



Solicitation Number: #060519

CONTRACT

This Contract is between Sourcewell, 202 12th Street Northeast, P.O. Box 219, Staples, MN 56479 (Sourcewell) and Sunrise Banks N.A., 200 University Avenue West, Saint Paul, MN 55103 (Vendor).

Sourcewell is a State of Minnesota local government agency and service cooperative created under the laws of the State of Minnesota (Minnesota Statutes Section 123A.21) that offers cooperative procurement solutions to its members. Participation is open to all levels of governmental entity, higher education, K-12 education, nonprofit, tribal government, and other public entities located in the United States and Canada.

Vendor desires to contract with Sourcewell to provide equipment, products, or services to Sourcewell and its Members (Members).

1. TERM OF CONTRACT

- A. EFFECTIVE DATE. This Contract is effective upon the date of the final signature below.
- B. EXPIRATION DATE AND EXTENSION. This Contract expires July 19, 2023, unless it is cancelled sooner pursuant to Article 24. This Contract may be extended up to one additional one-year period upon request of Sourcewell and with written agreement by Vendor.
- C. SURVIVAL OF TERMS. Articles 11 through 16 survive the expiration or cancellation of this Contract.

2. EQUIPMENT, PRODUCTS, OR SERVICES

- A. EQUIPMENT, PRODUCTS, OR SERVICES. Vendor will provide the Equipment, Products, or Services as stated in its Proposal submitted under the Solicitation Number listed above. Vendor's Equipment, Products, or Services Proposal (Proposal) is attached and incorporated into this Contract.

All Equipment and Products provided under this Contract must be new/current model. Vendor may offer close-out or refurbished Equipment or Products if they are clearly indicated in Vendor's product and pricing list. Unless agreed to by the Member in advance, Equipment or Products must be delivered as operational to the Member's site.

This Contract offers an indefinite quantity of sales, and while substantial volume is anticipated, sales and sales volume are not guaranteed.

B. **LAWS AND REGULATIONS.** All Equipment, Products, or Services must comply fully with applicable federal laws and regulations, and with the laws of the state or province in which the Equipment, Products, or Services are sold.

C. **WARRANTY.** Vendor warrants that all Equipment, Products, and Services furnished are free from liens and encumbrances, and are free from defects in design, materials, and workmanship. In addition, Vendor warrants the Equipment, Products, and Services are suitable for and will perform in accordance with the ordinary use for which they are intended. Vendor's dealers and distributors must agree to assist the Member in reaching a resolution in any dispute over warranty terms with the manufacturer. Any manufacturer's warranty that is effective past the expiration of the Vendor's warranty will be passed on to the Member.

D. **DEALERS AND DISTRIBUTORS.** Upon Contract execution, Vendor will make available to Sourcewell a means to validate or authenticate Vendor's authorized Distributors/Dealers relative to the Equipment, Products, and Services related to this Contract. This list may be updated from time-to-time and is incorporated into this Contract by reference. It is the Vendor's responsibility to ensure Sourcewell receives the most current version of this list.

3. PRICING

All Equipment, Products, or Services under this Contract will be priced as stated in Vendor's Proposal.

Regardless of the payment method chosen by the Member, the total cost associated with any purchase option of the Equipment, Products, or Services must always be disclosed in the pricing quote to the applicable Member at the time of purchase.

When providing pricing quotes to Members, all pricing quoted must reflect a Member's total cost of acquisition. This means that the quoted cost is for delivered Equipment, Products, and Services that are operational for their intended purpose, and includes all costs to the Member's requested delivery location.

A. **SHIPPING AND SHIPPING COSTS.** All delivered Equipment and Products must be properly packaged. Damaged Equipment and Products may be rejected. If the damage is not readily apparent at the time of delivery, Vendor must permit the Equipment and Products to be returned within a reasonable time at no cost to Sourcewell or its Members. Members reserve the right to inspect the Equipment and Products at a reasonable time after delivery where circumstances or conditions prevent effective inspection of the Equipment and Products at the time of delivery.

Vendor must arrange for and pay for the return shipment on Equipment and Products that arrive in a defective or inoperable condition.

Sourcwell may declare the Vendor in breach of this Contract if the Vendor intentionally delivers substandard or inferior Equipment or Products. In the event of the delivery of nonconforming Equipment and Products, the Member will notify the Vendor as soon as possible and the Vendor will replace nonconforming Equipment and Products with conforming Equipment and Products that are acceptable to the Member.

B. SALES TAX. Each Member is responsible for supplying the Vendor with valid tax-exemption certification(s). When ordering, Members must indicate if it is a tax-exempt entity.

C. HOT LIST PRICING. At any time during this Contract, Vendor may offer a specific selection of Equipment, Products, or Services at discounts greater than those listed in the Contract. When Vendor determines it will offer Hot List Pricing, it must be submitted electronically to Sourcwell in a line-item format. Equipment, Products, or Services may be added or removed from the Hot List at any time through a Sourcwell Price and Product Change Form as defined in Article 4 below.

Hot List program and pricing may also be used to discount and liquidate close-out and discontinued Equipment and Products as long as those close-out and discontinued items are clearly identified as such. Current ordering process and administrative fees apply. Hot List Pricing must be published and made available to all Members.

4. PRODUCT AND PRICING CHANGE REQUESTS

Vendor may request Equipment, Product, or Service changes, additions, or deletions at any time. All requests must be made in writing by submitting a signed Sourcwell Price and Product Change Request Form to the assigned Sourcwell Contract Administrator. This form is available from the assigned Sourcwell Contract Administrator. At a minimum, the request must:

- Identify the applicable Sourcwell contract number
- Clearly specify the requested change
- Provide sufficient detail to justify the requested change
- Individually list all Equipment, Products, or Services affected by the requested change, along with the requested change (e.g., addition, deletion, price change)
- Include a complete restatement of pricing documentation in Microsoft Excel with the effective date of the modified pricing, or product addition or deletion. The new pricing restatement must include all Equipment, Products, and Services offered, even for those items where pricing remains unchanged.

A fully executed Sourcwell Price and Product Request Form will become an amendment to this Contract and be incorporated by reference.

5. MEMBERSHIP, CONTRACT ACCESS, AND MEMBER REQUIREMENTS

A. **MEMBERSHIP.** Membership in Sourcewell is open to public and nonprofit entities across the United States and Canada; such as municipal, state/province, K-12 and higher education, tribal government, and other public entities.

The benefits of this Contract should be available to all Members that can legally access the Equipment, Products, or Services under this Contract. A Member's authority to access this Contract is determined through its cooperative purchasing, interlocal, or joint powers laws. Any entity accessing benefits of this Contract will be considered a Service Member of Sourcewell during such time of access. Vendor understands that a Member's use of this Contract is at the Member's sole convenience and Members reserve the right to obtain like Equipment, Products, or Services from any other source.

Vendor is responsible for familiarizing its sales and service forces with Sourcewell membership requirements and documentation and will encourage potential members to join Sourcewell. Sourcewell reserves the right to add and remove Members to its roster during the term of this Contract.

B. **PUBLIC FACILITIES.** Vendor's employees may be required to perform work at government-owned facilities, including schools. Vendor's employees and agents must conduct themselves in a professional manner while on the premises, and in accordance with Member policies and procedures, and all applicable laws.

6. MEMBER ORDERING AND PURCHASE ORDERS

A. **PURCHASE ORDERS AND PAYMENT.** To access the contracted Equipment, Products, or Services under this Contract, Member must clearly indicate to Vendor that it intends to access this Contract; however, order flow and procedure will be developed jointly between Sourcewell and Vendor. Typically a Member will issue a purchase order directly to Vendor. Members may use their own forms for purchase orders, but it should clearly note the applicable Sourcewell contract number. Members will be solely responsible for payment and Sourcewell will have no liability for any unpaid invoice of any Member.

B. **ADDITIONAL TERMS AND CONDITIONS.** Additional terms and conditions to a purchase order may be negotiated between a Member and Vendor, such as job or industry-specific requirements, legal requirements (such as affirmative action or immigration status requirements), or specific local policy requirements. Any negotiated additional terms and conditions must never be less favorable to the Member than what is contained in Vendor's Proposal.

C. **PERFORMANCE BOND.** If requested by a Member, Vendor will provide a performance bond that meets the requirements set forth in the Member's purchase order.

D. **SPECIALIZED SERVICE REQUIREMENTS.** In the event that the Member requires service or specialized performance requirements (such as e-commerce specifications, specialized delivery requirements, or other specifications and requirements) not addressed in this Contract, the Member and the Vendor may enter into a separate, standalone agreement, apart from this Contract. Sourcwell, including its agents and employees, will not be made a party to a claim for breach of such agreement.

E. **TERMINATION OF PURCHASE ORDERS.** Members may terminate a purchase order, in whole or in part, immediately upon notice to Vendor in the event of any of the following events:

1. The Member fails to receive funding or appropriation from its governing body at levels sufficient to pay for the goods to be purchased;
2. Federal or state laws or regulations prohibit the purchase or change the Member's requirements; or
3. Vendor commits any material breach of this Contract or the additional terms agreed to between the Vendor and a Member.

F. **GOVERNING LAW AND VENUE.** The governing law and venue for any action related to a Member's purchase order will be determined by the Member making the purchase.

7. CUSTOMER SERVICE

A. **PRIMARY ACCOUNT REPRESENTATIVE.** Vendor will assign an Account Representative to Sourcwell for this Contract and must provide prompt notice to Sourcwell if that person is changed. The Account Representative will be responsible for:

- Maintenance and management of this Contract;
- Timely response to all Sourcwell and Member inquiries; and
- Business reviews to Sourcwell and Members, if applicable.

B. **BUSINESS REVIEWS.** Vendor must perform a minimum of one business review with Sourcwell per contract year. The business review will cover sales to members, pricing and contract terms, administrative fees, supply issues, customer issues, and any other necessary information.

8. REPORT ON CONTRACT SALES ACTIVITY AND ADMINISTRATIVE FEE PAYMENT

A. **CONTRACT SALES ACTIVITY REPORT.** Each calendar quarter, Vendor must provide a contract sales activity report (Report) to the Sourcwell Contract Administrator assigned to this Contract. A Report must be provided regardless of the number or amount of sales during that quarter (i.e., if there are no sales, Vendor must submit a report indicating no sales were made).

The Report must contain the following fields:

- Customer Name (e.g., City of Staples Highway Department);
- Customer Physical Street Address;
- Customer City;
- Customer State;
- Customer Zip Code;
- Customer Contact Name;
- Customer Contact Email Address;
- Customer Contact Telephone Number;
- Sourcwell Assigned Entity/Member Number;
- Item Purchased Description;
- Item Purchased Price;
- Sourcwell Administrative Fee Applied; and
- Date Purchase was invoiced/sale was recognized as revenue by Vendor.

B. ADMINISTRATIVE FEE. In consideration for the support and services provided by Sourcwell, the Vendor will pay an administrative fee to Sourcwell on all Equipment, Products, and Services provided to Members. The Vendor will submit a check payable to Sourcwell for the percentage of administrative fee stated in the Proposal multiplied by the total sales of all Equipment, Products, and Services purchased by Members under this Contract during each calendar quarter. Payments should note the Sourcwell-assigned contract number in the memo and must be mailed to the address above "Attn: Accounts Receivable." Payments must be received no later than forty-five (45) calendar days after the end of each calendar quarter.

Vendor agrees to cooperate with Sourcwell in auditing transactions under this Contract to ensure that the administrative fee is paid on all items purchased under this Contract.

In the event the Vendor is delinquent in any undisputed administrative fees, Sourcwell reserves the right to cancel this Contract and reject any proposal submitted by the Vendor in any subsequent solicitation. In the event this Contract is cancelled by either party prior to the Contract's expiration date, the administrative fee payment will be due no more than thirty (30) days from the cancellation date.

9. AUTHORIZED REPRESENTATIVE

Sourcwell's Authorized Representative is its Chief Procurement Officer.

Vendor's Authorized Representative is the person named in the Vendor's Proposal. If Vendor's Authorized Representative changes at any time during this Contract, Vendor must promptly notify Sourcwell in writing.

10. ASSIGNMENT, AMENDMENTS, WAIVER, AND CONTRACT COMPLETE

A. **ASSIGNMENT.** Neither the Vendor nor Sourcewell may assign or transfer any rights or obligations under this Contract without the prior consent of the parties and a fully executed assignment agreement. Such consent will not be unreasonably withheld.

B. **AMENDMENTS.** Any amendment to this Contract must be in writing and will not be effective until it has been fully executed by the parties.

C. **WAIVER.** If either party fails to enforce any provision of this Contract, that failure does not waive the provision or the right to enforce it.

D. **CONTRACT COMPLETE.** This Contract contains all negotiations and agreements between Sourcewell and Vendor. No other understanding regarding this Contract, whether written or oral, may be used to bind either party.

E. **RELATIONSHIP OF THE PARTIES.** The relationship of the parties is one of independent contractors, each free to exercise judgment and discretion with regard to the conduct of their respective businesses. This Contract does not create a partnership, joint venture, master-servant, principal-agent, or any other relationship.

11. LIABILITY

Vendor must indemnify, save, and hold Sourcewell and its Members, including their agents and employees, harmless from any claims or causes of action, including attorneys' fees, arising out of the performance of this Contract by the Vendor or its agents or employees; this indemnification includes injury or death to person(s) or property alleged to have been caused by some defect in the Equipment, Products, or Services under this Contract to the extent the Equipment, Product, or Service has been used according to its specifications.

12. AUDITS

Sourcewell reserves the right to review the books, records, documents, and accounting procedures and practices of the Vendor relevant to this Contract for a minimum of six (6) years from the end of this Contract. This clause extends to Members as it relates to business conducted by that Member under this Contract.

13. GOVERNMENT DATA PRACTICES

Vendor and Sourcewell must comply with the Minnesota Government Data Practices Act, Minnesota Statutes Chapter 13, as it applies to all data provided by or provided to Sourcewell under this Contract and as it applies to all data created, collected, received, stored, used, maintained, or disseminated by the Vendor under this Contract.

If the Vendor receives a request to release the data referred to in this article, the Vendor must immediately notify Sourcewell and Sourcewell will assist with how the Vendor should respond to the request.

14. INTELLECTUAL PROPERTY

As applicable, Vendor agrees to indemnify and hold harmless Sourcewell and its Members against any and all suits, claims, judgments, and costs instituted or recovered against Sourcewell or Members by any person on account of the use of any Equipment or Products by Sourcewell or its Members supplied by Vendor in violation of applicable patent or copyright laws.

15. PUBLICITY, MARKETING, AND ENDORSEMENT

A. **PUBLICITY.** Any publicity regarding the subject matter of this Contract must not be released without prior written approval from the Authorized Representatives. Publicity includes notices, informational pamphlets, press releases, research, reports, signs, and similar public notices prepared by or for the Vendor individually or jointly with others, or any subcontractors, with respect to the program, publications, or services provided resulting from this Contract.

B. **MARKETING.** Any direct advertising, marketing, or offers with Members must be approved by Sourcewell. Materials should be sent to the Sourcewell Contract Administrator assigned to this Contract.

C. **ENDORSEMENT.** The Vendor must not claim that Sourcewell endorses its Equipment, Products, or Services.

16. GOVERNING LAW, JURISDICTION, AND VENUE

Minnesota law governs this Contract. Venue for all legal proceedings out of this Contract, or its breach, must be in the appropriate state court in Todd County or federal court in Fergus Falls, Minnesota.

