

COMMONWEALTH OF MASSACHUSETTS OFFICE OF THE COMPTROLLER BIDDER RESPONSE

TITLE: STATEWIDE CONTRACT FOR ELECTRONIC PAYMENT SOLUTIONS

COMMBUYS BID#: BD-15-1079-1079C-1079C-00000003663

DEPARTMENT RFR # PRF59ADESIGNATEDOSC

BIDDER NAME: Grant Street Group, Inc.

INSTRUCTIONS:

Submission of Responses/Deadline for Submission

- 1. Bids will be submitted solely electronically through www.commbuys.com (COMMBUYS) as outlined in the RFR Document, as it may be amended.
- 2. Submit Responses through COMMBUYS by Submission Deadline Date listed in the RFR BID Document **BID#: BD-15-1079-1079C-1079C-00000003663**, as it may be amended. Job Aids for COMMBUYS are available at: http://www.mass.gov/anf/budget-taxes-and-procurement/procurement-info-and-res/conduct-a-procurement/commbuys/job-aids-for-sellers.html
- 3. Responses must be submitted according to these instructions. Failure to submit a Response in compliance with these instructions may result in a reduction in points, or all or a portion of the Response being disqualified. Due to the number of expected Responses, and the competitiveness of this procurement, a Response may be disqualified solely for not being submitted in compliance with these instructions.
- 4. The Written RFR Response must be submitted using this "RFR Response Template" so that all Responses appear uniform and consistent for selection purposes and to enable posting on Comm-PASS once selection is completed.
- 5. This WORD document must be used and may not be altered, reformatted or changed in any way or the Response will be subject to rejection. This document must be saved in a WORD format and not in .pdf so that the document may be modified during negotiations if necessary. Bidders may not save this document as a .pdf format. A .pdf format will subject the Response to rejection. Attachments allowable as .pdf submissions will be specifically noted, if any.
- 6. Bidders should open the "footer" and add the Bidder's Name to print on each page of the Response. DO NOT include vendor logos.
- 7. Bidders must enter, or copy and paste information into the spaces provided for each Answer. The space will expand to accommodate the data entered.
- 8. There may be Answers that will be same for multiple sections. If Answers are the same as previous sections, the Answers MUST be replicated (copied and pasted) in each Answer section and not referenced to another location in the Response. DO NOT REFER BACK to other sections or attachments. Any Answer that has a reference back, "See answer to section ____," "See attachment ____," "Same as Answer in B-1" are unacceptable Answers and will subject this Answer to no points and disqualification.
- 9. Bidders may not refer to outside Attachments for key information related to answering the questions. For example, resumes of Key Personnel may NOT be submitted as attachments or any other brochure or documents unless the document is a required listed Attachment. Content from a resume or other attachment may be copied and pasted into an Answer, but do not merely copy the entire resume or brochure into an Answer. Answers must answer the questions. PLEASE DO NOT INSERT MARKETING MATERIALS, OR OTHER PRE-PACKAGED CONTENT INTO THIS FORM OR REFER OUT TO OTHER DOCUMENTS. CONTENT MUST BE INSERTED AS TEXT AND DIAGRAMS INTO THIS TEMPLATE. This form will expand to accommodate the addition of response information. Failure to follow these instructions may result in a reduction in points, disqualification of a section or the entire Response.
- 10. Each item must be addressed specifically by entering information in the required ANSWER space. If an item is inapplicable, the Response must indicate "N/A" or "Not applicable" or other appropriate explanation. Some sections identify that "N/A" is insufficient and Bidder must provide a detailed explanation.
- 11. The questions presented are the best guess of what information is needed to evaluate Bidders and are not exhaustive. As attachments may not be referred to, Bidders should be as comprehensive in responding to each Answer as possible and include all relevant information and considerations to assist in the review of a Response and demonstrate the full capabilities of the Bidder and why the Commonwealth should select the Bidder as a Statewide Contractor. If questions do not elicit all the information a Bidder believes is necessary to evaluate the Bidder, the Bidder should add this information where most applicable, or under the general "value-added services" section.

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- 12. Bidders are responsible for reviewing www.COMMBUYS.com for all the listed specifications, updates to the RFR, and the required Forms that must be submitted with the RFR Response (in order to be considered for selection) or upon contract award and execution. Failure to submit the required Forms with the RFR Response, as specified, will be considered sufficient grounds for disqualification of the Bidders Response.
- 13. **Supplier Diversity Program participation.** It is required that Supplier Diversity Program participation accounts for no less than 10% of the total points in the evaluation and that Statewide Contractors commit to SDP participation with certified vendors, preferably in the primary industry directly related to the scope of the RFR, subcontracting expenditures and partnerships for the purpose of contracting with the Commonwealth. Massachusetts Small Businesses as part of the Small Business Purchasing Program (SBPP). (To determine eligibility and to participate in the SBPP, please review the requirements and general program information at www.mass.gov/sbpp.)

RFR RESPONSE PART A BIDDER AUTHORIZED CONTACT, INTRODUCTION AND CERTIFICATIONS

A-1. Authorized Representative and RFR Contact. Please complete the information below for the Individual who is an Authorized Representative of the Bidder, who can legally bind the Bidder during the RFR Interview and subsequent negotiations, and who shall serve as the RFR Contact for any questions or communication necessary during the procurement. The Bidder must identify its Legal Name as used for filing Tax Returns to the Internal Revenue Service (IRS) and its Federal Employer Identification Number (FEIN). Please also identify the Contract Manager who will be assigned to this Statewide Contract.

Bidder Legal Name (on file with IRS): Grant Street Group, Inc.

D/B/A (if operating under this name): Not Applicable

Legal Address (on file for IRS reporting): 1800 Allegheny Building, 429 Forbes Avenue,

Pittsburgh, PA 15219

FEIN: 23-2900536

Commonwealth of Massachusetts Vendor Code (if previously a vendor in Massachusetts): VC: 232900539 K001

Authorized Representative/RFR Contact Name: Philip J. Runyard

Title: PaymentExpress® Product Manager

Telephone: 412-391-5555 ext. 341

Cell: 724-814-1053

TTY/TTD:

Email Address: Phil.Runyard@GrantStreet.com

Fax: 412-391-7608

CONTRACT MANAGER (who will be listed in the Statewide Contract and Lead Person to be contacted for any engagement, under any category for the Statewide Contract.)

Individual Name: Daniel J. Veres Title: Executive Vice President Telephone: 412-391-5555 ext. 302 Mobile Phone: 412-736-7600

Email Address: Dan.Veres@GrantStreet.com

Fax:412-391-7608

A-2. INTRODUCTION - BIDDER FIRM PROFILE: In the A-2 ANSWER space below please complete the following:

Insert a brief Bidder Introduction – Bidder Firm Profile (not to exceed three (3) pages in length introducing the Bidder:

- State whether the firm is local, national, or international.
- Identify the number of principals/partners, managers, supervisors, or other senior and professional staff

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employed at the office from which this work will be performed. Identify how many and which of this staff will be available to manage and perform the work under this contract.

- State a brief firm history
- Demonstrate three (3) years of experience as a service provider for payment solutions using major credit and debit card processing networks and ACH, preferably with governmental entities.
- Describe currently held contracts that provide these services with at least three government clients and at least two non-government clients operating web-based, IVR, and/or mobile payment applications or other electronic payment channels and methods.
- Confirm that services, implementation, operations, and support services will be performed in the Continental
 US and not overseas and that all data processed under this Contract will not pass outside the Continental US.
- Identify the states and countries in which the firm has offices or branches, the number of offices and branches and the total number of employees.
- State the location of the office(s) from which the work under this contract is to be managed and, if different, the location from which the work will be performed.
- Identify a description of the firm philosophy in providing each of the RFR categories that the Bidder is submitting a Response, how they will meet the particular needs of the Eligible Entities they intend to serve
- Identify how flexible the firm is willing to be in negotiating services to provide the required services, at an industry and government competitive rate, with no compromise in data security or performance.
- Identify why the particular expertise and skills of the firm, and the pricing of services sets the firm apart from competitors and why the Bidder provides the best value in quality of services and pricing in comparison to similarly situated Bidders for the Commonwealth of Massachusetts as a state government entity.

DO NOT INSERT MARKETING MATERIALS. Bidder Firm Profile must address (at a minimum) the specific items listed above. Note that the quality of this Introduction will be considered in the scoring of this Response.

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A-2. ANSWER: ENTER/INSERT BIDDER'S INTRODUCTION – BIDDER FIRM PROFILE HERE: (Please see shaded row above for contents of Introduction. Limited to 3 pages.)

- Grant Street Group is a national firm.
- Grant Street currently employs 145 professionals. Of these, 20 provide direct support for our PaymentExpress service.
- Grant Street Group is a leader and innovator of financial and revenue collection web-based software and services. Founded in 1997, Grant Street revolutionized fixed income securities by hosting the world's first online bond auction for the City of Pittsburgh, Pennsylvania. Over the next few years, Grant Street evolved into a financial software firm specializing in hosted internet applications, now used by thousands of clients across the country.

Grant Street Group has hosted 85 auctions for issuers in the Commonwealth with a total dollar volume exceeding \$9.6 billion. These include:

- 16 bond auctions totaling \$2.6 billion for issuers including the Commonwealth of Massachusetts, the Massachusetts Water Resources Authority, the City of Chelsea, the Town of Chelmsford, and the Massachusetts State College Building Authority.
- o 12 note auctions totaling \$2.4 billion for issuers including the Commonwealth of Massachusetts, Town of Harvard, the Town of Chelmsford, the City of Chelsea, and the City of Worcester.
- 7 Guaranteed Investment Contract (GIC) auctions for the Commonwealth of Massachusetts, the University of Massachusetts Building Authority, and the Massachusetts Water Resource Authority totaling \$2.0 billion.
- 50 Certificate of Deposit (CD) auctions for the Commonwealth of Massachusetts totaling \$2.5 billion.

In 2004, Grant Street hosted the country's first-ever online tax certificate auctions for four tax collectors in the State of Florida using our LienAuction® platform and patented methodology. In 2006, Grant Street Group expanded its focus and services to Florida tax collectors with the introduction of TaxSys®, our hosted, web-based tax collection and billing system. To date 19 Florida tax collectors have switched to TaxSys since its launch, which accounts for over 50% of all property tax collections in the state.

In 2009, Grant Street Group continued to build upon its services for government entities by introducing PaymentExpress® -- an online payment processing system. Designed specifically to meet the operational and customer service needs of government agencies, PaymentExpress features flexible reporting tools with detailed payment processing data, quick and easy resolution of payment issues, and the ability for government agencies to accept Visa, MasterCard, American Express, Discover Card, e-Checks, and PINdebit cards for over-the-counter payments. Today we process over 2.5 million credit card, debit card, and e-check transactions each year, totaling over \$2 billion.

Our services are utilized for all payment types, including property tax, business licenses, DMV related transactions (vehicle/vessel registrations, titles, drivers licenses), hunting and fishing licenses, tourist development taxes, miscellaneous permits and licenses, utilities (water and sewer), solid waste management, parking garages, and parks and recreation, to name a few.

At Grant Street, we have 18 years of experience creating interfaces to third party systems, using a variety of formats and protocols. We are a software development company and pride ourselves on creating custom solutions that exactly meet our customers' needs.

- We have been providing electronic payment processing services including credit card, debit card, and echeck processing to government agencies across the United States since 2009.
- We currently provide payment processing services to 22 government agencies throughout the country.
 Project summaries including annual payment statistics are included for five selected clients. We would
 welcome the opportunity to provide client references in addition to those listed in answer A-3 below, and
 would encourage you to talk with our clients regarding the level of service and satisfaction you can expect
 from PaymentExpress.

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1) San Bernardino County Auditor-Controller / Treasurer / Tax Collector, California

San Bernardino selected PaymentExpress as the new e-payment provider following a competitive procurement process in 2013/2014. Over the course of eight months, Grant Street Group completed the PaymentExpress implementation for both the Auditor-Controller/Treasurer/Tax Collector's Office and the Central Collections division. The County went live with PaymentExpress on November 1, 2014. PaymentExpress allows the County to accept major credit cards - including Visa, MasterCard, American Express, Discover, and both PIN and PIN-less bank debit cards - in the office, online, and via IVR/phone. San Bernardino uses the exact same Vantiv platform, Tandem, as the Commonwealth currently uses.

Credit/Debit Cards: \$47 million
E-Checks: \$252 million

Total: \$299 million*

Number of Transactions: 212,092
Average Payment: \$1,410

2) Broward County Records, Taxes, and Treasury Division, Florida

Broward County was processing payments internally for several years. The required effort necessary to maintain PCI compliance made the County seek a third-party vendor. Broward County uses PaymentExpress to accept e-checks online and all major credit/debit cards both online and in the office. The County went live with PaymentExpress on October 31, 2012. PaymentExpress now enables Broward County to process over \$500 million in electronic payments each year using a PCI Certified solution, eliminating the County's PCI compliance burden.

Credit/Debit Cards: \$90 million

E-Checks: \$477 million

Number of Transactions: 139,091

Average Payment: \$4,044

3) Hillsborough County Tax Collector, Florida

Total: \$567 million

Total: \$230 million

PaymentExpress consolidated Hillsborough's electronic payment acceptance and replaced three separate vendors formerly used by County with a single payment service provider. Hillsborough County uses PaymentExpress to accept e-checks online and all major credit/debit cards both online and in the office. The County went live with PaymentExpress on May 3, 2013. PaymentExpress replaced the County's existing equipment with new and more stable devices. Hillsborough uses the exact same Vantiv platform, Tandem, as the Commonwealth currently uses.

Credit/Debit Cards: \$78 million

Number of Transactions: 536,937

E-Checks: \$152 million

Average Payment: \$426

4) Pinellas County Tax Collector, Florida

PaymentExpress replaced the existing vendor within a short timeline successfully, and now handles over \$178 million in electronic payments annually for the County. Pinellas County uses PaymentExpress to accept e-checks online and all major credit/debit cards both online and in the office. Pinellas County was the first PaymentExpress client, going live on October 16, 2009. Pinellas uses the exact same Vantiv platform, Tandem, as the Commonwealth currently uses.

Credit/Debit Cards: \$39 million

Rumber of Transactions: 231,212

E-Checks: \$139 million

Average Payment: \$774

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^{*} Note: San Bernardino County went live in November 2014; these figures only include six months of data.

Total: \$178 million

5) Lee County Tax Collector, Florida

After a competitive RFP process, the Lee County Tax Collector's Office selected PaymentExpress to replace their existing provider (FIS). New services, such as PIN debit, were introduced to the County. Lee County uses PaymentExpress to accept e-checks online and all major credit/debit cards both online and in the office. The County went live with PaymentExpress on August 19, 2014.

Credit/Debit Cards: \$52 million

Number of Transactions: 244,171

E-Checks: \$119 million

Average Payment: \$698

E-Checks: \$119 million
Total: \$171 million**

** Note: The Lee County Tax Collector went live with PaymentExpress in 2014; these figures only include 8 months of data.

- All PaymentExpress services, including implementation, operations, and support services will be
 performed within the continental United States. All of our PaymentExpress customer service
 representatives, business analysts, and software developers are based in the United States. All data
 processed under this contract will remain within the Continental U.S.; Grant Street's primary and disaster
 recovery data centers are secure, enterprise class facilities located in Pittsburgh, Pennsylvania and
 Atlanta, Georgia.
- Grant Street's corporate headquarters are in Pittsburgh, Pennsylvania. We also have a branch office in Jupiter, Florida. Of our 145 employees, 55% telecommute from various locations across the United States.
- The work for this contract would be managed and primarily performed from our Pittsburgh headquarters.
- Our firm's philosophy is to provide software that works to help governments work better. We have years of experience creating interfaces to third party systems, using a variety of formats and protocols. We are a software development company and pride ourselves on creating custom solutions that exactly meet our customers' needs. Unlike other e-payment service providers, we only work with large government entities (> 30,000 transactions per year), and we develop a very personal relationship with all our clients. We share our clients' goal of increasing the volume of online payments, and we will work with the Commonwealth to achieve this by using the latest e-payment technologies, actively marketing online epayment services, making payments affordable, and ensuring online payments are the simplest, most reliable, and cost effective form of payment. We are driven to provide industry leading e-payment services, while also offering the best customer service to both the payers and the Commonwealth. We will provide the payers with well-designed and reliable e-payment services, and access to outstanding U.S.-based, bilingual payer support (English and Spanish) to address any questions or issues that may arise. In addition, we will provide the Commonwealth with all the tools necessary to maintain cutting-edge epayment services such as: a dedicated customer service contact, access to an issue and system enhancement tracking system, 24 hour emergency support line, updates on industry changes and new technology, and access to new features and services. We are willing to be very flexible in negotiating the services required under this RFR. In addition, if the Commonwealth selects PaymentExpress it will receive the full benefit of Grant Street's investment in data security and performance including industry standard security certifications - PCI, SSAE-16, ISO 2700-09.
 - Grant Street Group's PaymentExpress solution is uniquely qualified for this contract because:
 - PaymentExpress is tailored to meet the unique needs of government entities
 - Our company is a software development firm with 7 full-time developers dedicated to the product (all of whom are based in the United States), who can address custom requirements as needed at no charge
 - We provide competitive pricing and free equipment
 - We provide upgrades and enhancements at no charge

A-3. <u>References:</u> Bidders must include a MINIMUM of three (3) references. The References should be from references for which the Bidder performed the most relevant, comparable work of the type requested in this RFR (preferably a state, federal or large local government entity). The Strategic Sourcing Team (SST) reserves the right to verify references included in the Response and to conduct other reference checks as deemed appropriate.

REFERENCE #1. Reference name: Mr. Matt Brown, Assistant Auditor - Controller/Treasurer/Tax Collector

Firm/Agency: San Bernardino County Auditor-Controller/Recorder /Treasurer/Tax Collector

Phone: # (909) 386-8818

Fax:

Email Address: matt.brown@atc.sbcounty.gov

Description and date(s) of services provided: Electronic payment processing (currently live) and electronic bill

presentment services (go-live September 2015). October 31, 2014 - Present

REFERENCE #2. Reference name: Mr. Gary Mehringer, Assistant Director

Firm/Agency Broward County Records, Taxes and Treasury Division

Phone: # (954) 357-5440

Fax:

Email Address: gmehringer@broward.org

Description and date(s) of services provided: Electronic payment processing. October 31, 2012 - Present

REFERENCE #3. Reference name: Mr. Kirk Sexton, Director of Information Services

Firm/Agency Hillsborough County Tax Collector

Phone: # (813) 612-6769 Fax: (813) 307-6591

Email Address: sextonk@hillstax.org

Description and date(s) of services provided: Electronic payment processing. May 3, 2013 - Present

A-4. CERTIFICATION OF ACCEPTANCE OF COMMONWEALTH TERMS.

The order of precedence of this Statewide Contract is as follows:

- 1) Commonwealth Terms and Conditions
- 2) Standard Contract Form
- 3) Request for Response BD-15-1079-1079C-1079C-0000003663 (PRF59ADesignatedOSC2) (as amended)
- 4) This Contractor's Response, as amended during negotiations, including any merchant agreements or other onboarding documentation
- 5) Any other non-conflicting provisions, terms or materials incorporated herein by reference by the Contractor

It is expected that any legal review of the required contract forms and attachments will be done PRIOR to submission of the RFR Response and that objections to any language in the RFR or attachments will not be raised after selection and during contract negotiations. This means that the Bidder cannot condition execution upon the "opportunity to negotiate final terms" after selection.

Therefore, if the Bidder has any questions related to the interpretation of any language in the required forms or Attachments, these questions must be identified as part of the "On-line Forum" for this RFR during the question and answer period prior to submission, and questions or objections may not be raised at a later date.

Any issues or concerns with the language in the Contract Forms or Attachments, or proposed additions or clarifications to this language MUST BE IDENTIFIED IN DETAIL BELOW as part of the Response, which will be evaluated as part of the selection process, and may not be raised after selection.

Bidders are not authorized to condition execution of a contract with the Commonwealth upon the Commonwealth's execution of a Bidder contract form, or required use of Bidder Terms and Conditions. Any additional terms and conditions that the Bidder seeks to apply to this Contract MUST BE SPECIFIED IN DETAIL BELOW with a full explanation for

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consideration as part of the selection process. The Commonwealth shall consider any reasonable "clarification" of terms that defines or outlines the parties' responsibilities, but does not delete or materially change the Commonwealth terms. Selection for final negotiation of a Contract shall not be interpreted as the Commonwealth's acceptance of any terms, conditions or recommended clarifications identified in this section and shall be subject to the Commonwealth's acceptance as part of negotiations. The Commonwealth reserves the right to redact any submitted terms.

The listing of numerous conditions, demands for negotiation of terms, conditioning performance on the Commonwealth's acceptance of Bidder terms or a demonstration of an unwillingness to operate under the Commonwealth's boilerplates and terms shall be a significant consideration as part of Qualifications for this Statewide Contract and grounds for rejection of the Bidder's Response or a significant reduction in points.

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A-4. ANSWER: (Bidder must affirmatively indicate acceptance with an "X". In the event the Bidder fails to indicate acceptance, the Bidder will be deemed to have affirmatively accepted if a Response is submitted.)

X By submitting this Response the Bidder certifies that the Bidders understands and agrees to these conditions.

In the section below the Bidder is submitting the following clarifications, concerns or recommended additional terms for consideration. These terms will be considered in evaluating the overall qualifications of the Bidder and when evaluating the Partnership minimum qualifications under this RFR. Bidder understands and agrees that these terms may not be accepted by the Commonwealth and this Response cannot be, and is not conditioned upon these terms. Bidder shall include an explanation about why the clarifications are sought or are necessary. Merely stating that the firm policy or legal team requires these terms will be an inadequate explanation. Why the terms will benefit the engagement must be identified. Merchant Agreements, any intake forms or implementation forms should be included as attachments, which should be identified below. In addition, if the Bidder has merchant agreements or other on-boarding documents that are included, Bidder must identify which sections in these documents conflict with the documents listed in the hierarchy and proposed clarifying language.

We are not submitting any clarifications or concerns related to the terms and conditions.

A-5. In the space for ANSWER A-5 below, please list the following information if applicable. Failure to identify such contingencies as part of a Response will be considered sufficient cause for immediate termination from the Statewide Contract if such information is discovered during the life of the Contract: Details of the particular incidents do not have to be provided unless to identify mitigation or resolution of the incident.

- a) **Penalties and Bankruptcy:** A list of all bankruptcy and other similar proceedings within the past five years relating to the Bidder, any officer, director, partner or member thereof, any affiliate or any related entity.
- b) **Litigation:** List any outstanding contingencies, such as lawsuits or other claims or charges against the Bidder related to performance of the services sought under this RFR and any and all investigations, indictments or pending litigation by any federal, state or local jurisdiction relating to the Bidder, any officer, director, partner or member thereof, any affiliate or any related company and all criminal convictions within the last five years relating to the Bidder, any officer, director, partner or member thereof, any affiliate or any related entity.
- c) Civil Penalties: A list of all civil penalties, judgments, consent decrees and other sanctions within the last five years, as a result of any violation of any law, rule, regulation or ordinance in connection with its business activities relating to the Bidder, any officer, director, partner or member thereof, any affiliate or any related entity.
- d) **Suspensions of any permit or authority to do business:** A list of all actions occurring within the last five years which have resulted in revocation or suspension of any permit or authority to do business in any jurisdiction relating to the submitting entity, any officer, director, partner or member thereof, any affiliate or any related entity.
- e) **Debarment from public bidding:** A list of all actions occurring within the last five years that have resulted in the barring from public bidding relating to the Bidder, an officer, director, partner or member thereof, any affiliate or any related entity.
- f) **Defaults:** The Bidder shall list any situation in which the Bidder's firm (either alone or as part of a joint venture), or a subsidiary of the Bidder's firm, defaulted or was deemed to be in noncompliance of any contractual obligations, explaining the situation, its outcome and all other relevant facts associated with the event described. Please also provide the name, title and telephone number of the principal manager of the contract user who asserted the event of default or noncompliance. Identify whether this issue(s) is in current litigation.
- g) **PAST PERFORMANCE**. Describe whether you have been awarded a contract in the past five years that you have failed to implement for any reason. If yes, explain. Please also provide the name, title and telephone number of the principal manager of the contract user who asserted the event of default or noncompliance. Identify

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whether this issue(s) is in current litigation.

h) **Other Adverse Situations or Potential Conflicts:** The Bidder shall provide a description of any present facts known to the Bidder that might reasonably be expected to affect adversely its ability to perform any aspect of this Contract or present a conflict of interest or ethical issue.

A-5. ANSWER:

a) Penalties and Bankruptcy: None

b) Litigation: None

c) Civil Penalties or actions: None

d) Suspensions of any permit or authority to do business: None

e) Debarment from public bidding: None

f) Defaults: None

g) Past Performance: None

h) Other Adverse Situations or Potential Conflicts: None

A-6. <u>Material Engagements, Outstanding Proposals, Conflicts.</u> Provide a listing of the Bidder's concurrent material engagements, as well as its current outstanding proposals or bids or other conflicts that could impact the available resources or the provision of concurrent service to multiple Eligible Entities across the Commonwealth, including the relevant dates of these other commitments and resources, including key personnel already assigned.

A-6. ANSWER:

We do not believe Grant Street has any conflicts that could impact the available resources or provision of concurrent services to multiple entities across the Commonwealth. Although we do have several concurrent PaymentExpress implementations in progress, none should have a negative impact on the work for this contract.

In the unlikely event that a conflict should emerge, additional resources from among Grant Street's workforce of over 145 professionals – including software developers, project managers and customer support staff – may be enlisted at specific times as necessary.

Our current conversions and anticipated implementation conclusion dates are:

- Miami-Dade County Tax Collector (Vehicle/ Vessel Registration Payments) Q2 2015
- St. Lucie County Tax Collector (Vehicle/Vessel Registration Payments) Q2 2015
- Walton County Tax Collector (Tax Payments) Q3 2015
- Broward County Records, Taxes and Treasury Division (Vehicle/ Vessel Registration Payments) Q4 2015

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A-7 RESPONSE CERTIFICATION: By completion of the information in the space provided below and submission of this RFR Response, the Bidder through its Authorized Representative certifies:

- 1) that the Response will remain in effect for a period of 120 days from the submission deadline and thereafter until either the Bidder withdraws it, a Contract is executed, or the procurement is canceled, whichever occurs first; and
- 2) that the information provided in this RFR Response is accurately represented; and
- 3) that the Bidder is ready, willing and able to perform the work required as specified, and
- 4) that the Bidder understands and agrees that a condition of submitting a Response and being selected for this Contract is the Bidder's certification or agreement to become certified to Vantiv for processing under this Contract, and Sage for ACH.
- 5) that if selected for final contract negotiation, the Bidder is willing to complete execution in a timely matter without protracted contract negotiations; and
- 6) that this Response is being submitted in good faith and without any collusion or fraud; and
- 7) that the Bidder certifies that it will comply with the Statewide Contract terms including amendments, for the duration of any contract awarded to the Bidder under this RFR; and
- 8) that the Bidder certifies that this Response is submitted in accordance with the order of precedence outlined in Section A.4, that any legal review of the required contract forms and attachments has been be done PRIOR to submission of the RFR Response, and that any recommended clarifications that do not modify or delete the standard terms have been identified and objections to any language in the RFR or attachments will not be raised after selection or during contract negotiations; and
- 9) that this Response is not conditioned upon the Commonwealth's acceptance of any Bidder standard forms or terms, and the Bidder has not conditioned submission of this Response based upon any stated terms in section A-3, and the Bidder has not condition submission of this Response on the ability to negotiate the standard Commonwealth terms, or the Response may be subject to disqualification or a significant drop in points relative to the Qualifications section, and
- 10) that the Bidder certifies that if selected for a contract that the Bidder must obtain a Certificate of Good Standing from the Department of Revenue as part of Contract Execution. (See https://wfb.dor.state.ma.us/webfile/Certificate/Public/WebForms/Help/LearnMore.aspx and http://www.dor.state.ma.us/rul_reg/AdminProcedure/AP613.htm; and
- 11) that the Bidder certifies that it must be in good standing for tax compliance and any other requirement for licensing or good standing in the Commonwealth for the duration of the Statewide Contract; and
- 12) that the Bidder certifies that if selected for a Statewide Contract, that in the event the Contract is terminated for convenience or cause, or upon the end date of the Contract, or if the Contract is otherwise dissolved, voided, rescinded, nullified, expires or rendered unenforceable, the Contractor agrees to comply with direction provided by the State to assist in the orderly transition and close out of the Contract. The Contractor must work with the State, or a specified third party, to develop a transition plan setting forth the specific tasks and schedule to be accomplished by the parties to effect an orderly transition. Contractor must notify all of Contractor's subcontractors of procedures to be followed during transition.
- 13) The Bidder certifies and understands that Executive Departments are required to use Statewide Contracts, therefore it is expected that Executive Departments will use this Statewide Contract in lieu of separate contracting arrangements and that existing contracts will be transitioned to this Statewide Contract when feasible, and the Bidder, if selected for a contract, will affirmatively and timely disclose any other contractual relationships with Commonwealth state or municipal entities, including Commonwealth of Massachusetts institutions of higher education, and the nature of the services your organization provides and notify CTR whenever a new Eligible Entity seeks to engage the Bidder under a new or amended engagement.
- 14) Confirm that all Commonwealth payments to the Contractor from any source, even if made under individual merchant ids for each Eligible Entity under the scope of this contract will be used to calculate volume discounts. Please document volume discount information in Cost Proposal.

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A-7. ANSWER: (Bidder must affirmatively indicate acceptance with an "X". In the event the Bidder fails to indicate acceptance, the Bidder will be deemed to have affirmatively accepted if a Response is submitted.)

X . By submitting this Response the Bidder certifies that the Bidders understands and agrees to these conditions.

Authorized Representative Printed Name: Daniel J. Veres

Title: Executive Vice President

Date: April 30, 2015

RFR RESPONSE PART B - BIDDER PERFORMANCE REQUIREMENTS

In this Section of the Response the Bidder is required to outline the Bidder's Performance expertise and capabilities to provide the Statewide Contract Services. The Bidder must demonstrate that it meets the minimum specifications listed or have a suitable alternative. The Bidder must articulate specific projects and identify the key personnel demonstrating the Bidder's Qualifications, and that the Bidder has the requisite skills, experience and expertise to provide the necessary services to Commonwealth Eligible Entities with details of historical demonstrated performance.

***NOTE: This section is critical for Bidder selection. Bidder must answer each item below specifically and with all related details, contingencies, considerations, risks, alternative ways to achieve requirement and note any associated performance or pricing considerations associated with meeting the requirement or using an alternative.

If the Bidder does not or cannot provide a required item Bidder must describe why the requirement cannot be achieved, alternatives, any pricing changes for alternatives and how this impacts or does not impact other performance or functionality. The content and quality of this section of the Response will be determinative of a Bidder's capability and quality of performance and ability to meet the needs of the Commonwealth and Eligible Entities.

