

RESOLUTION NO. 2022-

**A RESOLUTION WAIVING FORMAL WRITTEN BIDDING
REQUIREMENT ON THE BASIS OF SOLE SOURCE FOR SERVICES
PERFORMED BY MICROSOFT CORPORATION FOR SOFTWARE
UPGRADES AND APPROVING A SERVICE AGREEMENT**

WHEREAS, the Town of Castle Rock, Colorado (the “Town”) has identified a vendor to provide software upgrades to improve the Town’s productivity, integration with other applications, current security measures, and stability and effective interoperability (the “Project”); and

WHEREAS, the Project selection team has determined Microsoft Corporation (the “Contractor”) is best qualified to perform the services for the Project; and

WHEREAS, under the Town Procurement Code, in most instances, the Town Manager has the authority to approve contracts for the purchase of goods or procurement of services in an amount up to and including \$250,000; and

WHEREAS, an exception to this general rule, however, occurs where a contract is entered into without a competitive bidding process based upon a justification that only one known source exists or that only one single supplier can fulfill the requirements (“sole source”); and

WHEREAS, under these circumstances, Town Council must waive the requirement for formal written sealed bids on the basis of sole source for the procurement of work or services in excess of \$75,000; and

WHEREAS, pursuant to the Town of Castle Rock Municipal Code Section 3.02.060, Town Staff recommends Town Council waive the formal written sealed bid requirement on the basis of sole source for the Project in an amount of \$507,721.92; and

WHEREAS, should Town Council waive the formal written sealed bid requirement, the Town and the Contractor have agreed to the terms and conditions by which the Contractor will provide services for the Project over three-year term, subject to the appropriation of sufficient funds therefore by the Town Council.

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF CASTLE ROCK, COLORADO AS FOLLOWS:

Section 1. Approval. The sole source justification form is hereby approved in substantially the same form attached as *Exhibit 1*, with such technical changes, additions, modifications, or deletions as the Town Manager may approve upon consultation with the Town Attorney. The Mayor and other proper Town officials are hereby authorized to execute the Agreement by and on behalf of the Town.

Section 2. Approval. The Service Agreement between the Town and Contractor is hereby approved in substantially the same form attached as *Exhibit 2*, with such technical changes, additions, modifications, or deletions as the Town Manager may approve upon consultation with the Town Attorney. The Mayor and other proper Town officials are hereby authorized to execute the Agreement by and on behalf of the Town.

Section 3. Encumbrance and Authorization for Payment. In order to meet the Town's financial obligations under the Agreement, the Town Council authorizes the expenditure and payment in the amounts depicted in *Exhibit 2*, in an amount not to exceed \$507,721.92 over a three-year period, subject to the appropriation of sufficient funds therefor by the Town Council, unless otherwise authorized in writing by the Town.

PASSED, APPROVED AND ADOPTED this 16th day of August, 2022 by the Town Council of the Town of Castle Rock, Colorado, on first and final reading, by a vote of ___ for and ___ against.

ATTEST:

TOWN OF CASTLE ROCK

Lisa Anderson, Town Clerk

Jason Gray, Mayor

Approved as to form:

Approved as to content:

Michael J. Hyman, Town Attorney

David L. Corliss, Town Manager