



# Purchase Agreement

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Prepared for:

Webb County

Prepared by:

Stephen Mailloux

Prepared on:

9/19/2018 | 3:07 PM EDT

Proposal expires on:

10/5/2018

# 1 Company Overview

## About GovSpend

GovSpend provides access to hundreds-of-millions of purchasing records issued by government agencies at the federal, state, and local levels – in all 50 states. This information provides unprecedented access to identify a fair and reasonable rate, validate sole source, identify piggyback opportunities, and a true vendor reference check across a peer-to-peer sharing network.

U.S. governmental agencies spend over \$7 trillion per year. Purchase orders are used to track this spending, and contain significant detail regarding each procurement – such as: the vendor (its location & contact information), product & service descriptions, quantities, prices, delivery dates, product & government codes, and more. The power is in bringing all this information together in one system and making it easily searchable.

GovSpend decreases the amount of time spent searching multiple websites by aggregating purchases made on co-ops, state contracts, discretionary buys, RFPs, and from requesting quotes. In addition, many agencies find savings up to 40% on a single purchase, keeping their community running when budgets are tight.

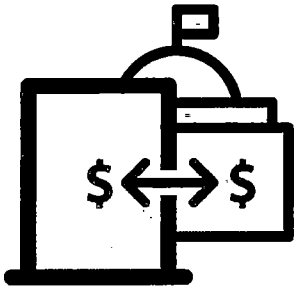
The GovSpend system is powered by a patented software application that has enabled us to create this unique dataset that does not exist anywhere else in the world. The following are some of the GovSpend customers:



CITY OF FORT LAUDERDALE



There are 2 ways to access the GovSpend Government Spending Database



## GovSpend Search

GovSpend provides access to local, state and federal government spending that have been sourced from government agencies. This data is viewable through a web-based search engine that allows users to search all of the GovSpend historical records anytime on an ad-hoc basis.

GovSpend is provided as a software-as-a-service (SaaS) model with each user designated a unique username & password to enable access to the GovSpend system from any internet-enabled device. GovSpend users have access to online training on all of the search-engine capabilities, system functionalities, and available data elements. GovSpend provides unlimited access to all of data, all of the time.



## GovSpend Export

GovSpend Export provides access to the GovSpend database through a customized CSV that is built by a GovSpend data analyst specifically for each client. The report provides a column for every field on the purchase order:

- Date
- Agency Name
- Company Name
- Line Item Description
- Quantity
- Unit Price

The level of detail is the same information found in GovSpend, but you now have the ability to own the purchase order data for uploading into your current system.

90% of our client base uses the GovSpend Search, the option to export records is priced at \$0.10 a line item sold in buckets of 50,000 records.

No matter which product you select, all GovSpend clients have full access to our customer support team via phone, chat, and email.

# 3 Your Subscription

The following is included in your GovSpend Subscription

## What's included:

User Licenses	2
GovSpend Search	Included
Line Item Exports (Total #)	Not Included
GovQuote Access	Unlimited
Online Help Center	Included
One-time Discount Included	\$6,750.00

Please complete your contact information on page 4. Thank You

## Subscription Details

1st Payment	\$3,000	Due on:	11/5/2018
2nd Payment	\$3,000	Due on:	11/01/2019
3rd Payment	\$3,000	Due on:	11/01/2020
4th Payment	n/a	Due on:	


<b>Total</b>	<b>\$9,000</b>
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Signing of this Agreement indicates that you have the corporate authority to enter into an agreement for your organization. It also indicates your acceptance of GovSpend's Terms of Service and Privacy Policy, which can be viewed at [govspend.us/terms](http://govspend.us/terms) and [govspend.us/privacy](http://govspend.us/privacy). This Purchase Agreement is deemed accepted by GovSpend upon sending of an invoice or sending of a receipt for payment by GovSpend.

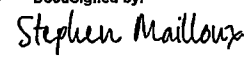
## Contact Information

Agency Name	Webb County
Street Address	110 Washington St., Ste. 101
City	Laredo
State	Texas
Zip	78040
Primary Contact Name	Cesar A. Guerra
Primary Contact Email	ceguerra@webbcountytx.gov
Billing Contact Name	Rebecca Garcia
Billing Contact Email	apinvoices@webbcountytx.gov

## Customer

Signature	
Full Name	Tano E. Tijerina
Title	Webb County Judge
Date	October 9, 2018

## GovSpend

Signature	DocuSigned by:  C66B230DCF46496...
Full Name	Stephen Mailloux
Title	Government Manager
Date	9/19/2018   3:07 PM EDT

## GovSpend's Data

Although we have millions of purchasing records, we do not have data from every government agency, so there may be relevant historical purchases that are not reflected in the database. If there are agencies, not contained in GovSpend, that you feel are important to your agency, we encourage you to submit a request from within the application. GovSpend prioritizes these requests and will attempt to obtain the information.

## 5 Stuff to Know

### Line Item Exports

Additional exports are priced per line item and can be purchased by contacting a GovSpend sales representative. Export credits will be added to the account upon receiving payment. Line item export credits purchased are one-time (i.e. non-recurring) and will expire at the end of your initial subscription period.

### Multi-year Agreements

GovSpend offers multi-year agreements to allow our customers to lock in pricing. Historically, we've increased prices as we've expanded our data coverage and added new features. Multi-year agreements are designed to benefit the customer and are part of all GovSpend agreements.

### Online Help

We've created a web-based training course that teaches you how to use all aspects of GovSpend. You can move at a self-guided pace so you can either jump right into GovSpend after the first few lessons or work your way through the entire guide to quickly become an expert. In addition to the online training course, we have a comprehensive help center containing articles and short video-clips to answer any questions you may have.

### Support Team

Our U.S. based, in-house experts are available via telephone or direct in-app chat. They are here to ensure you have the tools and knowledge you need to be successful. If you're having trouble with a specific search or navigating the system, they are just a phone call or chat message away to answer a question. If you need a longer or more in depth review of the entire system, for you or your licensed users, we offer a private webinar.

### Cancellation Policy

This is a legally binding agreement. Upon cancellation, all services terminate immediately and any remaining obligations under this agreement are due and payable. By signing this Agreement, you are confirming that you understand our cancellation policy and agree to these terms.



700 W. Hillboro Blvd, Suite 4-100  
Deerfield Beach, FL 33441  
954.420.9900  
www.govspend.us

Ref: **Sole Source Letter**

Thank you for your interest in GovSpend. Hundreds of local, county, state and federal agencies are using GovSpend to realize significant financial savings and efficiencies in their purchasing efforts.

With this product, government Agencies benefit from GovSpend's database of hundreds of millions of local, state and federal purchase order records to:

- 1) find the best price on products and services they need to purchase
- 2) easily find hard to locate products
- 3) find the vendors - and their contact information - who offer these products and services
- 4) complete a one-click request for quotes from these vendors
- 5) see an Agency's aggregated purchasing information and performance
- 6) provide community access to the Agency's purchasing information
- 7) validate sole source companies

**GovSpend represents a suite of proprietary software applications developed and offered exclusively by GovSpend and patented by the United States Patent & Trademark Office (U.S. Patent No. US 2014/0188948 A1).**

These applications are the only solutions on the market which use a national database of purchase order records to create purchasing intelligence to drive increased government procurement efficiency and cost savings. GovSpend is unaware of any product, application or platform in the market that does this.

At GovSpend, we take great pride in knowing that our suite of products drives tremendous financial savings and procurement efficiency - in a way that's easy to deploy and easy to use. We appreciate your consideration of GovSpend's products and look forward to working together.

Sincerely,

A handwritten signature in black ink, appearing to read "Jeffrey Rubenstein".

Jeffrey D. Rubenstein  
President & CEO  
954-471-8101  
jeff@govspend.us

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Form **W-9**  
 (Rev. November 2017)  
 Department of the Treasury  
 Internal Revenue Service

# Request for Taxpayer Identification Number and Certification

**Give Form to the requester. Do not send to the IRS.**

▶ Go to [www.irs.gov/FormW9](http://www.irs.gov/FormW9) for instructions and the latest information.

Print or type. See Specific Instructions on page 3.	<b>1</b>	Name (as shown on your income tax return). Name is required on this line; do not leave this line blank. <b>SMARTPROCURE, INC</b>	
	<b>2</b>	Business name/disregarded entity name, if different from above <b>GOVSPEND</b>	
	<b>3</b>	Check appropriate box for federal tax classification of the person whose name is entered on line 1. Check only one of the following seven boxes.  <input type="checkbox"/> Individual/sole proprietor or single-member LLC <input checked="" type="checkbox"/> C Corporation <input type="checkbox"/> S Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Trust/estate  <input type="checkbox"/> Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=Partnership) ▶ _____ <b>Note:</b> Check the appropriate box in the line above for the tax classification of the single-member owner. Do not check LLC if the LLC is classified as a single-member LLC that is disregarded from the owner unless the owner of the LLC is another LLC that is not disregarded from the owner for U.S. federal tax purposes. Otherwise, a single-member LLC that is disregarded from the owner should check the appropriate box for the tax classification of its owner.  <input type="checkbox"/> Other (see instructions) ▶ _____	<b>4</b> Exemptions (codes apply only to certain entities, not individuals; see instructions on page 3):  Exempt payee code (if any) _____  Exemption from FATCA reporting code (if any) _____  <i>(Applies to accounts maintained outside the U.S.)</i>
	<b>5</b>	Address (number, street, and apt. or suite no.) See instructions. <b>700 W Hillsboro Blvd, Suite 4-100</b>	Requester's name and address (optional)
	<b>6</b>	City, state, and ZIP code <b>Deerfield Beach, FL 33441</b>	
	<b>7</b>	List account number(s) here (optional)	

**Part I Taxpayer Identification Number (TIN)**

Enter your TIN in the appropriate box. The TIN provided must match the name given on line 1 to avoid backup withholding. For individuals, this is generally your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the instructions for Part I, later. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN*, later.

**Note:** If the account is in more than one name, see the instructions for line 1. Also see *What Name and Number To Give the Requester* for guidelines on whose number to enter.

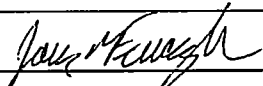
<b>Social security number</b>									
or									
<b>Employer identification number</b>									
4	7	-	2	3	3	7	1	8	9

**Part II Certification**

Under penalties of perjury, I certify that:

- The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me); and
- I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding; and
- I am a U.S. citizen or other U.S. person (defined below); and
- The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct.

**Certification instructions.** You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions for Part II, later.

<b>Sign Here</b>	Signature of U.S. person ▶ 	Date ▶ <b>January 23, 2018</b>
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**General Instructions**

Section references are to the Internal Revenue Code unless otherwise noted.

**Future developments.** For the latest information about developments related to Form W-9 and its instructions, such as legislation enacted after they were published, go to [www.irs.gov/FormW9](http://www.irs.gov/FormW9).

**Purpose of Form**

An individual or entity (Form W-9 requester) who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) which may be your social security number (SSN), individual taxpayer identification number (ITIN), adoption taxpayer identification number (ATIN), or employer identification number (EIN), to report on an information return the amount paid to you, or other amount reportable on an information return. Examples of information returns include, but are not limited to, the following.

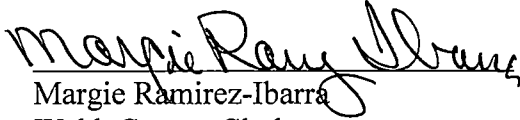
- Form 1099-INT (interest earned or paid)
- Form 1099-DIV (dividends, including those from stocks or mutual funds)
- Form 1099-MISC (various types of income, prizes, awards, or gross proceeds)
- Form 1099-B (stock or mutual fund sales and certain other transactions by brokers)
- Form 1099-S (proceeds from real estate transactions)
- Form 1099-K (merchant card and third party network transactions)
- Form 1098 (home mortgage interest), 1098-E (student loan interest), 1098-T (tuition)
- Form 1099-C (canceled debt)
- Form 1099-A (acquisition or abandonment of secured property)

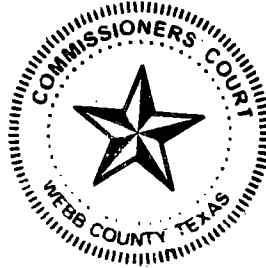
Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN.

*If you do not return Form W-9 to the requester with a TIN, you might be subject to backup withholding. See What is backup withholding, later.*

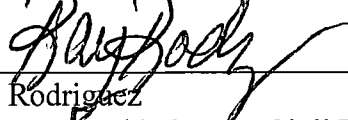


**ATTESTED:**

  
Margie Ramirez-Ibarra  
Webb County Clerk



**APPROVED AS TO FORM:**

  
Ray Rodriguez

Attorney, Webb County Civil Legal Division \*

\*By law, this office may only advise or approve contracts or legal documents on behalf of its clients. It may not advise or approve a contract or legal document on behalf of other parties. Our review of this document was conducted solely from the legal perspective of our client. Our approval of this document was offered solely for the benefit of our client. Other parties should not rely on this approval, and should seek review and approval of their own respective attorney(s).

*Passed and approved by the Webb County Commissioners Court  
On September 24, 2018; item no. 24e.*



# Thank you

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**Support**

888-998-6348

**Government Agency Sales**

888-998-8675

MARCIE R. IBARRA  
COUNTY CLERK  
FILED

2018 NOV 19 PM 1:52

WEBB COUNTY, TEXAS

BY \_\_\_\_\_ DEPUTY