

**AMENDMENT NO. 1
TO AGREEMENT
FOR
CONSULTING SERVICES**

This Amendment No. 1 dated this _____ day of _____ 2021 is made a part of the Agreement dated June 8, 2021, between the Norman Utilities Authority (OWNER) and E Source Companies, LLC (CONSULTANT) for professional consulting services.

1. The times for the performance of CONSULTANT's services of said Agreement are amended as set forth in Attachment A, attached hereto and incorporated by reference herein.
2. The Scope of Services of CONSULTANT of said Agreement is amended and supplemented as described in Attachment B attached hereto and incorporated by reference herein.
3. The method of payment for services rendered by CONSULTANT shall be set forth in Attachment C, attached hereto and incorporated by reference herein.


Acceptance of the terms of this Amendment is acknowledged by the following authorized signatures of the parties to the Agreement. All other particulars in the original Agreement, and not specifically referenced in this Amendment No. 1 remain in effect and unchanged.

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IN WITNESS WHEREOF, OWNER and CONSULTANT have executed this AGREEMENT.

DATED this _____ day of _____, 2021.

E Source Companies, LLC – CONSULTANT

By: 
Printed Name: Dale Pennington
Title: President

ATTEST


Kathleen Perrone
Senior Operations Specialist

Norman Utilities Authority- OWNER

APPROVED as to form and legality this _____ day of _____, 2021.

City Attorney

APPROVED by the Trustees of the Norman Utilities Authority this _____ day of _____, 2021.

ATTEST

By: _____
Printed Name: _____
Title: _____

ATTACHMENT A

SCHEDULE

The following estimated project schedule is preliminary in nature and subject to change but represents a high-level overview of the general timeline of events in the proposed scope of work. The actual project schedule will be refined with Norman's input during project planning and provide a greater level of detail. Currently, we estimate the project duration will be approximately 13 months with the understanding that there will be a hold point when the RFP draft is complete and when the RFP will be published.

ID	Task Name	Start	Finish	Duration	Q4 21		Q1 22			Q2 22			Q3 22			Q4 22	
					Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep
1	<i>Notice to Proceed</i>	10/15/2021	10/15/2021	0d													
2	AMI Vendor Procurement and Selection	10/15/2021	11/4/2022	276d													
3	Task 2.1 – Use Case Prioritization	10/18/2021	10/29/2021	10d													
4	Task 2.2 – Requirements and Procurement Strategy	10/18/2021	11/12/2021	20d													
5	Task 2.3 – RFP Draft	11/15/2021	1/14/2022	45d													
6	<i>HOLD FOR PUBLISH</i>	1/17/2022	5/6/2022	80d													
7	Task 2.4 – RFP Administration Support	5/9/2022	6/24/2022	35d													
8	Task 2.5 – Response Evaluation Support	6/27/2022	8/12/2022	35d													
9	Task 2.6 – Vendor Contract Negotiations	8/15/2022	11/4/2022	60d													
10	Task 2.7 – Project Management	10/15/2021	11/4/2022	276d													
11	<i>Contract Execution</i>	11/7/2022	11/7/2022	0d													

ATTACHMENT B

AMI Vendor Procurement and Selection

The E Source approach to procurement includes a comprehensive set of deliverables including vendor qualification criteria, RFP specifications that are traceable to the feasibility study, total cost comparisons for proposed solutions, and vendor negotiation strategies. Ultimately, these deliverables will facilitate vendor selection based on technical and risk assessments, commercial/cost evaluation, and reference checks/site visits. They will also provide key materials for negotiations with the vendors, including contract Statement of Work, technical specifications, and service level agreements. Our representative process flow underlying this effort is illustrated in Figure 1.

