

2009-06-25-0558

AN ORDINANCE

AUTHORIZING A CONTRACT WITH CDW GOVERNMENT, INC., TO PROVIDE THE INFORMATION TECHNOLOGY SERVICES DEPARTMENT WITH SOLARWINDS ORION NETWORK MANAGEMENT SUITE SOFTWARE AND MAINTENANCE FOR AN INITIAL COST OF \$128,937.85 AND \$24,000.00 ANNUALLY THEREAFTER FOR AN ADDITIONAL TWO YEARS, FUNDED FROM THE COMMUNICATION EQUIPMENT REPLACEMENT AND UPGRADES FUND.

* * * * *

WHEREAS, the Information Technology Services Department requires network monitoring software and maintenance; and

WHEREAS, this software is available from CDW Government, Inc., utilizing The Cooperative Purchasing Network (TCPN) contract R4713; and

WHEREAS, the use of this TCPN contract will give the City a system that will identify potential problems early and quickly resolve incidents to minimize service disruption; **NOW THEREFORE**,

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO:

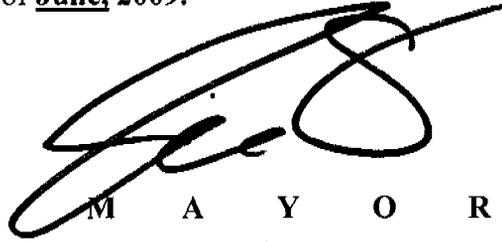
SECTION 1. The offer of CDW Government, Inc., under The Cooperative Purchasing Network contract, in the amount of \$128,937.85, and \$24,000.00 annually thereafter for an additional two years to provide the City of San Antonio with network monitoring software and maintenance, is hereby approved. A copy of the TCPN Contract with CDW Government, Inc., and bid tabulation are attached hereto and incorporated herein as **Attachment 1**.

SECTION 2. The previously appropriated amount of \$128,937.85 in SAP Fund 43099000, Certificates of Obligation Capital Projects, SAP Project Definition 09-00101, Communication Equipment Replacement and Upgrades, is authorized to be encumbered and made payable to CDW Government, Inc. for software.

SECTION 3. The financial allocations in this Ordinance are subject to approval by the Director of Finance, City of San Antonio. The Director may, subject to concurrence by the City Manager or the City Manager's designee, correct allocations to specific Cost Centers, WBS Elements, Internal Orders, General Ledger Accounts, and Fund Numbers as necessary to carry out the purpose of this Ordinance.

SECTION 4. This Ordinance shall be effective on the tenth day after passage.

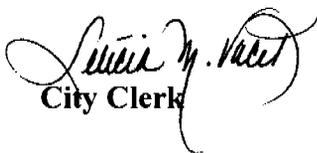
PASSED AND APPROVED this 25th day of June, 2009.



M A Y O R

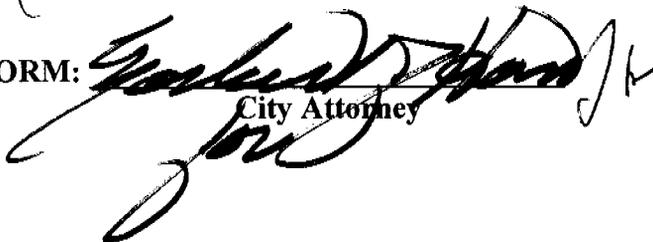
JULIÁN CASTRO

ATTEST:



City Clerk

APPROVED AS TO FORM:



City Attorney

Agenda Item:	9 (in consent vote: 5, 6, 7, 8, 9, 11, 12, 14, 15, 16, 17, 18, 20A, 20B, 21, 22, 23, 24, 25, 28, 29, 30, 32, 33, 34, 36A, 36B, 36C, 36D, 36E, 36F, 36G, 36H, 36I, 36J, 37, 39, 40, 41, 42A, 42B, 43, 44, 46, 47, 48, 49)						
Date:	06/25/2009						
Time:	10:15:24 AM						
Vote Type:	Motion to Approve						
Description:	An Ordinance authorizing a contract with CDW Government, Inc., to provide the Information Technology Services Department with SolarWinds Orion Network Management Suite software and maintenance for an initial cost of \$128,937.85 and \$24,000.00 annually thereafter for an additional two years, funded from the Communication Equipment Replacement and Upgrades fund. [Sharon De La Garza, Assistant City Manager; Janie Cantu, Director, Purchasing & General Services]						
Result:	Passed						
Voter	Group	Not Present	Yea	Nay	Abstain	Motion	Second
Julian Castro	Mayor		x				
Mary Alice P. Cisneros	District 1		x			x	
Ivy R. Taylor	District 2		x				
Jennifer V. Ramos	District 3		x				
Philip A. Cortez	District 4		x				x
David Medina Jr.	District 5		x				
Ray Lopez	District 6		x				
Justin Rodriguez	District 7		x				
W. Reed Williams	District 8		x				
Elisa Chan	District 9		x				
John G. Clamp	District 10	x					

City of San Antonio Bid Tabulation

Opened: March 9, 2009			TCPN
For: SolarWinds Orion Licenses & Maintenance			CDW Government, Inc.
09-107		WF	230 N. Milwaukee Ave.
Item	Description	Qty	Vernon Hills, IL 60061 847-371-5000
	<u>Initial Software & First Year Maintenance</u>		
1	SOLARWINDS ORION NPM SLX 1 SRV LICW/M Mfg#: SOL-1243 Price Each Price Total	1	\$18,962.63 \$18,962.63
2	SOLARWINDS ORION NETFLOW TRAF 1Y MNT Mfg#: SOL-3054 Price Each Price Total	2	\$13,556.36 \$27,112.72
3	SOLARWINDS ORION COIP MON MOD SLX Mfg#: SOL-3704 Price Each Price Total	1	\$9,036.07 \$9,036.07
4	SOLARWINDS ORION NPM VS 8 HSB 1SRV W/MNT Mfg#: SOL-1249 Price Each Price Total	2	\$4,497.70 \$8,995.40
5	SOLARWINDS ORION APM MOD ALX LIC-1YR Mfg#: SOL-4705 Price Each Price Total	1	\$18,076.65 \$18,076.65
6	SOLARWINDS ORION ENT OPER-CONSOLE LC Mfg#: SOL-3900 Price Each Price Total	1	\$4,515.78 \$4,515.78
7	SOLARWINDS 1DY ORION TRAIN & KNOWLED Mfg#: SOL-3016 Price Each Price Total	5	\$3,151.99 \$15,759.95
8	SOLARWINDS VOIP F/ORION SL2000 UPG Mfg#: SOL-3719 Price Each Price Total	1	\$2,712.17 \$2,712.17
9	SOLARWINDS ORION MCN DLX DL1000 UPG Mfg#: SOL-4140 Price Each Price Total	1	\$17,267.53 \$17,267.53

City of San Antonio Bid Tabulation

Opened: March 9, 2009 For: SolarWinds Orion Licenses & Maintenance 09-107			TCPN CDW Government, Inc. 230 N. Milwaukee Ave. Vernon Hills, IL 60061 847-371-5000
	WF		
Item	Description	Qty	
10	SOLARWINDS ORION UPG SL2000 TO SLX 8 Mfg#: SOL-1253277 Price Each Price Total Total Initial Software & First Year Maintenance <u>Annual Maintenance</u>	1	\$6,498.95 \$6,498.95 \$128,937.85
11	Software Maintenance & Support Annual Cost Total Cost Total Maintenance Estimated Total	2	\$23,367.58 \$46,735.16 \$46,735.16 \$175,673.01
	Estimated Total Award		\$175,673.01



The Cooperative Purchasing Network

RFP No. 07-03

Telecommunications Services, Internet
Access, Internal Connections, and Basic
Maintenance of Internal Connections

Eligible for E-Rate

September 27, 2007

ORIGINAL



The Right Technology. Right Away.™



Corporate Headquarters

Vernon Hills, IL
230 N. Milwaukee Ave.
Vernon Hills, IL 60061
Phone: 847.371.5600
Fax: 847.465.6800
Toll-free: 800.808.4239
CDW•G.com

Satellite Offices

Herndon, VA
Dulles Park Technology Center
13461 Sunrise Valley Drive
3rd Floor
Herndon, VA 20171
Phone: 703.262.8000
Fax: 847.465.6800
Toll-free: 888.806.2394

Shelton, CT
2 Enterprise Drive
4th Floor, Ste. 404
Shelton, CT 06484
Phone: 203.513.3500
Fax: 203.899.7699
Toll-free: 800.508.2394

September 27, 2007

Mr. Stuart Verdon
Director
The Cooperative Purchasing Network
7145 West Tidwell
Houston, TX 77092-2096

Subject: RFP No. 07-03

Dear Mr. Verdon:

The Cooperative Purchasing Network (TCPN) provides school districts with a commitment to providing the best quality contracts and services that are compliant with bid laws, convenient to use, and always competitively priced. The intention of RFP No. 07-03 is for the purchase of Telecommunications Services, Internet Access, Internal Connections and Basic Maintenance of Internal Connections Eligible for E-Rate. CDW Government, Inc. (CDW•G) is the partner that TCPN needs to implement this initiative conveniently, correctly and cost effectively.

Our offer is the result of our outstanding relationships with our vendors, vast experience with large installations, the ability to include innovative service and is in line with the objectives of TCPN.

- CDW•G is able to offer a vast array of products and services.
- CDW•G's team is comprised of professionals who are established in delivering best practice solutions and have hands-on experience in applying IT solutions in the education environment.
- CDW•G has experience working with the USAC, Schools and Libraries Division and the E-Rate program since its inception in 1998.
- CDW•G has highly trained program managers who have attended extensive training in the E-Rate program.
- CDW•G's sales force has the reach and directed approach to proactively show TCPN's existing and potential customers the benefits of this contract.
- CDW•G has a proven record of accomplishment as a current contracted vendor to TCPN.

The CDW•G team is committed to working with TCPN to ensure the success of this contract. We will work with a true spirit of partnership with both TCPN staff and members to demonstrate our commitment.

If you have any questions concerning this response, please contact Proposal Manager Carey Lyman-Cordes via email: carecor@cdw.com or phone: (847) 968-9437. Thank you for your consideration and this opportunity to develop our business relationship.

Sincerely,

Maureen M. O'Connell
Deputy Manager Program Sales
CDW Government, Inc.



The Cooperative Purchasing Network

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Electronic Copy of CDW•G's Response to TCPN	Back Cover



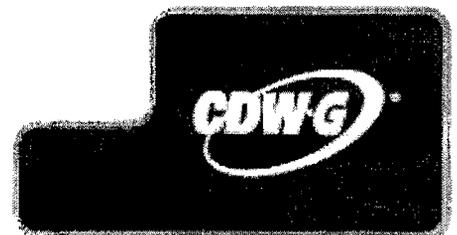
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CDWG.com • 800.808.4239



Tab 1

Vendor Contract and Signature Form

General and Specific Terms and Conditions



VENDOR CONTRACT

Between CDW Government Inc. and

THE COOPERATIVE PURCHASING NETWORK (TCPN)

For

Telecommunications Services, Internet Access, Internal Connections, and Basic Maintenance of Internal Connections Eligible for E-Rate

The following pages will constitute the contract between the successful vendor(s) and TCPN. Bidders shall state, in a separate writing, and include with their response, any required exceptions or deviations from these terms, conditions, and specifications. If agreed to by TCPN, they will be incorporated into the final contract.

Please refer to our exceptions or deviations.

The Vendor Contract ("Contract") made and entered into by and between The Cooperative Purchasing Network, (hereinafter referred to as "TCPN") a government cooperative purchasing program sponsored by Region 4 Education Service Center, having its principal place of business at 7145 West Tidwell, Houston, TX 77092-2096, Mary C. O'Brien Accommodation School District, having its principal place of business at 3740 North Toltec Rd., Eloy, AZ 85231 and

This contract consists of the provisions set forth below, including provisions of all attachments referenced herein. In the event of a conflict between the provisions set forth below and those contained in any attachment, the provisions set forth shall control.

GENERAL TERMS AND CONDITIONS

1. Freight (if applicable)

All deliveries shall be freight prepaid, F.O.B. destination and shall be included in all pricing offered unless otherwise clearly stated in writing.

2. Warranty conditions

All supplies, equipment and services shall include manufacturer's minimum standard warranty and one (1) year labor warranty unless otherwise agreed to in writing. Vendor shall be an authorized dealer, distributor or manufacturer for all products. All equipment proposed shall be new unless clearly stated in writing.

3. Customer support

The Vendor shall provide timely and accurate technical advice and sales support to TCPN staff and TCPN participants. The Vendor shall respond to such requests within one (1) working day after receipt of the request. The Vendor shall provide free training to TCPN staff regarding products and services supplied by the Vendor if required.

4. Contracts

RFP for Complex Telecommunications Services, Internet Access, Internal Connections, and Basic Maintenance of Internal Connections Eligible for E-Rate RFP07-03

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All contracts and agreements between a Vendor and a TCPN participant shall strictly adhere to the statutes that are set forth in the Uniform Commercial Code as most recently revised and adopted by the state in which the transaction occurs.

Contracts for purchase will normally be put into effect by means of a purchase order(s) executed by authorized agents of the participating government agencies.

5. Tax exempt status

All Texas government agencies participating in TCPN are exempt from payment of taxes under Chapter 20, Title 122A of the Revised Civil Statutes of Texas, for the purchase of tangible personal property. Laws of other states shall apply within those states.

Arizona tax requirements

Payment of Taxes by the School District/Public Entity. The School District/public entity will pay only the rate and/or amount of taxes identified in the Offer and in any resulting Contract.

State and Local Transaction Privilege Taxes. The School District/public entity is subject to all applicable state and local transaction privilege taxes. Transaction privilege taxes apply to the sales and are the responsibility of the seller to remit. Failure to remit taxes from the buyer does not relieve the seller from its obligation to remit taxes.

Tax Indemnification. Contractor and all Subcontractors shall pay all Federal, state, and local taxes applicable to its operation and any persons employed by the Contractor. Contractor shall, and require all Subcontractors to hold the School District/public entity harmless from any responsibility for taxes damages and interest. If applicable, contributions required under Federal, and/or state and local laws and regulations and any other costs including transaction privilege taxes, unemployment Compensation insurance, Social Security and Worker's Compensation.

IRS W-9. In order to receive payment under any resulting Contract, Contractor shall have a current I.R.S. W-9 Form on file with the School District/public entity. (This is required for any public agency in Arizona.)

Knowing the tax laws in other states is the responsibility of the vendor.

6. Assignments of contracts

No assignment of contract may be made without the prior written approval of TCPN. Payment can only be made to the awarded Vendor.

Vendor is required to notify TCPN when any material change in operations that may adversely affect TCPN's members, whether perceived or actual, i.e. bankruptcy, change of ownership, merger, etc.

7. Disclosures

Vendor affirms that he/she has not given, offered to give, nor intends to give at any time hereafter any economic opportunity, future employment, gift, loan, gratuity, special discount, trip, favor or service to a public servant in connection with this contract.

Vendor shall attach, in writing, a complete description of any and all relationships that might be considered a conflict of interest in doing business with participants in TCPN.

The vendor affirms that, to the best of his/her knowledge, the offer has been arrived at independently, and is submitted without collusion with anyone to obtain information or gain any favoritism that would in any way limit competition or give an unfair advantage over other vendors in the award of this contract.

Bidder must comply with the following conflict of interest procedures – local government code Chapter 176 – Disclosure of certain relationships with local government officers, providing public access to certain information.

8. Renewal of Contracts

Unless otherwise stated, all contracts are for a period of one (1) year with an option to renew annually for an additional four (4) years if agreed to by TCPN and the awarded Vendor. Vendors shall honor the administrative fee for any sales made based on a TCPN contract whether the Vendor is awarded a renewal or not.

