

**MODIFICATION # 2
TO
CONTRACT NUMBER VA-000100-HSMM
BETWEEN THE
COMMONWEALTH OF VIRGINIA
AND
HAYES, SEAY, MATTERN & MATTERN, INC.**

This MODIFICATION # 2 is an agreement between the Commonwealth of Virginia, hereinafter referred to as "State" or "Commonwealth", and Hayes, Seay, Mattern & Mattern, Inc., hereinafter referred to as "Contractor". This Modification # 2 is hereby incorporated into and made an integral part of the Contract valued at \$20,471,568.00.

The purpose of this Modification # 2 is to identify additional services required of the Contractor due to Commonwealth of Virginia budgetary limitations that require changes to the Scope of the Contract.

Both parties agree to the following:

1. Reference: Page 7, Section II., Paragraph L., entitled "Changes to the Contract":
 - A. A conceptual work plan is provided as Attachment A to this Modification #2, pages 1 through 6.
 - B. The Contractor shall propose contract modification text and cost as provided for in the conceptual work plan to be incorporated in a subsequent contract modification. In order to meet contract timeline schedules, the Contractor may begin tasks associated with the conceptual work plan concurrently with the proposed contract modification text and cost changes.
 - C. The Contractor shall provide the proposed contract text and costing document(s) within three (3) weeks of the signing of this Modification #2.
2. Reference Attachment C, entitled "Schedule of Fees/Additional Services": The addition of fees delineated below are being added under the description of Modification #2:

Conceptual Work Plan (Draft and Final)	\$ 4,203.00
Modify Contact Text (Includes one (1) Review Meeting)	\$32,474.00
Modify Contract Costing (Includes one (1) Review Meeting)	<u>\$21,874.00</u>
Total fees for Modification # 2:	\$58,551.00

Revised Attachment C, Schedule of Fees (2 pages) is provided as Attachment B to this Modification # 2.

The foregoing is the complete and final expression of the parties' agreement to modify Contract VA-000100-HSMM and cannot be modified, except by a writing signed by duly authorized representatives of both parties.

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.

PERSONS SIGNING THIS CONTRACT ARE AUTHORIZED REPRESENTATIVES OF EACH PARTY TO THIS CONTRACT AND ACKNOWLEDGE THAT EACH PARTY AGREES TO BE BOUND BY THE TERMS AND CONDITIONS OF THE CONTRACT.

HAYES, SEAY, MATTERN
& MATTERN

BY 

NAME: Cheryl S. Giggetts

TITLE: Vice President
CTA Communications, Inc.

DATE: 2/01/2001

COMMONWEALTH OF VIRGINIA

BY: 

NAME: Leslie R. Carter

TITLE: Deputy Director, Services

DATE: 2/01/2001

ATTACHMENT A
TO
MODIFICATION #2
TO
CONTRACT #VA-000100-HSMM

Conceptual Work Plan

1. General

HSMM/CTA has been asked to begin work on a modification to Contract VA-000100-HSMM. Generally, the purpose of the modification is to change the following:

- A. Prepare a specification to use a single systems integrator that will be responsible for detailed design, furnishing, implementation, and proof of performance of all systems, rather than five separate procurements with up to eight separate vendors as described in the Scope of Services, Page 42. Include also procurement and implementation oversight of the Prime Site building and the backup facility if provided by the single systems integrator. If a Capital Outlay appropriation is to be used for the facility upgrade and new facility, a subsequent procurement may be required in accordance with the Commonwealth of Virginia Construction and Professional Services Manual.
- B. Include changes resulting from inclusion of NVA COG LMR Network, IFLOWS, CAPWIN, LOJAK, TCAP, PMARS, and SIRS in the radio network.
- C. Include changes resulting from the fact that the existing Mobile Computer Terminals are increased to 431 and will not be integrated with the CAD. The Commonwealth will not provide a viable specification for CTA to revise as previously contracted. Requires development of a functional specification including an untested CAD interface. CTA will be responsible for the coordination between the existing CAD Contractor, PRC, and the systems integrator.
- D. Include changes to reflect a competitive procurement negotiation between two short listed offerors, rather than the competitive evaluation process currently in the contract. A provision for additional offerors will also be added.
- E. For evaluation and recommendation of viable radio system technology, include changes to reflect testing done on equipment supplied by the offerors at the time of evaluation of the their proposals, rather than having this testing done prior to writing the specifications. Testing is limited to up to two offerors, with an option to add more.

