

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		1. Contract Number	Page of Pages	
		POKV-2006-C-0064	1	2
2. Amendment/Modification Number	3. Effective Date	4. Request/ Purchase Request No.	5. Solicitation Caption	
POKV-2006-C-0064-M17	See block 16C	RQ731702 & RQ736540	Ticket Processing and Services	
6. Issued by:		7. Administered by (if other than line 5)		
Office of Contracting and Procurement Information Technology Group 441 4th Street, N.W., Suite 700 South Washington, D.C. 20001		Department of Motor Vehicles 664 Street, SW Washington, D.C. 20001		
8. Name and Address of Contractor (No. street, city, county, state and zip code)		9A. Amendment of Solicitation No.		
ACS State and Local Solutions, Inc 1800 M Street, NW Washington, DC 20036		9B. Dated (See Item 11)		
Code		10A. Modification of Contractor/Order No.		
Facility		X POKV-2006-C-0064		
		10B. Dated (See Item 13) January 3, 2007		
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS				
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) BY separate letter or fax which includes a reference to the solicitation and amendment number. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such may be made by letter or fax, provided each letter or telegram makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.				
12. Accounting and Appropriation Data (If Required)				
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.				
A. This change order is issued pursuant to (Specify Authority): 27 DCMR, Chapter 35, Section 3501.2(b). The changes set forth in item 14 are made in the contract/order no. in item 10A.				
B. The above numbered contract/order is modified to reflect the administrative changes (such as changes in paying office, appropriation data etc.) set forth in item 14, pursuant to the authority of:				
X C. This supplemental agreement is entered into pursuant to authority of: 27 DCMR, Chapter 25, 3501.1				
D. Other (Specify type of modification and authority)				
E. (IMPORTANT) Contractor <input type="checkbox"/> is not <input checked="" type="checkbox"/> is required to sign this document and return one (1) copy to the issuing office.				
14. Description of Amendment/Modification (Organized by UCF Section headings, including solicitation/contract subject matter where feasible.)				
In accordance with the Standard Contract Provisions (SCP) for use with D.C. Supply and Services contracts, dated March 2007, Changes Clause, Paragraph 15, the following modifications are hereby made to ACS State and Local Solutions, Contract No. POKV-2006-C-0064, dated January 3, 2007 for Ticket Processing Services:				
1) Incorporate the agreed upon changes to Section C.5.6 (Attachment A)				
2) Add Section C.5.7, New/Future Programming Requirements as stated (Attachment B).				
3) The Price Per Unit for CLIN 1004 and CLIN 1005 is changed from \$100/hour to \$75/hour for Global IT Resources for the remainder of this contract period.				
4) Decreasing CLIN 1004 from \$89,500.00 to \$95,975.00 and decreasing CLIN 1005 from \$90,709.00 to \$5,525.00. The Grand Estimated Total for the contract is decreased by \$33,500.00 from \$9,159,075.00 to \$9,121,575.00.				
The new Contracting Officer for this contract is Mr. Lindel Reid, Assistant Commodity Manager, IT Commodity Group, 202-741-0834 or lindel.reid@dc.aec				
Except as provided herein, all terms and conditions of the document is referenced in item 9A or 10A remain unchanged and in full force and effect.				
15A. Name and Title of Signer (Type or print)		15A. Name of Contracting Officer		
Mark J. Tolbert, VP		Lindel Reid		
15B. Name of Contractor		15C. Date Signed		15C. Date Signed
ACS State and Local Solutions, Inc		6/8/07		6-8-07
		(Signature of Contractor)		(Signature of Contracting Officer)

CONTINUATION SHEET
AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT

Modification Number
 POKV-2006-C-0064 - M17

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CONTRACT RECAP:

BASE PERIOD January 3, 2007 through January 2, 2009	\$12,494,312.00
CHANGE IN CONTRACTING OFFICER (M0001) January 17, 2007 through January 2, 2009	\$0.00
ADDITION OF COLLECTION AND LOCKBOX SERVICES (M0002) March 14, 2007 through April 30, 2007	850,176.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M003) May 1, 2007 through June 30, 2007	1,079,309.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M004) July 1, 2007 through August 25, 2007	712,757.00
REDUCTION IN SCOPE OF WORK (M005) September 15, 2008 through January 2, 2009	(637,450.00)
INCREASE IN CONTRACT CEILING (M006) October 6, 2008 through January 2, 2009	920,000.00
INCREASE IN CONTRACT VALUE FOR OPTION YEAR ONE (M007) December 17, 2008 through January 2, 2009	0.00
EXERCISED PARTIAL OPTION FOR OPTION YEAR ONE (M008) January 3, 2009 through February 11, 2009	810,000.00
ADDITION OF PHOTO TICKETS TO BOOT FILE (M009) December 31, 2008 through February 11, 2009	4,000.00
EXERCISE BALANCE OF OPTION YEAR ONE (M010) February 12, 2009 through January 2, 2010	5,437,156.00
RESCIND MODIFICATION M007 (M011)	0.00
INCREASE CONTRACT CEILING FOR BASE TERM (M011) January 3, 2007 through January 2, 2009	2,286,984.00
INCREASE CONTRACT CEILING FOR OPTION YEAR ONE (M011) February 22, 2009 through January 2, 2010	1,144,000.00
ONE YEAR CONTRACT EXTENSION (M012) January 3, 2010 through January 2, 2011	8,938,500.00
ADDITION OF SYSTEM ENHANCEMENTS AND UPGRADES (M013) May 20, 2010 through January 2, 2011	155,200.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M014) January 3, 2011 through February 2, 2011	724,423.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M015) February 3, 2011 through April 5, 2011	1,584,846.00
BALANCE OF SECOND ONE YEAR CONTRACT EXTENSION (M016) April 6, 2011 through January 2, 2012	6,831,806.00
INCORPORATE STATEMENT OF WORK CHANGES (M017) Date of Award through January 2, 2012	<u>(37,500.00)</u>
CUMULATIVE CONTRACT TOTAL	\$43,298,519.00

C.5.6 SPECIAL PROGRAMMING REQUIREMENTS**C.5.6.2 Create DESTINY Interface to eTIMS Court Calendar**

A pending build for the DMV DESTINY system will provide the ability for users to schedule officers for DUI hearings. However, DESTINY currently lacks officer availability data to implement the program. The ACS system (eTIMS) currently includes an officer availability calendar application that allows users to review available time slots for officer hearings and to make time slot selections. In order for DESTINY to utilize the ACS application for determining available officer time slots, a real-time interface must be developed to import officer schedule data from eTIMS.

ACS Estimated Labor – 290.5 hours

C.5.6.5 Ticket Amnesty Program

As an incentive for paying older outstanding tickets, DMV will implement an amnesty program which will allow customers to pay only the original fine on tickets which meet the established criteria. This will require modifications to eTIMS logic including elimination of the penalty which currently appears on these tickets and reinstatement of the penalty at the conclusion of the amnesty period. It will also require file synchronization with the collection contractor to ensure that payments result in closed tickets rather than partially paid tickets.

ACS Estimated Labor – 146 hours

C.5.6.7 Add a New Feature that will allow Time Tracking of Vehicles in Non-metered Parking Zones

This change will allow officers to record and track vehicles parked in parking zones not covered by meters. The ticket will print the initial sighting time along with the time of the violation.

ACS Estimated Labor – 64 hours

C.5.6.8 Add Additional Slot to Option 3 of Court Calendar Maintenance

The ACS ticket system (eTIMS) maintains a court calendar function for officer scheduling. This function currently allows selection of three officer time slots. There is a need to add a fourth.

ACS Estimated Labor- 92.5 hours

C.5.7 NEW/FUTURE PROGRAMMING REQUIREMENTS

C.5.7.1 Make All Active Fleet Vehicles ROSA Exempt

ACS creates a daily file of vehicles that have received exemptions from the ROSA ("registration of out-of-state automobiles") regulations. On a daily basis, ACS will now add all active rental fleet plates to the file and remove any inactive fleet plates from the file. This will minimize instances where rental fleet vehicles registered in the DMV Fleet Adjudication Program are issued warnings and tickets for violating the ROSA regulations.

ACS Estimated Labor – 64 hours

C.5.7.2 Limit Doubling of School Zone Tickets to Speeding Violations Only

System software currently provides for doubling of fines for any violations issued in school zones. This change will limit the doubling of fines for violations issued in these zones to speeding violations.

ACS Estimated Labor – 64 hours

C.5.7.3 Allow Entry of the Side of Street along with Intersection

This change will allow ticket issuing officers to select the side of street or direction of travel along with the intersection.

ACS Estimated Labor – 62 hours

C.5.7.4 Change Shift Report in HHParking

This project will allow for subtotal reporting by ticket type in the daily shift report generated by the automated ticket writing software.

ACS Estimated Labor- 10 hours

C.5.7.5 Assess Per-Plate Fee in the eTIMS Multi-Owner System

Rulemaking will provide for assessment of an annual \$10 fee for each plate registered in the fleet adjudication program or a proration of that amount if the plate is added during the year. The effective date of this rulemaking will be July 1, 2011. The ticket system shall display the fee on relevant reports and provide for a payment mechanism through the fleet payment system.

ACS Estimated Labor – 147 hours

C.5.7.6 Ensure MC75 phone is in "on" position before transmitting data

Additional code is required in the handheld computing system software to ensure the phone is in the "on" position when transmitting data. Failure to ensure this position may lead to a failed or incomplete transmission. Ticket data must be transmitted in the same day as issuance to result in timely update.

ACS Estimated Labor - 20 hours

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		1. Contract Number	Page of Pages	
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2. Amendment/Modification Number	3. Effective Date	4. Requisition/Purchase Request No.	5. Solicitation Caption	
POKV-2006-C-0064-M18	See block 16C	RC742083	Ticket Processing and Services	
6. Issued by:		7. Administered by: (If other than line 5)		
Office of Contracting and Procurement Information Technology Group 441 4 th Street, N.W., Suite 700 South Washington, D.C. 20001		Department of Motor Vehicles 96M Street, SW Washington, D.C. 20001		
8. Name and Address of Contractor (No. street, city, county, state and zip code)		9A. Amendment of Solicitation No.		
ACS State and Local Solutions, Inc. 1800 M Street, NW Washington, DC 20036		9B. Dated (See Item 11)		
Code		10A. Modification of Contractor/Order No.		
Facility		X: POKV-2006-C-0064		
		10B. Dated (See Item 13) January 3, 2007		
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS.				
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of offers: <input type="checkbox"/> is extended; <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) BY separate letter or fax which includes a reference to the solicitation and amendment number. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such may be made by letter or fax, provided each letter or telegram makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.				
12. Accounting and Appropriation Data (If Required):				
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS IF IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14:				
A. This change order is issued pursuant to (Specify Authority): 27 DCMR, Chapter 36, Section 3601.2(b). The changes set forth in Item 14 are made in the contract/order no. in Item 10A.				
B. The above numbered contract/order is modified to reflect the administrative changes (such as changes in paying office, appropriation data, etc.) set forth in Item 14, pursuant to the authority of:				
X C. This supplemental agreement is entered into pursuant to authority of: 27 DCMR, Chapter 26, 3601.1				
D. Other (Specify type of modification and authority)				
E. IMPORTANT: Contractor <input type="checkbox"/> is not <input checked="" type="checkbox"/> is required to sign this document and return one (1) copy to the issuing office.				
14. Description of Amendment/Modification (Organized by UCF Section headings, including solicitation/contract subject matter where feasible.)				
In accordance with the Standard Contract Provisions (SCP) for use with D.C. Supply and Services contracts, dated March 2007, Changes Clause, Paragraph 16, the ACS State and Local Solutions, Contract No. POKV-2006-C-0064, dated January 3, 2007 for Ticket Processing Services is hereby modified to add the new Section C.5.7.7, as stated in Attachment A.				
Except as provided herein, all terms and conditions of the document is referenced in Item 9A or 10A remain unchanged and in full force and effect.				
15A. Name and Title of Signer (Type or print)		16A. Name of Contracting Officer		
		Lindel Reid		
16B. Name of Contractor		16C. Date Signed		16C. Date Signed
				8-23-11
(Official Seal of Contractor)		(Signature of Contracting Officer)		

CONTINUATION SHEET		Modification Number	Page of Pages	
AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		POKV-2006-C-0064-M18	2	2
CONTRACT RECAP:				
BASE PERIOD January 3, 2007 through January 2, 2009		\$12,494,312.00		
CHANGE IN CONTRACTING OFFICER (M001) January 17, 2007 through January 2, 2009		\$0.00		
ADDITION OF COLLECTION AND LOCKBOX SERVICES (M002) March 14, 2007 through April 30, 2007		350,176.00		
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M003) May 1, 2007 through June 30, 2007		1,079,309.00		
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M004) July 1, 2007 through August 25, 2007		712,757.00		
REDUCTION IN SCOPE OF WORK (M005) September 15, 2008 through January 2, 2009		(637,450.00)		
INCREASE IN CONTRACT CEILING (M006) October 6, 2008 through January 2, 2009		920,000.00		
INCREASE IN CONTRACT VALUE FOR OPTION YEAR ONE (M007) December 17, 2008 through January 2, 2009		0.00		
EXERCISED PARTIAL OPTION FOR OPTION YEAR ONE (M008) January 3, 2009 through February 11, 2009		610,000.00		
ADDITION OF PHOTO TICKETS TO BOOT FILE (M009) December 31, 2008 through February 11, 2009		4,000.00		
EXERCISE BALANCE OF OPTION YEAR ONE (M010) February 12, 2009 through January 2, 2010		5,437,156.00		
RESCIND MODIFICATION M007 (M011)		0.00		
INCREASE CONTRACT CEILING FOR BASE TERM (M011) January 3, 2007 through January 2, 2009		2,286,984.00		
INCREASE CONTRACT CEILING FOR OPTION YEAR ONE (M011) February 22, 2009 through January 2, 2010		1,144,000.00		
ONE YEAR CONTRACT EXTENSION (M012) January 3, 2010 through January 2, 2011		8,938,500.00		
ADDITION OF SYSTEM ENHANCEMENTS AND UPGRADES (M013) May 20, 2010 through January 2, 2011		155,200.00		
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M014) January 3, 2011 through February 2, 2011		724,423.00		
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M015) February 3, 2011 through April 6, 2011		1,584,846.00		
BALANCE OF SECOND ONE YEAR CONTRACT EXTENSION (M018) April 6, 2011 through January 2, 2012		5,831,006.00		
INCORPORATE STATEMENT OF WORK CHANGES (M17) Date of Award through January 2, 2012		(37,500.00)		
INCORPORATE STATEMENT OF WORK CHANGES (M18) Date of Award through January 2, 2012		0.00		
CUMULATIVE CONTRACT TOTAL		\$43,298,619.00		

C.5.7 NEW/FUTURE PROGRAMMING REQUIREMENTS

C.5.7.7 Create Interface for New SOAR Replacement System

The Office of the Chief Financial Officer is transitioning from the current SOAR financial system platform to an Oracle-based platform as of 10/1/12. Ticket revenue data from the ticket system has been identified as an input source to the new system. The input will occur as a daily file interface. The Contractor is required to create a real time interface to import daily ticket revenue data to the SOAR replacement system on a daily basis.

