



**ADP, LLC
GUARANTEED
TWELVE MONTH
PRICE AGREEMENT**

Client Information:

Case Number: 47121562

Client Name: County Commissioners of Caroline County Maryland Effective Date: 7/1/2017
 Service Center: 0052
 Parent Company Code: 0052-10-CDU Customer #: 511906 Expiration Date: 7/1/2018
 Requested By: Elaine Dorn - Rel. Spec.
 Related Company Codes: 0052-1W-CDU | 0052-8Y-CDU | |

Contact Information:

Contact: Margaret Roe Phone: 410-479-4118 Address: 109 Market Street Room 135
 City: Denton State: MD Zip: 21639 Email: more@carolinemd.org

ADP, LLC ("ADP") is pleased to provide County Commissioners of Caroline County Maryland ("Client") with a guaranteed price agreement (the "Price Agreement"), which shall govern any increases in fees to the Services (as defined in section 1 below) purchased by Client for the next twelve months, subject to the terms and conditions set forth in this Price Agreement. This Price Agreement encompasses all listed codes and any future codes that may be added under the above listed parent code. In consideration of the mutual agreements set forth below, ADP and Client agree as follows:

1) Price Increase: For the next twelve month period commencing with the effective date of this Price Agreement as 07/01/2017, ADP will increase prices per the schedule below for the **Payroll, HR and TLM** processing services (the "Services") Client is receiving or shall receive as of the effective date.

<u>Year</u>	<u>Guaranteed Price Period</u>	<u>Increase %</u>	<u>Increase Date</u>
1	07/01/2017 to 07/01/2018	2.0%	07/01/2017

Items specifically excluded from this agreement are delivery, reverse wire fees, jurisdiction fees, year-end fees and maintenance fees. In the month following the completion of the guaranteed price period, Client's prices will be subject to the same price increases applied to its other clients of similar size and product utilization unless a renewal agreement is signed by both parties.

2) Guaranteed Term: As consideration for the twelve month Price Agreement, Client agrees to purchase the Services for a minimum guaranteed term of twelve months commencing with the effective date of this Price Agreement and thereafter Client's agreement to purchase the Services shall remain in effect until terminated by Client or ADP in accordance with the terms of the ADP Services Agreement (defined in Section 3 below).

3) Early Termination Fee: If Client terminates all Services without cause as provided in the ADP Major Accounts Agreement (or such equivalent ADP terms and conditions or agreement governing the provision and receipt of ADP Services including but not limited to any product specific terms set forth in such agreement) between ADP and Client (the "ADP Services Agreement") prior to the expiration date of this Price Agreement, Client agrees to pay ADP an early termination fee of 3 months of average monthly processing fees for the Services (based on the average monthly fees during the twelve-month period immediately preceding the date of termination (or a shorter period of time if monthly fees have been payable for less than twelve (12) months at the termination date)). If Client fails to pay the early termination fee, Client shall reimburse ADP for any expenses incurred, including interest and reasonable attorney fees, in collecting amounts due ADP hereunder. The early termination fee will be waived by ADP in the event there is a material breach by ADP of any material warranty, term, condition or covenant of the ADP Services Agreement and ADP fails to cure such breach within the timeframe provided in such ADP Services Agreement.

THE ADP SERVICES COVERED BY THIS AGREEMENT ARE PROVIDED IN ACCORDANCE WITH THE TERMS AND CONDITIONS SET FORTH IN THE AGREEMENT(S) BETWEEN CLIENT AND ADP COVERING THE SPECIFIC SERVICES. THIS AGREEMENT SUPPLEMENTS AND DOES NOT SUPERSEDE ANY OF THOSE TERMS AND CONDITIONS. THIS AGREEMENT IS NOT VALID UNLESS SIGNED BY BOTH PARTIES. IN THE EVENT CLIENT HAS AN EXISTING PRICE AGREEMENT IN PLACE, THIS AGREEMENT REPLACES ANY PRIOR PRICE AGREEMENT GOVERNING THE SAME SERVICES.

<u>ADP, LLC</u>	<u>County Commissioners of Caroline County Maryland</u>
Name: _____	Name: _____
Signature: _____	Signature: _____
Title: <u>Relationship Management</u>	Title: _____
Date: _____	Date: _____

NOTE: THIS PRICE AGREEMENT IS VALID ONLY IF SIGNED BY BOTH PARTIES WITHIN 90 DAYS OF THE DATE OF CREATION. THE AGREEMENT MUST BE SIGNED BY 08/01/2017 IN ORDER TO BE VALID. FINANCE OR RELATIONSHIP MANAGEMENT IS AUTHORIZED TO EXECUTE THIS AGREEMENT ON BEHALF OF ADP.



