

**HUMBOLDT COUNTY OFFICE OF EDUCATION
NOTICE OF REQUEST FOR PROPOSAL**

COMPREHENSIVE FINANCIAL MANAGEMENT SYSTEM

Notice is hereby given that the Humboldt County Office of Education (HCOE) and its Districts are soliciting proposals from interested companies to provide a Comprehensive Financial Management System. Each proposal must conform and be responsive to this RFP and comply with the required Proposal Format.

PROPOSAL DOCUMENTS will be available April 25, 2019 from the:

HUMBOLDT COUNTY OFFICE OF EDUCATION
901 Myrtle Avenue
Eureka, CA 95501
Tel: (707) 445-7030
Email: cweber@hcoe.org

PROPOSALS ARE DUE: by 4:00 pm, Friday, May 10, 2019. All bids must be submitted in person or by mail to:

HUMBOLDT COUNTY OFFICE OF EDUCATION
901 Myrtle Avenue
Eureka, CA 95501
ATTN: Corey Weber

RFP REQUIREMENTS:

Proposals must be on HCOE forms as provided by HCOE.

Proposals will not be opened publicly.

HCOE may reject any or all proposals.

HCOE may waive irregularities in this RFP process.

AWARD REQUIREMENT:

An award will be made to the qualified Vendor whose proposal meets the evaluation standards that will be the most advantageous to HCOE with price and all other factors considered.

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INTRODUCTION

1.1 PROJECT SCOPE

The Humboldt County Office of Education (HCOE), thirty one (31) local school districts, thirteen (13) charters and one (1) JPA in the county are considering purchasing a new Comprehensive Financial Management System (CFMS). For the purpose of this Request for Proposal (RFP), references to HCOE include all of the school districts, and the terms are used interchangeably. HCOE is therefore soliciting proposals for a comprehensive, fully integrated Financial System that not only meets the requirements set forth in this RFP, but is also flexible and scalable in order to meet its future business and technology needs. HCOE will only entertain proposals for a CFMS that are fully integrated and operational in California School Districts. The purpose of this RFP is to provide interested Vendors with sufficient information to enable them to develop and submit proposals for application software that will fulfill the specified information processing needs of HCOE and the Districts. HCOE is looking for a system that integrates the following required modules:

- General Ledger Human Resources
- Budget Payroll
- Position Control
- Benefit Administration
- Accounts Payable
- CalSTRS & CalPERS (STRS & PERS)
- Accounts Receivable
- Employee Self Service
- Purchasing Credentials
- Stores / Inventory Warehouse
- Report Writer and canned reports
- Fixed Assets
- Personnel Requisition

HCOE is anticipating that Vendor will propose a complete Financial System Application Suite solution that includes not only application software, but hardware and other technology and the following services:

- Project Management
- Implementation Services
- Hardware and Software installation
- Data Conversion
- Report Development
- Integration and Interface Development
- Training
- Documentation Development
- Process Redesign

- Ongoing Support and Maintenance Services
- System and Operational Procedure Development

The final scope of a new system and the timeline for its purchase and implementation will depend on the responsiveness of the specific characteristics of the proposed system to this RFP, the responsiveness of the proposed system as a whole to this Request for Proposal, the capabilities of the Vendor and the price, functionality, technology architecture, implementation capabilities and other criteria.

HCOE reserves the right to reject any or all proposals, issue a subsequent RFP, cancel the entire RFP, remedy any technical errors in this RFP or the RFP process, establish a short list of Vendor(s) eligible for discussions after review of written proposals, negotiate with any, all or none of the Vendor(s), waive informalities or irregularities in the proposals or reject all proposals and continue using existing Financial Management System at its sole discretion to be in the best interest of HCOE and the Districts. HCOE is seeking a Vendor that has a broad experience in school solutions.

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1.2 PROJECT GOALS AND OBJECTIVES

The following lists the major capabilities of the integrated financial system that the HCOE and the Districts wish to purchase. Each Vendor is strongly encouraged to address each and every one of these capabilities in its response, as well as to include "value added" items that will supplement or enhance the capabilities listed below:

