

Request for Proposal
#11-19-19

Animal Services
Shelter Management Software
Cleveland County
North Carolina

**REQUEST FOR PROPOSAL
ANIMAL SERVICES
SHELTER MANAGEMENT SOFTWARE**

Cleveland County, North Carolina (County) is evaluating new software for managing Animal Services internal and external operational needs including, kennel, clinic, field enforcement, fostering, intake/adoptions, inventory, animal tracking and rescue management. The County is requesting proposals for software solutions from vendors so that an informed decision can be made on what would be the best solution for the Animal Services Department.

Response instructions are contained in the bid documents.
Effort has been made to keep the RFP and feature/function listing as brief as possible. The proposal should include all costs associated with training, implementation, hardware specifications, interface estimates, data conversion, custom modification estimates, annual maintenance and support.

Bids Posted on County website: November 19, 2019

Questions related to this RFP should be directed by email to:
tony.adair@clevelandcountync.gov and to Kim.lester@clevelandcountync.gov no later than
November 27, 2019

Bid documents are due December 4, 2019 by 4:00pm

Electronic copies can be emailed to kim.lester@clevelandcountync.gov

OR

Printed copies can be hand delivered to Kim Lester, Finance Dept, 311 E Marion St. Shelby NC 28150 or mailed to Cleveland County Finance, Kim Lester, PO Box 1210, Shelby NC 28151

1. PROJECT OBJECTIVES AND PROCESS

PURPOSE

The goal of the County is to procure software for managing Animal Services internal and external operational needs including, kennel, clinic, field enforcement, fostering, intake/adoptions, inventory, animal tracking and rescue management.

Software should be offered with industry best practices in mind. Additionally, software should provide the ability to facilitate automated workflow, data management and analysis, business intelligence integration, mapping and other suitable third-party applications.

The final decision will be based on a number of evaluation criteria, primarily how well the proposed solution will meet the County's overall functional requirements. The requirements noted in this RFP are designed to meet these objectives.

OBJECTIVE

The objectives for this project are to:

- ❑ Reduce manual processes and increase productivity
- ❑ Reduce paper and paper-oriented processes
- ❑ Improve integration between applications and other systems
- ❑ Improve citizen/customer's ability for self-service
- ❑ Take advantage of newer technology
- ❑ Improve customer relations

The County is looking for the best overall solution to meet their current and future needs. It is understood that there are no perfect solutions and that vendors may vary in their capability to meet the County's overall system needs.

ANIMAL SERVICES BACKGROUND

Located in the heart of the piedmont of North Carolina, Cleveland County is composed of multiple thriving communities, all with lively economies and a desire to grow.

The mission of the Cleveland County Animal Services Department is to protect the health and safety of our residents; promote humane care and prevent cruel treatment of animals; and work to reduce the number of stray and homeless animals in our county. In 2019, a reorganization of Animal Services was completed to better reflect the broad range of services provided by the department. Data collection and analysis are essential to addressing animal welfare concerns. This information allows organizations to create strategic plans with life-saving and efficient operations in mind.

SYSTEM FUNCTIONALITY REQUIREMENTS

The County is looking for a system which is scalable and customizable according to changing business practices. A list of primary functionalities is included in Attachment A. This list is not intended to be all-inclusive/exclusive, or organized by specific software modules. The County seeks to install the system utilizing the vendor to provide all services, including software, installation, process discovery, training, project management, interfaces, data conversion, maintenance, and support. Applicable hardware specifications with sizing documentation should also be provided.

PROCESS AND SCHEDULE

The process is for the County to review the proposals, evaluate the solutions, and finalize a project scope of work. Using subsequent interviews, demonstrations, reference checks, and/or site visits, the County will then make a final decision.

The following is the current estimated timeline:

Selection Process Step	Estimated Date(s)
Release and Issuance of the <i>Request for Proposal</i>	November 19
Final Date for vendors to Submit Questions	November 27
Proposals Due	December 4
Decision on vendor Finalists (short-list)	TBD
Demonstrations By vendor Finalists / User Site Visits	TBD
Final vendor Selection	TBD

VENDOR DEMONSTRATIONS

Vendors may be requested, at no cost to the County, to demonstrate the proposed software and hardware systems at a mutually agreeable date and site.

