

## CONTRACT, LEASE, AGREEMENT CONTROL FORM

Date: 12/28/2021

Contract/Lease Control #: C22-3146-BCC

Procurement#: NA

Contract/Lease Type: AGREEMENT

Award To/Lessee: CRITICAL MENTION, INC.

Owner/Lessor: OKALOOSA COUNTY

Effective Date: 01/03/2022

Expiration Date: 01/02/2023

Description of: MEDIA MONITORING TOOL

Department: BCC

Department Monitor: HOFSTAD

Monitor's Telephone #: 850-651-7515

Monitor's FAX # or E-mail: JHOFSTAD@MYOKALOOSA.COM

Closed:

Cc: BCC RECORDS

## DeRita Mason

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**From:** Parsons, Kerry <KParsons@ngn-tally.com>  
**Sent:** Wednesday, December 22, 2021 8:43 AM  
**To:** DeRita Mason; April Sarver  
**Cc:** Faye Douglas; Jeffrey Hyde  
**Subject:** RE: Critical Mentions Contract

This looks good. I agree with DeRita they need to be registered to do business in the state of Florida.

**Kerry A. Parsons, Esq.**

**Nabors  
Giblin &  
Nickerson**  
ATTORNEYS AT LAW

1500 Mahan Dr. Ste. 200  
Tallahassee, FL 32308  
T. (850) 224-4070  
[kparsons@ngn-tally.com](mailto:kparsons@ngn-tally.com)

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**From:** DeRita Mason <dmason@myokaloosa.com>  
**Sent:** Wednesday, December 22, 2021 9:41 AM  
**To:** Parsons, Kerry <KParsons@ngn-tally.com>; April Sarver <asarver@myokaloosa.com>  
**Cc:** Faye Douglas <fdouglas@myokaloosa.com>; Jeffrey Hyde <jhyde@myokaloosa.com>  
**Subject:** RE: Critical Mentions Contract

Kerry and April,  
Please see attached. They will also need to be registered in Sunbiz, which states that they are allowed to do business in the State of Florida.

DeRita Mason



DeRita Mason, CPPB, NIGP-CPP  
Senior Contracts and Lease Coordinator  
Okaloosa County Purchasing Department

5479A Old Bethel Road  
Crestview, Florida 32536  
(850) 689-5960  
[dmason@myokaloosa.com](mailto:dmason@myokaloosa.com)


“Please note: Due to Florida’s very broad public records laws, most written communications to or from County employees regarding County business are public records, available to the public and media upon request. Therefore, this written e-mail communication, including your e-mail address, may be subject to public disclosure.”

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**From:** Parsons, Kerry <[KParsons@ngn-tally.com](mailto:KParsons@ngn-tally.com)>  
**Sent:** Tuesday, December 21, 2021 12:21 PM  
**To:** April Sarver <[asarver@myokaloosa.com](mailto:asarver@myokaloosa.com)>  
**Cc:** Faye Douglas <[fdouglas@myokaloosa.com](mailto:fdouglas@myokaloosa.com)>; Jeffrey Hyde <[jhyde@myokaloosa.com](mailto:jhyde@myokaloosa.com)>; DeRita Mason <[dmason@myokaloosa.com](mailto:dmason@myokaloosa.com)>  
**Subject:** RE: Critical Mentions Contract

Hey April:

I reviewed the attached document as well as the Master Service Agreement linked in the pdf you had attached. Both are approved for legal purposes. In addition, the company needs to agree to our standard public records language, fill out a scrutinized contractor certification and be e-verified in accordance with the purchasing requirements. Purchasing departments should be able to provide you all that information – those items are the minimum necessary to adhere to mandatory requirements of the Florida Statutes.

Kerry A. Parsons, Esq.  
  
