

RESOLUTION NO. 13-05

A RESOLUTION OF THE OF THE BOARD OF DIRECTORS OF THE FORT WORDEN LIFELONG LEARNING CENTER PUBLIC DEVELOPMENT AUTHORITY (FWPDA) AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE THE CONTRACT WITH PAR SPRINGER-MILLER SYSTEMS, INC.

RECITALS:

- A. The FWPDA's Charter and implementing ordinance (adopted in September 2011) specifically directs the FWPDA to undertake, assist with, and facilitate the implementation of a Lifelong Learning Center at Fort Worden State Park consistent with the 2008 Long-range Plan and to develop the necessary agreements and partnerships for the use, operation, management and development of State-owned facilities and properties within the Park.
- B. The Washington State Parks and Recreation Commission ("Commission") and the FWPDA have entered into a 50-year Master Lease under which the FWPDA is the Tenant primarily responsible for management and operation of the hospitality services within the Campus. State Parks will continue to manage and operate the balance of the Park not leased to the PDA.
- C. Prior to the FWPDA taking over the hospitality operations from the Commission in May 1, 2014, the Master Lease sets forth specific milestones the FWPDA must accomplish, including but not limited to, securing \$300,000 to fund certain start-up activities that will allow for a smooth transition to FWPDA operations.
- D. One critical element to begin the transition to FWPDA operations and management of coordinated hospitality services in the Campus is to evaluate the existing reservation system and need to upgrade the reservation system and software.
- E. The Commission currently has a contract with PAR Springer-Miller System (SMS) for a "host" reservation system at Fort Worden. Earlier, the Commission had selected SMS through a competitive procurement process. The FWPDA has evaluated the existing Fort Worden SMS reservation system as well as other hospitality reservation systems and has concluded that in order to perform the FWPDA's hospitality and services in the most efficient and cost effective manner it should upgrade the existing Fort Worden SMS reservation system.
- F. The FWPDA has negotiated a contract with SMS to upgrade to a new ATRIO "cloud based" SMS reservation system at Fort Worden. This will allow the FWPDA to efficiently and seamlessly upload the existing Fort Worden reservations and visitor data to the new SMS software system to be installed by the FWPDA.

- G. It is generally FWPDA's preference to distribute, via competitive selection and rotating invitations, outside contracting work for similar specialties among several qualified firms, in order to maintain quality performance and competitive pricing. However, given the unique attributes of the SMS host system and the need for the FWPDA to provide a seamless transition to a new reservation system at Fort Worden, the FWPDA has determined that there is only one vendor who sells the reservation product and provides the services necessary for a seamless transition to FWPDA operations.
- H. As a result of the specialty nature of the reservation project; the State's requirement that the existing system be upgraded; the impracticality of utilizing a service provider other than the State's current provider to perform such upgrade and other compelling reasons affecting the cost and quality of the project, the Board of Directors authorizes the FWPDA Director to contract with SMS for such services without opening the project to competitive procurement.
- I. This authorizing resolution and Exhibit 1 includes the name and nature of the project, the name of the vendor for the project, if approved by the Board, the maximum authorized amount of the contract, and the justification for the sole source contract. The contract is authorized pursuant to FWPDA Board of Directors resolution and shall be signed by the Executive Director.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Fort Worden Lifelong Learning Center Public Development Authority as follows:

The Board authorizes the Director to execute the Contract and Sales Order with PAR Springer-Miller Systems, Inc. substantially in accordance with Exhibit 1.

ADOPTED by the Board of Directors of the Fort Worden Lifelong Learning Center Public Development Authority at a regular meeting of the Board, held this ____ day of December 2013.

Cindy Hill Finnie
Chairperson

Attest:

Gee Hecksher
Secretary