

Exhibit A

OregonBuys Program Charter

Values (with examples of values in action)

These values have been in place since the OregonBuys project began and should be retained and used to guide the OregonBuys program.

1. Collaboration

- Collaboration among people and agencies is fundamental to the vision and success of OregonBuys.

2. Excellence

- The OregonBuys software contains best practices in procurement.
- Agencies will change their business processes to fit OregonBuys rather than modify the software to meet current processes

3. Fairness

- Agencies that are represented in the OregonBuys governance committees each have one vote in committee decisions

4. Inclusivity

- All OregonBuys Participating Agencies have a voice in major decisions, either as members of the governance committees or by being consulted about proposed decisions
- All state agencies, as well as ORCPP members, can contract to use OregonBuys

5. Support

- Agency implementers will make their lessons learned and implementation documents available, and will provide consultation to help support other agencies in their implementations.

Governance

Because of the multi-agency nature of the OregonBuys Program, effective governance is especially important. It assures that all agencies have a voice in decisions, that no one agency dominates, and that a culture of collaboration is created and maintained. The governance structure is designed to:

- Alleviate potential problems
- Make decisions
- Deal with issues such as:
 - Program resources, program direction, and governance structure (Executive Sponsors Committee)
 - Oversight and standards for managing use of the OregonBuys software (Oversight and Standards Committee)
 - Day-to-day administration of the OregonBuys Program (OregonBuys Program Administrator and OregonBuys Agency Program Coordinator)

1. OregonBuys Executive Sponsors Committee

Ultimate decision-making body for the OregonBuys Program

Membership

- **Up to fifteen members** consisting of the nine original collaborating agencies and up to six new participating agencies. In order to preserve institutional knowledge, three of the nine original collaborating agencies will serve an initial four year term, three a five year term, and three a six year term after which time they will be added to the rotation cycle. The new participating agencies will serve two-year terms on a rotating basis. The rotation process is detailed in the *OregonBuys Committee Membership Rotation Process* below.
- Committee members must be senior executives who have authority to make staffing, funding, business, and policy decisions on behalf of their agency.
- **Ex-Officio members**, including the OregonBuys Program Administrator and other ex-officio members as determined by the committee, such as a representative from each of these organizations – OSCIO, LFO, DAS CFO.
- From the committee’s membership select a committee Chair and Vice-Chair who will serve two year terms from the date they are selected. If the Chair or Vice-Chair vacates their position, the committee will determine whether the replacement serves to the end of that term, or the rest of that term plus a two year term. NOTE: The Chair and Vice-Chair cannot be from the same agencies as the leaders of the Oversight and Standards Committee.
- The *OregonBuys Committee Membership Rotation Process* will determine representation of agencies on the committee. Operation of the rotation process will be managed by the committee Chair.

Meetings

Meets at least quarterly.

Role/ Responsibility

- Ultimate decision-maker to ensure that OregonBuys meets the continuing and changing needs of Oregon government’s use of the end-to-end eProcurement solution
- Provide direction for the OregonBuys Program
- Define and monitor the OregonBuys governance structure and lead its continuous improvement
- Be vocal and visible champions of the program, its goals and objectives
- Stay informed about major program activities
- Seek input from agencies which have signed the IAA (but are not currently serving on the committee) about decisions which have significant operational, financial, or “political” impact on the OregonBuys program. The committee will create a plan for communicating with participating agencies which are not members of the committee to assure that their input is sought in a timely manner and included in the committee’s decision-making process.
- Seek input from external stakeholders (e.g. LFO, CFO, OSCIO), as appropriate

- Communicate program direction and decisions inside members' agencies and to external stakeholders, as appropriate
- Final approval of standards that govern the current and future use of OregonBuys and have significant operational, financial, or "political" impact
- Resolve conflicts that arise in operations or governance
- Form ad-hoc sub-committees as needed

2. OregonBuys Oversight and Standards Committee

Oversight of the management of the use of OregonBuys

Membership

- **Up to fifteen members** consisting of the nine original collaborating agencies and up to six new participating agencies. In order to preserve institutional knowledge, three of the nine original collaborating agencies will serve an initial four year term, three a five year term, and three as six year term after which time they will be added to the rotation cycle. The new participating agencies will serve two year terms on a rotating basis. The rotation process is detailed in the *OregonBuys Committee Membership Rotation Process* below.
- Committee members must have the ability to make business and policy decisions and have a high level, broad, statewide perspective as well as a perspective of their own agency's needs.
- **Ex-Officio members**, including the OregonBuys Program Administrator and one OregonBuys Agency Program Coordinator as determined by the committee.
- From the committee's membership select a committee Chair and Vice-Chair who will serve two year terms from the date they are selected. If the Chair or Vice-Chair vacates their position, the committee will determine whether the replacement serves to the end of that term, or the rest of that term plus a two year term. NOTE: The Chair and Vice-Chair cannot be from the same agencies as the leaders of the Executive Sponsors Committee.
- The *OregonBuys Committee Membership Rotation Process* will determine representation of agencies on the committee. Operation of the rotation process will be managed by the committee Chair.

Meetings

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Role/Responsibility

- Act as liaison with Executive Sponsors
- Be alert to changing needs and anticipate future needs of the program
- Act individually and collectively as a vocal and visible OregonBuys champion throughout their own organizations
- Anticipate and resolve issues that could affect all agencies using the software
- Establish standards that govern the current and future use of OregonBuys (Executive Sponsors Committee approval is required for standards having significant operational, political, or financial impact.)

- Monitor the effectiveness of the OregonBuys governance structure and recommend needed improvements to the Executive Sponsors Committee
- Recommend changes in the roles and responsibilities of the OregonBuys Program Administrator and Agency Program Coordinators as needed
- Form ad-hoc sub-committees as needed

3. Committee Membership Rotation Process

The OregonBuys Executive Sponsors and Oversight and Standards Committees will be limited to fifteen (15) members at any one time.

In order to allow all agencies to participate in the governance of the OregonBuys Program, when the number of participating agencies exceeds fifteen, the following method of rotating committee membership among the agencies will be used:

OregonBuys Executive Sponsors Committee

- At committee startup, three of the original collaborating agency members will serve a four year term, three of the original collaborating agency members will serve a five year term, and three of the original collaborating agency members will serve a six year term.
- Up to six additional participating agency members will serve two year terms.
- When a new agency becomes an OregonBuys user, it will sign the OregonBuys Interagency Agreement (IAA) and the agency will be put on a list in the date order of when the IAA was signed. When a committee member vacancy occurs in the middle of a term, that agency will designate a replacement for the remainder of the term. When a committee vacancy occurs by term expiration, the next agency on the date order list, and not already represented on the committee, will be invited to designate a person from that agency for a two year term. If that agency declines, the next agency on the list will be asked to fill the vacancy. When the end of the list is reached, the rotation will start again from the top of the list.

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4. OregonBuys Program Administrator

- Manages day-to-day work of the OregonBuys Program and receives direction from the Oversight and Standards Committee
- Works closely with the OregonBuys Contract Administrator who manages the OregonBuys Vendor Contract

Role/Responsibility

1. Be the single point of contact for:
 - **Agencies** that have signed the OregonBuys IAA and have implemented or not implemented the software
 - **Contractor** regarding non-contract issues, e.g. system performance, bug reporting, priority-setting, scheduling patches/upgrades
2. Act as Liaison
 - Between User Groups, Oversight and Standards Committee, and Executive Sponsors Committee
 - With
 - Legislature
 - OregonBuys contractor
 - Local government
 - Office of State CIO
 - Governor's Office
 - CUBs
 - Other stakeholders
 - Other states (especially those using the Periscope product)
 - And for public records requests

NOTE: May have a role in the operation of the *OregonBuys Committee Membership Rotation Process*. Role to be determined by the Chairs of the Executive Sponsors and the Oversight and Standards Committees.

3. Manage Statewide Reports
 - Create statewide reporting templates
 - Pull and distribute ad-hoc and recurring statewide reports
 - Submit to "Transparency Website"
4. Gather enhancement recommendations and other suggested improvements from Agency Program Coordinators and recommend action to Oversight and Standards Committee
5. Lead and facilitate the OregonBuys User group
 - Schedule monthly meetings and manage agendas
 - Solicit feedback about issues and operations
 - Coordinate annual OregonBuys User Conference
 - Possible topics
 - Oregon future needs
 - Periscope speak about plans for future enhancements
 - Training

- Include ORCPP
6. Guide System Administration
 - Identity and Access Management
 - Roles and Permissions
 - Assure interface modifications are made as needed
 7. Communicate program direction and status
 - Newsletter
 - Marketing
 - Education of new/potential users of OregonBuys
 - Participate in outside conferences (i.e. NASPO, other professional associations, Contractor's User Conference)
 8. Facilitate testing of enhancements and patches
 - Assign tests to User Group members
 - Collect results
 - Communicate results to contractor and schedule patch installations
 9. Facilitate communication and work with Agency Program Coordinators
 10. Coordinate training activities that affect all users.

5. Agency Program Coordinator

Single point of contact for use of OregonBuys in each agency using the software

Role/Responsibility

1. Coordinate agency use of OregonBuys
2. Act as first level of user support within the agency
3. Expected to complete training required to fulfill responsibilities of this position within six months of becoming Agency Program Coordinator.
4. Work with agency users to implement:
 - **Contractor** initiated changes
 - a. Testing
 - b. Bug fixes
 - c. Enhancements
 - **Agency** initiated changes
 - a. Modified workflows
 - b. Agency allowed configurations
5. Coordinate agency input to contractor through OregonBuys Program Administrator
 - Future enhancements
 - Bug/issue reporting
6. Attend monthly User Group meetings
7. Serve as member of annual OregonBuys User Conference planning committee
 - Encourage agency users to participate in conference