



ORIGINAL PROPOSAL

RFP # 269-2019-090

Citywide Document Management Services for City of Charlotte

By Record Storage Systems
June 24, 2020
Ken Vaughan, Sr. Account Executive
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4.1.1 COVER LETTER

Request for Proposals
Attention: Tracey Keyes
Record Storage Systems
Citywide Document Management Services
RFP # 269-2019-090

June 24, 2020

Dear Tracey,

Thank you for allowing Record Storage Systems the opportunity to bid on this solicitation for Citywide Document Management Services. We have read the proposal, signed the Proposal Certification, and are prepared to meet the City of Charlotte's need and requirements identified in the solicitation. As requested, we have included one electronic copy of the proposal on a flash drive in searchable format, one original proposal, and two copies. We appreciate this opportunity and look forward to working with you throughout the selection process.

The information contained in the response to Request for Proposal RFP # 269-2019-090 is intended to provide a comprehensive overview of Record Storage Systems' offsite document storage, scanning and shredding services and pricing as it pertains to the City of Charlotte and other public agencies' requirements.

Record Storage Systems is a locally-owned information management provider headquartered in Charlotte, N.C. With over 36 years of experience in information and data management, we specialize in lifecycle information management services – from creation to destruction and everything in between. We understand that the data and information management landscape is constantly changing. As such, we pride ourselves on offering customized solutions and personal customer service that improve and enhance your goals for efficient, reliable, and accurate records management.

As a full-service document management provider, we do not outsource any part of our services or solutions to other vendors. All document storage, scanning, and shredding is done within our secure

facility — so clients can enjoy peace of mind knowing that their confidential records are managed in a secure Chain of Custody.

A partnership with Record Storage Systems offers you unrivaled industry experience, innovative solutions, and best-in-class service. We understand that your documents are an essential part of your organization. As such, we strive to offer best practices that not only make accessing your records more convenient, but keep you compliant with industry standards and prepared for audits.

Record Storage Systems offers the City of Charlotte and subsequent entities the advantage of local ownership and decision making, a AAA-1 D & B financial rating, 36 successful years in the information management industry, expert long-tenured employees, our own fleet of document-centric vehicles to meet any volume of requests, a secure free-standing 250,000 square ft. privately-owned facility, and the ability to provide storage, scanning, and shredding services without outsourcing any portion to a third-party.

We serve over 800 clients through North Carolina, South Carolina and beyond. Our long-standing relationships with clients are successful due to our local presence and ability to customize solutions that compliment your internal operations and integrate with your existing softwares, while offering expert guidance, quality control, and security.

As proud members of the Charlotte community, we have been active members of local industry associations including the Charlotte Regional Business Alliance, Matthews Chamber of Commerce, Union County Chamber of Commerce, International Facilities Management Association (IFMA) Charlotte, Arrowood Business Association, York County Chamber of Commerce and more. We pride ourselves on the long-term professional relationships we have established throughout the Charlotte area and beyond. Along with local association involvement, we are also proud members of i-Sigma (International Secure Information Governance & Management Association), PRISM International (Professional Records and Information Services Management) and NAID (National Association of Information Destruction).

Record Storage Systems recognizes that clients need flexibility and convenience regarding their document management. As such, we recently invested in a new client portal that allows customers to enjoy more control over inventory management and reporting. This significant software implementation affirms our commitment to remaining on the forefront of technology in the information management landscape while offering improvements in efficiency and automation that translate into cost savings for our clients.

Our client-centric mission contributes to our 99% client retention rate and long-standing reputation throughout North and South Carolina as leaders in the document management space. Over the years, the commitment to quality and desire for excellence has driven Record Storage Systems to meet the needs of clients through flexible and customized solutions. The company's leadership believes that personalized quality is the key to ensuring that the solutions provided to clients build positive, productive, and lasting relationships that have been the hallmark of the company's longevity.

Thank you for considering Record Storage Systems for your Citywide Document Management Services. We look forward to the opportunity to serve the City of Charlotte and all participating public agencies and develop a long-term partnership.

Sincerely,

Claude Mitchell
Vice President
Record Storage Systems
14620 Carowinds Blvd.
Charlotte, N.C. 28273
Phone: 704-588-2820
Email: cmitchell@recordstorage.com

4.1.2. Proposed Solution:

4.1.2.1. Company Background

Record Storage Systems is a privately held, full-service document management provider located in Charlotte, N.C, serving the needs of professionals throughout North Carolina, South Carolina and beyond. The company was started in 1984 as a natural extension of Distribution Technology, a third-party logistics company headquartered in Charlotte since 1969. Distribution Technology recently celebrated its 50th anniversary and has built the company on innovative, dynamic technology solutions that help customers control distribution costs, increased speed to market, and streamline logistics processes.

Record Storage Systems specializes in lifecycle document management services that offer professionals a variety of solutions to their document storage, scanning, electronic document management, and shredding needs. Celebrating 36 years of experience in the document management industry, we pride ourselves on offering customers strategic and customizable solutions that streamline their business practices, control costs, maximize efficiency, and help them stay compliant.

As your organization grows and changes, your document management needs evolve. We understand the need for reliable solutions that enable you to manage and access your documents and electronic records securely and easily.

Record Storage Systems currently services 800 clients, predominantly throughout North Carolina and South Carolina. As a full-service document management provider, many clients choose to take advantage of our document storage, scanning, and shredding solutions to create a secure and efficient record retention strategy for their organization.

- ***What is the Company's legal name and headquarters location?***

The company's legal name is Record Storage Systems. The company is headquartered in Charlotte, North Carolina.

- ***What is the physical location of the Company office or warehouse that would perform the Services?***

The free-standing, privately-owned facility where all services would be performed is located at:

14620 Carowinds Blvd
Charlotte, NC 28273

The land and the structure are owned outright, not leased.

- ***How long has your Company been in business?***

Record Storage Systems was founded in 1984 and has been in business for 36 years.

- How many public-sector clients does your Company currently have utilizing Services similar to those stated in this RFP?**
Roughly 10% of Record Storage Systems' client-base are public-sector clients.
- List any project/services terminated by a government entity in the past two (2) years, including the reason, entity name and entity contact information.**
N/A
- List any litigation that your Company has been involved with during the past two (2) years for Services similar to those in this RFP.**
Record Storage Systems is not and has not been involved in any litigation during the past two years.
- Provide a brief overview of your Company, including an organization chart, reporting structure, equity holders or parent companies.**
Record Storage Systems is a privately held, full-service document management provider located in Charlotte, N.C, serving the needs of professionals throughout North Carolina, South Carolina and beyond. The company was started in 1984 as a natural extension of Distribution Technology, a third-party logistics company headquartered in Charlotte since 1969. The company is privately held by the Miralia family – Rock Miralia, Tom Miralia, and Mark Miralia. **See organization chart (Attachment #1) in the Attachment section of this response.**
- Provide three (3) references for Services, which are similar in scope to those requested in this RFP. Information to be included is: name, address, telephone, and email address of the reference; time period of contract; and brief description of Services provided.**
Record Storage Systems values client confidentiality and holds strict standards and guidelines regarding disclosure of client information. The three references below have given specific permission to Record Storage Systems to be included as references for this RFP.

1. Document Storage reference:

Liz Dalfonso
 Records Manager
 York County Government
 6 S. Congress St
 York, SC 29745
 Phone: 803-684-8570
liz.dalfonso@yorkcountygov.com

York County Government has been a document storage client since 2016. Record Storage Systems stores and manages records for various departments within York County – including tax records, veterans' affairs, planning documents, engineering documents, and magistrate records.

2. Document Scanning reference:

Jamie Norman
Manager, Fleet Administration & Asset Recovery
Direct ChassisLink, Inc.
3525 Whitehall Park Drive
Suite 400
Charlotte, NC 28273
Phone: (704) 447-3291
Jamie.norman@dcli.com

Direct ChassisLink, Inc. has been a document scanning client since 2017. Record Storage Systems performs document imaging services for this client monthly. Images are quality inspected and uploaded onto a flash drive or sent electronically to the client according to their preferences.

3. Document shredding reference:

Coca-Cola, Inc
Ralph Roke
Manager, Corporate Services
4100 Coca-Cola Plaza
Charlotte, NC 28211
Phone: 704-557-4434
ralph.roke@ccbcc.com

Coca-Cola has been a document shredding client with Record Storage Systems since 2009. Coca-Cola has 23 shred carts at their locations and they are serviced twice-monthly.

4.1.2.1. Company Background

- ***Describe how the Company will provide the Services described in this RFP. Why and how is the Company qualified to handle the City as a client?***

Record Storage Systems offers lifecycle information management solutions that allow clients to enjoy comprehensive document management without the need to outsource any solutions or services to other providers – which guarantees that all City records and data would be securely transported, stored and managed from one secure, centralized location.

Storage Services:

Based on the Scope of Services set forth in this Request for Proposal, Section 3 Scope of Services, Record Storage Systems is prepared to meet and exceed the City of Charlotte and

all participating public entities' expectations regarding the secure offsite storage and management of hard copy records.

We currently store approximately 1.12 million cubic feet of hard copy records within our 250,000 sq. ft. record center, with unlimited capacity and growth potential available. We use an innovative barcode tracking technology system in conjunction with DHS Worldwide Total Recall software to ensure every box is accurately tracked and stored. We recently invested in an upgraded client web platform, Total Recall ENVISION, offering notable enhancements to our records inventory management, operations and transportation, and customer service processes. This significant software implementation affirms our commitment to remaining on the forefront of the information management landscape while offering improvements in efficiency and automation that translate into more convenience and cost savings for our valued clients.

As the regulatory landscape increases, this change enables us to offer customized records inventory control and security through improved client web access, while simultaneously increasing audit, reporting, and tracking capabilities for staff and clients alike.

Key benefits of this software upgrade include:

- Download new box input forms, vault receiving forms, and service request forms
- Recall records that are in storage and schedule pickups
- Pick list generation, real-time wireless scanning, and inventory auditing to aid streamlined warehouse operations
- 24/7 client web access, email notifications for file delivery, and more powerful search capabilities
- Route optimization planning, scanning and driver tracking, electronic signature capture, and real-time record movement updates to track chain of custody
- Convenient inventory management with ability to view and download inventory reports
- Track and manage record retention and destruction in real-time
- Update authorized representatives who are allowed to access information and request records

Barcode Tracking:

At the customer's location, boxes that are loaded onto our secure vehicles for transportation are assigned a unique barcode, scanned individually, and immediately synced to our proprietary warehouse software upon arrival at the facility. Boxes are individually scanned again as they are unloaded and assigned a location in the record center. The unique barcode tracking ensures that each box can be quickly identified and found for the lifetime of the box until it is destroyed or permanently removed.

Standard Retrieval and Delivery Options:

Options:	Contact RSS by:	You receive by:
Next Day Delivery	3:30 p.m.	Next business day
Emergency (Rush) Delivery	8:00 a.m. to 3 p.m.	Two hours or less
Same Day Delivery	10 a.m.	12 p.m. to 5 p.m.
Pickup of New Boxes or Refiles	8 a.m. to 5 p.m.	Within 1 business day
After hours emergency delivery	After 3 p.m. (Emergency deliveries are handled on a case-by-case basis and are determined based on length of time record center is required to remain open after normal business hours.	Two hours or less

Scanning Services:

Record Storage Systems document scanning and indexing solutions enable you to store, organize, and manage your important records electronically. With Record Storage Systems as your document imaging partner, you can establish short term and long term document management strategies that address inefficiencies and support your goals for a paperless office and digital solutions.

- **Ongoing scanning:** Regularly-scheduled secure document scanning services customized to fit your timeframe and budget.
- **Backfile paper scanning:** Ideal for organizations that require bulk scanning to digitize years' worth of archived business documents and convert them into a manageable electronic format.
- **Scan on Demand:** Minimize scanning costs and enjoy prompt electronic delivery by scanning only the documents you need while ensuring the rest of your records remain secure and accessible in our document storage facility.
- **Large format scanning:** Professional large format scanner enables us to digitally convert engineering drawings, zoning plans, maps, architectural records, and more.

Our Imaging Process:

- **Document collection:** Our trained, insured, and bonded staff picks up your documents and transports them to our secure facility. All personnel who handle your records are full-time employees. Upon arrival at the facility, boxes are scanned and assigned to the Scanning Department to ensure accurate Chain of Custody.

- Document preparation: Trained specialists ensure all records are ready for electronic conversion. This includes removing staples/fasteners, repairing any bended corners or large tears (if possible). Employees are monitored by the Imaging Manager during this process as part of quality control procedures.
- Document scanning: Documents are scanned using advanced high-speed professional scanners that guarantee precise OCR.
- Document conversion and indexing: Documents are digitally converted, indexed according to client specifications, and made available in an electronic format based upon your specific requirements. Documents are indexed according to the requirements set forth by the client in the scope of work.
- Document Completion: Upon completion of the scanning project, the client is given an opportunity to inspect the records as part of the quality control process. As a courtesy to clients, Record Storage Systems will store the hard-copy records for up to 60 days at no cost while the client reviews the scanning project. Customers can then decide to store the boxes at our secure facility, destroy them, or have the records returned. Record Storage Systems has our own secure shredding facility and will not need to outsource any part of the storage, scanning, or shredding process to an outside vendor. This ensure that your confidential records remain secure in our possession from the time they enter our Chain of Custody.
- Online document management: Our online document management software enables you to store and manage documents electronically to improve workflow automation. Enjoy a secure, searchable online database where your documents are readily available and can be accessed electronically 24/7.

Shredding Services:

Record Storage Systems offers secure document shredding services using our AMS 7500 industrial shredder capable of shredding up to 6 tons per hour.

- Documents are secured within a locked vehicle, monitored by GPS Satellite tracking, and handled by fully-insured personnel during transport to the facility.
- Facility is locked and monitored under a 24/7 video surveillance system.
- Shredding process is closely monitored by trained personnel.
- Certificate of Destruction is available to meet corporate or government requirements.

Record Storage Systems is a long-time member of i-Sigma (International Secure Information Governance & Management Association) and NAID (National Association of Information Destruction), and the Association of Image and Information Management (AIIM) and adhere to all compliance standards for secure document destruction.

Document shredding customized solutions include:

1. Scheduled, ongoing shred service with secure shred consoles

On-site shred consoles are ideal for organizations requiring document shredding on a regular schedule. We'll place our secure shred consoles (45 or 96 gallon) in your office where you can easily dispose of unneeded paper documents and work with you to design a customized pickup schedule that fits your timeline and volume. Our trained professionals arrive in secure vehicles to transport your records to our facility where the documents are promptly destroyed. It's an easy and hassle-free way to responsibly destroy confidential records.

2. Document purge or one-time service

One-time purge services are perfect for organizations that require bulk shredding for archived business records or only require paper shredding occasionally. Record Storage Systems acknowledges the City's need for annual purges and special requests for purge projects throughout the year and is prepared to handle these requests.

- ***What steps will the Company take to ensure that any transition of Services run smoothly?***

At Record Storage Systems, we apply a unique approach to client onboarding and orientation to ensure that our clients not only have a complete understanding of our operational procedures, but also feel confident that the services we provide maximize their investment. That's why the most important part of the transition of services is to discuss the client's goals for secure and accurate information management using a consultative approach. Along with dedicated communication and client onboarding, the City will also enjoy the benefit of 36 years of expertise in the information management industry.

