



ANTONIO R. VILLARAIGOSA
Mayor

Commission
THOMAS S. SAYLES, *President*
ERIC HOLOMAN, *Vice President*
RICHARD F. MOSS
CHRISTINA E. NOONAN
JONATHAN PARFREY
BARBARA E. MOSCHOS, *Secretary*

RONALD O. NICHOLS
General Manager

December 20, 2011

The Honorable City Council
City of Los Angeles
Room 395, City Hall
Los Angeles, California 90012

Honorable Members:

Subject: Amendment No. 3 and Ratification of Agreement No. 47789 with eLoyalty Corporation

Pursuant to Charter Section 373, enclosed for approval by your Honorable Body is Resolution No. 012 136, adopted by the Board of Water and Power Commissioners (Board) on December 16, 2011, approved as to form and legality by the City Attorney, which authorizes execution of Amendment No. 3 and ratification of Agreement No. 47789 for software maintenance and support and Customer Information System of the Internet Protocol Contact Center System for an increase of \$3,288,499 and will extend the term for three years, 10 months and seven days to make the agreement coterminous with the expiration of maintenance. As directed by the Board, transmitted to you are supporting documents.

If there are any questions regarding this item, please contact Ms. Winifred Yancy, Director of Local Government and Community Relations, at (213) 367-0025.

Sincerely,

Barbara E. Moschos
Board Secretary

BEM:oja

Enclosures: LADWP Resolution
Board Letter
CAO Report
Budget Spreadsheet
Amendment No. 3 to Agreement No. 47789

Water and Power Conservation ... a way of life

111 North Hope Street, Los Angeles, California 90012-2607 Mailing address: Box 51111, Los Angeles 90051-5700
Telephone: (213) 367-4211 Cable address: DEWAPOLA



c/enc: Mayor Antonio Villaraigosa
Councilmember Jan C. Perry, Chair, Energy and the Environment Committee
Gerry F. Miller, Chief Legislative Analyst
Miguel A. Santana, City Administrative Officer
Rafael Prieto, Legislative Analyst, CLA
William R. Koenig, Chief Administrative Analyst
Winifred Yancy

WHEREAS, effective September 8, 2008, the Los Angeles Department of Water and Power (LADWP) entered into Agreement No. 47789 (which together with all amendments and supplements thereto hereinafter shall be referred to as the "Agreement") with eLoyalty, LLC (hereinafter referred to as "Contractor") to develop and implement an Internet Protocol Contact Center System (IPCC); and

WHEREAS, the LADWP proposes Amendment No. 3 to Agreement No. 47789 with the Contractor to increase the Agreement by \$3,288,499 to a cumulative total of \$12,056,350; and extend the Agreement three (3) years, ten (10) months, and seven (7) days from January 7, 2012 to November 14, 2015, for a total Agreement term of seven (7) years, two (2) months, and seven (7) days; and

WHEREAS, the Contractor has reviewed the services to be provided by the Contractor incorporated in this Amendment and represents it has the qualities, expertise, and abilities to perform such work; and

WHEREAS, there is a current need to procure additional professional services to provide ongoing software maintenance and support, integration services, and other system modifications to maintain current levels of customer service; and

WHEREAS, the term of the original Agreement exceeds the total Contract time period set by ordinance and in accordance with City Charter Section 373, City Council approval is required; and

WHEREAS, it is required that the Board of Water and Power Commissioners approve and ratify Agreement No. 47789 to allow payment to the Contractor for services rendered after the contract expires to avoid a lapse in service.

NOW, THEREFORE, BE IT RESOLVED that Amendment No. 3 to Agreement No. 47789, approved as to form and legality by the City Attorney, and filed with the Secretary of the Board, between LADWP and eLoyalty, LLC be and the same is hereby approved.

BE IT FURTHER RESOLVED that the Parties hereby agree to amend said Agreement as follows:

1. The first sentence of Section 12.a (Total Compensation) is replaced in its entirety to state: "The total fixed fee that will be paid to the Contractor by the LADWP for performance of services materially in accordance with the terms of this Agreement shall not exceed \$12,056,350."
2. The first sentence of Section 13.a (Term) is replaced in its entirety to state: "The term of this Agreement ("Term") shall commence upon the Execution of Agreement Date or Effective Date and shall terminate 86 months and one week thereafter, subject to the termination provisions herein."

