**RFP 23-72023 BUSINESS PROPOSAL**

**ATTACHMENT E**

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

***Business Proposal***

* + 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.

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| First Data Government Solutions, LP (FDGS) is pleased to submit our business proposal for the Indiana Family and Social Services Administration (FSSA), Office of Medicaid Policy and Planning (OMPP) Operational Verification and Validation (OV&V) Project. We have had a successful relationship with FSSA and OMPP for more than 12 years. We are proud of the current trusted partnership we have with OMPP. Our OV&V experience in Indiana and more specifically with OMPP, as well as the locally based team we propose for the OV&V Project, makes FDGS the best choice as the OV&V Project continues. |

* + 1. **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.

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| Fiserv, Inc. is incorporated in the state of Wisconsin. Fiserv helps federal, state, and local agencies deliver the same high levels of service as the private industry, while ensuring security and controlling costs. For more than 30 years, we have helped governments plan, procure, and manage IT projects that support health care, human services, tax, transportation, labor, education, criminal justice, and public safety.  Whether it is making payment such as benefits and payroll or receiving payment for taxes, licenses and other government services, Fiserv handles all your payment processing needs with safe, secure, and reliable solutions.  First Data Government Solutions, LP (FDGS) is a wholly owned limited partnership of Fiserv, Inc. First Data Government Solutions, LP was formed in the State of Delaware.  A copy of the certificate of authority is included in *Section 1.2 of Attachment 2 – 72023 FDGS Business Proposal as Figure 1* and a copy of *Amendment to Certificate of Limited Partnership as Figure 2.*  When First Data Corp. and Fiserv Inc., merged in July 2019. First Data Government Solutions, LP was included in that merger.  As First Data Government Solutions, LP (hereafter “FDGS”) is now part of Fiserv, Inc., the organization chart in *Attachment 2 – 72023 FDGS Business Proposal Section 1.2 (Figure 3)* shows the structure of this relationship and its reporting hierarchy. |

* + 1. **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.

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| An inclusive culture drives innovation and helps us meet client needs. Diversity provides wonderful chemistry where we all grow together, empowering our associates to be at their best every day.  At Fiserv, we stand for diversity and inclusion. We choose to be led by our Values and to create a diverse, respectful, and inclusive workplace. We denounce, and will not tolerate, any form of discrimination or racism. We are a globally connected team of more than 40,000 people that celebrates originality and values diversity of backgrounds, cultures, and ethnicities. We are unified by our shared experiences and know that our differences make us stronger. We know that our culture of respect and sense of optimism for a brighter future ahead will have a positive impact on others. Our Office of Corporate Citizenship ensures that Fiserv operates in a way that enhances the associate experience and the communities in which we live and work. Our Employee Resource Groups (ERGs) provide a forum for associates to connect and support each other and our communities, while elevating their professional development. Today, our Employee Resource Groups (ERGs) include 6,700 members across 33 offices in 10 different countries. ERGs carry one of eight different types of focus with the goal of improving access to employment, experience, and entrepreneurship.  Fiserv, 11 board members lead the parent organization. They include three female members, one Latino member, and one Black/African American member. *Figure 4 in Section 1.3 of Attachment 2 - 72023 FDGS Business Proposal*, from our 2020 Equal Employment Opportunity Report, illustrates the demographic composition of the Fiserv Executive staff. |

* + 1. **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.**

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| We have attached with our submission, *Appendix 1 - 2021 Fiserv Annual Report Form 10-K and Appendix 2 - 2020 Fiserv Annual Report Form 10-K* audited filings. Subsidiaries of Fiserv, Inc. (including First Data Government Solutions, LP) are listed in the 2021 report under Exhibit 21.1 (see page 118). |

* + 1. **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).

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| Our financial statements in *Appendix 1 - 2021 Fiserv Annual Report Form 10-K*. Fiserv Chief Executive Officer, Frank Bisignano, has provided his certification of these financial statements as part of Exhibit 31.1 listed in the 2021 report. The Chief Financial Officer, Robert W. Hau, has also provided his certification of the financial statements as part of Exhibit 31.2 listed in the 2021.  Fiserv utilizes the accounting and auditing services of Deloitte & Touche. Deloitte & Touche operates as an independent organization, providing auditing duties that are separate from our corporate boards and board members. The use of Deloitte & Touche confirms and supports the integrity of our board and its members. |

* + 1. **Contract Terms/Clauses** - Please provide the requested information in RFP Section 2.3.6.

