Memorandum of Understanding ("MOU")
Between
Tyler Technologies, Inc.
and
City of Minot, North Dakota

1. **Purpose and Scope.** The purpose of this MOU is to document the options agreed to by Tyler and the City for the continuation of the implementation of the Tyler ExecuTime software (hereafter, "ExecuTime") licensed pursuant to the agreement between the parties executed August 19, 2019 (hereafter, the "Agreement").

2. **Background.** Tyler and the City have discussed several options for ensuring that the ExecuTime software is implemented with warranted functionality. After several exchanges, the City and Tyler have agreed to a commitment by Tyler to demonstrate the warranted ExecuTime functionality on December 17, 2021, with identified consequences related to the success or failure of such demonstration. Activities and scheduling related to the demonstration and potential following activities are described in the attached Attachment A.

3. **Understandings.**
   a. Tyler will conduct a software demonstration within the city software environment\(^1\) on December 17, 2021.
      i. If Tyler cannot demonstrate the warranted software functionality in accordance with mutually agreed requirements (hereafter, the "Required Functionality"), the following actions shall occur:
         1. Tyler issues a credit of $229,063.49, comprised of the following amounts:
            a. $145,906.65 in license, hardware, and support fees paid for the Tyler software within the Payroll/Human Capital Management Phase
            b. $83,156.84 in services fees paid for the implementation of the software within the Payroll/Human Capital Management Phase
         2. Tyler and the City shall promptly amend the Agreement to remove the Payroll/Human Capital Management Phase and modify future Agreement expenses to reflect the credit described in Section 3(a)(i)(1) above.
      ii. In the event Tyler successfully demonstrates the Required Functionality, the following actions will occur:
         1. Tyler will provide, at no additional cost to the City, the two hundred seventy-two (272) hours of training services indicated in the mutually agreed project plan for go-live of the Payroll/Human Capital Management Phase, valued at $47,600.

\(^1\) City environment must meet minimum specifications communicated by Tyler.
3. Tyler will waive collection of maintenance charges for the already provided clocks through 2028, totaling $242,040.70.

4. Tyler and the City shall promptly amend the Agreement to incorporate the elements described in Sections 3(ii)(1)-(3) above.
   b. The City, through its City Manager, shall provide Tyler with City’s written determination as to whether Tyler was successful at the December 17, 2021 software demonstration on or before January 4, 2022. In the event Tyler and City disagree with respect to whether Tyler successfully demonstrated the “Required Functionality,” the parties shall refer the disagreement to the Dispute resolution process in accordance with the Agreement.
   c. For the avoidance of doubt, Tyler and Client agree that the Required Functionality will be documented in the form of the mutually agreed agenda for the demonstration to occur on December 17, 2021.

4. Terms. Except as expressly indicated herein, this MOU and all activities performed in connection therewith are subject to and will be performed in accordance with the terms and conditions of the Agreement.

Both parties affirm through the signatures of the authorized signatories below the accuracy of this MOU.

Tyler Technologies, Inc.

By: [Signature]
Name: Robert Kennedy-Jensen
Title: Director, State & Local Contracts
Date: 12/16/21

City of Minot, North Dakota

By: [Signature]
Name: [Signature]
Title: Mayor
Date: 12-6-2021
Attachment A
Summary for December 17, 2021 Demonstration and Subsequent Activities

List of Required Functionality for December 17, 2021 Demonstration

Note: The demonstration will not vary from this script as it was mutually developed and approved by the City of Minot and Tyler Technologies.