17. FORCE MAJEURE

Neither party to this Contract will be held responsible for delay or default caused by acts of God or other conditions that are beyond that party's reasonable control. A party defaulting under this provision must provide the other party prompt written notice of the default.

18. SEVERABILITY

If any provision of this Contract is found to be illegal, unenforceable, or void then both Sourcewell and Vendor will be relieved of all obligations arising under such provisions. If the

remainder of this Contract is capable of performance, it will not be affected by such declaration or finding and must be fully performed.

19. PERFORMANCE, DEFAULT, AND REMEDIES

A. **PERFORMANCE.** During the term of this Contract, the parties will monitor performance and address unresolved contract issues as follows:

1. *Notification.* The parties must promptly notify each other of any known dispute and work in good faith to resolve such dispute within a reasonable period of time. If necessary, Sourcewell and the Vendor will jointly develop a short briefing document that describes the issue(s), relevant impact, and positions of both parties.
2. *Escalation.* If parties are unable to resolve the issue in a timely manner, as specified above, either Sourcewell or Vendor may escalate the resolution of the issue to a higher level of management. The Vendor will have thirty (30) calendar days to cure an outstanding issue.
3. *Performance while Dispute is Pending.* Notwithstanding the existence of a dispute, the Vendor must continue without delay to carry out all of its responsibilities under the Contract that are not affected by the dispute. If the Vendor fails to continue without delay to perform its responsibilities under the Contract, in the accomplishment of all undisputed work, any additional costs incurred by Sourcewell and/or its Members as a result of such failure to proceed will be borne by the Vendor.

B. **DEFAULT AND REMEDIES.** Either of the following constitutes cause to declare this Contract, or any Member order under this Contract, in default:

1. Nonperformance of contractual requirements, or
2. A material breach of any term or condition of this Contract.

Written notice of default and a reasonable opportunity to cure must be issued by the party claiming default. Time allowed for cure will not diminish or eliminate any liability for liquidated or other damages. If the default remains after the opportunity for cure, the non-defaulting party may:

- Exercise any remedy provided by law or equity, or
- Terminate the Contract or any portion thereof, including any orders issued against the Contract.

20. INSURANCE

A. **REQUIREMENTS.** At its own expense, Vendor must maintain insurance policy(ies) in effect at all times during the performance of this Contract with insurance company(ies) licensed or authorized to do business in the State of Minnesota having an "AM BEST" rating of A- or better, with coverage and limits of insurance not less than the following:

1. *Workers' Compensation and Employer's Liability.*

Workers' Compensation: As required by any applicable law or regulation.

Employer's Liability Insurance: must be provided in amounts not less than listed below:

Minimum limits:

\$500,000 each accident for bodily injury by accident

\$500,000 policy limit for bodily injury by disease

\$500,000 each employee for bodily injury by disease

2. *Commercial General Liability Insurance.* Vendor will maintain insurance covering its operations, with coverage on an occurrence basis, and must be subject to terms no less broad than the Insurance Services Office ("ISO") Commercial General Liability Form CG0001 (2001 or newer edition). At a minimum, coverage must include liability arising from premises, operations, bodily injury and property damage, independent contractors, products-completed operations including construction defect, contractual liability, blanket contractual liability, and personal injury and advertising injury. All required limits, terms and conditions of coverage must be maintained during the term of this Contract.

Minimum Limits:

\$1,000,000 each occurrence Bodily Injury and Property Damage

\$1,000,000 Personal and Advertising Injury

\$2,000,000 aggregate for Products-Completed operations

\$2,000,000 general aggregate

3. *Commercial Automobile Liability Insurance.* During the term of this Contract, Vendor will maintain insurance covering all owned, hired, and non-owned automobiles in limits of liability not less than indicated below. The coverage must be subject to terms no less broad than ISO Business Auto Coverage Form CA 0001 (2010 edition or newer).

Minimum Limits:

\$1,000,000 each accident, combined single limit

4. *Umbrella Insurance.* During the term of this Contract, Vendor will maintain umbrella coverage over Workers' Compensation, Commercial General Liability, and Commercial Automobile.

Minimum Limits:

\$2,000,000

5. *Professional/Technical, Errors and Omissions, and/or Miscellaneous Liability.*

During the term of this Contract, Vendor will maintain coverage for all claims the Vendor may become legally obligated to pay resulting from any actual or alleged negligent act, error, or omission related to Vendor's professional services required under this Contract.

Minimum Limits:

\$2,000,000 per claim or event

\$2,000,000 – annual aggregate

6. *Network Security and Privacy Liability Insurance.* During the term of this Contract, Vendor will maintain coverage for network security and privacy liability. The coverage may be endorsed on another form of liability coverage or written on a standalone policy. The insurance must cover claims which may arise from failure of Vendor's security resulting in, but not limited to, computer attacks, unauthorized access, disclosure of not public data – including but not limited to, confidential or private information, transmission of a computer virus, or denial of service.

Minimum limits:

\$2,000,000 per occurrence

\$2,000,000 annual aggregate

Failure of Vendor to maintain the required insurance will constitute a material breach entitling Sourcewell to immediately terminate this Contract for default.

B. CERTIFICATES OF INSURANCE. Prior to commencing under this Contract, Vendor must furnish to Sourcewell a certificate of insurance, as evidence of the insurance required under this Contract. Prior to expiration of the policy(ies), renewal certificates must be mailed to Sourcewell, 202 12th Street Northeast, P.O. Box 219, Staples, MN 56479 or sent to the Sourcewell Contract Administrator assigned to this Contract. The certificates must be signed by a person authorized by the insurer(s) to bind coverage on their behalf. All policies must include there will be no cancellation, suspension, non-renewal, or reduction of coverage without thirty (30) days' prior written notice to the Vendor.

Upon request, Vendor must provide to Sourcewell copies of applicable policies and endorsements, within ten (10) days of a request. Failure to request certificates of insurance by Sourcewell, or failure of Vendor to provide certificates of insurance, in no way limits or relieves Vendor of its duties and responsibilities in this Contract.

C. ADDITIONAL INSURED ENDORSEMENT AND PRIMARY AND NON-CONTRIBUTORY INSURANCE CLAUSE. Vendor agrees to name Sourcewell and its Members, including their officers, agents, and employees, as an additional insured under the Vendor's commercial general liability insurance policy with respect to liability arising out of activities, "operations," or "work" performed by or on behalf of Vendor, and products and completed operations of Vendor. The policy provision(s) or endorsement(s) must further provide that coverage is primary and not excess over or contributory with any other valid, applicable, and collectible insurance or self-insurance in force for the additional insureds.

D. WAIVER OF SUBROGATION. Vendor waives and must require (by endorsement or otherwise) all its insurers to waive subrogation rights against Sourcewell and other additional insureds for losses paid under the insurance policies required by this Contract or other insurance applicable to the Vendor or its subcontractors. The waiver must apply to all deductibles and/or self-insured retentions applicable to the required or any other insurance

maintained by the Vendor or its subcontractors. Where permitted by law, Vendor must require similar written express waivers of subrogation and insurance clauses from each of its subcontractors.

E. UMBRELLA/EXCESS LIABILITY. The limits required by this Contract can be met by either providing a primary policy or in combination with umbrella/excess liability policy(ies).

F. SELF-INSURED RETENTIONS. Any self-insured retention in excess of \$10,000 is subject to Sourcewell's approval.

21. COMPLIANCE

A. LAWS AND REGULATIONS. All Equipment, Products, or Services provided under this Contract must comply fully with applicable federal laws and regulations, and with the laws in the states and provinces in which the Equipment, Products, or Services are sold.

B. LICENSES. Vendor must maintain a valid status on all required federal, state, and local licenses, bonds, and permits required for the operation of the business that the Vendor conducts with Sourcewell and Members.

22. BANKRUPTCY, DEBARMENT, OR SUSPENSION CERTIFICATION

Vendor certifies and warrants that it is not in bankruptcy or that it has previously disclosed in writing certain information to Sourcewell related to bankruptcy actions. If at any time during this Contract Vendor declares bankruptcy, Vendor must immediately notify Sourcewell in writing.

Vendor certifies and warrants that neither it nor its principals are presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from programs operated by the State of Minnesota, the United States federal government, or any Member. Vendor certifies and warrants that neither it nor its principals have been convicted of a criminal offense related to the subject matter of this Contract. Vendor further warrants that it will provide immediate written notice to Sourcewell if this certification changes at any time.

23. PROVISIONS FOR NON-UNITED STATES FEDERAL ENTITY PROCUREMENTS UNDER UNITED STATES FEDERAL AWARDS OR OTHER AWARDS

Members that use United States federal grant or FEMA funds to purchase goods or services from this Contract may be subject to additional requirements including the procurement standards of the Uniform Administrative Requirements, Cost Principles and Audit Requirements for Federal Awards, 2 C.F.R. § 200. Members may also require additional requirements based on specific funding specifications. Within this Article, all references to "federal" should be interpreted to mean the United States federal government. The following list only applies when

a Member accesses Vendor's Equipment, Products, or Services with United States federal funds.

A. EQUAL EMPLOYMENT OPPORTUNITY. Except as otherwise provided under 41 C.F.R. § 60, all contracts that meet the definition of "federally assisted construction contract" in 41 C.F.R. § 60-1.3 must include the equal opportunity clause provided under 41 C.F.R. §60-1.4(b), in accordance with Executive Order 11246, "Equal Employment Opportunity" (30 FR 12319, 12935, 3 C.F.R. §, 1964-1965 Comp., p. 339), as amended by Executive Order 11375, "Amending Executive Order 11246 Relating to Equal Employment Opportunity," and implementing regulations at 41 C.F.R. § 60, "Office of Federal Contract Compliance Programs, Equal Employment Opportunity, Department of Labor." The equal opportunity clause is incorporated herein by reference.

B. DAVIS-BACON ACT, AS AMENDED (40 U.S.C. § 3141-3148). When required by federal program legislation, all prime construction contracts in excess of \$2,000 awarded by non-federal entities must include a provision for compliance with the Davis-Bacon Act (40 U.S.C. § 3141-3144, and 3146-3148) as supplemented by Department of Labor regulations (29 C.F.R. § 5, "Labor Standards Provisions Applicable to Contracts Covering Federally Financed and Assisted Construction"). In accordance with the statute, contractors must be required to pay wages to laborers and mechanics at a rate not less than the prevailing wages specified in a wage determination made by the Secretary of Labor. In addition, contractors must be required to pay wages not less than once a week. The non-federal entity must place a copy of the current prevailing wage determination issued by the Department of Labor in each solicitation. The decision to award a contract or subcontract must be conditioned upon the acceptance of the wage determination. The non-federal entity must report all suspected or reported violations to the federal awarding agency. The contracts must also include a provision for compliance with the Copeland "Anti-Kickback" Act (40 U.S.C. § 3145), as supplemented by Department of Labor regulations (29 C.F.R. § 3, "Contractors and Subcontractors on Public Building or Public Work Financed in Whole or in Part by Loans or Grants from the United States"). The Act provides that each contractor or subrecipient must be prohibited from inducing, by any means, any person employed in the construction, completion, or repair of public work, to give up any part of the compensation to which he or she is otherwise entitled. The non-federal entity must report all suspected or reported violations to the federal awarding agency. Vendor must be in compliance with all applicable Davis-Bacon Act provisions.

C. CONTRACT WORK HOURS AND SAFETY STANDARDS ACT (40 U.S.C. § 3701-3708). Where applicable, all contracts awarded by the non-federal entity in excess of \$100,000 that involve the employment of mechanics or laborers must include a provision for compliance with 40 U.S.C. § 3702 and 3704, as supplemented by Department of Labor regulations (29 C.F.R. § 5). Under 40 U.S.C. § 3702 of the Act, each contractor must be required to compute the wages of every mechanic and laborer on the basis of a standard work week of 40 hours. Work in excess of the standard work week is permissible provided that the worker is compensated at a rate of not less than one and a half times the basic rate of pay for all hours worked in excess of 40 hours in the work week. The requirements of 40 U.S.C. § 3704 are applicable to construction

work and provide that no laborer or mechanic must be required to work in surroundings or under working conditions which are unsanitary, hazardous or dangerous. These requirements do not apply to the purchases of supplies or materials or articles ordinarily available on the open market, or contracts for transportation or transmission of intelligence. This provision is hereby incorporated by reference into this Contract. Vendor certifies that during the term of an award for all contracts by Sourcewell resulting from this procurement process, Vendor must comply with applicable requirements as referenced above.

D. RIGHTS TO INVENTIONS MADE UNDER A CONTRACT OR AGREEMENT. If the federal award meets the definition of "funding agreement" under 37 C.F.R. § 401.2(a) and the recipient or subrecipient wishes to enter into a contract with a small business firm or nonprofit organization regarding the substitution of parties, assignment or performance of experimental, developmental, or research work under that "funding agreement," the recipient or subrecipient must comply with the requirements of 37 C.F.R. § 401, "Rights to Inventions Made by Nonprofit Organizations and Small Business Firms Under Government Grants, Contracts and Cooperative Agreements," and any implementing regulations issued by the awarding agency. Vendor certifies that during the term of an award for all contracts by Sourcewell resulting from this procurement process, Vendor must comply with applicable requirements as referenced above.

E. CLEAN AIR ACT (42 U.S.C. § 7401-7671Q.) AND THE FEDERAL WATER POLLUTION CONTROL ACT (33 U.S.C. § 1251-1387). Contracts and subgrants of amounts in excess of \$150,000 require the non-federal award to agree to comply with all applicable standards, orders or regulations issued pursuant to the Clean Air Act (42 U.S.C. § 7401- 7671q) and the Federal Water Pollution Control Act as amended (33 U.S.C. § 1251- 1387). Violations must be reported to the Federal awarding agency and the Regional Office of the Environmental Protection Agency (EPA). Vendor certifies that during the term of this Contract will comply with applicable requirements as referenced above.

F. DEBARMENT AND SUSPENSION (EXECUTIVE ORDERS 12549 AND 12689). A contract award (see 2 C.F.R. § 180.220) must not be made to parties listed on the government wide exclusions in the System for Award Management (SAM), in accordance with the OMB guidelines at 2 C.F.R. §180 that implement Executive Orders 12549 (3 C.F.R. § 1986 Comp., p. 189) and 12689 (3 C.F.R. § 1989 Comp., p. 235), "Debarment and Suspension." SAM Exclusions contains the names of parties debarred, suspended, or otherwise excluded by agencies, as well as parties declared ineligible under statutory or regulatory authority other than Executive Order 12549. Vendor certifies that neither it nor its principals are presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation by any federal department or agency.

G. BYRD ANTI-LOBBYING AMENDMENT, AS AMENDED (31 U.S.C. § 1352). Vendors must file any required certifications. Vendors must not have used federal appropriated funds to pay any person or organization for influencing or attempting to influence an officer or employee of any agency, a member of Congress, officer or employee of Congress, or an employee of a member of Congress in connection with obtaining any federal contract, grant, or any other award

covered by 31 U.S.C. § 1352. Vendors must disclose any lobbying with non-federal funds that takes place in connection with obtaining any federal award. Such disclosures are forwarded from tier to tier up to the non-federal award. Vendors must file all certifications and disclosures required by, and otherwise comply with, the Byrd Anti-Lobbying Amendment (31 U.S.C. § 1352).

