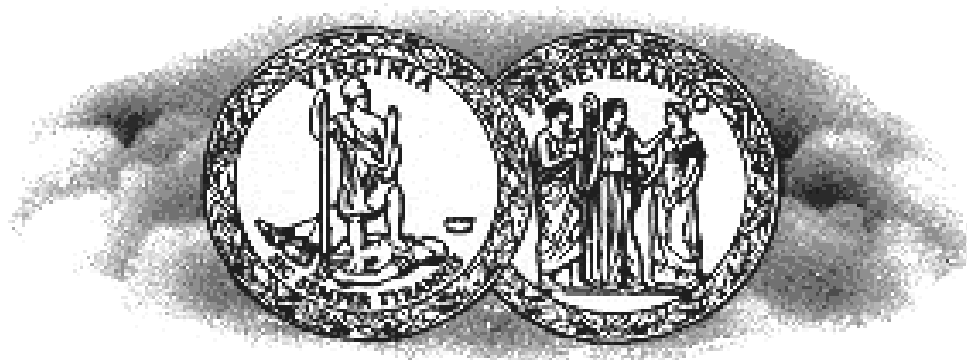


COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

Request For Proposals #SCC-12-020-SCC

**Commission 2.0:**

**Business Process Improvement and Core System Replacement**



VIRGINIA STATE CORPORATION COMMISSION  
TYLER BUILDING  
PO BOX 1197  
RICHMOND, VIRGINIA 23218-1197

**Issue Date: August 14, 2012**

**Sealed Proposals Shall be Received Until 2:00 PM November 2, 2012**

Note: This public body does not discriminate against faith-based organizations in accordance with the Code of Virginia §2.2-4343.1 or against a bidder or Offeror because of race, religion, color, sex, national origin, age, disability, or any other basis prohibited by state law relating to discrimination in employment.

## REQUEST FOR PROPOSALS

Issue Date: August 14, 2012 RFP #SCC-12-020-SCC

Title: Business Process Improvement and Core System Replacement

Commodity Code: 91800, 91806, 91812, 91821, 91828, 91829, 91832, 91836, 91844, 91846, 91858, 91871, 91875, 91883, 91888, 91890, 92000, 92003, 92004, 92024, 92027, 92030, 92034, 92038, 92039, 92040, 92064, 95882, 20811, 20836, 20846, 20853, 20861, 20880

Issuing Agency: COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION  
COMMISSION COMPTROLLER'S OFFICE PROCUREMENT  
1300 E. MAIN STREET  
RICHMOND, VIRGINIA 23219

Location: Tyler Building at 1300 E. Main Street

Period of Contract: From Date of Award through Contract Performance (determined by negotiations and awarded contract)

Sealed Proposals Will Be Received Until 2:00 p.m., November 2, 2012 For Furnishing the Services Described Herein.

All Inquiries for Information Should Be in Writing and Directed To: Ann Sells, State Corporation Commission, Phone: (804) 371-2123, fax: (804) 371-9836, or email: ann.sells@scc.virginia.gov

|   |  |
|---|--|
| <p>IF PROPOSALS ARE MAILED, SEND TO:</p> <p>Ann Sells<br/>State Corporation Commission<br/>Office of Commission Comptroller<br/>Procurement<br/>PO Box 1197<br/>Richmond, VA 23218-1197</p> | <p>IF PROPOSALS ARE HAND DELIVERED,<br/>DELIVER DIRECTLY TO:</p> <p>Ann Sells<br/>State Corporation Commission<br/>Office of Commission Comptroller<br/>Procurement<br/>Tyler Bldg., 1300 E. Main St., 7<sup>th</sup> Floor<br/>Richmond, VA 23219</p> |
|---|--|

In Compliance With This Request For Proposals And To All The Conditions Imposed Therein And Hereby Incorporated By Reference, The Undersigned Offers and Agrees to Furnish the Goods/Services In Accordance With The Attached Signed Proposal Or As Mutually Agreed Upon By Subsequent Negotiation.

|                             |           |        |                    |
|-----------------------------|-----------|--------|--------------------|
| Name And Address Of Firm:   |           | Date:  |                    |
|                             |           | By:    |                    |
|                             |           |        | (signature in ink) |
| Zip code: _____             |           | Name:  |                    |
| eVA Vendor ID<br>or DUNS #: |           |        | (please print)     |
| Telephone Number:           | ( ) _____ | Title: |                    |
| FAX No.:                    | ( ) _____ | Email: |                    |

## Table of Contents

|             |  |           |
|-------------|--|-----------|
| <b>I.</b>   | <b>PURPOSE</b>                                       | <b>9</b>  |
| <b>II.</b>  | <b>PROPOSAL INQUIRIES/POINT OF CONTACT</b>           | <b>9</b>  |
| <b>III.</b> | <b>GLOSSARY OF TERMS</b>                             | <b>9</b>  |
| <b>IV.</b>  | <b>BACKGROUND</b>                                    | <b>11</b> |
|             | A. Mission   | 11        |
|             | B. Vision  | 11        |
|             | C. Guiding Principles                                | 11        |
|             | D. Organizational Structure                          | 11        |
|             | 1. Commissioners and Staff                           | 12        |
|             | 2. Bureau of Financial Institutions                  | 12        |
|             | 3. Bureau of Insurance                               | 13        |
|             | 4. Securities and Retail Franchising                 | 13        |
|             | 5. Office of the Clerk of the Commission             | 13        |
|             | 6. Public Service Taxation                           | 13        |
|             | 7. Communications                                    | 14        |
|             | 8. Energy Regulation                                 | 14        |
|             | 9. Utility Accounting & Finance                      | 14        |
|             | 10. Utility and Railroad Safety                      | 14        |
|             | 11. Chief Administrative Officer                     | 14        |
|             | 12. Human Resources                                  | 14        |
|             | 13. Information Resources Division                   | 15        |
|             | 14. Information Technology Division                  | 15        |
|             | 15. Office of Commission Comptroller                 | 15        |
|             | 16. Office of Internal Audit                         | 15        |
|             | 17. Office of Information Security                   | 16        |
|             | 18. Business Continuity / Disaster Recovery          | 16        |
|             | 19. Office of General Counsel                        | 16        |
|             | 20. Office of Hearing Examiners                      | 16        |
|             | 21. Counsel to the Commission                        | 17        |
| <b>V.</b>   | <b>STATEMENT OF NEEDS</b>                            | <b>18</b> |
|             | A. Business Process Improvement                      | 20        |
|             | 1. Processes Analysis                                | 20        |
|             | 2. Data Availability                                 | 21        |
|             | 3. Document Management                               | 22        |
|             | 4. Business Process Project Boundaries               | 23        |
|             | 5. Business Process Improvement Project Requirements | 25        |

|                    |   |            |
|--------------------|---|------------|
| B.                 | CIS Replacement   | 27         |
| 1.                 | Definition of CIS Replacement                           | 27         |
| 2.                 | System Overview   | 27         |
| 3.                 | System Challenges and Risks                             | 27         |
| 4.                 | CIS Replacement Objectives                              | 28         |
| 5.                 | CIS Replacement Requirements Overview                   | 28         |
| 6.                 | CIS Imaging and Workflow Requirements                   | 30         |
| 7.                 | CIS Data Management Requirements                        | 36         |
| 8.                 | CIS Component Requirements                              | 39         |
| 9.                 | CIS Project Process Requirements                        | 83         |
| C.                 | Other Needs   | 88         |
| 1.                 | Project Management                                      | 88         |
| 2.                 | Quality Management                                      | 89         |
| 3.                 | Implementation Management                               | 90         |
| 4.                 | Change Management                                       | 91         |
| 5.                 | Security Requirements                                   | 94         |
| 6.                 | Technical Requirements                                  | 96         |
| <b>VI.</b>         | <b>PROPOSAL PREPARATION AND SUBMISSION INSTRUCTIONS</b> | <b>100</b> |
| A.                 | General Requirements                                    | 100        |
| 1.                 | RFP Response  | 100        |
| 2.                 | Proposal Preparation                                    | 100        |
| 3.                 | Oral Presentation/ Site Visits                          | 101        |
| B.                 | Specific Proposal Instructions                          | 102        |
| 1.                 | Solution Response                                       | 102        |
| 2.                 | Additional Responses                                    | 102        |
| 3.                 | Pricing Proposal  | 102        |
| C.                 | Specific Proposal Format/Organization/Identification    | 103        |
| 1.                 | Proposal Format   | 103        |
| 2.                 | Proposal Organization                                   | 103        |
| 3.                 | Identification of Proposal Envelopes                    | 103        |
| <b>VII.</b>        | <b>EVALUATION AND AWARD CRITERIA</b>                    | <b>105</b> |
| A.                 | Evaluation Criteria                                     | 105        |
| B.                 | Award of Contract                                       | 105        |
| <b>VIII.</b>       | <b>REPORTING AND DELIVERY INSTRUCTIONS</b>              | <b>106</b> |
| <b>IX.</b>         | <b>TENTATIVE SCHEDULE OF EVENTS</b>                     | <b>106</b> |
| <b>X.</b>          | <b>PRE-PROPOSAL CONFERENCE</b>                          | <b>107</b> |
| <b>XI.</b>         | <b>GENERAL TERMS AND CONDITIONS</b>                     | <b>108</b> |
| <b>XII.</b>        | <b>SPECIAL TERMS AND CONDITIONS</b>                     | <b>115</b> |
| <b>XIII.</b>       | <b>METHOD OF PAYMENT</b>                                | <b>122</b> |
| <b>XIV.</b>        | <b>APPENDICES</b>                                       | <b>123</b> |
| <b>APPENDIX A.</b> | <b>SMALL, WOMEN-OWNED AND MINORITY-OWNED BUSINESSES</b> | <b>124</b> |
| <b>APPENDIX B.</b> | <b>OFFEROR DATA SHEET</b>                               | <b>127</b> |
| <b>APPENDIX C.</b> | <b>W-9/REQUEST FOR TAXPAYER ID AND CERTIFICATION</b>    | <b>130</b> |
| <b>APPENDIX D.</b> | <b>STATE CORPORATION COMMISSION FORM</b>                | <b>134</b> |
| <b>APPENDIX E.</b> | <b>HARDWARE AND SOFTWARE DETAIL TEMPLATE</b>            | <b>135</b> |

|  |            |
|--|------------|
| <b>APPENDIX F. ASSUMPTIONS WORKSHEET</b>                                 | <b>136</b> |
| <b>APPENDIX G. STANDARD CONTRACT</b>                                     | <b>137</b> |
| <b>APPENDIX H. DIRECTIONS TO THE TYLER BUILDING</b>                      | <b>138</b> |
| <b>APPENDIX I. PROJECT REQUIREMENTS ACKNOWLEDGEMENT AND TRACEABILITY</b> | <b>139</b> |
| <b>APPENDIX J. SCC BUSINESS FUNCTIONS CHART</b>                          | <b>186</b> |
| <b>APPENDIX K. CIS MAINFRAME: TECHNICAL INFORMATION</b>                  | <b>187</b> |
| <b>APPENDIX L. SCC EFILE</b>   | <b>192</b> |
| 1. eFile Overview  | 192        |
| 2. eFile Functions   | 192        |
| a. Account Management  | 192        |
| b. Business Entity Search  | 192        |
| c. Check Name Distinguishability   | 192        |
| d. Certificate Verification  | 192        |
| e. My Favorites  | 192        |
| f. New Business Formation  | 193        |
| g. Existing Business Entity Filings                                      | 193        |
| h. UCC Financing Statements  | 193        |
| 3. eFile Filing Process  | 194        |
| a. Enter Filing Data   | 194        |
| b. Preview Filing Data   | 194        |
| c. Sign and Submit Filing Data   | 194        |
| d. Receive Confirmation of Filing  | 194        |
| e. Interface to CIS via ApplinX  | 194        |
| f. Interface to Kofax  | 194        |
| 4. eFile PDF Document Submission Process                                 | 195        |
| a. Virginia stock and nonstock Corporation PDF documents                 | 195        |
| b. Virginia Limited Liability Company PDF documents                      | 195        |
| c. UCC financing statement PDF documents                                 | 195        |
| d. UCC financing statement amendment PDF documents                       | 195        |
| 5. eFile Payment Process   | 195        |
| a. Review Balance Due  | 196        |
| b. Enter Payment Information   | 196        |
| c. Receive Confirmation of Payment                                       | 196        |
| d. Interface with CIS via ApplinX  | 196        |
| 6. eFile Administrative Functions  | 196        |
| 7. eFile Technical Overview  | 197        |
| 8. eFile Technical Architecture and System Interactions                  | 197        |
| <b>APPENDIX M. APPROVED TECHNOLOGIES</b>                                 | <b>200</b> |
| <b>APPENDIX N. SCC NETWORK INFRASTRUCTURE SUMMARY</b>                    | <b>201</b> |
| <b>APPENDIX O. CLERK'S OFFICE BUSINESS ENTITY FILINGS BY ENTITY TYPE</b> | <b>203</b> |

## LIST OF TABLES

|  |    |
|--|----|
| Table 1: Divisions of Virginia State Corporation Commission.....                                 | 12 |
| Table 2: Business Process Improvement Project Requirements.....                                  | 26 |
| Table 3: CIS System Challenges and Risks.....  | 28 |
| Table 4: CIS Replacement Requirements Directory .....  | 29 |
| Table 5: CIS Imaging and Workflow Requirements – Correspondence and Forms Requirements .....     | 33 |
| Table 6: CIS Imaging and Workflow Requirements - Metadata Requirements .....                     | 33 |
| Table 7: CIS Imaging and Workflow Requirements – Microfilm and Imaged Records Requirements ..... | 35 |
| Table 8: CIS Imaging and Workflow Requirements - Workflow Requirements .....                     | 36 |
| Table 9: CIS Data Management - Data Availability Requirements .....                              | 37 |
| Table 10: CIS Data Management - Reporting Requirements .....                                     | 37 |
| Table 11: Consumers of CIS Public Data.....  | 37 |
| Table 12: CIS Data Management - Data Access Requirements .....                                   | 38 |
| Table 13: CIS Data Management - Data Purge Requirements .....                                    | 38 |
| Table 14: CIS Required Components Outline .....  | 39 |
| Table 15: Clerk's Office Customer Definition.....  | 40 |
| Table 16: Customer Integration Requirements.....   | 42 |
| Table 17: Customer Data Requirements.....  | 42 |
| Table 18: Customer Input Process Requirements - Document Submission Requirements .....           | 44 |
| Table 19: Customer Input Process Requirements - Information Order Requirements .....             | 45 |
| Table 20: Customer Input Process Requirements - Assessment Payment Requirements.....             | 45 |
| Table 21: Customer Output Process Requirements .....   | 46 |
| Table 22: Customer Related Functionality Requirements .....                                      | 46 |
| Table 23: UCC Integration Requirements .....   | 47 |
| Table 24: UCC Data Requirements .....  | 49 |
| Table 25: UCC Input Process Requirements.....  | 50 |
| Table 26: UCC Output Process Requirements .....  | 51 |
| Table 27: Virginia Administrative Code 5VAC5-30-70-D (UCC & Tax Lien Search).....                | 51 |
| Table 28: UCC: Related Functionality Requirements .....  | 52 |
| Table 29: Current SCC-ID Assignment Scheme.....  | 53 |
| Table 30: Business Entity Integration Requirements .....   | 55 |
| Table 31: Business Entity Filings Accepted via PDF Submission in SCC eFile.....                  | 55 |
| Table 32: Electronic Business Entity Filings via SCC eFile .....                                 | 56 |
| Table 33: Business Entity Data Requirements .....  | 57 |
| Table 34: Registered Agent Qualifications .....  | 58 |
| Table 35: Business Entity Registered Agent Requirements .....                                    | 59 |
| Table 36: Business Entity - Management Requirements.....   | 60 |
| Table 37: Business Entity Input Process Requirements .....                                       | 63 |
| Table 38: Contents of Business Entity Outputs.....   | 63 |
| Table 39: Business Entity Output Process Requirements.....                                       | 64 |
| Table 40: Business Entity Data Support Requirements.....   | 65 |
| Table 41: Business Entity Process Support Requirements .....                                     | 67 |
| Table 42: Business Entity Related Functionality Requirements .....                               | 68 |
| Table 43: Services Offered by Clerk's Office Information Order Processing Sections.....          | 69 |
| Table 44: Information Order - Integration Requirements.....                                      | 71 |
| Table 45: Information Order - Data Requirements.....   | 71 |
| Table 46: Information Order - Input Requirements.....  | 72 |
| Table 47: Information Order - Output Requirements .....  | 73 |
| Table 48: Information Order - Related Functionality Requirements.....                            | 73 |
| Table 49: Types of Payments by Method of Process .....   | 74 |
| Table 50: Fiscal - Integration Requirements .....  | 75 |
| Table 51: Fiscal - Data Requirements .....   | 76 |
| Table 52: Fiscal - Input Requirements .....  | 77 |
| Table 53: Fiscal - Output Requirements.....  | 78 |
| Table 54: Fiscal - Related Functionality Requirements .....                                      | 79 |
| Table 55: Service of Process - Integration Requirements .....                                    | 80 |
| Table 56: Service of Process - Data Requirements .....   | 81 |
| Table 57: Service of Process - Input Requirements.....   | 81 |

|  |     |
|--|-----|
| Table 58: Service of Process - Output Requirements.....  | 82  |
| Table 59: Service of Process - Related Functionality Requirements.....                             | 82  |
| Table 60: Current CIS Components and their Representation in the New Solution.....                 | 83  |
| Table 61: CIS Migration Requirements .....   | 86  |
| Table 62: eFile Account Integration Requirements.....  | 86  |
| Table 63: CIS Document Analysis Requirements.....  | 86  |
| Table 64: CIS Process Improvement Requirements.....  | 87  |
| Table 65: Requirements Related to eFile Integration.....   | 87  |
| Table 66: eFile Requirements Providing Exemption to Requirements Related to eFile Integration..... | 87  |
| Table 67: Project Management - Project Requirements .....  | 88  |
| Table 68: Quality Management - Project Requirements .....  | 90  |
| Table 69: Implementation Management - Project Requirements .....                                   | 91  |
| Table 70: Listing of Project Turnover Documentation.....   | 92  |
| Table 71: Change Management Requirements.....  | 94  |
| Table 72: Security Requirements .....  | 96  |
| Table 73: Technical Requirements.....  | 99  |
| Table 74: CIS Mainframe Interface Diagram Descriptions.....  | 190 |
| Table 75: CIS Mainframe Technical Specifications.....  | 191 |
| Table 76: SCC eFile Administrative Functions.....  | 197 |
| Table 77: SCC eFile Technical Overview .....   | 197 |

## LIST OF FIGURES

|   |     |
|---|-----|
| Figure 1: Commission 2.0 Program Components.....  | 18  |
| Figure 2: Level of Detail in RFP for Business Process Improvement and CIS Replacement Efforts ..... | 19  |
| Figure 3: Processes Analysis - Challenges and Vision.....   | 21  |
| Figure 4: Data Availability - Challenges and Vision.....  | 22  |
| Figure 5: Document Management - Challenges and Vision.....  | 23  |
| Figure 6: Primary Technical and Business Objectives for CIS Replacement Effort .....                | 28  |
| Figure 7: Correspondence and Forms Defined for Imaging & Workflow Requirements.....                 | 30  |
| Figure 8: CIS Screen to Select Rejection Reason.....  | 31  |
| Figure 9: CIS Screen to Type Open-Ended Text for Rejection Letter .....                             | 31  |
| Figure 10: Sample Rejection Letter.....   | 31  |
| Figure 11: Sample CIS Microfilm History of a Business Entity .....                                  | 34  |
| Figure 12: Clerk's Office Filings by Image Availability .....                                       | 34  |
| Figure 13: Current CIS Components to Include in Customer Component of Solution .....                | 40  |
| Figure 14: Customer Related Components.....   | 41  |
| Figure 15: Proposed Customer Document Submission Process .....                                      | 43  |
| Figure 16: Proposed Customer Information Order Process.....   | 44  |
| Figure 17: Proposed Customer Assessment Payment Process .....                                       | 45  |
| Figure 18: UCC and Tax Lien Related Components.....   | 47  |
| Figure 19: UCC Filing Methods via SCC eFile .....   | 48  |
| Figure 20: UCC Input Process.....   | 49  |
| Figure 21: Current CIS Components to Include in Business Entity Component of Solution.....          | 53  |
| Figure 22: Business Entity Related Components .....   | 54  |
| Figure 23: Business Entity Filing Methods via SCC eFile.....  | 55  |
| Figure 24: Examples of Histories Maintained in CIS for Corporations .....                           | 60  |
| Figure 25: An Example of Share History in CIS.....  | 61  |
| Figure 26: Business Entity Outputs.....   | 63  |
| Figure 27: Kofax Email Evidence Return Process .....  | 64  |
| Figure 28: Information Order Process and Desired Areas for Improvement.....                         | 69  |
| Figure 29: Information Order Customer Request Process.....  | 70  |
| Figure 30: Information Order Related Components.....  | 70  |
| Figure 31: Output Generated by CIS and Staff .....  | 72  |
| Figure 32: Fiscal (Payment) Related Components .....  | 74  |
| Figure 33: Current Fiscal Deposit Process .....   | 77  |
| Figure 34: Service of Process Related Components.....   | 80  |
| Figure 35: CIS Mainframe Interface Diagram .....  | 187 |
| Figure 36: SCC eFile Interface Layers .....   | 198 |
| Figure 37: eFile Interface Diagram .....  | 199 |
| Figure 38: Approved Development Technology List.....  | 200 |



## I. PURPOSE

The purpose of this Request for Proposals (RFP) issued by the State Corporation Commission (SCC) is to solicit sealed proposals from qualified sources to establish a contract through competitive negotiation for purposes of improving and standardizing SCC business processes and replacing a mission critical mainframe system (Clerk's Information System), as set forth in Section V. Statement of Needs.

## II. PROPOSAL INQUIRIES/POINT OF CONTACT

All inquiries concerning this RFP must be in writing, submitted either by email, or US mail, and must be addressed to the single-point-of-contact (SPOC) indicated below, citing the RFP title, RFP number, Page, Section, and Paragraph. To ensure timely and adequate consideration of all proposals, potential Offerors are to limit all contact, whether verbal or written, pertaining to this RFP, to the designated SPOC for the duration of the RFP process. Failure to do so will compound the complexity of this procurement program and may jeopardize further consideration of an Offeror's proposal.

SPOC Email:           ann.sells@scc.virginia.gov  
SPOC Tele #:         (804) 371 - 2123

The SCC assumes no liability for assuring accurate/complete email transmission/receipt and will not acknowledge receipt. No verbal responses will be provided.

Inquiries must be received by the SPOC no later than 5:00 PM on October 19, 2012. Questions received later than this date will not be considered properly submitted and will not be answered. The SCC intends to issue a written response via email to properly submitted questions. The SCC may consolidate and/or paraphrase questions for sufficiency and clarity. The SCC may, at its discretion, amend this RFP on its own initiative or in response to issues raised by inquiries, as it deems appropriate.

## III. GLOSSARY OF TERMS

The following terms and definitions apply to this RFP and any resulting contract:

Assessment Payment – Payment of an annual registration fee for a business entity.

CARS – Commonwealth Accounting and Reporting System.

CIS – Clerk's Information System. This is a correspondence and records system used by the Clerk's Office.

Commission – The Virginia State Corporation Commission (see also "SCC").

Contractor – The term "Contractor" refers to the person/firm awarded a contract to provide the goods and services required in this solicitation.

COTS - Commercial off-the-shelf product.

DCN – Document Control Number. Each document and payment received in the Clerk’s Office is stamped with a unique 10-digit DCN. This number is used to identify and connect the document and payment received in CIS.

DMV – Department of Motor Vehicles.

eFile (or SCC eFile) – A web-based application offered by the SCC for online submission to or filing with the Clerk’s Office of certain business entity and UCC documents and payment of associated fees.

FTP – File Transfer Protocol.

LAN – Local Area Network.

NAS – Network Attached Storage.

Offeror – The term “Offeror” refers to a person/firm who makes an offer by submitting a proposal in response to this solicitation.

Provide the ability to – The phrase “provide the ability to” means that the SCC requires that the functionality is available at the time of implementation without further components or customization.

RFP – Request for Proposals.

SCC – The Virginia State Corporation Commission (see also “Commission”).

Shall/Must - As used in this RFP, the terms “must”, “shall”, “should” and “may” identify the criticality of requirements. The terms “must” and “shall” identify requirements that, if not discussed in an Offeror’s proposal, will have a major negative impact on the suitability of the proposed solution.

Should/May – As used in this RFP, the terms “must”, “shall”, “should” and “may” identify the criticality of requirements. The terms “should” and “may” identify highly desirable requirements.

SOSKB – Secretary of State Knowledge Base.

TBD – To Be Determined.

UCC – Uniform Commercial Code.

Until – Up to the time of or before a specified time.

## IV. BACKGROUND

The State Corporation Commission (referred to in this document as “Commission” or “SCC”) is vested with regulatory authority over many business and economic interests in Virginia. These interests are as varied as the SCC's powers, which are delineated by the state constitution and state law. Its authority ranges from setting rates charged by large investor-owned utilities to serving as the central filing agency for corporations in Virginia.

The SCC's structure is unique in that it is organized as a separate department of government with delegated administrative, legislative, and judicial powers. SCC regulatory decisions can only be appealed to the Virginia Supreme Court.

### A. Mission

The State Corporation Commission will strive to apply law and regulation to balance the interests of businesses and citizens in regulating Virginia’s business and economic concerns and work continually to improve the regulatory and administrative processes.

### B. Vision

The Commission strives to be a premier, high-performing agency serving and protecting the citizens of the Commonwealth of Virginia. The Commission will proactively seek opportunities to enhance processes and increase productivity to provide constantly improving and timely public service, including, but not limited to, leveraging efficiencies available through electronic capabilities.

### C. Guiding Principles

The following guiding principles are the fundamental beliefs that guide the operation of the Commission in carrying out its mission. These principles have been adopted by the Commission to facilitate long-term planning:

- *High Performance* – Make performance a benchmark for others to emulate
- *Outward Focus* – Consider impact of administrative decisions on citizens and regulated businesses
- *Staff Productivity* – Provide increased staff productivity
- *Customer Service* – Promote excellent service to Virginians
- *Reduce Burden* – Create more user-friendly processes
- *Information Availability* – Ensure security, accuracy and availability of SCC information

### D. Organizational Structure

The Divisions of the SCC are listed by category in the table below. The categories are intended to organize the Divisions functionally for the purpose of this document. Additional information for each of the Divisions can be found in the corresponding numbered paragraphs that follow.

| Category                            | Division   |
|-------------------------------------|--|
| Commission Leadership               | 1. Commissioners and Staff, including the Chief Administrative Officer(CAS)  |
| Financial Services Divisions        | 2. Bureau of Financial Institutions (BFI)<br>3. Bureau of Insurance (BOI)<br>4. Securities and Retail Franchising (SRF)  |
| Business Entities/UCC               | 5. Office of the Clerk of the Commission (CLK)   |
| Public Utility Regulation Divisions | 6. Public Service Taxation (PST)<br>7. Communications (PUC)<br>8. Energy Regulation (PUE)<br>9. Utility Accounting and Finance (UAF)<br>10. Utility and Railroad Safety (URS)  |
| Administrative Divisions            | 11. Chief Administrative Officer (CAO)<br>12. Human Resources (HR)<br>13. Information Resources Division (IRD)<br>14. Information Technology Division (ITD)<br>15. Office of Commission Comptroller (OCC)<br>16. Office of Internal Audit (OIA)<br>17. Office of Information Security (OIS)<br>18. Business Continuity / Disaster Recovery (BCP) |
| Legal Support                       | 19. Office of General Counsel (OGC)<br>20. Office of Hearing Examiners (OHE)<br>21. Counsel to the Commission (CTC)  |

Table 1: Divisions of Virginia State Corporation Commission

## 1. Commissioners and Staff

The Commissioners and Staff, including the Chief Administrative Officer are dedicated to the leadership and management of the SCC, including oversight of the Commission’s administrative functions. The Commissioners conduct proceedings and make decisions on regulatory, adjudicatory, general policy and rulemaking matters.

## 2. Bureau of Financial Institutions

The Bureau of Financial Institutions (BFI) is involved in consumer protection through administration of state laws regarding depository and non-depository financial institutions. Depository financial institutions are comprised of Virginia-chartered banks and related holding companies, savings institutions and related holding companies, and credit unions. Non-depository institutions consist of trust companies, consumer finance companies, mortgage lenders and brokers, money transmitters, credit counseling agencies, industrial loan associations, payday lenders, motor vehicle title lenders, and check cashers. Each institution is required to obtain a certificate of authority or a license prior to engaging in business with the exception of check cashers who are required to register with BFI. BFI also investigates and responds to consumer complaints. In addition to written complaints, the staff responds to thousands of telephone inquiries annually. BFI also has an outreach program for the purpose of improving the financial literacy of Virginians.

### 3. Bureau of Insurance

The Bureau of Insurance (BOI) licenses, regulates, investigates, and examines insurance companies, agencies, and agents on behalf of the citizens of the Commonwealth of Virginia. BOI examines and investigates title insurance settlement agents and agencies for compliance with the Consumer Real Estate Settlement Protection Act. BOI ensures that citizens of the Commonwealth are provided with access to adequate and reliable insurance protection, that the insurance companies selling policies are financially sound to support payment of claims, that the agents selling company policies are qualified and conduct their business according to statutory and regulatory requirements, as well as acceptable standards of conduct; and that the insurance policies are of high quality, are understandable, and are fairly priced.

BOI also has an Office of the Managed Care Ombudsman. The principal function of the Managed Care Ombudsman is to help Virginia consumers who have health-care insurance provided by a Managed Care Health Insurance Plan (MCHIP), such as a Health Maintenance Organization or Preferred Provider Organization. The Managed Care Ombudsman will promote and protect the interests of covered persons under MCHIPs in the Commonwealth. The Managed Care Ombudsman can assist consumers in understanding and exercising their rights of appeal of adverse decisions made by MCHIPs. In addition, the Managed Care Ombudsman will conduct consumer outreach efforts so that more Virginians are aware of BOI and how the Ombudsman can provide assistance.

### 4. Securities and Retail Franchising

The Division of Securities and Retail Franchising (SRF) is responsible for the regulation of securities, broker-dealers, broker-dealer agents, investment advisers, and their representatives. SRF is also responsible for the registration of franchises and trademarks in Virginia. SRF answers inquiries, provides investor education programs, handles complaints, performs audits, and conducts investigations regarding any violation of the Code of Virginia or misconduct relating to securities and retail franchising.

### 5. Office of the Clerk of the Commission

The Clerk of the Commission is the official custodian of the judicial and administrative records of the Commission. The Office of the Clerk (referred to in this document as “Clerk’s Office”) serves as the central filing office for all Virginia and foreign corporations, limited liability companies, general and limited partnerships, and business trusts that are authorized to transact business in Virginia. The Clerk’s Office also serves as the central filing office in Virginia for the filing and indexing of UCC financing statements and certain federal tax liens. Under certain provisions of the Code of Virginia, the Clerk of the Commission is appointed or deemed to have been appointed the statutory agent of an individual or business entity for the purpose of accepting service of process.

### 6. Public Service Taxation

The Division of Public Service Taxation (PST) is responsible for assessing the property of public service corporations for local taxation. These corporations include electric, gas, telecommunications, and water companies. The goal of PST is to effectively and equitably assess all property and to accurately distribute the assessed values to each city, county, and town in which the property is located. PST is responsible for the assessment of the rolling stock of certain certificated motor vehicle carriers. PST also collects various taxes and fees from the companies it assesses.

## 7. Communications

The Division of Communications (PUC) assists the Commission in oversight of Virginia's telecommunications industry. PUC's responsibilities include fostering a competitive telecommunications market, investigating and working to resolve complaints and inquiries from consumers about communications service, reviewing rates and costs, and enforcing general regulations and service standards.

## 8. Energy Regulation

The Division of Energy Regulation (PUE) assists the Commission in regulating Virginia's investor-owned electric, natural gas, water and sewer utilities, and member-owned electric cooperatives. Its chief function is supporting the Commission in its goal to ensure that Virginia consumers receive high quality utility services at just and reasonable rates.

## 9. Utility Accounting & Finance

The Division of Utility Accounting and Finance (UAF) assists the Commission with accounting and financial information in utility regulatory matters, including rates and services, affiliate transactions, mergers and acquisitions, certificates of public convenience and necessity, alternative regulatory plans, and the restructuring of utility markets.

## 10. Utility and Railroad Safety

The Division of Utility and Railroad Safety (URS) assists the Commission in administering safety programs involving underground utility damage prevention, jurisdictional natural gas and hazardous liquid pipeline facilities, and railroads. The Damage Prevention section investigates all reports of probable violations of the Underground Utility Damage Prevention Act (Damage Prevention Act) and presents its findings and recommendations to the Commission's Damage Prevention Advisory Committee. The Committee makes enforcement recommendations to the Commission. URS provides free training relative to the Damage Prevention Act to stakeholders, conducts public education campaigns, and promotes partnership among various parties to further underground utility damage prevention in Virginia.

The Pipeline Safety section of the division addresses the safe operation of natural gas and hazardous liquid pipeline facilities through inspections of facilities, review of records, investigation of incidents and enforcement. The Railroad Regulation section of the division conducts inspections of railroad facilities, including track and equipment, to ensure safe operation of jurisdictional railroads within Virginia.

## 11. Chief Administrative Officer

The Chief Administrative Officer (CAO) assists the Commissioners in managing the operational and administrative functions of the Commission. The CAO provides guidance to the Commission in developing key operational strategies to optimize business operations and to provide the best level of service to the regulated community and the citizens of Virginia.

## 12. Human Resources

The Division of Human Resources (HR) provides support to the Commission, its employees, and the public in the areas of compensation, benefits, recruitment, retention, diversity, compliance, and

succession planning. HR is also responsible for developing high performance management tools including leadership training and employee development.

### 13. Information Resources Division

The Information Resources Division is the liaison office between the Commission and the General Assembly, Congress, other governmental agencies, and community and industry groups. The Division coordinates public information activities of the Commission, handles inquiries from the news media and the general public, issues Commission news releases, and serves as the Commission's official spokesman.

### 14. Information Technology Division

The Information Technology Division (ITD) provides technology tools, systems, and services that enable the Commission to better fulfill its adjudicatory and administrative responsibilities. To this end, the Division performs four broad functions:

- Technology Leadership aligned with the Commission's goals and guiding principles;
- "As Is" Support, which oversees the day to-day operations of the Commission's current technology environment;
- "To Be" Support, which focuses on development and deployment of new, innovative technology solutions aligned with the Commission's business goals; and
- Technology Administration, which provides budgeting and procurement support for all technology-related products and services and provides training guidance for the use of technology.

### 15. Office of Commission Comptroller

The Office of Commission Comptroller is responsible for the oversight of the Commission's finances. The office prepares and implements the Commission budget, ensures fiscal control of Commission operations, and oversees management of the Tyler Building. The Office of Commission Comptroller is also responsible for all procurement on behalf of the Commission, including development and issuance of Requests for Proposals and Invitations for Bid.

### 16. Office of Internal Audit

The Office of Internal Audit (OIA) serves in an advisory function at the Commission, providing independent and objective assurance and consulting services. The goal of the internal audit program is to help the Commission accomplish its objectives by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of risk management, control, and the governance process. OIA provides this assistance through:

- Independent reviews of financial, operational, and information systems to evaluate whether resources are utilized in accordance with the Commission's mission and goals;
- Special projects in partnership with management to develop systems and processes that are effective and efficient; and

- Education and training for employees regarding the need for and characteristics of appropriate systems control.

#### 17. Office of Information Security

The primary goal of the Office of Information Security (OIS) is to provide information security governance to the Commission through policy guidance, standards and processes that protect the confidentiality, integrity and availability of the information and systems maintained at the Commission. Specifically, the objectives of the OIS division are to:

- Develop, maintain, update and publish the Commission's policies and procedures to protect data consistent with the Commonwealth's Information Technology Security Standard (SEC501-01);
- Continue to make employees aware of the security standards and communicate the value of information security;
- Continue to provide information security training;
- Ensure the Commission information is available, accurate and secure; and
- Safeguard Commission information assets and prevent breaches of personal or sensitive information, whether in computerized or paper format.

#### 18. Business Continuity / Disaster Recovery

The Commission's Business Continuity and Disaster Recovery Plan (BCP) was developed to ensure the continuation of operations in the event of a disaster or other emergency. A BCP Coordinator oversees, monitors, and continually improves the Commission's response to catastrophic events. The BCP consists of two primary components: a Basic Plan, which encompasses the general operations and services of the Commission, and Division-specific Plans, which are more tailored to the unique operational and mission-critical functions performed by each of the Commission's operating units. Combined, the Basic and Division-specific BCP reinforce the capability of the Commission to maintain mission critical functions and provide critical services to the citizens of the Commonwealth and regulated industries during events that significantly affect normal Commission operations.

#### 19. Office of General Counsel

The Office of General Counsel provides legal advice and representation to the Commission and its divisions. It represents the staff in proceedings before the Commissioners or Hearing Examiners, prepares orders at the direction of the Commissioners, prepares appellate pleadings and defends Commission orders on appeal to the Supreme Court of Virginia. Staff attorneys are generally assigned to a particular area of regulatory authority within the Commission and handle cases related to that specialty – be it utility law, corporate law, insurance law, financial institution law, securities law, or human resources law. The division also employs paralegals, an office manager, and other support staff, all of whom contribute to the management of the Commission caseload associated with the utilities, insurance, financial institution, and securities regulation functions of the Commission.

#### 20. Office of Hearing Examiners

The Office of Hearing Examiners, when directed in writing by the Commissioners, conducts hearings on behalf of the Commission. Proceedings are conducted in accordance with the Commission's Rules of Practice and Procedure. At the conclusion of a case, the hearing examiner issues a final report and



recommendation for disposition of the case. The parties to the proceeding are given an opportunity to file written comments or exceptions to the examiner's final report. After consideration of the record, final report, and comments, the Commissioners issue final orders in all cases and may accept, modify, or reject the examiner's recommendations.

#### 21. Counsel to the Commission

The Counsel to the Commission provides advice and legal counsel to the Commissioners.

## V. STATEMENT OF NEEDS

### Overview

The objective of this Business Process Improvement and Core System Replacement effort (Commission 2.0) is to improve and standardize business processes throughout the Commission. The objective includes two overlapping efforts: Business Process Improvement and the Clerk's Information System (CIS) Replacement.

As a result of early analysis conducted on the two efforts, it was determined that both efforts share similar elements such as Process Analysis, Data Availability, and Document Management. The similar elements led the Commission to the decision to combine both efforts into a single project as depicted in Figure 1.

The Commission seeks to form a long-term partnership with a single Contractor to complete this project. The project team will consist of resources from both the SCC and the Contractor, working side-by-side, on-site at the SCC in Richmond, Virginia throughout the duration of the project. A partnership approach to this engagement will help facilitate knowledge transfer and enable effective communication throughout and after the project.

The primary contractor may subcontract a portion(s) of the work; however, the primary contractor shall be responsible for the management of the subcontractor(s) and all work performed and all deliverables provided by the subcontracting entity(ies) to meet the requirements stated in this RFP and in delivering the envisioned solution.

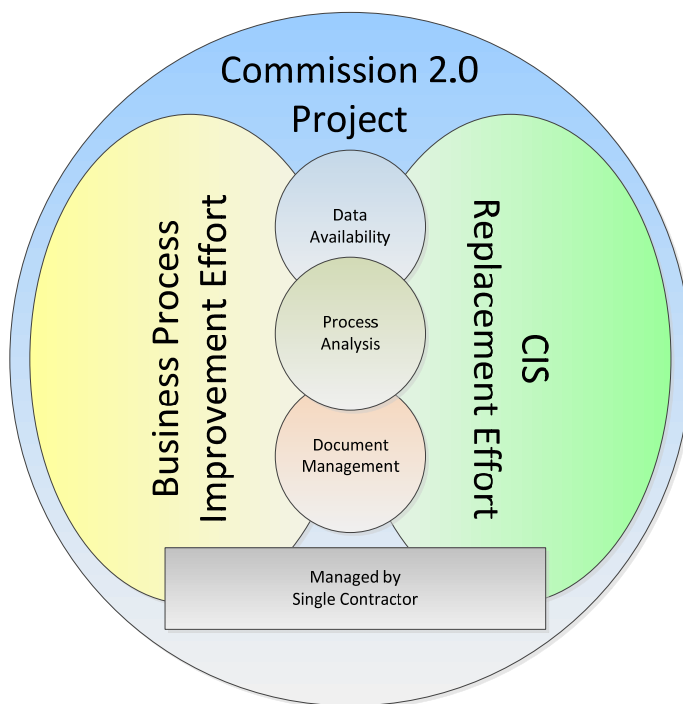


Figure 1: Commission 2.0 Program Components

While both efforts are critically important to the long-term success of the Commission, CIS Replacement carries a high degree of urgency. It is desirable that the CIS Replacement effort be addressed in the earliest phases of the Commission 2.0 Project.

The sections that follow include the requirements for both the Business Process Improvement and CIS Replacement efforts along with other needs required for the successful management and implementation of the various deliverables of the project.

The requirements sections for the Business Process Improvement and the CIS Replacement efforts include a discussion regarding the current challenges, requirements and future vision for each effort. However, the degree of detail written for each effort varies.

The Business Process Improvement effort includes the high-level business requirements, indicating where the Commission needs Contractor assistance in identifying areas of business process improvement. The CIS Replacement effort includes detailed business requirements, as well as the functional and non-functional requirements of the solution. Therefore, there is a greater level of detail in the CIS Replacement section than in the Business Process Improvement section. Figure 2 illustrates the degree of detail that is captured in this RFP for each of the efforts:

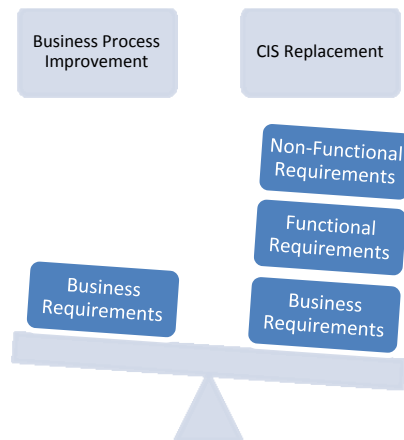


Figure 2: Level of Detail in RFP for Business Process Improvement and CIS Replacement Efforts

This Statement of Needs section consists of three subsections: (A) Business Process Improvement, (B) CIS Replacement and (C) Other Needs. The “Other Needs” subsection will address requirements applicable to both the Business Process Improvement and CIS Replacement efforts, such as project, quality, implementation and change management.

The Statement of Needs section includes narratives that describe the SCC’s current environment and business challenges. These narratives may also contain business requirements within the context of the current SCC business challenges or environment; this enables the Offeror to further understand the business context of the requirements when developing a proposal response to the RFP. These narratives are followed by tables that contain specific requirements the Offeror must address in its proposal response. The requirement tables are numbered and include the word “Requirements” in the table title. To see a list of requirements the Offeror should refer to Appendix I: Project Requirements Acknowledgement and Traceability.

## A. Business Process Improvement

The Business Process Improvement effort directly aligns with the Commission’s vision to “proactively seek opportunities to enhance processes and increase productivity to provide constantly improving and timely public service.” Productivity gains and enhancing customer service remain the primary drivers for the Business Process Improvement effort.

The longevity of service by the Commissioners and staff has been a hallmark of the SCC since the first three Commissioners took the oath of office on March 2, 1903.<sup>1</sup> Embarking on a business process improvement effort is expected to leverage the knowledge and experience of tenured staff while modernizing the operations of the Commission for the purpose of increasing staff efficiency and improving customer service.

Staff experience and knowledge may be more often the source of decision-making than available data. Given the recurring themes of *process analysis*, *data availability* and *document management*, the approach for this effort includes these three themes as the focus areas for the Business Process Improvement effort.

This section describes the challenges and future vision for each of these focus areas followed by a list of requirements:

### 1. Processes Analysis

The Contractor shall document and analyze current SCC business processes and recommend process improvements and implement the changes as mutually agreed upon by the Contractor and the SCC.

A primary challenge may be the lack of documented processes in some areas of the Commission. Highly tenured staff members rely on expertise and experience to manage operations and address issues. There is a critical need for processes and knowledge to be documented. The SCC recognizes the importance of this task and has documented a subset of key processes. The Contractor shall review the existing documentation, validate the content, and ensure that all documented processes adhere to the standard format mutually agreed upon by the SCC and Contractor.

Documenting the business processes will also help the SCC overcome another process challenge: lack of standardized processes. By documenting the processes and storing them in a central repository accessible across the Commission, Divisions can leverage best practices from other Divisions and cross-train staff on similar roles throughout the Commission.

A cursory review of the Commission’s functions reveals several types of similar functions throughout the Commission, but currently no simple means exist to leverage these similarities to improve productivity, to develop and grow employees, and to strengthen customer service relations. See Appendix J for an overview of some of the major (but not all) functions performed in each of the Divisions at the Commission. Functions with the same name cannot be assumed to be performed in the same manner or to have the same meaning. Therefore, the lack of an enterprise-wide terminology is another area of concern discussed further in [Data Availability](#).

A third contributing driver for process analysis at the Commission is its significant number of paper-based processes. Its reliance on paper presents the Commission with disaster recovery risks, storage

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<sup>1</sup> From *SCC 1903-2003: Celebrating a Century of Service to the Commonwealth*:  
<http://www.scc.virginia.gov/comm/cent.pdf>.

and retrieval challenges, and results in processes that are inefficient and prone to human error. The Contractor shall identify processes that can benefit from a document management solution (discussed further in [Document Management](#)), and those that may benefit from more fully-automated online solutions.

Before considering which processes require improvement, consolidation or automation, the Commission requires that the primary processes in each Division be documented by the Contractor to obtain a holistic view of the types of functions that each Division carries out. The Commission expects the Contractor to make recommendations regarding targeted areas for process improvement. Two examples of processes that the Commission is especially interested in improving are presented in the [Business Process Project Boundaries](#) section of this document.

Below is a summary of process-related challenges at the Commission today and the Commission’s vision of future processes at the completion of this effort:

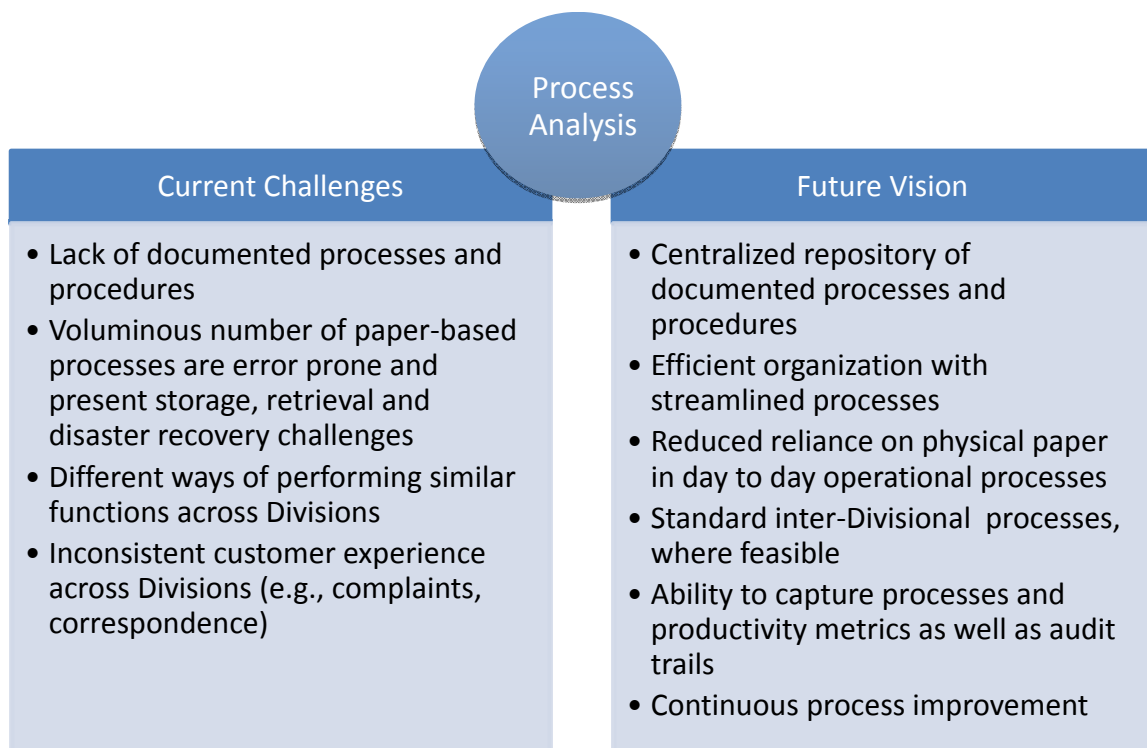


Figure 3: Processes Analysis - Challenges and Vision

## 2. Data Availability

Currently, the SCC does not have full visibility into its data portfolio nor does it maintain a holistic tool that can provide historical, current, and predictive views of data, particularly if the data are stored across different systems. Implementing such a tool or set of tools would provide operational statistics and metrics, executive dashboards, and ad hoc search and reporting, all of which would support the goal of data-driven decision making.

The process analysis for this effort shall include a careful examination regarding the use of certain terminology. As part of this effort, the Contractor shall define the usage of terminology within each Division and provide a classification of similarly-used terms for the purpose of reliable data analysis.

For instance, a Division may use the terms *fine*, *fee*, *assessment* and *penalty* in accordance with the Code of Virginia, even though the terms may carry different meanings from one Division to the next. In this example, the Contractor shall define how each Division uses the terms *fine*, *fee*, *assessment* and *penalty* and might classify each of these terms as *revenue* through the use of an enterprise-wide taxonomy.

Collecting data at the enterprise-level will strengthen risk-based decision making, an important component of the Commission’s future vision. An example of the use of risk-based decision making is the regulation of financial entities. For instance, available data from one type of financial entity may help identify risk factors regarding another type of financial entity regulated by the Commission.

Below is a summary of the data-related challenges at the Commission today and the vision for data availability at the completion of this project:

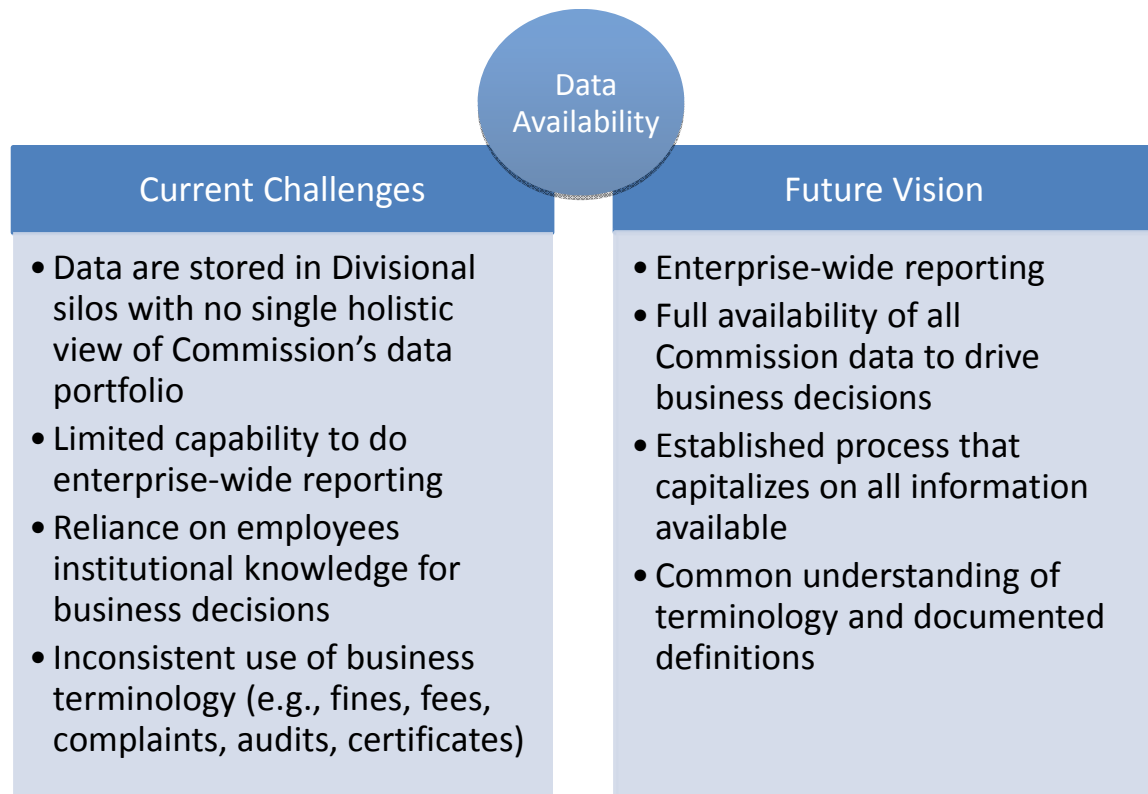


Figure 4: Data Availability - Challenges and Vision

### 3. Document Management

The significant number of paper-based processes at the Commission is a contributing driver for the process analysis effort. Each Division has adopted its own methods of attempting to overcome the challenges of its paper-based processes. Therefore, the Commission lacks a standard enterprise-wide solution for managing paper.

As part of this effort, the Commission requires the Contractor to perform a deep analysis of the current paper-based processes and implement a solution to optimally manage documents and their associated processes. The solution shall include the ability to electronically route work for processing, review and approval, to search for documents, and to integrate with current and/or any newly-introduced systems as a result of this project. The solution shall reduce the data entry needed by Commission

staff and allow the data collected in the various systems to be retrieved for the creation of correspondence and other process activities.

Below is a summary of document management-related challenges at the Commission today and the vision for document management at the completion of this project:

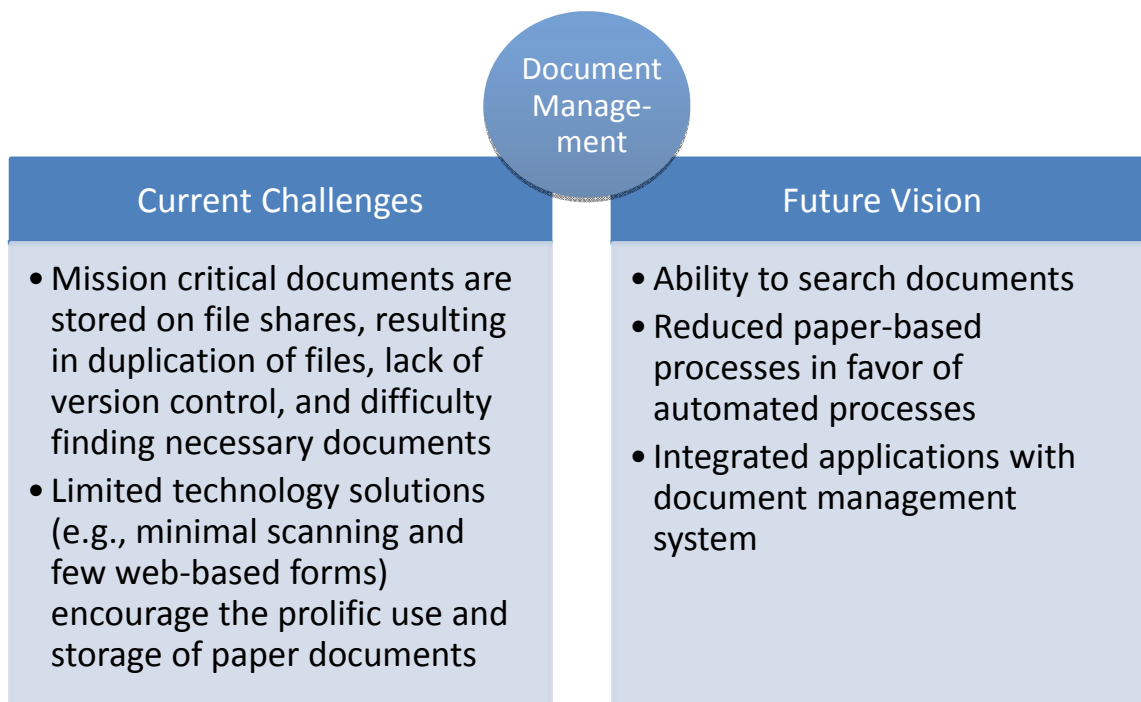


Figure 5: Document Management - Challenges and Vision

#### 4. Business Process Project Boundaries

The Commission requires all processes to be documented by the Contractor as part of this effort so that a full business process repository can be established. The Contractor shall conduct an analysis to identify processes for improvement which will then be submitted to the SCC for approval and prioritization. The Contractor shall be responsible for the implementation of the mutually agreed-upon changes. Two processes that have already been identified for process improvement are *Complaint Handling* and *External Communications*. A brief description of each follows:

##### a. Complaint Handling

The Commission receives complaints from the public regarding services provided by regulated businesses and possible violations committed by Commission-regulated businesses, including utility companies, financial institutions, insurance companies and agents, and securities brokers, agents, and advisors.<sup>2</sup>

<sup>2</sup> In 2011, the Commission received and resolved more than 13,250 complaints involving regulated industries, resulting in more than \$220 million in refunds, credits or restitution to Virginians.