EXECUTIME:
1. ExecuTime System Latency
   - Program Launch – an average of 5 seconds to launch the following programs
     - Employee Time Summary Screen
     - Mass Time Approval Screen
     - Manage Time Off Screen
     - Time Balancing Screen
   - Field to field prompting within the Timesheet Entry screen – an average of 2 seconds
2. Integration process between Munis and ExecuTime (including automatic integrations)
   - Incorporate changes such as employee name, position, allocation and demonstrate the integration successfully moved the change
   - ExecuTime demonstration of added pay type in Munis and display of new pay type in ExecuTime timesheet.
3. Pay Periods
   - Munis - 3 pay periods (August 1-14, August 15-28, August 29-Sept 11)
4. Holidays
   - Demonstrate the accurate transfer of holiday data to Munis (per Minot)
   - Show creation of holidays in ET and how those show in Employee timesheets
     - Holidays created by employee group/BU and location
       - Pay code 210 for Exempt employees
         - 8 hours – ALL Exempt
         - (exception of Fire Battalion chiefs – locations 3200, 3300, 3400)
       - Pay code 310 for non-exempt employees
         - NOT Fire staff – locations 3201,3301,3401)
         - 10 hours for locations 2201, 2202, 5001
         - 12 hours for locations 2401
         - 8 hours for all other locations
       - Pay code 211 for Fire staff
         - 8 hours for locations 3200 – 3401
- Employees working on observed Holiday would enter time as normal through either
clock in/out or Time Entry with comment “VACATION ADD TO” if choosing to receive
vacation time in lieu of wages.
  - Payroll admin will change shift pay code from base pay (101, 190) to Pay code
    320 - Vacation Add To
5. Employee Default Schedules (Tyler’s default example...no City scenario provided)
  - Appropriate schedule attached to employees and populated on the timesheets; schedule
    changes disseminate appropriately
  - Show Time Entry Schedules and how it translates on a Timesheet
    Client note: Generalized office hours, 8:00 to 4:00pm Monday-Friday
6. Time Entry
  - Clock In/Out and manual Time Entry
    - Show clocking in under specific pay types, locations, positions.
      - Fire Employee clock in with Overtime (Pay Code 200).
      - Show option for editing that time, if necessary, from Timesheet entry view.
  - Choose pay codes specific to employee group
    - All clock in/out pay codes should default by employee base pay.
      - Fire defaults to pay code 190
      - Exempt employee defaults to pay code 100
      - Non-Exempt employee defaults to pay code 101
      - Part-Time employees’ default to pay code 102
7. Automatic overtime calculations
  - Ability to choose OT vs. COMP time
    - Show automation of OT in ET and how policies can have the comp time option turned
      on/off
  - Multiple OT tables / FLSA calculations (40/7, 204/27)
    - Give someone OT in ET show move into Munis and how look back periods work. Show
      Overtime breakdown report in Earnings and Deductions
8. Time-off Requests / Approvals
  - Request a day off as an employee. Show supervisor approval and then result on employee’s
    timesheet.
9. Timecard maintenance/changes
  - Show employees and supervisor’s abilities to make changes on timesheets and audit functions
    in ET.
10. Activity Codes
    - Show the ability to code time against an activity code in ET and have those Activities tie to
        different rates of pay and location
11. Timecard Approvals
    - BULK approvals
      - Show Supervisor program - Employee Time Summary and how bulk approvals work.
- Demonstrate Employee Time Summary and mass approve for all direct reports for the current pay period.
  - Multiple approvers
    - Show a timesheet being submitted and going through at least 2 levels of Supervisor approval before being moved in Payroll.
      - Timecard scenario example:
        1. Approved by EE (#7873 - Becker)
        2. Approved by direct supervisor (EE#7143 - Sundbakken)
        3. Approved by Dept Head (EE##7112 - Klug)

12. Employee Filter Groups
  - Show the ability to filter for specific customized groups (Finance/IT/HR, Public Safety, Public Works)

13. Payroll Transfer/Processing
  - Show move of time entry batch into Payroll Start/Status

14. ExecuTime Reporting
  - Timecard report
  - Weekly Summary report
  - OT Reporting
MUNIS

1. Payroll Processing
   a. Start/Stop
   b. Generate a payroll and run through steps all the way through posting to the GL.
   c. Time Entry
   d. Show move of time entry or batches (coming from ET) into Payroll Start/Status

2. Personnel Actions
   a. Salary changes
   b. Initiate a Salary change personnel action from Manager Self Service. Show Approval in Actions Entry and post to Live environment
   c. Status changes
   d. Show an action being initiated from Employee Central and then workflow and posting in Actions Entry
   e. Terminations
   f. Show an action being initiated from Employee Central and then workflow and posting in Actions Entry

3. Workflow Notifications
   o Show HUB workflow approvals, show Outlook email of Workflow notification being generated from Personnel Actions above

4. Accruals
   o Show balances in ET
   o Show Accrual History in Munis after Employee Update is run in Payroll
   o Accurate calculation based on accrual assigned to employee:
     ▪ Ex: PT employees can accrue based on hours worked
   o Accurate calculation of longevity-based accruals

5. Pay Stubs (TCM)
   o Show archived check image in TCM from Employee Central after checks/direct deposits are printed/emails. Show image in ESS.