Our client onboarding process is designed to allow transparent understanding of the services and solutions we will be providing. We empower clients with documentation, training, web access, and the tools they need to confidently manage their records in the most effective and cost-efficient manner possible. It is our goal to ensure the implementation of services meets your expectations and standards in order to maximize your investment.

Record Storage Systems strives to ensure client communication is diligent, effective, and timely. We understand that customer success begins with productive client onboarding and training to ensure a smooth transition of Services for the City of Charlotte and all participating public entities. The City of Charlotte will enjoy a dedicated account manager and live, very responsive customer service team who will initiate new client setup and onboarding. Our dedicated team makes the transition seamless by offering personalized, on-site training for all policies and procedures. No detail or question is left unanswered. **Along with in-person training, Record Storage Systems also offers a comprehensive Customer Care Guide (Attachment #2) which can be found in the Attachments section of this response.** This complete guide includes detailed information on all company processes, including how to fill out a new box input form, how to correctly barcode boxes, best practices for preparing your boxes for storage, how to request document scanning and shredding

services, how to access the online client web portal, and more. We also offer extensive training on how to use the client web portal to successfully track, request, and manage your records.

We have distinguished ourselves in the industry through personalized customer service. We guarantee that clients will speak to a live customer service representative every time they call – no automated messages and no wait time. We hold weekly operations meetings to review new client setup, client requests, accounting and invoicing, and operational updates. The management team is actively involved in these meetings. Our strong local presence gives the City and other public entities the advantage of being available for in-person meetings at any time during normal business hours.

- ***Describe the communication scheme that the Company will use to keep Departments informed about the Services.***

Ken Vaughan, Senior Sales Associate at Record Storage Systems will be the dedicated contact for the City of Charlotte. Ken Vaughan has been with Record Storage Systems for 18 years. He is available for in-person and virtual meetings as needed. Along with dedicated account management, Record Storage Systems distributes a monthly client newsletter to keep customers up to date on the latest industry and company news. We value transparency and timely communication. Should new services or solutions become available, or should there be any changes to current procedures, Ken Vaughan will personally notify all account contacts and be available to answer questions. The Record Storage Systems marketing team is also available for any co-branding or informational requests. The frequency of calls and meetings will be at the client's discretion – as often as needed.

- ***If the Company is proposing Scanning Services, please indicate the following:***
 - *Which software or solution is the Company proposing for its electronic document management system?*
Record Storage Systems is an authorized dealer of Upland FileBound electronic document management software.
 - *Provide a list of all software and electronic document management system applications that the systems are compatible with.*
With FileBound, we have an open API that allows us to integrate with most Document Management systems. In addition to the API, we are partners with Dell Boomi, which is an integration company that has numerous partnerships and proven integrations we can utilize. We also integrate with any system that will allow CSV imports and exports as well as direct Database communication. We also have a FileBound Connect tool that can integrate with most web -based or windows-based softwares.

- *Is the software or solution a web-hosted repository on a dedicated server or is cloud-based?*

FileBound's software solution is capable of being a web-hosted repository on a dedicated server or a cloud-based system. Record Storage Systems recommends the cloud-based solution. Moving forward, all questions regarding the software solution and network security will be under the assumption that the City of Charlotte and other participating public entities will be utilizing the cloud-based solution. Should Record Storage Systems' electronic document management solution be chosen, we can work with you individually to develop a solution that addresses your specific needs.

- *Is the software or solution backed up on a remote server or computer with a network connection to prevent any potential loss of City's electronic Records?*

Yes. **See the Upland AWS Cloud Security Data Sheet for more information in the Attachment section of this response. (Attachment #3).**

- *Indicate the electronic Document Management System availability outside of scheduled maintenance.*

FileBound electronic document management system's availability uptime rate is 99.995% outside of scheduled maintenance.

- *Indicate the electronic Document Management System's requirements for scheduled maintenance. What is the amount of time necessary to complete maintenance? When does the scheduled maintenance occur?*

FileBound releases a schedule related to upgrades and maintenance and all maintenance dates and times are communicated to clients. Maintenance is typically performed on Sundays and requires less than one hour to complete. Any necessary patches during the week are performed at 1 a.m. to avoid disruption of service to clients.

- *Describe the Company's Quality Control Plan. Please provide a copy of the plan with the Proposal. The Quality Control Plan copy will not count towards the page count.*

Record Storage Systems is dedicated to ensuring that all scanned material meets the highest quality and readability standards. Below is an abbreviated overview of the quality control plan. **A comprehensive version of the Quality Control Plan is available in the Attachments section of this response. (Attachment #4)**

For every scanning project, Record Storage Systems performs a detailed assessment of the client's document imaging requirements. We strive to achieve a thorough understanding of specific client requirements to ensure customer satisfaction and accuracy. This initial assessment includes:

Quality Assurance Overview

- Project timeline & turnaround
- In-person evaluation (preferred, but not required)

- Assessment of documents use and purpose. This consultative approach enables us to define project parameters based on a client's individual needs, rather than a one-size-fits-all solution. For every scanning project, Record Storage Systems performs a detailed assessment of the client's document imaging requirements.

Description of Work

Before beginning a new document scanning project, the client will review and accept a detailed scope of work outlining every aspect of the conversion process, including deliverable dates. The Imaging Director along with your account representative will guide you through the process and document all of your organization's specific requirements.

Secure Document Transportation

Documents are inventoried, barcoded, picked up, scanned by the Record Storage Systems driver, and transported to our secure facility for conversion. Record Storage Systems drivers are fully-insured, bonded, background checked, and drug tested regularly. Once the records arrive at the facility, each box is carefully scanned, labeled, and assigned to the Scanning department. Chain of custody is then transferred to the Imaging Director and Document Scanning Specialist so document preparation can begin.

We encourage clients to visit the Record Storage Systems facility for a tour so they can speak with the IT and Imaging Director firsthand and understand the complete process.

Quality Assurance Methodology

Record Storage Systems operates all scanning projects based on a Quality Control Methodology. The Imaging Director receives and evaluates all incoming conversion projects. Quality Control begins as the records enter our system. The Imaging Director and Document Scanning Specialist evaluate and qualify the records based on a standard set of criteria. Specific information regarding this criterion can be found in Attachment #4.

Output/Data Retrieval/Access

Images/Index information can be produced in multiple output formats, including PDF, TIFF, JPG, or produced on CD or Flash Drive, or encrypted electronic delivery via Secure FTP. Record Storage Systems can provide exported images and data in virtually any format desired. Clients also have the option to have data transferred to a secure electronic document management software or existing software of their choice.

Storage or Shredding of Hard Copy Records After Scanning is Complete

Once a document scanning project is completed, Record Storage Systems maintains the same quality standards for all hard copy original files. Records can be returned to the client, stored in our secure facility, or shredded. If the client chooses to shred the hard copy files, we will store the records at no cost for 60-90 days after the scanning project has been completed in order to allow the client to review the completed scanning project prior to destruction of records. After the waiting period, Record Storage Systems requires written authorization from the client before destruction can occur. The client will receive a Certificate of Destruction after document shredding has been completed. By offering to store the hard-copy records for up to 90 days at no cost, clients can enjoy peace of mind knowing that the inspection of electronic records, quality control, and future decisions regarding the management of such records can be carefully considered.

- ***If the Company is proposing Storage Services, please indicate the following:***

- *What is the square footage, and Storage capacity in cubic foot of the Storage warehouse? Include free space and items currently stored.*

Record Storage Systems' record center is 250,000 sq. ft. total. We currently have 1.12 million cubic ft. of hard copy records stored with unlimited growth potential and capacity due to our corporate backing.

- *Detail the facility access policy and the hours the City can access Records.*

Record Storage Systems adheres to a strict facility access policy in order to protect the confidentiality of client information. All visitors enter into a locked receiving area and are required to sign a confidentiality agreement and show identification. No cellular devices are allowed inside of the record center and visitors must be accompanied by Record Storage Systems personnel at all times if visiting the record center, imaging department, or shred department. Visitors are not allowed to access records directly from the shelving system.

The facility has a designated customer review area in which clients are permitted to review records stored at the facility. Visitors must be on the authorization list for their account in order to conduct a customer review of records. Authority to Access is determined prior to storing with Record Storage Systems. All client employees must sign and print their name on the Authority to Access form and this information is located in the software system and monitored as orders are requested. The signature is kept on file for future reference.

The facility is available to clients 24/7/365 — this includes during regular business hours Monday through Friday between 8 a.m. and 5 p.m. as well as after hours and on weekends for emergency purposes if necessary.

Record Storage Systems acknowledges that the City of Charlotte wishes to have the right to inspect, at any time during normal business hours without prior notification, the operation of the storage facility to determine if the facility meets and continues to meet the standards for storage of public records and we agree to these terms.

- *Detail the Company ability to handle microfilm/microfiche, such providing a reader, Storage facility temperature, etc.*

The Record Storage Systems data vault provides storage and protection against degradation of magnetic and digital archives. The Vault is monitored 24/7 through ADT for temperature and relative humidity. The vault maintains a temperature of 64 degrees and between 35% to 45% relative humidity. That temperature and humidity range is ideal for the preservation of backup media, optical media, microfilm, and microfiche. Maintaining optical media and microfilm and microfiche in light suppressing containers negates any possible degradation by UV exposure while in storage. Record Storage Systems' microfilm storage solutions do not include a reader.

The state-of-the-art vault is equipped with advanced security and safety technology to ensure the highest level of protection for your invaluable data:

- Alarmed, two-door locking mechanism
- Double-coded interior and exterior doors
- FM-200 fire suppression system
- UL-approved 125-degree fire rating
- 24/7 alarms and electronic monitoring
- Gated, secure grounds and facility

Media is secured in a locked container for transport with trained personnel. Every backup tape is scanned and tracked when it enters and leaves the facility so you have access to past activity in the event of an audit.

- ***Define any/all security measures that are in place to the Company's proposed solutions. It should be for both physical security and network security, in that the City's information and other documents are made available only to the Company and parties that the City approves.***

Record Storage Systems is committed to implementing security protocols that support our customers' goals for confidential document and information management. Our stringent security standards ensure your records and electronic data are securely stored and protected at all times.

Physical Security

Record Storage Systems' state-of-the-art facility is located in a low-crime, non-flood zone equipped with 24/7 security monitoring and gated access. Unlike other document storage

providers, Record Storage Systems owns our facility — instead of renting — allowing us to maintain complete control over who enters and exits the building at all times.

- Facility floors, walls, and ceiling are equipped with 6-inch precast ribbed concrete reinforced with rebar steel.
- Facility is inspected twice a year with ultrasound technology for the detection of wet spots in the concrete to proactively monitor potential leaks.
- Facility is protected by a fire suppression system with water pump houses located outside of the facility.
- Key fobs are required to gain entry into the facility; ensuring only authorized personnel can enter.
- Facility is a Food Grade Warehouse with monthly pest and insect control procedures.

Hard Copy Document Security

Documents stored in Record Storage Systems' secure records center are protected by 24/7 monitored security, fire suppression systems, key card facility access, and climate control. Records are handled by trained document and quality control specialists.

- HIPAA-compliant protocols ensure sensitive information remains secure and protected at all times.
- Advanced barcode tracking technology ensures files are accessible when you need them, and safely organized when you don't.
- 24-hour emergency access to your data is available in the event you need to recall information after regular business hours.
- National Association of Information Destruction (NAID)-compliant document destruction protocols ensure that all records are shredded securely.
- Bonded employees follow a strict employment policy that includes drug testing, personality testing, criminal background checks, and a signed confidentiality agreement.
- Facility is protected by a fire suppression system with water pump houses located outside of the facility.

Vehicle Security

Record Storage Systems offers door-to-door pickup and delivery for document storage, scanning, data vaulting, and shredding customers with drivers who are uniformed, trained,

and thoroughly screened.

- Vehicles are equipped with two-way communication devices, GPS satellite tracking, and fire extinguishers to ensure your records and data are protected from the time they leave your office to when they reach our secure facility.

Electronic Document Security

Record Storage Systems offers robust security protocols for our electronic document management software. Our cloud-based document management software caters to the needs of customers in some of the most highly regulated industries.

- Employ four independent monitoring systems, including uptime and responsiveness monitoring, from 10 locations worldwide.
- IP-based access restriction ensures that the most sensitive data isn't shared in less secure environments by limiting the physical locations from which data can be accessed.
- Encryption capabilities are employed to ensure that in the unlikely event that documents are accessed by an unauthorized person, they won't be able to view any data.
- Independent auditors conduct regular SSAE 16 SOC 1 Type II audits of software processes ranging from product development to data center management.

Electronic Data Storage & Transmission

- Independent auditors conduct regular SSAE 16 SOC 1 Type II audits of software processes ranging from product development to data center management.
- Information delivered electronically is sent one of four ways:
 - 1) Via Protected Trust encrypted email service to clients
 - 2) Through SFTP (SSH encryption FTP) client and server transmittal
 - 3) FTP over VPN encrypted tunnel between RSS and client
 - 4) Via fax

Data Vault Security

Record Storage Systems' state-of-the-art vault is equipped with advanced security and safety technology to ensure the highest level of protection for your invaluable data.

- Alarmed, two-door locking mechanism
- Double-coded interior and exterior doors
- FM-200 fire suppression system
- UL-approved 125-degree fire rating
- 24/7 alarms and electronic monitoring
- Gated, secure grounds and facility
- Media is secured in a locked container for transport with trained personnel

Shred Facility Security

- NAID-compliant document shredding protocols.
- Facility is locked and monitored under a 24/7 video surveillance system.
- Motion detectors and perimeter beams guard movement within the facility.
- Fire prevention system that exceeds NFPA (National Fire Protection Association) mandated regulations.
- Shredding process is closely monitored by trained personnel.
- Certificate of Destruction is available to meet corporate or government requirements.

Personnel Security

Record Storage Systems' quality and tenured staff and friendly customer service accentuates the high level of service we provide to our clients.

- We staff dedicated employees, extensively trained and carefully background checked to make sure your data is in good hands.
 - Our strict employment policy includes drug testing, personality tests, criminal and reference checks, and a signed confidentiality statement.
 - There is a signed statement to take a polygraph in the event of discrepancy and refusal would cause an employee to be terminated.
 - Safety procedures are reinforced during team meetings each morning.
 - Record Storage Systems provides door-to-door secure pickup and delivery of your stored material with drivers who are uniformed, trained, and thoroughly screened. These drivers undergo rigorous training and testing, plus complete background checks to assure careful handling and nondisclosure of your sensitive data.
- **Provide a copy of HIPAA certification or other supporting documentation regarding your Company's HIPAA compliance, policies and/or procedures.**

Since Record Storage Systems' inception, we have strictly adhered to HIPAA compliance regulations to protect the privacy and security of clients and confidential health information stored at our record center. This adherence includes the physical, operational, and technological security requirements defined above in the Record Storage Systems security protocols — including employee training, regular audits, and management oversight.