Do not reference attachments or other ANSWERS. Each ANSWER must be fully completed in all sections with diagrams, tables or other information inserted. If the ANSWER is the same as another section, Bidders may copy and paste the ANSWER. The SST will not be required to consider any information, brochures or other attachments when reviewing and scoring this section. The Response will be considered "unresponsive" subjecting the Bidder to disqualification at the full discretion of the SST, if each item is not completed in full detail with a full explanation. Bidders may not refer to other attachments or references. All relevant content must be included here, including graphs, tables, illustrations, text from other materials that are relevant to answering attachments.

Each ANSWER should also provide any information that would helpful for prospective buyers of the services, as this Response will be the reference document posted for the Bidder that prospective buyers will review to select eligible Statewide Contractors for the engagements sought. Therefore, the Bidder should make every effort to provide relevant and helpful information.

DO NOT INSERT MARKETING MATERIALS. Bidders must address each item listed specifically.

B-1. EXPERIENCE. Demonstrate minimum of three (3) years of experience as a service provider for payment solutions using major credit and debit card processing networks and ACH is required. Describe currently held contracts that provide these services with at least three government clients and at least two non-government clients operating web-based, IVR, and/or mobile payment applications.

Bidder Name: Grant Street Group, Inc. Page 13 of 124.

B-1. ANSWER:

Experience

Grant Street Group has been providing services requested in this RFR since 2009. Today, we provide PaymentExpress to 22 government agencies who serve a total population of over 11 million citizens. Our clients use our PaymentExpress services to process over \$2 billion in payments each year.

Grant Street Group has an almost unparalleled reputation for delivering projects on time, on budget, and to the required client specifications. Grant Street would welcome the opportunity to provide client references in addition to those listed in answer A-3, and would encourage you to talk with our clients regarding the level of service and satisfaction you can expect from PaymentExpress.

1) San Bernardino County Auditor-Controller / Treasurer / Tax Collector, California

San Bernardino selected PaymentExpress as the new e-payment provider following a competitive procurement process in 2013/2014. Over the course of eight months, Grant Street Group completed the PaymentExpress implementation for both the Auditor-Controller/Treasurer/Tax Collector's Office and the Central Collections division. The County went live with PaymentExpress on November 1, 2014.

PaymentExpress allows the County to accept major credit cards - including Visa, MasterCard, American Express, Discover, and both PIN and PIN-less bank debit cards - in the office, online, and via IVR/phone. San Bernardino uses the exact same Vantiv platform. Tandem, as the Commonwealth currently uses.

Credit/Debit Cards: \$47 million E-Checks: \$252 million

Total: \$299 million*

Number of Transactions: 212,092

Average Payment: \$1,410

* Note: San Bernardino County went live on November 1, 2014; these figures only include six months of data.

2) Broward County Records, Taxes, and Treasury Division, Florida

Broward County was processing payments internally for several years. The required effort necessary to maintain PCI compliance made the County seek a third-party vendor. Broward County uses PaymentExpress to accept e-checks online and all major credit/debit cards both online and in the office. The County went live with PaymentExpress on October 31, 2012.

PaymentExpress now enables Broward County to process over \$400 million in electronic payments each year using a PCI Certified solution, eliminating the County's PCI compliance burden.

Credit/Debit Cards: \$90 million

E-Checks: \$477 million Total: \$567 million Number of Transactions: 139,091

Average Payment: \$4,044

3) Hillsborough County Tax Collector, Florida

PaymentExpress consolidated Hillsborough's electronic payment acceptance and replaced three separate vendors formerly used by County with a single payment service provider. Hillsborough County uses PaymentExpress to accept e-checks online and all major credit/debit cards both online and in the office. The County went live with PaymentExpress on May 3, 2013.

PaymentExpress replaced the County's existing equipment with new and more stable devices. Hillsborough uses the exact same Vantiv platform, Tandem, as the Commonwealth currently uses.

Credit/Debit Cards: \$78 million

E-Checks: \$152 million Total: \$230 million Number of Transactions: 536,937

Average Payment: \$426

4) Pinellas County Tax Collector, Florida

PaymentExpress replaced the existing vendor within a short timeline successfully, and now handles over \$178 million in electronic payments annually for the County. Pinellas County uses PaymentExpress to accept e-checks online and all major credit/debit cards both online and in the office. Pinellas County was the first PaymentExpress client, going live on October 16, 2009. Pinellas uses the exact same Vantiv platform, Tandem, as the Commonwealth currently uses.

Credit/Debit Cards: \$39 million

E-Checks: \$139 million Total: \$178 million Number of Transactions: 231,212

Average Payment: \$774

5) Lee County Tax Collector, Florida

After a competitive RFP process, the Lee County Tax Collector's Office selected PaymentExpress to replace their existing provider (FIS). New services, such as PIN debit, were introduced to the County. Lee County uses PaymentExpress to accept e-checks online and all major credit/debit cards both online and in the office. The County went live with PaymentExpress on August 19, 2014.

Credit/Debit Cards: \$52 million

E-Checks: \$119 million Total: \$171 million* Number of Transactions: 244,171

Average Payment: \$698

**Note: The Lee County Tax Collector went live with PaymentExpress on August 19, 2014; these figures only include eight months of

- **B-2. SECURITY AND CONFIDENTIALITY.** The Bidder must agree that as part of its work effort under the agreement entered pursuant to this contract may require access to Commonwealth personal data under MGL Ch. 66A and/or personal information under MGL Ch. 93H, or access to technology systems or other types of files (electronic or paper) that contain such data in order to fulfill specified tasks. For purposes of this Statewide Contract, electronic personal data and personal information includes data provided by the Commonwealth which may physically reside at a location owned and/or controlled by the Commonwealth or the Contractor. In connection with such data, the winning bidder must implement the maximum feasible safeguards reasonably needed to:
- A. Minimize access or use of electronic personal data or personal information, and to the information technology systems containing such information.
- B. Ensure the security, confidentiality and integrity of electronic personal data and personal information;
- C. Maintain industry standards or above for PCI compliance for the Bidder and all subcontractors. PCI Compliance failures or deficiencies by Bidder or any subcontractor shall be grounds for immediate termination or suspension.
- D. Prevent unauthorized access to electronic personal data or personal information or any other Commonwealth Data from any public or private network;
- E. Prevent unauthorized physical access to any information technology resources involved in the performance of this contract:
- F. Prevent interception and manipulation of data during transmission to and from any servers; and
- G. Notify the Commonwealth immediately if any breach of such system or of the security, confidentiality, or integrity of electronic personal data or personal information occurs. Comply with all required data breach responsibilities under

Bidder Name: Grant Street Group, Inc.

MGL Ch. 93H and 93I including but not limited to notices to the Department of Consumer Affairs and Business Regulation. Contractors will be required to assist the Commonwealth and mitigate and indemnify costs of Contractor data breaches.

- H. Demonstrate that at a minimum, on an annual basis, third party reviews of the data center(s) hosting the solution (SOC 1, SOC II, SAE 16, etc.) have been conducted.
- I. Ensure the capability of sharing confidential information without having to send the information through email. (This is important due to the size of the files shared and the size limitation placed on a company's email system and the risk of files being 'stripped' when being sent through email. This mitigates the risk of inadvertent sending of unencrypted confidential info through email, and also ensures that all requested information can be stored in one location without having to sort thru emails or re-send the information.)

Describe in detail the security that you have in place to safeguard the confidentiality of Commonwealth data and systems that may be accessed during performance. With certain Eligible Entities, access to data and systems is restricted by state and federal law. Describe in detail the ability to communicate, send files, download files, etc. from the internet at all times in a secure manner. Insert tables and diagrams if applicable.

B-2. ANSWER:

A. Minimizing Access/Use of Electronic Personal Data

The principle of least privilege (whereby the minimum level of access required for a given role is all that is granted) governs all access to information resources by Grant Street personnel. Grant Street's access controls are role-based, with individuals assigned to one or more roles based upon their position. Only those individuals whose position specifically requires access to PaymentExpress data are granted such access. The type of access to this data (e.g. read/write, read-only) is controlled by rules in PaymentExpress and in the underlying database software. All data access, whether through PaymentExpress or directly through the underlying database, is logged to create an audit trail.

Our web applications use strong role-based access control in order to prevent unauthorized access to information. No web interface is available to view cardholder data. At the system level, access restricted to systems administration and production support personnel. There are no shared user accounts. Each individual user has a separate account with appropriate privileges. We follow the PCI DSS best practices including two-factor authentication and encrypting cardholder data, and we go above and beyond by deleting the cardholder data after authorization.

B. Ensuring the Security, Confidentiality, and Integrity of Data

Grant Street undergoes annual Payment Card Industry Data Security Standard (PCI DSS), ISO 27002, and SSAE 16 audits to ensure the security and integrity of our operations. PaymentExpress has been penetration tested by three independent auditors.

We use a straightforward transaction process, a proven methodology influenced by our years of experience. The user is presented with a confirmation screen containing all details of the transaction and is asked to verify the information shown. The information appears again on the receipt. We maintain a transaction log including transcripts of communications between systems, with sensitive information redacted.

At a technical level, we have designed our database with foreign key constraints to ensure referential integrity. We use separate environments for development, unit/integration testing, and regression testing. To ensure stability, we run a number of manual and automated regression tests with each release, and we have a reliable, documented deployment process.

PaymentExpress ensures the privacy and confidentiality of users is protected during each step of the payment process. All confidential data will be entered on the PaymentExpress site and handled in a PCI

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DSS compliant manner, and will not be recorded on the Commonwealth's website or systems.

PaymentExpress uses 256-bit encrypted Transport Layer Security (TLS) connections. Any transmission of data must be through an encrypted channel. Payment information is further restricted to only being stored temporarily (for only as long as is required to complete the payment authorization process), stored only in encrypted form using AES 256-bit encryption, and purged as soon as the payment process is completed.

Grant Street built out a dedicated network and servers to comprise the cardholder data environment (CDE) for all payment card processing. Access to the CDE is extremely limited, requires 2-factor authentication, and cardholder data is always stored encrypted or transmitted through encrypted channels.

Cardholder Data Environment PaymentExpress Card Data **Data Flow Diagram** Billing Address Card Data DataVault Processor Charge Token Billing Address Receipt Includes: DV Token Last 4 Digits Item Details Address Last 4 Digits Secure Web Page Address Email **PaymentExpress Email Receipt** Servers Legend Cardholder data (CHD) stored in DataVault (DV), DV gives web page token XYZ. Card Data User clicks "Check Out" Non-Card Data Email/Receipt Data PaymentExpress tells DV to charge token XYZ Firewalls DV sends charge request to processor, including CHD PaymentExpress sends payment confirmation email All data flows 128-bit SSL encrypted (except email)

Figure 1 - PaymentExpress Data Flow Diagram

C. Meeting and Exceeding PCI Compliance Standards

Grant Street is a Certified PCI-DSS Level 1 Service provider (the highest level required by the industry). Grant Street passes an annual SSAE 16 SOC 1 Type 2 audit, which includes a review of our internal controls over financial reporting. In addition, Grant Street undergoes an annual third-party accounting audit of our financial statements, and complies with ISO 27002-2013.

These security audits review hundreds of checkpoints related to secure data storage, encryption methodology, system and network security, and security policies and procedures.

PaymentExpress passes, and in many cases substantially exceeds, the security standards of the PCI Level 1 and SSAE 16 audits. In 2010, in order to meet and exceed requirements set by the PCI Data Security Standard, Grant Street built out a new, completely isolated environment to serve as the Cardholder Data Environment (CDE). It provides complete isolation of networks, servers, and software used to handle cardholder data. Only a select group of individuals have access to the CDE. To connect, they must open a VPN connection and successfully complete two factor authentication. PaymentExpress only stores cardholder data long enough for the transaction to be authorized, then deletes it. The PaymentExpress CDE application software issues security tokens to web pages and other services that interact with it, and maintains a whitelist of IP addresses permitted to talk to its API.

D. Preventing Unauthorized Electronic Access

The technical architecture supporting PaymentExpress is designed to prevent unauthorized access to data. PaymentExpress consists of a two-tier application environment. In front of each tier is a redundant set of firewalls. The web tier is 'sandwiched' between the two layers of firewalls in a 'demilitarized zone' (DMZ). All accesses to the application must pass through the top firewall layer, and all accesses by the application from the web servers to the database servers must pass through the bottom firewall layer. No direct user access to the database is allowed. There is no direct user access required or allowed to the database. The application accesses the database on behalf of the user, using internal application credentials. Grant Street offers the option to restrict Commonwealth staff access to the application to a list of specific IP addresses.

E. Preventing Unauthorized Physical Access

The data centers that Grant Street Group uses to provide the PaymentExpress application services were reviewed and assessed with a site visit by our PCI Data Security Standard (DSS) Qualified Security Assessor to be compliant with the requirements of Section 9 of the PCI DSS standard, dealing with the physical security of the systems.

F. Preventing Interception and Manipulation of Data During Transmission

A string of recent merchant card data breaches (Target, Home Depot, Neiman Marcus, to name a few) have highlighted the risk of malware and data skimming to in-person card transactions. Grant Street's Point-to-Point encryption is the best defense against this threat, as all card data is encrypted at the point of swipe, and only decrypted once the card data is received by the processor. PaymentExpress significantly exceeds the 'encrypted' device standard and uses the Point-to-Point-Encryption standard. P2PE (also known as End-to-End-Encryption or EEE), is the highest standard of point of sale data protection.

https://www.pcisecuritystandards.org/documents/P2PE v1 1 FAQs Aug2012.pdf

G. Data Breach Notification and Responsibilities

In the event of a breach of a client's network, PaymentExpress would support our client by offering the 24x7 assistance of our Incident Response Team as well as our Qualified Security Assessor. As part of our PCI Level 1 Certification, Grant Street Group has developed a formal plan for notifications if our ability to do business has been compromised. If Grant Street Group must implement its Disaster Recovery Plan and failover to backup servers, the Commonwealth would be immediately notified and updated periodically as the situation was resolved.

H. Data Center Third Party Security Reviews

The data centers where our applications are hosted (SunGard in Pittsburgh and Internap in Atlanta) undergo annual third-party SSAE 16 audits and have successfully met the SSAE 16 requirements in 2014.

I. Secure Transmission of Confidential Information

Remittance (payment) data is available in PaymentExpress in real time. Remittance data can be sent to or from the Commonwealth via secure file transfer protocol (SFTP) on a frequency determined by the Commonwealth. Encrypted email communications are also available.

B-3. Describe in detail how your firm and all subcontractors comply with the PCI Data Security Standard (DSS) 3.0 in its

Bidder Name: Grant Street Group, Inc. Page 18 of 124.

entirety for all payment channels and hosting scenarios. Include strategy to comply with future requirements surrounding the transition from SSL to TSL.

B.3. ANSWER:

PCI Compliance

Grant Street Group is a Certified PCI-DSS Level 1 Service provider (the highest level required by the industry). Grant Street passes an annual SSAE 16 SOC 1 Type 2 audit, which includes a review of Grant Street's internal controls over financial reporting. In addition, Grant Street undergoes an annual third-party accounting audit of our financial statements, and complies with ISO 27002-2013.

These security audits review hundreds of checkpoints related to secure data storage, encryption methodology, system and network security, and security policies and procedures.

As a part of our PCI Level 1 Certification, we promote monthly security patches pursuant to PCI standards, undergo a detailed annual audit, and regular vulnerability scans. We track system uptime to monitor reliability.

PaymentExpress does not store any cardholder personal information within the Commonwealth's servers or network. All confidential data, including card number, cardholder name, and expiration date will be entered on the PaymentExpress site and handled in a PCI DSS compliant manner, and will not be recorded on the Commonwealth's website or systems.

Security Above and Beyond PCI/SSAE16

PaymentExpress passes, and in many cases substantially exceeds, the security standards of the PCI Level 1 and SSAE 16 audits. In 2010, in order to meet and exceed requirements set by the PCI Data Security Standard, Grant Street built out a new, completely isolated environment to serve as the Cardholder Data Environment (CDE). It provides complete isolation of networks, servers, and software used to handle cardholder data. Only a select group of individuals have access to the CDE. To connect, they open a VPN connection and two factor authentication. PaymentExpress only stores cardholder data long enough for the transaction to be authorized, then deletes it. PaymentExpress does not run Windows-based point of sale terminals. The PaymentExpress CDE application software issues security tokens to web pages and other services that interact with it, and maintains a whitelist of IP addresses permitted to talk to its API.

Point-to-Point-Encryption

A string of recent merchant card data breaches (Target, Home Depot, Neiman Marcus, to name a few) have highlighted the risk of malware and data skimming to in-person card transactions. Grant Street's Point-to-Point encryption is the best defense against this threat, as all card data is encrypted at the point of swipe, and only decrypted once the card data is received by the processor.

TLS Encryption Supported

Grant Street ensures the security and confidentiality of all data obtained from the cardholder, using 256-bit TLS encrypted connections with 2048-bit keys. PaymentExpress has already phased out support for the weaker SSL technology, as required by PCI DSS version 3.1.

B-4. Confirm that the Bidder's solution is included on Visa and MasterCard's validated service provider lists. Please insert a scan image of a letter from your third party security auditor attesting compliance with PCI Compliance or as a validated card brand service provider in this section.

B-4. ANSWER:

Grant Street Group is listed on the Visa and MasterCard validated service provider lists. Scans of each validated service provider list, as well as a copy of our third-party security auditor's Attestation of Compliance are included below.

Bidder Name: Grant Street Group, Inc.



Figure 3 - MasterCard Compliant Service Provider List http://www.mastercard.com/us/company/en/docs/SP Post List.pdf

The MasterCard Compliant Service Provider List A company's name appears on this Compliant Service Provider List if (i) MasterCard has received a copy of an Attestation of Compliance (AOC) by a Qualified Security Assessor (QSA) reflecting validation of the company being PCI DSS compliant and (ii) MasterCard records reflect the company is registered as a Service Provider by one or more MasterCard Customers. The date of the AOC and the name of the QSA are also provided. Each AOC is valid for one year. MasterCard receives copies of AOCs from various sources. This Compliant Service Provider List is provided solely for the convenience of MasterCard Customers and any Customer that relies upon or otherwise uses this Compliant Service Provider list does so at the Customer's sole risk. While MasterCard endeavors to keep the list current as of the date set forth in the footer, MasterCard disclaims any and all warranties of any kind, including any warranty of accuracy or completeness or fitness for any particular purpose. MasterCard disclaims any and all liability of any nature relating to or arising in connection with the use of or reliance on the Compliant Service Provider List or any part thereof. Each MasterCard Customer is obligated to comply with MasterCard Rules and other Standards pertaining to use of a Service Provide As a reminder, an AOC by a QSA provides a "snapshot" of security controls in place at a point in time. Compliant Service Provider 1-60 Days Past AOC Due Date 61-90 Days Past AOC Due Date Service Provider Name Region AOC Date Assessor Global Electronic Technology US 04/15/2014 Sikich LLP (403 Labs) SISA Information Security Pvt. Ltd. Global Payment Services - GPS W.L.L. SAMEA 01/07/2014 Global Payments - GP UK LLP. US 12/07/2014 Payment Software Company (PSC) Global Payments Direct Inc. (Global Payments 12/04/2014 Payment Software Company (PSC) Global Service Center) Global Payments Europe, s.r.o. Europe 11/03/2014 Payment Software Company (PSC) Global Processing Centre US 12/15/2014 Information Exchange Inc. Global Processing SA Latin Americ 07/26/2014 Trustwave Global Processing Services FZLLC SAMEA 08/04/2014 Convergent Network Solutions, Ltd. Global Technologies Partners LLC US 06/15/2014 Coalfire Systems, Inc. GMH Systems (Rental Car Manager) Asia Pacific 10/20/2014 Loop Technology Pty Ltd GMO Payment Gateway, Inc. (includes GMO Asia Pacific 12/28/2014 International Certificate Authority of Mgt Syst Epsilon, Inc. environment) GoConcierge.net (Innsight Reports LLC.) US 01/31/2014 Accretive Solutions Operating Corp. GoDaddy.oom, LLC (Quick Shopping Cart) US 12/01/2014 Coalfire Systems, Inc. US GoEmerchants, LLC 06/20/2014 IBM Internet Security Systems (ISS) Google Inc. US 01/31/2014 Securisea, Inc. Govolution, Inc. US 06/17/2014 IBM Internet Security Systems (ISS)

09/30/2014

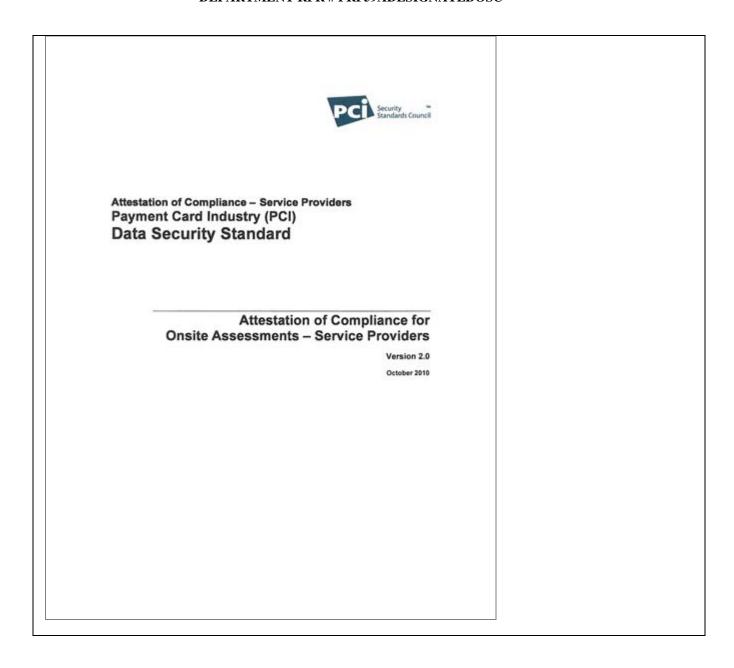
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Asia Pacific US BSI Management Systems Japan K.K.

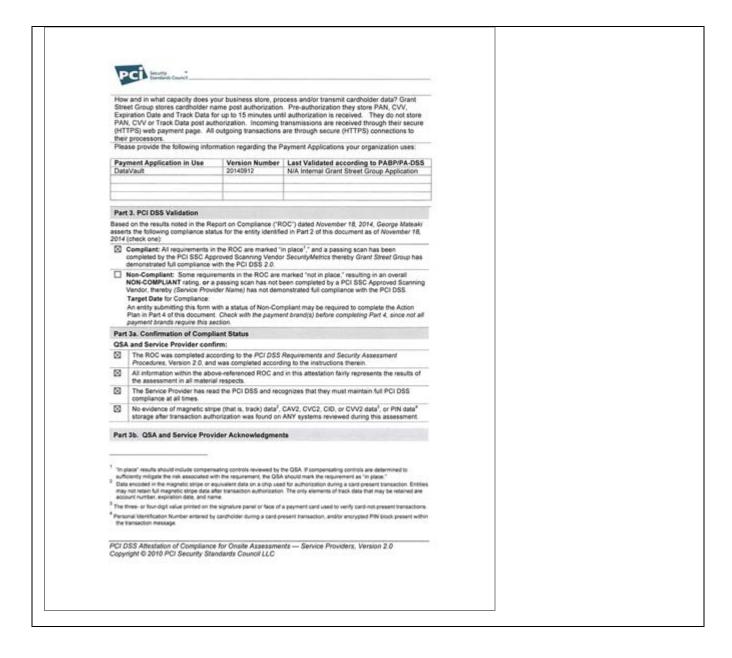
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Grant Street Group



	r (QSA) a status with	the Payment Card Indust		is document as a declaration of the surity Standard (PCI DSS). Complete	e e
Part 1. Service Provider			or Informa	tion	
Service Provider Organiz Company Name:			DBA(s):		E.
Contact Name:	Grant Street Group Bob O'Neill		Title:	Director of E-Payment	_
				Technology	
Telephone:	412 391-5555 x331		E-mail: City:	bob oneil@grantstreet.com	
Business Address:		1800 Allegheny Building, 429 Forbes Ave		Pittsburgh	
State/Province:	PA	Country: U	nited State	rs Zip: 15219	
URL	www.g	rantstreet.com			
Qualified Security Assess Company Name:		pany Information			
Lead QSA Contact Name:		Mateaki	Title:	Security Analyst	-()
Telephone:	801 70	5-5676	E-mail:	gmateaki@securitymetrics.com	
Business Address:		V 1600 N	City:	Orem	
State/Province:		UT Country: Un		s Zip: 84057	
URL:	www.s	ecuritymetrics.com			
(check all that apply) Payment Processing-PC		☐ Tax/Government Payments ☐ Payment Processi		Fraud and Chargeback Services Payment Processing -	
Payment Processing-Int	lernet	ATM	I	MOTO	
☐ Issuer Processing		□ Payment Gateway □ 3-D Secure Hostin	2000000	Clearing and Settlement	
Account Management		Provider		☐ Loyalty Programs	
☐ Back Office Services ☐ Hosting Provider – Web ☐ Network Provider/Transmitter		Prepaid Services Managed Services Hosting Provider – Hardware	0	☐ Merchant Services ☐ Billing Management ☐	
Records Management		Data Preparation			
Others (please specify): List facilities and locations is credit card data are located in Atlanta, GA. Both location	included in the Si	anGard data center in Pi	ttsburgh, F	d computer systems that handle PA and the Internap data center	
Part 2b. Relationships					15
Does your company have a				rrvice providers (for example, ram agents, etc.)? ⊠ Yes ☐ No	1
Part 2c. Transaction Proc	essing				1
PCI DSS Attestation of Comp Copyright © 2010 PCI Secur	pliance for	r Onsite Assessments - ards Council LLC	- Service	Providers, Version 2.0	- 1



7 101/		Date:	
Signature of Service Provider Executive Officer 1	es.	12/30/2014	
Service Provider Executive Officer Name: Daniel J.	. Veres	Title: Executive Vice President	
Signature of Lead QSA + SSA	ML-	Date: 12/30/2014	
Lead QSA Name: George Mateaki		curity Analyst	

Part 4. Action	Plan for Non-Compliant Status				
the requirement and a brief des	the appropriate "Compliance Status" hts, you are required to provide the d scription of the actions being taken to e completing Part 4 since not all pays	ate Company will meet the require	I be compliant with the requirement ement. Check with the payment		
PCI Requirement	Description	Compliance Status (Select One)	Remediation Date and Actions (if Compliance Status is "No")		
1	Install and maintain a firewall configuration to protect cardholder data.	⊠ Yes □ No			
2	Do not use vendor-supplied defaults for system passwords and other security parameters.	⊠ Yes □ No			
3	Protect stored cardholder data.	⊠ Yes □ No			
4	Encrypt transmission of cardholder data across open, public networks.	⊠ Yes □ No			
5	Use and regularly update anti- virus software.	⊠ Yes □ No			
	Develop and maintain secure systems and applications.	⊠ Yes □ No			
7	Restrict access to cardholder data by business need to know.	⊠ Yes □ No			
	Assign a unique ID to each person with computer access.	⊠ Yes □ No			
9	Restrict physical access to cardholder data.	⊠ Yes □ No			
10	Track and monitor all access to network resources and cardholder data.	⊠ Yes □ No		_	
11	Regularly test security systems and processes.	⊠ Yes □ No			
12	Maintain a policy that addresses information security.	⊠ Yes □ No			
	ation of Compilance for Onsite Asses		Market Card VISA	-	

- **B-5.** Confirm that your firm and each subcontractor has successfully completed timely and annual assessments, audits, reports on compliance and/or validation as required by the PCI DSS, and state the date of last compliance confirmation.
- **B-5. ANSWER:** Confirmed. Grant Street Group was last confirmed to be in compliance with PCI DSS standards on December 30, 2014.
- **B-6.** Identify resources that Bidder has to ensure adequate security of its own employees' conduct and behavior while working with Commonwealth Eligible Entity information and systems and at Commonwealth locations. The Bidder must describe its procedures for informing a client when the client's data has been, or may have been, inadvertently disclosed/compromised and its data breach support protocols. Describe the Bidder's Disaster Recovery Capabilities. Describe in detail any other Security and Privacy standards and protocols that support the services under this Statewide Contract and Eligible Entity compliance with G.L. c. 93H and G.L. c. 93I and other data security requirements. Describe how the Bidder and subcontractors will comply with Commonwealth of Massachusetts Security Policies such as

Bidder Name: Grant Street Group, Inc.

management of public records <u>G.L. c. 66</u>, protection of personal data <u>G.L. c. 66A</u>, protection of private information http://www.mass.gov/Eoca/docs/idtheft/eo504.pdf, <u>Chapter 82 of the Acts of 2007</u> (An Act Relative to Security Freezes and Notification of Data Breaches), and security breaches <u>G.L. c. 93H</u>.

B-6. ANSWER:

Ensuring Employee Security

To ensure that individuals who join Grant Street are well qualified and have a strong potential to be productive and successful, Grant Street checks employment references. Additionally, Grant Street may obtain a consumer credit report concerning previous employment, credit worthiness, credit standing, and credit capacity. Employment is contingent upon the successful passing of background checks, which includes drug testing.

Grant Street holds quarterly employee security training sessions on data security responsibilities. All new hires are required to attend the quarterly session immediately following their hire date, and existing staff members must attend a minimum of one quarterly training session each year.

Data Breach/Incident Response Plan

The Grant Street incident response plan is based on an industry standard incident response framework consisting of the seven phases listed below.

- Preparation
 - Formation of Computer Incident Response Team (CIRT)
 - Incident response training of CIRT members
 - Technical incident handling training for IT and security staff
 - · Contact list for CIRT members, law enforcement, payment card brands and acquiring bank
 - Annual incident response testing
- Identification
 - Observation of anomalous event
- Assessment
 - Determine scope of incident
 - · Assign severity to incident
- Containment
 - System isolation
 - Forensically sound system backups
- Eradication
 - Removing unauthorized code
 - Applying patches
 - Installing Security Software
 - Removing unnecessary services
- Recovery
 - Rebuilding of systems
 - Operating system and application hardening
 - Clean backup restoration
- Follow-up/Lessons Learned
 - Forensic review report
 - Re-evaluation of security infrastructure

Members of the CIRT are required to understand data breach response requirements outlined by each card brand and to ensure all card brand requirements for data breach notifications are followed, including

- Visa: http://www.visa.com/cisp
- MasterCard: http://www.mastercard.com/us/merchant/support/security_programs.html

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American Express: www.americanexpress.com/datasecurity

PCI DSS Requirement 12.9.1 requires analysis of legal requirements for reporting compromises. If selected, Grant Street will review the applicable Commonwealth policies outlined above and ensure that our security procedures meet the legal requirements.

Disaster Recovery Procedures

PaymentExpress exceeds traditional disaster recovery setup with two production sites (Atlanta and Pittsburgh). PaymentExpress can seamlessly switch between production sites without user or service impact. This architecture increases capacity and maintains "high-availability" even at the busiest times.

Grant Street actively monitors production and test environments using industry standard platforms such as Nagios IT Infrastructure monitoring and Cacti/RRDtool data logging and network graphic systems.

PaymentExpress alerts Grant Street staff via email or SMS for anomalous events, such as:

- several subsequent declined or erroneous transactions
- failed reversals
- any errors in processing a payment
- any communication failures

As part of our PCI Level 1 Certification, Grant Street has developed a formal plan for notifications if our ability to do business has been compromised. If Grant Street must implement its Disaster Recovery Plan and failover to backup servers, the Commonwealth would be immediately notified and updated periodically as the situation was resolved.

Security and Privacy Standards and Protocols

Grant Street Group is a Certified PCI-DSS Level 1 Service provider (the highest level required by the industry). Grant Street passes an annual SSAE 16 SOC 1 Type 2 audit, which includes a review of Grant Street's internal controls over financial reporting. In addition, Grant Street undergoes an annual third-party accounting audit of our financial statements, and complies with ISO 27002-2013.

These security audits review hundreds of checkpoints related to secure data storage, encryption methodology, system and network security, and security policies and procedures.

B.7. Describe how Bidder and subcontractors will comply with joint ITD (MASSIT) and Comptroller Revenue Collection Data Security Policy at: http://www.mass.gov/osc/docs/policies-procedures/accounts-receivable/po-ar-data-sec.doc.

B.7. ANSWER:

Grant Street complies with the joint ITD (MASSIT) and Comptroller Revenue Collection Data Security Policies in the following ways:

- **Meeting PCI DSS Standards** We undergo an annual PCI DSS audit by an independent Qualified Security Assessor (QSA), and additionally undergo an annual SSAE Type II audit and ISO certification.
- **Training** Grant Street holds quarterly security training sessions on data security responsibilities. All new hires are required to attend the quarterly session immediately following their hire date, and existing staff members must attend a minimum of one quarterly training session each year.
- Internal Controls The principle of least privilege (whereby the minimum level of access required for a given role is all that is granted) governs all access to information resources by Grant Street personnel. Grant Street's access controls are role-based, with individuals assigned to one or more roles based upon their position. Only those individuals whose position specifically requires access to PaymentExpress data are granted such access. The type of access to this data (e.g. read/write, read-only) is controlled by rules in PaymentExpress and in the underlying database software. All data access, whether through PaymentExpress or directly through the underlying database, is logged to create an audit trail.
- Initial and On-Going Data Security Compliance Audits Grant Street Group undergoes annual Payment Card Industry Data Security Standard (PCI DSS), ISO 27002, and SSAE 16 audits to ensure

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the security and integrity of our operations. PaymentExpress has been penetration tested by three independent auditors.

- **Data Breach Notifications and Responsibilities -** Grant Street's Computer Incident Response Team (CIRT) has a formal seven-step plan for providing all notifications and the tasks and responsibilities
- Records Management The PaymentExpress web portal allows for tracking of payment transactions through the entire payment process. PaymentExpress produces easily retrievable audit trails of transaction details. Commonwealth users can select any transaction confirmation number from a report to view the receipt and transaction audit log. This data can also be transmitted to MMARS via API.

B-8. Describe how the Bidder and subcontractors will comply with Commonwealth of Massachusetts Security Policies which Bidders are required to comply with: Enterprise Information Technology Policies at: http://www.mass.gov/?pageID=ITD

(MassIT)topic&L=2&L0=Home&L1=Policies%2c+Standards+%26+Guidance&sid=AITD (MassIT).

- **B-8. ANSWER:** Grant Street Group undergoes annual Payment Card Industry Data Security Standard (PCI DSS), ISO 27002, and SSAE 16 audits to ensure the security and integrity of our operations. PaymentExpress has been penetration tested by three independent auditors. The security standards required for these certifications meet or exceed the Commonwealth's security policies.
- **B-9.** Describe any additional best practices or certifications that the Bidder and subcontractors utilize to ensure that Commonwealth data will not be subject to a security breach, or otherwise be improperly accessed, viewed, disbursed, stolen, lost or destroyed (include any relevant certifications such as SSAE 16, SOC 2 or 3, ISO 27001, etc.).
- **B-9. ANSWER:** Grant Street Group undergoes annual Payment Card Industry Data Security Standard (PCI DSS), ISO 27002, and SSAE 16 audits to ensure the security and integrity of our operations. PaymentExpress has been penetration tested by three independent auditors.

We use a straightforward transaction process, a proven methodology influenced by our years of experience. The user is presented with a confirmation screen containing all details of the transaction and is asked to verify the information shown. The information appears again on the receipt. We maintain a transaction log including transcripts of communications between systems, with sensitive information redacted.

At a technical level, we have designed our database with foreign key constraints to ensure referential integrity. We use separate environments for development, unit/integration testing, and regression testing. To ensure stability, we run a number of manual and automated regression tests with each release, and we have a reliable, documented deployment process.

B-10. Identify any current security breaches for the Bidder or any subcontractors that are underway and not yet resolved, or any security breaches that have occurred in the last 3 years with details of causes and mitigation.

B-10. ANSWER: None.

B-11. Please describe currently implemented protocols, or emerging protocols, that the Bidder and subcontractors have implemented or are implementing for secure data processing, transmission, and storage of confidential data.

B-11. ANSWER:

Secure Data Processing, Transmission and Storage Protocols

PaymentExpress does not store any cardholder personal information within the Commonwealth's servers or network. All confidential data, including card number, cardholder name, and expiration date will be entered on

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the PaymentExpress site and handled in a PCI DSS compliant manner, and will not be recorded on the Commonwealth's website or systems.

Payment information is further restricted to only being stored temporarily (for only as long as is required to complete the payment authorization process), stored only in encrypted form using AES 256-bit encryption, and purged as soon as the payment process is completed.

Grant Street built out a dedicated network and servers to comprise the cardholder data environment (CDE) for all payment card processing. Access to the CDE is extremely limited and requires 2-factor authentication.

PaymentExpress uses 256-bit encrypted Transport Layer Security (TLS) with 2048-bit keys. Any transmission of data must be through an encrypted channel.

PaymentExpress significantly exceeds the 'encrypted' device standard and uses the Point-to-Point-Encryption standard. P2PE (also known as End-to-End-Encryption or EEE), is the highest standard of point of sale data protection.https://www.pcisecuritystandards.org/documents/P2PE v1 1 FAQs Aug2012.pdf

B-12. The Bidder must describe its procedures for informing a client when the client's data has been, or may have been, inadvertently disclosed/compromised and its data breach support protocols.

B-12. ANSWER: As part of our PCI Level 1 Certification, Grant Street has developed a formal plan for notifications if our ability to do business has been compromised. The Computer Incident Response Team (CIRT) is comprised of employees from both management and Information Security with the required skills to identify and control system compromises or other intrusion incidents. Grant Street will use an incident response form to help assigned personnel with the identification and initial assessment of security incidents. The form helps incident responders gather information necessary to confirm the existence of an incident. Information gathered allows CIRT members to determine the scope and potential impact of an incident. Any incident involving the compromise or suspected compromise of cardholder information must be reported to impacted card brands, the acquiring bank and any other entities as required by contract or law, including the Commonwealth.

B-13. SOLUTION FUNCTIONALITY: MANDATORY CERTIFICATION TO VANTIV. Bidders submitting a Response are certifying that they understand and agree that the proposed solution must use the Statewide Credit Card processing contract with Vantiv for credit/debit cards which also includes the use of Sage for ACH. Does your payment solution already certify to Vantiv?

If there is a cost for this certification, please specify in the cost proposal. (If yes, ADD THIS COST TO COST PROPOSAL section. If this cost if not identified in the COST PROPOSAL it will not be considered in the selection process and cannot be billed at a later date. Note also that Cost scores will be impacted by all Costs included in the

COST PROPOSAL. Payment solutions that are already certified to Vantiv, or that opt to certify to Vantiv with no additional costs to the Commonwealth are preferred and may impact scoring of Costs.

- **B-13. ANSWER:** Grant Street is certified with Vantiv. Grant Street Group is sponsored by Vantiv into the networks as a payment facilitator.
- **B-14. SYSTEM DESCRIPTION.** Provide a full description of payment page and IVR credit card and ACH payments solution from start to finish. Identify ownership of the functions. If outsourced, list names and ownership of each function. Insert tables and diagrams if applicable.
- B-14. ANSWER: PaymentExpress will build, maintain and host all web pages, applications, and other

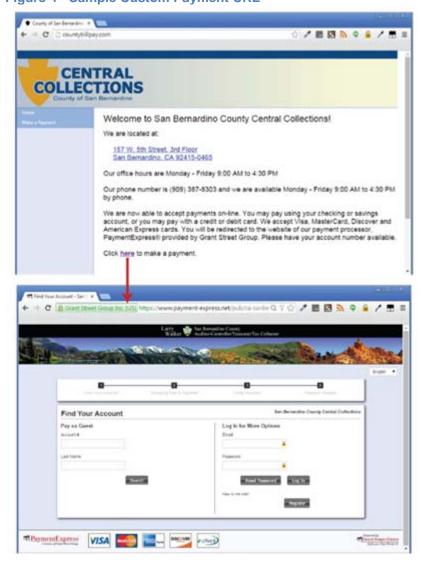
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electronic services necessary to allow public users to pay with credit/debit cards, ACH/e-checks, and any other payment channel supported by PaymentExpress and approved by the Commonwealth.

Payment Page

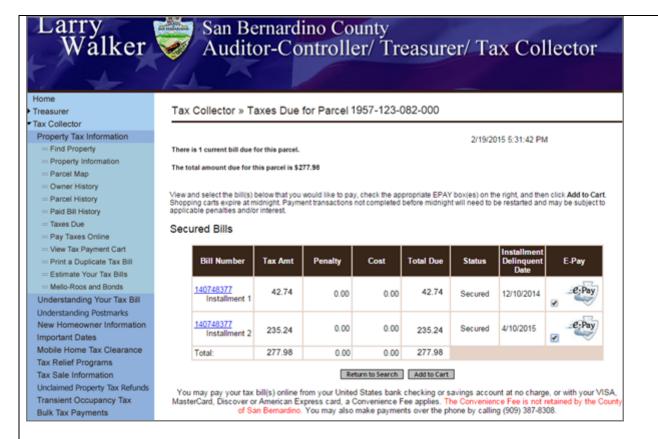
PaymentExpress has provided many customized sites, including both 'redirect' sites where the government entity hosts customer account lookup and passes the relevant payment details to PaymentExpress via an API, or using a Commonwealth-supplied account detail file, where PaymentExpress hosts customer account lookup.

PaymentExpress can provide the Commonwealth with a URL to access a custom payment website. Figure 4 - Sample Custom Payment URL



API Redirect Solution

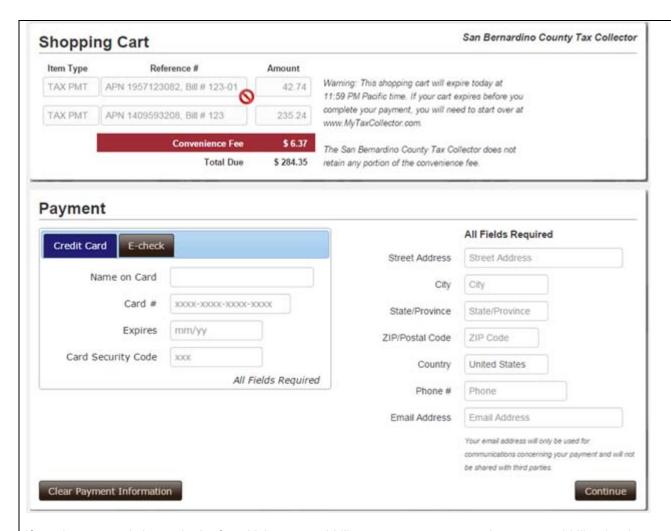
Here is an example using an API redirect, where the total amount due and reference number are transmitted directly from the client.



Once the payer has selected the bills to pay on the client's site, they are redirected to the PaymentExpress shopping cart page. There, the payer is not able change the amount due or the reference number for any of the bills selected; the payer will see their cursor change to a red slash icon whenever hovering over those fields. All of the payment fields for credit card or e-check details remain editable below.

Figure 5 - Payer Redirected to Payment Site, Amount Due and Reference Number Not Editable

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If you have an existing web site for which you would like to accept payments, but you would like the data entry to happen on a PaymentExpress website, PaymentExpress provides a Redirect API, which will serve a shopping cart and payment entry page featuring your branding and color scheme.

Web Credit Card Payment Page

For credit card payments, PaymentExpress validates the card type with the card number entered using the BIN of the card number. The system does this automatically, eliminating the need for payers to select their card type via a dropdown menu or any other type of field. This method has proven to be 100% accurate. The system then displays the appropriate help image to clarify where a customer should find the card verification code, depending on the card brand.

Figure 6 - Credit Card Security Code Help Image for Visa, MasterCard, or Discover



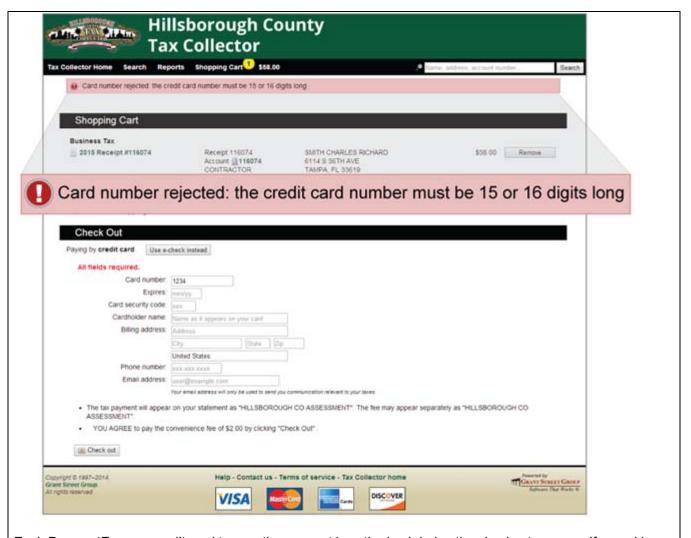
Figure 7 - Credit Card Security Code Help Image for American Express



Credit Card Validation

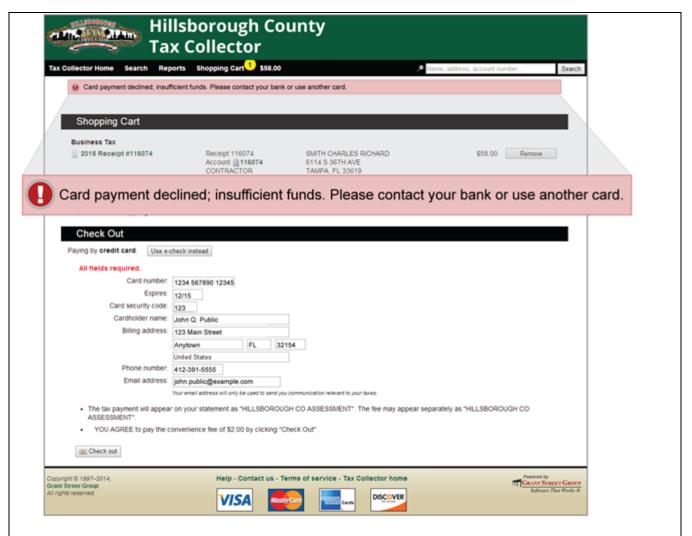
For credit card transactions, PaymentExpress supports forms-based data validation. Credit card numbers must contain 15 or 16 numerals; debit card numbers must contain 12 to 19 numerals. All card types must not contain any text characters in the card number field. Credit cards must also conform to the Luhn algorithm specified by card issuers, which PaymentExpress validates. PaymentExpress also validates all required card information, including card number, name, address (AVS), expiration date, and security number (CVV). An example of a bad credit card number is shown below.

Figure 8 - Error Message, Rejected Card Number



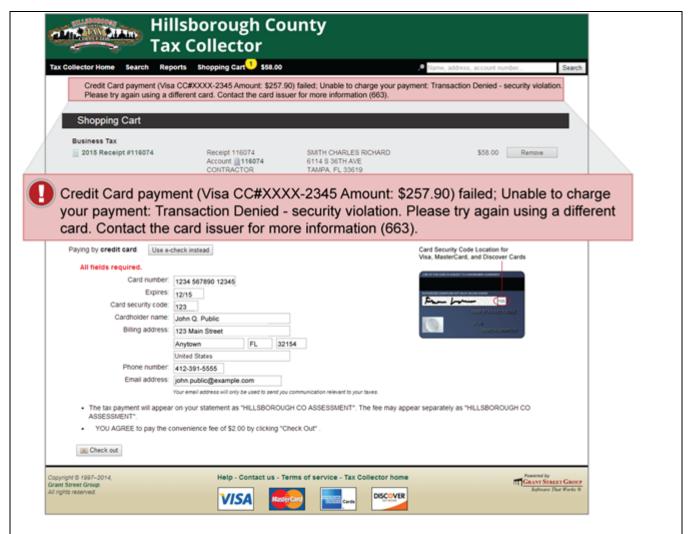
Each PaymentExpress credit card transaction amount is authorized during the checkout process. If a card is declined for insufficient funds, the customer receives an error message.

Figure 9 - Payment Rejection Message



PaymentExpress provides specific rejection scripts for rejected or declined card transactions. Each rejection message includes details as to why the payment failed. These messages can be customized by the Commonwealth as needed.

Figure 10 - Sample Customized Rejection Notice from Website



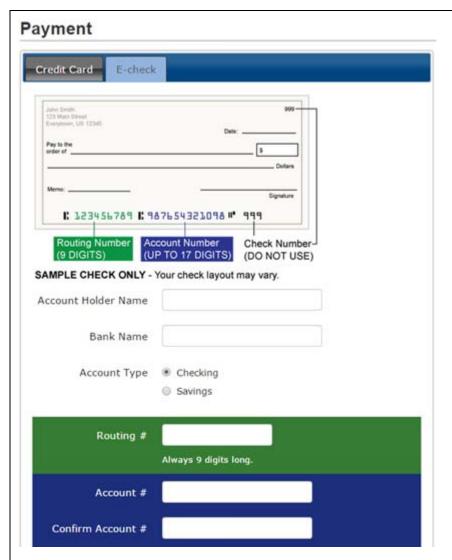
IVR Credit Card

PaymentExpress provides a toll-free number with an integrated IVR system for Commonwealth customers to call and make payments. The integrated IVR system with PaymentExpress means that Commonwealth employees will not need to accept payments over the phone.

ACH Payment Solution

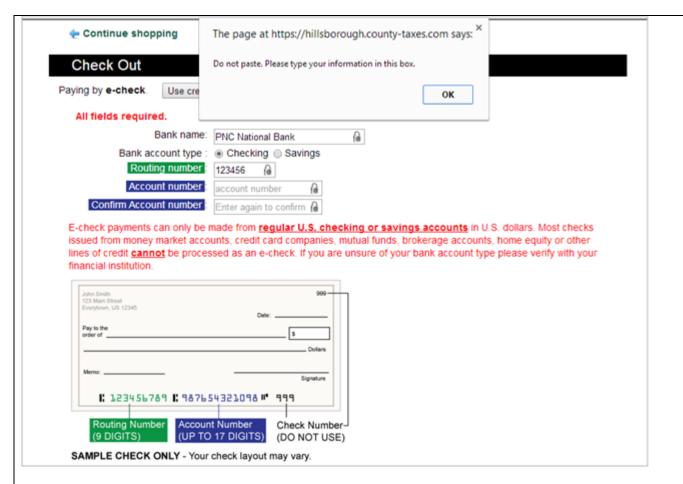
PaymentExpress accepts ACH/e-check payments. PaymentExpress displays detailed help images to customers to clarify where they can find required information on their check.

Figure 11 - E-Check Help Image



Routing numbers are verified against the Federal Reserve routing number database and the database is updated monthly. Before checking the routing number against the Federal Reserve's list of approved routing numbers, PaymentExpress verifies the routing number is 9 digits long and passes the check digit verification. As per NACHA standard format, account numbers can be up to 17 digits long, and this verification is also enforced. PaymentExpress requires remitters to enter their account number once, and then confirm their account number. During every e-check transaction, a sample check image is displayed for the remitter, clarifying where the routing number and account numbers appear on their paper checks. Account numbers are hidden as they are entered, and no details can be cut or pasted into the confirmation fields.

Figure 12 - No Copy/Pasting Allowed in Confirmation Fields



These validation methods have helped dramatically reduce the number of returned e-checks for our clients. As per the below chart, PaymentExpress' e-check return rate across all clients is 0.9% for the last 12 months.

B-15. SYSTEM AVAILABILITY: Confirm that the Bidder solution is available 24 hours a day, seven days a week. Provide information on scheduled and unscheduled system availability (sporadic system connectivity, slow response time, complete outage). Include uptime statistics for the last three years and any other pertinent information that illustrates how transaction information is kept intact and secure if the solution fails. Identify any items that may impact system availability, including the manner in which a customer implements the system and any other contingencies, or customizations that may impact system availability.

B-15. ANSWER:

Availability

PaymentExpress provides greater than 99.9% availability, and will be available to payers 24 hours a day, 7 days a week, all year, including all holidays (with the exception of scheduled maintenance periods). Quarterly maintenance usually occurs mid-month between 2:00 - 4:00 AM Eastern time. Any required system maintenance/downtime would be arranged with the Commonwealth in advance.

Uptime Statistics

2013: 99.975%2014: 99.971%

• **2015**: 99.945% (to date)

Securing Transaction Information

Grant Street purchases, owns, and maintains all servers and network equipment that run our applications, which are located at world-class data centers: SunGard in Pittsburgh (Primary) and Internap in Atlanta (Production 2/Disaster Recovery).

SunGard provides 24/7 staffing, physical security, dual uninterruptible power supplies, backup diesel generator, and redundant internet backbone connections among other first-class amenities. SunGard's internal redundant network mesh provides 100% guaranteed internet connectivity and has experienced practically zero downtime in the last 10 years.

PaymentExpress exceeds traditional disaster recovery setup with two production sites (Atlanta and Pittsburgh). PaymentExpress can seamlessly switch between production sites without user or service impact. This architecture increases capacity and maintains "high-availability" even at the busiest times.

DISASTER RECOVERY, CONTINUITY OF OPERATIONS AND SYSTEM AVAILABILITY.

B-16. Describe in detail the Bidder's Disaster Recovery Capabilities and/or Continuity of Operations protocols

B-16. ANSWER: Grant Street purchases, owns, and maintains all servers and network equipment that run our applications, which are located at world-class data centers: SunGard in Pittsburgh (primary) and Internap in Atlanta (disaster recovery).

SunGard provides 24/7 staffing, physical security, dual uninterruptible power supplies, backup diesel generator, and redundant internet backbone connections among other first-class amenities. SunGard's internal redundant network mesh provides 100% guaranteed internet connectivity and has experienced practically zero downtime in the last 10 years.

Grant Street designs and builds its infrastructure using industry best practices for redundancy. All core infrastructure pieces (i.e., firewalls, switches, load balancers, web and database servers) have redundant systems in active/active or active/standby configurations in order to minimize downtime as a result of a hardware failure. We designed our Domain Name Service (DNS) to be highly available, even during reboots of DNS servers necessary for security patching. We load balance our web servers and send read-only database queries to slave databases. We virtualize our web and database servers in order to use resources efficiently and to be able to quickly add new servers.

The PaymentExpress Disaster Recovery (DR) environments include backup servers with up-to-date copies of software required to run PaymentExpress as well as replicated databases, updated in real-time, typically no more than two seconds behind the master databases. In the event of a complete outage of the SunGard data center in Pittsburgh, the disaster recovery environment at the Internap data center in Atlanta can be up and running as the PaymentExpress production environments at short notice. The DR card data environment is identical to the production environment with the exception of redundancy. It maintains the same level of security controls. Traffic passing between the production and DR environments is encrypted and passed over an IPSEC VPN tunnel.

The data centers that Grant Street uses to provide the PaymentExpress application services were reviewed and assessed with a site visit by our PCI Data Security Standard (DSS) Qualified Security Assessor to be compliant with the requirements of Section 9 of the PCI DSS standard, dealing with the physical security of the systems.

All application data is backed up and retained according to Grant Street's backup and retention policies. Backups are periodically restored to validate the backup and recovery process.

The DR testing procedure involves a manual database mode change from slave to master and the web servers

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would have a mode change to point to the local database servers.

As part of our PCI Level 1 Certification, Grant Street has developed a formal plan for notifications if our ability to do business has been compromised. If Grant Street must implement its Disaster Recovery Plan and failover to backup servers, the Commonwealth would be immediately notified and updated periodically as the situation was resolved.

B-17. Describe system assurance and continuity procedures to ensure system integrity and availability and what triggers these protocols and how this impacts system availability.

B-17. ANSWER: Grant Street actively monitors production and non-production environments using industry standard platforms such as Nagios IT Infrastructure monitoring and Cacti/RRDtool data logging and network graphic systems.

The PaymentExpress applications alert Grant Street staff via email or SMS for anomalous events, such as:

- several subsequent declined or erroneous transactions
- failed reversals
- any errors in processing a payment
- any communication failures

PaymentExpress exceeds traditional disaster recovery setup with two production sites (Atlanta and Pittsburgh). PaymentExpress can seamlessly switch between production sites without user or service impact. This architecture increases capacity and maintains "high-availability" even at the busiest times.

B-18. Outline notification protocols for clients and service impacts, outages, delays, functionality changes when these protocols are triggered.

B-18. ANSWER: In the event of a system failure, Grant Street will immediately notify the Commonwealth and undertake corrective action. Grant Street has policies, procedures, and the staff in place to quickly recover from failures. Remedying any failure would be PaymentExpress absolute priority, regardless of the time of day the incident occurred, to achieve as close as possible to 100% system uptime.

PaymentExpress utilizes extensive error checking methodologies, including:

- 1. Customer email notifications for any potential system outage and individual payment issues
- 2. Monitoring the success of individual payments and rolling back the transaction if a communication error occurs
- An automated daily reconciliation comparing processor settlement records to PaymentExpress settlement records
- 4. Continuous system performance monitoring with customer specific alert parameters
- 5. Monitoring payment issues payers are having on the public site
- 6. Comprehensive hardware (database servers, load balancers, web servers, application servers, etc.) monitoring to ensure consistent system performance.
- 7. A customer support center that will alert operations of any customer call that could indicate a system issue.

PaymentExpress has an effective feedback loop. Issues are addressed individually as they occur, and system changes are implemented to prevent similar issues from occurring again.

We have invested heavily in reconciliation and error detection systems. PaymentExpress will notify specified Commonwealth staff of any potential software or processing issue, enabling early detection and resolution of issues.

If a potential system issue is identified, an email alert is sent to our customers. This alert details the issues and the expected time until issue resolution. The Commonwealth would be asked to provide the staff email addresses to be added to this alert list at the time of PaymentExpress implementation.

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B-19. How fast will normal transaction processing be restored in the event of a disaster or emergency?

B-19. ANSWER: PaymentExpress can seamlessly switch between production sites without user or service impact.

B-20. What steps does the Bidder take to ensure no disruption of client services or steps to mitigate disruption of client services?

B-20. ANSWER: PaymentExpress exceeds traditional disaster recovery setup with two production sites (Atlanta and Pittsburgh). PaymentExpress can seamlessly switch between production sites without user or service impact. This architecture increases capacity and maintains "high-availability" even at the busiest times.

Grant Street actively monitors production and test environments using industry standard platforms such as Nagios IT Infrastructure monitoring and Cacti/RRDtool data logging and network graphic systems. PaymentExpress alerts Grant Street staff via email or SMS for anomalous events, such as:

- several subsequent declined or erroneous transactions
- failed reversals
- any errors in processing a payment
- any communication failures

B-21. How do the Disaster Recovery Capabilities or COP protocols compare to industry leaders?

B-21. ANSWER:

Disaster Recovery

Grant Street Group purchases, owns, and maintains all servers and network equipment that run our applications, which are located at world-class data centers: SunGard in Pittsburgh (Production 1) and Internap in Atlanta (Production 2 / Disaster Recovery). PaymentExpress can seamlessly switch between production sites without user or service impact. This architecture increases capacity and maintains "high-availability" even at the busiest times.

SunGard provides 24/7 staffing, physical security, dual uninterruptible power supplies, backup diesel generator, and redundant internet backbone connections among other first-class amenities. SunGard's internal redundant network mesh provides 100% guaranteed internet connectivity and has experienced practically zero downtime in the last 10 years.

Backup Capabilities

Grant Street Group designs and builds its infrastructure using industry best practices for redundancy. All core infrastructure pieces (i.e., firewalls, switches, load balancers, web and database servers) have redundant systems in active/active or active/standby configurations in order to minimize downtime as a result of a hardware failure. We designed our Domain Name Service (DNS) to be highly available, even during reboots of DNS servers necessary for security patching. We load balance our web servers and send read-only database queries to slave databases. We virtualize our web and database servers in order to use resources efficiently and to be able to quickly add new servers.

The PaymentExpress Disaster Recovery (DR) environments include backup servers with up-to-date copies of software required to run PaymentExpress as well as replicated databases, updated in real-time, typically no more than two seconds behind the master databases. In the event of a complete outage of the SunGard data center in Pittsburgh, the disaster recovery environment at the Internap data center in Atlanta can be up and running as the PaymentExpress production environments at short notice. The DR card data environment is identical to the production environment with the exception of redundancy. It maintains the same level of security controls. Traffic passing between the production and DR environments is encrypted and passed over an IPSEC VPN tunnel.

The backup applications in our Disaster Recovery environments are served continuously from a secondary URL and monitored 24x7. We do at least annual tests to ensure that we can bring a slave database up as a

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master.

We can transition to our Production 2 / Disaster Recovery data center in less than 5 minutes if we suffer a complete loss of our primary production data center. Our primary and backup systems are geographically distributed (Pittsburgh and Atlanta). Our production support staff and Information Systems staff are also geographically distributed.

- **B-22.** Have the Disaster Recovery or COP protocols been triggered in the past two years? What were the circumstances and describe the success or failures that occurred? How have any failures been mitigated? How often are Disaster Recovery or COP protocols tested and verified?
- **B-22. ANSWER:** Our Disaster Recovery protocols have not been triggered in the past two years. Grant Street tests it disaster recovery procedures quarterly. Our DR environment is continuously available; navigating to a www2 URL address will connect back to the production database.
- **B-23. CARDINALITY.** The Bidder must be able to provide a system that is able to handle the following types of transactions: (1) one-to-one, (2) one-to-many (shopping cart), (3) many-to-one. Specific examples of each type of transaction are:

One-to-One – An individual may use the Massachusetts Environmental Police web payment page to renew their boat registration.

One—to-Many – A medical clinic may use the Commonwealth of Massachusetts Board of Registration in Medicine payment page to pay for physicians license fees for all of the physicians that it has on staff in its clinic. The payment page is used by one entity to purchase many separate physicians licenses.

Many-to-One – The Commonwealth does not currently require this functionality but it may be a "nice to have" feature where more than one individual could pay a portion of a payment (for example, an environmental fine levied on a number of responsible parties).

B-23. ANSWER: PaymentExpress supports all of these transaction types. Specific examples of each transaction type are included below.

One-to-One

PaymentExpress supports one-to-one payments. Here we see an example for Volusia's Public Transportation system (Votran), which includes a mobile friendly interface to allow for web payments of public transportation passes and tokens.