- F. Expand the specification to include non-COV ownership of the system infrastructure, with the exception of COV owned tower sites. Include specification for lease management of COV owned tower sites (including also sites not being used for this system upgrade) to generate a revenue stream. Include in the specification options for systems integrator operated networks, maintenance, and partnerships. The prices for the infrastructure upgrade, subscriber equipment, and maintenance will be differentiated by the offerors.
- G. Modify wording to further emphasize the fact that HSMM/CTA will develop functional specifications. The current contract clearly states that the specifications will reflect a “Functional Procurement Approach” (Section G2 of the contract describes the approach fully), and while there is no change in scope necessary to reflect that approach, there may be some wording changes desired by the Commonwealth to emphasize this fact.

The specifications are the foundation of the project. They provide the following:

- The technical part of the procurement documents, in order to provide the basis for offerors’ proposals and for their evaluation.
- The technical part of the contract, as negotiated and agreed to by the COV.
- The “road map” for implementation, to make sure that the project includes oversight “windows” which provide for inspections, reviews, meetings, reporting, and project documentation. Also to include oversight “hooks” to provide for changes in functional requirements, and other technical changes that may become apparent as the implementation progresses.
- The basis for acceptance, to make sure that the system performs as specified, and according to good engineering design principals.
- The build-out of the remaining phases of the system shall be contingent upon the successful implementation of the pilot system.
- The baseline for systems integrator operations for the life of any COV/systems integrator partnership, presumably lasting up to 20 years. Addressing protection for COV in the event of conflicts between COV agency’s mission requirements, systems integrator’s commercial needs and the orderly termination of the partnership.

The specifications package CTA will produce for this procurement is not simply a procurement document. It is the foundation, or baseline document that will form the technical part of the contract with the systems integrator, and it will be the definitive document for the implementation of the project, the acceptance of the project, and the operation of the project for the life of the project, which may be in

excess of twenty years. The importance of this single document is critical to the success of the project.

- H. Include the ability to allow HSMM/CTA to meet in its Lynchburg office with potential offerors in advance of issuance of the RFP, in order to review their ability to meet the objectives of the RFP and to obtain their comments.
- I. Expand meeting schedule to accommodate additional meetings resulting from increased user agency participation (UARC), Commonwealth budget related activity, and other current and projected activities. Increase the yearly project meetings/presentations.
- J. Include management oversight of design, layout, and implementation for upgrades of seven VSP Divisional HQ Dispatch Centers to accommodate an increase to eight dispatch/call taker positions.
- K. Remove requirement for using one radio for both voice and data, and any references to a mandated trunked architecture.
- L. Assist with installation, integration, and testing of PRC provided CAD stations.
- M. Increase the number of LMR sites to 47.
- N. Assist the COV in acquiring additional radio frequencies in VHF, UHF, and 800 MHz and microwave, as well as licensing of narrowband VHF mobile frequencies.
- O. Document the current participating agency sites that are not used in the infrastructure, with the intent of using them as revenue sources. This shall also include commercial sites currently in use and/or generating revenues.

2. Timetable

A Project Plan will be developed by the Virginia Department of State Police (VSP) and HSMM/CTA. The Project timetable shall be as mutually agreed between the VSP and HSMM/CTA based upon an agreed upon Project Plan.

3. Specific contract changes.

Task A, No change since this is essentially complete.

Task B, Virginia Frequency Allocation Model (VFAM) will be complete, and HSMM/CTA will at the time of issuance of the RFP be working in development of a channel plan. This is necessary to secure FCC licenses for the sites used in the system. Talk groups will be established in coordination with the COV user groups. CTA had

already assumed the systems integrator would be involved in both activities, and so there will be no change here.