H. RECORD RETENTION REQUIREMENTS. To the extent applicable, Vendor must comply with the record retention requirements detailed in 2 C.F.R. § 200.333. The Vendor further certifies that it will retain all records as required by 2 C.F.R. § 200.333 for a period of three (3) years after grantees or subgrantees submit final expenditure reports or quarterly or annual financial reports, as applicable, and all other pending matters are closed.

I. ENERGY POLICY AND CONSERVATION ACT COMPLIANCE. To the extent applicable, Vendor must comply with the mandatory standards and policies relating to energy efficiency which are contained in the state energy conservation plan issued in compliance with the Energy Policy and Conservation Act.

J. BUY AMERICAN PROVISIONS COMPLIANCE. To the extent applicable, Vendor must comply with all applicable provisions of the Buy American Act. Purchases made in accordance with the Buy American Act must follow the applicable procurement rules calling for free and open competition.

K. ACCESS TO RECORDS (2 C.F.R. § 200.336). Vendor agrees that duly authorized representatives of a federal agency must have access to any books, documents, papers and records of Vendor that are directly pertinent to Vendor's discharge of its obligations under this Contract for the purpose of making audits, examinations, excerpts, and transcriptions. The right also includes timely and reasonable access to Vendor's personnel for the purpose of interview and discussion relating to such documents.

L. PROCUREMENT OF RECOVERED MATERIALS (2 C.F.R. § 200.322). A non-federal entity that is a state agency or agency of a political subdivision of a state and its contractors must comply with Section 6002 of the Solid Waste Disposal Act, as amended by the Resource Conservation and Recovery Act. The requirements of Section 6002 include procuring only items designated in guidelines of the Environmental Protection Agency (EPA) at 40 C.F.R. § 247 that contain the highest percentage of recovered materials practicable, consistent with maintaining a satisfactory level of competition, where the purchase price of the item exceeds \$10,000 or the value of the quantity acquired during the preceding fiscal year exceeded \$10,000; procuring solid waste management services in a manner that maximizes energy and resource recovery; and establishing an affirmative procurement program for procurement of recovered materials identified in the EPA guidelines.

24. CANCELLATION

Sourcewell or Vendor may cancel this Contract at any time, with or without cause, upon sixty (60) days' written notice to the other party. However, Sourcewell may cancel this Contract immediately upon discovery of a material defect in any certification made in Vendor's Proposal. Termination of this Contract does not relieve either party of financial, product, or service obligations incurred or accrued prior to termination.

Sourcewell

DocuSigned by:
Jeremy Schwartz
By: _____
C0FD2A139D06489...
Jeremy Schwartz
Title: Director of Operations & Procurement/CPO
Date: 7/17/2019 | 3:46 PM CDT

Sunrise Banks N.A.

DocuSigned by:
David Reiling
By: _____
2880F1C5ACF6480...
David Reiling
Title: CEO Sunrise Banks N.A.
Date: 7/22/2019 | 9:22 AM CDT

Approved:

DocuSigned by:
Chad Coquette
By: _____
7E42B8F817A64CC...
Chad Coquette
Title: Executive Director/CEO
Date: 7/17/2019 | 8:09 PM CDT

RFP #060519 - Employee Loans and Related Financial Services

Vendor Details

Company Name: University Financial Corp., GBC and Subsidiaries
Does your company conduct business under any other name? If yes, please state: Sunrise Banks
Address: 200 University Avenue W
St. Paul, Minnesota 55103
Contact: Jamie Nabozny
Email: Jamie.Nabozny@sunrisebanks.com
Phone: 612-669-8707
HST#: 41-1557799

Submission Details

Created On: Tuesday June 04, 2019 13:31:44
Submitted On: Tuesday June 04, 2019 16:36:57
Submitted By: Jamie Nabozny
Email: Jamie.Nabozny@sunrisebanks.com
Transaction #: 27087764-2ed4-440e-8c44-2cdc208dc20f
Submitter's IP Address: 173.8.108.250

Specifications

Proposer Identity & Authorized Representatives

Line Item	Question	Response *
1	Proposer Legal Name (and applicable d/b/a, if any):	Sunrise Banks, N.A.
2	Proposer Address:	200 University Avenue West Saint Paul, MN 55103
3	Proposer website address:	www.SunriseBanks.com
4	Proposer's Authorized Representative (name, title, address, email address & phone) (The representative must have authority to sign the "Proposer's Assurance of Compliance" on behalf of the Proposer):	David Reiling CEO, Sunrise Banks, N.A. 2525 Wabash Avenue Saint Paul, MN 55114 david.reiling@sunrisebanks.com (651) 265-5600
5	Proposer's primary contact for this proposal (name, title, address, email address & phone):	Jamie Nabozny Vice President, TrueConnect Business Development Sunrise Banks, N.A. 2525 Wabash Avenue Saint Paul, MN 55114 Jamie.Nabozny@sunrisebanks.com 612-669-8707
6	Proposer's other contacts for this proposal, if any (name, title, address, email address & phone):	Eric Schurr Chief Strategy Officer, National Products Sunrise Banks, N.A. 2525 Wabash Avenue Saint Paul, MN 55114 eric.schurr@sunrisebanks.com (651) 927-1648 Andrew Toftey Corporate Counsel Sunrise Banks, N.A. 2525 Wabash Avenue Saint Paul, MN 55144 Andrew.Toftey@sunrisebanks.com

Company Information and Financial Strength

Line Item	Question	Response *
7	Provide a brief history of your company, including your company's core values, business philosophy, and industry longevity related to the requested equipment, products or services.	<p>Sunrise Banks, founded in 1962, is a family owned nationally chartered community bank. It is national banking association, chartered under the National Bank Act and regulated by the Office of the Comptroller of the Currency. The unique mission of Sunrise Banks embeds the organization in the local urban community it serves. Sunrise is governed by a Board of Directors and guided by an Advisory Committee comprised of local business owners, community representatives, and local ownership.</p> <p>Sunrise Banks has a dynamic social entrepreneur at its helm, leading a team that innovates in the financial services industry and strives for financial inclusion for all. Sunrise has a long history of serving inner city communities in Minneapolis and St. Paul. The bank's six branches are located in the urban core of Minneapolis and St. Paul. Sunrise's innovative spirit also manifests nationally through various initiatives to serve those who are traditionally left out of mainstream financial services such as TrueConnect. All of the business lines are not only held to financial sustainability goals, but also demonstrate progress in achieving positive social impact.</p> <p>Sunrise Banks is certified by the U.S. Department of the Treasury as a Community Development Financial Institution (CDFI), a designation earned by approximately 137 financial institutions nationwide. Sunrise Banks is also a member of the Global Alliance for Banking on Values and is a certified B Corp for its demonstrated commitment to transparent corporate governance and positive community impact. Sunrise was the first CDFI bank certified in the State of Minnesota, the first Certified B Corp in the State of Minnesota, and its holding company, University Financial Corp., was one of the first Public Benefit Corporations in the State of Minnesota.</p> <p>Sunrise Banks strives to serve and revitalize the most distressed communities in Minneapolis and Saint Paul. Year after year, Sunrise commits 60% of its lending activity to these communities (totaling over \$116 million in 2018 alone). Sunrise Banks' lending supports local</p>

small businesses, promotes economic development, and supports affordable housing development in communities hit hard by long-term poverty.

The bank's Impact Deposit Fund (IDF) allows depositors the option to designate their funds to revitalize the urban landscape. The IDF deposits support loans for affordable housing, small business development, and not-for-profit entities.

Sunrise has assets of over \$1.2 Billion and approximately 250 employees focused on financial inclusion, innovation, positive social impact, and sustainability. A copy of our financial records and our annual Impact statement is included in the Appendix.

Sunrise Banks offers an automated employee loan program for eligible employers through a technology platform called TrueConnect, which was developed and patented by Employee Loan Solutions LLC (ELS) in Solana Beach, CA. We have been offering TrueConnect to our own employees since 2013 with positive results. The feedback and participation levels from our employees caused us to reach out to one of our oldest and most trusted customers, Lutheran Social Services of Minnesota (LSS). They agreed to offer TrueConnect to their employees to evaluate whether it met their standards for safe, affordable credit to populations most in need of financial help. LSS was so impressed by the TrueConnect employee loan program, and the feedback they got from their employees, they agreed to offer their LSS Financial Choice credit-counseling program as an added feature of the TrueConnect program, for any employee in the US who takes a TrueConnect loan. Together, we've made the TrueConnect financial wellness program available to over 2500 employers across the US, both public and private sector.

The founders of Employee Loan Solutions, LLC (ELS) were previously senior executives together at Intuit, Inc. – the company behind QuickBooks and TurboTax. They led the TurboTax product innovation team, evaluating and developing new business initiatives for the company. One such project required a thorough analysis of the "alternative credit market", such as payday and car title lending. They spent months conducting focus groups and research to understand the customers that used such products, and why traditional banks and credit unions wouldn't lend to them.

The Founders of ELS were troubled by what they learned: millions of working class Americans, many with good paying jobs, were trapped in a vicious cycle of debt caused by a reliance on payday and car title loans. They often could not get credit in times of crisis, because of their personal credit history or lack of a credit score. Approximately 20 percent of Americans have "subprime credit" or no credit score or credit history at all. They are known as "credit invisible". Often, their troubled credit history was not their fault – triggered by things like family health problems or abusive marriages. Many had no credit history because they were new immigrants to the US, or were new employees who had never used credit before. But because of their credit history, they did not qualify for the kinds of traditional credit options that most people take for granted – bank loans, credit union loans, credit cards, etc.

After leaving Intuit, they decided to do something about it. Their goal was to create new and better credit opportunities for those who have few options available for emergency or unexpected financial needs.

They focused their efforts with a few key objectives in mind:

1. Loans should come from traditional, regulated financial institutions (banks and credit unions, not finance companies) – but without relying on credit scores .
2. Creating technology and supporting processes to innovate the existing loan making process to meet the unique needs of this consumer.
3. Creating a servicing channel to reduce the cost and risk to the lender, so loans are affordable but sustainable.

The outcome was TrueConnect: a voluntary employee benefit program offered at no cost and no financial risk to employers, but that would enable employees to access safe, affordable credit from a regulated financial institution without need for a credit score. All of these innovations would result in a better, safer, more affordable alternative for borrowers.

The Founders filed for and were awarded a patent for their innovative program of providing access to loans through employers, which could be repaid through automated payroll deductions. ELS owns the patent awarded by the US Patent and Trademark office in 2008, Patent number 7,386,507.

After being awarded a patent for this innovative solution to a difficult problem, ELS spent over a year working closely with Federal bank regulatory agencies that had been working to identify viable, scalable, banking alternatives to payday lending in the small dollar credit space. The Federal Deposit Insurance Corporation (FDIC) led a three-year pilot program, supported by the US Department of Treasury, the Federal Reserve and the Office of the Comptroller of the Currency. Together they invited banks, credit unions, and innovators like ELS to participate and share their ideas on how to best serve the needs of consumers in need of small, short-term credit. ELS made several presentations to these regulatory agencies on the employer-based loan model envisioned in TrueConnect, and received very favorable feedback on the model.

Many of the program elements, such as loan sizes and program terms, were shaped by information learned from these Federal agencies and the other pilot program participants, specifically around how to best meet the credit needs of the people most in need of this kind of help.

While participating in the FDIC’s Small Dollar Loan pilot program, ELS also worked with a wide range of subject matter experts in the area of consumer finance, consumer protection and consumer advocacy. ELS conducted focus groups over 18 months with leading consumer advocacy organizations to develop the specific terms and conditions of the TrueConnect loan program, particularly on issues like: how many options to present to consumers, how many loans should borrowers be able to take, should loans be refinanced, how long should the repayment terms be, etc.

The specific terms and conditions of the TrueConnect program were not arbitrary or based on what was in the best interest of the lender, but were developed with fastidious and extensive collaboration with Federal regulatory agencies and leading experts in consumer protection and advocacy.

TrueConnect was designed as a technology platform to facilitate loans from a regulated bank, like Sunrise Banks, N.A. – it is not a state-licensed finance company and does not issue its own loans. State lending licenses are relatively easy to obtain, have different regulatory standards from state-to-state, and often do not require the kind of rigorous and extensive oversight and investigation required to be a federally chartered bank. Part of the goal of TrueConnect is to help bring employees who today are excluded from the “traditional” credit markets back into the regulated finance world of banks and credit unions, and not leave them to the wild-wild-west of the non-bank, alternative credit markets littered with payday lenders, pawn shops and car title lenders.

TrueConnect Local Lending Partners

Sunrise Banks also partners with community-based financial institutions in the delivery of the program to employers. We understood early on that some employers, particularly public sector employers, would want to have involvement from a financial institution closer to home. For example, Sunrise has partnered with a credit union which can serve employees in 4 counties, including Santa Fe County, New Mexico. For employers who choose to have their involvement in the TrueConnect program, their employees’ loans are funded by the local credit union and they are provided information on how to participate in the financial education and coaching services they provide locally in their service area. So if Sourcewell members have a local bank or credit union that they prefer to work with to provide TrueConnect to their employees, we have a track record of helping accomplish that.

Experience in the market

TrueConnect is now available to over 2500 public and private sector employers across the United States. We have worked with large and small employers, with public, private and non-profit employers. Overall, we have employees in 48 states that have TrueConnect available through their employer. The biggest employer using TrueConnect is Comcast, with 160,000 employees across the United States, which launched TrueConnect for its employees beginning in the summer of 2018.

While many of our employers are private sector, a growing number of public-sector employers have begun to offer TrueConnect to their employees as well, including the City of Phoenix, Arizona; City of Tucson, Arizona; City of Anaheim, California; the City of Albuquerque, New Mexico; the City of Culpeper, Virginia; Dona Ana County, New Mexico; the City of Bernalillo, New Mexico, the City of Cuyahoga Falls, Ohio; the Santa Fe Public School District; Northern New Mexico College; Central New Mexico College; the Eastern Municipal Water District of Southern California; the Camino Real Regional Utility Authority – among others across the United States. TrueConnect was recently adopted as an official employee benefit offering of the New Mexico Association of Counties on behalf of all 33 Counties in that State, and over half of their member Counties have signed up for the TrueConnect program in the first year.

Overall, Sunrise Banks is a recognized national leader in the area of financial services innovation and its partnership with ELS’s patented TrueConnect program has been helping tens of thousands of employees across the United States gain access to emergency financial credit. Our program was built deliberately and responsibly with input and participation from leading consumer advocacy experts and federal regulatory agencies. Together, Sunrise Banks and ELS have delivered a well-respected and rapidly growing benefit program to employers across the United States.

8 Provide a detailed description of the products and services that you are offering in your proposal.

TrueConnect is a voluntary employee benefit program offered at no cost or financial risk to the employer. In the case of a public sector employer, like many of Sourcewell’s members, that means TrueConnect requires no budget outlay and puts no taxpayer dollars at risk. TrueConnect is more than just an employee loan. TrueConnect is a comprehensive employee financial wellness program, designed to help those employees who are struggling with their personal finances and have few options to address their needs. For example, anyone taking a TrueConnect loan is eligible for free credit counseling from Lutheran Social Services (LSS) of Minnesota. Numerous studies have indicated that as many as 4 in 10 employees would be unable to handle an unexpected expense as small as \$1000, because they live paycheck to paycheck. They also do not have adequate savings or access to emergency funds when such a financial crisis arises. The effect on the employee can be a severe increase in stress, which can lead to a number of health outcomes including overeating, lack of sleep, increase in heart attack or stroke risk, etc. In fact, the American Psychiatric Association says that stress is a major cause of poor health outcomes, with

financial stress being the overwhelmingly biggest cause of stress for most people. From the employer's perspective, an employee drowning in a personal financial crisis is likely to be less productive, less engaged at work, and more likely to leave employment. A study from the Society of Human Resource Managers (SHRM) showed that 76% of HR leaders report seeing an increase in employee financial stress in recent years.