9. Funding out clause.

Any/all contracts exceeding one (1) year shall include a standard "funding out" clause. A contract for the acquisition, including lease, of real or personal property is a commitment of the Entity's current revenue only, provided the contract contains either or both of the following provisions:

Retains to the Entity the continuing right to terminate the contract at the expiration of each budget period during the term of the contract and is conditioned on a best efforts attempt by the Entity to obtain appropriate funds for payment of the contract.

10. Ordering Procedures

Purchase orders are issued by participating agencies to the Vendor per TCPN contract. Participating agencies must send purchase orders to TCPN, unless otherwise stipulated by TCPN. TCPN will review and forward orders to the Vendor within one working day. Confirmation of receipt of order may be requested by TCPN.

11. Shipments (if applicable)

The Vendor shall ship ordered products within 2 days (48 hours) after the receipt of the order unless modified in the Special Terms and Conditions. If a product cannot be shipped within that time, the Vendor shall notify TCPN as to why the product has not shipped and shall provide an estimated shipping date, if applicable. The participant may cancel the order if estimated shipping time is not acceptable.

12. Invoices

The Vendor shall submit invoices, in duplicate, to the TCPN participant. Each invoice shall include the TCPN participant's purchase order number. The shipment tracking number or pertinent information for verification of TCPN participant receipt shall be made available upon request. The Vendor shall not invoice for partial shipments unless agreed to in writing in advance by TCPN and the TCPN participant.

13. Monthly Reporting

The vendor shall electronically provide TCPN with a detailed monthly report showing the dollar volume of all sales under the contract for the previous month period. Reports shall be submitted to Lorraine Vuong at lvuong@tcpn.org. Reports are due on the fifteenth (15th) day after the close of the previous month period. It is the responsibility of the vendor to collect and compile all sales under the contract from participating members and submit one (1) monthly report. The monthly report shall include: purchase order number, member name, city/town, sales total and date.

14. Payments

The TCPN participant will make payments directly to the Vendor.

15. Pricing

The Vendor agrees to provide pricing to TCPN and its participating governmental agencies that are the lowest pricing available to similar customers and the pricing shall remain so throughout the duration of the contract. The Vendor agrees to promptly lower the cost of any product purchased through TCPN following a reduction in the manufacturer or publisher's direct cost to the Vendor. Price increases will be honored. However, the Vendor shall honor previous prices for thirty (30) days after written notification to TCPN of an increase.

All pricing submitted to TCPN shall include the two percent (2%) participation fee to be remitted to TCPN by the Vendor. It is the vendor's responsibility to keep all pricing up to date and on file at TCPN. All price changes shall be presented to TCPN using the same format as was accepted in the original proposal.

16. Administrative Fees

TCPN will invoice the Vendor on a monthly basis for the administrative participation fee. The invoice will be based on total sales made through the TCPN contract with the Vendor. The Vendor shall remit payment to TCPN at net thirty (30) day terms. Some contracts have different variations on this condition (see vendor questionnaire for more information on this).

17. Indemnity

The Vendor shall protect, indemnify, and hold harmless TCPN and its participants, administrators, employees and agents against all claims, damages, losses and expenses arising out of or resulting from the actions of the Vendor, Vendor employees or Vendor subcontractors in the preparation of the RFP and the later execution of the contract. Any litigation involving Region 4, TCPN, its administrators and employees and agents will be in Harris County, Texas. Any litigation involving TCPN's participants shall be in the jurisdiction of the participating agency.

18. Multiple Contract Awards (if applicable)

TCPN reserves the right to award multiple contracts for each commodity category. Commodity categories are established at the discretion of TCPN.

19. State of Texas Franchise Tax

By signature hereon, the bidder hereby certifies that he/she is not currently delinquent in the payment of any franchise taxes owed the State of Texas under Chapter 171, Tax Code.

20. New Technology and Products

New products that meet the scope of work may be added to the existing contract. Pricing shall be equivalent to the percentage discount of other products. Vendor may replace or add product lines to an existing contract if the line is replacing or supplementing products on contract, is superior to the original products offered, is discounted in a similar or to a greater degree and/or if the products meet the requirements of the original solicitation. No products may be added to avoid competitive procurement procedures. TCPN may reject any additions, without cause.

21. Promotion of Contract (Marketing Plan)

Vendor shall provide to TCPN a marketing plan for promoting the TCPN contract. This plan shall cover all areas and states applicable. Vendor shall demonstrate how the TCPN contract will be used as a primary contract offering to participating agencies. Encouraging participating agencies to circumvent the contract by purchasing directly from Vendor will result in probation or termination of contract.

Vendor must obtain prior approval from TCPN before utilizing promotional material utilizing TCPN name or logo. TCPN will not unduly withhold such approval.

22. Website Support

Vendor agrees to allow TCPN to publish their name and logo in our website.

23. Supplemental Agreements

The TCPN participant and Vendor may enter into a separate supplemental agreement to further define the level of service requirements over and above the minimum defined in this Agreement i.e. invoice requirements, ordering requirements, on campus service, specialized delivery, etc. Any supplemental agreement developed as a result of this RFP is exclusively between the TCPN participant and Vendor. TCPN, its agents, members and employees shall not be made party to any claim for breach of such agreement. Any supplemental agreement between Vendor and the TCPN participant is exclusively between the TCPN participant and the Vendor and will be subject to immediate cancellation by the TCPN participant (without penalty to the TCPN participant) if, in the opinion of the TCPN participant, the quality, service, and specification requirements, and/or the terms and conditions are not maintained as stated in the supplemental agreement.

24. Miscellaneous

The Vendor acknowledges and agrees that continued participation in TCPN is subject to TCPN's sole discretion, and that any Vendor may be removed from the participation in the Program at any time with or without cause.

Nothing in the contract or in any other communication between TCPN and the Vendor may be construed as a guarantee that TCPN participants will submit any orders at any time. TCPN reserves the right to request additional proposals for items already on contract at any time.

SCOPE OF REQUEST FOR PROPOSAL (RFP)

The Federal Communications Commission (FCC) adopted rules on May 7, 1997 as required by the Telecommunications Act of 1996 that provide discounts for telecommunication products and services for K-12 schools and libraries. The rules were incorporated into the FCC's Universal Service Order (CC Docket No. 96-45). The Order acts to ensure that eligible schools and libraries have affordable access to modern telecommunication services, internal connections and the Internet. This Universal Service discount program is also called "E-Rate" in the schools and libraries community. See <http://www.universalservice.org/sl/> for more information about the program.

Under the Universal Service program, schools are eligible for discounts on eligible services. To be eligible, schools must follow procedures established by FCC and the Schools and Libraries Division (SLD) of the Universal Service Administrative Company (USAC), which oversees the Universal Service provisions of the Telecommunications Act of 1996. The Schools and Libraries Program reimburses telecommunications, Internet access, and internal connections providers for discounts on eligible services provided to schools and libraries. While schools and libraries apply for these discounts, USAC works in conjunction with service providers to make sure these discounts are passed on to program participants.

It is the intention of TCPN to establish an annual contract with high performance vendor(s) for **Telecommunications Services, Internet Access, Internal Connections, and Basic Maintenance of Internal Connections Eligible for E-Rate**. Vendor(s) shall, at the request of any member institution, perform covered services under the terms of this agreement. These services include but are not limited to: Telecommunications Services, Internet Access, Internet Connections and Basic Maintenance of Internal Connection. Each service proposed is to be priced separately with all ineligible items identified. Services may be awarded to multiple vendors. Respondents may elect to limit their proposals to a single service within any category, or multiple services within any or all categories.

For school districts the technology infusion should result in significantly improved student achievement, and improved administrative practices in support of teaching and learning. The participating agencies wish to enter into a long-term relationship with a technology provider for the purpose of implementing, refining and supporting a state-of-the-art technology infrastructure that will provide world-class technology to the staff and/or students of the agency or district. The selected provider will coordinate and collaborate with the administration, obtaining specific approval, when and as necessary.

TCPN is seeking a Service Provider that has the depth, breadth and quality of resources necessary to complete all phases of a broad technology and services project. In addition, the timely availability of these resources and related support elements will be critical to project success.

This is a new contract for TCPN. While a firm estimate cannot be provided, it is anticipated that first year purchase volume may exceed \$12,000,000. TCPN anticipates that purchase volume for succeeding years of the contract will increase.

CDW•G Clarifications and Exceptions to Vendor Contract

CDW•G has proposed clarifications and alternative language to some of the provisions for TCPN to review. We deem this as 'proposed language' and ask that it be open for negotiation between our two parties upon award of this agreement.

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~~Pricing: Unlike fixed pricing the awarded vendor(s) can adjust submitted pricing lower if needed for larger member entities but, can not exceed original pricing submitted for proposal. Vendor must also allow for lower pricing to be available for similar sized entities if extended.~~

CDW•G prefers the following alternative language for this section:

Subject to applicable law and competitive market considerations, Vendor represents that it will use reasonable commercial efforts to offer prices for products in this Contract that are competitive with the prices offered by Vendor to other similarly situated customers under the same terms and conditions for purchase of a comparable volume of the same products from Vendor. Pricing is being extended to the states as checked on the Vendor Profile Questionnaire.

Section 2 (Warranty Conditions)

All supplies, equipment and services shall include manufacturer's minimum standard warranty and one (1) year labor warranty unless otherwise agreed to in writing. Vendor shall be an authorized dealer, distributor or manufacturer for all products. All equipment proposed shall be new unless clearly stated in writing.

CDW•G offers the following additional language for the Contract:

TCPN understands that Vendor is not the manufacturer of the goods purchased by TCPN hereunder and the only warranties offered are those of the manufacturer, not Vendor. To the extent assignable, Vendor assigns to TCPN any warranties received by Vendor from the applicable manufacturer of the goods. VENDOR HEREBY EXPRESSLY DISCLAIMS ALL WARRANTIES EITHER EXPRESS OR IMPLIED, RELATED TO GOODS SOLD INCLUDING, WITHOUT LIMITATION, ANY WARRANTY OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE, OR WARRANTY OF NON-INFRINGEMENT. THIS DISCLAIMER DOES NOT AFFECT THE TERMS OF THE MANUFACTURER'S WARRANTY, IF ANY.

Section 3 (Customer support)

The Vendor shall provide timely and accurate technical advice and sales support to TCPN staff and TCPN participants. The Vendor shall respond to such requests within one (1) working day after receipt of the request. The Vendor shall provide free training to TCPN staff regarding products and services supplied by the Vendor if required.

CDW•G offers the following clarification for the Contract:

CDW•G will include the training that is described by Vendor in this proposal. Any additional training may incur additional charges and can be discussed upon award.

Section 4 (Contracts)

~~All contracts and agreements between a Vendor and a TCPN participant shall strictly adhere to the statutes that are set forth in the Uniform Commercial Code as most recently revised and adopted by the state in which the transaction occurs.~~

~~Contracts for purchase will normally be put into effect by means of a purchase order(s) executed by authorized agents of the participating government agencies.~~

CDW•G offers the following clarification for the Contract:

As the awarded Contract will be with TCPN, CDW•G prefers that the laws of the State of Texas govern over all transactions under this Contract.

Section 5 (Taxes)

~~All Texas government agencies participating in TCPN are exempt from payment of taxes under Chapter 20, Title 122A of the Revised Civil Statutes of Texas, for the purchase of tangible personal property. Laws of other states shall apply within those states.~~

Arizona tax requirements

~~Payment of Taxes by the School District/Public Entity. The School District/public entity will pay only the rate and/or amount of taxes identified in the Offer and in any resulting Contract.~~

~~State and Local Transaction Privilege Taxes. The School District/public entity is subject to all applicable state and local transaction privilege taxes. Transaction privilege taxes apply to the sales and are the responsibility of the seller to remit. Failure to remit taxes from the buyer does not relieve the seller from its obligation to remit taxes.~~

~~Tax Indemnification. Contractor and all Subcontractors shall pay all Federal, state, and local taxes applicable to its operation and any persons employed by the Contractor. Contractor shall, and require all Subcontractors to hold the School District/public entity harmless from any responsibility for taxes damages~~

~~and interest. If applicable, contributions required under Federal, and/or state and local laws and regulations and any other costs including transaction privilege taxes, unemployment Compensation insurance, Social Security and Worker's Compensation.~~

~~IRS W-9. In order to receive payment under any resulting Contract, Contractor shall have a current I.R.S. W-9 Form on file with the School District/public entity. (This is required for any public agency in Arizona.~~

~~Knowing the tax laws in other states is the responsibility of the vendor.~~

CDW•G requests the following tax language to take precedence in the Contract:

The School District/public entity will pay the taxes identified on Vendor's invoice unless the School District/public entity can provide an exemption certificate. Further, Vendor can agree to indemnify the School District only for taxes regarding unemployment compensation insurance, social security and worker's compensation for itself and its Subcontractors.

Section 6 (Assignment of Contracts)

~~No assignment of contract may be made without the prior written approval of TCPN. Payment can only be made to the awarded Vendor.~~

~~Vendor is required to notify TCPN when any material change in operations that may adversely affect TCPN's members, whether perceived or actual, i.e. bankruptcy, change of ownership, merger, etc.~~

CDW•G prefers the following alternative language for this section:

Neither party may assign this Contract without the prior written consent of the other party, and any purported assignment without such consent shall be void. This approval requirement shall not apply to the assignment to any successor corporation in the event of a merger or consolidation. Notwithstanding the foregoing, Vendor shall have the right without consent to assign or subcontract any or all of its rights and obligations under this Contract to any of its affiliates. Subject to the foregoing, this Contract shall be binding upon and inure to the benefit of the parties' successors in interest.

Section 11 (Shipments)

The Vendor shall ship ordered products within 5 days after the receipt of the order unless modified in the Special Terms and Conditions. If a product cannot be shipped within that time, the Vendor shall notify TCPN as to why the product has not shipped and shall provide an estimated shipping date, if applicable. The participant may cancel the order if estimated shipping time is not acceptable.

CDW•G offers the following clarification for the Contract:

In regard to shipment times, CDW•G will make commercially reasonable efforts to ship ordered products that are in stock within 5 business days if all E-Rate program requirements have been met.

Section 12 (Invoices)

The Vendor shall submit invoices, ~~in duplicate~~, to the TCPN participant. Each invoice shall include the TCPN participant's purchase order number. The shipment tracking number or pertinent information for verification of TCPN participant receipt shall be made available upon request. The Vendor shall not invoice for partial shipments unless agreed to in writing in advance by TCPN and the TCPN participant.

CDW•G offers the following clarification for the Contract:

CDW•G systems will only generate 1 original invoice. Additional invoice copies may be printed from the extranet or a CDW•G account manager can mail/fax a backup upon request.

Section 15 (Pricing)

~~The Vendor agrees to provide pricing to TCPN and its participating governmental agencies that are the lowest pricing available to similar customers and the pricing shall remain so throughout the duration of the contract.~~ Price increases will be honored.

All pricing submitted to TCPN shall include the two percent (2%) participation fee to be remitted to TCPN by the Vendor. It is the vendor's responsibility to keep all pricing up to date and on file at TCPN. All price changes shall be presented to TCPN using the same format as was accepted in the original proposal.

With regard to the first sentence, CDW•G can offer the following alternative language:

Subject to applicable law and competitive market considerations, Vendor represents that it will use reasonable commercial efforts to offer prices for products in this Contract that are competitive with the prices offered by Vendor to other similarly situated customers under the same terms and conditions for purchase of a comparable volume of the same products from Vendor.

Section 16 (Administrative Fees)

TCPN will invoice the Vendor on a monthly basis for the administrative participation fee. The invoice will be based on total sales made through the TCPN contract with the Vendor. The Vendor shall remit payment to TCPN at net thirty (30) day terms. Some contracts have different variations on this condition (see vendor questionnaire for more information on this).

CDW•G offers the following clarification for the Contract:

CDW•G will pay the Vendor fees on a monthly basis based on the total sales minus taxes and returns.