2. EVALUATION CRITERIA

The County reserves the right to select the vendor who best meets the overall needs of the County, based primarily on the following criteria (not listed in any order of importance):

- ☐ User Friendliness of System
- ☐ The overall capability to provide the required software features and functions
- ☐ The flexibility of the application software, including the availability of tools to allow the novice user to “drill down and across” and perform Ad Hoc analysis and reporting
- ☐ The amount of vendor support that will be available for installation, conversion, training, ongoing modifications, and software support
- ☐ The total costs of the system over a ten-year period, including direct and indirect costs
- ☐ The vendor's performance record to date in meeting the requirements of their existing customers, including the availability of users similar to the County to allow reference investigation
- ☐ The expandability of the proposed solution, including the ease of upgrading the proposed system by adding components to accommodate future needs
- ☐ Adherence to the requested information specifications, thoroughness of the proposal, as well as the overall format of the presentation
- ☐ The financial stability, longevity, and strength of the vendor
- ☐ Corporate direction (potential organizational/industry restructurings, mergers, acquisitions, etc.)
- ☐ Future technology direction (major changes in architecture, database, platforms, languages, etc.)
- ☐ The internal controls provided within the system which prevent unauthorized access to data and provide adequate audit trails
- ☐ The capability to perform required conversions of existing data files
- ☐ The seamless integration of the various system modules and ability to meet the interface/integration requirements noted in this RFP
- ☐ Ease and intuitive use of software interface (for both internal staff and Web customers)
- ☐ Availability and ease of use of mobile and online applications
- ☐ Ability to meet contract requirements
- ☐ The level of experience of the vendor’s Project Manager and Project Management Support team
- ☐ The vendor’s approach to facilitating user acceptance and change management

3. SPECIFIC RESPONSE REQUIREMENTS

Include the following items in the order listed below (and indexed in the same manner) in your response to this Request for Proposal (RFP).

During the needs assessment phase of the project, key issues were discussed regarding alternate information management solutions. Following is a list of specific concerns of the County. Respond to each issue in detail regarding how the proposed solution will satisfy each concern.

PROGRAMMING LANGUAGES

Provide information on all programming languages used for each proposed required application.

OPERATING SYSTEMS / HARDWARE REQUIREMENTS

For workstations, the County's preference is that Windows 7 and 10 Professional are supported. In addition, the County prefers a virtualized solution, and currently uses VMware. Provide all hardware specifications including servers, workstations, and other equipment. **Provide estimated costs, if applicable.** For servers, the County's preference is Windows Server 2012 R2 or newer.

DATABASE

The County expects the information system to be based on a very stable and flexible relational database standard. The County's preference is MS SQL 2012 or newer. Briefly describe the relational database platforms available in the use of your products and which database option(s) are being proposed? (Include database management system name, year, and version)

BACKUPS

Describe your system backup utility and related processes and how granular backups can be configured (e.g., changes, database, entire system, etc.).

USER INTERFACE CONFIGURATIONS

The County prefers a thin-client architecture or browser user interface (BUI). Describe your client architecture and browser compatibility and/or dependencies.

REPORTING CAPABILITIES

Provide information on overall system/solution reporting capabilities (e.g., canned reports, Ad Hoc reporting, executive dashboard, BI integration, etc.).

DOCUMENT MANAGEMENT CAPABILITIES

Provide information on your document management capabilities and options, including integration to third-party EDMS solutions.

WORKFLOW CAPABILITIES

Provide information on your system's workflow capabilities. Describe the integration level and ability to customize workflows within and between different software applications. If you have no workflow capabilities, please indicate.

APPLICATION SECURITY

Describe application and user security features/capabilities. Indicate any special security features (e.g., user security, function security, file security, field-level security, etc.) provided by the software. Confirm your support of Active Directory authentication and if you provide single sign-on capabilities.

APPLICATION SOFTWARE

Indicate hosting options for software (on premise, cloud, etc). Provide in electronic format, documents detailing the features and functions of the proposed software.

The proposed software should demonstrate an online, integrated method of processing the noted application modules, and allow for immediate update of all information both within each module and between interdependent modules. Access to information in either summary or detail should be obtained easily and intuitively. The proposed software's data entry screens should be designed to facilitate rapid data entry.

For each application software module proposed, indicate whether your organization developed the module, or if the module is available because of a third-party relationship that has been established with another vendor.

In addition to the required information requested, provide general information on other application modules not requested in this RFP which may be of interest or benefit to the County.

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SOFTWARE CUSTOMIZATION AND ENHANCEMENTS

Provide information regarding the capability to provide the County with software customizations. Describe system's configuration tools and user personalization tools.

SYSTEM VERSIONING AND UPDATES

Describe your software versioning and update policies/practices. Include how often you issue updates (new versions) and whether new versions are provided as part of your annual maintenance and support fees. Explain process of installing update patches/service packs.

Upgrade Types	Typical Frequency (in	Typical Vendor Assistance Cost		Typical Vendor End-User Training	
		Low Cost	High Cost	Low Cost	High Cost
Version Upgrades					
Major Upgrades					
Minor Upgrades					

USER ACCESS REQUIREMENTS BY MODULE

The County's current estimated number of workstations is as follows. This is subject to increase due to changing business needs so you should indicate the cost of additional workstations.

User Type			
Desktop/Fixed	7		
Mobile	9		

LICENSING MODEL

Describe your licensing models (e.g., concurrent user, named user, revenue, transaction volumes, etc.) and provide examples. Also state the number of the most current version level that has been released for install in live customer production environments and confirm what version you propose to install in response to this RFP.

HOSTED/SAAS MODEL

If you are proposing a hosted option, add lines as necessary in the Annual Recurring Costs section of **Section 5** for your hosting fees. If you wish to propose both a Traditional In-House license model and a Hosted option-, **please submit two (2) copies of Section 5 with a copy for each option.**

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COST CONSIDERATIONS

Initial one-time costs for hardware (if applicable), implementation, training, software licensing, travel and related costs, etc., must be included with the price proposal. See electronic price proposal form **Section 5**.

Recurring annual costs should be described in the proposal, clearly stating what is included (e.g., application upgrades, state and/or federal reporting requirements, hours of support, etc.), **Section 5**. Proposal must also specify the stage of the project at which annual recurring costs are due and to which time period the specified costs apply.

The County prefers unlimited support. If 24/7 telephone support is available, price proposals should clearly indicate total recurring costs for that support option. If after-hours support is only available at an hourly rate, this should clearly be indicated.

The objective is to have **no hidden or unexpected costs**.

SUPPORT

Describe all support services available from your company in **Section 5**. Specifically address the following issues:

- ☐ Normal hours of availability
- ☐ Website support information
- ☐ Online chat
- ☐ Remote system access capabilities
- ☐ Access via toll-free 800 number
- ☐ Online Knowledge Base
- ☐ Costs
- ☐ Quality Assurance program(s)
- ☐ Other support services
- ☐ Service-Level Agreements (SLA) – response time (by priority or severity levels), escalation processes, and other metrics

IMPLEMENTATION

- ☐ Describe your **pre-implementation methodology** with milestones and timeframe. The pre-implementation methodology should define the key phases and activities that will be performed prior to implementation. Example activities may include, but not be limited to, stakeholder interviews/working groups, process documentation review, process development and redesign, and/or data mining/cleanup.
- ☐ Describe your **implementation and training methodology**, with milestones and timeframe. **Include a sample preliminary implementation schedule** for all applications, including the required time for system and application training, program testing, and conversion. Include how you expect to sequence the installation of the various applications or application groupings.
- ☐ Describe your **post-implementation support services and activities**. Example services may

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include, but not be limited to, on-site support, virtual support, and training. Additionally, describe the process for managing and responding to system change requests after implementation.

- ☐ The County anticipates electronic data conversions. Include estimated range of costs for data conversions, if available, and a description of data that would be typically converted.

TRAINING AND EDUCATION

Provide your consulting and training options, including classroom (on-site and off-site), online (group and self-paced), training videos, and manuals. Include training for all required staff and users. Include ongoing training and user support group training options. Provide an example training schedule indicating the types of training, number of users and timing of training in relation to the project implementation timeline.

PROJECT MANAGEMENT

The County will provide a designated project manager, and expects the vendor to do the same. The County values an experienced Project Manager and requests that the vendor submit the Project Manager as “Key Personnel”. If the Vendor is unable to submit a “Key” Project Manager provide a representative Project Manager resume. The County anticipates that a Project Manager will have at a minimum, 10 years of experience with system implementations, experience with Government projects, and certification as a PMP or other related certification (e.g., CPA, ITIL). The County reserves the right to approve the Project Manager upon contract award.

Include recommended vendor project management costs (**Section 5**) in the proposal and **describe, in detail, services to be provided**. The County reserves the right to approve vendor project management, and changes, personnel at any point during the project.

Describe the vendor’s project management methodology. The methodology should provide an overview of key deliverables (e.g., project plan, status report), activities (e.g., Stake holder engagement, decision support) and communication methods (e.g., status meeting). Provide an overview of the vendor’s approach to engaging County users and supporting change management activities.

SUBCONTRACTOR AND THIRD-PARTY RELATIONSHIPS

Describe any subcontractor relationships and/or third-party providers that will be used for this implementation. If using subcontractors and/or third-party providers, provide the prime vendor’s approach for managing subcontractor and/or third-party provider performance. The approach should define how the prime will manage the vendor, identify performance gaps, and replace subcontract staff, if needed.

Note: If a vendor chooses to partner with a third-party vendor to address some requirements, this must be clearly stated in the response. Be specific when describing applications and the third-party vendor solution provider. Third-party vendors will be required to demonstrate their portion of the application solution along with all other required information being provided by the prime vendor.

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Indicate in the Project Management Plan which activities and phases will be performed by subcontractors or third party vendors.

CUSTOMER IMPLEMENTATION RESPONSIBILITIES

Describe and/or provide a list of the typical customers' implementation responsibilities.

SAMPLE USER AND TECHNICAL MANUALS & OTHER DOCUMENTATION

Provide the following:

- ☐ Sample Application User Manual
- ☐ Sample Application User Online Documentation
- ☐ Sample Technical User Manual
- ☐ Sample Technical User Online Documentation
- ☐ Sample Training Syllabus
- ☐ Sample Section of a Detailed Implementation Project Schedule
- ☐ Sample Statement of Work from a similarly sized project

VENDOR/RESELLER INFORMATION

Provide all information related to your company as requested in RFP **Section 5**. In addition, specifically address the following issues:

- ☐ Describe your research-and-development approach and process
- ☐ If you are a software reseller/partner, provide the same company, customer demographics, and reference information for your specific company in addition to the software vendor's information (see **Section 5**)
- ☐ If your proposed solution belongs to a parent/consolidation company only provide customer base figures and references for the proposed solution. (see **Section 5**)
- ☐ Technology direction
- ☐ Describe short-, medium-, and long-term direction regarding major changes in architecture, database, platforms, languages, etc.

CORPORATE STRUCTURE CHANGES

Explain whether there are any known circumstances, such as major organizational restructuring, mergers, and/or acquisition plans, which are under consideration.

VENDOR FINANCIAL INFORMATION

Short-listed vendors may be required to provide copies of your organization's last three (3) years of audited financial statements, including any pending litigation, in a confidential manner to the County Finance Director. Please **do not** send financial statements with your proposal.

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USER GROUPS

Provide information regarding organized user groups, including frequency and location of user group meetings. Also, indicate who conducts the meetings, and who is responsible for establishing meeting agendas. Describe local (State or regional) user groups or meetings.

REFERENCES AND USER BASE

Provide references for a minimum of five (5) completed projects of similar scope and nature to the County, ~~and~~ within the same region and within the last three (3) years.

Provide total number of customers (software provider and reseller, if applicable) for the applications according to demographic request worksheet provided in **Section 5**.

