

**STATE OF WASHINGTON
OFFICE OF THE SECRETARY OF STATE
OLYMPIA, WASHINGTON**

**REQUEST FOR PROPOSALS
RFP NO. 14-09**

PROJECT TITLE:

Office of the Secretary of State (OSOS) Corporations and Charities Division System Design and Architecture

PROPOSAL DUE DATE:

June 9, 2014, 4 p.m., Pacific Time Zone

EXPECTED TIME PERIOD FOR CONTRACT:

July 15, 2014 – November 30, 2014

CONSULTANT ELIGIBILITY: This procurement is open to those Consultants that satisfy the minimum qualifications stated herein and that are available for work in Washington State.

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1. INTRODUCTION

1.1 PURPOSE AND BACKGROUND

The Washington State Office of the Secretary of State, hereafter called "OSOS," is initiating this Request for Proposals (RFP) to solicit proposals from firms interested in participating on a project described below.

This work request will focus exclusively on the OSOS Corporations and Charities Division (the "Division"). The Division responsibilities include the following program areas:

- Corporations
- Charities
- International Student Exchange
- Apostilles
- Domestic Partnerships
- Trademarks
- Summons and Complaints

The Division will replace the existing Corporations and Charities imaging and filing system used to facilitate Division operations including filing, renewing, updating and viewing Corporations and Charities public records and other services rendered by the Division. The OSOS is using Lean, incremental work efforts to reach the goal of a custom-developed and user-center designed system for the Corporations and Charities Division.

The multi-phase project began in January 2014 with the issuance of an RFP for User Interface Design and Documentation, which is now underway. A business analysis was conducted in advance of project kickoff. The project is targeted for completion by December, 2015. The remainder of the system replacement project will utilize external Contractor support to perform the following work efforts:

- User Interface (UI) Design and Documentation – *in progress, completion date of 06/30/2014*
- System Design and Architecture
- Quality Assurance and Independent Verification and Validation (QA and IV&V)
- System Development

1.2 OBJECTIVE

This work request pertains to the System Design and Architecture phase of the Corporations and Charities System Replacement Project. The Apparently Successful Bidder (ASB) awarded this work request will use the previously defined Business Requirements* and User Interface Design* to design and architect the system. Requirements of this work request include:

1. System diagrams
2. Software component specifications
3. Software design
4. Definition of system interfaces (Department of Revenue Business Licensing System and OSOS internal revenue system)
5. System process diagrams
6. Pseudo code for system process diagrams
7. Database model – entity relationship diagram(s)

8. Specify hardware and licensing requirements in support of three environments: production, test and development (this requirement must be met by August 7, 2014)

While the final system design may include modular components to support various program areas, it must accommodate a modular, or walled-off, design to isolate the Charitable Trust program from other system components and functions due to the private nature of data involved in supporting the program.

Preliminary, *not final*, Business Rules and Use Cases are attached as Exhibit C and D as examples of system functionality. Note that business rules are indicated by a "Yes" in column "G". The business rule workbook is inclusive of all Revised Code of Washington (RCW) and Washington Administrative Code (WAC) applicable to the Division.

The User Interface will be designed and documented by way of the preceding project phase. *UI Design and Business Requirement project artifacts will be finalized by June 30, 2014. The Contractor awarded this work request will prescribe and define a system design to most effectively support the designed UI.

The User Interface Design is not all inclusive of the system software requirements. A Service Oriented Architecture (SOA) is expected for the backend system software as well as specific software components to interface with external business partners, existing internal software systems and third party application software.

Due to the incremental and compounding nature of the Corporations and Charities System Replacement Project, it is critical that the ASV leverage and adopt deliverables resulting from the previous phases of the project and create deliverables of this System Design and Architecture work request with the intent of transferability to downstream project phases of QA and IV&V, Development, and future project resources.

The vendor awarded the System Design and Architecture work request is not precluded from bidding on or award of the QA and IV&V or System Development work requests. However, the QA and IV&V vendor will be precluded award of the System Development contract. Two different vendors will be required for QA and IV&V and System Development.

1.3 MINIMUM QUALIFICATIONS

This work request is seeking highly skilled system designers and architects to recommend and design a system design and architecture for the OSOS Corporations and Charities online operational support system. The system has high public visibility and high availability requirements.