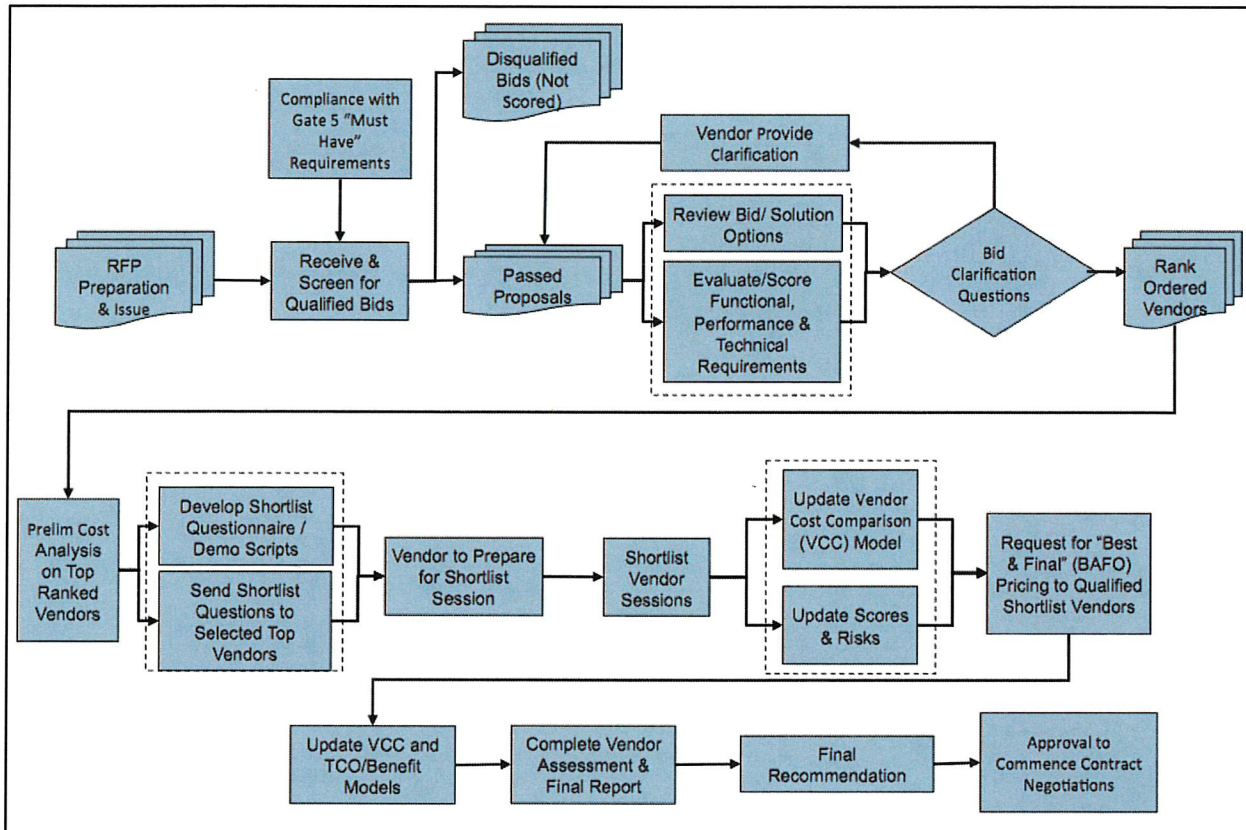


Figure 1. E Source AMI Vendor Procurement Process

Our procurement strategy employs best practices that assure the City of deploying a system that meets requirements, including long-term viability and integration with the City's infrastructure, and delivers the highest value over the entire period of ownership.

Task 2.1: Use Case Review and Prioritization

E Source will host up to three (3) workshops with the Norman team to review, prioritize, and summarize those use cases that can support the City's goals and objectives as well as other desired use cases for an AMI implementation. Our starting list includes use cases outlined by the National Institute of Standards and Technology (NIST), the American Water Works Association (AWWA), and other industry working groups, in addition to information derived from our past and present AMI projects.

With input from stakeholders across your organization, our team will suggest relevant applications of AMI data and system event information. E Source will work with the Norman team to understand the possible applications for AMI data to support operational analysis and beyond. Through this effort, our team will identify the appropriate technology, add-on applications, and/or additional data integrations related to your AMI program.

E Source will leverage discovery information compiled about Norman to customize and group relevant use cases by specific business process, domain, and user roles that will interact for each specific outcome as defined in the use case. We work with your team to relate each use case to the desired business requirements to answer the "How?" for achieving strategic goals and objectives. This task serves as the basic building block for working towards functional and business requirements for your AMI program.