| **Contract Term**  **Identifier and Header** | **Suggested Language Change** | **Rationale for suggested change** |
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| H. Access to Records. Contractor shall make available to HHS and/or the State, Contractor's internal practices, books, and records relating to the use and disclosure of PHI and PII provided to Contractor by the State or created, received, maintained, or transmitted by Contractor on the State's behalf. Contractor shall promptly inform the State by giving notice to the FSSA Privacy & Security Office of any request by HHS (or its designee) for such internal practices, books, and/or records and shall provide the State with copies of any materials or other information made available to HHS. | “HHS or the State shall be entitled to perform or to have its authorized agent perform audits at Contractor’s or its subcontractor’s place of business to verify Contractor’s or any of its subcontractor’s compliance with this Contract. On-site audits shall: a) take place no more than once per calendar year , b) require 60 days' prior notice or a date agreeable to both parties, c) take place during normal business hours, d) allow documents pertaining to audit and BCP and DRP to be reviewed on site, however no cameras or note taking equipment is allowed, e)prohibit scans of systems f) allow the auditors to conduct Inquiry and limited observation based testing; however, effectiveness testing is not allowed. Contractor may, in its sole discretion, withhold any confidential or proprietary information where disclosure may directly impact client confidentiality or contractual agreements, or where disclosure would jeopardize the safety and security of Contractor’s applications or systems. Confidential or proprietary Information that may be withheld from the HHS, State or its auditors includes: a) datasets, tables or other client information not relevant to the scope of the audit b)system configuration settings c)access listings d)log files, e)penetration, vulnerability or other security test results, f)source code and other intellectual property, g)contract or legal documentation between other First Data clients or third-parties vendors, h)internal or external audit reports other than the SSAE18 SOC1, SOC2 or SOC3 Report(s).” | If awarded the Project by the HHS, the Contractor request that the audit language in the definitive agreement be supplemented with the language below that governs the scope and frequency of the HHS’s and State’s audit rights onsite at Contractor’s or any of its subcontractor’s location(s). |
| 24. Indemnification. The Contractor agrees to indemnify, defend, and hold harmless the State, its agents, officials, and employees from all third party claims and suits including court costs, attorney’s fees, and other expenses caused by any act or omission of the Contractor and/or its subcontractors, if any, in the performance of this Contract. The State will not provide indemnification to the Contractor. | “**A. Limitation of Liability**. Except for Contractor’s Indemnity Obligations to the HHS and the State in this Section 24., Contractor’s cumulative liability to the HHS and the State for any losses or damages, arising or resulting from any cause whatsoever, will be limited to the amount of the fees paid to Contractor for services performed under the Contract.  **B. Incidental and Consequential Damages Waiver.** Contractor will not be liable to the HHS, State or third party in connection with the Services provided by Contractor and its subcontractors under this Agreement under any theory for special, indirect, incidental, consequential (including lost profits), exemplary or punitive damages; regardless of whether such damages were foreseeable, or Contractor was advised of the possibility of such damages.” | Contractor, as part of its proposal submission, request that the HHS considers incorporating the following “Limitation of Liability”; and “Incidental and Consequential Damages Waiver” clauses into the definitive agreement, should the HHS award the Project to Contractor. |

* + 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 two (2) **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](mailto: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.

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| **Customer 1** |  |
| Legal Name of Company or Governmental Entity | Connecticut Department of Social Services (CT DSS) |
| Company Mailing Address | 55 Farmington Ave |
| Company City, State, Zip | Hartford, CT 06105 |
| Company Website Address | <https://portal.ct.gov/dss> |
| Contact Person | Sharon Condel |
| Contact Title | Director, Business Systems |
| Company Telephone Number | 860-424-5675 |
| Company Fax Number | N/A |
| Contact E-mail | [Sharon.Condel@ct.gov](mailto:Sharon.Condel@ct.gov) |
| Industry of Company | Government – Health and Human Services |
| **Customer 2** |  |
| Legal Name of Company or Governmental Entity | CalSAWS |
| Company Mailing Address | 11290 Pyrites Way #150 |
| Company City, State, Zip | Gold River, CA 95670 |
| Company Website Address | [www.calsaws.org](http://www.calsaws.org) |
| Contact Person | Holly Murphy |
| Contact Title | PMO Director |
| Company Telephone Number | 916-846-7428 |
| Company Fax Number | N/A |
| Contact E-mail | [MurphyH@calsaws.org](mailto:MurphyH@calsaws.org) |
| Industry of Company | Statewide Automated Welfare System |

* + 1. **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.

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| First Data Government Solutions, LP is registered to do business with the Indiana Secretary of State. First Data Government Solutions, LP is registered with the Indiana Department of Administration. |

* + 1. **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.

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| Shane McCullough, Authorized Signer has signed the proposal Executive Summary. He is legally authorized by First Data Government Solutions, LP to commit our organization contractually. Proof of this authority can be found in *Section 1.9 of Attachment 2 – 72023 FDGS Business Proposal, Figure 5*. |

* + 1. **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 J**, 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](file:///C:/Working%20Documents/Sourcing%20Documents/RFP_Bid%20Template%20Review/IDOA%20RFP%20Boilerplate%20E-BID%20v06-15-2020_rac%20review%2006292021.docx#_1.21_MINORITY_&), [1.22](file:///C:/Working%20Documents/Sourcing%20Documents/RFP_Bid%20Template%20Review/IDOA%20RFP%20Boilerplate%20E-BID%20v06-15-2020_rac%20review%2006292021.docx#_1.22_INDIANA_VETERAN) 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 2.3.7](file:///C:/Working%20Documents/Sourcing%20Documents/RFP_Bid%20Template%20Review/IDOA%20RFP%20Boilerplate%20E-BID%20v06-15-2020_rac%20review%2006292021.docx#_2.3.7_Registration_to) for details).

