

# CONTRACT SUMMARY SHEET

TO: THE OFFICE OF THE CITY CLERK,  
COUNCIL/PUBLIC SERVICES DIVISION  
ROOM 395, CITY HALL

DATE: December 5, 2018

**(PLEASE DO NOT STAPLE THE CONTRACT FOR THE CLERK'S FILE)**

**FORM MUST BE TYPEWRITTEN**

FROM (DEPARTMENT): Transportation

CONTACT PERSON: Peer Ghent PHONE: 213-473-0651

CONTRACT NO.: C-119654 COUNCIL FILE NO.: 11-1333

ADOPTED BY COUNCIL: 10/16/2018  
DATE

APPROVED BY BPW: N/A  
DATE

NEW CONTRACT  
AMENDMENT NO. 3  
ADDENDUM NO.       
SUPPLEMENTAL NO.       
CHANGE ORDER NO.     

CONTRACTOR NAME: Conduent State & Local Solutions, Inc.

TERM OF CONTRACT: 9/29/2011 THROUGH: 9/29/2019 (plus 1-year option)

TOTAL AMOUNT: \$35.5 million

## PURPOSE OF CONTRACT:

For the development, installation, and operation of the systems and equipment necessary to implement ExpressPark™, an intelligent parking management system. The project will utilize vehicle sensors, new parking meter technology, a central parking management system, and a real-time parking guidance system to manage and optimize the utilization of public on- and off-street parking through demand-based pricing and operational policies.

**NOTE: CONTRACTS ARE PUBLIC RECORDS - SCANNED AND UPLOADED TO THE INTERNET**

PRINT

**AMENDMENT NO. 3  
TO CONTRACT NO. C-119654  
BETWEEN THE CITY OF LOS ANGELES AND  
CONDUENT STATE & LOCAL SOLUTIONS, INC.  
(Formerly ACS STATE & LOCAL SOLUTIONS, INC. and XEROX STATE & LOCAL SOLUTIONS, INC.)**

This AMENDMENT NO. 3 TO CONTRACT NO. C-119654 ("CONTRACT") is made and entered into between the City of Los Angeles, a municipal corporation ("CITY"), and Conduent State & Local Solutions, Inc., New York Dept. of State DOS ID# 157061, CA Secretary of State # C1010493 ("CONDUENT" or "CONTRACTOR"), previously known as ACS State & Local Solutions, Inc. and Xerox State & Local Solutions, Inc., with reference to the following facts:

WHEREAS, under Section 13, CHANGES, AMENDMENTS AND EXTENSIONS, Sub paragraph ii, AMENDMENTS, allows that to effectuate any revision that "significantly affects the scope of work, performance, payments, or any term or condition included in this CONTRACT, an Amendment to the CONTRACT shall be approved by the CONTRACTOR'S Project Manager and executed by the General Manager of the City of Los Angeles Department of Transportation, subject to the approval of the Mayor and City Council. All CONTRACT Amendments shall be subject to the approval of the City Attorney, as to form and legality";

WHEREAS, CONTRACTOR, then known as ACS State & Local Solutions, Inc., and CITY, entered into an agreement on September 29, 2011, to provide development, installation, and operation of the systems and equipment necessary to implement LA ExpressPark™, an intelligent parking management system ("CONTRACT NO. C-119654" or "CONTRACT");

WHEREAS, said CONTRACT was extended by Amendment 1 to expire September 28, 2018, with the City having the right to exercise two additional one-year options;

WHEREAS, on or about October 2010, ACS State & Local Solutions, Inc., became owned by Xerox Corporation, as the result of the merger of its ultimate parent company Affiliated Computer Services, Inc. with Xerox Corporation;

WHEREAS, effective as of April 2, 2012, ACS State & Local Solutions, Inc. changed its name to Xerox State & Local Solutions, Inc.;

WHEREAS, effective as of January 3, 2017, Xerox Corporation, Xerox State & Local Solutions, Inc.'s ultimate parent company, was spun-off into two, independent, public companies: Xerox Corporation, the Document Technology Company, consisting of the document management and document outsourcing; and Conduent Incorporated, consisting of the Business Process Outsourcing (BPO) business including Xerox State & Local Solutions, Inc. a wholly owned subsidiary;

WHEREAS, on February 16, 2017 Xerox State & Local Solutions, Inc. changed its name to Conduent State & Local Solutions, Inc.;

WHEREAS, Conduent State & Local Solutions, Inc. remains the contracting party under CONTRACT NO. C-119654;

WHEREAS, the CITY and Conduent State & Local Solutions, Inc. wish to amend the CONTRACT to reflect the changes made to the name of CONDUENT without interruption in their contractual arrangements;

NOW, THEREFORE, for and in consideration of the mutual promises and covenants made herein, and other good and valuable consideration, the receipt of which is acknowledged, CITY and CONDUENT mutually agree to modify the CONTRACT as follows:

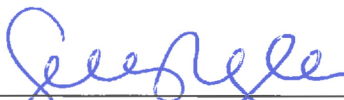
1. Except where otherwise specified, where the names ACS State & Local Solutions, Inc., Xerox State & Local Solutions, Inc., or any shortened version of the same names meant to refer to them (i.e. ACS, Xerox) appear throughout the Agreement or any exhibits/attachments thereto, said name is now replaced with, and shall mean and refer to, Conduent State & Local Solutions, Inc.

2. Except as amended herein and as modified elsewhere, all other provisions of CONTRACT NO. C-119654 shall remain in full force and effect. In the event of any conflict between the terms of this Amendment and the CONTRACT, the terms of this Amendment shall take precedence.

3. CITY acknowledges all rights and obligations formerly attributed to ACS State & Local Solutions, Inc., and Xerox State & Local Solutions, Inc. under CONTRACT NO. C-119654, continue to be the rights and obligations of Conduent State & Local Solutions, Inc. under the CONTRACT


The parties hereby indicate their agreement to this change by their signatures hereunder.

For: THE CITY OF LOS ANGELES  
DEPARTMENT OF TRANSPORTATION

By:   
Seleta J. Reynolds  
General Manager

Date: 11-29-18

For: CONDUENT STATE & LOCAL  
SOLUTIONS, INC.

By:   
Brett A. Peze  
Vice President

Date: 11/14/18

Approved as to Form and Legality:  
MICHAEL N. FEUER  
City Attorney

By:   
Michael Nagle  
Deputy City Attorney IV

Date: 11/20/18

Attest: Holly Wolcott, City Clerk

By:   
Deputy  
12-5-18