Figure 13 - Votran Custom Mobile Interface



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One-to-Many ("Shopping Cart") PaymentExpress supports a "shopping cart" environment where customers can add many item types to their transaction. Figure 14 - Selected Bills in the Shopping Cart San Bernardino County Tax Collector **Shopping Cart** Item Type Reference # Amount TAX PMT APN 987654321 Bill # 123 333.17 APN 876543210 Bit # 123 TAX PMT 458.27 Warning: This shopping cart will expire today at TAX PMT APN 765432109 Bill # 123-01 192.33 11:59 PM Pacific time. If your cart expires before you complete your payment, you will need to start over at APN 654321098 Bill # 123 TAX PMT 269.93 www.MyTaxCollector.com \$ 28.71 Convenience Fee The San Bernardino County Tax Collector does not Total Due 5 1,282.41 retain any portion of the convenience fee. Payment All Fields Required Credit Card E-check Street Address John Name on Card John Doe Fairfield City Card # State/Province CA Expires ZIP/Postal Code Card Security Code Country United States All Fields Required Phone # 4123915555 Email Address john.doe@grantstreet.com

Many-to-One ("Partial Payments")

Clear Payment Information

PaymentExpress can be configured to accept payments for any amount - allowing for partial payments. The system can be configured to either limit payments to a pre-determined amount, or to establish an upper/lower limit to user-entered payment amounts.

Your email address will only be used for communicat concerning your payment and will not be shared with

third parties.

By registering for an account, payers can also schedule future recurring payments.

Figure 15 - Scheduling Future Recurring Payments



TRANSACTION AUTHORIZATION, SETTLEMENT, AND RECONCILIATION.

The Bidder must describe the solution to each requirement outlined below including any contingencies or limitations.

- **B-24.** The solution will accept a call from the entity business application or web page as a real time session.
- B-24. ANSWER: Yes, PaymentExpress accepts calls from entity applications/web pages as real-time sessions.
- **B-25.** Real time authorization confirmation from the Bidder to the entity to validate the completion of the transaction, or acknowledge intake for ACH, with a unique authorization number.
- **B-25. ANSWER:** PaymentExpress will conform with all NACHA Operating Rules in regards to payer authentication, enrollment, authorization, payment scheduling and confirmation.
- **B-26**. Forward transactions to Vantiv for processing real time or batch.
- B-26. ANSWER: PaymentExpress will forward transactions to Vantiv for processing real time or batch.
- **B-27.** Daily batch close or cutoff times must be consistent for Commonwealth merchant entities.
- **B-27. ANSWER:** Grant Street will batch deposits at a standard time as designated by the Commonwealth. PaymentExpress provides daily settlement to the Commonwealth's merchant entities bank accounts with a batch cutoff time designated by the Commonwealth (normally midnight). PaymentExpress batches and transmits daily e-check files in standard NACHA formats to the financial institution/bank account specified by the Commonwealth.
- **B-28.** Settlement files, remittance files, and funds deposited in specified bank accounts must reconcile with each business day's transactions.

B-28. ANSWER: PaymentExpress provides current payer information and transaction records to our clients on a regular basis to facilitate reconciliation.

The PaymentExpress web portal includes a secure real-time reporting module that Commonwealth staff can use to verify processed payments. Reports also include real-time information on payment declines.

PaymentExpress provides daily settlement to the Commonwealth's bank account with a batch cutoff time designated by the Commonwealth (normally midnight). PaymentExpress batches and transmits daily e-check files in standard NACHA formats to the originating bank. This file can be securely transmitted via Secure FTP (SFTP or FTP-SSL), or via other methods.

- **B-29.** All transactions must be settled each day regardless of amount (no minimum dollar thresholds).
- **B-29. ANSWER:** There are no minimum dollar thresholds for settling transactions in PaymentExpress. Transactions will be settled daily.
- **B-30.** All transactions must be settled within 24 hours of the close of each business day, or sooner.
- B-30. ANSWER: PaymentExpress will settle all transactions within 24 hours of the close of each business day.
- **B-31.** Confirm whether the Bidder determines batch close and settlement time or whether the Commonwealth may determine batch close and settlement time.
- **B-31. ANSWER:** PaymentExpress provides daily settlement to the Commonwealth's bank account with a batch cutoff time designated by the Commonwealth (normally midnight).
- **B-32.** A daily settlement file sent from the Bidder to each entity (Merchant ID) identifying the activity for that specific business day.
- **B-32. ANSWER:** PaymentExpress supports daily settlement reconciliation files. PaymentExpress batches and transmits daily e-check files in standard NACHA formats to the originating bank. This file can be securely transmitted via Secure FTP (SFTP or FTP-SSL), or via other methods.

PaymentExpress will provide as many unique merchant ID (MID) numbers as needed by the Commonwealth. We have provided many different unique MIDs based on our client's needs, for example: a unique MID for each processing location, tied to a "parent" number for reporting purposes, a unique MID for each department, or a unique MID for each product type. All MIDs are included in the online reporting system. The Commonwealth can search merchant ID numbers using a full number or a wildcard, sort merchant ID numbers, and can "roll up" specific groups for reporting.

Figure 16 - Report Sorted by Merchant ID

Date 0	MID .	Department 0	Transaction # 0	Confirmation # 0	Status	o Amount o
this month		Choose			Choose	
2014-05-02 10:36am	4445015952002	Tax Collector	127283- 201405021036261918	14417000746	Charged	\$324.15
2014-05-02 12:13pm	4445015952002	Tax Collector	127347- 201405021213234620	72105917740	Charged	\$46.65
2014-05-01 2:38pm	4445015952002	Tax Collector	127195- 201405011438367854	02146362377	Charged	\$71.15
2014-05-02 10:49am	4445015952002	Tax Collector	127319- 201405021049403941	70733935726	Charged	\$31.25
2014-05-01 9:04am	4445015952002	Tax Collector	127157- 201405010904341000	47937951379	Charged	\$5.50
2014-05-01 3:42pm	4445015952002	Tax Collector	127186- 201405011542090412	86720207217	Charged	\$85.75
2014-05-05 4:00pm	4445015952002	Tax Collector	127446- 201405051600565638	81906854910	Charged	\$5.50
2014-05-01 9:37am	4445015952002	Tax Collector	127166- 201405010937319572	60151676924	Charged	\$5.50
2014-05-02 1:30pm	4445015952002	Tax Collector	127282- 201405021330201393	09512795460	Charged	\$354.15
2014-05-01 10:20am	4445015952002	Tax Collector	127244- 201405011020266185	24459821346	Charged	\$54.2
2014-05-02 2:12pm	4445015952002	Tax Collector	127355- 201405021412062824	34796911963	Charged	\$85.75
2014-05-01 10:40am	4445015952002	Tax Collector	127222- 201405011040153048	09294822922	Charged	\$31.00
2014-05-02 8:09am	4445015952002	Tax Collector	127283- 201405020809483383	03037302588	Charged	\$57.65
						\$1,421,036.2

Bidder Name: Grant Street Group, Inc.

B-33. Bidder is responsible for assuring daily report delivery by payment page or rolled up by Commonwealth entity as requested. Identify any cost implications in the cost proposal if applicable.

B-33. ANSWER: PaymentExpress provides several methods for assuring daily report delivery. PaymentExpress provides a built in custom reporting feature that offers query and reporting functionality to users. Users may select a report type from a menu, and then optionally customize the report by selecting from a list of available columns. Report columns may be added, removed, and re-ordered. Users can specify search criteria, including date ranges and wildcards for any field, and reports can be summarized with subtotals and a grand total.

Downloading Reports

Report results may be downloaded as CSV (text), Excel or PDF. Saved reports, report views, confidential records and confidential fields can all be restricted to particular user roles for security purposes. Users can set up notification schedules or subscriptions to have selected reports periodically emailed to individual users or delivered to FTP sites.

Reports Emailed on a Schedule or On Demand

Any report download can, in addition to a direct download from the web browser, be emailed to the user ondemand by clicking an "Email Report" button when downloading.

In addition to these on-demand emails, PaymentExpress can send reports by email to a user's inbox on a regular schedule that they establish. Users with appropriate permissions can also subscribe other users (for example, subordinates) to scheduled report deliveries. Scheduled reports can also be sent to pre-configured FTP sites.

B-34. The settlement file, remit file, and/or daily reports must have sufficient identifying information to enable each entity to determine how to appropriately record funds in MMARS and/or enable an interface to a business application.

B-34. ANSWER: Unique Identifying Information in Settlement Files

PaymentExpress supports several reconciliation standards that will assist each entity in determining how to record funds in MMARS

- Using client specified unique transaction identifiers
- Supporting the recording of accounting codes in the payment system reporting
- · Flexible payment system reports which allow clients to search transactions on any field
- Separating each day's cashiering into individual bank deposits
- Clearly labeling bank deposits with descriptions that are easy to understand (e.g. the Main Office deposit can be labeled "Main Of" on the bank statement)
- Separate bank debits for all refunds and chargebacks, clearly labeled on the bank statement
- No bank account debits without a payment system action (e.g. chargeback) performed by the Commonwealth

Daily Settlement Reports

PaymentExpress provides an extremely flexible, powerful interface for generating customized reports across all areas of the system. Commonwealth users will be able to build any needed report, choosing their own customized selection criteria and presentation options. These reports can be used for a wide range of purposes, from low-level data extraction to high-level statistical reports to workflow management.

As part of the implementation process, Grant Street Group will assist the Commonwealth in setting up regularlyrun standard reports and will provide appropriate training for creating and executing reports at all levels within the organization.

A key advantage of this robust, flexible, user-driven tool is that in addition to the standard reports that are built and run every day, week, or month, the same tool can be used to generate ad-hoc reports for unique needs as

Bidder Name: Grant Street Group, Inc. Page 47 of 124.

they arise. Additionally, the library of standard reports is dynamic, adapting to changes in the business process as needed, and even, in many cases, facilitating these changes, making the Commonwealth's business processes smoother and more efficient.

PaymentExpress reports are generated by the system as requested in real time – no need to wait for batch jobs to run before receiving accurate report data. Report results may be downloaded as CSV (text), Excel or PDF. Saved reports, report views, confidential records and confidential fields can all be restricted to particular user roles for security purposes. Users can set up notification schedules or subscriptions to have selected reports periodically emailed to individual users or delivered to FTP sites.

Report email subscriptions can also be created by Commonwealth users that can be generated at any specified interval (hours, days, months) which will send user defined reports.

Interfaces to MMARS/Business Applications

PaymentExpress provides a number of integration options. Grant Street uses a Service-Oriented Architecture (SOA) to provide documented application programming interfaces (APIs) for receiving payment information or account lookup. Standards-based Extensible Markup Language (XML) and JavaScript Object Notation (JSON) versions are available.

B-35. For transactions being included in the nightly remit file to MMARS, the Commonwealth will identify accounting data elements that must be passed with each transaction sent for authorization. The Bidder will be required to pass this data back to the Commonwealth, in a format accepted by MMARS (See Attachment B)

B-35. ANSWER: PaymentExpress can pass all required accounting data elements along with the transactions details into MMARS in the required format.

B-36. Daily credit card and ACH exception reports are required.

B-36. ANSWER: PaymentExpress provides a daily electronic report, available online, of all returned e-checks, chargebacks, and credit card reversals. Within 24 hours of returned e-checks and chargebacks, the Commonwealth will be notified. Credit card reversals will be controlled by the Commonwealth.

With our flexible reporting these reports can be sent by email or FTP in the format specified by the Commonwealth.

Our reporting is real-time; therefore the Commonwealth will be able to see returned electronic checks, chargebacks, and credit card reversals as they occur or as the information becomes available.

Figure 17 - Declined Payments Report

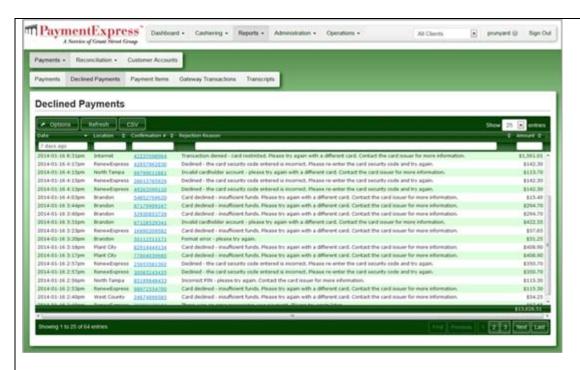
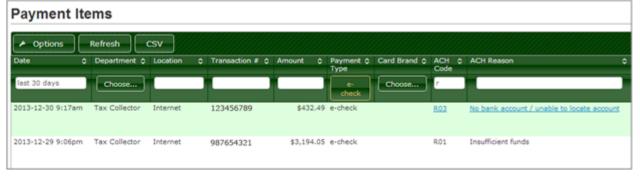


Figure 18 - Returned e-Checks Report, Including Reason for Return



CUSTOMER EXPERIENCE

B-37. Describe whether the solution can be customized and is configurable according to Commonwealth entity requirements (e.g., demographic data, case numbers) and desired "look and feel" (e.g., entity logo or banner, business process steps).

B-37. ANSWER:

Customizing Data by Entity

PaymentExpress can support any entity-specific data requirements, such as unique case numbers, bill identifiers, etc. PaymentExpress can accept payment session parameters passed from the Commonwealth agency's website to initiate payment, as a full-page redirect to the PaymentExpress website. Alternatives such as API communication are also available.

Here is an example using an API redirect, where the item type, total amount due, and reference number are transmitted directly from the client. The payer is not able change the amount due or the reference number for any of the bills selected, the payer will see their cursor change to a red slash icon whenever hovering over those fields. All of the payment fields for credit card or e-check details remain editable below.

Figure 19 - Amount Due and Reference Number Provided via API; Payer Cannot Edit Those Fields San Bernardino County Tax Collector **Shopping Cart** Item Type Reference # Amount TAX PMT APN 987654321 Bill # 123 333.17 APN 876543210 Bit # 123 458.27 Warning: This shopping cart will expire today at APN 765432109 Bill # 123-01 TAX PMT 192.33 11:59 PM Pacific time. If your cart expires before you complete your payment, you will need to start over at APN 654321098 Bill # 123 TAX PMT 269.93 www.MyTaxCollector.com. \$ 28.71 Convenience Fee The San Bernardino County Tax Collector does not Total Due 5 1,282.41 retain any portion of the convenience fee. Payment All Fields Required Credit Card E-check Street Address John Name on Card John Doe City Fairfield Card # State/Province CA Expires 94510 ZIP/Postal Code Card Security Code United States Country All Fields Required Phone # 4123915555 Email Address john.doe@grantstreet.com[Your email address will only be used for co concerning your payment and will not be shared with third parties. Clear Payment Information

Customizing Look and Feel

If you have an existing web site for which you would like to accept payments, but you would like the data entry to happen on a PaymentExpress website, PaymentExpress provides a Redirect API, which will serve a shopping cart and payment entry page featuring each entity's branding and color scheme.

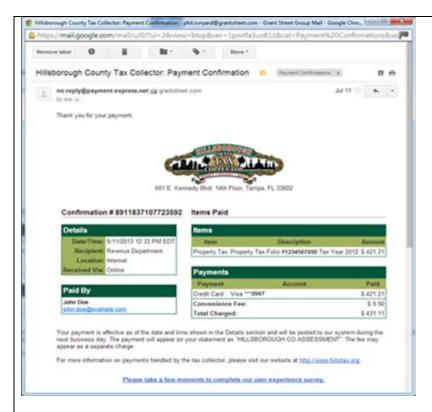
B-38. Describe the methods of payment verification that the system provides to the payer/customer (e.g. email notification, printable on screen confirmation notice, view payment history on mobile device, etc.).

B-38. ANSWER:

Emailed Verification of Payment Status

PaymentExpress will send payment confirmation via email immediately upon completion of the transaction.

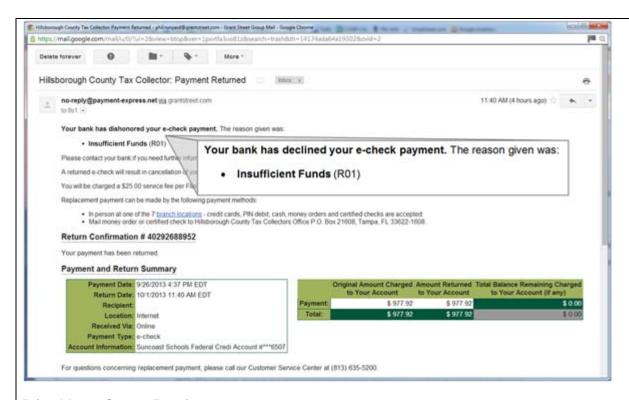
Figure 20 - Sample Emailed Receipt



In addition to receipts for successful payments, PaymentExpress will automatically contact the customer via email upon notification of a failed ACH/e-check payment. The email will also inform the customer of the return reason and the action they should take.

Our integrated e-check methodology includes providing the payer with an email specifying the reason the e-check was rejected and instructions on how to submit payment, which creates a better payer experience and dramatically reduces payer questions and help desk phone calls.

Figure 21 - Returned e-Check Email to Customer



Printable On Screen Receipt

PaymentExpress provides the payer with a printable receipt as soon as they complete their transaction.





Viewing Payment History

PaymentExpress stores payment history online, which customers can access after creating an account.

Customers can register and create a user account, search for multiple payment accounts, and add them to their

user account to eliminate the need to re-enter information at a later time.

B-39. Can payers/customers access their payment history? If so, describe how and what length of time that payment history is available to payers.

B-39. ANSWER: Yes.

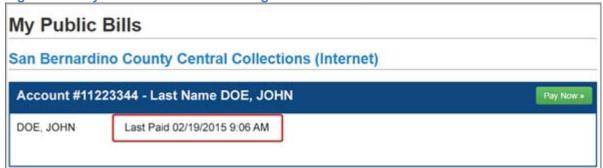
Payment History and Payment Warehousing

When making a payment through PaymentExpress, Payers/customers have the option to create an account. Customers can register and create a user account, search for multiple payment accounts, and add them to their user account to eliminate the need to re-enter information at a later time.

If a customer registers and creates an account, they can view confirmations for all of their submitted payments, including the date last paid, in PaymentExpress.

PaymentExpress stores payment history online, which customers can access after creating an account.

Figure 23 - Payment Confirmation for Registered Customers



B-40. Are your solutions (web, IVR, and customer service) available in other languages? If so, please specify.

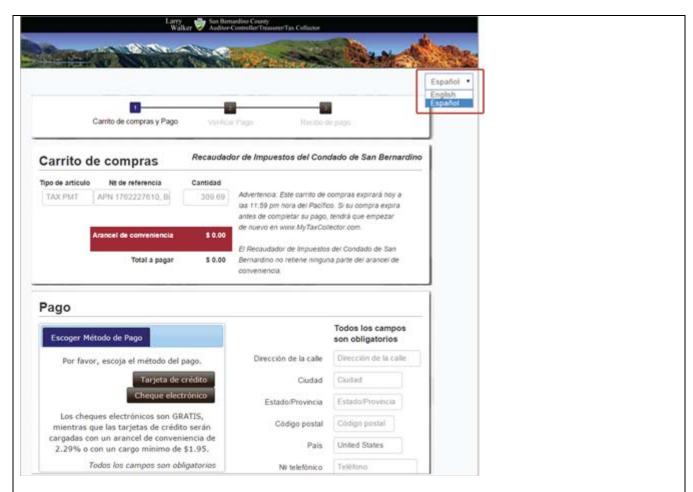
B-40. ANSWER: Yes.

Bilingual IVR and Website

The PaymentExpress website and IVR systems can accommodate bilingual (English and Spanish) translations. PaymentExpress automatically detects the default language setting in a payer's browser, and will display the page in either English or Spanish based on that setting.

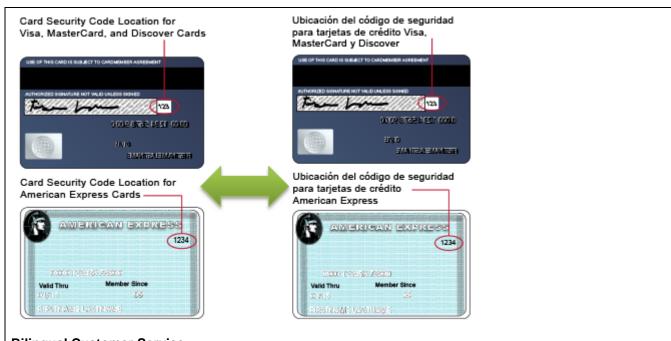
Customers can toggle between English and Spanish using a dropdown menu option present in the top right hand of every screen.

Figure 24 - Toggle Between English and Spanish



In addition to Spanish translation provided by Grant Street, unlimited other language translations can also be added to the site if Commonwealth provides translations of the required text.

Our Spanish language sites also include detailed help images, as in our English language site, with all relevant text clarifications translated within the images. Any follow-up emails, such as an e-check return notification, will also be sent in the same language as the original payment confirmation.



Bilingual Customer Service

We also provide live bilingual customer support via our toll-free help line.

ADMINISTRATIVE FUNCTIONS AND SYSTEM MAINTENANCE.

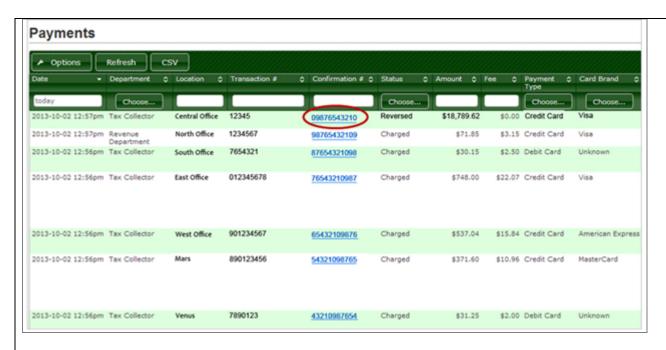
B-41. Describe how Commonwealth entities can access a customer's payment history. How far back can an administrative entity with appropriate credentials access payment history?

B-41. ANSWER: The PaymentExpress web portal allows for tracking of payment transactions through the entire payment process. PaymentExpress produces easily retrievable audit trails of transaction details.

Commonwealth users (with the appropriate credentials) can select any transaction confirmation number from the Payments report to view the receipt and transaction audit log.

As clarified during oral presentations, Grant Street Group retains customer payment history indefinitely.

Figure 25 - Payments Page/Select Confirmation Number



The receipt page displays a summary of payment actions to date. Each charge and fee has a specific line item below the payments table.

Clicking on any of the line items below the payment expands the full details for that item.

Figure 26 - Receipt Page with Payment Actions

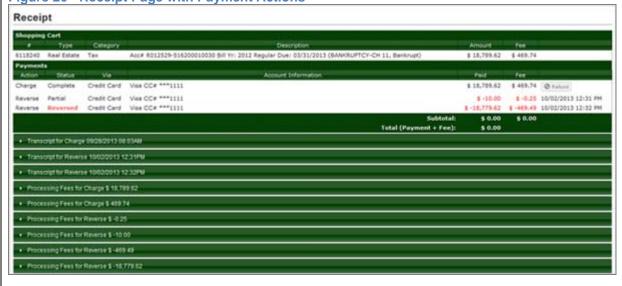
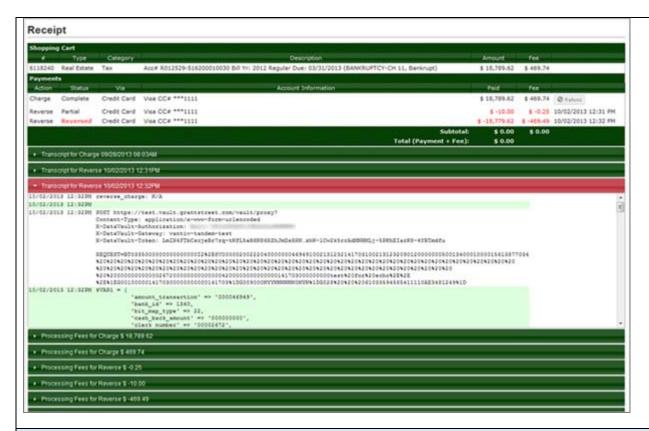


Figure 27 - Receipt Page with Transcript Details Displayed

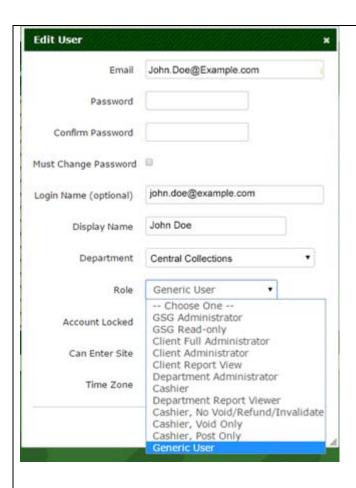


B-42. What provisions does the solution have in place to manage administrative user access? Will all administrative users have access to all payment data (i.e., data should be masked) and can each Commonwealth Entity designate access control by user or role? Please describe.

B-42. ANSWER: The extremely flexible role-based access controls available in PaymentExpress facilitate information sharing and data exchange between Commonwealth administrators and other organizations. Our web applications use strong role-based access control in order to prevent unauthorized access to information.

Role permissions in PaymentExpress are based on RBAC (Role Based Access Control). System administrators can set up new roles, add users to roles, and control permissions for a role at the module, page, table, and field level directly in the PaymentExpress user interface. There are no shared user accounts. Each individual user has a separate account with appropriate privileges.

Figure 28 - Sample User Roles



- **B-43**. How will the solution enable the Commonwealth to manage administrative users across multiple divisions and/or agencies? For example, the Commonwealth may require an administrative user to access data relating to multiple payment applications within an organization. How could this be achieved? Would the administrative user be required to individually log into each payment application to see its respective transactions, or can roll up functionality be configured?
- **B-43. ANSWER:** The role-based access control system allows the Commonwealth to configure customized user roles for other agencies, to grant them access to limited data and functionality directly in the system, without compromising overall system security in any way.

Saved reports, report views, confidential records and confidential fields can all be restricted to particular user roles for security purposes. Commonwealth administrative users would not need to log into separate accounts to view rolled-up data.

- **B-44.** Confirm that you can provide custom management level files or reports within 10 days of monthly close to the Office of the Comptroller for all merchant entities on the contract to be used for monthly oversight reporting.
- **B-44. ANSWER:** Confirmed. PaymentExpress provides an extremely flexible, powerful interface for generating customized reports across all areas of the system. Commonwealth users will be able to build any needed report, choosing their own customized selection criteria and presentation options. These reports can be used for a wide range of purposes, from low-level data extraction to high-level statistical reports to workflow management.

As part of the implementation process, Grant Street Group will assist the Commonwealth in setting up regularly-

run standard reports and will provide appropriate training for creating and executing reports at all levels within the organization.

A key advantage of this robust, flexible, user-driven tool is that in addition to the standard reports that are built and run every day, week, or month, the same tool can be used to generate ad-hoc reports for unique needs as they arise. Additionally, the library of standard reports is dynamic, adapting to changes in the business process as needed, and even, in many cases, facilitating these changes, making the Commonwealth's business processes smoother and more efficient.

PaymentExpress reports are generated by the system as requested in real time – no need to wait for batch jobs to run before receiving accurate report data.

B-45. What resources are available to assist entities in evaluating the success of the payment solution including determining rates of transaction abandonment by customers?

B-45. ANSWER.

Evaluating Successful Payment Rates

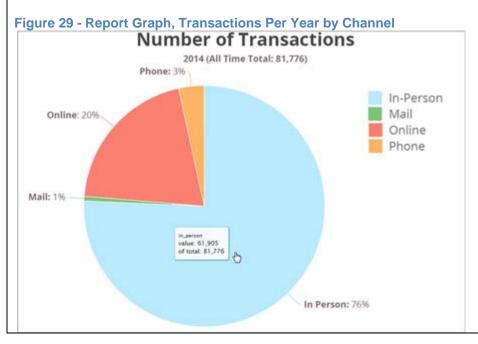
Grant Street uses Google Analytics to track payer activity on each PaymentExpress site.

We monitor how payers access the site, including referral paths and number of visited pages. We can help our clients determine which websites or pages payers use to access PaymentExpress, and compare these figures to the number of successful payment to provide our clients with suggestions on how to improve the total volume of payments made online.

We can also use these tools to provide our clients with data points to analyze how website changes impact epayments. As one example, in late 2012 Volusia County redesigned their website, making it much easier for citizens to reach payment pages directly. Using Google Analytics we were able to confirm that their website changes increased online vehicle renewal payments by 50%.

Business Analytics

PaymentExpress includes a dashboard that allows for visualization of reports from the system. Commonwealth entities can use these visualizations to analyze payments for a specified period, or to compare separate time periods (annually, weekly, monthly or by month year over year).



Bidder Name: Grant Street Group, Inc.

RESPONSE SUBMITTED FOR

STATEWIDE CONTRACT FOR ELECTRONIC PAYMENT SOLUTIONS COMMBUYS BID#: BD-15-1079-1079C-1079C-00000003663 DEPARTMENT RFR # PRF59ADESIGNATEDOSC



PAYMENT PROCESSING AND FEATURES.

B-46. The Bidder(s) must support, at a minimum, Visa, MasterCard, Discover, American Express, and ACH across all proposed solutions.

B-46. ANSWER: Yes. PaymentExpress supports Visa, MasterCard, Discover, American Express, and ACH transactions across all proposed solutions.

B-47. Describe what payment channels your solution incorporates (ex. Web, IVR, Live Agent/Call Center, mobile, kiosk, other, etc.).

B-47. ANSWER:

Payment Channels

PaymentExpress provides debit and credit card processing (including PIN debit), as well as e-check payments through multiple channels including:

- Online payment processing portal, including hosted websites, redirect sites, and iframe solutions
- Point of Sale (POS)/Over-the-Counter payment processing
- PIN Debit
- Phone
- IVR (bilingual)
- Mobile payment acceptance
- Kiosk
- Tablet payment acceptance
- Integrated solutions with third-party software
- Mobile app for online payments
- Custom API development
- Customized payment acceptance software solutions

All of the above payment channels would have a consistent fee structure, apart from PIN debit, which has a low flat dollar convenience fee associated.

Kiosks

Grant Street will make PaymentExpress compatible with interactive kiosks at various Commonwealth locations, should the Commonwealth choose to implement self-service kiosks in the future. We have connections with several kiosk hardware providers, and our in-house developers can modify the PaymentExpress software (e.g., develop a custom API) as needed to support an interactive kiosk.

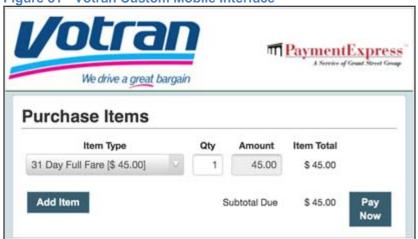
PaymentExpress is able to support and supply tablet based self-service kiosk solutions.

Mobile Applications

PaymentExpress can provide custom mobile applications and interfaces to our clients. These applications are provided at no cost to the customer.

PaymentExpress recently created a website for Volusia's Public Transportation system (Votran), creating a mobile friendly interface to allow for web payments of public transportation passes and tokens.

Figure 31 - Votran Custom Mobile Interface



PaymentExpress has also developed a mobile application which can allow our clients to capture card and e-check transaction data using the camera built into their mobile device.