- Replace current financial and human resources systems.
- Provide complete integration between human resources/payroll and financial systems and processes.
- Provide the ability to easily execute certain applications such as payroll and vendor warrants in a combined mode while allowing the school districts within Humboldt County (the "Districts") to execute preliminary runs individually.
- As required by AB 1200, provide a full range of county oversight capabilities for the Districts, ranging from review and monitoring of financial and budgetary activities (including annual budget, interim reports and unaudited actuals) up through individual transaction entry and/or approval.
- Eliminate standalone business processing systems, independent tracking mechanisms and paper-intensive manual processes.
- Increase information analysis capabilities that support enhanced decision-making capabilities.
- Elimination of duplicate effort, especially concerning redundant data entry processes.
- Allow HCOE and the Districts to easily develop and deliver financial reports and information that meet all State of California Department of Education, Generally Accepted Accounting Principles (GAAP), Governmental Accounting Standards Board (GASB) and funding source requirements.
- Provide the ability to budget in multiple years and track multiple funding sources to a single project.
- Provide modern processing capabilities such as drilldown, audit trail and workflow approvals.
- Integrate and track the life cycle of the various human resources processes, including but not limited to: recruitment, background checks, staffing requests, classification studies, personnel transactions, new hires, promotions, pay changes, transfers, performance evaluation, credentialing and payroll.
- Provide integrated benefits management including the ability to effectively track and process STRS, PERS and alternative retirement systems.
- Provide a consistent user interface, online documentation and context-sensitive help.

- Establish a foundation for integrating with third-party software providers such as student information systems, substitute calling systems, e-purchasing and e-commerce solutions, associated student body accounting systems, emergency notification systems, employee orientation/training software, and applicant tracking systems.

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1.3 GUIDELINES

By virtue of submitting a proposal, interested Parties are acknowledging:

This RFP is a request for both software and implementation services. As such, proposals from implementation firms alone or software firms without an implementation mechanism will not be considered.

HCOE reserves the right to reject any or all proposals if it determines that select proposals are not responsive to this RFP or if the proposals are judged not to be in the best interests of HCOE and the Districts. HCOE reserves the right to reconsider any proposal submitted at any phase of the procurement. It also reserves the right to meet with select Vendors at any time to gather additional information. In addition, HCOE reserves the right to negotiate for some or all of the services offered by Vendors. Furthermore, HCOE reserves the right to delete or add functionality (i.e., modules) up until the final contract signing.

All third-party software solutions proposed as part of this package are subject to the same guidelines of this RFP, unless otherwise stated. The primary software vendor will serve as the prime contact for all work related to this RFP.

Each and every Vendor agrees that the pricing and terms set forth in its proposal shall remain firm, fixed and valid for a period of at least one year from the date that HCOE receives the proposal. Pricing and terms for implementation services shall be submitted on a "not to exceed" basis and shall be firm, fixed and valid for the full duration of each and every agreement executed by the successful Vendor with HCOE, except as otherwise agreed mutually by the Parties.

For implementation services under the "not to exceed" basis, the successful Vendor who executes an agreement will be paid on the basis of hours and expenses that it incurs up to the "not to exceed" amount. If hours and expenses incurred fall short of the "not to exceed" amount, HCOE shall retain the difference between the "not to exceed" amount and the costs and expenses actually incurred. If the successful Vendor exceeds the "not to exceed" amount, it shall be required to finish the work at no additional cost to HCOE; however, this obligation shall be relieved to the extent that it was materially caused by the failure of HCOE to perform a specific obligation or specific obligations imposed on HCOE by this RFP or by any agreement arising out of this RFP. Each and every Vendor shall describe in detail in its proposal all work necessary to achieve the functional requirements it obligates itself to perform in its proposal. HCOE reserves the right to request each and every Vendor to resubmit proposal pricing on either a fixed-fee basis or a combination of fixed-fee and not to exceed basis.

Vendors selected for software demonstrations and oral presentations agree to be available on dates specified by HCOE. Failure to be available on specified dates may lead HCOE to elevate another proposal for further consideration.

When responding to this RFP, please follow all instructions carefully. Please submit proposal contents according to the outline specified and submit all hard copy and electronic documents according to the instructions. Failure to follow these instructions may be considered an unresponsive proposal and may result in elimination from further consideration.

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1.3 BIDDER'S QUESTIONNAIRE

Contents for Bidder's Questionnaire

The response to the questionnaire shall be limited to ten (10) pages (excluding attachments and appendices) using 12-point font. Respondents shall read each item carefully and answer each of the following items accurately to ensure compliance with District requirements. Failure to provide all requested information or deviation from the required format may result in disqualification. Restate each item prior to addressing said item:

1. Recent Transactions

Please identify three (3) recent transactions with public school districts since 2010 in which your company was involved. List the following information regarding each transaction: name and contact information of the school district, date of services, and description of scope of services.