Currently, each Division receives and handles complaints according to its own process. Three Divisions use the commercial software product, HEAT, to collect and track complaints, while other Divisions use their individual internal systems to process complaints.<sup>3</sup>

Some of the challenges associated with the current methods for processing complaints are:

- There is no single place where a query of all customer complaints can be collected.
- In some cases, customers are asked to complete online forms via the SCC website. Once the data is received by internal SCC staff, it is then manually entered into the appropriate system.
- There may not be a standard method for analyzing complaints and related activities for entities that impact more than one Division.

The Contractor shall document the complaint processes for each Division and propose alternative methods for collecting, maintaining, reporting and resolving complaints.

#### b. External Communications

Currently, inbound and outbound external communications are primarily handled via traditional mail, phone calls and faxes. The Contractor shall analyze both inbound and outbound external communications to identify opportunities for process improvement and enhanced customer service.

For example, the SCC believes that there is value in improving the mail process by considering both digitizing inbound mail and to reduce the amount of mail received and generated by the SCC, using web-based and self-serve solutions.

#### c. Other Process Considerations

Complaint Handling and External Communications are only two examples of processes that the SCC requires to be included in this effort. The SCC recognizes that there may be other processes that could benefit from an improvement effort, and the Contractor shall identify such opportunities during the course of the project. The Offeror's pricing proposal shall include an allotment of hours to identify and implement other improvement opportunities mutually agreed upon by the SCC and the Contractor throughout the course of the project. A high-level chart of functions at the SCC can be found in Appendix J.

In order to realize the maximum benefit of a process improvement effort, the introduction of new systems may be necessary. The Offeror shall recommend the appropriate means to accomplish this goal and procure any necessary hardware and software upon approval by the SCC.

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<sup>3</sup> The Division of Communications (PUC), Division of Energy Regulation (PUE) and Information Resources Division (IRD) use HEAT. HEAT is a FrontRange Solutions software product and stands for Helpdesk Expert Automation Tool.



## 5. Business Process Improvement Project Requirements

The Business Process Improvement effort, which includes the data availability analysis and the document management analysis, consists of the following requirements:

| Req # | Title                               | Description   |
|-------|-------------------------------------|---|
| BP-01 | Document Processes                  | The Contractor shall document the current processes for each Division at the Commission in a standard format mutually agreed upon by the SCC and Contractor.  |
| BP-02 | Process Repository                  | The Contractor shall establish a repository for Commission business process documentation.  |
| BP-03 | Business Process Software           | If necessary, the Contractor shall procure software or other technologies for business process documentation.   |
| BP-04 | Standardize Processes               | The Contractor shall provide recommendations regarding which processes could be standardized to meet the project objective and implement agreed-upon changes during contract engagement.  |
| BP-05 | Improved and Automated Processes    | The Contractor shall provide recommendations regarding which processes could be improved and/or which processes could be automated and/or any combination thereof and implement agreed-upon changes during contract engagement. |
| BP-06 | System Support                      | The Contractor shall develop and implement any new system(s) as necessary and agreed-upon to meet the project objectives.   |
| BP-07 | Data Access                         | During contract engagement, the Contractor shall implement a solution with the ability to retrieve data from various sources to support the stated objectives.  |
| BP-08 | Risk-Based Decision Making          | The Contractor shall introduce process and/or system recommendations to support risk-based decision making and implement agreed-upon changes during contract engagement.  |
| BP-09 | System Consolidation Recommendation | The Contractor shall provide recommendations regarding which Commission systems could be consolidated to meet the project objective and implement agreed-upon changes during contract engagement.                               |
| BP-10 | Definition of Terminology           | The Contractor shall define and document terminology used in each Division (for the purpose of reliable data analysis).   |
| BP-11 | Taxonomy                            | The Contractor shall develop a standard taxonomy for the classification of terms to use across the Commission.  |
| BP-12 | Document Analysis                   | The Contractor shall conduct a thorough document analysis, including, but not limited to identifying: metadata, document classifications, file series for grouping purposes, retention schedules and security requirements.     |

| Req # | Title                                  | Description   |
|-------|--|---|
| BP-13 | Document Management Solution           | During contract engagement, the Contractor shall implement a solution to optimally store, organize, search, retrieve and purge documents as well as the ability to apply metadata manually or automatically to content.                                     |
| BP-14 | Document Management System Integration | During contract engagement, the Contractor shall implement a document management solution that integrates with the current and/or any agreed-upon newly-introduced systems as a result of this project.   |
| BP-15 | Electronic Workflow                    | During contract engagement, the Contractor shall implement an agreed-upon solution that includes the ability to electronically route work for processing, review and approval.  |
| BP-16 | Complaint Handling Process             | During contract engagement, the Contractor shall document the complaint processes for each Division and propose and implement agreed-upon improved methods for collecting, maintaining and reporting, and responding to complaints at the Commission-level. |
| BP-17 | External Communications                | The Contractor shall analyze both inbound and outbound external communications to identify opportunities and implement agreed-upon recommendations for process improvement and enhanced customer service.   |
| BP-18 | Software and Hardware Procurement      | The Contractor shall procure any necessary hardware and software upon approval by the SCC to meet the project objectives.   |
| BP-19 | Continuous Improvement                 | The Contractor shall partner with the SCC to continuously look for and implement additional value-add opportunities during contract engagement.   |

Table 2: Business Process Improvement Project Requirements

## B. CIS Replacement

### 1. Definition of CIS Replacement

The Clerk's Information System (CIS) is the primary system for storing information related to business entity filings, UCC financing statements and federal tax liens. The system was placed into production in 1989 and now consists of several out-dated components including its hardware, software, database and operating system.

The SCC requires that the current mainframe-based CIS solution (including the Secretary of State Knowledge Base (SOSKB) component as outlined in the next section) be replaced with a solution that fully meets the needs identified in this RFP. This solution may be either a custom-developed solution, or a product designed specifically for use with business entity and UCC filings (e.g., a configurable COTS product), or a combination thereof.

"CIS Replacement" also includes, by necessity, the re-engineering of business processes in the Clerk's Office.

### 2. System Overview

CIS provides the ability to log and record the receipt of documents delivered to the Clerk's Office and to process payments, annual reports, business entity filings, financing statements and federal tax liens. It is the primary software application running on the SCC mainframe and was constructed using Software AG's Adabas/Natural database and programming language.

A key component of CIS is SOSKB, which was placed into production in 2004. SOSKB runs on a Windows 2000 operating system and was written in Visual Basic 6. SOSKB primarily stores corporate annual report documents and provides the ability (via electronic workflow delivery) for the Clerk's Office to manually enter the information contained on corporate annual reports into CIS. SOSKB provides the ability to store, search, and view corporate annual report documents internally and via the web.

In 2009, SCC eFile was introduced to allow the public to perform certain CIS filing and payment functions electronically. All documents filed and payments received through SCC eFile are written to CIS so that all filings are maintained in one source system. Appendix L provides an overview of the functions, processes and technical architecture of SCC eFile. The solution shall ensure that eFile functionality remains available to the public. The requirements related to eFile are written to require integration of the eFile system to the new CIS solution (See BE-02, UCC-01 and INFO-01). However, if the Offeror's solution involves replacing or expanding SCC eFile (in part or in its entirety), the solution shall provide at a minimum the existing functionality found in SCC eFile and any new functionality introduced before or during the project (See EFILE-01).

### 3. System Challenges and Risks

CIS and SOSKB present distinct challenges and risks that led to the decision to replace the systems with a more modern solution. CIS, which is built on the Software AG product suite, has a diminishing base of available technical support, making support staff expensive and difficult to find. SOSKB is written in an unsupported programming language, presenting a risk of breakage if changes are required. The table below summarizes the system challenges and risks with the CIS and SOSKB systems:

| System       | Challenges & Risks  |
|--------------|---|
| <b>CIS</b>   | <ul style="list-style-type: none"> <li>○ The Software AG product set upon which CIS is built has a diminishing base of available support programmers, increasing the expense of staffing support positions.</li> <li>○ The mainframe as a platform, Adabas as an application database and Natural as a programming language are non-standard in the SCC’s technical architecture.</li> <li>○ No CIS pre-production environment exists to support SCC eFile testing.</li> <li>○ CIS is not flexible enough to meet the changing business environment.</li> <li>○ Updates to CIS from eFile are accomplished via a complex layer of middleware.</li> <li>○ Dependence on a mainframe increases recovery time and the cost for disaster recovery.</li> </ul> |
| <b>SOSKB</b> | <ul style="list-style-type: none"> <li>○ Written in an unsupported programming language.</li> <li>○ No SOSKB maintenance agreement is available.</li> <li>○ The SCC does not have access to the entire source code base and therefore cannot support all requested changes or issues. The application uses a complex combination of technologies on five separate servers. Troubleshooting problems is a varied and lengthy task.</li> <li>○ Lack of vendor support and programming language support makes it likely that any newly discovered security vulnerabilities could not be remediated, and any changes made could break the system.</li> </ul>  |

Table 3: CIS System Challenges and Risks

#### 4. CIS Replacement Objectives

Both business and technical project objectives exist for replacing the CIS mainframe and SOSKB systems. In general, the technical objectives are to provide the Clerk’s Office a modern system that is supportable, configurable and leverages SCC standard architecture.<sup>4</sup> The business objectives are to improve the business processes by minimizing data entry and the receipt and generation of paper. The figure below lists the primary business and functional objectives for the CIS Replacement effort:

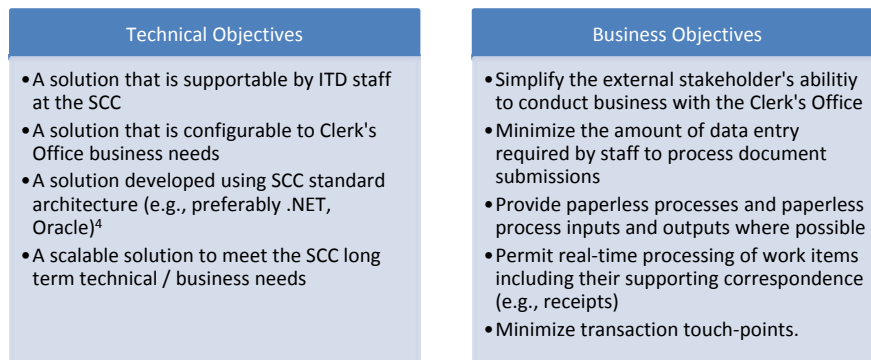


Figure 6: Primary Technical and Business Objectives for CIS Replacement Effort

#### 5. CIS Replacement Requirements Overview

Each of the requirements for the CIS Replacement aligns with one or more of the Primary Technical and Business Objectives from Figure 6. The requirements consist of functional and non-functional requirements, with the majority of requirements found in the “CIS Component Requirements” section.

<sup>4</sup> If, at any point, the Contractor’s solutions deviate from the SCC standard architecture, an impact analysis shall be conducted by the project’s core team members. The impact analysis shall include the technical, operational, support and financial assessments of the proposed change.

The table below is a directory of all of the requirements for the CIS Replacement along with the corresponding section numbers which are described in pages 30-87:

|  |   |
|--|---|
| CIS Replacement Requirements Directory |   |
| 6.                                     | CIS Imaging and Workflow Requirements     |
|  | Correspondence and Forms Maintenance      |
|  | Metadata                                  |
|  | Microfilm and Imaged Records              |
|  | Workflow                                  |
| 7.                                     | CIS Data Management Requirements          |
|  | Data Availability                         |
|  | Reporting                                 |
|  | Data Access                               |
|  | Data Purge                                |
| 8.                                     | CIS Components Requirements               |
|  | Customer Requirements                     |
|  | UCC and Tax Lien Requirements             |
|  | Business Entity Requirements              |
|  | Information Order Processing Requirements |
|  | Fiscal Requirements                       |
|  | Service of Process Requirements           |
| 9.                                     | CIS Project Process Requirements          |
|  | Migration                                 |
|  | eFile Account Integration                 |
|  | Document Analysis                         |
|  | Process Improvement                       |
|  | SCC eFile                                 |

Table 4: CIS Replacement Requirements Directory

There are approximately 300 requirements for CIS Replacement in the sections listed above. Each section of the CIS Replacement Requirements includes a combination of technical and business challenges, an overview of current processes, and an explanation of the needs of the future solution. The introductory text is intended to provide additional context and explanation of the requirements in the respective sections. The introductory text is not intended to provide a detailed description of each requirement that is included.

## 6. CIS Imaging and Workflow Requirements

### a. Correspondence and Forms Maintenance

The requirements in this section are an outcome of the document analysis effort (see [Document Analysis](#) in the CIS Project Process Requirements Section). For the purpose of this section, “correspondence” refers to receipts, certificates and letters *generated* by the Clerk’s Office to send to a customer in response to a document submission.<sup>5</sup> “Forms” refer to documents provided to customers in order to solicit requisite information for a filing. Forms are returned to the Clerk’s Office upon completion by a customer. Figure 7 summarizes these definitions:

| Correspondence   | Forms   |
|--|---|
| <ul style="list-style-type: none"><li>• Includes receipts and letters</li><li>• Generated by Clerk's Office</li><li>• Sent to Customers in response to a document submission</li></ul> | <ul style="list-style-type: none"><li>• Provided to customers in order to obtain requisite information for a filing</li><li>• Originate in the Clerk's Office</li><li>• Completed by a customer</li></ul> |

Figure 7: Correspondence and Forms Defined for Imaging & Workflow Requirements

#### i. *Correspondence*

The majority of correspondence is currently managed via the CIS mainframe through overnight batch processing. Other correspondence includes ad-hoc letters during exception processing and large bulk mailings (such as monthly annual assessment notices) that are managed by electronically sending a file to the current print contractor.

The batch processing and ad-hoc correspondence are managed through a Software AG product called “Entire Connection.” Entire Connection allows data exchange operations with Natural (the programming language of the CIS mainframe) and it hosts printing to the network printers.

Word templates with merge fields are downloaded from the CIS mainframe via Entire Connection. The templates are stored on a network drive, and the fields to be merged with the templates are stored on the C:\ drive of the computer performing the download. A Visual Basic engine (VB engine) is used to interface between Word and Entire Connection. The download activates the VB engine, which, in turn, activates the print function.

ITD changes merge fields within CIS and codes modifications to determine how the template functions and prints. Although Word templates can be modified by the Clerk’s Office, ITD maintains the VB engine and programs that initiate the download. This creates a challenge to both ITD and the Clerk’s Office when correspondence updates or text changes are required.

The Clerk’s Office has found, as with many other attributes of CIS and the mainframe that the management of correspondence does not keep pace with changing business needs. A specific example of this is rejection correspondence. If a document submission is reviewed and must be rejected, staff

<sup>5</sup> “Correspondence” discussed in this section of the document refers only to correspondence generated by the Clerk’s Office. Incoming correspondence is referred to as “Document Submissions” or “Mail” and is discussed in the various ‘Input Requirements’ portions of the CIS Component Requirements, Section 8.

selects from a list of reason codes in CIS that are then populated into the rejection letter to the customer. Figure 8 and Figure 9 are CIS screens that show the selection of a rejection reason in CIS and the entry of open text for a rejection reason for a business entity document submission. Figure 10 shows the output, the letter that is generated overnight from CIS.

```

CIS0317          CIS          05/16/12
TCP10107 CISM9551  REJECTION REASONS  16:22:14

          AMENDMENT REJECTION

CORPORATE ID: [REDACTED]          DCN: 12-05-16-0100
CORPORATE NAME: [REDACTED]

----- NAME TO SELECT REJECTION REASON -----
(8) RELATIVE RIGHTS                - MISSING SHAREHOLDER APPROVAL
- MISSING MEMBERSHIP STATEMENT    - MISSING MEMBER APPROVAL
- MISSING INS AGENCY PROVISION    - DRAFT ARTICLES OF AMENDMENT
- INSURANCE - CORP NAME          - INCORPORATOR AMENDMENT
- MISSING CORPORATE ENDING        - RESTATEMENT CERTIFICATE
- MISSING BOARD OF DIRECTOR APPROVAL - R/A CHANGE AMENDMENT
- CORP NAME W/ ENGINEERING (ETC.) - INITIAL DIRECTORS - AMENDMENT
- PC STOCKHOLDERS (FOREIGN)      - DIRECTOR AMENDMENTS
- MISSING DIRECTOR SELECTION      - UNPAID FEES          -REQ: _____
- INSUFFICIENT STOCKHOLDER NOTICE - ATTORNEY NM
- MISSING/CERTIFIED ARTICLES OF AMEND - INCORRECT SIGNATURE
ADDITIONAL COMMENTS: e (E=EDIT,P=PURGE) MEMBERSHIP ACTION
PRESS FF12 TO GENERATE REJECTION LETTER
  
```

Figure 8: CIS Screen to Select Rejection Reason

```

CIS0317          CIS          05/16/12
TCP10107 CISM9600  ADDITIONAL COMMENTS  16:23:13

CORPORATE ID: [REDACTED]
CORPORATE NAME: [REDACTED]

COMMENTS:
As the corporation is amending its articles to increase the
number of shares it is authorized to issue, it must pay the
charter fee associated with the new limit, less a credit for
charter fees previously paid. See the enclosed fee schedule.
____
____
____
____
____
____
____
____
  
```

Figure 9: CIS Screen to Type Open-Ended Text for Rejection Letter

MARK C. CHRISTE  
COMMISSIONER  
JAMES C. SMITH  
COMMISSIONER  
JUDY WILLIAMS JAZZAWAN  
COMMISSIONER

COMMONWEALTH OF VIRGINIA

JUEL W. PECK  
CLERK OF THE COMMISSION  
P.O. BOX 1107  
RICHMOND, VIRGINIA 23214-1107

STATE CORPORATION COMMISSION  
Office of the Clerk

May 16, 2012

[REDACTED]

RE: [REDACTED]  
ID: [REDACTED]  
DCN: [REDACTED]

Dear Customer:

We are returning the articles of amendment for the following reasons:

When drafting (redrafting) the articles you must comply with the enclosed Standards for Recorded Instruments.

Failure to state the preferences, limitations and relative rights of each class of stock as required by the provisions of Section 13.1-638 of the Code of Virginia.

As the corporation is amending its articles to increase the number of shares it is authorized to issue, it must pay the charter fee associated with the new limit, less a credit for charter fees previously paid. See the enclosed fee schedule.

We have deposited the \$25.00 submitted for the filing of this document and will credit it to the required fees when the document is returned and filed. Please note that, unless the document is resubmitted or a refund is requested prior to 12 months after the date of deposit, these funds will be irrevocably forfeited to the Treasurer of Virginia.

NOTE: Return this letter with your resubmission of all required document(s) to ensure prompt processing and proper crediting of fees.

Sincerely,  
[REDACTED]

Clerk's Office  
(804) 371-9738

Figure 10: Sample Rejection Letter

If a document is rejected for a reason(s) beyond those that are coded in CIS, staff may enter customized text in CIS that will appear in the letter (such as that shown in Figure 9). Customized text does not benefit from spelling and grammar check, is not permanently saved in CIS, and an image of the rejection letter is not saved. Therefore, additional follow up regarding the rejected document submission carries the risk of being inconsistent with the initial review.

*ii. Forms*

Clerk's Office business entity forms consist of three types: (1) Commission-prescribed forms, (2) guide forms and (3) general forms. Forms for UCC filings are a separate type and are identified in the Uniform Commercial Code Filing Rules (5 VAC 5-30).

Commission-prescribed forms are those that the Code of Virginia mandates. Examples of Commission-prescribed forms are: (a) corporate annual reports (b) changing a registered agent or registered office and (c) assessment of annual registration fees. When selecting functionality to introduce to SCC eFile, the filings on prescribed forms were a priority. Each of the prescribed forms may now be filed using SCC eFile; however, customers still have the option of obtaining the prescribed form in paper by either calling the Clerk's Office, or requesting the paper form through the SCC website at: <http://www.scc.virginia.gov/clk/ElectronicFormRequest.aspx>.<sup>6</sup>

Guide forms are produced by the Commission as a guide to help prepare a document. Marked-up versions of guide forms are not accepted, and the customer must type and prepare the submission by inserting the appropriate information in a new document. See Form SCC607 for an example.<sup>7</sup>

General forms are made available to customers for other types of business entity submissions that do not have Commission-prescribed forms. For instance, a customer may submit articles of incorporation to form a stock corporation by completing Form SCC-619, which contains the minimum requisite information to form a stock corporation.<sup>8</sup> However, a customer may choose to submit articles of incorporation in his or her own format with additional wording appropriate to the circumstances, but the submission must contain the information requested on Form SCC-619 or the submission is rejected.

The maintenance of the three types of forms has been a challenge for the Clerk's Office. Currently, forms are located on a network drive where staff access to the form is controlled. This system lacks consistent version control, which is managed by naming convention. The solution shall provide a central repository where staff can locate the current version of a form and track the revision history of the form, including any revisions underway.

The three types of forms present challenges to customers as well. Even though forms are available online, the customer must print and mail the forms without the benefit of interactive online edits. When forms arrive in the Clerk's Office, processing time is extended due to the manual nature of the paper form. The Clerk's Office requests that the Contractor consider innovative approaches to forms that support the project objectives.

---

<sup>6</sup> The electronic form requests enter a manual process upon receipt in the Clerk's Office.

<sup>7</sup> Form 607 can be found online: <http://www.scc.virginia.gov/publicforms/172/scc607.pdf>

<sup>8</sup> Form 619 can be found online: <http://www.scc.virginia.gov/publicforms/175/scc619.pdf>



| Req #  | Title                    | Description  |
|--------|--------------------------|--|
| FRM-01 | Correspondence Revisions | The solution shall provide the ability for authorized users in the Clerk's Office to add, edit and delete correspondence and form templates.   |
| FRM-02 | Global Changes           | The solution shall provide the ability to simultaneously apply one change to many templates within the template repository (e.g., SCC stationary change).  |
| FRM-03 | Template Repository      | The solution shall provide a central repository for forms, templates and correspondence used by Clerk's Office systems including CIS and eFile.  |
| FRM-04 | Form Template Library    | The solution shall provide a library where the public and staff can access form templates by metadata, such as form number, form title/purpose, and applicable entity type. Note: This is to replace the repository currently found on the website:<br><a href="http://www.scc.virginia.gov/clk/formfee.aspx">http://www.scc.virginia.gov/clk/formfee.aspx</a> . |
| FRM-05 | Form Revision History    | The solution shall provide a repository where staff can locate the current version of a form and track the revision history of the form, including any revisions underway.   |
| FRM-06 | Custom Messaging         | The solution shall provide the ability for designated correspondence to be edited by the Clerk's Office staff to accommodate custom messaging.   |
| FRM-07 | Forms                    | The solution shall consider innovative approaches to forms that support the project objectives.  |

Table 5: CIS Imaging and Workflow Requirements – Correspondence and Forms Requirements

b. Metadata

The solution shall populate metadata from documents when possible and provide the ability for the user to enter or correct metadata for document images. The metadata shall be identified during the document analysis effort (see [Document Analysis](#) in the CIS Project Process Requirements Section) and shall support the CIS Replacement Objectives to minimize data entry.

| Req #  | Title           | Description   |
|--------|-----------------|---|
| MTA-01 | Auto Metadata   | The solution shall automatically provide the identified metadata for the documents (e.g., Customer Name, Entity ID, Transaction Type).                            |
| MTA-02 | Manual Metadata | The solution shall provide the ability for a user to enter or correct metadata for a document submission, such as Customer Name, Entity ID, and Transaction Type. |

Table 6: CIS Imaging and Workflow Requirements - Metadata Requirements

**Microfilm and Imaged Records**

The Clerk's Office currently maintains its official records of all filings on microfilm. All filings accepted by the Clerk's Office have a corresponding microfilm record, and CIS stores an index to the microfilm in the form of a microfilm number. Figure 11 shows a sample microfilm history from CIS:

| <u>MICROFILM NO</u> | <u>DOCUMENT TYPE</u>  | <u>DATE</u> | <u>CHARTER FEE</u> | <u>PAGES</u> |
|---------------------|-----------------------|-------------|--------------------|--------------|
| 11 08 11 0456       | RAC > REGISTERED AGE  | 08/26/11    |                    | 2            |
| 11 03 06 0384       | AMEN > AMENDMENT      | 03/09/11    |                    | 7            |
| 10 06 08 0229       | AMEN > AMENDMENT      | 06/11/10    |                    | 7            |
| 06 07 06 0899       | RAC > REGISTERED AGE  | 07/25/06    |                    | 1            |
| 02 11 05 0443       | AMEN > AMENDMENT      | 11/22/02    |                    | 3            |
| 01 01 02 1085       | AMEN > AMENDMENT      | 12/28/00    |                    | 3            |
| 00 02 03 0160       | RAC > REGISTERED AGE  | 02/09/00    |                    | 1            |
| 88 03 07 0386       | RAC > REGISTERED AGE  | 03/25/88    |                    | 1            |
| 86 05 05 0044       | AMEN > AMENDMENT      | 05/15/86    |                    | 2            |
| 80 22 07 0062       | CONV > CONVERSION DOC | 06/03/83    |                    | 31           |

Figure 11: Sample CIS Microfilm History of a Business Entity

In addition to the microfilm archive, more recent Clerk's Office filings have an image archive as well. Since January 2010, the Clerk's Office began saving images that were produced as a part of the Kofax process to create the microfilm record. These images are stored on the NAS (Network Attached Storage) and consist of all accepted business entity, UCC and tax lien filings. During separate efforts, the Clerk's Office also imaged all unlapsed UCC filings since 2003 and all corporate annual reports since 1995. Most recently, SCC eFile has provided document filings online, making images of its filings available without receiving or generating paper. The figure below shows the types of filings that have images available for viewing, as well as the mechanism to view:





|  No image (microfilm only)  |  Images available to Clerk's Office   |  Images available to customers  |  Images available to public   |
|--|--|--|--|
| Business Entity formations and filings before Jan. 2010<br>Corporate annual reports before Mar 1995<br>Lapsed UCC and tax lien filings before 2003 | Business entity formations and filings since Jan. 2010<br>DocViewer<br><br>Corporate annual reports since Mar. 1995<br>DocViewer and SOSKB<br><br>Lapsed and unlapsed UCC and tax lien filings Oct. 2003 – Jan 2010<br>BRAVA reader<br><br>Lapsed and unlapsed UCC & tax filings since Jan 2010<br>DocViewer | SCC eFile (submitted by PDF):<br>Evidence of new entity formations<br>Evidence of business entity amendments<br>Acknowledgement of UCC filings<br><br>SCC eFile UCC filings<br><br>SCC eFile fulfilled information order requests (certificates)<br><br>SCC eFile Customer Account | Corporate annual reports since Mar. 1995<br><a href="http://scc-internet.scc.virginia.gov/corporate/arfilings/corpsearch.asp">http://scc-internet.scc.virginia.gov/corporate/arfilings/corpsearch.asp</a><br><br>SCC eFile Express new entity formations<br><a href="https://sccfile.scc.virginia.gov/">https://sccfile.scc.virginia.gov/</a><br><br>SCC eFile registered agent filings<br><a href="https://sccfile.scc.virginia.gov/">https://sccfile.scc.virginia.gov/</a> |

Figure 12: Clerk's Office Filings by Image Availability

The proposed solution must provide access to existing images and microfilm indexes and provide the ability to locate newly submitted or filed documents with ease. The requirements in the table below specify the needs:

| Req #  | Title                 | Description   |
|--------|-----------------------|---|
| IMG-01 | Image Reference (new) | The solution shall provide the ability to locate the image of a submitted or filed document.      |
| IMG-02 | Image Reference (old) | The solution shall provide the ability to view existing images and metadata to locate the images. |
| IMG-03 | Microfilm Reference   | The solution shall provide the ability to locate the index of the microfilm record.               |

| Req #  | Title                                | Description  |
|--------|--------------------------------------|--|
| IMG-04 | Public vs. Non-Public Images         | The solution shall provide the ability to distinguish between images of documents that are available for public viewing and those that shall not be available for public viewing. Note: This requirement is for images that are both received and generated. |
| IMG-05 | Save Staff-Generated Correspondence  | The solution shall provide the ability to save an image of staff-generated correspondence.   |
| IMG-06 | Save System-Generated Correspondence | The solution shall save an image of all system-generated correspondence.   |
| IMG-07 | Archive Format                       | The Contractor shall provide guidance regarding the format of archived records. The solution shall archive records in the agreed-upon format (e.g. microfilm and/or image).  |
| IMG-08 | Retention                            | The solution shall archive records according to established retention schedules.   |
| IMG-09 | Index                                | The solution shall provide an index to the archived records (e.g., image and microfilm).   |

Table 7: CIS Imaging and Workflow Requirements – Microfilm and Imaged Records Requirements

c. Workflow

The requirements in the table below have been identified as important aspects to support the business processes and to realize the benefits of an automated workflow.<sup>9</sup>

| Req # | Title                               | Description  |
|-------|-------------------------------------|--|
| WF-01 | Identify Document Submission Source | The solution shall provide the ability to identify the manner in which a document is submitted (e.g., eFile, mail, walk-in).   |
| WF-02 | Transaction Type                    | The solution shall provide the ability to assign a transaction type to a document submission.  |
| WF-03 | Document Recognition                | The solution shall recognize standard Clerk's Office forms and documents that are submitted for processing.  |
| WF-04 | Auto Transaction Type               | The solution shall automatically provide the transaction type for recognized Clerk's Office forms and documents.   |
| WF-05 | Manual Transaction Type             | The solution shall provide the ability for a user to enter or correct a transaction type.  |
| WF-06 | Route Documents                     | The solution shall provide the ability to route document submissions or other work items to staff for requisite review/approval (e.g., legal review of new entity formations). |
| WF-07 | Auto-Routing                        | The solution shall support workflow rules to automatically route work items to the appropriate individual or group.  |

<sup>9</sup> The Clerk's Office currently employs an electronic workflow for corporate annual reports through the use of the SOSKB system.

| Req # | Title                     | Description  |
|-------|---------------------------|--|
| WF-08 | View Status               | The solution shall provide the ability to view the status of a document submission (e.g., rejected, approved, pending) by business entity or customer or UCC metadata.   |
| WF-09 | Work Item for Follow Up   | The solution shall provide the ability for staff to assign a work item for follow up.  |
| WF-10 | Wait / Hold Functionality | The solution shall provide the ability to note and wait for additional information to be submitted by a customer before a document submission is approved for filing or rejected. Note: This is necessary for processes such as reinstatement and new charter submissions. |
| WF-11 | Prioritization            | The solution shall assign prioritization based on pre-defined attributes.  |
| WF-12 | Auditing and Reporting    | The solution shall provide auditing and reporting functions regarding transaction processing (e.g. queue recipient, date and time).  |

Table 8: CIS Imaging and Workflow Requirements - Workflow Requirements

## 7. CIS Data Management Requirements

### a. Data Availability

The requirements in this section are expected to help the Clerk's Office overcome many of the challenges of CIS, such as extracting information for reporting and adjusting field values. The Clerk's Office should have the ability to pull ad-hoc reports and to make administrative changes to the solution (e.g., changes to drop down values and fees), without the need of engaging support resources from ITD.

| Req #   | Title                                  | Description  |
|---------|--|--|
| DATA-01 | Field Edits, Error Msg                 | The solution shall perform necessary field edits and provide clear error messaging (e.g., email addresses should have a valid input mask, date must be a valid date).                          |
| DATA-02 | Configurable Fields                    | Fields that require drop down choices should be configurable by authorized users in the Clerk's Office and changes shall be available near real-time (e.g., jurisdictions, countries).         |
| DATA-03 | Administration of Fees                 | Fees (including filing fees, annual registration fees, penalties and information order fees) should be configurable by authorized users in the Clerk's Office.                                 |
| DATA-04 | User/Date/Time Information Audit Trail | The solution shall record, store and display user information and date/time for any record update.   |
| DATA-05 | Search/Filter System/User Data         | The solution shall provide the ability to search and filter records by any combination of system data fields, such as user information, transaction type, and date and time of record updates. |

| Req #   | Title                    | Description  |
|---------|--------------------------|--|
| DATA-06 | Monitoring/<br>Reporting | The solution shall provide the ability to create standard and ad-hoc output from the search results in DATA-05 to monitor staff performance and the effectiveness of processes (i.e., management reporting). |

Table 9: CIS Data Management - Data Availability Requirements

b. Reporting

The SCC requires the ability to create user-defined reports that provide relevant data. The requirements in the table below identify reporting needs for the solution. Additional reporting needs are defined in other sections of this RFP. Those include Business Entity (BE-69), Customer (CUST-23), Fiscal (FSCL-40), Service of Process (SRV-18), Uniform Commercial Code (UCC-24), Technical (TECH-14) and Data Availability (DATA-04, 05 & 06) and should be considered when reviewing the requirements below:

| Req #  | Title                 | Description   |
|--------|-----------------------|---|
| RPT-01 | User-defined Reports  | The solution shall provide the ability to create user-defined reports.  |
| RPT-02 | Export                | The solution shall provide the ability to export data results (i.e., reports) into a format, such as MS Excel and CSV.                              |
| RPT-03 | Print Format          | The solution shall provide the ability to print data results (i.e., reports) in 8.5" x 11" format with configurable header and footer descriptions. |
| RPT-04 | Save Report Templates | The solution shall allow user-created reports to be saved as a template for reuse.  |
| RPT-05 | Dashboard             | The solution shall allow the creation and automated execution of dashboard reports.   |

Table 10: CIS Data Management - Reporting Requirements

c. Data Access

The nature of the Clerk's Office public data makes it desirable for certain consumers of the information to access the data in a format that meets their needs. Three identified types of consumers of CIS data currently receive CIS data on a regular basis, as shown in the table below:

| Data Consumer   | Data of Interest   | Format |
|---|--|--------|
| SCC Bureau of Insurance (BOI)                                   | Business entities with insurance-related industry codes      | FTP    |
| Department of Motor Vehicles (DMV) (Division of Motor Carriers) | Business entities with transportation-related industry codes | FTP    |
| Third Party Data Purchases                                      | Business entity, UCC and federal tax lien data               | FTP    |

Table 11: Consumers of CIS Public Data

In addition to the consumers listed in Table 11, the Clerk's Office has detected external screen-scraping activity for its public data and is aware of other SCC Divisions, such as Securities and Retail Franchising (SRF) that are regular users of Clerk's Office public data. Data exported to DMV and BOI is also public data, and the solution shall provide this data via the search and filter functionality

(See BE-67). This section includes requirements for the flexible output of information that is found via the search and filter functionality:

| Req #   | Title                | Description   |
|---------|----------------------|---|
| ACCS-01 | Public Data Requests | The solution shall allow a customer to electronically request and receive portions of business entity and UCC and Tax Lien public data.   |
| ACCS-02 | Data Download        | The solution shall provide the ability to stage data files for customer access (e.g., download via file transfer protocol (FTP) or online account). Related requirement 'Reporting Search Results' BE-69. |
| ACCS-03 | DMV Data             | The solution shall continue to support the existing data transfer needs of the Department of Motor Vehicles (DMV).  |
| ACCS-04 | BOI Data             | The solution shall continue to support the existing data transfer needs of the Bureau of Insurance (BOI).   |

Table 12: CIS Data Management - Data Access Requirements

d. Data Purge

Each component of the solution requires the ability to purge the data therein. The requirements in this section list each component separately, as there are different purge requirements for each of the different components. In addition, the Clerk's Office requires the ability to search and restore purged records in the event that a record is purged prematurely or in error.

| Req #  | Title              | Description  |
|--------|--------------------|--|
| PRG-01 | UCC                | The solution shall purge UCC and Tax Lien filings at the defined period(s) of time.                            |
| PRG-02 | Business Entity    | The solution shall purge components of the entity records at the defined period(s) of time.                    |
| PRG-03 | Customer Data      | The solution shall purge components of the customer records at the defined period(s) of time.                  |
| PRG-04 | Information Orders | The solution shall purge the information order records at the defined period(s) of time.                       |
| PRG-05 | Service of Process | The solution shall purge the service of process records at the defined period(s) of time.                      |
| PRG-06 | Search             | The solution shall provide the ability for staff to search all purged records for a defined period(s) of time. |
| PRG-07 | Restore            | The solution shall provide the ability to restore a purged record for a defined period(s) of time.             |
| PRG-08 | Configure          | The solution shall provide the ability for staff to configure the defined period(s) of time for data purges.   |

Table 13: CIS Data Management - Data Purge Requirements

## 8. CIS Component Requirements

The requirements for the components of the solution are listed in Table 14:

| Section                               | Requirements Prefix |
|---------------------------------------|---------------------|
| a. Customer Requirements              | CUST                |
| b. UCC & Tax Lien Filing Requirements | UCC                 |
| c. Business Entity Requirements       | BE                  |
| d. Information Order Requirements     | INFO                |
| e. Fiscal Requirements                | FSCL                |
| f. Service of Process Requirements    | SRV                 |

Table 14: CIS Required Components Outline

The above section labels are intended to organize the requirements only, not to dictate the components of a single system. The Offeror shall propose a creative, holistic solution that meets the requirements in the Components section, with consideration to the other requirements in this RFP and the strategic direction of the SCC. The solution may be comprised of a single system, include products designed for use with a specific component (e.g., a configurable COTS product), or be a combination thereof.

Each section from Table 14 will follow the same outline to organize the requirements described for the component. The particular challenges of the current system and noteworthy requirements are discussed in the appropriate portion of the requirements outline. The outline of requirements for each component is:

- Introduction
- Integration Requirements
- Data Requirements
- Input Process Requirements
- Output Process Requirements
- Related Functionality Requirements



a. Customer Requirements

i. Customer: Introduction

The solution shall introduce a Customer component where the Clerk’s Office will establish customer records for the purpose of tracking activities, such as document and payment submissions, information order requests, customer correspondence (e.g., emails, phone calls) and any subsequent activities/transactions associated with a customer. Currently, CIS uses two separate components for this purpose: document logging and information order accounts.

The *document logging* component of CIS tracks received payments and is used to generate correspondence to a customer. *Information order accounts* are accessed in a separate component to record the requests, payment and fulfillment of information order requests for documents related to business entities and UCCs. Figure 13 depicts the two components of the current CIS that shall be included in the Customer component of the solution:

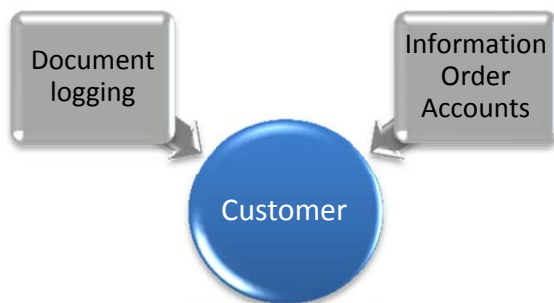


Figure 13: Current CIS Components to Include in Customer Component of Solution

A Clerk’s Office customer is defined as anyone who submits a document for filing, sends a business entity assessment payment, requests an information order, or contacts the Clerk’s Office to request a form or information. The Clerk’s Office would like to take advantage of the establishment of a Customer record in order to create a registry of individuals who serve as registered agents or managers of business entities and to integrate Customer records with SCC eFile online accounts. Table 15 is a summary of how a Customer is defined:

| A Customer is anyone who...   | A Customer may also be...  |
|---|--|
| <ul style="list-style-type: none"><li>• Submits a document for filing</li><li>• Sends a business entity assessment payment</li><li>• Requests an information order</li><li>• Contacts the Clerk’s Office to request a form or information</li></ul> | <ul style="list-style-type: none"><li>• An individual who is a registered agent of a business entity</li><li>• An individual who is a manager of a business entity</li><li>• An SCC eFile online accountholder</li></ul> |

Table 15: Clerk’s Office Customer Definition

The Customer component of the solution is expected to help the Clerk’s Office overcome some specific challenges. Two examples are provided below:

**Challenge 1: Registered Agent Registry**

An individual or a business entity often serves as the registered agent for more than one business entity. Due to variances of entry in the free form registered agent field, the current architecture of CIS does not easily permit a query to provide a list of individuals or business entities who are registered agents for more than one entity. For instance, an entity may name “John Doe” as its registered agent, and another entity may name the same registered agent “John H. Doe”. A comprehensive query of



records would require multiple query attempts, and even then, some records may be missed. This is a frequent request by customers and would be valuable functionality for the Clerk’s Office, especially upon notification that a registered agent is no longer eligible to serve in that role.

**Challenge 2: Online Filing Authority**

Since the introduction of SCC eFile in 2009, the Clerk’s Office has been challenged by the inability to validate the authority and identity of an online filer. This challenge is referred to collectively as “online filing authority.” Currently, an SCC eFile user is required to attest to its authority and identity before submitting a filing. SCC eFile captures email addresses and IP addresses for those who submit filings. However, the Clerk’s Office would like to establish stronger verification measures so that business entity customers can be sure that filings meet higher standards of security.

*ii. Customer: Integration Requirements*

Figure 14 depicts the components of the CIS solution that are related to the Customer Component:

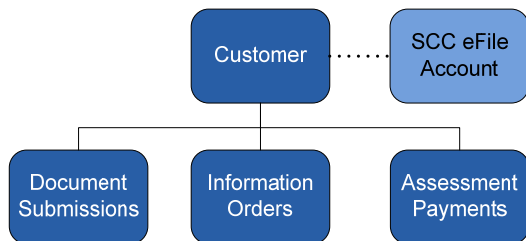


Figure 14: Customer Related Components

The requirements to associate Document Submissions, Information Orders and Assessment Payments are listed in the [Customer: Input Process Requirements](#) section.

The solution shall include in the Customer component certain online capabilities and guidance regarding the integration of existing SCC eFile accounts. These requirements are written to address the “Online Filing Authority” challenge described in [Customer: Introduction](#).

| Req #   | Title                     | Description   |
|---------|---------------------------|---|
| CUST-01 | Establish Customer Record | The solution shall establish a customer for those who: <ul style="list-style-type: none"> <li>- Submit a document for filing;</li> <li>- Send a business entity assessment payment;</li> <li>- Request an information order; and</li> <li>- Contact the Clerk’s Office to request a form or information.</li> </ul> |
| CUST-02 | Customer Record Options   | The solution should establish a customer record for: <ul style="list-style-type: none"> <li>- An individual who is a registered agent of a business entity;</li> <li>- An individual who is a manager of a business entity; and</li> <li>- An SCC eFile online account holder.</li> </ul>                           |
| CUST-03 | Online access             | The solution should provide secure online account access for a customer with functionality, such as: viewing document submission history, information order history and payment receipts.   |

| Req #   | Title                     | Description   |
|---------|---------------------------|---|
| CUST-04 | eFile Account Integration | The Contractor shall provide guidance and implement the agreed-upon solution regarding the integration of existing SCC eFile accounts with customer online access described in CUST-20. |

Table 16: Customer Integration Requirements

*iii. Customer: Data Requirements*

The solution shall accommodate the following key data components for a Customer. The Clerk’s Office requires a unique Customer Number to be automatically established for each customer to facilitate processing and minimize the risk of duplicates.

In addition to the definition of a Customer as described in Table 15, a Customer may also be an individual employed by or otherwise authorized to act on behalf of a business entity. For example, Jane Doe works for Law Firm, P.C. ABC Corporation asks Law Firm, P.C. to submit a filing on its behalf. Jane is the staff member who handles the submission. Jane Doe is the Clerk’s Office ‘individual’ customer and Law Firm, P.C. is the Clerk’s Office ‘business entity’ customer. The solution shall accommodate both types of Customers.

| Req #   | Title           | Description  |
|---------|-----------------|--|
| CUST-05 | Customer Number | The solution shall automatically assign a unique identification number to each customer.   |
| CUST-06 | Customer Data   | The solution shall provide the ability to record customer information, such as: Name, Company, mailing address, email address, and phone numbers.  |
| CUST-07 | Customer Type   | The solution shall accommodate a customer who is a business entity or a customer who is an individual. An individual customer may be one who is serving on behalf of a business entity, such as a service company. |

Table 17: Customer Data Requirements

*iv. Customer: Input Process Requirements*

There are three types of input processes for customers of the Clerk’s Office: (1) document submissions, such those for as business entity and UCC filings, (2) information orders, such as requests for certified copies of business entity or UCC documents, and (3) annual assessment payments for business entities. A diagram for each process and its requirements follows:

**Document Submission Process**

Customer document submissions require the ability to accept or reject a business entity or UCC filing. A distinction shall also be made for business entity document submissions for existing business entities and business entity document submissions for the creation of new business entities. Submissions for existing business entities shall be associated with their respective entity and customer. Those for the creation of a new business entity can only be associated with the customer until they are accepted. Figure 15 represents a proposed process for a customer document submission:

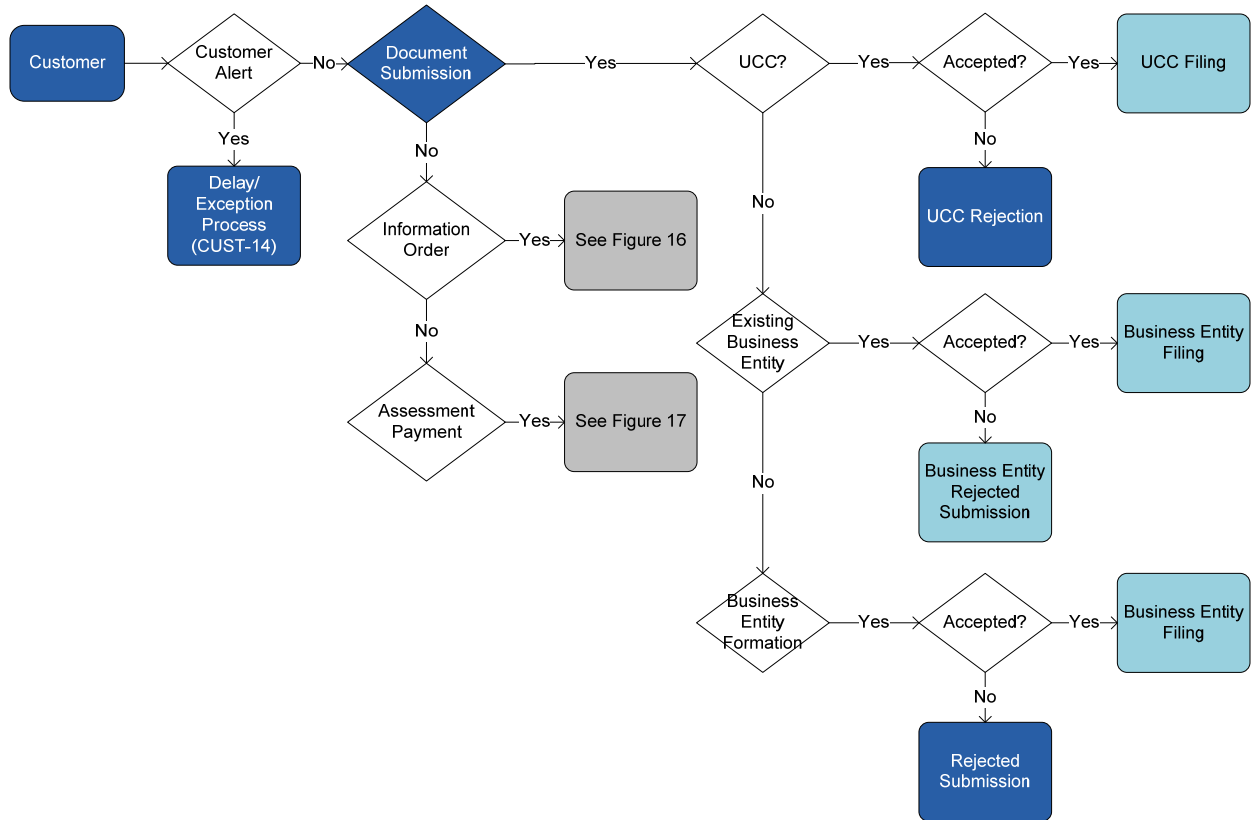


Figure 15: Proposed Customer Document Submission Process

### Document Submission Requirements

Table 18 represents the solution requirements for customer document submissions. The requirements correspond to the proposed process for customer document submissions in Figure 15:

| Req #   | Title                   | Description  |
|---------|-------------------------|--|
| CUST-08 | Doc Submissions         | The solution shall provide the ability to associate a document submission with a customer.   |
| CUST-09 | BE Doc Submissions      | The solution shall provide the ability to associate a document submission for an existing business entity with the business entity and business entity document submissions for the creation of new business entities. Submissions for existing business entities shall be associated with their respective entity and customer. Those for the creation of a new business entity can only be associated with the customer until they are accepted. |
| CUST-10 | Doc Submission History  | The solution shall maintain for each customer and business entity a history of document submissions.   |
| CUST-11 | Rejected Doc Submission | The solution shall provide the ability to reject a document submitted for filing and generate correspondence to the customer with rejection details (pre-set and configurable rejection reasons).  |

| Req #   | Title             | Description  |
|---------|-------------------|--|
| CUST-12 | Accepted BE Doc   | The solution shall associate a filing and payment to the business entity's activity history upon acceptance by SCC.                          |
| CUST-13 | Accepted UCC Doc  | The solution shall associate a UCC filing and payment to the appropriate UCC filing history upon acceptance by SCC.                          |
| CUST-14 | Staff review flag | The solution shall provide the ability to flag a customer record (with an accompanying explanation) to require staff review of a submission. |

Table 18: Customer Input Process Requirements - Document Submission Requirements

### Information Order Process

Figure 16 depicts the customer functionality required for information order requests. The solution shall provide the ability to accept or reject an information order request. The requirements to accept information order requests are found in the [Information Order Processing Requirements](#) section, along with the different types of information orders received.

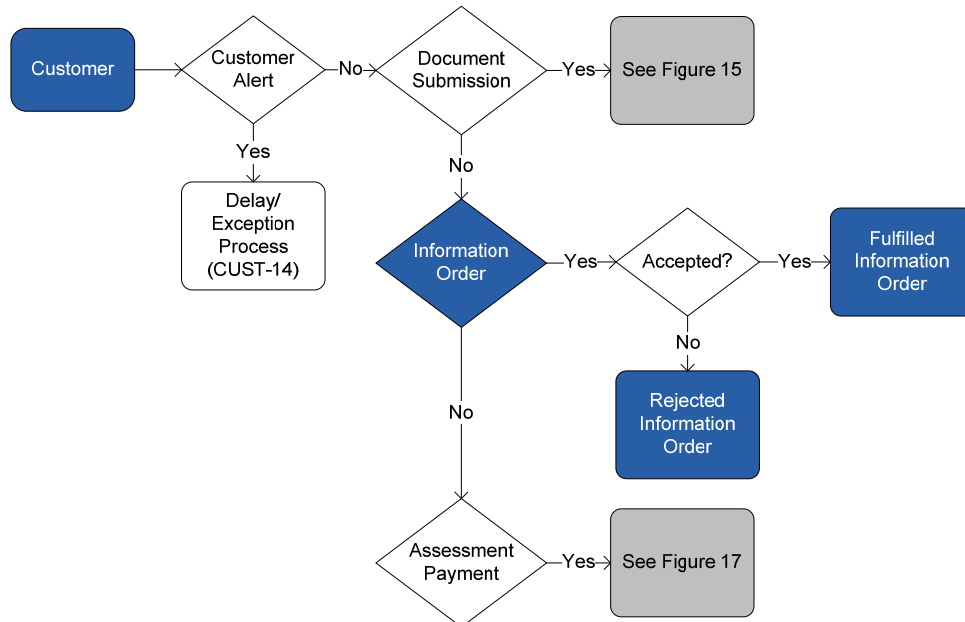


Figure 16: Proposed Customer Information Order Process

### Information Order Requirements

Information order requests shall be associated with a customer so that an information order history is maintained for each customer. The Clerk's Office does not require that information orders for business entities or UCCs be associated with the business entity or the UCC for which the information is requested. The information orders need only be associated with the customer who made the request. The information order functionality is currently in CIS, but the solution design may consider a separate method to manage information order requests.

| Req #   | Title           | Description  |
|---------|-----------------|--|
| CUST-15 | Info Orders     | The solution shall provide the ability to associate an information order request with a customer.  |
| CUST-16 | Order History   | The solution shall maintain an information order history for each customer.  |
| CUST-17 | Rejected Orders | The solution shall provide the ability to accept or reject an information order request; if the request is rejected the solution shall generate correspondence with rejection details. (See INFO-03 through INFO-06 for requests that are accepted). |

Table 19: Customer Input Process Requirements - Information Order Requirements

### Assessment Payment Process

Customers may also submit payments for annual business entity assessment fees. The payments shall be recorded as a part of the customer history and shall be recorded as part of the history of the business entity that is assessed. Figure 17 depicts that assessment payments are the third type of input from a Customer. The ability to associate payments to a Customer and a Business Entity is found in the [Fiscal: Integration Requirements](#) section of this document.

