

SUPPLEMENTAL SERVICE AGREEMENT

August 10, 2018

WHEREAS, the City of Hudson, a municipal corporation in the State of Ohio (hereinafter referred to as “Municipality”), has need of codification of its existing ordinances and resolutions, as well as other optional related services;

WHEREAS, American Legal Publishing Corporation, (hereinafter referred to as “Publisher”), an Ohio Corporation, desires to perform such services for the Municipality.

NOW THEREFORE, in consideration of the mutual benefits to be derived from entering into and performing this Agreement and the mutual promises and covenants contained herein, the parties agree as follows:

I. THE PUBLISHER SHALL:

EDITORIAL PROCESS

1. Examine the ordinances and other legislative material as submitted by the Municipality. The first update under this agreement shall include local legislation adopted March 16, 2016 to present, with the following exceptions:

Land Development Code: The version of the Codified Ordinances book last published by the Publisher only incorporated the Land Development Code in Part Twelve by reference. Because the Municipality is redrafting its Land Development Code at this time, the Publisher will not include the current one in the code, but can post a link to the current Development Code (if the link is provided by the Municipality) within the online Codified Ordinances. (There is no cost for building this link.) The new Development Code yet to be adopted can then be added to the Codified Ordinance in the future when it is finished (currently estimated at 400-500 pages at an editing cost of \$6,800-8,500 plus \$750-975 for incorporating it into the online code version.)

Ordinance 17-130 adopted code updates for ordinances and attempted to apply state law changes. American Legal will perform a state law update as it has in the past – which will replace the attempted changes in the ordinance.

Ordinance 16-131 added the Engineering Standards for Infrastructure Construction to the Code as Chapter 1419. Instead of re-editing this ordinance, the Publisher will take the version already added to the code by Municipal Code Corp. The Municipality will provide a copy of the printed code pages of Chapter 1419 for the American Legal code copy. Chapter 1419 will still need to be incorporated into the Publisher’s online version.

2. Incorporate those materials into the Codified Ordinances according to the subject matter in the existing code, or where there is no existing legislation on the subject, at a logical location in the Code.

3. Make necessary changes in wording of the materials to bring about uniformity of style and to correct typographical errors.
4. Prepare a legislative history of each affected section citing the ordinance or resolution number and date of passage of the ordinance or resolution.
5. Revise or make additional entries to chapter summaries, tables of special ordinances, cross-reference tables, and general index as necessary to reflect the incorporation of additional, changed or deleted material.
6. Incorporate changes in state statutes that materially affect sections of the Code directly based upon such statutes and, unless otherwise directed by the Municipality, make changes in those provisions in order to bring the Code into conformity with the same.
7. Provide an adopting ordinance for the supplement of the code.
8. Provide the Municipality with model or sample ordinances when available and upon request, at no additional charge.

PRINTING

After the first update is completed, the entire Codified Ordinances book needs to be reprinted at a cost of \$45 per copy plus shipping/handling. New binders are not included.

On a annual or six month basis, or a schedule chosen by the Municipality, deliver to the Municipality up to 22 printed copies of supplemental pages for the Code. The printing, format, page size, and paper stock will match that of the Municipality's present code. An instruction sheet for directing the placement of the new pages will be provided.

Additional reprints of specific code chapters are available at 7½ cents per reprinted page. Traffic/General Offenses booklets, if needed, are estimated at a total of \$35 per booklet.

Pages with color printing are assessed an additional charge of 25 cents per page.

SHIPPING AND DELIVERY

The Publisher shall ship by common carrier, the number of supplements ordered by the Municipality. The Publisher will charge reasonable shipping/handling costs.

II. INTERNET SERVICES:

1. Folio VIEWS Search and Retrieval Program will be used to post the Code online.

The Folio/Internet version of the Code may be updated as the Municipality adopts new ordinances. A CD-ROM version of the Code will be provided to the Municipality when the printed Code is updated.

2. American Legal will host the code using the Folio format on the internet on its website allowing the Municipality to link from its home page.

III. THE MUNICIPALITY SHALL:

1. Via hard copy or emailed electronic copy, provide ordinances and/or resolutions passed subsequent to publication of the previous Code supplement;
2. Pay to the Publisher for main editing work to update the Code with new ordinances the sum of \$18 per changed supplement page and \$9 per backup page. The first supplement is estimated at \$2,574 for main editing work to incorporate new ordinances and \$2,000 to incorporate state statute updates to code sections based directly on such statutes.
3. Pay to the Publisher to update the Folio/Internet version of the code \$1.95/page (in addition to the above main editing fee). The first supplement is estimated at \$600 plus an additional \$250 to incorporate the Engineering Standards (Code Chapter 1419) into the online version of the code.
4. Pay to the Publisher an annual hosting fee of \$450/year to host the Code on the internet in a searchable format. Additional online services are available as attached in Exhibit A.

