23-73841 BUSINESS PROPOSAL
ATTACHMENT E

Instructions: Please provide answers in the shaded areas to all questions. Reference all attachments in the shaded area.

Business Proposal

> **2.3.1 General (optional)** - Please introduce or summarize any information the Respondent deems relevant or important to the State's successful acquisition of the products and/or services requested in this RFP.

Brightwheel, the #1 rated and fastest growing SaaS company in early education, is pleased to submit our Child Care Management System proposal to support the Indiana Office of Early Childhood and Out of School Learning. Our team has read, understands and agrees with the terms and conditions of this proposal, including all addenda and attachments. The brightwheel team has reviewed the scope of work and understands the nature of the services and products. We believe we are the best suited to deliver what has been requested.

Brightwheel launched in June 2015 as the first all-in-one solution for early education custom-built on modern technology and cloud infrastructure. Our founder, Dave Vasen, has focused his career on education, bringing high tech online learning to the developing world through his work at Cisco, leading strategic projects for Teach for America, and launching K-12 Education for Amazon Kindle. Today, brightwheel is serving providers of all sizes and pedagogies across 50 states. At the core of our work is our deep commitment to the educators and families that we serve.

Brightwheel's technology differentiates itself from the competitors in this space. Brightwheel has developed a native mobile application for iOS, Android, and web. Brightwheel was built on Amazon Web Services for a cloud-based environment. Each application is built from the ground up on fully owned and internally developed source code that is native to each platform (Swift for iOS, and Kotlin for Android). Unlike others in the industry, we do not develop on web (HTML) technology that is then put into a wrapper in order to render a mobile application. Our applications are native making them measurably more responsive and secure.

In addition, brightwheel is more intuitive and easier to use because we align with the design standards of each platform (rather than rely on a common web-based design); the iOS and Android apps each use the information architecture and design behavior as recommended by Apple and Google. In addition to the mobile applications, we have a robust web application, similarly built from the ground up using the latest web technologies (via ReactJS). All platforms sync in real-time.

Brightwheel is the only child care management system on the market with two-factor authentication. This makes it the most secure option for families and providers.

Today, Brightwheel is already being used by hundreds of early child care programs in the State of Indiana supporting thousands of educators, children and families. We look forward to the opportunity to expand these efforts.

2.3.2 **Respondent's Company Structure** - Please include in this section the legal form of the Respondent's business organization, the state in which formed (accompanied by a certificate of authority), the types of business ventures in which the organization is involved, and a chart of the organization. If the organization includes more than one (1) product division, the division responsible for the development and marketing of the requested products and/or services in the United States must be described in more detail than other components of the organization. Please enter your response below and indicate if any attachments are included.

DSSV, Inc. (dba) brightwheel is a Delaware corporation. The Certificate of Authority is included on the flash drive. Brightwheel's core business venture is the development and implementation of child care management software for child care providers. Each division of our company contributes to this overall goal. Please see the organizational chart below.

Company Organizational Chart - DSSV, INC. dba, brightwheel

Dave Vasen, Chief Executive Officer - all divisions report into our CEO & Founder
1. Finance
    a. Strategic Finance
    b. Business Operations and Analytics
    c. Accounting
2. Customer Success
    a. Customer Engagement
    b. Customer Success Operations
    c. Customer Support
    d. Customer Onboarding
    e. Subscriptions
3. Engineering
    a. Front End
    b. Back End
    c. Mobile - Android & iOS
    d. Platform Engineering - Data & Analytics
    e. System Operations

f.   Financial Technology
    4. Operations
        a.   Business Development & Partnerships
        b.   Government
        c.   Marketing
        d.   Marketing Operations
        e.   Data Operations
    5. Education
        a.   Production
        b.   Art and Design
        c.   Music & Composition
    6. Human Resources & People
        a.   Talent Acquisition
        b.   People Operations and Systems
        c.   Diversity, Equity and Inclusion
        d.   Recruiting
    7. Product
        a.   Product Management
        b.   Product Design
    8. Sales
        a.   Sales Operations
        b.   Sales Management
    9. Enablement
        a.   Training
        b.   Quality Control

2.3.3   Respondent's Diversity, Equity and Inclusion Information - With the Cabinet appointment of a Chief Equity, Inclusion and Opportunity Officer, on February 1, 2021, the State of Indiana sought to highlight the importance of this issue to the state. Please share leadership plans or efforts to measure and prioritize diversity, equity, and inclusion. Also, what is the demographic compositions of Respondents' Executive Staff and Board Members, if applicable.