ACS Estimated Labor - 220 hours

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		1. Contract Number POKV-2006-C-0064	Page of Pages 1 2	
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2. Amendment/Modification Number POKV-2006-C-0064-M19	3. Effective Date See block 16C	4. Requisition/Purchase Request No.	5. Solicitation Caption Ticket Processing and Services
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6. Issued by: Office of Contracting and Procurement Information Technology Group 441 4 th Street, N.W., Suite 700 South Washington, D.C. 20001	Code	7. Administered by (If other than line 6) Department of Motor Vehicles 96M Street, SW Washington, D.C. 20001
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8. Name and Address of Contractor (No. street, city, county, state and zip code) ACS State and Local Solutions, Inc 1800 M Street, NW Washington, DC 20036	9A. Amendment of Solicitation No.
	9B. Dated (See Item 11)
	10A. Modification of Contractor/Order No. X POKV-2006-C-0064
	10B. Dated (See Item 13) January 3, 2007
Code	Facility

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers is extended. is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) BY separate letter or fax which includes a reference to the solicitation and amendment number. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such may be made by letter or fax, provided each letter or telegram makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. Accounting and Appropriation Data (If Required)

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS . IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14

<input type="checkbox"/>	A. This change order is issued pursuant to (Specify Authority): 27 DCMR, Chapter 36, Section 3601.2(b) The changes set forth in item 14 are made in the contract/order no. in item 10A.
<input type="checkbox"/>	B. The above numbered contract/order is modified to reflect the administrative changes (such as changes in paying office, appropriation data etc.) set forth in item 14, pursuant to the authority of:
X	C. This supplemental agreement is entered into pursuant to authority of: DC Official Code §2-354.04 and 27 DCMR §2005.6(b).
<input type="checkbox"/>	D. Other (Specify type of modification and authority)

E. IMPORTANT: Contractor is not is required to sign this document and return one (1) copy to the issuing office.

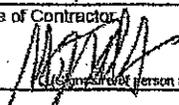
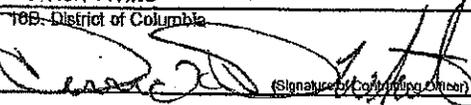
14. Description of Amendment/Modification (Organized by UCF Section headings, including solicitation/contract subject matter where feasible.)

Contract No. POKV-2006-C-0064 for ACS State and Local Solutions, dated January 3, 2007 for Ticket Processing Services is hereby modified to extend the term of the contract for the period of January 3, 2012 through January 2, 2013 at a cost of \$9,395,690.76 (see attached Section B).

Wage Determination No. 2005-2103, Revision No. 11 dated 6/13/11 is hereby incorporated.

***No work is to be performed under CLIN 1004 unless a modification is issued by the Contracting Officer.**

Except as provided herein, all terms and conditions of the document is referenced in item 9A or 10A remain unchanged and in full force and effect.

15A. Name and Title of Signer (Type or print) Mark J. Talbot, Vice President	16A. Name of Contracting Officer Derrick White
15B. Name of Contractor 	15C. Date Signed 12/15/11
(Contractor or person authorized to sign)	16B. District of Columbia  (Signature of Contracting Officer)
	16C. Date Signed 12/19/11

CONTINUATION SHEET AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT	Modification Number	Page of Pages	
	POKV-2006-C-0064 - M18	2	2

CONTRACT RECAP:

BASE PERIOD January 3, 2007 through January 2, 2009	\$12,494,312.00
CHANGE IN CONTRACTING OFFICER (M0001) January 17, 2007 through January 2, 2009	\$0.00
ADDITION OF COLLECTION AND LOCKBOX SERVICES (M0002) March 14, 2007 through April 30, 2007	\$50,176.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M003) May 1, 2007 through June 30, 2007	1,079,309.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M004) July 1, 2007 through August 25, 2007	712,757.00
REDUCTION IN SCOPE OF WORK (M005) September 15, 2008 through January 2, 2009	(637,450.00)
INCREASE IN CONTRACT CEILING (M006) October 6, 2008 through January 2, 2009	920,000.00
INCREASE IN CONTRACT VALUE FOR OPTION YEAR ONE (M007) December 17, 2008 through January 2, 2009	0.00
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ADDITION OF PHOTO TICKETS TO BOOT FILE (M009) December 31, 2008 through February 11, 2009	4,000.00
EXERCISE BALANCE OF OPTION YEAR ONE (M010) February 12, 2009 through January 2, 2010	5,437,156.00
RESCIND MODIFICATION M007 (M011)	0.00
INCREASE CONTRACT CEILING FOR BASE TERM (M011) January 3, 2007 through January 2, 2009	2,286,984.00
INCREASE CONTRACT CEILING FOR OPTION YEAR ONE (M011) February 22, 2009 through January 2, 2010	1,144,000.00
ONE YEAR CONTRACT EXTENSION (M012) January 3, 2010 through January 2, 2011	8,938,500.00
ADDITION OF SYSTEM ENHANCEMENTS AND UPGRADES (M013) May 20, 2010 through January 2, 2011	155,200.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M014) January 3, 2011 through February 2, 2011	724,423.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M015) February 3, 2011 through April 5, 2011	1,584,846.00
BALANCE OF SECOND ONE YEAR CONTRACT EXTENSION (M016) April 6, 2011 through January 2, 2012	6,831,808.00
INCORPORATE STATEMENT OF WORK CHANGES (M17) Date of Award through January 2, 2012	(37,500.00)
INCORPORATE STATEMENT OF WORK CHANGES (M18) Date of Award through January 2, 2012	0.00
THIRD ONE YEAR CONTRACT EXTENSION (M19) January 3, 2012 through January 2, 2013	9,395,690.76
CUMULATIVE CONTRACT TOTAL	\$52,664,209.76

SECTION B - SUPPLIES OR SERVICE AND PRICE

B.1 The Government of the District of Columbia, through the Office of Contracting and Procurement, on behalf of the Department of Motor Vehicles (DMV) (the District) hereby seeks to extend the current Ticket Processing contract (POKV-2006-C-0064) with ACS State and Local Solutions to provide ticket processing and related services.

B.2 This is a requirements contract for a one (1) year period with payment based on firm fixed unit prices with a cost reimbursement component for approved expenses associated with the contract, as set forth in Section B.4 of the Contract.

B.3 PRICE SCHEDULE – REQUIREMENTS

B.3.1 Period of Performance: January 3, 2012 through January 2, 2013

Contract Line Item No. (CLIN)	Item Description	Price Per Unit	Estimated Quantity	Total Estimated Price	Not to Exceed Amount
CLIN 1001	Tickets Processed - updated to the database (§ C.3.1)	\$2.44 per ticket	First 100,000/ month	\$2,928,000.00	
1001AA	Void and Warning Tickets (§ C.3.4.1 & C.4.2.4.1.3	\$2.07 per ticket	17,500/ month	\$434,700.00	
CLIN 1002	Tickets Processed - updated to the database (§ C.3.1)	\$2.31 per ticket	100,001+/ month (est. 108,333 over the first 100,000)	\$3,002,990.76	
CLIN 1003	Reimbursable Ceiling (§ B.4)				\$2,780,000.00
CLIN 1004	Special Programming Projects (§ C.5.6)	\$100/hr for Global IT Resources			See Section B.4.1
CLIN 1005	Undetermined/Future Special Programming Projects	\$100/hr for Global IT Resources			\$250,000.00
Estimated Totals				6,365,690.76	3,030,000.00
Grand Estimated Total for B.3.1					\$9,395,690.76

B.4 Cost Reimbursable Component

The District shall reimburse the Contractor for the following direct costs:

1. Postage for mailing notices, excluding collection notices (not to exceed **\$660,000** per year);
2. Fees charged by state motor vehicle agencies for names and addresses of out-of-state violators, excluding fees to obtain names and addresses relative to any ticket assigned to the Contractor for delinquent collections (not to exceed **\$150,000** per year);
3. Costs for radio communications airtime to support mobile data computer interface with the ticket system, including MDTs computer interface used by Boot Crews, ROSA and other DPW equipment and not provided or supported elsewhere in this contract (not to exceed **\$45,000** per year);
4. Supplemental workstations, scanners, check verifiers, and printers requested in writing by the Contracting Officer's Technical Representative (not to exceed **\$160,000** per year);
5. Network cabling for workstation connectivity at existing or additional sites, if requested in writing by the Contracting Officer's Technical Representative (not to exceed **\$20,000** per year);
6. Procurement of automated ticket stock (not to exceed **\$25,000** per year);
and
7. Credit Card transactions (not to exceed **\$1,720,000** per year);

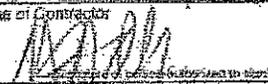
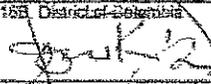
B.4.1 Total cost reimbursement ceiling for the allowable costs identified in this section shall not exceed **\$2,780,000** per year. The price for performing CLINs 1004 and 1005, shall not exceed **\$250,000.00**. The Contractor shall notify the Contracts Administrator, in writing, whenever it has reason to believe that the total cost for reimbursable and/or labor expenditures will be greater than the ceiling.

B.4.2 The District is not obligated to reimburse the Contractor for costs incurred in excess of the cost reimbursement ceiling and the Contractor is not obligated to continue performance of services or procurements subject to cost reimbursement that are in excess of the contract reimbursement ceiling until the Contracting Officer notifies the Contractor, in writing, that the estimated cost has been increased and provides a revised cost reimbursement ceiling.

B.4.3 If any cost reimbursement ceiling is increased, any costs the Contractor incurs before the increase that are in excess of the previous cost reimbursement ceiling shall be allowable to the same extent as if incurred afterward, unless the Contracting Officer issues a termination or other notice directing that the increase is solely to cover termination or other specified expenses.

B.4.4 A change order shall not be considered an authorization to exceed the applicable cost reimbursement ceiling unless the change order specifically increases the cost reimbursement ceiling.

B.4.5 At any time or times before final payment and two years thereafter, the Contracting Officer may have the Contractor's invoices or vouchers and statements of cost audited. Any payment may be reduced by amounts found by the Contracting Officer not to constitute allowable costs as adjusted for prior overpayments and underpayments.

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		1. Contract Number PKRV-2006-C-0064	Page of Pages 1 2
2. Amendment/Modification Number PKRV-2006-C-0064-M20	3. Effective Date See block 16C	4. Requisition/Purchase Request No. RQ766519	5. Solicitation Caption Ticket Processing and Services
6. Issued by: Office of Contracting and Procurement Information Technology Group 441 4 th Street, N.W., Suite 706 South Washington, D.C. 20001	Code	7. Administered by (if other than line 6) Department of Motor Vehicles 606 Street, SW Washington, D.C. 20001	
8. Name and Address of Contractor (No. street, city, county, state and zip code) ACS State and Local Solutions, Inc 1300 M Street, NW Washington, DC 20006		9A. Amendment of Solicitation No.	
Code		9B. Dated (See Item 11)	
Facility		10A. Modification of Contract/Order No. X PKRV-2006-C-0064	
		10B. Dated (See Item 13) January 3, 2007	
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS			
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of offers: <input type="checkbox"/> is extended <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing items 8 and 15, and returning one (1) copy of this amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) BY separate letter or fax which includes a reference to the solicitation and amendment number. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such may be made by letter or fax, provided such letter or fax makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.			
12. Accounting and Appropriation Data (If Required)			
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14			
A. This change order is issued pursuant to (Specify Authority): 27 DCMR, Chapter 26, Section 3601.2(b). The changes set forth in Item 14 are made in the contract/order no. in Item 10A.			
B. The above numbered contract/order is modified to reflect the administrative changes (such as changes in paying office, appropriation data etc.) set forth in item 14, pursuant to the authority of:			
X C. This supplemental agreement is entered into pursuant to authority of: 27 DCMR, Chapter 26, 3601.1.			
D. Other (Specify type of modification and authority)			
E. IMPORTANT: Contractor <input type="checkbox"/> is not <input checked="" type="checkbox"/> is required to sign this document and return one (1) copy to the issuing office.			
14. Description of Amendment/Modification (Organized by UCF Section headings, including solicitation/contract subject matter where feasible.)			
In accordance with the Standard Contract Provisions (SCP) for use with D.C. Supply and Service contracts, dated March 2007, Changes Clause, Paragraph 15, the ACS State and Local Solutions, Contract No. PKRV-2006-C-0064, dated January 3, 2007 for Ticket Processing Services is hereby modified to add the new Section C.5.7.8 as stated in Attachment A.			
Funding for this requirement will be provided under CLM 1005.			
Except as provided herein, all terms and conditions of the document is referenced in item 9A or 10A remain unchanged and in full force and effect.			
16A. Name and Title of Signer (Type or print) MARK TALBOT, VICE PRESIDENT		16A. Name of Contracting Officer John R. Dean	
16B. Name of Contractor 	16C. Date Signed 4/12/12	16B. District of Columbia 	16C. Date Signed April 12

CONTINUATION SHEET	Modification Number	Page of Pages	
AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT	POKV-2005-C-0064 - M18	2	2

CONTRACT RECAP:

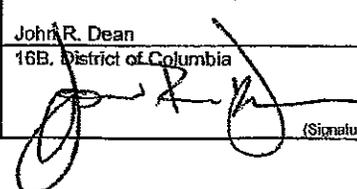
BASE PERIOD January 3, 2007 through January 2, 2009	512,494,312.00
CHANGE IN CONTRACTING OFFICER (M0001) January 17, 2007 through January 2, 2009	50.00
ADDITION OF COLLECTION AND LOCKBOX SERVICES (M0002) March 14, 2007 through April 30, 2007	850,176.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M003) May 1, 2007 through June 30, 2007	1,079,308.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M004) July 1, 2007 through August 25, 2007	712,757.00
REDUCTION IN SCOPE OF WORK (M005) September 15, 2005 through January 2, 2009	(637,450.00)
INCREASE IN CONTRACT CEILING (M006) October 5, 2008 through January 2, 2009	920,000.00
INCREASE IN CONTRACT VALUE FOR OPTION YEAR ONE (M007) December 17, 2005 through January 2, 2009	0.00
EXERCISED PARTIAL OPTION FOR OPTION YEAR ONE (M008) January 1, 2009 through February 11, 2009	810,000.00
ADDITION OF PHOTO TICKETS TO BOOT FILE (M009) December 31, 2008 through February 11, 2009	4,000.00
EXERCISE BALANCE OF OPTION YEAR ONE (M010) February 12, 2009 through January 2, 2010	5,437,158.00
RESCIND MODIFICATION M007 (M011)	0.00
INCREASE CONTRACT CEILING FOR BASE TERM (M011) January 3, 2007 through January 2, 2009	2,266,984.00
INCREASE CONTRACT CEILING FOR OPTION YEAR ONE (M011) February 22, 2009 through January 2, 2010	1,144,000.00
ONE YEAR CONTRACT EXTENSION (M012) January 3, 2010 through January 2, 2011	8,538,500.00
ADDITION OF SYSTEM ENHANCEMENTS AND UPGRADES (M013) May 20, 2010 through January 2, 2011	165,200.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M014) January 3, 2011 through February 2, 2011	724,423.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M015) February 3, 2011 through April 5, 2011	1,564,846.00
BALANCE OF SECOND ONE YEAR CONTRACT EXTENSION (M016) April 6, 2011 through January 2, 2012	6,531,505.00
INCORPORATE STATEMENT OF WORK CHANGES (M17) Date of Award through January 2, 2012	(37,500.00)
INCORPORATE STATEMENT OF WORK CHANGES (M18) Date of Award through January 2, 2012	0.00
THIRD ONE YEAR CONTRACT EXTENSION (M19) January 3, 2012 through January 2, 2013	9,395,690.76
INCORPORATE STATEMENT OF WORK CHANGES (M20) Date of Award through January 2, 2013	0.00
CUMULATIVE CONTRACT TOTAL	\$52,654,209.76

C.5.7 NEW/FUTURE PROGRAMMING REQUIREMENTS.

