

Fiscal Review Committee Redaction Cover Sheet

Contract Number: RFS 309.01-42319 Treasury (Dalton Agency -amd 2)

 X No redactions required
 Redactions applied

Contractor/Service Provider Identity *(this includes addresses, phone numbers, service provider contact or officer information, and other information that could be used to identify the contractor or service provider)*

 Federal Employee Identification Number (FEIN)
 Contractor/Vendor Name

Purpose for Contractor/Vendor Name Redaction (if applicable)

Technology Details *(this includes database, operating system, development code, and any other information that would identify an area of weakness or an attack vector)*

 Product Name
 Associated Technology
 Other

Other Description: _____

STATE OF TENNESSEE



DAVID H. LILLARD, JR.
STATE TREASURER

TREASURY DEPARTMENT

615.741.2956
David.Lillard@tn.gov

STATE CAPITOL
NASHVILLE, TENNESSEE 37243-0225

Sender's telephone: 615.770.1754
Sender's email: heather.iverson@tn.gov

February 1, 2019

Fiscal Review Committee
The Honorable Ron Travis, Chair
The Honorable Todd Gardenhire, Vice-Chair
8th Floor, Rachel Jackson Building
425 5th Avenue North
Nashville, Tennessee 37243

To the Distinguished Members of the Fiscal Review Committee,

The Department of Treasury respectfully requests to amend its contract with Dalton Agency for the provision of advertising and marketing services for the TNStars college savings program. The Department is in the process of reviewing its budget for these services and determining the most appropriate procurement method long-term. The Department seeks to amend the contract to extend the term for an additional year while it completes this review and determination. The maximum liability will remain the same, and no other aspect of the contract is changing.

Thank you for your consideration of this request. If you need additional information, please contact me.

Sincerely,

Heather Iverson,
Legal Services Director

Supplemental Documentation Required for
Fiscal Review Committee

*Contact Name:	Heather Iverson	*Contact Phone:	615-770-1754		
*Presenter's name(s):	Ashley Nabors				
Edison Contract Number: <i>(if applicable)</i>	51274	RFS Number: <i>(if applicable)</i>			
*Original or Proposed Contract Begin Date:	August 1, 2016	*Current or Proposed End Date:	July 31, 2020		
Current Request Amendment Number: <i>(if applicable)</i>	Two				
Proposed Amendment Effective Date: <i>(if applicable)</i>	June 1, 2019				
*Department Submitting:	Department of Treasury				
*Division:	Financial Empowerment				
*Date Submitted:	February 1, 2019				
*Submitted Within Sixty (60) days:	Yes				
<i>If not, explain:</i>					
*Contract Vendor Name:	Dalton Agency				
*Current or Proposed Maximum Liability:	\$1,500,000				
*Estimated Total Spend for Commodities:					
*Current or Proposed Contract Allocation by Fiscal Year: <i>(as Shown on Most Current Fully Executed Contract Summary Sheet)</i>					
FY: 2017	FY: 2018	FY: 2019	FY:	FY	FY
\$500,000	\$500,000	\$500,000	\$	\$	\$
*Current Total Expenditures by Fiscal Year of Contract: <i>(attach backup documentation from Edison)</i>					
FY: 2017	FY: 2018	FY: 2019	FY:	FY	FY
\$218,624.09	\$471,200.74	\$182,867.48	\$	\$	\$
IF Contract Allocation has been greater than Contract Expenditures, please give the reasons and explain where surplus funds were spent:			Once the program began working with the contractor, there was a ramp-up period during which the program learned more about the services that the contractor could provide, so the program spent less than the estimate. The surplus funds remained with the program.		
IF surplus funds have been carried forward, please give the reasons and provide the authority for the carry forward provision:			§ 49-7-812 provides that revenues collected by the program stay with the program to fund its purposes or the Tennessee Financial Literacy Commission.		
IF Contract Expenditures exceeded Contract Allocation, please give the			N/A		