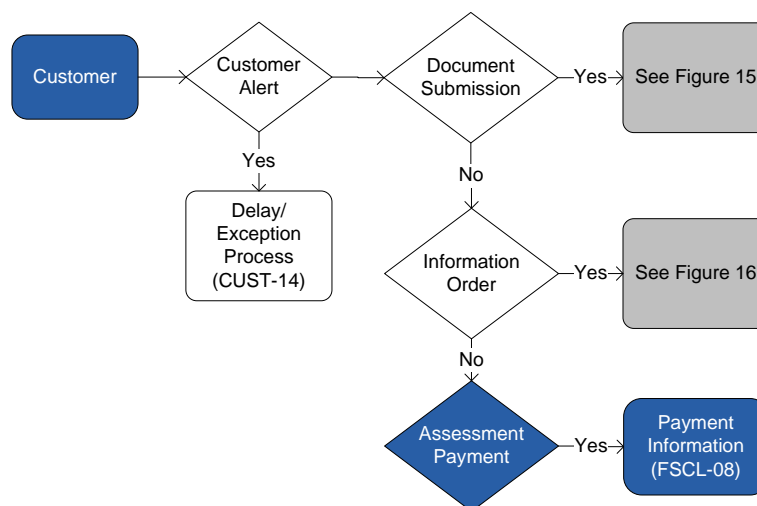


Figure 17: Proposed Customer Assessment Payment Process

### Assessment Payment Requirements

The requirements for incoming payments are found in the [Fiscal](#) section of this document. The following is included here as reference because business entity assessment payments are a third type of input to the Customer process:

| Req #  | Title                  | Description  |
|--------|------------------------|--|
| FSC-08 | BE Assessment Payments | The solution shall provide the ability to associate an annual registration fee payment with the customer and with the appropriate business entity. |

Table 20: Customer Input Process Requirements - Assessment Payment Requirements

v. *Customer: Output Process Requirements*

The Customer component of the solution shall provide the ability to generate outputs as shown in Table 21:

| Req #   | Title                    | Description  |
|---------|--------------------------|--|
| CUST-18 | Correspondence           | The solution shall provide the ability to generate and send (by paper or electronically) forms or correspondence to a customer. Note: This may include forms with pre-populated entity-specific data or links to the Clerk's Office form(s). |
| CUST-19 | Receipt                  | The solution shall provide the ability to generate a payment receipt for walk-in customers.  |
| CUST-20 | Electronic Communication | The solution shall provide the ability to send and receive communication with the customer electronically (e.g., via email, online account).   |

Table 21: Customer Output Process Requirements

vi. *Customer: Related Functionality Requirements*

The Clerk's Office desires to maximize the use of the Customer component of the solution. Robust search and reporting capabilities are necessary for staff members, especially those in the Call Center who need to quickly locate information for inquiring customers.

The solution shall provide a way to minimize the risk of creating and maintaining duplicate records for a single customer and, if duplicates are found, provide an efficient way to merge records without compromising the integrity of the data.

| Req #   | Title                       | Description  |
|---------|-----------------------------|--|
| CUST-21 | Search and Filter Customers | The solution shall provide the ability to search for a customer and filter by any combination of data fields, such as: Customer ID, Customer Name, Company, contact information, and document submission or information order details. |
| CUST-22 | Search and Filter Histories | The solution shall provide the ability to search and filter the document submission history, order history, and payment history for a customer.  |
| CUST-23 | Reporting Search Results    | The solution shall provide the ability to create standard output from search results (e.g., orders submitted by multiple customers for a company).   |
| CUST-24 | Duplicates                  | The solution shall provide functionality that minimizes the duplication of customer records.   |
| CUST-25 | Merge Records               | The solution shall provide the ability for authorized staff to efficiently merge (and unmerge) duplicate customer records into one record without compromising the integrity of the data.  |

Table 22: Customer Related Functionality Requirements

b. Uniform Commercial Code (UCC) & Tax Lien Filing Requirements

i. UCC: Introduction

The SCC has established UCC filing rules that govern the handling of UCC records in the Clerk’s Office. Chapter 30 of the Virginia Administrative Code provides detail regarding the forms, fees, payments, acceptance, filing and data entry procedures and search requests.

A UCC filing makes the existence of a security interest a matter of public record by the use of standardized forms. The most common UCC financing statement is the UCC-1 form, the initial financing statement. The UCC-1 statement is typically completed by the secured party (lender) and provides public notice of the debtor and the collateral pledged for the loan. A UCC-3 form provides public notice of amendments to a UCC-1 statement. Examples of amendments are: Termination, Assignment, Continuation, Amendment (party information), and Amendment (collateral change). A UCC-5 form allows someone to make a statement about an error.

Each form that is accepted serves as part of the filing record. The entry in CIS serves to index the filings by providing a searching mechanism for the files by file number, secured party and debtor.

ii. UCC: Integration Requirements

Figure 18 shows the components that are related to UCC and Tax Lien filings: Filing Payments, Image Reference and SCC eFile Transactions and Payments:

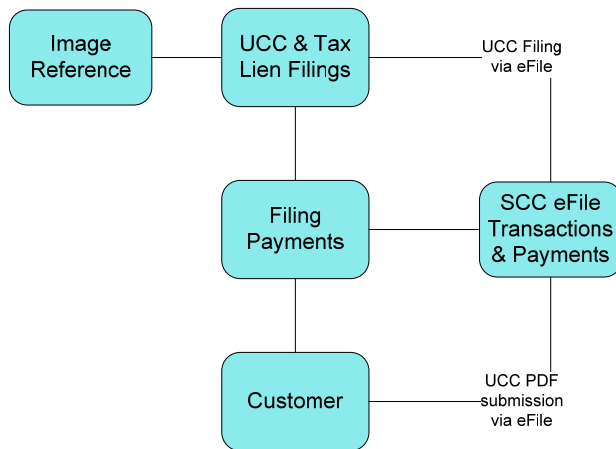


Figure 18: UCC and Tax Lien Related Components

The *Customer* component is indirectly related to the UCC and Tax Lien Filings component via *Filing Payments*. The *Filing Payments* (FSCL-04) and *Image Reference* (UCC-15) requirements are discussed in the [Fiscal Requirements](#) and [UCC: Input Process Requirements](#) sections of this document, respectively.

The only requirement discussed in this section is the requirement to integrate with SCC eFile functionality:

| Req #  | Title             | Description   |
|--------|-------------------|---|
| UCC-01 | eFile Integration | The solution shall accept the data from filings and submissions that are processed using SCC eFile. See EFILE-01 for exemption. |

Table 23: UCC Integration Requirements

The two methods currently available by which a customer may submit a UCC filing in SCC eFile are electronic filing and PDF submission. The Clerk’s Office plans to implement an XML transmission feature for UCC filings in 2012-2013.

Figure 19 summarizes the process for each of the current methods of submitting a UCC filing in SCC eFile:

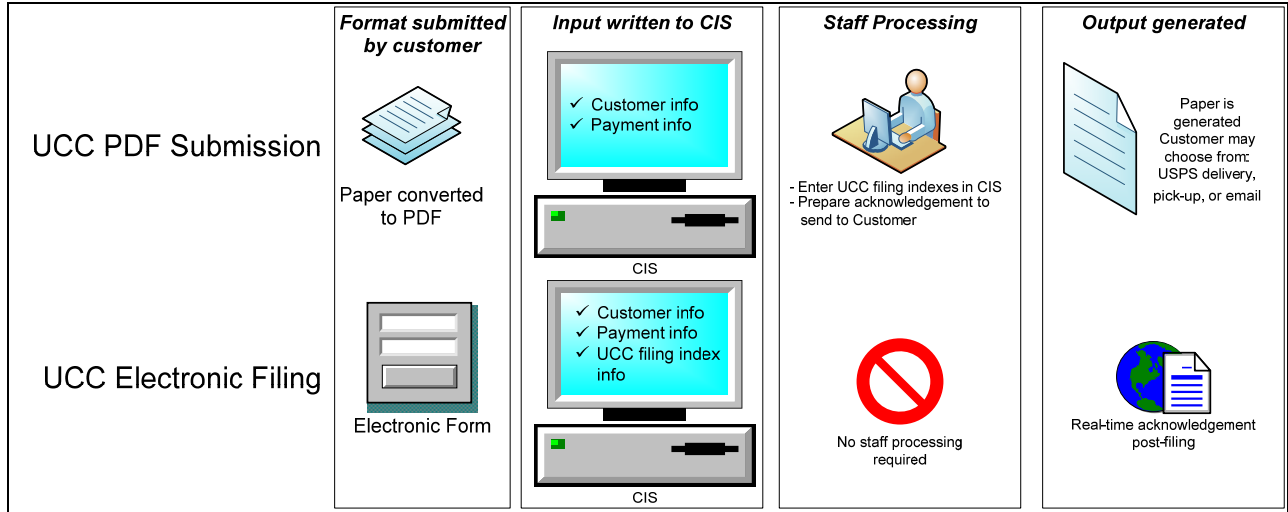


Figure 19: UCC Filing Methods via SCC eFile

Using the *electronic filing* method, a customer enters the information required for an initial financing statement (UCC-1) or an amendment to an initial financing statement (UCC-3). The information entered in SCC eFile is used to generate the form, write the indexes to CIS, record the payment transaction and provide acknowledgement of the successful filing to the customer.

The *PDF submission* method allows the customer who has already completed a UCC-1 or UCC-3 statement to submit the completed form(s) and pay for the filing(s) online. CIS accepts the customer information for a PDF submission and writes the customer and payment information in the ‘Document Logging’ portion of CIS. The UCC index information from PDF submissions is entered in the same manner as those that are received in paper and the output is generated in the same manner as those that are received in paper. Customers who submit via PDF have the added option of receiving their acknowledgement returned via email<sup>10</sup>.

iii. *UCC: Data Requirements*

UCC and Federal Tax Liens shall be a component of the solution for the purpose of indexing the filing, providing a unique file number and logging the payment received. The date and time that the filing is received is a critical piece of information as it determines the priority among filers to specified collateral. Table 24 provides the list of data requirements for UCC and Tax Lien filings:

| Req #  | Title                   | Description   |
|--------|-------------------------|---|
| UCC-02 | UCC & Federal Tax Liens | The solution shall provide a means for indexing UCC and Federal Tax Lien filings. |

<sup>10</sup> See [Figure 27: Kofax Email Evidence Return Process](#) for depiction of acknowledgement return process.



| Req #  | Title             | Description  |
|--------|-------------------|--|
| UCC-03 | Unique Identifier | The solution shall automatically assign a unique identifier to each new filing (See Code of Virginia § 8.9A-519).  |
| UCC-04 | File Number       | For acceptable initial UCC and tax lien filings, the solution shall use the unique identifier (UCC-03) as a File Number.   |
| UCC-05 | Date and Time     | The solution shall capture the receipt date and time and index it as the file date and time of the filing.   |
| UCC-06 | Back Date         | The solution shall provide the ability to back date the file date and time (for wrongly rejected filings upon resubmission).   |
| UCC-07 | Data              | The solution shall provide the ability to record UCC filing information, such as: Debtor(s) and City and State, Secured Party(s) and City and State, Contact Person/Company, File Date, Expiration Date. |

Table 24: UCC Data Requirements

iv. *UCC: Input Process Requirements*

An important product of the input process for UCC filings is the assignment of the unique identifier for each filing (see [UCC: Data Requirements](#)). Figure 20 depicts the input process for new UCC filings. Tax Lien filings follow a similar input process: A unique number is assigned for each filing received. If the tax lien filing is an original, the unique number becomes the file number, but if it is an amendment, it is associated with the initial statement while retaining its unique number.

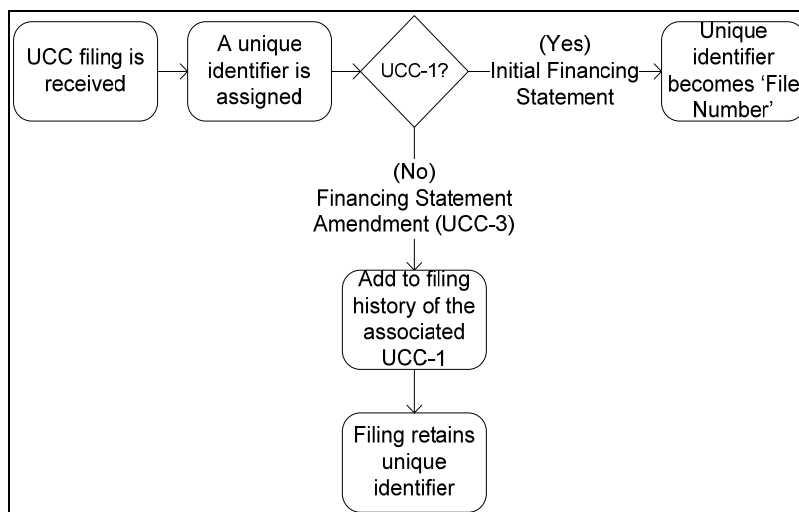


Figure 20: UCC Input Process

As a result of this process, a UCC filing history contains the initial financing statement (UCC-1 statement) and any related financing statement amendments (UCC-3 statement). The filing history shall also include any Statements of Claim (UCC-5 statement) and any Filing Officer Statements, such as those for debtor name corrections or any other corrections. Filing Officer Statements are referred to in Requirements UCC-11 and UCC-12.

The CIS provides the index to locate the images of the actual UCC filings. The images are the records that contain the detail including the description of the collateral in which the secured party has an interest. Therefore, access to images of the filings is critical. All UCC and Tax Lien filings have been

imaged since January 2010. The images are made available via DocViewer, but not all are available to the public at this time.<sup>11</sup> The solution shall make available to staff and the general public, all existing and any new UCC and Tax Lien filing images.

| Req #  | Title                   | Description  |
|--------|-------------------------|--|
| UCC-08 | Establish File          | The solution shall provide the ability to associate subsequent filings (non-initial filings) related to an initial filing by File Number.  |
| UCC-09 | Filing History          | The solution shall maintain a filing history in date and time order for each UCC and Tax Lien filing record.   |
| UCC-10 | Filing Type             | The solution shall assign a filing type to each of the UCC and Tax Lien forms (e.g., Initial Financing Statement, Manufactured Home, Continuation, Filing Officer Statement).  |
| UCC-11 | Debtor Name Corrections | When a debtor name index error is realized, the solution shall provide the ability to add the corrected debtor name without removing the originally-entered debtor name and provide the ability to enter a related Filing Officer Statement regarding the debtor name error(s).                    |
| UCC-12 | Other Corrections       | When any other error is realized, the solution shall provide the ability to change the field(s) of information and enter a related Filing Officer Statement regarding the error(s).  |
| UCC-13 | Rejections              | The solution shall provide the ability to reject a filing and provide correspondence with rejection detail.  |
| UCC-14 | Rejected Debtor(s)      | The solution shall provide the ability to accept a filing while rejecting one or more debtors. The Clerk's Office shall be able to select different rejection reasons for each debtor. Rejected debtors and their respective rejection reasons are recorded on the acknowledgement correspondence. |
| UCC-15 | Image Reference         | The solution shall provide a mechanism for staff and general public to locate all existing and new images of UCC or Tax Lien records.  |

Table 25: UCC Input Process Requirements

v. *UCC: Output Process Requirements*

The output for an acceptable filing of a UCC or Tax Lien is an acknowledgement to the customer. Currently, CIS generates the acknowledgement, in the form of a receipt, after an overnight batch job, which is then sent to the customer the next morning. If a customer submits an additional copy of the UCC form(s), the Clerk's Office will stamp the copy provided and return it to the customer along with the acknowledgement produced from CIS.

The process output for the Clerk's Office is to file the UCC or Tax Lien, according to the provisions in the Code of Virginia. Therefore, an index to the archived records is listed in the table below as an output requirement for the solution.

<sup>11</sup> DocViewer is an internal web application used to view the images captured during the eFile process as well as documents scanned via the Kofax process.

| Req #  | Title           | Description  |
|--------|-----------------|--|
| UCC-16 | Acknowledgement | The solution shall generate a filing acknowledgement according to Code of Virginia requirements (see §8.9A-523). |
| UCC-17 | Index           | The solution shall provide an index to the archived records (e.g., image or microfilm).                          |

Table 26: UCC Output Process Requirements

vi. *UCC: Related Functionality Requirements*

Supporting processes including identified business rules and search capabilities are listed in the requirements table in this section. The rules regarding search functionality are established in the Virginia Administrative Code (5VAC5-30-70-D) as outlined in Table 27:

|    |   |
|----|---|
| D. | Search results are produced by the application of standardized search logic to the name presented to the filing officer. The following criteria apply to searches:  |
| 1. | There is no limit to the number of matches that may be returned in response to the search request.  |
| 2. | No distinction is made between upper and lower case letters.  |
| 3. | Punctuation marks and accents are disregarded.  |
| 4. | "Noise words" are limited to "an," "and," "for," "of," and "the." The word "the" is disregarded. Other noise words appearing anywhere except at the beginning of an organization name are disregarded. Certain business words are modified to a standard abbreviation: company to "co," corporation to "corp," limited to "Ltd," incorporated to "inc." |
| 5. | All spaces are disregarded.   |
| 6. | After using the preceding criteria to modify the name to be searched, the search will reveal names of debtors that are contained in unlapsed or all initial financing statements in an alphabetical list.   |

Table 27: Virginia Administrative Code 5VAC5-30-70-D (UCC & Tax Lien Search)

| Req #  | Title          | Description  |
|--------|----------------|--|
| UCC-18 | Business Rules | The solution shall perform necessary calculations for business rules, such as calculating the duration based on lien type and prohibiting the filing of a continuation outside of the allowable period.          |
| UCC-19 | Search         | The solution shall provide the ability to search by debtor (to include either unlapsed or all filings), and by file number according to standard search logic (see UCC Filing Rule 5VAC5-30-70-D). <sup>12</sup> |
| UCC-20 | Segmented      | The solution shall provide the ability to search UCC and Federal Tax Liens separately.   |
| UCC-21 | Public Search  | Standard and non-standard search functionality shall be made available to the public.  |
| UCC-22 | Search Report  | The solution shall provide the staff the ability to produce a search report using standard search logic only.  |
| UCC-23 | Single Search  | The solution shall provide a single search for new and legacy file numbers.  |

<sup>12</sup> “Unlapsed filings” are those that are currently active and have not reached their 5-year expiration. “All filings” refer to all unlapsed filings plus those that have lapsed within the past year.

| Req #  | Title           | Description  |
|--------|-----------------|--|
| UCC-24 | Reporting       | The solution shall provide management with production reporting, configurable by information, such as filing type, date and user.  |
| UCC-25 | Number of Pages | The solution shall calculate and display the page count for each filing. Note: The Clerk's Office is examining the pricing structure for copywork, which may impact the need for this requirement. |

Table 28: UCC: Related Functionality Requirements

c. Business Entity Requirements

i. Business Entity: Introduction

The documentation evidencing the creation and maintenance of business entities is a primary function of CIS and the Clerk’s Office. Business entities registered with the Clerk’s Office include: corporations, limited liability companies (LLCs), limited partnerships (LPs), general partnerships and business trusts. The current architecture of CIS is segmented by entity type, representing a challenge to the business processes and customer service. The new solution shall house business entity information within a single component.

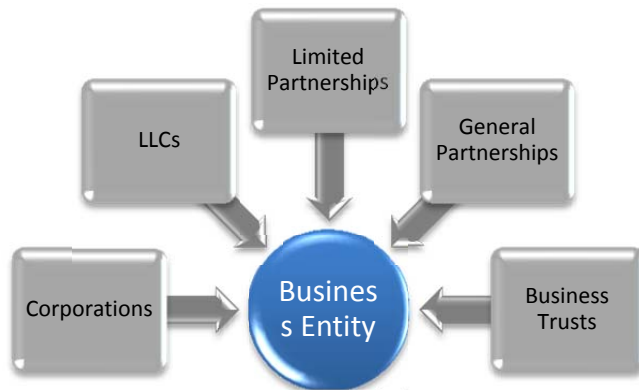


Figure 21: Current CIS Components to Include in Business Entity Component of Solution

The SCC-ID, a key component of the data associated with a business entity, is a unique identifier issued by CIS. Currently, the SCC-ID is made up of seven characters, where the leading character is indicative of the entity type and its attribute as a foreign or domestic entity. The table below describes the current SCC-ID assignment scheme:

| SCC-ID leading character | Entity Type                                       |
|--------------------------|---|
| 0 (zero)                 | Corporation, Virginia                             |
| F                        | Corporation, foreign (non-Virginia)               |
| B                        | Business Trust, Virginia                          |
| C                        | Business Trust, foreign (non-Virginia)            |
| J                        | General Partnership, Virginia                     |
| K                        | General Partnership, foreign (non-Virginia)       |
| L                        | Limited Partnership, Virginia                     |
| M                        | Limited Partnership, foreign (non-Virginia)       |
| S                        | Limited Liability Company, Virginia               |
| T                        | Limited Liability Company, foreign (non-Virginia) |

Table 29: Current SCC-ID Assignment Scheme

The architectural segmentation by entity type and the designated assignment of a SCC-ID are representative of the legacy nature of CIS, which was originally designed to only be used for corporations. Limited partnerships, which were hosted on a separate system, were introduced to CIS in the mid-1990s in the interest of combining the two systems with similar functionality. After limited liability companies (LLCs) were initiated by legislation in 1991, a new component of CIS was later created to accommodate them as well.

ITD support was able to respond to the introduction of new entity types by using the Corporations component in CIS as a template for new entity types. Now, as the Clerk’s Office seeks to replace CIS,

there is no longer a technical reason to maintain separate components by entity type or to assign SCC-IDs by entity type.

The Clerk’s Office does not wish to perpetuate the architectural segmentation by entity type in the new system due to the process inefficiencies that may result. The Contractor shall provide guidance regarding any changes to the SCC numbering scheme of the SCC-ID. For instance, staff members currently must navigate to the correct entity type (e.g., corporation) before any data entry is done. Therefore, most business processes begin with a sorting of documents by SCC-ID so that corporations are grouped together, followed by LLCs, and so on. Sorting the documents before data entry allows users to stay in the same data entry screen for each entity type batch of work. Document sorting before data entry is a step that the Clerk’s Office would like to discontinue in the solution.

ii. *Business Entity: Integration Requirements*

Business Entity records have multiple related components. Figure 22 provides an overview of the relationship among business entity related components:

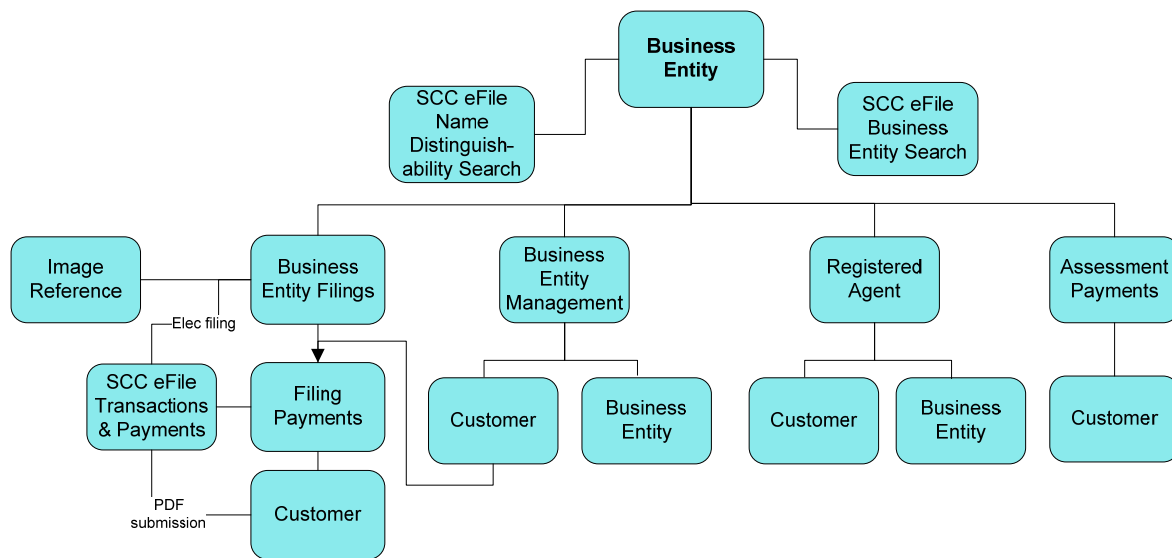


Figure 22: Business Entity Related Components

The component relationships for the Management, Registered Agent, and Assessment components are discussed in more detail in the [Business Entity: Data Requirements](#) and in the [Fiscal Requirements](#) sections, respectively.

The Business Entity Filings component contains a second layer of component relationships that are similar in structure to those of the UCC and Tax Lien filings, found in the [UCC: Integration Requirements](#) section. The *Customer* component is indirectly related to the Business Entity Filings component via *Filing Payments*. The *Filing Payments* requirements are discussed in the [Fiscal: Integration Requirements](#) section of this document, particularly FSCL-04 and FSCL-08. The *Image Reference* component is represented in the [Business Entity: Input Process Requirements](#) section of this document (BE-35), along with a more detailed explanation of the requirements regarding the Activity History component, which includes a business entity filing history.

The SCC eFile integration requirements are specified in the table below, followed by additional information regarding the types of filings available using SCC eFile:

| Req # | Title             | Description   |
|-------|-------------------|---|
| BE-01 | Single Component  | The solution shall provide the ability to create and maintain business entity information within a single component.  |
| BE-02 | eFile Integration | The solution shall accept the data from filings and submissions that are processed using SCC eFile. See EFILE-01 for exemption.   |
| BE-03 | Identify eFile    | The solution shall provide the ability to identify filings that have been completed using SCC eFile.  |
| BE-04 | Test Entities     | The solution shall provide the ability to create and modify test entities in production without impacting production activities (e.g., reporting, name distinguishability). |

Table 30: Business Entity Integration Requirements

There are two types of business entity filings in SCC eFile: Electronic filings and PDF submissions. Figure 23 explains the process differences between the two types of filing options:

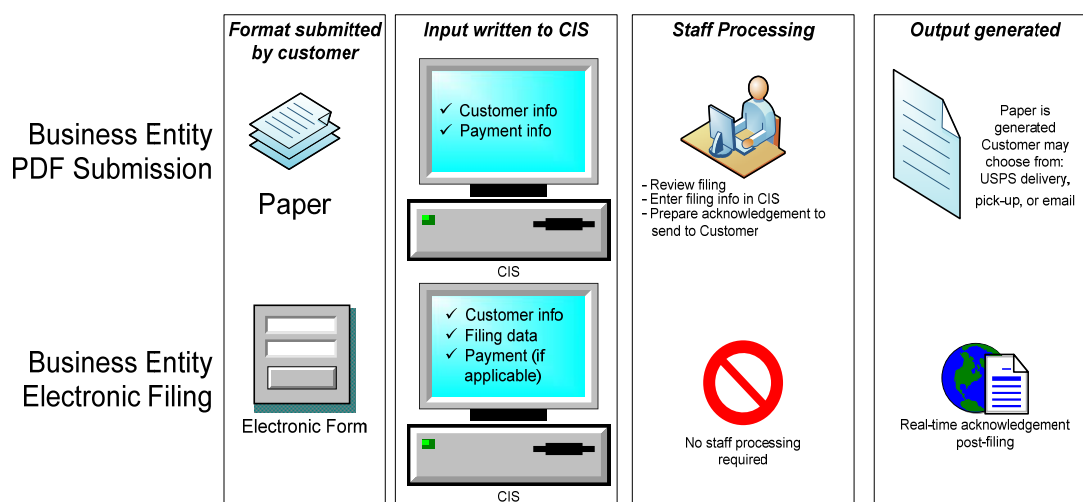


Figure 23: Business Entity Filing Methods via SCC eFile

Four kinds of business entity documents are accepted by PDF submission, as shown in Table 31. The information contained in these documents is reviewed and entered in CIS by the Clerk's Office staff. Upon receipt in the Clerk's Office, the PDF submissions are printed and processed in the same manner as those that are received in paper.

| PDF Filings |                       |
|-------------|-----------------------|
| 1           | New Entity Formations |
| 2           | Amendments            |
| 3           | Restatements          |
| 4           | Cancellations         |

Table 31: Business Entity Filings Accepted via PDF Submission in SCC eFile

For each of the electronic filings, the new or changed information is written to CIS, which is then updated with the information in near real-time.<sup>13</sup> The types of electronic filings that are accepted in SCC eFile are:

<sup>13</sup> ApplinX is the software enabling the interface between eFile and CIS. For additional information regarding ApplinX, see Appendix L: eFile Technical Architecture and System Interactions.

| Electronic Filings |   |
|--------------------|---|
| 1                  | Registered Agent Changes                            |
| 2                  | Registered Office Changes                           |
| 3                  | Registered Agent Resignations                       |
| 4                  | Corporate Annual Reports                            |
| 5                  | New Entity Formations (Stock corporations and LLCs) |

Table 32: Electronic Business Entity Filings via SCC eFile

iii. *Business Entity: Data Requirements*

Several key business entity data components are required in the solution. CIS includes a public-facing site where access to and reliability of data are critical to the public. Among the most important information is the name and address of a Virginia registered agent and the management information for certain business entities (e.g., the officers and directors of corporations).

Therefore, the Registered Agent and Management Data requirements are listed in a separate table in this section, along with additional information regarding their usage. First is a table consisting of general data requirements for all business entities. One noteworthy requirement listed in the general data requirements table below is for garnishment designees (BE-16). This data feature is not currently stored in CIS; however, the Clerk’s Office requires this functionality in the solution. Currently, garnishment designees are listed on the Clerk’s Office website, independent of the public-CIS interface in an alphabetical list in PDF format: <http://www.scc.virginia.gov/clk/files/garn.pdf>. For more information on garnishment designees, see Virginia Code § 8.01-513.

| Req # | Title                       | Description   |
|-------|-----------------------------|---|
| BE-05 | Business Entity Records     | The solution shall provide a means for establishing and maintaining business entity records.  |
| BE-06 | Business Entity ID          | For approved new business entities, the solution shall automatically assign a unique entity ID (currently known as the SCC-ID).   |
| BE-07 | Reassign Business Entity ID | For existing entities, the Contractor shall provide guidance regarding any reassignment of current SCC-IDs if a new entity ID scheme is adopted and implement the agreed-upon approach. See also BE-07 (see also MIGR-05).  |
| BE-08 | Entity Types                | The solution shall provide the ability to distinguish between business entity types (e.g., stock and nonstock corporation, limited liability company, etc.).  |
| BE-09 | Virginia vs. Foreign        | The solution shall provide the ability to distinguish between Virginia and foreign (non-Virginia) business entities.  |
| BE-10 | New Entity Types            | The solution shall allow for the addition of future entity types introduced by legislative changes.   |
| BE-11 | Data                        | The solution shall provide the ability to record business entity information such as: Entity Name, Type, Date of Formation, Principal Office, Industry Code, Jurisdiction of Formation, etc.  |
| BE-12 | Conditional Data            | The solution shall provide the ability to record variable data based on the type of entity as identified in BE-08 and BE-09. One identified example is that the solution shall provide the ability to record whether a Virginia nonstock corporation has members. |



| Req # | Title                 | Description   |
|-------|-----------------------|---|
| BE-13 | Date of Formation     | The solution shall provide for Virginia business entities the ability to record the original date of the entity's formation and the dates on which the entity converted or domesticated. See related requirements BE-49 and BE-50.                |
| BE-14 | Date of Registration  | The solution shall record the original date of a foreign entity's registration in Virginia and the dates on which the entity's records in Virginia reflect a foreign conversion or domestication. See related requirements BE-49 and BE-50.       |
| BE-15 | Shares of Stock       | For stock corporations, the solution shall provide the ability to record the number of authorized shares of stock by class (and not by series) and the par value of the shares of each class.   |
| BE-16 | Garnishment Designees | The solution shall provide the ability to record, index and display on the business entity's public record the designated employee name and address who may receive garnishment summons on behalf of the business entity (the debtor's employer). |

Table 33: Business Entity Data Requirements

### *Registered Agent Requirements*

Every business entity authorized to transact business in Virginia is required by law to continuously maintain a registered office and a registered agent within the Commonwealth. The sole statutory duty of the registered agent is to forward any process, notice or demand served on the registered agent to the business entity at its last known address.

The registered office is defined as the registered agent's business office, which must be located in Virginia. The registered agent is required to be available at the registered office to accept process and notices for a business entity during normal business hours. Accordingly, a registered office cannot be located at a post office box.

The data requirements for registered agent and registered office information include features that are not currently found in CIS and address challenges that the Clerk's Office has faced with this important information. Two specific challenges are described below:

#### **Challenge 1: Address and Jurisdiction Validation**

Currently, the Clerk's Office enters the registered office information exactly as it appears on the document received. Staff will reject a document that provides a post office box instead of a street address, but they have no other readily available means to validate a given address. The Clerk's Office requires the ability to validate street addresses and zip codes, and to reject a document accordingly (see CUST-10 and CUST-11).

In addition, customers must indicate the local jurisdiction (Virginia independent city or county) of the registered office. This is important to determine which locality (e.g., sheriff's department) a person should contact if service of process is required. Customers will, at times, misunderstand the information that is expected or submit an incorrect guess for the jurisdiction of the registered office. The reliability of the Clerk's Office records will be greatly enhanced when the jurisdiction can be ascertained by the solution based on the street address of the registered office.

Registered agent filings can be made in SCC eFile, and, therefore, the introduction of the address validation or jurisdiction determination would require the coordination for necessary adjustments to SCC eFile, as part of fulfilling the SCC eFile integration requirement (BE-02).

**Challenge 2: Monitoring Registered Agent Qualifications**

Currently, CIS also records the qualification of a registered agent. Table 34 shows how a registered agent is qualified to serve a business entity, according to the Code of Virginia:

| Qualification Category | Qualification Detail   |
|------------------------|--|
| Individual             | A resident of Virginia and<br>A member of the Virginia State Bar or<br>A member of the management of the business entity |
| Business Entity        | Authorized to transact business in Virginia<br><i>A business entity may not serve as its own registered agent</i>        |

Table 34: Registered Agent Qualifications

Individual registered agent qualifications are expected to be managed in the Customer component of the solution, as described in the [Customer: Introduction](#) section of this document. Similarly, the Clerk’s Office requires that business entity registered agents remain qualified based on their status with the Clerk’s Office.

For instance, the solution shall associate the registered agent's business entity record with all of the business entity records for which it serves as registered agent (BE-19). Consequently, if a business entity registered agent becomes terminated, cancelled, withdrawn or revoked, the solution shall generate the appropriate correspondence to the business entities for which it is serving as the registered agent.

| Req # | Title                           | Description  |
|-------|---------------------------------|--|
| BE-17 | Registered Agent/Office (RA/RO) | The solution shall associate registered agent and registered office details to a business entity.  |
| BE-18 | Registered Agent Data           | The solution shall provide the ability to record the qualification of a registered agent based on entity type.   |
| BE-19 | Business Entity RAs             | The solution shall associate the registered agent's business entity record with all of the business entity records for which it serves as registered agent.                |
| BE-20 | Individual RAs                  | The solution shall associate an individual registered agent’s customer record with all of the business entity records for which the individual serves as registered agent. |
| BE-21 | Registered Office Data          | The solution shall provide the ability to maintain the registered office street address for each registered agent as well as an alternate mailing address.                 |
| BE-22 | Address Validation              | The solution shall provide address validation for all address entries.   |

| Req # | Title                          | Description   |
|-------|--------------------------------|---|
| BE-23 | Jurisdiction Determination     | The solution shall automatically ascertain the local jurisdiction (i.e., a Virginia county or independent city) for a given registered office street address.   |
| BE-24 | Check RA Qualification - BE    | For a business entity that is serving as the registered agent, the solution shall identify when the entity has been terminated, cancelled, withdrawn, or revoked and generate the appropriate correspondence to the business entities for which it was serving as registered agent. |
| BE-25 | Check RA Qualification - Indiv | The solution shall provide the ability to identify the business entities for which an individual is serving as the registered agent and generate appropriate correspondence when notice has been received that the individual is no longer qualified to serve (e.g., deceased).     |

Table 35: Business Entity Registered Agent Requirements

### Management Requirements

“Management” is the general term used to describe the officers and directors of a corporation, the managers or managing members of a limited liability company, the general partners of a limited partnership and the trustees of a business trust. Currently, *corporations* are required by law to submit an annual report that includes the names of the officers and directors of the corporation. Although the Code of Virginia does not require the filing of an annual report by *limited liability companies* and *business trusts*, the solution should accommodate annual report filings for these business entities in the event they become required in the future. For *limited partnerships*, the names and addresses of the general partners are required to be provided when they are organized and amended each time a general partner is added or deleted.

| Req # | Title                  | Description   |
|-------|------------------------|---|
| BE-26 | Management             | The solution shall associate management details to a business entity.   |
| BE-27 | Management Data        | The solution shall provide the ability to record management details based on entity type.   |
| BE-28 | Management - Corp      | The solution shall provide the ability to record the names and addresses of corporate officers and directors. An officer or director must be an individual.   |
| BE-29 | Management - LLC       | The solution shall provide the ability to record the names and addresses of the managers or managing members of a limited liability company. A manager or managing member may be an individual or a business entity. Note: This functionality is in anticipation of potential legislation that would require LLCs to report management information. |
| BE-30 | Management – LP and GP | The solution shall provide the ability to record the names and addresses of the general partners of a limited partnership and the general partners of the general partnership. A general partner may be an individual or a business entity.   |

| Req # | Title           | Description  |
|-------|-----------------|--|
| BE-31 | Management - BT | The solution shall provide the ability to record the names and addresses of the trustees of a business trust. A trustee may be an individual or a business entity. |

Table 36: Business Entity - Management Requirements

iv. *Business Entity: Input Process Requirements*

Several processes support the creation and maintenance of business entities in CIS; therefore, there are several types of input process requirements for the solution.

An important piece of the input process includes an activity history of all business entity filings associated with each business entity. The Clerk’s Office requires a single place to view a comprehensive history of all types of filings for an entity, including the image associated with the filing. In CIS, separate activity histories are maintained for various functions, such as corporate annual report filings, domestications and conversions. As an example, Figure 24 shows seven different types of histories that are maintained for corporations:



Figure 24: Examples of Histories Maintained in CIS for Corporations

In order to provide the public and staff with a simple, easy-to-read view of the changes to a business entity’s record, the Clerk’s Office requires the solution’s Activity History component to include the types of transactions represented in Figure 24, as well as a record of document submissions and accepted filings for an entity.

CIS histories, such as those listed in Figure 24, maintain the data for each of the transactions listed. For instance, the stock history maintains the number of shares authorized (by class and type) and the date on which the shares were authorized. Figure 25 is an example of a share history in CIS:

| DATE     | TYPE              | CLASS  | SHARES AUTH |
|----------|-------------------|--------|-------------|
| 09/02/05 | C STOCK           | COMMON | 525,000,000 |
|          |                   | PREFER | 1,500,000   |
|          |                   | PREFE  | 500,000     |
| 10/01/02 | T SERIAL DESIGNAT | COMMON | 525,000,000 |
|          |                   | PREFER | 2,000,000   |
| 06/22/99 | C STOCK           | CUMP   | 1,000,000   |
|          |                   | PREFER | 1,000,000   |
|          |                   | COMMON | 350,000,000 |
| 04/28/98 | T SERIAL DESIGNAT | CUMP   | 1,000,000   |
|          |                   | PREFER | 1,000,000   |
|          |                   | COMMON | 350,000,000 |
| 02/03/97 | C STOCK           | COMMON | 250,000,000 |

Figure 25: An Example of Share History in CIS

The Clerk's Office has no need to continue to maintain a data history in the future solution, such as that depicted in Figure 25, as long as the image of the documents associated with the filing is accessible in the comprehensive Activity History component. For a list of all types of business entity filings see Appendix O.

| Req # | Title   | Description  |
|-------|---|--|
| BE-32 | Maintain History                                  | The solution shall maintain a single place to view comprehensive activity history (i.e., document submission and accepted filings) for an entity.  |
| BE-33 | Search/Filter Activity History                    | The solution shall provide the ability for public and staff to search and filter the activity history for an entity by date range and by the type of activity or filing (e.g., annual report filing history, conversion history, form request history, rejection history, admin update history). |
| BE-34 | Image Availability                                | The solution shall provide a link to the image of the associated document in the activity history for filings.   |
| BE-35 | Image to Multiple Entities                        | The solution shall provide the ability to link an image to multiple business entities.   |
| BE-36 | Reversals, Voids and Corrections Functionality    | The solution shall provide the ability for authorized staff to reverse, void, or correct a filing subject to applicable business rules. Examples include staff entry errors and returned checks.   |
| BE-37 | Reversals, Voids, Corrections in Activity History | The solution shall provide the ability to save the data associated with a reversed, voided or corrected filing with the ability to include a comment in the business entity activity history.  |
| BE-38 | Reversals, Voids, Corrections Images              | The solution shall provide the ability to save the image (if any) that authorized a reversal, voiding or correction, and the ability to remove from public access the image of the filing that is reversed, voided or corrected.   |
| BE-39 | Reversals, Voids, Corrections Records             | The solution shall provide the ability to delete the index to the permanent record (e.g., microfilm) a filing that is reversed, voided or corrected.   |
| BE-40 | Reversals, Voids, Corrections Image Access        | The solution shall provide the ability to vary access to information and images regarding reversals, voids and corrections between the public and staff.   |

| Req # | Title                   | Description  |
|-------|-------------------------|--|
| BE-41 | Legal Task              | The solution shall provide the ability to create a legal task for a business entity (e.g., improper registered office or pending a required name change amendment due to discovered name conflict).  |
| BE-42 | Mass mailings           | The solution shall select records for mass mailing correspondence based on defined business rules and save a record of the mailing as a part of each entity's activity history (e.g., impending notices, termination/cancellation notices, and the annual assessment notices). |
| BE-43 | Reissue mass mailing    | The solution shall provide the ability to reissue on an ad-hoc basis correspondence that was generated in a mass mailing (BE-42).  |
| BE-44 | Reinstate Calc          | Based on business rules, the solution shall calculate upon request the requirements (fees and forms) and the deadline for an entity to reinstate.  |
| BE-45 | Reinstate Comm          | The solution shall provide the ability to clearly communicate to customers the deadline, the necessary requirements for reinstatement, and the new requirements if the customer misses the reinstatement deadline.   |
| BE-46 | Merger Filing           | The solution shall provide the ability to associate a merger filing to the business entities of the record that are parties to the merger.   |
| BE-47 | Merger Non-Survivor     | The solution shall provide the ability to change the status of the non-surviving entity(ies) of record that is a party to a merger.  |
| BE-48 | Merger - Survivor       | The solution shall provide the ability to indicate for a survivor that is of record the non-surviving business entities of record as a result of a merger.   |
| BE-49 | Conversion              | The solution shall provide the ability to convert one entity type to another entity type for Virginia and qualified foreign business entities in accordance with the business rules of the new entity type.  |
| BE-50 | Domestication           | The solution shall provide the ability to change a qualified foreign entity to a like-kind Virginia entity or surrender the organizational certificate of a Virginia entity that changes to a like-kind foreign entity.  |
| BE-51 | Mass RA Change Update   | The solution shall provide the ability to perform a 'bulk' or 'mass' update to registered agent and/or registered office information for multiple business entities and generate the appropriate correspondence.   |
| BE-52 | Staff review flag       | The solution shall provide the ability to flag a business entity record (with an accompanying explanation) to require staff review of a submission.  |
| BE-53 | Returned Mail Indicator | The solution shall provide the ability to indicate that an item mailed to an entity has been returned, the item that was returned, the reason it was returned, and the date it was received in the Clerk's Office.   |

| Req # | Title                  | Description   |
|-------|------------------------|---|
| BE-54 | Returned Mail Process  | The solution shall support a returned mail process that facilitates reissuance to an alternate address.   |
| BE-55 | Status Change          | When the status of an entity changes, the solution shall record and display the date of the change (including when the record is purged).                   |
| BE-56 | Voluntary Terminations | The solution shall distinguish between voluntary terminations, cancelations and revocations and those that are involuntary (via system rule such as BE-73). |

Table 37: Business Entity Input Process Requirements

v. *Business Entity: Output Process Requirements*

The output processes for business entities are those that result from acceptable document submissions for filings. Rejected document submissions are included in Customer requirements (CUST-11).

The two outputs for accepted document submissions are a filing for Clerk’s Office records and evidence of the filing to send to the customer. Figure 26 shows the two types of outputs for business entity document submissions:

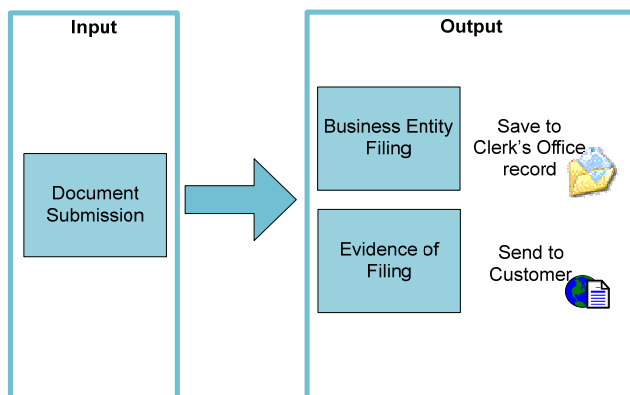


Figure 26: Business Entity Outputs

The business entity filing and the evidence of filing contain components that CIS must generate as listed in Table 38:

| Output Type            | Contents   |
|------------------------|--|
| Business Entity Filing | Commission’s Order<br>Receipt<br>Document submission<br>Entity Status at the time of filing<br>Examiner Write Up |
| Evidence of Filing     | Commissioner’s Order<br>Receipt  |

Table 38: Contents of Business Entity Outputs

The requirements below include the expectations of the solution for the generation of business entity output. CIS currently generates approximately 210 different pieces of correspondence. The Clerk’s Office shall evaluate the correspondence for inclusion before the existing letters are put to use in the solution.



| Req # | Title                                       | Description   |
|-------|---|---|
| BE-57 | Correspondence – Accepted                   | The solution shall generate the appropriate correspondence in response to an acceptable filing (e.g., receipt, evidence, and certificate).  |
| BE-58 | Correspondence - Other                      | The solution shall provide the ability to generate and send (by mail or electronically) forms or correspondence to a business entity or its representative. Note: This may include forms with pre-populated entity-specific data. |
| BE-59 | Entity Status at Filing                     | For an existing entity, the solution shall provide the ability to record as part of the filing the entity status (and other relevant information) of the entity at the time of the filing.  |
| BE-60 | Examiner Write Up                           | The solution shall provide the ability to capture the examiner write-up and approval information.   |
| BE-61 | Generate Filing                             | The solution shall generate and store the filing consisting of the evidence (i.e., the order and receipt), the document submission, and the entity status at the time of filing (see BE-59), and examiner write up (see BE-60).   |
| BE-62 | Generate Evidence                           | The solution shall generate the documents that evidence the approved filing.  |
| BE-63 | Electronic Communication                    | The solution shall provide the ability to send and receive communication with a business entity electronically (e.g., via email, online account).   |
| BE-64 | Communication to Customer & Business Entity | The solution shall provide the ability to simultaneously electronically communicate to both a business entity and a customer (e.g., articles of dissolution, RA resignations, returned check notification).                       |

Table 39: Business Entity Output Process Requirements

The Clerk’s Office recently adopted a new process to return evidence to SCC eFile customers by email. The process leverages Kofax to create the PDF and send to the customer’s email address. Figure 27 depicts the process that is used for PDF submissions for business entity and UCC filings from customers who select email as their return option:

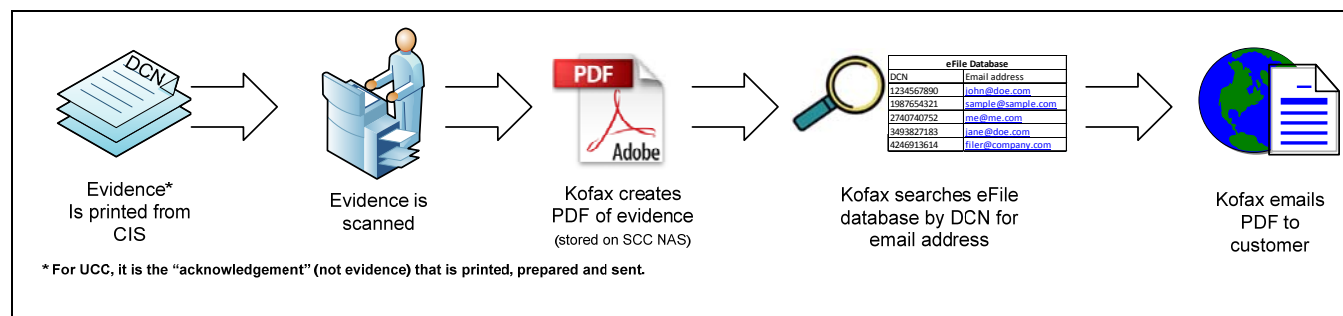


Figure 27: Kofax Email Evidence Return Process

The Clerk’s Office is currently exploring ways to expand the use of this process beyond eFile submissions and to customers who submit filings by paper. The Kofax Email Evidence Return Process is a potential candidate for the business process improvement effort in the Clerk’s Office.



vi. *Business Entity: Related Functionality Requirements*

To support the data and processes for business entities, the solution must include the functionality identified in Table 40: Business Entity Data Support Requirements and Table 41: Business Entity Process Support Requirements that follow. “Other Business Entity Related Functionality Requirements” are included in Table 42 with introductory text regarding reserved, registered and fictitious names.

*Data Support Requirements*

Data support requirements include summary displays of business entity information and the implementation of business rules. Data support requirements also include the search and reporting functionality that is important to both the Clerk’s Office and the public.

*Data Support: Business Entity Search*

The current business entity name search in CIS for staff (and in CISiWeb for the public) may be described as a ‘phonebook style’ search, where search results include only those that alphabetically follow the request.<sup>14</sup> For instance, if a customer is looking for William A. Smith Towing, LLC and typed “Smith”, the returned results would include (for instance) Smith Auto, Smith Builders, Smitherines Salon, Smitherly & Sons. William A. Smith would not be found unless the customer began the search request with “William”.

In the solution, the Clerk’s Office requires the ability to use a combination of searching and filtering, but the phonebook style search approach must be discontinued in favor of a modern internet-style search.

| Req # | Title                    | Description   |
|-------|--------------------------|---|
| BE-65 | Summary Info             | The solution shall provide users with a summary of key business entity data, such as registered agent, good standing status, assessment balance.  |
| BE-66 | Business Rules           | The solution shall perform necessary calculations in accordance with business rules, such as: good standing determination, entity status calculation, registered agent qualification validation, and registered agent resignation effective date.   |
| BE-67 | Entity Search and Filter | The solution shall provide the ability to search for an entity and filter by any combination of data fields, such as: Entity Name, Entity Type, Entity ID, Date of Formation, Jurisdiction of Formation, Registered Agent Name, Registered Office Address, Principal Office Address, Management Name(s), and Industry Code. |
| BE-68 | Public Search and Filter | The search and filter functionality shall be made available to the public.  |
| BE-69 | Reporting Search Results | The solution shall provide the ability to create standard, printable output from a search result set (e.g., registered agent report).<br>Note: This functionality shall be available to both public and staff.  |
| BE-70 | Calculate Page Count     | The solution shall calculate and display the page count for each filing.  |

Table 40: Business Entity Data Support Requirements

<sup>14</sup> CISiWeb is the CIS application made available to the public via the SCC website. For more information, see Appendix K.

## *Process Support Requirements*

The Process Support Requirements are those that are essential to the creation and maintenance of business entities. An important aspect to support the creation of business entities is the functionality that ensures the distinguishability of each name based upon the records of the Commission, as specified in the relevant provisions of the *Code of Virginia* for corporations, limited liability companies, limited partnerships, and business trusts.

### *Process Support: Name Distinguishability*

CIS includes an algorithm to ascertain if a business entity name is distinguishable based upon Commission records. However, this functionality (while still functional in CIS) is no longer used as the authority for name distinguishability for Commission records. The new authority for name distinguishability is SCC eFile Name Distinguishability functionality.<sup>15</sup>

Development of the Name Distinguishability module outside of CIS included additional benefits, such as: (1) it would provide the Clerk's Office an opportunity to evaluate and modify the algorithm and business rules for name distinguishability, (2) the algorithm could be rewritten in a more flexible format to facilitate business changes, and (3) the module could be placed online for the public to search for distinguishable names which is a frequent inquiry to the Clerk's Office Call Center.

The SCC eFile Name Distinguishability functionality uses Event Replicator to ensure that names from CIS are immediately replicated to Oracle so that SCC eFile produces accurate results of the entire set of names in CIS.<sup>16</sup>

The solution shall leverage the Name Allowability (which is different from Name Distinguishability) feature in SCC eFile. Name Allowability in SCC eFile checks that an entity has a proper entity designation (e.g., Inc., Corp., LLC) and checks for the use of certain restricted words or phrases (such as "bank" and "credit union", which may not be formed using SCC eFile).

The proposed solution must use the SCC eFile Name Distinguishability algorithm to ensure that each name is distinguishable. The solution shall also use the Name Allowability logic found in SCC eFile Express to alert staff when a name must be reviewed by the Legal team and to ensure that a name without a proper entity designation is not approved in error.

| Req # | Title            | Description   |
|-------|------------------|---|
| BE-71 | Assessment       | The solution shall assess each entity annually according to the appropriate provisions of the Code of Virginia for each entity type.  |
| BE-72 | Assess Penalties | The solution shall assess late payment penalties against a business entity according to the appropriate provisions in the Code of Virginia.   |
| BE-73 | Terminate Entity | The solution shall terminate, cancel or revoke a business entity for failure to pay annual registration fees according the appropriate provisions of the Code of Virginia for each entity type. |

<sup>15</sup> Name Distinguishability functionality can be found online at: <https://sccefile.scc.virginia.gov/NameAvailability>. Clerk's Office staff has used the public portal to ascertain name distinguishability since it was released in July 2011.

<sup>16</sup> For more information regarding the use of Event Replicator, see Appendix L.

| Req # | Title                       | Description   |
|-------|-----------------------------|---|
| BE-74 | Fee/ Payment Summary for BE | For business entities, the solution shall calculate and display a balance due by fee type (including annual registration, filing and penalties). See also: FSCL-33.   |
| BE-75 | Name Distinguishability     | The solution shall use the existing eFile algorithm to determine if a business entity name is distinguishable.  |
| BE-76 | Perform check               | The solution shall perform a name distinguishability check for proposed new business entities, entity name changes, reinstated business entities, designated, reserved and registered names.  |
| BE-77 | Provide results             | The solution shall provide the results of the name distinguishability check (BE-75) for staff to accept or reject the name.   |
| BE-78 | Public access               | The name distinguishability functionality shall remain accessible to the public. This is currently available in eFile:<br><a href="https://sccfile.scc.virginia.gov/NameAvailability">https://sccfile.scc.virginia.gov/NameAvailability</a> . |
| BE-79 | Name allowability check     | The solution shall perform the existing eFile name allowability algorithm and provide results to staff.   |
| BE-80 | Period of Duration          | The solution shall initiate communication to an entity a configurable number of days before the entity's period of duration expires.  |

Table 41: Business Entity Process Support Requirements

### *Other Business Entity Related Functionality*

Other Business Entity Related Functionality includes requirements for fictitious, reserved and registered names. Currently CIS is used to maintain these categories of names, however the Clerk's Office anticipates some improvements in how the solution stores and displays them.

#### **Fictitious Names**

A fictitious name is a name that a person (either an individual or a business entity) uses instead of the person's true name, usually in the course of transacting business.<sup>17</sup> It is sometimes referred to as an "assumed name" or "trade name," and it is often identified after a person's true name with the abbreviation "t/a" ("trading as"), "dba" ("doing business as"), or "aka" ("also known as"). Before a person (individual or business entity) may conduct business under a fictitious name, the person must file a certificate in the clerk's office of the circuit court of each jurisdiction in which the fictitious name is to be used. If the person is a business entity registered with the SCC Clerk's Office, then the business entity also must obtain a copy of each certificate, duly attested by the respective clerk of the circuit court, and file each certificate in the SCC Clerk's Office.

The Contractor shall evaluate and potentially implement functionality in case the Clerk's Office becomes the centralized filing office for *all* fictitious name certificates in Virginia (for individuals and business entities) instead of the local circuit courts.

#### **Reserved and Registered Names**

Reserved and registered names are similar in use and function to one another. A person may *reserve* the exclusive use of an available business entity name for a period of 120 days by filing an application

<sup>17</sup> The statutes that govern the use of a fictitious name in Virginia are [§§ 59.1-69 – 59.1-76](#) of the Code of Virginia.

with the Clerk’s Office, which includes paying a filing fee of \$10. The reservation can be for a Virginia or foreign business entity and may be renewed for successive periods of 120 days during the 45-day period preceding the date of a reservation’s expiration.

