



AGENDA
ADVISORY COUNCIL ON STATE PROCUREMENT MEETING #034
WEDNESDAY, JULY 26, 2017 – 3:00 P.M.
TN TOWER – 3rd FLOOR, NASHVILLE ROOM

AGENDA ITEM	PAGE #
I. Call to Order	--
II. Approve Minutes from May 30, 2017 Meeting..... (see attached documentation)	3
III. New Business Proposed revisions to the following Central Procurement Office documents (see attached documentation):	
(1) Rule Exception Request.....	12
(2) Central Procurement Office Policy Number 2013-009, <i>Business Conduct and Ethics Policy and Procedures</i> , Attachment C Annual Attestations	16
(3) Request for Proposals (“RFP”) Template – Option – Audited Financial Statements.....	20
(4) <i>Procurement Procedures Manual of the Central Procurement Office</i> , Section 5.15.3.3., Click-Wrap Agreements	24
(5) <i>Procurement Procedures Manual of the Central Procurement Office</i> , Section 10.11, State Security Confidential Information	28
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(7) Special Contract Request	38
(8) Governor’s Office of Diversity Business Enterprise (“Go-DBE”) policy and template changes – Public Chapter 485	46
IV. Other Business	--
V. Adjournment	--

**MINUTES OF MAY 30, 2017
MEETING**



MINUTES
ADVISORY COUNCIL ON STATE PROCUREMENT MEETING #033
TUESDAY, MAY 30, 2017 – 1:30 P.M.
TN TOWER – 3rd FLOOR – NASHVILLE ROOM

Members in Attendance:

Mike Perry, Buddy Lea, Jason Mumpower, Bryan Chriske (designated by Comptroller Wilson to replace Jason Mumpower after his departure), Summer Carr, Rick Peppers, Michelle Lane, Sean Newman

Others in Attendance:

Jenny Young, Rachael Massey, Amanda Derryberry, Veronica Peters, Shannon Howell, Leonard Chadwick, Chris Salita, Laura Kinard, Charlotte McKinney

I. Call to Order: Mike Perry, Chief Procurement Officer, called the meeting to order and recognized that a quorum of voting members was present.

II. Introduction of new Advisory Council Members:

Mr. Perry announced that Terry McKee, Knoxville Community Development Corporation, had submitted his resignation from the Advisory Council and a replacement is pending a decision from Speaker Beth Harwell as the appointing authority.

Mr. Perry also announced that Jason Mumpower, Chief of Staff, Office of the Comptroller of the Treasury, had a prior commitment and would have to leave the meeting early. Comptroller Justin Wilson designated Bryan Chriske, Office of the Comptroller of the Treasury, to assume Mr. Mumpower's position after his departure from the meeting.

Mr. Perry introduced and welcomed the following new members of the Advisory Council on State Procurement:

- Summer Carr is with the Tennessee Department of Economic and Community Development and was appointed by Commissioner Bob Oglesby. Ms. Carr will serve out the remaining term of Ms. Sondra Howe and then serve a full four-year term on the Council.
- Sean M. Newman is with CDE Lightband in Clarksville and was appointed by Lt. Governor Randy McNally. Sean will serve out the remaining term of Mr. Terry Anderson. Mr. Newman serves as President of the Middle Tennessee Public

Purchasing Association (MTPPA), which is the local chapter of the National Institute of Government Purchasing (NIGP).

III. Minutes from the April 4, 2017 Meeting: Mr. Perry asked if there were any corrections or additions to the minutes from the April 4, 2017 meeting. Seeing none, a motion was made by Buddy Lea, Assistant Commissioner, Department of Finance and Administration, to accept the minutes as presented. The motion was seconded by Jason Mumpower, Chief of Staff, Office of the Comptroller of the Treasury. All members voted in favor – none opposed.

IV. New Business: Mr. Perry asked Paul Krivacka, Lead Attorney/Director of Category Management, Central Procurement Office, to present the Central Procurement Office (“CPO”) documents from the New Business section of the agenda.

(1) Limitation of Liability Request

Mr. Krivacka summarized the following points with regard to Limitation of Liability Request:

- This proposal is to update the language included on the limitation of liability request document to mirror the language included in Tenn. Code Ann. § 12-3-701.
- The proposal has a place to include the contract’s “estimated liability”, which is used in statewide contracts, or the “maximum revenue”, which is used in Revenue Contracts.
- This proposal also updates the proposed Contract clause to be more in line with the language already approved in the FA Template. The revised contract clause now includes the three (3) enumerated subsections in Tenn. Code Ann. § 12-3-701(b) -- A limitation of liability in a contract with the state shall not apply to:
 - (1) Liability for intellectual property
 - (2) Claims covered by any specific provision in a contract with the state providing for liquidated damages; or
 - (3) Claims for intentional torts, criminal acts, fraudulent conduct, or acts or omissions that result in personal injuries or death.

Seeing no discussion, Mr. Mumpower, made a motion to recommend the Limitation of Liability Request, as presented to the Procurement Commission for approval. The motion was seconded by Mr. Lea. All members voted in favor – none opposed.