1500 Mahan Dr. Ste. 200  
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[Kparsons@ngn-tally.com](mailto:Kparsons@ngn-tally.com)

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**From:** April Sarver <[asarver@myokaloosa.com](mailto:asarver@myokaloosa.com)>  
**Sent:** Tuesday, December 21, 2021 12:42 PM  
**To:** Parsons, Kerry <[KParsons@ngn-tally.com](mailto:KParsons@ngn-tally.com)>  
**Cc:** Faye Douglas <[fdouglas@myokaloosa.com](mailto:fdouglas@myokaloosa.com)>; Jeffrey Hyde <[jhyde@myokaloosa.com](mailto:jhyde@myokaloosa.com)>; DeRita Mason <[dmason@myokaloosa.com](mailto:dmason@myokaloosa.com)>  
**Subject:** Critical Mentions Contract

Kerry,

I’ve attached the Critical Mention media monitoring contract that I gave you a heads-up on via email earlier today. I’ve vetted several media monitoring agencies and this one takes the cake when it comes to price and capabilities v actual needs. Please let me know if you have questions. We’re hoping to have John sign off on it today. The urgency is around

the deadline to commit so that we can received that \$6k discount. Let me know if this contract is approved or requires edits.

Thanks,

April Sarver  
Okaloosa County  
Public Information Officer  
O. 850-651-7270  
C. 850-585-7059



**Please note: Due to Florida's very broad public records laws, most written communications to or from County employees regarding County business are public records, available to the public and media upon request. Therefore, this written e-mail communication, including your e-mail address, may be subject to public disclosure.**

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# Statement of Work

**Customer:** Okaloosa County Board of County Commissioners | **Account Representative:** Brian McBride

**Term:** 1/3/2022 through: 1/2/2023

The Fees and Services provided to Customer under this Statement of Work ("SOW") are described below.



User License - Primary	Includes unlimited Login, Search & View
Email Shares	Includes unlimited Email Shares
Reporting (w/Vidfinity)	Includes Report Builder editing module
Analytics	Exportable Analytics charts by media type (including: Mentions and Audience over time, Mention Meter, Market Coverage Map and Word Cloud)
Saved Searches (w/Notifications) - 20	Saved Searches across all Users, with unlimited Real-time or Digest Alert notifications
Google Analytics	Connecting to google analytics to display in reports. Includes users by channel, traffic by country etc.



U.S. TV	U.S. National TV Networks & Affiliates, Cable and Independent Stations
U.S. Radio	U.S. Radio - News and Talk Radio from top markets
Online News	Global Online News Sites, Blogs, and Consumer Review sites/forums
Licensed Print News	Licensed Online News Print Content from premium sources.
Social	Facebook, Instagram, Twitter & YouTube.



<b>SUB TOTAL:</b>	\$12,000.00	
<b>INCENTIVES:</b>	-\$6,000.00	Discount applies only if this SOW is executed by 12/27/2021
<b>TOTAL AMOUNT:</b>	\$6,000.00	Price for the Term: 1/3/2022 through 1/2/2023

**CONTRACT: C22-3146-BCC  
CRITICAL MENTION, INC.  
MEDIA MONITORING TOOL  
EXPIRES: 01/02/2023**



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## Detail by Entity Name

Foreign Profit Corporation  
CRITICAL MENTION, INC.

### Filing Information

**Document Number** F13000004518  
**FEI/EIN Number** 41-2055499  
**Date Filed** 10/17/2013  
**State** DE  
**Status** ACTIVE