C.5.7.8 Create Web Services Interface for new SOAR Replacement System for Weekly Refund File

The Office of the Chief Financial Officer is transitioning from the current SOAR financial system to an Oracle-based platform as of 10/1/12. Ticket refunds have been identified as an input source to the new system. The input will occur as a weekly file interface. The Contractor is required to modify the current weekly file that it sends to SOAR in the required format and attributes that are required for the new system and will build a web services interface to present the individual transactions. A full handshake/verification will occur for each record to ensure the transmission is successfully completed. The Contractor shall correct any rejects if the reject includes an error message explaining what is wrong with the transaction.

ACS Estimated Labor - 120 hours

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT			1. Contract Number POKV-2006-C-0064	Page of Pages 1 2	
2. Amendment/Modification Number POKV-2006-C-0064-M21	3. Effective Date See block 16C	4. Requisition/Purchase Request No.	5. Solicitation Caption Ticket Processing and Services		
6. Issued by: Office of Contracting and Procurement Information Technology Group 441 4 th Street, N.W., Suite 700 South Washington, D.C. 20001		Code	7. Administered by (If other than line 6) Department of Motor Vehicles 96M Street, SW Washington, D.C. 20001		
8. Name and Address of Contractor (No. street, city, county, state and zip code) ACS State and Local Solutions, Inc 1800 M Street, NW 7 th Floor Washington, DC 20036		9A. Amendment of Solicitation No.		9B. Dated (See Item 11)	
Code		Facility		10A. Modification of Contractor/Order No. X POKV-2006-C-0064	
				10B. Dated (See Item 13) January 3, 2007	
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS					
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended. <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) BY separate letter or fax which includes a reference to the solicitation and amendment number. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such may be made by letter or fax, provided each letter or telegram makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.					
12. Accounting and Appropriation Data (If Required)					
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTORS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14					
	A. This change order is issued pursuant to (Specify Authority): 27 DCMR, Chapter 36, Section 3601.2(b) The changes set forth in item 14 are made in the contract/order no. in item 10A.				
X	B. The above numbered contract/order is modified to reflect the administrative changes (such as changes in paying office, appropriation data etc.) set forth in item 14, pursuant to the authority of:				
	C. This supplemental agreement is entered into pursuant to authority of: 27 DCMR, Chapter 26, 3601.1				
	D. Other (Specify type of modification and authority)				
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not <input type="checkbox"/> is required to sign this document and return one (1) copy to the issuing office.					
14. Description of Amendment/Modification (Organized by UCF Section headings, including solicitation/contract subject matter where feasible.) The District hereby modifies Contract No. POKV-2006-C-0064, dated January 3, 2007 for Ticket Processing Services to incorporate the following administrative changes:					
1) Add the following to Modification M20, Block 14, "Increase the not-to-exceed amount of CLIN 1005 by \$12,000.00 from \$250,000.00 to \$262,000.00." 2) Add \$12,000.00 to the Contract Recap, page two of the modification, to reflect the \$12,000.00 increase from modification M20. 3) Pursuant to 27 DCMR 1213, as amended December 23, 2011, the parties recognize that the contractor's name, formerly ACS State and Local Solutions, Inc. is now Xerox State and Local Solutions, Inc. In block 8 of page 1, the name ACS State and Local Solutions, Inc. is replaced with the name Xerox State and Local Solutions, Inc. See attached executed Change-of-Name Agreement.					
Except as provided herein, all terms and conditions of the document is referenced in Item 9A or 10A remain unchanged and in full force and effect.					
15A. Name and Title of Signer (Type or print)			16A. Name of Contracting Officer		
			John R. Dean		
15B. Name of Contractor		15C. Date Signed	16B. District of Columbia		16C. Date Signed
					15 JUNE 12
(Signature of person authorized to sign)				(Signature of Contracting Officer)	

CONTINUATION SHEET
AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT

Modification Number
 POKV-2006-C-0064 - M21

Page of Pages
 2 | 2

CONTRACT RECAP:

BASE PERIOD January 3, 2007 through January 2, 2009	\$12,494,312.00
CHANGE IN CONTRACTING OFFICER (M0001) January 17, 2007 through January 2, 2009	\$0.00
ADDITION OF COLLECTION AND LOCKBOX SERVICES (M0002) March 14, 2007 through April 30, 2007	850,176.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M003) May 1, 2007 through June 30, 2007	1,079,309.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M004) July 1, 2007 through August 25, 2007	712,757.00
REDUCTION IN SCOPE OF WORK (M005) September 15, 2008 through January 2, 2009	(637,450.00)
INCREASE IN CONTRACT CEILING (M006) October 6, 2008 through January 2, 2009	920,000.00
INCREASE IN CONTRACT VALUE FOR OPTION YEAR ONE (M007) December 17, 2008 through January 2, 2009	0.00
EXERCISED PARTIAL OPTION FOR OPTION YEAR ONE (M008) January 3, 2009 through February 11, 2009	810,000.00
ADDITION OF PHOTO TICKETS TO BOOT FILE (M009) December 31, 2008 through February 11, 2009	4,000.00
EXERCISE BALANCE OF OPTION YEAR ONE (M010) February 12, 2009 through January 2, 2010	5,437,156.00
RESCIND MODIFICATION M007 (M011)	0.00
INCREASE CONTRACT CEILING FOR BASE TERM (M011) January 3, 2007 through January 2, 2009	2,286,984.00
INCREASE CONTRACT CEILING FOR OPTION YEAR ONE (M011) February 22, 2009 through January 2, 2010	1,144,000.00
ONE YEAR CONTRACT EXTENSION (M012) January 3, 2010 through January 2, 2011	8,938,500.00
ADDITION OF SYSTEM ENHANCEMENTS AND UPGRADES (M013) May 20, 2010 through January 2, 2011	155,200.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M014) January 3, 2011 through February 2, 2011	724,423.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M015) February 3, 2011 through April 5, 2011	1,584,846.00
BALANCE OF SECOND ONE YEAR CONTRACT EXTENSION (M016) April 6, 2011 through January 2, 2012	6,831,806.00
INCORPORATE STATEMENT OF WORK CHANGES (M17) Date of Award through January 2, 2012	(37,500.00)
INCORPORATE STATEMENT OF WORK CHANGES (M18) Date of Award through January 2, 2012	0.00
THIRD ONE YEAR CONTRACT EXTENSION (M19) January 3, 2012 through January 2, 2013	9,395,690.76
INCORPORATE STATEMENT OF WORK CHANGES (M20) Date of Award through January 2, 2013	0.00
ADMINISTRATIVE CHANGES (M21) Date of Award through January 2, 2013	12,000.00
CUMULATIVE CONTRACT TOTAL	\$52,706,209.76

Change-of-Name Agreement

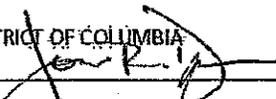
Xerox State and Local Solutions, Inc (Contractor), a corporation duly organized and existing under the laws of the State of New York, and the Office of Contracting and Procurement of the District of Columbia (Government), enter into this Agreement as of May 1, 2012.

- 1) The parties agree to the following facts:
- a) The Government, represented by various Contracting Officers of the Office of Contracting and Procurement, has entered into certain contracts with ACS State and Local Solutions, Inc namely:
 - i) Contract number DCTO-2009-C-0101.
 - ii) Contract number POKY-2006-C-0064
 - iii) Contract number DCTO-2011-C-0026

The term "the contracts", as used in this Agreement, means the above contracts and all other contracts and purchase orders, including all modifications, made by the Government and the Contractor before the effective date of the Agreement (whether or not performance and payment have been completed and releases executed if the Government or the Contractor has any remaining rights, duties, or obligations under these contracts and purchase orders).

- b) ACS State and Local Solutions, Inc by an amendment to its certificate of incorporation, dated April 2, 2012, has changed its corporate name to Xerox State and Local Solutions, Inc.
 - c) This amendment accomplishes a change of corporate name only and all rights and obligations of the Government and of the Contractor under the contracts are unaffected by this change.
 - d) Documentary evidence of this change of corporate name has been filed with the Government.
- 2) In consideration of these facts, the parties agree that:
- a) The contracts covered by the Agreement are amended by substituting the name Xerox State and Local Solutions, Inc for the name ACS State and Local Solutions, Inc wherever it appears in the contracts; and
 - b) Each party has executed this Agreement as of the day and year first written above.

BY: 
NAME: Mark J Talbot
TITLE: Vice President

DISTRICT OF COLUMBIA
BY: 
NAME: James R. Dean
TITLE: Contracting Officer

<u>Contract No.</u>	<u>Contract Type</u>	<u>Contracting Office</u>	<u>Contract Value</u>	<u>POs</u>	<u>Remaining PO Values</u>
POKV-2006-C-0064	Requirements contract payment based on fixed unit prices with cost reimbursement and labor hours components	Office of Contracting and Procurement 441 4th Street, NW, Suite 700S Washington, DC 20001	\$52,664,209.76	PO386903	\$4,131,872.83
DCTO-2009-C-0101	Firm fixed price	Office of Contracting and Procurement 441 4th Street, NW, Suite 700S Washington, DC 20001	\$935,482.00	PO369319	570.77
DCTO-2011-C-0026	Requirements contract payment based on fixed unit prices	Office of Contracting and Procurement 441 4th Street, NW, Suite 700S Washington, DC 20001	\$239,998.80	PO378411	\$55,330.00

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		1. Contract Number		Page of Pages	
		POKV-2006-C-0064		1 3	
2. Amendment/Modification Number		3. Effective Date		4. Requisition/Purchase Request No.	
POKV-2006-C-0064-M22		See block 18C			
6. Issued by:		Code		5. Solicitation Caption	
Office of Contracting and Procurement Information Technology Group 441 4 th Street, N.W., Suite 700 South Washington, D.C. 20001				Ticket Processing and Services	
8. Name and Address of Contractor (No. street, city, county, state and zip code)		7. Administered by (If other than line 6)			
Xerox State and Local Solutions, Inc 1800 M Street, NW 7 th Floor Washington, DC 20036		Department of Motor Vehicles 96M Street, SW Washington, D.C. 20001			
Code		Facility		9A. Amendment of Solicitation No.	
				9B. Dated (See Item 11)	
				10A. Modification of Contractor/Order No.	
				X POKV-2006-C-0064	
				10B. Dated (See Item 13)	
				January 3, 2007	
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS					
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) BY separate letter or fax which includes a reference to the solicitation and amendment number. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such may be made by letter or fax; provided each letter or telegram makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.					
12. Accounting and Appropriation Data. (If Required)					
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTORS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14					
A. This change order is issued pursuant to (Specify Authority): 27 DCMR, Chapter 36, Section 3601.2(b) The changes set forth in item 14 are made in the contract/order no. in item 10A.					
B. The above numbered contract/order is modified to reflect the administrative changes (such as changes in paying office, appropriation data etc.) set forth in item 14, pursuant to the authority of:					
X C. This supplemental agreement is entered into pursuant to authority of: 27 DCMR, Chapter 26, 3601.1					
D. Other (Specify type of modification and authority):					
E. IMPORTANT: Contractor <input type="checkbox"/> is not <input checked="" type="checkbox"/> is required to sign this document and return one (1) copy to the issuing office.					
14. Description of Amendment/Modification (Organized by UCF Section headings, including solicitation/contract subject matter where feasible.)					
In accordance with the Standard Contract Provisions (SCP) for use with D.C. Supply and Services contracts, dated March 2007, Changes Clause, Paragraph 15, the ACS State and Local Solutions, Contract No. POKV-2006-C-0064, dated January 3, 2007 for Ticket Processing Services is hereby modified to add Attachment A to Section C.5.7. The total cost of this modification is \$98,800.00 which was funded under CLIN 1005 or P0386903-V2.					
Except as provided herein, all terms and conditions of the document is referenced in item 9A or 10A remain unchanged and in full force and effect.					
15A. Name and Title of Signer (Type or print)		15A. Name of Contracting Officer			
		John R. Dean			
15B. Name of Contractor		15C. Date Signed		15B. District of Columbia	
Mark J. Talbot, Vice President		6/20/12			
(Signature of person authorized to sign)				(Signature of Contracting Officer)	
				16C. Date Signed	
				6/20/12	

CONTINUATION SHEET
AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT

Modification Number
 POKV-2006-C-0064 -- M22

Page of Pages
 2 3

CONTRACT RECAP:

BASE PERIOD January 3, 2007 through January 2, 2009	\$12,494,312.00
CHANGE IN CONTRACTING OFFICER (M0001) January 17, 2007 through January 2, 2009	\$0.00
ADDITION OF COLLECTION AND LOCKBOX SERVICES (M0002) March 14, 2007 through April 30, 2007	850,176.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M003) May 1, 2007 through June 30, 2007	1,079,309.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M004) July 1, 2007 through August 25, 2007	712,757.00
REDUCTION IN SCOPE OF WORK (M005) September 15, 2008 through January 2, 2009	(637,450.00)
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INCREASE IN CONTRACT VALUE FOR OPTION YEAR ONE (M007) December 17, 2008 through January 2, 2009	0.00
EXERCISED PARTIAL OPTION FOR OPTION YEAR ONE (M008) January 3, 2009 through February 11, 2009	810,000.00
ADDITION OF PHOTO TICKETS TO BOOT FILE (M009) December 31, 2008 through February 11, 2009	4,000.00
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RESCIND MODIFICATION M007 (M011)	0.00
INCREASE CONTRACT CEILING FOR BASE TERM (M011) January 3, 2007 through January 2, 2009	2,286,984.00
INCREASE CONTRACT CEILING FOR OPTION YEAR ONE (M011) February 22, 2009 through January 2, 2010	1,144,000.00
ONE YEAR CONTRACT EXTENSION (M012) January 3, 2010 through January 2, 2011	8,938,500.00
ADDITION OF SYSTEM ENHANCEMENTS AND UPGRADES (M013) May 20, 2010 through January 2, 2011	155,200.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M014) January 3, 2011 through February 2, 2011	724,423.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M015) February 3, 2011 through April 5, 2011	1,584,846.00
BALANCE OF SECOND ONE YEAR CONTRACT EXTENSION (M016) April 6, 2011 through January 2, 2012	6,831,806.00
INCORPORATE STATEMENT OF WORK CHANGES (M17) Date of Award through January 2, 2012	(37,500.00)
INCORPORATE STATEMENT OF WORK CHANGES (M18) Date of Award through January 2, 2012	0.00
THIRD ONE YEAR CONTRACT EXTENSION (M19) January 3, 2012 through January 2, 2013	9,395,690.76
INCORPORATE STATEMENT OF WORK CHANGES (M20) Date of Award through January 2, 2013	0.00
ADMINISTRATIVE CHANGES (M21) Date of Award through January 2, 2013	12,000.00

CONTINUATION SHEET
AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT

Modification Number
POKV-2006-C-0064 - M22

Page of Pages
3 | 3

INCORPORATE STATEMENT OF WORK CHANGES (M22)
Date of Award through January 2, 2013

0.00

CUMULATIVE CONTRACT TOTAL

\$52,706,209.76

C.5.7 NEW/FUTURE PROGRAMMING REQUIREMENTS

C.5.7.9 Accept Event images from vendors other than ATS to load into Citeweb (LOE 35)

Currently ATS is the only external vendor that transmits photo camera event data, images, video and log images into the Contractor's Citeweb system. MPD is contemplating additional vendors loading event data, up to a total of seven additional vendors that are not supported by the Contractor currently in the contract, not to include the Contractor itself. The cost pricing provided by the Contractor stipulates \$3800 for the first vendor and \$800 for each additional vendor for which the Contractor provides the functionality to accept event data, images and video into Citeweb.

Xerox Estimated Labor - 86 hours

C.5.7.10 Change Scan Additional to include "scan to all open tickets on state/plate" (LOE 46)

This will allow users of scanning equipment to scan an image to all open tickets on a state/plate entity to the case number rather than the current limit of one ticket.

Xerox Estimated Labor - 45 hours

C.5.7.11 Add latitude/longitude to stolen vehicle hit alert email (LOE 47)

This will add the GPS latitude/longitude to the email alert notifying MPD that a vehicle on the stolen vehicle file was spotted.

Xerox Estimated Labor - 32 hours

C.5.7.12 Changes to online mail adjudication (LOE 48)

This will add nine enhancements to the existing online mail adjudication application that is accessible to citizens via the DMV website. The nine enhancements are identified on the attached LOE 48 documentation from the Contractor.

Xerox Estimated Labor - 48 hours

C.5.7.13 Changes to TAS for contested tickets (LOE 49)

DMV presently hosts a Ticket Alert Service application on its website to allow citizens with an issued activation code to be alerted of actions or pending actions relating to a vehicle plate or a driver license. LOE 49 will

provide an enhancement to the TAS ticket detail page to notify the citizen that a mail adjudication request has been received and the citizen will be notified when a decision is made.

Xerox Estimated Labor – 32 hours

C.5.7.14 Create new PocketTix application for 61D tickets (LOE 50)

The Contractor will create a new version of PocketTix that will provide issuance and tracking of PD328 and PD329 warning tickets as well as 61-D citations.

Xerox Estimated Labor – 280 hours

C.5.7.15 PocketTix new menu item for searching violation code table outside ticket issuance (LOE 51)

This new menu item will enable the ticket writer to look up violation code descriptions and fines outside of the normal ticketing process flow, prior to issuing a ticket.

Based on the description, the ticket writer should be able to determine if a ticket should be written or not. After the description look-up, the ticket writer could initiate a ticket from this screen. The enhancement shall include a box with scroller bar that includes the text from the Violation Text table in eTIMS, which is what is printed on the hearing records. This describes in detail the reasoning behind the violation so that the ticket writer can see, for example, what a red light violation constitutes, or how many feet from the intersection a vehicle must be to park.

Xerox Estimated Labor – 46 hours

C.5.7.16 Reporting to track events through the Citeweb process

This project will enable the development of specialized reporting to track events such as data, images, video and logs through each step of the Citeweb process from the point of receipt of data and images from the MPD photo enforcement camera vendor(s) through final mailing and update to the ticket system. No Development Assessment document is required from the Contractor for this item, as reporting will be developed in accordance with MPD requests at the stipulated hourly rate in the contract.

Xerox Estimated Labor – 80 hours

C.5.7.17 Allow officers to override VIN validation (LOE 53)

Currently the Contractor's Pocket PEO VIN validation program utilized by MPD prevents a limited number of VINs from being entered by officers when issuing tickets. The vendor will provide a VIN override option with button options to allow override or cancellation.

Xerox Estimated Labor – 39.5 hours

C.5.7.18 Location Image Library for Pocket Tix (LOE 54)

This project will permit MPD officers to take up to four photos of signage and/or the violation scene, per location, as part of their setup for targeted enforcement, before ticket issuance occurs.

Xerox Estimated Labor – 52 hours

C.5.7.19 Color code violation list in Pocket Tix (LOE 55)

This project will allow the Contractor's Pocket Tix MPD system administrator to select the appropriate colors for each of the two types of violation codes, using HH Parking.

Xerox Estimated Labor – 30 hours

C.5.7.20 Use NCIC Stolen Vehicle File for all Pocket Tix user agencies (LOE 56)

This project will enable all agencies to use the same NCIC stolen vehicle file.

Xerox Estimated Labor – 21 hours

C.5.7.21 Voice notes (LOE 57)

This project will enable issuing officers to record their voice or any other voices they deem evidentiary using the Contractor's Pocket Tix application. Voice users will be able to record for up to two minutes during or after ticket issuance. Specific users will be able to listen to the recordings following a data transfer.

Xerox Estimated Labor – 88 hours

C.5.7.22 Copy/paste of notes (LOE 58)

This project will enable issuing officers to copy notes to a clipboard and paste within another notes field. Additional required server storage will be accommodated.

Xerox Estimated Labor – 34 hours

C.5.7.23 Validate DLN field (LOE 59)

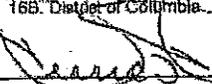
This project will provide for simple validation for the driver license field to reduce keying errors.

Xerox Estimated Labor – 18.5 hours

C.5.7.24 Date stamp photos in Pocket Tix (LOE 60)

This project will allow the date stamp to be placed on all future images associated with tickets.

Xerox Estimated Labor – 56 hours

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		1. Contract Number POKV-2006-C-0064	Page of Pages 1 3	
2. Amendment/Modification Number POKV-2006-C-0054-M23	3. Effective Date See block 16C	4. Requisition/Purchase Request No.	5. Solicitation Caption Ticket Processing and Services	
6. Issued by: Office of Contracting and Procurement Information Technology Group 441 4 th Street, N.W., Suite 700 South Washington, D.C. 20001		Code	7. Administered by (if other than line 6) Department of Motor Vehicles 95M Street, SW Washington, D.C. 20001	
8. Name and Address of Contractor (No. street, city, county, state and zip code) Xerox State and Local Solutions, Inc 1800 M Street, NW 7 th Floor Washington, DC 20036		9A. Amendment of Solicitation No.		
Code		9B. Dated (See Item 11)		
Facility		10A. Modification of Contractor/Order No. X POKV-2006-C-0064		
		10B. Dated (See Item 13) January 3, 2007		
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS				
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended. <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) BY separate letter or fax which includes a reference to the solicitation and amendment number. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such may be made by letter or fax, provided each letter or telegram makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.				
12. Accounting and Appropriation Data (if Required)				
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTORS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14				
A. This change order is issued pursuant to (Specify Authority): 27 DCMR, Chapter 36, Section 3601.2(b) The changes set forth in Item 14 are made in the contract/order no. in Item 10A.				
B. The above numbered contract/order is modified to reflect the administrative changes (such as changes in paying office, appropriation data etc.) set forth in Item 14, pursuant to the authority of:				
X C. This supplemental agreement is entered into pursuant to authority of: 27 DCMR, Chapter 26, 3601.1				
D. Other (Specify type of modification and authority)				
E. IMPORTANT: Contractor <input type="checkbox"/> is not <input checked="" type="checkbox"/> is required to sign this document and return one (1) copy to the issuing office.				
14. Description of Amendment/Modification (Organized by UCF Section headings, including solicitation/contract subject matter where feasible.) The District's Ticket Processing contract POKV-2006-C-0064 is hereby modified as mutually agreed upon. Period of Performance: Through December 31st, 2012 All other terms and conditions remain unchanged.				
Except as provided herein, all terms and conditions of the document is referenced in Item 9A or 10A remain unchanged and in full force and effect.				
15A. Name and Title of Signer (Type or print) Mark S. Talner		16A. Name of Contracting Officer Derrick D. White		
15B. Name of Contractor  (Signature of person authorized to sign)		15C. Date Signed	16B. District of Columbia  (Signature of Contracting Officer)	16C. Date Signed 8/21/12

CONTINUATION SHEET

Modification Number
POKV-2008-C-0084 - M23

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2	3

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT

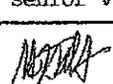
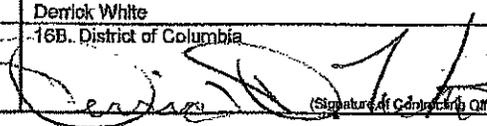
- 1.) Elimination of 2012 COLA, roll back Per Citation fee to 2011 Rates. Effective on invoices to the City for work performed on or after October 1st 2012.
- 2.) Xerox will provide additional programming for Development (LOE quotes 35, 46, 47, 48, 49, 50, 51, 53, 54, 55, 56, 57, 58, 59, 60, and 61) at no cost to the District for the hours listed below.

Development

Item (LOE)	Hours
LOE35 Add Non-ATS Events to Citweb	88
LOE46 Scan Additional to Plates	45
LOE47 Add Latitude/Longitude to Stolen Email Alert	32
LOE48 Changes to Online Mail Adjudication	48
LOE49 Changes to TAS	32
LOE50 61D Ticket	280
LOE51 PocketTix Violation Code Search (Outside of ticketing)	46
LOE53 VIN Override in PocketTix	39.5
LOE54 Location Image Library	52
LOE55 Color-code Violation List in PocketTix	30
LOE56 Stolen Vehicle File	21
LOE57 Voice Notes	88
LOE58 Copy/Paste Notes	34
LOE59 Validate DLN field	18.5
LOE60 Date-stamp Photos in PocketTix	56
LOE61 Assess Adjudication Fee on Liable Hearings	88
	996

- 3.) Xerox will provide eight (8) (new and/or used) portable side of the road speed cameras for use by the District to be installed in September 2012 for use through December 31st 2012 or until 46,000 citations are issued, whichever comes first.
 - i. All cameras will be supported by Xerox for routine maintenance.
 - ii. Cameras can be rotated to new locations no more than once per week by a Xerox technician at the MPD Program Manager's direction.
 - iii. Xerox camera technicians work Monday – Friday during normal business hours excluding District holidays.
 - iv. Xerox will capture violations and download images and data to the centralized photo processing center for MPD authorized trained users to perform the digitizing step or Xerox will perform the digitizing step AT NO COST TO DISTRICT Data and Images will be loaded into Citweb for normal processing by MPD.
 - v. CiteNet photo enforcement back-office processes will be provided at NO COST TO THE DISTRICT for use with these eight (8) cameras.
 - vi. Xerox will charge a per-ticket processing fee for these citations upon upload to eTIMS, in addition to other standard costs for postage and post-issuance processing.

CONTINUATION SHEET		Modification Number		Page of Pages	
AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		POKV-2006-C-0064 - M23		3	3
vii.	Xerox will process up-to 46,000 voids, at no cost to the District, beginning on October 1, 2012 and ending no later than December 31, 2012. The total number of voids processed at no additional cost to the District will not exceed the total number of citations issued by the loaner cameras.				
viii.	If any camera provided under this agreement is destroyed or stolen, Xerox will not be required to replace the unit and the District will take prompt action to assist in identifying the responsible party and assist in the recovery of the stolen or damaged unit. In the event one of the two new Vitronic PCU units provided under this agreement is destroyed or stolen, Xerox reserves the right to not replace the unit and to remove the remaining Vitronic PCU.				
4.) Xerox will provide a full time Citeweb system development professional through December 31 st 2012 at NO COST TO THE DISTRICT.					
i.	Priorities for the Developer will be set by the MPD Photo Enforcement Program Manager working in conjunction with the local Xerox program manager Jeff Frank. If the Developer is not available, Xerox will ensure that there is a trained designee assigned who can perform the necessary work in his or her absence.				
5.) Xerox will continue to work with MPD and DMV Program Management team to develop a robust Quality Assurance" and "Quality Control Plan" that emphasizes PERFORMANCE STANDARDS, METHODS OF QA SURVEILLANCE, CONTINUING IMPROVEMENTS, and CUSTOMER SATISFACTION.					
i.	Quality Assurance" and "Quality Control. Plan must be comprehensive, fully auditable, and provide adequate reporting to ensure that counts at all steps of processing are being reconciled daily with any exceptions identified and tracked so they can either be confirmed or corrected.				