In line with HIPAA's Technical Safeguards, access to information is strictly regulated. In order to remain compliant with HIPAA's guidelines, Record Storage Systems implements passwords, role-based account access, and data encryption. Our cloud-based electronic document management solution offers user-based roles and permissions to safeguard data and electronic reporting for audit trails. We physically restrict access to client PHI during all transportation, document scanning, storage, and shredding of client records.

In accordance with the HIPAA Security Rule, PHI is protected by administrative, technical, and physical safeguards. These include, but are not limited to:

- Annual risk assessments
- Employee training
- Annual policy review
- Unique user identification for accessing electronic PHI
- Encryption of ePHI
- Physical and electronic access control
- Secure workstations and devices
- Secure transmission of records

Record Storage Systems maintains a HIPAA Business Associate Agreement (Attachment #5) with all clients who store medical information to ensure compliance.

REQUIRED FORM 1 – REQUEST FOR PROPOSALS ACKNOWLEDGEMENT

RFP # 269-2019-090

Citywide Document Management Services

The Company hereby certifies receipt of the Request for Proposals for the City of Charlotte, North Carolina RFP #269-2019-090, Citywide Document Management Services. This form should be completed upon receipt of the City's Request for Proposals and emailed in time for the City to receive it by or before **May 29, 2020**. Failure to submit this form by the designated date shall not preclude the Company from submitting a proposal. Please fax or email the completed Request for Proposals Acknowledgement Form to the attention of:

Tracey Keyes
Department of General Services – City Procurement
Email: tkeyes@charlottenc.gov

Date: 5/27/2020

Company Name: RECORD STORAGE SYSTEMS

Contact Name: KEN VAUGHAN

Contact E-mail Address: KVAUGHAN@RECORDSTORAGE.COM

Please check the appropriate space below and provide the requested information:

My Company plans to attend the Pre-Proposal Conference and submit a Proposal.

My Company will not attend the Pre-Proposal Conference but plans to submit a Proposal.

My Company does not plan on submitting a Proposal.

Reason: _____

My Company provides the following Services as described in Section 3 (check all that applies):

- All Services
- Scanning Services
- Storage Services
- Shredding Services

REQUIRED FORM 2 – ADDENDA RECEIPT CONFIRMATION

RFP # 269-2019-090

Citywide Document Management Services

Please acknowledge receipt of all addenda by including this form with your Proposal. All addenda will be posted to the NC IPS website at www.ips.state.nc.us and the City’s Contract Opportunities Site at <http://charlottenc.gov/DoingBusiness/Pages/ContractOpportunities.aspx>.

ADDENDUM #:

 1

**DATE ADDENDUM
DOWNLOADED FROM NC IPS:**

 6/11/20

I certify that this proposal complies with the Specifications and conditions issued by the City except as clearly marked in the attached copy.

 KEN VAUGHAN
(Please Print Name)

Date

 [Signature]
Authorized Signature

 ACCOUNT MANAGER
Title

 RECORD STORAGE SYSTEMS
Company Name

REQUIRED FORM 3 – PROPOSAL SUBMISSION FORM

RFP # 269-2019-090

Citywide Document Management Services

This Proposal is submitted by:

Company Name: RECORD STORAGE SYSTEMS

Representative (printed): KEN VAUGHAN

Address: PO BOX 7123

City/State/Zip: CHARLOTTE NC 2824

Email address: KVAUGHAN@RECORDSTORAGE.COM

Telephone: (704) 588-2820
(Area Code) Telephone Number

The representative signing above hereby certifies and agrees that the following information is correct:

1. In preparing its Proposal, the Company has considered all proposals submitted from qualified, potential subcontractors and suppliers, and has not engaged in or condoned prohibited discrimination.
2. For purposes of this Section, discrimination means discrimination in the solicitation, selection, or treatment of any subcontractor, vendor or supplier on the basis of race, ethnicity, gender, age or disability or any otherwise unlawful form of discrimination. Without limiting the foregoing, discrimination also includes retaliating against any person or other entity for reporting any incident of discrimination.
3. Without limiting any other provision of the solicitation for proposals on this project, it is understood and agreed that, if this certification is false, such false certification will constitute grounds for the City to reject the Proposal submitted by the Company on this Project and to terminate any contract awarded based on such Proposal.
4. As a condition of contracting with the City, the Company agrees to maintain documentation sufficient to demonstrate that it has not discriminated in its solicitation or selection of subcontractors. The Company further agrees to promptly provide to the City all information and documentation that may be requested by the City from time to time regarding the solicitation and selection of subcontractors. Failure to maintain or failure to provide such information constitutes grounds for the City to reject the bid submitted by the Company or terminate any contract awarded on such proposal.
5. As part of its Proposal, the Company shall provide to the City a list of all instances within the past ten years where a complaint was filed or pending against the Company in a legal or administrative proceeding alleging that the Company discriminated against its subcontractors, vendors or suppliers, and a description of the status or resolution of that complaint, including any remedial action taken.

Section 6
Required Forms

6. The information contained in this Proposal or any part thereof, including its Exhibits, Schedules, and other documents and instruments delivered or to be delivered to the City, is true, accurate, and complete. This Proposal includes all information necessary to ensure that the statements therein do not in whole or in part mislead the City as to any material facts.
7. None of Company's or its subcontractors' owners, employees, directors, or contractors will be in violation of the City's Conflict of Interest Policy for City, Secondary and Other Employment Relationships (HR 13) if a Contract is awarded to the Company.
8. It is understood by the Company that the City reserves the right to reject any and all Proposals, to make awards on all items or on any items according to the best interest of the City, to waive formalities, technicalities, to recover and resolicit this RFP.
9. This Proposal is valid for one hundred and eighty (180) calendar days from the Proposal due date.

I, the undersigned, hereby acknowledge that my company was given the opportunity to provide exceptions to the Sample Contract. Each Proposal shall be deemed to agree to comply with all terms, conditions, specifications, and requirements of this RFP including the Sample Contract. An "exception" is defined as the Company's inability or unwillingness to meet a term, condition, specification, or requirement in the manner specified in the RFP including the Sample Contract language. All exceptions taken must be identified and explained in writing in your Proposal and must specifically reference the relevant section(s) of this RFP. If the Company provides an alternate solution when taking an exception to a requirement, the benefits of this alternative solution and impact, if any, on any part of the remainder of the Company's solution, must be described in detail. If exceptions are not identified in your Proposal, they may not be considered during Contract negotiation and could result in Proposal being rejected from further consideration. If legal counsel needs to review the Sample Contract prior to signature, reviews must be completed before your Proposal is submitted. Any Company-proposed additional terms or conditions must also be included in the Proposal, and the City reserves the right to refuse consideration of any terms not so included. Any proposed changes to the Sample Terms after tentative contract award may constitute a material change to the Company's Proposal and be grounds for revoking the award. Notwithstanding the foregoing, the City reserves the right to modify the Sample Terms prior to or during contract negotiations if it is in the City's best interest to do so. The City intends to enter into a City-drafted Contract with the successful Company that contains the terms and conditions set forth in Sample Contract. The number and extent of any exceptions and proposed additions to the Sample Terms will be one of the City's evaluation criteria.

As such, I have elected to do the following:

Include exceptions to the Sample Contract in the following section of my Proposal: _____

Not include any exceptions to the Sample Contract.

I, the undersigned, hereby acknowledge that my company was given the opportunity to indicate any Trade Secret materials or Personally Identifiable Information ("PII") as detailed in Section 1.6.2. I understand that the City is legally obligated to provide my Proposal documents, excluding any appropriately marked Trade Secret information and PII, upon request by any member of the public. As such, my company has elected as follows:

The following section(s) of the of the Proposal are marked as Trade Secret or PII: _____

No portion of the Proposal is marked as Trade Secret or PII.

Representative (signed):  _____

Section 6 Required Forms

REQUIRED FORM 4 – PRICING WORKSHEET

RFP # 269-2019-090

Citywide Document Management Services

Regardless of exceptions taken, Companies shall provide pricing based on the requirements and terms set forth in this RFP. Pricing must be all-inclusive and cover every aspect of the Project. Cost must be in United States dollars. **If there are additional costs associated with the Services, please add to this chart. Your Price Proposal must reflect all costs for which the City will be responsible.**

For purposes of this RFP, assume an initial term of three (3) years, with the City having an option to renew for two (2) additional consecutive one (1) year terms thereafter.

1. Administrative Fees:

The Company **shall** submit a minimum of one (1) percent of overall CCPA Program spend by the City and Participating Public Agencies during the term of the Contract to the City as an Administrative Fee. The Administrative Fee shall be paid no later than thirty (30) days after both parties mutually agree to the quarterly report outlining the CCPA spend. The Company shall indicate their Administrative Fee below:

<u>5</u> %

2. Scanning Services

Companies who will be provided Scanning Services shall Submit their pricing below.

Services	Unit Of Measure	Cost	Additional information	Additional Service Provider Comments
Regular Scanning of 8½"x11" Records	Per Image	\$ 0.03	Include all Scanning, indexing, Quality Control, and Re-Filing of Records in City boxes	
Regular Scanning of 8½"x14" Records	Per Image	\$ 0.035	Include all Scanning, indexing, Quality Control, and Re-Filing of Records in City boxes	
Regular Scanning of 11"x17" Records	Per Image	\$ 0.4	Include all Scanning, indexing, Quality Control, and Re-Filing of Records in City boxes	
Bulk Scanning of 8½"x11" Records.	Per Image	\$ 0.03	<u>1</u> to <u>250,000</u> images	
	Per Image	\$ 0.0275	<u>250,001</u> to <u>1M</u> images	

Section 6 Required Forms

* Include all Scanning, indexing, Quality Control, and Re-Filing of Records in City boxes. **Indicate Pricing by single project volume tier.	Per Image	\$ 0.025	1M+1 to & more images	
	Per Image	\$	_____ to _____ images	
Bulk Scanning of 8½”x14” Records. * Include all Scanning, indexing, Quality Control, and Re-Filing of Records in City boxes. **Indicate Pricing by single project volume tier.	Per Image	\$ 0.035	1 to 250,000 images	
	Per Image	\$ 0.0325	250,001 to 1M images	
	Per Image	\$ 0.03	1M+1 to & more images	
	Per Image	\$	_____ to _____ images	
Bulk Scanning of 11”x17” Records. * Include all Scanning, indexing, Quality Control, and Re-Filing of Records in City boxes. **Indicate Pricing by single project volume tier.	Per Image	\$ 0.04	10,000 to 500,000 images	
	Per Image	\$ 0.0375	500,001 to 1M images	
	Per Image	\$ 0.035	1M+1 to 5M images	
	Per Image	\$	_____ to _____ images	
Setup/Preparation of Records * Include all removal of fasteners, separation of folded forms, and/or paste-up of small documents	Per Hour	\$ 23.00	Identify number of pages and the number of boxes prepared per hour	800 pages 1/3 box (1.2cft)
Transportation fee	Per Trip	\$ 15.00	Pickup from City or deliver to City (round-trip)	with 48hr notice
Storage in Records Management Portal *Indicate Pricing by total storage volume tier.	Per Image / Per Month	\$ 50.00	1 to 10 [storage unit (Gigabyte, Terabyte, etc.)]	
	Per Image / Per Month	\$ 39.00	11 to 299 [storage unit (Gigabyte, Terabyte, etc.)]	
	Per Image / Per Month	\$ 32.00	300 to 500 [storage unit (Gigabyte, Terabyte, etc.)]	

Section 6 Required Forms

	Per Image / Per Month	\$ 25.00	<u>501</u> to <u>and up</u> [storage unit (Gigabyte , Terabyte, etc.)]	
Copy Records to CD - R	Per CD	\$ 35.00	Specify maximum storage size per CD	700MB Encrypted
Copy Records to CD - RW	Per CD	\$ 35.00	Specify maximum storage size per CD	700MB Encrypted
Copy Records to flash drive	Per Flash Drive	\$ 50.00	Specify maximum storage size per flash drive	128GB Encrypted
Copy Records to portable hard drive	Per Hard Drive / Per Hr.	\$ 35.00	Indicate whether you allow customer to supply device, or standard price for device (by size).	Client can supply device of choice

3. Storage Services.

Companies who will be providing Storage Services, shall submit their pricing below:

Services	Unit Of Measure	Cost	Additional information	Additional Service Provider Comments
Box Storage	Per Cubic Foot	0.16 1-7.5k 0.15 \$ 7.501k-25k 0.14 25.001k+		
Vault Storage	Per Cubic Foot & Per Tape/CD	3.65 CF 0.25 \$ Tape/CD		
Record Delivery and/or Pickup	Per Trip	16.00 trip \$ 1.00 per cu ft	Companies shall split the fee for single trips to pick-up and/or deliver to multiple Departments at the same facility between each Department equally	
Next day delivery by Noon	Per Trip	\$ 20.00/trip 1.00/cu ft	Call by 3pm for delivery next day by Noon	
Next day delivery by 5pm	Per Trip	\$ 16.00/trip 1.00/cu ft	Call by 3pm for delivery next day by 5pm	
Half day delivery	Per Trip	\$ 20.00/trip 1.00/cu ft	Call by 10am for delivery same day by 5pm	

Section 6 Required Forms

Delivery/Pickup during afterhours/weekend/Holiday hours.	Per Trip	\$ 75.00/hr		2 hour minimum
Onsite access to City Box(es) in Storage	Per Box	\$ 3.75 cu ft		
Retrieval/Re-File from Service Provider Storage location	Per Box	\$ 3.60 cu ft		
Box (1.2 cubic foot)	Per Box	\$ 3.95		
Indexing	Per Box	\$ 0.09/field		
Permanently withdrawal of Box/container from Service Provider's facility	Per Box	\$ 2.65/cu ft		
Destruction charge for City Records stored by Service Provider	Per Box	\$ 2.50/cu ft		
Retrieval/Fax/Scan/Email/Refile a copy of a stored Record by Service Provider	Per File / Per Box	21.00 for up to \$ 100 pgs same file		\$0.05/page over 100 pages same file
Retrieval/Fax/Scan/Email/Refile a Record to a third party by Service Provider	Per File / Per Box	21.00 for up to \$ 100 pgs same file		\$0.05/page over 100 pages same file

Section 6 Required Forms

4. Shredding Services

Companies who will be providing Shredding Services, shall submit their pricing below:

Services	Unit Of Measure	Cost	Additional information	Additional Company Comments
Paper, per bin at City facility	Per Bin	\$5 Console \$7 Cart	Specify bin capacity	\$35 transportation fee per site
Paper, per bin at Service Provider facility	Per Bin	\$4 Console \$6 Cart	Specify bin capacity	\$35 transportation fee per site
Paper Shredding at City facility *Not in bins	Per Pound	\$0.10	0-499 Lbs.	
	Per Pound	\$0.10	500-999 Lbs.	
	Per Pound	\$0.10	1000+ Lbs.	
Paper Shredding at Service Provider facility *Not in bins	Per Pound	\$0.10	0-499 Lbs.	
	Per Pound	\$0.09	500-999 Lbs.	
	Per Pound	\$0.08	1000+ Lbs.	
Uniforms	Per Bin / Per Weight	\$1.00	Specify bin capacity and/or weight	
One-time purge/special request	Per Bin/ Per Weight	\$5 Console \$7 Cart	Additional needs for special events or other special requests	\$22.50/hour labor

5. Additional Services

Companies should utilize the list below to include any related or ancillary services they provide that would be beneficial to the City and Participating Public Agencies when considering Scanning, Storage, and Shredding Services.