The Municipality chooses the following schedule for future updates:

Printed Book Updates: _____ annually _____ six months _____ quarterly _____ as ordinances pass

Folio/Internet Updates: _____ annually _____ six months _____ quarterly _____ as ordinances pass

If the online code is update more often than the printed code book, the Municipality will be invoiced for the editing work on an ongoing basis instead of waiting for the printed pages to be shipped. **It is required that the printed code book updates occur at least once a year.** When the printed update occurs, charges for any pages not yet invoiced will be invoiced. State law updates will occur when the printed pages are issued.

IV. TERM AND TERMINATION:

The term of this agreement shall be for a period of five years from the date of the execution of this agreement by the Municipality. However, the Municipality shall have the right to terminate this supplemental service plan at any time after one year following the date of the execution of this agreement by serving the Publisher with written notice of its intent to terminate. This written notice shall be sent by mail to Publisher and shall be effective as to the next supplement to be produced, only if received by Publisher at least sixty days before the projected delivery date of the next supplement. Unless otherwise specifically agreed upon by the parties, the projected delivery date shall be the anniversary of the date the Municipality executed this agreement.

V. TRANSMITTAL AS OFFER:

The transmittal of this Agreement to the Municipality unexecuted by the Municipality is an offer by the Publisher to perform the stated services at the price and upon the terms and conditions herein and shall be subject to acceptance by the Publisher's receipt of the agreement executed by the Municipality no later than October 31, 2018 unless such date is extended in writing by the Publisher.

IN WITNESS WHEREOF the parties to this contract have hereunto set their hands on the date(s) indicated:

CITY OF HUDSON, OHIO

BY _____

TITLE _____

DATE _____

AMERICAN LEGAL PUBLISHING

BY 

TITLE Vice President, Client Services

DATE 8/10/18

EXHIBIT A: ONLINE SERVICES

Choose options by initialing in the last column:

Online Features:	Many features are included in current annual hosting fee at no additional cost	Price:	Initial to Accept Optional Service
PC, Tablet, Smart Phone versions	Frames version for PC; ADA Compliant View and Mobile View	Included	Included
Multiple Search formats	1. Quick Search Box 2. Advanced Search 3. Boolean Search Field	Included	Included
Automatic Stem Searches	Finds plural of words	Included	Included
Synonym Searches	Finds synonyms	Included	Included
Continuous Next Hit feature	You can go through all hits without having to go back to the Results List for each chapter	Included	Included
Table of Contents expands and links to sections	View TOC while also viewing code text and option to view TOC, Document and Search Results at same time	Included	Included
Download text in multiple file choices from the web	Can download into RTF (for MS Word), HTML, TXT, PDF, MOBI and EPUB	Included	Included
Email text in multiple file choices from the web	Can email text RTF (for MS Word), HTML and TXT (actually attaches text, not just a link to the code)	Included	Included
Cross-references hyperlinked	Cross-references to other sections, including Penalty references are hyperlinked	Included	Included
Color Graphics	Yes - if provided in color by the Municipality	Included	Included
Static Links to specific sections can be set	Ability to link to titles, chapter or individual sections in the code	Included	Included

Scrolling tables - static header	The titles of table columns remain visible as you scroll through tables	Included	Included
Limit searches to specific sections	Use TOC feature to limit search to chapters or sections	Included	Included
Electronic format	Online document flows uninterrupted; no page breaks or page numbers to interrupt the text	Included	Included
Search over 900 municipal codes	Free access to all codes we publish online	Included	Included
Searchable CD-ROM version provided	Searchable CD version of the documents in Folio is provided	Included	Included
Online help features	Use online help features or contact our technical service reps via email or toll-free phone number	Included	Included
OPTIONAL SERVICES:			Initial if Accepting:
New Ordinance List Service (Advance Legislation Notice)	Ordinances not yet codified listed with link to full text of ordinances (ordinances removed from list once they are codified)	List = \$125/yr + \$10/ordinance <i>or</i> \$300/yr unlimited ordinances	
New Ordinance Notification	Notice posted at beginning of code section with link to ordinance that will amend that section (ordinances removed from code once they are codified)	\$10/ordinance that is linked (5 links included; \$2 per addit. link)	
Comprehensive Ordinance List	New ordinances added to list of all ordinances codified and remain even after code is updated	\$8/ordinance if hosted on city's website, or \$10/ordinance of hosted on ALP website	
Ordinances History Links within code section histories	As new ordinances are added to the code section history list, links to the original ordinance can be set	\$8/ordinance if hosted on city's website, or \$10/ordinance of hosted on ALP website	

Definition Links	Defined terms in the code can be hyperlinked directly to their definition	\$75/hour	
Archive of prior versions of code online	Prior versions of the code may be hosted online for research purposes.	2 codes hosted at no cost, then \$45/yr for each additional code up to \$300	
Translation into other languages	Apply Google Translate to the Code	\$95-250/year	
Custom Website Banner	Municipal seal or logo posted at code site, or partial or complete banner from the Municipality's website can be used	\$0 for city seal/logo on front page; \$250-950 for banner	