If your proposed solution belongs to a parent/consolidation company only provide customer base figures and references for the proposed solution. (See **Section 5**)

Provide an organization name list of all active customers within the state of North Carolina.

Provide the number of new customers (original go-lives) implementing the proposed applications in each of the last three (3) years.

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4. VOLUMES AND CONVERSIONS

The tables below summarize the estimated volumes of transactions and records associated with the application processing requirements and preliminary conversion requirements.

GENERAL INFORMATION

Description	Value or Quantity
County Population	98,000
County Annual General Fund operating budget	\$112,000,000
Number of County Employees	850

USER INFORMATION

Description ¹	Value or Quantity
Number of County Users	
Concurrent Users	20

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5 PROPOSAL FORMS & SUPPORTING INFORMATION

This section of the RFP explains the required proposal forms and other supporting information designed to assist the vendors in their response.

VENDOR RESPONSES

Attach the following items to the bid documents:

- 1) Vendor Profile**
- 2) Vendor Customer Base**
- 3) Vendor References**
- 4) Vendor General System**
- 5) Project Cost**
- 6) Modification Cost**
- 7) Annual maintenance and /or license Cost**

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6. PROPOSAL INSTRUCTIONS

This section outlines the information that is requested to be included in your proposal

GENERAL PROPOSAL INSTRUCTIONS

Software features, functions, and capability information should also be submitted electronically using the forms and instructions contained in the RFP.

- ❓ Response instructions are contained in the Request for Proposal (RFP) document.
- ❓ **Section 5** of the RFP contains vendor information.
- ❓ The proposal should include all costs associated with training, implementation, hardware specifications, interface estimates, file conversion assistance, custom modification estimates, annual maintenance, and support.

❓ **Questions** related to this RFP are to be directed to Tony Adair, tony.adair@clevelandcountync.gov and to Kim Lester, kim.lester@clevelandcountync.gov by e-mail no later than **November 27, 2019**.

❓ Bids are due December 4, 2019 by **4:00pm**

Electronic copies can be emailed to kim.lester@clevelandcountync.gov

OR

Printed copies can be mailed to Kim Lester, Cleveland County Finance, PO Box 1210, Shelby NC 28151. Hand delivered copies to Kim Lester, Finance Dept 311 E Marion St Shelby NC 28150

Requests for extension of the submission date will not be granted. Vendors submitting proposals should allow for normal mail or delivery time to ensure timely receipt of their proposal.

Responses to the Specific Proposal Requirements identified in **Section 3 MUST** be completed and

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indexed appropriately. In addition, all forms and checklists identified in **Section 5** must also be included. Failure to include any of the requested information within your proposal may result in rejection/disqualification.

PROPOSAL FORMAT

Proposals should be made in accordance with the RFP format provided herein, with all blank spaces in the Appendices properly filled in. Numbers shall be stated in whole dollars.

Provide the following sections, as a minimum:

- ❓ **Executive Summary**
- ❓ **Understanding of Project Objectives**
- ❓ **Specific Proposal Requirements**
- ❓ **Detailed Proposal and Contractual Requirements (including exceptions taken to any RFP requirement) (see Section 5)**
- ❓ **Sample contracts for hardware (if applicable), systems software, application software, hardware maintenance (if applicable), and software support**
- ❓ **Remaining Appendices not included in another section**

Proposals shall be addressed as indicated. A duly authorized official representing the vendor must sign all proposals. Proposals that contain omissions, erasures, alterations, or additions not called for, conditional or alternate proposals unless called for, or irregularities of any kind, may be rejected or disqualified.

Modification of proposals will be acceptable only if delivered in writing to the place of the proposal prior to the proposal due date and time. Should the vendor find discrepancies in, detect omissions from the RFP, or be in doubt as to the meaning of any point, they shall at once notify kim.lester@clevelandcountync.gov.

The County will then provide written instructions/clarifications to all vendors. If the proposal and specifications are found to disagree after the contract is awarded, the County shall be the judge as to which was intended. **Vendors are prohibited from contacting any of the County officials or employees regarding this Request for Proposal.** All questions must be directed, in writing, to kim.lester@clevelandcountync.gov. Failure to comply with this provision may result in rejection/disqualification of your proposal.