Figure 32 - Mobile Phone Transaction Card Scan and Capture

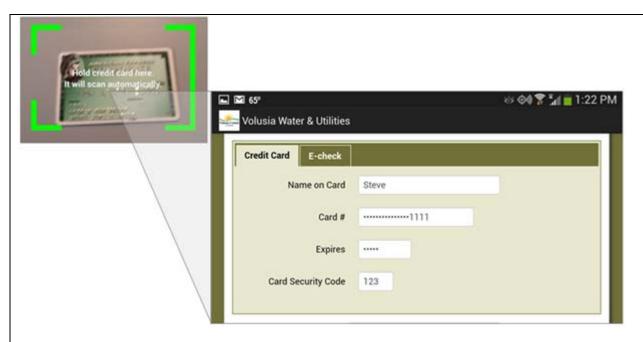


Figure 33 - Mobile Application e-check Payment



Mobile-Friendly Websites

All PaymentExpress sites are mobile friendly for easy viewing on common smartphone and tablet devices.

RESPONSE SUBMITTED FOR

STATEWIDE CONTRACT FOR ELECTRONIC PAYMENT SOLUTIONS COMMBUYS BID#: BD-15-1079-1079C-1079C-00000003663 DEPARTMENT RFR # PRF59ADESIGNATEDOSC

Figure 34 - Mobile Payment Interface



B-48. Describe any additional methods of payment the solution accepts in addition to the required methods above.

B-48. ANSWER:

EMV and NFC Payments

The PIN debit units provided with PaymentExpress are also EMV (Chip or Smart Card enabled) Contactless enabled (NFC), and support Apple Pay.







B-49. Does the solution require a minimum number of transactions or dollars per month/quarter/year? Identify any costs or minimums associated in the cost proposal.

B-49. ANSWER: No. PaymentExpress does not require any minimum number of transactions/dollars per month/quarter/year.

B-50. Does the solution support bill presentment (i.e., entity provides a file of amounts owed, customer enters identifying information, payment solution displays amount owed)? If so, can the solution be configured to allow overpayments or partial payments? Explain

B-50. ANSWER:

Yes. PaymentExpress can support bill presentment and overpayments/partial payments.

Bill Presentment

PaymentExpress can support bill presentment using a file of amounts owed where a customer enters identifying information to locate their bill. PaymentExpress has provided many customized sites, including both

'redirect' sites where the government entity hosts customer account lookup, or using a client-supplied account detail file, where PaymentExpress hosts customer account lookup.

It is not necessary for a payer/consumer to register with PaymentExpress prior to initiating an online payment. Any customer can choose "Pay as Guest" to search for an account, and "Pay Now" on their shopping cart once one or multiple accounts have been selected to submit a payment for multiple items without establishing a user account.

Figure 35 - Find Your Account/Login Options



Figure 36 - "Pay Now" Option on Specific Account



We can also provide detailed help images highlighting where a payer can find the required information on their bill.

Figure 37 - Sample Bill Lookup with Help Image volusia county government #IPaymentExpress Volusia County water resources and utilities 1 2 3 4 Shopping Cuit & Payment Find Your Bill Account # House # Locating your Account # and House # Fill in the search boxes above using the information from your bill, highlighted in yellow in the picture below. AMOUNT PAID Account Number: 00112200-00 02/04/11 Due Date: Volusia County 150.00 Past Due Amount* PLEASE SUBMIT PAYMENTS TO: VOLUSIA COUNTY WATER BILLING P.O. Box 30265 Tampa, FL 33630-3265 123 Main Street To ensure proper credit, please include this coupon with your payment. shine, FL 32154-6789 001122334455667788990

Overpayments/Partial Payments

PaymentExpress can be configured to accept payments for any amount - allowing for overpayments or partial payments. The system can be configured to either limit payments to a pre-determined amount, or to establish

payments. The system can be configured to either limit payments to a pre-determined amount, or to establish an upper/lower limit to user-entered payment amounts.

B-51. Does the solution allow payers to choose the date their transaction will settle? If so, how far out can a payment be scheduled?

- B-51. ANSWER: As clarified during oral presentations, PaymentExpress does not currently support supports future-dated payments.
- **B-52**. Does your solution allow scheduling recurring payments? If so, explain.
- **B-52. ANSWER:** Yes. PaymentExpress supports both e-check recurring payments and credit/debit card recurring transactions. Both solutions are proprietary to PaymentExpress and enable future dated scheduled payments to be debited from a payer's account.

Please note that Visa prohibits convenience fees being assessed on recurring transactions.

By registering for an account, payers can also schedule future payments.

Figure 38 - Scheduling Future Recurring Payments Payment Make monthly . Yes O No. Credit Card payments? AOIC Autonotic payme Selecting "Nea" will acheduse additional automatic monthly payments, an of the second of amount that you enter above. The payments will be found until the full believe is pool of the second of the payments will be found until the full believe is pool of the second of the payments are found to be for the found to be f motatic payments are converted All Fields Required Make monthly Yes No E 323456764 E 167654323016 payments? NOTE: Automatic payments have already been set up for this bill. Selecting "Yes" will schedule additional automatic monthly payments, which will SAMPLE CHECK ONLY - Your check I use the payment amount that you enter above. The payments will continue until the bill balance is paid off, or the automatic payments are cancelled. Account Holder Name Bank Name Phone # Phone Account Type # Checking Email Address Email Address () Savinos Confirm Account #

B-53. On implementations utilizing a hosted payment page, describe whether the payer can be returned to the same session on the entity's web site after authorization and acceptance of payment (via frames or other method).

B-53. ANSWER:

The PaymentExpress online payment processing portal includes hosted websites, redirect sites, and iframe solutions. We can return payers to the same session on a specific entity's website after they successfully complete a payment.

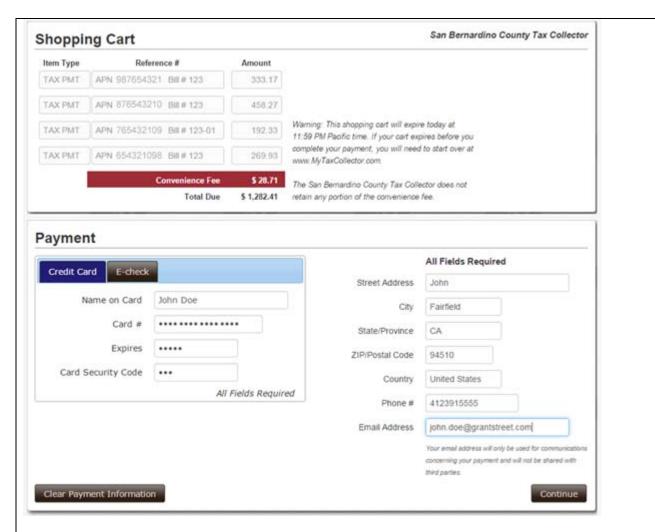
B-54. Describe licensed or hosted secure shopping cart solutions you offer, integration to entity-hosted or cloud-based web sites and payment pages, and interfaces to back office accounting systems.

B-54. ANSWER: PaymentExpress supports a "shopping cart" environment where customers can add many item types to their transaction.

It is not necessary for a payer to register with PaymentExpress prior to initiating an online payment. Any customer can choose "Pay Now" on their shopping cart to submit a payment for multiple items without establishing a user account.

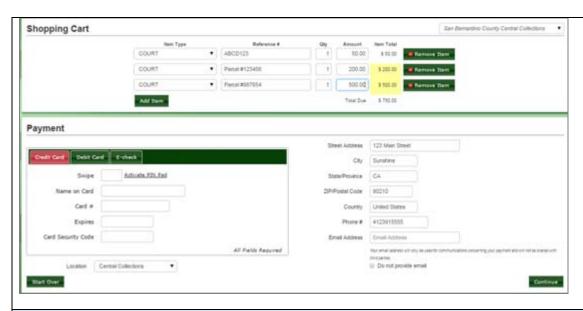
Alternatively, customers can register and create a user account, search for multiple payment accounts, and add them to their user account to eliminate the need to re-enter information at a later time.

Figure 39 - Selected Bills in the Shopping Cart



In the example below, our client's staff members have added a variety of tax and/or fees within a shopping cart environment, eliminating the need to re-enter customer information.

Figure 40 - Multiple Payment Items in Internal Client Shopping Cart



B-55. Describe the capability to support percentage based fund allocations (code-driven) via file interfaces to business applications or MMARS. For example, some entities require that a specific payment be split into multiple fund accounts downstream in the business application and/or MMARS (e.g., 60% of a professional license payment would be allocated to the general fund and 40% allocated to a retained revenue account).

B-55. ANSWER:

PaymentExpress could support percentage based fund allocations using the hybrid columns functionality in PaymentExpress reports. This feature allow for arbitrary mathematical combinations of other columns, which would support splitting an amount across separate accounts When combined with additional report filters (e.g. "Item Description" contains "renewal" and Agency = "Department of Motor Vehicles"), PaymentExpress could generate a CSV export which would contain the appropriate allocation amount for an entity.

REMITTANCE, RECONCILIATION, AND SETTLEMENT OPERATIONS.

B-56. Describe how your solution supports the Commonwealth entities' daily reconciliation process.

B-56. ANSWER:

PaymentExpress provides current payee information and transaction records to our clients on a regular basis to facilitate reconciliation.

The PaymentExpress web portal includes a secure real-time reporting module that Commonwealth staff can use to verify processed payments. Reports also include real-time information on payment declines.

PaymentExpress provides daily settlement to the Commonwealth's bank account with a batch cutoff time designated by the Commonwealth (normally midnight Commonwealth time). PaymentExpress batches and transmits daily e-check files in standard NACHA formats to the originating bank. This file can be securely transmitted via Secure FTP (SFTP or FTP-SSL), or via other methods.

B-57. Each Commonwealth entity requires daily reports representing the day's batch totals. Describe your ability to support this requirement.

B-57. ANSWER:

PaymentExpress can support this requirement. Our integrated solutions contain a high level of detailed payment information including settlement, dispute, refund, and deposit information; all of which can be

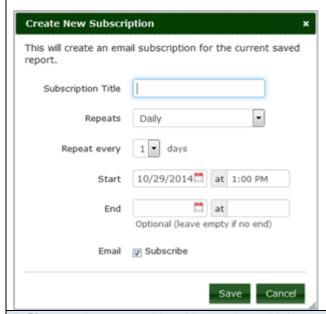
accessed on an agency and sub-entity level.

The PaymentExpress web portal includes a secure real-time reporting module that Commonwealth staff can use to verify the day's batch totals. PaymentExpress provides a built in custom reporting feature that offers query and reporting functionality to users. Users may select a report type from a menu, and then optionally customize the report by selecting from a list of available columns. Report columns may be added, removed, and re-ordered. Hybrid columns allow for arbitrary mathematical combinations of other columns. Users can specify search criteria, including date ranges and wildcards for any field, and reports can be summarized with subtotals and a grand total.

Any report may be named and saved for personal reuse, or "published" to share the report with other users. Report results may be downloaded as CSV (text), Excel or PDF. Saved reports, report views, confidential records and confidential fields can all be restricted to particular user roles for security purposes.

Report email subscriptions can also be created by Commonwealth users that can be generated at any specified interval (hours, days, months) which will send user defined reports. For example, an emailed report can be sent at an agency defined interval, showing each day's batched payments.

Figure 41 - Creating a New Report Subscription

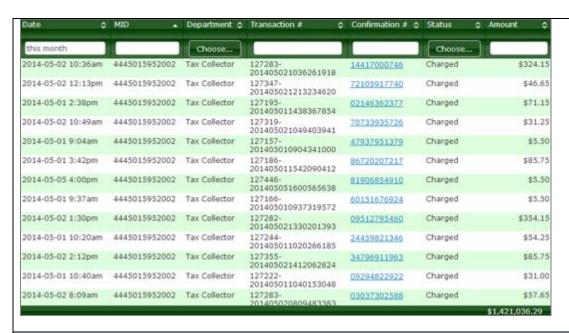


B-58. Some Commonwealth entities require multiple merchant account activity to be rolled up into one chain to receive a single remittance file. For example, the Department of Revenue utilizes multiple payment pages for tax revenue but wishes the remit file to be combined into a single file. Describe your ability to support this requirement.

B-58. ANSWER:

PaymentExpress will provide as many unique merchant ID (MID) numbers as needed by the Commonwealth. We have provided many different unique MIDs based on our client's needs, for example: a unique MID for each processing location, tied to a "parent" number for reporting purposes, a unique MID for each department, or a unique MID for each product type. All MIDs are included in the online reporting system. The Commonwealth can search merchant ID numbers using a full number or a wildcard, sort merchant ID numbers, and can "roll up" specific groups for reporting.

Figure 42 - Report Sorted by Merchant ID



B-59. What format(s) are available for the remittance file? Can each entity choose the format they would like to receive their file in? At a minimum, MMARS requires XML. Describe.

B-59. ANSWER:

Remittance (payment) data is available in PaymentExpress in real time. Remittance data can be sent to Commonwealth via email or SFTP on a frequency determined by the Commonwealth. PaymentExpress provides a number of integration options. Grant Street uses a Service-Oriented Architecture (SOA) to provide documented application programming interfaces (APIs) for receiving payment information or account lookup. Standards-based Extensible Markup Language (XML) and JavaScript Object Notation (JSON) versions are available.

B-60. Each business day, the Office of the Comptroller requires a single remit file to be sent to MMARS summarizing the day's payment activity for entities requiring automatic generation of accounting transactions. Not all entities are included in this file. Describe your ability to support this requirement.

B-60. ANSWER:

PaymentExpress can provide a single remittance file to the MMARS system summarizing daily payment activities for specified entities that require automatic generation of accounting information. Grant Street has produced several accounting interfaces in the past and is familiar with a number of general ledger systems.

B-61. The Office of the Comptroller requires a single report summarizing the day's payment activity for entities requiring automatic generation of accounting transactions for control purposes. Describe your ability to support this requirement.

B-61. ANSWER:

PaymentExpress can provide the Comptroller with a single report summarizing each day's payment activities. Report results may be downloaded as CSV (text), Excel or PDF. Users can set up notification schedules or subscriptions to have selected reports periodically emailed to individual users or delivered to FTP sites.

Report email subscriptions can also be created by Commonwealth users that can be generated at any specified interval (hours, days, months) which will send user defined reports. For example, an emailed report can be sent at an agency defined interval, showing all payments.

As part of the implementation process, Grant Street Group will assist the Commonwealth in setting up

regularly-run standard reports and will provide appropriate training for creating and executing reports at all levels within the organization.

PaymentExpress reports are generated by the system as requested in real time – no need to wait for batch jobs to run before receiving accurate report data.

B-62. In the event the settlement file does not equal the remittance file and/or the settlement amount in the Commonwealth's bank account(s), what role will the Bidder play in reconciling discrepancies, what is the responsibility of the Commonwealth entities and what tools will be made available?

B-62. ANSWER:

Grant Street Group provides full service to resolve any settlement issues. In the rare instance of a settlement issue, it is probable PaymentExpress has informed the client of the issue before they are aware of it. PaymentExpress staff will take whatever action necessary to resolve the settlement issue.

PaymentExpress has an advanced settlement error checking process. Each day our processor delivers the daily batch detail file (which contains all transactions in the settlement) and PaymentExpress automatically reconciles it against PaymentExpress' transaction records. If a settlement error occurs, an automated email is sent to our operations staff alerting them of the error. The error will be resolved as a priority and a resolution ticket will be raised to address any deficiency in the settlement process. The Commonwealth will be notified of issues and provided with the correction detail and its effective date.

PaymentExpress utilizes extensive error checking methodologies, to facilitate reconciliation including monitoring the success of individual payments and rolling back the transaction if a communication error occurs and generating an automated daily reconciliation which compares processor settlement records to PaymentExpress settlement records.

We have invested heavily in reconciliation and error detection systems. PaymentExpress will notify Commonwealth staff of any potential software or processing issue, enabling early detection and resolution of issues

We use several standards to reduce the amount of time required for reconciliation, including:

- Using client specified unique transaction identifiers
- Supporting the recording of Accounting Codes in the payment system reporting
- Providing flexible payment system reports which allow transaction searching on any field
- Not mixing multiple day's cashiering in one bank deposit
- Clearly labeling bank deposits with descriptions that are easy to understand
 - o e.g. a Parks and Recreation deposit can be labeled "Parks & Rec"
- Creating separate bank debits for all refunds and chargebacks, which are clearly labeled on the bank statement
- Prohibiting bank account debits without a payment system action performed by the Commonwealth

Our detailed reporting enables each bank deposit to be broken down into individual credit card transactions. The card transaction data for any individual card payment can be easily found using our reporting fields, such as a unique identifier, Card Type, Paid By, Payer Address, Amount, and Card Number (last 4 digits). In addition to this, each card transaction has the date the Commonwealth can expect funds to be deposited into their designated receiving bank.

Our software is able to aggregate credit card funds into component parts (including locations/departments, transaction type, card type, and posting date depending on requirements) when depositing the funds to the appropriate bank account, and each deposit is labeled with a customized description on the Commonwealth's bank statement.

B-63. Describe the availability of funds for payments processed through your solution for each payment type (ex. credit

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card, ACH, etc.).

B-63. ANSWER:

PaymentExpress will settle funds with the Commonwealth within 24 hours for e-check and credit/debit card transactions.

B-64. Describe the process for credit card chargebacks, refunds, and ACH returns, and any associated notifications.

B-64. ANSWER:

Chargebacks

Grant Street provides full service to resolve any chargeback issues, including contacting the customer by telephone and email to explain the charge. Our chargeback handling methodologies are responsible for an impressively low chargeback rate of 0.002%.

PaymentExpress provides three methods for handling chargebacks, and can support whichever method the Commonwealth prefers:

- 1. Chargebacks are only debited from the Commonwealth's bank account as a single debit (separate from other deposits) once the Commonwealth invalidates the payment in PaymentExpress.
- 2. The chargeback is debited directly from the Commonwealth's bank account when it occurs.
- 3. The Commonwealth is invoiced for the chargeback.

PaymentExpress prefers method 1 as it reduces administrative overhead and paper documents, while still giving the Commonwealth complete control over debits to its bank account.

Generally PaymentExpress customers choose method 1 as it provides the highest degree of control over debits to their bank accounts.

Refunds

Credit card reversals will be controlled by the Commonwealth, and any credit card reversal initiated by the Commonwealth will result in a full refund of the convenience fee.

ACH Returns

PaymentExpress can offer the Commonwealth the ability to approve all returns, chargebacks, and reversals before they are processed. Commonwealth staff (with the appropriate role-based permissions) can refund any amount of a payment at any time for credit card payments.

We are proposing that the NACHA file is processed by the Commonwealth's bank services provider, and under this proposal e-check returns would be debited by the Commonwealth's bank services provider and the Commonwealth would give the bank services provider approval to process e-check returns.

We are able to setup the system so that the Commonwealth is only debited after the chargeback has been definitively lost (rather than debited for first chargeback which can then be reversed).

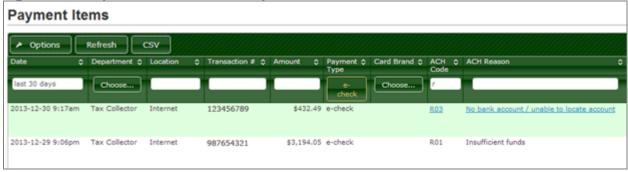
PaymentExpress provides a daily electronic report, available online, of all returned e-checks, chargebacks, and credit card reversals. Within 24 hours of returned e-checks and chargebacks, the Commonwealth will be notified. Credit card reversals will be controlled by the Commonwealth. PaymentExpress has permission controls to restrict refund initiation to authorized Commonwealth personnel.

With our flexible reporting the report can be sent by email or FTP in the format specified by the Commonwealth.

Our reporting is real-time; therefore the Commonwealth will be able to see returned electronic checks, chargebacks, and credit card reversals as they occur or as the information becomes available.

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Figure 43 - Sample Returned E-Check Report



B-65. Describe the process for ensuring processing accuracy and explain how problems are identified and corrected. Is assistance with problem resolution part of customer service or a separate designated contact protocol?

B-65. ANSWER:

Ensuring Payment Accuracy

PaymentExpress utilizes extensive error checking methodologies, including:

- 1. Customer email notifications for any potential system outage and individual payment issues
 - Monitoring the success of individual payments and rolling back the transaction if a communication error occurs
 - An automated daily reconciliation comparing processor settlement records to PaymentExpress settlement records
 - 4. Continuous system performance monitoring with customer specific alert parameters
 - 5. Monitoring payment issues payers are having on the public site
 - 6. Comprehensive hardware (database servers, load balancers, web servers, application servers, etc.) monitoring to ensure consistent system performance.
 - 7. A customer support center that will alert operations of any customer call that could indicate a system issue.

PaymentExpress has an effective feedback loop. Issues are addressed individually as they occur, and system changes are implemented to prevent similar issues from occurring again.

We have invested heavily in reconciliation and error detection systems. PaymentExpress will notify Commonwealth staff of any potential software or processing issue, enabling early detection and resolution of issues.

If a potential system issue is identified, an email alert is sent to our customers. This alert details the issues and the expected time until issue resolution. The Commonwealth would be asked to provide the staff email addresses to be added to this alert list at the time of PaymentExpress implementation.

B-66. The Commonwealth of Massachusetts fiscal year is July 1 to June 30. Describe the process to ensure that funds settled prior to midnight on June 30 of each year are separated from funds received after that time, in order to facilitate appropriate revenue recognition.

B-66. ANSWER:

PaymentExpress supports bank deposits being split out by the following parameters:

- Cashiering Date
- Card Brand
- Payment Item (DMV, Hunting and Fishing, Tourist Tax, Real Estate Tax, etc.)

Location (physical location or payment channel, e.g. in person and web)

Splitting deposited funds by cashiering date should ensure funds settled prior to midnight on June 30 of each year are separated from funds settled after that date.

PaymentExpress supports several reconciliation standards that allow clients to complete their reconciliation process quickly:

- Using client specified unique transaction identifiers
- Supporting the recording of accounting codes in the payment system reporting
- Flexible payment system reports which allow clients to search transactions on any field
- Separating each day's cashiering into individual bank deposits
- Clearly labeling bank deposits with descriptions that are easy to understand (e.g. the Main Office deposit can be labeled "Main Of" on the bank statement)
- Separate bank debits for all refunds and chargebacks, clearly labeled on the bank statement
- No bank account debits without a payment system action (e.g. chargeback) performed by the Commonwealth

B-67. Describe the various merchant reporting programs available to the Commonwealth (i.e., online portal for reporting, statements, daily reports via email, etc.). Is the data from the online portal available for download? If so, in what formats?

B-67. ANSWER:

The PaymentExpress web portal includes a real-time reporting module that Commonwealth staff can use to verify processed payments. Reports also include real-time information on payment declines.

PaymentExpress provides a built in custom reporting feature that offers query and reporting functionality to users. Users may select a report type from a menu, and then optionally customize the report by selecting from a list of available columns. Report columns may be added, removed, and re-ordered. Hybrid columns allow for arbitrary mathematical combinations of other columns. Users can specify search criteria, including date ranges and wildcards for any field, and reports can be summarized with subtotals and a grand total.

Report results may be downloaded as CSV (text), Excel or PDF. Saved reports, report views, confidential records and confidential fields can all be restricted to particular user roles for security purposes. Users can set up notification schedules or subscriptions to have selected reports periodically emailed to individual users or delivered to FTP sites.

For a detailed list of sample reports please see GrantStreetGroup SampleReports.doc

B-68. Describe the process by which you will invoice Commonwealth entities web hosting, ACH, IVR, and other fees. Netting of Bidder fees is not authorized. The Commonwealth does not establish escrow accounts to be directly netted.

B-68. ANSWER:

The convenience fee solution is at zero cost to the Commonwealth; invoices are not required. If the Commonwealth wishes to absorb the fees (à la carte and all-inclusive) associated with the transactions (i.e. transactions are not convenience fee funded) the Commonwealth will be invoiced for all fees on a monthly basis. PaymentExpress can provide invoices for any absorbed cost transaction fees either via email attachment or a hard copy via mail. Electronic transmission is preferred.

PaymentExpress offers transparent pricing with no hidden fees. In addition to all services setup at no cost to the Commonwealth for our convenience fee solution (no implementation fees, including the bilingual IVR), there are also no monthly or invoiced costs to the Commonwealth, including no cost to the Commonwealth for the following: reporting or software fees, chargeback fees, and returned e-check fees.

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B-69. Are there any low dollar thresholds that would prohibit daily settlement?

B-69. ANSWER:

No, PaymentExpress does not include any low dollar thresholds that would prohibit daily settlement.

B-70. The Commonwealth expects next day settlement for credit card and ACH. Chargebacks will be netted from settlement funds. Confirm that you can provide this service level.

B-70. ANSWER:

Yes. PaymentExpress will settle credit card and ACH transactions next day. Chargebacks will be netted from settlement funds.

- **B-71**. Confirm that you can support daily batch close by 3:30 PM EST including all output requirements (i.e., reports and files) specified in this RFR.
- **B-71. ANSWER:** Confirmed. PaymentExpress provides daily settlement to the Commonwealth's specified bank account with a batch cutoff time designated by the Commonwealth (normally midnight client's time). PaymentExpress batches and transmits daily e-check files in standard NACHA formats to the originating bank.
- **B-72.** Confirm that the Bidder is familiar with Visa's Government Higher Education Program requirements and has successfully implemented this program for clients.
- **B-72. ANSWER:** Yes, Grant Street Group is familiar with Visa's Government Higher Education Program requirements. We have successfully implemented this program for all of our PaymentExpress clients.

INFRASTRUCTURE AND TECHNOLOGY PLATFORM.

B-73. To ensure compliance with the Payment Card Industry Data Security Standards (PCI DSS), most Commonwealth entities prefer not to store, process or transmit cardholder credit card information on their systems or networks. However, a few Commonwealth entities do so. Describe how your solution would comply with this requirement in the near term, and transition those entities hosting their own payment pages to a hosted environment if feasible.

B-73. ANSWER:

PaymentExpress does not store any cardholder personal information within the Commonwealth's servers or network. All confidential data, including card number, cardholder name, and expiration date will be entered on the PaymentExpress site and handled in a PCI DSS compliant manner, and will not be recorded on the Commonwealth's website or systems.

PaymentExpress uses 256-bit encrypted Transport Layer Security (TLS) connections. Any transmission of data must be through an encrypted channel, with either the channel itself being encrypted, the data within the channel being encrypted, or both.

Payment information is further restricted to only being stored temporarily (for only as long as is required to complete the payment authorization process) and stored only in encrypted form using AES 256-bit encryption.

B-74. Detail the minimum system requirements for customers to use the solution. Include minimum browser requirements as well as any special settings that need to be enabled or patches that need to be installed.

B-74. ANSWER:

PaymentExpress supports modern web browsers including Google Chrome, Opera, Internet Explorer, Safari, and Firefox on desktop and mobile devices.

B-75. List any additional hardware or software required to run your proposed solution(s) (ex. Web or application servers,

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software licenses, hardware, adapters, etc.). All costs are to be provided in the cost proposal.

B-75. ANSWER:

PaymentExpress is provided using the Software as a Service (SaaS) model and does not require any installed software (other than a modern web browser) or hardware for the end payer. PIN debit devices for point of sale transactions are optional; these require JAVA 8+, and that the cashiers run Firefox or Internet Explorer on their computers. All costs are listed in the cost proposal. The convenience fee pricing is a zero cost solution to the Commonwealth.

B-76. Do you have a separate test environment for projects in development? Multiple test environments? Is the test environment available to the entity for a period of time after the payment solution has gone live? If so, for how long? Please describe.

B-76. ANSWER: Yes.

Grant Street completes rigorous regression testing of the application before any update is implemented. PaymentExpress includes these operating environments:

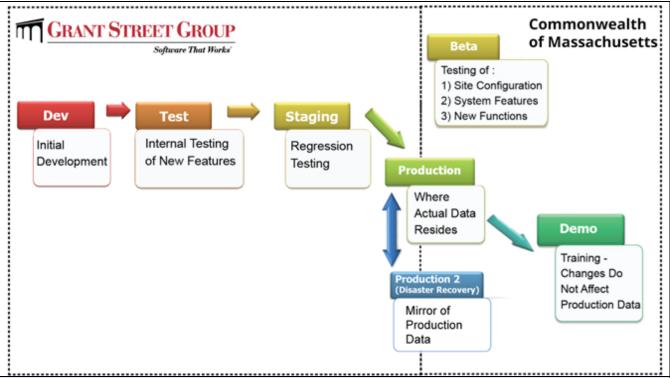
- **Production 1:** used for live operations
- **Production 2 / Disaster Recovery:** sometimes used for live operations and also available for Disaster Recovery in the event of a catastrophic failure of the Production environment
- **Demo:** used for testing or training operations on code that is identical to Production (client accessible)
- **Beta:** used for testing new software changes before they are deployed to Production and for testing payment APIs (client accessible)
- Staging: Grant Street will use for internal regression testing prior to promotion to Production
- Test: Grant Street will use for internal testing
- **Development:** Grant Street will use for active software development

Commonwealth staff will have access to Production, Demo, and Beta environments at all times (i.e., for the life of the contract) for its internal and public sites. The Demo environment is designed to be used primarily for training purposes. The Beta environment is designed to allow users to verify that new functionality conforms to their requirements.

Figure 44 - PaymentExpress Environments

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B-77. Describe availability for live customer service and test support EST.

B-77. ANSWER:

Commonwealth/Client Support

Once PaymentExpress is implemented, Grant Street will provide the Commonwealth with a relationship manager who will be responsible for all non-routine support questions, issues, and requests. Routine Commonwealth support will be provided through Grant Street's bilingual customer support center. Commonwealth staff can contact customer support via phone and email, and will receive a prompt response. Regular technical support is provided during the same hours as customer support (from 8:00 A.M. to 8:00 P.M. Eastern Standard Time, Monday through Friday, excluding nationally recognized holidays). Emergency technical support is provided 24 hours a day, 365 days a year.

Payer/Customer Support

Grant Street Group provides live bilingual customer support (English and Spanish) via a toll-free help line. The Grant Street customer service center can also be reached via email. Our Contact Center operates from 8:00 A.M. to 8:00 P.M. Eastern Standard Time, Monday through Friday, excluding nationally recognized holidays. Calls to the toll free number seeking assistance outside of those hours are directed to leave a voicemail message, which receive a prompt response the following business day.

B-78. Describe the payment solution's software upgrade model.

B-78. ANSWER:

Continuous, Seamless Software Upgrades

PaymentExpress is delivered as a Software as a Service (SaaS) solution. This means that the software required to process payments for the Commonwealth will be hosted on servers owned and managed by Grant Street Group and it will be delivered as a service to the Commonwealth across the internet. Under this model, Grant Street Group develops, maintains and then continuously enhances the software, owns and operates the hosting infrastructure, and maintains the online reporting tool.

Offering PaymentExpress as a hosted, turnkey solution permits the continual upgrade of the PaymentExpress software and underlying hardware that enables us to keep up with current technological advances, without requiring additional hardware investment or the ongoing maintenance and installation of software patches by the Commonwealth.

We target a release schedule of every 4-6 weeks with no disruption to payment services for the releases. Before the promotion of any new functionality, we send a "PaymentExpress Release Notice" to our customers, outlining the software enhancements.