Section 17 (Indemnity)

~~The Vendor shall protect, indemnify, and hold harmless TCPN and its participants, administrators, employees and agents against all claims, damages, losses and expenses arising out of or resulting from the actions of the Vendor, Vendor employees or Vendor subcontractors in the preparation of the RFP and the later execution of the contract. Any litigation involving Region 4, TCPN, its administrators and employees and agents will be in Harris County, Texas. Any litigation involving TCPN's participants shall be in the jurisdiction of the participating agency.~~

CDW•G can offer the following alternative indemnification language:

The Vendor agrees to indemnify, defend and hold harmless TCPN including, its officers, agents and employees from any final judgments, including attorneys' fees, for personal injury or death arising from or caused by the gross negligence or willful misconduct of the Vendor related to its performance hereunder, provided that such liability is not attributable to TCPN's negligence.

Section 24 (Miscellaneous)

The Vendor acknowledges and agrees that continued participation in TCPN is subject to TCPN's sole discretion, and that any Vendor may be removed from the participation in the Program at any time with or without cause.

Nothing in the contract or in any other communication between TCPN and the Vendor may be construed as a guarantee that TCPN participants will submit any orders at any time. TCPN reserves the right to request additional proposals for items already on contract at any time.

CDW•G offers the following clarification for the Contract:

CDW•G requests 30 days to cure any default before the Contract may be terminated for cause. CDW•G also requests to be notified prior to the Contract being terminated with or without cause.

Additional Sections

CDW•G wishes to request the addition of the following two provisions to the Contract:

Limitation of Liability: VENDOR SHALL NOT BE LIABLE FOR LOST PROFITS, LOSS OF BUSINESS OR OTHER CONSEQUENTIAL, SPECIAL, INDIRECT OR PUNITIVE DAMAGES, EVEN IF ADVISED OF THE POSSIBILITY OF SUCH DAMAGES, OR FOR ANY CLAIM BY ANY THIRD PARTY. VENDOR WILL NOT BE LIABLE OR RESPONSIBLE FOR ANY AMOUNT OF DAMAGES IN EXCESS OF THE LESSER OF: (i) THE DOLLAR AMOUNT PAID BY ANY PURCHASER FOR THE PRODUCT(S) OR SERVICE(S) GIVING RISE TO THE CLAIM; OR (ii) \$50,000.00.

Force Majeure: Vendor will not be responsible for any delays in delivery which result from any circumstances beyond its control, including without limitation, product unavailability, carrier delays, delays due to fire, severe weather conditions, failure of power, labor problems, acts of war, terrorism, general insurrection, acts of God or acts of any government agency.

SIGNATURE FORM

The undersigned hereby proposes and agrees to furnish goods and/or services in strict compliance with the terms, specifications and conditions at the prices quoted unless noted in writing. The undersigned further certifies that he or she is an authorized agent of the company and has authority to negotiate and contract for the company named below.

If addenda to this RFP are released, indicate the receipt of addenda by entering the number of addenda here: 1

Prices are guaranteed for 30 days

Company name CDW Government, Inc.
Address 230 N. Milwaukee Ave.
City/State/Zip Vernon Hills, IL 60061
Telephone No. 800-808-4239
Fax No. 847-419-6200
E-mail address mauroco@cdwg.com
Authorized signature *Maureen O'Connell*
Printed name Maureen O'Connell
Position with company Deputy Program Sales Manager
Sales representative's name Marissa Gibbs, Account Manager
Web site URL www.cdwg.com

Accepted by The Cooperative Purchasing Network:

Term of contract 10-2-06 to 9-30-07

Unless otherwise stated, all contracts are for a period of one (1) year with an option to renew annually for an additional four (4) years if agreed to by TCPN and the awarded Vendor. Vendors shall honor full participation fees for any sales made based on a TCPN contract whether the Vendor is awarded a renewal or not.

Matthew Mackel
TCPN Authorized Signature
Matthew Mackel
Print Name

10-2-06
Date

Approved by Region 4 ESC by Robert A. Pechacek
Approved by Mary C. Obrien
Accommodation School District by _____

10-2-06
Date
Date

TCPN Contract No. R4713

Date 9/18/2007

Ref: RFP No. 07-03

To Whom It May Concern:

This document is to certify that Maureen O'Connell, Deputy Program Sales Manager, is the authorized representative of CDW Government, Inc. to sign this bid. Please accept this document as validation that Maureen O'Connell can execute this bid on behalf of the corporation.

Sincerely,



James R. Shanks
Executive Vice President

Sincerely,



Christina V. Rother
Group Vice President, CDWG



Tab 2

Vendor Profile Questionnaire



VENDOR PROFILE QUESTIONNAIRE

Please provide responses to the following questions that address your company's operations, organization, structure and processes for providing products and services.

1. a. Minority/Women Business Enterprise (Required by some participating governmental agencies)

Vendor certifies that this firm is a M/WBE Yes No

b. Historically Underutilized Businesses (Required by some participating governmental agencies)

Vendor certifies that his firm is a HUB Yes No

2. Certification of Residency (Required by the State of Texas)

Company submitting bid is a resident bidder. Yes No

Vendor's principal place of business is in the city of Vernon Hills State of Illinois

3. Felony Conviction Notice (Required by the State of Texas)

A publicly held corporation; therefore, this reporting requirement is not applicable.

Is not owned or operated by anyone who has been convicted of a felony.

Is owned or operated by the following individual(s) who has/have been convicted of a felony: (If the

If the 3rd box is checked, a detailed explanation of the names and convictions must be attached.)

4. Pricing Information

- In addition to the current typical unit pricing furnished herein, the Vendor agrees to offer all future product introductions at prices that are proportionate to Dealer Pricing. Yes No

If answer is no, attach a statement detailing how pricing for TCPN participants would be calculated.

- Pricing submitted includes the required TCPN administrative fee. Yes No
- Vendor agrees to remit to TCPN the required administrative fee. Yes No
- Additional discounts for purchase of a guaranteed quantity? Yes No

5. Processing Information

Company billing address where the invoice for the administrative fee will be sent by TCPN:

Contact Person Mark Ellis
Title: Program Manager
Company: CDW Government Inc.
Address: 230 N. Milwaukee Ave.
City Vernon Hills State Illinois Zip 60061
Phone: 312-705-3387 Fax: 312-705-8687
Email: markeli@cdwg.com

6. Contact person responsible for **processing and confirming all purchase orders** (PO's) sent by TCPN:

Contact Person Mark Ellis
Title Program Manager
Address: 230 N. Milwaukee Ave.
City Vernon Hills State Illinois Zip 60061
Phone: 312-705-3387 Fax: 312-705-8687
Email: markeli@cdwg.com

7. **States Covered**

Bidder must indicate any state(s) where terms and conditions can be offered.

- | | |
|---|--|
| <input checked="" type="checkbox"/> Arizona | <input type="checkbox"/> Montana |
| <input checked="" type="checkbox"/> Arkansas | <input type="checkbox"/> Nebraska |
| <input type="checkbox"/> Alabama | <input checked="" type="checkbox"/> Nevada |
| <input type="checkbox"/> Alaska | <input type="checkbox"/> New Hampshire |
| <input type="checkbox"/> California | <input type="checkbox"/> New Jersey |
| <input type="checkbox"/> Colorado | <input checked="" type="checkbox"/> New Mexico |
| <input type="checkbox"/> Connecticut | <input type="checkbox"/> New York |
| <input type="checkbox"/> Delaware | <input type="checkbox"/> North Carolina |
| <input type="checkbox"/> District of Columbia | <input type="checkbox"/> North Dakota |
| <input checked="" type="checkbox"/> Florida | <input type="checkbox"/> Ohio |
| <input type="checkbox"/> Georgia | <input checked="" type="checkbox"/> Oklahoma |
| <input type="checkbox"/> Hawaii | <input type="checkbox"/> Oregon |
| <input type="checkbox"/> Idaho | <input type="checkbox"/> Pennsylvania |
| <input type="checkbox"/> Illinois | <input type="checkbox"/> Rhode Island |
| <input type="checkbox"/> Indiana | <input type="checkbox"/> South Carolina |
| <input type="checkbox"/> Iowa | <input type="checkbox"/> South Dakota |
| <input type="checkbox"/> Kansas | <input checked="" type="checkbox"/> Tennessee |
| <input type="checkbox"/> Kentucky | <input checked="" type="checkbox"/> Texas |
| <input checked="" type="checkbox"/> Louisiana | <input type="checkbox"/> Utah |
| <input type="checkbox"/> Maine | <input type="checkbox"/> Vermont |
| <input type="checkbox"/> Maryland | <input type="checkbox"/> Virginia |
| <input type="checkbox"/> Massachusetts | <input type="checkbox"/> Washington |
| <input type="checkbox"/> Michigan | <input type="checkbox"/> West Virginia |
| <input type="checkbox"/> Minnesota | <input type="checkbox"/> Wisconsin |

Mississippi
 Missouri

Wyoming

8. Cooperatives

List any other cooperative contracts currently held.

Cooperative	Discount Offered	Expires
<input checked="" type="checkbox"/> Buyboard – Texas Local Gov't Purchasing Cooperative - Texas	1-10% off advertised	11/2007
<input checked="" type="checkbox"/> Mohave Educational Services Cooperative (MESC) - Arizona	2-7% off advertised	8/2008
<input checked="" type="checkbox"/> Cooperative Educational Services (CES) – New Mexico	5-15% off advertised	2/2008
<input checked="" type="checkbox"/> Texas Bldg and Procurement Commission (TBPC) TXMAS	GSA Schedule	7/2009
<input checked="" type="checkbox"/> Department of Information Resources (DIR) - Texas	manf. % off MSRP	8/2008
<input type="checkbox"/> Western States Contracting Alliance (WSCA)		
<input type="checkbox"/> U S Communities		
<input type="checkbox"/> Independent Colleges and Universities of Texas (ICUT)		
<input type="checkbox"/> Educational & Institutional Cooperative Services, Inc. (E&I)		
<input checked="" type="checkbox"/> Other TIPS/TAPS	3-15% off advertised	1/2009
<input type="checkbox"/> None		

Company Background We have answered these questions under Tab 3.

1. Provide a brief history of your company, including the year it was established.
2. Provide company's official registered name.
3. Provide your company's corporate organizational chart.
4. Provide corporate office location. List number of sales and service offices for state(s) being bid in proposal. List the name of key contact at each with title, address, phone and fax number, e-mail address, etc. along with resume.
5. If you are a certified W/MBE vendor and what percentage of your business is with W/MBE suppliers.
6. Provide your company's Dun & Bradstreet (D&B) number.
7. Please define your standard terms of payment.



Tab 3

Company Profile



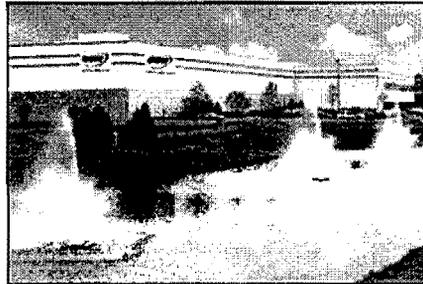
Company Background

1. Provide a brief history of your company, including the year it was established.

CDW Government, Inc. (CDW•G), was created in 1998 as a wholly owned subsidiary of CDW Corporation (incorporated in 1984), to focus the company's efforts in the public and academic sectors. Our company uses focused sales teams, including face-to-face selling, inside sales support and contract management specialists to meet the needs of our fastest growing customer segment.

CDW•G is:

- A wholly owned subsidiary of CDW Corporation
- Focuses on federal, state and local government, education and healthcare
- Incorporated in September 1998
- ISO 9001:2000 certified
- D&B 5A1 credit rated
- Top 50 E-Rate service providers nationwide



CDW•G headquarters

CDW•G offers a vast selection of hardware, software, and service offerings through alliances with leading technology companies such as Cisco, Symantec, Adobe, Hewlett-Packard, IBM, Lenovo, Microsoft and Toshiba.

A focus on high-quality ongoing customer support tailored to meet the unique needs of educational, government, and healthcare organizations sets CDW•G apart from the competition. Just some of the services we provide and offer our customers are one-on-one relationships with highly trained, knowledgeable Account Managers, custom configurations, asset tagging, imaging, leasing options, custom on-site services, next day shipping, and online purchasing and tracking through your customizable Extranet website. All this is backed by toll free phone and online technical support.

In addition to our wide product selection, competitive pricing and superior service, CDW•G's knowledge of the full range of government procurement vehicles and our experience with TCPN through our existing contracts creates a buying experience for TCPN customers that is seamless.

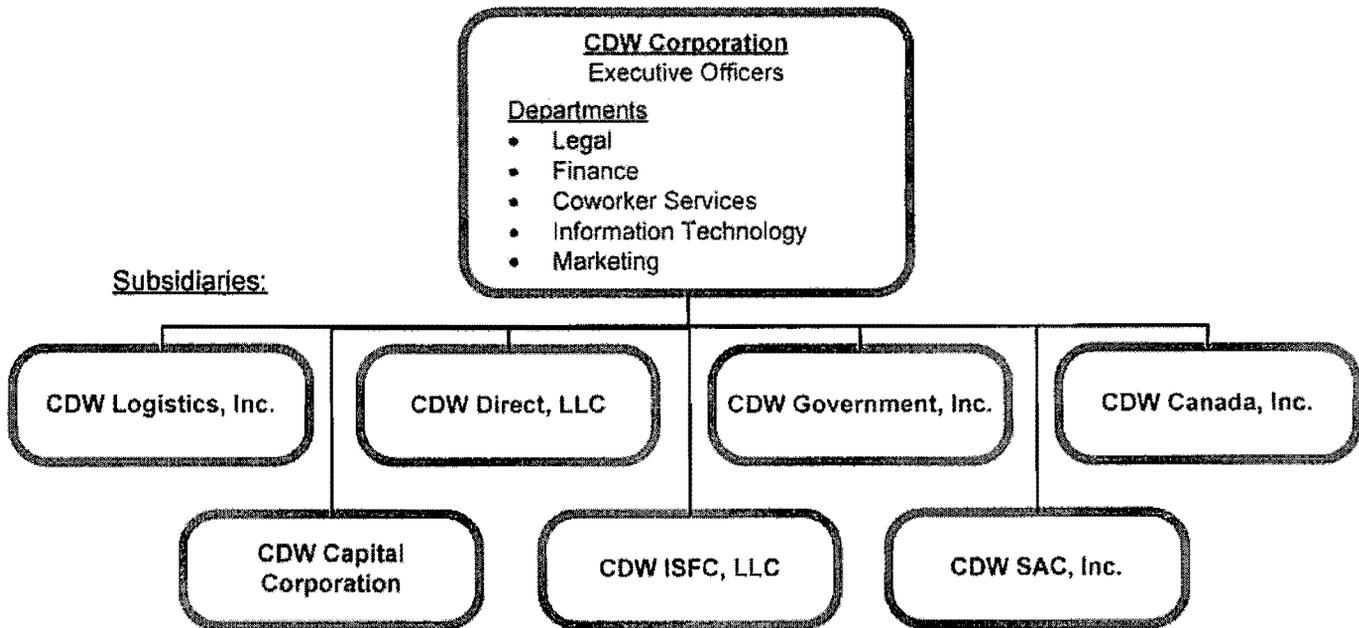
CDW•G has extensive experience and training in the E-Rate system and currently supports many education customers in the E-Rate process. CDW•G has been active in the USAC E-Rate program since its inception in 1998. As one of the **top 50 service providers of funding for E-Rate Internal Connections nationwide**, CDW•G can support TCPN members in their E-Rate purchases on this contract. In 2007, we had over 590 requests from customers to provide E-Rate products. CDW•G's most active states for E-Rate purchases include Texas, Colorado, Illinois and California.

