

ORDINANCE NO. \_\_\_\_\_

AN ORDINANCE OF THE CITY OF DENTON, A TEXAS HOME-RULE MUNICIPAL CORPORATION, AUTHORIZING THE APPROVAL OF A FIRST AMENDMENT TO A PROFESSIONAL SERVICES AGREEMENT BETWEEN THE CITY OF DENTON AND GRANT THORNTON LLP, AMENDING THE CONTRACT APPROVED BY THE CITY COUNCIL ON DECEMBER 7, 2021, IN THE NOT-TO-EXCEED AMOUNT OF \$116,335.00; SAID FIRST AMENDMENT TO PROVIDE PROJECT MANAGEMENT SERVICES FOR ACCOUNTS PAYABLE AUTOMATION AND VENDOR MANAGEMENT CONSULTING SERVICES FOR THE FINANCE DEPARTMENT; PROVIDING FOR THE EXPENDITURE OF FUNDS THEREFOR; AND PROVIDING AN EFFECTIVE DATE (FILE 7831 – PROVIDING FOR AN ADDITIONAL FIRST AMENDMENT EXPENDITURE AMOUNT NOT-TO-EXCEED \$94,000.00, WITH THE TOTAL CONTRACT AMOUNT NOT-TO-EXCEED \$210,335.00).

WHEREAS, on December 7, 2021, City Council awarded a contract to Grant Thornton LLP in the amount of \$116,335.00, for Accounts Payable Automation and Vendor Management Consulting Services for the Finance and Procurement and Compliance Departments; and

WHEREAS, this procurement was undertaken as part of the City's governmental function; and

WHEREAS, the additional fees under the proposed First Amendment are fair and reasonable and are consistent with, and not higher than, the recommended practices and fees applicable to the Provider's profession, and such fees do not exceed the maximum provided by law; NOW, THEREFORE,

THE COUNCIL OF THE CITY OF DENTON HEREBY ORDAINS:

SECTION 1. The First Amendment, increasing the amount of the contract between the City and Grant Thornton LLC which is on file in the office of the Purchasing Agent, in the amount of Ninety-Four Thousand and 0/100 (\$94,000.00) dollars, is hereby approved, and the expenditure of funds therefor is hereby authorized in accordance with said amendment which shall be effective upon the execution of the amendment attached hereto. The total contract amount increases to \$210,335.00.

SECTION 2. This ordinance shall become effective immediately upon its passage and approval.

The motion to approve this ordinance was made by \_\_\_\_\_ and seconded by \_\_\_\_\_. This ordinance was passed and approved by the following vote [\_\_\_\_ - \_\_\_\_]:

	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>	<b>Absent</b>
Mayor Gerard Hudspeth:	_____	_____	_____	_____
Vicki Byrd, District 1:	_____	_____	_____	_____
Brian Beck, District 2:	_____	_____	_____	_____
Jesse Davis, District 3:	_____	_____	_____	_____
Alison Maguire, District 4:	_____	_____	_____	_____
Brandon Chase McGee, At Large Place 5:	_____	_____	_____	_____
Chris Watts, At Large Place 6:	_____	_____	_____	_____

PASSED AND APPROVED this the \_\_\_\_\_ day of \_\_\_\_\_, 2022.

\_\_\_\_\_  
GERARD HUDSPETH, MAYOR

ATTEST:  
ROSA RIOS, CITY SECRETARY

BY: \_\_\_\_\_

APPROVED AS TO LEGAL FORM:  
MACK REINWAND, CITY ATTORNEY

BY: Marcella Lunn  
Digitally signed by Marcella Lunn  
DN: cn=Marcella Lunn, o,  
ou=City of Denton,  
email=marcella.lunn@cityo  
fdenton.com, c=US  
Date: 2022.07.28 18:43:33  
-05'00'



Docusign City Council Transmittal Coversheet

FILE	7831
File Name	AP Automation/Vendor Management Consultant Amendment 1
Purchasing Contact	Cori Power
City Council Target Date	
Piggy Back Option	Not Applicable
Contract Expiration	
Ordinance	

**FIRST AMENDMENT TO CONTRACT  
BY AND BETWEEN THE CITY OF DENTON, TEXAS  
AND GRANT THORNTON, LLP  
PSA 7831**

THE STATE OF TEXAS                   §

COUNTY OF DENTON                   §

THIS FIRST AMENDMENT TO CONTRACT 7831 (“Amendment”) by and between the City of Denton, Texas (“City”) and Grant Thornton, LLP (“Consultant”); to that certain contract executed on December 7, 2021, in the original not-to-exceed amount of \$116,335 (the “Agreement”); for services related to AP Automation and Vendor Management Consulting Services.

