



## **Business Proposal**

Gainwell Technologies

Response to the State of Indiana

**Indiana Department of Administration**

**Family and Social Services Administration**

**Office of Medicaid Policy and Planning**

## **Premium Billing & Collection Services**

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Request for Proposal 22-69574

December 7, 2021

# Contents

2.3	Business Proposal .....	3
2.3.1	General (Optional) .....	3
2.3.2	Respondent’s Company Structure.....	8
2.3.3	Respondent’s Diversity, Equity and Inclusion Information.....	12
2.3.4	Respondent’s Financial Information .....	13
2.3.5	Integrity of Company Structure and Financial Reporting.....	14
2.3.6	Contract Terms/Clauses.....	15
2.3.7	References .....	16
2.3.8	Registration to Do Business .....	17
2.3.9	Authorizing Document .....	18
2.3.10	Diversity Subcontractor Agreements .....	19
2.3.13	Experience Serving State Governments .....	22
2.3.14	Experience Serving Similar Clients .....	23

# Figures

Figure 1.	Gainwell Team's Relevant Experience with State Customers.....	5
Figure 2.	Gainwell Organization Chart.....	11
Figure 3.	IDOA Bidder Registration by Gainwell Technologies LLC.....	18
Figure 4.	Gainwell Government Healthcare Clients.....	23

# Tables

Table 1.	Solution Summary .....	6
Table 2.	Businesses Invited and Selected by Gainwell .....	20

**RFP 22-69574 BUSINESS PROPOSAL  
ATTACHMENT E**

**Instructions: Please provide answers in the shaded areas to all questions. Reference all attachments in the shaded area.**

***Business Proposal***

**2.3.1 General (optional)** - Please introduce or summarize any information the Respondent deems relevant or important to the State’s successful acquisition of the products and/or services requested in this RFP.

## **2.3 Business Proposal**

### **2.3.1 General (Optional)**

Gainwell Technologies LLC (Gainwell) understands that in accordance with applicable Indiana Code provisions, Rules and Policies, the Indiana Department of Administration (IDOA), acting on behalf of the Family and Social Services Administration (FSSA) Office of Medicaid Policy and Planning (OMPP), requires premium billing and collection services for the Hoosier Healthwise Package C and Medicaid for Employees with Disabilities (M.E.D. Works) populations. Gainwell, as the incumbent, is in a unique position to deliver to OMPP quality premium billing and collection services as well as associated customer service and call center responsibilities for the Hoosier Healthwise Package C and M.E.D. Works programs without interruption to services.

Gainwell is pleased to submit our proposal for the scope of services outlined in the Request for Proposal 22-69574. Working with State government agencies across 49 states, we have more relevant experience than any other vendor. We strongly believe that, with our breadth of experience across the states and three-decade-long association with Indiana, we are uniquely positioned to deliver value and be the most efficient and low-risk partner that FSSA-OMPP is seeking.

**We are invested in Indiana.** Gainwell has been a partner of FSSA for more than 30 years, primarily as the fiscal agent for the Indiana Medicaid program but also by providing enhanced premium billing and collection services for Hoosier Healthwise Package C — also referred to as the Children’s Health Insurance Program (CHIP) — and the M.E.D. Works program for more than 17 years. We provide customer service support on 22 accounts and perform similar or the same services as those required by this RFP, in 28 states.

**A committed team.** We are a partner to FSSA and have a team on the ground that is personally invested in Indiana’s mission and caring for its citizens. Our team understands the programs and initiatives that FSSA and the State of Indiana have implemented in the past and are considering for future implementation. Our goal is to deliver on our commitments so you can provide the services and support that Hoosiers



**Indiana Insight  
(invested)**

need. Our customers tell us that a major advantage of working with us is our flexibility. No two programs are alike, even within the same industry, as each reflects our customer's unique objectives. As such, we bring a customized, known, and sustainable service delivery model. As FSSA continues to expand coverage to address this large group of Indiana citizens, we believe it is crucial that your service provider understand the unique needs of this population from the time the member is captured in the system through the premium collection processing, and supporting services through the call center. Gainwell has built a culture of care that is reflected in every detail of our operations: people, processes, and work environments. We don't operate as a "body shop"; we understand how important it is to hire and retain employees who have a heart for the CHIP and M.E.D. Works members and for the citizens of Indiana.

**Low-risk vendor.** We, as the incumbent vendor, offer a low-risk option to FSSA with our established team and its unique understanding of the scope and existing relationships in the State and its partners. Gainwell has the needed interfaces, relationships, workflow, and communication processes in place. Our proposed approach enables a positive impact to current members through a seamless continuation of the existing premium vendor services, adding the enhancement requirements in this RFP, and then we build on these services in a risk-averse way and with a schedule that has State input and is realistic.

Our approach continues to use the existing Indiana Health Coverage Programs (IHCP) operations and technology platforms, which enables the State to optimize its existing investments to provide high-quality member support services. Gainwell's approach also uses the existing program framework and banking relationships to manage and administer the many aspects of the premium billing and collection program effectively. By selecting Gainwell to continue as the provider of premium billing and collection services, FSSA continues to leverage the larger IHCP CoreMMIS application change management and operations delivery structure as well as the existing relationships between FSSA and Gainwell staff.

Gainwell's premium billing & collection services experience is summarized in the following figure.



Commitment to  
Indiana



Low-risk Vendor  
(incumbent)

**Figure 1. Gainwell Team's Relevant Experience with State Customers**

Gainwell Team's Relevant Experience with State Customers													
	MITA BPO Services						MMIS System Functions						
State	Prepare Member Premium Invoice	Manage Accounts Payable Information	Manage Accounts Payable Disbursement	Generate Financial Report	Manage Accounts Receivable Funds	Manage Member Information	Call Tracking	Document Repository	Performance Reporting	Quality Management	Security	Voice Response	Web Portal (Gainwell Healthcare/ other)
AL				*	*		*	*	*	*	*	*	*
AR	*	*	*	*	*	*	*	*	*	*	*	*	*
CA-D		*	*	*	*			*		*	*		
CA-M		*	*	*	*		*			*	*	*	
CO					*		*	*	*		*	*	*
CT							*	*	*	*	*	*	*
DE	*	*	*		*	*	*	*			*	*	
FL		*	*		*	*	*	*	*	*	*	*	*
GA		*	*		*	*	*	*	*	*	*	*	*
ID	*	*	*			*	*	*	*	*	*	*	*
IN	*	*	*	*	*	*	*	*	*	*	*	*	*
KS	*	*	*		*		*	*		*	*	*	*
KY			*	*		*	*	*	*		*	*	*
LA				*			*	*	*	*	*	*	*
MA									*		*	*	*
ME		*					*	*	*		*	*	*
NV		*	*	*			*	*	*	*	*	*	*
NJ				*		*	*	*	*		*		*
OH								*			*		*
OK	*						*	*			*	*	*
OR							*	*			*	*	*
PA								*	*		*	*	*
PR						*		*	*	*	*		
RI	*			*			*			*	*		*
TN								*			*	*	*
VI		*	*	*		*		*			*		*
VT	*	*	*	*	*		*	*	*	*	*	*	*
WV	*	*	*	*		*	*	*	*	*	*	*	*
WI	*	*	*	*		*	*	*		*	*	*	*

**Customer Service and E-Payment Experience.** Providing consistent customer service is a high priority for FSSA. We propose continuing to provide a local customer service center for call monitoring, recording, and real-time call center performance management. To expand the customer service options available to FSSA, the Gainwell solution allows additional customer touch points by offering a suite of electronic payment alternatives. These electronic payment services include various pay-by-telephone and pay-by-internet services for credit and debit card and Automated Clearinghouse (ACH) direct pay, as well as electronic bill presentment.

The banking services used to manage member premium funds received through direct mail and lockbox have been expanded, and other services offered by Gainwell include channel offerings such as direct web, direct phone, and a walk-in option. New server options, such as the interactive voice response (IVR) and web portal, enable members to make payments 24x7. With these convenient options, members need not conduct business by phone or mail.