Services	Unit Of Measure	Cost	Additional information	Additional Service Provider Comments
Destruction of Hard Drives	per Hard Drive		Pricing Depends on Quantity	
Minimum Storage per Month	per month	\$60.00		
Large Format Doc Scanning	Each Sheet	\$1.10		
Document Imaging Software			Unlimited Users - On Premise or Cloud	eForms & Workflow
Professional Liability Surcharge	per month	\$900.00 added to monthly storage fees	Only applies if existing Professional Liability coverage insufficient for city	

**Section 6
Required Forms**

6. Pricing Incentives and Rebates:

Please identify any incentive and rebates offered based on volume, dollar amounts, credits or other criteria below:

Rebate Description	Amount or Percentage
No other incentives or rebates being offered	



REQUIRED FORM 5 – M/W/SBE UTILIZATION

RFP # 269-2019-090

Citywide Document Management Services

The City maintains a strong commitment to the inclusion of MWSBEs in the City’s contracting and procurement process when there are viable subcontracting opportunities.

Companies must submit this form with their proposal outlining any supplies and/or services to be provided by each City-certified Small Business Enterprise (SBE), and/or City-registered Minority-owned Business Enterprise (MBE) and Woman-owned Business Enterprise (WBE) for the Contract. If the Company is a City-registered MWSBE, note that on this form.

Failure to submit this form shall deem a Proposal non-responsive. The City intends to award to multiple Companies with at least two Companies being certified MWSBEs.

Company Name:	RECORD STORAGE SYSTEMS
----------------------	------------------------

Please indicate if **your company** is any of the following:

MBE
 WBE
 SBE
 None of the above

If your company has been certified with any of the agencies affiliated with the designations above, indicate which agency, the effective and expiration date of that certification below:

Agency Certifying: _____ Effective Date: _____ Expiration Date: _____

Total MBE Utilization	%
Total WBE Utilization	%
Total SBE Utilization	%
Total MWSBE Utilization	%

Representative (signed): 

6/18/20
Date

KEN VAUGHAN
Representative Name

Section 6
Required Forms

**REQUIRED FORM 6 – CERTIFICATION REGARDING DEBARMENT, SUSPENSION AND
OTHER RESPONSIBILITY MATTERS
RFP # 269-2019-090**

Citywide Document Management Services

The bidder, contractor, or subcontractor, as appropriate, certifies to the best of its knowledge and belief that neither it nor any of its officers, directors, or managers who will be working under the Contract, or persons or entities holding a greater than (ten percent) 10% equity interest in it (collectively "Principals"):

1. Are presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any federal or state department or agency in the United States;
2. Have within a three-year period preceding this proposal been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (federal, state, or local) transaction or contract under a public transaction; violation of federal or state anti-trust or procurement statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property;
3. Are presently indicted for or otherwise criminally or civilly charged by a government entity, (federal, state or local) with commission of any of the offenses enumerated in paragraph 2 of this certification; and
4. Have within a three-year period preceding this application/proposal had one or more public transactions (federal, state or local) terminated for cause or default.

I understand that a false statement on this certification may be grounds for rejection of this proposal or termination of the award or in some instances, criminal prosecution.

I hereby certify as stated above:

KEN VAUGHAN
(Print Name)

ACCOUNT MANAGER
Title


Signature

6/18/20
Date

I am unable to certify to one or more the above statements. Attached is my explanation. [Check box if applicable]

(Print Name)

Title

Signature

Date

REQUIRED FORM 7 – BYRD ANTI-LOBBYING CERTIFICATION

RFP # 269-2019-090

Citywide Document Management Services

The undersigned certifies, to the best of his or her knowledge and belief, that:

1. No federal appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of an agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any federal contract, the making of any federal grant, the making of any federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of and Federal contract, grant, loan, or cooperative agreement.
2. If any funds other than federal appropriated funds have been paid or will be paid to any person for making lobbying contacts to an officer or employee of an agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this federal contract, grant, loan, or cooperative agreement, the undersigned shall complete and submit Standard Form—LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions [as amended by "Government wide Guidance for New Restrictions on Lobbying," 61 Fed. Reg. 1413 (1/19/96)].
3. The undersigned shall require that the language of this certification be included in the award documents for all subawards at all tiers (including all subcontracts, subgrants, and contracts under grants, loans, and cooperative agreements) and that all subrecipients shall certify and disclose accordingly.

This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction by 31 U.S.C. § 1352 (as amended by the Lobbying Disclosure Act of 1995). Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

RECORD STORAGE SYSTEMS (the "Company") certifies or affirms the truthfulness and accuracy of each statement of its certification and disclosure, if any. In addition, the Company understands and agrees that the provisions of 31 U.S.C. A 3801, et seq., apply to this certification and disclosure, if any.

<u>KEU VAUGHAN</u> (Print Name)	<u>RECORD STORAGE SYSTEMS</u> Company Name
<u></u> Authorized Signature	<u>P.O. Box 7123</u> Address
<u>6/18/20</u> Date	<u>CHARLOTTE NC 28241</u> City/State/Zip

REQUIRED FORM 8 – CCPA PLAN

RFP # 269-2019-090

Citywide Document Management Services

Pursuant to N.C. G.S. 160A-461 and 143-129(e)(3), the City of Charlotte, Finance Department - City Procurement has established the Charlotte Cooperative Purchasing Alliance (CCPA). The purpose of the CCPA is to allow other public agencies regionally and nationwide to use contracts competitively solicited and awarded by the City of Charlotte (herein "City"). Combining the volumes of government agencies achieves cost effective pricing and reduces the administrative and overhead costs of suppliers and public agencies alike. By providing a comprehensive and competitively solicited Contract through a single bid process, county, city, special district, local government, school district, private K-12 school, technical or vocational school, higher education institution (including community colleges, colleges and universities, both public and private), state, other government agency or nonprofit organization can utilize the subsequent contract(s) without the need for further solicitation. Companies should consider the potential volumes when responding to this RFP. Participation by other entities is strictly voluntary and no volumes are guaranteed. Participating Public Agencies are required to register to purchase products or services through the CCPA.

More information about the CCPA can be found on the CCPA website at: www.charlottealliance.org.

The objective of this RFP is to utilize participation among the City, as well as various other Participating Public Agencies, to provide low cost reliable Products and Services. The Company must agree to receive orders from the City and all Participating Public Agencies and to provide all Services ordered to a specified City and Participating Public Agency address.

Companies **shall** include in detail how they will serve all Participating Public Agencies as it relates to the CCPA. Currently the CCPA has approximately 415 registered Participating Public Agencies in Arizona, California, Connecticut, District of Columbia, Florida, Georgia, Illinois, Maryland, Massachusetts, Michigan, Missouri, New York, North Carolina, Ohio, South Carolina, Tennessee, Texas, Virginia, Washington, West Virginia, and Wisconsin.

Please address the following:

1. Describe your company's ability to provide Products/Services to any Participating Public Agencies in the contiguous 48 states; and the ability to deliver Products/Services in Alaska and Hawaii.

Record Storage Systems has the capability to offer products and services to any participating public agencies in the contiguous 48 states, including Alaska and Hawaii.

2. Address if your company has a national sales force, dealer network or distributor with the ability to serve Participating Public Agencies in all 50 U.S. states.

Record Storage Systems has the capability to send an account manager to any location in order to facilitate a new project. Depending on the volume and scope of the project, we have the ability to transport records back to our secure facility from anywhere in the country.

Record Storage Systems is an official partner with international software provider, FileBound. This relationship provides us with a strong national presence that enables us to offer electronic document management solutions anywhere in the world.

Along with our national software presence and capabilities, we are also proud to be an authorized dealer of Panasonic scanners and other hardware that supplement our clients' goals for efficient and cost-effective document management. This partnership allows us to offer document scanner products nationally.

Record Storage Systems is also a proud member of PRISM International which offers a worldwide network of industry information management professionals with resources and partnerships at our disposal.

3. How you will you monitor and report all spend by City/Participating Public Agencies to the City for auditing purposes?

Record Storage Systems will set up a reporting ID for accounts affiliated with the CCPA contract. Record Storage Systems can report total spend related to the CCPA contract on a monthly or quarterly basis depending on CCPA preference.

The City will post all awarded contracts on the CCPA website, along with the respective vendor information. Please address the following accordingly:

1. Will your company allow the City to utilize their organization's logo on the CCPA website?

Yes, Record Storage Systems will allow the City to utilize our logo on the CCPA website.

2. Will your company be willing to advertise the CCPA logo and website on your organization's website?

Yes, we will agree to advertise the CCPA logo and website on Record Storage Systems' website.

3. How do you plan to market the Contract(s) to other Participating Public Agencies?

Record Storage Systems will market the contract to other public agencies using our website, blog, and monthly newsletter, as well as in-person meetings with other participating public agencies. We also regularly attend government/municipality tradeshow where we have the ability to market to a significant number of public agencies at once.

REQUIRED FORM 9 – ENVIRONMENTAL PURCHASING RESPONSES

RFP # 269-2019-090

Citywide Document Management Services

Companies shall complete and submit the form below regarding the products or supplies required to perform the Services.

Question	Response
<p><u>Recycled Content.</u> Products must contain a certain percentage of recycled content. Please include the amount of recycled content, both pre- and post-consumer, included in your product.</p>	<p>Record Storage Systems document storage boxes are made with 100% recyclable cardboard and paper.</p>
<p><u>Recyclability.</u> Please include the types of materials included in your product, and if they are considered recyclable in typical municipal recycling streams.</p>	<p>Record Storage Systems boxes are made with 100% recyclable cardboard material</p>
<p><u>Life Cycle Management.</u> Please state how many times your product may be reused. (Since reusable products generally require more upfront costs than disposable products, they are often subjected to a cost/benefit analysis in order to determine the life cycle cost).</p>	<p>Record Storage Systems boxes are made with 100% recycle material and are very durable in quality. They are made to protect and sustain the life of your hard copy records. As such, there is no defined limit to how many times the boxes can be reused. We also offer refurbished boxes to clients as a cost-effective alternative.</p>
<p><u>End of Life Management.</u> Will the manufacturer or designee accept the product back at the end-of-life? (who pays for the transportation of the product may be situation-specific).</p>	<p>Record Storage Systems does accept storage boxes back at the end of their life and is committed to responsible destruction and recycling practices of all materials and products.</p>

Exceptions

Record Storage Systems has thoroughly reviewed Section 3. SCOPE OF CITYWIDE DOCUMENT MANAGEMENT SERVICES. Unless otherwise noted below as an exception, we confirm that we understand, acknowledge, and comply with all requirements set forth in the Scope of Services sections 3.1 through 3.8.

3.4.2 Facility Requirements

- **Maintain temperature and humidity within the range of seventy (70) degrees F +/- 2 degrees and a relative humidity of 30% - 50%, +/-3%. For microfilm/microfiche, temperature should not exceed seventy (70) degrees F and year-round relative humidity lower than 50%. Cooler temperatures are preferable.;**

Record Storage Systems' secure record center is an ambient temperature facility with high output exhaust fans for air flow movement during warmer seasons. Climate controlled storage is available inside of our secure data vault. Vault temperature rests at 62 degrees F, +/- 4 degrees and humidity between 35%-45%. Cardboard boxes are not permitted within the data vault. Any material stored in the data vault will be kept in plastic containers to protect the integrity of data stored.

- **Have bottom shelves that are least six (6) inches from the floor;**

Record Storage Systems' bottom shelving is one (1) inch from the floor. The facility floor is purposefully designed to ensure that in the unlikely event of a disaster, water never rises above 1 inch due to the ground slope and drainage system. To meet this shelving requirement, we can guarantee City of Charlotte boxes are stored on shelving 3ft. high or above.

3.8 Training Plan

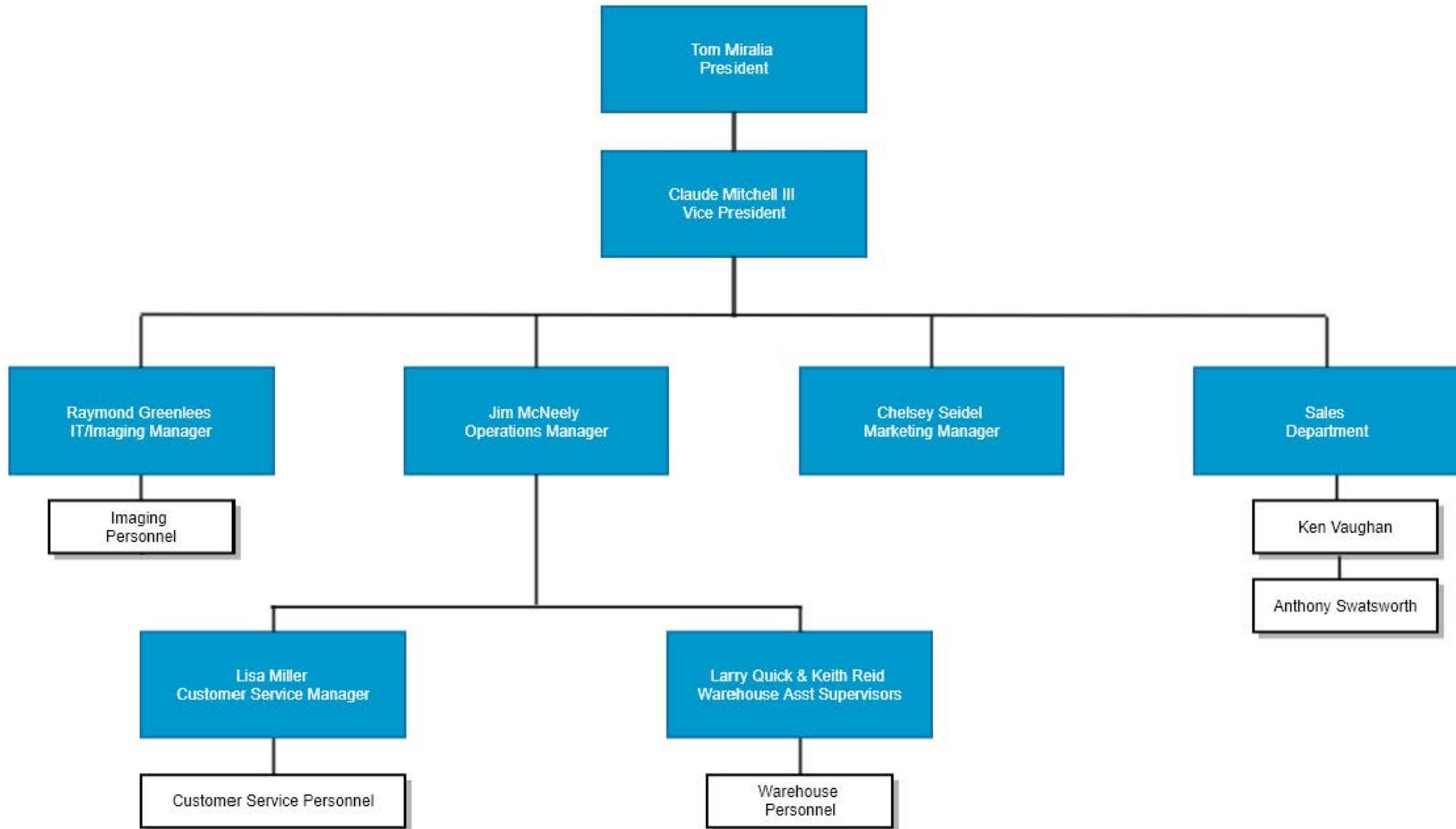
Record Storage Systems understands and acknowledges the Training Plan requirements.