No negotiations, decisions, or actions shall be executed by the vendor as a result of any discussions with any of the County officials, employees, and/or consultant. Only those transactions provided in written form from the County may be considered binding. In addition, the County will only honor transactions from vendors which are written and signed.

The County reserves the right to terminate the selection process at any time and to reject any or all proposals. The contract will be awarded to the vendor whose overall qualifications best meet the requirements of the County.

The County shall not be liable for any pre-contract costs incurred by interested vendors participating in the selection process.

The contents of each vendor's proposal to the County—including technical specifications for hardware and software, purchase and lease prices, and hardware and software maintenance fees—shall remain valid for a minimum of 150 calendar days from the proposal due date.

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All proposals must include copies of all sample contracts for hardware (if applicable), systems software, application software, hardware maintenance (if applicable), and software support.

Note that all contracts will be subject to negotiation between the County and the selected vendor.

Note that the final contract may not include all the applications or all the equipment listed in this Request for Proposal.

This Request for Proposal and the selected vendor's Proposal, including all representations, warranties and commitments contained in the proposal and related correspondence shall be contractual obligations included in the written final contract for services, equipment and software.

The County will be awarding a contract to a single vendor for all core applications. Vendors are allowed to provide a proposal that includes subcontractors, but the County will be entering into a single agreement with one vendor acting as a prime contractor. The prime contractor will be responsible for the timeliness, quality, and deliverables provided by any subcontractors under the prime contractor's agreement.

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7. DISCLOSURES & CONTRACTUAL REQUIREMENTS

Please note that any exceptions to the following requirements, as well as other sections of this Request for Proposal should be addressed in a separate section of the vendor's proposal.

BULLETINS AND ADDENDA

Any bulletins or addenda to the specifications contained in this RFP issued during the period between issuance of the RFP and receipt of proposals are to be considered covered in the proposal, and in awarding a contract, they will become a part thereof. The vendors shall acknowledge receipt of bulletins or addenda in their proposal cover letter.

REJECTION OF PROPOSALS

Proposals that are not prepared in accordance with these instructions to vendors may be rejected or disqualified.

ACCEPTANCE OF A PROPOSAL

Proposals submitted are offers only, and the decision to accept or reject will be based on the quality, reliability, capability, reputation, and expertise of the proposing vendors.

In accordance with NCGS 143-129.8, the County reserves the right to accept the proposal that is, in its judgment, the best and most favorable to the interests of the County; to reject the lowest price proposal; to accept any item of any proposal; to reject any and all proposals; and to waive irregularities and informalities in any proposal submitted or in the Request for Proposal process, provided, however, that the waiver of any prior defect or informality shall not be considered a waiver of any future or similar defect or informality. Proposing vendors should not rely upon, or anticipate, such waivers in submitting their proposal.

INSURANCE

Proposing vendors agree that if their proposal is accepted, that they shall provide insurance endorsements evidencing the minimum insurance coverage and limits set forth below prior to the County's signing of a final contract. Such policies shall be in a form and from companies acceptable to the County and be qualified to do business in the State of North Carolina. The insurance coverage and limits set forth below shall be deemed minimum coverage and limits, and shall not be construed in any way as a limitation on the proposing vendor's duty to carry adequate insurance or on the proposing vendor's liability for losses or damages under this RFP.

The minimum insurance coverage and limits that shall be maintained at all times while providing, performing, or completing the work are as follows:

- ❓ **Worker's Compensation** – at the statutory limits in compliance with applicable State and Federal laws. The Provider shall ensure that any subcontractors also

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have workers compensation coverage at the statutory limits.