2. Provide company's official registered name.

CDW Government, Inc. (CDW•G) is the official registered name of the subsidiary to CDW Corporation, and sells only to federal, state, and local governments, as well as educational institutions and health care organizations and affiliates.

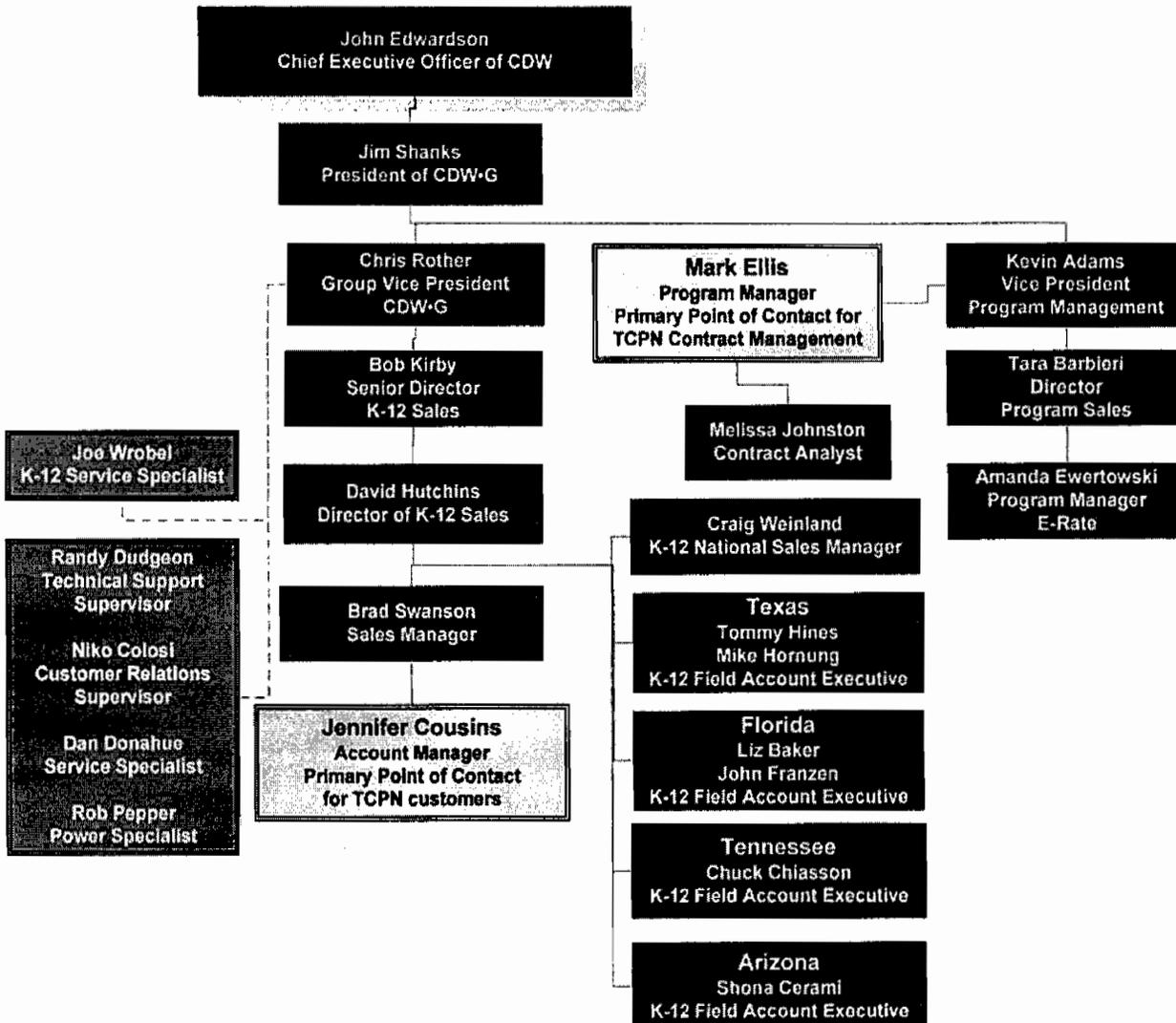
3. Provide your company's corporate organizational chart.

CDW Corporate Structure





CDW•G's TCPN Account and Contract Management Organization Chart



4. Provide corporate office location. List number of sales and service offices for state(s) being bid in proposal. List the name of key contact at each with title, address, phone and fax number, e-mail address, etc. along with resume.

CDW•G corporate office location:

230 N. Milwaukee Avenue
Vernon Hills, IL 60061

CDW•G currently has the following field sales offices in Texas, Arizona, Florida and Tennessee:

Texas

Tommy Hines

Field Account Executive-K-12
1304 Wilson Heights Dr.
Austin, TX 78746-6326
Phone: 800-336-4310
Email: thines@cdwg.com

Mike Hornung

Field Account Executive-K-12
1909 Mustang Trail
Frisco, TX 75034
Phone: 800-975-7754
Email: mike.hornung@cdwg.com

Arizona

Shona Cerami

Field Account Executive-K-12
4541 E Michigan Ave
Phoenix, AZ 85032
Phone: 866-663-2394
Email: shonwil@cdwg.com

Florida

Liz Baker

21702 Mims Way
Lutz, FL 33549
Phone: 866-657-2394
Email: lbaker@cdwg.com

John Franzen

1353 Holly Heights Dr. #1
Fort Lauderdale, FL, 33304
Phone: 866-549-2394
Email: johnfra@cdwg.com

Tennessee

Chuck Chiasson

4942 Day Lily Way NW
Acworth, GA 30102
Phone: 877-371-2394
Email: cchiasson@cdw.com



Tommy Hines
K-12 Field Account Executive
CDW•G Inc.
Austin, Texas

Employment History

CDW•G

June 2005 through Present

- Work with Account Managers to provide premiere service to key K-12 education institutions in the Texas region
- Engage key customer contacts for trainings, project meetings, etc.
- Work with local manufacturer representatives to offer product demonstrations, coordinate special pricing, and provide service escalation path for any customer issues

Education

Graduate of the University of Texas

Industry Experience

12 years of technology sales
6+ years selling to the education vertical
7+ years at Dell, Inc.



Mike Hornung
K-12 Field Account Executive
CDW•G Inc.
Dallas, Texas

Professional Profile

Mike Hornung is the Field Account Executive for the K-12 Segment in Texas. He is responsible for all customer facing activities in the Dallas area as well as engagements with CDW•G's vendor partners. He works closely with the inside sales team at CDW•G, manufacturer partners and service partners to insure that the technology objectives of our K-12 customers is met.

Prior to joining CDW•G in 2003, Mike was the President of Elazar Computers, a local computer reseller in the Boston area that serviced education, small business and corporate customers.

Employment History

CDW•G	April 2003 through Present
Elazar Computers	January 1993 through March 2003

Education

Bachelor of Science degree in finance from Boston College

Credentials

Certified Cisco Sales Expert
Certified HP ProCurve Professional

Recent Success Stories

Mike was an instrumental part of the team that worked on the Massachusetts ITC16 contract proposal that was awarded to CDW•G.



Shona Cerami
K-12 Field Account Executive
CDW•G Inc.
Phoenix, AZ

Employment History

CDW•G

June 2000 through Present

CDW•G Affiliations

Graduate of CDW University
11 Time Million Dollar Sales Club member for sales achieved in one-month period.
7 Time Profit Club member for profit achieved in one-month period.
CDW•G Mentor to newly hired education account managers.
Senior Account Manager and Street Leader
President's Achievement Club, 2001, 2003

CDW•G Certifications

Server I and II
Network I and II
Microsoft Select
Microsoft Open and Academic License
Volume Software Licensing
Leasing

These designations indicate attendance at rigorous training sessions and passing of exams in order to serve as a consultant to educational customers for their higher level computing needs.

Bradley F. Swanson
K-12 Sales Manager

Education

Illinois State University **1990-1993**
Bachelor of Science—Finance

Work Experience

CDW•G **1997-Present**

Government Sales Manager **March 2002-Present**

- Responsible for leading a team of Sales Account Managers and developing their skill sets to assist them in becoming better sales people along with developing future leaders of the company
- Managed teams of 18-30 account managers
- Focused on K-12 Sales into the Gulf Coast and Southeast Regions
- First K-12 Sales manager to exceed \$100 Million in Revenue for a given year

Sales Manager in Training **Oct 2001–March 2002**

- Trained and developed Account Managers in CDW University while working close with the Sales Training and Recruiting Departments
- Presented regularly to large training classes
- Prepared and developed one-on-one and group trainings to prepare them to become Account Managers
- Presented to groups of college students at Midwest Colleges on recruiting trips
- Participated in Lead Management Courses to enhance management skills

Government Sales Account Manager **Oct 1997-Oct 2001**

- Cold-called perspective customers to build account base as part of the State/Local Government and Education division
- Exceeded 100% of Sales and Profit goal for 12 consecutive months and 20 out of 24 months in sales
- Awarded with the President's Achievement for Excellence – Platinum in 2000 and 2001
- Assisted in the development of new Account Managers as part of the Team Leader Program

Trainings, Certifications and Awards

- President's Achievement of Excellence—2000
- Kellogg School of Management—Energizing People for Performance



Mark Ellis
Program Manager

Employment History

CDW Government, Inc. 2001 - Present

Professional Profile

CDW•G Program Manager March 2005 - Present

- Ensure and document compliance.
- Educate and assist sales department with contract terms and deliverables.
- Analyze success of the program and make recommendations for cure or improvement: including add/drop of products, expand offering, etc.

CDW•G Bid Analyst/Proposal Specialist Nov. 2002 – March 2005

- Prepared complete proposal responses, considering ROI of participating in certain programs and identifying potential exposures.
- Aided in the management of contract awards for proposals each has prepared and transition responsibilities smoothly to PM.
- Researched contracting vehicles in the same territory of coverage and advise as to CDW•G's suggested level of participation in these programs.

CDW•G Account Manager Oct. 2001 – Nov. 2002

Education

Graduate of Indiana University

Amanda Ewertowski

Program Manager

Professional Profile

Amanda Ewertowski is the Program Manager for all K-12 contract. The management and maintenance of existing contract vehicles.

- Ensure and document compliance.
- Educate and assist sales department with contract terms and deliverables.
- Analyze success of the program and make recommendations for cure or improvement: including add/drop of products, expand offering, etc.
- Program Management for all Laptop Programs

Employment History

CDW•G
Texas Engineering Extension Service
Interceramic USA

March 2000 to present
September 1998 through January 2000
August 1996 through August 1998

Education

BS Degree- Texas A&M University

Credentials

National Contract Management Association, Chicago Chapter Secretary

5. If you are a certified W/MBE vendor and what percentage of your business is with W/MBE suppliers.

CDW•G is not a certified W/MBE vendor, however as part of CDW•G Tier 2 Supplier Diversity Program, we typically spend over \$25 million per year with socially and economically disadvantaged businesses, as well as utilizing disadvantaged businesses for subcontracting partnerships on various opportunities. An actual percentage is very difficult to capture, but our efforts to promote these companies is not. Please see below for additional information on the Small Business Consortium we have created to help our customers meet disadvantage business requirements, as well as allow these business more opportunities.

Small Business Consortium

CDW•G created the Small Business Partner Consortium. Powered by CDW•G's extensive service and delivery capabilities, the Consortium is a select group of quality companies whose capabilities compliment CDW•G's offerings. Through CDW•G, our customers can work with these companies to fulfill their IT purchasing requirements and their small business contracting goals. For additional information on how we solicit small business as partners, please visit our site at www.cdwg.com/smallbizrfp.

CDW•G selects partners that meet state and/or local government's requirements on many different socio-economic levels, allowing agencies the ability to select the appropriate small business partner to suit their needs. Each of these partners is committed to demonstrating a high level of service—a level in which our customers have grown to be accustomed—and expect from CDW•G and its industry partners..

Finally, regarding indirect participation of these W/MBE firms, we utilize disadvantaged businesses for various products and/or services necessary to run our business in our day-to-day activities; businesses that are recognized as qualified W/MBE in their respective jurisdictions.

6. Provide your company's Dun & Bradstreet (D&B) number.

CDW Corporation's Dun & Bradstreet number is 10-762-7952.

7. Please define your standard terms of payment.

CDW•G's standard payment terms are Net 30 days.



Tab 4

Value Added Services Description



VALUE ADDED SERVICES DESCRIPTION

Operational

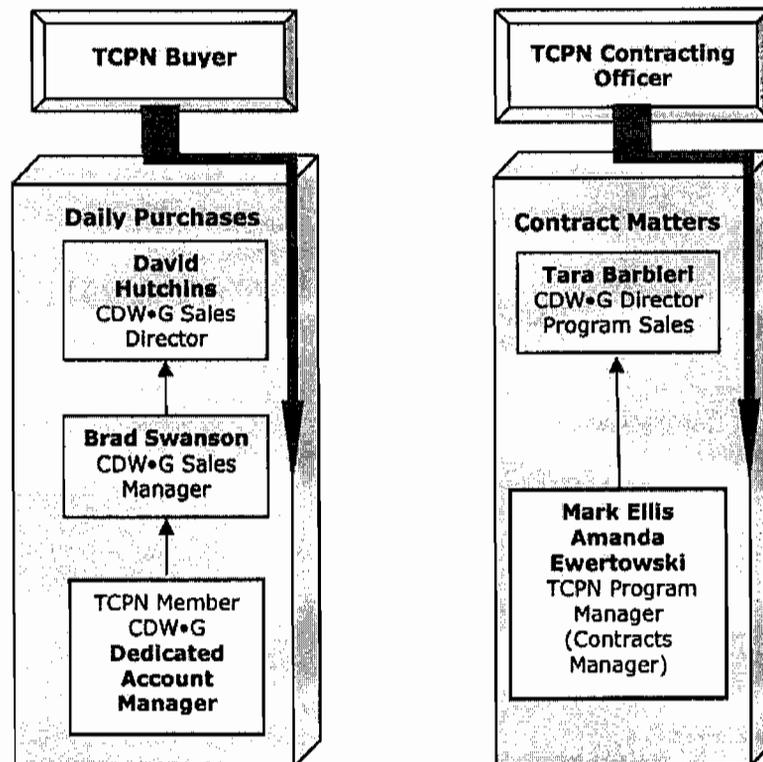
1. Describe how your company will interact with TCPN. Include a process map of communications.

TCPN member schools and agencies are assigned their own dedicated account manager in addition to the lead account manager assigned to TCPN. This single point of contact enables TCPN members to spend less time addressing technology needs and more time with the technology itself. It also provides the members with a clear contact for any issues, questions, or needs they may have of our company.

Each TCPN member's dedicated account manager will be in direct communication and will serve as the primary point of contact for all communication and support on this contract. The account manager will be able to direct all questions to the appropriate support team member for resolution and from the CDW•G management team who will serve as a point of escalation for this contract. The specific personnel assigned to support TCPN is listed later in this section.

Process Map for Communication

Below is a diagram of the first points of contact for TCPN customers. Sales and contract related issues start with the purchaser's dedicated account manager.



The TCPN member buyer's first point of contact is their dedicated account manager who can escalate to management as needed.

The TCPN contracting officer's first point of contact for all contractual related issues is Mark Ellis, the TCPN program manager who can engage and/or escalate to management as needed.



2. Indicate if your company will accept all forms of purchase orders.

TCPN members can provide all forms of purchase orders for products. CDW•G requires seven (7) pieces of information on every purchase order:

1. Products and Pricing
2. An authorized signature
3. Purchase Order number
4. Ship to address
5. Bill to address
6. Payment Terms of Net 30 days

CDW•G E-Rate Purchase Orders

CDW•G has a dedicated Account Payable E-Rate Specialist to help with invoice specific questions, Kathy Fleischman.

An E-Rate Purchase Order must have the following information:
(if customer is using the 474 method)

- Amount School Owes
- Amount SLD owes
- Percentage School Owes
- Percentage SLD owes
- FRN# for each item on the order
- 471# for each item on the order

3. What credit requirements are needed by the government entity in order for your company to accept a purchase order?

All public entities are generally set up on terms automatically upon creation of an account. Typically, further credit verification is not needed.

Private organizations wanting terms for purchase orders undergo a standard credit check and approval process. Private organizations may include Charter Schools.

Special E-Rate Order Procedures:

1. Code all orders with terms code 016
2. Code at the line level ERT
3. E-mail Amanda Ewertowski the following info:
 - Order
 - Payment Method (474 or 472)
 - FRN #
 - 471#
 - Funding Year

4. Identify the process of receiving a purchase order.

TCPN member's purchase orders should be sent directly to their dedicated account manager. Each account manager has his/her own direct and toll free phone number, fax number, and email address. Purchase orders are to be emailed or faxed, or if approved for verbal purchase order (application process based on credit/security check), given over the telephone.

5. Does your company require Tax Exempt Forms be provided by government entities for each purchase order?

No. Once the entity is verified as tax exempt, no additional forms are necessary. Many of the TCPN members are already customers of CDW•G, and have tax-exempt accounts established within our system.

6. Discuss the invoicing options your company offers and the payment terms for each.

CDW•G invoices the customer upon shipment of the order. The term for payment offered is Net 30 days.

CDW•G provides paper invoices and the TCPN member can log on to his or her personalized website (extranet) and receive account and invoice information at their convenience. Electronic invoicing is available via Electronic Data Interchange (EDI) as well.

E-Rate customers will only need to pay the discount portion of their invoice and CDW•G will procure the remaining balance from USAC, Schools and Library Division.

7. Is your company capable of handling Electronic Funds Transfer (EFT) payment? If so, what EFT formats (CTX, CPT, etc.) do you currently support?

Yes, CDW•G can handle EFT payments. CTX format is supported.

8. Is your company willing to accept a cut off of invoices not submitted within a 90 day period or 120 day period?

We would like to discuss this further upon award.

9. What does your company do to ensure bills are received within a reasonable time frame and issued to government entities for payment?

An invoice for an order will be created and issued upon shipment of the products to the TCPN member.

In addition to hard copy invoices being mailed with shipment of the product, complete member account and order information, including invoicing, is available to TCPN members via their extranet site for downloading, monitoring, viewing and printing.

10. How flexible is this process for future changes or additions? What is the process and estimated timeline for future changes?

For this contract opportunity, TCPN is receiving product category discounts from our advertised price. As new products and/or replacements are introduced, those products will be offered at the same discount percentage, and those products will be updated in the TCPN catalog dynamically.

CDW•G Program Manager, Mark Ellis, will work with TCPN staff to implement changes as quickly as possible, usually within 1-2 days, depending on the situation. Often the changes are made immediately.

CDW•G will look for ways to be creative and flexible within the framework of the resultant agreement.

Training

1. Describe how you intend on involving TCPN's staff or any Regional Educational Service personnel in your introduction.

Train TCPN Personnel

CDW•G contract program managers and Field Account Executives (FAE) will work with TCPN staff to promote this contract.

CDW•G will provide representation at TCPN sponsored events to promote the contract and our offerings on it. Our Field Account Executives can do an on-site visit to train buyers on how to work with CDW•G, as well as discuss marketing strategy, contract management, etc.

CDW•G will continue the marketing efforts we are currently utilizing for our TCPN contract including an update of the TCPN website with awarded products from this opportunity (www.cdwg.com/tcpn), direct sales calls, as well as a PDF flyer for email campaigns to TCPN buyers.

TCPN has the advantage of having CDW•G as a current contract holder for the Computers, Components, Peripherals and Software #4713. CDW•G is familiar with the expectations, environment and needs of TCPN customers as a current awarded vendor.



Similarly, TCPN members are already familiar with CDW•G, how we do business and what we have to offer. CDW•G provides TCPN and their members the security and knowledge of the type of vendor they are getting when awarding our company. CDW•G is a vendor they can count on.

Train TCPN Member Personnel

CDW•G FAEs are available for onsite visits to TCPN members in TX, AZ, FL and TN. Upon request, training and/or face-to-face meetings in Arkansas, Louisiana, Mississippi, Nevada, New Mexico, and Oklahoma by CDW•G Field Sales representation can be arranged. We would request reasonable lead time to arrange the visit.

2. Describe how you intend on introducing this program to your company.

Internally, we are constantly training our account managers on contract specifics, terms and conditions, how to present to customers and how to place E-Rate orders. We will post the contract details on our company's intranet. Over 100 account managers who call into the TCPN territory daily will promote the TCPN contract as a viable option for their customers who would like to buy products off a contract vehicle.

Additional marketing efforts and collateral may include (upon TCPN approval):

- A Press Release
- A featured story in CDW•G **EdTech** magazine on TCPN member for a project completed that would be of interest to other educational institutions.
- Marketing slicks available in hard copy or PDF format which can be sent to customers electronically and/or in the mail.

3. Describe the scope of training opportunities your company would make available to government entities as needed.

TCPN members will benefit from the relationships CDW•G has with its manufacturer suppliers and our ability to leverage our position in the industry to make available those vendors for technology shows/demonstrations for new products/technology as it is introduced into the market place. Our Field Account Executives would typically coordinate and lead these initiatives from a CDW•G perspective.

TCPN members will have the following training options available to them by request:

- Training by the applicable CDW•G Field Account Executives regarding the 'Benefits of partnership between TCPN and CDW•G'; discussing contact products, pricing, and other pertinent details of the contract to assist in utilizing it by member buyers.
- A TCPN contract website training on how to utilize the contract site and individual buyer *Extranet* sites by the CDW•G Field Account Executives
- Manufacturer Product Demonstrations and Shows- CDW•G will work with our vendor partners and the TCPN member to identify applicable 'hot' or new products that are encompassed as part of our contract offering, and conduct product shows/demos for interesting member buyers.

4. Describe your training program with TCPN staff and a proposed schedule of topics and include any proposed training literature or materials.

We will conduct a kickoff meeting, introduce new staff members to our website functionality, discuss any e-commerce initiatives and electronic enhancements etc. Mark Ellis, program manager for TCPN, will be available to train TCPN staff about the contract management.

Topics and a schedule can be determined based on feedback we receive from the member buyers upon award. Some topics could include:

- Working within the E-Rate system
- Internet access and security within the K-12 environment
- Security and Storage specifics
- LAN/WAN specifics

The possibility of topics is limitless in that we sell over 100,000 products, and have the resources to speak on most all of them in this type of setting.

CDW•G will create 'leave behind' literature such as co-branded (TCPN, CDW•G and applicable vendor) product flyers, as well as contract flyers detailing where products can be viewed and bought. A sample appears on the next page.

telecommunications services, Internet access, internal connections and basic maintenance of internal connections eligible for E-Rate. CDW•G internal systems will be updated with pricing and products applicable to this contract.

TCPN's contract website and CDW•G's internal systems will be updated and ready to quote and sell on this contract within 3-5 business days. As new products are added to our inventory, they are automatically added to contract based on the pricing structure provided.

Task #2- CDW•G Internal Marketing and Training

TCPN's dedicated CDW•G account managers will be notified of the award of the contract within 2-3 business days of the agreement being signed, and formal training conducted for the applicable sales personnel regarding the contract within 10-14 business days of signed approval.

Task #3- TCPN Member Agency/Schools Marketing and Training

CDW•G will work with applicable TCPN and/or members to develop a marketing strategy that best suits their environment and needs. CDW•G has discussed the type of marketing collateral, efforts and commitments we are willing to make to ensure success of this contract.

CDW•G will work with TCPN and members to develop marketing collateral, efforts and a training schedule that works best for them).

- If desired by TCPN or member agency/school, CDW•G could begin phone awareness campaigns within 5-7 business days of signed approval.
- If desired by TCPN or member agency/school, CDW•G could begin email awareness campaigns with TCPN/member approved contract flyer within 10-14 business days of signed approval.
- Onsite training/marketing of the contract and/or resources can be attended and conducted within 30 business days of signed approval of the agreement.
- Featured catalog articles on TCPN member agencies/schools or a press release developed can be created and distributed within four (4) weeks of signed approval of the contract.

Task #4- E-Rate Application Process

CDW•G will work with TCPN to fulfill the appropriate steps of the E-Rate program. Because of our many years of working with the program and our specially trained E-Rate personnel who are constantly attending USAC training sessions, TCPN can be assured that this contract will be compliant with the regulations of the program.

- Negotiate a Contract between TCPN and CDW•G
- File form 471- service needed (Individual school or School district)
- Problem resolution/ Program Integrity review (between applicant and SLD)
- Funding Commitment sent to CDW•G and Individual school or School district
- Customer places order-shipment can not occur prior July 1 of the funding year
- Form 486 is completed by customer prior to order being shipped
- 472-(Bear) Customer files if they want to pay 100% of the invoice and then CDW•G will cut a check once SLD pays CDW•G
- 474-Customer pays undiscounted amount and CDW•G completes out SPI form to receive the remaining amount from SLD

5. Indicate who will be providing training including their title, telephone number, fax number and e-mail address. Include resume.

The following CDW•G personnel will be providing training for the applicable TCPN states:

Mark Ellis
Program Manager
Phone: 312-705-3387
Fax: 312-705-8687
Email: markeli@cdwg.com

Liz Baker
Florida
Field Account Executive, K-12
Phone: 866-657-2394
Fax: 800-973-6295
Email: lbaker@cdwg.com

Tommy Hines
Texas
Field Account Executive, K-12
Phone: 800-336-4310
Fax: 800-336-4310
Email: thines@cdwg.com

John Franzen
Florida
Field Account Executive, K-12
Phone: 866-519-2394
Fax: 866-549-2394
Email: johnfra@cdwg.com

Mike Hornung
Texas
Field Account Executive, K-12
Phone: 800-975-7754
Fax: 800-975-0784
Email: mike.hornung@cdwg.com

Chuck Chiasson
Tennessee
Field Account Executive, K-12
Phone: 877-371-2394
Fax: 877-372-2394
Email: cchiasson@cdw.com

Shona Cerami
Arizona
Field Account Executive, K-12
Phone: 866-663-2394
Fax: 800-973-6460
Email: thines@cdwg.com

Resumes have been included in Tab 3.

6. What is your best estimate of time needed for implementation? What are the items that most significantly impact this timeline?

If awarded, TCPN will received the benefit of having a contract vendor and contract management at CDW•G that already has the necessary tools, resources and understanding of your organization, as well as the experience of having served our mutual customers.

Here is a brief description of our implementation of this contract should we be awarded. Starting from the estimated date of execution of the contract, the following milestones and estimated business days would apply:

Task #1- Update Contract Website and CDW•G Internal Systems

CDW•G will update the TCPN contract website (www.cdwg.com/tcpn) which lists the current products that we are currently on contract to include this contract for

7. Would any process change be required for TCPN?

TCPN currently has CDW•G as a vendor on the Computers, Components, Peripherals and Software contract, # R4713 and the processes we employed for this contract have been successful. CDW•G does not need to change any processes at this point unless TCPN would require a process change.

8. Provide details on your proven track record for commissioning systems.

CDW•G has fulfilled large numbers of IT projects for K-12 schools throughout the United States including the references provided behind Tab 6. The following is just one example of an E-Rate project in which we worked with a K-12 school district in California as an example of our experience and ability to support E-Rate projects.

San Bernardino City USD

The San Bernardino City Unified School District is currently the seventh largest school district in California with 65 schools in operation and a student enrollment of approximately 57,000 students. CDW•G is working with San Bernardino City USD to purchase Cisco LAN/WAN, WIFI and security products. Also included is HP servers and Tripplite power protection. Installation service for the schools was included in the 5-year contract. CDW•G worked with San Bernardino City USD to fulfill the required E-Rate program requirements to ensure federal funding. Total value of the implementation is \$46 million and phase one, which included 14 schools, will be completed in October 2007 and phase two has already begun for implementation in 27 schools.



Customer Service and Reporting

1. Describe your company's Customer Service Department (hours of operation, number of service centers, etc.)

TCPN member buyers, during typical business hours-7 AM EST-6 PM EST, should always contact their individual account managers or the designated lead account manager that is posted on the TCPN contract page www.cdwg.com/tcpn with any customer service issues.

If the TCPN member needs assistance after business hours or is unable to reach their account manager, the customer can utilize CDW•G customer service and technical support via toll free telephone and email (web chat).

The product manufacturer may offer customer service as well as part of their terms of sale.

2. Describe how your company handles after-hours customer service needs.

TCPN buyers will have the following customer service support after hours:

1) For assistance with general CDW•G questions and concerns, including product returns:

- E-mail: Click '[Customer Relations](#)' from the 'Customer Support' screen on www.cdwg.com
- Chat from the www.cdwg.com website, click on 'Customer Support'
- Call CDW•G customer service at 866.782.4239

2) For post-sale technical help

- E-mail: Technical Support from the www.cdwg.com website, click on 'Customer support'
- Chat from this site: www.cdwg.com
- Call CDW•G at 800.383.4239

Customers can also access our Customer Relations and Tech Support teams during regular business hours if they are unable to reach their account manager immediately.

3. Indicate who will be providing technical assistance including their title, telephone number, fax number, and e-mail address. Include resume.

If technical support is needed for products post sale, the TCPN member's account manager will facilitate a call with someone from our technical support staff, and/or the product manufacturer, depending on what is most appropriate for the situation. The member's account manager will serve as the single point of contact for all issues.

Our technical support team is headed by our Director of Technical Services, Rick Vasquez, who brings over 12 years of experience in the industry.

TCPN members will never be without support as CDW•G offers Toll-free Phone support at no additional charge. This support includes all IT equipment and systems for up to 5 years from the date of purchase. Support is also available via email or by online chat accessed from each customer's CDWG@work extranet site.

- E-mail: Technical Support from the www.cdwg.com website, click on 'Customer support'
- Chat from this site: www.cdwg.com
- Call CDW•G at 800.383.4239

CDW•G's help desk is staffed by over 50 of our 110 certified technicians (see certifications below). These technicians are certified in several areas including CompTIA, Apple, Microsoft, Novell, Cisco, Citrix and many more and are located at our two US-Based call centers at Vernon Hills, Illinois and Eatontown, New Jersey. Together these centers average 400 calls each day, which are answered in less than one minute on average.

CDW•G currently employs technicians with the following certifications:

Technical Academy Level:

39 Apple ACHDS 107 CompTIA A+

Technical Specialist Level:

5 Apple ACTC	8 CompTIA Linux+	4 Microsoft MCSA 2000
9 Blackberry CCSA	91 CompTIA Network+	11 Novell CNA
2 Checkpoint CCSA	8 CompTIA Security+	5 Sonicwall CSSA
9 Cisco CCNA	32 CompTIA Server+	9 Sun SCSA
5 Citrix CCA	2 Microsoft MCSA 2003	7 Watchguard WCSP

Technical Engineer Level:

3 Apple ACSA	1 Compaq MASE	2 Novell MCNE
1 Checkpoint CCSE	9 Microsoft MCSE NT 4.0	8 Novell CNE 56 Novell CNE 6
1 Citrix CCEA	1 Microsoft MCSE 2003	1 Red Hat RHCE
5 Compaq ASE	10 Sun SCNA	10 Microsoft MCSE Windows 2000

4. What is your time to turnaround for orders?

CDW•G fills most of in-stock credit approved orders the same day they are placed. Orders will typically arrive within 3-5 business days of the order being placed (assuming included standard ground shipping.) Out of stock orders will typically arrive within 2-8 business days after receipt of the order. For products being requested as part of this agreement, nearly every vendor and product category are products we stock and ship on a daily basis.



The TCPN states located in the western part of the country will benefit from CDW•G's second state of the art distribution center in Las Vegas, Nevada which opened in 2006. The Las Vegas center is a 250,000 square foot facility complete with enterprise configuration area and state-of-the-art functionality. Our NV facility is complemented by our distribution center in Vernon Hills, IL and product can be shipped from both facilities if necessary.