Mandatory Experience and Qualifications:

- a. Database design, SQL or equivalent
- b. Software lifecycle management
- c. Industry-standard approach to system design
- d. Understanding of and experience with modern software technologies: service oriented architecture, object oriented programming, software frameworks
- e. Technical documentation
- f. Technical knowledge transfer

Highly Desired Experience and Qualifications:

- a. Corporations and/or charities filing systems
- b. Government external and/or internal support systems
- c. IT project management

Resumes for each proposed consulting team member must be included with the RFP document. All proposed resources must be present for Consultant oral presentations.

1.4 FUNDING

Any contract awarded as a result of this procurement is contingent upon the availability of funding.

Consultants are to outline their proposed project budget based upon proposed project deliverables. OSOS shall pay up to but not to exceed 80% of the budgeted cost of each completed deliverable upon acceptance by OSOS. The remaining amount due shall be payable upon completion and acceptance of all work and the final deliverable.

1.5 PERIOD OF PERFORMANCE

The period of performance of any contract resulting from this RFP is tentatively scheduled to begin on or about **July 15, 2014** and to end on **November 30, 2014**.

Option to Extend: OSOS reserves the right to extend the contract resulting from this RFP for up to (6) months at the OSOS's sole discretion.

1.6 DEFINITIONS

Definitions for the purposes of this RFP include:

OSOS – The Office of the Secretary of State; the state of Washington agency that is issuing this RFP.

Consultant – Individual or company submitting a proposal in order to attain a contract with OSOS.

Contractor – Individual or company whose proposal has been accepted by OSOS and is awarded a fully executed, written contract.

Proposal – A formal offer submitted in response to this solicitation.

Request for Proposals (RFP) – Formal procurement document in which a service or need is identified but no specific method to achieve it has been chosen. The purpose of an RFP is to permit the Consultant community to suggest various approaches to meet the need at a given price.

RCW – Revised Code of Washington; permanent laws now in force in Washington State; aka: legislation.

WAC – Washington Administrative Code; the rules under which agencies operate; aka: policy.

1.7 ADA

OSOS complies with the Americans with Disabilities Act (ADA). Consultants may contact the RFP Coordinator to receive this Request for Proposals in Braille or on tape.

2. GENERAL INFORMATION FOR CONSULTANTS

2.1 RFP COORDINATOR

The RFP Coordinator is the sole point of contact in OSOS for this procurement. All communication between the Consultant and OSOS upon receipt of this RFP shall be with the RFP Coordinator, as follows:

Name	Stephanie Goebel
Phone Number	360.725.0301
E-Mail Address	stephanie.goebel@sos.wa.gov

Any other communication will be considered unofficial and non-binding on OSOS. Consultants are to rely on written statements issued by the RFP Coordinator. Communication directed to parties other than the RFP Coordinator may result in disqualification of the Consultant.

2.2 ESTIMATED SCHEDULE OF PROCUREMENT ACTIVITIES

Issue RFP 14-09	5/6/2014
Question and answer period	5/6/14 – 5/22/14
Preproposal conference	5/22/14
Post complete Q&As on WEBS and OSOS web site	5/27/14
Proposal due	6/9/14
Evaluate proposals	6/10/14 – 6/12/14
Conduct oral interviews with finalists	6/17/14 – 6/19/14
Announce Apparent Successful Bidder (ASB)	6/25/14
Hold debriefing conferences	See 4.5
Protest	See 4.6
Negotiate contract	6/26/14 – 7/14/14
Contract work	7/15/14 – 11/30/14

OSOS reserves the right to revise the above schedule. In event of a revision it shall be posted in both the Washington Electronic Business Solution (WEBS) and OSOS's web site <http://www.sos.wa.gov/office/procurements.aspx> on or after the issuing date of the RFP. OSOS will also post on both sites any written questions received and responses deemed to be relevant to the solicitation, and any and all addendum changes to the RFP.

For Consultants relying on the OSOS web site, it is the responsibility of the Consultant to check the web site for information related to this RFP. OSOS will not be responsible for bidder failure to be aware of clarifying information or addendum to the RFP.

