



NEW HAVEN PUBLIC SCHOOLS

Operations Memorandum

To: New Haven Board of Education Finance and Operations Committee

From: Dr. Madeline Negrón, Superintendent of New Haven Public Schools

Date: September 11, 2023

Re: Purchase Order with Diligent to provide the Board Docs Pro Plus software management for Board and Committee meeting website development

Answer all questions and have a representative ready to present the details of each question during the Finance & Operations meeting or this proposal may not be advanced for consideration by the full Board of Education.

Company Information	
Vendor Name:	Diligent Corporation
Doing Business as: (DBA)	
Vendor Address:	1111 19 th St NW, 8 th Fl, Washington, DC 20036
Vendor Contact Name:	
Vendor Contact Email:	billing@diligent.com
Is the contractor a minority or women owned small business?	No
Agreement/Contract Information	
New or Renewal Agreement/Contract?	Purchase Order
Effective Dates: (mm/dd/yy) <small>Multi-yrs. require Board of Aldermen approval</small>	From 9/25/2023 To 6/30/2024
Total Amount: <small>If Multi-yr. include yr. to yr. breakdown</small>	\$18,000.00
Funding Source Name: Acct. #:	2023-2024 Operating Budget 190-47200-52265
Contract #: <small>(Local or State)</small>	N/A



NEW HAVEN PUBLIC SCHOOLS

Key Questions:

1. What specific service will the contractor provide:

This is a new service that will be provided to the district for the purposes of board and committee meeting website development and management. Board Docs Pro Plus allows the staff to streamline the creation and publishing of meeting materials and information for future meetings and the ability to archive previously held meetings.

2. How was the contractor selected? **Attach appropriate supporting documents*

- Quotes**
- Sealed Bid #** _____
- Sole Source #** _____
- RFP#** _____
- State Contract #**
- Exempt Professional**
 - Accountant
 - Actuary
 - Appraiser
 - Architect
 - Artist
 - Dentist
 - Engineer
 - Expert Professional Consultant
 - Land Surveyor
 - Lawyer
 - Physician/Medical Doctor

3. If the vendor was selected through Solicitation (Bid/RFQ/RFP) process; answer the following:

a. Please explain how the vendor was chosen? **Attach Vendor Proposal*

N/A - Quotes

b. Who were the members of the selection committee? *(Minimum 3 members required)*

N/A - Quotes



NEW HAVEN PUBLIC SCHOOLS

4. If this is a renewal with a current vendor, has the vendor has met all obligations under the existing agreement/contract?

N/A – New

5. If this agreement/contract is a Renewal, has the cost increase? If yes, by how much? *Attach Renewal Letters

N/A - New

6. If this new agreement/contract, has cost for service increased from previous years? If yes, by how much?

Diligent to provide the Board Docs Pro Plus software management for Board and Committee meeting website development. This will be the first time the district will be utilizing this type of service.

7. Is this a service that existing staff could provide? Why or why not?

No, this is a specialized service this company provides -- the product is widely used by Public School Districts.



NEW HAVEN PUBLIC SCHOOLS

Agreement/Contract Processing Checklist

To ensure timely processing of the submitted Agreement/Contract it is imperative to collect and provide all of the required documentation noted below and provide with submission to board.

Forms/Documents are available in: Drive G:\F&O Agenda Minutes\Agreement_Contract_Checklist\2022-2023

1. Has this vendor performed service(s) in prior fiscal years?	
If Yes,	Vendor # _____
If No or New,	Vendor must provide completed W9
2. A quotes or proposal submitting regarding the agreement/contract.	
If RFP	Attach Vendor Submitted
Other	Copy of State Contract, Quotes, etc.
<p>3. <u>Certificates of Liability Insurance (COI) are required for ALL agreements/contracts, read the following and select the applicable Rider.</u></p> <p>It is the submitters responsibility to request the COI from the vendor and attach with submission; the COI from the Vendor <u>must match rider specifications outlined.</u></p> <p>Failure to obtain or incorrect COIs will be returned for revision and will delay its processing.</p>	
Rider 300	Professional Services – Onsite Umbrella; w/ Auto; w/ Workers Compensation
Rider 305	Professional Services – Onsite Umbrella; No Auto; No Workers Compensation
Rider 310	Professional Services – Onsite Umbrella; w/ Auto; No Workers Compensation
Rider 315	Professional Services – Onsite Umbrella; w/ Youth under 21
Rider 320	Professional Services – Offsite; No Auto; No Workers Compensation
Rider 325	Professional Services – Offsite; No Auto; No Workers Compensation; w/ Youth under 21
Rider 330	Professional Services – Offsite Attorney; No Auto; No Workers Compensation
Rider 335	Professional Services – Onsite; Physician/Dentist; No Auto
Rider 340	Professional Services – Onsite Physician/Dentist w/ Youth under 21
Rider 345	Professional Services – Onsite Temp Nurses
Rider 350	Professional Services – Cyber – Onsite
Rider 355	Professional Services – Cyber – Offsite
<p>4. The City of New Haven requires the information requested in the <u>Disclosure Affidavit</u> before any City agency, department, or city official seeking agreement/contract shall obtain them, notarized.</p>	
Emailed Disclosures are acceptable.	