Summary

The Cooperative Purchasing Network needs a dynamic and proven vendor to fulfill this contract. A contract vendor that provides

- A large selection of product to support the IT needs of TCPN members
- Operational excellence to stock products appropriately, ship promptly and accurately, and support those products and customers post sale.
- Contract management resources to administer the contract compliantly and market the contract to encourage usage and growth
- A sales force with the reach and focused approach to get in front of customers and advise them on the benefits of this contract
- Experience of working TCPN and the track record of performance as a contracted vendor to ensure success
- Professional training and years of experience in managing the E-Rate system



Tab 5

Additional Value Added Product and/or Services



Additional Value Added Products and/or Services

Please include any additional product(s) and/or service(s) not included in the RFP response you think will enhance and add value to this contract for TCPN participating agencies. These options will be considered and evaluated. TCPN reserves the right to accept any or reject additionally proposed services or products in the best interests of TCPN and its participating vendors.

Example of an additional value is pricing incentives by volume and/or most commonly used product(s). In addition, additional products or services which bring additional value to the offering should be added within this section.

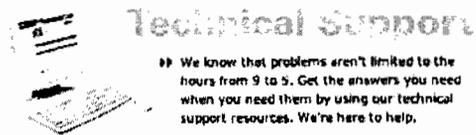
Additional Products

CDW•G is currently supporting TCPN and your members with our entire product catalog under our Computers, Components, Peripherals and Software #R4713. Under this RFP No. 07-03, we have offered additional products with special pricing if purchased under E-Rate.

Additional Value

Certified Technicians

CDW•G hires the best technicians and encourages and rewards them for increasing their knowledge levels and keeping certifications current. Skill sets for technical support technicians range from call qualifiers to high-end networking specialists. By creating different levels of support designations, we ensure that you are talking to the right person for your issue. Our technical support technicians have ACHDS and A+ and Net+ certifications, at a minimum. In addition, CDW•G technical support technicians hold a breadth and depth of additional industry certifications. In the event that an incident needs to be escalated beyond CDW•G's technical support, we can call the manufacturer via a dedicated line.



Extranet Support

CDW•G already supports TCPN and your members with an online procurement process that provides end users and administrators with an easy method of ordering, tracking and managing technology purchases. In keeping with our philosophy that focuses on meeting customers' needs, CDW•G recently made improvements to the extranet home page on our sites. Now, it is even easier for TCPN customers to view and access information specific to their accounts and to interface seamlessly with CDW•G. It is also easier for administrator(s) to manage the procurement process and to maximize cost-effectiveness.

CDW•G has dedicated resources that will work with TCPN's administrator(s) to edit your customized home page to further improve the entire procurement management process bringing value to your partnership with CDW•G.

For a demonstration of our home page please go to the following website:
http://www.cdwg.com/webcontent/extranet/eximprovements_g.htm?cm_mmc=email_-_ITComm_-_012907_-_ExtLaunch-S2

Network Service Solutions

CDW•G can eliminate the hassles for your technical staff of deploying and configuring new network equipment.

Our large network of onsite service partners allows CDW•G to find the best partner for each of your particular project needs. CDW•G has already done the research to find the best local service providers to serve your members' locations and specific requirements.

CDW•G Technology Services Specialists are responsible for coordinating with TCPN members, Account Managers, and the service providers.

Pre-Sales Support Team

CDW•G's Pre-sales Systems Engineers work in conjunction with TCPN members and your CDW•G Account Manager to determine your unique operational and technology requirements. Our Systems Engineers range from technical generalists to subject matter experts. Whether you need someone to address your overall technology needs, advise on IT protocol or recommend a solution designed for specific industry requirements, we can help.

Some technicians also focus on individual vendor partners that CDW•G represents, who may be sponsored by those companies. For example, CDW•G hosts onsite systems engineers representing major partners such as EMC, HP/Compaq, Cisco, Microsoft, IBM, Lenovo and others.

CDW•G has approximately 75 Pre-sales System Engineers that review quotes and orders looking for compatibility issues and other concerns to help prevent mistakes. Our Pre-sales Support Model ensures that TCPN receives the best possible customer support and customized solutions to meet your unique needs.

Configuration Services



TCPN members can rely on CDW•G's Configuration Services to build preconfigured technology solutions in our state-of-the-art ISO 2000-certified Configuration Center. Your products will arrive at your locations ready to plug and play. Custom configurations are available, and CDW•G can collaborate with you to develop a plan and costing structure for services that you would like to offer your members.

CDW•G has the experienced staff to provide a complete spectrum of customized configuration services. Our 24,000 square foot Configuration Center in Vernon Hills, IL includes an 8,000 square foot Enterprise Configuration Center for high-end system configurations. In addition, we have 25,000 square feet of configuration space in our North Las Vegas, NV Distribution Center.

By allowing our trained technicians to handle the repetitive configuration processes before you receive your order, TCPN members save time when transitioning to new systems. Products will arrive ready to go right out of the box, maximizing your

organization's productivity. CDW has more than 100 technicians who can install hardware and software, test the installations, affix asset tags and still have your order ready to be shipped out within 24 hours.

CDW•G offers the following configuration services at competitive prices:

Asset Tagging

CDW•G's asset tagging capabilities are extensive. We can asset tag equipment with our own asset tags or customized tags to provide an asset management solution. This convenience allows you to track purchased products for inventory management by order number, part number, serial number, model number, date of purchase, etc. Each tagged product can be tracked through the customized extranet. Asset tagging is included in the purchase price when products are installed by CDW•G.

Network Hardware Configuration

Our technicians can construct complete rack assemblies for servers, KVMs, UPS, switches, PDUs and firewalls. We can install and configure most compatible hardware components in the server, including proprietary and third party components. Other networking solutions include routers, access points, WAN interface cards, voice interface modules, Flash memory and RAM.



Enterprise Configuration

CDW•G readily configures higher-end products like rack-mounted servers and high-end routers. We can build and test fully integrated racks with servers and storage to your exact specifications; install and configure any supported hardware into the router; and integrate multiple servers into a cluster configuration. CDW•G also provides configuration of telephony systems, network appliances, high-end workstations and enclosures to house disk storage devices.

All network hardware configurations and enterprise configurations are performed in the Enterprise Configuration Center (ECC). The ECC is an environmentally controlled room with extremely rigorous quality standards for high-end configurations. It has a flexible, modular design with more than 100 custom designed modular benches with dedicated power and circuitry at each bench. It has a dedicated heating and cooling system as well as its own air filtration system to make a near "clean room" environment.

Quality Assurance

A product is not able to leave the Configuration Center until it goes through a three-step quality assurance check. First, we guarantee that the correct products and quantity have been picked for the order. Second, we verify that the hardware installation is complete. Finally, we ensure proper image deployment and software functionality.



Tab 6

References



References

Provide at least five (5) government customer references for product and/or services of similar scope dating within the past 3 years. Provide the following information for each reference:

- Government Name
 - Contact Name and title
 - City and State
 - Phone numbers
 - Years serviced
-
- Number of facilities serviced and services or products provided by annual dollar volume.

Reference 1

Name: San Bernardino City USD
Address: 777 N. F Street, San Bernardino, CA 92410
Contact: Lenore McCall
Phone: 909-381-1339
Years serviced: 6 years
Number of facilities: 65 locations
Products: Networking, Software and accessories.
Annual dollar volume: \$4.5 million

Reference 2

Name: Katy Independent School District
Address: 6301 South Stadium Lane, Katy, TX 77494
Contact: Lenny Schad
Phone: 281-396-6000
Years serviced: 5 years
Number of facilities: 55 locations
Products: Desktops, Notebooks, Printers, Networking, Software and accessories.
Annual dollar volume: \$5 million

Reference 3

Name: Tyler Independent School District
Address: 1319 W 8th St, Tyler, TX 75710
Contact: John Orbaugh
Phone: 903-262-1085
Years serviced: 5 years
Number of facilities: 30 locations
Products: Desktops, Notebooks, Printers, Networking, Software and accessories.
Annual dollar volume: \$1.4 million

Reference 4

Name: Mesquite Independent School District
Address: 405 E Davis St, Mesquite, TX 75149
Contact: Linda Richardson
Phone: 972-882-7338
Years serviced: 5 years
Number of facilities: 46 locations
Products: Desktops, Notebooks, Printers, Networking, Software and accessories.
Annual dollar volume: \$1 million

Reference 5

Name: Boerne Independent School District
Address: 320 South Esser, Boerne, TX 78006
Contact: Steve Stewart
Phone: 830-249-5099
Years serviced: 5 years
Number of facilities: 11 locations
Products: Desktops, Notebooks, Printers, Networking, Software and accessories.
Annual dollar volume: \$800,000



Tab 7

Vendor Certifications



Vendor Certifications

Provide a copy of all current licenses, registrations and certifications issued by federal, state and local agencies, and any other licenses, registrations or certifications from any other governmental entity with jurisdiction, allowing vendor to perform the covered services including, but not limited to licenses, registrations or certifications allowing vendor to engage in disaster restoration and recovery services. Vendor certifications will include applicable M/WBE, HUB, and manufacturer certifications for sales and service.

CDW•G is not a certified M/WBE or HUB, however, we as a company promote the utilization and partner with disadvantaged companies on appropriate opportunities.

CDW•G has only offered pricing on products that we are an authorized reseller for, and letters of authorization are available for specific manufacturer upon request.



May 20, 2004

To Whom It May Concern,

The following company:

CDW/CDWG
200 N Milwaukee Ave
Vernon Hills, IL 60061

are authorized resellers of Cisco Systems products.

If you have any additional questions regarding this matter, please feel to contact me at the number listed below or via electronic mail at jmailand@cisco.com.

Very Truly Yours,

Joan Mailander
Channel Account Manager
Cisco Systems
IP Phone 773-695-8127

CDW-G and Cisco Systems, Inc.

A true partnership



Gold
Certified

CDW-G, a wholly owned subsidiary of CDW Corporation, and Cisco can leverage this relationship to bring the public sector solutions that connect.



Cisco at CDW-G

- Largest Cisco Direct Marketing Channel Partner
- Winner of the Cisco top 2-Tier Federal Partner of the Year Award
- 2003, 2004 and 2005 recipient of DMR Partner of the Year
- In 2005 and 2006, CDW-G also achieved the Wireless Partner of the Year, Small Business Partner of the Year and the DMR Services Partner of the Year
- CDW-G is a Cisco Gold Certified Partner and also holds specializations in Routing and Switching, Storage and Wireless; CDW-G also holds Master Specializations in Security and Unified Communications
- CDW-G is an Advanced Technology Partner (ATP) in Network Hosted Storage, Rich Media and Outdoor Wireless Mesh
- Two dedicated Cisco Channel account managers and two system engineers on staff
- Over 350 Cisco certified individuals on staff
- Only stocking Cisco partner in North America

CDW-G Partnering with Cisco

- Integration of sales forces internally and externally between CDW-G and Cisco
- Dedicated liaison between CDW-G and Cisco via the Cisco Brand Management Team
- On-Staff Cisco Presales Systems Engineers, SMARTnet Services Specialists and CDW-G is a Cisco Gold Certified Partner and also Cisco Specialized in Security, Wireless, Wireless Mesh, Unified

CDW-G's Strengths

- Exclusively focused on serving the public sector and healthcare markets
- Specialized teams to assist customer technology needs, including network design, security analysis, telephony and more
- Largest stocking inventory of Cisco products and solutions in North America
- High-volume shipping capabilities (60,000 boxes per day)
- High-performance enterprise configuration center (average 2300 custom configurations and 700 custom images per day)
- 24 inventory turns a year
- Same-day shipping available on over 99% of all in-stock, credit-approved orders
- Available custom support services, including break/fix agreements, co-termination agreements, installations, moves, cabling and more

Benefits of Engaging with CDW-G

- A professional services organization with numerous Cisco certifications and over 50 cross-vendor certifications
- Dedicated development of the Cisco relationship
- Regional coordination of sales teams
- A wealth of knowledge of public sector customers
- CDW-G's Solutions Architects Team with capabilities that include network installations, site surveys, networks assessments and consultation services that pertain to all of the core and advanced technologies
- CDW-G's Solutions Architects Team is specialized in VoIP, security and wireless implementations
- CDW-G's Solutions Architects Team is ready to partner with you for your ongoing networking services needs

Contact CDW-G via e-mail at partner@cdw.com for details.





Tab 8

Paper and Electronic Price Lists



Price List

CDW•G has submitted our price list in a paper copy and as an Excel spreadsheet on a CD included at the back of this binder. We have included Cisco products for this E-Rate contract as they offer an additional discount when purchases are for the E-Rate program. Cisco also offers a free warranty for the first year on all E-Rate purchases.



Tab 9

Ability to Provide and Perform the Required Services



ABILITY TO PROVIDE AND PERFORM THE REQUIRED SERVICES

TCPN has identified the following factors as critical to a company's ability to effectively assist the districts or entities in infusing technology and better prepare students to be successful citizens and productive workers in the 21st century. To be considered for evaluation, companies must provide relevant responses to all these sections.

Availability and Quality of Resources

Describe the various resources from your company that will be made available, to assist the districts in the execution of their mission. Indicate the availability of each resource, e.g., full-time, part-time, or as required.

Organizational Resources

Account Management

In recognition of the magnitude of the proposed products, services and E-Rate management involved in this project, CDW•G has assembled a team of top-notch people to support TCPN in this initiative. Our highly trained account managers will be backed up by project management and service teams, who will be available for contract management and technical consultation.

Inside Team

K-12

Jennifer Cousins, Lead Account Manager, part-time as required
Brad Swanson, Sales Manager, part-time as required

Field Account Team

K-12

Tommy Hines, K-12 Texas Field Account Executive, part-time as required
Mike Hornung, K-12 Texas Field Account Executive, part-time as required
Shona Cerami, K-12 Arizona Field Account Executive, part-time as required
Liz Baker, K-12 Florida Field Account Executive, part-time as required
John Franzen, K-12 Florida Field Account Executive, part-time as required
Chuck Chiasson, K-12 Tennessee Field Account Executive, part-time as required

Project Management

The Program Manager will be responsible for running reports, keeping up to date web pricing, maintaining general contract compliance, and timely remittance of fees. Mark Ellis currently manages the TCPN/CDW•G contract so he is familiar with the needs of TCPN and will maintain the service level needed to ensure the contract's success.

TCPN Contract Program Management

Mark Ellis, Program Manager, part-time as required
Melissa Johnston, Contract Analyst, part-time as required

E-Rate Management

Program Manager, Amanda Ewertowski, will manage the E-Rate aspects of the contract between TCPN and CDW•G. Amanda will make certain that the contract is in compliance with the E-Rate regulations at all times and has attended extensive on-going classes to obtain expertise in the system.

E-Rate

Amanda Ewertowski, Program Manager, part-time as required

Senior Management

Senior Management has the authority to commit and bind the company on all policies and procedures regarding this agreement. Additionally, they are available for advice on matters needing management escalation.