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		1. Contract Number POKV-2006-C-0064	Page of Pages 1 3	
2. Amendment/Modification Number POKV-2006-C-0064-M24	3. Effective Date See block 16C	4. Requisition/Purchase Request No.	5. Solicitation Caption Ticket Processing and Services	
6. Issued by: Office of Contracting and Procurement Information Technology Group 441 4 th Street, N.W., Suite 700 South Washington, D.C. 20001		Code	7. Administered by (If other than line 6) Department of Motor Vehicles 96M Street, SW Washington, D.C. 20001	
8. Name and Address of Contractor (No. street, city, county, state and zip code) Xerox State and Local Solutions, Inc 1800 M Street, NW Washington, DC 20036		9A. Amendment of Solicitation No.		
Code		9B. Dated (See Item 11)		
Facility		10A. Modification of Contractor/Order No. X POKV-2006-C-0064		
		10B. Dated (See Item 13) January 3, 2007		
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS				
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended. <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) BY separate letter or fax which includes a reference to the solicitation and amendment number. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such may be made by letter or fax, provided each letter or telegram makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.				
12. Accounting and Appropriation Data (If Required)				
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14				
A. This change order is issued pursuant to (Specify Authority): 27 DCMR, Chapter 36, Section 3601.2(b) The changes set forth in item 14 are made in the contract/order no. in item 10A.				
B. The above numbered contract/order is modified to reflect the administrative changes (such as changes in paying office, appropriation data etc.) set forth in item 14, pursuant to the authority of:				
X	C. This supplemental agreement is entered into pursuant to authority of: DC Official Code §2-354.04 and 27 DCMR §2005.6(b).			
D. Other (Specify type of modification and authority)				
E. IMPORTANT: Contractor <input type="checkbox"/> is not <input checked="" type="checkbox"/> is required to sign this document and return one (1) copy to the issuing office.				
14. Description of Amendment/Modification (Organized by UCF Section headings, including solicitation/contract subject matter where feasible.) Contract No. POKV-2006-C-0064 for Xerox State and Local Solutions, dated January 3, 2007 for Ticket Processing Services is hereby modified to extend the term of the contract for the period of January 3, 2013 through January 2, 2014 at a not-to-exceed value of \$10,755,517.52 (see Attachment A). Wage Determination No. 2005-2103, Revision No. 12 dated 6/13/12 is hereby incorporated (see Attachment B). *No work is to be performed under CLIN 1004 unless a modification is issued by the Contracting Officer.				
Except as provided herein, all terms and conditions of the document is referenced in Item 9A or 10A remain unchanged and in full force and effect.				
15A. Name and Title of Signer (Type or print) Mark Talbot, Senior Vice President		16A. Name of Contracting Officer Derrick White		
15B. Name of Contractor 	15C. Date Signed 12/14/2012	16B. District of Columbia 		16C. Date Signed 1/2/2013
(Signature of person authorized to sign)		(Signature of Contracting Officer)		

CONTINUATION SHEET
AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT

Modification Number
 POKV-2006-C-0064 - M24

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CONTRACT RECAP:

BASE PERIOD January 3, 2007 through January 2, 2009	\$12,494,312.00
CHANGE IN CONTRACTING OFFICER (M0001) January 17, 2007 through January 2, 2009	\$0.00
ADDITION OF COLLECTION AND LOCKBOX SERVICES (M0002) March 14, 2007 through April 30, 2007	850,176.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M003) May 1, 2007 through June 30, 2007	1,079,309.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M004) July 1, 2007 through August 25, 2007	712,757.00
REDUCTION IN SCOPE OF WORK (M005) September 15, 2008 through January 2, 2009	(637,450.00)
INCREASE IN CONTRACT CEILING (M006) October 6, 2008 through January 2, 2009	920,000.00
INCREASE IN CONTRACT VALUE FOR OPTION YEAR ONE (M007) December 17, 2008 through January 2, 2009	0.00
EXERCISED PARTIAL OPTION FOR OPTION YEAR ONE (M008) January 3, 2009 through February 11, 2009	810,000.00
ADDITION OF PHOTO TICKETS TO BOOT FILE (M009) December 31, 2008 through February 11, 2009	4,000.00
EXERCISE BALANCE OF OPTION YEAR ONE (M010) February 12, 2009 through January 2, 2010	5,437,156.00
RESCIND MODIFICATION M007 (M011)	0.00
INCREASE CONTRACT CEILING FOR BASE TERM (M011) January 3, 2007 through January 2, 2009	2,286,984.00
INCREASE CONTRACT CEILING FOR OPTION YEAR ONE (M011) February 22, 2009 through January 2, 2010	1,144,000.00
ONE YEAR CONTRACT EXTENSION (M012) January 3, 2010 through January 2, 2011	8,938,500.00
ADDITION OF SYSTEM ENHANCEMENTS AND UPGRADES (M013) May 20, 2010 through January 2, 2011	155,200.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M014) January 3, 2011 through February 2, 2011	724,423.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M015) February 3, 2011 through April 5, 2011	1,564,646.00
BALANCE OF SECOND ONE YEAR CONTRACT EXTENSION (M016) April 6, 2011 through January 2, 2012	6,831,806.00
INCORPORATE STATEMENT OF WORK CHANGES (M17) Date of Award through January 2, 2012	(37,500.00)
INCORPORATE STATEMENT OF WORK CHANGES (M18) Date of Award through January 2, 2012	0.00
THIRD ONE YEAR CONTRACT EXTENSION (M19) January 3, 2012 through January 2, 2013	9,395,690.76
INCORPORATE STATEMENT OF WORK CHANGES (M20) Date of Award through January 2, 2013	0.00
ADMINISTRATIVE CHANGES (M21) Date of Award through January 2, 2013	12,000.00

CONTINUATION SHEET
AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT

Modification Number
POKV-2006-C-0064 - M24

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INCORPORATE STATEMENT OF WORK CHANGES (M22) Date of Award through January 2, 2013	0.00
INCORPORATE STATEMENT OF WORK CHANGES FOR REMEDY (M23) Date of Award through January 2, 2013	0.00
INCREASE CONTRACT CEILING AMOUNT (M24) Date of Award through January 2, 2013	<u>10,755,517.52</u>
CUMULATIVE CONTRACT TOTAL	\$63,461,727.28

SECTION B - SUPPLIES OR SERVICE AND PRICE

- B.1** The Government of the District of Columbia, through the Office of Contracting and Procurement, on behalf of the Department of Motor Vehicles (DMV) (the District) hereby seeks to extend the current Ticket Processing contract (POKV-2006-C-0064) with ACS State and Local Solutions to provide ticket processing and related services.
- B.2** This is a requirements contract for a one (1) year period with payment based on firm fixed unit prices with a cost reimbursement component for approved expenses associated with the contract, as set forth in Section B.4 of the Contract.
- B.3 PRICE SCHEDULE – REQUIREMENTS**

B.3.1 Period of Performance: January 3, 2013 through January 2, 2014

Contract Line Item No. (CLIN)	Item Description	Price Per Unit	Estimated Quantity	Total Estimated Price	Not to Exceed Amount
1001	Tickets Processed - updated to the database	\$2.44 per ticket	First 100,000/ month	\$2,928,000.00	
1001AA	Void and Warning Tickets (<i>Parking and Moving violations</i>)	\$0 per ticket	4,167/ month	\$0.00	
1001AB	Void (<i>Photo violations</i>)	\$0 per ticket	20,833/ month	\$0.00	
1001AC	Warning Tickets (<i>Photo violations</i>)	\$2.07 per ticket	16,667/ month	\$414,008.28	
1002	Tickets Processed - updated to the database	\$2.31 per ticket	100,001+/ month (est. 154,167 over the first 100,000)	\$4,273,509.24	
1003	Reimbursable Ceiling				\$2,940,000.00
1004	Special Programming Projects	\$100 /hr			See Section B.4.1
1005A	Undetermined/Future Special Programming Projects	\$0 /hr	First 600 hrs		\$0.00
1005B	Undetermined/Future Special Programming Projects	\$100 /hr	2,000 hrs		\$200,00.00
Estimated Totals				\$7,615,517.52	\$3,140,000.00
Grand Estimated Total for B.3.1					\$10,755,517.52

B.4 Cost Reimbursable Component

The District shall reimburse the Contractor for the following direct costs:

1. Postage for mailing notices, excluding collection notices (not to exceed \$870,000 per year);
2. Fees charged by state motor vehicle agencies for names and addresses of out-of-state violators, excluding fees to obtain names and addresses relative to any ticket assigned to the Contractor for delinquent collections (not to exceed \$222,000 per year);
3. Costs for radio communications airtime to support mobile data computer interface with the ticket system, including MDT's computer interface used by Boot Crews, ROSA and other DPW equipment and not provided or supported elsewhere in this contract (not to exceed \$18,000 per year);
4. Supplemental workstations, scanners, check verifiers, and printers requested in writing by the Contracting Officer's Technical Representative (not to exceed \$25,000 per year);
5. Network cabling for workstation connectivity at existing or additional sites, if requested in writing by the Contracting Officer's Technical Representative (not to exceed \$5,000 per year);
6. Credit Card transactions (not to exceed \$1,800,000 per year);

B.4.1 Total cost reimbursement ceiling for the allowable costs identified in this section shall not exceed \$2,940,000 per year. The price for performing CLINs 1004 and 1005, shall not exceed \$200,000.00. The Contractor shall notify the Contracts Administrator, in writing, whenever it has reason to believe that the total cost for reimbursable and/or labor expenditures will be greater than the ceiling.

B.4.2 The District is not obligated to reimburse the Contractor for costs incurred in excess of the cost reimbursement ceiling and the Contractor is not obligated to continue performance of services or procurements subject to cost reimbursement that are in excess of the contract reimbursement ceiling until the Contracting Officer notifies the Contractor, in writing, that the estimated cost has been increased and provides a revised cost reimbursement ceiling.

B.4.3 If any cost reimbursement ceiling is increased, any costs the Contractor incurs before the increase that are in excess of the previous cost reimbursement ceiling shall be allowable to the same extent as if incurred afterward, unless the Contracting Officer issues a termination or other notice directing that the increase is solely to cover termination or other specified expenses.

B.4.4 A change order shall not be considered an authorization to exceed the applicable

cost reimbursement ceiling unless the change order specifically increases the cost reimbursement ceiling.

- B.4.5 At any time or times before final payment and two years thereafter, the Contracting Officer may have the Contractor's invoices or vouchers and statements of cost audited. Any payment may be reduced by amounts found by the Contracting Officer not to constitute allowable costs as adjusted for prior overpayments and underpayments.

WD 05-2103 (Rev.-12) was first posted on www.wdol.gov on 06/19/2012

REGISTER OF WAGE DETERMINATIONS UNDER		U.S. DEPARTMENT OF LABOR
THE SERVICE CONTRACT ACT		EMPLOYMENT STANDARDS ADMINISTRATION
By direction of the Secretary of Labor		WAGE AND HOUR DIVISION
		WASHINGTON D.C. 20210

Diane C. Koplewski	Division of	Wage Determination No.: 2005-2103
Director	Wage Determinations	Revision No.: 12
		Date Of Revision: 06/13/2012

States: District of Columbia, Maryland, Virginia

Area: District of Columbia Statewide
 Maryland Counties of Calvert, Charles, Frederick, Montgomery, Prince
 George's, St Mary's
 Virginia Counties of Alexandria, Arlington, Fairfax, Falls Church, Fauquier,
 King George, Loudoun, Prince William, Stafford

****Fringe Benefits Required Follow the Occupational Listing****

OCCUPATION CODE - TITLE	FOOTNOTE	RATE
01000 - Administrative Support And Clerical Occupations		
01011 - Accounting Clerk I		15.08
01012 - Accounting Clerk II		16.92
01013 - Accounting Clerk III		22.30
01020 - Administrative Assistant		31.41
01040 - Court Reporter		21.84
01051 - Data Entry Operator I		14.38
01052 - Data Entry Operator II		15.69
01060 - Dispatcher, Motor Vehicle		17.87
01070 - Document Preparation Clerk		14.21
01090 - Duplicating Machine Operator		14.21
01111 - General Clerk I		14.88
01112 - General Clerk II		16.24
01113 - General Clerk III		18.74
01120 - Housing Referral Assistant		25.29
01141 - Messenger Courier		13.62
01191 - Order Clerk I		15.12
01192 - Order Clerk II		16.50
01261 - Personnel Assistant (Employment) I		18.15
01262 - Personnel Assistant (Employment) II		20.32
01263 - Personnel Assistant (Employment) III		22.65
01270 - Production Control Clerk		22.03
01280 - Receptionist		14.43
01290 - Rental Clerk		16.55
01300 - Scheduler, Maintenance		18.07
01311 - Secretary I		18.07
01312 - Secretary II		20.18
01313 - Secretary III		25.29
01320 - Service Order Dispatcher		16.98
01410 - Supply Technician		28.55
01420 - Survey Worker		20.03
01531 - Travel Clerk I		13.29
01532 - Travel Clerk II		14.36
01533 - Travel Clerk III		15.49

01611 - Word Processor I	15.63
01612 - Word Processor II	17.67
01613 - Word Processor III	19.95
05000 - Automotive Service Occupations	
05005 - Automobile Body Repairer, Fiberglass	25.26
05010 - Automotive Electrician	23.51
05040 - Automotive Glass Installer	22.15
05070 - Automotive Worker	22.15
05110 - Mobile Equipment Servicer	19.04
05130 - Motor Equipment Metal Mechanic	24.78
05160 - Motor Equipment Metal Worker	22.15
05190 - Motor Vehicle Mechanic	24.78
05220 - Motor Vehicle Mechanic Helper	18.49
05250 - Motor Vehicle Upholstery Worker	21.63
05280 - Motor Vehicle Wrecker	22.15
05310 - Painter, Automotive	23.51
05340 - Radiator Repair Specialist	22.15
05370 - Tire Repairer	14.44
05400 - Transmission Repair Specialist	24.78
07000 - Food Preparation And Service Occupations	
07010 - Baker	13.85
07041 - Cook I	12.55
07042 - Cook II	14.60
07070 - Dishwasher	10.11
07130 - Food Service Worker	10.66
07210 - Meat Cutter	18.08
07260 - Waiter/Waitress	9.70
09000 - Furniture Maintenance And Repair Occupations	
09010 - Electrostatic Spray Painter	19.86
09040 - Furniture Handler	14.06
09080 - Furniture Refinisher	20.23
09090 - Furniture Refinisher Helper	15.52
09110 - Furniture Repairer, Minor	17.94
09130 - Upholsterer	19.86
11000 - General Services And Support Occupations	
11030 - Cleaner, Vehicles	10.54
11060 - Elevator Operator	10.54
11090 - Gardener	17.52
11122 - Housekeeping Aide	11.83
11150 - Janitor	11.83
11210 - Laborer, Grounds Maintenance	13.07
11240 - Maid or Houseman	11.26
11260 - Pruner	11.58
11270 - Tractor Operator	16.04
11330 - Trail Maintenance Worker	13.07
11360 - Window Cleaner	12.85
12000 - Health Occupations	
12010 - Ambulance Driver	20.41
12011 - Breath Alcohol Technician	20.27
12012 - Certified Occupational Therapist Assistant	23.11
12015 - Certified Physical Therapist Assistant	21.43
12020 - Dental Assistant	17.18
12025 - Dental Hygienist	44.75
12030 - EKG Technician	27.67
12035 - Electroneurodiagnostic Technologist	27.67
12040 - Emergency Medical Technician	20.41
12071 - Licensed Practical Nurse I	19.07

12072	- Licensed Practical Nurse II	21.35
12073	- Licensed Practical Nurse III	24.13
12100	- Medical Assistant	15.01
12130	- Medical Laboratory Technician	18.04
12160	- Medical Record Clerk	17.42
12190	- Medical Record Technician	19.50
12195	- Medical Transcriptionist	18.77
12210	- Nuclear Medicine Technologist	37.60
12221	- Nursing Assistant I	10.80
12222	- Nursing Assistant II	12.14
12223	- Nursing Assistant III	13.98
12224	- Nursing Assistant IV	15.69
12235	- Optical Dispenser	20.17
12236	- Optical Technician	15.80
12250	- Pharmacy Technician	18.12
12280	- Phlebotomist	15.69
12305	- Radiologic Technologist	31.11
12311	- Registered Nurse I	27.64
12312	- Registered Nurse II	33.44
12313	- Registered Nurse II, Specialist	33.44
12314	- Registered Nurse III	40.13
12315	- Registered Nurse III, Anesthetist	40.13
12316	- Registered Nurse IV	48.10
12317	- Scheduler (Drug and Alcohol Testing)	21.73
13000	- Information And Arts Occupations	
13011	- Exhibits Specialist I	19.86
13012	- Exhibits Specialist II	24.61
13013	- Exhibits Specialist III	30.09
13041	- Illustrator I	20.48
13042	- Illustrator II	25.38
13043	- Illustrator III	31.03
13047	- Librarian	33.88
13050	- Library Aide/Clerk	14.21
13054	- Library Information Technology Systems Administrator	30.60
13058	- Library Technician	19.89
13061	- Media Specialist I	18.73
13062	- Media Specialist II	20.95
13063	- Media Specialist III	23.36
13071	- Photographer I	16.65
13072	- Photographer II	18.90
13073	- Photographer III	23.67
13074	- Photographer IV	28.65
13075	- Photographer V	33.76
13110	- Video Teleconference Technician	20.39
14000	- Information Technology Occupations	
14041	- Computer Operator I	18.92
14042	- Computer Operator II	21.18
14043	- Computer Operator III	23.60
14044	- Computer Operator IV	26.22
14045	- Computer Operator V	29.05
14071	- Computer Programmer I	(see 1) 26.36
14072	- Computer Programmer II	(see 1)
14073	- Computer Programmer III	(see 1)
14074	- Computer Programmer IV	(see 1)
14101	- Computer Systems Analyst I	(see 1)
14102	- Computer Systems Analyst II	(see 1)