WHEREAS, the City deems it necessary to further expand the services provided by Consultant to the City pursuant to the terms of the Agreement, and to provide an additional not-to-exceed amount \$94,000 with this Amendment for an aggregate not-to-exceed amount of \$210,335; and

FURTHERMORE, the City deems it necessary to further expand the goods/services provided by Consultant to the City;

NOW THEREFORE, the City and Consultant (hereafter collectively referred to as the “Parties”), in consideration of their mutual promises and covenants, as well as for other good and valuable considerations, do hereby AGREE to the following Amendment, which amends the following terms and conditions of the said Agreement, to wit:

1. The additional services described in Exhibit “A” of this Amendment, attached hereto and incorporated herein for all purposes, for professional services related to the AP Automation and Vendor Management Consulting Services, are hereby authorized to be performed by Consultant. For and in consideration of the additional services to be performed by Consultant, the City agrees to pay, based on the cost estimate detail attached as Exhibit “A”, a total fee, including reimbursement for non-labor expenses an amount not to exceed \$94,000.
2. This Amendment modifies the Agreement amount to provide an additional \$94,000 for the additional services with a revised aggregate not to exceed total of \$210,335.

The Parties hereto agree, that except as specifically provided for by this Amendment, that all of the terms, covenants, conditions, agreements, rights, responsibilities, and obligations of the Parties, set forth in the Agreement remain in full force and effect.

IN WITNESS WHEREOF, the City and the Consultant, have each executed this Amendment electronically, by and through their respective duly authorized representatives and officers on this date \_\_\_\_\_.

“CITY”

“CONSULTANT”

CITY OF DENTON, TEXAS  
A Texas Municipal Corporation

GRANT THORNTON, LLP

By: \_\_\_\_\_

SARA HENSLEY, CITY MANAGER

ATTEST:  
ROSA RIOS, CITY SECRETARY

By: \_\_\_\_\_

DocuSigned by:  
*Doug Doerr* Principal

AUTHORIZED SIGNATURE, TITLE

APPROVED AS TO LEGAL FORM:  
MACK REINWAND, CITY ATTORNEY

By: \_\_\_\_\_

By: \_\_\_\_\_

DocuSigned by:  
*Marcella Lunn*  
4B070831B4AA438...

THIS AGREEMENT HAS BEEN  
BOTH REVIEWED AND APPROVED  
as to financial and operational  
obligations and business terms.

DocuSigned by:  
*Cassandra Ogden* Cassandra Ogden  
SIGNATURE PRINTED NAME

Chief Financial officer  
TITLE

Finance  
DEPARTMENT



Exhibit A

**Table of Contents**

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## Letter of Transmittal

July 11, 2022

Christine Taylor  
Director of Procurement and Compliance  
City of Denton  
215 E. McKinney Street  
Denton, TX 76201

**Audit – Tax – Advisory**  
**Grant Thornton LLC**  
111 Congress Ave, Suite 2500  
Austin, TX, 78701  
T: (512) 692-1200  
F: (512) 692-1201  
[www.GrantThornton.com](http://www.GrantThornton.com)

Dear Ms. Taylor:

Grant Thornton LLP is pleased to present our proposal to provide Accounts Payable (AP) Automation and Vendor Management consulting services, as solicited in DIR Contract No. DIR-CPO-4931. As one of the world's largest accounting and management consulting organizations, Grant Thornton is a leading provider of project management, business process transformation, and information technology consulting services. Our enclosed proposal introduces our highly qualified team with the experience to support the City of Denton consulting requirements.

Grant Thornton's understanding is that the City of Denton desires to implement a fully automated software that will be utilized by the Finance and Purchasing Departments for vendor management and payment processing. The main goal of automating the accounts payable and vendor management process is to improve payment efficiencies and controls across departments. The system will need to integrate to the City's current financial reporting software (JD Edwards).

We look forward to working with the City of Denton on this critical initiative.

If you have any questions or require additional information, please contact me at (571) 242-0478 or via email at [graeme.finley@us.gt.com](mailto:graeme.finley@us.gt.com).

Sincerely,

**GRANT THORNTON LLC**

A handwritten signature in black ink that reads "G. Finley".