**Modifications and Upgrades.** Gainwell follows the State’s established Change Management Process to plan, develop, and implement software modifications and upgrades. Gainwell works with both the State and Deloitte, the State’s eligibility vendor, when enhancements or changes are needed for the Premium Vendor solution.

**General Summary:** By selecting Gainwell to continue as the provider of premium billing and collection services, OMPP continues to leverage the larger CoreMMIS application change management and operations delivery structure as well as the existing relationships between OMPP, FSSA, and Gainwell staff.

Gainwell will continue to offer the State credit and debit card and ACH payment processing services, accepting Visa, MasterCard, Discover, American Express, and ACH. Gainwell will continue the longstanding relationship it has had with Fifth Third Bank since 2004 with this contract. This enables Gainwell to comply with the requirements and tasks in this RFP and the Scope of Work (SOW) for automated credit and debit card and ACH payment services.

These tasks include:

- Acquiring transactions through multiple channels, including the Gainwell IVR system and website
- Forwarding authorization requests and confirmations to the cardholders (members)
- Validating bank routing and transit numbers
- Forwarding MasterCard and Visa transaction data to the appropriate merchant bank for clearing and settlement with the bank card associations
- Forwarding Novus (Discover) and American Express transaction data to the respective card companies for their clearing and settlement
- Forwarding ACH transactions in standard National Automated Clearing House Association (NACHA) formats to the ACH financial institution
- Providing the State remittance data files and financial control reports corresponding to the IVR- and internet-processed transactions
- Supporting the State customer service for processed transactions

Our Solution Summary is represented in the table below:

**Table 1. Solution Summary**

Solution Component	Business Function
Member Web Portal — Direct Online Payment	<ul style="list-style-type: none"> <li>• Custom-branded premium member portal</li> <li>• Member access management for CHIP and M.E.D. Works members</li> <li>• Bill presentment: online access for nonrecurring, one-time payment by credit or debit card or drafts from checking or savings accounts</li> </ul>
Premium Vendor System (PVS), a subsystem of CoreMMIS	<ul style="list-style-type: none"> <li>• Member administration</li> <li>• Premium administration</li> <li>• Account and payment management</li> <li>• Data storage</li> <li>• Generation of output files</li> <li>• Disbursement of funds</li> </ul>

	<ul style="list-style-type: none"> <li>• Generation of premium statements and vouchers</li> <li>• Generation of premium statements in braille</li> <li>• Access for inquiries, member updates, and payment posting</li> </ul>
Direct Phone Payment Services	<ul style="list-style-type: none"> <li>• Processing of payments through drafts from checking or savings accounts by telephone</li> <li>• Biller Direct with member controlling the account payments</li> </ul>
Lockbox services	<ul style="list-style-type: none"> <li>• Dedicated bank accounts to manage the receipt of mail-in payment data and corresponding image files</li> <li>• Mail presentment</li> </ul>
Contact Tracking and Management System (CTMS)	<ul style="list-style-type: none"> <li>• Two-tier response: call escalated for resolution to Finance area</li> <li>• Documentation of customer service inquiries to agents by member account number</li> <li>• Documentation of correspondence received by member account number</li> <li>• Retrieval of contact history</li> <li>• Tracking of issues and staff involved: receipt through final resolution</li> <li>• Categorization of inquiries for trending</li> <li>• Historical profiles of member contacts</li> <li>• Management reporting for trending</li> <li>• Service-level compliance reporting</li> </ul>
Avaya Automated Call Distributor	<ul style="list-style-type: none"> <li>• Call management from receipt by telecommunications carrier to customer service agent or IVR</li> <li>• High-level educational messages to callers on hold</li> <li>• Broadcast messages through the IVR</li> <li>• Menu options to facilitate transfer to telephone payments</li> </ul>
NICE CallFocus	<ul style="list-style-type: none"> <li>• Recording of calls received and handled by agents</li> <li>• Retrieval of recorded calls by date and time and agent ID</li> <li>• Real-time monitoring of current calls</li> <li>• Storage of recorded call data for future retrieval</li> <li>• Desktop access to retrieve recent calls</li> <li>• Archive library access to retrieve past calls</li> </ul>
OnDemand	<ul style="list-style-type: none"> <li>• Biller Direct payments through Fifth Third Bank</li> <li>• Member's ability to securely control their own balances and payments</li> <li>• Pay by check, savings, credit card, debit card, and ACH</li> <li>• Electronic reporting to selected program users</li> <li>• Scheduled generation and distribution of established production reports</li> </ul>

**2.3.2 Respondent's Company Structure** - Please include in this section the legal form of the Respondent's business organization, the state in which formed (accompanied

by a certificate of authority), the types of business ventures in which the organization is involved, and a chart of the organization. If the organization includes more than one (1) product division, the division responsible for the development and marketing of the requested products and/or services in the United States must be described in more detail than other components of the organization. Please enter your response below and indicate if any attachments are included.

## **2.3.2 Respondent's Company Structure**

RFP reference: Attachment E, Section 2.3.2

### **2.3.2.a Legal Form of Respondent's Business Organization**

Gainwell Technologies LLC is the entity bidding on the State of Indiana Premium Billing & Collection Services request for proposal (RFP) 22-69574. On October 1, 2020, the separation and sale of the U.S. State and Local Health and Human Services business from DXC Technology to Veritas Capital was finalized. The bidding entity will be referred to throughout our proposal by our new business name, Gainwell Technologies LLC (Gainwell). Gainwell is a private limited liability company.

### **2.3.2.b State in Which Formed (Accompanied by a Certificate of Authority)**

Gainwell was formed in the State of California. For the certificate of authority, please refer to our Business Proposal Attachments, Attachment 2.3.2\_Certificate of Status.

### **2.3.2.c Types of Business Ventures in Which the Organization is Involved**

Gainwell is the leading provider of business process services and technology solutions that are vital to the administration and operations of health and human services (HHS) programs. Gainwell is a new company with more than 50 years of proven experience, a reputation for service excellence, and unparalleled industry expertise. We offer customers innovative, scalable, and flexible solutions for their most complex challenges. These capabilities make us a trusted partner for organizations seeking reliability, innovation, and transformational outcomes.



**A Qualified Team**

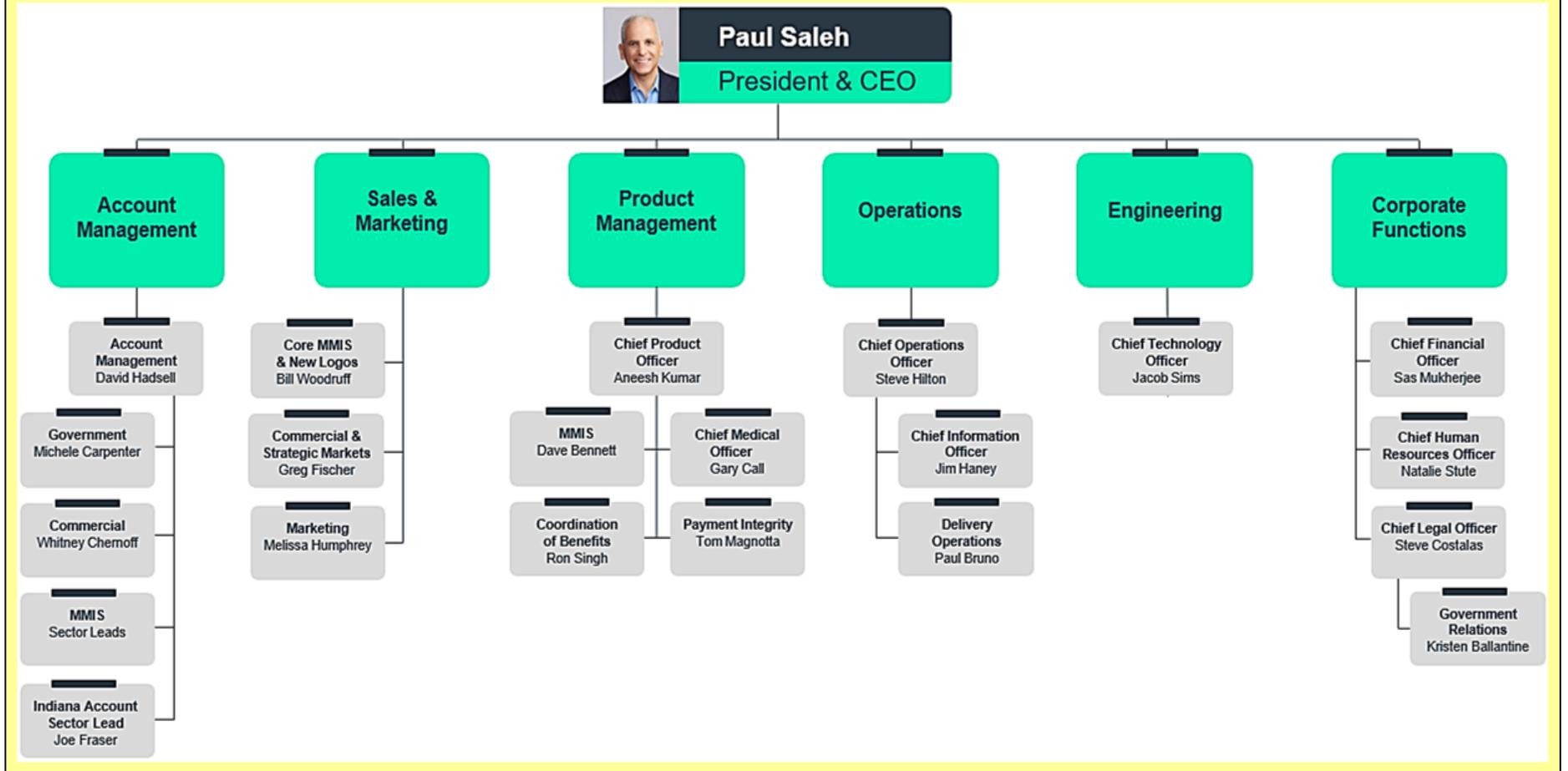
Gainwell's mission is to empower our customers through business process services, including eligibility services and technology to deliver HHS programs that enable successful outcomes. Our solutions are of the following types:

- **Human Services.** States can increase process efficiencies, improve operational agility, and pave the way for innovations in human services programs with our solutions for:
  - Temporary Assistance for Needy Families (TANF), Supplemental Nutrition Assistance Program (SNAP), Medicaid, and other human services programs
  - Women, Infants, and Children (WIC) Services
  - Early Intervention Solution
- **Medicaid.** This Gainwell division is responsible for development and marketing of requested products and/or services in the United States. Gainwell Medicaid solutions provide customers with complete support for managing Medicaid processes. Gainwell understands the business of Medicaid. From modular commercial off-the-shelf (COTS)–based services to healthcare portals with role-based access and cross-system interoperability, we help states address the evolving landscape. Our solutions cover each aspect of the Medicaid value chain to help drive better outcomes.
  - **Medicaid Management Solutions.** States can accelerate claims processing, support value-based care, and control escalating costs with our comprehensive and integrated suite of solutions that orchestrate workflow and task management:
    - Care Management Service
    - Claims, Encounters, and Financial Service
    - Drug Rebate Service
    - Electronic Visit Verification
    - Fraud and Abuse Service
    - Healthcare Portals
    - inSight Analytics
    - interChange Healthcare Administration Platform and Integrated Solution
    - Interoperability Solutions
    - Managed Care Service
    - Pharmacy Service
    - **Premium Vendor Services**
    - Program Integrity Service
    - Provider Service
    - Third-Party Liability Service
- **Public Health.** States can achieve safer, healthier outcomes through more effective information systems that drive better decision making for individuals and the communities in which they live.
- **Technology Services.** We help states discover modern IT solutions designed to support interoperability and agility, featuring scalable delivery and a flexible architecture to support delivering the services that matter most:
  - Analytics
  - Applications
  - Business Process Services
  - Cloud
  - Infrastructure and Application Support

## **2.3.2.d Organization Chart**

Gainwell's company organization is depicted in the following figure.

Figure 2. Gainwell Organization Chart



**2.3.3 Respondent’s Diversity, Equity and Inclusion Information** - With the Cabinet appointment of a Chief Equity, Inclusion and Opportunity Officer, on February 1, 2021, the State of Indiana sought to highlight the importance of this issue to the state. Please share leadership plans or efforts to measure and prioritize diversity, equity, and inclusion. Also, what is the demographic compositions of Respondents’ Executive Staff and Board Members, if applicable.

### 2.3.3 Respondent’s Diversity, Equity and Inclusion Information

RFP reference: Section 2.3.3; Attachment E, Section 2.3.3

Diversity, equity, and inclusion are critical to Gainwell Technologies LLC’s (Gainwell’s) success and competitiveness. We make particular efforts to make employees feel they belong and are respected, which leads to employees feeling valued and, in turn, respecting our customers. Our employees and our customers will participate in the State’s efforts to promote the delivery of services in a culturally competent, professional, and customer-friendly manner.



Our staff are continually trained on our Code of Business Conduct learning modules, which cover diversity, nondiscrimination, and other social justice and equality topics. Gainwell also makes available, through our training platform Gainwell University, training on topics such as inclusion, teamwork, and communication. Gainwell’s Indiana management team tracks employees’ training completion when onboarded and ongoing, while the leaders support and model what is learned.

Gainwell will participate in the State’s efforts to promote the delivery of services in a culturally competent, professional, and customer-friendly manner. We hired a Head of Diversity, Equity, and Inclusion to spearhead our diversity efforts and continue to develop our diversity and inclusion plan. This plan is modeled through our Diversity and Inclusion Council, employee resource groups (such as Women’s Opportunity Network, Pride, Unidos, Mosaic, and Veterans and Supporters) comprising employee volunteers who embed diversity and inclusion practices throughout our culture.

Gainwell has a diversity recruiting strategy specific to military veterans, military spouses, historically black colleges and universities, and Hispanic professional associations. Specific measures and metrics we monitor include gender and race/ethnicity across various categories such as new hires, leadership roles, promotions, attrition, and our overall workforce. Currently, 38% of our executive team and board members are ethnically and racially diverse. Across Gainwell’s leadership roles, women represent 51% of leadership and managerial positions.

**2.3.4 Company Financial Information** - This section must include documents to demonstrate the Respondent’s financial stability. Examples of acceptable

documents include most recent Dunn & Bradstreet Business Report (preferred) or audited financial statements for the two (2) most recently completed fiscal years. If neither of these can be provided, explain why, and include an income statement and balance sheet, for each of the two most recently completed fiscal years.

If the documents being provided by the Respondent are those of a parent or holding company, additional information should be provided for the entity/organization directly responding to this RFP. That additional information **should explain the business relationship between the entities and demonstrate the financial stability of the entity/organization which is directly responding to this RFP.**

## 2.3.4 Respondent's Financial Information

RFP reference: Attachment E, Section 2.3.4

Gainwell Technologies LLC (Gainwell) commenced business on October 1, 2020 and is the result of the acquisition of DXC Technology's U.S. State and Local Health and Human Services business (legal entity: DXC MS LLC) by Veritas Capital.

Gainwell is a financially sound, independent company with stability and solvency appropriate to the requirements of this solicitation. We are on a pace toward revenue of \$2 billion or more in fiscal year 2022, which ends March 31, 2022 (fiscal year is April through March).

### Audited Financial Statements

Please refer to our Attachment 2.3.4 Company Financial Information, within our Business Proposal Attachments, for the most recent audited financial statements and unaudited Lender Compliance Reports for DXC MS LLC, Gainwell Technologies LLC, and HMS, a Gainwell company. These include the following, preceded by an explanatory letter from our chief financial officer (CFO), Sas Mukherjee:

1. DXC 2019 Annual Report (4/1/18-3/31/19).
2. HMS 2019 Annual Report (1/1/19 -12/31/19).
3. DXC 2020 Annual Report (4/1/19-3/31/20).
4. HMS 2020 Annual Report (1/1/20-12/31/20).
5. DXC Fiscal Year 2021 Q1 Report (4/1/20-6/30/20)
6. DXC Fiscal Year 2021 Q2 Report (7/1/20-9/30/20)
7. Gainwell Holding Corp Audited Financial Statements for the six-months ended March 31, 2021 (10/1/20-3/31/21).
8. Gainwell Fiscal Year 2022 Q1 unaudited Lender Compliance Report (4/1/21-6/30/21).
9. Gainwell Fiscal Year 2022 Q2 unaudited Lender Compliance Report (7/1/21-9/30/21).

**2.3.5 Integrity of Company Structure and Financial Reporting** - This section must include a statement indicating that the CEO and/or CFO, of the responding entity/organization, has taken personal responsibility for the thoroughness and correctness of any/all financial information supplied with this proposal. The areas of interest to the State in considering corporate responsibility include the following items: separation of audit functions from corporate boards and board members, if any, the manner in which the organization assures board integrity, and the separation of audit functions and consulting services. The State will consider the information offered in this section to determine the responsibility of the Respondent under IC 5-22-16-1(d).

## 2.3.5 Integrity of Company Structure and Financial Reporting

RFP reference: Attachment E, Section 2.3.5

Gainwell Technologies LLC's (Gainwell's) Chief Financial Officer (CFO) Sas Mukherjee is responsible for the thorough preparation and fair presentation of the financial information supplied with this proposal. Gainwell's practices in the ordinary course of its business include the design, implementation, and maintenance of relevant internal controls, the separation of audit functions from board functions, the way Gainwell assures board integrity, and the separation of audit functions and consulting services.

Through the company structure outlined in the organization chart in Section 2.3.2 Respondent's Company Structure, Gainwell provides complete separation of duties as required by Indiana and the other states we serve. Company business operations are kept separate from the divisions of Finance, General Counsel, and Human Resources. These divisions are kept apart from the account delivery teams intentionally. Additionally, we use separate third-party auditing firms for our company finances and delivery operations, such as the Statement on Standards for Attestation Engagements No. 18 (SSAE 18).

At Gainwell, our people work hard every day to establish and maintain a culture of performance with integrity. Together, we strive for high integrity and high performance inseparably, firm in our belief that the achievement of one without the other is undesirable and unacceptable. Knowing that integrity matters — that, indeed, we care as much about how we achieve as what we achieve — reassures our customers, business partners, employees, and stakeholders that they can be proud of their Gainwell association and rewarded for the trust they extend us.

### Gainwell Culture of Performance with Integrity

Gainwell's mission is to empower our clients through business process services and technology to deliver health and human services programs that enable successful outcomes impacting lives.



Commitment to  
Indiana

For these reasons and more, each member of our leadership team affirms their personal commitment to our values and mission and provides a strong culture of integrity for FSSA and the State of Indiana.

**2.3.6 Contract Terms/Clauses** - Please provide the requested information in RFP Section 2.3.6. Additional rows may be added if necessary.

<b>Contract Term Identifier and Header</b>	<b>Suggested Language Change</b>	<b>Rationale for suggested change</b>
p. 25, New Section 86, Limitation of Liability	<p><i>Addition of the following new section:</i></p> <p>Notwithstanding anything to the contrary in this Contract, in no event will the Contractor’s liability to the State, whether in contract (including any indemnity obligations) or in tort, breach of privacy obligations according to Section 12 (Confidentiality, Security and Privacy of Personal Information), for any action arising out of or relating to Contractor’s performance or nonperformance, under this Contract, in the aggregate, exceed the fees paid by the State to the Contractor, for the life of the Contract. This section does not apply to damages for the following: a. Payments for patents and copyright indemnification; or b. Bodily Injury (including death), and damage to real property and tangible personal property. In no event will the measure of damages payable by either party include, nor will either party be liable for, any amounts for loss of income, profit or savings or indirect, incidental, consequential, exemplary, punitive or special damages of any party, including third parties, even if such party has been advised of the possibility of such damages in advance and all such damages are expressly disclaimed.</p>	<p>Gainwell Technologies LLC (Gainwell) has completed a thorough review of the State’s RFP; specifically, the sample contract in Attachment B. To streamline potential future negotiation, Gainwell bases the suggested exception on the July 1, 2020 Professional Services Contract between the Indiana Family and Social Services Administration, Office of Medicaid Policy and Planning, and DXC MS LLC (our previous legal entity’s name). Where applicable, we have provided exceptions to the non-mandatory contract clauses for the State’s consideration. Gainwell accepts the non-mandatory contract clauses (Att_B_-_Sample_Contract) not included in this exceptions document.</p>

**2.3.7 References** - Reference information is captured on **Attachment H** Respondent should complete the reference information portion of the **Attachment H** which includes the name, address, and telephone number of the client facility and the name, title, and phone/fax numbers of a person who may be contacted for further information if the State elects to do so. The rest of **Attachment H** should be completed by the reference and **emailed DIRECTLY** to the State. The State should receive three (3) **Attachment Hs** from clients for whom the Respondent has provided products and/or services that are the same or similar to those products and/or services requested in this RFP. **Attachment H** should be submitted to [idoareferences@idoa.in.gov](mailto:idoareferences@idoa.in.gov). **Attachment H** should be submitted no more than ten (10) business days after the proposal submission due date listed in Section 1.24 of the RFP. Please provide the customer information for each reference.

<b>Customer 1</b>	
Legal Name of Company or Governmental Entity	West Virginia Department of Health and Human Resources
Company Mailing Address	350 Capitol Street, Room 251
Company City, State, Zip	Charleston, WV 25301
Company Website Address	<a href="https://dhhr.wv.gov">https://dhhr.wv.gov</a>
Contact Person	Sarah Young
Contact Title	WV BMS Deputy Commissioner
Company Telephone Number	304-558-1700
Company Fax Number	304-558-1130
Contact E-mail	<a href="mailto:Sarah.K.Young@wv.gov">Sarah.K.Young@wv.gov</a>
Industry of Company	State & Local Government
<b>Customer 2</b>	
Legal Name of Company or Governmental Entity	California Department of Health Care Services (DHCS)
Company Mailing Address	Suite 200, 830 Stillwater Rd.
Company City, State, Zip	West Sacramento, CA 95605
Company Website Address	<a href="http://www.dhcs.ca.gov">www.dhcs.ca.gov</a>
Contact Person	Bill Otterbeck
Contact Title	Deputy Director, Program Operations
Company Telephone Number	Office 916-373-7772; Mobile 916-764-4994
Company Fax Number	n/a
Contact E-mail	<a href="mailto:bill.otterbeck@dhcs.ca.gov">bill.otterbeck@dhcs.ca.gov</a>
Industry of Company	State & Local Government
<b>Customer 3</b>	
Legal Name of Company or Governmental Entity	Delaware Department of Health and Social Services, Division of Medicaid & Medical Assistance
Company Mailing Address	Herman M. Holloway Sr. Health and Social Services Campus 1901 N. DuPont Highway, Biggs Bldg. #2

Company City, State, Zip	New Castle, DE 19720
Company Website Address	<a href="https://dhss.delaware.gov/dhss/dmma/">https://dhss.delaware.gov/dhss/dmma/</a>
Contact Person	Tonya Jenkins
Contact Title	Management Analyst III, Contract Liaison
Company Telephone Number	302-255-9627
Company Fax Number	302-255-4429
Contact E-mail	<a href="mailto:Tonya.Jenkins@delaware.gov">Tonya.Jenkins@delaware.gov</a>
Industry of Company	Health, State, & Local

**2.3.8 Registration to do Business** – Per RFP 2.3.8, Respondents providing the products and/or services required by this RFP must be registered to do business by the Indiana Secretary of State. The Secretary of State contact information may be found in Section 1.18 of the RFP. This process must be concluded prior to contract negotiations with the State. It is the successful Respondent’s responsibility to complete the required registration with the Secretary of State. Please indicate the status of registration, if applicable. Please clearly state if you are registered and if not provide an explanation.

## 2.3.8 Registration to Do Business

RFP reference Attachment E, Section 2.3.8

Gainwell Technologies LLC (Gainwell) currently has business operations in Indiana and is registered to do business with the State. We have followed each necessary step to comply and understand our obligations for registration.

### 2.3.8.a Secretary of State

Gainwell Technologies LLC is **registered** to do business with the State of Indiana and has active contracts with the State under this registration. Our Indiana Secretary of State’s Business ID is 202004231386794. Gainwell Technologies LLC’s registration with the Indiana Secretary of State is currently in Active business status. While our company name may have changed, we have maintained the same office location and staff since 1994. Previously, our company was registered with the State under the following legal entity names:

- DXC MS LLC
- DXC Technology Services LLC
- HPE (HP Enterprise Services)
- Hewlett Packard (HP)
- Electronic Data Systems (EDS)

Gainwell’s Foreign Registration Statement and accompanying documents are provided in our Attachment 2.3.8, Registration Statement, in our Business Proposal Attachments.

## 2.3.8.b Department of Administration, Procurement Division

Gainwell Technologies LLC is registered as a bidder with IDOA in the Bidder Registration Database as shown in the following figure.

Figure 3. IDOA Bidder Registration by Gainwell Technologies LLC

The screenshot shows a web interface for bidder registration. At the top right, it says "Welcome, Gainwell Technologies LLC" and "User: Julie Sloma". In the center, "Bidder ID" is 0000053981. Below that, "Company URL" is www.gainwelltechnologies.com. There are two sections: "Bidder Status" with radio buttons for "Active" (selected) and "Inactive"; and "Bidder Type" with radio buttons for "Business" (selected) and "Individual". A "Save" button is at the bottom left. At the bottom, there are navigation links: "Main | Addresses | Contacts | Identifications".

**2.3.9 Authorizing Document** - Respondent personnel signing the Executive Summary of the proposal must be legally authorized by the organization to commit the organization contractually. This section shall contain proof of such authority. A copy of corporate bylaws or a corporate resolution adopted by the board of directors indicating this authority will fulfill this requirement. Please enter your response below and indicate if any attachments are included.

## 2.3.9 Authorizing Document

RFP reference Attachment E, Section 2.3.9

President and CEO Paul Saleh is legally authorized to commit Gainwell Technologies LLC (Gainwell) contractually. Proof of such authority is found in our Attachment 2.3.9 Authorizing Document, in our Business Proposal Attachments. This document from Gainwell's General Counsel Stephen Costalas provides Indiana with the assurance that our proposal is legal and binding.

### 2.3.10 Diversity Subcontractor Agreements -

- a. Per RFP Section 1.21, Minority & Women's Business Enterprises (MBE/WBE), and 1.22 Indiana Veteran Owned Small Business Subcontractor (IVOSB), explain process followed to engage with potential MBE, WBE and IVOSB owned, Indiana certified businesses listed on Division of Supplier Diversity site. List the businesses invited to discuss the opportunity for potential partnership.

## 2.3.10 Diversity Subcontractor Agreements

RFP reference: Section 2.3.10

Gainwell Technologies LLC (Gainwell) often works with qualified subcontractors providing specialized products and services. This enables us to contract with small and diverse businesses to meet our diversity and inclusion goals. Our diversity policy provides small minority-owned (MBE), women-owned (WBE), veteran owned (IVOSB), and other underutilized businesses equal opportunity to participate as suppliers for materials and services. Our goal is to expand the number of these businesses used and to increase the total amount of procurements awarded to these businesses. The primary objective of this policy is to increase the dollars Gainwell awards to these businesses while continuing to purchase services based on competitive technology, quality, responsiveness, delivery, and price.

Creating a solution for the Indiana Premium Vendor & Collection Services contract involved choosing the right people and services contractors. Gainwell vetted vendors for specific service capabilities and reviewed their experience and ability to perform the work. Through this due diligence, we have chosen subcontractors who are proven team members to provide professional services and meet the RFP requirements.

The vendors we selected to partner with for this contract are either Indiana MBE-, WBE-, or IVOSB-certified businesses listed on the Division of Supplier Diversity site. Gainwell currently partners with three of the four vendors on the current Indiana Premium Billing & Collection Services and/or MMIS Fiscal Agent contracts. We have selected one new business partner, STLogics, who has a proven track record of providing services on existing Indiana projects. Gainwell has a long-term history of selecting Indiana MBE/WBE/IVOSB business partners and using these organizations' services over the life of our contracts.

With our subcontractors, Gainwell provides a best-in-class team that will continue to successfully integrate market-leading products and services. Our subcontractors are a critical part of our team, and we are committed to their success in delivering their respective elements of the solution. Our approach to managing subcontractor relationships effectively and achieving the mutual goal of high-quality performance focuses on three key principles:

- **Single point of contact.** Providing the State with a single point of Gainwell contact for service delivery needs.
- **The right subcontractors.** Selecting companies with the delivery strength and proven work ethic that will deliver the best benefits to the State.
- **Integration with Indiana staff.** Fully integrated subcontractor personnel into Gainwell's business processes to form a cohesive team focused on the common goal of delivering the best value to the project.

The following businesses were invited and selected to participate in the bid for this potential opportunity:

**Table 2. Businesses Invited and Selected by Gainwell**

<b>Business</b>	<b>Vendor Certification Status for this Proposal</b>
BCforward	Minority Owned Business
Briljent	Women Owned Business
Esource Resources	Veteran Owned Business
STLogics	Women Owned Business

As the primary contractor, Gainwell accepts responsibility for the work performed by our subcontractors to support the project. We expect quality performance from our subcontractors. We will apply the same measures to their work as we do our work. For detailed information regarding the businesses listed above, please reference Section 7.8, Project Management – Proposed Subcontractors, in our Technical Proposal.

- b. If not proposing each MBE, WBE or IVOSB subcontractor partnership, explain the rationale for declining to do so. Complete this for each category not proposed.

N/A

**2.3.11 Evidence of Financial Responsibility** – Removed at the request of the agency.

**2.3.12 General Information** - Each Respondent must enter your company’s general information including contact information.

<b>Business Information</b>	
Legal Name of Company	Gainwell Technologies LLC
Contact Name	Julie Sloma
Contact Title	Account General Manager
Contact E-mail Address	julie.sloma@gainwelltechnologies.com
Company Mailing Address	950 N. Meridian Street, Ste.1150
Company City, State, Zip	Indianapolis, IN 46204
Company Telephone Number	317.374.4986
Company Fax Number	317.488.5392
Company Website Address	www.gainwelltechnologies.com
Federal Tax Identification Number (FTIN)	27-1510177
Number of Employees (company)	10,000
Years of Experience	50+ years
Number of U.S. Offices	41
Year Indiana Office Established (if applicable)	1991
Parent Company (if applicable)	N/A
Revenues (\$MM, previous year)	\$1.42 billion
Revenues (\$MM, 2 years prior)	\$1.29 billion
% Of Revenue from Indiana customers	3.6%

- a. Does your Company have a formal disaster recovery plan? Please provide a yes/no response. If no, please provide an explanation of any alternative solution your company has to offer. If yes, please note and include as an attachment.

### **Disaster Recovery Plan**

Gainwell has a formal disaster recovery (DR) and a business continuity (BC) plan. Our backup and recovery processes promote the ability to rebound, resume operations, and minimize service disruption to solution users and stakeholders. As required in Attachment C of the RFP, Gainwell will participate jointly with the State in BC and DR procedures, as applicable, including those that require Gainwell to mobilize staff to alternative sites in the event of a disaster or other event that affects an area of the State and OMPP operations pertaining to the scope of this contract.

As requested, Gainwell has provided a sample DR and BC plan in our Attachment 2.3.12 Example Disaster Recovery and Business Continuity Plan, submitted with this proposal in our Business Proposal Attachments.

- b. What is your company's technology and process for securing any State information that is maintained within your company?

### **Security of State Information**

To maintain effective security, access, and privacy, Gainwell incorporates adherence to security standards into each aspect of technical and administrative management of the systems, networks, and infrastructure. Our security methodology provides security planning and management of the complete process, from routine strategic planning analysis through deployment and continuing with establishment of new audits and security review analysis. Our security management offering focuses on the continuous application, analysis, and maintenance of diverse security controls.

To keep effective security mechanisms in place to protect data security and privacy, we continually monitor, review, and improve on the current processes and mechanisms. Gainwell also continually works to understand new security, access, and privacy trends and implement changes to better protect our customers and their members.

Gainwell protects Medicaid data security and privacy through a series of software programs, audits, processes, and controls using stringent and proven tools and methods common across Gainwell accounts. This approach assures the State that its data is secure and protected from unauthorized access or use. We will comply with federal security policies as applicable and/or identified within the State and federal policies.

#### **Protecting State Data**

Gainwell protects the State's eligibility data security and privacy through a series of software programs, audits, processes, and controls.

Gainwell will meet State privacy and compliance requirements by continuing to protect Medicaid data, such as Protected Health Information (PHI), Personally Identifiable Information (PII), and State Sensitive Information (SSI). Safeguarding Medicaid data includes:

- Complying with State and federal guidelines regarding the protection of PHI/PII/SSI
- Making sure PHI/PII/SSI is not used or disclosed except as authorized by the State or as otherwise required under HIPAA regulations, State and federal Medicaid confidentiality standards, and other applicable State or federal law or policy
- Establishing and maintaining data security policies and procedures for the security and confidentiality of PHI/PII/SSI, for protection against anticipated threats or hazards to the security or integrity of PHI/PII/SSI, and for protection against the unauthorized access or use of PHI/PII/SSI

**2.3.13 Experience Serving State Governments** - Please provide a brief description of your company's experience in serving state governments and/or quasi-governmental accounts.

## **2.3.13 Experience Serving State Governments**

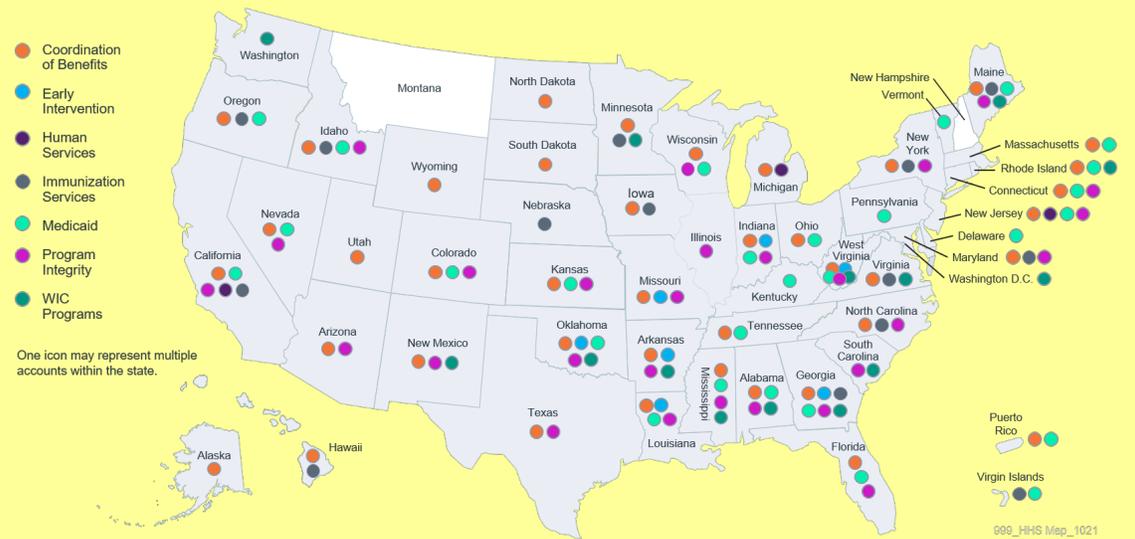
RFP reference: Section 2.3.13

Gainwell Technologies LLC (Gainwell) has focused solely on serving state government customers, specifically in Medicaid, public health, and human services. We are a leading provider of technology, services, and solutions that are vital to the administration and operations of health and human services (HHS) programs.

Gainwell is a new company with more than 50 years of proven experience, a reputation for service excellence, and unparalleled industry expertise. We deliver vital HHS services to 48 states, two territories, and the District of Columbia. Gainwell has a combined total of more than 465 years with our state government customers. We also maintain an average relationship of 19 years, with a 90% customer renewal rate.

The following map shows the current nationwide coverage of Gainwell's offerings and relationships with U.S. state, commonwealth, and territory customers.

**Figure 4. Gainwell Government Healthcare Clients**



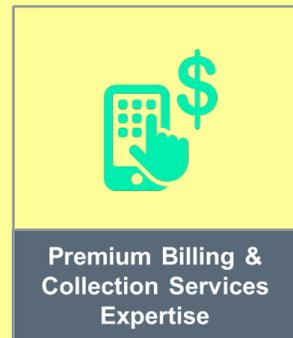
Gainwell processes more claims than any other vendor: 1.1 billion last year. We cover more lives in our systems than any other vendor, currently about 58.3 million Medicaid members. And our systems and solutions serve 3 million providers, more than any other vendor in the country. We have three states where we support the Medicaid Managed Information System (MMIS) or Medicaid Enterprise System (MES) only. We have one state where we will provide fiscal agent (FA) services only, with no MMIS responsibility. The other 44 states, two territories, and one district we serve have a mixture of technology — such as the MMIS, call center platform, and services like Premium Vendor Services (PVS), web portal, and others — and a mixture of business services such as mailroom, claims resolution, call center agents, reporting and analysis, and many others.

**2.3.14 Experience Serving Similar Clients** - Please describe your company’s experience in serving customers of a similar size to the State with similar scope. Please provide specific clients and detailed examples.

## 2.3.14 Experience Serving Similar Clients

RFP reference: Section 2.3.14

Gainwell Technologies LLC (Gainwell) serves state governments in many industries — healthcare, human services, financial, motor vehicle divisions, energy, and transportation. While each industry is unique, the technology and service we offer is universal — *state-of-the-art solutions delivered with service excellence*. We follow field-tested and proven project management to successfully deliver on each of our state contracts, regardless of the industry or the project. We bring professional, knowledgeable leaders and staff to the project knowing the State expects and deserves nothing less.



Gainwell helps state governments enhance information accuracy, reduce operational costs, and improve innovation. For the purposes of this proposal, we will focus on our Health and Life Sciences industry experience, as it is the industry the Indiana Premium Billing and Collection Services contract serves. We are especially proud of our 31 years of service in Indiana, providing healthcare administrative services to Indiana's Medicaid program. Our extensive knowledge and experience, as follows, set us apart from any other vendor in the State Health and Life Sciences marketplace:

- We have more than 50 years of experience working with state governments on innovative health and human services (HHS) solutions.
- We process more than 2.4 billion state healthcare transactions annually.
- We process more than 38.4 million patient visits a year through our clinical and administrative applications.
- We have more than 17 years of general immunization information system (IIS) background and more than 12 years of experience with our award-winning version of the Wisconsin immunization registry (WIR).
- We touch nearly 22 million lives annually through our Medicaid process management services.
- We process more than 1.1 billion Medicaid claims and \$100 billion in benefits a year for our state customers.
- We support managed care programs in 16 of our 19 State Medicaid accounts, processing an unequaled number of managed care transactions — encounter claims and capitation payments.
- Our call center staff answers more than 8.8 million provider and recipient telephone calls annually for our state healthcare customers.

We have extensive experience serving states while managing administrative costs, controlling IT spend, and effectively addressing compliance issues. Our history serving state governments benefits Indiana because we understand evolving state and federal requirements and have proven solutions to help states meet them. Of significant importance to Indiana is our experience with operating state premium billing and collection services. We successfully serve several states in this industry arena with full-service premium billing and collection. We also serve states in a support capacity for these same services.

## **State Medicaid Experience**

Gainwell founded the state healthcare IT outsourcing industry more than 50 years ago with our first Medicaid claims processing business, when we were known as Electronic Data Systems Corporation (EDS). While our name has changed, our commitment to successfully serving state governments remains steadfast. We are the largest supplier of Medicaid technology and services, currently serving 20 states with fiscal agent (FA) services or Medicaid Management Information System (MMIS) and Medicaid Enterprise System (MES) operations and maintenance — including Indiana.

As demonstrated in Indiana, Gainwell designs, develops, implements, and maintains reliable, stable MMISs that are flexible and scalable to meet evolving Centers for Medicare & Medicaid Services (CMS) requirements. We base our successful

implementations and enhancements on the deep experience of our staff gained over multiple project implementations and successes. We continue to implement leading-edge, web-based capabilities to support decision support system (DSS), clinical rules engine, utilization management, claims processing, eligibility verification, claim status inquiries, prior approval (PA) requests, and fraud detection and prevention.

Gainwell has supported state governments in the healthcare industry since the inception of Medicaid in 1965 with advanced claims processing systems and information management services. We began our support of healthcare programs long before any of our competitors. We provide design, development, and maintenance services and support to state and federal HHS programs as well as commercial healthcare providers and payers.

Gainwell has helped our State Medicaid customers across the country to successfully achieve on-time compliance with federal initiatives. For example, we successfully transitioned our Medicaid states to the 5010 standards for federal Health Insurance Portability and Accountability Act (HIPAA) transactions. As a result, claims and payments for more than 1 million doctors, dentists, pharmacists, hospitals, and other healthcare providers in those states have been processed without interruption. Our cumulative history represents more MMIS FA experience, in years and number of states, than any other company.

In addition to the Indiana MMIS, our current MMIS/MES contracts include the following:

- **Alabama Medicaid Agency.** Gainwell has served the Alabama Medicaid Agency for 34 years. In 2005, the Agency awarded Gainwell a contract for the design, development, implementation (DDI), and operation of a new MMIS using interChange as the base product. Gainwell implemented the interChange Gainwell MMIS in February 2008, which included major changes to claims billing, provider access, and system security. The new MMIS achieved real-time adjudication of each claim type for the state, a new rules-based claims processing engine, more flexible reporting capabilities, and quick adaptation to policy changes. CMS certified the new system in February 2010 with no findings.

Gainwell has implemented several system enhancements, including our web-based provider enrollment application, member portal, ePrescribing, National Correct Coding Initiative (NCCI), and ICD-10 Assessment, and upgraded the system to accept the new HIPAA standard transaction set — ANSI 5010.

- **Arkansas Department of Human Services.** Gainwell has been the primary contractor for the Arkansas MMIS and FA services continually since 1985. Our current contract was won in 2004, and contract extensions were granted in 2011 and 2013. Gainwell now annually administers more than \$4 billion in Medicaid benefits for Arkansas. We have hosted the Arkansas MMIS through the Gainwell data center in Plano, Texas, since completion of implementation in October 1985.
- **Connecticut Department of Social Services.** Gainwell has served as the primary contractor for the Connecticut Medicaid program continuously since 1981. This includes three successful contract recompetes in 1989, 1995, and 2005. In February 2008, we implemented the interChange system for the Connecticut Department of Social Services. The Connecticut interChange MMIS and infrastructure is supported at the Gainwell Orlando Data Center (ODC). Working with the Department, Gainwell designs, codes, and tests MMIS enhancements

required to meet Department policy changes, cost-saving initiatives, and legislative or federal mandates. Gainwell also provides business operations support for claims operations / document control, TPL/financial process, provider relations, call centers, and pharmacy services. Gainwell provides DSS, business intelligence, data warehousing, and data analytics services for the MMIS under a separate data warehouse contract.

- **Delaware Health and Social Services.** Gainwell has been the prime contractor for Delaware since 1989 and implemented a new MMIS in July 2002 that was certified in May 2003. The new system incorporated HIPAA requirements, which was achieved 15 months ahead of the compliance deadline. We managed the 22-month implementation period applying project management and systems life cycle (SLC) operating principles. More than 1,759 discrete tasks were successfully delivered on time for a July 1, 2002, implementation date. Our systems and platform teams continue to maintain and enhance the system as our FA responsibilities and number of members supported have grown. These efforts include refreshes that increased file storage, replaced aging components, and provided cost-effective solutions for our customer's business. Disaster recovery (DR) and data security continue to be extremely important aspects of system maintenance and operation.
- **Florida Agency for Health Care Administration.** In 2006, the Florida Agency for Health Care Administration (AHCA) awarded Gainwell a contract for AHCA's first new system implementation in almost 20 years. The contract included providing DDI and operations of a new MMIS using interChange as the base product. We implemented the first real-time adjudication of claims for the state with a system that uses robust, web-based functions to allow flexible reporting and quick adaptation to policy changes. Some table-driven functions allow policy changes to happen through a rules engine task to change data on a table rather than requiring coding changes through the change order process. The design integrates business and IT environments for improved Medicaid program management by integrating web capability to most business processes. The account received an extension in July 2011, moving the contract end date from June 30, 2013, to June 30, 2016. Recent MMIS enhancements include conversion of Florida's MMIS from HIPAA ASC X12 version 4010 to version 5010. The conversion project required changes to the X12 batch process, X12 real-time service, and the web portal Direct Data Entry (DDE) for claim submission through the internet. Florida's MMIS uses 13 HIPAA ASC X12 transaction types, each of which required a gap analysis, mapping update, and relevant 5010 companion guide for X12 submitters.
- **Georgia Department of Community Health.** Gainwell provides FA and MMIS services to the Georgia Department of Community Health (DCH). Gainwell consistently served Georgia as primary MMIS and FA services provider for more than 15 years —1987–2003. After the State awarded the system to another vendor, that vendor had serious problems, including the inability to certify the system. In 2008, the State conducted a competitive procurement for a new MMIS and again selected us, the safe pair of hands that Georgia had previously relied on, to implement the MMIS. Gainwell successfully implemented the interChange system on Nov 1, 2010, and it was certified in record time under the new CMS process. The interChange system provides Georgia efficient service to its 1.9 million members and helps effectively build and manage a network of more than 117,000 providers within the state.

- **Kansas Department of Health and Environment.** Gainwell served the State of Kansas as MMIS and FA services provider for more than 18 years from 1978 to 1996. When the State needed a new MMIS in 2002, it again turned to us. We implemented the interChange system in four phases, with Pharmacy Point of Sale (POS), Healthcare Provider Portal, and Beneficiary Eligibility Verification System (BEVS) starting early, and then claims processing. Gainwell provides, maintains, and upgrades the computer hardware, related equipment, and software required for operation of the Kansas MMIS as needed. The hardware and software must be compatible with the State network. The system includes appropriate redundancy and checkpoint or restart capabilities and other features to promote reliability and recovery.
- **Kentucky Cabinet for Health and Family Services.** Gainwell operated as the Commonwealth's MMIS vendor and FA in Kentucky in the 1980s and 1990s. In 1995, the Commonwealth selected a new vendor. The Commonwealth issued a new RFP for its MMIS contract again in 2005 and awarded it back to Gainwell. Gainwell has maintained and operated the MMIS for the Commonwealth beginning in December 2005, taking over the prior vendor's MMIS, and starting June 2007 with the new MMIS implementation and subsequent certification. Under the Commonwealth's direction, Gainwell runs and monitors the MMIS and provides enhancement hours for ongoing changes needed to support the Commonwealth's policy decisions, and operates call centers, claims processing, mailroom, and other business processes as the fiscal agent.
- **Massachusetts Executive Office of Health and Human Services (EOHHS).** Gainwell designed, developed, and implemented the Massachusetts interChange MMIS (MA MMIS) in May 2009 and has since provided staff members for operational system support, software maintenance, and enhancement work. Working with the Massachusetts EOHHS staff, we effected change through change orders defining the enhancements and requirements. We have implemented nearly 700 enhancements through scheduled enhancement releases and large projects such as the following:
  - Established and supported the code that extracts data from the Massachusetts data warehouse to the Massachusetts All Payers Claims Database (APCD)
  - Established the interface to a predictive modeling commercial off-the-shelf (COTS) product and related processing of claims for final disposition
  - Health Safety Network (HSN) — non-Medicaid claims that we are processing in our MMIS. They are adjudicated but are not paid out of the MMIS; the information is extracted from the Massachusetts data warehouse by the HSN staff, and they price the claims in their system before executing payment
  - Established the services consumed by the MA HIX to establish member eligibility within MMIS and facilitate their enrollment in managed-care programs
- **Nevada Department of Health and Human Services.** In January 2011, Gainwell was awarded Nevada's contract to take over, upgrade, and manage the existing MMIS and help the State enhance service delivery to Medicaid clients and improve staff productivity. Gainwell processes medical and pharmacy claims, reviews, and processes PA requests, utilization management, and personal care reviews for the State. We assist the Medicaid program in connecting healthcare providers with critical health information to improve overall care. Gainwell aids the State in

detecting potential fraud and abuse cases while improving the efficiency of claims processing.

The Nevada MMIS contract was a takeover of the existing system with extensive enhancements incorporated into the system including the Gainwell provider portal. Gainwell was able to implement a new 5010 solution in January 2012 — 1 month after going live — per the federally mandated schedule. Other enhancements include the following:

- Switched third-party liability (TPL) vendor to Emdeon
  - Switched PBM vendor to Catamaran
  - Implemented Gainwell PPM — project management and change management system
  - Implemented Encounter Claims Processing
- **Ohio Department of Job and Family Services.** The State of Ohio signed a 6-year contract with Gainwell in 2007 to develop and implement a new web-based Medicaid Information Technology System (MITS) to provide state-of-the-art IT services. A new contract was signed to continue through June 2017. The Ohio interChange MMIS is hosted in the Gainwell Orlando Data Center (ODC).
  - **Oklahoma Health Care Authority (OHCA).** In October 2000, the State selected Gainwell as FA to implement its MMIS. We launched the Oklahoma MMIS in 2002, early and under budget. As part of the OHCA renewal contract in 2011, Gainwell completed the total upgrade of the server, storage, network, and telephony technology. The software refresh included an update of the databases and operating systems (Oss). Gainwell is responsible for maintaining control of OHCA's technology investment at our onsite data center. Since becoming the FA, we have implemented the following enhancements for Oklahoma:
    - First-in-the-nation online member enrollment solution
    - PA workflow that moved the processing of PAs from 6 weeks to 72 hours
    - Newborn registry allowing newborns to get a Medicaid ID and services within hours of birth rather than weeks or months
  - **Oregon Health Authority.** In July 2005, Gainwell was awarded a contract by the State of Oregon to implement the base interChange MMIS, a data warehouse, an electronic document management system (EDMS), and pharmacy claims processing. Oregon has been in production operations since December 2008. We have made several enhancements to the MMIS, including the following:
    - Implemented Coordinated Care Model in the MMIS
    - Implemented Patient Centered Primary Care Homes (PCPCH)
    - Support for DSS power users; dedicated environment for analytics
  - **Pennsylvania Department of Public Welfare.** Gainwell has been Pennsylvania's Medicaid system vendor since 1992; starting as the selective services vendor and becoming the Department's FA for the new MMIS in 2002. Gainwell successfully implemented the Gainwell interChange MMIS in 2004, and it was certified in April 2005, retroactive to day one of operations. This MMIS was named the Provider Reimbursement Operations Management Information System in electronic format (PROMISe™).

- **Rhode Island Executive Office of Health and Human Services.** Gainwell has been Rhode Island's Medicaid system vendor since 1992, when we were selected as the FA. In August 2012, Gainwell was awarded a new contract to continue our FA services. The Rhode Island MMIS is hosted at the ODC in Orlando, Florida.
- **Tennessee Department of Finance and Administration, Bureau of TennCare.** Gainwell has been Tennessee's Medicaid systems vendor since 1995. On renewal of the contract, Gainwell successfully implemented an MMIS that was certified to day one of operations. TennCare is one of the most experienced Medicaid managed care programs in the country; it was the only program in the nation to enroll the entire state Medicaid population in managed care. After implementing the TCMIS in August 2004, we made several enhancements to the system. These enhancements ranged from minor changes to significant projects requiring more than 5,000 person hours each.
- **Department of Vermont Health Access.** Gainwell has served as Vermont's Medicaid systems vendor since 1981. In July 1992, we were awarded a contract to implement the first ever client/server MMIS.
- **Wisconsin Division of Health Services.** Our Wisconsin Medicaid contract is our longest-standing Medicaid contract, with 36 years of Gainwell service. The interChange implementation in 2008 was the first in the nation to use the Medicaid Enterprise Certification Toolkit (MECT) to receive CMS certification. We also provide the State with extensive business intelligence, DSS, and data warehouse (DW) capabilities.

In addition to MMIS services, our state government healthcare experience includes third-party administration of State employee health plans.

- **Oklahoma Employees Group Insurance Division (EGID).** We provide claims processing for medical, dental, and life claims for Oklahoma state employees, education employees, and local government employees. We are responsible for maintaining customer service, appeals, adjustments, and QA areas. The 5-year contract and was renewed for another 5 years. We also process claims for the Oklahoma Department of Corrections and Department of Rehabilitation.

Our State experience also includes immunization registry (IR) technology and services.

## State Immunization Registry Experience

We are the national leader in immunization information system (IIS) support. We provide IR support for 16 state, commonwealth, and U.S. territory programs, including the New York State IIS — one of the largest statewide implementations of an IR in the nation.

We provide IR programs to the following states, commonwealths, and U.S. territories:

- California Immunization Registry (CAIR 2.0)
- Georgia Registry of Immunization, Transactions, and Services (GRITS)
- Hawaii Immunization Registration (HIR)
- Idaho Immunization Registry (IRIS)
- Iowa Immunization Registry (IRIS)
- Maryland Immunization System (ImmuneNet)

- Minnesota Immunization Information Connection (MIIC)
- Nebraska State Immunization Information System (NESIIS)
- New York State Immunization Information System (NYSIIS)
- North Carolina Immunization Registry (NCIR)
- Oregon Immunization Registry (ORIR)
- Texas Immunization Registry (ImmTrac)
- Puerto Rico Immunization Registry
- U.S. Virgin Islands Immunization Registry
- Virginia Immunization Information System (VIIS)
- Wisconsin Immunization Registry (WIR)

**2.3.15 Payment** – Removed at request of agency.

**2.3.16 Extending Pricing to Other Governmental Bodies** – Removed at request of agency.

**2.3.17 IOT Information Security Framework Agreement** - If proposing a Cloud-based system, please review the Indiana Office of Technology (IOT) Information Security Framework (ISF) after following the steps outlined in RFP Section 1.28. Please indicate acceptance and/or any concerns regarding the State’s requirements in your response below. It is the State’s strong desire to not deviate from the Information Security Framework and as such the State reserves the right to reject any and all requested changes. Any or all portions of this RFP and any or all portions of your response may be incorporated as part of the final contract

Gainwell accepts and agrees to the State’s requirements.

**2.3.18 IOT Additional Terms and Conditions Agreement** - Additional Terms and Conditions related to Cloud-based systems that the State expects to execute with the successful Respondent, if the successful Respondent proposed a Cloud-based system, are provided in Attachment L1, L2, and L3. If the Respondent’s proposed system is Cloud-based, and depending on the Contractor’s proposed system, they will be required to agree to one, or more of the following sets of Additional Terms and Conditions:

- Attachment M1 – IOT Additional Terms and Conditions - Infrastructure as a Service Engagements (IaaS)
- Attachment M2 – IOT Additional Terms and Conditions - Platform as a Service Engagements (PaaS)
- Attachment M3 – IOT Additional Terms and Conditions - Software as a Service Engagements (SaaS)

If proposing a Cloud-based system, Respondent’s should indicate in their Business Proposal which of these sets of Additional Terms and Conditions the Respondent believes applies to their proposed Cloud-based system. If proposing a Cloud-based system, the Respondent should review these Additional Terms and Conditions and

indicate acceptance and/or any redlined edits, via Track Changes. To reiterate it is the State's strong desire to not deviate from the Additional Terms and Conditions provided in these attachments and as such the State reserves the right to reject any and all requested changes.

Any or all portions of this RFP and any or all portions of the Respondent's response may be incorporated as part of the final contract.

In addition to this agreement, Respondents proposing a Cloud-based system are also required to review and respond to the questions included in Attachment N, IOT Cloud Provider Questions Form.

Gainwell believes Att\_M1\_-\_IOT\_Additional\_Terms\_and\_Conditions\_-\_IaaS contains the set of additional terms and conditions that apply to our future cloud-based system.