Supplemental Documentation Required for
Fiscal Review Committee

reasons and explain how funding was acquired to pay the overage:			
*Contract Funding Source/Amount:			
State:	100%	Federal:	
<i>Interdepartmental:</i>		<i>Other:</i>	
If "other" please define:			
If "interdepartmental" please define:			
Dates of All Previous Amendments or Revisions: <i>(if applicable)</i>		Brief Description of Actions in Previous Amendments or Revisions: <i>(if applicable)</i>	
May 1, 2018		Contractor name change	
Method of Original Award: <i>(if applicable)</i>		Alternative Competitive Procurement authorized under Tenn. Code Ann. Section 49-7-805(5)	
*What were the projected costs of the service for the entire term of the contract prior to contract award? How was this cost determined?		The program determined projected \$1,500,000 in costs based on the amount of state appropriations and program-generated estimates for services that could be obtained through the contract.	
*List number of other potential vendors who could provide this good or service; efforts to identify other competitive procurement alternatives; and the reason(s) a sole-source contract is in the best interest of the State.			

cy19-12546

Amendment Request

This request form is not required for amendments to grant contracts. Route a completed request, as one file in PDF format, via e-mail attachment sent to: Agsprs.Agsprs@tn.gov

APPROVED

Kevin C. Bartels
for Michael F.
Perry

Digitally signed by Kevin C. Bartels
for Michael F. Perry
DN: cn=Kevin C. Bartels for Michael F.
Perry, o=CPO, ou,
email=Kevin.C.Bartels@tn.gov, c=US
Date: 2019.01.18 13:58:30 -06'00'

CHIEF PROCUREMENT OFFICER
DATE

Agency request tracking #	30901-42319	
1. Procuring Agency	Treasury Department	
2. Contractor	Dalton Agency	
3. Edison contract ID #	51274	
4. Proposed amendment #	2	
5. Contract's Original Effective Date	August 1, 2016	
6. Current end date	July 31, 2019	
7. Proposed end date	July 31, 2020	
8. Current Maximum Liability or Estimated Liability	\$ 1,500,000	
9. Proposed Maximum Liability or Estimated Liability	\$ 1,500,000	
10. Strategic Technology Solutions Pre-Approval Endorsement Request - information technology service (N/A to THDA)	<input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Attached	
11. eHealth Pre-Approval Endorsement Request - health-related professional, pharmaceutical, laboratory, or imaging	<input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Attached	
12. Human Resources Pre-Approval Endorsement Request - state employee training service	<input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Attached	
13. Explain why the proposed amendment is needed	<p>This contractor provides advertising and marketing services for the TNStars college savings program. The program is reviewing its advertising and marketing budget and determining what services it will need in the future. The program would like to extend the contract for an additional year to give the program time to gather facts to craft the most appropriate RFP (if any) for these services.</p>	
14. If the amendment involves a change in Scope, describe efforts to identify reasonable, competitive, procurement alternatives to amending the contract. N/A		

Agency request tracking #	30901-42319
Signature of Agency head or authorized designee, title of signatory, and date (the authorized designee may sign his or her own name if indicated on the Signature Certification and Authorization document)	
	

Approved for signature by ac 1/14/19

**AMENDMENT TWO
OF CONTRACT 51274**

This Amendment is made and entered by and between the State of Tennessee, Department of Treasury, hereinafter referred to as the "State" and Dalton Agency hereinafter referred to as the "Contractor." For good and valuable consideration, the sufficiency of which is hereby acknowledged, it is mutually understood and agreed by and between said, undersigned contracting parties that the subject contract (the "Contract") is hereby amended as follows:

1. Section B of the Contract is amended by deleting the words and numbers "thirty-six (36)" and replacing them with the words and numbers "forty-eight (48)."
2. Required Approvals. The State is not bound by this Amendment until it is signed by the Contract parties and approved by appropriate officials in accordance with applicable Tennessee laws and regulations (depending upon the specifics of this contract, said officials may include, but are not limited to, the Commissioner of Finance and Administration, the Commissioner of Human Resources, and the Comptroller of the Treasury).
3. Amendment Effective Date. The revisions set forth herein shall be effective June 1, 2019. All other terms and conditions of the Contract not expressly amended herein shall remain in full force and effect.