### Principal Address

521 5TH AVENUE, 16TH FLOOR  
NEW YORK, NY 10175

### Mailing Address

521 5TH AVENUE, 16TH FLOOR  
NEW YORK, NY 10175

### Registered Agent Name & Address

C T CORPORATION SYSTEM  
1200 SOUTH PINE ISLAND ROAD  
PLANTATION, FL 33324

### Officer/Director Detail

#### **Name & Address**

Title CEO

Yount, Donald C  
521 5TH AVENUE, 16TH FLOOR  
NEW YORK, NY 10175

Title COO & General Counsel

Bermann, Michael Richard  
521 5TH AVENUE, 16TH FLOOR  
NEW YORK, NY 10175

### Annual Reports

<b>Report Year</b>	<b>Filed Date</b>
2019	01/26/2019

2020            01/16/2020  
2021            04/07/2021

**Document Images**

<a href="#">04/07/2021 -- ANNUAL REPORT</a>	<a href="#">View image in PDF format</a>
<a href="#">01/16/2020 -- ANNUAL REPORT</a>	<a href="#">View image in PDF format</a>
<a href="#">01/26/2019 -- ANNUAL REPORT</a>	<a href="#">View image in PDF format</a>
<a href="#">03/12/2018 -- ANNUAL REPORT</a>	<a href="#">View image in PDF format</a>
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<a href="#">01/07/2015 -- ANNUAL REPORT</a>	<a href="#">View image in PDF format</a>
<a href="#">09/18/2014 -- ANNUAL REPORT</a>	<a href="#">View image in PDF format</a>
<a href="#">10/17/2013 -- Foreign Profit</a>	<a href="#">View image in PDF format</a>

**Master Service Agreement**

This Statement of Work is governed by the Critical Mention Master Service Agreement found at <https://www.criticalmention.com/master-service-agreement/>

**Billing & Payment**

Customer will be billed annually in advance for the Total Amount shown above for the Initial Term and will be billed for subsequent Renewal Terms based on the Fee Schedule above, as adjusted for price increases. All payments are due in U.S. dollars within thirty (30) days of the date of each invoice. Late payments are subject to interest at the lesser of one and one-half percent (1.5%) per month or the maximum rate allowed by law. CMI will notify Customer of any change to the Fee Schedule at least thirty (30) days prior to the effective date of such change, provided that such increase does not apply to the Initial Term.

**Renewal Terms**

If either Party elects to discontinue the Service following the Initial Term or after any subsequent Renewal Term, that Party must provide written notice to the other Party via fax or email, at least thirty (30) days prior to the end of the then-current Term. If no such notice is provided, this SOW shall automatically renew for additional consecutive one-year Renewal Terms.

**Notes**

**By signing this SOW, you warrant that you have the authority to enter into this SOW.**

**IN WITNESS WHEREOF, the Parties hereto have executed this Statement of Work as of ("Effective Date"): 12/27/2021 | 2:49:06 PM EST**

**CMI:** Critical Mention, Inc.  
DocuSigned by:  
*Michael Bermann*  
**Signature:** DC9743DE1E6543B...

**Customer:** Okaloosa County Board of County Commissioners  
DocuSigned by:  
*Jeffrey Hyde*  
**Signature:** 6515BDFC51AB405...

**Name:** Michael R. Bermann  
**Title:** COO & General Counsel  
**Address:** 19 W. 44th Street, Suite 300  
**City, State, ZIP:** New York, NY 10036  
**Country:** United States  
**Telephone:** 212.398.1141  
**Email:** legal@criticalmention.com

**Name:** Jeffrey Hyde  
**Title:** Purchasing Manager  
**Address:** 5479 Old Bethel Road  
**City, State, ZIP:** Crestview Florida, 32536  
**Country:** United States  
**Telephone:** 850-689-5960  
**Email:** jhyde@myokaloosa.com





<b>Primary Contact</b>		<b>Billing Contact</b>	
<b>Name:</b>	April Sarver	<b>Name:</b>	Okaloosa County BOCC
<b>Title:</b>	Public Information Officer	<b>Title:</b>	Accounts Payable
<b>Address:</b>		<b>Address:</b>	101 East James Lee Boulevard
<b>City, State, ZIP:</b>	, ,	<b>City, State, ZIP:</b>	Crestview, Florida, 32536
<b>Country</b>	United States	<b>Country</b>	United States
<b>Telephone:</b>	8505857059	<b>Telephone:</b>	850-689-5960
<b>Email:</b>	asarver@myokaloosa.com	<b>Email:</b>	jhyde@myokaloosa.com



<b>Full Name</b>	<b>Title</b>	<b>Phone</b>	<b>Email Address</b>
April Sarver	Public Information Officer	8505857059	asarver@myokaloosa.com