6. Ready Forms
   o Direct Deposit form in Employee Central and ESS

7. Employee Central Data vs. Employee Master Data
   o Show example employee in Employee Central. Drill into Employee Master from there and show search capabilities

8. Garnishment Calculations
   o Show garnishment deduction generating into payroll and calculating a percent of disposable income.
Subsequent Activities

Re-engage City of Minot

- December 2021 (Tyler/City of Minot)
  - December 17 - Demo/Proof of Concept on inhouse environment - Tyler
  - December 17 - Stakeholder meeting to review findings – Tyler lead with City

- Check Point #1 (Decision to move forward and engage the City of Minot) January 4, 2022
  - December
    - Status Call on December 27, 2021, to review project tasks and plan
    - Apply Service Packs to Minot environments – Tyler TSM
    - Quality check for fixes and performance testing – Tyler IC & TSM
    - Report issues to Dev for review - Tyler
  - January 2022 (Tyler/City of Minot)
    - Apply 2021.3.1 Service Pack to all environments – Tyler
    - Validation of ExecuTime configuration (6 days) – Tyler with City assistance
    - Test time clock functionality – Tyler with City assistance
    - Verify Shift functionality in ExecuTime – Tyler with City assistance
    - Validate Approvals & Basic ET Workflows – Tyler with City assistance
    - City Task – Prep for parallel – Employees and time imports – City with Tyler assistance
    - Partial Employee Parallel (Munis/ET / IMPL2) (3 days) – Tyler with City assistance
    - Validate Munis pays, deductions, and garnishments – City with Tyler assistance
    - Confirm FLSA and OT calcs remain accurate – Tyler with City assistance
    - Review OT Report and Holiday Pay support cases – Tyler with City assistance

- Check Point #2 (Assess Testing results) to determine validation success for Dec/Jan efforts
  - February 2022
    - Refresh PROD to IMPL2 - City
    - Build all Employees in IMPL2 via existing import files - City
    - Run all integrations - City
    - Begin building final ET Workflows in PROD – City
    - HR Training – Emp Exp Reimbursement (½ day) – Tyler working with City resources
    - Enter all time in ET via import file into ET if possible
  - March 2022
    - Full Employee Parallel #1 (ET/Munis) and UAT (Personnel Actions) (3 days) – City with Tyler assistance

- Check Point #3 (Build & Test Review) review success with Build components and Parallel #1
  - April 2022
    - 1st pass of Accumulator conversion data submitted to Tyler (Q1 2022 data)
- May 2022
  - Refresh ET and Munis from PROD to IMPL2 - City
  - Enter time in ET (IMPL2) - City
  - Full Employee Parallel #2 (ET/Munis) (2 day)

*Begin employee maintenance in PROD*

- June 2022
  - Train the Trainer – ½ day – Tyler working with City resources
  - HR Training – Benefit Enrollment, Recruiting, Talent Management (5 days)
  - Build all Pensioners & Monthly Payroll Cycle Employees

- July 2022
  - Additional pass of Accumulator conversion data submitted to Tyler (Q2 2022 data)
  - Monthly payroll cycle testing
  - Self-Hosted End User Training – City

- August/September 2022
  - Time Entry Begins in ExecuTime!!! (Specific Dates)
  - Pre-Live Support (3 days) – Tyler – Need specific dates.

- October 2022 (Need specific dates)
  - Final pass of Accumulator conversion data submitted to Tyler (Q3 2022 data)
  - Go Live with Munis Payroll & ExecuTime!! (3 days onsite) – City with Tyler assistance

- October 2022
  - Post Go Live Support (3 days) - Tyler

- Check Point #4 (Proceed to Live Preparation) review go live readiness