The employees most impacted by personal financial stress are those with poor personal credit history or no credit scores at all. Personal credit scores are the primary tool used by banks and credit unions to determine eligibility for most financial products – mortgages, credit cards, loans, etc. People with average or better than average credit are often inundated with choices and options for more and more credit; people with poor credit are most often turned down for credit in times of need. About 15-20% of Americans are deemed "subprime" according to FICO, the leading credit score provider – which means they often struggle to qualify for traditional credit options most of us take for granted. An additional 11% are considered "credit invisible", meaning they have very little or no credit history and therefore have no credit score at all. Often these are new immigrants to the US without a local banking history, or new workers who have never taken a loan or owned a credit card. For these "credit challenged", there can be very few choices available when a financial crisis hits. This is why millions of Americans turn to choices that many consider "predatory" – payday loans or car title loans. These loans do not require a credit score, so people who do not qualify for "traditional" credit will often turn to these payday loans as a solution in times of need. The demand for a loan without a credit score is so significant, there are more payday loan retail locations in the US than either McDonalds or Starbucks, according to the Consumer Financial Protection Bureau (CFPB).

Payday loans are exorbitantly expensive – often in excess of 300-350% APR, according to the CFPB. Many states have interest rate limits on payday loans – like 391% APR in California or 175% APR in New Mexico. But even those limits are significantly higher than what those with good credit would expect to pay. Even worse, borrowers are often trapped in a cycle of debt for a long period of time, trying to pay them off. The entire balance and fees are usually due in full by the next pay period – approximately 2 weeks to a month. The average consumer ends up "flipping" their loan 8 or 9 times, paying a new fee each time, before the consumer has enough money at the same time to pay off the balance – according to the CFPB. In the case of a car title loan, which is growing in popularity, the borrower's car title is used as collateral for a loan as small as \$750. Pay back the loan in 2 weeks, or they will repossess your car.

The CFPB, the federal agency charged with regulating this kind of "alternative" credit provided outside the regulated banking world, recently proposed a nationwide target of 36% APR for these kinds of loans. They do not have the authority to regulate interest rates, so it is only established as a "target" with additional reporting requirements for loans above that interest rate. However, one problem identified in the CFPB regulation was the lack of true, viable alternatives for consumers in need – who often turn to payday and car title loans when they know their poor credit will get them turned down everywhere else.

This is the problem TrueConnect was designed to solve. Once an employer enrolls in TrueConnect, the employees become eligible for a small loan from a Nationally Chartered, FDIC-insured bank, certified by the U.S. Treasury Department as a Community Development Financial Institution, with no credit check and no fees up to \$4000 in times of need. TrueConnect also offers traditionally underwritten loans up to \$20,000 with rates as low as 9% (or less) to qualified borrowers. TrueConnect is ONLY available as a voluntary employee benefit program through an employer. There is no cost or financial risk to the employer – the employer does not fund the loans, does not guarantee the loans, and is not a party to the loans. The employer is simply making a benefit program available to the employees, of which a bank loan is simply an important element of the benefit program. Employees are directed to the TrueConnect website at www.TrueConnectLoan.com/apply where they can find more information about the program and can start a loan application. Employees can do this at any time of day or night, at home or at work. They do not have to talk to any of their coworkers in HR or Benefits to determine eligibility or explain why they have a financial need; the experience is private.

The Employee answers a few questions about themselves online to confirm their identity and employment status. The Employee is shown the loan sizes they qualify for based on their income and tenure with that employer. The Employee selects the loan size needed, and designates an account number and routing number where the funds should be routed. Approval is confirmed instantly and funds are received usually the next business day. Loans are repaid by automated payroll deductions over a full year term, just like other employee benefits are paid. The balance can be paid off early without any penalty or fees. The interest rate is clearly disclosed, along with the payroll deduction amount for each loan size the employee is qualified for. There are no application fees, no late fees; no fees of any kind other than the disclosed interest rate. All employees qualify for the same interest rate, regardless of their personal credit history and without using a credit score.

There is an overall limit of \$4000 that can be borrowed at any one time, regardless of income. And TrueConnect cannot deduct more than 8% of an employee's paycheck for repayment of a TrueConnect loan – so if the repayment amount on a \$4000 loan will consumer more than 8% of the employee's paycheck, the system automatically adjusts the available loan options to only smaller amounts the employee can afford to repay comfortably. We want at least 92% of the employee's paycheck to remain available for food, rent, car payments and other "life expenses."

Each repayment via payroll deduction is reported to the credit agencies as an on-time, in-full repayment of a bank loan – which gives the employee an opportunity to rebuild, establish or restore a positive credit history. The goal is to get that employee back into a positive credit history environment where they can again qualify for more traditional credit sources in the future.

		All borrowers are also eligible for up to six free credit counseling sessions from a federally licensed credit-counseling agency, Lutheran Social Services of Minnesota, through their LSS Financial Choice program. We consider the loan program to be akin to a life vest available to a drowning employee looking for help; but the credit counseling is the swimming lessons to help that employee avoid being in crisis the next time.
9	What are your company's expectations in the event of an award?	<p>We have experienced a sharp increase in interest from public sector employers, wanting to adopt TrueConnect for their employees. Even though TrueConnect is offered at no cost and no financial risk to the employer, and therefore should not necessarily qualify as a "procurement" in the traditional sense, many of these public sector employers are dissuaded from moving forward because of the time consuming and expensive process of going through a local competitive bidding process. They want to solve this problem for their employees, but need a way to satisfy the interpreted need for a competitive bidding process. Our expectation is that we will be able to help Sourcewell members to access TrueConnect benefits for their employees quicker and more easily through a Sourcewell contract.</p> <p>More importantly, in our experience, there is a disconnect between the procurement departments at these public entities and their HR/Benefits departments. Benefits decision makers don't buy a lot of commodity products, are not engaged in the competitive bidding process, and are often unaware of cooperative purchasing agreements. We have developed an extensive and sophisticated infrastructure to market TrueConnect to public sector HR/Benefits leaders, and can help Sourcewell build its network of contacts and inroads into those departments and their decision makers.</p> <p>Our expectation is that we will not only be able to help Sourcewell members access TrueConnect for their employees, but that we can play a role in helping them to understand and appreciate the value of their Sourcewell membership and Sourcewell cooperative purchasing contracts to obtain a wide range of other employee benefit programs and services. We can help Sourcewell members access all of their Sourcewell awarded benefit programs, not just TrueConnect, and make them aware of other Sourcewell cooperative purchasing contracts.</p>
10	Demonstrate your financial strength and stability with meaningful data. This could include such items as financial statements, SEC filings, credit and bond ratings, letters of credit, and detailed reference letters. Upload supporting documents (as applicable) in the document upload section of your response.	Please find Sunrise Banks N.A. audited financial statements in the Appendix.
11	What is your US market share for the solutions that you are proposing?	As the awarded patent holder on the employee loan benefit model, we are not aware of any other national provider of an employee loan program providing employees access to loans from an FDIC insured bank without use of credit scores or credit history. So we are certainly the dominant if not exclusive provider of our solution in the US Market, although we are currently available to only a small portion of the available US market so far. The employee loan category is still relatively new and small in the benefits environment.
12	What is your Canadian market share, if any?	Sunrise Banks, N.A. is a federally chartered, FDIC-insured bank headquartered in St. Paul, Minnesota and can therefore make loans to anyone in the United States. We do not currently have a charter to lend in Canada. Sunrise Banks as a member of the Global Alliance of Banking on Values has relationships with Canadian banks and credit unions that could potentially act as financing partners to facilitate the TrueConnect volunteer employee benefit in accordance with Canadian banking and consumer finance regulations.
13	Has your business ever petitioned for bankruptcy protection? If so, explain in detail.	No.
14	<p>How is your organization best described: is it a manufacturer, a distributor/dealer/reseller, or a service provider? Answer whichever question (either a) or b) just below) best applies to your organization.</p> <p>a) If your company is best described as a distributor/dealer/reseller (or similar entity), provide your written authorization to act as a distributor/dealer/reseller for the manufacturer of the products proposed in this RFP. If applicable, is your dealer network independent or company owned?</p> <p>b) If your company is best described as a manufacturer or service provider, describe your relationship with your sales and service force and with your dealer network in delivering the products and services proposed in this RFP. Are these individuals your employees, or the employees of a third party?</p>	<p>Sunrise Banks N.A., as the primary lender of record for the TrueConnect employee benefit program, is a service provider.</p> <p>Sunrise Banks utilizes ELS as its primary marketing and sales agent. ELS, in turn, leverages a national network of approved benefit brokers, benefit enrollment platform companies, and TrueConnect associates, who offer TrueConnect to their clients. All brokers and associates representing TrueConnect are subject to background checks and vetting, are required to provide proof of insurance, and contractually agree to only use materials supplied and approved by Sunrise Banks to market TrueConnect to clients or prospective clients. They are all bound contractually to comply by the terms and conditions of a Sourcewell Master Contract if one is awarded.</p> <p>Furthermore, all TrueConnect Employer Agreements are approved by Sunrise Banks – regardless of whether the account was brought in directly or by a benefit broker, benefit enrollment platform, or sales Associate. Sunrise Banks must approve all new employers before their employees have access to TrueConnect and can verify and confirm the enforcement of Sourcewell contract terms directly. So we have both contractual and operational control of the program to ensure enforcement of the Sourcewell contract elements, including payment of Sourcewell Administrative fees.</p>

15	If applicable, provide a detailed explanation outlining the licenses and certifications that are both required to be held, and actually held, by your organization (including third parties and subcontractors that you use) in pursuit of the business contemplated by this RFP.	<p>TrueConnect is not an insurance product, so there are no licenses or certifications required from benefit brokers, associates, or benefit enrollment platforms that represent TrueConnect to their clients or prospective clients. Nonetheless, if they are a licensed insurance broker, we do ask for their state insurance license information and business insurance policy number as part of our vetting and approval process before they can represent TrueConnect to their clients and prospective clients. We do not want to be represented by a broker who has had their license suspended or terminated for any reason, even if an insurance license is not required to market TrueConnect to clients.</p> <p>Sunrise Banks is an FDIC insured, federally chartered bank located in Saint Paul, Minnesota. The bank is subject to the regulations of the Federal government and the state of Minnesota. The bank's federal charter provides federal preemption of other state statutes. The TrueConnect loans are loan agreements between Sunrise Banks and the employee directly, which Sunrise Banks is authorized to originate under its federal bank charter. Sunrise Banks is regulated by the Office of the Comptroller of the Currency (OCC) and the TrueConnect program is audited and overseen by the OCC as a function of their oversight and regulation of Sunrise Banks. TrueConnect is one of the bank's third-party vendors, providing a lending technology platform to facilitate the loan agreement between the bank and an employee.</p>
16	Provide all "Suspension or Disbarment" information that has applied to your organization during the past ten years.	There are none
17	Within this RFP category there may be subcategories of solutions. List subcategory titles that best describe your products and services.	<p>TrueConnect is an Employee Loan Program with Related Financial Services, as described in the RFP #060519. The Related Financial Services, which are available at no cost to Sourcewell members or their employees, includes the 6 free credit counseling sessions from Lutheran Social Services (LSS Financial Choice). We can work with or partner alongside any or all of the other identified subcategories under a Sourcewell contract, if that is advantageous or beneficial to Sourcewell.</p>

Industry Recognition & Marketplace Success

Line Item	Question	Response *
18	Describe any relevant industry awards or recognition that your company has received in the past five years	<ul style="list-style-type: none"> <input type="checkbox"/> Sunrise Banks/Employee Loan Solutions was awarded the 2015 Opportunity Finance Network's - Wells Fargo NEXT Award. This award recognizes TrueConnect's innovative offering to help unbanked and under banked consumers. Employee Loan Solutions/TrueConnect was awarded a US Patent in 2008 for its innovative model of facilitating a consumer loan structured as an employee benefit program through an employer. <input type="checkbox"/> 2018 Sunrise Banks received a Bank Enterprise Award from the U.S. Treasury's Community Development Financial Institutions (CDFI) Fund to empower financial wellness in its local communities. <input type="checkbox"/> 2018 Sunrise Banks was named "Best for the World" by B Lab for the sixth (2013-18) consecutive year. This ranks Sunrise in the top 10% of B Corps (Benefit Corporations) in the world for overall positive social and environmental impact. <input type="checkbox"/> 2018 Sunrise Banks was named top Minnesota Lender by the U.S. Small Business Administration. <input type="checkbox"/> Sunrise Banks was named a 2018 Financial Health Leader by the Center For Financial Services Innovation. <input type="checkbox"/> 2018 Sunrise Banks CEO, David Reiling, was honored with a "Trust Lifetime Achievement Award" by Trust Across America. <input type="checkbox"/> 2018, 2016, 2015, 2014 Sunrise was honored to have Top Women in Business – Minneapolis/St. Paul Business Journal <input type="checkbox"/> 2017 & 2015 Best Places to Work – Minneapolis/St. Paul Business Journal <input type="checkbox"/> 2016 Most Admired CEO, David Reiling - Minneapolis/St. Paul Business Journal <input type="checkbox"/> 2016 Community Impact Awards: Workplace Giving – Finance & Commerce <input type="checkbox"/> 2015 Best in Class – Midsized: Community Impact Award – Minnesota Business <input type="checkbox"/> 2014 Good Leader Award, David Reiling – Minnesota Business

19	What percentage of your sales are to the governmental sector in the past three years	<p>TrueConnect is now available to over 2500 employers across the United States, both public and private sector. The majority of those customers, and the largest number of employees are in the private sector – like Comcast, which has 160,000 employees across the United States.</p> <p>However, within the last two years, TrueConnect has begun to take hold in the public sector as well. About 25% of the new employers that have enrolled in the TrueConnect program in the last year have been public sector employers, although they make up a much smaller percentage of our total number of covered employees.</p> <p>Government and education employers tend to take longer to adopt innovative benefits like TrueConnect, and have complicated processes for approving agreements – even for a benefit program like TrueConnect that is offered at no cost and no financial risk to the employer. We believe the Sourcewell contract will vastly accelerate our capacity to grow in the public sector. And we can show these employers how Sourcewell contracts can help them add a wide range of benefit services for their employees through their Sourcewell membership.</p> <p>We also have a large percentage of nonprofit and educational organizations adopting TrueConnect for their employees. TrueConnect is offered to organizations like Lutheran Social Services, The Minneapolis Foundation, Bridge for Youth in Minnesota, and the Harriet Tubman Center in Minnesota, The Boys and Girls Clubs of Indiana, the Valley of the Sun United Way in Arizona, Habitat for Humanity in Florida, Catholic Charities of Oklahoma City, and The Cleveland Housing Network in Ohio. We believe that TrueConnect contributes to the missions of these organizations, by providing their employees with a comprehensive financial wellness program that allows their employees to work in a not-for-profit environment more sustainably. We can grow Sourcewell's services to these member organizations as well.</p>
20	What percentage of your sales are to the education sector in the past three years	<p>We see the education sector as one of our greatest untapped opportunities for growth for TrueConnect. Less than 5% of our customers in the past three years have been in the education sector. We include in that category K-12 school districts, High School districts, universities and community colleges. Even small school districts and community colleges have cumbersome contracting processes that can take many months, which can cause even interested customers to defer on TrueConnect because of their process required to procure the service – even at no cost or financial risk. We believe Sourcewell's strength in the education sector with cooperative purchasing contracts will help accelerate the growth of TrueConnect significantly, just by lowering the procedural barriers in the procurement process. We have developed a specific "Education Version" of the TrueConnect program that was designed to deal with the unusual payroll schedules in some school districts and colleges. Our system is intelligent enough to recognize if an employee is only on a 9-month or 10-month payroll schedule, because they do not work summers and are not paid in the summer months. The TrueConnect system automatically makes the adjustment and does the loan calculation and repayment schedule based on that payroll reality for that employee.</p>
21	List any state or cooperative purchasing contracts that you hold. What is the annual sales volume for each of these contracts over the past three years?	<p>TrueConnect was officially adopted as an employee benefit offering by the New Mexico Association of Counties (NMAC) in 2018. NMAC adopted TrueConnect as part of their membership benefit package after hearing from Dona Ana County how beneficial TrueConnect has been for their county employees in need. This allows the 31 NMAC member counties to adopt TrueConnect for their employees through their NMAC membership. In just one year, over half of the NMAC member counties signed up for TrueConnect for their employees. The rest are still evaluating the program for their benefit packages. The rapid growth, and extremely positive feedback, of TrueConnect among New Mexico Counties has accelerated the interest in TrueConnect among other New Mexico public sector employers, who could use the Sourcewell contract to obtain the services – including the State of New Mexico and the major universities – New Mexico State University and University of New Mexico – which are both Sourcewell members.</p>
22	List any GSA contracts that you hold. What is the annual sales volume for each of these contracts over the past three years?	None. There are no GSA schedule contracts for employee loan programs.