VENDORS ON SCRUTINIZED COMPANIES LISTS

By executing this Certificate Critical Mention, Inc., the bid proposer, certifies that it is not: (1) listed on the Scrutinized Companies that Boycott Israel List, created pursuant to section 215.4725, Florida Statutes, (2) engaged in a boycott of Israel, (3) listed on the Scrutinized Companies with Activities in Sudan List or the Scrutinized Companies with Activities in the Iran Petroleum Energy Sector List, created pursuant to section 215.473, Florida Statutes, or (4) engaged in business operations in Cuba or Syria. Pursuant to section 287.135(5), Florida Statutes, the County may disqualify the bid proper immediately or immediately terminate any agreement entered into for cause if the bid proposer is found to have submitted a false certification as to the above or if the Contractor is placed on the Scrutinized Companies that Boycott Israel List, is engaged in a boycott of Israel, has been placed on the Scrutinized Companies with Activities in Sudan List or the Scrutinized Companies with Activities in the Iran Petroleum Energy Sector List, or has been engaged in business operations in Cuba or Syria, during the term of the Agreement. If the County determines that the bid proposer has submitted a false certification, the County will provide written notice to the bid proposer. Unless the bid proposer demonstrates in writing, within 90 calendar days of receipt of the notice, that the County's determination of false certification was made in error, the County shall bring a civil action against the bid proposer. If the County's determination is upheld, a civil penalty shall apply, and the bid proposer will be ineligible to bid on any Agreement with a Florida agency or local governmental entity for three years after the date of County's determination of false certification by bid proposer.

As the person authorized to sign this statement, I certify that this firm complies fully with the above requirements.

DATE: 12/22/2021

SIGNATURE: Michael Bermann

COMPANY: Critical Mention, Inc

NAME: Michael Bermanni  
(Typed or Printed)

ADDRESS: 19 West 44th Street  
Suite 300  
New York, NY 10036

TITLE: COO & General Counsel

E-MAIL: legal@criticalmention.com

PHONE NO.: 212-400-8678

Any record created by either party in accordance with this Contract shall be retained and maintained in accordance with the public records law, Florida Statutes, Chapter 119.

**IF THE CONTRACTOR HAS QUESTIONS REGARDING THE APPLICATION OF CHAPTER 119, FLORIDA STATUTES, TO THE CONTRACTOR'S DUTY TO PROVIDE PUBLIC RECORDS RELATING TO THIS CONTRACT, CONTACT THE CUSTODIAN OF PUBLIC RECORDS AT OKALOOSA COUNTY RISK MANAGEMENT DEPARTMENT 302 N. WILSON ST., CRESTVIEW, FL 32536 PHONE: (850) 689-5977 [riskinfo@myokaloosa.com](mailto:riskinfo@myokaloosa.com).**

Contractor must comply with the public records laws, Florida Statute chapter 119, specifically Contractor must:

1. Keep and maintain public records required by the County to perform the service.
2. Upon request from the County's custodian of public records, provide the County with a copy of the requested records or allow the records to be inspected or copied within a reasonable time at a cost that does not exceed the cost provided in chapter 119 Florida Statutes or as otherwise provided by law.
3. Ensure that public records that are exempt or confidential and exempt from public records disclosure requirements are not disclosed except as authorized by law for the duration of the contract term and following completion of the contract if the contractor does not transfer the records to the County.
4. Upon completion of the contract, transfer, at no cost, to the County all public records in possession of the contractor or keep and maintain public records required by the County to perform the service. If the contractor transfers all public records to the public agency upon completion of the contract, the contractor shall destroy any duplicate public records that are exempt or confidential and exempt from public records disclosure requirements. If the contractor keeps and maintains public records upon completion of the contract, the contractor shall meet all applicable requirements for retaining the public records. All records stored electronically must be provided to the public agency, upon the request from the public agency's custodian of public records, in a format that is compatible with the information technology systems of the public agency.

### **Governing Law & Venue**

This Contract shall be governed by and construed in accordance with the laws of the State of Florida, and the parties stipulate that venue shall be in Okaloosa County, Florida.

12/22/2021

Date

Michael Bermann/Michael Bermann  
Signature/Printed Name