Our executive team is committed to working to build an inclusive, equitable culture to better serve our employees and our customers. The executive team authored a public diversity statement, which is displayed on our website: "We believe that everyone — from our employees to the students, teachers, and administrators we serve — should be given the opportunity to learn and thrive, whatever their background may be. We celebrate diversity in all forms because it allows our team and the communities we serve to reach their full potential and do their best work."

The diversity statement informs our operational processes related to job interviews, employee programs, and performance management:

- We conduct skills-based interviews, where we heavily focus on competencies for the role rather than asking general behavioral questions which are prone to bias and preferential hiring. We have also implemented applicant tracking systems which allow us to analyze the diversity of candidates in our hiring pipelines.
- We ask all employees to complete an optional identity survey when they join brightwheel so we can track our representation data over time.
- We require all new employees who join brightwheel to take our DEI 101 course, which is a primer on DEI definitions and our cultural expectations at brightwheel.

Upon joining brightwheel, employees are able to join affinity groups to connect with folks who share similar identities. These communities create safe spaces for employees to create friendships and discuss their challenges in the workplace. Currently, we have these affinity groups established for underrepresented employees:
- Black@brightwheel
- Queer@brightwheel
- Tribe@brightwheel (for employees who identify as Jewish)
- Nuerodivergent@brightwheel
- Women@brightwheel

We also honor heritage month celebrations like Black History Month and Women's History Month by hosting employee programs, often inviting external speakers and experts. These events offer opportunities for our employees to deepen their understanding of the experiences of underrepresented employees.

We have also led a variety of inclusive leadership training for our Sales and Customer Success teams, where we have a high degree of diversity in these positions. As a part of our annual engagement survey, we survey on inclusion and equity metrics and analyze the experience of our underrepresented employees.

For our executive searches, we often partner with external firms and prioritize interviewing candidates from underrepresented backgrounds. Our demographic snapshot of our 2023 executive team:
- 50% identify as female
- 40% identify as Asian
- 87% parents - we value this identity because it's a core audience that we serve as a business.

2.3.4 Company Financial Information - This section must include documents to demonstrate the Respondent's financial stability. Examples of acceptable documents include most recent Dunn & Bradstreet Business Report (preferred) or audited financial statements for the two (2) most recently completed fiscal years. If neither of these can be provided, explain why, and include an income statement and balance sheet, for each of the two most recently completed fiscal years.

If the documents being provided by the Respondent are those of a parent or holding company, additional information should be provided for the entity/organization directly responding to this RFP. That additional information **should explain the business relationship between the entities and demonstrate the financial stability of the entity/organization which is directly responding to this RFP.**

The most recent Dunn & Bradstreet Business report was requested and received on March 2nd, 2023. It is submitted as an attachment. Brightwheel is a private, high growth, venture backed company. Brightwheel is willing to provide any additional financial information that may be needed to supplement the Dunn & Bradstreet report.

2.3.5 Integrity of Company Structure and Financial Reporting - This section must include a statement indicating that the CEO and/or CFO, of the responding entity/organization, has taken personal responsibility for the thoroughness and correctness of any/all financial information supplied with this proposal. The areas of interest to the State in considering corporate responsibility include the following items: separation of audit functions from corporate boards and board members, if any, the manner in which the organization assures board integrity, and the separation of audit functions and consulting services. The State will consider the information offered in this section to determine the responsibility of the Respondent under IC 5-22-16-1(d).

I, Josh Gartland, the CFO of DSSV, Inc. dba, brightwheel, in my capacity as such officer, am taking personal responsibility for the thoroughness and correctness of all financial information supplied with this proposal.

2.3.6 Contract Terms/Clauses - Please provide the requested information in RFP Section 2.3.6.

Brightwheel accepts the mandatory contract clauses. We do not have any adjustments to the non-mandatory contract clauses and align with the state's strong desire to not deviate from the contract provided.

2.3.1 References - Reference information is captured on **Attachment H** Respondent should complete the reference information portion of the **Attachment H** which includes the name, address, and telephone number of the client facility and the name, title, and phone/fax numbers of a person who may be contacted for further information if the State elects to do so. The rest of **Attachment H** should be completed by the reference and **emailed DIRECTLY** to the State. The State should receive three (3) **Attachment Hs** from clients for whom the Respondent has provided products and/or services that are the same or similar to those products and/or services requested in this RFP. **Attachment H** should be submitted to idoareferences@idoa.in.gov. **Attachment H** should be submitted no more than ten (10) business days after the proposal submission due date listed in Section 1.24 of the RFP. Please provide the customer information for each reference.