A foreign corporation, before it receives a certificate of authority to transact business in Virginia, may *register* its corporate name for a period of one year by filing an application and a certificate of good standing with the Commission and paying a filing fee of \$20. Registered names may also be renewed for successive one year periods during the 60-day period preceding the date of a registration’s expiration.

The Clerk’s Office recognizes that the registry of reserved and registered names does not necessarily need to be co-located in the same system where business entity information resides. However, the Name Distinguishability functionality used for business entities (BE-75) shall also check against reserved and registered names. In addition, the payments received for reserved and registered names shall integrate with the Fiscal component of the solution.

| Req # | Title                             | Description  |
|-------|-----------------------------------|--|
| BE-81 | Fictitious Names                  | The solution shall provide the ability to record fictitious names and relate them to entity that is using the fictitious name.   |
| BE-82 | Fictitious Name Data              | The solution shall provide ability to capture the data associated with a fictitious name filing, such as name, associated entity, and each jurisdiction for which the name has been filed.                                 |
| BE-83 | Fictitious Names                  | The solution design shall consider that the Clerk’s Office may become the central filing office for all fictitious name certificates in Virginia.  |
| BE-84 | Fictitious Name Payments          | Payments received for fictitious name filings shall integrate with other Fiscal Functions in the Clerk's Office as outlined in this document with the prefix 'FSCL'.   |
| BE-85 | Reserved and Registered Names     | The solution shall maintain a searchable registry of reserved and registered business entity names.  |
| BE-86 | Reserved and Registered Name Data | The solution shall provide the ability to capture the data associated with a reserved or registered name, such as owner, owner's contact information and date filed.   |
| BE-87 | Reserved and Reg Name Process     | The solution shall provide the functionality to support the creation, renewal, release and expiration of reserved and registered names.  |
| BE-88 | Name Dist. Check                  | The name distinguishability functionality (See BE-75) shall check against reserved and registered names.   |
| BE-89 | Transfer Reserved Name            | The solution shall provide the ability to transfer a reserved name from one owner to another owner.  |
| BE-90 | Reserved and Reg Name Payments    | Payments received for reserved and registered names shall integrate with other Fiscal Functions in the Clerk's Office as outlined in this document with the prefix 'FSCL'.   |
| BE-91 | Designated name                   | The solution shall provide the ability to enter and search a designated Virginia name for a foreign business entity whose name is not distinguishable, and provide the ability to enter and search the entity's true name. |
| BE-92 | Search Fictitious Names           | The solution shall provide the ability to search and filter the fictitious name data (see BE-82).  |

Table 42: Business Entity Related Functionality Requirements

d. Information Order Processing Requirements

i. Information Order: Introduction

Information Order Processing refers to the functions of the Clerk’s Office that provide certified and non-certified copies of business entity and UCC records. The current structure of the Clerk’s Office consists of two information order sections: 1) business entity and 2) UCC and tax lien information order processing. The services offered by each of the sections are similar, as shown in the table below:

| Services offered  | Business Entity Info Order Processing | UCC & Tax Lien Info Order Processing |
|---|---------------------------------------|--------------------------------------|
| Fulfills requests for certified copies of documents of record   | ✓                                     | ✓                                    |
| Fulfills requests for noncertified copies of documents of record  | ✓                                     | ✓                                    |
| Issues certificates of good standing (for corporations)   | ✓                                     |                                      |
| Issues certificates of fact   | ✓                                     |                                      |
| Issues certificates to adjust property title records in circuit courts (such as for business entity name changes) | ✓                                     |                                      |
| Issues certified search of UCC and federal tax lien records   |                                       | ✓                                    |
| Issues noncertified searches of UCC and federal tax lien records  |                                       | ✓                                    |

Table 43: Services Offered by Clerk's Office Information Order Processing Sections

Currently, both the business entity and UCC and tax lien information order processes are paper-intensive, and each step in the process could benefit from targeted improvements. Figure 28 illustrates the areas for improvement that the Clerk’s Office would like to see addressed in the solution for Information Order Processing:

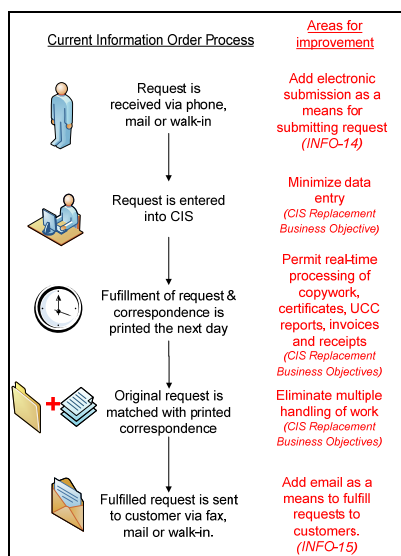


Figure 28: Information Order Process and Desired Areas for Improvement

The primary challenge for Clerk’s Office customers regarding information orders is the pricing and payment structure. Pricing presents a challenge because copies are charged per page, and page counts are not always readily apparent in CIS. Customers must contact the Call Center (during business hours) to inquire about the number of pages in a document so that they can submit the correct payment amount. Payments present a challenge because check and money order are the only accepted payment methods for requests submitted by mail. There is no online payment option, and cash is only accepted for customers who physically come to the office in Richmond. Figure 29 summarizes the process for information order customer requests:

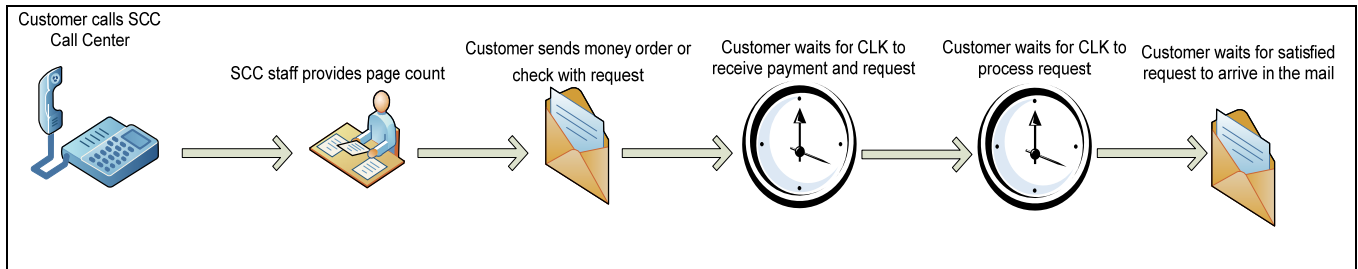


Figure 29: Information Order Customer Request Process

To enhance service for frequent information order customers, the Clerk’s Office established billing services for attorneys, law firms and filing service companies located in Virginia. However, account maintenance and billing have presented challenges and have led the Clerk’s Office to seek to discontinue this practice. See the [Migration](#) section (MIGR-17 through MIGR-22) of this document for the requirements associated with transitioning away from billing and information order accounts.

ii. *Information Order: Integration Requirements*

The Information Order component is independent of the business entity and UCC components, in that the Clerk’s Office does not require a history of information requests for a business entity or UCC filing to be recorded with the business entity or UCC filing history. Figure 30 shows the components that are related to the Information Order components: Customer, Information Order Payments and SCC eFile Certificate Verification.

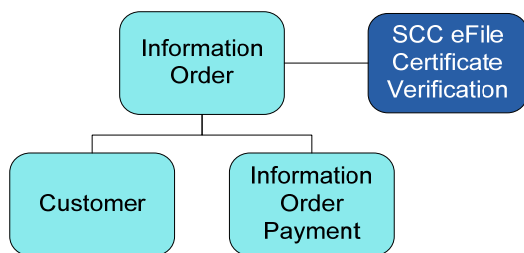


Figure 30: Information Order Related Components

The integration with the Customer (CUST-15 through CUST-17) and Information Order Payment (FSCL-05 through FSCL-07) components is described in the [Customer: Input Process Requirements](#) (CUST-15 through CUST-17) and [Fiscal Requirements](#) sections, respectively.

The requirements discussed in this section are those to integrate with SCC eFile functionality:

| Req #   | Title                    | Description  |
|---------|--------------------------|--|
| INFO-01 | eFile Integration        | The solution shall accept the Customer and Fiscal data from orders that are processed using SCC eFile. See EFILE-01 for exemption. |
| INFO-02 | Verification integration | The solution shall integrate with the existing certificate verification interface in SCC eFile.                                    |

Table 44: Information Order - Integration Requirements

SCC eFile includes the functionality for customers to order Certificates of Good Standing (for corporations) and Certificates of Fact of existence or registrations (for LLCs). Upon payment of the fees, the ordered certificate is immediately generated in PDF format and made available for the customer to print or save to his or her computer. The generated certificate in SCC eFile includes a unique identification number that may be used to verify its authenticity using the Certificate Verification feature in SCC eFile: <https://sccfile.scc.virginia.gov/Verify/Certificate>.

*iii. Information Order: Data Requirements*

The solution shall accommodate the key data components for Information Orders, as identified in Table 45. Each order shall contain a unique identifier, which may also be used as the certified copy verification number. Currently, the Clerk’s Office uses the DCN (Document Control Number) issued by CIS to satisfy the verification function in eFile.

| Req #   | Title                              | Description   |
|---------|------------------------------------|---|
| INFO-03 | Certified copy verification number | The solution shall provide a unique number for customers to verify the authenticity of a certified document.  |
| INFO-04 | Info Order Type                    | The solution shall distinguish business entity, UCC and Tax Lien information order requests.  |
| INFO-05 | Info Order Data                    | The solution shall provide the ability to record information order data, such as: order number, order date, order status, received/send via (e.g., mail, UPS, walk-in), order type, search type, and fee due. |
| INFO-06 | Info Order Identifier              | The solution shall provide a unique information order identifier for each type of Information Order request (See INFO-07 through INFO-12).  |

Table 45: Information Order - Data Requirements

*iv. Information Order: Input Requirements*

The Input Requirements in the table that follows include the types of information order requests that the solution must be able to fulfill and the ways that information orders shall be submitted:

| Req #                    | Title             | Description   |
|--------------------------|-------------------|---|
| <i>Types of requests</i> |                   |   |
| INFO-07                  | Certify Documents | The solution shall provide the ability to create a certification for any business entity, UCC or federal tax lien filing. |
| INFO-08                  | Certify Search    | The solution shall provide the ability to create a certification of a UCC or tax lien search report.                      |



| Req #                  | Title                                | Description  |
|------------------------|--------------------------------------|--|
| INFO-09                | Certificate of fact of CIS record(s) | The solution shall provide the ability to create a certificate of fact for a record(s) contained within the Clerk's Office system of record (e.g. CIS).  |
| INFO-10                | Certificate of fact - not in CIS     | The solution shall provide the ability to create a certificate of fact attesting to a record in the Commission (excluding records contained within the Clerk's Office system of record (e.g. CIS)).                    |
| INFO-11                | Certificate of good standing         | The solution shall provide the ability to create a certificate of good standing for a corporation.   |
| INFO-12                | Certificate with additional facts    | The solution shall provide the ability to create a certificate of good standing or certificate of existence that includes additional facts of record and/or the ability to add free-form text to the certification(s). |
| <i>Ways to request</i> |                                      |  |
| INFO-13                | Staff IOP Requests                   | The solution shall provide an electronic means for staff to submit an Information Order Request (See INFO-07 through INFO-12).   |
| INFO-14                | Customer IOP Requests                | The solution shall provide an electronic means for customers to submit an Information Order Request (See INFO-07 through INFO-12).   |

Table 46: Information Order - Input Requirements

v. *Information Order: Output Requirements*

The output for an information order consists of copies of the requested documents (see INFO-07 through INFO-12), and a receipt of payment. Currently, staff members enter the information request in CIS, which then generates the output during an overnight batch process. When the output is delivered to staff members the next morning, it is mailed or matched with a carrier label and fax cover page to send to the customer. Figure 31 shows the output that is currently generated by both CIS and Clerk's Office staff members:

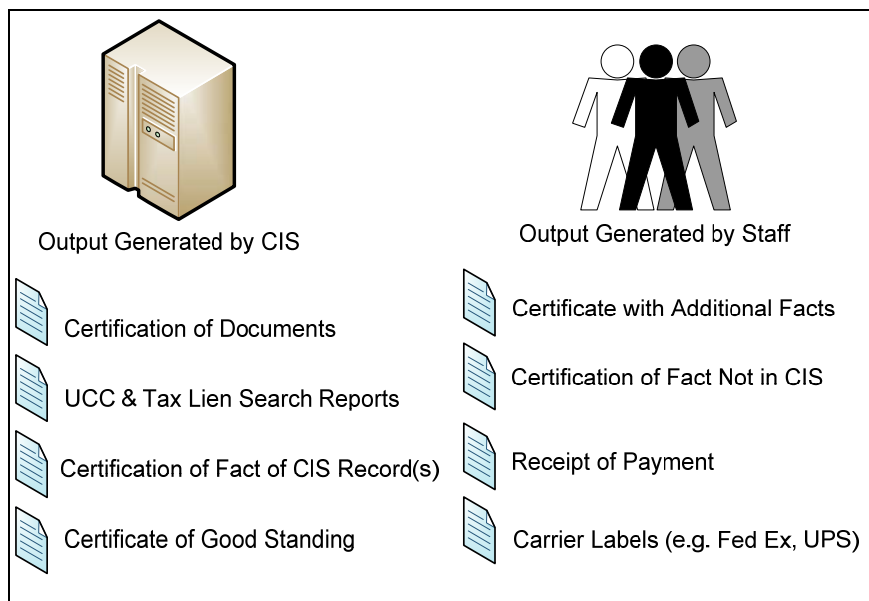


Figure 31: Output Generated by CIS and Staff



The solution shall generate the output that CIS and staff members are currently producing:

| Req #   | Title              | Description   |
|---------|--------------------|---|
| INFO-15 | Order Fulfillment  | The solution shall provide the ability to fulfill information order requests electronically (e.g., via email, online account) or via paper (e.g. US Mail, pick-up). |
| INFO-16 | Receipt of payment | The solution shall generate a receipt upon successful fulfillment of an information order request.  |
| INFO-17 | Carrier labels     | The solution shall create and print carrier labels to return requests (e.g., to UPS and Fed Ex).  |

Table 47: Information Order - Output Requirements

vi. *Information Order: Related Functionality Requirements*

To support the information order process, the Clerk’s Office would like the solution to perform certain functions within the application that facilitate order processing and to track the status of an order:

| Req #   | Title                  | Description   |
|---------|------------------------|---|
| INFO-18 | Determine Order Status | The solution shall determine and provide the order status to the requestor. |
| INFO-19 | Calculate Fee          | The solution shall calculate the fee due based on order submitted.          |

Table 48: Information Order - Related Functionality Requirements

e. Fiscal Requirements

i. *Fiscal: Introduction*

The Fiscal component of the solution includes the accounting of payments and fees, as well as the deposit and allocation of funds. Currently, payments are received and processed by the Clerk’s Office, the bank lockbox and by SCC eFile. Table 49 shows which types of payments are received and processed by each of these areas:

| Type of Payment                      | Received and processed by: |                     |   |
|--------------------------------------|----------------------------|---------------------|---|
|                                      | Clerk’s Office             | Bank Lockbox        | SCC eFile   |
| Document submissions (e.g., filings) | • All Types                | • N/A               | • UCC Filings<br>• Business Entity Amendments<br>• New Entity Formation |
| Information orders                   | • All Types                | • N/A               | • Certificates of Good Standing (Corp)<br>• Certificates of Fact (LLC)  |
| Business entity assessment payments  | • All Types                | • Corp and LLC only | • Corp and LLC only   |

Table 49: Types of Payments by Method of Process

ii. *Fiscal: Integration Requirements*

The Fiscal component of the solution shall include information associated with all types of payments, such as those for information orders, document submissions or business entity assessments. As described in the [Customer: Introduction](#) section of this document, a customer is anyone who (a) requests an information order, (b) submits a document for filing, or (c) sends a business entity assessment payment. Therefore, the Fiscal component (represented as Payments in the figure below) shall be associated with the Customer component and with the item for which the customer submits a payment.

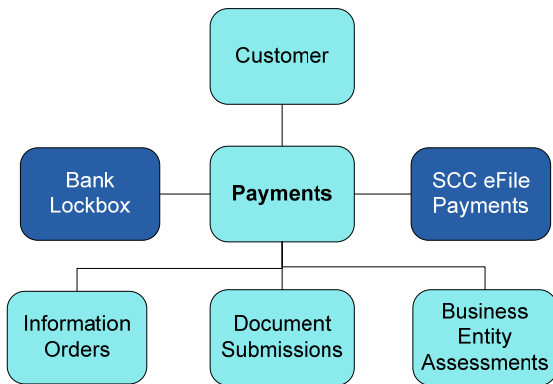


Figure 32: Fiscal (Payment) Related Components

Figure 32 also demonstrates that the Fiscal component shall integrate with SCC eFile payments and bank lockbox payments. SCC eFile accepts payments through a third party payment vendor, Official Payments Corporation (OPC). The summary of payment and customer information is written to CIS after confirmation. Similarly, the bank lockbox (via SunTrust) accepts payments for which CIS writes payment and customer information to CIS upon confirmation.

| Req #   | Title                                 | Description   |
|---------|---------------------------------------|---|
| FSCL-01 | Fiscal Component                      | The solution shall provide a means to record information associated with all types of payments such as fees for information orders, document submissions, business entity assessments and penalties.  |
| FSCL-02 | Fiscal Process                        | The fiscal process shall include scanning checks and separating them from the document submission and immediately restrictively endorsing all checks and money orders.  |
| FSCL-03 | Associate with Customer               | The solution shall provide the ability to associate a payment with a customer.  |
| FSCL-04 | Document Submission Payments          | The solution shall provide the ability to associate the payment with the appropriate document submission (and with the customer, per FSCL-03).  |
| FSCL-05 | Info Order Payments                   | The solution shall provide the ability to associate a payment with the appropriate information order (and with the customer, per FSCL-03).  |
| FSCL-06 | Payments No Doc, No Order             | For payments received without a document submission or information order, the solution shall provide the ability to associate the payment with the appropriate transaction upon the receipt of both the transaction and the payment (and with the customer, per FSCL-03). Monthly filing fee payments for tax liens from the IRS are an example.                              |
| FSCL-07 | No Money Info Order                   | The solution shall provide the ability to process an information order request with no payment received.  |
| FSCL-08 | BE Assessment Payments                | The solution shall provide the ability to associate an annual registration fee payment with the customer and with the appropriate business entity.  |
| FSCL-09 | Single Payment, Multiple Transactions | The solution shall provide the ability to associate a single payment to multiple transactions, filings and/or business entities (e.g., a customer may submit one payment for multiple UCC filings, or a customer may submit one payment for multiple business entities, or a customer may pay for a new charter filing and an information order request with the same check). |
| FSCL-10 | Multiple Payments                     | The solution shall provide the ability to associate multiple payments with a single transaction type (e.g., a customer submits 2 different payments for a new charter).   |
| FSCL-11 | Lockbox Processing                    | The solution shall accept payment transactions currently processed by lockbox and process the data from the given file. Currently, the bank submits a file to VITA and via FTP, CIS picks it up and processes the file each night.  |
| FSCL-12 | eFile/Third Party Payment Processor   | The solution shall accept payment transactions currently received through eFile and process the data from third party payment processor.  |
| FSCL-13 | Payment Integration                   | The solution design should consider the implementation of a point of sale (POS), voice response unit (VRU) payment functionality or other systems that will allow payments other than by cash or check (e.g., credit card) outside of current eFile functionality.  |

Table 50: Fiscal - Integration Requirements

iii. *Fiscal: Data Requirements*

The solution shall accommodate the key data components for payment data as identified in FSCL-14 for all types of payments received. The payment data shall exist for entries that originate in the Clerk’s Office, in eFile or from the bank lockbox.

| Req #   | Title          | Description   |
|---------|----------------|---|
| FSCL-14 | Payment Source | The solution shall accept payment data from entries that originate in the Clerk’s Office, in eFile, from the bank lockbox, or from other payment sources that may be implemented before or during this project. |
| FSCL-15 | Payment Data   | The solution shall provide the ability to record payment information, such as: payment date, amount and payment type.   |

Table 51: Fiscal - Data Requirements

iv. *Fiscal: Input Requirements*

Currently, the entries for payment information are completed by the business areas that process the documents for which the payment is associated. For instance, when a UCC filing is received, the payment received with the filing is processed by the UCC section that processes the UCC filing. Likewise, the business entity sections enter the payment information for business entity document submissions and assessment payments, and the information order sections process the payments that accompany the information order requests. The Fiscal section is responsible for the depositing of the payments. The deposit process is more thoroughly discussed in the [Fiscal: Output Requirements](#) section of this document.

For the purpose of this document, the ‘inputs’ to the Fiscal process consist of the types of transactions that are inputs to exclusively Fiscal processes, such as the returned check process, refunds, and the allocation of funds. Unallocated funds are currently known as money that is in ‘suspense’. The Clerk’s Office requires that the Contractor determine a Fiscal solution that is flexible enough to temporarily accommodate unallocated funds, but minimizes the complexities associated with reconciling unallocated funds.

| Req #   | Title                         | Description   |
|---------|-------------------------------|---|
| FSCL-16 | Check Image                   | The solution shall provide authorized users the ability to view an image of a submitted check or money order.   |
| FSCL-17 | Returned Payment Process      | The solution shall provide the ability to process a returned check or credit card chargeback, apply any applicable penalty fee, and record the returned check or credit card chargeback transaction.          |
| FSCL-18 | Returned Payment Info         | The solution shall provide the ability to associate a returned check or credit card chargeback with the affected filing(s), order(s) or assessment payment(s) and to the customer whose payment was returned. |
| FSCL-19 | Reversal                      | The solution shall provide the ability to reverse a business entity filing or assessment payment in the event that a payment from a returned check or credit card chargeback is not recovered.                |
| FSCL-20 | Replacement Payment Follow Up | The solution shall provide the ability for staff to follow up on the status of a replacement for a returned check or credit card chargeback after a configurable number of days.                              |

| Req #   | Title                     | Description   |
|---------|---------------------------|---|
| FSCL-21 | Refund Process            | The solution shall provide the ability to process and record a refund request.  |
| FSCL-22 | Unallocated Funds         | The solution shall provide the ability to track and reconcile unallocated funds.  |
| FSCL-23 | Sys Change Allocation     | The solution shall change funds from allocated to unallocated for circumstances, such as overpayments and rejected submissions. |
| FSCL-24 | Staff Change Allocation   | The solution shall provide the ability for staff to allocate unallocated funds and unallocate allocated funds.                  |
| FSCL-25 | Deposit Unallocated Funds | The solution shall provide the ability to deposit funds without allocation.   |
| FSCL-26 | Expire Funds              | The solution shall expire unallocated funds after a defined period of time.   |
| FSCL-27 | View Unallocated          | The solution shall provide the ability to view unallocated funds and the expected expiration date.                              |

Table 52: Fiscal - Input Requirements

v. *Fiscal: Output Requirements*

The output to the Fiscal process encompasses the deposit of funds received and the entry of the deposit totals into eSCC, the Comptroller’s revenue system in Oracle. Currently, both the deposit and eSCC entry processes are largely manual processes that shall be improved as a result of this project. Figure 33 depicts the current paper processes which include using adding machine tape for batch totals and completing a paper deposit slip, and the CIS and eSCC duplicative entry processes, each of which are prone to human error.

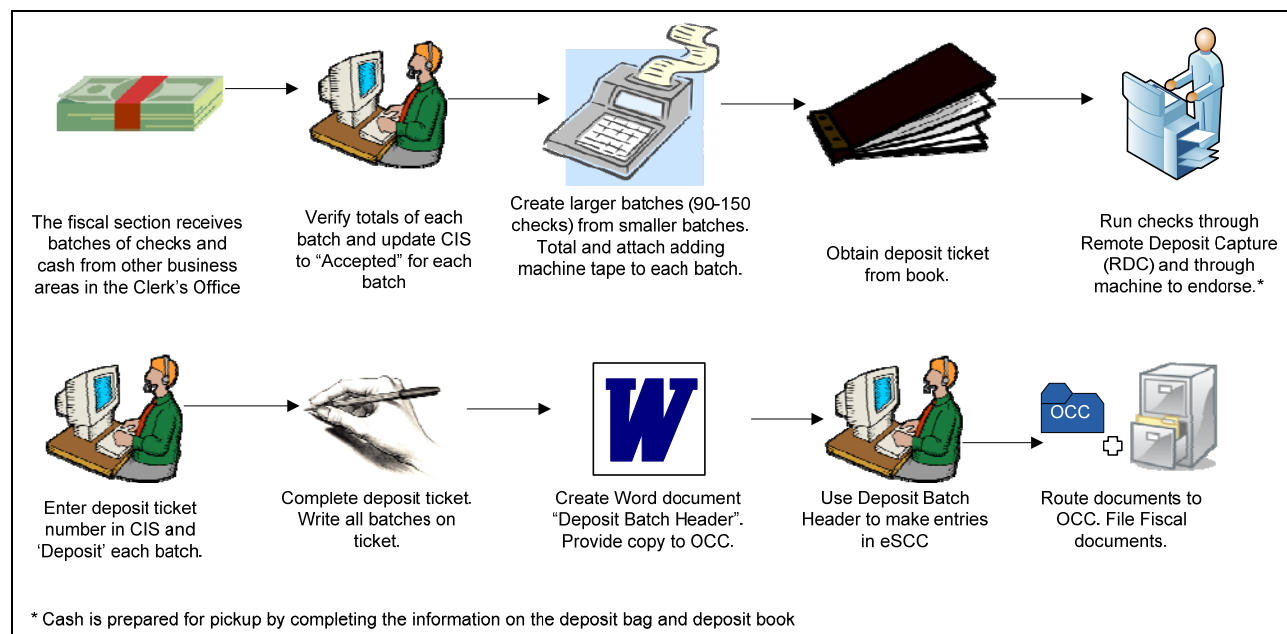


Figure 33: Current Fiscal Deposit Process

| Req #   | Title           | Description   |
|---------|-----------------|---|
| FSCL-28 | Export to eSCC  | The solution shall provide the ability to export data to eSCC. <sup>18</sup>  |
| FSCL-29 | Deposit Process | The solution shall provide a means to deposit payments. Note: This is currently done by payment source (e.g., lockbox, cash, check, eFile). |
| FSCL-30 | Deposit Ticket  | The solution shall provide the ability to associate a deposit with a deposit ticket number.   |
| FSCL-31 | Bank Accounts   | The solution shall provide the ability to distinguish between banks and accounts for daily deposit totals.                                  |

Table 53: Fiscal - Output Requirements

vi. *Fiscal: Related Functionality Requirements*

There are two types of related functionality requirements for the Fiscal component: Process Support Functionality and Fiscal Administrative Functionality. In general, the Process Support Functionality requirements are those that the Customer and Business Entity modules shall use to effectively display easy-to-read summaries of a Customer or Business Entity fiscal balance. The Fiscal Administrative Functionality requirements include the behind-the-scenes changes that are necessary to successfully maintain an accounting of transactions.

| Req #                                      | Title                             | Description   |
|--|-----------------------------------|---|
| <i>Process Support Functionality</i>       |                                   |   |
| FSCL-32                                    | Fee/Payment Summary for Customers | The solution shall provide a summary of payment history, such as unused funds or fees and penalties owed for each customer.   |
| FSCL-33                                    | Fee/Payment Summary for BE        | The solution shall calculate and display a balance due by fee type, such as annual registration, filing fees and penalties for business entities. See also BE-74.   |
| FSCL-34                                    | Unused Funds                      | The solution shall generate refund request correspondence if there is a configurable amount of unused funds associated with a customer after a configurable number of days.                                       |
| <i>Fiscal Administrative Functionality</i> |                                   |   |
| FSCL-35                                    | Maintain codes                    | The solution shall provide a means to maintain and modify revenue and fund codes.   |
| FSCL-36                                    | Revenue and fund                  | The solution shall apply the appropriate revenue and fund codes for each transaction.   |
| FSCL-37                                    | Pay Code                          | The solution shall provide an individual identifier for each transaction type (currently called "Pay Code"). Note: Further analysis will determine if the Transaction Type (WF-02) will satisfy this requirement. |
| FSCL-38                                    | Admin updates                     | The solution shall provide the ability for authorized staff to change the attributes of payment information, such as the amount, the date, and to which entity or document submission it was applied to.          |

<sup>18</sup> eSCC is an Oracle application used by the Commission to track financial and human resource data.

| Req #   | Title                    | Description   |
|---------|--------------------------|---|
| FSCL-39 | Search and Filter        | The solution shall provide the ability to search for a financial transaction and filter by any combination of payment data fields, such as payment type, payment date, payment amount.  |
| FSCL-40 | Reporting Search Results | The solution shall provide the ability to create standard printable output from a search results set of fiscal information to summarize or display detail of any type(s) of fiscal data. (e.g., Total amount paid in corporate annual assessments per year and Taxes and Assessment (TAA) extract). |
| FSCL-41 | Update Bank Accounts     | The solution shall provide the ability for authorized staff to update bank(s) and account(s) information as necessary.  |

Table 54: Fiscal - Related Functionality Requirements

f. Service of Process Requirements

i. *Service of Process: Introduction*

“Service of Process” is the legal term for the delivery of copies of legal documents, such as summons, complaints, subpoenas, orders to show cause, writs and certain other documents. Under certain provisions of the Code of Virginia, the Clerk of the Commission is appointed or is deemed to have been appointed the statutory agent of an individual or business entity for the purpose of accepting Service of Process, notice, order or demand.

There are several requirements under Virginia law for service on the Clerk of the Commission as statutory agent, including a \$30.00 filing fee. Form SOP-19.1 is a guide form that assists customers in providing all required items.<sup>19</sup>

ii. *Service of Process: Integration Requirements*

Located within CIS, the Service of Process component is used to record the fees received and generate correspondence associated with Service of Process. The solution shall integrate with the Fiscal component and with the image of the service of process document(s) submission.

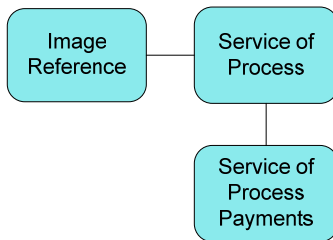


Figure 34: Service of Process Related Components

| Req #  | Title               | Description   |
|--------|---------------------|---|
| SRV-01 | Payment             | The solution shall provide the ability to associate a payment with the service of process to which it applies.  |
| SRV-02 | Payment Integration | Payments received for service of process shall integrate with other Fiscal Functions in the Clerk's Office as outlined in this document with the prefix 'FSCL'. |
| SRV-03 | Image Reference     | The solution shall provide the ability to locate images of accepted and rejected service of process records.  |

Table 55: Service of Process - Integration Requirements

iii. *Service of Process: Data Requirements*

The Clerk’s Office has identified the data needed to record Service of Process in the table below. The only changes that are anticipated are those that may come as a result of proposed process improvements by the Contractor solution.

| Req #  | Title         | Description   |
|--------|---------------|---|
| SRV-04 | Date and Time | The solution shall capture the date and time on which service of process is received by the Clerk's Office. |

<sup>19</sup> Form SOP-19.1 can be found online: <http://www.scc.virginia.gov/publicforms/508/sop191.pdf>



| Req #  | Title                   | Description  |
|--------|-------------------------|--|
| SRV-05 | Service of Process Data | The solution shall provide the ability to record service of process information, such as: Defendant Name and Address, Code Section, Court, Served By, Date Received, and means of receipt (e.g., first class mail, walk-in), and Requesting Party (i.e., the plaintiff). |
| SRV-06 | Court Selection/Entry   | The solution shall provide the ability to select from a list of court names and addresses or enter a court's name and address that is not on the list for one-time only situations.  |
| SRV-07 | Court List Admin        | The solution shall provide the ability to add, edit and delete court names and address information.  |

Table 56: Service of Process - Data Requirements

iv. *Service of Process: Input Requirements*

The input to a Service of Process request may be in the form of a document from the plaintiff, or the plaintiff may submit form SOP-19.1.<sup>20</sup> Clerk's Office staff enters the requisite information and fee in CIS, CIS produces the output correspondence, and the process completes with the mailing and filing of the output.

Other inputs to Service of Process do not follow the straight-through process, such as rejections, returned mail and withdrawals. The requirements for each of these exception processes are included in the table below:

| Req #  | Title                   | Description  |
|--------|-------------------------|--|
| SRV-08 | Service of Process      | The solution shall provide a mechanism to establish and maintain records for the service of process on the Clerk of the Commission as statutory agent for a business entity or individual.                   |
| SRV-09 | Rejections              | The solution shall provide the ability to reject a submission of service of process and generate correspondence to the Requesting Party with rejection details (pre-set and configurable rejection reasons). |
| SRV-10 | Returned Service Letter | The solution shall provide the ability to retain an image of an envelope addressed to a defendant that is returned as undeliverable by the US Postal Service.  |
| SRV-11 | Reprint Correspondence  | The solution shall provide the ability to reprint corrected correspondence in the event that it is returned.   |
| SRV-12 | Withdraw Service        | The solution shall provide the ability to honor a request to withdraw service that has been delivered to the Clerk's Office, but has not been mailed to the defendant.                                       |

Table 57: Service of Process - Input Requirements

v. *Service of Process: Output Requirements*

The outputs of Service of Process are three pieces of correspondence, currently generated by CIS. The three pieces of correspondence are directed to: (1) the defendant, (2) the court that issued the process, and (3) the requesting party. Currently, CIS generates this correspondence based on the data entry (see

<sup>20</sup> SOP Form 19.1 is available online: <http://www.scc.virginia.gov/publicforms/508/sop191.pdf>.

Service of Process: Data Requirements) and the solution shall likewise provide the ability to generate the requisite output.

| Req #  | Title                     | Description  |
|--------|---------------------------|--|
| SRV-13 | Service Letter            | The solution shall provide the ability to issue a service letter to the defendant, advising that the Clerk of the Commission was served as a statutory agent that includes the defendant's copy of the process.  |
| SRV-14 | Certificate of Compliance | The solution shall provide the ability to issue a certificate of compliance for transmittal to the court that issued the process, designating case information and certifying that a copy was mailed to the defendant. The Certificate shall be populated with data from SRV-05. |
| SRV-15 | Receipt Letter            | The solution shall provide the ability to issue to the requesting party (i.e., the party that asked the court to issue the process), acknowledging receipt of the process fee.   |
| SRV-16 | Index                     | The solution shall provide an index to archived service of process records (e.g., image or microfilm).   |

Table 58: Service of Process - Output Requirements

vi. *Service of Process: Related Functionality Requirements*

To support Service of Process, the Clerk’s Office requires the ability to search and report Service of Process records. Such functionality would be used internally for the purpose of responding to inquiry and for management to track staff productivity.

| Req #  | Title     | Description  |
|--------|-----------|--|
| SRV-17 | Search    | The solution shall provide the ability to search for service of process information by such data as Defendant Name, Court, Served By, and Date Received. |
| SRV-18 | Reporting | The solution shall provide management with production reporting, configurable by information, such as date and user.                                     |

Table 59: Service of Process - Related Functionality Requirements

## 9. CIS Project Process Requirements

The requirements in this section are specific to the CIS Replacement effort. This section includes the SCC's expectations of the Contractor during the course of the CIS Replacement project, such as data migration and specific analysis for which the Clerk's Office requests Contractor assistance. This is not intended to be a comprehensive list of analysis or efforts for the project, but rather to represent items of particular interest to the Clerk's Office for which Contractor expertise is desired.

### a. Migration

The requirements in this section have been identified by the Clerk's Office as the minimum migration requirements for the CIS replacement effort, understanding that the effort may also include a considerable amount of data cleansing and standardization. Table 60 represents the current CIS components and the representation of that component in the solution. The solution may be a single system or multiple integrated systems. Where "TBD" is indicated, the Clerk's Office is asking for a recommendation as part of the overall solution design.

| Current CIS Component            | Representation in the new solution          |
|----------------------------------|---|
| UCC                              | UCC   |
| Business Entity                  | Business Entity                             |
| DCN                              | File ID                                     |
|                                  | Payment ID                                  |
| Activity History                 | Activity History                            |
| Microfilm History                | Activity History                            |
| Fictitious Names                 | TBD   |
| Reserved & Registered Names      | TBD   |
| Business Entity Registered Agent | Relational Business Entity Registered Agent |
| Individual Registered Agent      | Relational Individual Registered Agent      |
| Fiscal                           | Fiscal                                      |
| Existing refunds                 | TBD   |
| Revenue Codes                    | TBD   |
| Customer Billing Accounts        | TBD   |
| Service of Process               | TBD   |

Table 60: Current CIS Components and their Representation in the New Solution

The migration requirements include two requirements regarding the Document Control Number (DCN). Today, the Clerk's Office uses DCNs to identify documents as they arrive in this office for processing and/or storage. The DCN is the unique identifier for all of the filings that are recorded by the Clerk's Office in the CIS system. From this number, staff can determine the date of the filing, the type of filing and the processor of the filing. Other data elements in CIS can provide the same information, but it has become a common practice to rely upon the DCN to quickly determine certain attributes of a filing. The Clerk's Office would like the Contractor to recommend alternatives to this practice.

The current numbering scheme for DCN is YYMMDDxxxx (Year-Month-Day-number). The last four digits (xxxx) designate the processor, such as lockbox, eFile or the staff member (via user ID) from each section of the Clerk's Office.

The table below includes the migration requirements for the components indicated in Table 60:

| Req #                              | Title                                  | Description   |
|------------------------------------|--|---|
| <i>Migration Process</i>           |  |   |
| MIGR-01                            | Data Analysis, Migration and Cleansing | The Contractor shall analyze, migrate and cleanse data and provide any post-conversion data correction, as necessary, to provide consistent, meaningful data in the new solution.   |
| MIGR-02                            | Unconverted Data                       | The Contractor shall provide guidance regarding alternative storage and access to data not converted to the solution and implement the agreed-upon approach.  |
| <i>UCC &amp; Federal Tax Liens</i> |  |   |
| MIGR-03                            | Migrate Existing Files                 | The Contractor shall migrate existing UCC filings into the solution, including all associated data.   |
| <i>Business Entities</i>           |  |   |
| MIGR-04                            | Migrate Entities                       | The Contractor shall migrate all entity records from CIS into the solution.   |
| MIGR-05                            | Reassign Business Entity ID            | For existing entities, the Contractor shall conduct an impact analysis regarding any reassignment of current SCC-IDs to a new entity ID scheme and implement the agreed-upon approach. See also BE-07.  |
| MIGR-06                            | Migrate DCNs                           | The Contractor shall migrate the existing DCNs (a file and payment ID) to the new solution, even if a different File ID / Payment ID is introduced in the solution.   |
| MIGR-07                            | DCN                                    | The Contractor shall conduct an analysis regarding the use of DCNs in the new solution. DCN usage shall include the ability to uniquely identify filings and payments. Analysis shall include the impact to processes and systems. The Contractor shall implement the agreed-upon approach. |
| MIGR-08                            | Migrate Activity History               | The Contractor shall migrate the existing activity history data to the solution, represented as a part of the business entity activity history. This shall include comments accessed in CIS from the business entity Inquiry Screen.  |
| MIGR-09                            | Migrate Microfilm History              | The Contractor shall migrate existing microfilm history data to the solution, represented as a part of the entity activity history (See BE-32).   |
| MIGR-10                            | Comprehensive History                  | The solution shall appropriately associate microfilm numbers to activity history entries to avoid duplicate entries in the activity history.  |
| MIGR-11                            | Fictitious Names                       | The Contractor shall migrate business entity fictitious names to the solution for fictitious names.   |

| Req #                                    | Title                                     | Description  |
|--|---|--|
| MIGR-12                                  | Reserved & Registered Names               | The Contractor shall migrate reserved and registered names to the solution for reserved and registered names.  |
| <i>Business Entity Registered Agents</i> |   |  |
| MIGR-13                                  | Establish business entity RA relationship | The Contractor shall include in the data migration effort the determination of the SCC-ID for all business entity registered agents. See related requirement: BE-19.   |
| MIGR-14                                  | Customer record for Indiv. RA             | The Contractor shall include in the data migration effort the establishment of a Customer record for all registered agents who are individuals. See related requirement: BE-20.  |
| <i>Fiscal</i>                            |   |  |
| MIGR-15                                  | Available Refunds                         | During the transition of systems, the Contractor shall provide the ability to apply and display money available for refunds to customers or entities.  |
| MIGR-16                                  | Financial Data                            | The Contractor shall provide guidance regarding the transition of all existing financial data (such as revenue code records for business entities and UCC filings) from the old system to the solution and implement the agreed-upon approach. |
| <i>Accounts</i>                          |   |  |
| MIGR-17                                  | Discontinue Old Billing Accounts          | The Contractor shall provide a transition plan and implement the agreed-upon approach to discontinue the practice of maintaining billing accounts for information orders.  |
| MIGR-18                                  | Account Migration Transition              | The Contractor shall provide guidance regarding the transition of existing billing accounts including a communication and system transition plan and implement the agreed-upon approach.   |
| MIGR-19                                  | New Billing Process                       | The Contractor shall provide guidance regarding a new process or system to replace the billing accounts for information orders and implement the agreed-upon approach.   |
| MIGR-20                                  | Accounting during transition              | The Contractor shall provide the ability to receive and apply money to accounts during the transition period.  |
| MIGR-21                                  | Accounting after transition               | The Contractor shall provide the ability to receive money from an accountholder after the account has closed and transition is complete.   |
| MIGR-22                                  | Account Info availability                 | The Contractor shall provide the ability to review old accounts for a minimum of three years.  |
| <i>Service of Process</i>                |   |  |
| MIGR-23                                  | Court Info                                | The Contractor shall migrate court names, codes and addresses into the solution for Service of Process.  |

| Req #   | Title                   | Description  |
|---------|-------------------------|--|
| MIGR-24 | Service of Process Info | The Contractor shall migrate images and indexes of service of process documents for the past three years into the solution for service of process. |

Table 61: CIS Migration Requirements

b. eFile Account Integration

In addition to the migration requirements stated above, the Contractor shall develop a transition plan for the integration of existing SCC eFile accounts with customer online access. The [CIS Component/Customer: Integration Requirements](#) provides additional detail regarding the definition of a ‘Customer’ and the desire to leverage the existing SCC eFile accounts to establish online customer accounts. This is placed here to bring attention to this effort as an important part of the CIS Replacement project and its future solution:

| Req #   | Title                     | Description   |
|---------|---------------------------|---|
| CUST-04 | eFile Account Integration | The Contractor shall provide guidance and implement the agreed-upon solution regarding the integration of existing SCC eFile accounts with customer online access described in CUST-20. |

Table 62: eFile Account Integration Requirements

c. Document Analysis

In addition to the migration and transition planning requirements stated above, the Contractor shall assist the Clerk’s Office in a document analysis effort to include the establishment of standard metadata and the development of a correspondence library. Additional solution requirements related to the development of a correspondence library and establishing metadata can be found in the [CIS Imaging and Workflow Requirements](#) section of this document.

| Req # | Title           | Description  |
|-------|-----------------|--|
| DA-01 | Metadata        | The Contractor shall analyze Clerk’s Office forms and documents to establish related standard metadata.  |
| DA-02 | Develop Library | The Contractor shall assist the Clerk’s Office in developing a correspondence library to include items such as letter, receipt and form templates. |

Table 63: CIS Document Analysis Requirements

d. Process Improvement

Currently, many of the business processes in the Clerk’s Office are dictated by the use of CIS. For instance, the document logging component of CIS requires a process that includes documents be logged upon receipt and later reviewed for acceptance. The future vision for the Clerk’s Office is for business requirements to dictate the processes and the CIS solution design.

The requirements for the CIS Replacement effort in this RFP represent the business requirements for the Clerk’s Office. The requirements stated in Table 2 (Business Process Improvement Project Requirements) describe the process improvement requirements expected for all Divisions of the SCC, including the Clerk’s Office. The Contractor shall apply the principles of process improvement

throughout the CIS Replacement effort. The CIS replacement solution shall be designed and implemented in tandem with process improvement efforts, including the themes of document management and data availability.

| Req # | Title                                  | Description  |
|-------|--|--|
| PI-01 | Process Improvement in CIS Replacement | The Contractor shall apply the principles of process improvement throughout the CIS Replacement effort.  |
| PI-02 | Solution Design                        | The solution shall be designed and implemented in tandem with process improvement efforts including those associated with document management and data availability. |

Table 64: CIS Process Improvement Requirements

e. SCC eFile

The SCC eFile system provides an environment for the public to file documents with and make payments to the Clerk's Office electronically through the Internet. All documents filed through SCC eFile are written to the Clerk's Office Information System (CIS) so all filings are maintained in one source system.

The existing eFile functionality (see Appendix L) and any new functionality that is introduced before or during the CIS Replacement effort shall continue to be available to the public. The requirements related to eFile are written to require integration of the eFile system to the new CIS solution (see BE-02, UCC-01 and INFO-01). However, if the Offeror's solution involves replacing or expanding SCC eFile (in part or in its entirety), the solution shall meet the EFILE-01 and EFILE-02 requirements below.

| Requirements Related to eFile Integration (found elsewhere in Statement of Need) |                   |   |
|--|-------------------|---|
| Reference  | Title             | Description   |
| BE-02  | eFile Integration | The solution shall accept the data from [business entity] filings and submissions that are processed using SCC eFile. See EFILE-01 for exemption. |
| UCC-01   | eFile Integration | The solution shall accept the data from [UCC] filings and submissions that are processed using SCC eFile. See EFILE-01 for exemption.             |
| INFO-01  | eFile Integration | The solution shall accept the Customer and Fiscal data from orders that are processed using SCC eFile. See EFILE-01 for exemption.                |

Table 65: Requirements Related to eFile Integration

| Req #    | Title               | Description   |
|----------|---------------------|---|
| EFILE-01 | eFile Functionality | If the Offeror's solution involves replacing or expanding SCC eFile (in part or in its entirety), the solution shall provide at a minimum the existing functionality found in SCC eFile (see Appendix L) and any new functionality introduced before or during the project. |
| EFILE-02 | Filing Authority    | If the Offeror's solution involves replacing or expanding SCC eFile (in part or in its entirety), the solution should provide a means for validating the authority and/or identity of the online submitter.   |

Table 66: eFile Requirements Providing Exemption to Requirements Related to eFile Integration



## C. Other Needs

The requirements in this section are intended to address both efforts included in this RFP: the Business Process Improvement effort and the CIS Replacement effort.

### 1. Project Management

The Contractor shall follow standard Project Management Institute best practices. The project manager assigned to this effort by the Contractor should be Project Management Professional (PMP) certified by the Project Management Institute and shall have the necessary background and qualifications to be able to support this initiative in its totality.

The Offeror shall outline, in its proposal, its planned approach for managing this initiative, including project planning and set up, determining overall scope, scheduling, budgeting, tracking and reporting progress, risk management, issue management, project communications, staffing and deliverable tracking. This project management approach should also outline how the Contractor will coordinate program activities with the existing ongoing maintenance and support of impacted systems within the Commission.

The specific project management requirements are listed in the table below. Any potential variance of the requirements should be clearly outlined in the Offeror's proposal, with a detailed explanation justifying the planned modification.

| Req # | Title                            | Description  |
|-------|----------------------------------|--|
| PM-01 | Certified Project Manager        | The Contractor should assign a certified Project Management Professional (by the Project Management Institute) to manage this effort. The Project Manager shall have the necessary background and qualifications to be able to support this initiative in its totality.  |
| PM-02 | Weekly Report                    | The Contractor shall provide weekly project status reports with the highest risks to achieving the planned work, work accomplished in the prior week, planned work for the next week, the updated milestone plans, as well as any items in need of escalation. A template for this report will be agreed upon at the beginning of the project.         |
| PM-03 | Project Management Documentation | The Contractor shall be responsible for creating and maintaining the required project management documentation as agreed upon at the start of the project. This includes, but is not limited to, an effort-driven Project Schedule, Risk Management Plan, Communications Management Plan, Project Management Plan, and a Scope Document (per release). |
| PM-04 | Change Control                   | The Contractor shall be responsible for ensuring that any changes to the project scope and/or resources, or the contract as a whole, are identified, tracked and approved via an agreed upon change control process.   |

Table 67: Project Management - Project Requirements



## 2. Quality Management

A large part of quality management is ensuring quality measures are built into upfront activities where it is easier to avoid, and less costly to correct, an issue.

Testing shall include developer unit testing, functional testing, user acceptance testing, browser compatibility testing, regression testing, performance testing, and implementation testing. The Contractor is expected to test both discrete business rules and business scenarios. The Contractor is responsible to ensure that data used for testing are subjected to the same security controls and requirements as production data.

Following are the minimum requirements expected of the Contractor for quality management:

| Req # | Title                        | Description  |
|-------|------------------------------|--|
| QM-01 | Defect Tracking Tool         | The Contractor should leverage the existing SCC tool (currently Microsoft Team Foundation Server) for reporting and tracking all defects.  |
| QM-02 | Planning of Testing Process  | The Contractor shall provide clear entrance and exit criteria, which must be approved by the SCC, prior to the start of each release. The Contractor shall ensure that a standardized process is followed to facilitate defect identification as early in the testing process as possible. (i.e., UAT should find fewer bugs than Functional Test, and Functional Test should find fewer bugs than Unit test). |
| QM-03 | Requirements Traceability    | The Contractor shall provide traceability between all identified requirements and test cases and vice versa.   |
| QM-04 | Test Plans and Scripts       | The Contractor shall write detailed test plans and scripts and execute all tests and record results. All test plans and scripts shall be approved by the SCC prior to execution.   |
| QM-05 | Defect Prioritization        | The Contractor shall participate in defect prioritization; however, the SCC will have the ultimate authority in assignment of the severity of a defect.  |
| QM-06 | Automated Unit Testing       | The Contractor shall implement an overall testing strategy that enables the use of automated testing of the developer's unit tests.  |
| QM-07 | Automated Regression Testing | The Contractor shall create automated regression test scripts for all releases, once the release goes into production. All automated testing shall be executed via the defined SCC automated testing tool.   |
| QM-08 | Defect Disposition           | The Contractor shall ensure that the testing and defect tracking processes have a method to 'dispose' of all defects identified in a given test cycle. This disposition might include the assignment of the defects to a backlog, the closing of defects no longer deemed important by the SCC, or the inclusion of defects in future work efforts.  |
| QM-09 | Acceptance Criteria          | The Contractor shall define all testing process acceptance criteria in the test plan created for each release.   |

| Req # | Title                   | Description  |
|-------|-------------------------|--|
| QM-10 | Test Environments       | The Contractor shall provide the necessary hardware and software to enable the use of four environments for each solution (see TECH-02).   |
| QM-11 | Change Control Tracking | The Contractor shall ensure that the defined formal change control process includes the evaluation of such change by the QA/QC staff.  |
| QM-12 | Cleansed Test Data      | The Contractor shall define a process in which any production data required for testing purposes are cleansed so that sensitive production data are not available to unauthorized parties.   |
| QM-13 | Testing Scope           | Testing shall include developer unit testing, functional testing, user acceptance testing, browser compatibility testing, regression testing, performance testing, and implementation testing. The Contractor is expected to test both discrete business rules and business scenarios. |

Table 68: Quality Management - Project Requirements

### 3. Implementation Management

The Offeror shall include in its proposal, its strategy for planning and executing each implementation event for technical and business operations areas. In addition, the proposal shall include the type of implementation it recommends such as parallel processing, control production, complete cutover.

Following are the minimum requirements expected of the Contractor for an implementation management approach:

| Req #  | Title                        | Description  |
|--------|------------------------------|--|
| IMP-01 | Implementation Activities    | The Contractor shall create and execute implementation and post-implementation plans. The plans shall include: technical, conversion, production validation, functional and business operations activities. The implementation plan shall be approved by the SCC prior to execution.                     |
| IMP-02 | Post Implementation War Room | The Contractor shall host a post-implementation 'war room' for the days following each release of the solution to production. This 'war room' will be the central point of contact for any issues, and the Contractor shall be responsible for coordinating the necessary action plan(s) for resolution. |
| IMP-03 | Rollback Plan                | The Contractor shall create a rollback plan for each system implementation effort. The Contractor shall be responsible for executing the rollback plan if the SCC deems the implementation to be unsuccessful.   |
| IMP-04 | Post Implementation Support  | After each implementation, the Contractor shall allow a mutually-agreed upon time period and resource availability for production support, including remediation of identified issues, without impacting any subsequent project releases.  |

| Req #  | Title                      | Description  |
|--------|----------------------------|--|
| IMP-05 | Warranty                   | The Contractor shall provide a 90-day period of warranty for the entire solution starting after the last production implementation of the contract.  |
| IMP-06 | Hardware/Software Upgrades | The Contractor shall be responsible for any upgrades of software/hardware to supported versions/models to ensure that any hardware and software procured for this engagement shall be fully supported and have a useful life for the duration of the contract term, and for a period of 12 months after contract completion. |
| IMP-07 | Work On-Site               | All work by Contractor shall be done on-site at the SCC Tyler Building in Richmond, VA unless otherwise agreed upon with the SCC.  |

Table 69: Implementation Management - Project Requirements

#### 4. Change Management

As with any major process improvement effort, it is anticipated there will be significant cultural changes throughout the organization. One of the most critical elements of the proposal is a thorough plan for achieving employee preparedness to use the new solution. All employees must understand how SCC systems and processes will be changing and how these changes will affect them. To achieve success in this project, the employees must be motivated, focused and interested in the project. Long-term commitments to this project must be embraced by all employees, both in the business areas and in ITD, which will provide support to any new systems. The Contractor shall be responsible for bringing specialized staff with the expertise to partner with the SCC to lead this very critical component of the project.

In addition to internal employee communication, communication shall also include engaging external stakeholders and public relations channels. The Contractor shall be responsible for communication planning and development, including the identification of internal and external stakeholder groups. Communication plans should meet the unique needs of each stakeholder group.

In order to ensure long-term supportability, the SCC will provide key staff to assist in this effort. These staff members will include Project Managers, Business Analysts, Business Resources, Developers, and other roles as deemed necessary. This single 'team' of combined Contractor and SCC resources shall **partner together** and work side-by-side to ensure that the end result meets the stated objective of the project and supports the need of the SCC owning the long term solution.

To meet the above stated change management goals, there are two aspects that must be addressed by the Contractor: Knowledge Transfer and Communication.

##### a. Knowledge Transfer

A critical aspect of the effort is knowledge transfer, which includes the technical and business skills and experience needed to support and maintain the solution after the effort has been completed. It is important that SCC staff understand a component or skill and how to recreate a component or use a skill.

The Contractor shall be responsible for ensuring that the necessary individuals within the SCC have the requisite training to support the solution after completion of the project. This requirement covers all training for the solution, including all systems implemented as a result of this effort. Aspects of training shall include all underlying technical changes and resulting changes to impacted business

users. The training shall be conducted in a ‘just-in-time’ approach prior to deployment and shall be scheduled to provide adequate preparation time.

Another critical component of knowledge transfer is ensuring that the SCC is aware of industry best practices in the support, configuration, expansion and maintenance of each of the systems being implemented. For example, the SCC will need to know the best practices for adding a new entity type.

For each expected release, the Contractor shall provide knowledge transfer which includes training and the coordination of activities leading up to, during, and for a specified period of time after the deployment.