- ② **Employer's Liability** - with minimum limits of \$1,000,000 each accident/\$1,000,000 disease each employee/\$1,000,000 disease policy limit.
- ② **Commercial General Liability** - covering all operations performed by the Provider with a minimum limit of \$1,000,000 per occurrence with a \$2,000,000 aggregate.
- ② **Professional Liability** - covering the Provider's acts, errors, or omissions in performance of the contract with a minimum limit of \$1,000,000 per claim with a \$2,000,000 aggregate
- ② **Business Automobile Liability** - covering all owned, non-owned, and hired vehicles used in performance of the contract. The minimum combined single limit per occurrence shall be \$1,000,000 and shall include uninsured/underinsured motorist coverage per NCGS 20-279.21.
- ② **Cyber Liability** – first party and third party coverage to include security, privacy, regulatory action, event management for all affected persons whose confidential information was compromised or was reasonably likely to have been compromised, cyber extortion, and crisis fund insurance. This claims made policy shall carry a minimum limit of \$1,000,000.

Contractual Liability coverage shall specifically include the indemnification set forth below.

ADDITIONAL INSURANCE PROVISIONS

If the Provider maintains higher limits than the minimums shown above, the County requires and shall be entitled to coverage for the higher limits maintained by the Provider. Any available insurance proceeds in excess of the specified minimum limits of insurance and coverage shall be available to the County.

The Provider shall provide the County with certificates of insurance evidencing the above amounts. Cleveland County shall be named as additional insured under the commercial general liability policy. Before commencing work, the Provider shall furnish the County with certificates of insurance on an approved form. Each insurance policy required above shall state that coverage shall not be canceled, except with notice to the County. All insurance shall be procured from reputable insurers authorized to do business in North Carolina. Provider shall require and verify that all subcontractors maintain insurance meeting all the requirements stated herein, and Provider shall ensure that County is an additional insured on insurance required from subcontractors.

Waiver of Subrogation: Provider hereby grants to County a waiver of any right to subrogation which any insurer of said Provider may acquire against the County by virtue of payment of any loss under such insurance. Provider agrees to obtain any endorsement that may be necessary to affect this waiver of subrogation.

The limits of coverage under each insurance policy maintained by the Provider shall not be interpreted as limiting the contractor's liability and obligations under the contract.

INDEMNIFICATION

Indemnity. The Provider agrees to defend, indemnify and hold harmless the County from all loss, liability, claims or expense, including attorney's fees, arising out of or related to the Project

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and arising from bodily injury including death or property damage to any person or persons caused in whole or in part by the negligence or misconduct of the Provider except to the extent same are caused by the negligence or willful misconduct of the County. It is the intent of this provision to require the Provider to indemnify the County to the fullest extent permitted under North Carolina law.

RIGHTS TO SOURCE CODE

Should the selected program contractor or vendor cease to exist or their organization become financially insolvent, rights to use the source code (for County use only) shall be granted to the County.

RIGHTS TO SUBMITTED MATERIALS

All proposals, responses, inquiries, or correspondences relating to or in reference to this RFP, and all reports, charts, displays and other documentation submitted by the vendor shall become the property of the County when received. The County reserves the right to use (for County use only) the material or any ideas submitted in any proposal in response to the RFP.

ASSIGNMENT

It is mutually understood and agreed that the Proposal and any final contract will be binding upon the vendor and its successors. Neither this RFP, any final contract nor any part of either or any monies due or to become due under them, may be assigned by vendor without the prior written consent of the County.

VENDOR REPRESENTATIONS AND WARRANTIES

In order for the County to accept a Proposal, each vendor, by submitting a proposal, thereby represents and warrants as follows:

Status of vendor. Vendor will perform the Work in vendor's own way and pursuant to any final contract as an independent contractor and in pursuit of vendor's independent calling, and not as an employee of the County. The persons used by vendor to provide the Work under any final contract will not be considered employees of the County for any purposes.

The payment made to vendor pursuant to any final contract, whether made in a single payment or in installments, will be the full and complete compensation to which vendor is entitled. The County will not make any federal or state tax withholdings on behalf of vendor or its officials, officers, agents, employees, or volunteers. The County will not pay any Workers' Compensation insurance, retirement contributions, or unemployment contributions on behalf of vendor or its employees or subcontractors. Vendor agrees to indemnify and pay the County within thirty (30) days for any tax, retirement contribution, social security, overtime payment, unemployment payment or Workers' Compensation payment which the County may be required to make on behalf of vendor or any agent, employee, or contractor of vendor for work done under any final contract. At the County's election, the County may deduct the amounts paid pursuant to this section, from any balance owing to vendor.