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| FDGS utilizes third party service providers to support and facility our business and operational activities and to achieve strategic goals, such as compliance with Indiana’s diversity guidelines. Fiserv employs a Third-Party Risk Management (TPRM) Program that sets forth guiding principles, standards, and associated governance structures for effectively identifying, assessing, monitoring and mitigating risks associated with the use of third-party service providers.  Due to the experienced and qualified staff provided by our current MBE, WBE and IVOSB partners, FDGS will continue to utilize our current partners. Our partners include:  • eSense Incorporated – MBE  14799 Daventry Drive  Fishers, IN 46037  • Hypesmith, Inc. – WBE  6410 Johnson Rd  Indianapolis, IN 46220  • M.R.C. Inc. – IVOSB  160 Lane 150A Big Otter Lake  Fremont, IN 46737 |

* + 1. **Evidence of Financial Responsibility** – Removed at request of agency.
    2. **General Information** - Each Respondent must enter your company’s general information including contact information.

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| **Business Information** |  |
| Legal Name of Company | First Data Government Solutions, LP |
| Contact Name | JoAnne Jackson |
| Contact Title | Sr. Sales Executive |
| Contact E-mail Address | joanne.jackson@fiserv.com |
| Company Mailing Address | 255 Fiserv Drive |
| Company City, State, Zip | Brookfield, WI 53045 |
| Company Telephone Number | (203) 613-5048 |
| Company Fax Number | N/A |
| Company Website Address | www.fiserv.com |
| Federal Tax Identification Number (FTIN) | 58-2582959 |
| Number of Employees (company) | 40,000+ |
| Years of Experience | 30+ |
| Number of U.S. Offices | 0 |
| Year Indiana Office Established (if applicable) | N/A |
| Parent Company (if applicable) | Fiserv, Inc. |
| Revenues ($MM, previous year) | $16.2B |
| Revenues ($MM, 2 years prior) | $14.9B |
| % Of Revenue from Indiana customers | 3.1% (As applicable to FDGS, LP) |

* 1. 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.

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| Yes. However, FDGS currently utilizes state equipment and systems for work performed for the State of Indiana, and therefore, follows the state disaster recovery plan. |

* 1. What is your company’s technology and process for securing any State information that is maintained within your company?

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| All documents and data developed and utilized for this project are saved to the State Microsoft Office 365 tools such as OneDrive or SharePoint. FDGS does not maintain any state data within our company systems. |

* + 1. **Experience Serving State Governments -** Please provide a brief description of your company’s experience in serving state governments and/or quasi-governmental accounts.

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| The FDGS government consulting practice is structured to support the delivery of our projects and to enhance our practices and methodologies. While we have an operational team including managers and consultants dedicated to delivering excellence on our contracted projects, we also have an operational team dedicated to FDGS government consulting excellence. This entails having a FDGS Center of Excellence and Innovation (CoE&I) for consulting services along with industry specialists focused on program specialties. We have a V&V Consulting Community that specializes in growing our expertise related to the verification and validation of government systems design, development and implementation and operational services. Our communities are guided by our Practice Guides, which are our prescribed methods for conducting services. Our consultants use these resources to tailor every solution to the specific needs of the projects they support and can leverage our extensive repository of templates, deliverables, work products from past projects to enhance future projects. This has led to a solid foundation of dynamic tools and methodologies that are aligned to industry standards but are flexible enough to apply across multiple programs.  *Table 1 in Attachment 2 - 72023 FDGS Business Proposal* demonstrates the deep project experience we have with state government agencies. |

* + 1. **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.

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| *Table 1 in Attachment 2 – 72023 FGDS Business Proposal demonstrates* the deep project experience we have with state government agencies. In addition to serving DFR and OMPP, we highlight the following projects to show experience from projects with similar scope and complexity:   * **Arkansas Eligibility IV&V Project** - monitored and assessed the Software Development Lifecycle and the products that defined the Eligibility and Enrollment Framework Project to make sure it fulfilled Federal and State project requirements. * **California CalWIN Project** – served as the planning consultant for the initial WCDS Statewide Automated Welfare System. We performed requirements analysis, provided contracting support, developed the implementation RFP and assisted in contract negotiations. FDGS currently performs quality assurance services during the maintenance and operations phase, including the analysis of the potential ACA impacts. * **Connecticut Modernization Consulting Services** - provided strategic planning and procurement services for the eligibility modernization project. We are currently providing quality assurance services through the implementation phase. * **Idaho Health Benefit Exchange IV&V Project** - supported IV&V services during the design, development, and implementation phases of the HIX system, as the State migrated from the federal based exchange to a state-based marketplace. * **Nebraska Eligibility and Enrollment Solution IV&V Project** - responsible for IV&V services associated with the implementation of a new eligibility and enrollment solution. |

* + 1. **Payment –** Removed at request of agency.
    2. **Extending Pricing to Other Governmental Bodies** – Removed at request of agency.