2. Agreement

The bidder approved by the Board of Trustees to provide the CFMS services described herein will be required to enter into an agreement with terms and conditions of said agreement to be acceptable to the District.

3. References

Please provide the names and contact information for at least four (4) California school districts your company has worked with over the past five (5) years.

4. Legal Issues

Please respond to each of the following questions:

1. Is there now pending any legal action involving your company or any employee of the company? Please describe each such pending action.
2. Have there been any settlements or judgments involving your company or employees of your company within the last five (5) years? Please describe each such settlement or judgment, including the nature of the action and the amount of recovery.
3. Are there pending any legal or disciplinary matters involving the company or any employee of the company by any State or Federal regulatory agency and, if yes, describe. Include information about any criminal indictments or convictions against

the company or its staff. Also include information about any material pending legal action, settlement, or judgment involving a claim of fraud, whether civil or criminal.

4. Has any contract involving your company's services ever been terminated for cause or convenience? If so, describe in detail.

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VENDOR GENERAL SUBMITTAL REQUIREMENTS

Intent

It is the intent of HCOE, through this RFP and contract conditions contained herein, to establish the requirements of both Parties to the Agreement resulting from this RFP.

Before submitting a proposal, the Vendor shall be thoroughly familiar with all contract conditions referred to in this document and any addenda issued before the proposal submission date. Such addenda shall form a part of this RFP and shall be made a part of the contract. It shall be the Vendor's responsibility to ascertain that the proposal includes all addenda issued prior to the proposal submission date.

The Vendor shall determine by personal examination and by such other means as may be preferred the actual conditions and requirements under which the Agreement must be performed.

2.1 ISSUING AGENT

HCOE is issuing this RFP on behalf of the County Office of Education and the Districts. HCOE serves and is comprised thirty one (31) local school districts, one (1) JPA and thirteen (13) charter schools (all charters will need capability of STRS and PERS filing and the County Office of Education, using HCOE Financial Management System with approximately 18,442 students enrolled and 2,373 employees, including substitutes.

The issuing agent is:

Corey Weber, Director of Fiscal Services
Humboldt County Office of Education
901 Myrtle Avenue
Eureka, CA 95501

Proposal Packets are available from:

Humboldt County Office of Education
Corey Weber, Directory of Business Services
901 Myrtle Avenue
Eureka, CA 95501
(707) 445-7030
cweber@hcoe.org

Vendors may view and download this RFP document on the HCOE website at:

www.hcoe.org

If you DO NOT intend to submit a proposal for this project, please complete and return the attached Statement of No Proposal Form (Appendix J) as soon as possible. Your response will assist us in evaluating all responses for this important project and improve our proposal solicitation process.

Prospective Vendors are encouraged to submit a written “Intent to Propose” (no form supplied) before May 2, 2019. Submitting an “Intent to Propose” does not obligate the vendor to submit a proposal and is not mandatory to submit a proposal. By submitting an “Intent to Propose” (no form supplied), a prospective Vendor is guaranteed to receive amendments and notices to this RFP. The written “Intent to Propose” must include the Vendor name, mailing address, phone number, and e-mail address of its main contact for communications regarding this RFP as well as the preferred method for receiving amendments to this RFP. Prospective Vendors should e-mail this information to:

Corey Weber, Director of Fiscal Services
Humboldt County Office of Education
901 Myrtle Avenue
Eureka, CA 95501
(707) 445-7030
cweber@hcoe.org

Written responses to written questions and requests for interpretation or clarifications regarding this RFP will be sent to all Vendors who have submitted an “Intent to Propose.”

2.2 SUBMISSION REQUIREMENTS

In order to facilitate the analysis of responses to this RFP, Vendors are required to prepare their proposals in accordance with the instructions outlined in this part and elsewhere in this RFP. Each Vendor is required to submit one (1) original proposal in hard copy form, (6) hard copies of the original, and one (1) proposal in electronic format to the HCOE contact as listed above.

Failure to submit any required data item may be cause for rejection. Vendors may submit such other data, as they deem appropriate and called for in this proposal; however, voluminous or overly elaborate proposals are discouraged.

All information, prices, notations, signatures, and corrections must be in permanent ink or typewritten. Mistakes may be crossed out and corrections typed or printed adjacent to the mistake and initialed in permanent ink by the person signing the proposal.

2.3 SUBMISSION CHECKLIST

Please use the following checklist to ensure that you are submitting a complete proposal. Additionally, please ensure that all electronic files are clearly identified with your business name and address.

- ☐ All sections of the proposal (3.0 Proposal Format)
- ☐ Vendor references on forms supplied in this RFP (Excel spreadsheet Appendix B)
- ☐ Excel spreadsheet containing costs (Appendix I) including implementation and conversion support. In addition to costs associated with the software, Vendors are expected to estimate the costs of additional hardware and footnote such added costs appropriately in the cost estimates. It is also important to estimate work effort required for implementation by HCOE and district staff and tie this directly to the proposed implementation schedule.
- ☐ Excel documents containing responses to the functional and technical requirements questions (Appendices C, D, E, F, G and H).
- ☐ Other required documents (Appendix J, items #1 (Proposal Submittal Form) and #2 (Non-Collusion Affidavit))
- ☐ Word document with any Written Exceptions to the Specifications.

It is the intent of HCOE to obtain proposals from as many qualified Vendors as possible. It is, however, a requirement for the Vendor to submit a complete proposal. It is the desire of HCOE to obtain a "turnkey solution" from a single Vendor to take responsibility for the completion of all the requirements detailed in this RFP.

2.4 DEADLINE FOR SUBMITTAL

Proposals, one (1) hard copy original, six (6) copies and one (1) electronic copy of the complete Vendor proposal response, including the completed specification worksheets that have been provided in Excel, must be received on or before 4:00 PM (PST), May 10, 2019 (the "Submittal Deadline") at which time the proposals will be opened. Proposals may not be delivered via facsimile or e-mail. Failure to completely execute and submit the required documents before the Submittal Deadline will render a proposal non-responsive.

Proposals may be submitted any time **before** the Submittal Deadline. Proposals shall be submitted in a package, sealed and plainly marked "HCOE RFP COMPREHENSIVE FINANCIAL MANAGEMENT SYSTEM"

Any proposals received **after** the due date and time will **not** be considered. It will be the sole responsibility of the Vendor to have his/her proposal delivered to the desk of the contact person listed above, for receipt **on or before** the above stated time and date. If U.S. Mail or other transportation (FedEx, UPS, etc.) delivers the proposal, the Vendor will be responsible for its timely delivery. Proposals delayed by mail, or any other courier, will not be considered, will not be opened and arrangements will be made for their return at the Vendor's expense. **It is imperative RFP's are clearly marked on the**

outside as to content (HCOE RFP– Comprehensive Financial System) and marked with due date of May 10, 2019.

Submit proposals to:

Corey Weber, Director of Fiscal Services
Humboldt County Office of Education
901 Myrtle Avenue
Eureka, CA 95501

Proposals **will not** be opened publicly. Upon request, a listing of companies submitting proposals will be made available, within **five (5) business days after the submittal deadline**.

2.5 SUBMITTAL COSTS

The Vendor is responsible for any and all costs incurred by the Vendor or his/her subcontractors in responding to this RFP.

2.6 ACCEPTANCE OF SUBMITTAL REQUIREMENTS

Each Vendor, by making a proposal, represents that this document has been read and is fully understood.

All terms and conditions of this RFP, each and every addendum, the successful Vendor's proposal and all negotiated terms, shall be incorporated into any and all agreements arising from this RFP, either explicitly or by reference. Submission of any proposal indicates a Vendor's acceptance of the conditions contained in this RFP unless clearly and specifically noted otherwise in the proposal.

2.7 ADDENDA

Should any Vendor find discrepancies, omissions or ambiguities in this RFP, the Vendor should at once request in writing an interpretation from the office of HCOE. The person submitting the request will be responsible for its prompt delivery. Any changes, additions, deletions, or clarifications to this proposal package, including the general provisions and specifications, shall be made by written addendum to this RFP. Such addendum shall be issued by the Issuing Agent and will be provided to all prospective Vendors who have submitted a letter of "Intent to Propose" (no form supplied).

No telephone or fax questions will be accepted or considered. Vendors should refer to the specific RFP paragraph number and page and should quote the passage being questioned. All inquiries regarding this proposal must be written and should be e-mailed to:

Corey Weber, Director of Fiscal Services
Humboldt County Office of Education

901 Myrtle Avenue
Eureka, CA 95501
(707) 445-7030
cweber@hcoe.org

Any questions received by May 3, 2019 at 10:00 AM (PST) will be addressed in an addenda document that will be distributed to interested Parties via email by May 8, 2019.

All questions must be submitted no later than May 3, 2019 at 10:00 AM (PST) so addenda can be prepared and sent to all prospective Vendors in order to allow sufficient time to prepare their proposals.

HCOE shall not be required to respond to any request for interpretation, but any interpretation will be made by a written addendum to this RFP. Failure on the part of the prospective proposal responder to receive a written interpretation before the submission deadline will not be grounds for withdrawal of proposal. Vendor will acknowledge receipt of each addendum issued by stating so in its proposal.

The issuance of a written addendum is the only official method by which interpretation, clarification, or additional information will be provided by HCOE. Only questions answered by formal written addendum will be binding. Oral and other interpretations or clarifications will be without legal effect.

2.8 ADVICE OF OMISSION OR MISSTATEMENT

In the event it is evident to a Vendor responding to this RFP that HCOE has omitted or misstated a material requirement to this RFP and/or the services required by this RFP, it shall advise the Contact, identified in Section 2.7 above, of such omission or misstatement.

2.9 EXAMINATION OF DOCUMENTS

It is the responsibility of the Vendor to thoroughly examine and be familiar with all elements of this RFP. The Vendor will satisfy himself as to the character, quantity, and quality of work to be performed and materials, labor, supervision, equipment and appurtenances necessary to perform the work as specified by this RFP. The failure or neglect of the Vendor to examine this RFP will in no way relieve him from any obligations with respect to the solicitation or contract. The submission of a proposal will constitute an acknowledgment upon which HCOE may rely that the Vendor has thoroughly examined and is familiar with this RFP and any addenda. The failure or neglect of a Vendor to receive or examine any of this RFP will in no way relieve him from any obligations with respect to the Proposal. No claim will be allowed for additional compensation that is based upon a lack of knowledge of any solicitation document.

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2.10 TENTATIVE PROCUREMENT AND IMPLEMENTATION SCHEDULE

Process	Date(s)
RFP Advertisements	Beginning April 26, 2019
RFP Release Date	April 26, 2019
Due Date for All Written Questions and Inquiries	May 3, 2019 10:00 AM (PST)
HCOE distributes, by e-mail, responses for Vendor clarification requests	May 8, 2019
Proposals Due 4:00 PM PST	May 10, 2019, 4:00 PM (PST)
Proposal Evaluations	May 13, 2019
Software Demonstrations	TBD
Finalize Proposal Evaluations	May 15, 2019
Negotiate & Sign Contract	After Vendor selection

2.11 RESERVED RIGHTS

2.11.1 RIGHT TO SELECT AND NEGOTIATE

HCOE reserves the right to waive any irregularities; accept the whole, part of, or reject any or all proposals; and to select the firm which, in the sole opinion of HCOE, best meets HCOE's needs. HCOE may make award to the qualified Vendor based on fees submitted and its proposal. HCOE also reserves the right to negotiate with potential Vendors so that its best interests are served.

2.11.2 RIGHT TO REQUEST ADDITIONAL INFORMATION

HCOE reserves the right to request any additional information that might be deemed necessary after the receipt of proposals.

2.11.3 RIGHT OF REFUSAL

HCOE reserves the right to refuse any or all proposals in their entirety, or to select certain equipment or software products from various proposals, based on the best interests of HCOE.

The right is reserved to reject any Proposal where an investigation of the evidence or information does not satisfy HCOE and/or the Vendor is not qualified to carry out properly the terms of the Contract.

2.11.4 RIGHT TO CANCEL

HCOE reserves the right to cancel this RFP or portions thereof, without

penalty.

2.11.5 RIGHTS TO PERTINENT MATERIALS

All responses, inquiries, and correspondence relating to this RFP and all reports, charts, displays, schedules, exhibits and other documentation produced by the Vendors that are submitted as part of the proposal shall become the property of HCOE after the proposal submission deadline. No proposals will be returned to the Vendor.

2.11.6 RIGHT TO POSTPONE DEADLINE

HCOE reserves the right to postpone the Submittal Deadline and opening of proposals any time before the date and time of said deadline announced in this RFP or subsequent addenda.

2.12 CONSIDERATION OF PROPOSALS

In cases where an item requested is identified by a manufacturer's name, trade name, catalog number, or reference, it is understood that Vendor proposes to furnish the item so identified and does not propose to furnish an "equal" unless the proposed "equal" is pre-approved by HCOE.

References to any of the above are intended to describe the type, quality, and features desired and to indicate articles that will be satisfactory. Proposals of articles claimed to be "equal" will be considered, provided that the Vendor states in its proposal exactly what the Vendor proposes to furnish, including sample, illustration, or other descriptive matter clearly indicating the character of the article covered by such proposal and the way(s) in which it varies from the specifications requirements. The designated HCOE Representative, in his or her sole discretion, hereby reserves the right to approve or reject any article proposed as an "equal," and HCOE Representative's decision on such proposals shall be final and binding.

2.13 EVALUATION SELECTION PROCESS

HCOE will use a competitive process based upon elevating a certain number of Vendors to compete against each other at different levels (stages) of the process as described in section 4.2 of this RFP.

2.14 AWARD

This RFP qualifies under Education Code section 1276, with award made to the qualified Vendor whose proposal meets the evaluation criteria standards and will be most advantageous to HCOE with price and all other factors considered. These factors may include but are not limited to: experience with California School Districts, County Offices, functionality, technology architecture, implementation capabilities and

other criteria. The Vendor shall be deemed as having been awarded a contract when the Humboldt County Office of Education District Review Committee directs HCOE to execute a contract with the Vendor according to the terms and conditions submitted to it for review.

2.15 CONFIDENTIAL MATTERS

Proprietary information or trade secrets must be clearly identified in the proposal itself. HCOE will be free to use all information in the proposals for HCOE's purposes. While HCOE will take reasonable steps to protect the Vendor's proprietary information or trade secrets, the Vendor understands that any material supplied to HCOE may be subject to public disclosure under the California Public Records Act.

The Vendors shall maintain the confidentiality of all information, including materials, drawings, designs, documentation, and other property or data, that is disclosed to them in connection with this RFP and such information shall not be used, reproduced, appropriated, or otherwise disseminated to anyone other than HCOE unless written consent is obtained from HCOE.

2.16 INDEMNIFICATION AGREEMENT

As part of each and every agreement arising out of this RFP, the successful Vendor shall execute an indemnification agreement wherein it agrees to indemnify, defend, and hold HCOE and the Districts harmless from any and all liabilities including, but not limited to, litigation costs and attorney's fees which it may incur as a consequence of the agreements and from any and all claims and losses to anyone who may be injured or damaged by reason of the Vendor's willful misconduct or negligent performance of the agreements.

2.17 INSURANCE REQUIREMENTS

Prior to commencing the work, Vendor must obtain insurance coverage in amounts and kinds to be negotiated. The Vendor shall provide a certificate of such insurance naming HCOE, its officers, agents, and employees as additional insured's.

2.18 WARRANTY

A warranty is sought for both the software and implementation services. It is assumed that Vendors have priced their services to recognize these warranty provisions. The extent of the warranty coverage will be evaluated as part of the overall procurement process.

2.18.1 Software

The selected Vendor will warrant that the proposed software will conform in all material respects to the requirements and

specifications as stated in this RFP. That is, the detailed requirements as stated in this RFP will become part of the selected software vendor's license and the software vendor will warrant pursuant to the RFP requirements. The selected Vendor must warrant that the content of its proposal accurately reflects the software's capability to satisfy the functional/technological requirements as included in this RFP. Furthermore, the warranty, at a minimum, should be valid until the proposed system is fully implemented and until final acceptance (as will be defined during the negotiation process) of all applications included in the implementation. HCOE will look more favorably at Vendors with warranty periods longer than the minimum specified herein.

2.18.2IMPLEMENTATION SERVICES.

HCOE also seeks a warranty for implementation services (e.g., work products, developed modifications, and system configuration) for a minimum of eighteen months after the final acceptance date of the respective modules. The Vendor must ensure that the implemented software conforms to the requirements warranted by the software vendor.

2.19 CANCELLATION OF AWARD/TERMINATION

HCOE shall have the right to terminate this award or any subsequent agreement by delivering to the Vendor, at the Vendor's address shown in the proposal, thirty (30) days written notice of cancellation, in the event that the performance of the Vendor is unsatisfactory to HCOE. HCOE shall be the sole judge of whether such performance is unsatisfactory. HCOE warrants that it has funds available to remit payments on the resulting agreement(s) at the time any agreement is executed. Should appropriated funds during the term of the agreement become unavailable for the purpose of the agreement, HCOE may cancel the agreement by providing the Vendor with written notice. Such notice shall release both HCOE and Vendor from all obligations under the agreement.

2.20 LEGAL REQUIREMENTS

This RFP and any resulting agreement, contract and purchase order shall be governed by all federal, state and local laws, codes, ordinances, and regulations including, but not limited to, those promulgated by CAL-OSHA, FED-OSHA, EPA, EEOC, DFEH, and the California State Department of Health Services. This agreement shall be in accordance with the substance and procedural laws of the State of California.