The SCC relies heavily on the use of Standard Operating Procedures (SOP) as part of its daily operations. These SOPs help to define the governance and business rules for most processes that are conducted. During the course of the project, the Contractor shall ensure that any newly-introduced and changed processes are documented with an appropriate corresponding SOP. The SOPs should align to the process maps and models that are created in accordance with the requirements in the Business Process Improvement section of this RFP.

The SCC has assembled a list of required Production Turnover (PTO) documents that have been designed to aid in turning over any new system from the ‘To-Be’ to the ‘As-Is’ sections of ITD. These documents are created and approved during various times in the project lifecycle. The Contractor shall be responsible for completing the necessary documents during the course of the project. See Table 70 below for a listing of the various documents. If the Offeror’s proposed solution contains multiple systems, then multiple sets of the required PTO documents may be required.

| Document Title            | Description  |
|---------------------------|--|
| Systems Documentation     | Provides high-level overview of system.  |
| Security Plan             | Includes the System Security Plan (sensitive or non-sensitive), Data Systems Security (DSS) Questionnaire and Security Access Report.                              |
| Business Documents        | Final versions of business, functional and system requirements documents, detailed design documents, business process information (e.g., diagrams, manuals, etc.). |
| Training Documents        | Training materials and/or links to training materials used.  |
| Database Documents        | Includes but is not limited to: naming conventions or standards used, data dictionary and procedural code standards, and custom DB scripts.                        |
| Test Documents            | Test plan, test scripts, test execution results, and any related testing documentation.  |
| Implementation Plan       | Implementation plan, schedule, contacts and remaining tasks assigned to staff.   |
| Backlog List              | List of outstanding items that will be forwarded to "As-Is" staff.   |
| Architecture              | Documentation of the overall system architecture.  |
| Framework                 | Documentation of the code framework.   |
| Code Documentation        | Extraction of XML comments from code.  |
| GUI Documentation         | Documentation of GUI appearance, layout, and general functionality.  |
| Application Recovery Plan | Relates to application recovery rather than infrastructure.  |
| Systems Inventory         | PDF template to update the SCC Systems Inventory system.   |

Table 70: Listing of Project Turnover Documentation

b. Communications

Communications to and from staff should be handled in a manner that is forthcoming with information and encourages input and feedback from SCC staff as often as possible. It is imperative that everyone has access to appropriate information about the project, as well as a vehicle to communicate any concerns and ideas to the project team. Key topics that may be exchanged might include the overall project objective, planned project scope, project status updates, and any changes to the scope of the project. Project communication shall protect the integrity of the information while also continuing to build project excitement and clarify long term purpose.

c. Change Management Project Requirements

| Req #   | Title                                    | Description  |
|---------|--|--|
| CHNG-01 | Change Management                        | The Contractor shall be responsible for the creation and execution of an agreed upon program-wide change management plan. The Contractor shall coordinate all change management activities leading up to, during, and for a specified period of time after deployment.   |
| CHNG-02 | Communication Planning                   | The Contractor shall be responsible for communication planning and development, including the identification of internal and external stakeholder groups.  |
| CHNG-03 | Internal and external customer readiness | The Contractor shall be responsible for planning and conducting readiness assessment activities before individual or phased implementations to ensure all audiences, including any external customers, are ready for the change.   |
| CHNG-04 | Stakeholder Analysis and Input           | The Contractor shall conduct a stakeholder analysis and shall use the results of the analysis to elicit stakeholder input regarding solution functionality and design.   |
| CHNG-05 | Bi-Directional Communication             | The Contractor shall provide a means for bi-directional communication between SCC staff and the project team including the development of promotions such as Town Halls, surveys and graphics/visuals.   |
| CHNG-06 | Knowledge Transfer                       | The Contractor shall be responsible for all knowledge transfer activities, business and technical, to fully enable the SCC to support all of the solution's systems and associated processes upon contract completion. The training shall include all underlying technical changes and resulting changes to impacted business users. |
| CHNG-07 | Knowledge Transfer Plan                  | The Contractor shall provide a detailed knowledge transfer plan outlining the requisite tasks to be completed for the SCC to support the system and associated processes upon contract completion.   |

| Req #   | Title                          | Description  |
|---------|--------------------------------|--|
| CHNG-08 | Customized Training Plans      | The Contractor shall develop a customized training plan based on the requisite skills of the staff in a given section within each Division.  |
| CHNG-09 | Training Format                | The Contractor shall provide just-in-time training (and provide adequate preparation time) that offers participants hands-on experience with all of the facets of the solution pertaining to job duties.                                 |
| CHNG-10 | Technical Procedures Materials | The Contractor shall be responsible for writing and testing all technical procedures needed to operate the solution including procedures for troubleshooting.  |
| CHNG-11 | SOP Documentation              | The Contractor shall ensure that any newly-introduced and changed processes are accompanied by the appropriate corresponding SOP documentation.  |
| CHNG-12 | SOP Align to Process Maps      | The SOPs (created by the Contractor) should align to the process maps and models that are created in accordance with the requirements in the Business Process Improvement section of this RFP.   |
| CHNG-13 | PTO Documentation              | The Contractor shall be responsible for completing the agreed-upon PTO (Production Turnover) documents for each system developed as part of the solution, as outlined in Table 70, or as agreed upon between the Contractor and SCC.     |
| CHNG-14 | Process Maintenance            | The Contractor shall provide a recommendation regarding the maintenance of process documentation including supporting SOPs, training material and process maps. List any specific recommended tools or software to support this process. |

Table 71: Change Management Requirements

## 5. Security Requirements

The SCC is committed to protecting the confidentiality, integrity and availability of all Commission data. This includes data stored in the SCC's on-site data center and any data transmitted to and from users outside of the SCC network.

The respective staff within the Commission shall have only the necessary access to data specifically required to support their daily operations. There are various regulatory functions within the Commission (e.g., financial institutions, securities, and insurance) and each may contain sensitive information that is not appropriate for all SCC staff to access.

| Req #  | Title         | Description  |
|--------|---------------|--|
| SEC-01 | Security Plan | The Contractor shall provide a comprehensive security plan which shall be submitted to the SCC for approval. |

| Req #  | Title                             | Description  |
|--------|-----------------------------------|--|
| SEC-02 | Compliance                        | All aspects of any implemented solution shall adhere to the latest version of the Commonwealth IT Information Security Standard (ITRM SEC 501-06). <sup>21</sup>   |
| SEC-03 | Classification                    | Any solution that includes system implementation shall adhere to the Commission's Systems Classification requirements.   |
| SEC-04 | Security Documentation            | The solution shall include security documentation that at a minimum meets the Commission standard.   |
| SEC-05 | SDLC Security                     | Any solution that includes custom development shall adhere to the Commission's Systems Development Life Cycle (SDLC) Security requirements.  |
| SEC-06 | Application Vulnerability Testing | Any solution that includes application development shall include automated application vulnerability testing, source code security assessment and corrective action.   |
| SEC-07 | Risk Assessment                   | Any solution that includes either system implementation or development shall include an initial Risk Assessment conducted after planning but before development / implementation and a pre-deployment Risk Assessment.   |
| SEC-08 | Role Based Security               | Any solution that includes system implementation or development shall provide a method to control user access using a role based security model to ensure least privileges.  |
| SEC-09 | System Hardening                  | Any solution that includes either system implementation or development shall include security hardening that at a minimum meets the Commission standard.   |
| SEC-10 | Remote Access                     | Any solution that includes the capability to access the system from outside the Commission's premises shall adhere to Commission remote access security standards.   |
| SEC-11 | Encryption                        | Any solution that allows for the transmission of sensitive data over publicly accessible networks, such as the Internet shall use encryption that meets the Commission's encryption standards.   |
| SEC-12 | DMZ                               | Any solution that requires a system or application to be located in the Commission's external network, publicly facing network or otherwise located in the demilitarized zone (DMZ) shall be implemented to prevent a security breach which could then allow access to the internal or protected network or databases. |
| SEC-13 | Logging                           | Any solution that includes either system implementation or development shall include the ability to provide security log information to the Commission in a standard SYSLOG format.  |

<sup>21</sup>See <https://hhr.virginia.gov/library/default.aspx?id=537>.



| Req #  | Title                   | Description  |
|--------|-------------------------|--|
| SEC-14 | Interconnection         | Any solution that includes system components that would be located outside the Commission's direct control shall require an Interconnectivity Agreement outlining demarcation points, breach notification responsibilities and other security protection requirements.   |
| SEC-15 | Specialized Protections | Any solution that includes either system implementation or development shall include any specialized protections required to ensure the system is secure.  |
| SEC-16 | Personnel               | Any personnel that will require access to the Commission's systems will be subject to the SCC's background investigation process, and any personnel shall agree to adhere to the Commission's acceptable use policy, provide evidence of having passed a security awareness course within the past year or agree to take the Commission's security awareness course, and adhere to all building access policies. |

Table 72: Security Requirements

## 6. Technical Requirements

All Offerors shall respond to three key areas of focus for Technical Requirements:

- Standards
- Integration
- Documentation

### Standards

The Contractor shall adhere to technical standards as specified by the SCC. These include, but are not limited to, coding standards, database connection standards, database naming standards, active directory integration standards and the standard for approved technologies and products.<sup>22</sup> If, at any point, the Contractor's solutions deviate from any technical standards, an impact analysis shall be conducted by project core team members. The impact analysis shall include the technical, operational, support and financial assessments of the proposed change.

### Integration

The Contractor should, where feasible, integrate the solution with existing infrastructure components. If a recommendation exists to modify the existing infrastructure, an impact analysis by the project core members shall be completed. If there are required changes to the current infrastructure, be it software or hardware, as a result of the intended solution, the Contractor shall be responsible for procuring, delivering, installing and configuring the additional equipment.

For more information regarding the current SCC network infrastructure, see Appendix N.

### Documentation

The Contractor shall be responsible for writing all technical documentation necessary for the solution. This includes, but is not limited to, code documentation, technical designs, and technical architectural

<sup>22</sup> See Appendix M:Approved Technologies



diagrams. This documentation shall include specific configuration and customization changes performed during the solution installation. This documentation should also be detailed enough to maintain and rebuild the system.

| Req #   | Title                                  | Description  |
|---------|--|--|
| TECH-01 | Platform                               | The solution should be developed using a .NET framework with an Oracle database.   |
| TECH-02 | Environment                            | The solution should be configured in four similar environments (e.g., Development, Test, Pre-Production and Production).   |
| TECH-03 | Redundant/<br>Failover Process         | The Contractor shall plan, develop, and test a failover process that will achieve high-availability. This includes the identification of hardware and software needs to support a failover. The failover process shall have "failover monitoring" that will provide the ability to notify administrators of a failure. |
| TECH-04 | Disaster Recovery                      | For each new or modified system, the Contractor shall recommend appropriate changes to the disaster recovery plan(s) and implement any recommendations approved by the SCC.  |
| TECH-05 | Logging                                | The solution shall provide detailed logging for troubleshooting and process verification.  |
| TECH-06 | Event Notification<br>- Sys Error      | The solution shall provide near-real time event notifications when system errors occur.  |
| TECH-07 | Event Notification<br>- Function Error | The solution shall provide near-real time event notification when critical functions fail, such as payment transactions, reconciliations and FTP transmissions.  |
| TECH-08 | Backup &<br>Recovery                   | The solution shall be designed and implemented so that it will comply with the existing SCC backup procedures.   |
| TECH-09 | Print Server                           | The solution shall provide an alternative method for local printing from remote IBM and Unisys mainframes. The SCC currently uses an external mainframe that prints via our current SCC mainframe, and we need an alternative to print when the mainframe is decommissioned. <sup>23</sup>                             |
| TECH-10 | Kofax Integration                      | The solution should integrate with the SCC's existing image capture solution (currently Kofax Capture).  |
| TECH-11 | View Images                            | The solution should provide the ability to view images without the use of custom plug-in software.   |
| TECH-12 | Disk Space                             | The Contractor shall estimate future disk space needs and provide necessary hardware to accommodate future storage needs for the systems implemented under this solution.  |

<sup>23</sup> See Appendix K: CIS Mainframe: Technical Information for more information.

| Req #   | Title                                   | Description  |
|---------|---|--|
| TECH-13 | Authentication                          | The solution shall integrate with active directory to authenticate internal users.   |
| TECH-14 | Security Report                         | The solution shall provide a user-access report with detailed authentication levels for security audits.   |
| TECH-15 | Remote Access                           | The solution should be compatible with currently utilized remote access applications.  |
| TECH-16 | Design and Code Reviews                 | All application development efforts must go through a SCC design review prior to the development and a code review prior to implementation.  |
| TECH-17 | Technical Documentation                 | The Contractor shall be responsible for the creation of all requisite technical documentation (e.g., code documentation, technical designs, and technical architect diagrams). This documentation shall include specific configuration and customization changes performed during the solution installation. The documentation should also be detailed enough to use in a disaster scenario to rebuild the system from scratch and shall be approved by the SCC. |
| TECH-18 | Infrastructure Equipment Procurement    | The Contractor shall be responsible for procuring, delivering, installing and configuring any additional infrastructure related equipment or software required to support the solution (e.g., additional network storage, bandwidth).  |
| TECH-19 | Solution Hardware/ Software Procurement | The Contractor is solely responsible for the procurement, delivery, installation and configuration of all hardware and software required to develop, implement and support the holistic solution.  |
| TECH-20 | Integration                             | The Contractor should, where feasible, integrate the solution with existing infrastructure components. If a recommendation exists to modify the existing infrastructure, an impact analysis by the project core members shall be completed.  |
| TECH-21 | Documentation Format                    | The Contractor shall provide all project documentation in an electronic format.  |
| TECH-22 | Financial Analysis                      | The Contractor shall provide a three, five and ten year financial analysis of the monetary impact to the ITD budget as a result of the implementation of the solution. This shall include, but not be limited to, licensing, support, and upgrade costs and capacity planning.   |
| TECH-23 | Solution Hosting                        | The solution shall be hosted by the SCC.   |
| TECH-24 | System Impacts                          | The Contractor shall ensure that the appropriate SCC staff is made aware of any potential impacts or enhancement opportunities to existing systems (e.g. SCC eFile changes required to accommodate CIS changes).   |

| Req #   | Title                   | Description   |
|---------|-------------------------|---|
| TECH-25 | Adherence to Standards  | The Contractor shall adhere to technical standards as specified by the SCC including (but not limited to) coding standards, database connection standards, database naming standards, active directory integration standards and the standard for approved technologies and products. If Contractor a solution deviates from any SCC technical standards, an impact analysis shall be conducted by project core team members. The impact analysis shall include the technical, operational, support and financial assessments of the proposed change. |
| TECH-26 | Requirements Validation | The Contractor shall validate the requirements stated in this RFP and ensure their completeness and accuracy.   |

Table 73: Technical Requirements

## VI. PROPOSAL PREPARATION AND SUBMISSION INSTRUCTIONS

### A. General Requirements

#### 1. RFP Response

In order to be considered for selection, Offeror must submit a complete response to this RFP. Proposal shall be submitted as required in Section VI, C. 1 (Format) and 2 (Organization) and as requested below, so marked, and sealed separately as follows:

a. One (1) complete original proposal contained in a single three (3) ring binder (do not include pricing) and one (1) CD of the same in a Microsoft compatible file format. Clearly indicate the following on the sealed package, the three (3) ring binder and the CD:

- Offeror name
- *“Original Proposal”*
- RFP # SCC-12-020-SCC

b. One (1) complete copy of redacted copy (removing any proprietary data or material) of original proposal contained in a single three (3) ring binder (do not include pricing) and one (1) CD of the same in a Microsoft compatible file format. Clearly indicate the following on the sealed package, the three (3) ring binder and the CD:

- Offeror name
- *“Redacted Copy of Original Proposal”*
- RFP # SCC-12-020-SCC

c. Six (6) copies of the Original proposal (do not include pricing) contained in single three (3) ring binders and one (1) CD of the same in a Microsoft compatible file format included in each binder. Clearly indicate the following on the sealed package and on each of the three (3) ring binders:

- Offeror name
- *“Original Proposal Copies”*
- RFP # SCC-12-020-SCC

d. One (1) complete Pricing proposal contained in a single three (3) ring binder and one (1) CD of the same in a Microsoft compatible file format. Clearly indicate the following on the sealed package, the three (3) ring binder and the CD:

- Offeror Name
- *“Pricing Proposal”*
- RFP # SCC-12-020-SCC

No other distribution of the proposal shall be made by the Offeror.

#### 2. Proposal Preparation

a. The proposal shall be signed by a person(s) legally authorized to bind the Offeror to a contract. The proposal must contain the legal name of the Offeror and a statement as to whether the Offeror is a sole proprietor, a partnership, a corporation, a limited liability company, or any other legal entity. A proposal submitted by an agent must have a current Power of Attorney

attached certifying the agent's authority to bind the Offeror. The Offeror must include a statement that it is authorized to do business in the Commonwealth of Virginia.

- b. All information requested should be submitted as requested in Section VI, C. 1 and C. 2 below. Failure to submit all information and in the format requested may result in the SCC requiring prompt submission of missing information and/or giving a lowered evaluation of the proposal. Proposals which are substantially incomplete or lack key information may be rejected by the SCC. Mandatory requirements are those required by law or regulation or are such that they cannot be waived and are not subject to negotiation.
- c. Proposals should be prepared simply and economically, providing a straightforward, concise description of capabilities to satisfy the requirements of the RFP. Emphasis should be placed on completeness and clarity of content.
- d. Ownership of all data, materials, and documentation originated and prepared for the SCC pursuant to the RFP shall belong exclusively to the SCC and be subject to public inspection. Trade secrets or proprietary information submitted by an Offeror shall not be subject to public disclosure; however, the Offeror must invoke the protections of § 2.2-4342 F of the Code of Virginia, in writing, either before or at the time the data or other material is submitted. The written notice must specifically identify the data or materials to be protected and state the reasons why protection is necessary. The proprietary or trade secret material submitted must be identified by some distinct method, such as underlining or highlighting and must indicate only the specific words, figures, or paragraphs that constitute trade secret or proprietary information. The classification of an entire proposal document, line item prices, and/or total proposal prices as proprietary or trade secrets is not acceptable and will result in rejection of the proposal.
- e. Upon award, the selected Offeror shall provide to the SCC two (2) CD's in any Microsoft compatible file format, two (2) bound hard copies of the entire RFP response to include any negotiated changes and one (1) CD in any Microsoft compatible file format, and one (1) bound hard copy redacted (removing all proprietary information or material) of the entire RFP response to include any negotiated changes of the same.
- f. As used in this RFP, the terms "must", "shall", "should" and "may" identify the criticality of requirements. "Must" and "shall" identify requirements whose absence will have a major negative impact on the suitability of the proposed solution. Items labeled as "should" or "may" are highly desirable, although their absence will not have a large impact and would be useful, but are not necessary. Depending on the overall response to the RFP, some individual "must" and "shall" items may not be fully satisfied, but it is the intent to satisfy most, if not all, "must" and "shall" requirements. The inability of an Offeror to satisfy a "must" or "shall" requirement does not automatically remove that Offeror from consideration; however, it may seriously affect the overall rating of the Offerors' proposal.

### 3. Oral Presentation/ Site Visits

Offerors who submit a proposal in response to this RFP may be required to give an oral presentation of their proposal to the SCC anytime after proposal submission. The SCC will schedule the time and location of these presentations. Oral presentations and/or site visits to the Offeror's customers that have the same or a similar solution are an option of the SCC and may or may not be conducted.

## B. Specific Proposal Instructions

### 1. Solution Response

Proposals should be as thorough and detailed as possible so that the Evaluation Committee may properly evaluate Offeror capabilities to provide the required services. Offerors shall not include marketing materials as a basis for response.

All proposals submitted must describe a holistic solution to the Statement of Needs as set out in Section V. The proposal shall not be just a restatement of the requirements, but shall be a thorough review of Section V to provide a wholly-thought-out and creative proposal. The Offeror shall include any and all assumptions made in the preparation of the proposal in the table found in Appendix F: Assumptions Worksheet.

### 2. Additional Responses

To provide consistency in responses, the Offeror shall also provide the following:

- a. A detailed description of how current and future state business processes will be captured and documented;
- b. A list of proposed methodology tools recommended to aid in the execution of the project;
- c. A summary of solution components including hardware and software, indicating which are custom-developed or purchased (see Appendix E for template);
- d. A description of any integration or interface that the proposed solution shall have with any existing SCC systems;
- e. Recommendations regarding elements not stated in this RFP that in the opinion of the Offeror would add value to the solution;
- f. Recommended implementation method (e.g., parallel processing, complete cutover)
- g. A proposed work plan that outlines key activities, their estimated duration and responsible party (e.g., contractor, subcontractor company name);
- h. Provide acknowledgement and traceability for each requirement using the form and instructions provided in Appendix I: Project Requirements Acknowledgement and Traceability.
- i. Offeror must complete and provide the additional requested information as part of submitting a complete proposal:
  - a. Appendix A – Small, Women-Owned, and Minority-Owned Businesses;
  - b. Appendix B – Offeror Data Sheet – Address each item on the Offeror Data Sheet;
  - c. Appendix C – W-9/Request For Taxpayer Identification Number and Certification;
  - d. Appendix D – State Corporation Commission Form; and
  - e. Appendix F – Assumptions Worksheet.
- j. Indication of acceptance of all General and Special Terms and Conditions (reference Section XI and XII).

### 3. Pricing Proposal

Project Pricing - Offeror shall include in their pricing proposal a single, *all-inclusive, not-to-exceed fixed price* for the project. The pricing proposal shall include:

- Labor costs
- Hardware and software costs
- Annual distribution of costs for the project by fiscal year (July 1 through June 30)

Optional Maintenance Pricing - The pricing proposal shall separately state the cost of a one-year maintenance period option, with four (4) one-year renewal options, after the project is completed.

### C. Specific Proposal Format/Organization/Identification

#### 1. Proposal Format

Offerors are required to follow the Proposal Format for paper submissions and include all items indicated under Proposal Organization (reference Section 2 below) in their proposals:

- a. Provide proposal in one (or more) three-ring binder(s);
- b. Printed on white paper with dimensions of 8.5” X 11” with right and left margins of one (1) inch;
- c. Use Times New Roman font with size of twelve (12);
- d. All proposal sections must be separated by tabs to indicate specific proposal sections as requested in Section 2 below;
- e. All pages of the proposal should be numbered;
- f. Proprietary or trade secret data or material (if any) must be specifically identified by including the specific proposal section(s) and page number(s) to be protected and state the reasons why protection is necessary (see § 2.2-4342 F of the Code of Virginia); and
- g. Proposals that are not organized in this manner risk elimination from consideration.

#### 2. Proposal Organization

Proposals should adhere to the following outline:

| <b>Binder(s) 1 <i>Multiple binders are permitted</i></b> |   |
|--|---|
| Tab 1  | Original RFP with Cover page (completed and signed) and Addenda (if any)  |
| Tab 2  | Table of Contents   |
| Tab 3  | Proprietary Data - Listing of Proprietary Data referencing specific proposal section, page numbers and reasons protection is needed (See § 2.2-4342 F of the Code of Virginia). |
| Tab 4  | Solution Response (Ref VI.B.1) including Glossary of Terms and Abbreviations if necessary   |
| Tab 5  | Additional Responses (Ref. VI.B.2.a-g only)   |
| Tab 6  | Requirements Acknowledgement and Traceability (Ref. VI.B.2.h)   |
| Tab 7  | Appendices (Ref. VI.B.2.i.)   |
| Tab 8  | Acceptance of Terms and Conditions  |

| <b>Binder 2 <i>Must be placed in separate binder and labeled accordingly</i></b> |                                |
|--|--------------------------------|
| Tab 1  | Pricing Proposal (Ref. VI.B.3) |

#### 3. Identification of Proposal Envelopes

The signed “*Original*” Proposal and CD, “*Redacted*” copy of Original Proposal and CD, “*Copies*” of Proposal and CD, and “*Pricing*” Proposal and CD are required to be submitted in separate sealed envelope(s) or package(s) for each and identified as follows:

|                                |                              |                       |
|--------------------------------|------------------------------|-----------------------|
| From: _____<br>Name of Offeror | November 2, 2012<br>Due Date | Until 2:00 PM<br>Time |
|--------------------------------|------------------------------|-----------------------|

\_\_\_\_\_  
Street or Box Number

#SCC-12-020-SCC  
RFP NO.

\*Contents: \_\_\_\_\_

(Indicate contents of envelopes as either "Original" Proposal, "Redacted" copy of Original Proposal, "Copies" of Original Proposal or "Pricing" Proposal.)

\_\_\_\_\_  
City, State, Zip Code

Commission 2.0

RFP Title

Name of Contract/Purchase Officer or Buyer: Ann Sells, Contracts & Procurement Manager

The envelopes (or packages) should be addressed as directed on page 2 of the solicitation and identified as directed above. If a proposal is mailed, the Offeror takes the risk that the envelope, even if marked as described above, may be inadvertently opened and the information compromised which may cause the proposal to be disqualified. Proposals may be hand delivered to the designated location in the office issuing the solicitation (see page 2). No other correspondence or other proposals should be placed in the envelope.



## VII. EVALUATION AND AWARD CRITERIA

### A. Evaluation Criteria

Proposals will be evaluated by the SCC using the following criteria.

1. Solution suitability; methodology of approach and implementation work plan
2. Quality of experience of individual team members (Offeror and sub-contractors)
3. References
4. Small, Women-owned, and Minority-owned businesses participation
5. Agreement with terms and conditions
6. Financial viability of Offeror and sub-contractors
7. Price

Points assigned to each criteria will be posted prior to 2:00 p.m., November 2, 2012, on the following websites: [www.eva.virginia.gov](http://www.eva.virginia.gov) and [www.scc.virginia.gov](http://www.scc.virginia.gov).

### B. Award of Contract

Selection shall be made of two or more Offerors deemed to be fully qualified and best suited among those submitting proposals on the basis of the evaluation criteria included in the Request for Proposals, including price, if so stated in the Request for Proposals. Negotiations shall be conducted with the Offerors so selected. Price shall be considered, but need not be the sole determining factor. After negotiations have been conducted with each Offeror so selected, the agency shall select the Offeror which, in its opinion, has made the best proposal, and shall award the contract to that Offeror. The Commonwealth may cancel this Request for Proposals or reject proposals at any time prior to an award, and is not required to furnish a statement of the reasons why a particular proposal was not deemed to be the most advantageous (Code of Virginia, § 2.2-4359D). Should the Commonwealth determine in writing and in its sole discretion that only one Offeror is fully qualified, or that one Offeror is clearly more highly qualified than the others under consideration, a contract may be negotiated and awarded to that Offeror.

## VIII. REPORTING AND DELIVERY INSTRUCTIONS

### Reporting

The Contractor shall provide weekly project status reports with the highest risks to achieving the planned work, work accomplished in the prior week, planned work for the next week, the updated milestone plans, as well as any items in need of escalation. A template for this report will be agreed upon at the beginning of the project. (See requirement PM-02 on page 88.)

### Delivery

- A. All shipments must be clearly marked with the purchase order number assigned to the award.
- B. FOB destination.
- C. Inside Delivery: All crating and other debris must be removed from the premises.
- D. Hours: between 8:00 A.M. - 5:00 P.M., Monday through Friday, except state holidays.
- E. All hardware must be delivered within thirty (30) days after any resulting contract award or as mutually agreed by the SCC and the Contractor.
- F. Delivery date must be coordinated with the SCC.

## IX. TENTATIVE SCHEDULE OF EVENTS

|    | ACTIVITY                              | DATE              |
|----|---------------------------------------|-------------------|
| 1. | Issue Request For Proposals           | August 14, 2012   |
| 2. | Pre-proposal Conference               | September 5, 2012 |
| 3. | Last Day To Receive Written Questions | October 19, 2012  |
| 4. | Proposals Due Until 2:00 PM           | November 2, 2012  |
| 5. | Planned Contract Award                | To Be Determined  |

## X. PRE-PROPOSAL CONFERENCE

An optional pre-proposal conference will be held at 9:00 AM, (September 5, 2012), at the State Corporation Commission, 1300 East Main Street, Richmond, Virginia. The conference will be held in the 3rd floor training room of the building.

The purpose of this conference is to allow potential Offerors an opportunity to present questions and obtain clarification relative to any facet of this solicitation. While attendance at this conference will not be a prerequisite to submitting a proposal, Offerors who intend to submit a proposal are encouraged to attend. Offerors planning to attend the on-site conference should bring a copy of the solicitation with you.

The conference is expected to be no more than four (4) hours in length. Offerors who plan to participate should contact Ann Sells, 804-371-2123 or by email [Ann.Sells@scc.virginia.gov](mailto:Ann.Sells@scc.virginia.gov) no later than August 31, 2012 with the names and titles of the Offeror's pre-proposal conference representatives. Each Offeror will be limited to three individuals participating in the pre-proposal conference.

Offerors are encouraged to submit written questions in advance of the pre-proposal conference to allow the SCC time to review and provide a response at the conference. Questions should be submitted no later than two (2) business days prior to the conference date. When possible, oral responses will be provided to questions received at the pre-proposal conference. Written responses will be provided for inquiries. The written response to any question will be the final. Any changes resulting from the pre-proposal conference will be issued in a written addendum to the solicitation.

## XI. GENERAL TERMS AND CONDITIONS

- A. **VENDORS MANUAL:** This solicitation is subject to the provisions of the Commonwealth of Virginia *Vendors Manual* and any changes or revisions thereto, which are hereby incorporated into this contract in their entirety (excluding 2.1.b, 2.1.d and Chapter 9). The procedure for filing contractual claims is in section 7.19 of the *Vendors Manual*. A copy of the manual is normally available for review at the purchasing office and is accessible on the Internet at [www.eva.virginia.gov](http://www.eva.virginia.gov) under "Vendors Manual" on the vendors tab.
- B. **APPLICABLE LAWS AND COURTS:** This solicitation and any resulting contract shall be governed in all respects by the laws of the Commonwealth of Virginia and any litigation with respect thereto shall be brought in the courts of the Commonwealth. The contractor shall comply with all applicable federal, state and local laws, rules and regulations.
- C. **ANTI-DISCRIMINATION:** By submitting their proposal, offerors certify to the Commonwealth that they will conform to the provisions of the Federal Civil Rights Act of 1964, as amended, as well as the Virginia Fair Employment Contracting Act of 1975, as amended, where applicable, the Virginians With Disabilities Act, the Americans With Disabilities Act and Section 2.2-4311 of the *Virginia Public Procurement Act (VPPA)*. If the award is made to a faith-based organization, the organization shall not discriminate against any recipient of goods, services, or disbursements made pursuant to the contract on the basis of the recipient's religion, religious belief, refusal to participate in a religious practice, or on the basis of race, age, color, gender or national origin and shall be subject to the same rules as other organizations that contract with public bodies to account for the use of the funds provided; however, if the faith-based organization segregates public funds into separate accounts, only the accounts and programs funded with public funds shall be subject to audit by the public body. (*Code of Virginia*, Section 2.2-4343.1E).

In every contract over \$10,000 the provisions in 1. and 2. below apply:

1. During the performance of this contract, the contractor agrees as follows:
  - a. The contractor will not discriminate against any employee or applicant for employment because of race, religion, color, sex, national origin, age, disability, or any other basis prohibited by state law relating to discrimination in employment, except where there is a bona fide occupational qualification reasonably necessary to the normal operation of the contractor. The contractor agrees to post in conspicuous places, available to employees and applicants for employment, notices setting forth the provisions of this nondiscrimination clause.
  - b. The contractor, in all solicitations or advertisements for employees placed by or on behalf of the contractor, will state that such contractor is an equal opportunity employer.
  - c. Notices, advertisements and solicitations placed in accordance with federal law, rule or regulation shall be deemed sufficient for the purpose of meeting these requirements.

2. The contractor will include the provisions of 1. above in every subcontract or purchase order over \$10,000, so that the provisions will be binding upon each subcontractor or vendor.

**D. ETHICS IN PUBLIC CONTRACTING:** By submitting their proposals, offerors certify that their proposals are made without collusion or fraud and that they have not offered or received any kickbacks or inducements from any other offeror, supplier, manufacturer or subcontractor in connection with their proposal, and that they have not conferred on any public employee having official responsibility for this procurement transaction any payment, loan, subscription, advance, deposit of money, services or anything of more than nominal value, present or promised, unless consideration of substantially equal or greater value was exchanged.

**E. IMMIGRATION REFORM AND CONTROL ACT OF 1986:** By entering into a written contract with the SCC, the contractor certifies that the contractor does not, and shall not during the performance of the contract for goods and services in the Commonwealth, knowingly employ an unauthorized alien as defined in the federal Immigration Reform and Control Act of 1986.

**F. DEBARMENT STATUS:** By submitting their proposal, offerors certify that they are not currently debarred by the Commonwealth of Virginia from submitting bids or proposals on contracts for the type of goods and/or services covered by this solicitation, nor are they an agent of any person or entity that is currently so debarred.

**G. ANTITRUST:** By entering into a contract, the contractor conveys, sells, assigns, and transfers to the Commonwealth of Virginia all rights, title and interest in and to all causes of action it may now have or hereafter acquire under the antitrust laws of the United States and the Commonwealth of Virginia, relating to the particular goods or services purchased or acquired by the SCC under said contract.

**H. MANDATORY USE OF STATE FORM AND TERMS AND CONDITIONS FOR RFPs:** Failure to submit a proposal on the official state form provided for that purpose may be a cause for rejection of the proposal. Modification of or additions to the General Terms and Conditions of the solicitation may be cause for rejection of the proposal; however, the Commonwealth reserves the right to decide, on a case by case basis, in its sole discretion, whether to reject such a proposal.

**I. CLARIFICATION OF TERMS:** If any prospective offeror has questions about the specifications or other solicitation documents, the prospective offeror should contact the buyer whose name appears on the face of the solicitation no later than five working days before the due date. Any revisions to the solicitation will be made only by addendum issued by the buyer.

**J. PAYMENT:**

1. To Prime Contractor:

a. Invoices for items ordered, delivered and accepted shall be submitted by the contractor directly to the payment address shown on the purchase order/contract. All invoices shall show the state contract number and/or purchase order number; social security number

(for individual contractors) or the federal employer identification number (for proprietorships, partnerships, and corporations).

- b. Any payment terms requiring payment in less than 30 days will be regarded as requiring payment 30 days after invoice or delivery, whichever occurs last. This shall not affect offers of discounts for payment in less than 30 days, however.
- c. All goods or services provided under this contract or purchase order, that are to be paid for with public funds, shall be billed by the contractor at the contract price, regardless of which public agency is being billed.
- d. The following shall be deemed to be the date of payment: the date of postmark in all cases where payment is made by mail, or the date of offset when offset proceedings have been instituted as authorized under the Virginia Debt Collection Act.
- e. **Unreasonable Charges.** Under certain emergency procurements and for most time and material purchases, final job costs cannot be accurately determined at the time orders are placed. In such cases, contractors should be put on notice that final payment in full is contingent on a determination of reasonableness with respect to all invoiced charges. Charges which appear to be unreasonable will be researched and challenged, and that portion of the invoice held in abeyance until a settlement can be reached. Upon determining that invoiced charges are not reasonable, the Commonwealth shall promptly notify the contractor, in writing, as to those charges which it considers unreasonable and the basis for the determination. A contractor may not institute legal action unless a settlement cannot be reached within thirty (30) days of notification. The provisions of this section do not relieve an agency of its prompt payment obligations with respect to those charges which are not in dispute (*Code of Virginia*, Section 2.2-4363).

2. To Subcontractors:

- a. A contractor awarded a contract under this solicitation is hereby obligated:
  - (1) To pay the subcontractor(s) within seven (7) days of the contractor's receipt of payment from the Commonwealth for the proportionate share of the payment received for work performed by the subcontractor(s) under the contract; or
  - (2) To notify the agency and the subcontractor(s), in writing, of the contractor's intention to withhold payment and the reason.
- b. The contractor is obligated to pay the subcontractor(s) interest at the rate of one percent per month (unless otherwise provided under the terms of the contract) on all amounts owed by the contractor that remain unpaid seven (7) days following receipt of payment from the Commonwealth, except for amounts withheld as stated in (2) above. The date of mailing of any payment by U. S. Mail is deemed to be payment to the addressee. These provisions apply to each sub-tier contractor performing under the primary contract. A contractor's obligation to

pay an interest charge to a subcontractor may not be construed to be an obligation of the Commonwealth.

- K. PRECEDENCE OF TERMS:** The following General Terms and Conditions *VENDORS MANUAL*, APPLICABLE LAWS AND COURTS, ANTI-DISCRIMINATION, ETHICS IN PUBLIC CONTRACTING, IMMIGRATION REFORM AND CONTROL ACT OF 1986, DEBARMENT STATUS, ANTITRUST, MANDATORY USE OF STATE FORM AND TERMS AND CONDITIONS, CLARIFICATION OF TERMS, PAYMENT shall apply in all instances. In the event there is a conflict between any of the other General Terms and Conditions and any Special Terms and Conditions in this solicitation, the Special Terms and Conditions shall apply.
- L. QUALIFICATIONS OF OFFERORS:** The SCC may make such reasonable investigations as deemed proper and necessary to determine the ability of the offeror to perform the services/furnish the goods and the offeror shall furnish to the Commonwealth all such information and data for this purpose as may be requested. The Commonwealth reserves the right to inspect offeror's physical facilities prior to award to satisfy questions regarding the offeror's capabilities. The Commonwealth further reserves the right to reject any proposal if the evidence submitted by, or investigations of, such offeror fails to satisfy the Commonwealth that such offeror is properly qualified to carry out the obligations of the contract and to provide the services and/or furnish the goods contemplated therein.
- M. TESTING AND INSPECTION:** The SCC reserves the right to conduct any test/inspection it may deem advisable to assure goods and services conform to the specifications.
- N. ASSIGNMENT OF CONTRACT:** A contract shall not be assignable by the contractor in whole or in part without the written consent of the SCC.
- O. CHANGES TO THE CONTRACT:** Changes can be made to the contract in any of the following ways:
1. The parties may agree in writing to modify the scope of the contract. An increase or decrease in the price of the contract resulting from such modification shall be agreed to by the parties as a part of their written agreement to modify the scope of the contract.
  2. The Purchasing Agency may order changes within the general scope of the contract at any time by written notice to the contractor. Changes within the scope of the contract include, but are not limited to, things such as services to be performed, the method of packing or shipment, and the place of delivery or installation. The contractor shall comply with the notice upon receipt. The contractor shall be compensated for any additional costs incurred as the result of such order and shall give the Purchasing Agency a credit for any savings. Said compensation shall be determined by one of the following methods:
    - a. By mutual agreement between the parties in writing; or
    - b. By agreeing upon a unit price or using a unit price set forth in the contract, if the work to be done can be expressed in units, and the contractor accounts for the number of units of work performed, subject to the Purchasing Agency's right to

audit the contractor's records and/or to determine the correct number of units independently; or

- c. By ordering the contractor to proceed with the work and keep a record of all costs incurred and savings realized. A markup for overhead and profit may be allowed if provided by the contract. The same markup shall be used for determining a decrease in price as the result of savings realized. The contractor shall present the Purchasing Agency with all vouchers and records of expenses incurred and savings realized. The Purchasing Agency shall have the right to audit the records of the contractor as it deems necessary to determine costs or savings. Any claim for an adjustment in price under this provision must be asserted by written notice to the Purchasing Agency within thirty (30) days from the date of receipt of the written order from the Purchasing Agency. If the parties fail to agree on an amount of adjustment, the question of an increase or decrease in the contract price or time for performance shall be resolved in accordance with the procedures for resolving disputes provided by the Disputes Clause of this contract or, if there is none, in accordance with the disputes provisions of the Commonwealth of Virginia *Vendors Manual*. Neither the existence of a claim nor a dispute resolution process, litigation or any other provision of this contract shall excuse the contractor from promptly complying with the changes ordered by the Purchasing Agency or with the performance of the contract generally.

- P. **DEFAULT:** In case of failure to deliver goods or services in accordance with the contract terms and conditions, the SCC, after due oral or written notice, may procure them from other sources and hold the contractor responsible for any resulting additional purchase and administrative costs. This remedy shall be in addition to any other remedies which the Commonwealth may have.
- Q. **TAXES:** Sales to the Commonwealth of Virginia are normally exempt from State sales tax. State sales and use tax certificates of exemption, Form ST-12, will be issued upon request. Deliveries against this contract shall usually be free of Federal excise and transportation taxes. The Commonwealth's excise tax exemption registration number is 54-73-0076K.
- R. **TRANSPORTATION AND PACKAGING:** By submitting their proposal, all offerors certify and warrant that the price offered for FOB destination includes only the actual freight rate costs at the lowest and best rate and is based upon the actual weight of the goods to be shipped. Except as otherwise specified herein, standard commercial packaging, packing and shipping containers shall be used. All shipping containers shall be legibly marked or labeled on the outside with purchase order number, commodity description, and quantity.
- S. **INSURANCE:** By signing and submitting a proposal under this solicitation, the offeror certifies that if awarded the contract, it will have the following insurance coverage at the time the contract is awarded. For construction contracts, if any subcontractors are involved, the subcontractor will have workers' compensation insurance in accordance with Sections 2.2-4332 and 65.2-800 et seq. of the *Code of Virginia*. The offeror further certifies that the contractor and any subcontractors will maintain these insurance coverages during the entire term of the contract and that all insurance coverage will be provided by insurance companies authorized to sell insurance in Virginia by the Virginia State Corporation Commission.



MINIMUM INSURANCE COVERAGES AND LIMITS REQUIRED FOR MOST CONTRACTS:

1. Workers' Compensation - Statutory requirements and benefits. Coverage is compulsory for employers of three or more employees, to include the employer. Contractors who fail to notify the Commonwealth of increases in the number of employees that change their workers' compensation requirements under the Code of Virginia during the course of the contract shall be in noncompliance with the contract.
2. Employer's Liability - \$100,000.
3. Commercial General Liability - \$1,000,000 per occurrence. Commercial General Liability is to include bodily injury and property damage, personal injury and advertising injury, products and completed operations coverage. The Commonwealth of Virginia must be named as an additional insured and so endorsed on the policy.

T. **ANNOUNCEMENT OF AWARD:** Upon the award or the announcement of the decision to award a contract as a result of this solicitation, the purchasing agency will publicly post such notice on the DGS/DPS eVA VBO ([www.eva.virginia.gov](http://www.eva.virginia.gov)) for a minimum of 10 days.

U. **DRUG-FREE WORKPLACE:** During the performance of this contract, the contractor agrees to (i) provide a drug-free workplace for the contractor's employees; (ii) post in conspicuous places, available to employees and applicants for employment, a statement notifying employees that the unlawful manufacture, sale, distribution, dispensation, possession, or use of a controlled substance or marijuana is prohibited in the contractor's workplace and specifying the actions that will be taken against employees for violations of such prohibition; (iii) state in all solicitations or advertisements for employees placed by or on behalf of the contractor that the contractor maintains a drug-free workplace; and (iv) include the provisions of the foregoing clauses in every subcontract or purchase order of over \$10,000, so that the provisions will be binding upon each subcontractor or vendor.

For the purposes of this section, "*drug-free workplace*" means a site for the performance of work done in connection with a specific contract awarded to a contractor, the employees of whom are prohibited from engaging in the unlawful manufacture, sale, distribution, dispensation, possession or use of any controlled substance or marijuana during the performance of the contract.

V. **NONDISCRIMINATION OF CONTRACTORS:** An offeror or contractor shall not be discriminated against in the solicitation or award of this contract because of race, religion, color, sex, national origin, age, disability, faith-based organizational status, any other basis prohibited by state law relating to discrimination in employment or because the offeror employs ex-offenders unless the state agency, department or institution has made a written determination that employing ex-offenders on the specific contract is not in its best interest. If the award of this contract is made to a faith-based organization and an individual, who applies for or receives goods, services, or disbursements provided pursuant to this contract objects to the religious character of the faith-based organization from which the individual receives or would receive the goods, services, or disbursements, the public body shall offer the individual, within a reasonable period of time after the date of his objection, access to equivalent goods, services, or disbursements from an alternative provider.

- W. AVAILABILITY OF FUNDS:** It is understood and agreed between the parties herein that the agency shall be bound hereunder only to the extent of the funds available or which may hereafter become available for the purpose of this agreement.
- X. BID PRICE CURRENCY:** Unless stated otherwise in the solicitation, bidders/offerors shall state bid/offer prices in US dollars.
- Y. AUTHORIZATION TO CONDUCT BUSINESS IN THE COMMONWEALTH:** A contractor organized as a stock or nonstock corporation, limited liability company, business trust, or limited partnership or registered as a registered limited liability partnership shall be authorized to transact business in the Commonwealth as a domestic or foreign business entity if so required by Title 13.1 or Title 50 of the Code of Virginia or as otherwise required by law. Any business entity described above that enters into a contract with a public body pursuant to the Virginia Public Procurement Act shall not allow its existence to lapse or its certificate of authority or registration to transact business in the Commonwealth, if so required under Title 13.1 or Title 50, to be revoked or cancelled at any time during the term of the contract. A public body may void any contract with a business entity if the business entity fails to remain in compliance with the provisions of this section.

## XII. SPECIAL TERMS AND CONDITIONS

- A. **ADVERTISING:** In the event a contract is awarded for supplies, equipment, or services resulting from this bid/proposal, no indication of such sales or services to the SCC will be used in product literature or advertising. The contractor shall not state in any of its advertising or product literature that the SCC has purchased or uses any of its products or services, and the contractor shall not include the SCC in any client list in advertising and promotional materials.
- B. **AUDIT:** The contractor shall retain all books, records, and other documents relative to this contract for five (5) years after final payment, or until audited by the Commonwealth of Virginia, whichever is sooner. The agency, its authorized agents, and/or state auditors shall have full access to and the right to examine any of said materials during said period.
- C. **CANCELLATION OF CONTRACT:** The SCC reserves the right to cancel and terminate any resulting contract, in part or in whole, without penalty, upon 60 days written notice to the contractor. Any contract cancellation notice shall not relieve the contractor of the obligation to deliver and/or perform on all outstanding orders issued prior to the effective date of cancellation.
- D. **CONFIDENTIALITY OF INFORMATION:** Contractor agrees to observe complete confidentiality with response to all aspects of any confidential information, proprietary data and/or trade secrets and any parts thereof, whether such material is the SCC's or other manufacturer, vendor or distributor to which contractor or contractor's personnel may gain access while engaged by the SCC or while on SCC premises. Revealing, copying or using in any manner whatsoever any such contents which have not been authorized by the SCC is strictly prohibited. The restrictions herein shall survive the termination of this agreement for any reason and shall continue in force and effect and shall be binding upon the contractor, its agents, employees, successors, assigns, subcontractors or any party claiming an interest in this agreement on behalf of or under the rights of the contractor following any termination. Contractor shall advise all contractors' agents, employees, all contractors' agents, employees, successors, assigns, or subcontractors that are engaged by the SCC of the restrictions, present and continuing, set forth herein. Contractor shall defend and incur all costs, if any, for actions which arise as a result of non-compliance by contractor, its agents, employees, successors, assigns, or subcontractors regarding the restrictions herein.
- E. **CONTRACTOR'S TITLE TO MATERIALS:** No materials or supplies for the work shall be purchased by the contractor or by any subcontractor subject to any chattel mortgage or under a conditional sales or other agreement by which an interest is retained by the seller. The contractor warrants that he has clear title to all materials and supplies for which he invoices for payment.
- F. **OWNERSHIP OF INTELLECTUAL PROPERTY:** All copyright and patent rights to all papers, reports, forms, materials, creations, or inventions created or developed in the performance of this contract shall become the sole property of the SCC. On request, the contractor shall promptly provide an acknowledgment or assignment in a tangible form satisfactory to the SCC to evidence the SCC's sole ownership of specifically identified intellectual property created or developed in the performance of the contract.

- G. TITLE TO SOFTWARE:** By submitting a proposal, the offeror represents and warrants that it is the sole owner of the software or, if not the owner, that it has received all legally required authorizations from the owner to license the software, has the full power to grant the rights required by this solicitation, and that neither the software nor its use in accordance with the contract will violate or infringe upon any patent, copyright, trade secret, or any other property rights of another person or organization.
- H. INDEPENDENT CONTRACTOR:** The contractor shall be considered an independent contractor and neither the contractor, nor personnel employed by the contractor, are in any sense to be considered employees or agents of the SCC, or of the Commonwealth of Virginia.
- I. PRIME CONTRACTOR RESPONSIBILITIES:** The contractor shall be responsible for completely supervising and directing the work under this contract and all subcontractors that he may utilize, using his best skill and attention. Subcontractors who perform work under this contract shall be responsible to the prime contractor. The contractor agrees that he is as fully responsible for the acts and omissions of his subcontractors and of persons employed by them as he is for the acts and omissions of his own employees.
- J. RENEWAL OF CONTRACT (Maintenance):** Upon expiration of the specified warranty period and at the SCC's option, this contract may be renewed by the SCC to allow up to five (5) one-year renewal options under the terms and conditions of the original contract except as stated in a. and b. below. After the first year of maintenance, price increases may be negotiated only at the time of renewal. Written notice of the SCC's intention to renew shall be given approximately 90 days prior to the expiration date of each contract period.
- a. If the SCC elects to exercise the option to renew the contract for additional one-year periods of maintenance after the first year of maintenance, the contract price(s) for the additional one year period shall not exceed the contract price(s) of the original contract increased/decreased by more than the percentage increase/decrease of the "other services" category, Table 3, of the CPI-U section of the Consumer Price Index of the United States Bureau of Labor Statistics for the latest twelve months for which statistics are available.
  - b. If during any subsequent renewal periods, the SCC elects to exercise the option to renew the contract, the contract price(s) for the subsequent renewal period shall not exceed the contract price(s) of the previous renewal period increased/decreased by more than the percentage increase/decrease of the "other services" category, Table 3, of the CPI-U section of the Consumer Price Index of the United States Bureau of Labor Statistics for the latest twelve months for which statistics are available.
- K. SCC POLICIES, STANDARDS, AND PROCEDURES:** Contractor agrees to comply with all pertinent SCC policies, standards, and procedures. If contractor is unable to comply with all SCC policies, standards, and procedures, it is the responsibility of the contractor to bring this fact to the attention of the Contract Administrator, in writing, and to recommend an alternative solution. The decision concerning relief from or changes to a policy, standard, or procedure will be made by the SCC and communicated to the contractor in writing.
- L. CERTIFIED SMALL, WOMEN-OWNED AND MINORITY-OWNED BUSINESSES SUBCONTRACTING AND REPORTING:** The SCC welcomes and encourages proposals from certified small businesses, including but not limited to women-owned and minority-

owned businesses, either as prime contractors or subcontractors to prime contractors. Where it is practicable for any portion of the awarded contract to be subcontracted to other suppliers, the Contractor is encouraged to offer such business to certified small, women-owned and minority-owned businesses. Names of firms are available on the Commonwealth of Virginia electronic procurement website: <http://eva.virginia.gov>. When such business has been subcontracted to these firms, Contractor agrees to provide the information required in Appendix A to this solicitation.

- M. WORK SITE DAMAGES:** Any damage to existing utilities, equipment or finished surfaces resulting from the performance of this contract shall be repaired to the SCC's satisfaction at the contractor's expense.
- N. OWNERSHIP OF MATERIAL:** Ownership of all data, material and documentation originated and prepared for the SCC pursuant to the solicitation shall belong exclusively to the SCC and be subject to public inspection, subject however to the provisions of Paragraph D "Confidentiality of Information" set out above. All materials generated under this contract shall be considered work made for hire. The SCC shall have all rights, title and interest in or to all products, work plans, project reports, designs, programs, databases and documentation developed or generated under this contract including without limitation unlimited rights to use, duplicate, modify or disclose any part thereof, in any manner and for any purpose and the right to permit or prohibit any other person including the contractor from doing so. To the extent the contractor may be deemed at any time to have any of the foregoing rights the contractor agrees to assign and does hereby assign such rights to the SCC.
- O. PRODUCT AVAILABILITY/SUBSTITUTION:** Substitution of a product, brand or manufacturer, agreed upon by the SCC after the award or during the contract, is expressly prohibited unless approved in writing by the SCC. The SCC may, at its discretion, require the contractor to provide a substitute item of equivalent or better quality subject to the approval of the Contract Officer, for a price no greater than the contract price, if the product for which the contract was awarded becomes unavailable to the contractor.
- P. STATE CORPORATION COMMISSION IDENTIFICATION NUMBER:** Pursuant to Code of Virginia, §2.2-4311.2 subsection B, a bidder or offeror organized or authorized to transact business in the Commonwealth pursuant to Title 13.1 or Title 50 is required to include in its bid or proposal the identification number issued to it by the State Corporation Commission (SCC). Any bidder or offeror that is not required to be authorized to transact business in the Commonwealth as a foreign business entity under Title 13.1 or Title 50 or as otherwise required by law is required to include in its bid or proposal a statement describing why the bidder or offeror is not required to be so authorized. Indicate the above information on the SCC Form provided. Contractor agrees that the process by which compliance with Titles 13.1 and 50 is checked during the solicitation stage (including without limitation the SCC Form provided) is streamlined and not definitive, and the Commonwealth's use and acceptance of such form, or its acceptance of Contractor's statement describing why the bidder or offeror was not legally required to be authorized to transact business in the Commonwealth, shall not be conclusive of the issue and shall not be relied upon by the Contractor as demonstrating compliance.
- Q. MAINTENANCE MANUALS:** The contractor shall provide with each piece of equipment an operations and maintenance manual with wiring diagrams, parts list, and a copy of all warranties.

- R. **DEMONSTRATIONS:** By submitting a proposal, the offeror certifies that any COTS systems are in productive use and capable of demonstration in the proposed configuration. The SCC reserves the right to require offerors to demonstrate the functionality of proposed equipment to its satisfaction prior to making an award decision. Such demonstration is intended to show that a vendor's products will perform in a completely satisfactory manner and that they will meet or exceed the requirements contained in the solicitation. Failure by a vendor to promptly comply with a request for demonstration could result in their offer being rejected. Failure of the SCC to reject shall not relieve the offeror/contractor of its obligation to fully comply with all requirements of the solicitation or any resulting contract.
- S. **EXCESSIVE DOWNTIME (APPLIES TO THE OPTIONAL SUPPORT MAINTENANCE):** Equipment or software furnished under the contract shall be capable of continuous operation. Should the equipment or software become inoperable for a period of more than 24 hours, the contractor agrees to pro-rate maintenance charges to account for each full day of inoperability. The period of inoperability shall commence upon initial notification. In the event the equipment or software remains inoperable for more than 5 consecutive calendar days, the contractor shall promptly replace the equipment or software at no charge upon request of the SCC. Such replacement shall be with new, unused product(s) of comparable quality, and must be installed and operational within 5 days or another time period agreed to by SCC following the request for replacement.
- T. **LATEST SOFTWARE VERSION:** Any software product(s) provided under the resultant contract shall be the latest version available to the general public as of the date of its acquisition unless otherwise approved by the SCC.
- U. **LIMITATION OF USE:** The SCC shall have at a minimum: unlimited use of the software on the equipment for which it is purchased; use of the software on a secondary system for backup purposes should the primary system become unavailable, malfunction, or is otherwise rendered inoperable; use of the software at another SCC site should the system be entirely transferred to that location; the right to make a backup copy for safekeeping; the right to modify or combine the software with other programs or materials at the SCC's risk; and the right to reproduce any and all documentation provided such reproduction is for the sole use of the SCC. These rights are perpetual and irrevocable; in the event of any actual or alleged breach by the SCC, the contractor's sole remedy shall be to pursue a monetary claim in accordance with § 2.2-4363 of the *Code of Virginia*.
- V. **NEW EQUIPMENT:** Unless otherwise expressly stated in this solicitation, any equipment furnished under the contract shall be new, unused equipment.
- W. **OPERATIONAL COMPONENTS:** Unless otherwise requested in the solicitation, stated equipment prices shall include all cables, connectors, interfaces, documentation for all components, and any other items necessary for full systems operation at the user site. This does not include consumable supplies such as paper, tapes, disks, etc., unless such supplies are expressly identified in the pricing schedule.
- X. **QUALIFIED REPAIR PERSONNEL:** All warranty or maintenance services to be performed on the items specified in this solicitation as well as any associated hardware or software shall be performed by qualified technicians properly authorized by the manufacturer to perform such

services. The SCC reserves the right to require proof of certification prior to award and at any time during the term of the contract.