Community
BY DILIGENT

Proposal





Proposal for: Rae Johson

Prepared for: New Haven School District

Date: September 1, 2023

Prepared by: Drew Wareham
Sr. Regional Sales Director
dwareham@diligent.com
571-439-4300

Table of Contents

Overview.....	4
Why choose Community by Diligent.....	5
Summary of Key Capabilities	5
Security.....	6
Support	6
About Diligent	6
Pricing.....	7



Community

BY DILIGENT

Proposal





Overview

Community by Diligent™: a modern governance solution designed exclusively to meet the needs of local government.

Many local governments are relying on paper-bound processes or outdated technologies that no longer meet the needs of today's digital age. Consequently, they are facing serious governance gaps, and struggling with poor meeting efficiency, issues with inclusion, transparency and security, and lack of access to real-time information. Community by Diligent, alongside forward-thinking public leaders, addresses these pressing governance gaps.

Community by Diligent enables local government leaders and clerks to achieve excellence in modern governance. It supports responsiveness to their constituencies through an integrated set of technologies, insights and processes. Building on Diligent's deep experience in offering digital governance solutions to corporate boards, Community by Diligent provides local governments with the same streamlined approach to modern governance, but tailored to the specific needs of councils.

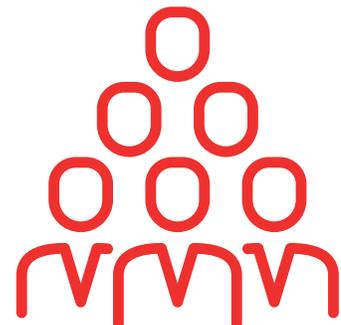
Community by Diligent is a responsive design, "mobile-first" digital solution that enables councils to drive workflows in a predictable and transparent manner, encouraging engagement and making the decision-making process more effective. For constituents, this means that not only are all current and past meeting documents available anytime from anywhere, but live, fully inclusive meeting participation is now possible.



EFFICIENT



MOBILE



INCLUSIVE



Why choose Community by Diligent



Efficiency – Local governments, first and foremost, must prioritize serving their constituents, and only then can they turn their focus to improving governance. Community leaders are required to drive results with fewer resources and limited time. Community by Diligent facilitates a fully secure, digital and streamlined process for meetings, including agenda management, document collation with status updates, and publication of final meeting materials and minutes. Community by Diligent gives leaders the ability to

manage the workflow of building and sharing meeting materials and agendas in a predictable and transparent manner. And, it's intuitive and easy to use.



Mobility – Now more than ever, our communities are connected through our devices. Mobile technologies can help local government leaders engage their constituents outside the context of a laptop or home computer. That's why Community by Diligent has been built to leverage a responsive, mobile-first design to ensure that any action taken on a desktop will be just as easy to complete on a smartphone or tablet. Not only does this allow flexibility for council members to review and annotate documents from their preferred

device, but provides clerks the ability to add, edit and publish agenda items on the go.



Inclusion – Ease of engagement and inclusion are critical. Whether you're talking about geographically diverse districts, people with disabilities, single moms, housebound seniors or constituents who are traveling, these are everyday scenarios. Local governments are getting challenged in court over lack of inclusion for all citizens. Diligent is committed to expanding engagement for all citizens through the use of technology. By using technology to reduce

barriers and make it easier to engage, all members of our community can play a full and active role in the governance process and the entire community benefits. Community by Diligent is built on a foundational commitment to be inclusive for all users.

Summary of Key Capabilities

- Agenda and book creation
- Council member cross-device annotations
- One-click print for meeting material
- Enhanced accessibility features
- Improved mobile-first UI
- Fewer clicks and more productivity
- Powerful search capabilities
- Localized community-specific user interface
- Social media integrations



Security

Diligent's 360° safety measures include safeguards against internal, external and unknown threats.

The core of the technology for Community by Diligent is deployed through an open, flexible, enterprise-grade cloud computing platform housed in world-class hosting data centers that maintain various globally recognized security certifications. The data centers also provide physical and environmental controls to ensure access is controlled 24x7. Data is secured using industry-standard encryption methods.

Support

We take pride in delighting our clients.

We pride ourselves on delivering best-in-class customer support to our clients. Our customer support team is available 24/7. The team is here as your resource, free of charge.

As part of our commitment to the success of your community, you'll receive support as part of our service:

- 24/7 Support
- Implementation onboarding
- Unlimited storage for agendas and council-related documents
- Online user guides, tips/tricks and videos
- Regular customer webinars

About Diligent

Diligent is the pioneer in modern governance. Diligent empowers leaders to turn governance into community impact through unparalleled insight and highly secure, integrated SaaS applications that help public sector entities thrive and endure in today's complex landscape. Diligent's trusted, cloud-based applications streamline the day-to-day work of boards, councils and committees, support accountability and transparency, manage hundreds of policy documents and files, and deliver the insights and information leaders need to address stakeholder concerns and create impact.