3. Section 1 of Exhibit A to the Agreement (Summary of Scope of Work) is amended by adding the following text describing five (5) new tasks after the six (6) originally listed tasks on pages 27 and 28 and the four (4) tasks added via Amendment No. 1:

- 11. IPCC integration with the new Customer Information System (CISCON)
- 12. Replacing the legacy Service Planning IVR with the existing IPCC infrastructure
- 13. Water Trouble integration with the IPCC
- 14. IPCC software upgrade
- 15. Corporate IVR improvements

4. The following addition will be made to the table entitled Exhibit A – Attachment 6, Milestone Payment Schedule on page 89 of the Agreement:

Milestone ID	Milestone Title	Invoice Amount
Ext Svcs Year 3	Optional Extended Support Services – Year 3 (01/08/12 – 11/14/12)	\$714,916
Ext Svcs Year 4	Optional Extended Support Services – Year 4 (11/15/12 – 11/14/13)	\$500,138
Ext Svcs Year 5	Optional Extended Support Services – Year 5 (11/15/13 – 11/14/14)	\$500,138
Ext Svcs Year 6	Optional Extended Support Services – Year 6 (11/15/14 – 11/14/15)	\$500,138

BE IT FURTHER RESOLVED that pursuant to Charter Section 1022, the services covered by this Amendment are more feasibly performed by an independent contractor than by City employees; and

BE IT FURTHER RESOLVED that the Chief Accounting Employee of LADWP, upon proper certification, is authorized and directed to draw demands on both the Water Revenue Fund and the Power Revenue Fund in payment of the obligations arising under the Agreement and Amendment No. 3; and

BE IT FURTHER RESOLVED that the President or Vice President, or the General Manager, or such person as the General Manager shall designate in writing, and the Secretary, Assistant Secretary, or the Acting Secretary of the Board be and they are hereby authorized and directed to execute said Amendment No. 3 for and on behalf of LADWP.

I HEREBY CERTIFY that the foregoing is a full, true, and correct copy of a Resolution adopted by the Board of Water and Power Commissioners of the City of Los Angeles at its meeting held ^{DEC 16 2011}

APPROVED AS TO FORM AND LEGALITY
CARMEN A. TRUTANICH, CITY ATTORNEY


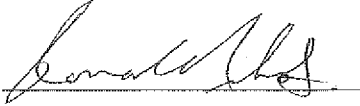
^{DEC 02 2011}

BY

DIRK P. BROERSMA
DEPUTY CITY ATTORNEY

Barbara E. Mosley
Secretary

LOS ANGELES DEPARTMENT OF WATER AND POWER (LADWP) BOARD APPROVAL LETTER

TO: BOARD OF WATER AND POWER COMMISSIONERS		DATE: December 5, 2011
 GARY WONG Interim Chief Administrative Officer		SUBJECT: Amendment No. 3 and Ratification of Agreement No. 47789 for Software Maintenance and Support and Customer Information System Integration of the Internet Protocol Contact Center System Contract With: eLoyalty Corporation Chicago, Illinois
 RONALD O. NICHOLS General Manager		
		FOR COMMISSION OFFICE USE: RESOLUTION NO. _____
CITY COUNCIL APPROVAL REQUIRED: Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	IF YES, BY WHICH CITY CHARTER SECTION: 373	

- New Contract
- Replacement Contract
- Amendment to Existing Contract

PURPOSE

The attached Resolution recommends to the Los Angeles City Council approval and ratification of Amendment No. 3 (Amendment) to Agreement No. 47789 (Agreement) with eLoyalty, LLC (eLoyalty) for software maintenance and support, integration services, and other system modifications of the Internet Protocol Contact Center System (IPCC), also known as the Customer Contact System.

COST AND DURATION

The Amendment will increase the Agreement by \$3,288,499 to a cumulative total of \$12,056,350; and extend the Agreement for three (3) years and ten (10) months and seven (7) days from January 7, 2012 to November 14, 2015, for a total Agreement term of seven (7) years, two (2) months, and seven (7) days to make the Agreement coterminous with the expiration of maintenance.

BACKGROUND

Agreement No. 47789 approved by the Board of Water and Power Commissioners effective September 8, 2008, was established to replace the legacy contact center equipment. The upgrade provided major improvements in functionality and self-service options for customers, reduce customer wait times and call busy signals during peak call volumes, disaster recovery capabilities and improved system availability, thereby, reducing agent intervention, training and overtime. The deliverables included design and implementation of an IPCC, a redundant, geographically-diverse IPCC, and environments for development, testing and training.