Customer 1	
Legal Name of Company or Governmental Entity	Early Childhood Iowa, Iowa Department of Management
Company Mailing Address	Iowa Department of Management State Capitol Building, Room 13 1007 East Grand Avenue
Company City, State, Zip	Des Moines, IA 50319
Company Website Address	https://earlychildhood.iowa.gov/
Contact Person	Amanda Winslow
Contact Title	Early Childhood Iowa Systems Facilitator
Company Telephone Number	(515) 242-5895
Company Fax Number	n/a
Contact E-mail	amanda.winslow@iowa.gov
Industry of Company	Child Care
Customer 2	
Legal Name of Company or Governmental Entity	Oklahoma Partnership for School Readiness

Company Mailing Address	2915 N. Classen, Suite 400
Company City, State, Zip	Oklahoma City, OK 73106
Company Website Address	www.okschoolreadiness.org
Contact Person	Collette Sawyer
Contact Title	Business Consultant Manager
Company Telephone Number	405-942-5001
Company Fax Number	n/a
Contact E-mail	csawyer@okschoolreadiness.org
Industry of Company	Child Care
Customer 3	
Legal Name of Company or Governmental Entity	United Way for Greater Austin
Company Mailing Address	5930 Middle Fiskville Road
Company City, State, Zip	Austin, TX 78752
Company Website Address	https://www.unitedwayaustin.org/
Contact Person	Nicole Jarrette-Peat
Contact Title	Program Manager
Company Telephone Number	512-472-6267
Company Fax Number	
Contact E-mail	Nicole.Jarrette-Peat@uwatx.org
Industry of Company	Non - profit organization management

2.3.8   Registration to do Business – Per RFP 2.3.8, Respondents providing the products and/or services required by this RFP must be registered to do business by the Indiana Secretary of State. The Secretary of State contact information may be found in Section 1.18 of the RFP. This process must be concluded prior to contract negotiations with the State. It is the successful Respondent's responsibility to complete the required registration with the Secretary of State. Please indicate the status of registration, if applicable. Please clearly state if you are registered and if not provide an explanation.

DSSV, Inc dba, brightwheel is registered to do business in the State of Indiana. Our registration number is: 0000061170.

2.3.9   Authorizing Document - Respondent personnel signing the Executive Summary of the proposal must be legally authorized by the organization to commit the organization contractually. This section shall contain proof of such authority. A copy of corporate bylaws or a corporate resolution adopted by the board of directors indicating this authority will fulfill this requirement.   Please enter your response below and indicate if any attachments are included.

 Dave Vasen, the CEO and founder of brightwheel, will be signing the executive summary. We are attaching a document that discusses the delegation of authority for signature at brightwheel.

2.3.10 Subcontractors - The Respondent is responsible for the performance of any obligations that may result from this RFP and shall not be relieved by the non-performance of any subcontractor. Any Respondent's proposal must identify all subcontractors and describe the contractual relationship between the Respondent and each subcontractor. Per instructions in **Attachment A**, either a copy of the executed subcontract or a letter of agreement over the official signature of the firms involved must accompany each proposal.

Any subcontracts entered by the Respondent must be in compliance with all State statutes and will be subject to the provisions thereof. For each portion of the proposed products and services to be provided by a subcontractor, the technical proposal must include the identification of the functions to be provided by the subcontractor and the subcontractor's related qualifications and experience.

The combined qualifications and experience of the Respondent and any or all subcontractors will be considered in the State's evaluation. The Respondent must furnish information to the State as to the amount of the subcontract, the qualifications of the

subcontractor for guaranteeing performance, and any other data that may be required by the State. All subcontracts held by the Respondent must be made available upon request for inspection and examination by appropriate State officials, and such relationships must meet with the approval of the State.

The Respondent must list any subcontractor's name, address, and the state in which formed that are proposed to be used in providing the required products and/or services. The subcontractor's responsibilities under the proposal, anticipated dollar amount for subcontract, subcontractor's form of organization, and an indication from the subcontractor of a willingness to carry out these responsibilities are to be included for each subcontractor. This assurance in no way relieves the Respondent of any responsibilities in responding to this RFP or in completing the commitments documented in the proposal. The Respondent must indicate which, if any, subcontractors qualify as a Minority Business Enterprise, Women's Business Enterprise, or Veteran Owned Business under IC 4-13-16.5-1 and IC 5-22-14-3.5. See Sections 1.21, 1.22 and **Attachments A/A1** for Minority, Women, and Veteran Business information.

IVOSB entities (whether a prime or subcontractor) must have a Bidder ID. If registered with IDOA, this should have already been provided (as with MWBEs). IVOSBs that are only registered with the Federal Center for Veterans Business Enterprise will need to **ensure that they also have a Bidder ID provided by IDOA (please see section 2.3.8 for details).**

Brightwheel does not have any subcontractors.

2.3.11 Reserved

2.3.12 General Information - Each Respondent must enter your company's general information including contact information.

Business Information	
Legal Name of Company	DSSV Inc., dba brightwheel
Contact Name	Katy Close
Contact Title	Government Partnerships Lead
Contact E-mail Address	katy.close@mybrightwheel.com

Company Mailing Address	48 Market St. PMB 95237
Company City, State, Zip	San Francisco CA 94104
Company Telephone Number	(203) 644-4293
Company Fax Number	N/A
Company Website Address	mybrightwheel.com
Federal Tax Identification Number (FTIN)	47-1309765
Number of Employees (company)	410
Years of Experience	9 (Est 2014)
Number of U.S. Offices	1
Year Indiana Office Established (if applicable)	N/A
Parent Company (if applicable)	N/A
Revenues ($MM, previous year)	███████████
Revenues ($MM, 2 years prior)	███████████
% Of Revenue from Indiana customers	██████

a. Does your Company have a formal disaster recovery plan? Please provide a yes/no response. If no, please provide an explanation of any alternative solution your company has to offer. If yes, please note and include as an attachment.

No. In brightwheel the persistent data is captured in two forms - a S3 Bucket and a RDS Database on Amazon Web Services. Both the S3 Bucket and RDS database are inherently highly available and distributed across multiple data centers. Each of these databases are also configured with regular backups and replication. Therefore, it can be rapidly provisioned on a new compute cluster whose configuration is captured in code.

b. What is your company's technology and process for securing any State information that is maintained within your company?

Data stored on brightwheel application servers and databases is encrypted at rest. All data in transit is encrypted using 256-bit TLS encryption.

The payment processor we partner with ([Stripe](#)) is certified as PCI Level 1, the most stringent level of certification available. Brightwheel employees do not have access to any customer banking records.

All brightwheel application servers and databases are hosted within Amazon Web Services (AWS) data centers. Amazon continually manages risk and undergoes recurring assessments to ensure compliance with industry standards. AWS data center operations are accredited under:

ISO 27001
SOC1 and SOC2 SSAE 16/ISAE 3402 (Previously SAS 70 Type II)
PCI Level 1
FISMA Moderate
Sarbanes-Oxley (SOX)

Data center staff monitor electrical, mechanical and life support systems and equipment so issues are immediately identified. Preventative maintenance is performed to maintain the continued operability of equipment. Brightwheel software is under continuous review and also undergoes periodic third-party security audits to ensure the safety of our application and infrastructure. Security penetration testing is part of our internal code review process and we employ third-party pen-testing first to ensure our security. All traffic to and from our application is encrypted using 256-bit TLS encryption, and 256-bit AES encryption is used to encrypt our data at rest.

2.3.13 Experience Serving State Governments - Please provide a brief description of your company's experience in serving state governments and/or quasi-governmental accounts.

Brightwheel has over 40 active customers with which we provide a similar scope of work to this request for proposal. These customers include non-profits, shared service alliances, child care resource and referral agencies and state organizations.

Three of our largest examples include:
- **State of Iowa:** In partnership with the Iowa Department of Management, brightwheel is eligible to provide Child Care Management Software to 1000 child care programs across the state. These represent both in home and center based programs. We also developed a custom API integration into KinderTrack (their state subsidy system) and an operational data store.

- **State of Louisiana:** In partnership with the Department of Education, brightwheel is providing access to our child care management system to programs throughout the state. We also built an integration that is compatible with their state subsidy system, KinderSystems.
- **Oklahoma CCR&R:** As a part of our existing partnership in Oklahoma, we are providing access to our full suite of technology and services to over 500 child care providers across the state. We are supporting government agencies in identifying and recruiting providers to adopt our technology. We also deliver coaching and implementation services to local organizations like Child Care Resources & Referral agencies. As we continue to watch the usage grow across the state, we are working together to develop streamlined data for reporting on provider adoption rates, product usage and attendance rates. This project is funded by the Oklahoma Department of Health and Human services.

2.3.14 Experience Serving Similar Clients - Please describe your company's experience in serving customers of a similar size to the State with similar scope. Please provide specific clients and detailed examples.

Brightwheel has extensive experience serving customers of a similar size and scope of this project.

Brightwheel serves approximately ~30,000 child care programs supporting over 3 million+ children and families across all 50 states. This consists of ~12,000 home based and ~18,000 center based programs. This number represents all types, sizes, demographics and pedagogies including Head Starts, School Districts, YMCAs, large enterprise groups, Boys and Girls Clubs, independent centers, home based programs and more.

In Indiana alone, approximately ~700 early childhood programs supporting over +77,000 families are actively using brightwheel today. The program types include home based, center based, Head Start, school districts, after school programs, ministry providers, Catholic Schools and YMCA's. The enhanced usability of the brightwheel platform allows it to seamlessly support a wide range of customer needs including license exempt providers. Brightwheel has a free platform that is utilized by many licensed exempt providers across the country.

Brightwheel also has existing partnerships with three shared services alliances in Indiana: Geminus Regional Care Group, Community Foundation of Wabash County and enFocus (Marshall County).

Lastly, brightwheel has over 40 customers where we provide a similar scope of work to this request for proposal. These customers include non-profits, shared services alliances, child care resource and referral agencies and state organizations.

Three of our largest examples include:
- **State of Iowa:** In partnership with the Iowa Department of Management, brightwheel is eligible to provide Child Care Management Software to 1000 child care programs across the state. These represent both in home and center based programs. We also built a custom API integration into KinderTrack (their state subsidy system) and an operational data store.
- **State of Louisiana:** In partnership with the Department of Education, brightwheel is providing access to our child care management system to programs throughout the state. We also build an integration that is compatible with their state subsidy system, KinderSystems.
- **Oklahoma CCR&R:** As a part of our existing partnership in Oklahoma, we are providing access to our full suite of technology and services to over 500 child care providers across the state. We are supporting government agencies in identifying and recruiting providers to adopt our technology. We also deliver coaching and implementation services to local organizations like Child Care Resources & Referral agencies. As we continue to watch the usage grow across the state, we are working together to develop streamlined data for reporting on provider adoption rates, product usage and attendance rates. This project is funded by the Oklahoma Department of Health and Human services.

2.3.15 Indiana Preferences - Pursuant to IC 5-22-15-7, Respondent may claim only one (1) preference. For the purposes of this RFP, this limitation to claiming one (1) preference applies to Respondent's ability to claim eligibility for Buy Indiana points. **Respondent must clearly indicate which preference(s) they intend to claim. Additionally, the Respondent's Buy Indiana status must be finalized when the RFP response is submitted to the State.**

Approval will be system generated and sent to the point of contact email address provided within the Bidder Registration profile. This is to be attached as a screenshot (copied/pasted) for response evaluation.

Buy Indiana
Refer to Section 2.6.2 for additional information.

N/A

2.3.16 Payment – Removed at request of agency.

> N/A

2.3.17 Extending Pricing to Other Governmental Bodies – Remove at request of agency.

> N/A

2.3.18 Additional Terms and Conditions

1. Additional Terms and Conditions related to Cloud-based systems the State expects to execute with the successful Respondent(s) are provided in Attachment B1, B2, and B3. Depending on your proposed System, you could be required to agree to one or more of the following sets of Additional Terms and Conditions:

    i. Attachment B1 – IOT Additional Terms and Conditions - Infrastructure as a Service Engagements (IaaS)

    ii. Attachment B2 – IOT Additional Terms and Conditions - Platform as a Service Engagements (PaaS)

    iii. Attachment B3 – IOT Additional Terms and Conditions - Software as a Service Engagements (SaaS)

    Please indicate in your response below which of these sets of Additional Terms and Conditions you believe applies to your proposed System. Review these Additional Terms and Conditions and indicate acceptance and / or any redlined edits, via Track Changes. It is the State's strong desire to not deviate from the Additional Terms and Conditions that are provided in these attachments and as such the State reserves the right to reject all requested changes. Any or all portions of this RFP and any or all portions of your response may be incorporated as part of the final contract.

2. In addition to your response below, Respondents are also required to review and respond to the questions included in Attachment N, Cloud Questionnaire if a Cloud-based system is proposed.

> Brightwheel is a software as a service and therefore is most similar to Attachment B3.