Task C, Minor change since this is essentially complete. Survey two additional LMR sites (increase from 45 to 47). The product of this task will be provided to offerors to use in their design.

Task D, Modified to reflect testing of the technologies will occur as part of the procurement process. The technology report will be issued concurrent with, and as part of, the evaluation of the offerors proposals to include the results of the testing. Testing will be done with up to two offerors, with the more offerors(s) added at the option and specific authorization of the Commonwealth.

Task E, Modified to reflect inclusion in the main RFP. This task will be increased to include design criteria, necessary inspections, review of design drawings, and other general oversight functions.

Also increased to include management oversight of design, layout, and implementation for seven VSP dispatch centers.

Task F, Modified to reflect systems integrator participation in the Migration Plan under CTA oversight. CTA, with the assistance of and review by user agencies, will develop the structure of the migration plan. The systems integrator will produce and update the migration plan under CTA's oversight. The COV will review the plan, and upon agreement, will provide acceptance of the plan. Key oversight elements such as the User Evaluation Period will also remain and possibly be expanded.

Task G, Modified to include a single integrated specification and RFP procurement process. CTA envisions that this will entail an additional sub-task that will integrate the specifications developed under this and other tasks.

Also modified to include the following:

- Assistance to COV in finalizing system operational requirements, including general cost/benefit advice and meetings.
- Addition of NVA COG LMR Network, IFLOWS, CAPWIN, LOJAK, TCAP, PMARS, etc.
- Addition of SIRS (to the extent that the configuration has been determined by the COV no later than March 1, 2001).
- Provision for additional detailed technical evaluations on a per-offeror basis, at the option and direction of the COV.

- Competitive negotiation between two short-listed offerors, as opposed to competitive evaluation.
- Non-COV ownership of infrastructure, and payments to systems integrator on a “per seat” basis.
- Lease management for COV towers, site facilities, and properties (including also sites not being used for this system upgrade).
- The ability for HSMM/CTA to meet with offerors prior to RFP issuance.
- Wording changes to emphasize functional procurement, as requested by COV.
- Wording changes to remove requirements that trunking architecture must be employed. Retain ability of Systems integrator to propose trunking architecture to meet functional requirements.
- Coverage analysis for two additional (existing) LMR sites (45 goes to 47).
- Add assistance in acquiring additional radio frequencies and in licensing of frequencies, including researching availability of LMR frequencies (up to once per LMR radio site), identification of Microwave frequencies (up to once for every two Microwave paths – assuming 50% of the microwave licenses are OK), and licensing VHF narrow-band frequencies for backup communications (up to forty frequencies at each LMR site on a one-time licensing basis). Current number of microwave path designs and surveys will remain the same.
- Develop and maintain database of transmitter sites on state property (COV owned, leased, and commercially owned) outside the Shared network, which may be used for revenue generation. General site characteristics will be included, to the extent that information is provided by COV user agencies (no site visits included). Database to include up to 500 transmitter sites. Will include solicitation of this information from agencies via UARC meetings.

Task H, Modified to develop functional specifications that will include design of network interface in the integrated RFP.

Task I, Modified to establish structural analysis and detailed site design as part of the single systems integrator requirements. HSMM/CTA to provide generic plans, site design review and implementation oversight. This will include meetings, site observations, witness of tests, etc. HSMM/CTA to provide review of systems integrator tower structural modification drawings, and oversight/site observations of actual modifications.

Task J, Modified to accommodate the inclusion of 431 existing MCT units. Design of system interface for MCTs will be changed to reflect the CAD interface. The

Commonwealth will not provide viable specification to CTA as previously contracted. Requires development of a functional specification including an untested CAD interface. Remove requirement for one radio for both voice and data and allow separate but integrated voice and MCT subsystems.

The Intranet vendor will now be part of the Systems integrator team.

Task K, Minor modifications, acceptance testing will now reflect a Systems integrator team rather than individual vendors. Include assistance with installation, integration, and testing of PRC provided CAD stations in 7 VSP Communications Centers.