14103 - Computer Systems Analyst III	(see 1)	
14150 - Peripheral Equipment Operator		18.92
14160 - Personal Computer Support Technician		26.22
15000 - Instructional Occupations		
15010 - Aircrew Training Devices Instructor (Non-Rated)		36.47
15020 - Aircrew Training Devices Instructor (Rated)		44.06
15030 - Air Crew Training Devices Instructor (Pilot)		52.81
15050 - Computer Based Training Specialist / Instructor		36.47
15060 - Educational Technologist		35.31
15070 - Flight Instructor (Pilot)		52.81
15080 - Graphic Artist		26.80
15090 - Technical Instructor		25.08
15095 - Technical Instructor/Course Developer.		30.67
15110 - Test Proctor		20.20
15120 - Tutor		20.20
16000 - Laundry, Dry-Cleaning, Pressing And Related Occupations		
16010 - Assembler		9.88
16030 - Counter Attendant		9.88
16040 - Dry Cleaner		12.94
16070 - Finisher, Flatwork, Machine		9.88
16090 - Presser, Hand		9.88
16110 - Presser, Machine, Drycleaning		9.88
16130 - Presser, Machine, Shirts		9.88
16160 - Presser, Machine, Wearing Apparel, Laundry		9.88
16190 - Sewing Machine Operator		13.78
16220 - Tailor		14.66
16250 - Washer, Machine		10.88
19000 - Machine Tool Operation And Repair Occupations		
19010 - Machine-Tool Operator (Tool Room)		21.14
19040 - Tool And Die Maker		23.38
21000 - Materials Handling And Packing Occupations		
21020 - Forklift Operator		18.02
21030 - Material Coordinator		22.03
21040 - Material Expediter		22.03
21050 - Material Handling Laborer		13.83
21071 - Order Filler		15.09
21080 - Production Line Worker (Food Processing)		18.02
21110 - Shipping Packer		15.09
21130 - Shipping/Receiving Clerk		15.09
21140 - Store Worker I		11.72
21150 - Stock Clerk		16.86
21210 - Tools And Parts Attendant		18.02
21410 - Warehouse Specialist		18.02
23000 - Mechanics And Maintenance And Repair Occupations		
23010 - Aerospace Structural Welder		27.21
23021 - Aircraft Mechanic I		25.83
23022 - Aircraft Mechanic II		27.21
23023 - Aircraft Mechanic III		28.53
23040 - Aircraft Mechanic Helper		17.54
23050 - Aircraft, Painter		24.73
23060 - Aircraft Servicer		19.76
23080 - Aircraft Worker		21.01
23110 - Appliance Mechanic		21.75
23120 - Bicycle Repairer		14.43
23125 - Cable Splicer		26.02
23130 - Carpenter, Maintenance		21.40
23140 - Carpet Layer		20.49

23160 - Electrician, Maintenance	27.98
23181 - Electronics Technician Maintenance I	24.94
23182 - Electronics Technician Maintenance II	26.47
23183 - Electronics Technician Maintenance III	27.89
23260 - Fabric Worker	19.13
23290 - Fire Alarm System Mechanic	22.91
23310 - Fire Extinguisher Repairer	17.62
23311 - Fuel Distribution System Mechanic	22.81
23312 - Fuel Distribution System Operator	19.38
23370 - General Maintenance Worker	21.43
23380 - Ground Support Equipment Mechanic	25.83
23381 - Ground Support Equipment Servicer	19.76
23382 - Ground Support Equipment Worker	21.01
23391 - Gunsmith I	17.62
23392 - Gunsmith II	20.49
23393 - Gunsmith III	22.91
23410 - Heating, Ventilation And Air-Conditioning Mechanic	23.89
23411 - Heating, Ventilation And Air Contditioning Mechanic (Research Facility)	25.17
23430 - Heavy Equipment Mechanic	22.91
23440 - Heavy Equipment Operator	22.91
23460 - Instrument Mechanic	22.59
23465 - Laboratory/Shelter Mechanic	21.75
23470 - Laborer	14.98
23510 - Locksmith	21.90
23530 - Machinery Maintenance Mechanic	23.12
23550 - Machinist, Maintenance	22.91
23580 - Maintenance Trades Helper	18.27
23591 - Metrology Technician I	22.59
23592 - Metrology Technician II	23.80
23593 - Metrology Technician III	24.96
23640 - Millwright	28.19
23710 - Office Appliance Repairer	22.96
23760 - Painter, Maintenance	21.75
23790 - Pipefitter, Maintenance	24.63
23810 - Plumber, Maintenance	22.29
23820 - Pneudraulic Systems Mechanic	22.91
23850 - Rigger	22.91
23870 - Scale Mechanic	20.49
23890 - Sheet-Metal Worker, Maintenance	22.91
23910 - Small Engine Mechanic	20.49
23931 - Telecommunications Mechanic I	29.95
23932 - Telecommunications Mechanic II	31.55
23950 - Telephone Lineman	27.41
23960 - Welder, Combination, Maintenance	22.91
23965 - Well Driller	22.91
23970 - Woodcraft Worker	22.91
23980 - Woodworker	17.62
24000 - Personal Needs Occupations	
24570 - Child Care Attendant	12.79
24580 - Child Care Center Clerk	17.77
24610 - Chore Aide	10.57
24620 - Family Readiness And Support Services Coordinator	16.90
24630 - Homemaker	18.43
25000 - Plant And System Operations Occupations	

25010 - Boiler Tender	27.30
25040 - Sewage Plant Operator	20.84
25070 - Stationary Engineer	27.30
25190 - Ventilation Equipment Tender	19.49
25210 - Water Treatment Plant Operator	20.84
27000 - Protective Service Occupations	
27004 - Alarm Monitor	20.57
27007 - Baggage Inspector	12.71
27008 - Corrections Officer	22.80
27010 - Court Security Officer	24.72
27030 - Detection Dog Handler	20.57
27040 - Detention Officer	22.80
27070 - Firefighter	24.63
27101 - Guard I	12.71
27102 - Guard II	20.57
27131 - Police Officer I	26.52
27132 - Police Officer II	29.67
28000 - Recreation Occupations	
28041 - Carnival Equipment Operator	13.59
28042 - Carnival Equipment Repairer	14.63
28043 - Carnival Equipment Worker	9.24
28210 - Gate Attendant/Gate Tender	13.01
28310 - Lifeguard	11.59
28350 - Park Attendant (Aide)	14.56
28510 - Recreation Aide/Health Facility Attendant	10.62
28515 - Recreation Specialist	18.04
28630 - Sports Official	11.59
28690 - Swimming Pool Operator	18.21
29000 - Stevedoring/Longshoremen Occupational Services	
29010 - Blocker And Bracer	23.13
29020 - Hatch Tender	23.13
29030 - Line Handler	23.13
29041 - Stevedore I	21.31
29042 - Stevedore II	24.24
30000 - Technical Occupations	
30010 - Air Traffic Control Specialist, Center (HFO) (see 2)	39.92
30011 - Air Traffic Control Specialist, Station (HFO) (see 2)	26.84
30012 - Air Traffic Control Specialist, Terminal (HFO) (see 2)	29.56
30021 - Archeological Technician I	20.19
30022 - Archeological Technician II	22.60
30023 - Archeological Technician III	27.98
30030 - Cartographic Technician	27.98
30040 - Civil Engineering Technician	26.41
30061 - Drafter/CAD Operator I	20.19
30062 - Drafter/CAD Operator II	22.60
30063 - Drafter/CAD Operator III	25.19
30064 - Drafter/CAD Operator IV	31.00
30081 - Engineering Technician I	22.92
30082 - Engineering Technician II	25.72
30083 - Engineering Technician III	28.79
30084 - Engineering Technician IV	35.64
30085 - Engineering Technician V	43.61
30086 - Engineering Technician VI	52.76
30090 - Environmental Technician	27.41
30210 - Laboratory Technician	23.38
30240 - Mathematical Technician	28.94
30361 - Paralegal/Legal Assistant I	21.36

30362	- Paralegal/Legal Assistant II	26.47
30363	- Paralegal/Legal Assistant III	32.36
30364	- Paralegal/Legal Assistant IV	39.16
30390	- Photo-Optics Technician	27.98
30461	- Technical Writer I	21.93
30462	- Technical Writer II	26.84
30463	- Technical Writer III	32.47
30491	- Unexploded Ordnance (UXO) Technician I	24.74
30492	- Unexploded Ordnance (UXO) Technician II	29.93
30493	- Unexploded Ordnance (UXO) Technician III	35.88
30494	- Unexploded (UXO) Safety Escort	24.74
30495	- Unexploded (UXO) Sweep Personnel	24.74
30620	- Weather Observer, Combined Upper Air Or	(see 2) 25.19
Surface Programs		
30621	- Weather Observer, Senior	(see 2) 27.98
31000	- Transportation/Mobile Equipment Operation Occupations	
31020	- Bus Aide	14.32
31030	- Bus Driver	20.85
31043	- Driver Courier	13.98
31260	- Parking and Lot Attendant	10.07
31290	- Shuttle Bus Driver	15.66
31310	- Taxi Driver	13.98
31361	- Truckdriver, Light	15.66
31362	- Truckdriver, Medium	17.90
31363	- Truckdriver, Heavy	19.18
31364	- Truckdriver, Tractor-Trailer	19.18
99000	- Miscellaneous Occupations	
99030	- Cashier	10.03
99050	- Desk Clerk	11.58
99095	- Embalmer	23.05
99251	- Laboratory Animal Caretaker I	11.30
99252	- Laboratory Animal Caretaker II	12.35
99310	- Mortician	31.73
99410	- Pest Controller	17.69
99510	- Photofinishing Worker	13.20
99710	- Recycling Laborer	18.50
99711	- Recycling Specialist	22.71
99730	- Refuse Collector	16.40
99810	- Sales Clerk	12.09
99820	- School Crossing Guard	13.43
99830	- Survey Party Chief	21.94
99831	- Surveying Aide	13.63
99832	- Surveying Technician	20.85
99840	- Vending Machine Attendant	14.43
99841	- Vending Machine Repairer	18.73
99842	- Vending Machine Repairer Helper	14.43

ALL OCCUPATIONS LISTED ABOVE RECEIVE THE FOLLOWING BENEFITS:

HEALTH & WELFARE: \$3.71 per hour or \$148.40 per week or \$643.07 per month

VACATION: 2 weeks paid vacation after 1 year of service with a contractor or

successor; 3 weeks after 5 years, and 4 weeks after 15 years. Length of service includes the whole span of continuous service with the present contractor or successor, wherever employed, and with the predecessor contractors in the performance of similar work at the same Federal facility. (Reg. 29 CFR 4.173)

HOLIDAYS: A minimum of ten paid holidays per year, New Year's Day, Martin Luther King Jr's Birthday, Washington's Birthday, Memorial Day, Independence Day, Labor Day, Columbus Day, Veterans' Day, Thanksgiving Day, and Christmas Day. (A contractor may substitute for any of the named holidays another day off with pay in accordance with a plan communicated to the employees involved.) (See 29 CFR 4174)

THE OCCUPATIONS WHICH HAVE NUMBERED FOOTNOTES IN PARENTHESES RECEIVE THE FOLLOWING:

1) **COMPUTER EMPLOYEES:** Under the SCA at section 8(b), this wage determination does not apply to any employee who individually qualifies as a bona fide executive, administrative, or professional employee as defined in 29 C.F.R. Part 541. Because most Computer System Analysts and Computer Programmers who are compensated at a rate not less than \$27.63 (or on a salary or fee basis at a rate not less than \$455 per week) an hour would likely qualify as exempt computer professionals, (29 C.F.R. 541.400) wage rates may not be listed on this wage determination for all occupations within those job families. In addition, because this wage determination may not list a wage rate for some or all occupations within those job families if the survey data indicates that the prevailing wage rate for the occupation equals or exceeds \$27.63 per hour conformances may be necessary for certain nonexempt employees. For example, if an individual employee is nonexempt but nevertheless performs duties within the scope of one of the Computer Systems Analyst or Computer Programmer occupations for which this wage determination does not specify an SCA wage rate, then the wage rate for that employee must be conformed in accordance with the conformance procedures described in the conformance note included on this wage determination.

Additionally, because job titles vary widely and change quickly in the computer industry, job titles are not determinative of the application of the computer professional exemption. Therefore, the exemption applies only to computer employees who satisfy the compensation requirements and whose primary duty consists of:

(1) The application of systems analysis techniques and procedures, including consulting with users, to determine hardware, software or system functional specifications;

(2) The design, development, documentation, analysis, creation, testing or modification of computer systems or programs, including prototypes, based on and related to user or system design specifications;

(3) The design, documentation, testing, creation or modification of computer programs related to machine operating systems; or

(4) A combination of the aforementioned duties, the performance of which requires the same level of skills. (29 C.F.R. 541.400).

2) **AIR TRAFFIC CONTROLLERS AND WEATHER OBSERVERS - NIGHT PAY & SUNDAY PAY:** If you work at night as part of a regular tour of duty, you will earn a night differential and receive an additional 10% of basic pay for any hours worked between 6pm and 6am. If you are a full-time employed (40 hours a week) and Sunday is part of your regularly scheduled workweek, you are paid at your rate of basic pay plus a Sunday premium of 25% of your basic rate for each hour of Sunday work which is not overtime (i.e. occasional work on Sunday outside the normal tour of duty is considered overtime work).

HAZARDOUS PAY DIFFERENTIAL: An 8 percent differential is applicable to employees employed in a position that represents a high degree of hazard when working with or in close proximity to ordnance, explosives, and incendiary materials. This includes work such as screening, blending, dying, mixing, and pressing of sensitive ordnance, explosives, and pyrotechnic compositions such as lead azide, black powder and photoflash powder. All dry-house activities involving propellants or explosives.

Demilitarization, modification, renovation, demolition, and maintenance operations on sensitive ordnance, explosives and incendiary materials. All operations involving regrading and cleaning of artillery ranges.