Any required system maintenance/downtime would be performed quarterly and arranged with the Commonwealth in advance. It would be scheduled to occur after Midnight and before 5:00 A.M. on weekdays, excluding nationally recognized holidays, or after Midnight and before 8:00 A.M. on weekends.

B-79. Does your organization have sole responsibility for setting product strategy and developing the proposed solution? If no, please list all outside Service Providers supporting your solution, including hardware/software providers, web hosting Service Providers, etc. For each outside Service Provider, describe the nature of your relationship and your organizations ability to influence the timely delivery of service requests or product enhancements requested by the Commonwealth.

B-79. ANSWER:

Yes, Grant Street Group has sole responsibility for setting the PaymentExpress product strategy and for all application software development work.

ADDITIONAL ELECTRONIC PAYMENTS SOLUTIONS

B-80. Please describe any emerging payment solution functionality supported (i.e., wireless, tablet, mobile, NFC, B2B, e-wallets) and describe how the Commonwealth of Massachusetts could consider leveraging the solution(s) to support its business and better serve state government constituents. If you have successfully implemented these solutions in the government market, please describe.

B-80. ANSWER:

If selected, Grant Street will be a technology partner for the Commonwealth. Our PaymentExpress service has a proven track record of providing cutting edge software solutions that improve and streamline government operations. We are constantly releasing innovative payment solutions such as kiosks, mobile apps, hardware and software integration, and we will continue to offer new services and functionality.

Exploring New Services and Industry Trends

Grant Street is in regular contact with payment providers, such as American Express, MasterCard, and PayPal to make discuss the latest industry changes and innovation.

Grant Street is constantly incorporating new technologies, such as Apple Pay, EMV, and Point-to-Point-Encryption to existing clients, at no charge to the client. With Grant Street, your payment technology will always remain cutting-edge, and keep pace with industry trends.

Grant Street staff members regularly attend the industry's leading payment conferences and education forums to monitor industry innovation. Grant Street also subscribes to many of the industry's leading publications, which also contain information on the latest technology and payment innovation.

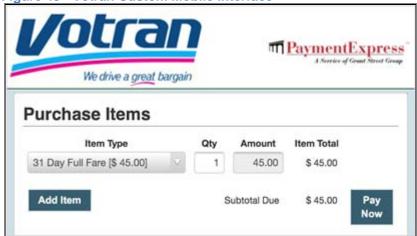
Here are some of our latest advances made to keep pace with new technologies.

Mobile/Wireless Solutions

PaymentExpress can provide custom mobile applications and interfaces to our clients. These applications are provided at no cost to the customer.

PaymentExpress recently created a website for Volusia's Public Transportation system (Votran), creating a mobile friendly interface to allow for web payments of public transportation passes and tokens.

Figure 45 - Votran Custom Mobile Interface



PaymentExpress has also developed a mobile application which can allow our clients to capture card and e-check transaction data using the camera built into their mobile device.

Figure 46 - Mobile Phone Transaction Card Scan and Capture

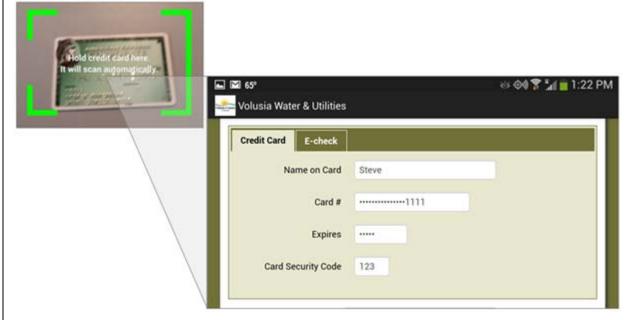
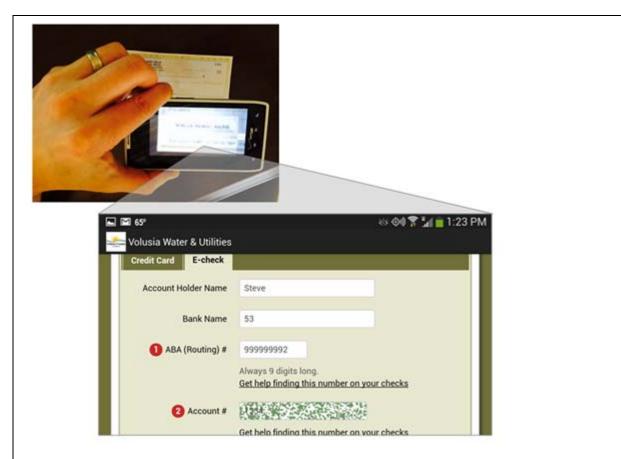


Figure 47 - Mobile Application e-check Payment



Mobile-Friendly Websites

All PaymentExpress sites are mobile friendly for easy viewing on common smartphone and tablet devices.

Figure 48 - Mobile Payment Interface



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Tablet-Based Kiosks

PaymentExpress is able to support and supply tablet based self-service kiosk solutions.

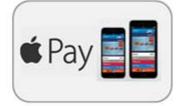


EMV/NFC

The PIN debit units provided with PaymentExpress are also EMV (Chip or Smart Card enabled) Contactless enabled (NFC), and support Apple Pay.







B-81. Please describe any unattended payments solutions (e.g., kiosk, parking, admissions) provided by the Bidder.

B-81. ANSWER: Grant Street will make PaymentExpress compatible with interactive kiosks at various Commonwealth locations, should the Commonwealth choose to implement self-service kiosks in the future. We have connections with several kiosk hardware providers, and our in-house developers can modify the PaymentExpress software (e.g., develop a custom API) as needed to support an interactive kiosk.

B-82. Please describe any additional, new, or emerging security practices and data encryption capabilities that distinguish your solution(s) from your competition.

B-82. ANSWER:

Separate Cardholder Data Environment

PaymentExpress passes, and in many cases substantially exceeds, the security standards of the PCI Level 1 and SSAE 16 audits. In 2010, in order to meet and exceed requirements set by the PCI Data Security Standard, Grant Street built out a new, completely isolated environment to serve as the Cardholder Data Environment (CDE). It provides complete isolation of networks, servers, and software used to handle cardholder data. Only a select group of individuals have access to the CDE. To connect, they open a VPN connection and two factor authentication. PaymentExpress only stores cardholder data long enough for the transaction to be authorized, then deletes it. The PaymentExpress CDE application software issues security tokens to web pages and other services that interact with it, and maintains a whitelist of IP addresses permitted to talk to its API.

Point-to-Point/End-to-End Encryption

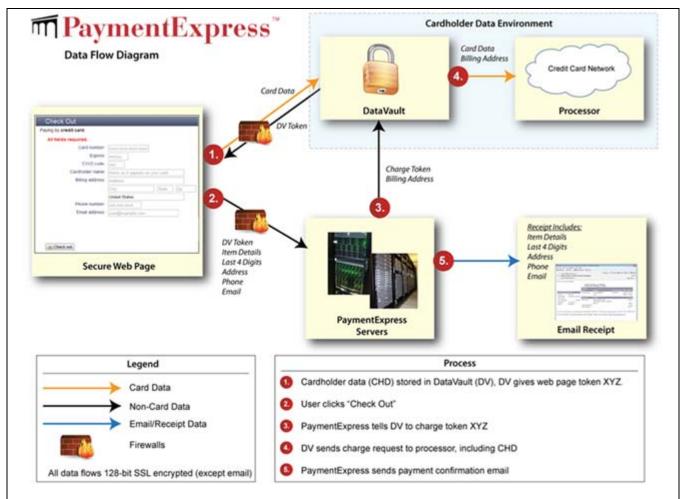
A string of recent merchant card data breaches (Target, Home Depot, Neiman Marcus, to name a few) have highlighted the risk of malware and data skimming for in-person card transactions. Grant Street's Point-to-Point encryption is the best defense against this threat, as all card data is encrypted at the point of swipe, and only decrypted once the card data is received by the processor.

https://www.pcisecuritystandards.org/documents/P2PE v1 1 FAQs Aug2012.pdf

Figure 49 - PaymentExpress Data Flow Diagram

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B-83. Robust Reporting Requirements, Results and Analysis. Bidders must demonstrate the capability to provide detailed reporting of all services under the Contract, including all mediums, reporting options, formats, available to customers.

Bidders must provide samples of reports as Response Attachments.

B-83. ANSWER:

Powerful and Flexible Reporting On Demand

PaymentExpress provides an extremely flexible, powerful interface for generating customized reports across all areas of the system. Commonwealth users will be able to build any needed report, choosing their own customized selection criteria and presentation options. These reports can be used for a wide range of purposes, from low-level data extraction to high-level statistical reports to workflow management. As part of the implementation process, Grant Street Group will assist the Commonwealth in setting up regularly-run standard reports and will provide appropriate training for creating and executing reports at all levels within the organization.

A key advantage of this robust, flexible, user-driven tool is that in addition to the standard reports that are built and run every day, week, or month, the same tool can be used to generate ad-hoc reports for unique needs as they arise. Additionally, the library of standard reports is dynamic, adapting to changes in the business process

as needed, and even, in many cases, facilitating these changes, making the Commonwealth's business processes smoother and more efficient.

PaymentExpress reports are generated by the system as requested in real time – no need to wait for batch jobs to run before receiving accurate report data.

Report Samples

Report samples are included in Attachment GrantStreetGroup_SampleReports.doc.

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TRANSITION.

B-84. Provide a detailed description of your discovery procedures and project planning associated with transition (e.g., any changes entities must make to their existing websites or business solutions, estimates for entity resource requirements, testing). Include any transition costs in the cost proposal section.

B-84. ANSWER:

Project Management and Planning

Grant Street Group will implement PaymentExpress using a highly experienced implementation team, and will provide the Commonwealth with a number of detailed plans to facilitate implementation. The implementation team will implement all services required by the Commonwealth for credit card, debit card, and e-check payments for all required payment channels including; over the counter, via web, and via IVR.

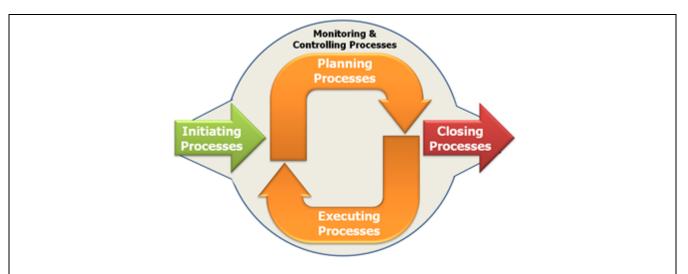
Detailed project plans will be created for the Commonwealth by the Grant Street project manager during the implementation. The plans below will be tailored to meet the needs of the Commonwealth:

- Project Plan
- Internal Configuration Testing Plan
- POS Cashiering Test Plan
- Public Site Test Plan
- Test Plan
- Training Plan
- Go-Live Plan
- Support Plan

Grant Street gathers specifications through a number of methods including on-site visits, and then creates a custom project plan.

Grant Street's project management model conforms to the Project Management Institute's Project Management Body of Knowledge (PMBOK, fourth edition). The model is used to manage the initiation, planning, execution, control, and closing of the definition and development of project deliverables.

- 1. **Initiating** involves facilitating authorization to start a new project or a new project phase.
- 2. **Planning** includes the definition and refinement of objectives of a project phase into a set of deliverables from which a detailed work breakdown structure and schedule can be developed.
- 3. **Execution** involves coordination of people and other resources to carry out the plan.
- 4. **Closing** includes formal acceptance of deliverables of a project phase.
- 5. **Monitoring** and controlling ensures that project phase objectives are being met by measuring progress regularly to identify variances from the plan and initiating corrective actions, as necessary.



Projects are tracked and monitored using project management tools and templates to facilitate resource and task management, task dependency tracking, and project documentation storage and retrieval requirements. Grant Street's lead Project Manager is responsible for maintaining and monitoring the project plan throughout the life of the project and for bringing to the attention of the advisory group and other stakeholders any issues that may arise. Internal meetings with the Grant Street project team are conducted with varying levels of frequency throughout the project, but are held at least weekly. Grant Street Group project managers ensure all activities are completed in sequence and on time, and any slippage will be brought promptly to the attention of all stakeholders.

Implementation Training

Grant Street Group develops a custom training plan for each client to best address unique business processes that each of our clients employ. All training required prior to initial implementation of PaymentExpress can be delivered on site using Commonwealth provided facilities.

As part of the conversion process, Grant Street provides training to all Commonwealth agencies for both technical and functional aspects of PaymentExpress. Grant Street will assist the Commonwealth in setting up regularly-run standard reports and will provide appropriate training for creating and executing reports at all levels within the organization.

Grant Street Group will provide on-site training during implementation, including business process flow for all e-payment activities, as well as reporting and processing of payments, chargebacks and reversals. The training will be at no cost to the Commonwealth and will be arranged at mutually agreeable times.

Post Implementation and Ongoing Training

After implementation, Grant Street Group can provide continuation training via telephone or internet as requested by the Commonwealth. Grant Street routinely provides continuation training to our clients via econferencing services such as GoToMeeting.

Grant Street will provide a PaymentExpress training manual for the Commonwealth, which will include at a minimum a business process flow chart, reporting and query instructions, a glossary of terms, and frequently asked questions.

B-85. Describe how the Bidder will facilitate smooth transition of required service levels for all Commonwealth entities currently participating in the current Statewide contract (existing business) with minimal service interruption or impact.

B-85. ANSWER:

For each PaymentExpress implementation, Grant Street gathers specifications through a number of methods including on-site visits, and then creates a custom project plan.

The plans below will be tailored to meet the specific needs of each Commonwealth agency:

- Project Plan
- Internal Configuration Testing Plan
- Point of Sale (POS) Cashiering Test Plan
- Public Site Test Plan
- Training Plan
- Go-Live Plan
- Support Plan

Grant Street will provide on-site training and support during implementation, including business process flow for all e-payment activities, reporting and processing of payments, chargebacks and reversals. The training will be at no cost to the Commonwealth and will be arranged at mutually agreeable times.

B-86. Describe how the Bidder will establish connectivity to the existing State entities' web sites or business applications and develop a working interface to MMARS. In your description, please include the time and resources required for the transition from the current electronic payment service provider to your firm's solution.

B-86. ANSWER:

All transaction data is available for selected Commonwealth users to review and download using the PaymentExpress web application. Report results may be downloaded as CSV (text) or Excel.

This transactions data can also be FTP'd to a Commonwealth server for import into MMARS. Grant Street can also develop custom interfaces with MMARS. Grant Street has over 17 years of experience in financial integration.

B-87. Provide a sample cutover implementation schedule of a typical installation to your solution. This must outline the estimated timeline and resources required during implementation identifying the expectations of the Commonwealth entity and the roles of the Bidder.

B-87. ANSWER:

Grant Street's project management plans are proprietary, confidential information. Grant Street can provide this upon request, pursuant to any arrangement that will protect them from public disclosure.

We have extensive experience transitioning clients to PaymentExpress on short timelines. PaymentExpress' only clients are larger government entities, so there is no such thing as a standard implementation. Each implementation is unique and depends upon the number of Commonwealth agency vendors we have to work with, the project scope, functionality required, and the agency's desired timeline.

Each PaymentExpress implementation will have a detailed project specification and scope document created. Having reviewed the requirements of this RFR we are able to determine that the required functionality has been delivered by our experienced project managers for previous PaymentExpress implementations on this scale. An implementation team is assigned to oversee all aspects of the conversion.

B-88. Confirm your willingness to collaborate with ITD (MassIT), the Commonwealth entity, the Office of the Comptroller, and any other third party systems integration contractors the Commonwealth may be working with to provide business solutions.

B-88. ANSWER:

Confirmed. Grant Street is willing to work with each Commonwealth entity, the Office of the Controller, and any other third party systems integration contractors the Commonwealth may be working with to provide business solutions when implementing PaymentExpress.

B-89. Describe whether the transition to your electronic payment solutions require additional custom development or IT services and whether your organization or an outside contract vendor will perform them.

B-89. ANSWER:

The transition to PaymentExpress should not require additional custom development or IT services. Grant Street will provide any custom development necessary using its in-house development team.

B-90. Describe your communications strategy with contract management and Commonwealth entities for the transition phase.

B-90. ANSWER:

A detailed project plan that includes deliverables, acceptance criteria, resource roles and responsibilities, a communication plan, a detailed schedule, and a risk management plan will be developed during the first phase of the project.

Grant Street's lead Project Manager is responsible for maintaining and monitoring the project plan throughout the life of the project and for bringing to the attention of the advisory group and other stakeholders any issues that may arise. Internal meetings with the Grant Street project team are conducted with varying levels of frequency throughout the project, but are held at least weekly. Grant Street project managers ensure all activities are completed in sequence an on time, and any slippage will be brought promptly to the attention of all stakeholders.

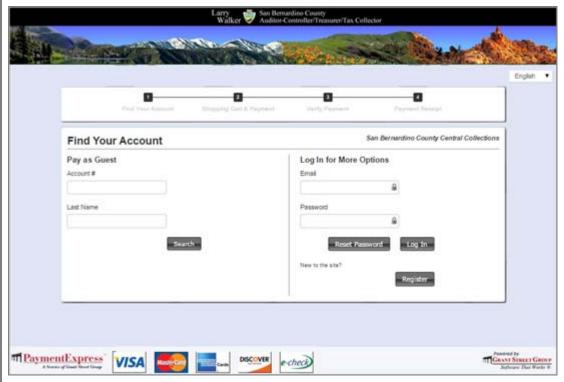
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B-91. Please describe any requirements for co-branding if your firm is selected as a solution provider.

B-91. ANSWER:

For public facing pages, each hosted payment page contains a small "Powered by Grant Street Group" logo in the bottom right corner of each page. We also display a small PaymentExpress logo, either in the top right or bottom left of each page. Our clients control the branding/logo in the top portion of each page, as well as the color scheme. We are willing to remove these co-branding requirements if requested by the Commonwealth.

Figure 50 - Sample Co-Branding with Logos at the Bottom of Screen



B-92. BOARDING NEW IMPLEMENTATIONS. Describe the procedure, processes, and documentation associated with implementing a payment solution for a new business process. Include the average turnaround time in establishing a new location and any dependencies anticipated.

B-92. ANSWER:

With the Commonwealth's participation, Grant Street will execute project plans developed by performing project "sprints." Each sprint is a period where Grant Street and the Commonwealth focus on identifying and resolving gaps between PaymentExpress and the Commonwealth's business needs, steadily moving the project closer to successful implementation.

Prior to each sprint, Grant Street, with the Commonwealth's input, will establish goals, required people and resources, and estimated duration of the sprint. Each sprint will focus on a subset of the business processes identified in the project scope statement.

The goal of each sprint is to resolve gaps between the Commonwealth's current business processes and PaymentExpress as it currently exists. During the sprint, the work breakdown structure will be enhanced to

include all activities necessary to close these gaps. This includes business process modifications, training, and changes to PaymentExpress via application configuration, and application development. During the sprint, a revised business process is developed, training is completed, PaymentExpress configuration changes are made, and any required changes to the PaymentExpress software are specified.

The sprint concludes with rehearsal of the business process using PaymentExpress. This rehearsal verifies the process development, configuration, and software change specifications completed during the sprint. Items identified during this rehearsal as requiring remediation will be added to a "punch list". This list may include recommended changes to the business process, additional modification to PaymentExpress, software issues, or training requirements.

If software changes required or punch list items discovered during this rehearsal significantly impact the ability to perform the business process, additional rehearsals of the business process will be conducted in a subsequent sprint.

Time to Establish a New Location

Implementation of payment services will depend on the scope of services and the complexity of source systems. Generally a simple API between a source system and a payment service should only take a few weeks.

We have experience working with large government entities that require multiple payment applications and locations. The PaymentExpress implementation in Volusia County involved the transition of payment processing services for the entire county, including developing APIs for four departments, IVR integration, parking garage payment support, hosting a public website for water bill payments, over-the-counter cashiering, DMV, and tax payments.

Today, 16 departments throughout Volusia County use PaymentExpress for in-person credit card services including: each branch of the Revenue Division; Value Adjustment Board; Growth and Resource Management Department; Water Utilities; Marine Science Center; Solid Waste; Parks, Recreation and Culture; Lyonia Environmental Center; Debary Hall Visitor's Center; Daytona Airport; Department of Agriculture; Ocean Center convention, entertainment, and sports complex; Ocean Center Parking Garage; Emergency Medical Services; Beach Services; and Coastal Parks Departments. In total, 28 separate physical locations and 7 web locations use PaymentExpress to process payments.

B-93. CLIENT COMMUNICATION. Describe your ongoing meetings and communications strategy for the engagement with participants including the bidder, the Office of the Comptroller, Commonwealth entities, and third party vendors regarding program implementation, testing, operations, reporting, and billing.

B-93. ANSWER:

Implementation Meetings and Communication Strategy

Projects are tracked and monitored using project management tools and templates to facilitate resource and task management, task dependency tracking, and project documentation storage and retrieval requirements.

Grant Street's lead Project Manager is responsible for maintaining and monitoring the project plan throughout the life of the project and for bringing to the attention of the advisory group and other stakeholders any issues that may arise. Internal meetings with the Grant Street project team are conducted with varying levels of frequency throughout the project, but are held at least weekly. Grant Street project managers ensure all activities are completed in sequence and on time, and any slippage will be brought promptly to the attention of all stakeholders.

Ongoing Training/Other Meetings

Grant Street can provide continuation training via telephone or internet as requested by the Commonwealth. We routinely provide continuation training to our clients via e-conferencing services such as GoToMeeting.

In addition to ongoing consulting, Grant Street hosts an annual User Group Meeting in Florida, providing a forum for customers to discuss current functionality and experience, and to make suggestions for future enhancements. The meeting is hosted and chaired by Grant Street staff members, who also act as facilitators for a number of group and break-out sessions. A full agenda is circulated in advance, and Grant Street will try to accommodate requests for specific session topics.

Grant Street Group continually monitors payment industry trends and regulatory issues that would affect our PaymentExpress clients. As part of our ongoing efforts to stay current, we:

- Hold regular meetings with the major card brands including MasterCard, Visa, and American Express
 to discuss regulatory changes and the impact to government payments;
- Attend numerous national payment industry conferences which include educational courses and sessions on legislative and regulatory changes;
- Subscribe to industry publications which cover legislative and regulatory issues;
- Attend conferences (including the NACHA Payments Conference, Vantiv Partnership Forum and more) to stay up-to-date with industry and/or local/regional changes;
- Provide education to clients regarding legislative and regulatory issues at the annual
- User Group Meeting;
- Send email notifications to clients regarding legislative and regulatory issues and how Grant Street is implementing any required change to its systems or processes; and
- Complete annual PCI and SSAE-16 audits which keep Grant Street up-to-date for e-payment compliance.

B-94. ISSUE RESOLUTION. Describe how you provide timely assistance in order to resolve discrepancies involving operations, settlement, reconciliation, billing, data transmission, reporting, or other business issues. In addition, please describe protocol for problem escalation and resolution.

B-94. ANSWER:

Resolving Business Issues

Grant Street Group provides support for PaymentExpress customers through its contact center, staffed by Grant Street employees qualified to promptly answer questions transmitted via telephone, email or other electronic means. We provide product specific toll free telephone numbers and email addresses for customers

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to contact us.

Our Contact Center operates from 8:00 P.M. to 8:00 P.M. Eastern Standard Time, Monday through Friday, excluding nationally recognized holidays. Calls to the toll free number seeking assistance outside of those hours are directed to leave a voicemail message, which we respond to promptly the following business day. Commonwealth users can contact the support team 24 hours per day, 365 days a year, to resolve emergency service issues.

Calls and emails to the contact center are routed to individual support staff based upon skill profiles, so that the most knowledgeable staff for that particular area handles customer inquiries. Very complex or difficult calls are transferred to specialist 'Tier 2' staff. If no one is available in that skill profile to take a call it will go to the next level down, and then to the next; calls will go to tier 2 staff if all other lines are busy. If no lines are available the call will go to voicemail. Our aim is to handle all calls when they come in and not have any voicemail, but if a customer does leave a voicemail it is returned promptly as a priority as soon as someone is available. We aim to respond to email inquiries within 30 minutes of receipt.

Issue Tracking

Grant Street uses the Jira issue-tracking software as the primary tool for modification and enhancement requests, reporting issues and bugs, assigning coding tasks, tracking and resolution reporting. Issues reported by the Commonwealth via phone and email are also entered into Jira. Issues will be assigned a priority and release date (with input from the Commonwealth).

Issue Escalation

The PaymentExpress Service Level Agreement defines an "Event" as an incident whereby the System is either not working or its operation is inconsistent with the original specifications. Events are divided into categories, Priority 1, 2, and 3 as further defined below.

"Priority 1 - Critical Business Impact Event" means the impact of the reported defect is such that the Customer or third party users are unable to either use the System or reasonably continue work using the System.

"Priority 2 - Significant Business Impact Event" means important features of the System are not working properly. While other areas of the System may not be impacted, the reported defect has created a significant, negative impact on the Customer's productivity and/or service level.

"Priority 3 - Some Business Impact Event" means features of the System are not working properly. Customer impact is minimal loss of operational functionality but the System can still operate.

Grant Street responds to Priority 1 Events within one hour of notification, to Priority 2 Events within four hours of notification and to Priority 3 Events within 1 day of notification.

B-95. ONGOING (POST TRANSITION) STAFFING. The Bidder must agree to provide sufficient staffing to meet all of the requirements detailed in this RFR. This includes the capabilities and capacity to manage multiple implementations simultaneously with project management, business, technical, and financial skill sets. The Bidder must agree to make staff available to meet with the Commonwealth as frequently as required to meet the Commonwealth's needs. Please confirm and describe.

B-95. ANSWER:

Grant Street will provide sufficient staffing to meet all of the requirements within this RFR. Staff will be available to meet with the Commonwealth as frequently as required.

In the unlikely event that a conflict should emerge, additional resources from among Grant Street's workforce of over 145 professionals – including software developers, project managers and customer support staff – may be enlisted at specific times as necessary.

B-96. CUSTOMER SERVICE.

The Bidder must agree to assume the role as the customer service contact for all issues related to the contract. This includes when issues or discrepancies arise in business areas in which the Bidder has subcontracted. When a Commonwealth entity calls with a question in this case, the Bidder must agree to contact the subcontractor the same day as the Commonwealth's inquiry. The Bidder must respond back to the Commonwealth entity within 24 hours of the initial inquiry. Please confirm and describe.

- A. Describe customer support availability and service level (i.e., 24 x 7 availability to online help; live help during business hours EST).
- B. Describe average response time to customer service inquiries.
- C. Describe any scheduled holidays, maintenance, or non-operational periods.
- D. Confirm that all customer support services are performed and staffed by individuals within the Continental United States. Describe all locations and call centers.
- E. Describe how security of data and communications with customer service personnel is ensured.

B-96. ANSWER:

A. Grant Street Group provides support for PaymentExpress customers through its contact center, staffed by Grant Street employees qualified to promptly answer questions transmitted via telephone, email or other electronic means. We provide product specific toll free telephone numbers and email addresses for customers to contact us.

Our Contact Center operates from 8:00 A.M. to 8:00 P.M. Eastern Standard Time, Monday through Friday, excluding nationally recognized holidays. Calls to the toll free number seeking assistance outside of those hours are directed to leave a voicemail message, which we respond to promptly the following business day. Commonwealth users can contact the support team 24 hours per day, 365 days a year, to resolve emergency service issues.

B. Our aim is to handle all calls when they come in and not have any voicemail, but if a customer does leave a voicemail it is returned promptly as a priority as soon as someone is available. We aim to respond to email inquiries within 30 minutes of receipt.

C. Holidays

Grant Street Group is closed for business on the following Holidays unless otherwise noted:

- New Year's Day
- Memorial Day
- 4th of July
- Labor Day
- Thanksgiving
- Day after Thanksgiving
- Christmas Eve
- Christmas
- New Year's Eve

Emergency system support would still be available on these dates.

Maintenance Periods

PaymentExpress provides customers with 24/7 system availability, with the exception of pre-announced necessary maintenance periods.

Any required system maintenance/downtime would be arranged with the Commonwealth in advance, and is scheduled to occur after Midnight and before 5:00 A.M. on weekdays, excluding nationally recognized

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holidays, or after Midnight and before 8:00 A.M. on weekends.

- D. Confirmed. All Grant Street Group Customer Service Support (Help Desk) activities are performed by individuals located in the United States.
- **E.** Any transmission of data must be through an encrypted channel. Grant Street will never provide sensitive information over the phone or non-encrypted email.

B-97. TRAINING AND DOCUMENTATION. Describe the types of training materials, documentation, and online training opportunities available to Commonwealth entities.

B-97. ANSWER:

On-Site Training During Implementation

Grant Street will provide on-site training during implementation, including business process flow for all e-payment activities, including reporting and processing of payments, chargebacks and reversals. The training will be at no cost to the Commonwealth and will be arranged at mutually agreeable times.

Grant Street develops a custom training plan for each client, and for each employee group within the Commonwealth, to best address unique business processes that each of our clients employ. All training required prior to initial implementation of PaymentExpress is delivered on site using Commonwealth provided facilities.

Grant Street will also make available to Commonwealth staff a Beta site for testing site configuration, system features, and new functionality as it is completed, and prior to being deployed in the Production environment. This site is available for the duration of the Agreement providing safe environments for testing, training, and practice.

Documentation

Grant Street will provide a PaymentExpress training manual for the Commonwealth, which will include at a minimum a business process flow chart, reporting and query instructions, a glossary of terms, and frequently asked questions.

Online Training Opportunities

Grant Street can provide continuation training via telephone or internet as requested by the Commonwealth. We routinely provide continuation training to our clients via e-conferencing services such as GoToMeeting.

Ongoing Training Opportunities

Grant Street hosts an annual User Group Meeting in Florida, providing a forum for customers to discuss current functionality and experience, and to make suggestions for future enhancements. The meeting is hosted and chaired by Grant Street staff members, who also act as facilitators for a number of group and break-out sessions. A full agenda is circulated in advance, and Grant Street will try to accommodate requests for specific session topics.

Grant Street Group also provides PCI DSS training and consulting for our clients and gives recommendations on best practices. Examples include security training sessions at our annual User Group Meeting and distributing information on best practices related to securing PIN Entry Devices.

B-98. What marketing resources can your firm make available to increase uptake and adoption by Commonwealth entities and the general public?

B-98. ANSWER:

Grant Street supplies marketing support for PaymentExpress as needed, including advertising, promotional signs, debit/credit card logo decal stickers, and so forth. As just one example, Grant Street can provide custom

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signage to specify which payment methods are accepted, and the convenience fees/other charges for each payment method.

INVOICES

B-99. Provide two sample invoices for review with the Response Quote as attachments. Identify the Attachment names in the space below.

B-99. ANSWER:

Two sample invoices are attached. Their file names are:

- GrantStreetGroup_SampleInvoice1.pdf
- GrantStreetGroup_SampleInvoice2.pdf

B-100. Confirm that the invoice will be delivered timely on the previous month's activity and that all fees will be paid monthly in arrears.

B-100. ANSWER:

Confirmed. Any required invoices will be delivery in a timely fashion and include the previous month's activities.