The complete training is included as Attachment #6.

Attachment #1

Organization Chart

Record Storage Systems Organizational Chart



Attachment #2

Customer Care Guide



A PARTNERSHIP WITH RECORD STORAGE SYSTEMS OFFERS YOU UNRIVALED INDUSTRY EXPERIENCE, INNOVATIVE SOLUTIONS AND BEST-IN-CLASS SERVICE. AS YOUR BUSINESS GROWS AND CHANGES, YOUR DOCUMENT AND DATA MANAGEMENT NEEDS EVOLVE. WE UNDERSTAND THE NEED FOR RELIABLE SOLUTIONS THAT ENABLE YOU TO MANAGE AND ACCESS YOUR INFORMATION SECURELY AND EASILY. OUR MISSION IS TO SUPPORT YOUR GOALS FOR PRODUCTIVE AND EFFICIENT LIFECYCLE DOCUMENT MANAGEMENT THROUGH PERSONAL AND FRIENDLY SERVICE, ACCURACY, AND DEPENDABILITY.



**RECORD STORAGE SYSTEMS
CUSTOMER SUPPORT GUIDE**

THE RECORD STORAGE SYSTEMS DIFFERENCE

Record Storage Systems specializes in lifecycle document management services that offer solutions to your document storage, scanning, electronic document management, shredding, and data vaulting needs. With over 30 years of experience in the information management industry, we pride ourselves on offering you strategic and customizable solutions that enable you to manage and access your documents and data securely and easily. When you leverage Record Storage Systems for your document management needs, your staff gains valuable time to concentrate on business-related tasks, enabling you to:

- ② Streamline your business processes and document workflows
- ② Organize confidential paperwork
- ② Remain compliant with industry standards
- ② Reclaim valuable space in your office/warehouse
- ② Decrease the time spent searching for paper records



WE GUARANTEE OUR SERVICES
– if we don't perform, you don't pay.

SECURITY IS OUR HIGHEST PRIORITY



Record Storage Systems is committed to implementing security protocols that support our customers' goals for confidential document and information management. Our stringent security standards ensure your records and electronic data are securely stored and protected at all times.

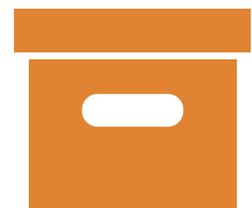
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STORAGE TOOLS

RECORD STORAGE SYSTEMS OFFERS A VARIETY OF BOXES FOR YOUR DOCUMENT STORAGE NEEDS.



BOX SIZE	FILING OPTIONS	ITEM #	DIMENSIONS
1.2 cubic foot	Top Tab Letter/ Legal	312	10.25"H x 11.75"W x 16"D
1.5 cubic foot	Side Tab Letter/Legal <i>(medical charts)</i>	315	10.25"H x 12.25"W x 16"D
2.4 cubic foot	Top Tab Letter Only	324	10.75"H x 13.00"W x 25"D
X-Ray	X-Ray Files	X-Ray	15.00"H x 6.50"W x 20.50"D

CALL US TODAY AT 704.588.2820 TO ORDER YOUR BOXES FOR STORAGE.

DOCUMENT STORAGE



ACCOUNT NUMBERS

As a Record Storage Systems customer, you will receive an account number that will be requested when executing transactions within the record center. The account number will also be needed for completing New Box Input Forms, creating barcodes, and gaining security access.

BARCODING

Barcode labels are supplied by Record Storage Systems. Labels are placed on all new boxes going into storage at our facility. We will provide as many barcode labels as needed per the customer's request - there is no charge for barcode labels.

- Barcodes must be placed on all boxes prior to going into storage. If you currently have a supply of barcodes, use what you have before ordering more.
- Place barcodes on the side of the box in the designated location. **DO NOT** place barcodes on the lid of the box.

BARCODE DEPARTMENTALIZATION

If your organization stores records for more than one internal department, (i.e. HR, Accounting, etc...) and you wish to keep the records organized and stored separately, Record Storage Systems can set up accounts for different departments and create special barcodes. Ask your account executive if departmentalization will work for your company.



SECURITY ACCESS

Record Storage Systems is committed to ensuring your documents remain secure. Your account executive will ask you to fill out a Security Access card prior to sending boxes to storage. This ensures that only authorized individuals can request or retrieve records and boxes. Client approval is required in advance in order for Record Storage Systems to release records. Onsite release at our facility will require proper identification along with electronic authorization.

PREPARING BOXES FOR STORAGE



HOW SHOULD I PACK MY BOXES?



Neatly pack the boxes in alphabetical or numerical sequence. Make sure that all box lids will close. Place the files in the box with the file cover facing forward.



Information such as box number, department, and account number should be written on the END of the box and not on the lid.

To ensure consistency and accuracy, we encourage customers to use Record Storage Systems boxes. However, if you choose to use your own boxes, please ensure that the barcodes are placed on the END of the box, not on the lid, in a visible location.

NEW BOX INPUT FORMS

Record Storage provides you with a New Box Input Form for sending new boxes or records into storage. **An electronic version of the new box input form is available on the website to download at your convenience.**



QUESTIONS?
CALL US TODAY AT
704.588.2820

PREPARING BOXES FOR STORAGE



FILLING OUT THE NEW BOX INPUT FORM

Account Number and Company Information: Place your account number at the top of the page and include your address, phone number, date, and who is submitting the boxes to storage.

Page Number: Note page 1 of 1 or page 2 of 2, for example.

Box Number: The number sequence found on your barcode.

Estimated Date of Destruction: It's important to indicate an estimated date of destruction for your records. This enables you to track your document retention and destruction through the customer web portal and will make managing inventory easier in the future.

Description: Your description should reflect the contents of the box. Up to 70 characters can be used. This can be a general statement of your box contents or specific information about each file.

Pickup: Contact Record Storage Systems to schedule a pickup.

Customer Signature: Sign and date the form the day of pickup. Keep the yellow copy of the form for your records and we will keep the white copy. If you print the form through the client web portal, be sure to make an extra copy for yourself.

NEW BOX PICK UP

Once the New Box Input Form is complete and the boxes are packed, it's time to schedule a pick up.

TIPS FOR SUCCESSFUL NEW BOX PICKUP:

- To schedule a pickup, call Record Storage Systems at 704.588.2820 or submit a request via the online client portal.
- Pickups are made within 24 to 48 hours. Our customer service representatives will work with you to determine a timeline that best suits your needs.
- Upon our arrival, please provide us with the completed New Box Input Forms. We will sign them and return the yellow copy to you.

When new boxes are received into the facility, Record Storage Systems uses innovative barcode tracking technology to scan and shelve them. Your inventory report is available online via the client portal at www.recordstorage.com at any time for your review.

FILE OR BOX RETRIEVAL



HOW TO RETRIEVE:

Make a call: 704.588.2820

Visit the web: www.recordstorage.com

Email us: rss@recordstorage.com

Fax us: 704.587.5606

DELIVERY OPTIONS

Same Day Delivery: Contact us by 10 a.m. with your request to receive records or boxes that afternoon between 1 p.m. and 5 p.m. (available in Charlotte, may vary in surrounding metro areas).

Next Day Delivery: Contact us by 3:30 p.m. for next day delivery.

Scan on Demand: Request the records you need and we will retrieve, prepare, and scan the specific records in as little as 30 minutes. Scanned records can be securely transferred via encrypted email or secure FTP.

Emergency Request: Specify that your request is an emergency and you will receive your file or box within two hours or less during business hours. Additional fees apply.

Receive by Fax: You can retrieve files by fax at any time during normal business hours. Call, email, or use a service request form to retrieve via fax.

Pick up at Record Storage Systems: You are welcome to pick up boxes at our facility located at 14620 Carowinds Blvd. There are accommodations onsite to review records and make copies. Your company must authorize you and you must present photo I.D. at time of arrival. Please allow at least one hour before your arrival time.

After Hours Emergency Request: For hard copy storage accounts and data vaulting accounts, you have 24 hour emergency access to your records and data. For access after 5 p.m. call (704) 588-2820 and follow the prompts. A Record Storage Systems representative will be notified immediately and deliver your records within four hours or less.

DETAIL INDEXING

Indexing provides a complete and detailed inventory of every file inside your boxes. Many customers utilize this feature when the general description overlaps and it's necessary to identify an individual file quickly. Ask your account executive how detailed indexing could work for you.





DOCUMENT SCANNING SERVICES



Record Storage Systems offers full-service document scanning and indexing solutions that enable you to store, organize, and manage your important records electronically. To prepare boxes for scanning, fill out a New Box Input Form just as you would for document storage (found on page 5).

TIPS FOR DOCUMENT SCANNING SUCCESS:

- ① During the document scanning process, your documents are still available for retrieval. Should you need a document that is in the process of being scanned, let a customer service representative know and we will get you the file.
- ① Once your records are scanned, you have the option to store the hard copy records at our facility, have them returned to you, or have them securely destroyed.
- ① Electronic records can be transmitted to you in a secure format that best suits your needs.
- ① Record Storage Systems also offers electronic document management software that enables you to manage electronic records from the convenience of your desktop. Ask your account executive for more information.



QUESTIONS?
CALL US TODAY AT
704.588.2820





DOCUMENT SHREDDING SERVICES



Record Storage Systems offers secure document destruction for confidential records and business documents that have outlived their usefulness. Based on the information you provide on your new box input form, Record Storage can generate destruction/review reports upon request. Nothing will be removed or destroyed without an authorized person's written approval.

TIPS FOR DOCUMENT SHREDDING SUCCESS:

- ⑦ When a box does not have a destruction/review date per the original New Box Input Form, Record Storage Systems cannot provide a destruction date by range. Review the descriptions of each box on the inventory report, then notify us at to which boxes you would like destroyed.
- ⑦ A destruction report will be generated for your approval and can be emailed or faxed for your review. An authorized person must sign off on this report before action is taken.
- ⑦ Return the signed copy of the Destruction Report to Record Storage Systems. After the destruction is complete, a certificate of destruction will be sent to you for your records.



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DOCUMENT SHREDDING



DATA VAULTING SERVICES

Record Storage Systems offers data protection solutions for storing, managing, retrieving, transporting, and archiving your electronic media, hard drives, computer backup tapes, CD's, and more. While the cloud certainly offers some conveniences, off-site vault storage is the most secure, reliable, and economical choice for long-term storage and archiving — especially for organizations subject to regulations covering data retention, integrity, and security.

Data can be stored individually on a shelf (slotting) or container storage is available. Record Storage Systems can provide designated plastic tub containers or Turtle cases for various types of data. Please note that we do not accept cardboard boxes for vault storage.

Daily, weekly, and monthly rotations are available to customers along with 24 hour emergency access. We also offer archive storage.

SENDING DATA TO RECORD STORAGE SYSTEMS

When sending data offsite, whether it's for a normal rotation or for archive storage, follow the steps below:

- Fill out the Vault Receiving Form with your company information and account number.
- Label your data (i.e. tapes) or storage containers. Do not duplicate labels on tapes.
- Fill out your identifiers on the Vault Receiving Form.
- Provide a RETURN DATE: After you insert your identifier, indicate when you will need that tape or container returned to you by providing the specific return date in the appropriate column. If a date is not provided, the item will remain in storage until requested by the customer.
- Data to be archived should be listed by the identifier and "Perm" should be written in the return date column for long-term storage.
- Place the completed Vault Receiving Form with your data that's going offsite. We will take the white copy and leave you with the yellow copy for your records.



DATA RETRIEVAL AND RETURN



INVENTORY AND SPECIAL REPORTS

- Complimentary inventory reports are available for your convenience online via the customer web portal 24/7.
- Special reports are available upon request for a fee. Please see your schedule of fees or contact Record Storage Systems directly.

DATA RETRIEVAL AND RETURN

During normal rotations, tapes can be received between 9 a.m. and 12 p.m. or 1 p.m. and 5 p.m. Contact us by 11 a.m. to receive tapes that afternoon (available in Charlotte). Retrieval timeline varies in surrounding metro areas. Between 8 a.m. and 5 p.m. you can request a normal emergency delivery within two hours or less in the Charlotte metro area.

ONSITE PICKUP

You may pick up your data at Record Storage Systems during normal business hours if you have proper ID along with account access established in advance of the request. We ask that you call at least one hour before your arrival.



DATA RETURN

After you have requested your data, make sure to indicate the return date on the Vault Receiving Form.





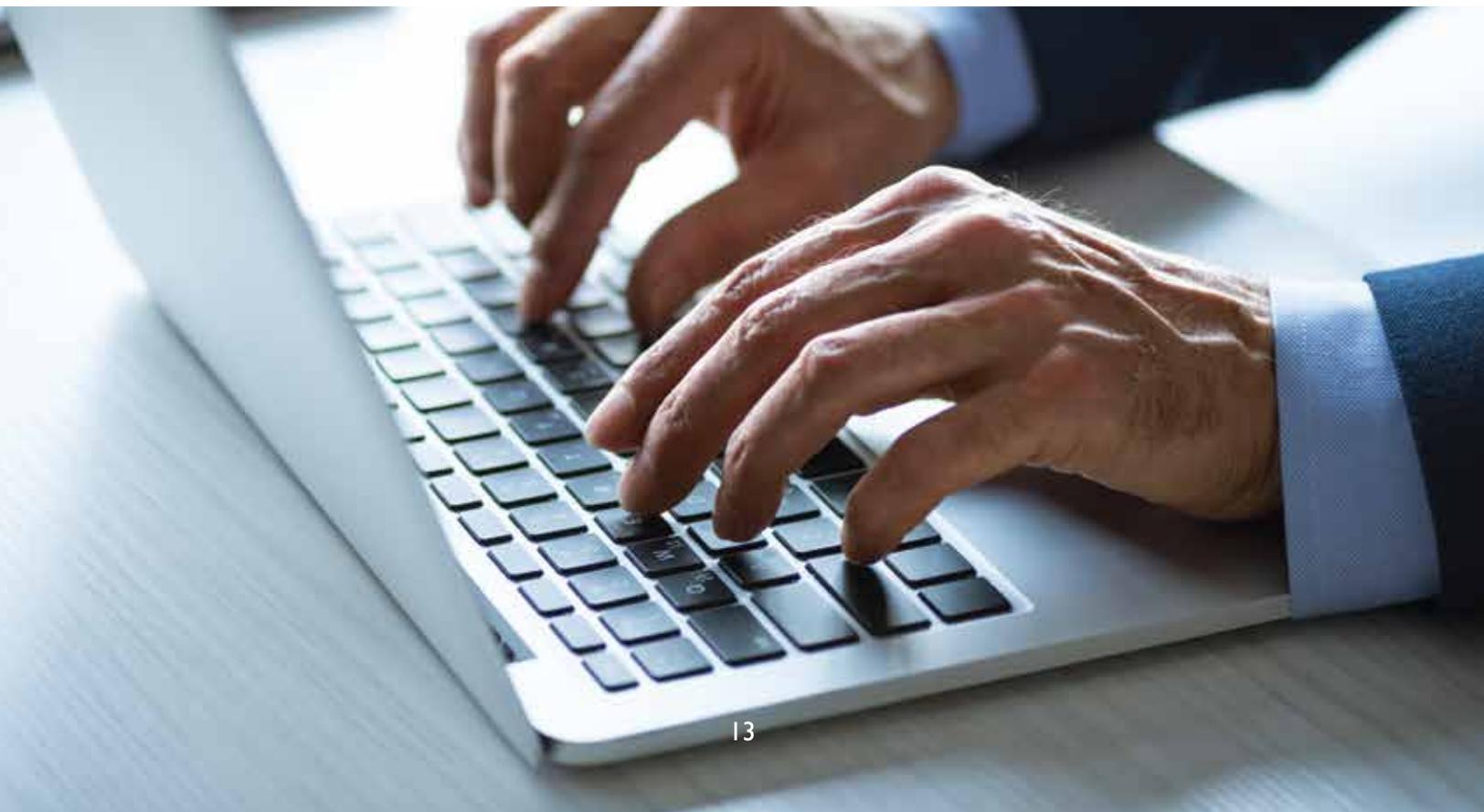
CLIENT WEB PORTAL

Record Storage Systems' client web portal gives customers the ability to manage their account in real-time, track inventory, view reports, recall records that are in storage, and more. Enjoy convenient, 24/7 access to all of your account information in one place.