A 4 percent differential is applicable to employees employed in a position that represents a low degree of hazard when working with, or in close proximity to ordnance, (or employees possibly adjacent to) explosives and incendiary materials which involves potential injury such as laceration of hands, face, or arms of the employee engaged in the operation, irritation of the skin, minor burns and the like; minimal damage to immediate or adjacent work area or equipment being used. All operations involving, unloading, storage, and hauling of ordnance, explosive, and incendiary ordnance material other than small arms ammunition. These differentials are only applicable to work that has been specifically designated by the agency for ordnance, explosives, and incendiary material differential pay.

**** UNIFORM ALLOWANCE ****

If employees are required to wear uniforms in the performance of this contract (either by the terms of the Government contract, by the employer, by the state or local law, etc.), the cost of furnishing such uniforms and maintaining (by laundering or dry cleaning) such uniforms is an expense that may not be borne by an employee where such cost reduces the hourly rate below that required by the wage determination. The Department of Labor will accept payment in accordance with the following standards as compliance:

The contractor or subcontractor is required to furnish all employees with an adequate number of uniforms without cost or to reimburse employees for the actual cost of the uniforms. In addition, where uniform cleaning and maintenance is made the responsibility of the employee, all contractors and subcontractors subject to this wage determination shall (in the absence of a bona fide collective bargaining agreement providing for a different amount, or the furnishing of contrary affirmative proof as to the actual cost), reimburse all employees for such cleaning and maintenance at a rate of \$3.35 per week (or \$.67 cents per day). However, in those instances where the uniforms furnished are made of "wash and wear" materials, may be routinely washed and dried with other personal garments, and do not require any special treatment such as dry cleaning, daily washing, or commercial laundering in order to meet the cleanliness or appearance standards set by the terms of the Government contract, by the contractor, by law, or by the nature of the work, there is no requirement that employees be reimbursed for uniform maintenance costs.

The duties of employees under job titles listed are those described in the "Service Contract Act Directory of Occupations", Fifth Edition, April 2006, unless otherwise indicated. Copies of the Directory are available on the Internet. A links to the Directory may be found on the WHD home page at <http://www.dol.gov/esa/whd/> or through the Wage Determinations On-Line (WDOL) Web site at <http://wdol.gov/>.

REQUEST FOR AUTHORIZATION OF ADDITIONAL CLASSIFICATION AND WAGE RATE (Standard Form 1444 (SF 1444))

Conformance Process:

The contracting officer shall require that any class of service employee which is not listed herein and which is to be employed under the contract (i.e., the work to be performed is not performed by any classification listed in the wage determination), be classified by the contractor so as to provide a reasonable relationship (i.e., appropriate level of skill comparison) between such unlisted classifications and the classifications listed in the wage determination. Such conformed classes of employees shall be paid the monetary wages and furnished the fringe benefits as are determined. Such conforming process shall be initiated by the contractor prior to the performance of contract work by such unlisted class(es) of employees. The conformed classification, wage rate, and/or fringe benefits shall be retroactive to the commencement date of the contract. (See Section 4.6 (C) (vi)) When multiple wage determinations are included in a contract, a separate SF 1444 should be prepared for each wage determination to which a class(es) is to be conformed.

The process for preparing a conformance request is as follows:

- 1) When preparing the bid, the contractor identifies the need for a conformed occupation(s) and computes a proposed rate(s).
- 2) After contract award, the contractor prepares a written report listing in order proposed classification title(s), a Federal grade equivalency (FGE) for each proposed classification(s), job description(s), and rationale for proposed wage rate(s), including information regarding the agreement or disagreement of the authorized representative of the employees involved, or where there is no authorized representative, the employees themselves. This report should be submitted to the contracting officer no later than 30 days after such unlisted class(es) of employees performs any contract work.
- 3) The contracting officer reviews the proposed action and promptly submits a report of the action, together with the agency's recommendations and pertinent information including the position of the contractor and the employees, to the Wage and Hour Division, Employment Standards Administration, U.S. Department of Labor, for review. (See section 4.6(b)(2) of Regulations 29 CFR Part 4).
- 4) Within 30 days of receipt, the Wage and Hour Division approves, modifies, or disapproves the action via transmittal to the agency contracting officer, or notifies the contracting officer that additional time will be required to process the request.
- 5) The contracting officer transmits the Wage and Hour decision to the contractor.
- 6) The contractor informs the affected employees.

Information required by the Regulations must be submitted on SF 1444 or bond paper.

When preparing a conformance request, the "Service Contract Act Directory of Occupations" (the Directory) should be used to compare job definitions to insure that duties requested are not performed by a classification already listed in the wage determination. Remember, it is not the job title, but the required tasks that determine whether a class is included in an established wage determination. Conformances may not be used to artificially split, combine, or subdivide classifications listed in the wage determination.

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT			1. Contract Number	Page of Pages	
			POKV-2006-C-0064	1	3
2. Amendment/Modification Number	3. Effective Date	4. Requisition/Purchase Request No.		5. Solicitation Caption	
POKV-2006-C-0064-M25	See block 16C			Ticket Processing and Services	
6. Issued by:		Code	7. Administered by (if other than line 6)		
Office of Contracting and Procurement Information Technology Group 441 4 th Street, N.W., Suite 700 South Washington, D.C. 20001			Department of Motor Vehicles 96M Street, SW Washington, D.C. 20001		
8. Name and Address of Contractor (No. street, city, county, state and zip code)			9A. Amendment of Solicitation No.		
Xerox State and Local Solutions, Inc 1800 M Street, NW 7 th Floor Washington, DC 20036			9B. Dated (See Item 11)		
Code			10A. Modification of Contractor/Order No.		
Facility			X POKV-2006-C-0064		
			10B. Dated (See Item 13)		
			January 3, 2007		
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS					
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) BY separate letter or fax which includes a reference to the solicitation and amendment number. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such may be made by letter or fax, provided each letter or telegram makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.					
12. Accounting and Appropriation Data (if Required)					
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTORS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14					
A. This change order is issued pursuant to (Specify Authority): 27 DCMR, Chapter 36, Section 3601.2(b) The changes set forth in item 14 are made in the contract/order no. in item 10A.					
B. The above numbered contract/order is modified to reflect the administrative changes (such as changes in paying office, appropriation data etc.) set forth in item 14, pursuant to the authority of:					
X C. This supplemental agreement is entered into pursuant to authority of: 27 DCMR, Chapter 26, 3601.1					
D. Other (Specify type of modification and authority)					
E. IMPORTANT: Contractor <input type="checkbox"/> is not <input checked="" type="checkbox"/> is required to sign this document and return one (1) copy to the issuing office.					
14. Description of Amendment/Modification (Organized by UCF Section headings, including solicitation/contract subject matter where feasible.)					
<p>In accordance with the Standard Contract Provisions (SCP) for use with D.C. Supply and Services contracts, dated March 2007, Changes Clause, Paragraph 15, the Xerox State and Local Solutions, Contract No. POKV-2006-C-0064, dated January 3, 2007 for Ticket Processing Services is hereby modified to increase the contract ceiling by \$1,567,378.00 from \$9,407,690.76 to \$10,975,068.76. The allocation of this increases and decreases is detailed below and in Attachment A.</p> <ol style="list-style-type: none"> 1. Funding for CLIN 1001AA is increased by \$634,300.00 from \$434,700.00 to \$1,069,000.00 2. Funding for CLIN 1002 is increased by \$924,009.24 from \$3,002,990.76 to \$3,927,000.00 3. Funding for CLIN 1003 is increased by \$160,268.76 from \$2,780,000.00 to \$2,940,268.76 4. Funding for CLIN 1005 is decreased by \$151,200.00 from \$262,000.00 to \$110,800.00 <p>The new Contracting Officer for this contract is Derrick D. White, Commodity Manager, IT Commodity Group. He may be contacted at 202-724-5278 or at derrick.white@dc.gov.</p>					
Except as provided herein, all terms and conditions of the document is referenced in item 9A or 10A remain unchanged and in full force and effect.					
15A. Name and Title of Signer (Type or print)			15A. Name of Contracting Officer		
Mark Tolson, U.P.			Derrick D. White		
15B. Name of Contractor		15C. Date Signed	15B. District of Columbia	15C. Date Signed	
Xerox		12/22/12	DC	12/27/12	
(Signature of person authorized to sign)			(Signature of Contracting Officer)		

CONTINUATION SHEET AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT	Modification Number	Page of Pages	
	POKV-2006-C-0064 - M25	2	3

CONTRACT RECAP:

BASE PERIOD January 3, 2007 through January 2, 2009	\$12,494,312.00
CHANGE IN CONTRACTING OFFICER (M0001) January 17, 2007 through January 2, 2009	\$0.00
ADDITION OF COLLECTION AND LOCKBOX SERVICES (M0002) March 14, 2007 through April 30, 2007	850,176.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M0003) May 1, 2007 through June 30, 2007	1,079,309.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M0004) July 1, 2007 through August 26, 2007	712,757.00
REDUCTION IN SCOPE OF WORK (M0005) September 15, 2008 through January 2, 2009	(637,450.00)
INCREASE IN CONTRACT CEILING (M0006) October 6, 2008 through January 2, 2009	920,000.00
INCREASE IN CONTRACT VALUE FOR OPTION YEAR ONE (M0007) December 17, 2008 through January 2, 2009	0.00
EXERCISED PARTIAL OPTION FOR OPTION YEAR ONE (M0008) January 3, 2009 through February 11, 2009	810,000.00
ADDITION OF PHOTO TICKETS TO BOOT FILE (M0009) December 31, 2008 through February 11, 2009	4,000.00
EXERCISE BALANCE OF OPTION YEAR ONE (M010) February 12, 2009 through January 2, 2010	5,437,156.00
RESCIND MODIFICATION M0007 (M011)	0.00
INCREASE CONTRACT CEILING FOR BASE TERM (M011) January 3, 2007 through January 2, 2009	2,286,984.00
INCREASE CONTRACT CEILING FOR OPTION YEAR ONE (M011) February 22, 2009 through January 2, 2010	1,144,000.00
ONE YEAR CONTRACT EXTENSION (M012) January 3, 2010 through January 2, 2011	8,938,500.00
ADDITION OF SYSTEM ENHANCEMENTS AND UPGRADES (M013) May 20, 2010 through January 2, 2011	155,200.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M014) January 3, 2011 through February 2, 2011	724,423.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M015) February 3, 2011 through April 5, 2011	1,584,846.00
BALANCE OF SECOND ONE YEAR CONTRACT EXTENSION (M016) April 6, 2011 through January 2, 2012	6,831,806.00
INCORPORATE STATEMENT OF WORK CHANGES (M17) Date of Award through January 2, 2012	(37,500.00)
INCORPORATE STATEMENT OF WORK CHANGES (M18) Date of Award through January 2, 2012	0.00
THIRD ONE YEAR CONTRACT EXTENSION (M19) January 3, 2012 through January 2, 2013	9,395,690.76
INCORPORATE STATEMENT OF WORK CHANGES (M20) Date of Award through January 2, 2013	0.00
ADMINISTRATIVE CHANGES (M21) Date of Award through January 2, 2013	12,000.00

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AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT

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INCORPORATE STATEMENT OF WORK CHANGES (M22) Date of Award through January 2, 2013	0.00
INCORPORATE STATEMENT OF WORK CHANGES FOR REMEDY (M23) Date of Award through January 2, 2013	0.00
FOURTH ONE YEAR CONTRACT EXTENSION (M24) January 3, 2013 through January 2, 2014 (\$10,755,517.52)	Pending Council Approval
INCREASE CONTRACT CEILING FOR 3 RD CONTRACT EXTENSION (M25) Date of Award through January 2, 2013	<u>1,567,378.00</u>
CUMULATIVE CONTRACT TOTAL	\$54,273,587.76

B.3.1 Period of Performance: January 3, 2012 through January 2, 2013

Contract Line Item No. (CLIN)	Item Description	Price Per Unit	Estimated Quantity	Total Estimated Price	Not to Exceed Amount
CLIN 1001	Tickets Processed - updated to the database (§ C.3.1)	\$2.44 per ticket	First 100,000/ month	\$2,928,000.00	
1001AA	Void and Warning Tickets (§ C.3.4.1 & C.4.2.4.1.3	\$2.07 per ticket	43,035/ month	\$1,069,000.00	
CLIN 1002	Tickets Processed - updated to the database (§ C.3.1)	\$2.31 per ticket	100,001+/- month (est. 141,666 over the first 100,000)	\$3,927,000.00	
CLIN 1003	Reimbursable Ceiling (§ B.4)				\$2,940,268.76
CLIN 1004	Special Programming Projects (§ C.5.6)	\$100/hr for Global IT Resources			See Section B.4.1
CLIN 1005	Undetermined/Future Special Programming Projects	\$100/hr for Global IT Resources			\$110,800.00
Estimated Totals				7,924,000.00	3,051,068.76
Grand Estimated Total for B.3.1					\$10,975,068.76

B.4 Cost Reimbursable Component

The District shall reimburse the Contractor for the following direct costs:

1. Postage for mailing notices, excluding collection notices (not to exceed \$945,000 per year);
2. Fees charged by state motor vehicle agencies for names and addresses of out-of-state violators, excluding fees to obtain names and addresses relative to any ticket assigned to the Contractor for delinquent collections (not to exceed \$275,000 per year);
3. Costs for radio communications airtime to support mobile data computer

interface with the ticket system, including MDTs computer interface used by Boot Crews, ROSA and other DPW equipment and not provided or supported elsewhere in this contract (not to exceed \$18,000 per year);

4. Network cabling for workstation connectivity at existing or additional sites, if requested in writing by the Contracting Officer's Technical Representative (not to exceed \$1,200 per year);
5. Credit Card transactions (not to exceed \$1,701,068 per year);

B.4.1 Total cost reimbursement ceiling for the allowable costs identified in this section shall not exceed \$2,940,268.76 per year. The price for performing CLINs 1004 and 1005, shall not exceed \$110,300.00. The Contractor shall notify the Contracts Administrator, in writing, whenever it has reason to believe that the total cost for reimbursable and/or labor expenditures will be greater than the ceiling.

B.4.2 The District is not obligated to reimburse the Contractor for costs incurred in excess of the cost reimbursement ceiling and the Contractor is not obligated to continue performance of services or procurements subject to cost reimbursement that are in excess of the contract reimbursement ceiling until the Contracting Officer notifies the Contractor, in writing, that the estimated cost has been increased and provides a revised cost reimbursement ceiling.

B.4.3 If any cost reimbursement ceiling is increased, any costs the Contractor incurs before the increase that are in excess of the previous cost reimbursement ceiling shall be allowable to the same extent as if incurred afterward, unless the Contracting Officer issues a termination or other notice directing that the increase is solely to cover termination or other specified expenses.

B.4.4 A change order shall not be considered an authorization to exceed the applicable cost reimbursement ceiling unless the change order specifically increases the cost reimbursement ceiling.