B-101. For Commonwealth entities with multiple implementations and merchant accounts, confirm that you can provide separate or combined invoices as specified by the entity.

B-101. ANSWER:

Yes, we can provide separate or combined invoices by entity as specified, based on merchant accounts.

B-102. Confirm that invoices include all costs associated with the proposed solution including transaction count, breakout by card brand and/or ACH, transaction amount, refunds/chargebacks, and amounts due for other services such as data files, portal access, or reports fees.

B-102. ANSWER:

Yes, PaymentExpress invoices include all costs associated with the solution, and include transaction count, breakout by card brand and/or ACH, transaction amount, any refunds/chargebacks, and any additional amounts due for other services.

With our convenience fee solution there will be no invoices to the Commonwealth.

B-103. Confirm that the invoice will be delivered according to entity preference (i.e., via US mail, email, or posted on portal with notification).

B-103. ANSWER:

Yes, PaymentExpress will deliver invoices according to entity preference (via US mail, email, or via download from the online payment portal).

B-104. The Commonwealth of Massachusetts pays bidders by EFT. Confirm that the bidder's bank account and EIN associated with this engagement remains consistent across all implementations and for the duration of the contract.

B-104. ANSWER:

Yes, there is only one bank account for PaymentExpress and this will not change. Grant Street's Federal Employer Identification Number (EIN) remains the same across all implementations: 23-2900536.

RFR RESPONSE PART C- ORGANIZATIONAL STRUCTURE KEY PERSONNEL

C-1. Organization. Describe the organizational structure responsible for the execution and service delivery of web payment page and IVR services. Provide organizational charts for review of account management and customer service (identify specific resources and their roles) that will support the Commonwealth's eligible entities.

C-1. ANSWER:

Grant Street Group, Inc. is a Pennsylvania S corporation. A High-level organizational chart and a project team organization chart are included in GrantStreetGroup Org.doc.

C-2. Professional Licenses. FACILITIES, STAFFING, AND CERTIFICATIONS READINESS. Describe that the Bidder possesses all required licenses, facilities, equipment, trained personnel, and PCI and other data security certifications necessary to perform the work as required in this RFR. Maintenance of all required licenses and certifications throughout the term of the contract is required.

C-2. ANSWER:

Grant Street Group is a Certified PCI-DSS Level 1 Service provider (the highest level required by the industry). Please see Appendix A for a copy of our PCI Attestation of Compliance. Grant Street passes an annual SSAE-16 SOC 1 Type 2 audit, which includes a review of Grant Street's internal controls over financial reporting. In addition, Grant Street undergoes an annual third-party accounting audit of our financial statements, and complies with ISO 27002-2013.

These security audits review hundreds of checkpoints related to secure data storage, encryption methodology, system and network security, and security policies and procedures.

Grant Street will maintain this level of PCI compliance through the life of any contract with the Commonwealth.

C-3. Key Personnel Assigned to Contract. Key personnel include principals/partners, managers, and onsite supervisors; all other staff are considered non-key personnel. The Bidder must certify that all named key personnel in the Response are the Bidder's employees or subcontractors. These specific individuals shall perform the Contract services unless they become unavailable for performance under the Contract for reasons of the individual's death, disability, incapacity, relocation, retirement, resignation or termination of the underlying employment relationship. The Bidder will be required to notify the Office of the Comptroller immediately in the event of the unavailability of any key personnel. Key personnel designated or assigned to the valuation engagement must perform as designated in the absence of termination from the firm or other unavoidable circumstances. Bidders submitting a response to this RFR shall be considered to have accepted this condition.

During the period of the Contract, key personnel assigned to the performance of the Contract services may be removed or replaced from work on this Contract by the Bidder only upon the prior written approval of the engaging agency. A significant change in the key personnel listed in the Response prior to, or after, the execution of the Contract, which is unsatisfactory to the engaging agency, shall be grounds for disqualification of the Response or termination of the Contract. Key personnel designated or assigned to the engagement must perform as designated in the absence of termination from the firm or other unavoidable circumstances. Bidders in response to this RFR shall be considered to have accepted this condition. Bidders should describe resources available to replace or supplement assigned personnel should circumstances dictate at some stage of the multi-year contract period.

In the spaces provided below, list the key personnel who will be assigned to this project and identify the following information for each individual. All relevant information must be contained here for the Contract Manager and separate cells for all principals/partners, managers and on-site supervisors.

The Bidder must assign a "**Relationship Manager**" to the Commonwealth who has the skills and authority to manage all aspects of the contract, including the responsibility for coordinating all activities necessary to transition, implement, operate, and support solutions with all entities that use this Contract. The relationship manager proposed for this engagement must have a minimum of five years' experience with payment solutions implementation and operations, preferably with government clients. Describe the available hours for this resource during EST. The Bidder must also provide a **senior manager** to serve as a resource for facilitating resolution of time-sensitive operations and contract issues. Contact information of all key employees working on the account must be provided, including resources in IT operations and billing.

Please insert relevant experience for this engagement and why this individual is qualified and best value for this engagement. Please do not merely attach resumes or paste resumes.

Key Contact - Lead Manager - Relationship Manager - Implementation or Intake Lead.

Individual Name: Philip J. Runyard Title: PaymentExpress Product Manager

Telephone: 412-391-5555 ext. 341

Mobile Phone:

Email Address: Phil.Runyard@GrantStreet.com

Fax: 412-391-7608

Available hours: 9:00 AM - 6:00 PM Eastern Standard Time

Qualifications and Experience:

Detail the role of this individual, the specific contract services to be performed, the level of responsibility, any relevant professional certifications, and the qualification and experience of the individual (5 years required) to provide these services:

Role and Responsibility

Mr. Runyard is the PaymentExpress Product Manager and will be Program Manager for the Commonwealth's

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implementation, responsible for mastering and managing all aspects of the project. Phil will evaluate the strategic implications of the Commonwealth's needs and guide the rest of the PaymentExpress project team through the conversion process. He has over 5 years of experience in this role, as he has been involved in a similar role during every PaymentExpress implementation since September 2009.

Qualifications and Experience

Mr. Runyard joined Grant Street Group in September 2009. He is the Product Manager for the company's electronic payments platform, PaymentExpress. Prior to joining Grant Street Group, Mr. Runyard worked in London as an Assistant Vice President for Structured Products at Credit Suisse First Boston, and as a Financial Analyst at National Australia Bank. His most recent position was as Project Manager, leading the development and deployment of financial systems to Singapore. Prior to this, he worked for Alstom, primarily focusing on control systems for jet engines.

Mr. Runyard received a Bachelor and Master's degree in Mechanical Engineering from the University of Bath in the United Kingdom. He is also an Associate Chartered Management Accountant.

Senior Manager to serve as a resource for facilitating resolution of time-sensitive operations and contract issues.

Individual Name: Ian Yorty

Title: Chief Business Development Officer

Telephone: 305-710-8926

Mobile Phone:

Email Address: lan.Yorty@GrantStreet.com

Fax: 412-391-7608

Available hours: 9:00 AM - 6:00 PM Eastern Standard Time

Qualifications and Experience:

Detail the role of this individual, the specific contract services to be performed, the level of responsibility, any relevant professional certifications, and the qualification and experience of the individual (5 years required) to provide these services:

Role and Responsibility

Mr. Yorty, Grant Street's Chief Business Development Officer, will facilitate contract negotiations and monitor Grant Street's ongoing commitment to complete customer satisfaction.

Qualifications and Experience

Mr. Yorty joined Grant Street Group (Grant Street) in January 2008 and works out of Jupiter, Florida. Prior to joining Grant Street, he worked for Miami-Dade County, Florida for ten years serving in various financial and management capacities including Assistant County Manager and as the County Tax Collector.

As a Miami-Dade County Assistant County Manager, Ian oversaw a portfolio of departments including the Finance Department, Tax Collector's Office, Property Appraiser's Office, Office of the Chief Information Officer, Information Technology Department, and the Department of Cultural Affairs. While serving as the County Tax Collector, Ian developed the Tax Collection Reinvention Plan, a top to bottom organizational review including realignment of management structures, revenue enhancement, performance metrics, culture change, customer service initiatives, employee management reviews, and succession planning. In 2004, Ian was one of the first tax collectors in the State of Florida to conduct the annual tax lien sale online using Grant Street's LienAuction website. He also assisted the County's negotiations with the Florida Marlins for the development of a new Major League Baseball stadium.

lan served as a volunteer in the United States Peace Corps in Hungary. He received a degree in Political Science from the University of Missouri-Columbia and his Masters of Public Administration from Southwest

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Missouri State.

Customer Service.

Identify the process that Eligible Entities should follow to get assistance with services, whether the Bidder provides technical support to Eligible Entities via a toll-free telephone number during normal business hours, which are between 8:00 a.m. and 5:00 p.m. Eastern Time, Monday through Friday, and any other relevant customer service information. Eligible Entities will use this section to contact Bidders to receive assistance or resolve issues that arise in the course of an engagement; therefore, this section should be as detailed as possible. Details must be inserted below.

Customer Service Telephone: 877-818-4323

Mobile Phone: not applicable

Email Address: payments@grantstreet.com

Fax: 412-391-7608 Other information:

Insert details of customer services options:

Our aim is to provide the highest level of customer service possible. We encourage you to contact our clients, so you don't have to take our word for it.

All of Grant Street's customer service functions are performed in-house. Grant Street's client and customer support teams are based wholly in the United States. Our support centers are located in Pittsburgh, Pennsylvania and are staffed by full-time Grant Street Group employees. We do not outsource any customer support to third parties.

Commonwealth/Client Support

Once PaymentExpress is implemented, Grant Street will provide the Commonwealth with a relationship manager who will be responsible for all non-routine support questions, issues, and requests. Routine Commonwealth support will be provided through Grant Street's bilingual customer support center. Commonwealth staff can contact customer support via phone and email, and will receive a prompt response. Regular technical support is provided during the same hours as customer support (from 8:00 A.M. to 8:00 P.M. Eastern Standard Time, Monday through Friday, excluding nationally recognized holidays). Emergency technical support is provided 24 hours a day, 365 days a year.

Payer/Customer Support

Grant Street Group provides live bilingual customer support (English and Spanish) via a toll-free help line. The Grant Street customer service center can also be reached via email. Our Contact Center operates from 8:00 A.M. to 8:00 P.M. Eastern Standard Time, Monday through Friday, excluding nationally recognized holidays. Calls to the toll free number seeking assistance outside of those hours are directed to leave a voicemail message, which receive a prompt response the following business day.

Calls and emails to the Contact Center are routed to individual support staff based upon skill profiles, so that the most knowledgeable staff for that particular area handles customer inquiries. Very complex or difficult calls are transferred to specialist 'Tier 2' staff. If nobody is available in that skill profile to take a call it will go to the next level down, and then to the next; calls will go to Tier 2 staff if all other lines are busy. If no lines are available the call will go to voicemail. Our aim is to handle all calls when they come in and not have any voicemail, but if a customer does leave a voicemail it is returned promptly as a priority as soon as someone is available. We aim to respond to email inquiries within 30 minutes of receipt.

Graham Bartlett – Contact Center Operations Manager

Mr. Bartlett joined Grant Street Group in September 2006. Graham is the Customer Service Operations Manager for the company's software products, overseeing and coordinating the activities of the PaymentExpress customer service team. He also monitors the quality of Grant Street's on-going communications with customers.

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Prior to joining Grant Street, Graham worked for Sotheby's fine art auctioneers in various project management and business roles in their London and New York offices. He was responsible for supervising large, complicated IT projects involving employees from disparate disciplines. He served as Vice-President of Administration for Sothebys.com and was the Project Manager responsible for the development and deployment of support systems for their online auction operations.

In addition, Graham was co-founder and director of Bartlett Cepullio an appraisals and inventory company based in London.

Mr. Bartlett received a Bachelor of Arts degree in English Literature from the University of Lancaster in the United Kingdom.

Key Personnel - Individual Name: Bob O'Neill Title: Director of E-Payment Technology Telephone: 412-391-5555 ext. 331

Mobile Phone:

Email Address: Bob.ONeill@GrantStreet.com

Fax: 412-391-7608

Qualifications and Experience:

Detail the role of this individual, the specific contract services to be performed, the level of responsibility, any relevant professional certifications, and the qualification and experience of the individual to provide these services.

Role and Responsibility

Bob O'Neill, Director of E-Payment Technology, leads the Software Development team for PaymentExpress. Bob will be responsible for overseeing the overall system architecture, programming, and delivery of fully tested and functional modules and enhancements, translating business requirements and functional specifications into design specifications, bug resolution, issues management, and task management. He and the software development team will work closely with the product manager and business analysts on a daily basis to ensure that customer needs are met in a timely and efficient manner.

Qualifications and Experience

Mr. O'Neill wrote the first line of code for Grant Street Group in November 1996. Under his leadership, the Software Development group grew to 20 developers and a dozen production web applications totaling over 1.5 million lines of code, powering financial transactions on hundreds of government web sites. Bob currently leads Grant Street Group's PaymentExpress software development team, managing all related technology as well as Payment Card Industry (PCI) Data Security Standard (DSS) compliance for Grant Street Group's Level 1 Service Provider certification.

Bob graduated cum laude from NC State with a Bachelor of Science degree in Mathematics and a minor in Physics.

Key Personnel - Individual Name: Phil Cooke Title: Project Manager and Business Analyst

Telephone: 412-246-1466

Mobile Phone:

Email Address: Phil.Cooke@GrantStreet.com

Fax: 412-391-7608

Qualifications and Experience:

Detail the role of this individual, the specific contract services to be performed, the level of responsibility, any relevant professional certifications, and the qualification and experience of the individual to provide these services.

Bidder Name: Grant Street Group, Inc. Page 99 of 124.

Role and Responsibility

As a PaymentExpress Project Manager and Business Analyst, Mr. Cooke manages customer support, new customer implementations, issue research and resolution, and system testing.

Qualifications and Experience

Mr. Cooke joined Grant Street Group in January 2012 as a Business Analyst for the PaymentExpress platform. In this capacity, he is involved in customer support, new customer implementation, issue research and resolution, and system testing.

Prior to joining Grant Street Group, Phil was a Senior Manager of Operations at FedEx Ground. He received a Master's degree in Business Administration from the Rochester Institute of Technology and a Bachelor of Science degree in Business Administration from Miami University. Phil is also member of the Honor Society of Phi Kappa Phi.

Key Personnel - Individual Name: Diane O'Toole

Title: Project Manager and Business Analyst

Telephone: 412-391-5555 ext. 303

Mobile Phone:

Email Address: Diane.OToole@GrantStreet.com

Fax: 412-391-7608

Qualifications and Experience:

Detail the role of this individual, the specific contract services to be performed, the level of responsibility, any relevant professional certifications, and the qualification and experience of the individual to provide these services.

Role and Responsibility

As a PaymentExpress Project Manager and Business Analyst, Ms. O'Toole manages customer support, new customer implementations, issue research and resolution, and system testing.

Qualifications and Experience

Ms. O'Toole has been with Grant Street since 1995 and has held several positions in her career at the company. Since 2011, her focus has been on the daily operations of PaymentExpress, including bank reconciliation and accounting-related functions. Diane previously served as Project Manager for Grant Street's treasury and municipal reinvestment products.

Diane has over 30 years' experience in the public finance sector. Before joining Grant Street, she was the Vice President and Manager of the Corporate Trust Department at Equibank, a major Pittsburgh bank.

Identify other specialists or individuals within the firm who will be assigned to this contract, the functions they will perform.

Additional Business Analysts James Eastley - Business Analyst

James joined Grant Street Group in June 2014. He is currently working as a Business Analyst within Grant Street's PaymentExpress team.

Before joining Grant Street, James worked in product marketing and development for Royal London 360, a cross border insurance company based in the United Kingdom. There he was assigned to their LifePlan product, offering life and critical illness coverage for international expatriates living in the Middle East, Far East, and Africa. James was responsible for drafting new sales and technical materials, as well as overseeing product development.

James holds a Master of Arts degree in Public Affairs and a Bachelor of Arts degree in Economics, both from

Bidder Name: Grant Street Group, Inc. Page 100 of 124.

Indiana University of Pennsylvania.

Brandon Cornatzer - Business Analyst

Mr. Cornatzer has been working with Grant Street Group as a PaymentExpress Business Analyst since January 2015. Prior to joining Grant Street, Brandon worked for GEICO as a Supervisor for their Production Systems team at their corporate headquarters in Chevy Chase, MD.

Mr. Cornatzer earned a Bachelor of Science degree in Mathematics from Rowan University in Glassboro, NJ.

Software Development Team

Brendan Byrd - Software Developer

Brendan joined Grant Street Group in April 2013 as a software developer for PaymentExpress, Grant Street's electronic payment processing system.

Brendan has been a Perl programmer for more than 15 years, tailoring his skills towards web tool development, network support, and Open Source development. He previously developed network and cable modem tools for various departments within Insight Communications, including tools critical to first-line troubleshooting. He has been active in the Perl/Open Source community for several years, developing code and writing documentation for several popular projects.

Tom Christiansen - Software Developer

Tom joined Grant Street Group in August 2014 as a developer with Grant Street's PaymentExpress group for electronic payment processing.

As a day-one adopter of Perl when the language was first released in December of 1987, Tom brings with him more than 25 years of daily Perl experience developing, documenting, and teaching the language. He is the lead author both of *Programming Perl* and of the *Perl Cookbook*, published by O'Reilly.

Previous to joining Grant Street, Tom worked for the Department of Computational Pharmacology for the University of Colorado School of Medicine applying computational linguistics techniques to biomedical research papers, and for the VoIP team in Verizon's traffic mediation group. Tom has trained thousands of Perl programmers all over the country and around the world on five continents.

After earning his Bachelor of Arts degree from the University of Wisconsin at Madison with a double major in Spanish and Computer Science, Tom then earned a Master's of Science in Computer Science at the UW specializing in operating systems design and computational linguistics. He spent his third undergraduate year studying Spanish Philology at the Facultad de Filosofía y Letras at the Universidad Complutense in Madrid, Spain.

Larry Leszczynski - Software Developer

Larry joined Grant Street Group in September 2011 as a software developer for Grant Street's PaymentExpress electronic payment processing system.

Larry brings more than 25 years of professional programming experience to Grant Street, with expertise in a variety of subject areas including high-performance web sites, electronic payment processing, performance tuning, data visualization, and medical data acquisition and signal processing. He was senior developer for a research lab in the Newborn Intensive Care Unit in Boston's Brigham and Women's Hospital, has owned and operated his own web hosting and software delivery companies, and has provided independent consulting expertise to clients such as Ford Motor Company, Sun Microsystems, Silicon Graphics, Cray Research, and USCAR.

Larry graduated Cum Laude from the Boston University College of Engineering with a Bachelor of Science Degree in Biomedical Engineering.

Jon Rubin - Software Developer

Jonathan Rubin joined Grant Street Group in May 2012 as a Software Developer.

He currently works on PaymentExpress®, Grant Street's payment processing service. Previously he has worked on Tellurium, where he implemented numerous key features and developed a browser extension, Generate.

Prior to joining Grant Street Group, Jonathan attended the University of Pittsburgh, where he received a Bachelor of Science degree in Applied Mathematics, with minors in Computer Science, Economics, and French Language & Literature. While at the University, he researched a mathematical model coupling paired neurons through a shared bath, and published a paper extending his results to other natural phenomena.

Eric Wiegandt - Software Developer

Eric Wiegandt joined Grant Street Group as a Developer on the PaymentExpress team in January 2015. Previously, he had been an intern on the DevOps team.

Eric attended the University of Pittsburgh, where he received a Bachelor of Science in Computer Science and a Bachelor of Arts in History and Philosophy with minors in Economics and Chemistry.

Project Advisors

lan Yorty, Grant Street's Chief Business Development Officer, will facilitate contract negotiations and monitor Grant Street's ongoing commitment to complete customer satisfaction.

Fred Burnette, Grant Street's Chief Product Officer, has senior management responsibility for the performance, implementation, and maintenance of all Grant Street's product lines. He will assume primary responsibility for the performance of Grant Street's staff assigned to the Commonwealth's project team.

Pierre Denis, Grant Street's Chief Technology Officer, has senior management responsibility for the software development and IT infrastructure for supporting all of Grant Street's applications, including PaymentExpress e-payments and e-billing.

C-4. Use of Subcontractors. It is presumed that the selected Bidder will be responsible for and perform all the duties and requirements of this category. In this section, the Bidder must identify any subcontractors that will or may be used to conduct any of the work described in this Section, including the names of subcontractors, summaries of their qualifications, experience and duties and responsibilities for performance. Identify all subcontractors that will or may be used to conduct any of the work described in this RFR, including the names of subcontractors, summaries of their qualifications, experience and duties and responsibilities for performance and any dependencies that will impact performance. Confirm that the Office of the Comptroller, or any Eligible Entity using this Contract, will not be required to sign a subcontract or a separate contract or any other type of agreement with any subcontractor in order to perform the services under this Contract. The Bidder will remain the sole point of contact and will be responsible for all performance under the Contract.

C-4. ANSWER: Complete the following information for each subcontractor necessary for performance of this Contract that may have interactions with an Eligible Entity. No subcontractors are necessary for the performance of this contract. Subcontractor Firm/Agency: Phone: # () Fax: Email Address: Does this subcontractor have Supplier Diversity SDO certifications? (See Supplier Diversity Office (SDO): a) Description of performance responsibilities: b) Identify a backup plan for subcontractor in the event the subcontractor is unable or unavailable to perform the subcontracted services for any reason, to enable the Bidder to perform the Contract performance as specified without delay c) Confirm that the Office of the Comptroller, or any eligible entity using this Contract, will not be required to sign a subcontract or a separate contract with any subcontractor in order to perform the services under this Contract d) Other relevant information, pricing, contingencies, requirements related to use of this subcontractor that will impact use of the Contract. a) Performance Responsibilities: b) Back up Plan: c) Other Documents not required: d) Other relevant information: Subcontractor Firm/Agency: Phone: # () Fax: Email Address: Does this subcontractor have Supplier Diversity SDO certifications? (See Supplier Diversity Office (SDO): Description of performance responsibilities Subcontractor Firm/Agency: Phone: # () Fax: Email Address: Does this subcontractor have Supplier Diversity SDO certifications? (See Supplier Diversity Office (SDO): Description of performance responsibilities:

C-5. Partnership Commitment. Bidders must demonstrate a significant commitment to partner with the Commonwealth and Eligible Entities to achieve the highest level of performance, compliance and ensuring that methods prevent fraud, waste and abuse of Commonwealth funds and resources. Bidder should explain how it will demonstrate this commitment to the Statewide Contract, and why this partnership demonstrates a better value to the Commonwealth than other competitors.

C-5. ANSWER:

Grant Street views the provision of Electronic Payment Processing and Electronic Bill Presentment services to our clients as a partnership. Unlike other e-payment service providers, we only work with large government

entities (> 30,000 transactions per year), and we develop a very personal relationship with all our clients.

We share our clients' goal of increasing the volume of online payments, and we will work with the Commonwealth to achieve this by utilizing the latest e-payment technologies, actively marketing online e-payment services, making payments affordable, and ensuring online payments are the simplest, most reliable, and cost effective form of payment.

Grant Street is driven to provide industry leading e-payment services, while also offering the best customer service to both the payers and the Commonwealth. To achieve this high level of customer service we will provide the payers with well-designed and reliable e-payment services, and access to outstanding U.S.-based, bilingual payer support (English and Spanish) to address any questions or issues that may arise.

In addition, we will provide the Commonwealth with all the tools necessary to maintain cutting-edge e-payment services such as: a dedicated customer service contact, access to an issue and system enhancement tracking system, 24 hour emergency support line, updates on industry changes and new technology, and access to new features and services.

C-6: General Value Added Services

Describe any related value-added services that have not been included already that would be advantageous to the Commonwealth and Eligible Entities. Include any value-added services, specialties, enhanced reporting, cost-effective fees and services, experience, employee training, etc. that you feel sets your company apart.

The Bidder may make suggestions for improved processing solutions. All solutions must meet functionality currently available. If your proposed solution provides additional functionality not yet implemented in the Commonwealth, please describe any alternative methods for revenue intake for merchant entities. Costs for added value solutions must be provided in the cost proposal.

Describe why the Bidder is a preferred Bidder since the SST will be selecting only the highest qualified Bidders who are committed to a continuing and increasingly successful partnership with the Commonwealth. Successful past performance will not guarantee continued selection under this Statewide Contract. Describe the performance being offered that sets the Bidder apart from competitors and what resources, services, or specialties are being offered that demonstrate qualifications, commitment to partnership, best interests of the Commonwealth, or a level of service that is exceptional in comparison to other competitors that supports selection of the Bidder.

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This section should be detailed, since this section may be used as a primary section for making final selections of Qualified Bidders after reviews of Qualifications, Work Plans and Pricing.

C-6. ANSWER:

Our value-added services include:

- Customized Solutions/Interfaces
 - Votran Mobile Application/Interface
 - Highlands County Tax Collector Garage Sale Permits
- Value-Added Functionality/Improving Processing Solutions
 - Blocking Accounts
 - Preventing Duplicate Payments

Our Specialty - Customized Software Solutions/Interfaces

Grant Street Group is a software development company. We pride ourselves on creating custom solutions that exactly meet our clients' needs. PaymentExpress is capable of interfacing with virtually any system; we can create custom interfaces as required. Two examples of our custom interface solutions are the mobile payment site created for Votran (Volusia County, Florida Public Transit), and the garage sale permit site created for the Highlands County Tax Collector, Florida.

Votran

PaymentExpress can provide custom mobile applications and interfaces to our clients. These applications are provided at no cost to the client.

PaymentExpress recently created a website for Volusia's Public Transportation system (Votran), creating a mobile friendly interface to allow for web payments of public transportation passes and tokens.

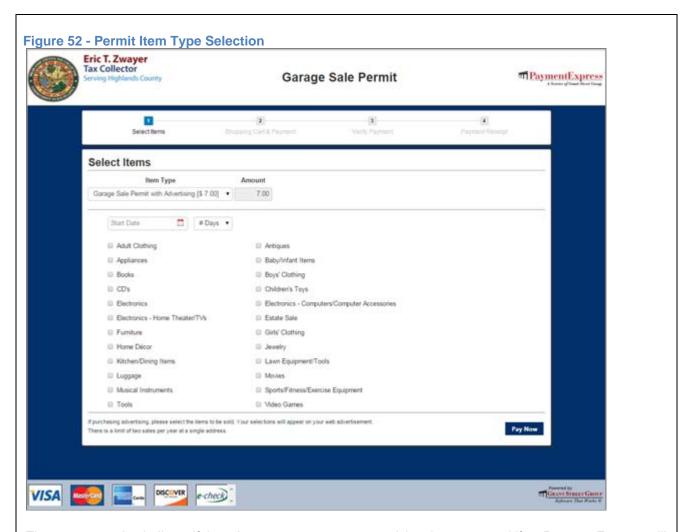
PaymentExpress | A Service of Grant We drive a great bargain Purchase Items Item Type Qty Amount Item Total 31 Day Full Fare [\$ 45.00] 45.00 \$ 45.00 Add Item Subtotal Due \$ 45.00 Pay Now

Figure 51 - Votran Custom Mobile Interface

Garage Sale Permits

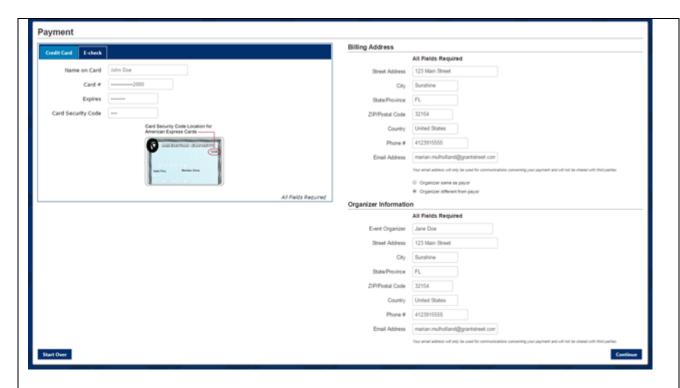
The Highlands County Tax Collector's Office sells permits for all garage sales within the County. Many permits are sold only one or two days prior to the date a garage sale will take place, which made mailing the permits and ensuring they would arrive before a sale took place problematic. PaymentExpress developed a custom site for the Highlands County Tax Collector to sell garage sale permits, automatically generate a printable sale permit, and integrate with the County's online garage sale advertising page.

Payers begin by selecting the type of permit they wish to purchase (with or without advertising on the County's garage sale listing page). If a payer selects a sale permit with advertising, they can further specify what types of items will be included in the sale.



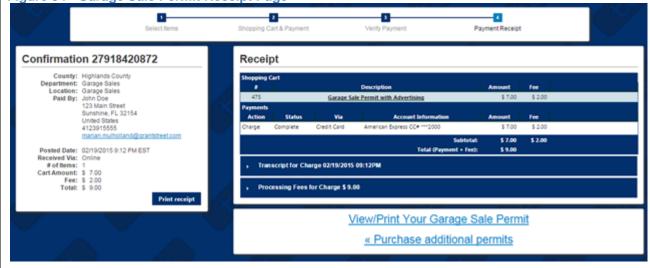
The payer can also indicate if there is a separate person organizing the event, and if so PaymentExpress will collect the contact information for the organizer as well during the payment process.

Figure 53 - Contact Information for the Payer and Separate Garage Sale Organizer



Once the payment details are entered, validated, and the payment is complete, the payer is presented with their receipt.





The payer also has the opportunity to print a permit directly from their receipt, with all of the relevant details entered during the checkout process pre-populated on the form.

Figure 55 - Completed Permit for Printing



For permits where the payer selected Advertising, their sale dates, items available, and location will be automatically aggregated into the County's online posting page.



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Additional Value-Added Functionality/Suggestions for Improving Processing Solutions

PaymentExpress includes several functions that were not referenced in earlier sections of this RFR, but which could be of great benefit to Commonwealth agencies.

Blocking Accounts

PaymentExpress includes a feature that allows Commonwealth staff (with the appropriate permissions) to blacklist a checking account, thereby preventing its use for future payments. There are two ways to blacklist an account. If an e-check has been returned by the bank, Commonwealth staff can navigate to the payment receipt page of the applicable payment where you will find a "Blacklist Account" button once the payment has been invalidated.



When blacklisting a bank account, Commonwealth users can set the restriction at the Client level, the Department level, such as "Tax Collector", or at the Location level, such as "Internet"

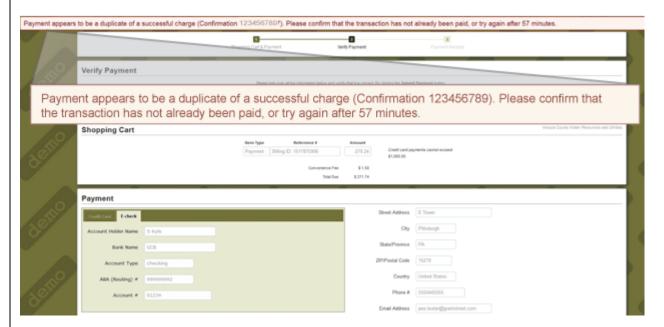
Preventing Duplicate Payments

PaymentExpress also has Duplicate Payment Protection where the Commonwealth can select the criteria of a 'duplicate payment' based on the payment information, account holder information, and the time period over which the payments are received. PaymentExpress seeks to identify inadvertent duplicate payment requests by examining a number of items on each transaction, including:

- Tender type
- Payment amount
- Payment channel
- Billing information
- Payment information
- Payment status of processing, pending, or charged
- Identical shopping cart items
- Prior payment made within the past 60 minutes (this time period can be adjusted up or down at the Commonwealth's discretion)

If all of these checks are true, the payer will be given a warning message that the payment appears to be a duplicate.