Graeme Finley  
Principal

## Key Personnel

Grant Thornton understands the strategic importance and magnitude City of Denton's Accounts Payable Automation solution initiative and we have assembled a team with the appropriate industry, technology and managerial expertise to address the services outlined in the RFP.

We will align our work schedule with the core Monday-to-Friday business hours of our City of Denton teammates and project leaders, enabling the Grant Thornton team to provide valuable support and guidance with minimal travel expenses. The Grant Thornton team also brings significant prior experience with the City of Denton, allowing our team to immediately add value.



### JD Edwards Leadership

#### Greg Davis - Principal and JD Edwards National Practice Lead

Greg is a Principal in Grant Thornton's Advisory Services, Technology Solutions practice in Kansas City, joining the firm as part of the Grant Thornton acquisition of MarketSphere in 2013. Greg leads a national practice of experienced JD Edwards project management, functional, and technical resources.

#### Experience

Greg has worked his professional career in business consulting for the leading IT Consulting firms of Arthur Andersen, PricewaterhouseCoopers, IBM and Grant Thornton. Focusing on providing referenceable JD Edwards services for over 22 years, Greg has consulted in a diverse portfolio of industries and Fortune 500 companies. He has conducted over 50 JD Edwards implementations, 40 JD Edwards upgrades, and several optimizations. Greg has extensive supply chain ERP experience in highly-regulated industries.

Recently, Greg and the Grant Thornton JDE team have delivered several successful JD Edwards upgrades ranging from technical (only) to fully transformational re-implementations. Oracle recently recognized and awarded the GT JD Edwards practice with the Partner Excellence Award for Outstanding Upgrades in 2014 and 2015. Mr. Davis has also helped many ERP organizations evaluate and assess their organization and controls to create ERP Governance and has recently published a white paper on The 4 ERP governance best practices you shouldn't ignore.

His industry expertise includes: manufacturing, distribution, construction, consumer products, automotive, tobacco, telecommunications, energy, utilities, public sector, and chemical. His JD Edwards expertise includes: JDE Financials, Distribution, Manufacturing, and Capital Asset Management. Additional areas of expertise include: supply chain optimization, Manufacturing planning, lot control, product configuration, and cost accounting.

#### Education

Greg holds Bachelor of Science degrees in Management Information Systems, and Marketing, from Kansas State University.

## Critical Project Team Resources

#### Jeff Meadows (Director – Project Manager)

- Over 25 years of experience as a technology consultant and managing systems implementations of JD Edwards and 30 years of professional experience
- 29+ implementation "go-lives" with JD Edwards software products working with Arthur Andersen, PwC, IBM, MarketSphere and Grant Thornton (long history of JD Edwards project successes with Greg Davis)
- Jeff's professional education in accounting, expansive JD Edwards skills, communication skills, and his deep knowledge of numerous industries allows him to quickly gain the confidence of client executives
- Jeff was the project manager, functional and technical lead for the JDE 9.1, 9.2, and recent Tools upgrades at the City of Denton and has working knowledge and experience of all functional modules that the City of Denton runs today (including HR/Payroll)

#### Greg Davis (PMO and Quality Assurance)

- Specializes in project advisory and program/project management on JD Edwards implementations with complex third party integrations. Over 40 JD Edwards upgrades delivered.
- History with the City of Denton – project leader and partner on prior City of Denton project initiatives. Functional knowledge and implementation experience of all JDE modules being run by the City of Denton.

#### Anthony Palmisano (AP Functional Lead)

- Over 15 years of combined JD Edwards and professional experience
- 6+ JD Edwards implementations, upgrades, optimizations, and high complexity integrations to include interface(s) with third party Accounts Payable Automation software.

#### ERP Suites (CNC/Technical)

- Over 23 years of JD Edwards Technical Expertise with a heavy focus and background in JD Edwards CNC
- History with the Grant Thornton and City of Denton on previous projects
- Manages data centers for JD Edwards customers (hosting and managed services)
- Significant experience with JDE integrations, security, data archival tools, disaster recovery, high-availability, system monitoring



## Services, Timeline, and Pricing

To fulfill the RFP consulting requirements, this proposal is provided per the following:

### Scope and Assumptions

#### GT Scope

- GT will jointly collaborate with COD to perform project management activities
  - Monitor vendor (Forza) is executing to their project plan (on time)
  - Facilitate issues are identified and resolved timely
  - Lead status meetings (status calls)
  - Review vendor (Forza) weekly status reports
  - Attend critical vendor scheduled meetings (discovery, design, etc.)
  - GT will not manage project economics
- GT will provide CNC and Development services as/if deemed required by COD and such services are not provided by vendor (Forza)
  - As no specifics are known at this time, GT has included a high level estimate of hours for CNC and Development activities
  - The estimate of hours for CNC and Development activities to be revisited if COD needs more GT assistance than included in this proposal

#### Scanman Scope

- Vendor (Forza) to provide COD with their detailed project plan
- Vendor (Forza) will execute to their project plan
- Vendor (Forza) will work directly with COD on their contract pricing and terms and conditions

#### Assumptions

- Vendor (Forza) will perform all configuration, development, integration, and technical activities
- GT work will be performed remotely (no travel is budgeted)

### Timeline

This GT timeline is predicated upon the 60 day duration project plan provided to COD by Vendor (Forza).

Accounts Payable (AP) Automation and Vendor Management - Interface to JDE

	Week													
	1	2	3	4	5	6	7	8	9	10	11	12	13	14
PHASE 2														
Assist COD with JDE Project Management														

Pricing

Our fees for Phase 2 services are summarized as follows:

Accounts Payable (AP) Automation and Vendor Management - Interface to JDE

Role	Hours	Rate	Fees
Project Manager	260	\$ 190	\$ 49,400.00
CNC	104	\$ 175	\$ 18,200.00
Developer	176	\$ 150	\$ 26,400.00
	540		\$ 94,000.00

This pricing is specific to DIR Contract No. DIR-CPO-4931.

The following fixed price billing schedule will be utilized for invoicing:

- End of Phase 2: \$94,000.00

**Certificate Of Completion**

Envelope Id: AEE9DC2E413E470ABBCEC4E8A7A32139

Status: Sent

Subject: Please DocuSign: City Council Contract 7831 - AP Automation/Vendor Management Consultant Amendment 1

Source Envelope:

Document Pages: 8

Signatures: 3

Envelope Originator:

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Initials: 1

Cori Power

AutoNav: Enabled

901B Texas Street

Envelopel Stamping: Enabled

Denton, TX 76209

Time Zone: (UTC-06:00) Central Time (US &amp; Canada)

cori.power@cityofdenton.com

IP Address: 198.49.140.10

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cori.power@cityofdenton.com

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Senior Buyer

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City of Denton

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Lori Hewell



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lori.hewell@cityofdenton.com

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Purchasing Manager

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City of Denton

Signature Adoption: Pre-selected Style

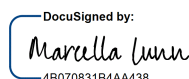
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Marcella Lunn



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marcella.lunn@cityofdenton.com

Viewed: 7/25/2022 2:34:18 PM

Deputy City Attorney

Signed: 7/25/2022 2:35:24 PM

City of Denton

Signature Adoption: Pre-selected Style

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**Electronic Record and Signature Disclosure:**

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Doug Doerr



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doug.doerr@us.gt.com

Resent: 7/26/2022 3:34:41 PM

Principal

Resent: 7/27/2022 12:12:07 PM

Security Level: Email, Account Authentication  
(None)

Resent: 7/27/2022 12:12:26 PM

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Signer Events	Signature	Timestamp
Cassandra Ogden cassandra.ogden@cityofdenton.com Chief Financial Officer City of Denton Security Level: Email, Account Authentication (None)	DocuSigned by:  E7FF20C194EA4F9...  Signature Adoption: Pre-selected Style Using IP Address: 198.49.140.10	Sent: 7/27/2022 1:44:37 PM Viewed: 7/27/2022 1:48:58 PM Signed: 7/27/2022 1:49:11 PM

**Electronic Record and Signature Disclosure:**  
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Cheyenne Defee  
cheyenney.defee@cityofdenton.com  
Procurement Administration Supervisor  
City of Denton  
Security Level: Email, Account Authentication (None)

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Sara Hensley  
sara.hensley@cityofdenton.com  
Security Level: Email, Account Authentication (None)

**Electronic Record and Signature Disclosure:**  
Not Offered via DocuSign

Rosa Rios  
rosa.rios@cityofdenton.com  
Security Level: Email, Account Authentication (None)

**Electronic Record and Signature Disclosure:**  
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In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
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Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp

Cheyenne Defee  
cheyenney.defee@cityofdenton.com  
Procurement Administration Supervisor  
City of Denton  
Security Level: Email, Account Authentication (None)

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**Electronic Record and Signature Disclosure:**  
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Gretna Jones  
gretna.jones@cityofdenton.com  
Legal Secretary  
City of Denton  
Security Level: Email, Account Authentication (None)

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Carbon Copy Events	Status	Timestamp
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City Secretary Office citysecretary@cityofdenton.com Security Level: Email, Account Authentication (None)		
<b>Electronic Record and Signature Disclosure:</b> Not Offered via DocuSign		
Vis Bouaphanthavong Vis.Bouaphanthavong@cityofdenton.com Security Level: Email, Account Authentication (None)		
<b>Electronic Record and Signature Disclosure:</b> Accepted: 7/18/2022 10:59:36 AM ID: c14df192-e455-4f29-aa4e-8e0f656fb22f		
Cheyenne Defee cheyenne.defee@cityofdenton.com Security Level: Email, Account Authentication (None)		
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Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
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At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. For such copies, as long as you are an authorized user of the DocuSign system you will have the ability to download and print any documents we send to you through your DocuSign user account for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

### **Withdrawing your consent**

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

### **Consequences of changing your mind**

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. To indicate to us that you are changing your mind, you must withdraw your consent using the DocuSign 'Withdraw Consent' form on the signing page of your DocuSign account. This will indicate to us that you have withdrawn your consent to receive required notices and disclosures electronically from us and you will no longer be able to use your DocuSign Express user account to receive required notices and consents electronically from us or to sign electronically documents from us.

### **All notices and disclosures will be sent to you electronically**

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through your DocuSign user account all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

**How to contact City of Denton:**

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: [purchasing@cityofdenton.com](mailto:purchasing@cityofdenton.com)

**To advise City of Denton of your new e-mail address**

To let us know of a change in your e-mail address where we should send notices and disclosures electronically to you, you must send an email message to us at [melissa.kraft@cityofdenton.com](mailto:melissa.kraft@cityofdenton.com) and in the body of such request you must state: your previous e-mail address, your new e-mail address. We do not require any other information from you to change your email address..

In addition, you must notify DocuSign, Inc to arrange for your new email address to be reflected in your DocuSign account by following the process for changing e-mail in DocuSign.

**To request paper copies from City of Denton**

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an e-mail to [purchasing@cityofdenton.com](mailto:purchasing@cityofdenton.com) and in the body of such request you must state your e-mail address, full name, US Postal address, and telephone number. We will bill you for any fees at that time, if any.

**To withdraw your consent with City of Denton**

To inform us that you no longer want to receive future notices and disclosures in electronic format you may:

- i. decline to sign a document from within your DocuSign account, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;
- ii. send us an e-mail to [purchasing@cityofdenton.com](mailto:purchasing@cityofdenton.com) and in the body of such request you must state your e-mail, full name, US Postal Address, telephone number, and account number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

**Required hardware and software**

Operating Systems:	Windows2000? or WindowsXP?
Browsers (for SENDERS):	Internet Explorer 6.0? or above
Browsers (for SIGNERS):	Internet Explorer 6.0?, Mozilla FireFox 1.0, NetScape 7.2 (or above)
Email:	Access to a valid email account
Screen Resolution:	800 x 600 minimum
Enabled Security Settings:	<ul style="list-style-type: none"><li>•Allow per session cookies</li><li>•Users accessing the internet behind a Proxy Server must enable HTTP 1.1 settings via proxy connection</li></ul>

\*\* These minimum requirements are subject to change. If these requirements change, we will provide you with an email message at the email address we have on file for you at that time providing you with the revised hardware and software requirements, at which time you will have the right to withdraw your consent.

**Acknowledging your access and consent to receive materials electronically**

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please verify that you were able to read this electronic disclosure and that you also were able to print on paper or electronically save this page for your future reference and access or that you were able to e-mail this disclosure and consent to an address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format on the terms and conditions described above, please let us know by clicking the 'I agree' button below.

By checking the 'I Agree' box, I confirm that:

- I can access and read this Electronic CONSENT TO ELECTRONIC RECEIPT OF ELECTRONIC RECORD AND SIGNATURE DISCLOSURES document; and
- I can print on paper the disclosure or save or send the disclosure to a place where I can print it, for future reference and access; and
- Until or unless I notify City of Denton as described above, I consent to receive from exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to me by City of Denton during the course of my relationship with you.