

CITY OF LOS ANGELES
INTER-DEPARTMENTAL MEMORANDUM

Date: February 9, 2018

To: The Honorable City Council
c/o City Clerk, Room 395, City Hall
Attention: Honorable Mike Bonin, Chair, Transportation Committee

From: Seleta J. Reynolds, General Manager
Department of Transportation

Subject: **CONTRACT C-124676 CONTRACTOR NAME CHANGE TO CONDUENT STATE AND LOCAL SOLUTIONS, INC.**

SUMMARY

The Los Angeles Department of Transportation (LADOT) is requesting approval of Amendment No. 1 to change and assign all rights under contract C-124676 from Xerox State and Local Solutions, Inc. (Xerox) to Conduent State and Local Solutions, Inc. (Conduent).

RECOMMENDATION

That the City Council, subject to the approval of the Mayor, AUTHORIZE the General Manager of LADOT, or her designee, to execute a contract amendment with Conduent to reflect the name change under contract C-124676.

BACKGROUND

In September 2014, with the approval of the City Council and the Mayor, LADOT entered into a five-year contract with an optional one year agreement with Xerox for parking citation processing and special collection services for the City. In a letter dated March 6, 2017, Conduent (formerly Xerox) informed LADOT that as of January 1, 2017, the business process services of the Xerox Corporation is now part of and is being conducted under the new name Conduent, Inc. Furthermore, it advised that effective February 16, 2017, Xerox State and Local Solutions, Inc. an indirect but wholly owned subsidiary of Conduent, Inc. changed its name to Conduent State and Local Solutions, Inc.

DISCUSSION

LADOT is currently in its fourth year of a five-year contract with Xerox/Conduent. As a result of the name change and restructuring of Xerox, LADOT sought the guidance and advice from the City Attorney. The City Attorney advised that the separation of Xerox State and Local Solutions, Inc.'s parent company, Xerox Corporation, into two independent public companies: Xerox Corporation, the Document Technology Company and Conduent, Inc., consisting of the Business Process Outsourcing, requires an amendment, assignment, and delegation as mandated by contract and the City's Standard Provisions, Section PSC-12. Except for the name change and assignment of rights, all other provisions under contract C-124676 remain unchanged.

FISCAL IMPACT STATEMENT

There is no impact on the General Fund.

Attachment

**AMENDMENT NO. 1
TO CONTRACT NO. C-124676
BETWEEN THE CITY OF LOS ANGELES AND
CONDUENT STATE & LOCAL SOLUTIONS, INC.
(Formerly XEROX STATE & LOCAL SOLUTIONS, INC.)**

This AMENDMENT NO. 1 TO CONTRACT NO. 124676 is made and entered into between the City of Los Angeles, a municipal corporation ("CITY"), and Conduent State & Local Solutions, Inc. ("CONTRACTOR") with reference to the following facts:

WHEREAS, CONTRACTOR and CITY entered into an agreement on September 26, 2014, to provide parking citation processing and fine collection services (Contract No. C-124676);

WHEREAS, effective as of January 1, 2017, Xerox State & Local Solutions, Inc.'s ultimate parent company, Xerox Corporation, was spun-off into two, independent, public companies: Xerox Corporation, the Document Technology Company, consisting of the document management and document outsourcing; and Conduent Incorporated, consisting of the Business Process Outsourcing (BPO business);

WHEREAS, on February 16, 2017 Xerox State & Local Solutions, Inc. changed its name to "Conduent State & Local Solutions, Inc.";

WHEREAS, THE City and Conduent State & Local Solutions, Inc. wish to amend the Contract to reflect the name change on February 16, 2017.

THEREFORE, City and Conduent wish to amend the Contract to replace the name Xerox State & Local Solutions, Inc. to Conduent State & Local Solutions, Inc. effective as of February 16, 2017.

NOW, THEREFORE, IT IS MUTUALLY AGREED that the Contract be amended as follows:

1. The term "Contractor" in the Contract shall mean and refer to "Conduent State & Local Solutions, Inc."
2. Where the name Xerox & Local Solutions, Inc., or any version of the same (i.e. Xerox) appears throughout the Agreement or any exhibits/attachments thereto, said name is now replaced with the name Conduent State & Local Solutions, Inc.
3. Except as amended herein, all other provisions of Contract Number 124676 shall remain in full force and effect.
4. City assigns all rights under the contract to Conduent State & Local Solutions, Inc. pursuant to PSC-12 of the City's Standard Provisions.

The parties hereby indicate their agreement to this change by their signatures hereunder.

For: THE CITY OF LOS ANGELES
DEPARTMENT OF TRANSPORTATION

For: CONDUENT STATE & LOCAL
SOLUTIONS, INC.

By: _____
Seleta Reynolds
General Manager

By: _____
Kirk Strassman
Senior Director

Date: _____

Date: _____

Approved as to Form and Legality:
MICHAEL N. FEUER
City Attorney

By: _____
Michael Nagle
Deputy City Attorney IV

Date: _____