With the largest global network of directors and executives, Diligent's suite of governance solutions are relied on by more than 16,000 organizations and 650,000 leaders in over 90 countries. With an eye toward inclusivity and accessibility, Diligent serves some of the largest public governing bodies and more than 50% of the Fortune 1000, 70% of the FTSE 100 and 65% of the ASX.



Pricing

	One-time Fee
Setup & Implementation	\$0
Includes setup and implementation of Community by Diligent	
	Annual Fee
Community by Diligent	\$18,000
<ul style="list-style-type: none">• Includes agenda management, publishing book materials, board member annotations and more• Unlimited agendas & minutes templates• Unlimited storage for meeting related content excluding large video files• Unlimited users within your organization• Package of 5 Committees - \$1,250/yr• Boxcast Livestreaming add-on -- \$3600/yr.•	
Transparency Portal	Included
<ul style="list-style-type: none">• Meeting schedules, agendas, minutes, voting and attendance records are all included• Citizens can subscribe to receive automatic email updates• Automatically refreshes with the latest information once it is complete	

Terms & Conditions

- The annual fees outlined herein are guaranteed for thirty (30) calendar days from the date of issuance
- The annual fees outlined herein are based on a one-year auto renew contract
- The annual fees include hosting, technical support (e-mail and 1-800 support), maintenance, online training sessions, regular upgrades to the software and storage space
- All annual fees are payable up front
- Your license will include unlimited users from your organization



ORDER FORM

This Order Form is made by and between New Haven School District (hereinafter “**Client**”) whose principal place of business is 54 Meadow Street, New Haven, Connecticut, United States 06519 and Diligent Corporation (hereinafter “**Diligent**”), whose principal place of business is located at 1111 19th St NW, 8th Floor, Washington DC 20036. The Order Form is effective as of the **Effective Date**, as defined below. Each of Client and Diligent are a “**Party**” and are together the “**Parties**.” All amounts are in USD currency.

A. Terms

This Order Form, together with the applicable General Terms and Conditions as identified at <https://diligent.com/governance-cloud-terms-conditions> and the applicable Product Terms as identified at <https://diligent.com/product-terms>, form the entire agreement between the parties in respect of the products and services set forth in this Order Form (the “Agreement”). For purposes of this Agreement, in the event of any conflict between the Order Form and the General Terms and Conditions, the Order Form shall control. Notwithstanding anything to the contrary in any purchase order or other document provided by Client, any product or service provided by Diligent to Client in connection with a purchase order related to this Order Form is conditioned upon Client’s acceptance of the Agreement. Any additional, conflicting or different terms proffered by Client in a purchase order or otherwise shall be deemed null and void.

B. Diligent Services

SUBSCRIPTIONS

Description	Quantity	Annual Price Per	Total Annual Price
BoardDocs Pro Plus	1	18,000.00 USD	18,000.00 USD

Total Annual Subscription Fee: 18,000.00 USD

One-Time Installation Fee: 0.00 USD

As of the execution of this Order Form, Client will pay a total of 18,000.00 USD (plus applicable taxes) for the subscriptions and/or services purchased under this Order Form. Upon execution of this Order Form, Diligent will issue billing documents for such subscriptions and/or services, which may include invoices or credit memos as applicable.

Pricing is valid until September 30, 2023. If the Agreement received is executed by Client after this date, Diligent may accept or reject the Agreement in its sole discretion.

The “Effective Date” of this Agreement shall be the date of the Client’s signature, and the Initial Term of the Agreement shall run for 1 year from the Effective Date.

After the Initial Term, the term of the Agreement will automatically renew for additional 1 year Renewal Terms, unless either Party provides the other written notice of non-renewal no later than 30 days prior to the expiration of the Initial Term or any Renewal Term. For each year of the Term, pricing shall increase by 8.00% on each anniversary of the Effective Date. Any notices of non-renewal issued by Client to Diligent must be provided to billing@diligent.com. All Subscription Fees shall be payable on an Annual basis in advance. All payments are due Net 30 days from the date of invoice.



C. Notices And Client Information

	Invoicing	Notices
Client Contact Name:		
Address:		
Billing Contact:		
Phone:		
E-mail:		
Additional Email:		
VAT/Tax ID:		
Purchase Order:		

IF APPLICABLE: Tax-exempt Entity: Please attach a copy of your tax-exemption certificate to this Order Form.

Notices to Diligent:

Except as otherwise identified, all notices to Diligent shall be sent to:
Diligent Corporation
111 West 33rd Street, 16th Floor, New York, NY 10120

Legal@diligent.com



Agreement Number: Q-1207990

IN WITNESS WHEREOF, the Parties hereto have executed the Agreement as of the Effective Date.

New Haven School District
("Client")

By:

Name:

Job Title:

Date:

Diligent Corporation
("Diligent")

By:

Name:

Job Title: General Counsel

Date: