

BILL NO. S-19-05-40

SPECIAL ORDINANCE NO. S-_____

AN ORDINANCE approving PURCHASE OF DELL
EMC INTEGRATED DATA PROTECTION
APPLIANCE - (\$494,172.00) between TRACE3 and
the City of Fort Wayne, Indiana, in connection with the
Board of Public Works.

**NOW, THEREFORE, BE IT ORDAINED BY THE COMMON
COUNCIL OF THE CITY OF FORT WAYNE, INDIANA:**

SECTION 1. That the PURCHASE OF DELL EMC INTEGRATED
DATA PROTECTION APPLIANCE - (\$494,172.00) by and between TRACE3 and
the City of Fort Wayne, Indiana, in connection with the Board of Public Works, is
hereby ratified, and affirmed and approved in all respects, respectfully for:

purchase of Dell EMC Integrated Data Protection Appliance
(IDPA) Disaster Recovery Device;

involving a total cost of FOUR HUNDRED NINETY-FOUR THOUSAND ONE
HUNDRED SEVENTY-TWO AND 00/100 DOLLARS - (\$494,172.00). A copy of
said Contract is on file with the Office of the City Clerk and made available for
public inspection, according to law.

SECTION 2. That this Ordinance shall be in full force and effect from
and after its passage and any and all necessary approval by the Mayor.

Council Member

APPROVED AS TO FORM AND LEGALITY

Carol Helton, City Attorney



Quote: CFW190419IDPA1

Date 4/19/19

Exp Date: 5/19/19

Trace3 | 8425 Woodfield Crossing Blvd | 317.396.4533 | www.trace3.com

Company Fort Wayne City Utilities
Contact Joseph Welch
Email joseph.welch@cityoffortwayne.org
Phone 260.427.5561

Proposed by John Plunkett
Email john.plunkett@trace3.com
Phone 317.606.8585
Fax 317.527.4170

Pricing Per State of Indiana Participating State contract number 00000000000000000015711
and NASPO ValuePoint Master Price Agreement number MNWNC-109.

Master Price	Part Number	Description	Unit Price	Ext. Price
HARDWARE			Total:	\$ 241,181.00
1	IDPA_DP5800_CUBE	IDPA DP5800 BASE CUBE	\$ 167,492.00	\$ 167,492.00
1	IDPA_CAP_PK_60TB	IDPA 60TB CAPACITY EXPANSION PACK	\$ 72,195.00	\$ 72,195.00
4	DPXCVR-SFP-10GBE	XCVR 300 M SFP OPTICS	\$ 347.00	\$ 1,388.00
2	R-EMISHIELD-3U	EMI SHIELD FOR 3U SHELF	\$ 31.00	\$ 62.00
2	DPCBL-LC-OM4-10M	10 M LC TO LC CABLE KIT	\$ 22.00	\$ 44.00
CLOUD STORAGE TIERING			Total:	\$ 21,900.00
150	456-113-337	LIC;CLD TIER; 1TB;SW CAP=CC	\$ 146.00	\$ 21,900.00
60 MONTHS SUPPORT AND MAINTENANCE			Total:	\$ 221,899.00
1	M-PSM-SW-DD-DD1	PROSUPPORT W/MISSION CRITICAL-SOFTWARE	\$ 19,753.00	\$ 19,753.00
1	M-PSM-HW-DD-DD1	PROSUPPORT W/MISSION CRITICAL-HARDWARE	\$ 202,146.00	\$ 202,146.00
PROFESSIONAL SERVICES			Total:	\$ 9,192.00
1	PS-PD-IDPAAEDP	PD FOR IDPA DP5X SERIES	\$ 6,330.00	\$ 6,330.00
2442	PS-PDAD-DDCTDP	PD ADDON, DD CLOUD TIER	\$ 1.00	\$ 2,442.00
1	SHIPPING	SHIPPING AND HANDLING COST	\$ 420.00	\$ 420.00
			Subtotal:	\$ 494,172.00

This quote is subject to the Terms and Conditions found on our website (www.trace3.com/legal). These terms are considered to be the most recent and take precedent over any other previously written or implied terms and conditions.

Thank you for the opportunity to earn your business.

The information contained in this communication is confidential, is intended only for the use of the recipient named above, and may be legally privileged. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution, or copying of this communication is strictly prohibited. If you have received this communication in error, please re-send this communication to the sender and delete the original message or any copy of it from your computer system. Thank you.

TRACE3

MAY 13, 2019

Joseph Welch
Deputy Director, Chief Information Officer
Fort Wayne City Utilities
200 E. Berry St., Suite 270
Fort Wayne IN 46802

Dear Joe,

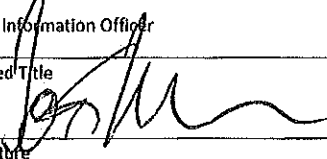
Data Strategy has presented to the City Utilities a quote for a Dell EMC IDPA data protection solution with 60 Months of manufacturer support services and installation services. The agreed upon total cost for this solution is \$494,172. This letter is in reference to quote number CFW190419IDPA1.

Upon receipt of a purchase order or counter-authorization below, Data Strategy will ship this solution to you at the following address as soon as the equipment is available:

1 EAST MAIN STREET
RM B-16
FORT WAYNE, IN 46802
ATTN: BRANDON ABERNATHY

Payment terms are Net 30 days from the date of invoice, and invoices are generated upon shipment of equipment.

We agree that the above business terms are now firm and not subject to re-negotiation.

Trace3	Fort Wayne City Utilities
John Plunkett	Joseph Welch
Printed Name	Printed Name
Senior Sales Executive	Chief Information Officer
Printed Title	Printed Title
	
Signature	Signature

QUOTATION



QUOTE | CFW190412IDPA
DATE | 4/12/19
EXPIRES | 5/12/19

COMPANY | FORT WAYNE / ALLEN COUNTY
CONTACT | BRANDON ABERNATHY
EMAIL | BRANDON.ABERNATHY@afos.com
PHONE |

ACCOUNT MANAGER | John Plunkett
EMAIL | John.Plunkett@data-strategy.com
PHONE | 317.506.8585
FAX | 317.527.4170

BILL TO | JANINE BROWN
ADDRESS | 200 E Berry St, Suite 415
CITY, STATE | Fort Wayne, IN
ZIP | 46802

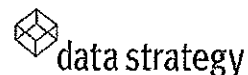
SHIP TO | BRANDON ABERNATHY
ADDRESS | 200 E Berry St, Suite 415
CITY, STATE | Fort Wayne, IN
ZIP | 46802

State of Indiana Participating State contract number 0000000000000000000015711;
and the EMC NASPO ValuePoint Master Price Agreement number MNWNC-109.

Qty	Part Number	Description	PRICE EA	TOTAL
IDPA SOLUTION WITH 60 MONTHS SUPPORT				
1	IDPA_DP5800_CUBE	IDPA DP5800 BASE CUBE	\$167,492.00	\$167,492.00
1	IDPA_CAP_PK_60TB	IDPA 60TB CAPACITY EXPANSION PACK	\$72,195.00	\$72,195.00
4	DPXCVR-SFP-10GBE	XCVR 300 M SFP OPTICS	\$347.00	\$1,388.00
2	R-EMISHIELD-3U	EMI SHIELD FOR 3U SHELF	\$31.00	\$62.00
2	DPCBL-LC-QM4-10M	10 M LC TO LC CABLE KIT	\$22.00	\$44.00
1	DP5800CTL-DP	DP5800 BASE APPLIANCE CONTROLLER		
1	PC-RK30-US-1-DP	PWR CORD 1PH US&JAP RACK DUAL-DP APPL		
1	DPRACK-1PH-DR3-DP	DP APPL RACK 40U SNGL PHASE - DELL		
3	DPCMPNODE-DP	DP APPLIANCE COMPUTE NODE		
1	DPNTWK-SW-DP	DP APPLIANCE NETWORK SWITCH		
1	DPSWITCH-FACTIT-DP	DP APPLIANCE NETWORK SWITCH FACTIT		
1	DPAPPL_5800	ANCHOR DP APPLIANCE 5800		
1	DPDS60-4-180S-DP	DS60 SHELF 45X4TB SAS HDD G3 DP APPL		
1	DPFACINSTL5800-DP	DP5800 FACTORY INSTALL KIT		
1	R-SAS-HDMS2-CT	R CABLE,DD,SASMINISAS HD-MINISAS,2M CT		
2	R-ES30-60S-G3-CT	OPT,ES30 SHELF,15X4TB SAS HDD,RACK CT		
1	IDPA_2-1	INTEGRATED DATA PROTECTION APP V2_1=IA		
1	DDOS-61-DP	DD OS 61X IDPA=IA		
3	456-002-264	IDPA CAPACITY ENABLER=CB		
1	M-PSM-SW-DD-DD1	PROSUPPORT W/MISSION CRITICAL-SOFTWARE		
1	456-002-258	IDPA DP5800 ENV CONFIG		
1	M-PSM-SW-DD-DD1	PROSUPPORT W/MISSION CRITICAL-SOFTWARE		
1	456-113-301	IDPA BU APP ENABLER=IA		
4	456-113-300	IDPA CTRL FS 800GB 0.8TB RAW =CF		
1	456-113-307	IDPA MSM ENABLER=IA		
180	456-113-304	IDPA BACKUP G ENABLER=CC		
180	456-113-305	IDPA TARGET PROTOCOL ENABLER=CA		
1	456-113-302	IDPA SINGLE FED REPORTING SERVER=IA		
1	456-113-309	PLUGIN FOR IDPA VREALIZE AUTOMATION=IA		
180	456-113-326	IDPA TARGET REPL 1TB RAW ENABLER=CB		
1	456-113-308	IDPA VREALIZE ENABLER=IA		
180	456-113-325	IDPA TARGET BOOST 1TB RAW ENABLER=CB		
1	456-113-340	DATA PROTECTION CENTRAL=IA		
1	456-113-303	IDPA BU SEARCH ENABLER=CA		
180	456-113-780	IDPA BOOST FS=CA		
180	456-113-306	IDPA ANALYTICS ENABLER=CB		

1	456-112-812	DP APPLIANCE SOLUTION-IA		
1	456-113-324	IDPA DP5800 BASE OE-IA		
1	458-002-284	DP5800 CLOUD TIER LICENSE		
CLOUD STORAGE TIERING				
150	456-113-337	LIC:CLD TIER; 1TB;8W CAP=CC	\$146.00	\$21,900.00
180	458-002-484	EMC GRANULAR RECOVERY MICROSOFT HIGH=CA		
60 MONTHS SUPPORT				
1	M-PSM-SW-DD-DD1	PROSUPPORT W/MISSION CRITICAL-SOFTWARE	\$19,753.00	\$19,753.00
1	M-PSM-SW-DD-H1	PROSUPPORT W/MISSION CRITICAL-SOFTWARE		
1	M-PSM-HW-DD-DD1	PROSUPPORT W/MISSION CRITICAL-HARDWARE	\$202,146.00	\$202,146.00
PROFESSIONAL SERVICES				
1	PS-PD-IDPAAEDP	PD FOR IDPA DP5X SERIES	\$6,330.00	\$6,330.00
2442	PS-PDAD-DDCTDP	PD ADDON, DD CLOUD TIER	\$1.00	\$2,442.00
			SUBTOTAL	\$493,752.00
			TAX	Tax Exempt
			EST. SHIPPING	\$420.00
			TOTAL	\$494,172.00
<i>* Price does not include applicable sales taxes or shipping.</i> <i>* Please request an updated quote after the expiration date as pricing and availability are subject to change.</i> <i>* Thank you for the opportunity to earn your business.</i>				
DETROIT 5455 Corporate Drive Suite 100 Troy, MI 48098 248.247.3609 GRAND RAPIDS 3020 E. Bellline Ave NE Suite 201 Grand Rapids, MI 49525 616.201.5566 INDIANAPOLIS 8425 Woodfield Crossing Boulevard Suite 101 Indianapolis, IN 46240 317.396.4520 LOUISVILLE 312 South 4th Street Suite 748 Louisville, KY 40202 502.212.3825 Copyright © 2019 Data Strategy, LLC. All Rights Reserved.				

TERMS & CONDITIONS



1. Equipment is subject to manufacturer's warranty and eligible for manufacturer's maintenance unless otherwise indicated.
2. Software Licenses are non-returnable.
3. Data Strategy's Return Policy* will accept returns for credit on cancelled/returned product within the first 30 days after purchase. All returns outside 30 days will be subject to a 25% restocking fee and are not eligible for credit. Cancelled or returned product authorizations are subject to prior approval.
4. All hardware is new unless otherwise indicated.
5. Shipping terms FOB Origin.
6. Change orders received within 15 days of the shipment date may cause a delay in shipment and additional fees.
7. Data Strategy reserves the right to assign all or part of your purchase order.
8. Title to the Products and Services will be free and clear of all liens, claims and encumbrances of any kind and shall vest in Customer upon payment of the full payment price as set forth in this Quote.
9. Payment Terms are available with the completion of a credit application.
10. Customer is responsible for all applicable taxes.

*Data Strategy's Return Policy - Warranty with distribution source for the first 30 days -- as a replacement for defective product. Manufacturer warranty beyond the initial 30 days, subject to specific warranty terms based on the product type / manufacturer policy. Returns for credit on non-defective product will only be considered within the first 25 days. They will require prior approval before processing and be subject to a 25% restocking fee.

DETROIT | 6455 Corporate Drive Suite 100 Troy, MI 48098 | 248.247.3609
GRAND RAPIDS | 4020 E. Bellline Ave NE Suite 201 Grand Rapids, MI 49525 | 616.281.6566
INDIANAPOLIS | 8250 Woodfield Crossing Boulevard Suite 150 Indianapolis, IN 46240 | 317.398.4620
LOUISVILLE | 312 South 4th Street Suite 746 Louisville, KY 40202 | 502.212.3825

Copyright © 2019 Data Strategy, LLC. All Rights Reserved.

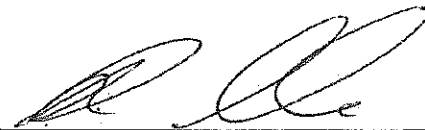
CU 5.21.19

Approval of Purchase Agreement between the City of Fort Wayne and TRACE3 for the Dell EMC Integrated Data Protection Appliance (IDPA) Disaster Recovery Device
Compensation for services performed shall be a not-to-exceed amount of \$494,172.00.

City of Fort Wayne
Board of Public Works

Date: 5.21.19


Shan Gunawardena, Chair


Kumar Menon, Member


Mike Avila, Member

Attest: 
Michelle Fulk-Vondran, Clerk

CITY OF FORT WAYNE, INDIANA

Trace3, LLC

(Vendor Name)

VENDOR DISCLOSURE STATEMENT RELATING TO:

- 1. FINANCIAL INTERESTS;**
- 2. POTENTIAL CONFLICTS OF INTEREST;**
- 3. CURRENT AND PENDING CONTRACTS OR
PROCUREMENTS**

Vendors desiring to enter into certain contracts with the City of Fort Wayne, Indiana (the "City") shall disclose their financial interests, potential conflicts of interest and current and pending contract or procurement information as set forth below.

The following disclosures by Vendors are required for all contracts with annual payments by the City in the amount of \$50,000 or more. Vendors shall disclose their financial interests, potential conflicts of interest and other contract and procurement information identified in Sections 1, 2 and 3 below as a prerequisite for consideration for a contract awarded by the City. This Disclosure Statement must be completed and submitted together with the Vendor's contract, bid, proposal or offer.

A publicly traded entity may submit its current 10K disclosure filing in satisfaction of the disclosure requirements set forth in Sections 1 and 2 below.

Section 1: Disclosure of Financial Interest in Vendor – Please see answer below:

Trace3, LLC's ownership is ultimately held by (1) ~80% by H.I.G. Capital, Trace3's financial sponsor and a leading global private equity investment firm with over \$30 billion of equity capital under management (<https://higcapital.com>), and (2) ~20% by Trace3 management and related entities.

- a. If any individuals have either of the following financial interests in Vendor (or its parent), please check all that apply and provide their names and addresses (attach additional pages as necessary):

(i) Equity ownership exceeding 5% ☐

(ii) Distributable income share exceeding 5% ☐

(iii) Not Applicable (If N/A, go to Section 2) ☐

Name: _____

Name: _____

Address: _____

Address: _____

- b. For each individual listed in Section 1a. show his/her type of equity ownership:

sole proprietorship ☐ stock ☐

partnership interest ☐ units (LLC) ☐

other (explain) _____

- c. For each individual listed in Section 1a. show the percentage of ownership interest in Vendor (or its parent):
ownership interest:

Name: _____ %

Name: _____ %

Section 2: Disclosure of Potential Conflicts of Interest (not applicable for vendors who file a 10K)

For each individual listed in Section 1a. check "Yes" or "No" to indicate which, if any, of the following potential conflict of interest relationships apply. If "Yes", please describe using space under applicable subsection (attach additional pages as necessary):

- a. City employment, currently or in the previous 3 years, including contractual employment for services:
Yes _____ No X

- b. City employment of "Member of Immediate Family" (defined herein as: spouse, parent, child or sibling) including contractual employment for services in the previous 3 years:
Yes _____ No X

- c. Relationship to Member of Immediate Family holding elective City office currently or in the previous 3 years:
Yes _____ No X

- c. Relationship to Member of Immediate Family holding appointive City office currently or in the previous 3 years:
Yes _____ No X

Section 3: DISCLOSURE OF OTHER CONTRACT AND PROCUREMENT RELATED INFORMATION

- a. Does Vendor have current contracts (including leases) with the City? Yes _____ No X

If "Yes", identify each current contract with descriptive information including purchase order or contract reference number, contract date and City contact below (attach additional pages as necessary).

We do not currently maintain any contract work for the City. We have received purchase orders from the city within the past 6 months for discrete purchases

- b. Does Vendor have pending contracts (including leases), bids, proposals, or other pending procurement relationship with the City? Yes X No _____

If "Yes", identify each pending matter with descriptive information including bid or project number,

contract date and City contact using space below (attach additional pages as necessary).

Two proposals are currently in process: One for Data Protection Software / Hardware and a second proposal is in process for VMware software related to a DMZ computer environment. Both proposals are being provided to City Utilities.

- c. Does vendor have any existing employees that are also employed by the City of Fort Wayne?

Yes _____ No X

If "Yes", provide the employee's name, current position held at vendor, and employment payment terms (hourly, salaried, commissioned, etc.).

Name / Position / Payment Terms:

Name / Position / Payment Terms:

Name / Position / Payment Terms:

- d. Does vendor's representative, agent, broker, dealer or distributor (if applicable) have any existing employees that are also employed by the City of Fort Wayne? For each instance, please provide the name of the representative, agent, broker, dealer or distributor; the name of the City employee, and the payment terms (hourly, salaried, commissioned, etc.).

Company / Name / Payment Terms: _____ No _____

Company / Name / Payment Terms: _____

Section 4: CERTIFICATION OF DISCLOSURES

In connection with the disclosures contained in Sections 1, 2 and 3 Vendor hereby certifies that, except as described in attached Schedule A:

- a. Vendor (or its parent) has not, within the five (5) year period preceding the date of this Disclosure Statement, been debarred, suspended, proposed for debarment declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. No officer or director of Vendor (or its parent) or individual listed in Section 1a. is presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any offense;
- c. Vendor (or its parent) has not, within the five (5) year period preceding the date of this Disclosure Statement, had one or more public transactions (federal, state or local) terminated for cause or default;
- d. No officer or director of Vendor (or its parent) or individual listed in Section 1a. has, within the five (5) year period preceding the date of this Disclosure Statement, been convicted, adjudged guilty, or

found liable in any criminal or civil action instituted by the City, the federal or state government or any other unit of local government; and

- e. Neither Vendor, nor its parent, nor any affiliated entity of Vendor, or any of their respective officers, directors, or individuals listed in Section 1a. is barred from contracting with any unit of any federal, state or local government as a result of engaging in or being convicted of: (i) bid-rigging; (ii) bid-rotating; or (iii) any similar federal or state offense that contains the same elements as the offense of bid-rigging or bid-rotating
- f. Pursuant to IC 5-22-16.5, Vendor hereby certifies they do NOT provide \$20 million dollars or more in goods or services to the energy sector of Iran. Vendor also certifies it is not a financial institution that extends \$20 million dollars or more in credit that will provide goods or services to the energy sector of Iran or extends \$20 million dollars or more in credit to a person identified on the list as a person engaging in investment activities in Iran.