What can you do through the client web portal?

- ⌚ Download new box input forms, vault receiving forms, and service request forms
- ⌚ Recall records that are in storage and schedule pickups
- ⌚ View and download inventory reports
- ⌚ Update billing and contact information
- ⌚ Track and manage retention and destruction in real-time
- ⌚ Update authorized representatives who are allowed to access information and request documents

CONTACT CUSTOMER SERVICE TO REQUEST A CLIENT WEB PORTAL USERNAME AND PASSWORD



FREQUENTLY ASKED QUESTIONS



WHAT DIFFERENTIATES RECORD STORAGE SYSTEMS FROM OTHER DOCUMENT MANAGEMENT PROVIDERS?

A partnership with Record Storage Systems offers you unrivaled industry experience, innovative solutions, and best-in-class service. Our mission is to support your goals for productive and efficient lifecycle document management through personal and friendly service, accuracy, and dependability. We guarantee our services – if we don't perform, you don't pay.

HOW QUICKLY CAN I GET INFORMATION DELIVERED TO MY FACILITY WHEN IT'S NEEDED?

Record Storage Systems' staff is on call 24/7. In the event of an emergency, we can get you your data in two hours during normal business hours, or within four hours after regular business hours.

CAN I MANAGE MY ACCOUNT AND REQUEST RECORDS VIA THE WEBSITE?

Yes! Record Storage Systems' client web portal makes it easy for customers to recall records that are here in storage and view reports to better manage records inventory. View inventory and account information in real time, or change billing and contact information. You can start using the client portal at any time through recordstorage.com.

WHAT ARE SOME BEST PRACTICES FOR PREPARING MY BOXES?

When filling out new box input forms, please ensure you write legibly so that the information we put into our system accurately reflects new boxes you are sending into storage. When preparing boxes, be careful not to overstuff the boxes to ensure the lids fit properly.

WHY IS IT IMPORTANT TO INCLUDE AN ESTIMATED DATE FOR DESTRUCTION ON YOUR NEW BOX INPUT FORM?

Indicating an estimated date of destruction for your records enables you to track your document retention and destruction through the customer web portal and will make managing inventory easier in the future.

HOW FAST CAN I REQUEST AND RETRIEVE MY RECORDS?

Same day delivery service is available for items requested before 10:00 a.m. Requests made prior to 3:30 p.m. will be delivered the next business day. In addition, we can set specific times for your delivery schedule, i.e. weekly, monthly, or quarterly. We also offer Scan on Demand, which allows you to request the specific records you need and receive a secure electronic version in 30 minutes or less. Record Storage Systems also offers emergency delivery (within two hours of request).



Attachment #3

Upland AWS

Cloud Security

Upland AWS Cloud Security and Data Center Standards

Upland Software understands that confidentiality, integrity, and availability of our customers' critical data is vital to their business operations. We appreciate and don't take for granted the trust our customers have put in us.

With our Enterprise Grade Cloud Operations, our driving purpose is to ensure we deliver to and exceed your expectations. We take standards and procedures very seriously as a cloud-based Software-as-a-Service (SaaS) provider. Providing connectivity, reliability, speed, security and scalability across the enterprise, Upland enables amazing outcomes for our customers. Upland's data centers provide best-in-class, cloud-delivered security, with superior infrastructure security and integrity, strict standards, true multi-tenant service, high resiliency, and scalability.

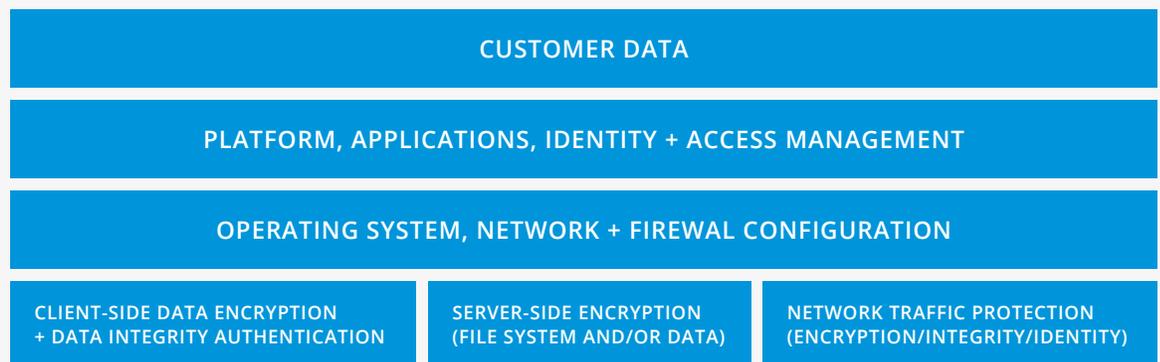
Shared Security Responsibility: Infrastructure Standards and Procedures

Upland Software maintains the following standards and undertakes the following procedures in relation to the infrastructure that provides its services:

- Central code repository with automated code quality scoring
- Segmented and secure virtual private cloud (VPC) networks
- Highly restricted, role-based access to production EC2 environments governed by the least privilege principle
- Hardened EC2 instance images
- Two-factor authentication requirements for server and console access
- Redundant servers for critical systems
- Software-based firewalls configured to "default deny"
- High availability built-in via virtual load balancers
- Unlimited, secure storage capacity with S3
- Continuous monitoring of all components, sub-components, and internal/external/front-end/back-end applications to assist infrastructure and service integrity



RESPONSIBLE
FOR SECURITY
"IN" THE CLOUD




RESPONSIBLE
FOR SECURITY
"OF" THE CLOUD



Infrastructure Redundancy

Upland's AWS primary data centers provide global average uptime of >99.9999%. That means each of the data centers typically experience outages totaling less than 5 minutes and 15 seconds over the course of a year.

To ensure availability, all Upland infrastructures deploy a minimum of N+1 redundancy, meaning every mission-critical component has at least one backup.

AWS/Data Center Network Security

At Upland Software, we are firm believers in the defense in depth strategy. Our Amazon infrastructure is protected by several layers of network-based security controls including host-based firewalls, intrusion detection systems, F5 load balancers, and virtual firewall technology such as AWS Security Groups.

Encryption is utilized to protect data in transit, including SSL (TLS 1.1, 1.2) encryption over HTTPS connections utilized for secure communications between Upland and customer end users. Authorized IT engineers access production network equipment and data stored remotely, via secure two-factor authentication enabled SSL VPN tunnels.

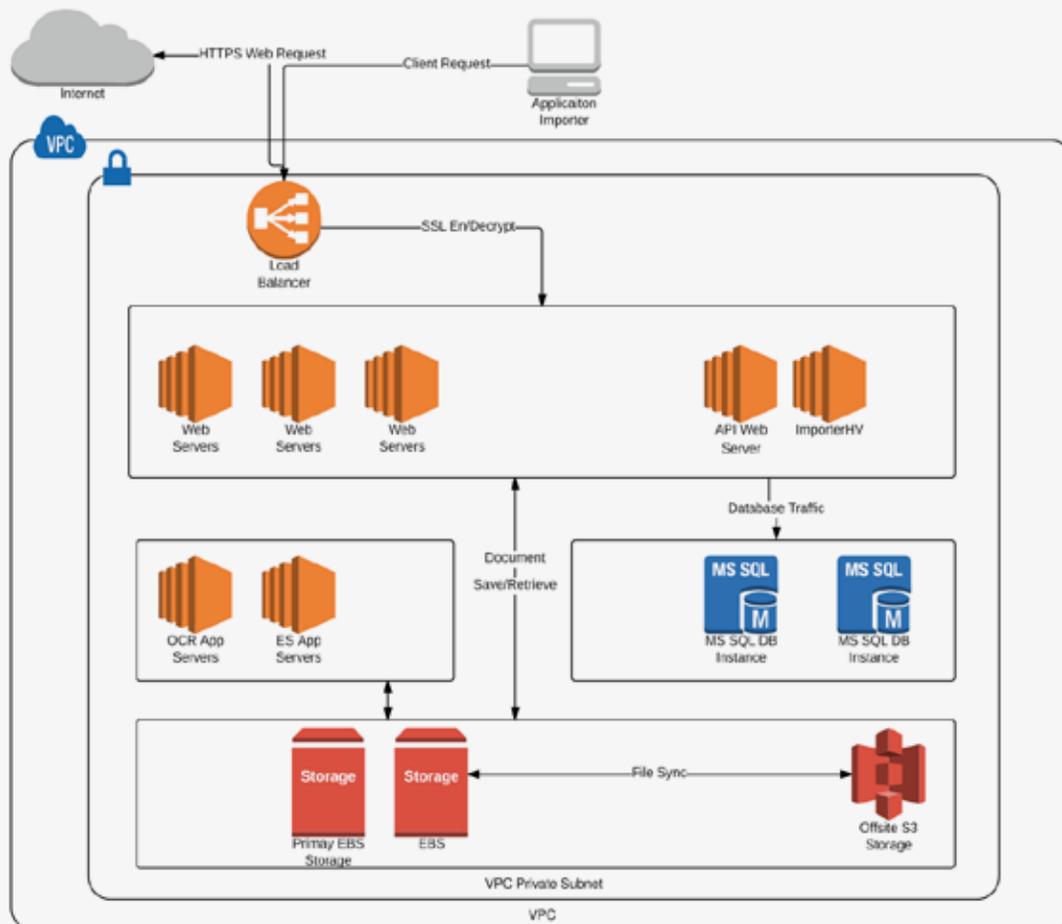
AWS Security Groups

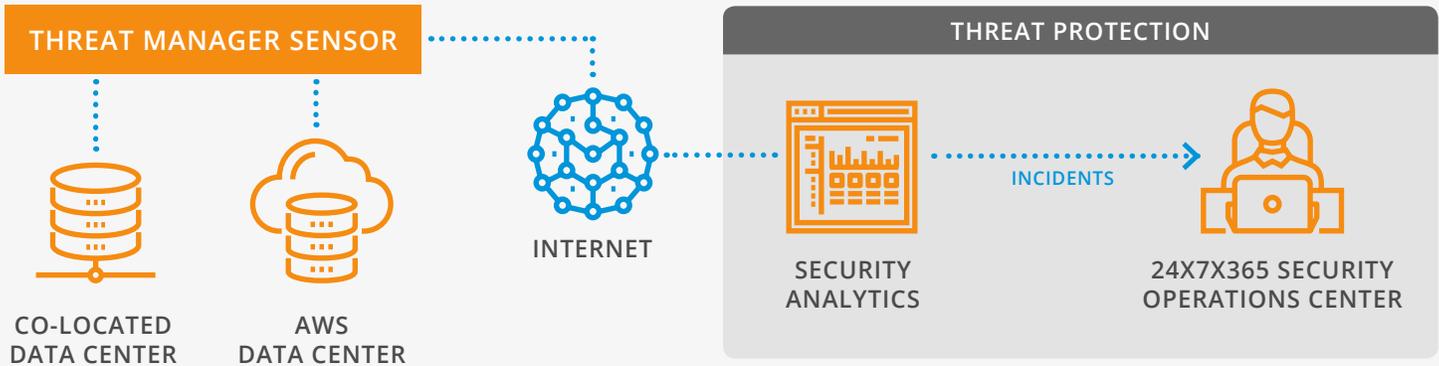
Security Groups are best conceptualized as a distributed, stateful virtual firewall that sits "in-front" of each EC2 Instance. More specifically, this function resides within the Virtual Device Driver layer on the hypervisor.

Some key properties of Security Groups:

- Both ingress and egress packet flows are filtered.
- Rules are ALLOW only.
- By default, security groups DENY ALL ingress traffic until allow rules are created.
- Security group objects themselves can be referenced as source/destination in rules.

This distributed approach to packet filtering is more secure than relying on a single perimeter device, since in effect every single EC2 instance is protected by its own virtual firewall. Amazon security groups are administered by our dedicated Cloud Operations team in tandem with the Security department.





Risk Assessment

Upland’s Security Organization is responsible for identifying risks (compliance, legal, technical, and supplier) that threaten services and systems. We have implemented a process for identifying relevant risks, which includes estimating the significance of identified risks, assessing the likelihood of their occurrence, and deciding upon actions to address them. We have established strategic, operations, reporting and compliance objectives to identify potential risk events, and we consider external and internal factors so that our risk assessments efforts can adequately support business decisions and responding to potential threats.

Risk analysis is an essential process to an organization’s success. Upland’s methodology for analyzing risks varies, largely because many risks are difficult to quantify. Nonetheless, the process includes:

- Estimating the significance or impact of threats that face Upland assets
- Assessing the likelihood (or frequency) of threat occurring
- Considering how the risk should be managed, including an assessment of what actions need to be taken

Monitoring

Upland’s Security Organization performs monitoring activities to continuously assess the quality of internal controls and security posture of our environment over time. The continuous monitoring activities are: real-time scanning of all web traffic for intrusions and anomalies, recurring internal vulnerability scans of hosts in the environment, recurring external vulnerability scans of external IP addresses and ranges of the environment, and continuous, real-time monitoring of all security logs generated on all servers in the environment. Additionally, Upland employs Intrusion Prevention Systems to actively block traffic that matches specific patterns. We also were monitoring synthetic user transactions such as building documents and

searching in the library. The results of all of these activities are made available to our security analysts, operational teams, and management so analysis and remediation can be performed. Security staff is on hand 24x7x365 to perform this analysis and remediation.

These activities are used to initiate corrective action through department meetings, client conference calls, and informal notifications. Management performs monitoring activities on a continuous basis, taking necessary corrective actions are taken as required to correct deviations from company policy and procedures.

Reporting

Upland Software manages incidents by identifying and responding to them quickly, notifying key support and management personnel in a timely manner, restoring service as soon as possible, determining the cause of the incident, and taking appropriate steps to prevent future incidents. Our incident management process also allows us to quickly notify external organizations that may have been affected by an incident, including customers and partners. We employ both internal and external monitoring systems that periodically verify the state of each Upland cloud-based software product.

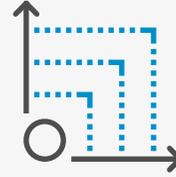
Along with incident handling, Upland understands the importance of having a security incident response process in place. As such, we ensure that any instance of suspected disclosure of sensitive information is reported immediately and escalated appropriately to Upland’s Information Security Representative and Legal Counsel. The Security Team will handle initial responses and would assume leadership and direction for the Security Incident Response Team (SIRT). Together, these teams — Legal, Security, and SIRT — would effectively coordinate, collect, respond, and report security events.



**UNIVERSAL
ACCESSIBILITY**



**INCREASED
VISIBILITY**



**COMPLETE
SCALABILITY**



**BEST-IN-CLASS
SECURITY**

Benefits of Amazon Web Services (AWS)

Upland Software maintains the following standards and undertakes the following procedures in relation to the infrastructure that provides its services:

Broad & Deep Platform

AWS has more than 70 services and is continually launching new features and functionality.

Pace of Innovation

The AWS Cloud platform expands daily.

Global Infrastructure

42 availability zones in 16 geographic regions worldwide.

Secure

Comprehensive capabilities for the most demanding information security requirements.

Compliant

Rich controls, auditing, and broad security accreditations.

Trusted

Supports virtually any workload for over a million active customers in 190 countries. Cloud Infrastructure leader according to Gartner.

About Upland Software

Upland Software (NASDAQ: UPLD) is a leading provider of cloud-based Enterprise Work Management software. Our family of applications enables users to manage their projects, professional workforce and IT investments; automate document-intensive business processes; and effectively engage with their customers, prospects and community via the web and mobile technologies. With more than 2,500 customers and over 250,000 users around the world, Upland Software solutions help customers run their operations smoothly, adapt to change quickly, and achieve better results every day.

Attachment #4

Quality Control Plan

DOCUMENT SCANNING QUALITY CONTROL & ASSURANCE PLAN

SMARTER, SIMPLER,
MORE PERSONALIZED
DOCUMENT SCANNING

Record Storage Systems offers full-service document scanning and indexing solutions that enable you to store, organize, and manage your important records electronically. With Record Storage Systems as your partner, you can establish short term and long-term document management goals that address your frustrations and solve your document management dilemmas.

QUALITY CONTROL

Overview

For every scanning project, Record Storage Systems performs a detailed assessment of the client's document imaging requirements. We strive to achieve a thorough understanding of specific client requirements to ensure customer satisfaction and accuracy. The initial assessment includes:

- Project timeline & turnaround
- In-person evaluation (preferred, but not required)
- Assessment of documents use and purpose. This consultative approach enables us to define project parameters based on a client's individual needs, rather than a one-size-fits-all solution. For every scanning project, Record Storage Systems performs a detailed assessment of the client's document imaging requirements.

Record Storage Systems conversion strategy begins and ends with quality control. The theory of the quality control process begins with the most essential element of the process - the source documents upon which the imaging system will be built. Upon implementation, the Imaging Director starts every conversion project. All other conversion personnel answer directly to the Imaging Director, who answers directly to the Vice President. Each stage of the process is routinely monitored through reporting and spot-checking directly by the Imaging Director to maintain



accountability. No conversion project begins or is implemented without the authority and input of the Imaging Director. They will halt any project if necessary, in order correct or consult with the client and Document Scanning Specialist to ensure the quality of the product.

Description of Work

Before beginning a new document scanning project, the client will review and accept a detailed scope of work outlining every aspect of the conversion process, including deliverable dates. The IT and Imaging Director, along with your account representative will guide you through the process and document all of your organization's specific requirements.

Secure Document Transportation

Documents are inventoried, barcoded, picked up, scanned by the Record Storage Systems driver, and transported to our secure facility for conversion. Record Storage Systems drivers are fully-insured, bonded, background checked, and drug tested regularly. Once the records arrive at the facility, each box is carefully scanned, labeled, and assigned to the Scanning department. Once the records have been scanned and labeled, chain of custody is transferred to the Imaging Director and Document Scanning Specialist so document preparation can begin.

We encourage clients to visit the Record Storage Systems facility for a tour so they can speak with the IT and Imaging Director firsthand and understand the complete process.

Quality Assurance Methodology

Record Storage Systems operates all scanning projects based on a Quality Control Methodology. The beginning criteria hinges on the quality of the paper received. The Imaging Director receives and evaluates all incoming conversion projects. Quality Control begins as the records enter our



system. The Imaging Director and Document Scanning Specialist evaluate and qualify the records based on the following criteria:

1. Condition of the source documents
2. Order of the documents based on project specifications or conversion efficiency
3. Check logs and/or data files for inaccuracies or omissions against the groups of documents presented

Upon conversion the Imaging Director evaluates the images created against the initial evaluation of the records to determine:

1. Order and combination of the documents in relation to the initial plan or the project specifications.
2. Quality of images based on file size in relation to dpi specs
3. Quality of images based on actual appearance in regard to:
 - a. Overall image readability
 - b. Correctness in orientation where necessary
 - c. Correctness for image skew
 - d. Correctness of data entry performed for the record's images
4. Images and/or records are passed or rejected based on the above criteria.
5. Rejected images and/or records are referred for correction and resubmitted to the Document Scanning Specialist.

Today's document imaging software offers significantly better document capture capabilities for poor or marginal documents than just a few short years ago. QC software, whether embedded in the scanning function or as a post process procedure, can be a useful tool to help personnel improve upon most marginal documents. Most faded or other marginal pages can be enhanced to appear better than the original. Record Storage Systems incorporates both pre and post Quality Control processing to ensure the we meet client standards for quality and accuracy.



1. A Document Scanning Specialist performs a sample testing of each job before processing begins. Various settings for page contrast and background thresholds can be adjusted to find the overall optimum combination for a group of pages. This will determine the proper scanner settings for the majority of the pages in the file. This then becomes the "base settings" for a particular group of documents.
2. The base settings will be a default starting point from which all pages will initially be scanned. The base setting can and may be reset several times as documents can vary throughout a given project.
3. The testing and setup stages of a project will identify difficult documents or ones that will require special handling. These "marginal" pages will be tested at various scanner settings to see if there is a common setting for those particular types of pages. If these pages can be enhanced, the settings are noted for use as needed during rescanning.
4. Documents are scanned by box number and in batches within the box to aid in identifying where a particular page came from. In case of page rescans or other file references each page can be quickly located as needed.
5. Scan station operators will scan an assigned box of documents and review the images as they appear sequentially on the computer monitor. This first QC function will identify marginal documents and pages if any. If poor quality images are detected they are called up immediately, the "marginal pages" settings set is used and the image(s) are rescanned to replace the bad image.
6. The initial scan settings determined in phase one will capture most pages. Marginal scans due to poor readability will be rescanned using the "marginal pages" setting as identified during phase three. If an image is still unreadable a third setting will be applied to the scanner settings and a final scan made. The best image will then be kept and a Best Possible Scan image added to indicate that an attempt was made to capture all pages within a document.



7. After scanning all documents/batches are transferred to the indexing stage. Here we assign the indexes that a particular document will need for retrieval by client. A final QC check of all the images in a file (batch) is performed here after indexing. Unreadable pages are noted and the image number is logged for possible rescanning as determined by the Imaging Director.

Output/Data Retrieval/Access

Images/Index information can be produced in multiple output formats, including PDF, TIFF, JPG, or produced on CD or Flash Drive, or encrypted electronic delivery via Secure FTP. Record Storage Systems can provide exported images and data in virtually any format desired. Clients also have the option to have data transferred to a secure electronic document management software or existing software of their choice.

The images, once converted and passed for quality of the image itself and the index attached thereto are referred to the Document Scanning Specialist for output to meet the requirements provided by the client. At final output the work and the text file are manually checked for Quality Control issues by the Imaging Director. Results are passed or corrected by the Imaging Director. Finally, the output, as determined by the project specifications, can only be released by or authorization from the Imaging Director. This ensures adherence to the chain of custody and accountability on the part of Record Storage Systems.

Storage or Shredding of Hard Copy Records

Once a document scanning project is completed, Record Storage Systems maintains the same quality standards for all hard copy original files. Records can be returned to the client, stored in our secure facility, or shredded. If the client chooses to shred the hard copy files, we will store the records at no cost for 60-90 days after the scanning project has been completed in order to allow the client to review the completed scanning project prior to destruction of records. After the waiting period, Record Storage Systems requires written authorization from the client before



destruction can occur. The client will receive a Certificate of Destruction after document shredding has been completed. By offering to store the hard-copy records for up to 90 days at no cost, clients can enjoy peace of mind knowing that the inspection of electronic records, quality control, and future decisions regarding the management of such records can be carefully considered before making a decision.





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Attachment #5

HIPAA Business Associate Agreement

BUSINESS ASSOCIATE AGREEMENT

This Business Associate Agreement (the "Agreement") is made effective the 28th day of September 2017 by and between **(Client)** hereinafter referred to as "Covered Entity," and, **Record Storage Systems**, hereinafter referred to as "Business Associate" (individually, a "Party" and collectively, the "Parties").

WITNESSETH:

WHEREAS, the Parties wish to enter into a Business Associate Agreement to ensure compliance with the Privacy and Security Rules of the Health Insurance Portability and Accountability Act of 1996 ("HIPAA Privacy and Security Rules") (45 C.F.R. Parts 160 and 164); and

WHEREAS, the Health Information Technology for Economic and Clinical Health ("HITECH") Act of the American Recovery and Reinvestment Act of 2009, Pub. L. 111-5, modified the HIPAA Privacy and Security Rules (hereinafter, all references to the "HIPAA Privacy and Security Rules" include all amendments thereto set forth in the HITECH Act and any accompanying regulations); and

WHEREAS, the Parties have entered into a written or oral arrangement or arrangements (the "Underlying Agreements") whereby Business Associate will provide certain services to Covered Entity that require Business Associate to create, receive, maintain, or transmit Protected Health Information on Covered Entity's behalf, and accordingly Business Associate may be considered a "business associate" of Covered Entity as defined in the HIPAA Privacy and Security Rules; and

WHEREAS, Business Associate and Covered Entity wish to comply with the HIPAA Privacy and Security Rules, and Business Associate wishes to honor its obligations as a business associate to Covered Entity.

THEREFORE, in consideration of the Parties' continuing obligations under the Underlying Agreements, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree to the provisions of this Agreement.

Except as otherwise defined herein, any and all capitalized terms in this Agreement shall have the definitions set forth in the HIPAA Privacy and Security Rules. In the event of an inconsistency between the provisions of this Agreement and mandatory provisions of the HIPAA Privacy and Security Rules, as amended, the HIPAA Privacy and Security Rules in effect at the time shall control. Where provisions of this Agreement are different than those mandated by the HIPAA Privacy and Security Rules, but are nonetheless permitted by the HIPAA Privacy and Security Rules, the provisions of this Agreement shall control.

I. PERMITTED USES AND DISCLOSURES BY BUSINESS ASSOCIATE

A. Business Associate may use or disclose Protected Health Information to perform functions, activities, or services for, or on behalf of, Covered Entity as specified in the Underlying Agreements, provided that such use or disclosure would not violate the HIPAA Privacy and Security Rules if done by Covered Entity.

B. Business Associate may use Protected Health Information in its possession for its proper management and administration and to fulfill any present or future legal responsibilities of Business Associate, provided that such uses are permitted under state and federal confidentiality laws.

C. Business Associate may disclose Protected Health Information in its possession to third parties for the purposes of its proper management and administration or to fulfill any present or future legal responsibilities of Business Associate, provided that:

1. the disclosures are required by law; or

2. Business Associate obtains reasonable assurances from the third parties to whom the Protected Health Information is disclosed that the information will remain confidential and be used or further disclosed only as required by law or for the purpose for which it was disclosed to the third party and that such third parties will notify Business Associate of any instances of which they are aware in which the confidentiality of the information has been breached.

D. Until such time as the Secretary issues regulations pursuant to the HITECH Act specifying what constitutes "minimum necessary" for purposes of the HIPAA Privacy and Security Rules, Business Associate shall, to the extent practicable, access, use, and request only Protected Health Information that is contained in a limited data set (as defined in 45 C.F.R. § 164.514(e)(2)), unless Business Associate requires certain direct identifiers in order to accomplish the intended purpose of the access, use, or request, in which event Business Associate may access, use, or request only the minimum necessary amount of Protected Health Information to accomplish the intended purpose of the access, use, or request. The Parties shall collaborate in determining what quantum of information constitutes the "minimum necessary" amount for Business Associate to accomplish its intended purposes.

II. OBLIGATIONS AND ACTIVITIES OF BUSINESS ASSOCIATE

A. Business Associate agrees not to use or further disclose Protected Health Information other than as permitted or required by this Agreement or the Underlying Agreements or as required by law.

1. Business Associate agrees to use appropriate safeguards and to comply, where applicable, with 45 C.F.R. Part 164, Subpart C with respect to Electronic Protected Health Information, to prevent use or disclosure of Protected Health Information other than as provided for by this Agreement.

Specifically, Business Associate will:

2. implement the administrative, physical, and technical safeguards set forth in 45 C.F.R. §§ 164.308, 164.310, and 164.312 that reasonably and appropriately protect the confidentiality, integrity, and availability of any Protected Health Information that it creates, receives, maintains, or transmits on behalf of Covered Entity, and, in accordance with 45 C.F.R. § 164.316, implement and maintain reasonable and appropriate policies and procedures to enable it to comply with the requirements outlined in 45 C.F.R. §§ 164.308, 164.310, and 164.312; and

3. report to Covered Entity any Security Incident that does not rise to the level of a Breach of Unsecured Protected Health Information ("Breach"), and any use or disclosure of Protected Health Information that is not provided for by this Agreement but that does not rise to the level of a Breach, of which Business Associate becomes aware. The report shall be made as soon as practical, and in any event within ten (10) days of Business Associate's discovery of the Security Incident or the impermissible use or disclosure. A Security Incident shall be treated as discovered by Business Associate as of the first day on which such Security Incident is known to Business Associate or, through the exercise of reasonable diligence, would have been known to Business Associate.

B. Business Associate shall require each subcontractor that creates, receives, maintains, or transmits Protected Health Information on its behalf to enter into a business associate agreement containing the same restrictions on access, use, and disclosure of Protected Health Information as those applicable to Business Associate under this Agreement. Furthermore, to the extent that Business Associate provides Electronic Protected Health Information to a subcontractor, Business Associate shall require such subcontractor to comply with all applicable provisions of 45 C.F.R. Part 164, Subpart C.

C. Business Associate agrees to comply with any requests for restrictions on certain disclosures of Protected Health Information to which Covered Entity has agreed in accordance with 45 C.F.R. § 164.522 of which Business Associate has been notified by Covered Entity.

D. If Business Associate maintains a designated record set on behalf of Covered Entity, at the request of Covered Entity and in a reasonable time and manner, Business Associate agrees to make available Protected Health Information required for Covered Entity to respond to an individual's request for access to his or her Protected Health Information in accordance with 45 C.F.R. § 164.524. If Business Associate maintains Protected Health Information in an electronic designated record set, it agrees to make such Protected Health Information available electronically to Covered Entity or, upon Covered Entity's specific request, to the applicable individual or to a person or entity specifically designated by such individual, upon such individual's request.

E. If Business Associate maintains a designated record set on behalf of Covered Entity, at the request of Covered Entity and in a reasonable time and manner, Business Associate agrees to make available Protected Health Information required for amendment by Covered Entity in accordance with the requirements of 45 C.F.R. § 164.526.

F. Business Associate agrees to document any disclosures of Protected Health Information, and to make Protected Health Information available for purposes of accounting of disclosures, as required by 45 C.F.R. § 164.528.

G. If Business Associate is to carry out one or more of Covered Entity's obligations under 45 C.F.R. Part 164, Subpart E, Business Associate shall comply with the requirements of Subpart E that apply to Covered Entity in the performance of such obligation(s).

H. Business Associate agrees that it will make its internal practices, books, and records relating to the use and disclosure of Protected Health Information received from, or created or received by Business Associate on behalf of, Covered Entity, available to the Secretary, in a time and manner designated by the Secretary, to enable the Secretary to determine Business Associate's or Covered Entity's compliance with the HIPAA Privacy and Security Rules. Business Associate also shall cooperate with the Secretary and, upon the Secretary's request, pursuant to 45 C.F.R. § 160.310, shall disclose Protected Health Information to the Secretary to enable the Secretary to investigate and review Business Associate's or Covered Entity's compliance with the HIPAA Privacy and Security Rules.

J. Unless expressly authorized in the Underlying Agreements, Business Associate shall not:

1. use Protected Health Information for marketing or fundraising;
2. use Protected Health Information to create a limited data set or to de-identify the information;
3. use Protected Health Information to provide data aggregation services relating to the health care operations of Covered Entity; or
4. use or disclose Protected Health Information in exchange for remuneration of any kind, whether directly or indirectly, financial or non-financial, other than such remuneration as Business Associate receives from Covered Entity in exchange for Business Associate's provision of the services specified in the Underlying Agreements.

III. BUSINESS ASSOCIATE'S MITIGATION AND BREACH NOTIFICATION OBLIGATIONS

A. Business Associate agrees to mitigate, to the extent practicable, any harmful effect that is known to Business Associate of a use or disclosure of Protected Health Information by Business Associate in violation of the requirements of this Agreement.

B. Following the discovery of a Breach, Business Associate shall notify Covered Entity of such Breach without unreasonable delay and in no case later than ten (10) calendar days after discovery of the Breach, and shall assist in Covered Entity's breach analysis process, including risk

assessment, if requested. A Breach shall be treated as discovered by Business Associate as of the first day on which such Breach is known to Business Associate or, through the exercise of reasonable diligence, would have been known to Business Associate. The Breach notification shall be provided to Covered Entity in the manner specified in 45 C.F.R. § 164.410(c) and shall include the information set forth therein to the extent known. If, following the Breach notification, Business Associate learns additional details about the Breach, Business Associate shall notify Covered Entity promptly as such information becomes available. Covered Entity shall determine whether Business Associate or Covered Entity will be responsible for providing notification of any Breach to affected individuals, the media, the Secretary, and/or any other parties required to be notified under the HIPAA Privacy and Security Rules or other applicable law. If Covered Entity determines that Business Associate will be responsible for providing such notification, Business Associate may not carry out notification until Covered Entity approves the proposed notices in writing.

C. Notwithstanding the provisions of Section III.B., above, if a law enforcement official states to *Business Associate* that notification of a Breach would impede a criminal investigation or cause damage to national security, then:

1. if the statement is in writing and specifies the time for which a delay is required, Business Associate shall delay such notification for the time period specified by the official; or
2. if the statement is made orally, Business Associate shall document the statement, including the identity of the official making it, and delay such notification for no longer than thirty (30) days from the date of the oral statement unless the official submits a written statement during that time.

Following the period of time specified by the official, Business Associate shall promptly deliver a copy of the official's statement to Covered Entity.

D. Business Associate shall bear all of Covered Entity's costs of any Breach and resultant notifications, if applicable, when the Breach arises from Business Associate's negligence, willful misconduct, violation of law, violation of the Underlying Agreements, or violation of this Agreement.

IV. OBLIGATIONS OF COVERED ENTITY

A. Upon request of Business Associate, Covered Entity shall provide Business Associate with the notice of privacy practices that Covered Entity produces in accordance with 45 C.F.R. § 164.520.

B. Covered Entity shall provide Business Associate with any changes in, or revocation of, permission by an individual to use or disclose Protected Health Information, if such changes could reasonably be expected to affect Business Associate's permitted or required uses and disclosures.

C. Covered Entity shall notify Business Associate of any restriction on the use or disclosure of Protected Health Information to which Covered Entity has agreed in accordance with 45 C.F.R. § 164.522, and Covered Entity shall inform Business Associate of the termination of any such restriction, and the effect that such termination shall have, if any, upon Business Associate's use and disclosure of such Protected Health Information.

V. TERM AND TERMINATION

A. Term. The Term of this Agreement shall be effective as of the date first written above, and shall terminate upon later of the following events: (i) in accordance with Section V.C., when all of the Protected Health Information provided by Covered Entity to Business Associate or created or received by Business Associate on behalf of Covered Entity is returned to Covered Entity or destroyed (and a certificate of destruction is provided) or, if such return or destruction is infeasible, when protections are extended to such information; or (ii) upon the expiration or termination of the last of the Underlying Agreements.

B. Termination. Upon either Party's knowledge of a material breach by the other Party of its obligations under this Agreement, the non-breaching Party shall, within twenty (20) days of that determination, notify the breaching Party, and the breaching Party shall have thirty (30) days from receipt of that notice to cure the breach or end the violation. If the breaching Party fails to take reasonable steps to effect such a cure within such time period, the non-breaching Party may terminate this Agreement and the Underlying Agreements without penalty.

Where either Party has knowledge of a material breach by the other Party and determines that cure is infeasible, prior notice of the breach is not required, and the non-breaching Party shall terminate the portion of the Underlying Agreements affected by the breach without penalty.

C. Effect of Termination.

1. Except as provided in paragraph 2 of this subsection C., upon termination of this Agreement, the Underlying Agreements or upon request of Covered Entity, whichever occurs first, Business Associate shall return or destroy all Protected Health Information received from Covered Entity, or created or received by Business Associate on behalf of Covered Entity. This provision shall apply to Protected Health Information that is in the possession of subcontractors of Business Associate. Neither Business Associate nor its subcontractors shall retain copies of the Protected Health Information except as required by law.

2. In the event that Business Associate determines that returning or destroying the Protected Health Information is infeasible, Business Associate shall provide within ten (10) days to Covered Entity notification of the conditions that make return or destruction infeasible. Upon mutual agreement of the Parties that return or destruction of Protected Health Information is infeasible, Business Associate, and its applicable subcontractors, shall extend the protections of this Agreement to such Protected Health Information and limit further uses and disclosures of such Protected Health Information to those purposes that make the return or destruction infeasible, for so long as Business Associate and its applicable subcontractors maintain such Protected Health Information.

VI. MISCELLANEOUS

A. Indemnification. Each Party shall indemnify and hold the other harmless from and against all claims, liabilities, judgments, fines, assessments, penalties, awards, or other expenses, of any kind or nature whatsoever, including, without limitations, attorneys' fees, expert witness fees, and costs of investigation, litigation or dispute resolution, relating to or arising out of any breach of this Agreement, or any Breach, by that Party or its subcontractors or agents.

B. No Rights in Third Parties. Except as expressly stated herein or in the HIPAA Privacy and Security Rules, the Parties to this Agreement do not intend to create any rights in any third parties.

C. Survival. The obligations of Business Associate under Section V.C. of this Agreement shall survive the expiration, termination, or cancellation of this Agreement, the Underlying Agreements, and/or the business relationship of the Parties, and shall continue to bind Business Associate, its agents, employees, contractors, successors, and assigns as set forth herein. Furthermore, the Parties' indemnification obligations pursuant to Section VI.A. of this Agreement shall survive the expiration, termination, or cancellation of this Agreement, the Underlying Agreements, and/or the business relationship of the Parties, and shall continue to bind the Parties, their agents, employees, contractors, successors, and assigns as set forth herein.

D. Amendment. The Parties agree that this Agreement will be amended automatically to conform to any changes in the HIPAA Privacy and Security Rules as are necessary for each of them to comply with the current requirements of the HIPAA Privacy and Security Rules and the Health Insurance Portability and Accountability Act, unless a particular statutory or regulatory provision requires that the terms of this Agreement be amended to reflect any such change. In those instances

where an amendment to this Agreement is required by law, the Parties shall negotiate in good *faith* to amend *the* terms of *this* Agreement within sixty (60) days of the effective date of the law or final rule requiring the amendment. If, following such period of good faith negotiations, the Parties cannot agree upon an amendment to implement the requirements of said law or final rule, then either Party may terminate this Agreement and the Underlying Agreements upon ten (10) days written notice to the other Party. Except as provided above, this Agreement may be amended or modified only in a writing signed by the Parties.

E. Assignment. Neither Party may assign its respective rights and obligations under this Agreement without the prior written consent of the other Party.

F. Independent Contractor. None of the provisions of this Agreement are intended to create, nor will they be deemed to create, any relationship between the Parties other than that of independent parties contracting with each other solely for the purposes of effecting the provisions of this Agreement and any other agreements between the Parties evidencing their business relationship. Nothing in this Agreement creates or is intended to create an agency relationship.

G. Governing Law. To the extent this Agreement is not governed exclusively by the HIPAA Privacy and Security Rules or other provisions of federal statutory or regulatory law, it will be governed by and construed in accordance with the laws of the state in which Covered Entity has its principal place of business.

H. No Waiver. No change, waiver, or discharge of any liability or obligation hereunder on any one or more occasions shall be deemed a waiver of performance of any continuing or other obligation, or shall prohibit enforcement of any obligation, on any other occasion.

I. Interpretation. Any ambiguity of this Agreement shall be resolved in favor of a meaning that permits Covered Entity and Business Associate to comply with the HIPAA Privacy and Security Rules.

J. Severability. In the event that any provision of this Agreement is held by a court of competent jurisdiction to be invalid or unenforceable, the remainder of the provisions of this Agreement will remain in full force and effect.

K. Notice. Any notification required in this Agreement shall be made in writing to the representative of the other Party who signed this Agreement or the person currently serving in that representative's position with the other Party.

L. Certain Provisions Not Effective in Certain Circumstances. The provisions of this Agreement relating to the HIPAA Security Rule shall not apply to Business Associate if Business Associate does not receive, create, maintain, or transmit any Electronic Protected Health Information from or on behalf of Covered Entity.

M. Entire Agreement. This Agreement constitutes the entire understanding of the Parties with respect to the subject matter hereof and supersedes all prior agreements, oral or written. In the event of any inconsistency between this Agreement and any other agreement between the Parties concerning the use and disclosure of Protected Health Information and the Parties' obligations with respect thereto, the terms of this Agreement shall control.

N. Counterparts. This Agreement may be executed in one or more counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same Agreement.

IN WITNESS WHEREOF, the Parties have executed this Agreement as of the day and year written above.

Covered Entity:

Business Associate:

(Client)

By: _____

Print: _____

Title: _____

Date: _____

Record Storage Systems

By: _____

Print: _____

Title: _____

Date: _____

Attachment #6

Training Plan



TRAINING PLAN

City of Charlotte
RFP# 269-2019-090

Record Storage Systems offers training and resources to ensure client success and satisfaction regarding all products and services. Below is a detailed training plan as referenced in Section 3.8 of RFP# 269-2019-090.

3.8 Training Plan

Overview

We consider client training to be a significant part of any project and as such, our employees will be available to train City personnel on an as-needed basis. Training will be administered by the following Record Storage Systems employees:

- Ken Vaughan, Sr. Account Executive, will oversee client onboarding, account setup, and overall training. Ken will train City staff on account setup, New Box Input forms, and client web access. He will be available to review all policies and procedures and will show City staff best practices for optimizing Record Storage Systems services.
- Lisa Miller, Office Manager, specializes in client onboarding best practices and client web portal training. Lisa will be available for web portal training that will include how to use the web for inventory management, record requests and retrievals, destruction requests, reporting, and more.
- Raymond Greenlees, IT and Imaging Manager, specializes in document scanning best practices and electronic document management software training. Raymond is a Certified FileBound Engineer and will be available for software training for City staff and will aid with client onboarding procedures to communicate best practices for setting up new document scanning projects.



3.8.1. Outline all subjects necessary to train City staff to fully understand and utilize the Services, and to train the designated “trainers” to effectively train other City personnel to fully understand and utilize the Deliverables and Services.

Record Storage Systems takes a consultative approach to all services and solutions. As such, we will work with City staff to ensure they understand all processes and will recommend the best options based on the City’s need for a particular project. We offer standard training as part of our client onboarding process to increase efficiency and accuracy – so we can guarantee satisfaction and results.

Document Storage services: Record Storage Systems will train City staff on best practices regarding the following subjects: barcoding storage boxes, barcoding per department, security access, how storage boxes should be packed, how to complete new box input forms, and how to successfully prepare boxes for storage. Furthermore, we will train on an as-needed basis regarding best practices for file or box retrievals and detail indexing. Training documents and materials are available online via the client web portal 24/7/365.

Document Scanning services: Record Storage Systems will train City staff on best practices regarding the following subjects: scanning project timelines and process, new box input forms for scanning, and best practices for data transmission. Training documents and materials are available online via the client web portal 24/7/365.

Electronic document management software: Record Storage Systems will train City staff on best practices regarding the following subjects: electronic document storage and retrieval, and how to access, print, and email scanned records from within the software.

Client web portal access: Record Storage Systems will train City staff on best practices regarding the following subjects: all client web portal capabilities including search and retrievals, pickup requests, scan on demand requests, shred bin service, inventory control and destruction,



reporting and tracking. Documentation and How-To Guides are available through the portal 24/7/365.

3.8.2. Provide operator/end user training and comprehensive “train the trainer” training for the numbers of City designated personnel.

Record Storage Systems will provide in-person training and make online resources available for City staff who are responsible for training other team members.

3.8.3. Training shall be available online and 24/7/365.

Record Storage Systems will agree to provide training materials online 24/7/365. In addition to training materials related to the client web portal and software, we also provide a Customer Care Guide (Attachment #5) that offers a comprehensive overview for every service addressed in this RFP.

3.8.4. Include a written description of the training that will be conducted, and the total number of hours required for each person to be trained.

As an introduction to our company and services, Record Storage Systems will provide onsite training via “Lunch and Learn” format for City staff.

We usually allot two hours for a lunch and learn – including any questions, although we typically find that training can be completed in under the two-hour timeframe. Training includes all information listed in Section 3.8.1.





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