch types in Orchestra. If the CITY AND COUNTY OF DENVER MVD should determine significant differences are required between locations CITY AND COUNTY OF DENVER MVD and Qmatic agree to scope the effort and determine if there is a material impact to the project.
- ✓ Any software connectors (API licenses) that are required that are not on the order will require a change request in order to have it added to the scope of work.

- ✓ CITY AND COUNTY OF DENVER MVD will provide remote access to application and database servers for implementation and post-go live support

- ✓ Qmatic agrees to follow CITY AND COUNTY OF DENVER MVD security requirements for remote support. Remote access to be provided at no cost to Qmatic.
- ✓ CITY AND COUNTY OF DENVER MVD expects to handle all power, data, and ports.
- ✗ Existing QWin client will provide current QSYS.INI file, list of current assets, and serial number of interface or license keys of the current software.
- ✓ CITY AND COUNTY OF DENVER MVD is aware that when using Qmatic media equipment that 1 unit equals 1 form of content with multiple TV's.
- ✓ Post installation Support will be provided per the terms of the standard Qmatic Support and Maintenance Agreement. Your Qmatic Account Manager or Project Manager can provide a copy of the standard Support and Maintenance Agreement per CITY AND COUNTY OF DENVER MVD request.
There will be a turn over from the Implementation Team to Production Support approximately two (2) weeks post go live. Until that time, CITY AND COUNTY OF DENVER MVD's primary point of contact will remain the Qmatic PM/Implementation team. Reference Qmatic Care Support Model section for additional details.

o. Success Criteria

A successful project meets all of the requirements include within this Scope of Work and allows us to obtain a final CITY AND COUNTY OF DENVER MVD signoff, providing closure to project. Requirements added or changed beyond this SOW will be managed via Change Request and will not delay acceptance of the project/system as defined in this SOW.

p. Delay Provision

Delays are considered out of scope and must be agreed upon by both parties and may result in additional charges and formal change request procedures. If CITY AND COUNTY OF DENVER MVD delays are encountered while Qmatic personnel are on site CITY AND COUNTY OF DENVER MVD acknowledges additional fees for services may be necessary to complete the project. If delays required Qmatic Technician to return to the site to complete the implementation CITY AND COUNTY OF DENVER MVD acknowledges additional travel expenses will be incurred.

q. SOW Acceptance

Qmatic and CITY AND COUNTY OF DENVER MVD agree that the success of the Customer Experience Management system is dependent on delivering within the parameters defined within this Statement of Work (SOW). Hardware, software, functionality and services requested but not defined within this SOW are subject to impact costs and/or timelines of the deliverables. If the event changes are required outside the scope defined in this SOW, the terms in section IV are acknowledged.

Qmatic will provide a project team who will work with CITY AND COUNTY OF DENVER MVD to design the specifics of this system within the scope defined here. This requires CITY AND COUNTY OF DENVER MVD Project Manager, business experts and IT to collaborate with the Qmatic team.

The primary contact for CITY AND COUNTY OF DENVER MVD will be

Jason Salazar, Administrator 720-865-4601
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 for the implementation of this project. Qmatic will contact this person within 30 days of receipt of Purchase Order to initiate project kickoff.

The primary contact for **Qmatic** will be

Kathy Young

 for the implementation of this project (subject to change).

The above noted contacts will be responsible for identifying additional stakeholders to involve for each respective team.

Costs and itemized deliverables are approved in Quote

ALL-103-05142016-V1

2/23/2016

Reference number Date

The below signature confirm the content of this SOW covers all expectations of the Qmatic system to be delivered.

Qmatic Representative – Signature

Qmatic Representative – Title

Date

By authorizing the purchase of this Qmatic solution, through either a purchase order or a credit card payment, you acknowledge that CITY AND COUNTY OF DENVER MVD has read and agrees to the scope of this project to be bound to the description within this Statement of Work.

Customer – Signature

Customer – Title

Date

Phase IV : Post

r. Monitoring and Controlling

With any project there may come a point in the project where changes to the plan may be required or be unavoidable. When an issue arises that requires deviation from original project scope, Qmatic will work together with Customer to create an effective, mutually acceptable solution.

All changes are managed using our proven Change Management Plan. This plan incorporates the forms, process and responsibilities for each party for this activity. The purpose of the Change Management Plan is to:

- Ensure that all changes to the project are managed and tracked
- Assess all requests for change and identify their impact on the project
- Identify, define, evaluate and track changes through to completion
- Coordinate all changes across the entire project and to all stakeholders
- Update project plans to reflect the approved change request impacts (scope, cost, schedule, resource)
- Communicate the resolution of change requests to all stakeholders
- Provide documentation to review changes and their effects at project closure for lessons learned
- If changes to the original scope of the project are mandated, it is the responsibility of the Project Manager to make sure documentation that outlines the change is created and reviewed. When implementing larger projects, a separate change control board may be created to facilitate processes such as issue resolution and change control.
- Changes or additions to the Statement of Work deliverables shall be resolved, documented and approved by both Qmatic and the customer prior to engaging in the change.