Vendor understands that its professional responsibility is solely to the County. Vendor warrants

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that it presently has no interest, present or contemplated, and will not acquire any direct or indirect interest that would conflict with its performance of any final contract. Vendor further warrants that neither vendor, nor vendor's agents, employees, subcontractors, and vendors, have any ancillary real property, business interests, or income that will be affected by this RFP or final contract or, alternatively, that vendor will file with the County an affidavit disclosing this interest. Vendor will not knowingly, and will take reasonable steps to ensure that it does not, employ a person having such an interest in the performance of a final contract. If, after employment of a person, vendor discovers that it has employed a person with a direct or indirect interest that would conflict with its performance of a final contract, vendor will promptly disclose the relationship to the County and take such action as the County may direct to remedy the conflict.

Jurisdiction, Venue, and Governing Law. Any action at law or in equity brought for the purpose of enforcing a right or rights provided for by this RFP or final contract will be tried in a court of competent jurisdiction in Cleveland County, State of North Carolina, and vendor and the County will waive all provisions of law providing for a change of venue in these proceedings to any other county. The laws of the State of North Carolina will govern this RFP and any final contract.

Waivers. The waiver by either the County or vendor of any breach or violation of any term, covenant, or condition of this RFP or any final contract or of any provisions of any ordinance or law will not be deemed a waiver of such term, covenant, condition, ordinance or law. The subsequent acceptance by either party of any fee or other money that may become due hereunder will not be deemed to be a waiver of any preceding breach or violation by the other party of any term, covenant, or condition of the agreement or any applicable law.

Authority. The individuals executing this RFP and the instruments referenced in it on behalf of vendor each represent and warrant that they have the legal power, right and actual authority to bind vendor to the terms and conditions of this RFP.

COMPLIANCE WITH LAWS

Vendor will keep fully informed of federal, state, and local laws, ordinances, and regulations which in any manner affect those employed by vendor, or in any way affect the performance of the Work by vendor. Vendor will at all times observe and comply with these laws, ordinances, and regulations and will be responsible for the compliance of the Work with all applicable laws, ordinances, and regulations.

Contractor and any subcontractors shall have to comply with Article 2 of Chapter 64 of the North Carolina General Statutes (E-verify).

QUALIFICATIONS

It is expected that the proposing vendor has the requisite experience, ability, capital, facilities, organization, and staff to enable the proposing vendor to perform the work successfully and promptly, and to commence and complete the work within the proposed price and time frame.

RFP for Enterprise Information Management System

Cleveland County, NC

ACKNOWLEDGMENTS

By submitting a proposal, a proposing vendor acknowledges and agrees to each of the following:

Reliance. The County is relying on all warranties, representations, and statements made by the vendors in their proposals.

Reservations of Rights. The County reserves the right to reject any and all Proposals, reserves the right to reject the lowest priced Proposal, and reserves such other rights as are set forth in the instructions to proposing vendors.

Acceptance. If a vendor's proposal is accepted by the County, the vendor shall be bound by each and every term, condition and provision contained in the final contract to be negotiated between the selected vendor and the County.

Remedies. Each of the rights and remedies reserved to the County in this Request for Proposal shall be cumulative and additional to any other or further remedies provided in law or equity.

Severability. The provisions of this Request for Proposal shall be interpreted when possible to sustain their legality and enforceability as a whole. In the event any provision of this Request for Proposal shall be held invalid, illegal, or unenforceable by a court of competent jurisdiction, in whole or in part, neither the validity of the remaining part of such provision, nor the validity of any other provisions of this Request for Proposal shall be in any way affected thereby.

Amendments. No modification, addition, deletion, revision, alteration, or other change in this Request for Proposal shall be effective unless and until such change is reduced to writing and executed and delivered by the County to the prospective vendors.

Iran Divestment Act. Vendor hereby certifies that it is not on the Iran Final Divestment List ("List") created by the North Carolina State Treasurer pursuant to N.C. Gen. Stat. §147-86.58. Vendor shall not utilize any subcontractor that is identified on the List.