References/Testimonials

Line Item 23.

Entity Name *	Contact Name *	Phone Number *
Lutheran Social Services	Joyce Norals, VP and CHRO	651-642-5990
City of Phoenix, AZ	Lori Bays, CHRO	(602) 495-7785
County of Dona Ana, NM	Lani Davis, Sr HR Administrator	(575) 525-5887
Town of Culpeper, VA	Mary J. Brunner, HR Director	(540) 829-8291

Top Five Government or Education Customers

Line Item 24. Provide a list of your top five government, education, or non-profit customers (entity name is optional), including entity type, the state or province the entity is located in, scope of the project(s), size of transaction(s), and dollar volumes from the past three years.

Entity Name	Entity Type *	State / Province *	Scope of Work *	Size of Transactions *	Dollar Volume Past Three Years *
City of Phoenix, AZ	Government	Arizona - AZ	Offered TC to all City Employees	16,000 Employees	\$1.7 Million Since Jan. 1st 2019
City of Anaheim, CA	Government	California - CA	Offered TC to all City Employees	4,500 Employees	\$1.2 Million
Lutheran Social Services	Non-Profit	Minnesota - MN	Offered TC to all Employees	2500 Employees	\$1.5 Million
City of Albuquerque, NM	Government	New Mexico - NM	Offered TC to all City Employees	6000 Employees	\$550k Since Fall of 2018
Santa Fe Public School District	Education	New Mexico - NM	Offered to all District Employees	1200	\$225k Since Summer of 2018

Ability to Sell and Deliver Service Nationwide

Describe your company's capability to meet the needs of Sourcewell Members across the US, and Canada if applicable. Your response should address in detail at least the following areas: locations of your network of sales and service providers, the number of workers (full-time equivalents) involved in each sector, whether these workers are your direct employees (or employees of a third party), and any overlap between the sales and service functions.

Line Item	Question	Response *
25	Sales force.	Sunrise Banks has contracted with ELS as the primary sales and marketing agent for TrueConnect. Sunrise Banks and ELS have a sales staff of 8 employees located in St. Paul, MN, San Diego, CA, and Atlanta, GA; Tampa, FL and Cleveland, OH responsible for direct marketing and sales to employers who do not want to go through a broker relationship. This gives us broad geographical reach and regional flexibility on how to meet the needs of Sourcewell members.

26	Dealer network or other distribution methods.	<p>TrueConnect is marketed and delivered to employers across the US through a multi-tiered network. We have employees across the United States already enrolled in the TrueConnect program through their employers. We work through 5 distinct channels to bring TrueConnect to employers: 1) National brokerage firms, 2) Regional account directors from National firms, 3) Non-insurance independent associates, 4) Benefit Enrollment technology platforms, and 5) Direct to employer. Different Sourcewell member public entities, schools and non-profits engage in employee benefit decisions in different ways – so we are prepared to interact and market our services through a variety of different channels that best meet their needs. TrueConnect has a fast-growing network of National brokerages, Regional Account managers and non-insurance independent associates representing TrueConnect to their clients and prospective clients. All of them are vetted and approved by ELS before enrolling as a TrueConnect Associate with authority to represent the program to their clients, and they are contractually obligated to use only the marketing materials Sunrise Banks has reviewed for compliance and approved – which gives us operational control to ensure that they adhere to the Sourcewell contract requirements. TrueConnect Employer Agreements are signed between ELS and the employer directly, and must be approved by Sunrise Banks, which also allows us operational control to ensure that Sourcewell's administrative fees are properly accounted for and paid. Approved TrueConnect Associates are paid a commission based on a percentage of the interest revenue collected from the accounts they originated; that commission will not affect any revenue share amount allocated to Sourcewell for its Administrative fees. They are calculated and paid separately and directly.</p> <p>TrueConnect is also being added to large benefit enrollment platforms, like PlanSource (see www.plansource.com) and Corestream (https://corp.corestream.com/) . PlanSource has thousands of employers using its online employee benefits enrollment system, representing over 3 million employees and Corestream manages voluntary benefits for 1.2 million employees. TrueConnect is available online to employers through that enrollment platform. While relatively few public sector government and education employers utilize these kinds of online enrollment platforms, they are starting to grow in popularity – so we have a means to help Sourcewell members leverage these opportunities if they want them.</p> <p>We also have an aggressive strategy to promote TrueConnect at industry trade shows and conferences focused on employee benefits generally and Financial Wellness specifically. In particular, conferences focused on public sector and education HR and Benefits specialists are interested in our program, because it solves a unique problem not typically addressed by other employee benefit programs. Elected officials (Mayors, City Councilmembers, County Commissioners, etc) have also asked us to present TrueConnect at conferences focused on government employers, because they often see TrueConnect not only as a nice benefit offering for their government employees, but as part of an overall strategy to help them make public policy changes to improve consumer lending laws and regulations in their community. These are unique opportunities to not only highlight the value of TrueConnect, but to explain our arrangement with Sourcewell and how Sourcewell membership and cooperative contracting can bring additional value to their community through more efficient contracting for commodity products and services.</p> <p>For example, we have been invited to speak about TrueConnect at conferences such as the National Association of State Personnel Executives, various state Association of Counties, League of Cities, Municipal Leagues; the National Public Employees Labor Relations Association; various state education and teacher associations and union organizations; AFSCME, AFL-CIO, and other unions representing public sector employees and teachers; etc. These organizations learn about us through consumer advocacy organizations or media organizations who are addressing issues related to predatory lending (payday and car title lending) and see TrueConnect as a potential solution to meet consumer needs with fair and responsible terms. These are all great venues to educate people about Sourcewell and the potential value of their Sourcewell membership or future membership. We would expect to work with Sourcewell to add to our conference strategy to include specific audiences Sourcewell is hoping to reach.</p>
27	Service force.	<p>There is no overlap between the sales and service functions within TrueConnect. Each Sourcewell member would be assigned an Account Manager to help provide service to that member once they have enrolled in TrueConnect. Because TrueConnect is an automated program, there is very little member service required once TrueConnect has been launched – everything happens online through the TrueConnect platform with very little staff time or effort required. Nonetheless, we have an Account Manager designated for each Member, in case the need arises.</p>

28	Describe in detail the process and procedure of your customer service program, if applicable. Include your response-time capabilities and commitments, as well as any incentives that help your providers meet your stated service goals or promises.	<p>The TrueConnect employee loan program is provided through an online, automated platform that was invented, designed, and developed by usability experts at IT specialists like TurboTax and Loan Depot. The set up process for Sourcewell members to enroll in and launch TrueConnect can typically be done in a week to 10 days. We have an Implementation Team that works with the member's HR/benefits, IT and payroll departments to get TrueConnect automated and available to their employees with both online and in-person support for the set up process. Because TrueConnect is automated and online, there is very little ongoing service or administration required from a Sourcewell member's staff. Once it is set up and launched, the TrueConnect program practically runs itself online with very little administration required. Nonetheless, each Sourcewell member will be assigned an Account Manager they can contact at any time to address any customer service need that may arise.</p> <p>There is also an online customer service portal where Sourcewell members can access their TrueConnect account, make changes to their account, or ask for customer service support. Our Implementation Team provides both online and in-person training for the Sourcewell member on how to access and use the customer service portal. Telephone and email customer service is available during business hours Monday through Friday, 8am to 8pm EST. During non-business hours, a customer service request can be submitted online through the TrueConnect customer service portal, or by utilizing our online chat feature, and our support team will contact them within one business day, by contract.</p> <p>We also have a customer support team of 15 based in Sioux Falls, South Dakota and San Diego, California, who are available to handle questions or customer service support for the employees using the TrueConnect system. They are available by phone, email, or "live chat" service within the product during business hours Monday through Friday, 8am to 8pm EST. During non-business hours, employees also have an online "HELP" button in the TrueConnect product where a customer service request can be submitted online. The employee will be contacted by our support team within one business day, by contract.</p>
29	Identify any geographic areas of the United States that you will NOT be fully serving through the proposed contract.	<p>There are no restrictions, geographic limits, or cooperative purchasing contracts limiting our ability to promote the Sourcewell program to Sourcewell members and prospective members in the United States. While TrueConnect loans are offered by a Nationally Chartered FDIC insured bank, state laws are monitored regularly to ensure compliance.</p>
30	Identify any Sourcewell Member sectors (i.e., government, education, not-for-profit) that you will NOT be fully serving through the proposed contract. Explain in detail. For example, does your company have only a regional presence, or do other cooperative purchasing contracts limit your ability to promote another contract?	<p>There are no restrictions, geographic limits, or cooperative purchasing contracts limiting our ability to promote the Sourcewell program to Sourcewell members and prospective members in the United States. TrueConnect is offered by an FDIC insured federal bank with a national charter.</p>
31	Define any specific contract requirements or restrictions that would apply to our Members in Hawaii and Alaska and in US Territories.	<p>There are no restrictions on our ability to serve Sourcewell members in Hawaii, Alaska or the US Territories.</p>

Marketing Plan

Line Item	Question	Response *
32	Describe your marketing strategy for promoting this contract opportunity. Upload representative samples of your marketing materials (if applicable) in the document upload section of your response.	<p>If awarded a Sourcewell contract, we would work with Sourcewell to execute a Sourcewell-specific training program for all elements of our distribution network of direct sales, non-insurance independent associates, benefit enrollment platforms, regional and national brokers. We will provide written materials, approved by Sourcewell, explaining how the Sourcewell cooperative purchasing agreement works and who is eligible to use them. We will also provide online video and webinar-based training programs utilizing those written materials, with the involvement and cooperation of Sourcewell staff as desired by Sourcewell. We will train our network of approved Associates how to determine which of their client accounts are already Sourcewell members, and how to enroll their eligible clients and prospective clients as Sourcewell members – not only to access TrueConnect, but for all of the other cooperative purchasing benefits that Sourcewell membership avails. We believe that we can leverage this network of employee benefits specialists to help educate public sector employers, educational employers, and non-profits about the benefits of Sourcewell membership and its cooperative purchasing authority – above and beyond their specific interest in TrueConnect or other Sourcewell employee benefits.</p> <p>We also plan to create a specific Sourcewell page on our www.TrueConnectBenefit.com website, where we can direct our network to review additional information about Sourcewell, membership requirements, and links to the Sourcewell site and online enrollment links. We would work with Sourcewell on the proper co-branding of that page and establishing the proper links to ensure that members and prospective members can learn how to access their Sourcewell cooperative purchasing contract for TrueConnect, other Sourcewell approved employee benefit programs, or other non-benefit related Sourcewell cooperative purchasing contracts. We want TrueConnect to be an additional portal where we can help drive visitors and prospective members to the Sourcewell site to learn more about the advantages of enrollment and membership in Sourcewell.</p> <p>In addition to marketing efforts through our national network of benefit brokers, non-insurance independent associates, and online benefit enrollment platforms, we promote TrueConnect to employers with a sophisticated system of integrated, automated email and social media marketing through a provider called 41Orange. We have included a copy of their inbound marketing capability in the Appendix.</p> <p>We have access to a database with the names and contact information for every HR/benefits leader in every state, county, city, public sector employer and school district in the United States. That list includes the city managers, county managers, school superintendents, COOs, CFOs and Finance</p>

Departments that may be involved in benefits decisions – as well as other contracting decisions unrelated to employee benefits. In cooperation with Sourcewell, we would share our list to enhance Sourcewell's network of contacts with Sourcewell members and prospective members to better communicate the broad array of programs, products and services available through Sourcewell's cooperative purchasing contracts.

We can help cross-link the contacts Sourcewell has with the procurement specialists among Sourcewell member organizations with our TrueConnect contact list – and create an automated email campaign that promotes Sourcewell membership, explains the benefits of cooperative purchasing contracts, provides links to help them enroll in Sourcewell membership or access available cooperative purchasing contracts if they are already eligible, including any Sourcewell employer-sponsored voluntary benefit products and services awarded under this RFP, including TrueConnect. This cross-linking strategy will help ensure that both the benefits decision makers and the contracting specialists are included in the same communication, to validate and confirm that the Sourcewell cooperative purchasing vehicle is a valid, legal and viable option for employee benefits, because similar contracts have been used by the same Sourcewell member for other commodity products and services. In our experience, the HR/Benefits staff have little or no experience with procurement processes and often have little contact with or knowledge of their procurement office staff or their procedures– so decisions linger and get delayed. We can help promote Sourcewell and Sourcewell's contracting vehicles to Sourcewell's members, to help drive awareness of ALL of the Sourcewell products and services available through their membership.

This email marketing campaign is integrated and synchronized with an online social media marketing campaign as well. Utilizing LinkedIn, Facebook, Twitter and other social media tools for communicating with Sourcewell members and prospective members, we can provide an integrated marketing campaign to educate and inform them about the benefits of Sourcewell membership, any new or exciting cooperative purchasing opportunities they need to be aware of, Sourcewell sponsored initiatives – like the Cooperative Health Initiative, and available Employer-Sponsored Voluntary Benefits including TrueConnect. We already utilize these tools to market TrueConnect to employers; we can put them to work on a campaign on behalf of Sourcewell to promote the benefits of Sourcewell membership.

All of these tools also help drive the right online traffic to more information available online. In coordination and cooperation with Sourcewell, we can help drive more relevant traffic to the Sourcewell membership pages, cooperative purchasing contracts pages, Cooperative Health Initiative information, or other pages or links Sourcewell wants to promote. We also plan to create a designated Sourcewell page on our www.TrueConnectBenefit.com website, so we can drive appropriate traffic from employee benefits decision makers at Sourcewell membership-eligible organizations to a site where they have Sourcewell approved content about the benefits of Sourcewell, links to join Sourcewell online, and access Sourcewell contracts, including those for TrueConnect or other Sourcewell approved voluntary benefit products and services.