K-12

David Hutchins, Director, available as required
Bob Kirby, Senior Director, available as required

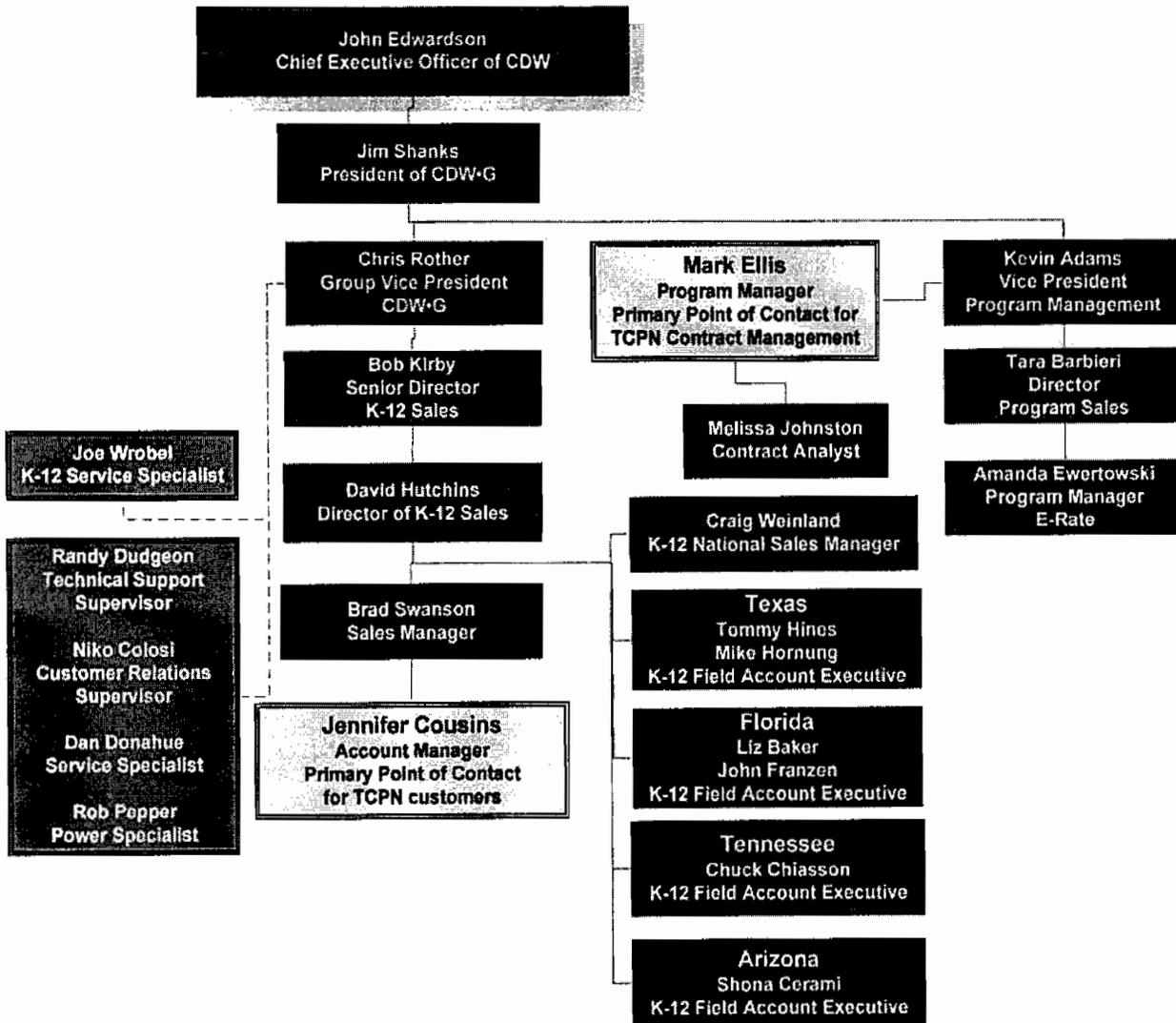
Program Management

Tara Barbieri, Director Program Sales, available as required

The organization charts on the following page demonstrate the positions of each account manager and field account manager within the CDW•G organization. This chart also reflects the escalation path for all sales and technical issues. The chart also represents the proposal team and contract management specialists that will support TCPN throughout the initial proposal phase and then throughout the implementation of the contract.



CDW•G's TCPN Account and Contract Management Organization Chart



Technical Resources

TCPN also benefits from specialty sales teams that have in-depth knowledge and experience working with complex technology products and applications in multiple product categories. TCPN member's account manager will involve the appropriate specialist when necessary, at no additional cost. Specialists receive advanced training on a continual basis and achieve high-level technical certifications focused on specific product and service categories.

CDW•G Technical Resources:

- Toll-Free technical support
- IT technology services
- Account Specialists
- Pre-Sales System Engineers

CDW•G provides toll-free technical support on all hardware and operating systems for up to five years after purchase. In addition, members can take advantage of our online technical support resources at <http://www.cdwg.com>.

CDW•G understands that IT departments are stretched thin. Therefore, CDW•G has expanded our capabilities to help you meet this challenge. The value-added benefit of CDW•G's Technology Services is that we provide you with the resources to protect, support, and service your IT investments and solutions. We save you the time involved in finding the best service providers for each project and the time involved in performing these services at your locations.

The TCPN member account manager will listen to the member's needs and will know when to bring in the right mix of technical experts to address your specific concerns in each area. The dedicated account specialists help TCPN members stay current regarding new technologies and develop custom solutions to complex technology problems that are appropriate for your long-term goals. These resources are available at no additional charge. This is just one example of the many value-added benefits of collaborating with CDW•G.

CDW•G has approximately 75 Pre-sales System Engineers that review quotes and orders looking for compatibility issues and other IT concerns. Our Pre-sales Support Model ensures that TCPN customers receive the best possible customer support and customized solutions to meet your unique needs.

Training Capabilities

Training of staff in the use of infrastructure technologies is critical. An understanding of your capabilities in training staff both through skills transfer and classroom models is desired. Include (if appropriate) a description of the training materials or training manual that would be produced and provided to TCPN and other districts for future use in a "train the trainer" model. Also, describe your approach for class composition, class size, training location, instructors, scheduling, registration, etc. for a sample class.

TCPN members will benefit from the relationships CDW•G has with its manufacturer suppliers and our ability to leverage our position in the industry to make available those vendors for technology shows/demonstrations for new products and technology as it is introduced into the market place. Our Field Account Executives will coordinate and lead these initiatives from a CDW•G perspective.

TCPN members will have the following training options available to them by request:

- Training by the applicable CDW•G Field Account Executives regarding the 'Benefits of partnership between TCPN and CDW•G'; discussing contact products, pricing, and other pertinent details of the contract to assist in utilizing it by member buyers.
- A TCPN contract website training on how to utilize the contract site and individual buyer *Extranet* sites by the CDW•G Field Account Executives
- Manufacturer Product Demonstrations and Shows—CDW•G will work with our vendor partners and the TCPN member to identify applicable new products that are encompassed as part of our contract offering, and conduct product shows/demos for interesting member buyers.

We will conduct a kickoff meeting, introduce new staff members to our website functionality, discuss any e-commerce initiatives and electronic enhancements etc. Mark Ellis, program manager for TCPN, will be available to train TCPN staff about the contract management.

A sample class would include topics, schedule and location that would be determined based on feedback we receive upon award. Class composition could be either TCPN personnel regarding contract management and promotion training or members regarding ordering instructions, products available and E-Rate information. Some topics could include:

- Working within the E-Rate system
- Internet access and security within the K-12 environment
- Security and Storage specifics
- LAN/WAN specifics

The possibility of topics is limitless in that we sell over 100,000 products, and have the resources to speak on most all of them in this type of setting.

CDW•G will create 'leave behind' literature such as co-branded (TCPN, CDW•G and applicable vendor) product flyers, as well as contract flyers detailing where products can be viewed and bought.

Complex Project Management Skills

TCPN requires a project management function as part of the services delivered by the vendor. Service providers must describe their competencies to manage and coordinate project activities, resources, and communications. Service providers must address their capabilities in areas to include but not limited to:

1. Project management methodologies and tools
2. Project planning and communications
3. Quality assurance procedures
4. Project management experience with large school districts (80,000+ full time students)
5. Project management experience as a single vendor or "prime" systems integrator
6. Project change control
7. Complex Infrastructure project experience

What TCPN can expect from your Program Manager

The CDW•G Contract Program Managers;

- Mark Ellis, Contract Management
- Amanda Ewertowski, E-Rate Management

serve the role of program manager and provides a single point of contact for TCPN to be able to prepare, plan, kick off, control and deliver project based solutions. Mark Ellis is an expert at working with industry standards in IT/IS Project Management along with multiple CDW•G departments, product partners and service partners to deliver to customer expectations. Mark currently manages the TCPN contracts for CDW•G and has demonstrated his ability to manage large school district contracts. Amanda Ewertowski manages the E-Rate customers for CDW•G and has extensive professional training in the program. Further project management experience with large school districts as the single vendor contact is described on the following pages under Pennsylvania Department of Education.

What TCPN can expect from your Project Manager

Project Kickoff

- Introductions of the Customer PM/ Account Manager/ Services Specialist
- CDW•G Project Manager will assign responsibilities to CDW service partners, customers and other various departments involved in the project
- Expectations of customer
- Address possibilities of DOA equipment if applicable
- Establish how often status updates are required
- Hold Status meetings as required
- Finalize every detail

Project Control

- Handle Escalations
- Let customers know when technicians will be onsite either by phone or email
- Adjusting schedule of contract implementation
- Handle additional product acquisition

- Distribute project status to those who need it
- Document any project updates and communicate to appropriate parties

Change Control

- Communicate if any additional tasks are needed to TCPN
- Change project implementation schedules if required by TCPN and go over cost implications

Completion

- Receive Feedback from Customer on project implementation

Quality Assurance Procedures

CDW•G is ISO 9001:2000 certified, by fulfilling the ISO standards that specify the requirements for state-of-the-art products, services, processes, materials and systems, and for good conformity assessment, managerial and organizational practice. CDW•G takes specific steps to ensure quality and reliability throughout the entire procurement management process, for example:

- Orders are routed directly to the account manager for approval before the products are forwarded to our credit department for credit release.
- UPC bar code scanning, in-line bar code scanning and radio frequency picking provide for unsurpassed shipping accuracy and efficiency.
- Items passing through the Configuration Center must pass a series of quality control checks prior to being released for shipping:
 - Check that the correct products and quantities have been picked for the order
 - Verify that the hardware installation is complete
 - Ensure proper image deployment and check for software functionality
- Prior to shipping, all packed boxes go through quality control checks:
 - Products are scanned to update a customer's order and check for accuracy
 - We use a weight variance scale to determine what the box should weigh
 - Final product check before items are loaded onto the trucks
- We upload a digital picture of the box contents to the customer extranet from high-speed motion cameras to determine if there are any discrepancies in shipping
- Our Purchasing Department monitors return rates on purchased products to look for quality issues.
- If requests for technical support are not completed within four hours after receipt, the Service Center shift supervisor is automatically notified. The supervisor follows up on the status and provides additional resources to aid in resolving the problem, if needed. Problems that are not resolved within 24 hours are reported to the operations manager for management action. CDW•G endeavors to close all requests for technical assistance within 24 hours of receipt.

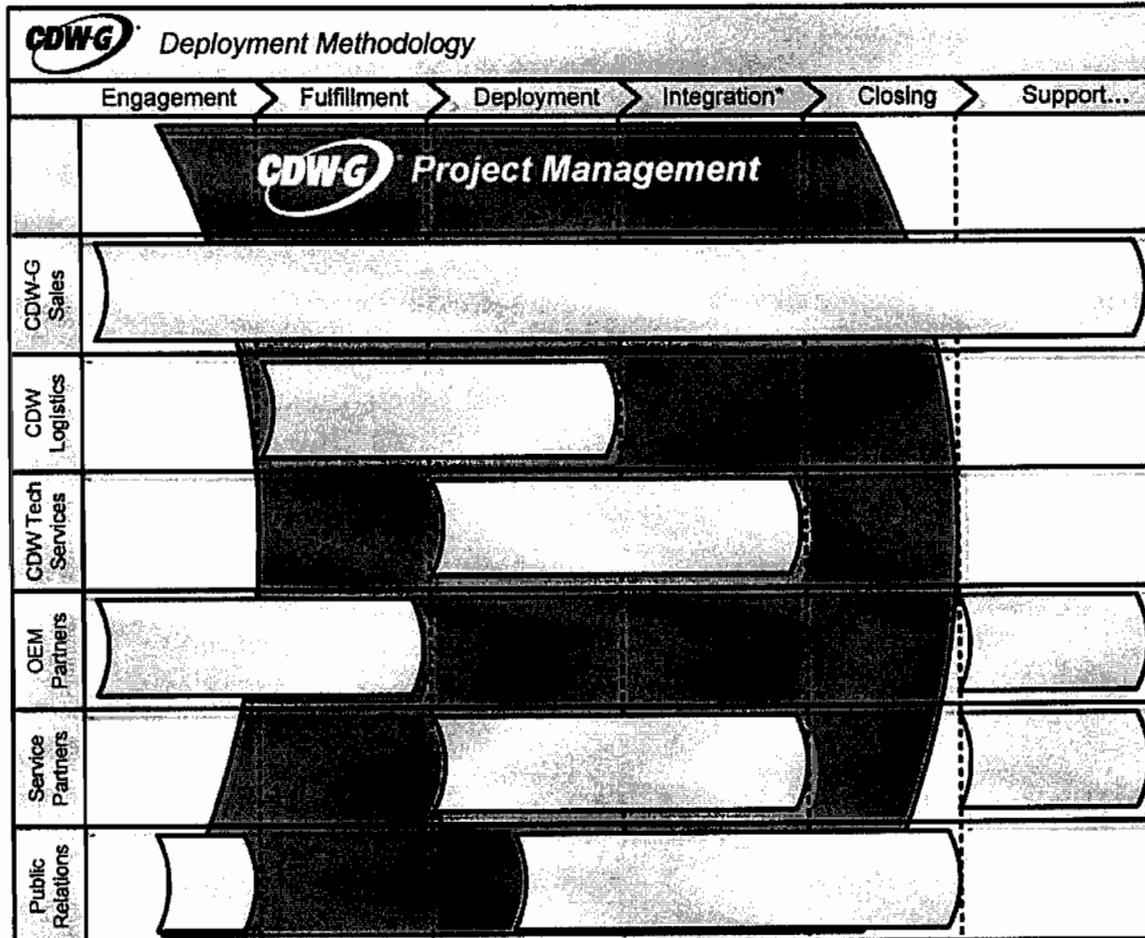
Technology Infrastructure Solutions

TCPN requires a technology infrastructure capability that will continue to provide the districts with a modern, efficient and reliable network to support data as well as provide voice and video information transfer capabilities within and external to the buildings. Reliability and high performance are key requirements of this networking plan, as school networks have begun and will continue to migrate to the base, which must support the technology needs of the future. Please describe your approach, qualifications, and industry experience in the design, engineering and implementation of these network requirements in large schools. The networking requirements include, but are not limited to, the following functional components:

1. Physical Infrastructure Documentation for building wiring, fiber optic distribution (or leasing), wiring closets, patch panels, etc.
2. Logical network design and engineering for: switches, routers, gateways, servers, etc. including routings, protocols carried (LAN and WAN), and rationales for such selections.
3. Network and Distributed Systems Maintenance approach
4. Video distribution plans, including coaxial cable, fiber optics, studio equipment, switching and distribution equipment, satellite down links, and operational requirements.
5. Integration of Wireless technologies with legacy "wire" networks.
6. Installation of Hardware and Support
7. Asset management support for leased and purchased items.
8. Intranet and Internet access.
9. Operating Systems Engineering, Design, and Deployment

CDW•G is responding to the Internal Connections portion of this RFP only. As such, we will be able to support TCPN members with the purchase and installation of these systems. The CDW•G Project Management Team provides a single point of contact for customers to be able to prepare, plan, kick off, control and deliver project based solutions. The Project Management team are experts at working with industry standards in IT/IS Project Management along with multiple CDW•G departments, product partners and service partners to deliver to customer expectations. The goal of every project manager is to deliver projects within project time, cost and scope constraints.

Further description of the role of our technology project management team to provide design, engineering and implementation of network requirements about internal connections is included above on page 6.