Figure 57 - Duplicate Payment Message on External Payer Shopping Cart Page



Duplicate payment messages will appear both on the public facing payer sites, and on the internal Commonwealth cashiering pages to help ensure duplicate payments are not submitted via different locations (e.g., a payer successfully makes a payment online, as someone else tries to make the payment in the office).

Conclusion - Why is Grant Street Group a Preferred Bidder?

Grant Street views the provision of Electronic Payment Processing and Electronic Bill Presentment services to our clients as a partnership. Unlike other e-payment service providers, we only work with large government entities (> 30,000 transactions per year), and we develop a very personal relationship with all our clients.

We share our clients' goal of increasing the volume of online payments, and we will work with the Commonwealth agencies to achieve this by utilizing the latest e-payment technologies, actively marketing online e-payment services, making payments affordable, and ensuring online payments are the simplest, most reliable, and cost effective form of payment.

Grant Street is driven to provide industry leading e-payment services, while also offering the best customer service to both the payers and the Commonwealth. To achieve this high level of customer service we will provide the payers with well-designed and reliable e-payment services, and access to outstanding U.S.-based, bilingual payer support (English and Spanish) to address any questions or issues that may arise.

In addition, we will provide the Commonwealth with all the tools necessary to maintain cutting-edge epayment services such as: a dedicated customer service contact, access to an issue and system enhancement tracking system, 24 hour emergency support line, updates on industry changes and new technology, and access to new features and services.

Grant Street's ethos is "software that works to help government work better". We hope that you will speak

directly with our existing clients so that you can hear this directly from them.

RFR RESPONSE PART D - COST RESPONSE COST PROPOSAL NARRATIVE QUESTIONS

D-1. Describe how you have incorporated the unique nature and extremely low risk of government business transactions in your fee structure.

D.1. ANSWER:

We don't invoice for chargeback or e-check return fees, and we also offer very low cost payment structures. We also only work with government entities, and therefore offer a unique government solution. However, we implement the latest data security technology, such as P2PE (Point to Point Encryption).

We appreciate the unique nature and extremely low risk of government payments and therefore offer the Commonwealth a zero cost solution.

D-2. Provide a narrative description of each potential non-standard fee, if any, and a clear description of the scenarios under which this fee would be assessed. These non-standard fees and the corresponding cost to the Commonwealth must be identified in the pricing tables below.

D-2. ANSWER:

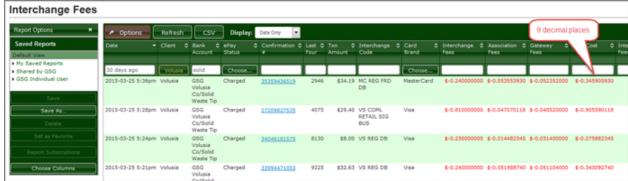
There are no non-standard fees. We appreciate the unique nature and extremely low risk of government payments and therefore offer the Commonwealth a zero cost convenience fee solution.

D-3. Specify the number of decimal points rounded to when calculating transaction fees, and when this rounding occurs (per transaction, daily, monthly, etc.).

D-3. ANSWER:

9 decimal places per transaction. On the monthly invoice these transaction fees are rounded to 9 decimal places.

Figure 58 - 9 Decimal Points on Transaction Fees



D-4. Describe a detailed proposal relative to the options for negotiating lower processing rates, including the option to adopt one Commonwealth-wide rate based on total volume and any tiered pricing. Examples of specific pricing scenarios should be listed in the Pricing Table below.

D-4. ANSWER:

We have offered the Commonwealth a very low cost payment structure (2.29% convenience fee). We appreciate the unique nature and extremely low risk of government payments and therefore offer the Commonwealth a zero cost solution.

D-5. Does Bidder offer annual volume discounts on a Commonwealth-wide basis? If so, please describe

D-5. ANSWER:

We have offered the Commonwealth a very low cost payment structure (2.29% convenience fee). We appreciate the unique nature and extremely low risk of government payments and therefore offer the

RESPONSE SUBMITTED FOR

STATEWIDE CONTRACT FOR ELECTRONIC PAYMENT SOLUTIONS COMMBUYS BID#: BD-15-1079-1079C-1079C-00000003663 DEPARTMENT RFR # PRF59ADESIGNATEDOSC

RFR RESPONSE PART D - COST RESPONSE COST PROPOSAL NARRATIVE QUESTIONS

Commonwealth a zero cost solution.

D-6. Could volume thresholds be determined each year or over the life of the contract, so that, if they were exceeded, the Commonwealth would qualify for a rebate at the end of the year? Please describe any such program that would be available to us.

D-6. ANSWER:

Yes, Grant Street can offer a rebate if certain volume thresholds are exceeded. The rebate would be based on card dollar volume. For example, if annual card payment volume exceeds \$40 million the Commonwealth would receive a rebate of 10bps (\$40,000). Other rebate thresholds can be negotiated with the Commonwealth.

D-7. Confirm that service level, support, and transaction fees will remain the same for the duration of the contract. In the event of extenuating circumstances (i.e., Federal or state legislative or regulatory changes), any rate increases may not be passed on to Commonwealth merchant entities without prior written approval of the Office of the Comptroller at least 30 days prior to the enactment of the fee increase. The Commonwealth shall have the option of terminating the Contract, and shall provide the Contractor with 30 days' written notice of such termination for fee or transaction charges made in violation of these terms and the authorized fee schedules. The Contractor must ensure that it is set up to charge the negotiated fees and that invoices will not default to automated billings in violation of the Contract pricing schedules. The Commonwealth shall be entitled to liquidated damages in the amount of any charges made in violation of this section which can be deducted from any invoice not yet paid by a Commonwealth merchant entity which shall not result in any late payment violations, fines or other damages to the merchant entity or the Commonwealth.

D-7.ANSWER:

We agree to this provision.

D-8. Confirm that all electronic payments, regardless of their type, are not subject to federal, state or local taxes. (Chapter 64H, Sections 6d and 6e of the Massachusetts General Laws states that the Commonwealth is a tax-exempt (governmental) entity.

D-8. ANSWER:

Confirmed.

D-9. Confirm there will not be a fee category called "Miscellaneous Fees" or any other iteration of non-identified fees. Please confirm that no fees, other than fees specified in the pricing schedules, will be invoiced to the Commonwealth or to Commonwealth merchant entities. Each fee assessed must be individually named, described, and calculated based upon approved fees in this Contract. Any fees that are not identified must be reimbursed or credited to the Commonwealth merchant entity improperly charged.

D-9. ANSWER:

Confirmed. All PaymentExpress invoices include specific details related to charges, such as the interchange description, transaction quantity, transaction volume, pass-through charges, and effective rate. Please see the sample invoices included in Attachments GrantStreetGroup_SampleInvoice1.pdf and GrantStreetGroup_SampleInvoice2.pdf for examples of how fees are disclosed on PaymentExpress invoices.

Under the convenience fee model the Commonwealth will not be invoiced for any costs.

D-10. Confirm that any fees, whether or not specifically requested for which you do not propose rates and descriptions, will not be chargeable under this Contract.

D.10. ANSWER:

Confirmed.

D-11. Confirm that Convenience fees and administrative handling charges, or other charges must be disclosed to Commonwealth customers in clear language at checkout. Confirm that the Bidder can display and collect certain legislatively required administrative handling charges in addition to the principle item being purchased, and the convenience fee. For example, at checkout, the user will see the license fee, an administrative handling charge (which settles to the eligible entity), and a convenience fee, as three separate charges in a single transaction. Explain in detail all the types of convenience fee, administrative handling fees or other similar types of fees, how these are distinguished, charged, and invoiced, and how Bidder will accomplish this requirement of all separate charges appearing for customers upon checkout.

RFR RESPONSE PART D - COST RESPONSE COST PROPOSAL NARRATIVE QUESTIONS

D-11. ANSWER:

PaymentExpress fully discloses any convenience fees to payers before a transaction is completed. Payers have the opportunity to "opt out" of the transaction at any point before it is completed, or to change their payment method from credit/debit card to e-check.

Figure 59 - Convenience Fees Displayed to Customers in Several Locations Throughout Checkout



Commonwealth agencies will also have the option to require the user to tick a checkbox confirming acceptance of the convenience fee before check-out.

Figure 60 - Additional Checkbox to Accept Convenience Fee

RFR RESPONSE PART D - COST RESPONSE COST PROPOSAL NARRATIVE QUESTIONS

	COST PROPOSAL NARRATIVE QUESTIONS
Check Out	
Paying by credit card . Use e-	-check instead
All fields required.	
Card number:	0000-0000-0000
Expires:	mm/yy
Card security code:	XXX
Cardholder name:	Name as it appears on your card
Billing address:	Address
	City State Zip
	United States
Phone number:	00X-300X-1000X
Email address:	user@example.com
	Your email address will only be used to send you communication about your taxes.
	ne convenience fee of \$2.81 by clicking "Check Out". In your statement as "FL LICENSE/DMV/ASMT" or "LAKE CO ASSESSMENT". The fee may C*LAKE CO FEE".
 The payment will appea 	by the convenience fee of \$2.81 by clicking "Check Out". ar on your statement as "FL LICENSE/DMV/ASMT" or "LAKE CO ASSESSMENT". The fee may GSG*LAKE CO FEE".

D-12. If a convenience fee is implemented, then the amount of the convenience fee will be no greater than the approved convenience fee amount(s) approved by Office of the Comptroller as negotiated under this Contract.

D-12. ANSWER:

Confirmed.

D-13. Confirm that the Bidder will label this convenience fee as a separate charge, on a separate line of a consumer bill, and shall not co-mingle this amount with the actual business fee (e.g., license, tax, permit, registration fee) being purchased by the consumer and collected by the Bidder.

D-13. ANSWER:

Confirmed. PaymentExpress labels all convenience fees as separate charges. Consumers will see the convenience fee listed as a separate line item on their card statements.

PaymentExpress requires the payer to accept the convenience fee before processing a tax payment transaction. Convenience fees are clearly displayed during the checkout process as a separate line item. The Commonwealth will also have the option to require the user to tick a checkbox confirming acceptance of the convenience fee before check-out.

Convenience fees will not be co-mingled with any business fees/payment amounts.

D-14. The convenience fee will settle directly to the bidder to defray all costs of the services provided under this RFR. One hundred percent of Commonwealth program proceeds will settle to designated Commonwealth accounts.

D-14.ANSWER:

Confirmed. PaymentExpress will separate convenience fees from the primary fee/payment amount and deposit the convenience fees directly into a Grant Street Group-maintained bank account. Please see the Credit Card Transaction Process diagram below. The Commonwealth will receive the actual business

RESPONSE SUBMITTED FOR

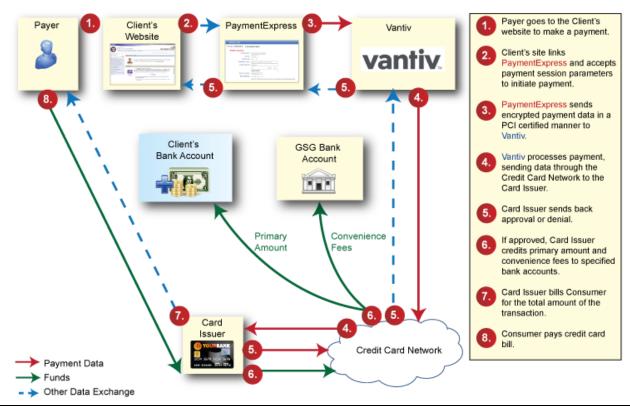
STATEWIDE CONTRACT FOR ELECTRONIC PAYMENT SOLUTIONS COMMBUYS BID#: BD-15-1079-1079C-1079C-00000003663 DEPARTMENT RFR # PRF59ADESIGNATEDOSC

RFR RESPONSE PART D - COST RESPONSE COST PROPOSAL NARRATIVE QUESTIONS

fee/amount due (which will be settled to the designated Commonwealth account) and will not be responsible for paying any costs associated with the card transactions.

Figure 61 - Credit Card Transaction Process

\mathbf{m} Payment $\mathbf{Express}^{\mathsf{m}}$ Credit Card Transaction Process



D-15. Commonwealth entities will not receive invoices for any implementation services under a no-cost convenience fee model.

D-15. ANSWER:

Confirmed. PaymentExpress will separate all convenience fees from principal payment amounts, depositing the principal payment amount into the Commonwealth's designated bank account, and the convenience fees directly into a bank account owned by Grant Street Group. This will eliminate the need for sending invoices to Commonwealth entities using the convenience fee model.

D-16. The Commonwealth would be interested in hearing about any payment options that involve no fee to the Commonwealth (besides convenience fee programs) such as strategic partnerships. Describe any other alternative funding models that might reduce or eliminate fees to Commonwealth merchant entities.

D-16. ANSWER

If the Commonwealth chooses to absorb the cost of transactions, we can advise the Commonwealth on interchange cost management so that the Commonwealth optimizes payment costs.

Grant Street keeps up to date with all the latest payment trends and technology. If a payment technology (e.g. Dwolla) becomes available and feasible, we will work with the Commonwealth to implement it.

RFR RESPONSE PART D - COST RESPONSE COST PROPOSAL NARRATIVE QUESTIONS

D-17. Implementation transition costs. Outline a narrative of how transition and onboarding costs are handled here and identify costs on the Fee table below under transition costs. If there are multiple types of transition costs, each should be separately listed and described. Insert as many rows as necessary to provide detailed and accurate costs and how calculated. Describe the narrative explaining the costs in the D-17. ANSWER section immediately below.

Given the economic climate and budget cuts, entities may not have funding to support separate developer, programming or other transition costs associated with moving to new Bidders selected under the Statewide Contract. Scoring of pricing will consider the costs of transition and Bidders should propose a competitive transition package or process. Pricing structures should be identified that support transitions with minimal implementation efforts and bundled fees for more complex transition implementations, such as building interfaces from existing business solutions, entity payment pages, or to MMARS. Bidders should not anticipate that entities will have funding to support consultant hourly fees and extended implementation commitments. While hourly rates for these types of services maybe identified for entities that choose to upgrade, enhance or have funding for these costs, Bidders should also propose pricing structures with various thresholds, that support entities with limited or no funding for transition costs and no technical or developer staff.

D-17 ANSWER:

A detailed breakdown of transaction costs by type is included in Part D - Cost Response.

We understand that government entities face many challenges in the current economic environment, and we have offered the following incentives with our convenience fee model to address these concerns:

- Zero cost solution to Commonwealth
- 2.29% (\$0.50 minimum fee) on card payments
- \$0.40 e-checks*
- Free equipment with contactless and EMV support
- Free Point to Point Encryption (P2PE) to protect cardholder data from the moment of swipe
- PIN Debit Cards (in person) Flat fee determined by Department average card payment (e.g. last 12 month dollar volume divided by number of transactions)

A۷	Flat Fee	
0	\$0.01 - \$300.00	\$1.50
0	\$300.01 - \$600	\$2.50
	\$600.01 - \$1,000	
0	> \$1,000	\$4.50

^{*} We understand from the questions and answers on Commbuys that the rate for ACH transactions with Sage is still under negotiation. The \$0.40 charge per ACH/e-check transaction presumes the Commonwealth has negotiated a competitive fee rate of at or below \$0.20 per ACH transaction with Sage. The \$0.40 charge listed above would include the Sage processing costs.

RFR RESPONSE PART D - COST RESPONSE COST AND PRICING INSTRUCTIONS

Bidders must provide a detailed cost schedule that provides all services and pricing for services which demonstrate the most cost effective pricing for the Commonwealth for each of the service categories bid in Section C. **BIDDERS**MUST IDENTIFY ANY AND ALL COSTS OR CHARGES THAT CAN BE BILLED UNDER THE

STATEWIDE CONTRACT. COSTS NOT IDENTIFIED MAY NOT BE CHARGED. All fees that will be invoiced to Commonwealth eligible merchant entities must be included in the following pricing schedules. Any fees not specified in the pricing schedules shall not be invoiced to Commonwealth eligible merchant entities. All pricing schedules will be negotiated and a final pricing schedule will be posted on www.commbuys.com.

If there are additional electronic payment methods that the Bidder provides that are not listed under the following sections, the Bidder should enter these at the end of this section under "Other Electronic Payments". The Bidder must complete both the A La Carte and All-Inclusive cost tables below. In addition, if there is another pricing model available and advantageous to the constituents of the Commonwealth, please include as an attachment. For purposes of this RFR, Bidders shall provide pricing under the following three scenarios:

- 1. **A La Carte Fees per Services and Transaction:** Each service and transaction shall be priced separately. This fee structure does not include credit card processing fees, interchange, assessments, and other card brand and network fees which are charged under a separate Commonwealth of Massachusetts Statewide contract.
- 2. **All-Inclusive A "pay one price" structure where all program fees and services are rolled into the per transaction price:** An all-inclusive fee shall be provided for each transaction. This fee shall be inclusive of **ALL** program set-up, website development and maintenance (if applicable), monthly invoices, web hosting transaction fees, data file transfers, reporting, report portal access, etc. which cannot be increased for the initial contract. No other separate fees can be added on or charged. *This fee structure does not include credit card processing fees, interchange, assessments, and other card brand and network fees which are charged under a separate Commonwealth of Massachusetts Statewide contract.*
- 3. **Convenience Fee --** In the case of a convenience fee program, bidders should propose a percentage-based fee that will cover all costs including the bidder solution per item and ancillary fees, card processing provided by Vantiv (including per item fees, interchange, assessments, and other network assessments and charges), or ACH origination fees provided by Sage. Please provide the percentage-based fee here.

A successful cost proposal will provide a billing process that is easily verified and reconciled while providing the most economical fees and costs for Commonwealth merchant entities. Massachusetts will select one or more pricing scenarios that are most beneficial to the Commonwealth.

- Bidders shall provide an entry for all pricing blocks indicated by a "%" or a "\$".
- If the Bidder does not charge a fee for a service or transaction segment, "\$0" shall be entered in the corresponding pricing block.
- If the Bidder does not offer the service or a payment type, "N/A" shall be entered in the corresponding pricing block.
- If there are additional fees or costs that have not been identified below under each section a Bidder may insert "rows" under "Other (Specify)" and identify the cost or fee.
- Copy the Fee Table form rows as many times as is necessary to capture all combinations of payment types and fee charged.
- When completing these tables, retain the format, but modify the size of rows and columns as needed. Enter N/A if not applicable.
- All fee formulas (e.g., percentage and/or flat fee) and any other calculations should be clearly presented and explained.

Bidder Name: Grant Street Group, Inc. Page 117 of 124.

• Customized costs (hourly, per task, etc.)

FEE TABLE A – STANDARD COSTS

FEE TITLE	A La Carte (Fee per Service and/or Transaction Fees, excluding processing as clarified during oral presentations and contract negotiations)		ng included in a single per transacti s price, excluding processing) as clarified during oral presentations contract negotiations	
Transition cost: (specify):	One-time Fee	\$	One-time Fee	N/A
Transition cost: (specify):	Per Transaction	\$	Per Transaction	\$0.40
Transition cost: (specify):	Per Transaction	\$ -	Per Transaction	0.15%
Transition cost: (specify):		\$		
Payment Website Set-up	One-time Fee	\$100	One-time Fee	N/A
Payment Website	Monthly Fee	\$30	Monthly Fee	N/A
Maintenance	·		·	
Custom Development, technical services, or integration fee	Hourly	\$150	Hourly	N/A
Custom Mobile Application and Interfaces Development (B-47 answer)	Hourly	No cost	Hourly	No cost
Monthly Invoice	Monthly Fee	\$20	Monthly Fee	N/A
Data file transfer	Per file per day	\$0	Per file per day	N/A
Daily reporting	Per day	\$0	Per day	N/A
Portal access	Per user per month	\$0	Per user per month	N/A
Transaction history inquiry	Per transaction	\$0	Per transaction	N/A
Transaction fee (web)	Per transaction	\$0.20 + 0.08%	Per transaction	\$0.40 + 0.15%
Transaction fee (IVR)	Per transaction	\$0.50 + 0.08%	Per transaction	\$0.40 + 0.15%
Transaction fee (other such as kiosk, etc.)	Per transaction	\$0.50 + 0.08%	Per transaction	\$0.40 + 0.15%
Gateway fee	Per transaction	\$0.10	Per transaction	N/A
Chargeback fee	Per transaction	\$0	Per transaction	\$0
Refund fee	Per transaction	\$0.20	Per transaction	\$0.40
ACH NSF fee	Per transaction	\$0	Per transaction	\$0
Other (specify)		\$		\$
Other (specify)		\$		\$
Other (specify)		\$		\$
Other (specify)		\$		\$

FEE TABLE B - CONVENIENCE FEE MODELS

Insert below a detailed description of the Bidder's Convenience Fee pricing models including all fees, required set up charges, and rates.

ANSWER:

Our convenience fee model offers the Commonwealth a zero cost solution. Equipment, software, training, chargebacks, technical and business development, IVR, and all other services are at zero cost to the Commonwealth. With a low convenience fee rate of 2.29% (\$0.50 minimum fee) on card payments, a very low flat convenience fee for in-person PIN debit card payments (see table below), and \$0.40 e-checks, both the Commonwealth and its payers will be better off.

- Zero cost solution to Commonwealth
- 2.29% (\$0.50 minimum fee) on card payments
- \$0.40 e-checks*
- Free equipment with contactless and EMV support
- Free Point to Point Encryption (P2PE) to protect cardholder data from the moment of swipe
- PIN Debit Cards (in person)
 - Flat fee determined by Department average card payment (e.g. last 12 month dollar volume divided by number of transactions)

A۷	erage Payment	Flat Fee
0	\$0.01 - \$300.00	\$1.50
0	\$300.01 - \$600	\$2.50
0		
0	> \$1,000	\$4.50

The PIN Debit rate is set per Department. For example:

- Client ID 335 has an average card payment of \$76 and therefore would have a flat rate PIN debit convenience fee of \$1.50, whether the payment was \$50 or \$1,000
- Client ID 220 has an average card payment of \$995 and therefore would have a flat rate PIN debit convenience fee of \$3.50, whether the payment was \$900 or \$10,000
- If multiple departments share the same physical location, the Commonwealth can optionally choose to combine all payments accepted at that location to create one PIN debit fee rate for all payments at that location.

FEE TABLE C - NON-STANDARD COSTS

FEE TITLE	Unit Charged and Pricing per Unit	Narrative of When Fee Charged.
All (including: equipment, software, training, chargebacks, technical and business development, and IVR)	\$0	Under the convenience fee pricing all software and hardware are provided at zero cost.
	\$	
	\$	
	\$	

Bidder Name: Grant Street Group, Inc. Page 119 of 124.

^{*} We understand from the questions and answers on Commbuys that the rate for ACH transactions with Sage is still under negotiation. The \$0.40 charge per ACH/e-check transaction presumes the Commonwealth has negotiated a competitive fee rate of at or below \$0.20 per ACH transaction with Sage. The \$0.40 charge listed above would include the Sage processing costs.

RESPONSE SUBMITTED FOR

STATEWIDE CONTRACT FOR ELECTRONIC PAYMENT SOLUTIONS COMMBUYS BID#: BD-15-1079-1079C-1079C-00000003663 DEPARTMENT RFR # PRF59ADESIGNATEDOSC

FEE TITLE	Unit Charged and Pricing per Unit	Narrative of When Fee Charged.
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	

HARDWARE AND SOFTWARE PRICING

Description: The bidder shall insert below the specifications and product description for all hardware listed in this pricing table. Add additional rows as required for all types of hardware offered. Bidders shall provide hardware pricing under both a purchase and lease option.

- **Purchase:** Provide a one-time purchase price and any associated monthly maintenance fees.
- Lease: Provide a monthly fee inclusive of lease and maintenance fees. (Leases are presumed to be taxable leases.)
- Wireless monthly fees shall include communications fees.
- Purchase, lease, and rental fees, and the associated warranty and maintenance fees for all <u>hardware</u> items offered (i.e., tablets, peripherals, networking and telecommunications components, other peripheral devices, supplies, etc., not already incorporated into any other fee schedule(s).
- Software packages to be made available by the Bidders. These are fees that have not already been incorporated into any other fee schedule(s).
- Monthly subscription, maintenance, user, or other fees.

Hardware or Software Item # and Name	Leasing Term and Pricing List associated maintenance and other fees related to the item as separate line under same item #		Additional terms or information
All items listed below (convenience fee pricing cost)	Purchase	\$0	Under the convenience fee pricing all software and hardware are provided at zero cost.
Ingenico iPP320 including contactless, P2PE, and EMV	Purchase	\$250	A-la carte and all-inclusive pricing
Ingenico iPP350 including contactless, P2PE, and EMV	Purchase	\$300	A-la carte and all-inclusive pricing
MagTek Mini USB Credit Card Reader	Purchase	\$50	A-la carte and all-inclusive pricing

iPad kiosk with stand	Purchase	\$1,000	A-la carte and all-inclusive pricing
All items listed below	Monthly lease	\$0	Under the convenience fee pricing all
(convenience fee			software and hardware are provided at
pricing cost)			zero cost.
Ingenico iPP320	Monthly lease	\$25	A-la carte and all-inclusive pricing
including			
contactless, P2PE,			
and EMV			
Ingenico iPP350	Monthly lease	\$30	A-la carte and all-inclusive pricing
including			
contactless, P2PE,			
and EMV	NA Alaka I	Φ.Ε.	A la carta and all inclusion ordains
MagTek Mini USB	Monthly lease	\$5	A-la carte and all-inclusive pricing
Credit Card Reader			
iPad kiosk with stand	Monthly lease	\$90	A-la carte and all-inclusive pricing
as clarified during oral	Monthly lease	φ90	A-ia carte and all-inclusive pricing
presentations and			
contract negotiations			
Maintenance costs		\$0	Convenience fee, A-la carte, and all-
(for all above)		ΨΟ	inclusive pricing
(ioi aii abovo)		\$	industry prioring
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Hardware or Software Item # and Name	Purchase Price Pricing List Maintenance as separate line same item # Identify bulk purchasing savin List associated maintenance and fees related to the item as separate under same item #	ngs other
All items listed in prior table (convenience fee pricing cost)	\$0	Under the convenience fee pricing all software and hardware are provided at zero cost.
Bulk savings	\$	Grant Street will provide all equipment to the Commonwealth at cost (no markup). Any bulk savings we receive will be passed directly to the Commonwealth. The price will not exceed the cost listed in the previous table.
	\$	
	\$	
	\$	

Hardware or Software Item # and Name	Purchase Price Pricing List Maintenance as separate line undesame item # Identify bulk purchasing savings List associated maintenance and othe fees related to the item as separate linunder same item #	r
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	
	\$	

ALTERNATIVE PRICING PROPOSAL

Insert below any other alternative pricing models that may provide a better value than the pricing models outlined above. Provide detailed pricing as well as appropriate narratives to explain why this model is being proposed.

We believe the best pricing for the Commonwealth is the convenience fee model as it is at zero cost to the Commonwealth. We are more than happy to discuss alternative pricing structures with the Commonwealth.

JOB AID: Submitting questions and viewing answers with the Q&A tab

JOB AID: Create a Quote (Note that in #8 of the Job Aid – payment specific information does not have to be added here but are included in the Response Template. Under Step #11 make sure to "click" "No Charge". Quantities and Units do not have to be added. Under Step #13, the Attachments Tab, the documents listed below are required to be completed and uploaded under the Attachment Tab in the Quote.)

All documents available in Bid or at: http://www.mass.gov/osc/guidance-for-vendors/forms.html

RFR RESPONSE DOCUMENT SUBMISSION CHECKLIST

Key Documents will be electronically signed as part of electronic submission. Documents listed below must be completed and

uploaded with Quote. Hardcopies with Ink signatures will be required if Contract awarded.

	SUBMITTING QUOTE ELECTRONIC	Electronic File Name for Attachment in CommBuys	HARDCOPY INK SIGNATURE BY
RFR POSTED DOCUMENT	AGREEMENT TO DOCUMENT CREATE QUOTE UPLOAD ALL ATTACHMENTS UNDER THE ATTACHMENTS TAB IN THE QUOTE		AUTHORIZED SIGNATORY DELIVERED/MAILED TO SST LEADER UPON CONTRACT AWARD W/IN 7 DAYS
COMMONWEALTH TERMS AND CONDITIONS	Complete, Execute by Authorized Signatory, Scan and upload under Attachments Tab when submitting Quote	GrantStreetGroup_TermsandConditions.pdf	Hardcopy must be Submitted upon Contract Award
CONTRACTOR AUTHORIZED SIGNATORY LISTING	Complete, Scan and upload under Attachments Tab when submitting Quote	GrantStreetGroup_Signatories.pdf	Hardcopy must be Submitted upon Contract Award
MA FORM W-9	Complete, Execute by Authorized Signatory, Scan and upload under Attachments Tab when submitting Quote	GrantStreetGroup_W9.pdf	Hardcopy must be Submitted upon Contract Award
RFR RESPONSE TEMPLATE	Complete and upload under Attachments Tab when submitting Quote	GrantStreetGroup_Epay_RFR_Response.doc	
RFR RESPONSE COST TEMPLATE	Complete and upload under Attachments Tab when submitting Quote	GrantStreetGroup_Epay_RFR_Response.doc	
SUPLIER DIVERSITY SDP FORM	Complete and upload under Attachments Tab when submitting Quote	GrantStreetGroup_SDPform1.doc	

RFR POSTED DOCUMENT	SUBMITTING QUOTE ELECTRONIC AGREEMENT TO DOCUMENT CREATE QUOTE UPLOAD ALL ATTACHMENTS UNDER THE ATTACHMENTS TAB IN THE QUOTE	Electronic File Name for Attachment in CommBuys	HARDCOPY INK SIGNATURE BY AUTHORIZED SIGNATORY DELIVERED/MAILED TO SST LEADER UPON CONTRACT AWARD W/IN 7 DAYS
PROMPT PAYMENT DISCOUNT FORM	Complete and upload under Attachments Tab when submitting Quote	GrantStreetGroup_PromptPaymentDiscount.pdf	
STANDARD CONTRACT FORM			Hardcopy must be Submitted upon Contract Award
ELECTRONIC FUNDS TRANSFER (EFT) FORM			Hardcopy must be Submitted upon Contract Award

Additional Documents Requested in RFR Template:

RFR Requested Document	Electronic File Name for Attachment in	Related RFR Question
	CommBuys	
Reporting Overview	GrantStreetGroup_SampleReports.pdf	B-83
Sample Invoice 1	GrantStreetGroup_SampleInvoice1.pd	B-99
Sample Invoice 2		B-99
	GrantStreetGroup_SampleInvoice2.pdf	
Organizational Charts	GrantStreetGroup_Org.doc	C-1