Term of Contract	Original Contract Amount	Change Order No. (CO)/Amendment No. (1)				Ending Date
		CO/A No. (Descending Order)	Increase/Decrease	Term of Extension	Other	
3 Years	\$7,272,715					09/07/2011
		Amendment No. 1	\$1,383,635			
		Amendment No. 2	\$ 111,501	4 Months		01/07/2012
		Amendment No. 3	\$3,288,499	3 Years, 10 Months, 7 Days		11/14/2015

Amendment No. 3 will add the following tasks to Agreement No. 47789:

Tasks	Necessity	Budget Category	Funding Allotment
Four (4) additional years of software maintenance and support	Staff is currently performing some first level software maintenance and support, and will continue to do so as a first point of contact. Staff will continue to develop their expertise and knowledge of this proprietary solution and gradually gain a level of competency to provide first and second level support on particular areas of this solution.	Operations & Maintenance (O&M)	\$2,215,330
Customer Information System (CIS) integration with the IPCC	Information Technology Services Division (ITSD) is replacing the existing, legacy CIS. This task will provide integration services for the interface between the new CIS and the IPCC System.	Capital	\$ 500,000

Tasks	Necessity	Budget Category	Funding Allotment
Replacing the legacy Service Planning IVR with the existing IPCC infrastructure	Replacement of the Power System legacy Interactive Voice Response (IVR) application for the Service Planning section. This will improve customer service and allow ITSD to retire the Lincoln Heights telephone Private Branch Exchange (PBX), which no longer has manufacturer support.	Capital	\$ 50,000
Water Trouble integration with the IPCC	ITSD and the Water System will develop a Water Trouble System in conjunction with the new CIS. This task will provide integration services for the required interface between the new Water Trouble System and the IPCC System.	Capital	\$ 200,000
IPCC software upgrade	An upgrade to the IPCC System software is needed to maintain manufacturer support.	O&M	\$ 50,000
Corporate IVR Improvements	Services to develop and relocate corporate IVR applications currently configured on the legacy, Nortel telephone PBX and Nortel Call Pilot voice mail platforms. ITSD will replace these unsupported, legacy platforms over the next four (4) years.	Capital	\$ 200,000
Miscellaneous Tasks		O&M or Capital	\$ 73,169

As is highlighted in the above table, \$1,000,000 of the Amendment is allotted for capital improvement projects that require expert services to implement proprietary software. The remaining \$2,288,499 is strictly for maintenance of the system. Since the inception of the Agreement, Los Angeles Department of Water and Power (LADWP) employees have been trained and are currently performing some first level software maintenance and support, and will continue to do so as a first point of contact. However, when necessary, eLoyalty will provide first level and second level maintenance and support that require a high level of expertise for specialized software and hardware.

Amendment No. 3 requires ratification to avoid a lapse in the Agreement during the time the request is reviewed and approved by the Los Angeles City Council.

Amendment No. 2 extended the Agreement by four (4) months to avoid a lapse in coverage and allow time for Los Angeles City Council to review and approve Amendment No. 3.

Amendment No. 1 to the Agreement added professional services to enhance the IPCC with increased automation of electronic payment; and development of call automation for the following: Green Power, Power System Planning, LADWP Directory, and the ITSD Help Desk.

Throughout the performance of the Agreement, LADWP has issued Change Orders for the following contingency activities:

18 Inova Message Boards and Warranty Support	\$131,874
Water Allotment IVR Application	\$ 48,700
Additional Usability Study Participants	\$ 6,500
Professional Voice Recordings	\$ 33,799
Workforce Management (WFM) Pilot	\$ 60,000
WFM Production Implementation Professional Service	\$ 63,000
Funds Remaining	<u>\$ 19,762</u>
Total	\$363,635

Per Charter Section 373, Los Angeles City Council approval is required when contracts with one (1) vendor exceed the time period set by Ordinance. Amendment No. 3 to Agreement No. 47789 will extend the contract for an additional three (3) years, ten (10) months, and seven (7) days; therefore, Los Angeles City Council approval is required. The City Administrative Officer report dated November 18, 2011, is attached.

The proposed amendment was included in the schedule (attached) of CISCON related contracts presented to the Board on September 20, 2011.

M/W/OBE SUBCONTRACTING PARTICIPATION

eLoyalty will use two (2) of the subcontractors identified in the original Agreement for a portion of the maintenance services. Those services are specifically for the Inova Solutions message boards and the Adtech witness call recording application.

The table below shows the initial estimated subcontracting percentages from the original Agreement and the actual dollar amounts spent to date under the Agreement (original Agreement only; there were no subcontractor activities under Amendments 1 and 2):

Name	Description of Subcontracting Work	Dollar Amount	Original Subcontracting Estimate*	Actual	Difference
HBMG (MBE)	IPT Voice Data Network and Security	\$133,000	1.83%	1.83%	0.00%
Ascolta (WBE)	Cisco Product Training	\$240,000	3.30%	3.30%	0.00%
Adtech (OBE)	Witness Call Recording Solutions	\$196,285	2.70%	2.70%	0.00%
Inova (OBE)	Message Boards Technology Solutions	\$ 34,400	0.47%	0.47%	0.00%
Total:		\$603,685	8.30%	8.30%	0%

*Percentages corrected to reflect actual percentages when compared to all previous LADWP Board approval letters.

M/W/OBE SUBCONTRACTING

The proposed subcontracting commitment for Amendment No. 3 (exclusive of the original agreement and all amendments) is as follows:

Name	Description of Subcontracting Work	Dollar Amount	Percentage*
Adtech (OBE)	Maintenance support for witness call recording application	\$183,000	5.56%
Inova Solutions (OBE)	Maintenance support for Inova message board application	\$113,000	3.44%
Total:		\$296,000	9.00%

*Percentage is based on the contract expenditure limit increase of \$3,288,499 included in Amendment No. 3.

ENVIRONMENTAL DETERMINATION

In accordance with the California Environmental Quality Act (CEQA), it has been determined that software maintenance, and professional implementation services is exempt, pursuant to the General Exemption described in CEQA guidelines Section 15061 (b)(3). General Exemptions apply in situations where it can be seen with reasonable certainty that there is no possibility that the activity in question may have a significant effect on the environment.

December 5, 2011

RECOMMENDATION

It is requested that your Honorable Board adopt the attached Resolution recommending the Los Angeles City Council's approval of Amendment No. 3 and ratification of Agreement No. 47789 with eLoyalty.

KS:rp

Attachments

e-c/att: Ronald O. Nichols

Richard M. Brown

Aram Benyamin

James B. McDaniel

Lorraine A. Paskett

Ann M. Santilli

Gary Wong

Anselmo G. Collins

John X. Chen

Matthew M. Lampe

Ken N. Saruwatari

REPORT FROM

OFFICE OF THE CITY ADMINISTRATIVE OFFICER

Date: November 18, 2011

CAO File No. 0150-09658-0000

Council File No.

Council District:

To: The Mayor

From: Miguel A. Santana, City Administrative Officer 

Reference: Transmittal from the Department of Water and Power dated October 17, 2011; referred by the Mayor for report on October 21, 2011

Subject: **Amendment No. 3 to Agreement No. 47789 between the Department of Water and Power and eLoyalty, LLC**

SUMMARY

The Department of Water and Power (DWP; Department) requests approval of a proposed resolution authorizing Amendment No. 3 to Agreement No. 47789 (Agreement) with eLoyalty for software maintenance and support, integration services and system modifications for the Internet Protocol Contact Center System (IPCC) for the Customer Contact Center. The term of the current three-year and four-month Agreement will expire on January 07, 2012. Approval of the proposed Amendment extends the term by an additional three years and ten months expiring November 15, 2015, resulting in a total term of 7-years and two months. Furthermore, approval will increase the expenditure authority from approximately \$8.7 million to \$12 million with funding provided from both the Water Revenue Fund and Power Revenue Fund. In accordance with Charter Section 373, Council approval is required because the term exceeds three years. The City Attorney has approved the proposed resolution and Agreement as to form and legality.

BACKGROUND

The current Agreement with eLoyalty was executed on September 7, 2008 with expenditure authority up to \$7.2 million and was amended twice for an additional \$1.5 million and extended the term to January 7, 2012 as demonstrated below:

Contract History				
Contract	Term Increase	Total Term	Amount	Total
Original	3 Years	3 Years	\$7,272,175	\$7,272,715
Amendment 1	0	3 Years	\$1,383,635	\$8,656,350
Amendment 2	4 months	3 Years 4 months	\$111,501	\$8767,851
Amendment 3	3 Years, 10 months, 7 days	7 Years, 2 months, 7 days	\$3,288,499	\$12,056,350

Original Contract and First Amendment

The Department states that approval of this Agreement, which was initially competitively bid, was necessary to allow the replacement of the old Customer Contact Center telecommunication equipment. That equipment was prone to failure and performed poorly during high call volume periods. The upgrade has provided major improvements in functionality (different uses) and self service options for customers, reduced customer wait times, reduced call busy signals, increase disaster recovery capabilities and the possible addition of new capabilities. Since the inception of the new IPCC System the peak number of calls handled has increased from 341,000 to 450,000.

In addition, as part of Amendment 1, the IPCC system was placed on the internet which added the following Interactive Voice Response (IVR) enhancements:

- Outage reports
- Electric Trouble reports
- Electronic Bill Payment capabilities
- Trouble Reporting
- Meter Re-read charges
- Electric Vehicle billing
- Call automation of DWP Help Desk and Directory calls (2 phases)
- Additional Call Recording capability

Proposed Third Amendment

Amendment No 3 with eLoyalty is for software maintenance and support, integration services, and other system modifications of the IPCC for the Customer Contact Center. Approximately \$1 million is allotted for capital improvements that require expert services to implement proprietary software and the remaining \$2.28 is for the maintenance of the system. Since the inception of the Agreement, DWP employees have been trained and are currently performing some first level software maintenance and will continue to do so. However, when necessary, eLoyalty will provide first and second level maintenance and support that requires proprietary knowledge of specialized software and hardware.

CONTRACTING COMPLIANCE

The Department made a Charter Section 1022 determination that concluded these services can more feasibly be performed by an outside contractor, eLoyalty, because DWP neither owns nor can modify the proprietary software. The Department states that eLoyalty has performed in an acceptable manner with respect to its obligations.

RECOMMENDATION

That the Mayor:

1. Approve the proposed resolution authorizing Amendment No. 3 to Agreement No. 47789 with eLoyalty, LLC, to extend the contract another three years and ten months and increase the amount not to exceed \$12,056,350 for software maintenance and support, integration services and system modifications for the Internet Protocol Contact Center System (IPCC) for the Customer Contact Center; and,
2. Return the proposed Agreement to the Department for further processing, including Council consideration.

FISCAL IMPACT STATEMENT

Approval of the proposed Agreement with eLoyalty, LLC, will have no impact on the General Fund. All expenditures for this Agreement will be from the Department's Power Revenue Fund and Water Revenue Fund. This Amendment is consistent with the Department of Water and Power Financial Policies.

TIME LIMIT FOR COUNCIL ACTION

Pursuant to Charter Section 373, "Long Term Contracts Approved by Council," and the Los Angeles Administrative Code Section 10.5, "Limitation and Power to Make Contracts," unless the Council takes action disapproving a contract that is longer than three years within 60 days after submission to Council, the contract shall be deemed approved.

MAS:OAV:10120046

Budget

Internal Costs	Software	Vendor Services	Schedule	Original Total CISCON Budget
\$46M	\$16M	\$64M		\$126M

	Vendor Services	Schedule	Current Total CISCON Budget
	\$4.91M Five Point (existing)		
	\$55.79M PwC (existing)		
	\$0.7M eLoyalty	Jan 2012 (Request Board approval)	
	\$0.45M Logica	Nov 2011 (Request Board and Council Approvals)	
	\$1.0M Ricoh / InfoPrint	Sep 2011 (Request Board Approval)	
	\$1.0M Trimble	Dec 2011 (Request Board Approval)	
	\$2.7M * Five Point Partners	Nov 2011 (Request Board Approval)	
* The increase in contract amount for Five Point will be offset by equal amount of decrease in existing PwC contract amount.			\$126M

New Requests	Vendor Services	Schedule	Additional Budget Request **
Monthly Billing	\$1.8M PWC	Nov 2011 (PWC Amendment)	FY 2011-2013
Monthly Billing	\$0.6 M Ricoh/InfoPrint	Same as Above	FY 2012-2013
Monthly Billing	\$1.0 M Mail Process Hardware	June 2012	FY 2012-2013
Monthly Billing	\$1.1 M Remittance Hardware	June 2012	FY 2012-2013
Monthly Billing	\$0.5M Remittance Hardware	June 2012	FY 2012-2013
** Monthly Billing potential expenditures pending Project approval			\$5M **

AMENDMENT NO. 3 TO AGREEMENT NO. 47789

**BETWEEN
THE CITY OF LOS ANGELES DEPARTMENT OF WATER AND POWER
AND
eLOYALTY, LLC**

THIS AMENDMENT NO. 3 to Agreement No. 47789 (Agreement) is made and entered into by and between the City of Los Angeles acting by and through its Department of Water and Power, a municipal corporation ("LADWP"), and eLoyalty, LLC (hereinafter the "Contractor"). Individually, the LADWP and the Contractor are referred to under this Amendment as a "Party" and collectively as the "Parties."

WHEREAS, effective September 8, 2008, the LADWP and the Contractor entered into Agreement No. 47789, for the Contractor to provide expert and professional services to assist the LADWP with the design and implementation of an Internet Protocol Contact Center System (IPCC) to replace legacy contact center equipment.

NOW THEREFORE, the Parties hereby agree to amend said Agreement as follows:

1. The first sentence of Section 12.a (Total Compensation) is replaced in its entirety to state: "The total fixed fee that will be paid to the Contractor by the LADWP for performance of services materially in accordance with the terms of this Agreement shall not exceed Twelve Million, Fifty-Six Thousand, Three Hundred Fifty Dollars (\$12,056,350)."
2. The first sentence of Section 13.a (Term) is replaced in its entirety to state: "The term of this Agreement ("Term) shall commence upon the Execution of Agreement Date or Effective Date and shall terminate 86 months and one week thereafter, subject to the termination provisions herein."
3. Section 1 of Exhibit A to the Agreement (Summary of Scope of Work) is amended by adding the following text describing five (5) new tasks after the six (6) originally listed tasks on pages 27 and 28 and the four (4) tasks added via Amendment No. 1:
 11. IPCC integration with the new Customer Information System (CISCON)
 12. Replacing the legacy Service Planning IVR with the existing IPCC infrastructure
 13. Water Trouble integration with the IPCC
 14. IPCC software upgrade
 15. Corporate IVR improvements

4. The following addition will be made to the table entitled Exhibit A – Attachment 6, Milestone Payment Schedule on page 89 of the Agreement:

Milestone ID	Milestone Title	Invoice Amount
Ext Svcs Year 3	Optional Extended Support Services – Year 3 (01/08/12 – 11/14/12)	\$714,916
Ext Svcs Year 4	Optional Extended Support Services – Year 4 (11/15/12 – 11/14/13)	\$500,138
Ext Svcs Year 5	Optional Extended Support Services – Year 5 (11/15/13 – 11/14/14)	\$500,138
Ext Svcs Year 6	Optional Extended Support Services – Year 6 (11/15/14 – 11/14/15)	\$500,138

5. LADWP may issue, at LADWP's discretion, Task Orders or Change Orders for the new tasks above and other tasks related to the Agreement, but are not obligated to issue any particular Task Order or Change Order. All services rendered under the Amendment will be authorized by Change Orders or a Statement of Work as set forth in Section 3 ("Change Order and Amendment Process") of the Agreement.
6. Except as herein amended above, all other terms and conditions of Agreement No. 47789 shall remain in full force and effect.
7. This Third Amendment is executed in one (1) original and one (1) duplicate original, each of which is deemed to be an original. This Amendment includes three (3) pages.
8. This Third Amendment is effective on the date it is signed by the last signatory (Amendment Effective Date).

IN WITNESS WHEREOF, the signatories hereto represent that they are authorized to enter into this Third Amendment to Agreement No. 47789.

DEPARTMENT OF WATER AND POWER
OF THE CITY OF LOS ANGELES BY
BOARD OF WATER AND POWER COMMISSIONERS
OF THE CITY OF LOS ANGELES

By: _____
Ronald O. Nichols
General Manager

Date: _____

And: _____
Barbara E. Moschos
Board Secretary

[Faint stamp: DEPARTMENT OF WATER AND POWER, CITY OF LOS ANGELES]
OCT 05 2011
BY *[Signature]*
[Faint stamp: DEPARTMENT OF WATER AND POWER]

eLoyalty, LLC

By: *Ken Olson*
_____ Ken Olson
Vice President

Date: 12/8/11