E Source will also produce a summary outlining the following specifications of the high priority / high interest use cases to be included in the Request for Proposals (RFP):

- **Description** – a summary description of the use case
- **Owner(s)** – which department / business unit representative is the owner of the use case
- **Strategic/Business Drivers** – a summary of the strategic and business objectives the use case will support
- **New / Modified Technologies** – a summary of the new technologies, new integrations, or modifications to existing technologies or integrations needed to support the use case
- **Constraints/Dependencies/Risks** – factors that may impact the implementation effort, timeline, or benefits

DELIVERABLES

- Master use case list
- Prioritized use case list

Task 2.2: Requirements and Procurement Strategy

E Source's approach to the procurement of technology is premised on the need to identify tight, detailed requirements. E Source will work with the team at Norman to package the technical and business requirements necessary to fulfill the City's planned use cases and provide specifications based on the project scope.

In addition to the compilation of these requirements, our team will lead a procurement strategy review in order to inform the Norman team on the various elements that can, or should, be included in the RFP and the ways those elements can be procured. Our team will work with Norman to document this strategy for the release and solicitation of proposals, that will specify a number of factors including:

- ▶ IT practices, physical infrastructure, staffing, software development, software support, software integration, data management, security, and project management
- ▶ RFP policies, administration, cost considerations, terms & conditions, vendor communications, and timeline
- ▶ Appendices, attachments, vendor response format, and evaluation methodology
- ▶ Use of internal vs external resources for aspects of implementation such as meter installation services

DELIVERABLES

- Procurement strategy review
- Requirements workshop materials
- Requirements workbook(s) (*.xls)

Task 2.3: RFP Draft

E Source will prepare the RFP with the intent to provide the vendor community with the essential information to prepare a robust response that is tailored to Norman. E Source will incorporate the SOW into the City's standard RFP boilerplate and review with the Norman team (including representatives of purchasing and legal) to ensure that all requirements are accurately reflected. It is anticipated that there will be several iterations for the RFP draft creation and the RFP draft review until we reach to the point where the RFP is complete and acceptable for publication.

On a parallel path, our team will work with the City to develop the approach and accompanying materials to be used by the evaluation committee to score and rank the respondents.

E Source will also compile a comprehensive list of potential proposers (which may or may not include Telecom/Network, AMI, MDMS, Meters/Materials, Installation) that would represent viable options to satisfy the goals and requirements of Norman.

DELIVERABLES

- Publish-ready RFP (*.doc), including finalized Requirements Workbook(s) (*.xls), finalized Vendor Questionnaire Workbook (*.xls), and Cost Proposal Workbook (*.xls)
- Vendor List and Contact Information (*.xls)
- Evaluation criteria and scoring weights, scorecard, and evaluation materials (*.xls)

Task 2.4: RFP Administration Support

E Source will lead the administrative tasks to be managed once the RFP is released including setting the agenda and leading the pre-proposal meeting, leading a service area field tour, and receiving and responding to vendor questions in conjunction with the City. E Source will work with the Norman PM to prepare the evaluation team for vendor response review, evaluation, and scoring. We will also review our recommend shortlist interview strategy and approach and assist the City in the necessary preparation activities.

DELIVERABLES

- Pre-Proposal Meeting Agenda (*.doc) and Presentation (*.ppt)
- Pre-Proposal Meeting Field Assessment Agenda (*.doc)
- Responses to proposer questions (*.doc)
- Evaluation team preparation including refining evaluation materials (*.xls)
- Draft shortlist interview approach/agenda (*.doc)

Task 2.5: Response Evaluation Support

Prior to the receipt of responses, the E Source PM will work with the Norman PM to organize and schedule the proposal review process. As the responses are received, E Source' team of SMEs immediately starts the evaluation process alongside the City-designated Evaluation Team. E Source will summarize key components of each proposal in matrices to allow for easy comparison of proposals across different areas of the solicitation. To aid in this comparison, E Source will provide Norman with a comprehensive, systematic note-taking methodology that will allow evaluators to document and compare any notes, questions, and concerns. This open nature of this evaluation process will provide clarity and understanding to all participants involved, as well as serve as a repository for any additional follow-up questions to vendors that may need to be addressed during this task.