2.3 PREPROPOSAL CONFERENCE

A preproposal conference call is scheduled to be held on May 22, 2014 at 8:30 a.m., Pacific Time. The conference call can be accessed via 877.278.8686, passcode 705301.

All prospective Proposers are encouraged to attend; however, attendance is not mandatory. Written questions may be submitted in advance to the RFP Coordinator. OSOS shall be bound only to written answers to questions. Any oral responses given at the preproposal conference shall be considered unofficial.

Within five business days of the preproposal conference, a copy of the questions and answers from the preproposal conference will be placed on the WEBS web site.

2.4 SUBMISSION OF PROPOSALS

Consultants are required to submit an electronic copy of their proposal. The proposal must be received by OSOS no later than 4 p.m., Pacific Time, on June 9, 2014. Attachments to the e-mail shall be in Microsoft Word or PDF format.

The proposal is to be sent to the RFP Coordinator at the e-mail address noted in Section 2.1.

Late proposals will not be accepted and will be automatically disqualified from further consideration. All proposals and any accompanying documentation become the property of OSOS.

The Consultant's Response must respond to all of the solicitation requirements. Do not respond by referencing material presented elsewhere. The e-mailed Response shall be considered complete and stand on its own merits. Failure to respond to any portions may result in rejection of the proposal as non-responsive.

Include Consultant's contact information for this RFP with name, title, email, and telephone number.

The Apparent Successful Contractor will be expected to enter into a contract which is substantially the same as the sample contract and its general terms and conditions attached as Exhibit A. In no event is a Consultant to submit its own standard contract terms and conditions in response to this solicitation. The Consultant may submit exceptions as allowed in the Certifications and Assurances form, Exhibit A to this solicitation. All exceptions to the contract terms and conditions must be submitted as an attachment to Exhibit A, Certifications and Assurances form. The OSOS will review requested exceptions and accept or reject the same at its sole discretion.

2.5 PROPRIETARY INFORMATION/PUBLIC DISCLOSURE

Materials submitted in response to this competitive procurement shall become the property of OSOS.

All proposals received shall remain confidential until the contract, if any, resulting from this RFP is signed by the Purchaser and the apparent successful Contractor; thereafter, the proposals shall be deemed public records as defined in RCW 42.17.250 to 42.17.340, "Public Records."

Any information in the proposal that the Consultant desires to claim as proprietary and exempt from disclosure under the provisions of RCW 42.17.250 to 42.17.340 must be clearly designated. The page must be identified and the particular exception from disclosure upon which the Consultant is making the claim. Each page claimed to be exempt from disclosure must be clearly identified by the word "Confidential" printed on the lower right hand corner of the page.

OSOS will consider a Consultant's request for exemption from disclosure; however, OSOS will make a decision predicated upon chapter 42.17 RCW and chapter 143-06 of the Washington Administrative Code. Marking the entire proposal exempt from disclosure will not be honored. The Consultant must be reasonable in designating information as confidential. If any information is marked as proprietary in the proposal, such information will not be made available until the affected proposer has been given an opportunity to seek a court injunction against the requested disclosure.

A charge will be made for copying and shipping, as outlined in RCW 42.17.300. No fee shall be charged for inspection of contract files, but twenty-four (24) hour notice to the RFP Coordinator is required. All requests for information should be directed to the RFP Coordinator.

2.6 REVISIONS TO THE RFP

In the event it becomes necessary to revise any part of this RFP, amendments will be published in the Washington Electronic Business Solution (WEBS) and on the OSOS web site, <http://www.sos.wa.gov/office/procurements.aspx>. For this purpose, the published questions and

answers from the preproposal conference and any other pertinent information shall be considered an addendum to the RFP and shall also be placed in both locations.

OSOS also reserves the right to cancel or to reissue the RFP in whole or in part, prior to execution of a contract.

2.7 MINORITY & WOMEN-OWNED BUSINESS PARTICIPATION

In accordance with the legislative findings and policies set forth in chapter 39.19 RCW, the state of Washington encourages participation in all of its contracts by firms certified by the Office of Minority and Women's Business Enterprises (OMWBE). Participation may be either on a direct basis in response to this solicitation or on a subcontractor basis. However, no preference will be included in the evaluation of proposals, no minimum level of MWBE participation shall be required as a condition for receiving an award, and proposals will not be rejected or considered non-responsive on that basis. Any affirmative action requirements set forth in federal regulations or statutes included or referenced in the contract documents will apply.