B.4.5 At any time or times before final payment and two years thereafter, the Contracting Officer may have the Contractor's invoices or vouchers and statements of cost audited. Any payment may be reduced by amounts found by the Contracting Officer not to constitute allowable costs as adjusted for prior overpayments and underpayments.

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT			1. Contract Number POKV-2006-C-0064	Page of Pages 1 3	
2. Amendment/Modification Number POKV-2006-C-0064-M26	3. Effective Date See block 16C	4. Requisition/Purchase Request No.		5. Solicitation Caption Ticket Processing and Services	
6. Issued by: Office of Contracting and Procurement Information Technology Group 441 4 th Street, N.W., Suite 700 South Washington, D.C. 20001		Code	7. Administered by (if other than line 6) Department of Motor Vehicles 96M Street, SW Washington, D.C. 20001		
8. Name and Address of Contractor (No. street, city, county, state and zip code) Xerox State and Local Solutions, Inc 1800 M Street, NW 7 th Floor Washington, DC 20036 Code Facility			9A. Amendment of Solicitation No.		
			9B. Dated (See Item 11)		
			10A. Modification of Contractor/Order No. X POKV-2006-C-0064		
			10B. Dated (See Item 13) January 3, 2007		
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS					
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended. <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) BY separate letter or fax which includes a reference to the solicitation and amendment number. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such may be made by letter or fax, provided each letter or telegram makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.					
12. Accounting and Appropriation Data (If Required)					
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTORS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14					
A. This change order is issued pursuant to (Specify Authority): 27 DCMR, Chapter 36, Section 3601.2(b) The changes set forth in Item 14 are made in the contract/order no. in item 10A.					
B. The above numbered contract/order is modified to reflect the administrative changes (such as changes in paying office, appropriation data etc.) set forth in item 14, pursuant to the authority of:					
X C. This supplemental agreement is entered into pursuant to authority of: 27 DCMR, Chapter 26, 3601.1					
D. Other (Specify type of modification and authority)					
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not <input type="checkbox"/> is required to sign this document and return one (1) copy to the issuing office.					
14. Description of Amendment/Modification (Organized by UCF Section headings, including solicitation/contract subject matter where feasible.) The District's Ticket Processing contract POKV-2006-C-0064 is hereby modified as mutually agreed upon. <u>Period of Performance: January 1st, 2013 through March 31st, 2013</u> Except listed herein, all terms and conditions remain unchanged.					
Except as provided herein, all terms and conditions of the document is referenced in Item 9A or 10A remain unchanged and in full force and effect.					
15A. Name and Title of Signer (Type or print)			16A. Name of Contracting Officer		
			Derrick D. White		
15B. Name of Contractor		15C. Date Signed	16B. District of Columbia		16C. Date Signed
(Signature of person authorized to sign)					12/27/12
			(Signature of Contracting Officer)		

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AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT

Elimination of 2012 COLA, roll back Per Citation fee to 2011 Rates. Effective on invoices to the City for work performed on or after October 1st 2012. ~~(Extended Period of Performance through March 31st 2013)~~

- 1.) Xerox will provide eight (8) (new and/or used) portable side of the road speed cameras for use by the District to be installed in September 2012 for use through ~~March 31st 2013~~ or until 46,000 citations are issued, whichever comes first.
 - i. All cameras will be supported by Xerox for routine maintenance.
 - ii. Cameras can be rotated to new locations no more than once per week by a Xerox technician at the MPD Program Manager's direction.
 - iii. Xerox camera technicians work Monday – Friday during normal business hours excluding District holidays.
 - iv. Xerox will capture violations and download images and data to the centralized photo processing center for MPD authorized trained users to perform the digitizing step or Xerox will perform the digitizing step AT NO COST TO DISTRICT Data and images will be loaded into Citeweb for normal processing by MPD.
 - v. CiteNet photo enforcement back-office processes will be provided at NO COST TO THE DISTRICT for use with these eight (8) cameras.
 - vi. Xerox will charge a per-ticket processing fee for these citations upon upload to eTIMS, in addition to other standard costs for postage and post-issuance processing.

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AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT

- vii. Xerox will process up-to 46,000 voids, at no cost to the District, beginning on October 1, 2012 and ending no later than ~~March 31st 2013~~. The total number of voids processed at no additional cost to the District will not exceed the total number of citations issued by the loaner cameras.
 - viii. If any camera provided under this agreement is destroyed or stolen, Xerox will not be required to replace the unit and the District will take prompt action to assist in identifying the responsible party and assist in the recovery of the stolen or damaged unit. In the event one of the two new Vitronic PCU units provided under this agreement is destroyed or stolen, Xerox reserves the right to not replace the unit and to remove the remaining Vitronic PCU.
- 2.) Xerox will provide a full time Citeweb system development professional through ~~March 31st 2013~~ at NO COST TO THE DISTRICT.
 - i. Priorities for the Developer will be set by the MPD Photo Enforcement Program Manager working in conjunction with the local Xerox program manager Jeff Frank. If the Developer is not available, Xerox will ensure that there is a trained designee assigned who can perform the necessary work in his or her absence.

2. Amendment/Modification Number POKV-2006-C-0064-M27	3. Effective Date See block 16C	4. Requisition/Purchase Request No.	5. Solicitation Caption Ticket Processing and Services
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6. Issued by: Office of Contracting and Procurement Information Technology Group 441 4 th Street, N.W., Suite 700 South Washington, D.C. 20001	Code	7. Administered by (if other than line 6) Department of Motor Vehicles 96M Street, SW Washington, D.C. 20001
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8. Name and Address of Contractor (No. street, city, county, state and zip code) Xerox State and Local Solutions, Inc 1800 M Street, NW 7 th Floor Washington, DC 20036	Code	Facility	9A. Amendment of Solicitation No.
			9B. Dated (See Item 11)
			10A. Modification of Contractor/Order No. X POKV-2006-C-0064
			10B. Dated (See Item 13) January 3, 2007

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers is extended. is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) BY separate letter or fax which includes a reference to the solicitation and amendment number. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such may be made by letter or fax, provided each letter or telegram makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. Accounting and Appropriation Data (if Required)

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14

	A. This change order is issued pursuant to: (Specify Authority): 27 DCMR, Chapter 36, Section 3601.2(b) The changes set forth in Item 14 are made in the contract/order no. in Item 10A.
	B. The above numbered contract/order is modified to reflect the administrative changes (such as changes in paying office, appropriation data etc.) set forth in Item 14, pursuant to the authority of:
X	C. This supplemental agreement is entered into pursuant to authority of: 27 DCMR, Chapter 26, 3601.1
	D. Other (Specify type of modification and authority)

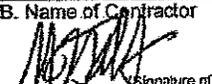
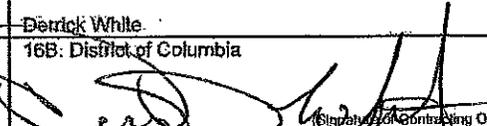
E. IMPORTANT: Contractor is not is required to sign this document and return one (1) copy to the issuing office.

14. Description of Amendment/Modification (Organized by UCF Section headings, including solicitation/contract subject matter where feasible.)

In accordance with the Standard Contract Provisions (SCP) for use with D.C. Supply and Services contracts, dated March 2007, Changes Clause, Paragraph 15, the ACS State and Local Solutions, Contract No. POKV-2006-C-0064, dated January 3, 2007 for Ticket Processing Services is hereby modified to:

1. Increase contract Ceiling by \$17,040.00 from \$10,756,517.52 to \$10,772,557.52.
2. Add Attachment A to Section C.5.7.
3. Delete: Section B.3.1 in its entirety.
4. Insert: Revised Section B.3.1 (Attachment B).

Except as provided herein, all terms and conditions of the document is referenced in Item 9A or 10A remain unchanged and in full force and effect.

15A. Name and Title of Signer (Type or print) Mark J. Talbot, Senior Vice President	16A. Name of Contracting Officer Derrick White
15B. Name of Contractor  <small>(Signature of person authorized to sign)</small>	15C. Date Signed 4/9/13
16B. District of Columbia  <small>(Signature of Contracting Officer)</small>	16C. Date Signed 4/10/13

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CONTRACT RECAP:

BASE PERIOD January 3, 2007 through January 2, 2009	\$12,494,312.00
CHANGE IN CONTRACTING OFFICER (M001) January 17, 2007 through January 2, 2009	\$0.00
ADDITION OF COLLECTION AND LOCKBOX SERVICES (M002) March 14, 2007 through April 30, 2007	850,176.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M003) May 1, 2007 through June 30, 2007	1,079,309.00
CONTINUATION OF COLLECTION AND LOCKBOX SERVICES (M004) July 1, 2007 through August 25, 2007	712,757.00
REDUCTION IN SCOPE OF WORK (M005) September 15, 2008 through January 2, 2009	(637,450.00)
INCREASE IN CONTRACT CEILING (M006) October 6, 2008 through January 2, 2009	920,000.00
INCREASE IN CONTRACT VALUE FOR OPTION YEAR ONE (M007) December 17, 2008 through January 2, 2009	0.00
EXERCISED PARTIAL OPTION FOR OPTION YEAR ONE (M008) January 3, 2009 through February 11, 2009	810,000.00
ADDITION OF PHOTO TICKETS TO BOOT FILE (M009) December 31, 2008 through February 11, 2009	4,000.00
EXERCISE BALANCE OF OPTION YEAR ONE (M010) February 12, 2009 through January 2, 2010	5,437,156.00
RESCIND MODIFICATION M007 (M011)	0.00
INCREASE CONTRACT CEILING FOR BASE TERM (M011) January 3, 2007 through January 2, 2009	2,286,984.00
INCREASE CONTRACT CEILING FOR OPTION YEAR ONE (M011) February 22, 2009 through January 2, 2010	1,144,000.00
ONE YEAR CONTRACT EXTENSION (M012) January 3, 2010 through January 2, 2011	8,938,500.00
ADDITION OF SYSTEM ENHANCEMENTS AND UPGRADES (M013) May 20, 2010 through January 2, 2011	155,200.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M014) January 3, 2011 through February 2, 2011	724,423.00
PARTIAL SECOND ONE YEAR CONTRACT EXTENSION (M015) February 3, 2011 through April 5, 2011	1,584,846.00
BALANCE OF SECOND ONE YEAR CONTRACT EXTENSION (M016) April 6, 2011 through January 2, 2012	6,831,806.00
INCORPORATE STATEMENT OF WORK CHANGES (M17) Date of Award through January 2, 2012	(37,500.00)
INCORPORATE STATEMENT OF WORK CHANGES (M18) Date of Award through January 2, 2012	0.00
THIRD ONE YEAR CONTRACT EXTENSION (M19) January 3, 2012 through January 2, 2013	9,395,690.76
INCORPORATE STATEMENT OF WORK CHANGES (M20) Date of Award through January 2, 2013	0.00
ADMINISTRATIVE CHANGES (M21) Date of Award through January 2, 2013	12,000.00

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INCORPORATE STATEMENT OF WORK CHANGES (M22) Date of Award through January 2, 2013	0.00
INCORPORATE STATEMENT OF WORK CHANGES FOR REMEDY (M23) Date of Award through January 2, 2013	0.00
FOURTH ONE YEAR CONTRACT EXTENSION (M24) January 3, 2013 through January 2, 2014 (\$10,755,517.52)	\$10,755,517.52
INCREASE CONTRACT CEILING FOR 3 RD CONTRACT EXTENSION (M25) Date of Award through January 2, 2013	1,587,378.00
INCORPORATE STATEMENT OF WORK CHANGES (M27) Date of Award through January 2, 2014	<u>\$17,040.00</u>
CUMULATIVE CONTRACT TOTAL	\$63,478,767.28

ATTACHMENT A

C.5.7 NEW/FUTURE PROGRAMMING REQUIREMENTS

Add the following new requirements:

C.5.7.25 Provide for Escalation of Residential Permit Parking (RPP) fines (LOE 62)

Contractor will provide logic changes to enable RPP fines to escalate for the third or subsequent violation in any calendar year. This will include changes to ticket writing software to validate the plate against the file before issuance of an RPP violation, loading of a daily file to the ticket writing device software, street testing, record layout changes for notices, notice testing, placement of a new file on the DPW ftp site and creation of a new file to track annual activity.

Xerox- Estimated Labor – 170 hours

*****This project should be included under CLIN 1005A. Under this CLIN, the first 600 programming hours are to be provided at no cost.*****

C.5.7.26 Add telecommunications infrastructure to 3165 V St. NE and provide access to the Citenet application (LOE 64)

This project will allow MPD photo enforcement staff to access the contractor's Citenet application in order to process photo images and data in the MPD Approval Module. This will include establishing redundant circuits from the contractor's data center to the MPD location, provide and test hardware to connect both circuits, provide for annual maintenance of that hardware, monitor circuit activity, provide Citenet access for up to 20 MPD users, and configure two camera types to be defined by MPD.

Xerox- Estimated Labor – 150 hours

*****This project should be included under CLIN 1005A. Under this CLIN, the first 600 programming hours are to be provided at no cost.*****

Note: There will be a one-time fixed-price for Hardware and Configuration Cost - \$6,400 and Monthly fixed-price Circuit Charges and Router Maintenance Fees- \$1,330 (CLIN 1006A and 1006B)

ATTACHMENT B

B.3.1 Period of Performance: January 3, 2013 through January 2, 2014

Contract Line Item No. (CLIN)	Item Description	Price Per Unit	Estimated Quantity	Total Estimated Price	Not to Exceed Amount
CLIN 1010	Tickets Processed – updated to the database	\$2.44 per unit	First 100,000/month	\$2,928,000.00	
1001AA	Void and Warning Tickets (<i>Parking and Moving violations</i>)	\$0.00 per ticket	4,167/month	\$0.00	
1001AB	Void (<i>photo violations</i>)	\$0.00 per ticket	20,833/month	\$0.00	
1001AC	Warning Tickets (<i>Photo violations</i>)	\$2.07 per ticket	16,667/month	\$414,008.28	
CLIN 1002	Ticket Processed- updated to the database (§C.3.1)	\$2.31 per ticket	100,001+ /month (est. 154,167 over the first 100,000)	\$4,273,509.24	
CLIN 1003	Reimbursable Ceiling (§B.4)				\$2,940,000.00
CLIN 1004	Special Programming Projects (§C.5.6)	\$100/hr for Global IT Resources			See Section B.4.1
CLIN 1005A	Undetermined/Future Special Programming Projects	\$0/hr	First 600 hrs		\$0.00
1005B	Undetermined/Future Special Programming Projects	\$100/hr	2,000 hrs		\$200,000.00
CLIN 1006A	Telecommunication Infrastructure Hardware & Configuration				
1006B	Monthly Circuit Charges and Router Maintenance Fees	\$6,400.00 (<i>one time cost</i>) \$1,330/month	Lot 8 (<i>May – December</i>)	\$6,400.00 \$10,640.00	
Estimated Totals				\$7,632,557.52	\$3,140,000.00
Grand Estimated Total for B.3.1					\$10,772,557.52