The disclosures contained Sections 1, 2 and 3 and the foregoing Certifications are submitted by

Trace3, LLC
(Name of Vendor)

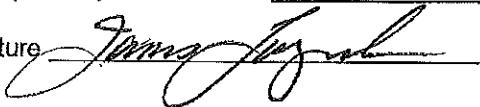
5555 Corporate Exchange Ct, Grand Rapids, MI 49512
(Address)
(616) 281-5566
(Telephone)
Jim.loznak@trace3.com
(E-Mail Address)

The individual authorized to sign on behalf of Vendor represents that he/she: (a) is fully informed regarding the matters pertaining to Vendor and its business; (b) has adequate knowledge to make the above representations and disclosures concerning Vendor; and (c) certifies that the foregoing representations and disclosures are true and accurate to the best of his/her knowledge and belief.

Name (Printed) James Loznak

Title Vice President

Signature



Date 4/19/2019

NOTE: FAILURE TO COMPLETE AND RETURN THIS FORM WITH YOUR DOCUMENTATION MAY RESULT IN YOUR CONTRACT, OFFER, BID OR PROPOSAL BEING DISQUALIFIED FROM CONSIDERATION.

CONTRIBUTION STATEMENT BY A BUSINESS ENTITY

I, James Loznak, under the penalties of perjury, affirm and state as follows:

1. I am over the age of eighteen (18) years old.
2. I am an officer or party of the below named company/firm, a business entity within the meaning of Section 37.28 of the Fort Wayne Municipal Code of Ordinances (the "City Code").
3. As an officer or party of the below named company/firm, I am authorized to execute this *Contribution Statement by a Business Entity* on behalf of said business entity.
4. Since January 1, 2018, neither the below named company/firm, nor any of its covered principals, partners, officers, subsidiaries, or other individuals as defined in Section 37.28 has made a contribution to any City of Fort Wayne candidate or holder of public office, whether directly or indirectly by contribution to such candidate's or holder of public office's campaign committee, a City or Allen County party committee or a political action committee that regularly engages in the support of municipal elections and/or municipal parties in the City of Fort Wayne, which would prohibit the City of Fort Wayne from negotiating or entering into a contract with the below named company/firm under Section 37.28 of the City Code.
5. This *Contribution Statement by a Business Entity* is made pursuant to Section 37.28 of the City Code to support approval of a contract between the City of Fort Wayne, Indiana and the below named company/firm.

Trace3, LLC
Company/Firm

Date: May 20, 2019

By: 
Printed: James Loznak

Title: Vice President

Interoffice Memo

Date: May 28, 2019
To: Common Council Members
From: Joseph Welch, Chief Information Officer, Fort Wayne City Utilities
RE: **Dell EMC Integrated Data Protection Appliance (IDPA) Disaster Recovery Device**

Members of City Council:

This ordinance is to authorize the purchase of an integrated data protection appliance (IDPA) from Dell EMC, Inc. as part of the City, County, and City Utilities disaster recovery plan. The cost for this device is \$494,172.00. State QPA: State of Indiana Participating State contract number 000000000000000000015711; and the EMC NASPO ValuePoint Master Price Agreement number MNWNC-109.

The IDPA will be a core element of our Disaster Recovery Plan, which encompasses all City, County, and City Utilities departments. ~~A disaster recovery plan (DRP) is a documented process or set of procedures to execute an~~ organization's disaster recovery processes and recover and protect a business IT infrastructure in the event of a disaster.

The cost for this device is divided between Fort Wayne Civil City (33.3%), Allen County (33.3%), and Fort Wayne City Utilities (33.3%). The share was determined by the approximate ratio of data managed by the device.

Dell EMC Integrated Data Protection Appliance (IDPA) is a pre-integrated, turnkey solution that is simple to deploy and scale, provides comprehensive protection for a diverse application ecosystem, and comes with native cloud tiering for long-term retention. Our decision to purchase this device is based on a recent assessment of our disaster recovery and business continuity plan.

If you have any questions, please let me know.

Joseph Welch
Chief Information Officer

Council Introduction Date: May 28, 2019

CC: BOW
Matthew Wirtz
Diane Brown
File