- Y. **REPAIR PARTS:** In the event that the performance of maintenance services under the contract results in a need to replace defective parts, such items may only be replaced by certified, original equipment manufacturer new parts. In no instance shall the contractor be permitted to replace defective items with refurbished, remanufactured, or surplus items without prior written authorization of the SCC.
- Z. **CRITICAL SYSTEMS:** The Contractor shall provide 24 hours a day, 7 days a week, support during the contract (excluding any optional maintenance period) for any system implemented or modified by the Contractor that is deemed critical by the SCC.
- AA. **SERVICE PERIOD (CRITICAL SYSTEMS) (APPLIES TO THE OPTIONAL MAINTENANCE PERIOD):** For any system deemed critical by the SCC and upon request, the contractor shall provide 24 hours a day, 7 days a week, maintenance support, including state holidays. Response time shall be within 2 hours following initial notification. If on-site support is necessary, response time shall be within 4 hours following initial notification.
- BB. **SERVICE PERIOD (NON-CRITICAL SYSTEMS) (APPLIES TO THE OPTIONAL MAINTENANCE PERIOD):** Contractor shall provide 24 hour toll-free phone support with a 2 hour return call response time. On-site maintenance services shall be available during the normal working hours of 8 A.M. to 5 P.M. Monday through Friday, excluding state holidays.
- CC. **SOFTWARE UPGRADES:** The SCC shall be entitled to any and all upgraded versions of the software provided pursuant to the contract that become available during the contract (excluding any optional maintenance period) at no additional cost.
- DD. **SOFTWARE DISPOSITION:** Unless otherwise instructed by the contractor, the SCC shall render unusable all copies of software acquired under the contract within thirty (30) days of termination of any license, except that the SCC does reserve the right to retain one copy of the software for archival purposes when appropriate.
- EE. **SOURCE CODE (COTS SOLUTIONS):** In the event the contractor ceases to maintain experienced staff and the resources needed to provide required software maintenance, the SCC shall be entitled to have, use, and duplicate for its own use, a copy of the source code and associated documentation for the software products covered by the contract. Until such time as a complete copy of such material is provided, the SCC shall have exclusive right to possess all physical embodiments of such contractor owned materials. The rights of the SCC in this respect shall survive for a period of twenty (20) years after the expiration or termination of the contract. All lease and royalty fees necessary to support this right are included in the initial license fee as contained in the pricing schedule.
- FF. **SOURCE CODE (CUSTOM DEVELOPED SOLUTIONS):** The SCC shall own without restriction all source code and all associated rights of any custom developed system implemented to fulfill the contract requirements. The Contractor shall have no rights to convey or sell to, or otherwise implement for, a third party any custom developed system implemented to fulfill the contract requirements.

**GG. THIRD PARTY ACQUISITION:** The contractor shall notify the SCC in writing if the intellectual property, associated business, or any substantial assets are to be acquired by a third party. The contractor further agrees that the contract's terms and conditions, including any and all license rights and related services, shall not be affected by the acquisition. Prior to completion of the acquisition, the contractor shall obtain, for the SCC's benefit and deliver thereto, the assignee's agreement to fully honor the terms of the contract.

**HH. WARRANTY AGAINST SHUTDOWN DEVICES:** The contractor warrants that the equipment and software provided under the contract shall not contain any lock, counter, CPU reference, virus, worm, or other device capable of halting operations or erasing or altering data or programs. Contractor further warrants that neither it, nor its agents, employees, or subcontractors shall insert any shutdown device following delivery of the equipment and software.

**II. NONVISUAL ACCESS TO TECHNOLOGY:** All information technology which, pursuant to this agreement, is purchased or upgraded by or for the use of any State agency or institution or political subdivision of the Commonwealth (the "Technology") shall comply with the following nonvisual access standards from the date of purchase or upgrade until the expiration of this agreement:

- a. effective, interactive control and use of the Technology shall be readily achievable by nonvisual means;
- b. the Technology equipped for nonvisual access shall be compatible with information technology used by other individuals with whom any blind or visually impaired user of the technology interacts;
- c. Nonvisual Access Technology shall be integrated into any networks used to share communications among employees, program participants or the public; and
- d. the Technology for nonvisual access shall have the capability of providing equivalent access by nonvisual means to telecommunications or other interconnected network services used by persons who are not blind or visually impaired.

Compliance with the foregoing nonvisual access standards shall not be required if the head of the using agency, institution or political subdivision determines that (i) the Technology is not available with nonvisual access because the essential elements of the Technology are visual and (ii) nonvisual equivalence is not available.

Installation of hardware, software or peripheral devices used for nonvisual access is not required when the Technology is being used exclusively by individuals who are not blind or visually impaired, but applications programs and underlying operating systems (including the format of the data) used for the manipulation and presentation of information shall permit the installation and effective use of nonvisual access software and peripheral devices.

If requested, the Contractor must provide a detailed explanation of how compliance with the foregoing nonvisual access standards is achieved and a validation of concept demonstration.

The requirements of this Paragraph shall be construed to achieve full compliance with the Information Technology Access Act, §§ 2.2-3500 through 2.2-3504 of the *Code of Virginia*.



**JJ. WARRANTY AND OPTIONAL MAINTENANCE:** At any time during the Warranty or Maintenance Period, as applicable, the Contractor shall provide maintenance services to maintain the solution in accordance with the requirements and/or approved design and specifications. During the Warranty Period, such services (unlimited telephonic support, all necessary travel and labor and parts) shall be performed without additional charge to the SCC. During any optional Maintenance Period elected by the SCC, charges for such services (unlimited telephonic support, all necessary travel and labor, and replacement parts at actual cost charged to the contractor) shall be in accordance with the pricing schedule, Paragraph J, *Renewal of Contract (Maintenance)* set out above, and contractor's receipt showing actual cost of replacement part(s). Each successive year of optional maintenance may be ordered by the SCC in writing at least 30 days prior to expiration of the existing maintenance period.

### **XIII. METHOD OF PAYMENT**

Payment will be made in accordance with Paragraph J of the General Terms and Conditions.

The Contractor shall submit an invoice to the SCC for accepted and approved deliverables. Supporting documentation detailing the associated contract fees and written acceptance of the deliverable for each invoice shall be provided by the Contractor to the SCC.

Contractor shall invoice the SCC for actual costs with no mark-up associated with all procured hardware and software including maintenance and support. The Contractor shall provide the actual invoice for all procured hardware and software including maintenance and support.

Invoices must be submitted by the Contractor directly to:

State Corporation Commission  
Information Technology Division  
P.O. Box 1197  
Richmond, VA 23218-1197

## XIV. APPENDICES

## Appendix A. Small, Women-Owned and Minority-Owned Businesses

### I. SMALL BUSINESS CERTIFICATION

Small businesses, including, but not limited to, women-owned and minority-owned businesses, that meet the small business designation as defined in Section II must be certified prior to the date set for receipt of bids, proposals or quotes. Small businesses that meet the designation in Section II and are already certified by either the Virginia Department of Minority Business Enterprise (DMBE) or by another source that meets the small business designation as defined in Section II, must provide a copy of the small business certification. (Businesses who desire more information on the Commonwealth of Virginia certification program may reference the DMBE website [www.dmbv.virginia.gov](http://www.dmbv.virginia.gov)).

### II. SMALL BUSINESS DESIGNATION

If your company is certified as a small business, including, but not limited to, women-owned and minority-owned businesses, as defined below, please check the appropriate box:

Small Business: "Small business " means a business, independently owned or operated by one or more persons who are citizens of the United States or non-citizens who are in full compliance with United States immigration law, which, together with affiliates, has 250 or fewer employees, or average annual gross receipts of \$10 million or less averaged over the previous three years.

Small Women-Owned Business: Women-owned business means a business concern that is at least 51% owned by one or more women who are citizens of the United States or non-citizens who are in full compliance with United States immigration law, or in the case of a corporation, partnership or limited liability company or other entity, at least 51% of the equity ownership interest is owned by one or more women who are citizens of the United States or non-citizens who are in full compliance with United States immigration law, and both the management and daily business operations are controlled by one or more women who are citizens of the United States or non-citizens who are in full compliance with the United States immigration law.

Small Minority-Owned Business: Minority-owned business means a business concern that is at least 51% owned by one or more minority individuals or in the case of a corporation, partnership or limited liability company or other entity, at least 51% of the equity ownership interest in the corporation, partnership, or limited liability company or other entity is owned by one or more minority individuals and both the management and daily business operations are controlled by one or more minority individuals.

Minority Individual: "Minority individual" means an individual who is a citizen of the United States or a non-citizen who is in full compliance with United States immigration law and who satisfies one or more of the following definitions:

- a. "African American" means a person having origins in any of the original peoples of Africa and who is regarded as such by the community of which this person claims to be a part.
- b. "Asian American" means a person having origins in any of the original peoples of the Far East, Southeast Asia, the Indian subcontinent, or the Pacific Islands, including, but not limited to, Japan, China, Vietnam, Samoa, Laos, Cambodia, Taiwan, Northern Marianas, the Philippines, a U. S.

territory of the Pacific, India, Pakistan, Bangladesh or Sri Lanka and who is regarded as such by the community of which this person claims to be a part.

- c. "Hispanic American" means a person having origins in any of the Spanish speaking peoples of Mexico, South or Central America, or the Caribbean Islands or other Spanish or Portuguese cultures and who is regarded as such by the community of which this person claims to be a part.
- d. "Native American" means a person having origins in any of the original peoples of North America and who is regarded as such by the community of which this person claims to be a part or who is recognized by a tribal organization.

### III. SUBCONTRACTING SMALL BUSINESS OPPORTUNITIES

Does your company intend to offer subcontracting opportunities to businesses certified as small businesses, including, but not limited to, women-owned and minority-owned businesses? Check the appropriate box below:

YES       NO

If YES is checked proceed to Section IV (1-3) of this Appendix for additional requirements.

### IV. SUBCONTRACTING WITH SMALL BUSINESSES.

1. Prime Contractors that do not meet the small business designation stated in Section II are encouraged to offer subcontracting opportunities to businesses certified as small businesses, including, but not limited to, women-owned and minority-owned businesses. To assist in locating such small businesses, the following searchable databases and/or member listings are provided:

- eVA(Virginia's Web-based Purchasing System)  
<http://www.eva.virginia.gov>
- Virginia Minority Suppliers Development Council (VMSDC)  
<http://www.vmsdc.org>
- Metropolitan Business League (MBL)  
<http://www.thembl.com>
- Pro-Net (Small Business Administration)  
<http://pro-net.sba.gov/>
- Diversity Business for multicultural-owned businesses  
<http://www.diversitybusiness.com/>
- Other Small Business Organizations (such as Virginia Chapter of National Federation of Independent Businesses [www.nfib.com/object/stateDirVA.html](http://www.nfib.com/object/stateDirVA.html) or the Virginia Chamber of Commerce [www.vachamber.com](http://www.vachamber.com))

2. Prime Contractors that propose to use certified small businesses, including, but not limited to, women-owned and minority-owned businesses, as subcontractors, must report the planned utilization of small businesses in performance of this contract. The following minimum information must be provided with Offeror's proposal to the SCC Procurement Office for purposes of awarding points under this solicitation:

- Small Business Name & Address
- Contact Person, Telephone Number& Email Address
- Type of Goods and/or Service provided
- Planned Contract Dollars During Period of Contract for Utilization of Small Businesses

Prime Contractors that propose to use certified small businesses, including, but not limited to, women-owned and minority-owned businesses, as subcontractors, will be awarded points for certified small business utilization.

3. Prime Contractors awarded a term contract by the SCC that state their intent to utilize certified small businesses as subcontractors, including, but not limited to, women-owned and minority-owned businesses, shall submit a monthly report to the SCC of all dollars spent during the period of the contract with small business subcontractors that provide goods and/or services under this contract. The report shall be due by the 10<sup>th</sup> of the month following the month for which the spend data is being reported. At a minimum, the following information must be provided to the SCC Procurement Office:

- Applicable Month and Year
- Small Business Name & Address utilized
- Contact Person, Telephone Number& Email Address
- Type of Goods and/or Services Provided
- Amount of Actual Monthly Spend Provided to Each Small Business
- Evidence of Compliance (documentation that supports actual monthly spend, i.e., copy of check paid to small business, copy of paid invoice, etc.)

Appendix B. Offeror Data Sheet  
(To Be Completed by Offeror)

Qualifications of Offeror: The Offeror must have the capability and capacity in all respects in order to fully satisfy all contractual requirements.

Offeror Corporate Overview:

1. Years in business: Indicate the length of time you have been in business providing this type of service: \_\_\_\_\_years \_\_\_\_\_months.
2. Background and Experience: Provide background and experience in this market.
  - a. Demonstrate the experience, qualifications, ability and expertise of Offeror and Offeror's proposed staff to provide the requirements set out in Section V, Statement of Needs;
3. Personnel: Identify all staff, including management personnel and account managers, responsible for the relationship between the Offeror and the SCC, and those staff members who shall provide the services requested in this solicitation in the event of a contract award (if any), to include;
  - a. Complete names;
  - b. Description of relevant experience of each and their qualifications;
  - c. Resumes for each of the proposed staff;
  - d. The function(s) or portion of service each proposed staff member will perform, and if staff member's time is designated as primarily technical, supervisory, oversight, etc.
4. Corporate Identity: Provide the identity of any parent corporation, include address, phone and fax numbers, FEIN or tax ID No., Company web site and contact email. Also provide the identity of any subsidiaries, as applicable.
5. Organization & Structure: Provide an overview of the organizational operating structure and describe the operational and functional relationships of the business units of your organization, as it relates to your proposal and SCC's stated needs and requirements. Organizational charts are helpful supplements to your explanations.
6. Corporate History and Structure: In the event significant company changes have occurred within the past three years (e.g., merger, acquisition, etc.), or may be planned to occur, explain the change(s) and how it has, or has not, or may impact the company's financial viability. Has your firm been the subject previously (within the past 5 years) or currently of any legal action, suit, investigation, claim, complaint, demand, summons, cease and desist letter, subpoena, injunction, notice of violation, or other proceeding pending against or threatened in writing that involves the products or services your firm provides? If so, please elaborate.
7. Locations: Describe the geographical locations of your firm at the national, regional, and local levels, as applicable, and identify all locations that will be used to support this contract and the operations handled from these locations.
8. Strategic Relationships: State any subcontractors and outsourced services to be used in performance of any contract resulting from this solicitation.
  - a. Provide a list of all planned subcontractors including a summary description of the relationship (such as the number of engagements, length of time and type of project) that the subcontractor has worked with the Offeror.

b. Provide a list of all functions and services that each subcontractor intends to provide throughout the course of the contract.

9. Provide information on your firm’s future, long-term vision and strategic plans as they relate to the direction of the proposed solution.

10. Quality Program: Describe all quality programs your company has adopted which directly impact your proposed solution.

Financial Information:

11. Annual Reports: Provide your most recent three (3) fiscal years of independently audited financial statements with balance sheet, income statement and cash flow statement with the audit opinion letter and footnotes. If the Offeror’s most recent fiscal year has ended, but the financial statements are unaudited, the Offeror must also provide the most recent fiscal year’s unaudited financial statements.

12. Total Revenue: Indicate your company’s total revenues associated with the requirements of this solicitation and specify the period of time that the revenues were received. The Offeror should specify the amount of revenues received for each effort closely related to the efforts set out in this solicitation.

References:

13. Customer References: The Offeror must demonstrate a proven record of successfully providing services similar to those defined in Section V to customers of similar scope and complexity. The references must be from past and/or current commercial or government accounts, including the SCC if applicable. The Offeror shall provide three references, with contact names, email addresses, phone number and service descriptions (specific services provided), which the SCC may use in reference checking. If your firm has provided the requested services to the SCC in the past, the SCC must be listed as a reference.

The SCC will make such reasonable investigations as deemed proper and necessary to determine the ability of an Offeror to perform the contract and these may include, but may not be limited to, reference checks and interviews. Offeror should verify the reference information (contact person, telephone numbers and email address) is current and up-to-date prior to submitting them. Indicate whether any commercial, government or state contracts have not been extended or have been cancelled for performance issues in the last three (3) years.

Offeror Reference # 1 Organization/Company Name \_\_\_\_\_

Period of Performance (Contract) From \_\_\_\_\_ through \_\_\_\_\_  
(Beginning Date) (Ending Date)

| Contact Name(s) | Email | Phone Number | Service Description |
|-----------------|-------|--------------|---------------------|
|                 |       |              |                     |



|  |  |  |  |
|--|--|--|--|
|  |  |  |  |
|  |  |  |  |

Offeror Reference # 2 Organization/Company Name \_\_\_\_\_

Period of Performance(Contract) From: \_\_\_\_\_ through \_\_\_\_\_  
 (Beginning Date) (Ending Date)

| Contact Names(s) | Email | Phone Number | Service Description |
|------------------|-------|--------------|---------------------|
|                  |       |              |                     |
|                  |       |              |                     |
|                  |       |              |                     |

Offeror Reference # 3 Organization/Company Name \_\_\_\_\_

Period of Performance (Contract) \_\_\_\_\_ through \_\_\_\_\_  
 (Beginning Date) (Ending Date)

| Contact Name(s) | Email | Phone Number | Service Description |
|-----------------|-------|--------------|---------------------|
|                 |       |              |                     |
|                 |       |              |                     |
|                 |       |              |                     |

Appendix C. W-9/Request for Taxpayer ID and Certification

Form **W-9**  
(Rev. January 2003)  
Department of the Treasury  
Internal Revenue Service

**Request for Taxpayer  
Identification Number and Certification**

Give form to the requester. Do not send to the IRS.

Print or type  
See Specific Instructions on page 2.

|   |   |
|---|---|
| Name  |   |
| Business name, if different from above  |   |
| Check appropriate box: <input type="checkbox"/> Individual/Sole proprietor <input type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Other ▶ ..... |   |
| Address (number, street, and apt. or suite no.)   | Requester's name and address (optional) |
| City, state, and ZIP code   |   |
| List account number(s) here (optional)  |   |

**Part I Taxpayer Identification Number (TIN)**

Enter your TIN in the appropriate box. For individuals, this is your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see How to get a TIN on page 3.

|                        |  |  |  |  |  |  |  |  |
|------------------------|--|--|--|--|--|--|--|--|
| Social security number |  |  |  |  |  |  |  |  |
|                        |  |  |  |  |  |  |  |  |

or

|                                |  |  |  |  |  |  |  |  |
|--------------------------------|--|--|--|--|--|--|--|--|
| Employer identification number |  |  |  |  |  |  |  |  |
|                                |  |  |  |  |  |  |  |  |

Note: If the account is in more than one name, see the chart on page 4 for guidelines on whose number to enter.

**Part II Certification**

Under penalties of perjury, I certify that:

- The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
- I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
- I am a U.S. person (including a U.S. resident alien).

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the Certification, but you must provide your correct TIN. (See the instructions on page 4.)

Sign Here

Signature of U.S. person ▶

Date ▶

**Purpose of Form**

A person who is required to file an information return with the IRS, must obtain your correct taxpayer identification number (TIN) to report, for example, income paid to you, real estate transactions, mortgage interest you paid, acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA.

**U.S. person.** Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN to the person requesting it (the requester) and, when applicable, to:

- Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),
- Certify that you are not subject to backup withholding, or
- Claim exemption from backup withholding if you are a U.S. exempt payee.

Note: If a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

**Foreign person.** If you are a foreign person, use the appropriate Form W-8 (see Pub. 515, Withholding of Tax on Nonresident Aliens and Foreign Entities).

**Nonresident alien who becomes a resident alien.**

Generally, only a nonresident alien individual may use the terms of a tax treaty to reduce or eliminate U.S. tax on certain types of income. However, most tax treaties contain a provision known as a "saving clause." Exceptions specified in the saving clause may permit an exemption from tax to continue for certain types of income even after the recipient has otherwise become a U.S. resident alien for tax purposes.

If you are a U.S. resident alien who is relying on an exception contained in the saving clause of a tax treaty to claim an exemption from U.S. tax on certain types of income, you must attach a statement that specifies the following five items:

- The treaty country. Generally, this must be the same treaty under which you claimed exemption from tax as a nonresident alien.
- The treaty article addressing the income.
- The article number (or location) in the tax treaty that contains the saving clause and its exceptions.
- The type and amount of income that qualifies for the exemption from tax.
- Sufficient facts to justify the exemption from tax under the terms of the treaty article.

**Example.** Article 20 of the U.S.-China income tax treaty allows an exemption from tax for scholarship income received by a Chinese student temporarily present in the United States. Under U.S. law, this student will become a resident alien for tax purposes if his or her stay in the United States exceeds 5 calendar years. However, paragraph 2 of the first Protocol to the U.S.-China treaty (dated April 30, 1984) allows the provisions of Article 20 to continue to apply even after the Chinese student becomes a resident alien of the United States. A Chinese student who qualifies for this exception (under paragraph 2 of the first protocol) and is relying on this exception to claim an exemption from tax on his or her scholarship or fellowship income would attach to Form W-9 a statement that includes the information described above to support that exemption.

If you are a **nonresident alien or a foreign entity** not subject to backup withholding, give the requester the appropriate completed Form W-8.

**What is backup withholding?** Persons making certain payments to you must under certain conditions withhold and pay to the IRS 30% of such payments (29% after December 31, 2003; 28% after December 31, 2005). This is called "backup withholding." Payments that may be subject to backup withholding include interest, dividends, broker and barter exchange transactions, rents, royalties, nonemployee pay, and certain payments from fishing boat operators. Real estate transactions are not subject to backup withholding.

You will not be subject to backup withholding on payments you receive if you give the requester your correct TIN, make the proper certifications, and report all your taxable interest and dividends on your tax return.

Payments you receive will be subject to backup withholding if:

1. You do not furnish your TIN to the requester, or
2. You do not certify your TIN when required (see the Part II instructions on page 4 for details), or
3. The IRS tells the requester that you furnished an incorrect TIN, or
4. The IRS tells you that you are subject to backup withholding because you did not report all your interest and dividends on your tax return (for reportable interest and dividends only), or
5. You do not certify to the requester that you are not subject to backup withholding under 4 above (for reportable interest and dividend accounts opened after 1983 only).

Certain payees and payments are exempt from backup withholding. See the instructions below and the separate **Instructions for the Requester of Form W-9**.

## Penalties

**Failure to furnish TIN.** If you fail to furnish your correct TIN to a requester, you are subject to a penalty of \$50 for each such failure unless your failure is due to reasonable cause and not to willful neglect.

**Civil penalty for false information with respect to withholding.** If you make a false statement with no reasonable basis that results in no backup withholding, you are subject to a \$500 penalty.

**Criminal penalty for falsifying information.** Willfully falsifying certifications or affirmations may subject you to criminal penalties including fines and/or imprisonment.

**Misuse of TINs.** If the requester discloses or uses TINs in violation of Federal law, the requester may be subject to civil and criminal penalties.

## Specific Instructions

### Name

If you are an individual, you must generally enter the name shown on your social security card. However, if you have changed your last name, for instance, due to marriage without informing the Social Security Administration of the name change, enter your first name, the last name shown on your social security card, and your new last name.

If the account is in joint names, list first, and then circle, the name of the person or entity whose number you entered in Part I of the form.

**Sole proprietor.** Enter your **individual** name as shown on your social security card on the "Name" line. You may enter your business, trade, or "doing business as (DBA)" name on the "Business name" line.

**Limited liability company (LLC).** If you are a single-member LLC (including a foreign LLC with a domestic owner) that is disregarded as an entity separate from its owner under Treasury regulations section 301.7701-3, **enter the owner's name on the "Name" line.** Enter the LLC's name on the "Business name" line.

**Other entities.** Enter your business name as shown on required Federal tax documents on the "Name" line. This name should match the name shown on the charter or other legal document creating the entity. You may enter any business, trade, or DBA name on the "Business name" line.

**Note:** You are requested to check the appropriate box for your status (individual/sole proprietor, corporation, etc.).

### Exempt From Backup Withholding

If you are exempt, enter your name as described above and check the appropriate box for your status, then check the "Exempt from backup withholding" box in the line following the business name, sign and date the form.

Generally, individuals (including sole proprietors) are not exempt from backup withholding. Corporations are exempt from backup withholding for certain payments, such as interest and dividends.

**Note:** If you are exempt from backup withholding, you should still complete this form to avoid possible erroneous backup withholding.

**Exempt payees.** Backup withholding is not required on any payments made to the following payees:

1. An organization exempt from tax under section 501(a), any IRA, or a custodial account under section 403(b)(7) if the account satisfies the requirements of section 401(f)(2);
2. The United States or any of its agencies or instrumentalities;
3. A state, the District of Columbia, a possession of the United States, or any of their political subdivisions or instrumentalities;
4. A foreign government or any of its political subdivisions, agencies, or instrumentalities; or
5. An international organization or any of its agencies or instrumentalities.

Other payees that may be exempt from backup withholding include:

6. A corporation;
7. A foreign central bank of issue;
8. A dealer in securities or commodities required to register in the United States, the District of Columbia, or a possession of the United States;

9. A futures commission merchant registered with the Commodity Futures Trading Commission;
10. A real estate investment trust;
11. An entity registered at all times during the tax year under the Investment Company Act of 1940;
12. A common trust fund operated by a bank under section 584(a);
13. A financial institution;
14. A middleman known in the investment community as a nominee or custodian; or
15. A trust exempt from tax under section 664 or described in section 4947.

The chart below shows types of payments that may be exempt from backup withholding. The chart applies to the exempt recipients listed above, 1 through 15.

| If the payment is for . . .  | THEN the payment is exempt for . . .   |
|--|--|
| Interest and dividend payments   | All exempt recipients except for 9   |
| Broker transactions  | Exempt recipients 1 through 13. Also, a person registered under the Investment Advisers Act of 1940 who regularly acts as a broker |
| Barter exchange transactions and patronage dividends                                   | Exempt recipients 1 through 5  |
| Payments over \$600 required to be reported and direct sales over \$5,000 <sup>1</sup> | Generally, exempt recipients 1 through 7 <sup>2</sup>  |

<sup>1</sup> See Form 1099-MISC, Miscellaneous Income, and its instructions.

<sup>2</sup> However, the following payments made to a corporation (including gross proceeds paid to an attorney under section 6045(f), even if the attorney is a corporation) and reportable on Form 1099-MISC are not exempt from backup withholding: medical and health care payments, attorneys' fees; and payments for services paid by a Federal executive agency.

## Part I. Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. If you are a resident alien and you do not have and are not eligible to get an SSN, your TIN is your IRS individual taxpayer identification number (ITIN). Enter it in the social security number box. If you do not have an ITIN, see **How to get a TIN** below.

If you are a sole proprietor and you have an EIN, you may enter either your SSN or EIN. However, the IRS prefers that you use your SSN.

If you are a single-owner LLC that is disregarded as an entity separate from its owner (see **Limited liability company (LLC)** on page 2), enter your SSN (or EIN, if you have one). If the LLC is a corporation, partnership, etc., enter the entity's EIN.

**Note:** See the chart on page 4 for further clarification of name and TIN combinations.

**How to get a TIN.** If you do not have a TIN, apply for one immediately. To apply for an SSN, get Form SS-5, Application for a Social Security Card, from your local Social Security Administration office or get this form on-line at [www.ssa.gov/online/ss5.html](http://www.ssa.gov/online/ss5.html). You may also get this form by calling 1-800-772-1213. Use Form W-7, Application for IRS Individual Taxpayer Identification Number, to apply for an ITIN, or Form SS-4, Application for Employer Identification Number, to apply for an EIN. You can get Forms W-7 and SS-4 from the IRS by calling 1-800-TAX-FORM (1-800-829-3676) or from the IRS Web Site at [www.irs.gov](http://www.irs.gov).

If you are asked to complete Form W-9 but do not have a TIN, write "Applied For" in the space for the TIN, sign and date the form, and give it to the requester. For interest and dividend payments, and certain payments made with respect to readily tradable instruments, generally you will have 60 days to get a TIN and give it to the requester before you are subject to backup withholding on payments. The 60-day rule does not apply to other types of payments. You will be subject to backup withholding on all such payments until you provide your TIN to the requester.

**Note:** Writing "Applied For" means that you have already applied for a TIN or that you intend to apply for one soon.

**Caution:** A disregarded domestic entity that has a foreign owner must use the appropriate Form W-8.



## Part II. Certification

To establish to the withholding agent that you are a U.S. person, or resident alien, sign Form W-9. You may be requested to sign by the withholding agent even if items 1, 3, and 5 below indicate otherwise.

For a joint account, only the person whose TIN is shown in Part I should sign (when required). Exempt recipients, see **Exempt from backup withholding** on page 2.

**Signature requirements.** Complete the certification as indicated in 1 through 5 below.

**1. Interest, dividend, and barter exchange accounts opened before 1984 and broker accounts considered active during 1983.** You must give your correct TIN, but you do not have to sign the certification.

**2. Interest, dividend, broker, and barter exchange accounts opened after 1983 and broker accounts considered inactive during 1983.** You must sign the certification or backup withholding will apply. If you are subject to backup withholding and you are merely providing your correct TIN to the requester, you must cross out item 2 in the certification before signing the form.

**3. Real estate transactions.** You must sign the certification. You may cross out item 2 of the certification.

**4. Other payments.** You must give your correct TIN, but you do not have to sign the certification unless you have been notified that you have previously given an incorrect TIN. "Other payments" include payments made in the course of the requester's trade or business for rents, royalties, goods (other than bills for merchandise), medical and health care services (including payments to corporations), payments to a nonemployee for services, payments to certain fishing boat crew members and fishermen, and gross proceeds paid to attorneys (including payments to corporations).

**5. Mortgage interest paid by you, acquisition or abandonment of secured property, cancellation of debt, qualified tuition program payments (under section 529), IRA or Archer MSA contributions or distributions, and pension distributions.** You must give your correct TIN, but you do not have to sign the certification.

## What Name and Number To Give the Requester

| For this type of account:   | Give name and SSN of:   |
|---|---|
| 1. Individual   | The individual  |
| 2. Two or more individuals (joint account)  | The actual owner of the account or, if combined funds, the first individual on the account <sup>1</sup> |
| 3. Custodian account of a minor (Uniform Gift to Minors Act)  | The minor <sup>2</sup>  |
| 4. a. The usual revocable savings trust (grantor is also trustee)   | The grantor-trustee <sup>1</sup>  |
| b. So-called trust account that is not a legal or valid trust under state law   | The actual owner <sup>1</sup>   |
| 5. Sole proprietorship or single-owner LLC  | The owner <sup>3</sup>  |
| For this type of account:   | Give name and EIN of:   |
| 6. Sole proprietorship or single-owner LLC  | The owner <sup>3</sup>  |
| 7. A valid trust, estate, or pension trust  | Legal entity <sup>4</sup>   |
| 8. Corporate or LLC electing corporate status on Form 8832  | The corporation   |
| 9. Association, club, religious, charitable, educational, or other tax-exempt organization  | The organization  |
| 10. Partnership or multi-member LLC   | The partnership   |
| 11. A broker or registered nominee  | The broker or nominee   |
| 12. Account with the Department of Agriculture in the name of a public entity (such as a state or local government, school district, or prison) that receives agricultural program payments | The public entity   |

<sup>1</sup> List first and circle the name of the person whose number you furnish. If only one person on a joint account has an SSN, that person's number must be furnished.

<sup>2</sup> Circle the minor's name and furnish the minor's SSN.

<sup>3</sup> You must show your individual name, but you may also enter your business or "DBA" name. You may use either your SSN or EIN (if you have one).

<sup>4</sup> List first and circle the name of the legal trust, estate, or pension trust. (Do not furnish the TIN of the personal representative or trustee unless the legal entity itself is not designated in the account title.)

**Note:** If no name is circled when more than one name is listed, the number will be considered to be that of the first name listed.

## Privacy Act Notice

Section 6109 of the Internal Revenue Code requires you to provide your correct TIN to persons who must file information returns with the IRS to report interest, dividends, and certain other income paid to you, mortgage interest you paid, the acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA or Archer MSA. The IRS uses the numbers for identification purposes and to help verify the accuracy of your tax return. The IRS may also provide this information to the Department of Justice for civil and criminal litigation, and to cities, states, and the District of Columbia to carry out their tax laws. We may also disclose this information to other countries under a tax treaty, or to Federal and state agencies to enforce Federal nontax criminal laws and to combat terrorism.

You must provide your TIN whether or not you are required to file a tax return. Payers must generally withhold 30% of taxable interest, dividend, and certain other payments to a payee who does not give a TIN to a payer. Certain penalties may also apply.



Appendix D. State Corporation Commission Form

Virginia State Corporation Commission (SCC) registration information. The Offeror:

is a corporation or other business entity with the following SCC identification number:  
\_\_\_\_\_ -OR-

is not a corporation, limited liability company, limited partnership, registered limited liability partnership, or business trust -OR-

is an out-of-state business entity that does not regularly and continuously maintain as part of its ordinary and customary business any employees, agents, offices, facilities, or inventories in Virginia (not counting any employees or agents in Virginia who merely solicit orders that require acceptance outside Virginia before they become contracts, and not counting any incidental presence of the Offeror in Virginia that is needed in order to assemble, maintain, and repair goods in accordance with the contracts by which such goods were sold and shipped into Virginia from Offeror's out-of-state location)  
-OR-

is an out-of-state business entity that is including with this proposal an opinion of legal counsel which accurately and completely discloses the undersigned Offeror's current contacts with Virginia and describes why those contacts do not constitute the transaction of business in Virginia within the meaning of § 13.1-757 or other similar provisions in Titles 13.1 or 50 of the Code of Virginia.

**\*\*NOTE\*\*** Check the following box if you have not completed any of the foregoing options but currently have pending before the SCC an application for authority to transact business in the Commonwealth of Virginia and wish to be considered for a waiver to allow you to submit the SCC identification number after the due date for proposals (the Commonwealth reserves the right to determine in its sole discretion whether to allow such waiver):

Appendix E. Hardware and Software Detail Template

| Hardware | Manufacturer | Description (Model, Features) | Support Provider | Duration of Original Warranty | Quantity |
|----------|--------------|-------------------------------|------------------|-------------------------------|----------|
|          |              |                               |                  |                               |          |
|          |              |                               |                  |                               |          |
|          |              |                               |                  |                               |          |
|          |              |                               |                  |                               |          |
|          |              |                               |                  |                               |          |
|          |              |                               |                  |                               |          |
|          |              |                               |                  |                               |          |
|          |              |                               |                  |                               |          |
|          |              |                               |                  |                               |          |
|          |              |                               |                  |                               |          |

| Software | Manufacturer | Description (Version, Features) | Support Provider | License Type | License Quantity |
|----------|--------------|---------------------------------|------------------|--------------|------------------|
|          |              |                                 |                  |              |                  |
|          |              |                                 |                  |              |                  |
|          |              |                                 |                  |              |                  |
|          |              |                                 |                  |              |                  |
|          |              |                                 |                  |              |                  |
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|          |              |                                 |                  |              |                  |
|          |              |                                 |                  |              |                  |
|          |              |                                 |                  |              |                  |
|          |              |                                 |                  |              |                  |
|          |              |                                 |                  |              |                  |

## Appendix F. Assumptions Worksheet

- # Offeror shall list its assumptions in numerical sequence (i.e. 1, 2, 3, etc).
- Req # Offeror should indicate the requirement number, if applicable, to the assumption.
- Assumption Offeror should clearly document any assumptions pertaining to its proposal, as well as the context of the assumption.

| # | Req # (if applicable) | Assumption |
|---|-----------------------|------------|
|   |                       |            |
|   |                       |            |
|   |                       |            |
|   |                       |            |
|   |                       |            |
|   |                       |            |
|   |                       |            |
|   |                       |            |
|   |                       |            |



Appendix G. Standard Contract

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

EXAMPLE

Contract Number: RFP # \_\_\_\_\_

This contract entered into this \_\_ day of \_\_\_\_\_, by \_\_\_\_\_ hereinafter called the “Contractor” and Commonwealth of Virginia, State Corporation Commission called the “SCC.”

WITNESSETH that the Contractor and the SCC, in consideration of the mutual covenants, promises and agreements herein contained, agree as follows:

SCOPE OF CONTRACT: The Contractor shall provide the goods/services to the SCC as set forth in the Contract Documents.

PERIOD OF PERFORMANCE: From \_\_\_\_\_ through \_\_\_\_\_, with \_\_\_\_\_-year renewal options.

The contract documents shall consist of:

- (1) This signed form;
- (2) The following portions of the Request for Proposal dated \_\_\_\_\_:  
(insert appropriate reference to Statement of Needs, Terms & Conditions and Addenda if any);
- (3) The Contractor’s Proposal dated \_\_\_\_\_ and the following negotiated modifications to the Proposal and their date, all of which documents are incorporated herein; and
- (4) Clarifications to Contractor’s Proposal.

IN WITNESS WHEREOF, the parties have caused this Contract to be duly executed intending to be bound hereby.

CONTRACTOR:

PURCHASING AGENCY:

Signature: \_\_\_\_\_

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Title: \_\_\_\_\_

Note: This public body does not discriminate against faith-based organizations in accordance with the Code of Virginia §2.2-4343.1 or against a bidder or Offeror because of race, religion, color, sex, national origin, age, disability, or any other basis prohibited by state law relating to discrimination in employment.

## Appendix H. Directions to the Tyler Building

- Approaching Richmond from the NORTH: Take I-95 South into Richmond. Take the Franklin Street exit (74B). At the end of the exit ramp, take a right, drive two blocks. The Tyler Building is on the left - between Main and Bank streets.
- Approaching Richmond from the WEST: Take I-64 East to I-95 South into Richmond. Take the Franklin Street exit (74B). At the end of the exit ramp, take a right, drive two blocks. The Tyler Building is on the left - between Main and Bank streets.
- Approaching Richmond from the EAST: Take I-64 West to Richmond. Exit onto I-95 South, stay in right lane to the Franklin Street Exit (74B). At the end of the exit ramp, take a right, drive two blocks. The Tyler Building is on the left - between Main and Bank streets.
- Approaching Richmond from the SOUTH: Take I-95 North into Richmond. After crossing the James River, take the Broad Street Exit (74C). Stay in right lane onto ramp to 17th Street. Follow 17th Street to Broad Street intersection. Take a right on Broad Street and get in left lane. Make a left on 14th Street. Go two blocks. Take a right on Main Street. Tyler Building is on the right at the corner of 13th and Main.
- From the RMA Downtown Expressway (Rt. 195): - Take Rt. 195 South into Richmond (through 70-cent toll), and take the 7th/9th Street exit. After exiting, stay in left lane and take first left onto 7th Street. Go two blocks and take right onto Cary Street. Turn left on 14th Street. Go one block and turn left on Main Street. The Tyler Building is on the right at the corner of 13th and Main.



Appendix I. Project Requirements Acknowledgement and Traceability

Use this form to acknowledge and provide traceability for each requirement in the Statement of Needs as set out in Section V of the RFP. If an Offeror reads a requirement in the narrative text that is not set out in the requirements table, the Offeror can add that requirement to the end of the table below and respond to the requirement accordingly. If an Offeror determines, through their analysis of this RFP, that any requirements result in either high cost and/or a high level of complexity, the SCC is open to alternative suggestions that accomplish the same functionality, but are more economical or less complex. The Offeror should note such suggestions in the requirements traceability table listed in section a. below (by selecting ‘other’), and include in the overall solution response.

- a. Acknowledge solution adherence to requirement (Show in table as: “Will Proposal Meet Req.?”)
  - i. Yes – solution will fully meet
  - ii. No – solution will not meet it
  - iii. Other – solution will meet with exceptions
  - iv. Comments – for every “no” or “other” response, provide an explanation
- b. Provide traceability of requirements to proposal (Show in table as: “Reference to Proposal Location”)
  - i. Provide the location(s) within the Solution Response which supports the stated requirement (e.g., page number, section number/heading and/or Table or Figure number)

| Req # | Title                     | Description  | Will Proposal Meet Req.? (Yes/No/Other) | Comments (Required for ‘No’ and ‘Other’) | Reference to Proposal Location |
|-------|---------------------------|--|---|--|--------------------------------|
| BP-01 | Document Processes        | The Contractor shall document the current processes for each Division at the Commission in a standard format mutually agreed upon by the SCC and Contractor.                             |   |  |                                |
| BP-02 | Process Repository        | The Contractor shall establish a repository for Commission business process documentation.   |   |  |                                |
| BP-03 | Business Process Software | If necessary, the Contractor shall procure software or other technologies for business process documentation.  |   |  |                                |
| BP-04 | Standardize Processes     | The Contractor shall provide recommendations regarding which processes could be standardized to meet the project objective and implement agreed-upon changes during contract engagement. |   |  |                                |

| Req # | Title                               | Description   | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|-------|-------------------------------------|---|--|---|--------------------------------|
| BP-05 | Improved and Automated Processes    | The Contractor shall provide recommendations regarding which processes could be improved and/or which processes could be automated and/or any combination thereof and implement agreed-upon changes during contract engagement. |  |   |                                |
| BP-06 | System Support                      | The Contractor shall develop and implement any new system(s) as necessary and agreed-upon to meet the project objectives.   |  |   |                                |
| BP-07 | Data Access                         | During contract engagement, the Contractor shall implement a solution with the ability to retrieve data from various sources to support the stated objectives.  |  |   |                                |
| BP-08 | Risk-Based Decision Making          | The Contractor shall introduce process and/or system recommendations to support risk-based decision making and implement agreed-upon changes during contract engagement.  |  |   |                                |
| BP-09 | System Consolidation Recommendation | The Contractor shall provide recommendations regarding which Commission systems could be consolidated to meet the project objective and implement agreed-upon changes during contract engagement.                               |  |   |                                |
| BP-10 | Definition of Terminology           | The Contractor shall define and document terminology used in each Division (for the purpose of reliable data analysis).   |  |   |                                |
| BP-11 | Taxonomy                            | The Contractor shall develop a standard taxonomy for the classification of terms to use across the Commission.  |  |   |                                |
| BP-12 | Document Analysis                   | The Contractor shall conduct a thorough document analysis, including, but not limited to identifying: metadata, document classifications, file series for grouping purposes, retention schedules and security requirements.     |  |   |                                |

| Req # | Title                                  | Description   | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|-------|--|---|--|---|--------------------------------|
| BP-13 | Document Management Solution           | During contract engagement, the Contractor shall implement a solution to optimally store, organize, search, retrieve and purge documents as well as the ability to apply metadata manually or automatically to content.                                     |  |   |                                |
| BP-14 | Document Management System Integration | During contract engagement, the Contractor shall implement a document management solution that integrates with the current and/or any agreed-upon newly-introduced systems as a result of this project.   |  |   |                                |
| BP-15 | Electronic Workflow                    | During contract engagement, the Contractor shall implement an agreed-upon solution that includes the ability to electronically route work for processing, review and approval.  |  |   |                                |
| BP-16 | Complaint Handling Process             | During contract engagement, the Contractor shall document the complaint processes for each Division and propose and implement agreed-upon improved methods for collecting, maintaining and reporting, and responding to complaints at the Commission-level. |  |   |                                |
| BP-17 | External Communications                | The Contractor shall analyze both inbound and outbound external communications to identify opportunities and implement agreed-upon recommendations for process improvement and enhanced customer service.   |  |   |                                |
| BP-18 | Software and Hardware Procurement      | The Contractor shall procure any necessary hardware and software upon approval by the SCC to meet the project objectives.   |  |   |                                |
| BP-19 | Continuous Improvement                 | The Contractor shall partner with the SCC to continuously look for and implement additional value-add opportunities during contract engagement.   |  |   |                                |

| Req #  | Title                    | Description   | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|--------|--------------------------|---|--|---|--------------------------------|
| FRM-01 | Correspondence Revisions | The solution shall provide the ability for authorized users in the Clerk's Office to add, edit and delete correspondence and form templates.  |  |   |                                |
| FRM-02 | Global Changes           | The solution shall provide the ability to simultaneously apply one change to many templates within the template repository (e.g., SCC stationary change).   |  |   |                                |
| FRM-03 | Template Repository      | The solution shall provide a central repository for forms, templates and correspondence used by Clerk's Office systems including CIS and eFile.   |  |   |                                |
| FRM-04 | Form Template Library    | The solution shall provide a library where the public and staff can access form templates by metadata, such as form number, form title/purpose, and applicable entity type. Note: This is to replace the repository currently found on the website: <a href="http://www.scc.virginia.gov/clk/formfee.aspx">http://www.scc.virginia.gov/clk/formfee.aspx</a> . |  |   |                                |
| FRM-05 | Form Revision History    | The solution shall provide a repository where staff can locate the current version of a form and track the revision history of the form, including any revisions underway.  |  |   |                                |
| FRM-06 | Custom Messaging         | The solution shall provide the ability for designated correspondence to be edited by the Clerk's Office staff to accommodate custom messaging.  |  |   |                                |
| FRM-07 | Forms                    | The solution shall consider innovative approaches to forms that support the project objectives.   |  |   |                                |
| MTA-01 | Auto Metadata            | The solution shall automatically provide the identified metadata for the documents (e.g., Customer Name, Entity ID, Transaction Type).  |  |   |                                |
| MTA-02 | Manual Metadata          | The solution shall provide the ability for a user to enter or correct metadata for a document submission, such as Customer Name, Entity ID, and Transaction Type.   |  |   |                                |
| IMG-01 | Image Reference (new)    | The solution shall provide the ability to locate the image of a submitted or filed document.  |  |   |                                |

| Req #  | Title                                | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|--------|--------------------------------------|--|--|---|--------------------------------|
| IMG-02 | Image Reference (old)                | The solution shall provide the ability to view existing images and metadata to locate the images.  |  |   |                                |
| IMG-03 | Microfilm Reference                  | The solution shall provide the ability to locate the index of the microfilm record.  |  |   |                                |
| IMG-04 | Public vs. Non-Public Images         | The solution shall provide the ability to distinguish between images of documents that are available for public viewing and those that shall not be available for public viewing. Note: This requirement is for images that are both received and generated. |  |   |                                |
| IMG-05 | Save Staff-Generated Correspondence  | The solution shall provide the ability to save an image of staff-generated correspondence.   |  |   |                                |
| IMG-06 | Save System-Generated Correspondence | The solution shall save an image of all system-generated correspondence.   |  |   |                                |
| IMG-07 | Archive Format                       | The Contractor shall provide guidance regarding the format of archived records. The solution shall archive records in the agreed-upon format (e.g. microfilm and/or image).  |  |   |                                |
| IMG-08 | Retention                            | The solution shall archive records according to established retention schedules.   |  |   |                                |
| IMG-09 | Index                                | The solution shall provide an index to the archived records (e.g., image and microfilm).   |  |   |                                |
| WF-01  | Identify Document Submission Source  | The solution shall provide the ability to identify the manner in which a document is submitted (e.g., eFile, mail, walk-in).   |  |   |                                |
| WF-02  | Transaction Type                     | The solution shall provide the ability to assign a transaction type to a document submission.  |  |   |                                |
| WF-03  | Document Recognition                 | The solution shall recognize standard Clerk's Office forms and documents that are submitted for processing.  |  |   |                                |

| Req #   | Title                     | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|---------------------------|--|--|---|--------------------------------|
| WF-04   | Auto Transaction Type     | The solution shall automatically provide the transaction type for recognized Clerk's Office forms and documents.   |  |   |                                |
| WF-05   | Manual Transaction Type   | The solution shall provide the ability for a user to enter or correct a transaction type.  |  |   |                                |
| WF-06   | Route Documents           | The solution shall provide the ability to route document submissions or other work items to staff for requisite review/approval (e.g., legal review of new entity formations).   |  |   |                                |
| WF-07   | Auto-Routing              | The solution shall support workflow rules to automatically route work items to the appropriate individual or group.  |  |   |                                |
| WF-08   | View Status               | The solution shall provide the ability to view the status of a document submission (e.g., rejected, approved, pending) by business entity or customer or UCC metadata.   |  |   |                                |
| WF-09   | Work Item for Follow Up   | The solution shall provide the ability for staff to assign a work item for follow up.  |  |   |                                |
| WF-10   | Wait / Hold Functionality | The solution shall provide the ability to note and wait for additional information to be submitted by a customer before a document submission is approved for filing or rejected. Note: This is necessary for processes such as reinstatement and new charter submissions. |  |   |                                |
| WF-11   | Prioritization            | The solution shall assign prioritization based on pre-defined attributes.  |  |   |                                |
| WF-12   | Auditing and Reporting    | The solution shall provide auditing and reporting functions regarding transaction processing (e.g. queue recipient, date and time).  |  |   |                                |
| DATA-01 | Field Edits, Error Msg    | The solution shall perform necessary field edits and provide clear error messaging (e.g., email addresses should have a valid input mask, date must be a valid date).  |  |   |                                |



| Req #   | Title                                  | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|--|--|--|---|--------------------------------|
| DATA-02 | Configurable Fields                    | Fields that require drop down choices should be configurable by authorized users in the Clerk's Office and changes shall be available near real-time (e.g., jurisdictions, countries).                       |  |   |                                |
| DATA-03 | Administration of Fees                 | Fees (including filing fees, annual registration fees, penalties and information order fees) should be configurable by authorized users in the Clerk's Office.   |  |   |                                |
| DATA-04 | User/Date/Time Information Audit Trail | The solution shall record, store and display user information and date/time for any record update.   |  |   |                                |
| DATA-05 | Search/Filter System/User Data         | The solution shall provide the ability to search and filter records by any combination of system data fields, such as user information, transaction type, and date and time of record updates.               |  |   |                                |
| DATA-06 | Monitoring/Reporting                   | The solution shall provide the ability to create standard and ad-hoc output from the search results in DATA-05 to monitor staff performance and the effectiveness of processes (i.e., management reporting). |  |   |                                |
| RPT-01  | User-defined Reports                   | The solution shall provide the ability to create user-defined reports.   |  |   |                                |
| RPT-02  | Export                                 | The solution shall provide the ability to export data results (i.e., reports) into a format, such as MS Excel and CSV.   |  |   |                                |
| RPT-03  | Print Format                           | The solution shall provide the ability to print data results (i.e., reports) in 8.5" x 11" format with configurable header and footer descriptions.  |  |   |                                |
| RPT-04  | Save Report Templates                  | The solution shall allow user-created reports to be saved as a template for reuse.   |  |   |                                |
| RPT-05  | Dashboard                              | The solution shall allow the creation and automated execution of dashboard reports.  |  |   |                                |

| Req #   | Title                | Description   | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|----------------------|---|--|---|--------------------------------|
| ACCS-01 | Public Data Requests | The solution shall allow a customer to electronically request and receive portions of business entity and UCC and Tax Lien public data.   |  |   |                                |
| ACCS-02 | Data Download        | The solution shall provide the ability to stage data files for customer access (e.g., download via file transfer protocol (FTP) or online account). Related requirement 'Reporting Search Results' BE-69. |  |   |                                |
| ACCS-03 | DMV Data             | The solution shall continue to support the existing data transfer needs of the Department of Motor Vehicles (DMV).  |  |   |                                |
| ACCS-04 | BOI Data             | The solution shall continue to support the existing data transfer needs of the Bureau of Insurance (BOI).   |  |   |                                |
| PRG-01  | UCC                  | The solution shall purge UCC and Tax Lien filings at the defined period(s) of time.   |  |   |                                |
| PRG-02  | Business Entity      | The solution shall purge components of the entity records at the defined period(s) of time.   |  |   |                                |
| PRG-03  | Customer Data        | The solution shall purge components of the customer records at the defined period(s) of time.   |  |   |                                |
| PRG-04  | Information Orders   | The solution shall purge the information order records at the defined period(s) of time.  |  |   |                                |
| PRG-05  | Service of Process   | The solution shall purge the service of process records at the defined period(s) of time.   |  |   |                                |
| PRG-06  | Search               | The solution shall provide the ability for staff to search all purged records for a defined period(s) of time.  |  |   |                                |
| PRG-07  | Restore              | The solution shall provide the ability to restore a purged record for a defined period(s) of time.  |  |   |                                |
| PRG-08  | Configure            | The solution shall provide the ability for staff to configure the defined period(s) of time for data purges.  |  |   |                                |

| Req #   | Title                     | Description   | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|---------------------------|---|--|---|--------------------------------|
| CUST-01 | Establish Customer Record | The solution shall establish a customer for those who: <ul style="list-style-type: none"> <li>- Submit a document for filing;</li> <li>- Send a business entity assessment payment;</li> <li>- Request an information order; and</li> <li>- Contact the Clerk's Office to request a form or information.</li> </ul> |  |   |                                |
| CUST-02 | Customer Record Options   | The solution should establish a customer record for: <ul style="list-style-type: none"> <li>- An individual who is a registered agent of a business entity;</li> <li>- An individual who is a manager of a business entity; and</li> <li>- An SCC eFile online accountholder.</li> </ul>                            |  |   |                                |
| CUST-03 | Online access             | The solution should provide secure online account access for a customer with functionality, such as: viewing document submission history, information order history and payment receipts.   |  |   |                                |
| CUST-04 | eFile Account Integration | The Contractor shall provide guidance and implement the agreed-upon solution regarding the integration of existing SCC eFile accounts with customer online access described in CUST-20.   |  |   |                                |
| CUST-05 | Customer Number           | The solution shall automatically assign a unique identification number to each customer.  |  |   |                                |
| CUST-06 | Customer Data             | The solution shall provide the ability to record customer information, such as: Name, Company, mailing address, email address, and phone numbers.   |  |   |                                |
| CUST-07 | Customer Type             | The solution shall accommodate a customer who is a business entity or a customer who is an individual. An individual customer may be one who is serving on behalf of a business entity, such as a service company.  |  |   |                                |

| Req #   | Title                   | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|-------------------------|--|--|---|--------------------------------|
| CUST-08 | Doc Submissions         | The solution shall provide the ability to associate a document submission with a customer.   |  |   |                                |
| CUST-09 | BE Doc Submissions      | The solution shall provide the ability to associate a document submission for an existing business entity with the business entity and business entity document submissions for the creation of new business entities. Submissions for existing business entities shall be associated with their respective entity and customer. Those for the creation of a new business entity can only be associated with the customer until they are accepted. |  |   |                                |
| CUST-10 | Doc Submission History  | The solution shall maintain for each customer and business entity a history of document submissions.   |  |   |                                |
| CUST-11 | Rejected Doc Submission | The solution shall provide the ability to reject a document submitted for filing and generate correspondence to the customer with rejection details (pre-set and configurable rejection reasons).  |  |   |                                |
| CUST-12 | Accepted BE Doc         | The solution shall associate a filing and payment to the business entity's activity history upon acceptance by SCC.  |  |   |                                |
| CUST-13 | Accepted UCC Doc        | The solution shall associate a UCC filing and payment to the appropriate UCC filing history upon acceptance by SCC.  |  |   |                                |
| CUST-14 | Staff review flag       | The solution shall provide the ability to flag a customer record (with an accompanying explanation) to require staff review of a submission.   |  |   |                                |
| CUST-15 | Info Orders             | The solution shall provide the ability to associate an information order request with a customer.  |  |   |                                |
| CUST-16 | Order History           | The solution shall maintain an information order history for each customer.  |  |   |                                |

| Req #   | Title                       | Description  | Will Proposal Meet Req.? (Yes/No/Other) | Comments (Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|-----------------------------|--|---|--|--------------------------------|
| CUST-17 | Rejected Orders             | The solution shall provide the ability to accept or reject an information order request; if the request is rejected the solution shall generate correspondence with rejection details. (See INFO-03 through INFO-06 for requests that are accepted). |   |  |                                |
| CUST-18 | Correspondence              | The solution shall provide the ability to generate and send (by paper or electronically) forms or correspondence to a customer. Note: This may include forms with pre-populated entity-specific data or links to the Clerk's Office form(s).         |   |  |                                |
| CUST-19 | Receipt                     | The solution shall provide the ability to generate a payment receipt for walk-in customers.  |   |  |                                |
| CUST-20 | Electronic Communication    | The solution shall provide the ability to send and receive communication with the customer electronically (e.g., via email, online account).   |   |  |                                |
| CUST-21 | Search and Filter Customers | The solution shall provide the ability to search for a customer and filter by any combination of data fields, such as: Customer ID, Customer Name, Company, contact information, and document submission or information order details.               |   |  |                                |
| CUST-22 | Search and Filter Histories | The solution shall provide the ability to search and filter the document submission history, order history, and payment history for a customer.  |   |  |                                |
| CUST-23 | Reporting Search Results    | The solution shall provide the ability to create standard output from search results (e.g., orders submitted by multiple customers for a company).   |   |  |                                |
| CUST-24 | Duplicates                  | The solution shall provide functionality that minimizes the duplication of customer records.   |   |  |                                |
| CUST-25 | Merge Records               | The solution shall provide the ability for authorized staff to efficiently merge (and unmerge) duplicate customer records into one record without compromising the integrity of the data.  |   |  |                                |

| Req #  | Title                   | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|--------|-------------------------|--|--|---|--------------------------------|
| UCC-01 | eFile Integration       | The solution shall accept the data from filings and submissions that are processed using SCC eFile. See EFILE-01 for exemption.  |  |   |                                |
| UCC-02 | UCC & Federal Tax Liens | The solution shall provide a means for indexing UCC and Federal Tax Lien filings.  |  |   |                                |
| UCC-03 | Unique Identifier       | The solution shall automatically assign a unique identifier to each new filing (See Code of Virginia § 8.9A-519).  |  |   |                                |
| UCC-04 | File Number             | For acceptable initial UCC and tax lien filings, the solution shall use the unique identifier (UCC-03) as a File Number.   |  |   |                                |
| UCC-05 | Date and Time           | The solution shall capture the receipt date and time and index it as the file date and time of the filing.   |  |   |                                |
| UCC-06 | Back Date               | The solution shall provide the ability to back date the file date and time (for wrongly rejected filings upon resubmission).   |  |   |                                |
| UCC-07 | Data                    | The solution shall provide the ability to record UCC filing information, such as: Debtor(s) and City and State, Secured Party(s) and City and State, Contact Person/Company, File Date, Expiration Date. |  |   |                                |
| UCC-08 | Establish File          | The solution shall provide the ability to associate subsequent filings (non-initial filings) related to an initial filing by File Number.  |  |   |                                |
| UCC-09 | Filing History          | The solution shall maintain a filing history in date and time order for each UCC and Tax Lien filing record.   |  |   |                                |
| UCC-10 | Filing Type             | The solution shall assign a filing type to each of the UCC and Tax Lien forms (e.g., Initial Financing Statement, Manufactured Home, Continuation, Filing Officer Statement).                            |  |   |                                |

| Req #  | Title                   | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|--------|-------------------------|--|--|---|--------------------------------|
| UCC-11 | Debtor Name Corrections | When a debtor name index error is realized, the solution shall provide the ability to add the corrected debtor name without removing the originally-entered debtor name and provide the ability to enter a related Filing Officer Statement regarding the debtor name error(s).                    |  |   |                                |
| UCC-12 | Other Corrections       | When any other error is realized, the solution shall provide the ability to change the field(s) of information and enter a related Filing Officer Statement regarding the error(s).  |  |   |                                |
| UCC-13 | Rejections              | The solution shall provide the ability to reject a filing and provide correspondence with rejection detail.  |  |   |                                |
| UCC-14 | Rejected Debtor(s)      | The solution shall provide the ability to accept a filing while rejecting one or more debtors. The Clerk's Office shall be able to select different rejection reasons for each debtor. Rejected debtors and their respective rejection reasons are recorded on the acknowledgement correspondence. |  |   |                                |
| UCC-15 | Image Reference         | The solution shall provide a mechanism for staff and general public to locate all existing and new images of UCC or Tax Lien records.  |  |   |                                |
| UCC-16 | Acknowledgement         | The solution shall generate a filing acknowledgement according to Code of Virginia requirements (see <a href="#">§8.9A-523</a> ).  |  |   |                                |
| UCC-17 | Index                   | The solution shall provide an index to the archived records (e.g., image or microfilm).  |  |   |                                |
| UCC-18 | Business Rules          | The solution shall perform necessary calculations for business rules, such as calculating the duration based on lien type and prohibiting the filing of a continuation outside of the allowable period.  |  |   |                                |

| Req #  | Title             | Description  | Will Proposal Meet Req.? (Yes/No/Other) | Comments (Required for 'No' and 'Other') | Reference to Proposal Location |
|--------|-------------------|--|---|--|--------------------------------|
| UCC-19 | Search            | The solution shall provide the ability to search by debtor (to include either unlapsed or all filings), and by file number according to standard search logic (see UCC Filing Rule 5VAC5-30-70-D). <sup>24</sup> |   |  |                                |
| UCC-20 | Segmented         | The solution shall provide the ability to search UCC and Federal Tax Liens separately.   |   |  |                                |
| UCC-21 | Public Search     | Standard and non-standard search functionality shall be made available to the public.  |   |  |                                |
| UCC-22 | Search Report     | The solution shall provide the staff the ability to produce a search report using standard search logic only.  |   |  |                                |
| UCC-23 | Single Search     | The solution shall provide a single search for new and legacy file numbers.  |   |  |                                |
| UCC-24 | Reporting         | The solution shall provide management with production reporting, configurable by information, such as filing type, date and user.  |   |  |                                |
| UCC-25 | Number of Pages   | The solution shall calculate and display the page count for each filing. Note: The Clerk's Office is examining the pricing structure for copywork, which may impact the need for this requirement.               |   |  |                                |
| BE-01  | Single Component  | The solution shall provide the ability to create and maintain business entity information within a single component.   |   |  |                                |
| BE-02  | eFile Integration | The solution shall accept the data from filings and submissions that are processed using SCC eFile. See EFILE-01 for exemption.  |   |  |                                |
| BE-03  | Identify eFile    | The solution shall provide the ability to identify filings that have been completed using SCC eFile.   |   |  |                                |
| BE-04  | Test Entities     | The solution shall provide the ability to create and modify test entities in production without impacting production activities (e.g., reporting, name distinguishability).                                      |   |  |                                |

<sup>24</sup> "Unlapsed filings" are those that are currently active and have not reached their 5-year expiration. "All filings" refer to all unlapsed filings plus those that have lapsed within the past year.



| Req # | Title                       | Description   | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|-------|-----------------------------|---|--|---|--------------------------------|
| BE-05 | Business Entity Records     | The solution shall provide a means for establishing and maintaining business entity records.  |  |   |                                |
| BE-06 | Business Entity ID          | For approved new business entities, the solution shall automatically assign a unique entity ID (currently known as the SCC-ID).   |  |   |                                |
| BE-07 | Reassign Business Entity ID | For existing entities, the Contractor shall provide guidance regarding any reassignment of current SCC-IDs if a new entity ID scheme is adopted and implement the agreed-upon approach. See also BE-07 (see also MIGR-05).  |  |   |                                |
| BE-08 | Entity Types                | The solution shall provide the ability to distinguish between business entity types (e.g., stock and nonstock corporation, limited liability company, etc.).  |  |   |                                |
| BE-09 | Virginia vs. Foreign        | The solution shall provide the ability to distinguish between Virginia and foreign (non-Virginia) business entities.  |  |   |                                |
| BE-10 | New Entity Types            | The solution shall allow for the addition of future entity types introduced by legislative changes.   |  |   |                                |
| BE-11 | Data                        | The solution shall provide the ability to record business entity information such as: Entity Name, Type, Date of Formation, Principal Office, Industry Code, Jurisdiction of Formation, etc.  |  |   |                                |
| BE-12 | Conditional Data            | The solution shall provide the ability to record variable data based on the type of entity as identified in BE-08 and BE-09. One identified example is that the solution shall provide the ability to record whether a Virginia nonstock corporation has members. |  |   |                                |
| BE-13 | Date of Formation           | The solution shall provide for Virginia business entities the ability to record the original date of the entity's formation and the dates on which the entity converted or domesticated. See related requirements BE-49 and BE-50.                                |  |   |                                |

| Req # | Title                           | Description   | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|-------|---------------------------------|---|--|---|--------------------------------|
| BE-14 | Date of Registration            | The solution shall record the original date of a foreign entity's registration in Virginia and the dates on which the entity's records in Virginia reflect a foreign conversion or domestication. See related requirements BE-49 and BE-50.       |  |   |                                |
| BE-15 | Shares of Stock                 | For stock corporations, the solution shall provide the ability to record the number of authorized shares of stock by class (and not by series) and the par value of the shares of each class.   |  |   |                                |
| BE-16 | Garnishment Designees           | The solution shall provide the ability to record, index and display on the business entity's public record the designated employee name and address who may receive garnishment summons on behalf of the business entity (the debtor's employer). |  |   |                                |
| BE-17 | Registered Agent/Office (RA/RO) | The solution shall associate registered agent and registered office details to a business entity.   |  |   |                                |
| BE-18 | Registered Agent Data           | The solution shall provide the ability to record the qualification of a registered agent based on entity type.  |  |   |                                |
| BE-19 | Business Entity RAs             | The solution shall associate the registered agent's business entity record with all of the business entity records for which it serves as registered agent.   |  |   |                                |
| BE-20 | Individual RAs                  | The solution shall associate an individual registered agent's customer record with all of the business entity records for which the individual serves as registered agent.  |  |   |                                |
| BE-21 | Registered Office Data          | The solution shall provide the ability to maintain the registered office street address for each registered agent as well as an alternate mailing address.  |  |   |                                |
| BE-22 | Address Validation              | The solution shall provide address validation for all address entries.  |  |   |                                |

| Req # | Title                          | Description   | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|-------|--------------------------------|---|--|---|--------------------------------|
| BE-23 | Jurisdiction Determination     | The solution shall automatically ascertain the local jurisdiction (i.e., a Virginia county or independent city) for a given registered office street address.   |  |   |                                |
| BE-24 | Check RA Qualification - BE    | For a business entity that is serving as the registered agent, the solution shall identify when the entity has been terminated, cancelled, withdrawn, or revoked and generate the appropriate correspondence to the business entities for which it was serving as registered agent.   |  |   |                                |
| BE-25 | Check RA Qualification - Indiv | The solution shall provide the ability to identify the business entities for which an individual is serving as the registered agent and generate appropriate correspondence when notice has been received that the individual is no longer qualified to serve (e.g., deceased).   |  |   |                                |
| BE-26 | Management                     | The solution shall associate management details to a business entity.   |  |   |                                |
| BE-27 | Management Data                | The solution shall provide the ability to record management details based on entity type.   |  |   |                                |
| BE-28 | Management - Corp              | The solution shall provide the ability to record the names and addresses of corporate officers and directors. An officer or director must be an individual.   |  |   |                                |
| BE-29 | Management - LLC               | The solution shall provide the ability to record the names and addresses of the managers or managing members of a limited liability company. A manager or managing member may be an individual or a business entity. Note: This functionality is in anticipation of potential legislation that would require LLCs to report management information. |  |   |                                |

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|-------|---|--|--|---|--------------------------------|
| BE-30 | Management – LP and GP                            | The solution shall provide the ability to record the names and addresses of the general partners of a limited partnership and the general partners of the general partnership. A general partner may be an individual or a business entity.  |  |   |                                |
| BE-31 | Management - BT                                   | The solution shall provide the ability to record the names and addresses of the trustees of a business trust. A trustee may be an individual or a business entity.   |  |   |                                |
| BE-32 | Maintain History                                  | The solution shall maintain a single place to view comprehensive activity history (i.e., document submission and accepted filings) for an entity.  |  |   |                                |
| BE-33 | Search/Filter Activity History                    | The solution shall provide the ability for public and staff to search and filter the activity history for an entity by date range and by the type of activity or filing (e.g., annual report filing history, conversion history, form request history, rejection history, admin update history). |  |   |                                |
| BE-34 | Image Availability                                | The solution shall provide a link to the image of the associated document in the activity history for filings.   |  |   |                                |
| BE-35 | Image to Multiple Entities                        | The solution shall provide the ability to link an image to multiple business entities.   |  |   |                                |
| BE-36 | Reversals, Voids and Corrections Functionality    | The solution shall provide the ability for authorized staff to reverse, void, or correct a filing subject to applicable business rules. Examples include staff entry errors and returned checks.   |  |   |                                |
| BE-37 | Reversals, Voids, Corrections in Activity History | The solution shall provide the ability to save the data associated with a reversed, voided or corrected filing with the ability to include a comment in the business entity activity history.  |  |   |                                |

| Req # | Title                                      | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|-------|--|--|--|---|--------------------------------|
| BE-38 | Reversals, Voids, Corrections Images       | The solution shall provide the ability to save the image (if any) that authorized a reversal, voiding or correction, and the ability to remove from public access the image of the filing that is reversed, voided or corrected.   |  |   |                                |
| BE-39 | Reversals, Voids, Corrections Records      | The solution shall provide the ability to delete the index to the permanent record (e.g., microfilm) a filing that is reversed, voided or corrected.   |  |   |                                |
| BE-40 | Reversals, Voids, Corrections Image Access | The solution shall provide the ability to vary access to information and images regarding reversals, voids and corrections between the public and staff.   |  |   |                                |
| BE-41 | Legal Task                                 | The solution shall provide the ability to create a legal task for a business entity (e.g., improper registered office or pending a required name change amendment due to discovered name conflict).  |  |   |                                |
| BE-42 | Mass mailings                              | The solution shall select records for mass mailing correspondence based on defined business rules and save a record of the mailing as a part of each entity's activity history (e.g., impending notices, termination/cancellation notices, and the annual assessment notices). |  |   |                                |
| BE-43 | Reissue mass mailing                       | The solution shall provide the ability to reissue on an ad-hoc basis correspondence that was generated in a mass mailing (BE-42).  |  |   |                                |
| BE-44 | Reinstate Calc                             | Based on business rules, the solution shall calculate upon request the requirements (fees and forms) and the deadline for an entity to reinstate.  |  |   |                                |
| BE-45 | Reinstate Comm                             | The solution shall provide the ability to clearly communicate to customers the deadline, the necessary requirements for reinstatement, and the new requirements if the customer misses the reinstatement deadline.   |  |   |                                |

| Req # | Title                   | Description   | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|-------|-------------------------|---|--|---|--------------------------------|
| BE-46 | Merger Filing           | The solution shall provide the ability to associate a merger filing to the business entities of the record that are parties to the merger.  |  |   |                                |
| BE-47 | Merger Non-Survivor     | The solution shall provide the ability to change the status of the non-surviving entity(ies) of record that is a party to a merger.   |  |   |                                |
| BE-48 | Merger - Survivor       | The solution shall provide the ability to indicate for a survivor that is of record the non-surviving business entities of record as a result of a merger.  |  |   |                                |
| BE-49 | Conversion              | The solution shall provide the ability to convert one entity type to another entity type for Virginia and qualified foreign business entities in accordance with the business rules of the new entity type.             |  |   |                                |
| BE-50 | Domestication           | The solution shall provide the ability to change a qualified foreign entity to a like-kind Virginia entity or surrender the organizational certificate of a Virginia entity that changes to a like-kind foreign entity. |  |   |                                |
| BE-51 | Mass RA Change Update   | The solution shall provide the ability to perform a 'bulk' or 'mass' update to registered agent and/or registered office information for multiple business entities and generate the appropriate correspondence.        |  |   |                                |
| BE-52 | Staff review flag       | The solution shall provide the ability to flag a business entity record (with an accompanying explanation) to require staff review of a submission.   |  |   |                                |
| BE-53 | Returned Mail Indicator | The solution shall provide the ability to indicate that an item mailed to an entity has been returned, the item that was returned, the reason it was returned, and the date it was received in the Clerk's Office.      |  |   |                                |

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|-------|---------------------------|---|--|---|--------------------------------|
| BE-54 | Returned Mail Process     | The solution shall support a returned mail process that facilitates reissuance to an alternate address.   |  |   |                                |
| BE-55 | Status Change             | When the status of an entity changes, the solution shall record and display the date of the change (including when the record is purged).   |  |   |                                |
| BE-56 | Voluntary Terminations    | The solution shall distinguish between voluntary terminations, cancelations and revocations and those that are involuntary (via system rule such as BE-73).   |  |   |                                |
| BE-57 | Correspondence – Accepted | The solution shall generate the appropriate correspondence in response to an acceptable filing (e.g., receipt, evidence, and certificate).  |  |   |                                |
| BE-58 | Correspondence - Other    | The solution shall provide the ability to generate and send (by mail or electronically) forms or correspondence to a business entity or its representative. Note: This may include forms with pre-populated entity-specific data. |  |   |                                |
| BE-59 | Entity Status at Filing   | For an existing entity, the solution shall provide the ability to record as part of the filing the entity status (and other relevant information) of the entity at the time of the filing.  |  |   |                                |
| BE-60 | Examiner Write Up         | The solution shall provide the ability to capture the examiner write-up and approval information.   |  |   |                                |
| BE-61 | Generate Filing           | The solution shall generate and store the filing consisting of the evidence (i.e., the order and receipt), the document submission, and the entity status at the time of filing (see BE-59), and examiner write up (see BE-60).   |  |   |                                |
| BE-62 | Generate Evidence         | The solution shall generate the documents that evidence the approved filing.  |  |   |                                |
| BE-63 | Electronic Communication  | The solution shall provide the ability to send and receive communication with a business entity electronically (e.g., via email, online account).   |  |   |                                |

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| BE-64 | Communication to Customer & Business Entity | The solution shall provide the ability to simultaneously electronically communicate to both a business entity and a customer (e.g., articles of dissolution, RA resignations, returned check notification).   |  |   |                                |
| BE-65 | Summary Info                                | The solution shall provide users with a summary of key business entity data, such as registered agent, good standing status, assessment balance.  |  |   |                                |
| BE-66 | Business Rules                              | The solution shall perform necessary calculations in accordance with business rules, such as: good standing determination, entity status calculation, registered agent qualification validation, and registered agent resignation effective date.   |  |   |                                |
| BE-67 | Entity Search and Filter                    | The solution shall provide the ability to search for an entity and filter by any combination of data fields, such as: Entity Name, Entity Type, Entity ID, Date of Formation, Jurisdiction of Formation, Registered Agent Name, Registered Office Address, Principal Office Address, Management Name(s), and Industry Code. |  |   |                                |
| BE-68 | Public Search and Filter                    | The search and filter functionality shall be made available to the public.  |  |   |                                |
| BE-69 | Reporting Search Results                    | The solution shall provide the ability to create standard, printable output from a search result set (e.g., registered agent report). Note: This functionality shall be available to both public and staff.   |  |   |                                |
| BE-70 | Calculate Page Count                        | The solution shall calculate and display the page count for each filing.  |  |   |                                |
| BE-71 | Assessment                                  | The solution shall assess each entity annually according to the appropriate provisions of the Code of Virginia for each entity type.  |  |   |                                |



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| BE-72 | Assess Penalties            | The solution shall assess late payment penalties against a business entity according to the appropriate provisions in the Code of Virginia.   |  |   |                                |
| BE-73 | Terminate Entity            | The solution shall terminate, cancel or revoke a business entity for failure to pay annual registration fees according the appropriate provisions of the Code of Virginia for each entity type.   |  |   |                                |
| BE-74 | Fee/ Payment Summary for BE | For business entities, the solution shall calculate and display a balance due by fee type (including annual registration, filing and penalties). See also: FSCL-33.   |  |   |                                |
| BE-75 | Name Distinguishability     | The solution shall use the existing eFile algorithm to determine if a business entity name is distinguishable.  |  |   |                                |
| BE-76 | Perform check               | The solution shall perform a name distinguishability check for proposed new business entities, entity name changes, reinstated business entities, designated, reserved and registered names.  |  |   |                                |
| BE-77 | Provide results             | The solution shall provide the results of the name distinguishability check (BE-75) for staff to accept or reject the name.   |  |   |                                |
| BE-78 | Public access               | The name distinguishability functionality shall remain accessible to the public. This is currently available in eFile:<br><a href="https://sccfile.scc.virginia.gov/NameAvailability">https://sccfile.scc.virginia.gov/NameAvailability</a> . |  |   |                                |
| BE-79 | Name allowability check     | The solution shall perform the existing eFile name allowability algorithm and provide results to staff.   |  |   |                                |
| BE-80 | Period of Duration          | The solution shall initiate communication to an entity a configurable number of days before the entity's period of duration expires.  |  |   |                                |
| BE-81 | Fictitious Names            | The solution shall provide the ability to record fictitious names and relate them to entity that is using the fictitious name.  |  |   |                                |

| Req # | Title                             | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
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| BE-82 | Fictitious Name Data              | The solution shall provide ability to capture the data associated with a fictitious name filing, such as name, associated entity, and each jurisdiction for which the name has been filed.                                 |  |   |                                |
| BE-83 | Fictitious Names                  | The solution design shall consider that the Clerk's Office may become the central filing office for all fictitious name certificates in Virginia.  |  |   |                                |
| BE-84 | Fictitious Name Payments          | Payments received for fictitious name filings shall integrate with other Fiscal Functions in the Clerk's Office as outlined in this document with the prefix 'FSCL'.   |  |   |                                |
| BE-85 | Reserved and Registered Names     | The solution shall maintain a searchable registry of reserved and registered business entity names.  |  |   |                                |
| BE-86 | Reserved and Registered Name Data | The solution shall provide the ability to capture the data associated with a reserved or registered name, such as owner, owner's contact information and date filed.   |  |   |                                |
| BE-87 | Reserved and Reg Name Process     | The solution shall provide the functionality to support the creation, renewal, release and expiration of reserved and registered names.  |  |   |                                |
| BE-88 | Name Dist. Check                  | The name distinguishability functionality (See BE-75) shall check against reserved and registered names.   |  |   |                                |
| BE-89 | Transfer Reserved Name            | The solution shall provide the ability to transfer a reserved name from one owner to another owner.  |  |   |                                |
| BE-90 | Reserved and Reg Name Payments    | Payments received for reserved and registered names shall integrate with other Fiscal Functions in the Clerk's Office as outlined in this document with the prefix 'FSCL'.   |  |   |                                |
| BE-91 | Designated name                   | The solution shall provide the ability to enter and search a designated Virginia name for a foreign business entity whose name is not distinguishable, and provide the ability to enter and search the entity's true name. |  |   |                                |

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|---------|--------------------------------------|---|--|---|--------------------------------|
| BE-92   | Search Fictitious Names              | The solution shall provide the ability to search and filter the fictitious name data (see BE-82).   |  |   |                                |
| INFO-01 | eFile Integration                    | The solution shall accept the Customer and Fiscal data from orders that are processed using SCC eFile. See EFILE-01 for exemption.  |  |   |                                |
| INFO-02 | Verification integration             | The solution shall integrate with the existing certificate verification interface in SCC eFile.   |  |   |                                |
| INFO-03 | Certified copy verification number   | The solution shall provide a unique number for customers to verify the authenticity of a certified document.  |  |   |                                |
| INFO-04 | Info Order Type                      | The solution shall distinguish business entity, UCC and Tax Lien information order requests.  |  |   |                                |
| INFO-05 | Info Order Data                      | The solution shall provide the ability to record information order data, such as: order number, order date, order status, received/send via (e.g., mail, UPS, walk-in), order type, search type, and fee due. |  |   |                                |
| INFO-06 | Info Order Identifier                | The solution shall provide a unique information order identifier for each type of Information Order request (See INFO-07 through INFO-12).  |  |   |                                |
| INFO-07 | Certify Documents                    | The solution shall provide the ability to create a certification for any business entity, UCC or federal tax lien filing.   |  |   |                                |
| INFO-08 | Certify Search                       | The solution shall provide the ability to create a certification of a UCC or tax lien search report.  |  |   |                                |
| INFO-09 | Certificate of fact of CIS record(s) | The solution shall provide the ability to create a certificate of fact for a record(s) contained within the Clerk's Office system of record (e.g. CIS).   |  |   |                                |
| INFO-10 | Certificate of fact - not in CIS     | The solution shall provide the ability to create a certificate of fact attesting to a record in the Commission (excluding records contained within the Clerk's Office system of record (e.g. CIS)).           |  |   |                                |
| INFO-11 | Certificate of good standing         | The solution shall provide the ability to create a certificate of good standing for a corporation.  |  |   |                                |

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| INFO-12 | Certificate with additional facts | The solution shall provide the ability to create a certificate of good standing or certificate of existence that includes additional facts of record and/or the ability to add free-form text to the certification(s). |   |  |                                |
| INFO-13 | Staff IOP Requests                | The solution shall provide an electronic means for staff to submit an Information Order Request (See INFO-07 through INFO-12).   |   |  |                                |
| INFO-14 | Customer IOP Requests             | The solution shall provide an electronic means for customers to submit an Information Order Request (See INFO-07 through INFO-12).   |   |  |                                |
| INFO-15 | Order Fulfillment                 | The solution shall provide the ability to fulfill information order requests electronically (e.g., via email, online account) or via paper (e.g. US Mail, pick-up).  |   |  |                                |
| INFO-16 | Receipt of payment                | The solution shall generate a receipt upon successful fulfillment of an information order request.   |   |  |                                |
| INFO-17 | Carrier labels                    | The solution shall create and print carrier labels to return requests (e.g., to UPS and Fed Ex).   |   |  |                                |
| INFO-18 | Determine Order Status            | The solution shall determine and provide the order status to the requestor.  |   |  |                                |
| INFO-19 | Calculate Fee                     | The solution shall calculate the fee due based on order submitted.   |   |  |                                |
| FSCL-01 | Fiscal Component                  | The solution shall provide a means to record information associated with all types of payments such as fees for information orders, document submissions, business entity assessments and penalties.                   |   |  |                                |
| FSCL-02 | Fiscal Process                    | The fiscal process shall include scanning checks and separating them from the document submission and immediately restrictively endorsing all checks and money orders.   |   |  |                                |

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|---------|---------------------------------------|---|---|--|--------------------------------|
| FSCL-03 | Associate with Customer               | The solution shall provide the ability to associate a payment with a customer.  |   |  |                                |
| FSCL-04 | Document Submission Payments          | The solution shall provide the ability to associate the payment with the appropriate document submission (and with the customer, per FSCL-03).  |   |  |                                |
| FSCL-05 | Info Order Payments                   | The solution shall provide the ability to associate a payment with the appropriate information order (and with the customer, per FSCL-03).  |   |  |                                |
| FSCL-06 | Payments No Doc, No Order             | For payments received without a document submission or information order, the solution shall provide the ability to associate the payment with the appropriate transaction upon the receipt of both the transaction and the payment (and with the customer, per FSCL-03). Monthly filing fee payments for tax liens from the IRS are an example.                              |   |  |                                |
| FSCL-07 | No Money Info Order                   | The solution shall provide the ability to process an information order request with no payment received.  |   |  |                                |
| FSCL-08 | BE Assessment Payments                | The solution shall provide the ability to associate an annual registration fee payment with the customer and with the appropriate business entity.  |   |  |                                |
| FSCL-09 | Single Payment, Multiple Transactions | The solution shall provide the ability to associate a single payment to multiple transactions, filings and/or business entities (e.g., a customer may submit one payment for multiple UCC filings, or a customer may submit one payment for multiple business entities, or a customer may pay for a new charter filing and an information order request with the same check). |   |  |                                |
| FSCL-10 | Multiple Payments                     | The solution shall provide the ability to associate multiple payments with a single transaction type (e.g., a customer submits 2 different payments for a new charter).   |   |  |                                |

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|---------|-------------------------------------|--|--|---|--------------------------------|
| FSCL-11 | Lockbox Processing                  | The solution shall accept payment transactions currently processed by lockbox and process the data from the given file. Currently, the bank submits a file to VITA and via FTP, CIS picks it up and processes the file each night.                                 |  |   |                                |
| FSCL-12 | eFile/Third Party Payment Processor | The solution shall accept payment transactions currently received through eFile and process the data from third party payment processor.   |  |   |                                |
| FSCL-13 | Payment Integration                 | The solution design should consider the implementation of a point of sale (POS), voice response unit (VRU) payment functionality or other systems that will allow payments other than by cash or check (e.g., credit card) outside of current eFile functionality. |  |   |                                |
| FSCL-14 | Payment Source                      | The solution shall accept payment data from entries that originate in the Clerk's Office, in eFile, from the bank lockbox, or from other payment sources that may be implemented before or during this project.  |  |   |                                |
| FSCL-15 | Payment Data                        | The solution shall provide the ability to record payment information, such as: payment date, amount and payment type.  |  |   |                                |
| FSCL-16 | Check Image                         | The solution shall provide authorized users the ability to view an image of a submitted check or money order.  |  |   |                                |
| FSCL-17 | Returned Payment Process            | The solution shall provide the ability to process a returned check or credit card chargeback, apply any applicable penalty fee, and record the returned check or credit card chargeback transaction.   |  |   |                                |
| FSCL-18 | Returned Payment Info               | The solution shall provide the ability to associate a returned check or credit card chargeback with the affected filing(s), order(s) or assessment payment(s) and to the customer whose payment was returned.  |  |   |                                |

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|---------|-------------------------------|--|---|--|--------------------------------|
| FSCL-19 | Reversal                      | The solution shall provide the ability to reverse a business entity filing or assessment payment in the event that a payment from a returned check or credit card chargeback is not recovered. |   |  |                                |
| FSCL-20 | Replacement Payment Follow Up | The solution shall provide the ability for staff to follow up on the status of a replacement for a returned check or credit card chargeback after a configurable number of days.               |   |  |                                |
| FSCL-21 | Refund Process                | The solution shall provide the ability to process and record a refund request.   |   |  |                                |
| FSCL-22 | Unallocated Funds             | The solution shall provide the ability to track and reconcile unallocated funds.   |   |  |                                |
| FSCL-23 | Sys Change Allocation         | The solution shall change funds from allocated to unallocated for circumstances, such as overpayments and rejected submissions.  |   |  |                                |
| FSCL-24 | Staff Change Allocation       | The solution shall provide the ability for staff to allocate unallocated funds and unallocate allocated funds.   |   |  |                                |
| FSCL-25 | Deposit Unallocated Funds     | The solution shall provide the ability to deposit funds without allocation.  |   |  |                                |
| FSCL-26 | Expire Funds                  | The solution shall expire unallocated funds after a defined period of time.  |   |  |                                |
| FSCL-27 | View Unallocated              | The solution shall provide the ability to view unallocated funds and the expected expiration date.   |   |  |                                |
| FSCL-28 | Export to eSCC                | The solution shall provide the ability to export data to eSCC. <sup>25</sup>   |   |  |                                |
| FSCL-29 | Deposit Process               | The solution shall provide a means to deposit payments. Note: This is currently done by payment source (e.g., lockbox, cash, check, eFile).  |   |  |                                |
| FSCL-30 | Deposit Ticket                | The solution shall provide the ability to associate a deposit with a deposit ticket number.  |   |  |                                |

<sup>25</sup> eSCC is an Oracle application used by the Commission to track financial and human resource data.

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|---------|-----------------------------------|---|--|---|--------------------------------|
| FSCL-31 | Bank Accounts                     | The solution shall provide the ability to distinguish between banks and accounts for daily deposit totals.  |  |   |                                |
| FSCL-32 | Fee/Payment Summary for Customers | The solution shall provide a summary of payment history, such as unused funds or fees and penalties owed for each customer.   |  |   |                                |
| FSCL-33 | Fee/Payment Summary for BE        | The solution shall calculate and display a balance due by fee type, such as annual registration, filing fees and penalties for business entities. See also BE-74.   |  |   |                                |
| FSCL-34 | Unused Funds                      | The solution shall generate refund request correspondence if there is a configurable amount of unused funds associated with a customer after a configurable number of days.                                       |  |   |                                |
| FSCL-35 | Maintain codes                    | The solution shall provide a means to maintain and modify revenue and fund codes.   |  |   |                                |
| FSCL-36 | Revenue and fund                  | The solution shall apply the appropriate revenue and fund codes for each transaction.   |  |   |                                |
| FSCL-37 | Pay Code                          | The solution shall provide an individual identifier for each transaction type (currently called "Pay Code"). Note: Further analysis will determine if the Transaction Type (WF-02) will satisfy this requirement. |  |   |                                |
| FSCL-38 | Admin updates                     | The solution shall provide the ability for authorized staff to change the attributes of payment information, such as the amount, the date, and to which entity or document submission it was applied to.          |  |   |                                |
| FSCL-39 | Search and Filter                 | The solution shall provide the ability to search for a financial transaction and filter by any combination of payment data fields, such as payment type, payment date, payment amount.                            |  |   |                                |



| Req #   | Title                    | Description   | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|--------------------------|---|--|---|--------------------------------|
| FSCL-40 | Reporting Search Results | The solution shall provide the ability to create standard printable output from a search results set of fiscal information to summarize or display detail of any type(s) of fiscal data. (e.g., Total amount paid in corporate annual assessments per year and Taxes and Assessment (TAA) extract). |  |   |                                |
| FSCL-41 | Update Bank Accounts     | The solution shall provide the ability for authorized staff to update bank(s) and account(s) information as necessary.  |  |   |                                |
| SRV-01  | Payment                  | The solution shall provide the ability to associate a payment with the service of process to which it applies.  |  |   |                                |
| SRV-02  | Payment Integration      | Payments received for service of process shall integrate with other Fiscal Functions in the Clerk's Office as outlined in this document with the prefix 'FSCL'.   |  |   |                                |
| SRV-03  | Image Reference          | The solution shall provide the ability to locate images of accepted and rejected service of process records.  |  |   |                                |
| SRV-04  | Date and Time            | The solution shall capture the date and time on which service of process is received by the Clerk's Office.   |  |   |                                |
| SRV-05  | Service of Process Data  | The solution shall provide the ability to record service of process information, such as: Defendant Name and Address, Code Section, Court, Served By, Date Received, and means of receipt (e.g., first class mail, walk-in), and Requesting Party (i.e., the plaintiff).                            |  |   |                                |
| SRV-06  | Court Selection/Entry    | The solution shall provide the ability to select from a list of court names and addresses or enter a court's name and address that is not on the list for one-time only situations.   |  |   |                                |
| SRV-07  | Court List Admin         | The solution shall provide the ability to add, edit and delete court names and address information.   |  |   |                                |

| Req #  | Title                     | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|--------|---------------------------|--|--|---|--------------------------------|
| SRV-08 | Service of Process        | The solution shall provide a mechanism to establish and maintain records for the service of process on the Clerk of the Commission as statutory agent for a business entity or individual.   |  |   |                                |
| SRV-09 | Rejections                | The solution shall provide the ability to reject a submission of service of process and generate correspondence to the Requesting Party with rejection details (pre-set and configurable rejection reasons).   |  |   |                                |
| SRV-10 | Returned Service Letter   | The solution shall provide the ability to retain an image of an envelope addressed to a defendant that is returned as undeliverable by the US Postal Service.  |  |   |                                |
| SRV-11 | Reprint Correspondence    | The solution shall provide the ability to reprint corrected correspondence in the event that it is returned.   |  |   |                                |
| SRV-12 | Withdraw Service          | The solution shall provide the ability to honor a request to withdraw service that has been delivered to the Clerk's Office, but has not been mailed to the defendant.   |  |   |                                |
| SRV-13 | Service Letter            | The solution shall provide the ability to issue a service letter to the defendant, advising that the Clerk of the Commission was served as a statutory agent that includes the defendant's copy of the process.  |  |   |                                |
| SRV-14 | Certificate of Compliance | The solution shall provide the ability to issue a certificate of compliance for transmittal to the court that issued the process, designating case information and certifying that a copy was mailed to the defendant. The Certificate shall be populated with data from SRV-05. |  |   |                                |

| Req #   | Title                                  | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|--|--|--|---|--------------------------------|
| SRV-15  | Receipt Letter                         | The solution shall provide the ability to issue to the requesting party (i.e., the party that asked the court to issue the process), acknowledging receipt of the process fee.                         |  |   |                                |
| SRV-16  | Index                                  | The solution shall provide an index to archived service of process records (e.g., image or microfilm).   |  |   |                                |
| SRV-17  | Search                                 | The solution shall provide the ability to search for service of process information by such data as Defendant Name, Court, Served By, and Date Received.   |  |   |                                |
| SRV-18  | Reporting                              | The solution shall provide management with production reporting, configurable by information, such as date and user.   |  |   |                                |
| MIGR-01 | Data Analysis, Migration and Cleansing | The Contractor shall analyze, migrate and cleanse data and provide any post-conversion data correction, as necessary, to provide consistent, meaningful data in the new solution.                      |  |   |                                |
| MIGR-02 | Unconverted Data                       | The Contractor shall provide guidance regarding alternative storage and access to data not converted to the solution and implement the agreed-upon approach.   |  |   |                                |
| MIGR-03 | Migrate Existing Files                 | The Contractor shall migrate existing UCC filings into the solution, including all associated data.  |  |   |                                |
| MIGR-04 | Migrate Entities                       | The Contractor shall migrate all entity records from CIS into the solution.  |  |   |                                |
| MIGR-05 | Reassign Business Entity ID            | For existing entities, the Contractor shall conduct an impact analysis regarding any reassignment of current SCC-IDs to a new entity ID scheme and implement the agreed-upon approach. See also BE-07. |  |   |                                |

| Req #   | Title                                     | Description   | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|---|---|--|---|--------------------------------|
| MIGR-06 | Migrate DCNs                              | The Contractor shall migrate the existing DCNs (a file and payment ID) to the new solution, even if a different File ID / Payment ID is introduced in the solution.   |  |   |                                |
| MIGR-07 | DCN                                       | The Contractor shall conduct an analysis regarding the use of DCNs in the new solution. DCN usage shall include the ability to uniquely identify filings and payments. Analysis shall include the impact to processes and systems. The Contractor shall implement the agreed-upon approach. |  |   |                                |
| MIGR-08 | Migrate Activity History                  | The Contractor shall migrate the existing activity history data to the solution, represented as a part of the business entity activity history. This shall include comments accessed in CIS from the business entity Inquiry Screen.  |  |   |                                |
| MIGR-09 | Migrate Microfilm History                 | The Contractor shall migrate existing microfilm history data to the solution, represented as a part of the entity activity history (See BE-32).   |  |   |                                |
| MIGR-10 | Comprehensive History                     | The solution shall appropriately associate microfilm numbers to activity history entries to avoid duplicate entries in the activity history.  |  |   |                                |
| MIGR-11 | Fictitious Names                          | The Contractor shall migrate business entity fictitious names to the solution for fictitious names.   |  |   |                                |
| MIGR-12 | Reserved & Registered Names               | The Contractor shall migrate reserved and registered names to the solution for reserved and registered names.   |  |   |                                |
| MIGR-13 | Establish business entity RA relationship | The Contractor shall include in the data migration effort the determination of the SCC-ID for all business entity registered agents. See related requirement: BE-19.  |  |   |                                |
| MIGR-14 | Customer record for Indiv. RA             | The Contractor shall include in the data migration effort the establishment of a Customer record for all registered agents who are individuals. See related requirement: BE-20.   |  |   |                                |

| Req #   | Title                            | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|----------------------------------|--|--|---|--------------------------------|
| MIGR-15 | Available Refunds                | During the transition of systems, the Contractor shall provide the ability to apply and display money available for refunds to customers or entities.  |  |   |                                |
| MIGR-16 | Financial Data                   | The Contractor shall provide guidance regarding the transition of all existing financial data (such as revenue code records for business entities and UCC filings) from the old system to the solution and implement the agreed-upon approach. |  |   |                                |
| MIGR-17 | Discontinue Old Billing Accounts | The Contractor shall provide a transition plan and implement the agreed-upon approach to discontinue the practice of maintaining billing accounts for information orders.  |  |   |                                |
| MIGR-18 | Account Migration Transition     | The Contractor shall provide guidance regarding the transition of existing billing accounts including a communication and system transition plan and implement the agreed-upon approach.   |  |   |                                |
| MIGR-19 | New Billing Process              | The Contractor shall provide guidance regarding a new process or system to replace the billing accounts for information orders and implement the agreed-upon approach.   |  |   |                                |
| MIGR-20 | Accounting during transition     | The Contractor shall provide the ability to receive and apply money to accounts during the transition period.  |  |   |                                |
| MIGR-21 | Accounting after transition      | The Contractor shall provide the ability to receive money from an accountholder after the account has closed and transition is complete.   |  |   |                                |
| MIGR-22 | Account Info availability        | The Contractor shall provide the ability to review old accounts for a minimum of three years.  |  |   |                                |
| MIGR-23 | Court Info                       | The Contractor shall migrate court names, codes and addresses into the solution for Service of Process.  |  |   |                                |

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|----------|--|---|---|--|--------------------------------|
| MIGR-24  | Service of Process Info                | The Contractor shall migrate images and indexes of service of process documents for the past three years into the solution for service of process.  |   |  |                                |
| DA-01    | Metadata                               | The Contractor shall analyze Clerk's Office forms and documents to establish related standard metadata.   |   |  |                                |
| DA-02    | Develop Library                        | The Contractor shall assist the Clerk's Office in developing a correspondence library to include items such as letter, receipt and form templates.  |   |  |                                |
| PI-01    | Process Improvement in CIS Replacement | The Contractor shall apply the principles of process improvement throughout the CIS Replacement effort.   |   |  |                                |
| PI-02    | Solution Design                        | The solution shall be designed and implemented in tandem with process improvement efforts including those associated with document management and data availability.  |   |  |                                |
| EFILE-01 | eFile Functionality                    | If the Offeror's solution involves replacing or expanding SCC eFile (in part or in its entirety), the solution shall provide at a minimum the existing functionality found in SCC eFile (see Appendix L) and any new functionality introduced before or during the project. |   |  |                                |
| EFILE-02 | Filing Authority                       | If the Offeror's solution involves replacing or expanding SCC eFile (in part or in its entirety), the solution should provide a means for validating the authority and/or identity of the online submitter.   |   |  |                                |
| PM-01    | Certified Project Manager              | The Contractor should assign a certified Project Management Professional (by the Project Management Institute) to manage this effort. The Project Manager shall have the necessary background and qualifications to be able to support this initiative in its totality.     |   |  |                                |

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|-------|----------------------------------|--|--|---|--------------------------------|
| PM-02 | Weekly Report                    | The Contractor shall provide weekly project status reports with the highest risks to achieving the planned work, work accomplished in the prior week, planned work for the next week, the updated milestone plans, as well as any items in need of escalation. A template for this report will be agreed upon at the beginning of the project.   |  |   |                                |
| PM-03 | Project Management Documentation | The Contractor shall be responsible for creating and maintaining the required project management documentation as agreed upon at the start of the project. This includes, but is not limited to, an effort-driven Project Schedule, Risk Management Plan, Communications Management Plan, Project Management Plan, and a Scope Document (per release).   |  |   |                                |
| PM-04 | Change Control                   | The Contractor shall be responsible for ensuring that any changes to the project scope and/or resources, or the contract as a whole, are identified, tracked and approved via an agreed upon change control process.   |  |   |                                |
| QM-01 | Defect Tracking Tool             | The Contractor should leverage the existing SCC tool (currently Microsoft Team Foundation Server) for reporting and tracking all defects.  |  |   |                                |
| QM-02 | Planning of Testing Process      | The Contractor shall provide clear entrance and exit criteria, which must be approved by the SCC, prior to the start of each release. The Contractor shall ensure that a standardized process is followed to facilitate defect identification as early in the testing process as possible. (i.e., UAT should find fewer bugs than Functional Test, and Functional Test should find fewer bugs than Unit test). |  |   |                                |
| QM-03 | Requirements Traceability        | The Contractor shall provide traceability between all identified requirements and test cases and vice versa.   |  |   |                                |

| Req # | Title                        | Description   | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|-------|------------------------------|---|--|---|--------------------------------|
| QM-04 | Test Plans and Scripts       | The Contractor shall write detailed test plans and scripts and execute all tests and record results. All test plans and scripts shall be approved by the SCC prior to execution.  |  |   |                                |
| QM-05 | Defect Prioritization        | The Contractor shall participate in defect prioritization; however, the SCC will have the ultimate authority in assignment of the severity of a defect.   |  |   |                                |
| QM-06 | Automated Unit Testing       | The Contractor shall implement an overall testing strategy that enables the use of automated testing of the developer's unit tests.   |  |   |                                |
| QM-07 | Automated Regression Testing | The Contractor shall create automated regression test scripts for all releases, once the release goes into production. All automated testing shall be executed via the defined SCC automated testing tool.  |  |   |                                |
| QM-08 | Defect Disposition           | The Contractor shall ensure that the testing and defect tracking processes have a method to 'dispose' of all defects identified in a given test cycle. This disposition might include the assignment of the defects to a backlog, the closing of defects no longer deemed important by the SCC, or the inclusion of defects in future work efforts. |  |   |                                |
| QM-09 | Acceptance Criteria          | The Contractor shall define all testing process acceptance criteria in the test plan created for each release.  |  |   |                                |
| QM-10 | Test Environments            | The Contractor shall provide the necessary hardware and software to enable the use of four environments for each solution (see TECH-02).  |  |   |                                |
| QM-11 | Change Control Tracking      | The Contractor shall ensure that the defined formal change control process includes the evaluation of such change by the QA/QC staff.   |  |   |                                |



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|--------|------------------------------|--|--|---|--------------------------------|
| QM-12  | Cleansed Test Data           | The Contractor shall define a process in which any production data required for testing purposes are cleansed so that sensitive production data are not available to unauthorized parties.   |  |   |                                |
| QM-13  | Testing Scope                | Testing shall include developer unit testing, functional testing, user acceptance testing, browser compatibility testing, regression testing, performance testing, and implementation testing. The Contractor is expected to test both discrete business rules and business scenarios.                   |  |   |                                |
| IMP-01 | Implementation Activities    | The Contractor shall create and execute implementation and post-implementation plans. The plans shall include: technical, conversion, production validation, functional and business operations activities. The implementation plan shall be approved by the SCC prior to execution.                     |  |   |                                |
| IMP-02 | Post Implementation War Room | The Contractor shall host a post-implementation 'war room' for the days following each release of the solution to production. This 'war room' will be the central point of contact for any issues, and the Contractor shall be responsible for coordinating the necessary action plan(s) for resolution. |  |   |                                |
| IMP-03 | Rollback Plan                | The Contractor shall create a rollback plan for each system implementation effort. The Contractor shall be responsible for executing the rollback plan if the SCC deems the implementation to be unsuccessful.   |  |   |                                |
| IMP-04 | Post Implementation Support  | After each implementation, the Contractor shall allow a mutually-agreed upon time period and resource availability for production support, including remediation of identified issues, without impacting any subsequent project releases.  |  |   |                                |
| IMP-05 | Warranty                     | The Contractor shall provide a 90-day period of warranty for the entire solution starting after the last production implementation of the contract.  |  |   |                                |

| Req #   | Title                                    | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|--|--|--|---|--------------------------------|
| IMP-06  | Hardware/Software Upgrades               | The Contractor shall be responsible for any upgrades of software/hardware to supported versions/models to ensure that any hardware and software procured for this engagement shall be fully supported and have a useful life for the duration of the contract term, and for a period of 12 months after contract completion. |  |   |                                |
| IMP-07  | Work On-Site                             | All work by Contractor shall be done on-site at the SCC Tyler Building in Richmond, VA unless otherwise agreed upon with the SCC.  |  |   |                                |
| CHNG-01 | Change Management                        | The Contractor shall be responsible for the creation and execution of an agreed upon program-wide change management plan. The Contractor shall coordinate all change management activities leading up to, during, and for a specified period of time after deployment.   |  |   |                                |
| CHNG-02 | Communication Planning                   | The Contractor shall be responsible for communication planning and development, including the identification of internal and external stakeholder groups.  |  |   |                                |
| CHNG-03 | Internal and external customer readiness | The Contractor shall be responsible for planning and conducting readiness assessment activities before individual or phased implementations to ensure all audiences, including any external customers, are ready for the change.   |  |   |                                |
| CHNG-04 | Stakeholder Analysis and Input           | The Contractor shall conduct a stakeholder analysis and shall use the results of the analysis to elicit stakeholder input regarding solution functionality and design.   |  |   |                                |
| CHNG-05 | Bi-Directional Communication             | The Contractor shall provide a means for bi-directional communication between SCC staff and the project team including the development of promotions such as Town Halls, surveys and graphics/visuals.   |  |   |                                |

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|---------|--------------------------------|--|--|---|--------------------------------|
| CHNG-06 | Knowledge Transfer             | The Contractor shall be responsible for all knowledge transfer activities, business and technical, to fully enable the SCC to support all of the solution's systems and associated processes upon contract completion. The training shall include all underlying technical changes and resulting changes to impacted business users. |  |   |                                |
| CHNG-07 | Knowledge Transfer Plan        | The Contractor shall provide a detailed knowledge transfer plan outlining the requisite tasks to be completed for the SCC to support the system and associated processes upon contract completion.   |  |   |                                |
| CHNG-08 | Customized Training Plans      | The Contractor shall develop a customized training plan based on the requisite skills of the staff in a given section within each Division.  |  |   |                                |
| CHNG-09 | Training Format                | The Contractor shall provide just-in-time training (and provide adequate preparation time) that offers participants hands-on experience with all of the facets of the solution pertaining to job duties.   |  |   |                                |
| CHNG-10 | Technical Procedures Materials | The Contractor shall be responsible for writing and testing all technical procedures needed to operate the solution including procedures for troubleshooting.  |  |   |                                |
| CHNG-11 | SOP Documentation              | The Contractor shall ensure that any newly-introduced and changed processes are accompanied by the appropriate corresponding SOP documentation.  |  |   |                                |
| CHNG-12 | SOP Align to Process Maps      | The SOPs (created by the Contractor) should align to the process maps and models that are created in accordance with the requirements in the Business Process Improvement section of this RFP.   |  |   |                                |

| Req #   | Title                             | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|-----------------------------------|--|--|---|--------------------------------|
| CHNG-13 | PTO Documentation                 | The Contractor shall be responsible for completing the agreed-upon PTO (Production Turnover) documents for each system developed as part of the solution, as outlined in Table 70, or as agreed upon between the Contractor and SCC.     |  |   |                                |
| CHNG-14 | Process Maintenance               | The Contractor shall provide a recommendation regarding the maintenance of process documentation including supporting SOPs, training material and process maps. List any specific recommended tools or software to support this process. |  |   |                                |
| SEC-01  | Security Plan                     | The Contractor shall provide a comprehensive security plan which shall be submitted to the SCC for approval.   |  |   |                                |
| SEC-02  | Compliance                        | All aspects of any implemented solution shall adhere to the latest version of the Commonwealth IT Information Security Standard (ITRM SEC 501-06). <sup>26</sup>   |  |   |                                |
| SEC-03  | Classification                    | Any solution that includes system implementation shall adhere to the Commission's Systems Classification requirements.   |  |   |                                |
| SEC-04  | Security Documentation            | The solution shall include security documentation that at a minimum meets the Commission standard.   |  |   |                                |
| SEC-05  | SDLC Security                     | Any solution that includes custom development shall adhere to the Commission's Systems Development Life Cycle (SDLC) Security requirements.  |  |   |                                |
| SEC-06  | Application Vulnerability Testing | Any solution that includes application development shall include automated application vulnerability testing, source code security assessment and corrective action.   |  |   |                                |

<sup>26</sup>See <https://hhr.virginia.gov/library/default.aspx?id=537>.

| Req #  | Title               | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
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| SEC-07 | Risk Assessment     | Any solution that includes either system implementation or development shall include an initial Risk Assessment conducted after planning but before development / implementation and a pre-deployment Risk Assessment.   |  |   |                                |
| SEC-08 | Role Based Security | Any solution that includes system implementation or development shall provide a method to control user access using a role based security model to ensure least privileges.  |  |   |                                |
| SEC-09 | System Hardening    | Any solution that includes either system implementation or development shall include security hardening that at a minimum meets the Commission standard.   |  |   |                                |
| SEC-10 | Remote Access       | Any solution that includes the capability to access the system from outside the Commission's premises shall adhere to Commission remote access security standards.   |  |   |                                |
| SEC-11 | Encryption          | Any solution that allows for the transmission of sensitive data over publicly accessible networks, such as the Internet shall use encryption that meets the Commission's encryption standards.   |  |   |                                |
| SEC-12 | DMZ                 | Any solution that requires a system or application to be located in the Commission's external network, publicly facing network or otherwise located in the demilitarized zone (DMZ) shall be implemented to prevent a security breach which could then allow access to the internal or protected network or databases. |  |   |                                |
| SEC-13 | Logging             | Any solution that includes either system implementation or development shall include the ability to provide security log information to the Commission in a standard SYSLOG format.  |  |   |                                |

| Req #   | Title                          | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|--------------------------------|--|--|---|--------------------------------|
| SEC-14  | Interconnection                | Any solution that includes system components that would be located outside the Commission's direct control shall require an Interconnectivity Agreement outlining demarcation points, breach notification responsibilities and other security protection requirements.   |  |   |                                |
| SEC-15  | Specialized Protections        | Any solution that includes either system implementation or development shall include any specialized protections required to ensure the system is secure.  |  |   |                                |
| SEC-16  | Personnel                      | Any personnel that will require access to the Commission's systems will be subject to the SCC's background investigation process, and any personnel shall agree to adhere to the Commission's acceptable use policy, provide evidence of having passed a security awareness course within the past year or agree to take the Commission's security awareness course, and adhere to all building access policies. |  |   |                                |
| TECH-01 | Platform                       | The solution should be developed using a .NET framework with an Oracle database.   |  |   |                                |
| TECH-02 | Environment                    | The solution should be configured in four similar environments (e.g., Development, Test, Pre-Production and Production).   |  |   |                                |
| TECH-03 | Redundant/<br>Failover Process | The Contractor shall plan, develop, and test a failover process that will achieve high-availability. This includes the identification of hardware and software needs to support a failover. The failover process shall have "failover monitoring" that will provide the ability to notify administrators of a failure.   |  |   |                                |

| Req #   | Title                               | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|-------------------------------------|--|--|---|--------------------------------|
| TECH-04 | Disaster Recovery                   | For each new or modified system, the Contractor shall recommend appropriate changes to the disaster recovery plan(s) and implement any recommendations approved by the SCC.  |  |   |                                |
| TECH-05 | Logging                             | The solution shall provide detailed logging for troubleshooting and process verification.  |  |   |                                |
| TECH-06 | Event Notification - Sys Error      | The solution shall provide near-real time event notifications when system errors occur.  |  |   |                                |
| TECH-07 | Event Notification - Function Error | The solution shall provide near-real time event notification when critical functions fail, such as payment transactions, reconciliations and FTP transmissions.  |  |   |                                |
| TECH-08 | Backup & Recovery                   | The solution shall be designed and implemented so that it will comply with the existing SCC backup procedures.   |  |   |                                |
| TECH-09 | Print Server                        | The solution shall provide an alternative method for local printing from remote IBM and Unisys mainframes. The SCC currently uses an external mainframe that prints via our current SCC mainframe, and we need an alternative to print when the mainframe is decommissioned. <sup>27</sup> |  |   |                                |
| TECH-10 | Kofax Integration                   | The solution should integrate with the SCC's existing image capture solution (currently Kofax Capture).  |  |   |                                |
| TECH-11 | View Images                         | The solution should provide the ability to view images without the use of custom plug-in software.   |  |   |                                |
| TECH-12 | Disk Space                          | The Contractor shall estimate future disk space needs and provide necessary hardware to accommodate future storage needs for the systems implemented under this solution.  |  |   |                                |
| TECH-13 | Authentication                      | The solution shall integrate with active directory to authenticate internal users.   |  |   |                                |

<sup>27</sup> See Appendix K: CIS Mainframe: Technical Information for more information.

| Req #   | Title                                   | Description  | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|---|--|--|---|--------------------------------|
| TECH-14 | Security Report                         | The solution shall provide a user-access report with detailed authentication levels for security audits.   |  |   |                                |
| TECH-15 | Remote Access                           | The solution should be compatible with currently utilized remote access applications.  |  |   |                                |
| TECH-16 | Design and Code Reviews                 | All application development efforts must go through a SCC design review prior to the development and a code review prior to implementation.  |  |   |                                |
| TECH-17 | Technical Documentation                 | The Contractor shall be responsible for the creation of all requisite technical documentation (e.g., code documentation, technical designs, and technical architect diagrams). This documentation shall include specific configuration and customization changes performed during the solution installation. The documentation should also be detailed enough to use in a disaster scenario to rebuild the system from scratch and shall be approved by the SCC. |  |   |                                |
| TECH-18 | Infrastructure Equipment Procurement    | The Contractor shall be responsible for procuring, delivering, installing and configuring any additional infrastructure related equipment or software required to support the solution (e.g., additional network storage, bandwidth).  |  |   |                                |
| TECH-19 | Solution Hardware/ Software Procurement | The Contractor is solely responsible for the procurement, delivery, installation and configuration of all hardware and software required to develop, implement and support the holistic solution.  |  |   |                                |
| TECH-20 | Integration                             | The Contractor should, where feasible, integrate the solution with existing infrastructure components. If a recommendation exists to modify the existing infrastructure, an impact analysis by the project core members shall be completed.  |  |   |                                |
| TECH-21 | Documentation Format                    | The Contractor shall provide all project documentation in an electronic format.  |  |   |                                |



| Req #   | Title                   | Description   | Will Proposal Meet Req.?<br>(Yes/No/Other) | Comments<br>(Required for 'No' and 'Other') | Reference to Proposal Location |
|---------|-------------------------|---|--|---|--------------------------------|
| TECH-22 | Financial Analysis      | The Contractor shall provide a three, five and ten year financial analysis of the monetary impact to the ITD budget as a result of the implementation of the solution. This shall include, but not be limited to, licensing, support, and upgrade costs and capacity planning.  |  |   |                                |
| TECH-23 | Solution Hosting        | The solution shall be hosted by the SCC.  |  |   |                                |
| TECH-24 | System Impacts          | The Contractor shall ensure that the appropriate SCC staff is made aware of any potential impacts or enhancement opportunities to existing systems (e.g. SCC eFile changes required to accommodate CIS changes).  |  |   |                                |
| TECH-25 | Adherence to Standards  | The Contractor shall adhere to technical standards as specified by the SCC including (but not limited to) coding standards, database connection standards, database naming standards, active directory integration standards and the standard for approved technologies and products. If Contractor a solution deviates from any SCC technical standards, an impact analysis shall be conducted by project core team members. The impact analysis shall include the technical, operational, support and financial assessments of the proposed change. |  |   |                                |
| TECH-26 | Requirements Validation | The Contractor shall validate the requirements stated in this RFP and ensure their completeness and accuracy.   |  |   |                                |

## Appendix J. SCC Business Functions Chart

The Chart below is an overview of some of the major (but not all) functions performed in each of the Divisions at the Commission. Functions with the same name cannot be assumed to be performed in the same manner or to have the same meaning.

| CLK                    | BOI   | BFI   | SRF  | EAF  | PST                                 | PUA                                   | PUC                                     | PUE   | URS   | CAS                                     | OGC                       | CTC                       | OHE                         | OCC   | HR <sup>(1)</sup>   | IRD                               | OIS  | ITD   | OIA <sup>(1)</sup>       |
|------------------------|---|---|--|--|-------------------------------------|---------------------------------------|---|---|---|---|---------------------------|---------------------------|-----------------------------|---|---|-----------------------------------|--|---|--------------------------|
| Office of the Clerk    | Bureau of Insurance                                   | Bureau of Financial Institutions                      | Division of Securities and Real Estate                 | Division of Economic and Finance                   | Division of Public Service Taxation | Division of Public Utility Accounting | Division of Communication               | Division of Energy Regulation   | Division of Utility and Railroad Safety   | Commissioners and Staff                 | Office of General Counsel | Council to the Commission | Office of Hearing Examiners | Office of Commission Computer   | Division of Human Resources   | Division of Information Resources | Office of Information Security   | Division of Information Technology  | Office of Internal Audit |
| Case Management        | Case Management<br>Complaint Processing<br>Inspection | Case Management<br>Complaint Processing<br>Inspection | Case Management<br>Complaint Processing<br>Examination | Case Management                                    | Inspection                          | Case Management                       | Case Management<br>Complaint Processing | Case Management<br>Complaint Processing<br>Inspection<br>Enforcement<br>Investigation | Case Management<br>Complaint Processing<br>Inspection<br>Enforcement<br>Investigation | Case Management<br>Complaint Processing | Case Management           | Case Management           | Case Management             |   |   | Complaint Processing              | Inspection   |   |                          |
| Enforcement            | Enforcement   | Enforcement   | Enforcement  |  |                                     |                                       |   |   |   |   |                           |                           |                             |   |   |                                   |  |   |                          |
| Reporting              | Reporting   | Reporting   | Reporting  |  | Reporting                           |                                       | Reporting                               |   | Reporting   |   |                           |                           | Reporting                   | Reporting   | Reporting   |                                   |  | Reporting   | Reporting                |
| CRM                    | CRM   | CRM   | CRM  |  |                                     |                                       |   | CRM   | CRM   | CRM                                     | CRM                       |                           | CRM                         | CRM   | CRM   |                                   |  | CRM   | CRM                      |
| Correspondence         | Correspondence  | Correspondence  | Correspondence   |  |                                     |                                       |   |   |   | Correspondence                          | Correspondence            |                           | Correspondence              | Correspondence  |   |                                   |  |   |                          |
| Registration           | Registration  | Registration  | Registration   |  |                                     |                                       | Registration                            |   |   |   |                           |                           |                             |   |   |                                   |  |   |                          |
| Fee Collection         | Fee Collection  | Fee Collection  | Fee Collection   |  | Fee Collection                      |                                       |   |   | Fee Collection  |   |                           |                           |                             |   |   |                                   |  |   |                          |
| Fine Collection        | Fine Collection                                       |   | Fine Collection  |  |                                     |                                       |   |   | Fine Collection   |   |                           |                           |                             |   |   |                                   |  |   |                          |
|                        | Certification<br>Policy/Regulation                    | Certification<br>Policy/Regulation                    | Certification<br>Policy/Regulation                     |  | Publishing                          | Publishing                            | Publishing                              |   | Policy/Regulation   |   |                           |                           | Publishing                  | Policy/Regulation   | Policy/Regulation   |                                   | Policy/Regulation  | Procedures and Plans  | Procedures and Plans     |
|                        |   | Publishing  | Publishing   |  |                                     |                                       |   | Training  | Training  |   |                           |                           |                             |   | Training  |                                   |  | Training  | Training                 |
| External Data Exchange | External Data Exchange<br>Tax Assessment              |   | External Data Exchange                                 |  |                                     |                                       |   |   |   |   |                           |                           |                             |   |   |                                   |  |   |                          |
| Document Scanning      |   | Document Scanning                                     | Document Scanning                                      |  |                                     |                                       |   |   |   |   |                           |                           |                             |   |   |                                   |  | Document Scanning   | Document Scanning        |
| Document Imaging       | Document Imaging                                      | Document Imaging                                      | Document Imaging                                       | Document Imaging                                   |                                     | Document Imaging                      | Document Imaging                        | Document Imaging  | Document Imaging  |   |                           |                           |                             | Document Imaging  | Document Imaging  |                                   |  | Document Imaging  | Document Imaging         |
|                        |   |   |  |  | GIS Data Mgmt                       |                                       |   | GIS Data Mgmt   | GIS Data Mgmt   |   |                           |                           |                             |   |   |                                   |  |   |                          |
|                        |   |   |  |  |                                     |                                       |   |   | Risk Assessment Analysis<br>Case Prep   |   | Legal Advising            | Legal Advising            |                             |   |   |                                   |  |   |                          |
|                        |   |   |  |  |                                     |                                       | Tariff Tracking                         |   |   |   |                           |                           |                             | Asset Mgmt<br>Cost Allocation<br>Payroll<br>Procurement<br>Financial Tracking<br>Building Operations<br>Budgeting<br>Time Reporting | Employee Mgmt<br>Parking<br>Payroll<br>Benefits Mgmt<br>Badging<br>Onboarding/Off-boarding<br>Recruitment<br>Time Reporting |                                   | Asset Mgmt<br>Systems Development<br>Systems Support<br>Research<br>Procurement<br>Budgeting<br>Time Reporting | Financial Audit<br>Business Process and System Audit<br>Advising and Consulting<br>Research |                          |
|                        |   |   |  | Advising and Consulting<br>Research<br>Forecasting |                                     |                                       |   |   |   |   |                           |                           |                             |   |   |                                   |  |   |                          |

- Asset Mgmt:** The process of identifying, allocating and tracking the portfolio of resources > \$K
- Budgeting:** Establishing a planned level of expenditures, usually at a fairly detailed level
- Building Operations:** Interdisciplinary field for maintenance and care of the SCC building
- Case Management:** Oversight of legal action according to VA State and Federal law under SCC jurisdiction
- Certification:** Formal recognition that the criteria dictated by policy or law in Virginia have been met
- Complaint Processing:** The capture, management, and resolution of a grievance or concern
- Cost Allocation:** Identification of costs with cost objective (cost apportionment), cost assignment, and cost distribution
- Correspondence:** Official communication between a Division at the SCC and an external entity
- CRM (Customer Relationship Management):** Recording and governance of past and future interactions with an external entity
- Document Scanning:** Transfer of paper documents into digital format
- Document Imaging:** Online storage, retrieval, and management of electronic images of documents
- Employee Mgmt:** The recruitment, administration, management and training of employees
- Enforcement:** Ensuring State and Federal codes and laws under SCC jurisdiction are adhered to
- External Data Exchange:** Transfer of data to or from systems not within the physical or logical domain of the SCC
- Fee Collection:** The receipt and processing of monies paid to the SCC for services, licenses, etc.
- Financial Tracking:** Activities and oversight related to the financial structure of the SCC
- Fine Collection:** The receipt and processing of penalties paid to the SCC resulting from infractions
- GIS Data Mgmt:** Capture, storage, analysis, management, and presentation of data linked to a location(s)
- Inspection:** Identifying possible violations of State or Federal codes/laws under SCC jurisdiction
- Investigation:** Verifying that a probable violation exists
- Legal Advising:** Providing legal expertise and services to the various SCC divisions as needed
- Parking:** The administration of State parking resources
- Payroll:** Management of financial records of salaries, wages, bonuses and deductions for SCC employees
- Policy/Regulation:** Creation and administration of official guidelines and standards
- Procurement:** Acquisition of goods and services at best total cost of ownership at the proper time
- Publishing:** Production and dissemination of physical media for distribution
- Registration:** Enrolling, recording, or certifying an act
- Reporting:** Presentation of specific, focused content or data according to predefined criteria
- Tariff Tracking:** Oversight of duties imposed on goods when they are moved into or out of Virginia
- Tax Assessment:** Setting the value on taxable property
- Time Reporting:** Recording hours used on projects for capitalization of assets
- Training:** Transfer of knowledge, skills, and competencies in response to or as a preventative measure against violations and infractions

## Appendix K. CIS Mainframe: Technical Information

### Functional Summary

The CIS Replacement effort includes the replacement of the CIS mainframe. The CIS mainframe is composed of two primary systems: the Clerk's Information System (CIS) and a print server used by the SCC. The SCC print server is used to print jobs coming from two VITA mainframes. Specifically, it is a redirection of output from VITA to the SCC using JES2 forms definitions.

The CIS mainframe consists of three environments: Production, Test and Development. A secondary IBM z9 BC Model 2096-R07 integrated IBM mainframe is currently being procured for disaster recovery purposes for the Clerk's Office. This system is planned to be installed and ready for use prior to the start of this project.

### Mainframe Interface Diagram

Below is a comprehensive diagram of all of the integration points of the CIS mainframe. An alphabetical listing and brief description of each integration point follows.

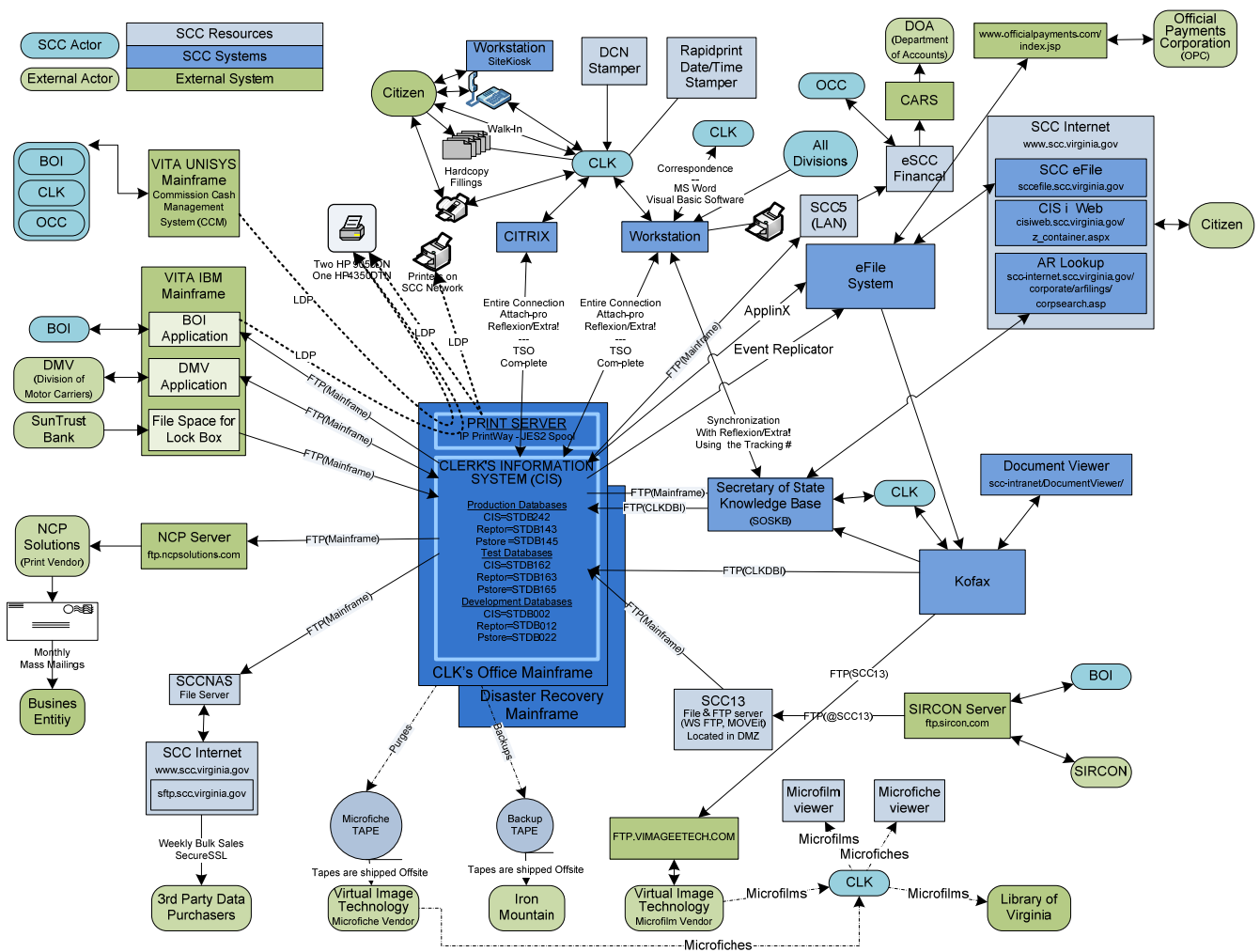


Figure 35: CIS Mainframe Interface Diagram

## Mainframe Interface Diagram Descriptions

| Interface                               | Purpose  |
|---|--|
| AR Lookup                               | An interface to view images of corporate annual report (AR) filings.   |
| BOI                                     | The SCC abbreviation for the Bureau of Insurance   |
| BOI Application                         | The SCC Bureau of Insurance (BOI) application processes Surplus lines brokers and producer license taxes and assessments. There is a project underway to migrate the BOI Tax systems to the Department of Taxation in calendar year 2013 and 2014. The BOI Assessment systems may be hosted elsewhere by that time too.  |
| CARS / Dept of Accounts                 | The Commonwealth Accounting and Reporting System (CARS) is owned by the Virginia Department of Accounts and receives summary financial data electronically from eSCC.  |
| CIS iWeb / ApplinX                      | This is the CIS application made available to the public via the SCC website. The navigation and screens are the same as the application that the Clerk's Office staff uses. The CISiWeb application uses ApplinX (web enablement component) to provide an html web inquiry service of CIS. There is a project underway that is expected to replace CIS iWeb by 2013.  |
| Citrix                                  | The CIS application is installed on the SCC's Citrix server tool for remote workstation access. Software AG products, such as: Entire Connection, and Com-plete enable the use of the CIS application through the Citrix connection. Reflection/Extra enhances security for this connection.   |
| CLK                                     | The SCC abbreviation for the Clerk's Office  |
| Commission Cash Management System (CCM) | CCM is used by the Office of Comptroller (OCC), the Clerk's Office (CLK) and the Bureau of Insurance (BOI) Divisions to manage certain types of payments received, such as those that are not processed by any other Commission system (e.g., travel advances, parking, supplies, appeals payments).   |
| DCN Stamper                             | A manual stamp used by the Clerk's Office to assign a unique number to documents received.   |
| DMV Application                         | This interface is used by DMV to track Motor Carrier business entities.  |
| Document Viewer                         | An internal web application used to view the images captured during the eFile process as well as documents scanned via the Kofax process.  |
| eFile System                            | (See also SCC eFile Website) The eFile system is the collection of functionality and integrated modules that provide online filing capability for the public. See Appendix L for more information.   |
| eSCC Financial                          | eSCC receives summary financial data that is pushed to the SCC5 server by the CIS mainframe. eSCC is an Oracle application used by the Commission to track financial and human resource data. Modules include: General Ledger, Accounts Payable, Purchasing, iProcurement, iSupplier, Contract Workbench, Project Costing, Internet Expenses, Human Resources, Time and Labor, iRecruitment. The eSCC system is Oracle R11 and is targeted to be upgraded to Oracle R12 in FY14. The Receivables and Payment modules are under consideration for inclusion in R12. |
| Iron Mountain                           | Tapes containing database backups are received by vendor (Iron Mountain) from SCC.   |

| Interface                           | Purpose   |
|-------------------------------------|---|
| Kofax                               | Software used to capture, validate and release (to SCC NAS) business entity, UCC, Annual Reports, Case, BFI, UAF images and metadata. The images are sent via FTP to create microfilm for the paper and eFile filings. The application is also used to send out evidence and acknowledgements to eFile customers. |
| Library of Virginia                 | The Library of Virginia manages the storage of Clerk's Office microfilm.  |
| Microfiche Viewer                   | Equipment housed in the Clerk's Office that allows records on microfiche to be viewed and printed in the fulfillment of inquiry or information order requests.  |
| Microfilm Viewer                    | Equipment housed in the Clerk's Office that allows microfilm records to be viewed and printed in the fulfillment of inquiry or information order requests.  |
| NCP Server                          | The NCP Server is used to transmit files for large-scale mailings to be printed and mailed by vendor (NCP Solutions).   |
| OCC                                 | The SCC abbreviation for Office of Commission Comptroller   |
| Official Payments Corporation (OPC) | Third party payment vendor for all SCC eFile transactions.  |
| RapidPrint Date/Time Stamper        | A machine used by the Clerk's Office to mark each document with a date and time received. RapidPrint is the machine's brand name.   |
| SCC eFile Website                   | The collection of secure webpages for business entity and UCC transactions. See Appendix L for more information.  |
| SCC Internet                        | A combination of .aspx files that reside on a development server and a C# Visual Studio 2005 solution that resides in Version Manager. Available CIS functionality on the public internet include: SCC eFile, CIS iWeb, and viewing annual report filings.  |
| SCC13                               | An SCC server   |
| SCC5                                | An SCC server   |
| SCCNAS                              | PDF and .tiff images are stored on Network Attached Storage (SCCNAS). The server is also used by the FTP process to transfer images and data to the microfilm vendor and bulk data sales customers. It is also used as the Xerox Scanning Server for the Commissioners Staff.                                     |
| SIRCON Server                       | SIRCON is an insurance regulatory application. Business entity information for insurance companies is transmitted to SIRCON.  |
| SOSKB                               | Secretary of State Knowledge Base   |
| SunTrust Bank                       | SunTrust submits Clerk's Office lockbox payment records on the VITA IBM mainframe. They are then imported into CIS to record payment transactions.  |
| Third Party Data Purchasers         | A limited number of customers purchase business entity data, UCC and federal tax lien data from the Clerk's Office. A FTP file is transmitted weekly via Secure Socket Layer (SSL) from the SCC internet.   |
| Virtual Image Technology            | Tapes of purged records are received by the microfiche vendor (Virtual Image Technology) and microfiche are returned to SCC. Tiff images are also submitted via FTP daily and microfilm rolls are returned in sets of two – one roll for the SCC and one for the Library of Virginia.                             |
| VITA IBM Mainframe                  | An IBM mainframe owned by VITA, hosting applications for BOI and bank lockbox as well as for DMV to interface with the CIS mainframe. This mainframe also has jobs that print to the CIS mainframe print server.  |

| Interface                | Purpose  |
|--------------------------|--|
| VITA Unisys Mainframe    | A Unisys mainframe owned by VITA, hosting the Commission Cash Management System. This mainframe also has jobs that print to the CIS mainframe print server.  |
| Workstation – Site Kiosk | In the lobby of the Clerk’s Office, there are work stations set up for the public to use CIS iWeb and other limited internet sites.  |
| Workstations (CLK)       | The Clerk’s Office workstations each have an version of CIS accessible from their desktop. Most workstations are provided with more than one application session to provide multiple views at the same time. |

Table 74: CIS Mainframe Interface Diagram Descriptions

### *CIS Mainframe Technical Specifications*

| Component                   | Description  |
|-----------------------------|--|
| <b>Mainframe Server</b>     | IBM z9 BC Model 2096 R07 Capacity A02 with two CPs (rated 51 MIPS), 8 GB of memory, (2) 2323 16 Port ESCON channels, (4) FICON Express 4 2C 4 KM LX Ports and (2) OSA Express2 1000Base-T E cards, each with (2) ports.  |
| <b>Enterprise Storage</b>   | IBM DS6800 model 1750-522 Disk Array with (2) FICON cards, (2) 146 GB 15K RPM drive set providing (1) TB (terabyte) of storage and (1) IBM rack for the Enterprise Storage.  |
| <b>Software – IBM</b>       | Z/OS V1 BASE<br>BM PSF V4<br>IBM PPFA/370<br>IBM OGL/370<br>Z/OS V1 RMF – Resource Management Facility<br>Z/OS V1 SDSF<br>Z/OS V1 DFSMS DSSHSM<br>Z/OS V1 DFSMS RMM<br>Z/OS V1 DFSORT<br>Z/OS V1 GDDM-PGF<br>Z/OS V1 InfoPrint Server<br>Tivoli Workload Scheduler |
| <b>Software AG Products</b> | Adabas (Including CICS & TSO interfaces)<br>Adabas online system<br>Event Replicator for Adabas<br>Com-Plete<br>Entirex Communicator<br>Natural (Including CICS & TSO interfaces)<br>Natural Security<br>Natural Connection<br>Predict<br>Adabas Review            |
| <b>Software – BMC</b>       | Control-D (for reporting)  |
| <b>Database</b>             | Adabas (by Software AG)<br>Databases are loaded in all three environments for CIS data and replicated via Event Replicator (a Software AG product)   |

| Component                   | Description  |
|-----------------------------|--|
| <b>Network Connectivity</b> | <p>OSA Express2 1000Base-T cards, each with a (2) port card providing TCP/IP and non-SNA connections. The Non-SNA port uses Integrated Console Connectivity to allow a PC to serve as a system console. It also allows PCs' to connect to the system without going through TCP/IP. The TCP/IP connections provide all access to the mainframe, providing NJE, FTP and TN3270 support.</p> <p>VIPA definitions allow the mainframe to have a single address that can access either OSA card</p> |
| <b>Security</b>             | <p>The CIS Mainframe security is maintained at six levels: (1) Network (2) Mainframe (3) Database (4) Application (5) Citrix (6) Internet</p>  |

Table 75: CIS Mainframe Technical Specifications

## Appendix L. SCC eFile

### 1. eFile Overview

The SCC eFile system provides an environment for the public to file documents with and make payments to the Clerk's Office electronically through the Internet. All documents filed through SCC eFile are written to the Clerk's Office Information System (CIS) so all filings are maintained in one source system.

### 2. eFile Functions

The SCC eFile system is comprised of a set of functional components. The following describes each component and the functionality details within each component:

- a. Account Management – Provides the ability for users to create and manage their accounts and related information. This is comprised of the following:

| Functions           | Description  |
|---------------------|--|
| Account Creation    | Allows users to create SCC eFile accounts by providing an email address, password, name information, security question answers, acceptance of system terms and conditions, and entering a CAPTCHA value (a display of distorted text the user must enter to prevent automated account creation by an outside system) |
| Account Maintenance | Allows users to associate “favorite” business entities to their accounts, change their passwords, retrieve lost passwords, change profile information, cancel their accounts, and view their user transaction histories  |

- b. Business Entity Search – Allows customers with or without an account to search for an existing business entity by Name or SCC ID. The user may view detailed information by selecting a business entity returned from the search. Logged-in users may add an entity to their “favorites” list from the Business Entity Search or view detailed information by selecting it from their “favorites” list. Filing and payment actions can be initiated from the Business Entity Details page for logged-in users.
- c. Check Name Distinguishability – Allows customers with or without an account to search and to test the uniqueness of a name against the Commission records. A proposed business entity name must be distinguishable upon the records of the Commission from the names of all active business entities, and from names that have been designated, registered, or reserved for use by other persons. If a match is found, the conflict(s) will be displayed. If a match is not found, a message will display that the name is distinguishable and the customer will be presented a link to form a new Virginia corporation or limited liability company online.
- d. Certificate Verification – Allows customers with or without an account to search by Document Control Number to verify the validity of certificates of good standing for corporations and certificates of fact of existence or registration for limited liability companies issued by SCC eFile.
- e. My Favorites – Allows logged-in customers to add frequently accessed business entities to be available on their Home Page. Business entities can be added to favorites from the Business



Entity Search Results page or the Business Entity Details page. My Favorites can be accessed from the Profile link in the upper right corner of any page, or from the left accordion menu.

- f. New Business Formation – Provides the ability for users to form new business entities online. This is comprised of the following:

| Functions                      | Description   |
|--------------------------------|---|
| Real-time New Entity Formation | Allows customers to form a new Virginia Stock Corporation or a new Virginia Limited Liability Company   |
| PDF - New Entity Formation     | Allows customers the ability to submit articles (in PDF format) for a new Virginia Stock Corporation, a new Virginia Nonstock Corporation or a new Virginia Limited Liability Company for review and processing |

Note: For valid filing types, see eFile Express Eligibility:  
<https://sccefile.scc.virginia.gov/eFileExpressEligibility.htm>

- g. Existing Business Entity Filings – Provides the ability for logged-in users to navigate to a filing, document submission, payment, or certificate order process for an existing business entity. For filings and/or payments users can search by SCC ID or search by Business Name. The following business entity filing options are available in SCC eFile:

| Filing Type                         | Description  |
|-------------------------------------|--|
| Registered Agent Change             | Allows customers to file a registered agent change   |
| Registered Office Change            | Allows customers to file a change of address for the registered office                             |
| Registered Agent Resignation        | Allows a registered agent to resign from its position as registered agent for a business entity    |
| Annual Registration Fee             | Allows LLCs or corporations to pay annual registration fees  |
| Annual Report                       | Allows corporations to file annual reports   |
| Certificate of Good Standing        | Allows customers to pay for and print a certificate of good standing for a Virginia corporation    |
| Certificate of Fact of Existence    | Allows customers to pay for and print a certificate of fact of existence for a Virginia LLC        |
| Certificate of Fact of Registration | Allows customers to pay for and print a certificate of fact of registration for a non-Virginia LLC |
| Submit PDF for processing.          | Allows customers to submit certain types of amendments (in PDF format) for review and processing   |

- h. UCC Financing Statements – Provides the ability for logged-in users to file or submit a Uniform Commercial Code (UCC) document which evidence a security interest in personal property securing payment or performance of an obligation. This is comprised of the following:

| Functions | Description   |
|-----------|---|
| UCC-1     | Allows customers to submit initial financing statements   |
| UCC-3     | Allows customers to submit financing statement amendments |

| Functions                            | Description  |
|--------------------------------------|--|
| Submit Form(s) for manual processing | Allows customers the ability to submit UCC documents (in PDF format) for review and processing |

- i. Additional Functionality and Enhancements – New functionality and targeted enhancements to existing functionality are tentatively scheduled for release prior to June 2013. Included are post-filing email notification (subscription service), name search enhancement, email confirmation expansion (includes Annual Reports, Annual Registration Fee payments, UCC filings and certificate orders), LLC principal office address changes, electronic transmission of multiple UCC filings (XML format), and UCC copywork requests.

### 3. eFile Filing Process

The SCC eFile application uses a common process flow for all business entity filings. The following describes the various steps in the flow that apply to all business entity filings, including interfaces with other systems:

- a. Enter Filing Data – Upon initiation of a filing, the user is directed through one to several system pages to allow the entry of filing information. This data becomes the basis of the filing.
- b. Preview Filing Data – Prior to final submittal of the filing, the user is provided the opportunity to preview filing information and determine whether edits are required prior to submittal.
- c. Sign and Submit Filing Data – Once the user has completed entry of all filing information, the user must electronically sign the filing. This generally includes selecting an affirmation statement and providing other identifying data, where applicable. After the signature and other required information is entered, the user initiates submittal of the filing.
- d. Receive Confirmation of Filing – After SCC eFile accepts the filing, the user is presented with a confirmation page. The confirmation page can include such information as the Filing Type, SCC ID, Business Entity Name, Date, and DCN. The confirmation page includes a link to a PDF representation of the filing and also provides the ability to print the confirmation page. The PDF representation of the filing is also accessible from the entity transaction history and user transaction history pages.
- e. Interface to CIS via ApplinX– As part of the filing data submittal process, SCC eFile transmits the filing information to the Clerk’s Information System (CIS) via the ApplinX solution.
  - CIS serves as the system of reference for all documents filed through SCC eFile.
  - ApplinX is a server-based solution that utilizes “screen scraping” technology to provide the interface method for SCC eFile to make read and write requests to CIS.
- f. Interface to Kofax – Also as part of the filing data submittal process, SCC eFile transmits the PDF representation of the filing to the Kofax Ascent Capture solution via a Microsoft Message Queuing (MSMQ) process and a traditional Web Service. Once Kofax receives the PDF document, it is converted to an image with a microfilm number applied. The resulting image is stored on Network Attached Storage (NAS) and is utilized as the input to the microfilming process. The resulting microfilm image is the official record of the filing (not the PDF

representation of the filing stored in SCC eFile). Kofax also serves other purposes for the Clerk's Office outside the SCC eFile system.

- Document Viewer – a web application which enables the Clerk's Office to view the metadata and images captured during the SCC eFile and scanned document processes. For SCC eFile, these documents are those output from the Kofax Ascent Capture process described above.

#### 4. eFile PDF Document Submission Process

SCC eFile allows customers the ability to submit PDF filings under its new business entity formation, existing business entity and UCC features. The PDF documents go to a mailbox to be printed, distributed, and manually reviewed by Clerk's Office staff. Once the review is complete and accepted for filing, the PDF file is scanned and sent to Kofax for processing. The payment process for PDF filings using OPC is similar to other eFile transaction payment.

The following Business Entity Documents can be submitted for new and existing businesses.

a. Virginia stock and nonstock Corporation PDF documents:

- Articles of incorporation
- Articles of amendment
- Articles of restatement

Note: Amendments and restatements that increase the number of authorized shares of stock for a corporation may not be submitted using PDF.

b. Virginia Limited Liability Company PDF documents:

- Articles of organization
- Articles of amendment
- Articles of restatement
- Articles of cancellation

c. UCC financing statement PDF documents

d. UCC financing statement amendment PDF documents:

- Assignment
- Change
- Continuation
- Termination

#### 5. eFile Payment Process

The following eFile transactions require payment and use the SCC eFile payment process described in this section:

- Real-time filing for New Virginia Corporations
- Real-time filing for New Virginia Limited Liability Companies (LLCs)
- PDF document submission for new Corporations and LLCs
- PDF document submission for existing Corporations and LLCs
- UCC-1 and UCC-3 filings

- PDF document submission of UCC financing statements and amendments
- Certificates of Good Standing and Fact of Existence/Registration
- Annual Registration Fees for Corporations and LLCs

The SCC eFile application uses a specific process flow for payment transactions. The following describes the various steps in the flow, including interfaces with other systems.

- Review Balance Due – Upon initiation of a payment, the user is presented with information regarding the amount owed. No partial payments are allowed for online payment transactions. Information is also included regarding the convenience fee charged by Official Payments Corporation (OPC), the third party payment provider. All online payment activity through SCC eFile is processed by OPC.
- Enter Payment Information – After reviewing the balance owed, the user must select a payment type between credit card (Visa, MasterCard, American Express, and Discover) or eCheck. After making this selection, the user temporarily leaves SCC eFile and is navigated through a series of pages hosted by OPC. The user enters his or her payment information including name and address, credit card number or routing/account number on OPC’s SCC eFile site.
- Receive Confirmation of Payment – Once the user reviews their payment information and submits the payment, OPC provides its own payment confirmation page to the user. When the user navigates from the OPC confirmation, the use is automatically redirected back to SCC eFile and receives an SCC eFile payment confirmation page. The SCC eFile confirmation page can include such information as the Payment Type, Payment Amount, SCC ID, Business Entity Name, Date, and DCN.
- Interface with CIS via ApplinX– As part of the payment process, SCC eFile transmits the payment information to CIS via the ApplinX solution.

## 6. eFile Administrative Functions

The eFile Administrative (or “Admin”) module is used to conduct various system administration tasks within SCC eFile. The Admin module has security to allow certain users access to specific functions. Access to the Admin module is administered through updates to the user table in the database.

The following table summarizes the various functions of the Administrative Module:

| Functions           | Description  | Assigned To                           |
|---------------------|--|---------------------------------------|
| Account Maintenance | Maintain account information – reset passwords and change account status                             | Clerk’s Office Call Center Associates |
| News & Notification | Maintain information in the News & Notifications section of the eFile Home Page and My Services Page | SCC Web Site Administrator            |
| Table Maintenance   | Update reference data tables used by the application   | Clerk’s Office System Coordinator     |

|                |  |                             |
|----------------|--|-----------------------------|
| Reconciliation | Payment reconciliation data used by the Clerk's Office Fiscal team to research reconciliation issues | Clerk's Office Fiscal staff |
|----------------|--|-----------------------------|

Table 76: SCC eFile Administrative Functions

## 7. eFile Technical Overview

| Component          | Description   |
|--------------------|---|
| Development        | The system was developed using .NET 4.0, ASP.NET, MVC and C# on an Oracle database.<br><br>The development environment is Visual Studio 2010, Oracle 10.2, MVC 3, and Team Foundation Server 2008.  |
| Production Servers | The server environment includes Windows Server 2008, VMware, IIS 7.5, .Net 4.0, MVC 3 and Metascan.   |
| Software           | Visual Studio 2010<br>ApplinX<br>Kofax Capture<br>Event Replicator  |
| Database           | Oracle RDBMS<br>SQL Server  |
| Load Balancing     | A Citrix NetScaler device is used for load balancing  |
| Security           | The eFile application may contain personally identifying information for individuals. However, this information is protected by requiring authentication to access the system, and by authorization to access identifying information. A Qualys security scan is completed on the website at 8:00pm each night to ensure all potential security threats have been identified and addressed. |
| Reporting Tool     | Crystal Reports Server  |

Table 77: SCC eFile Technical Overview

## 8. eFile Technical Architecture and System Interactions

The eFile application is a web application that has several layers that work together to deliver web pages to the customer. The application is a 3-tiered solution consisting of the following technologies:

- The Application Layer is a .Net 4.0 web-based eFile application using MVC 3 / Razor Engine, jQuery, nHibernate, Microsoft Message Queuing, Structure Map and Domain Events. The database is Oracle 10.2. The application includes 2-way, real-time integration with a third-party payment provider.
- The Interface Layer consists of ApplinX web services and integration with Kofax software. Software AG's Event Replicator is used to replicate data from the host to the application database.
- The Host Layer consists of an IBM z/OS mainframe utilizing Software AG's Adabas database.

A diagram of the interface layers and their components is below:

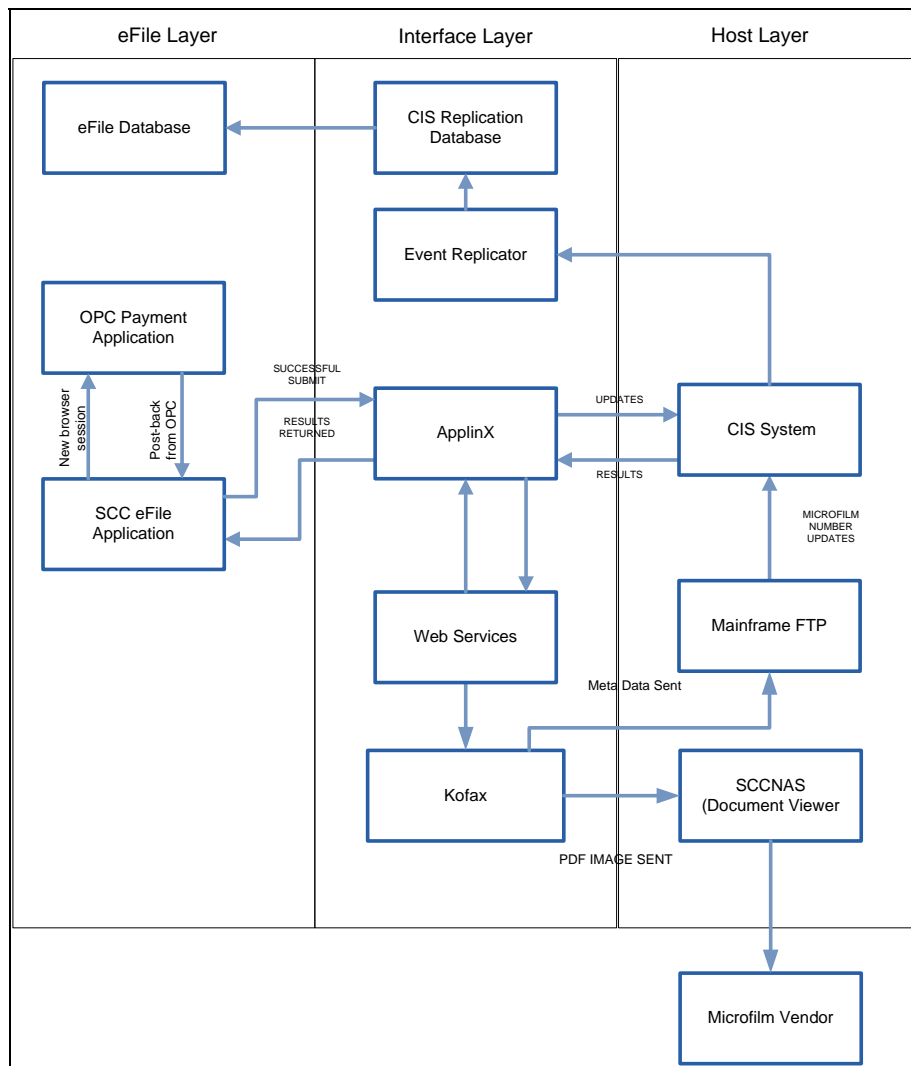


Figure 36: SCC eFile Interface Layers

The eFile application has three interfaces: (1) the interfaces are with CIS (via ApplinX and Event Replicator), (2) Kofax, and (3) the Official Payments Corporation (OPC).

a. CIS (via ApplinX)

The SCC eFile application interfaces real-time with the CIS mainframe to provide read-only data to users as well as to submit filing information. It uses the Software AG ApplinX integration product to interact with CIS.

Applinx captures CIS application screens and maps these screens to eFile services, (or to CISiWeb html web screens). This makes the data and filing functions within CIS available to the public over the internet. In short, ApplinX exposes the CIS application and encapsulates it into standard components for the use of eFile (and CIS iWeb) which use Web Services, .NET and XML technology.

b. Event Replicator

Event Replicator (a Software AG product) is used to replicate data from CIS to an Oracle database. Six files on the CIS mainframe are replicated to the Oracle database, including those

that are associated with business entity names. When the data is replicated to the Oracle database, database triggers the copying of the appropriate data to the eFile database. Event Replicator allows SCC eFile to conduct business entity name searches against the eFile database for quicker response time than the response time via CIS through ApplinX.

c. Kofax

SCC eFile generates PDF files that, once processed, become a record of the filing. The PDF is transmitted to Kofax. Kofax processes it, creates a PDF image and releases it to SCC Network Attached Storage (NAS). The eFile documents stored on NAS are viewable by Clerk's Office staff using the Document Viewer. NAS serves as the central repository for all Clerk's Office business entity documents regardless of how they are created (via eFile or entered into CIS via the paper process). Microfilm of the Kofax PDF document is then created as the official record of the filing. Note: PDFs for all transaction types with the exception of Assessment Fee payments, Certificate of Fact, Certificate of Registration and Certificate of Good Standing are sent to Kofax.

d. Official Payments Corporation (OPC)

The SCC eFile application initiates a new browser session that allows the customer to enter payment information on a third party site hosted by Official Payments Corporation (OPC). OPC sends a post-back to the SCC eFile application to acknowledge the receipt of payment real-time. The post-back is used by SCC eFile to provide customer confirmation for a completed filing. A file is retrieved daily that contains all payment transactions for the day to be used by the Clerk's Office in a reconciliation process.

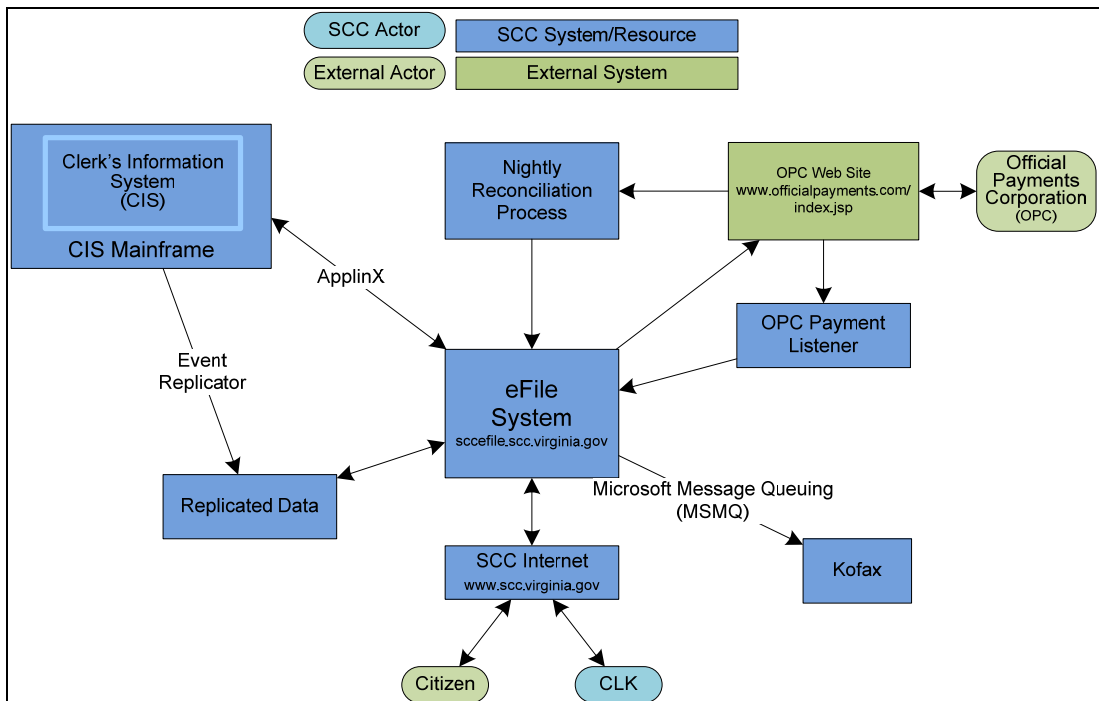


Figure 37: eFile Interface Diagram

## Appendix M. Approved Technologies

The SCC predominantly uses Microsoft applications in both its operations and development.

For database purposes, the SCC primarily uses Oracle, but does leverage Microsoft SQL database technology on occasion.

Microsoft SharePoint has already been deployed and is in the early stages of rollout for projects, disaster recovery, and to replace file share content. A project is currently underway to deploy Microsoft SharePoint 2010 to the Commission for collaboration.

Figure 38 lists the approved technologies currently in use at the Commission for development purposes:

|          | Development Environment | Programming Language | Presentation Language  |               | Software Development Framework | Web Browser | Reporting Service                  | Application Server | DBMS                 |
|----------|-------------------------|----------------------|--|---------------|--------------------------------|-------------|------------------------------------|--------------------|----------------------|
|          |                         |                      | Web  | Client        |                                |             |                                    |                    |                      |
| Approved | Visual Studio 2010      | C# .NET              | Web Forms 4.0<br>ASP .NET 4.0<br>HTML 5.0/4.0<br>CSS 3.0/2.0<br>AJAX 4.0 | Win Forms 4.0 | .NET 4.0                       | IE8         | Crystal Rpts. for VS 2010 (add on) | IIS Ver. 7.0 / 7.5 | Oracle<br>SQL Server |

Figure 38: Approved Development Technology List



## Appendix N. SCC Network Infrastructure Summary

The SCC's core network resides in the SCC Data Center located at 1300 E. Main Street, Richmond, Virginia. The SCC network is based on the following:

- Redundant Cisco based Core, providing fiber connectivity access to PoE switches located throughout the building;
- Access Control System (ACS);
- Cisco based Wireless LAN;
- Redundant Cisco based firewalls;
- Redundant external T3 network connections through COVANET;
- Cisco Wireless Access Points are located as needed throughout the building; use is restricted to authorized personnel;
- User remote access to the SCC network is provided through a Citrix remote access solution. Where needed, business VPN connections are configured through Cisco firewalls to allow network access for Network Administrators and certain external business partners. Possible future direction using Windows 7 and UAG/Direct Access; and
- Outgoing access to the Internet has an average of 175 users with a peak of 700.

The SCC utilizes Microsoft Active Directory to manage roughly 700 users. There are approximately 220 physical or virtual (VMWare) servers, primarily running Microsoft Windows Server 2003 or 2008. The virtual environment is managed with VCenter Server 5.0. Various applications, as well as Oracle and SQL Server databases, are installed. Servers connect to the core switches with gigabit Ethernet over copper, and connections to the DMZ switch also are 1Gbit copper. All of the servers have Sophos Antivirus installed.

All 900 SCC workstations (desktops and laptops) have Windows XP Professional SP3 with Sophos Antivirus installed. The SCC is currently planning to upgrade all desktops to Windows 7 and Office 2010 by mid-calendar year 2013, so any proposed desktop software solution(s) should be compatible with Windows XP, and Windows 7. In addition, SCC-owned laptops have PGP encryption software installed. All workstations connect with 100Mbit Ethernet to a Cisco switch located on each floor's wire closet.

The current network accepts two external routers, each with 100MB LAN connections. Two firewalls each have a 1Gbit copper connection to the DMZ switch, and a 1Gbit copper connection to the Internal switches. Sixteen edge/wireless switches enter the core network on 1Gbit Fiber pairs.

Production VMW are Virtual Environment:

HP Blade Matrix (C7000 with 12 HP BL490c quad core Xeon 5570 Servers)

- 3 databases servers
- 9 VMWare 4.x ESX Host (Plan in place to upgrade to 5.0)

HP EVA 4400 SAN - Disk Capacity 24 TB/ Provisioned Disk Capacity 20 TB

Development Virtual Environment –

- 3 HP Proliants DL380 G5's
- 3 VMWare ESX Hosts.

Test Virtual Environment

- 3 HP Proliants- Isolated from production network.
- 3 VMWare 5.0 ESXi Servers

Cisco UCS (VOIP/ACD) – Future Production Virtual Environment

*In progress. Expected completion by mid-calendar year 2013*

- CISCO UCS 5108 Enclosure
- 6 UCS B200 M2 (Blade Servers)
- Connected to EVA 4400
- 4 VMware 4.x ESXi (12 Virtual Servers)

SCC Disaster Recovery Network includes the following components

*In progress. Expected completion by mid-calendar year 2013*

- 2 Cisco Catalyst 4900 M Core Switch
- 1 Cisco Catalyst 3750X-24T-s Switch
- 2 Cisco ASR1001 Routers
- 1 Cisco ASA5520
- HP EVA 4400
- Cisco UCS 5108 Enclosure
- 6 UCS B200 M2 (Blade Servers)
- Connected EVA 4400
- 3 VMware 4.x ESXi (tentative)

NAS

- HP DL380 SAN Gateway Storage Server used for divisional file share data. Clustered
- Disk Capacity 28 TB/ Provisioned Disk 23 TB Server HP Storage works Server – storage for Clerk's PDF images
- Disk Capacity 4 TB/ Used Capacity 2 TB Server

Microsoft Exchange 2007 Environment

*Planned upgrade to Exchange 2012*

- The Exchange Servers are attached to two Cisco 6509A and 6509B switches
- The SCC currently has an estimated 800 mailboxes with 379 public folders
- External email access provided via Outlook Web Access (OWA)
- There are also public folders setup to receive mail from external sources which needs to be shared across divisions or groups.
- Internal email is accessed via the Outlook 2007 client
- Quest Archiving Manager is used to archive all SCC email to an external SQL database to meet records retention requirements and quick recovery of email if necessary.

## Appendix O. Clerk's Office Business Entity Filings by Entity Type

### Corporations, Stock and Nonstock

- (1) Articles of Incorporation
- (2) Articles of Correction
- (3) Articles of Amendment or Restatement
- (4) Articles of Merger or Share Exchange
- (5) Articles of Entity Conversion
- (6) Articles of Domestication
- (7) Articles of Incorporation Surrender
- (8) Application for a Certificate of Authority (as a foreign corp.)
- (9) Amendment to Application for a Certificate of Authority
- (10) Articles of Dissolution
- (11) Articles of Termination of Corporate Existence
- (12) Articles of Revocation of Dissolution
- (13) Application for a Certificate of Withdrawal
- (14) Name Reservation Application
- (15) Name Reservation Renewal
- (16) Transfer of Reserved Name
- (17) Application for Registered Name
- (18) Registered Name Release
- (19) Fictitious Name Filing
- (20) Release of Fictitious Name
- (21) Change of Registered Office/Registered Agent
- (22) Registered Agent Resignation
- (23) Reinstatement/Reentry Requirements Packet
- (24) Application for Reinstatement/Reentry
- (25) Annual Report Filing

### Limited Liability Companies

- (1) Articles of Organization
- (2) Certificate of Correction
- (3) Articles of Amendment and/or Restatement
- (4) Articles of Merger
- (5) Articles of Entity Conversion
- (6) Articles of Domestication
- (7) Articles of Organization Surrender
- (8) Articles of Cancellation (for a Virginia LLC)
- (9) Application for a Certificate of Registration as a Foreign LLC
- (10) Amended Application for Registration as a Foreign LLC
- (11) Cancellation of Certificate of Registration (as a Foreign LLC)
- (12) Name Reservation Application
- (13) Name Reservation Renewal
- (14) Transfer of Reserved Name
- (15) Fictitious Name Filing
- (16) Release of Fictitious Name
- (17) Change of Registered Office/Registered Agent
- (18) Registered Agent Resignation
- (19) Reinstatement Requirements Packet
- (20) Application for Reinstatement

### Limited Partnerships

- (1) Certificate of Limited Partnership
- (2) Amended and Restated Certificate of Limited Partnership
- (3) Certificate of Amendment to Certificate of Limited Partnership
- (4) Articles of Merger

- (5) Certificate of Cancellation – Virginia Limited Partnership
- (6) Application for a Certificate of Registration as a Foreign LP
- (7) Amended Application for Registration as a Foreign LP
- (8) Certificate of Cancellation – Foreign Limited Partnership
- (9) Name Reservation Application
- (10) Name Reservation Renewal
- (11) Transfer of Reserved Name
- (12) Fictitious Name Filing
- (13) Release of Fictitious Name
- (14) Change of Registered Office/Registered Agent
- (15) Registered Agent Resignation
- (16) Reinstatement Requirements Packet
- (17) Application for Reinstatement
- (18) Annual Continuation Report Filing

### General Partnerships

- (1) Statement of Partnership Authority
- (2) Amendment to Partnership Statement
- (3) Cancellation of Partnership Statement
- (4) Renewal of a Statement of Partnership Authority
- (5) Statement of Denial
- (6) Statement of Dissociation
- (7) Statement of Dissolution
- (8) Statement of Merger

### Registered Limited Liability Partnerships

- (1) Statement of Registration as a Virginia LLP
- (2) Statement of Registration as a Foreign LLP
- (3) Statement of Amendment
- (4) Statement of Cancellation of a Virginia LLP
- (5) Statement of Cancellation of a Foreign LLP
- (6) Change of Registered Office/Registered Agent
- (7) Registered Agent Resignation
- (8) Restoration of Status Requirements Packet
- (9) Application for Restoration of Status

### Business Trusts

- (1) Articles of Trust
- (2) Articles of Correction
- (3) Articles of Amendment
- (4) Articles of Restatement
- (5) Articles of Merger
- (6) Articles of Domestication
- (7) Articles of Trust Surrender
- (8) Articles of Entity Conversion
- (9) Articles of Cancellation – Virginia Business Trust
- (10) Application for a Certificate of Registration as a Foreign BT
- (11) Amended Application for Registration as a Foreign BT
- (12) Articles of Cancellation – Foreign Business Trust
- (13) Name Reservation Application
- (14) Name Reservation Renewal
- (15) Transfer of Reserved Name
- (16) Change of Registered Office/Registered Agent
- (17) Registered Agent Resignation
- (18) Reinstatement Requirements Packet
- (19) Application for Reinstatement