Task L, Master Project Schedule will require substantial modifications to reflect schedule changes. Schedule may increase as a result of the procurement of a systems integrator. Implementation schedule will receive substantial input from the successful offeror and will be a factor in the negotiation process. Commonwealth budget related activities and Master Budget activities would change as a result of potential public/private ownership and operation to include approaches other than Commonwealth owned, operated and maintained. Additional meetings responding to changes in scope and current increased participation by agencies (UARC) will be included.

Task M, Documentation review is critical no matter who implements or owns the infrastructure. CTA will provide systems integrator structure, guidance, documentation review, and oversight.

Tasks N, O, Modify target dates and milestone schedule to reflect single procurement. HSMM/CTA will strive to maintain or advance the current implementation schedule, however the systems integrator timetable may drive implementation.

Task P, No change.

Task Q, No change.

Task R, No change.

ATTACHMENT B
To
MODIFICATION # 2
To VA-000100-HSMM

**Virginia Public Safety Land Mobile Radio Network
Design, Implementation, and Quality Control Consultant**

June 26, 2000

Schedule of Fees

Task	Fee
A. Perform radio asset inventory, needs assessment, and project expected growth.	\$295,266
B. Document existing radio frequency authorizations. Devise a frequency reuse strategy. Determine the capacity of the channels. Obtain additional channels if required. Ensure non-interference. Develop a channel plan.	\$474,143
C. Evaluate and document the State Police combined radio infrastructure.	\$744,849
D. Perform microwave and LMR technologies assessment.	\$564,943
E. Design and document the facility upgrade for the network. Design and document the new facility for the network. Transfer operations to the new facility.	\$20,684
F. Prepare a migration plan.	\$302,523
G. Design an upgrade to the existing VSP LMR and microwave networks. Document the designed coverage of the network. Add any new LMR or microwave sites that are required. Create the required technical procurement documentation. Perform coverage testing on the completed network.	\$5,915,223
H. Design a network interface. Create a network interface specification.	\$61,752
I. Perform a tower structure analysis. Generate the tower technical procurement, FAA and FCC documentation.	\$4,657,062
J. Integrate existing mobile data equipment into the upgraded radio network. Integrate mobile data infrastructure into the State Police data infrastructure. Plan for the removal of the wireless modems from the patrol vehicles. Coordinate the mobile data transmissions using the upgraded radios. Verify converted systems effective operation. Update the technical mobile data procurement documentation. Prepare documentation to obtain and install 1000 MCTs. Inventory, oversee the MCT installation into the VSP patrol vehicles. Verify the testing of the additional 1000 mobile computer terminals. Develop an inter/intra agency data intranet using the microwave network.	\$898,929

Virginia Public Safety Land Mobile Radio Network

HSMM

Contract VA-000100-HSMM Attachment C - Schedule of Fees
Revised 01-30-01, Modification # 2

ATTACHMENT B
To
MODIFICATION # 2
To VA-000100-HSMM

Task	Fee
K. Perform acceptance testing on all deliverables. Create and implement inventory control and configuration management. Program the new equipment with the channel plan and/or talk groups. Implement the new channel plan. Provide operator train-the-trainer training. Ensure RF safety compliance. Edit the RF radiation Compliance Plan.	\$2,653,482
L. Maintain the project schedule and budget. Submit monthly reports and attend monthly meetings.	\$2,123,741
M. Document the as-built design, infrastructure, network, systems, subsystems, software, firmware, and equipment.	\$404,390
Q. Provide temporary/permanent offices in the Richmond area.	\$833,209
R. Vendor/Commonwealth Interface	\$117,165
GRAND TOTAL FOR ALL WORK	\$20,067,361
K. Project Specific Insurance	\$295,000
P. Costs to interview FLEWUG, and create shared network operations, if proposed.	\$109,207
Modification # 2 fees: Conceptual work plan, modification of contract test and contract costing.	\$58,551

Revised Contract Grand Total:
(0.286% increase)

\$20,530,119