The established annual procurement participation goals for MBE is 8 percent and for WBE, 4 percent, for this type of project. These goals are voluntary. Bidders may contact OMWBE at 360/753-9693 to obtain information on certified firms.

2.8 ACCEPTANCE PERIOD

Proposals must provide 60 days for acceptance by OSOS from the due date for receipt of proposals.

2.9 RESPONSIVENESS

All proposals will be reviewed by the RFP Coordinator to determine compliance with administrative requirements and instructions specified in this RFP. The Consultant is specifically notified that failure to comply with any part of the RFP may result in rejection of the proposal as non-responsive.

OSOS also reserves the right, however, at its sole discretion to waive minor administrative irregularities.

2.10 MOST FAVORABLE TERMS

OSOS reserves the right to make an award without further discussion of the proposal submitted. Therefore, the proposal should be submitted initially on the most favorable terms which the Consultant can propose. There will be no best and final offer procedure. OSOS does reserve the right to contact a Consultant for clarification of its proposal.

The Consultant should be prepared to accept this RFP for incorporation into a contract resulting from this RFP. Contract negotiations may incorporate some or all of the Consultant's proposal. It is understood that the proposal will become a part of the official procurement file on this matter without obligation to OSOS.

2.11 CONTRACT AND GENERAL TERMS & CONDITIONS

The Apparent Successful Contractor will be expected to enter into a contract which is substantially the same as the sample contract. In no event is a Consultant to submit its own standard contract terms and conditions in response to this solicitation. The Consultant may submit exceptions as allowed in the Certifications and Assurances section, Exhibit A to this solicitation. OSOS will review requested exceptions and accept or reject the same at its sole discretion.

2.12 COSTS TO PROPOSE

OSOS will not be liable for any costs incurred by the Consultant in preparation of a proposal submitted in response to this RFP, in conduct of a presentation, or any other activities related to responding to this RFP

2.13 NO OBLIGATION TO CONTRACT

This RFP does not obligate the state of Washington or OSOS to contract for services specified herein.

2.14 REJECTION OF PROPOSALS

OSOS reserves the right at its sole discretion to reject any and all proposals received without penalty and not to issue a contract as a result of this RFP.

2.15 COMMITMENT OF FUNDS

The Assistant Secretary of State or his delegates are the only individuals who may legally commit OSOS to the expenditures of funds for a contract resulting from this RFP. No cost chargeable to the proposed contract may be incurred before receipt of a fully executed contract.

2.16 ELECTRONIC PAYMENT

The state of Washington prefers to utilize electronic payment in its transactions. The successful Contractor will be provided a form to complete with the contract to authorize such payment method.

2.17 INSURANCE COVERAGE

Should a contract be awarded pursuant to this RFP, the Contractor will be required to provide insurance coverage as described in Exhibit B, Sample Service Contract with General Terms and Conditions.

Worker's Compensation Coverage

The Contractor will at all times comply with all applicable workers' compensation, occupational disease, and occupational health and safety laws, statutes, and regulations to the full extent applicable. The State will not be held responsive in any way for claims filed by the Contractor or their employees for services performed under the terms of this contract.

3. PROPOSAL CONTENTS

Vendors responding to this Request for Proposal ("Responding Vendors") should provide:

1. Letter of Submittal (**Mandatory**). The Letter of Submittal and the attached Certifications and Assurances form (Exhibit A to this RFP) must be signed and dated by a person authorized to legally bind the Consultant to a contractual relationship, e.g., the President or Executive Director if a corporation, the managing partner if a partnership, or the proprietor if a sole proprietorship. Along with introductory remarks, the Letter of Submittal is to include by attachment the following information about the Consultant and any proposed subcontractors:
 - a. Name, address, principal place of business, telephone number, and fax number/e-mail address of legal entity or individual with whom contract would be written.
 - b. Name, address, and telephone number of each principal officer (President, Vice President, Treasurer, Chairperson of the Board of Directors, etc.).

