



Westchester Community College

State University of New York

ONBASE 77838

July 9, 2020

To: Board of Acquisition and Contract

From: Dr. Belinda S. Miles
President

Re: Authority for the County of Westchester, acting by and through Westchester Community College, to enter into an agreement with Zoom Video Communications, Inc. for the College's use of Zoom's video conferencing services thereby enabling the College to continue its mission of providing quality education by teaching courses remotely as a result of the Covid-19 pandemic for a period of one year commencing on or about July 15, 2020.

The County of Westchester, acting by and through Westchester Community College (the "College") issued a request for proposals ("RFP") for the procurement of video conferencing services. Proposals were received from three (3) different firms that were able to provide access to Zoom video conferencing through a cloud-based software platform which can be used for distance education. Zoom Video Communications, Inc. offered the lowest cost for access to this service.

Westchester Community College (the "College") has been impacted by the Covid-19 Pandemic, which has forced the College to close its campus and develop other ways to continue its mission of providing quality education. The use of Zoom Video Communications, Inc. video conferencing services will enable the College to not only offer a full range of courses but will also facilitate the orderly operation of the College by enabling the administration to conduct its activities in a more efficient manner. It is believed that use of this service will allow for a more efficient roll-out of online classes with better access for students, faculty and staff.

Thus, authority is hereby requested from your Honorable Board to authorize the County of Westchester ("County"), acting by and through the College, to enter into an agreement ("Agreement") with Zoom Video Communications, Inc. for the College's use of the Zoom video conferencing service. The proposed Agreement shall have a term of

one (1) year commencing on July 15, 2020 in an amount not to exceed \$23,881.00, payable at the start of services.

Pursuant to the terms of the proposed Agreement, the College will agree to indemnify, defend and hold harmless Zoom Video Communications, Inc. (and its affiliates, officers, directors, officers, employees, consultants, agents, suppliers, resellers) from and against any and all claims, liability, damage, costs, attorneys' fees arising out of the use of the services.

The proposed Agreement shall serve a public purpose since it will enable the College to continue to operate by providing courses using video conferencing services. The proposed Agreement will be monitored by College personnel.

Accordingly, I recommend adoption of the attached resolution.

BSM/SMG

Encl.

APPROVED BOARD OF ACQUISITION & CONTRACT - 07/15/2020 LISA MURPHY, SECRETARY

RESOLUTION

Upon a communication from the President of Westchester Community College, be it hereby:

RESOLVED, that the County of Westchester, acting by and through the Westchester Community College (“College”), is authorized to enter into an agreement with Zoom Video Communications, Inc. for the College’s use of the Zoom video conferencing service; and be it further

RESOLVED, that the proposed agreement shall have a term of one (1) year commencing on July 15, 2020 and terminating on July 14, 2021, in an amount not to exceed \$23,881.00; and be it further

RESOLVED, that pursuant to the terms of the license agreement, the College will agree to indemnify, defend and hold harmless Zoom and its Affiliates and their respective officers, directors, members, employees, consultants, agents, suppliers and resellers from any Claims arising from (a) Customer’s use of the Services in violation of this Agreement; (b) any infringement or violation by Customer of any intellectual property or other right of any person; and (c) Customer’s violation of any Law; and be it further

RESOLVED, that the County Executive or his duly authorized designee be and hereby is authorized and empowered to execute any and all instruments and to take all action necessary to implement the purposes hereof.

Account to be Charged/credited	Fund	Dept	Major Program, Program & Phase Or Unit	Sub Unit	Object/ Sub Object	Trust Account	Dollars
		34	0015		4425		\$23,881

Budget Funding Year(s) 2020/21 Start Date 07/15/2020 End Date 7/14/2021
 (must match resolution)

Funding Source Tax Dollars _____
 State Aid _____

\$ 23,881 Federal Aid _____
 (must match resolution)

Other \$ 23,881 (Tuition) _____