* Including Professional Development Activities

Commitment to K-12 Education

The responding providers must demonstrate a commitment to the K-12 education market. TCPN is interested in providers that understand the technology, administrative, and instructional challenges facing today's educators, children and administrators. A demonstration of the provider's K-12 commitment should include but not be limited to:

1. A description of your company's commitment to K-12 Education.
2. Examples of your company's activities as evidence of its commitment and support for K-12 Education.
3. Explanation of the size, type, and location of your company's relevant activities.
4. Description of your company's commitment to work with local contractors and business enterprises.

CDW•G's Commitment to K-12 Education

CDW•G, a wholly owned subsidiary of CDW Corporation, was created, in part, to support K-12 education customers. We have developed a vertical in our organization that crosses all departments, dedicated to the K-12 market. CDW•G's powerful logistics and dedicated K-12 account management team will ensure the success of this contract. CDW•G continues to dedicated research funds to discover the solutions needed to support schools with technology. Working with professional research firms, CDW•G has been able to understand the technology needs of our K-12 customers.

K-12 Technology Research Examples

1. Teachers Talk Tech

The CDW•G knowledge base has in part been formed through our annual *Teachers Talk Tech* report—where we have tracked and measured technology trends in education from the teacher's perspective for the last four (4) years. We employed Quality Education Data (QED), an industry leader in education market data, to survey more than 1,000 teachers to understand how technology is shaping education. The insight teachers have provided shows technology-related professional development is changing the way they teach in dramatic ways. While obstacles like time, access and budget remain, when teachers are given the tools and training they need, they use technology more and their students, in turn, use technology to learn.



In the last three years, technology has changed teaching methods.

2. School Districts Stronger on Cyber Safety

New Survey Shows Safety Barriers Loom Large and Students Often Hinder Security Efforts

CDW•G released the findings of the CDW•G School Safety Index, a research project benchmarking the current status of public school district safety in June 2007. Based on 14 elements of physical and cyber safety, the survey of 381 school district IT and security directors highlights the indicators of strong district safety programs, as well as the barriers to school safety.

The CDW•G School Safety Index reveals that districts are having greater success with cyber security than physical security. Key findings from the School Safety Index include:

- School districts rely too heavily on technical solutions to protect networks and buildings and need to focus more attention on educating students about physical and cyber dangers
- Tech-savvy students are putting the district network and themselves at risk by sidestepping IT security procedures through measures like proxy servers
- Districts rely heavily on the telephone to communicate with faculty and parents during emergencies
- Lack of budget, staff resources and proper security tools limit districts' ability to protect themselves

As half of all districts cite budget restraints as their primary barrier to improving security, the School Safety Index can help IT and security directors make the case for additional funding by helping district leaders understand the tools and resources that may prevent or mitigate security breaches, thereby lessening the long-term impact that a breach can have on a district. CDW•G also recommends that districts turn to peers and the vendor community to understand their options regarding new security technology and best practices.

Whether it is physical or cyber security, the threats that districts face will become increasingly sophisticated. With a solid framework, the right tools and proper planning, districts have the opportunity to prevent breaches and anticipate threats.

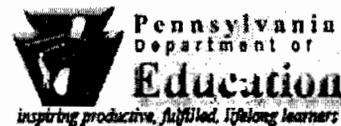
CDW•G Relevant Activities

Our experience in deploying large technology rollouts in K-12 education settings demonstrates our ability to support TCPN. Having implemented forty-seven K-12 1:1 computing programs and "smart classroom" computer projects and with fifty-three additional opportunities on the table, our experience is second to none in working with K-12 customers. In addition to our San Bernardino implementation as described under Tab 4, another of our recent implementations in a large K-12 environment is described here.

Pennsylvania Department of Education

Classrooms for the Future

Governor Edward G. Rendell of Pennsylvania has awarded 20 million dollars for 2007 to create *Classrooms for the Future* and transform the high school experience for 117,000 students through technology. "If we are to adequately prepare our students to effectively compete in the global marketplace, we must transform how they learn and how teachers teach," the Governor said. "The schools selected for the first year of *Classrooms for the Future* will serve as a model to the hundreds of schools we intend to fund through this program over the next three years."¹ The initiative is to put a laptop computer on every student's desk, supply every teacher with a laptop and provide intense training to ensure the best use of the technology. The classrooms of



¹ GOVERNOR RENDELL AWARDS \$20 MILLION FOR 'CLASSROOMS FOR THE FUTURE'
<http://www.pdenewsroom.state.pa.us/newsroom/cwp/view.asp?Q=122258&A=3>



the future also integrate other technology such as interactive white boards, projectors, and document cameras to enhance the learning experience.

CDW Government was selected in January 2007 as the prime contractor for Governor Rendell's *Classrooms for the Future*. Our solution provides 21st Century education to students through the use of classroom technology. CDW•G partnered with FutureKids in Pennsylvania to deliver the highest quality of professional development and we will have trained over 12,000 teachers this year in PA. Teachers receive extensive professional development to understand how they can utilize technology in the classroom. In total, *Classrooms for the Future* will provide \$200 million over the next three years so all high schools in Pennsylvania may participate in this initiative.

E-Rate Experience

TCPN will benefit from our internal connections expertise and our experience in implementing E-Rate programs since its inception. We had over 590 customer requests for E-Rate telecommunications and internet access programs in 2007.

CDW•G's Commitment to Work with Local Contractors

CDW•G selects local partners that meet our stringent qualifications and are located close to our customers. Each of these partners is committed to demonstrating a high level of service that is expected from CDW•G and its industry partners.

Pricing Model and Cost Assurances

As with any project, cost is a major consideration. Describe a cost model that provides the TCPN clients with both the services desired from a complex project perspective and also to know that the product costs are defined and appropriate for the items being procured. Additionally, TCPN wants to enter into a relationship with the best available company or organization and recognizes that the "best value" is not always provided by the "low cost proposal". It is vitally important that a district get value for its dollar and be able to demonstrate this to the taxpayers. Consequently, prospective vendor(s) are required to provide a proposed pricing model that will:

1. Be able to demonstrate throughout the life of the contract that the costs associated with this partnership are within normal and customary charges for the type of service provided.
2. Utilize existing already awarded TCPN contracts for goods procured
3. Be simple to administer as specific scopes of work are developed.
4. Meet all statutory requirements for record keeping, reporting and auditing of public funds.
5. Adhere to district purchasing policy.
6. Be flexible in working within established budgets.
7. Provide firm/competitive prices to clients once the projects are scoped
8. Provide service rates and contractual maximum uplifts for goods and services through both your firm and through existing TCPN contracts.
9. Include building pricing for a current infrastructure build out for a typical school with appropriate technology infrastructure to support voice video and data to the desktop (data being Internet connectivity at a minimum).

It cannot be over emphasized how important this criterion is to the potential success of any prospective vendor(s) and your particular attention to providing a unique and workable implementation is strongly recommended. This criterion will be a major factor in evaluating the contractor's previous year's performance for determining the annual renewal/non renewal of this contract.

Ensuring Updated, Real Time, Competitive Prices

CDW has become a \$7 billion company though a daily focus on staying competitive. This effort not just applies to our standard catalog but to TCPN prices as well. CDW•G has extensive systems to continually capture market data and adjust our offering accordingly, offering a real-time best-value relationship to TCPN buyers.

CDW•G will provide competitive prices for TCPN:

First, we capture pricing data and minimize costs.

- Dedicated buyers scan daily for the best available sources for our products.
- Automated software programs are utilized to scan the internet to provide a competitive analysis. This information assures we remain competitive, that we see what suppliers are driving and assures that we spot industry trends quickly.



- Our efficient warehouse and low overhead costs mean reduced expenses, thus more competitive prices.
- CDW•G buying power and years of building relationships, assures aggressive pricing from our vendor suppliers.

Then, we will translate that data into competitive prices for TCPN.

- Those same dedicated buyers set CDW•G advertised product pricing each day and our automated system then alerts the TCPN program manager, Mark Ellis. If the contract price exceeds the advertised price, our system automatically lowers the contract price to a predetermined level below advertised price. If the contract has a predetermined relationship with advertised price, the contract price is also lowered according to the predetermined relationship. Since our TCPN pricing is tied to a percentage off our CDW•G advertised price, this automated process ensures that TCPN pricing will be competitive with each purchase and that reference catalogs are competitive.
- CDW•G provides spot discounts in real time for high volume purchases. Our dedicated TCPN sales personnel know the best of the industry and their experience means knowing how to discount the contract price.
- Our experience and continuing growth with TCPN is a testament to our ability to offer competitive pricing for TCPN buyers.

Finally, we will maintain competitive pricing throughout the contract.

- CDW•G will use proven systems and processes for TCPN to maintain competitive pricing throughout the life of this contract.
- TCPN pricing is the result of many CDW•G-wide systems, with a final review by program management and application by the sales staff. This system is designed to release price impacts quickly, keeping us competitive.
- It is an integral part of CDW•G's business to provide real time competitive prices.

CDW•G's Current TCPN Contracts

CDW•G currently holds TCPN Agreement R4713. Since its inception, CDW•G's contract sales have grown 294% from year 2006 to year 2007. Last quarter (Q2 2007), the contract grew over 1900%. We will use this contract for all purchases that a TCPN member needs to fulfill their technology needs. Our current agreement, R4713, allows members of TCPN to purchase every product that CDW•G offers, thus providing an all-in-one solution.

Our response to RFP No. 07-03 is concentrated on Internal Connections and Basic Maintenance of Internal Connections that are eligible for E-Rate.

CDW•G uses standardized systems for all contract administration, which allows us a great deal of flexibility:

- As scopes grow, our systems allow the easy expansion of allowable goods and services.
- Pricing is uniformly monitored and simply defined.
- With a large sales force and many customers, CDW•G markets contracts with flyers and easy-to-understand instructions so that transactions are accurate and done right the first time.

Records, Reporting and Auditing

CDW•G applies strict adherence to the contract terms; including all tracking, record keeping and other compliance elements. Our Contract Editor Software tool standardizes the process and allows for complete audit trails while meeting Sarbanes-Oxley and other statutory requirements. Many times a purchaser can download their records in real-time from our website from behind our secure firewall.

Record keeping is not enough, it is also important that the data and our fulfillment processes are accurate. This minimizes error, which, in turn, minimizes record keeping errors. The CDW•G ISO 9001:2000 certified systems have fully automated information and every order and box shipped is bar-coded and scanned, with data stored electronically and updated throughout the day. Order status is always available online for TCPN customers. For aggregate contract reports, our experienced Program Management team provides data from individual order status reports. The automated nature of our data ensures very high accuracy; the experience of our staff ensures the assembled data is presented as required. CDW•G data is verified through central systems where specialists oversee each step of the delivery process.

District Purchasing Policy

CDW•G complies with district purchasing policies in two ways:

1. Coding district policy into our Contract Editor (CE) overrides our order release system, to prevent orders from coming in that do not comply with the coded purchasing policy. Prior to acceptance, the order is sent back to the CDW•G Account Manager to discuss with the buyer—is there a slight change that can make the order compliant? CE helps flag those orders that are not compliant so they can be fixed before shipment.
2. Dedicated Account Managers mean that they have assigned territories, which allow them the chance to learn and apply the nuances of specific buyers. Then if certain buyers that use TCPN have different policies, the Account Manager can help identify those unique policies and assist in order compliance.

CDW•G Account Managers are flexible in working within the established budgets of school districts. They are backed by many specialists, including hundreds of technical and pricing specialists. In addition, since CDW•G is not tied to a specific manufacturer; we can help determine solutions that meet district budgets. CDW•G sells over \$1 billion yearly to the public sector sales, we understand the unique needs of public fund budgets and are accustomed to working within them.

Pricing System

CDW•G currently provides ceilings on our TCPN offerings and will continue to do so under this contract. CDW•G has provided TCPN with pricing that is not to exceed based on a discount off CDW•G advertised pricing. Our Contract Editor Software program holds this pricing and is synchronized with the rest of our pricing systems to constantly update TCPN contract pricing in our sales system, which is then reflected online. We have periodic Sarbanes-Oxley reviews to ensure the systems are working correctly and completely synchronized.

Individual School Support

CDW•G has technology experts who can analyze current infrastructures of TCPN members. In this response, we are supporting E-Rate purchases for Cisco internal connections. CDW•G has internal Cisco experts and as a Cisco Gold Certified Partner, we are able to provide TCPN with the Cisco vendor support needed to assist K-12 schools. Utilizing our systems technology personnel we can perform site surveys, utilize manufacturing technology support and develop pricing for TCPN member schools upon request.

Third Party Relationships

The ability to work with third parties as part of a complex project is paramount to project success. Describe your company's ability to work with third parties both large and small as well as any Small and Disadvantaged Business (SDB) firms that public sector clients may require.

Our business model is a combination of partnering with manufacturers and with distribution channel partners. We have collaborated with numerous distributors to supplement our direct purchasing model. CDW•G is authorized and sells over 1000 different manufacturers' products and we have worked with many certified service partners for technical support and/or installation. CDW•G works with SDB firms across the country to implement successful IT projects. Specific references are available upon request.

The Right Technology. Right Away.™



CDW•G Quick Facts

- CDW Government, Inc. (CDW•G®), a wholly owned subsidiary of CDW Corporation, has expert technology advisors who respond with a sense of urgency to the unique technology needs of the federal government, prime contractors, state and local governments, K-12 and higher education customers.
- With more than \$2 billion in sales, CDW•G accounts for over 30 percent of CDW Corporation's revenue.
- CDW•G ships most credit-approved, in-stock orders the same day they are placed. More than 100,000 brand-name hardware and software products ship daily with an accuracy rate of 99 percent. Our state-of-the-art, strategically located distribution centers provide nearly 1 million square feet of warehousing and configuration space.
- On average, our technicians customize more than 2300 systems per day to customers' specifications — with a surge capability of up to 3000 per day.

Services to Make Your Life Easier

- Customers benefit from highly trained, technical sales teams focusing on networking, security, storage, mobile/wireless, software licensing and technology services.
- CDW•G provides custom and prepackaged onsite services, onsite break/fix service, IMAC services (installations, moves, adds and changes), system-imaging, brand-name hardware and software customizations, and asset-tagging.
- Live technical support is available online and over the phone 24 x 7 x 365 for five years from the date of purchase.
- Training programs for CDW•G customers are offered through a number of educational training companies, including KnowledgeNet and Productivity Point International.

CDW•G Strengths

- CDW•G offers more than 1000 leading technology brands of hardware, software, peripheral products and services support.
- Customers get advice and support from a dedicated account team that leads the industry in public-sector customer service and product knowledge.
- CDW•G holds dozens of contracts and preferred vendor awards for federal government, state and local government, and educational institutions.
- CDW•G@work® extranets provide customized access to a customer's account team, product information, purchase history, quotes and order status — plus the ability to track previous orders, manage asset-tagged items and order configured systems.
- CDW•G's Software License Tracker extranet tool allows customers to track licensing agreements and expiration dates, generate standard reports or create custom layouts and schedule reports for delivery via e-mail.
- CDW•G's Small Business Partner Consortium pairs companies whose capabilities complement CDW•G's offerings with extensive service and delivery capabilities — to help technology customers fulfill small business contracting goals and meet IT purchasing requirements.

CDW and CDW•G Accolades and Awards

- Fortune 500 company, No. 342 — FORTUNE® magazine, April 30, 2007
- No. 2 in "America's Most Admired Companies," Specialty Retailers category — FORTUNE magazine, March 19, 2007
- No. 1 in CIO Insight's 2006 Vendor Value Study — CIO Insight magazine, December 4, 2006
- No. 82 of "The 100 Best Companies to Work For" in America — FORTUNE magazine, January 22, 2007
- No. 39 of the "Top 50 Most Military-Friendly Employers 2006" — G.I. Jobs magazine, November 9, 2006
- No. 47 of the "100 Best Places to Work in IT" — Computerworld, June 19, 2006
- No. 64 of the "100 Best Corporate Citizens 2007" — CRO Magazine, January/February 2007
- D&B 5A1 credit rating — highest possible
- ISO 9001:2000-certified

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