- c. Legal status of the Consultant (sole proprietorship, partnership, corporation, etc.) and the year the entity was organized to do business as the entity now substantially exists.
 - d. Federal Employer Tax Identification number or Social Security number and the Washington Uniform Business Identification (UBI) number issued by the state of Washington Department of Revenue.
 - e. Location of the facility from which the Consultant would operate.
 - f. Identify any State employees or former State employees employed or on the firm's governing board as of the date of the proposal. Include their position and responsibilities within the Consultant's organization. If following a review of this information, it is determined by OSOS that a conflict of interest exists, the Consultant may be disqualified from further consideration for the award of a contract.
2. Technical Proposal (**Scored**) – approach and plan to complete the system design, including a project timeline with milestones and deliverables. Deliverables should be clearly described.
3. Management Proposal (**Scored**) – qualifications and experience of such Responding Vendor and staff, address items in section 1.3;
- a. Include the number of years various staff members have worked as employees for the Responding Vendor. If proposed staff members or other project team members have worked with the Responding Vendor as contractors, please specify this and the number of full-time equivalent years they have worked in such capacity with the Responding Vendor
 - b. Detail Responding Vendor's ability to fairly and impartially evaluate potential solutions that may be available from a variety of sources.
 - c. Related Information (**Mandatory**)
 - i. If the Consultant or any subcontractor contracted with the state of Washington during the past 24 months, indicate the name of agency, the contract number and project description and/or other information available to identify the contract.
 - ii. If the Consultant's staff or subcontractor's staff was an employee of the state of Washington during the past 24 months, or is currently a Washington state employee, identify the individual by name, agency previously or currently employed by, job title or position held and separation date.
 - iii. If the Consultant has had a contract terminated for default in the last five years, describe such incident. Termination for default is defined as notice to stop performance due to the Consultant's non-performance or poor performance and the issue of performance was either (a) not litigated due to inaction on the part of the Proposer, or (b) litigated and such litigation determined that the Proposer was in default.
 - iv. Submit full details of the terms for default including the other party's name, address, and phone number. Present the Consultant's position on the matter. OSOS will evaluate the facts and may, at its sole discretion, reject the proposal on the grounds of the past experience. If no such termination for default has been experienced by the Consultant in the past five years, so indicate.
 - d. OMWBE Certification (Optional)
 - i. Include proof of certification issued by the Washington State Office of Minority and Women-Owned Business if certified minority-owned firm and/or women-owned firm(s) will be participating on this project.

4. References

- a. Responding Vendors are requested to provide a minimum of 3 references. References from public entities, ideally state government agencies, for similar projects, are preferred.
- b. OSOS may request Vendor Performance Evaluations from DES

- 5. Cost Proposal (**Scored**): provide a project cost quote that includes a fixed price bid for the project. The project cost quote should be broken down by cost per deliverable as deliverables become billable items upon acceptance by OSOS. State the dollar amount you will charge to perform the work order. All costs must be included in the flat fee bid for all deliverables. The flat fee is the maximum amount that OSOS will pay the Vendor regardless of hours work or costs incurred.

Identify all costs including expenses to be charged for performing the services necessary to accomplish the objectives of the contract. The Consultant is to submit a fully detailed budget including staff costs and any expenses necessary to accomplish the tasks and to produce the deliverables under the contract.

The evaluation process is designed to award this procurement not necessarily to the Consultant of least cost, but rather to the Consultant whose proposal best meets the requirements of this RFP. However, Consultants are encouraged to submit proposals which are consistent with State government efforts to conserve state resources.

Consultants are required to collect and pay Washington state sales tax, if applicable.

Costs for subcontractors are to be broken out separately. Please note if any subcontractors are certified by the Office of Minority and Women’s Business Enterprises.

OSOS shall pay 80% of the budgeted cost of each completed deliverable upon acceptance by OSOS. The remaining amount due shall be payable upon completion and acceptance of all work and the final deliverable.

4. EVALUATION AND CONTRACT AWARD

4.1 EVALUATION PROCEDURE

Responsive proposals will be evaluated strictly in accordance with the requirements stated in this solicitation and any addenda issued. The evaluation of proposals shall be accomplished by an evaluation team, to be designated by OSOS, which will determine the ranking of the proposals.

OSOS, at its sole discretion, will elect to select the top-scoring firms as finalists for an oral presentation.