Signature page follows

IN WITNESS WHEREOF,

DALTON AGENCY:

SIGNATURE

DATE

PRINTED NAME AND TITLE OF SIGNATORY (above)

STATE OF TENNESSEE, DEPARTMENT OF TREASURY:

DAVID H. LILLARD, JR., STATE TREASURER

DATE

Total Pymnts to Vendor w/Msgs

Unit	Voucher	Invoice	Date	Remit Supp	Name	Gross Amt	Reference
30901	00065082	010915-0000	11/16/2016	0000094750	Bill Hudson Agency	112,090.13	0002442716
30901	00066244	011596-0000	2/28/2017	0000094750	Bill Hudson Agency	27,265.89	0002549138
30901	00066234	011333-0000	1/23/2017	0000094750	Bill Hudson Agency	6,560.05	0002555707
30901	00066908	011874-0000	3/30/2017	0000094750	Bill Hudson Agency	33,434.28	0002606020
30901	00067274	012025	4/26/2017	0000094750	Bill Hudson Agency	39,273.74	0002646286
30901	00069710	012281	5/31/2017	0000094750	Bill Hudson Agency	48,928.84	0002771392
30901	00069819	013652	6/30/2017	0000094750	Bill Hudson & Associates Inc	67,012.55	0002772954
30901	00070149	012758	7/31/2017	0000094750	Bill Hudson Agency	15,990.19	0002793810
30901	00070831	013188	9/26/2017	0000094750	Bill Hudson Agency	5,820.00	0002843991
30901	00071100	013158	10/12/2017	0000094750	Bill Hudson Agency	15,308.58	0002860288
30901	00071103	013424	10/30/2017	0000094750	Bill Hudson Agency	13,210.00	0002886311
30901	00071807	013583	11/20/2017	0000094750	Bill Hudson Agency	37,733.69	0002922090
30901	00073540	013740	12/14/2017	0000094750	Bill Hudson Agency	51,177.18	0002959326
30901	00077157	01400	3/1/2018	0000094750	Bill Hudson Agency	109,219.41	0003087086

Pymnt Date	Message	Recon Status	Reconciled Date	Method
1/18/2017		REC	1/18/2017	EFT
4/4/2017	State of TN payment on invoice 011596-0000 dated 2/28/2017	REC	4/4/2017	EFT
4/10/2017	State of TN payment on invoice #011333-0000 dated 1/23/2017	REC	4/10/2017	EFT
5/15/2017	State of TN - Invoice 011874-0000	REC	5/15/2017	EFT
6/13/2017	State of TN payment on invoice 012025 dated 4/26/2017	REC	6/13/2017	EFT
9/8/2017	State of TN Payment on Inv. 012281 dated 05/31/2017	REC	9/8/2017	EFT
9/11/2017	Advertising Invoice Dated 6/30/17. Invoice 013652	REC	9/11/2017	EFT
9/22/2017	State of TN Payments for Inv. 012758 Dated 7/31	REC	9/22/2017	EFT
10/30/2017	State of TN Payment on Inv. 013188 dated 09/26/2017	REC	10/30/2017	EFT
11/9/2017	State of TN Payment on Inv. 013158 dated 10/12/2017	REC	11/9/2017	EFT
11/29/2017	State of TN Payment on Inv. 013424 dated 10/30	REC	11/29/2017	EFT
12/20/2017	State of TN Payment on Inv, 013583 dated 11/20	REC	12/20/2017	EFT
1/22/2018	State of TN Payment on Inv. 013740 dated 12/14	REC	1/22/2018	EFT
4/20/2018	State of TN Payment on Inv. 01400	REC	4/20/2018	EFT

Total Pymnts to Vendor w/Msgs

Unit	Voucher	Invoice	Date	Remit Supp	Name	Gross Amt	Reference	Pymnt Date	Message
30901	0007807	039238	5/4/2018	0000218643	The Dalton Agency Inc	48,774.58	000314790	6/4/2018	The Dalto
30901	0008029	1039911	7/20/2018	0000218643	The Dalton Agency Inc	25,116.90	000326044	8/20/2018	State of Tl
30901	0007883	039467	5/30/2018	0000218643	The Dalton Agency Inc	28,897.98	000320267	7/10/2018	State of Tl
30901	0007883	039652	6/21/2018	0000218643	The Dalton Agency Inc	29,127.74	000322020	7/20/2018	.
30901	0008308	040238	8/23/2018	0000218643	The Dalton Agency Inc	28,888.15	000334708	10/19/2018	State of Tl
30901	0008431	040426	9/20/2018	0000218643	The Dalton Agency Inc	31,819.71	000337412	11/9/2018	State of Tl

Recon Status	Reconciled Date	Method
REC	6/4/2018	EFT
REC	8/20/2018	EFT
REC	7/10/2018	EFT
REC	7/20/2018	EFT
REC	10/19/2018	EFT
REC	11/9/2018	EFT