



**Statement of Work – 01
Registration and Licensing**

This Statement of Work (“SOW”) dated November 1, 2018 references and is incorporated within the Master Agreement (“Agreement”) dated November 1, 2018 between the Baldwin County Commission (“Baldwin County”) and Ingenuity, Inc. (“Ingenuity”).

Services: Ingenuity will customize, implement, maintain and support a Registration and Licensing Application (the “Application”) for the Baldwin County Probate Judge’s Office (“Baldwin Probate”). The Application will include functionality for processing the initial registration and registration renewals for automobiles, boats and manufactured homes as well as functionality for processing marriage licenses, new business licenses, and business license renewals. The Application will also include integrated functionality for customers to renew their automobile, boat, business license and manufactured home registrations online. Ingenuity will also maintain a website and the related functionality needed for automobile dealerships and/or Baldwin County customers to electronically submit to Baldwin Probate information and documents pertaining to the purchase of a vehicle (referred to cumulatively as “EasyTag”). These Services are further described in Attachment 1 - Scope Document.

To strengthen integration of credit and debit card payments with the Application, Baldwin County will utilize the services of GovtPortal, LLC (“GovtPortal”) related to the processing of credit and debit card payments associated with transactions completed using the Application. The GovtPortal fees are listed in Attachment 2 - GovtPortal Application. If Baldwin County elects to change payment processors, which is Baldwin County’s option throughout the term of this SOW, it will provide Ingenuity at least ninety (90) days written notice of such change.

Price: Baldwin County will pay Ingenuity \$3,000 per month (the “Monthly Fee”) for the first 12 months starting with the month that the Application is implemented for Baldwin Probate. The Monthly Fee will be increased to \$3,500 per month for the next 12 months and to \$4,000 per month for the remainder of the initial term of this SOW. Ingenuity and Baldwin County agree that Ingenuity can adjust the Monthly Fee during an extended term for this SOW, but also agree that the Monthly Fee will not be increased by more than 10% in any year of the extended term.

Baldwin County will also pay Ingenuity a fee of \$115,000 (the “Implementation Fee”) to cover the cost of the initial services and expenses including the initial database conversion, system implementation, training, testing, and related travel. The Implementation Fee is due within 30 days of the execution of this SOW. If Baldwin County elects to change to a payment processor not currently integrated with the Application and approved by Ingenuity, Baldwin County will pay an additional one-time integration and testing fee, and additional monthly fees may apply. Baldwin County customers who elect to utilize the EasyTag service will pay an additional convenience fee directly to Ingenuity.

Start Date: 12/01/2018 - the Application will be implemented as soon as possible following the appropriate testing with a target for implementation of the first business day in December 2018.

End Date: 11/30/2021 - the End Date will be automatically extended in two (2) year increments unless either party provides the other party written notice of termination at least thirty (30) days prior to the original End Date or an extended End Date as may be applicable. On or after 12/1/2019, either party may terminate this SOW without cause by providing at least six (6) month’s advance written notice to the other party.

Payment Schedule: Ingenuity will invoice Baldwin County on a monthly basis for all applicable services and fees. Baldwin County will pay all Ingenuity invoices in accordance with the terms of the Agreement.

Baldwin County Representative: Baldwin County Probate Judge

Baldwin County Commission

Signature: _____

By: Frank Burt, Jr.

Title: Chairman

Baldwin County Commission Attest/Witness

Signature: _____

By: Ronald J. Cink

Title: County Administrator/Budget Director

Ingenuity, Inc.

Signature: _____

By: Rick A. Hayes

Title: President

Baldwin County Probate Judge

Signature: _____

By: Tim Russell

Title: Probate Judge