We also have an aggressive strategy to promote TrueConnect at industry trade shows and conferences focused on employee benefits generally and Financial Wellness specifically. In particular, conferences focused on public sector and education HR and Benefits specialists are interested in our program, because it solves a unique problem not typically addressed by other employee benefit program. Elected officials (Mayors, City Council members, County Commissioners, etc.) have also asked us to present TrueConnect at conferences focused on government employees, because they often see TrueConnect not only as a nice benefit offering for their government employees, but as part of an overall strategy to help them make public policy changes to improve consumer lending laws and regulations in their community. These are unique opportunities to not only highlight the value of TrueConnect, but to explain our arrangement with Sourcewell and how Sourcewell membership and cooperative contracting can bring additional value to their community through more efficient contracting for commodity products and services.

For example, we have been invited to speak about TrueConnect at conferences such as the National Association of State Personnel Executives, various state Associations of Counties, Leagues of Cities, Municipal Leagues; the National Public Employees Labor Relations Association; various state education and teacher associations and union organizations; AFSCME, AFL-CIO, and other unions representing public sector employees and teachers; etc. These organizations learn about us through consumer advocacy organizations or media organizations who are addressing issues related to predatory lending (payday and car title lending) and see TrueConnect as a potential solution to meet consumer needs with fair and responsible terms. These are all great venues to educate people about Sourcewell and the potential value of their Sourcewell membership or future membership.

If awarded a contract, we would put all of these tools and contacts to work, with strategic input and guidance from Sourcewell, to aggressively announce and promote how the Sourcewell contract award can help public entities, educational organization, non-profits and other Sourcewell eligible organizations. We would promote the value and the purpose of the cooperative purchasing opportunities available through Sourcewell, not just for TrueConnect but for all Sourcewell approved employee benefit programs, and non-benefit related Sourcewell cooperative purchasing contracts. TrueConnect has been featured in a wide range of publications, including the LA Times, Wall Street Journal, CBS News, etc. because of the unique problem we solve in the marketplace and the innovative solution we have developed. We have enthusiastic champions, including elected officials, school superintendents, County managers, etc. who have been more than willing to talk about TrueConnect to local, state, and national media outlets. We can leverage all of that good will and all of those media contacts to promote and market the Sourcewell awarded contract and to explain how Sourcewell memberships help government, educational and nonprofit entities participate in Cooperative Purchasing contracts and why they should leverage their Sourcewell membership to achieve great results for their communities. Of course, all of this would be coordinated with and supervised by Sourcewell to ensure consistent messaging and content.

33	Describe your use of technology and digital data (e.g., social media, metadata usage) to enhance marketing effectiveness.	TrueConnect is an online and fully automated technology platform. Utilizing technology to provide better programs, products and services at lower cost is embedded in our DNA. As described in the question above, we utilize a sophisticated inbound marketing technology infrastructure to help drive awareness of TrueConnect and its benefits among employers and benefits brokers. We work with a world class team of experts in automated inbound marketing campaigns, utilizing email, social media, and other technology capabilities to help communicate necessary information, track customer and prospective customer engagement with our content, evaluate the stated needs and questions in response to our content, and help match customer needs with available solutions to those needs. We utilize an automated CRM and marketing platform called HubSpot, which is the nerve center for this technology-driven campaign strategy. We can and have integrated data from other CRM tools, like Salesforce, with our HubSpot marketing software to devise and implement a Sourcewell-specific marketing campaign to help promote TrueConnect or any other products or services Sourcewell wants to highlight. We can make the tools we've invested in and perfected work for Sourcewell for a broad array of membership services.
34	In your view, what is Sourcewell's role in promoting contracts arising out of this RFP? How will you integrate a Sourcewell-awarded contract into your sales process?	Sourcewell's role is primarily to provide a competitively bid contract vehicle to help its members obtain benefits, programs, products and services more easily, efficiently and cost-effectively. We designed TrueConnect to help provide people in need with affordable financial assistance, primarily by utilizing technology to make the loan making process faster, easier, more cost effective, and less risky. The result is the ability to help consumers who are often turned down for having no credit score or poor credit – because serving those customers is typically expensive and risky – at a fair, affordable, and sustainable rate. We see the Sourcewell contract vehicle as a continuation or complement to our organizational and design principles – because it helps the employer obtain TrueConnect with less cost, effort, and risk. We see Sourcewell as completely complementary to and in mission alignment with how ELS and Sunrise Banks try to serve their clients. Sourcewell's role is also to provide procurement compliance support and guidance to its members. Many public sector entities and educational organizations already access TrueConnect without a local competitive bidding process – because TrueConnect is offered at no cost or financial risk to taxpayers. A majority of our current public sector clients did not consider it a "procurement" in the traditional sense. However, some prospective clients feel compelled to meet some kind of regulatory threshold to demonstrate that they have gone through some kind of competitive bidding process before joining an agreement to provide its employees access to TrueConnect. To the degree that they are not familiar with Sourcewell or how to apply its cooperative purchase agreements to meet their own state or local procurement protocols, we hope Sourcewell's experts will be able to help guide them. We believe we can help drive awareness and understanding of the value of Sourcewell's membership and cooperative purchase agreements to membership-eligible public sector entities and educational entities – beyond just the narrow category of employer sponsored voluntary benefits. We do not believe that it is Sourcewell's primary role or responsibility to market and/or sell TrueConnect to its members or prospective members on our behalf. We certainly welcome and encourage Sourcewell's involvement and cooperation in our marketing and sales initiatives. But we believe that is our primary responsibility, and that we can help promote and market Sourcewell and its capabilities to its members and prospective members at the same time. We think we can help grow Sourcewell's membership and encourage them to better utilize that membership, beyond the voluntary employee benefits space. We are good at doing the heavy lifting, and would expect to still do more than our fair share of that.
35	Are your products or services available through an e-procurement ordering process? If so, describe your e-procurement system and how governmental and educational customers have used it.	TrueConnect is available at no cost, with no financial obligations, to Sourcewell members. They can enroll in TrueConnect simply by signing a simple 2-page TrueConnect agreement, stating that they plan to offer TrueConnect to their employees and agree to facilitate the payroll deductions authorized and requested by the employee as the means to repay the loan. We have included a copy of that agreement in the Appendix. That Agreement can be accessed and signed electronically, which other governmental and educational clients have done. If we are awarded a Sourcewell contract, we plan to have a designated Sourcewell page on our www.TrueConnectBenefit.com website, where Sourcewell members and prospective members can access and execute the TrueConnect agreement online. Ideally, we would work with Sourcewell to put links on that page where Sourcewell members or prospective members can learn about Sourcewell, verify membership, join Sourcewell if they are not already a member, access and execute the Sourcewell TrueConnect agreement, and access any other Sourcewell cooperative purchasing agreement contracts Sourcewell wants them to be aware of. If there is any development cost required to help create those links between our site and the Sourcewell site, we would pay for that development.

Value-Added Attributes

Line Item	Question	Response *
36	Describe any product, equipment, maintenance, or operator training programs that you offer to Sourcewell Members. Include details, such as whether training is standard or optional, who provides training, and any costs that apply.	As mentioned earlier, TrueConnect is a fully automated employee benefit program. We have an automated employer enrollment system to set up each new employer and there is very little ongoing administration for the employer required after that. We do provide online and in-person training for Sourcewell members who want to have TrueConnect set up for their employees, with all the information they need on how to access the customer service portal, change their account access, obtain information they want or need about the TrueConnect program, or contact us for any assistance. We provide that training ourselves directly for quality control and there is no cost.

37	Describe any technological advances that your proposed products or services offer.	TrueConnect has a patented technology platform (Patent number 7,386,507) to facilitate employee access to a small loan from an FDIC insured, federally licensed bank without regard to the employee's personal credit history and without using a credit score. This automated platform provides the efficiency to reduce cost and risk significantly, allowing the employee to qualify for a loan they might otherwise not be approved for, at a rate they could not easily obtain from another credit source – especially if they have no credit score or have poor credit.	*
38	Describe any "green" initiatives that relate to your company or to your products or services, and include a list of the certifying agency for each.	Sunrise Banks is a certified B Corp and has earned "Best for the World" honors for 6 consecutive years for its commitment to positive social and environmental on impact. In 2018, Sunrise was ranked the #1 B Corp Bank in the world for its social and environment initiatives. Sunrise has the first two LEED (Leadership in Energy and Environmental Design) certified bank branches in the State of Minnesota. In 2018 Sunrise added solar power to its headquarters' roof top to reduce its carbon footprint. In 2019 Sunrise has committed to measure the carbon footprint of its loan portfolio in an effort to conform with the Paris Climate Agreement. A copy of our impact report is included in the appendix or can be accessed here: https://sunrisebanks.com/wp-content/uploads/2017/03/SB-2016-Impact-Report-Final.pdf TrueConnect is an online, automated program, which eliminates all of the paper that usually accompanies a loan transaction.	*
39	Identify any third-party issued eco-labels, ratings or certifications that your company has received for the equipment or products included in your Proposal related to energy efficiency or conservation, life-cycle design (cradle-to-cradle), or other green/sustainability factors.	Not applicable	*
40	Describe any Women or Minority Business Entity (WMBE), Small Business Entity (SBE), or veteran owned business certifications that your company or hub partners have obtained. Upload documentation of certification (as applicable) in the document upload section of your response.	None.	*
41	What unique attributes does your company, your products, or your services offer to Sourcewell Members? What makes your proposed solutions unique in your industry as it applies to Sourcewell members?	TrueConnect enables employees (especially those with no credit scores or poor personal credit history) of qualified employers to access a small loan from a Nationally Chartered FDIC insured bank, certified by the U.S. Treasury Department as a Community Development Financial Institution, with no credit check and no fees up to \$4000. TrueConnect also offers traditionally underwritten loans up to \$20,000 with rates as low as 9% (or less) to qualified borrowers. All employees are eligible for a TrueConnect loan up to \$4,000 based on their income and tenure with their employer. Loans are repaid through convenient payroll deductions over a 1-year term to make the loan payments affordable to the employee. No more than 8% of an employee's paycheck can be used to pay a TrueConnect loan, to ensure the loan is affordable. The payroll-deducted payments are reported to the credit agencies to help employees establish or rebuild their credit history. Our patented platform enables this unique servicing offer available to Sourcewell members. However, the loan itself is like a life preserver for an employee drowning in a financial crisis. While it may help keep the employee's head above water, by itself it will not prevent the employee from finding themselves in the same situation in the future. That is why any employee of any Sourcewell member enrolled in TrueConnect can access up to six (6) free Credit Counseling sessions per year from our partner Lutheran Social Services, through LSS Financial Choice. A copy of the LSS Financial Choice brochure is included in the Appendix. The credit counseling is intended to be the swimming lessons, to help employees avoid the situations that caused the financial crisis in the first place. In addition, we have built a growing national network of local financial education and coaching partners, who can provide free services to employees – when LSS Financial Choice isn't enough or isn't the right fit. We have found that many local government employers and education employers have local nonprofits and charitable organizations they work with, some of whom provide financial education and coaching services. So we have added the promotion of their local services to the TrueConnect platform to help employees learn about the services available to them through local United Way chapters, local Boys and Girls Clubs, local Habitat for Humanity organizations, local banks or credit unions, or Neighborworks organizations. TrueConnect is truly a platform to provide a wide range of financial wellness solutions to Sourcewell member employees.	*
42	Identify your ability and willingness to provide your products and services to Sourcewell member agencies in Canada.	While today we offer TrueConnect to Sourcewell member agencies in the United States, we are willing to discuss opportunities in Canada. Sunrise Banks as a member of the Global Alliance of Banking on Values has relationships with Canadian banks and credit unions that could potentially act as financing partners to facilitate the TrueConnect volunteer employee benefit in accordance with Canadian banking and consumer finance regulations. The TrueConnect loan platform is easily adaptable to accommodate that market.	*

Warranty

Describe in detail your manufacturer warranty program, including conditions and requirements to qualify, claims procedure, and overall structure. You may upload representative samples of your warranty materials (if applicable) in the document upload section of your response in addition to responding to the questions below.

Line Item	Question	Response *
43	Do your warranties cover all products, parts, and labor?	Not Applicable to this product.
44	Do your warranties impose usage restrictions or other limitations that adversely affect coverage?	Not Applicable to this product.
45	Do your warranties cover the expense of technicians' travel time and mileage to perform warranty repairs?	Not Applicable to this product.
46	Are there any geographic regions of the United States (and Canada, if applicable) for which you cannot provide a certified technician to perform warranty repairs? How will Sourcewell Members in these regions be provided service for warranty repair?	Not Applicable to this product.
47	Will you cover warranty service for items made by other manufacturers that are part of your proposal, or are these warranties issues typically passed on to the original equipment manufacturer?	Not Applicable to this product.
48	What are your proposed exchange and return programs and policies?	Sourcewell members can cancel TrueConnect for their employees at any time. No new loans will be initiated, but the members will be asked to continue processing the payroll deductions requested by any employees with an existing loan until those are fully repaid.
49	Describe any service contract options for the items included in your proposal.	Not Applicable to this product.

Payment Terms and Financing Options

Line Item	Question	Response *
50	What are your payment terms (e.g., net 10, net 30)?	TrueConnect is available at no cost to Sourcewell members, so there are no payments.
51	Do you provide leasing or financing options, especially those options that schools and governmental entities may need to use in order to make certain acquisitions?	TrueConnect is available at no cost to Sourcewell members, so there are no payments.
52	Briefly describe your proposed order process. Include enough detail to support your ability to report quarterly sales to Sourcewell as described in the Contract template. For example, indicate whether your dealer network is included in your response and whether each dealer (or some other entity) will process the Sourcewell Members' purchase orders.	<p>Although we work with a growing national network of benefit brokers and benefit administration platforms, all Sourcewell member TrueConnect Agreements are signed between the Sourcewell member and TrueConnect directly – for quality control. Any Sourcewell member utilizing a Sourcewell Cooperative Purchasing Agreement would be eligible for the terms and conditions in this proposal along with any other benefits Sourcewell wanted to include to its members.</p> <p>All Sourcewell member accounts will be automatically recorded as such in our TrueConnect database. Whenever an employee from a Sourcewell member enrolled in the TrueConnect program logs into the TrueConnect website to apply for a loan, our system automatically tags that loan application as being taken by Sourcewell member employee. As interest revenue payments are collected by Sunrise Banks from the payroll deductions authorized by the Sourcewell member employee, the TrueConnect system automatically calculates any administrative fee payments due to Sourcewell for the service it provides. Sourcewell will provide us with a bank account and routing number where it wants Sourcewell administrative fees to be sent via ACH automated payment, and the TrueConnect system will automatically wire that administrative fee payment each month to that account, with a reconciliation report with all of the details Sourcewell needs to verify contract compliance. More importantly, since any Administrative fees or commission payments are being calculated and sent by an FDIC insured, federally chartered bank, the accuracy and integrity of all Administrative fee payments are overseen and regulated by the Office of the Comptroller of the Currency (OCC) annually. There is federal government regulatory oversight and supervision over our commission and administrative fee payments, so Sourcewell can be assured that there is sufficient incentive and motivation to guarantee accurate payment of administrative fees due.</p> <p>If there are any other benefit brokers, non-insurance associates, benefit enrollment platforms or others who are owed a commission payment from interest revenues received from an employee of a Sourcewell member enrolled in TrueConnect, our system automatically calculates and sends those payments separately and directly by ACH. That will not interfere with or affect administrative fee payments to Sourcewell</p>
53	Do you accept the P-card procurement and payment process? If so, is there any additional cost to Sourcewell Members for using this process?	<p>Sourcewell members will not pay us anything to have TrueConnect available for their employees, so we do not need to accept procurement payments from Sourcewell members.</p> <p>Employees repay their TrueConnect loans through authorized payroll deductions over a full year term. If the employee wants to pay their loan balance off early, they can do so online with no penalty, fee, or any additional accrued interest. They can do so by ACH from an account number and routing number of an account of their choice, with no fee.</p>

Pricing and Delivery

Provide detailed pricing information in the questions that follow below. Keep in mind that reasonable price and product adjustments can be made during the term of an awarded Contract as described in the RFP, the template Contract, and the Sourcewell Price and Product Change Request Form.

Line Item	Question	Response *
54	Describe your pricing model (e.g., line-item discounts or product-category discounts). Provide detailed pricing data (including standard or list pricing and the Sourcewell discounted price) on all of the items that you want Sourcewell to consider as part of your RFP response. If applicable, provide a SKU for each item in your proposal. Upload your pricing materials (if applicable) in the document upload section of your response.	<p>TrueConnect is offered at no cost and no financial risk to the employer. So there is no cost or cost structure to the Sourcewell member.</p> <p>TrueConnect can be marketed as a stand-alone product offering to Sourcewell members, or can be packaged with other Sourcewell-approved benefits products and services anticipated under this contract. We are fully prepared to market TrueConnect and the Sourcewell contract vehicle independently. However, if it is desirable to Sourcewell to have TrueConnect marketed and delivered through a more comprehensive employee benefits or service provider, we will be happy to enter an agreement with a Sourcewell-approved provider to be a TrueConnect distributor. Or, we can leverage our growing national network of benefit brokers, non-insurance associates and automated marketing capabilities to market Sourcewell, it's membership benefits, the benefit of cooperative purchasing contracts, and available Sourcewell products and services –</p>

including other Sourcewell-awarded employee benefits providers. TrueConnect is a voluntary employee benefit program offered at no cost and no financial risk to Sourcewell members. Approval can be done online by electronically signing a short, two-page agreement that simply clarifies that they are offering TrueConnect as a benefit program to their employees and will accommodate the payroll deductions authorized by the employee as the means of repayment of TrueConnect loans. The system is automated, so after an initial set up process to enroll an employer into the TrueConnect program, there is very little administrative work for the member to do.

Once enrolled, the employees of that Sourcewell member become eligible for a small loan, up to \$4000 from Sunrise Banks, an FDIC insured, federally chartered bank based in St. Paul, MN. Loans are offered in fixed sizes, in \$500 increments (\$1000, \$1500, \$2000, etc) and are repaid by employee-authorized payroll deductions over a full one-year term. There is an overall cap of \$4000 that can be borrowed at any one time, regardless of income. TrueConnect also offers traditionally underwritten loans up to \$20,000 with rates as low as 9% (or less) to qualified borrowers. Loan sizes are further limited to ensure that the payroll deductions do not exceed 8% of an employee's gross paycheck – to protect the employee from borrowing more than they can comfortably repay, while leaving enough in their paycheck to cover their food, rent and normal expenses. The TrueConnect system automatically determines those limits and will display online only those loan sizes the employee can qualify for based on their income.

The employee accesses the loan benefit online, at any time, from home or at work or even on their phone, by accessing www.TrueConnectLoan.com/Apply. (If desired, we can create a specific Sourcewell landing page that employees of Sourcewell members would land on to promote Sourcewell or other products and services it wants employees to be aware of.

The process of applying for a TrueConnect loan should take the employee no more than about 3-5 minutes, by answering a few questions on the screen. The employee chooses from among the options available based on the income limits mentioned earlier, designates an account where they want the funds deposited, and electronically signs the loan agreement and payroll deduction authorization. All terms and conditions are clearly disclosed, including the exact deduction amounts - to the penny - for each loan size. The money will arrive by ACH to the account the employee designates, usually by the next business day. A copy of the signed payroll deduction instruction is available to the employee at any time, and to the Sourcewell member for confirmation if necessary. Payroll deduction instructions are automatically sent to the member's payroll system and continue to be deducted in the same amount until the loan is repaid and the TrueConnect system sends a "Stop deductions" instruction automatically to their payroll system.

No credit check or credit score is required to use TrueConnect, which means the employees most in need of financial help and who struggle to qualify for most forms of traditional credit, can still be eligible through this member benefit. There are no fees – no late fees, no application fees, no early pre-payment penalties, etc. Employees of qualified employers pay a simple competitive fixed rate one-year amortizing loan. Payments through payroll deduction are reported to the credit agencies as one-time, in full, payments of a bank loan – which can help the employee establish a positive credit history, or restore a damaged credit score. All loans are funded by Sunrise Banks, N.A. If a Sourcewell member prefers to work with a local bank or credit union as the funding source for loans for its employees, we have a way to accommodate that need and have those local lenders participate in the TrueConnect loan program.

All employees who take a TrueConnect loan are eligible for up to six (6) free credit counseling sessions per year through Lutheran Social Services of Minnesota, through their LSS Financial Choice Program, at no cost to the employer. A copy of their information is included in the Appendix. We are also partnered with a growing network of local financial education and coaching programs offered at no cost from local nonprofit and charity organizations, so employees have a choice to work with someone local for additional financial wellness support. Many of these organizations may be Sourcewell eligible, which can help grow the Sourcewell network further.

TrueConnect is ONLY available as a benefit program through an employer. It is not a direct to consumer loan program. If someone tries to apply for a loan through the TrueConnect portal, and it is not available through their employer, the system will recognize that and turn them down. TrueConnect is NOT a state-licensed finance company. State lending licenses can be relative easy to obtain, and the rules and standards for lending deviate significantly from state to state. That's why they tend to be the province of payday lenders, car title lenders, and other "non-traditional" credit products – because it can be much harder to meet the high standards and requirements to be a federally chartered, FDIC insured bank. TrueConnect is a patented technology that enables Sunrise Banks,

		N.A. to make this loan program available as a benefit program to Sourcewell members and their employees across the US.	
55	Quantify the pricing discount represented by the pricing proposal in this response. For example, if the pricing in your response represents a percentage discount from MSRP or list, state the percentage or percentage range.	Again, TrueConnect is offered at no cost and no financial risk to the employer. So there is no cost or cost structure to the Sourcewell member.	*
56	Describe any quantity or volume discounts or rebate programs that you offer.	Not applicable.	*
57	Propose a method of facilitating "sourced" products or related services, which may be referred to as "open market" items or "nonstandard options". For example, you may supply such items "at cost" or "at cost plus a percentage," or you may supply a quote for each such request.	Not applicable. There are no costs.	*
58	Identify any element of the total cost of acquisition that is NOT included in the pricing submitted with your response. This includes all additional charges associated with a purchase that are not directly identified as freight or shipping charges. For example, list costs for items like pre-delivery inspection, installation, set up, mandatory training, or initial inspection. Identify any parties that impose such costs and their relationship to the Proposer.	Not applicable. There are no costs.	*
59	If freight, delivery, or shipping is an additional cost to the Sourcewell Member, describe in detail the complete freight, shipping, and delivery program.	Not applicable. There are no costs.	*
60	Specifically describe freight, shipping, and delivery terms or programs available for Alaska, Hawaii, Canada, or any offshore delivery.	Not applicable. There are no costs.	*

61	Describe any unique distribution and/or delivery methods or options offered in your proposal.	<p>As described earlier, we market TrueConnect both directly to employers and through a growing network of benefit brokers, non-insurance independent associates, benefit enrollment platforms and other distributors. We also promote TrueConnect to employers with a sophisticated system of integrated, automated email and social media marketing through a provider called 41Orange. We have included a copy of their inbound marketing capability in the Appendix.</p> <p>We have access to a database with the names and contact information for every HR/benefits leader in every state, county, city, public sector employer and school district in the country. That list includes the city managers, county managers, school superintendents, COOs, CFOs and Finance Departments that may be involved in benefits decisions – as well as other contracting decisions unrelated to employee benefits. In cooperation with Sourcewell, we would share our list to enhance Sourcewell’s network of contacts with Sourcewell members and prospective members to better communicate the broad array of programs, products and services available through Sourcewell’s cooperative purchasing contracts.</p> <p>We can help cross-link the contacts Sourcewell has with the procurement specialists among Sourcewell member organizations with our contact list – and create an automated email campaign that promotes Sourcewell membership, explains the benefits of cooperative purchasing contracts, provides links to help them enroll in Sourcewell membership or access available cooperative purchasing contracts if they are already eligible, including any Sourcewell employer-sponsored voluntary benefit products and services awarded under this RFP, including TrueConnect. This cross-linking strategy will help ensure that both the benefits decision makers and the contracting specialists are included in the same communication, to validate and confirm that the Sourcewell cooperative purchasing vehicle is a valid and viable one for benefits, because similar contracts have been used for other commodity products and services. In our experience, the HR/Benefits staff have little or no experience with procurement processes and often have little contact with or knowledge of their procurement office staff – so decisions linger and get delayed. We can help promote Sourcewell and Sourcewell’s contracting vehicles to Sourcewell’s members, to drive awareness of ALL of the Sourcewell products and services available through their membership.</p> <p>This email marketing campaign is integrated and synchronized with an online social media marketing campaign as well. Utilizing LinkedIn, Facebook, Twitter and other social media tools for communicating with Sourcewell members and prospective members, we can provide an integrated marketing campaign to educate and inform them about the benefits of Sourcewell membership, any new or exciting cooperative purchasing opportunities they need to be aware of, Sourcewell sponsored initiatives, and available Employer-Sponsored Voluntary Benefits including TrueConnect. We already utilize these tools to market TrueConnect to employers; we can put them to work on a campaign on behalf of Sourcewell to promote the benefits of Sourcewell membership.</p> <p>All of these tools also help drive the right online traffic to more information available online. In coordination and cooperation with Sourcewell, we can help drive more relevant traffic to the Sourcewell membership pages, cooperative purchasing contracts pages, , or other pages or links Sourcewell wants to promote or help drive awareness of. We also plan to create a designated Sourcewell page on our www.TrueConnectBenefit.com website, so we can drive appropriate traffic from employee benefits decision makers at Sourcewell membership-eligible organizations to a site where they have Sourcewell approved content about the benefits of Sourcewell, links to join Sourcewell online, and access Sourcewell contracts, including those for TrueConnect or other Sourcewell approved voluntary benefit products and services.</p>
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Pricing Offered

Line Item	The Pricing Offered in this Proposal is: *	Comments
62	c. better than the Proposer typically offers to GPOs, cooperative procurement organizations, or state purchasing departments.	

Audit and Administrative Fee

Line Item	Question	Response *
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<p>63</p>	<p>Specifically describe any self-audit process or program that you plan to employ to verify compliance with your proposed Contract with Sourcewell. This process includes ensuring that Sourcewell Members obtain the proper pricing, that the Vendor reports all sales under the Contract each quarter, and that the Vendor remits the proper administrative fee to Sourcewell.</p>	<p>All Sourcewell member TrueConnect Agreements are directly signed between the Sourcewell member and TrueConnect – for quality control. Any Sourcewell member utilizing Sourcewell Cooperative Purchasing Agreement would be eligible for the terms and conditions in this proposal along with any other benefits Sourcewell wanted to include to its members.</p> <p>All Sourcewell member accounts will be automatically recorded as such in our TrueConnect database. Whenever an employee from a Sourcewell member enrolled in the TrueConnect program logs into the TrueConnect website to apply for a loan, our system automatically tags that loan application as being taken by a Sourcewell member employee. As interest revenue payments are collected by Sunrise Banks from the payroll deductions authorized by the Sourcewell member employee, the TrueConnect system automatically calculates any administrative fee payments due to Sourcewell for the service it provides. Sourcewell would provide us with a bank account and routing number where it would want Sourcewell administrative fees to be sent via ACH automated payment, and the TrueConnect system will automatically wire that payment each month to that account, with a reconciliation report with all of the details Sourcewell needs to verify contract compliance. More importantly, since any Administrative fees or commission payments are being calculated and sent by an FDIC insured, federally chartered bank, the accuracy and integrity of all Administrative fee payments are overseen and regulated by the Office of the Comptroller of the Currency (OCC) annually. There is federal government regulatory oversight and supervision over our commission and administrative fee payments, so Sourcewell can be assured that there is sufficient incentive and motivation to guarantee accurate payment of administrative fees due. If there are any other benefit brokers, non-insurance associates, benefit enrollment platforms or others who are owed a commission payment from interest revenues received from an employee of a Sourcewell member enrolled in TrueConnect, our system automatically calculates and sends those payments separately and directly by ACH. That will not interfere with or affect administrative fee payments to Sourcewell.</p>
<p>64</p>	<p>Identify a proposed administrative fee that you will pay to Sourcewell for facilitating, managing, and promoting the Sourcewell Contract in the event that you are awarded a Contract. This fee is typically calculated as a percentage of Vendor's sales under the Contract or as a per-unit fee; it is not a line-item addition to the Member's cost of goods. (See the RFP and template Contract for additional details.)</p>	<p>We believe that a Sourcewell Cooperative Purchasing Contract for TrueConnect will greatly help our public sector and education clients access TrueConnect for their employees faster and more efficiently. Even though TrueConnect is available at no cost to employers, and consequently many public sector and education employers have concluded that signing up does not constitute a "procurement", we do have other public sector and education employers who are very interested in being offered a cooperative purchasing contract vehicle like Sourcewell's to accommodate their interpreted need to use a competitive bidding process for this service.</p> <p>We are prepared to pay Sourcewell an Administrative Fee for facilitating, managing and promoting the Sourcewell cooperative purchasing contract for TrueConnect, if awarded. If a Sourcewell member uses the Sourcewell contract vehicle to enroll in TrueConnect, Sourcewell will receive 7% of the interest revenue collected by Sunrise Banks from all TrueConnect loans taken by employees of that Sourcewell member. Sourcewell will continue to receive 7% of the interest revenue collected from Sourcewell member accounts in perpetuity, for as long as the Sourcewell agreement is in place with TrueConnect, as an Administrative fee. As described above, our TrueConnect system will automatically tag any TrueConnect loan applicant as an employee of a Sourcewell member under a Sourcewell contract, and automatically calculate and ACH the Administrative fee to Sourcewell electronically each month, with a reconciliation report Sourcewell can use to verify and confirm that the amounts are correct. Those records and payments are audited and reviewed for accuracy by the Office of the Comptroller of the Currency (OCC), as part of their oversight of Sunrise Banks and the TrueConnect program, so Sourcewell can be confident that the calculations and payments are being made accurately and consistently.</p> <p>There may be other commissions due or paid to benefit brokers, TrueConnect Associates, benefit enrollment platforms or other sales channels bringing TrueConnect to the same account. However, those commissions are calculated and paid separately, and will not impact the Administrative fee paid to Sourcewell for the awarded Sourcewell contract.</p>

Industry Specific Questions

Line Item	Question	Response *
65	If you are awarded a contract, provide a few examples of internal metrics that will be tracked to measure whether you are having success with the contract.	<p>We will measure factors that reflect the value of the program to Sourcewell clients. Metrics include;</p> <ul style="list-style-type: none"> • Number of Sourcewell accounts closed • Days from introduction to signed contract • Days to implement Sourcewell clients • Employee application rates
66	<p>Provide a description of your company's service standards as it applies to:</p> <p>a) Enrollment Services: How will member employees enroll for this benefit?</p> <p>b) Integration with any Benefit Administration Systems or Human Resources Information System integrations.</p> <p>c) Customer Service Metrics and any associated performance guarantees.</p>	<p>There is no separate employee enrollment for TrueConnect. Once the Sourcewell member signs up for TrueConnect, all employees become eligible for TrueConnect. Employees are directed to the TrueConnect website at www.TrueConnectLoan.com/apply where they can find more information about the program and can start a loan application. Employees can do this at any time of day or night, at home or at work. They do not have to talk to any of their coworkers in Human Resources or Benefits Departments to determine eligibility or explain why they have a financial need; the experience is private.</p> <p>The Employee answers a few questions about themselves online to confirm their identity and employment status. The Employee is shown the loan sizes they qualify for based on their income and tenure with that employer. The Employee selects the loan size needed, and designates an account number and routing number where the funds should be routed. Approval is confirmed instantly and funds are received usually the next business day. Loans are repaid by automated payroll deductions over a full year term, just like other employee benefits are paid. The balance can be paid off early without any penalty or fees. The interest rate is clearly disclosed, along with the payroll deduction amount for each loan size the employee is qualified for. There are no application fees, no late fees; no fees of any kind other than the disclosed interest rate. All employees qualify for the same interest rate, regardless of their personal credit history and without using a credit score.</p> <p>b) Integration with any Benefit Administration Systems or Human Resources Information System integrations.</p> <p>TrueConnect was designed to work for an employer just like any other payroll-deducted employee benefit program they are already offering. Once the Sourcewell member has signed the Employer Agreement to offer TrueConnect to their employees, we schedule a Kick-off call between their Benefits Administration and Payroll teams and our TrueConnect Implementation team. We are able to interact with any Benefit Administration or HRIS system, and can get TrueConnect set up and launched for their employees in as little as a week to 10 days.</p> <p>c) Customer Service Metrics and any associated performance guarantees.</p> <p>TrueConnect is an online, automated benefit program, so once it has been launched there is very little if anything that an employer has to do to administer the program. Every Sourcewell member will be assigned an Account Manager, who will be their primary point of contact if they have any questions or need any assistance. Customer Service is available through online chat, a toll free phone number, email, or by completing an online service ticket through their TrueConnect portal. If the request is made after business hours, they will get a response the next business day. Employees have the same options to contact TrueConnect if they have any customer service issues, and they too will get a response the next business day. This is all measured and tracked on a weekly basis to make sure we are meeting our customer service response standards.</p>

67	Provide a brief description of your underwriting methodology.	<p>The most important feature of the TrueConnect program is that no credit score or review of a credit report is used to determine an employee's eligibility for a loan. According to Pew Research, 1 in 6 Americans does not have a credit score, and an additional 11% are considered "credit invisible" because they have a very limited credit history. The founders of Employee Loan Solutions LLC, which developed the TrueConnect program, understood that the most financially vulnerable employees – the ones most likely to use very high-cost payday loans and car title loans – were those with no credit scores or very poor credit history. One of the reasons those borrowers became trapped in a cycle of endless consumer finance loans, payday loans, or car title loans is that they had no credit or poor credit, and struggled to get reconnected to the traditional world of banks and credit unions that most of us take for granted.</p> <p>In our experience, if the borrower knows that a credit report will be pulled or a credit score used to determine eligibility, those most vulnerable employees will not even try to use the service. Because culturally and behaviorally, they have been conditioned by experience to understand that they will likely be turned down and the process of applying for the loan will actually further harm their credit. Although we make very clear that no credit score is used to qualify borrowers for a TrueConnect loan, the number one question we get from employees accessing TrueConnect loan for the first time is "Are you going to check my credit." If the answer was "yes, but..." they would abandon the process immediately.</p> <p>Finding a way to automate the process to reduce the cost and risk of lending, to allow an FDIC insured federally-chartered bank to make a small consumer loan without using a credit score, is the key innovation that has made TrueConnect a valuable benefit program in a growing market. Instead, the loan decision is made automatically based on the employee's salary and tenure at the employer who is offering the TrueConnect benefit program. Loans are repaid by automated payroll deduction over a fixed 1-year term – whether that employee is paid weekly, bi-weekly, twice monthly, or monthly. The reason it is a 1-year term is that we got feedback from federal regulators and leading advocacy organizations that it was important to keep the underwriting terms as simple and easy to understand as possible. Since APR is disclosed based on a 1-year term, making all loans a 1-year term avoids the risk of misleading an employee that they are paying LESS interest on a loan just because they are paying a lower interest rate over a longer 2 or 3 year period of time.</p> <p>All employees at an employer will qualify for the same interest rate, regardless of their personal credit circumstances. Offering a program like this, and only making it available to employees who are good credit risks is like offering a health insurance benefit program but disqualifying any employees who are sick or injured. Lending to people with good credit is easy. TrueConnect helps those employees who are most vulnerable and most at risk access the credit they need to cover unexpected expenses.</p> <p>Underwriting is based on employee income and tenure at that employer. With public sector employers, 6-month minimum tenure is usually standard – although that can be adjusted based on the particular circumstances of that employer. TrueConnect makes available loan sizes up to \$4000 in fixed \$500 increments. However, the TrueConnect program not allow a payroll deduction for payment that is more than 8% of an employee's gross paycheck, to ensure that the employee will have enough left to cover food, rent, and other normal living expenses. If an employee's income is not high enough to qualify for the larger loan sizes, because the payroll deductions over a 1-year term will consume more than 8% of their paycheck, our system will automatically only show that employee the smaller loan amounts that their income can comfortably support.</p> <p>All of those payroll-deducted payments are then reported to the credit agencies to help the employee establish or rebuild a positive credit history. The goal is to transition the employees away from a dependency on debt and loans, and get them back in a solid financial position again.</p>
68	State whether a Sourcewell member will be required to be party to the employee loans or liable for any repayment under your proposed solutions?	<p>No. The employer is not a party to the loan, is not subsidizing the loan and is not financially responsible for the loan. The Sourcewell member is agreeing to make the program access available to their employees, and is agreeing to process payroll deducted payments that the employee signs an authorization asking the employer to deduct. If an employee terminates, the employee alone has signed the loan agreement and is solely responsible for continuing repayment.</p>
69	Are loans offered from FDIC member lending agencies?	<p>Yes, Sunrise Banks is an FDIC member bank. Another important element of the TrueConnect program is to help transition employees away from a dependency on consumer finance organizations – like payday lenders, car title lenders, and other state-licensed consumer credit organizations. In our experience, one of the reasons people become dependent on those kinds of products is that their experience with traditional banks and credit unions has been poor – because of their lack of a credit score or poor credit history. One goal of the TrueConnect program is to reconnect them back to the traditional financial world that most of us take for granted, by giving them access to a loan from a bank that they can easily and comfortably afford to repay. There is an emotional and psychological benefit from that.</p>

70	Provide a description of financial education or credit counseling available to member employees.	<p>Any employee that takes a TrueConnect loan is eligible for up to 6 free credit-counseling sessions with a federally licensed credit counselor through the Lutheran Social Services (LSS) Financial Choice program. LSS Financial Choice is a non-profit credit counseling organization based in St. Paul, MN, and is one of the most respected and renowned financial education organizations in the US. LSS was one of the first employers to use TrueConnect for its own employees, and now has made its credit counselors available to TrueConnect borrowers with employers across the US. Member employees can contact LSS through a website link to a dedicated TrueConnect credit counseling page, or by using a TrueConnect-specific toll-free number. The employee can ask questions or get information about any financial need they have – balancing their budget, dealing with chronic financial issues, student loan debts, etc.</p> <p>In our experience, simply providing online video tutorials or links to other educational materials is ineffective. There are a lot of financial education websites and training tools available – the reality is most people don't use them or understand how to take the lessons and apply them to their unique circumstances. The kinds of employees who need a service like TrueConnect need access to a live human being that they can talk to, and who is qualified to help them understand and address their financial issues.</p> <p>In addition to the LSS Financial Choice program, which is available at no cost to member employees who use TrueConnect, we have also partnered with other local financial education and coaching organizations – local United Ways, Boys and Girls Clubs, Neighborworks, Catholic Charities, and similar organizations. For example, the City of Phoenix already had a partnership with their local United Way to provide employees with financial coaching assistance – so we use the TrueConnect platform to help promote the availability of those resources to employees when they are going through the TrueConnect process. Again, we believe that these partnerships help member employees connect with live individuals that they can talk to and ask questions.</p>
71	Describe the administration requirements for Sourcewell Members to implement your company's program.	<p>The TrueConnect program is automated, and designed to make it as easy as possible for employers – including Sourcewell members – to set up and administer. TrueConnect works just like any other payroll-deducted benefit program and can work on any payroll system the Sourcewell member uses to process payments to employees and payroll deductions for benefits. Our system exchanges the eligibility data with the member's payroll system, and sends a payroll deduction instruction back each payroll period with any new payroll deductions that need to start for an employee that has taken a loan, or deductions that need to stop because the employee has completed payment of the loan or has opted to make their payment another way. The employer can access the Loan Agreement signed by the employee electronically, and the Payroll Deduction Authorization form signed by the employee electronically – it is available in our TrueConnect portal or it can be downloaded, printed or stored by the employer for their own records.</p> <p>We can usually get TrueConnect set up for an employer in a week to 10 days, once they've signed the agreement to approve the program for their employees. And once it's operating, it all happens online in our TrueConnect system. Based on feedback from our existing public sector employers, they tell us it takes 20-30 minutes per payroll period to confirm that all of the data exchanges and money transfers have happened properly – but other than that, the TrueConnect system largely takes care of everything.</p>

Exceptions to Terms, Conditions, or Specifications Form

Line Item 72. NOTICE: To identify any exception, or to request any modification, to the Sourcewell template Contract terms, conditions, or specifications, a Proposer must submit the exception or requested modification on the **Exceptions to Terms, Conditions, or Specifications Form** immediately below. The contract section, the specific text addressed by the exception or requested modification, and the proposed modification must be identified in detail. Proposer's exceptions and proposed modifications are subject to review and approval of Sourcewell and will not automatically be included in the contract.

Contract Section	Term, Condition, or Specification	Exception or Proposed Modification

Documents

Ensure your submission document(s) conforms to the following:

1. Documents in PDF format are preferred. Documents in Word, Excel, or compatible formats may also be provided.
2. Documents should NOT have a security password, as Sourcewell may not be able to open the file. It is your sole responsibility to ensure that the uploaded document(s) are not either defective, corrupted or blank and that the documents can be opened and viewed by Sourcewell.
3. Sourcewell may reject any response where any document(s) cannot be opened and viewed by Sourcewell.

4. If you need to upload more than one (1) document for a single item, you should combine the documents into one zipped file. If the zipped file contains more than one (1) document, ensure each document is named, in relation to the submission format item responding to. For example, if responding to the Marketing Plan category save the document as "Marketing Plan."

- [Financial Strength and Stability](#) - Financials and Insurance Coverage.zip - Tuesday June 04, 2019 16:15:57
- [Marketing Plan/Samples](#) - Marketing plan and examples.zip - Tuesday June 04, 2019 16:19:30
- WMBE/MBE/SBE or Related Certificates (optional)
- Warranty Information (optional)
- [Pricing](#) - TrueConnect Pricing.docx - Tuesday June 04, 2019 16:36:04
- [Additional Document](#) - Partners and supporters.zip - Tuesday June 04, 2019 16:28:01

Proposers Assurance of Comp

PROPOSER ASSURANCE OF COMPLIANCE

PROPOSER'S AFFIDAVIT

The undersigned, authorized representative of the entity submitting the foregoing proposal (the "Proposer"), swears that the following statements are true to the best of his or her knowledge.

1. The Proposer is submitting its proposal under its true and correct name, the Proposer has been properly originated and legally exists in good standing in its state of residence, the Proposer possesses, or will possess before delivering any products and related services, all applicable licenses necessary for such delivery to Sourcewell member agencies. The undersigned affirms that he or she is authorized to act on behalf of, and to legally bind the Proposer to the terms in this Contract.
2. The Proposer, or any person representing the Proposer, has not directly or indirectly entered into any agreement or arrangement with any other vendor or supplier, any official or employee of Sourcewell, or any person, firm, or corporation under contract with Sourcewell, in an effort to influence the pricing, terms, or conditions relating to this RFP in any way that adversely affects the free and open competition for a Contract award under this RFP.
3. The contents of the Proposer's proposal have not been communicated by the Proposer or its employees or agents to any person not an employee or agent of the Proposer and will not be communicated to any such persons prior to the official opening of the proposals.
4. The Proposer has examined and understands the terms, conditions, scope, contract opportunity, specifications request, and other documents in this solicitation and affirms that any and all exceptions have been noted and included with the Proposer's Proposal.
5. The Proposer will, if awarded a Contract, provide to Sourcewell Members the /products and services in accordance with the terms, conditions, and scope of this RFP, with the Proposer-offered specifications, and with the other documents in this solicitation.
6. The Proposer agrees to deliver products and services through valid contracts, purchase orders, or means that are acceptable to Sourcewell Members. Unless otherwise agreed to, the Proposer must provide only new and first-quality products and related services to Sourcewell Members under an awarded Contract.
7. The Proposer will comply with all applicable provisions of federal, state, and local laws, regulations, rules, and orders.
8. The Proposer understands that Sourcewell will reject RFP proposals that are marked "confidential" (or "nonpublic," etc.), either substantially or in their entirety. Under Minnesota Statute §13.591, Subd. 4, all proposals are considered nonpublic data until the evaluation is complete and a Contract is awarded. At that point, proposals generally become public data. Minnesota Statute §13.37 permits only certain narrowly defined data to be considered a "trade secret," and thus nonpublic data under Minnesota's Data Practices Act.

The Proposer understands that it is the Proposer's duty to protect information that it considers nonpublic, and it agrees to defend and indemnify Sourcewell for reasonable measures that Sourcewell takes to uphold such a data designation.

By checking this box I acknowledge that I am bound by the terms of the Proposer's Affidavit, have the legal authority to submit this Proposal on behalf of the Proposer, and that this electronic acknowledgment has the same legal effect, validity, and enforceability as if I had hand signed the Proposal. This signature will not be denied such legal effect, validity, or enforceability solely because an electronic signature or electronic record was used in its formation.
 - Jamie Nabozny, VP, TrueConnect Business Development

The Applicant declares that there is an actual or potential Conflict of Interest relating to the preparation of its submission, and/or the Applicant foresees an actual or potential Conflict of Interest in performing the contractual obligations contemplated in the bid.

Yes No

The Bidder acknowledges and agrees that the addendum/addenda below form part of the Bid Document.

Check the box in the column "I have reviewed this addendum" below to acknowledge each of the addenda.

File Name	I have reviewed the below addendum and attachments (if applicable)	Pages
Addendum_1_Employee_Loan_Pgm_RFP#060519 Fri May 10 2019 09:15 AM	<input checked="" type="checkbox"/>	--