0052 - Major Accounts - Mid-Atlantic Service Center

Company Name: Caroline County Commissi

Region - Product - Code: 0052-10-CDU

ADP Payroll Services
Proposed Pricing

Total **Proposed** Annual Cost Before Discount(s): \$36,184.46
Total **Proposed** Annual Cost With Discount(s): \$36,184.46
Proposed Discount %: -

* Discount % is only applied to discountable items indicated with a ♦ symbol

Feature Description	SCN	Start Date	Prod	Tier	Min	Base	Rate	Units	Proposed Feature Cost	Annual Billings	Proposed Annual Cost
Base Change	F00002	1/23/1981	10	1	-	-	-	1	-	26	-
Payroll Delivery	F00006	1/23/1981	10	1	-	-	-	1	-	26	-
Pays	F00022	1/23/1981	10	1	-	-	-	341	1,224.98	26	31,849.46
Check Signing	F00031	5/2/1997	10	1	-	-	-	341	-	26	-
Tax Service	F00038	10/17/1997	10	1	-	-	-	341	-	26	-
Labor Distribution	F00043	1/23/1981	10	1	-	-	-	341	-	26	-
ADP:Pay/Statements	F00140	6/10/2010	10	1	-	-	-	341	-	26	-
ADP:Pay/Statements	F00141	11/28/2007	10	1	-	-	-	341	-	26	-
ADP:Pay/Statements	F00145	5/15/2008	10	1	-	-	-	341	-	26	-
Payroll Quickview	F00295	7/22/2010	10	1	-	-	-	341	-	26	-
Portal with CM	F0050D	6/25/2010	10	1	-	-	-	341	-	26	-
Portal Solutions Package	F00763	8/19/2010	10	1	-	-	-	341	-	26	-
TotalPay Card	F00771	8/19/2010	10	1	-	-	-	341	-	26	-
CheckView Processing Fee	F0087A	8/22/1997	10	1	-	-	-	341	-	26	-
Benefit Accruals	F00886	10/10/2013	10	1	-	-	-	341	-	26	-
Workforce Now Payroll Migration	F0099A	10/10/2013	10	1	-	-	-	470	-	26	-
Workforce Now Migration Tracking	F0099B	10/10/2013	10	1	-	-	-	341	-	26	-
WFM PCH Tracking	F00952	7/10/2008	10	1	-	-	-	1,378	-	26	-
Workforce Now Migration Tracking	F00116	8/13/2008	10	1	-	-	-	1	-	26	-
IDI UP/LOAD FOR EZLABOR	F00121	7/7/2008	10	1	-	-	-	1	-	12	-
External Paydata Interface	F00224	6/6/2008	10	1	-	-	-	1	-	12	-
Data Exchange	F00243	6/18/2008	10	1	-	-	-	1,230	-	12	-
POV Net	F00770	9/10/2010	10	1	-	-	-	1	-	12	-
ADP Reporting	R00699	11/21/1986	10	1	-	-	-	2,635	-	12	-
CheckView Monthly Fee	F00011	1/23/1981	10	1	-	-	-	1	-	4	-
GL INTERFACE	F00053	2/18/2013	10	1	75.00	19.80	-	637	4,255.80	1	79.20
Quarterly/W2 Delivery											
V/E Info, Tax Reporting, W-2's											
Total Before Discount:									5,500.58		36,184.46
♦ Discount:									-		-
Total After Discount:									5,500.58		36,184.46

Document created 05/04/2017



0052 - Major Accounts - Mid-Atlantic Service Center

Company Name: Caroline County Comm.

Region - Product - Code: 0052-8Y-CDU

Total Proposed Annual Cost Before Discount(s): \$17,566.85

Proposed Discount %: 30.0%

Total Proposed Annual Cost With Discount(s): \$12,296.79

* Discount % is only applied to discountable items indicated with a ♦ symbol

ADP Time and Attendance
Proposed Pricing

Feature Description	SCN	Start Date	Prod	Tier	Min	Base	Rate	Units	Proposed Feature Cost	Annual Billings	Proposed Annual Cost	Discount
ezLaborManager Software Timesheet	F00022 F00023	10/19/2004 10/19/2004	8Y 8Y	1 1	- -	- -	5.30 -	276 1	1,463.90 -	12 12	17,566.85 -	♦
Total Before Discount:									1,463.90		17,566.85	
♦ Discount:									439.17		5,270.05	
Total After Discount:									1,024.73		12,296.79	



0052 - Major Accounts - Mid-Atlantic Service Center

Company Name: Caroline County

Region - Product - Code: 0052-1W-CDU

Workforce Now
Proposed Pricing

Total **Proposed** Annual Cost Before Discount(s):

Proposed Discount %: 40.0%

Total **Proposed** Annual Cost With Discount(s):

* Discount % is only applied to discountable items indicated with a ♦ symbol

Feature Description	SCN	Start Date	Prod	Tier	Min	Base	Rate	Units	Proposed Feature Cost	Annual Billings	Proposed Annual Cost	♦
Workforce Now												
Workforce Now Archived Employees	F00022	3/17/2016	1W	1	-	-	-	610	-	12	-	
	F00040	3/17/2016	1W	1	-	-	-	711	-	12	-	
WFN Essential HR	F0040P	3/17/2016	1W	1	-	-	-	664	-	12	-	
WFN Essential Benefits	F0040Q	3/17/2016	1W	1	-	-	-	664	-	12	-	
Workforce Now Human Capital Management (HCM) Suite	F0040Z	3/17/2016	1W	1	-	-	-	637	-	12	-	
Workforce Now Human Capital Management (HCM) Suite	F0070Z	12/15/2016	1W	1	-	-	-	348	-	12	-	
Essential ACA	F71900	3/17/2016	1W	1	-	-	1,523	348	-	12	-	♦
Total Before Discount:												
♦ Discount:												
Total After Discount:												