4.2 EVALUATION WEIGHTING AND SCORING

The following weighting and points will be assigned to the proposal for evaluation purposes:

Technical Proposal – 50%	50 points
Management Proposal – 40%	40 points
Cost Proposal – 00%	10 points
Total for Written Proposal	100 points

4.3 ORAL PRESENTATIONS

Written submittals and oral presentations/interviews will be utilized in selecting the winning proposal. OSOS, at its sole discretion, will elect to select the top scoring finalists from the written evaluation for an oral presentation and interview. OSOS will contact the top-scoring firm(s) to schedule a time on June 17, 2014, June 18, 2014 or June 19, 2014 for oral presentations. Commitments made by the Consultant at the oral presentation, if any, will be considered binding. The score from the oral presentation will be considered independently.

4.4 NOTIFICATION TO RESPONDING CONSULTANTS

Firms whose proposals have not been selected for further negotiation or award will be notified via e-mail.

4.5 DEBRIEFING OF UNSUCCESSFUL RESPONDING CONSULTANTS

Upon request, a debriefing conference will be scheduled with an unsuccessful Consultant. The request for a debriefing conference must be received by the RFP Coordinator within three (3) business days after the notification of unsuccessful Consultant is e-mailed to the Consultant. The debriefing will be held within three (3) business days of the request.

Discussion will be limited to a critique of the requesting Consultant's proposal. Comparisons between proposals or evaluations of the other proposals will not be allowed. Debriefing conferences may be conducted in person or on the telephone and will be scheduled for a maximum of one hour.

4.6 PROTEST PROCEDURE

This procedure is available to Consultants who submitted a response to this solicitation document and who have participated in a debriefing conference. Upon completing the debriefing conference, the Consultant is allowed five (5) business days to file a protest of the acquisition with the RFP Coordinator. Protests may be submitted by email attachment, but must be followed by the original document.

Consultants protesting this procurement shall follow the procedures described below. Protests that do not follow these procedures shall not be considered. This protest procedure constitutes the sole administrative remedy available to Consultants under this procurement.

All protests must be in writing and signed by the protesting party or an authorized Agent. The protest must state the grounds for the protest with specific facts and complete statements of the action(s) being protested. A description of the relief or corrective action being requested should also be included. All protests shall be addressed to the RFP Coordinator.

Only protests stipulating an issue of fact concerning the following subjects shall be considered:

- A matter of bias, discrimination or conflict of interest on the part of the evaluator.
- Errors in computing the score.
- Non-compliance with procedures described in the procurement document or OSOS policy.

Protests not based on procedural matters will not be considered. Protests will be rejected as without merit if they address issues such as: 1) an evaluator's professional judgment on the quality of a proposal, or 2) OSOS'S assessment of its own and/or other agencies needs or requirements.

Upon receipt of a protest, a protest review will be held by OSOS. The Secretary of State or an employee delegated by the Secretary of State who was not involved in the procurement will consider the record and all available facts and issue a decision within five business days of receipt of the protest. If additional time is required, the protesting party will be notified of the delay.

In the event a protest may affect the interest of another Consultant which submitted a proposal, such Consultant will be given an opportunity to submit its views and any relevant information on the protest to the RFP Coordinator.

The final determination of the protest shall:

- Find the protest lacking in merit and uphold OSOS's action; or
- Find only technical or harmless errors in OSOS's acquisition process and determine OSOS to be in substantial compliance and reject the protest; or
- Find merit in the protest and provide OSOS options which may include:
 - Correct the errors and re-evaluate all proposals, and/or
 - Reissue the solicitation document and begin a new process, or
 - Make other findings and determine other courses of action as appropriate.

If OSOS determines that the protest is without merit, OSOS will enter into a contract with the Apparently Successful Vendor. If the protest is determined to have merit, one of the alternatives noted in the preceding paragraph will be taken.

5. RFP EXHIBITS

Exhibit A Certifications and Assurances

Exhibit B Sample Service Contract including General Terms and Conditions (GT&Cs)

Exhibit C *Preliminary* Business Rules – project artifact to be finalized by June 30, 2014

Exhibit D *Preliminary* Use Cases - project artifact to be finalized by June 30, 2014