E Source will also analyze each cost proposal. When lining up the cost proposals side-by-side, it is common to discover that each

vendor quote differs in some fashion, making it difficult to perform an apples-to-apples comparison. We minimize this challenge with how we structure the RFP response requirements and our analytical approach to cost normalization.

E Source will work with Norman throughout the evaluation process to arrive at a shortlist of recommended candidates. We will work with the Norman Evaluation Team to customize the shortlist meeting agenda and outline questions for each vendor interview. Our team will lead shortlist interviews and ensure that candidates answer questions comprehensively and to Norman's satisfaction. E Source will also assist Norman with reference checks and potentially arrange site visits, so that Norman may obtain useful feedback from the experiences of other water utilities.

At the end of the evaluation process, we will work with the Norman Evaluation Team to weigh the pros and cons of each shortlist candidate so that Norman can arrive at a final selection.

ASSUMPTIONS

- E Source will review the vendor(s) responses, but we do not act as part of the Norman Evaluation Team or score responses.

DELIVERABLES

- High-Level Proposal Summary Comparison Matrix (*.xls)
- Vendor Questionnaire Proposer Response Comparison Matrix (*.xls)
- Requirements Proposer Response Comparison Matrix (*.xls)
- Cost Normalization (*.xls)
- Consolidated proposal clarifications, notes, and/or questions (*.doc)
- Final shortlist interview approach/agenda and questions (*.doc)
- Reference check questions (*.doc)
- Evaluation summary and results (*.ppt)

Task 2.6: Vendor Contract Negotiations

As demonstrated in Figure 6, our vast vendor experience and knowledge of what similar utilities have spent and negotiated for products and services enables us to negotiate the best pricing for our clients. Historically, this equates to an average of **\$24+ per customer**.

E Source will serve as technical advisor to Norman through contract and scope of work negotiations with the selected vendor(s), including service level agreements (SLAs), performance criteria, warranties, scheduling, and pricing. E Source personnel have negotiated AMI contracts for dozens of clients and will use lessons learned to avoid pitfalls and leverage experience gained from actual implementations on how contract terms can ensure successful implementations and protect the City's interests. E Source will provide guidance to your project team in strategizing for contract negotiations and participate in key contract negotiation meetings and contract review.

Since the RFP and vendors' responses are detailed, contract negotiations for AMI projects typically focus on installation protocols,



performance requirements, defaults and cures, and data collector locations.

With adequate pre-negotiation planning and concentrated effort, contract negotiations can be concluded quickly, although review and approval will take additional time. During this interval, the detailed project procedures can be finalized, and implementation preparation can commence.

E Source will review the final contract and ensure adherence with all previously developed criteria, requirements, and processes. We will also assist City staff in preparing presentations to management, including use case studies and other experience to help explain decisions and rationale. As part of this task, E Source will share lessons-learned in other negotiations and work diligently to develop a vendor contract that will achieve the desired outcomes.

ASSUMPTIONS

- The City will be responsible for all terms and conditions outlined in the final agreement with vendor(s). E Source will provide input on terms and conditions but will not provide legal review or opinion.

DELIVERABLES

- Customized system/solution acceptance criteria for inclusion in the vendor(s) contract
- Vendor(s) scope(s) of work with firm pricing
- Presentation to management or governing body

Task 2.7: Project Management

E Source will provide structured project management to ensure that all project components are executed in a timely, organized fashion and completed to the project scope and expectations. Project management activities will include:

- ▶ Develop and maintain the overall project schedule
- ▶ Work with all project participants to monitor progress and adjust the work plan as needed
- ▶ Schedule and facilitate regular project progress and other meetings
- ▶ Create project status reports as required with input from Norman
- ▶ Track and report on project budget

Project timeliness, quality, and costs are measures of success and satisfaction. As such, the E Source delivery methodology employs a quality monitoring process whereby senior management within the firm will monitor all timeliness, quality, and project costs adherence to ensure success in all areas. The E Source project manager will also manage and maintain the Microsoft SharePoint website for collaboration including calendaring, contacts, document repositories, etc. Additionally, E Source will make use of web-based meeting applications for remote meetings, as necessary.

DELIVERABLES

- Project status reports
- Project schedule
- SharePoint administration