(2) Rule Exception Request for the Delegated Authority (“DA”) or Delegated Grant Authority (“DG”) Templates

Mr. Krivacka summarized the following points with regard to the Rule Exception Request for the Delegated Authority (“DA”) or Delegated Grant Authority (“DG”) Templates:

- This proposal revises the second question in the DA and DG templates requesting the “Edison Contract ID #” by dividing it into two parts so there is an opportunity to include not only the current Edison ID # but any prior ID # if one was previously assigned. Having the prior delegation ID # easily accessible will be helpful to reviewers.
- This proposal will also add a box to include the Requestor’s contact information. This will assist the reviewers if they have any questions during the review process.

Mr. Lea noted that this proposal was a good improvement and he made a motion to recommend the Rule Exception Request for the Delegated Authority ("DA") or Delegated Grant Authority ("DG") Templates as presented to the Procurement Commission for approval. The motion was seconded by Mr. Mumpower. All members voted in favor – none opposed.

At this point, Mr. Mumpower stated that he must leave the meeting and that Mr. Bryan Chriske had been designated by Comptroller Justin Wilson to assume his position for the remainder of the meeting.

(3) Governmental Grant ("GG") and Grant Contract ("GR") Templates – option: Work Products for use by Tennessee Department of Transportation ("TDOT") only

Mr. Krivacka summarized the following points with regard to Governmental Grant ("GG") and Grant Contract ("GR") Templates – option: Work Products for use by TDOT only:

- This recommendation revises the optional "work products" contract clause for use by TDOT only, in the GG and GR Templates.
- This revised work products provision establishes greater clarity regarding the ownership of intellectual property rights between the State and a grantee of the State.
- In particular, the Grantee will have a non-exclusive, royalty-free license to use the Work Product for Grantee's internal purposes only. The State will maintain ownership.

Mr. Lea stated that there had been a lot of discussion regarding this agenda item and added that this proposal provides some clarify and comfort particularly for TDOT in their relationships with vendors and the IT community. Mr. Lea stated this proposal reflects good work by the team and Mr. Lea made a motion to recommend the Governmental Grant ("GG") and Grant Contract ("GR") Templates – option: Work Products (TDOT only) as presented to the Procurement Commission for approval. The motion was seconded by Mr. Chriske. All members voted in favor – none opposed.

(4) FA Template and Edison Configurator - Statewide Contract Optional Term- NEW

Mr. Krivacka presented the following points with regard to the FA Template and Edison Configurator - Statewide Contract ("SWC") Optional Term:

- This proposal will add an optional Statewide Contract clause to the standard FA Template.
- This contract clause defines "Authorized Users" or those entities that are eligible to purchase off of SWCs. This term clarifies what the vendor's responsibilities will be if awarded a SWC.

Seeing no other discussion, Mr. Chriske made a motion to recommend the FA Template and Edison Configurator - Statewide Contract Optional Term as presented to the Procurement Commission for approval. The motion was seconded by Ms. Summer Carr, Assistant General Counsel, Department of Economic and Community Development. All members voted in favor – none opposed.

(5) FA Template and Edison Configurator - Major Procurement Contract Sales and Use Tax – NEW

Mr. Krivacka presented the following points with regard to FA Template and Edison Configurator - Major Procurement Contract Sales and Use Tax:

- This proposal adds a new mandatory contract clause to the FA Template and Edison configurator for contracts over \$75,000.
- This is a statutory requirement that puts the Contractor on notice that they are required to remit sales and use taxes on the sales of goods or services that are made by the Contractor or the Contractor's subcontractors and that are subject to sales and use tax per Tenn. Code Ann. § 4-39-102.

Mr. Perry asked if there was any discussion regarding agenda item (5). Seeing none, Mr. Lea made a motion to recommend the FA Template and Edison Configurator - Major Procurement Contract Sales and Use Tax, as presented to the Procurement Commission for approval. The motion was seconded by Mr. Chriske. All members voted in favor – none opposed.

(6) Request for Proposals ("RFP") Template –option: RFP Redlines – NEW

Mr. Krivacka summarized the following points with regard to the Request for Proposals ("RFP") Template –option: RFP Redlines:

- This proposal will clarify the process for accepting "redline" changes to *pro forma* contract language. This proposal adds optional language to the RFP template to allow respondents to submit as part of their response a "redline" of the *pro forma* contract as long as they do not: include any exceptions or changes that (1) contradict any applicable state or federal law; (2) a mandatory requirement identified in RFP Attachment 6.2.; or (3) alter any deadlines in the Schedule of Events.
- This is for use by the CPO only and only for procurements where the CPO has made a decision that redline edits to a contract will be considered by the CPO.

Mr. Lea stated that this proposal will be well received by the vendor community and their respective attorneys and made a motion to recommend the Request for Proposals ("RFP") Template –option: RFP Redlines as presented to the Procurement Commission for approval. Mr. Chriske seconded the motion. All members voted in favor – none opposed.

(7) Request for Proposals ("RFP") Template – option: Digital Submittal of Responses – NEW

Mr. Krivacka summarized the following points with regard to the Request for Proposals ("RFP") Template – option: Digital Submittal of Responses:

- This proposal adds optional language to the RFP Template to allow procurement professionals to request responses electronically by either a USB flash drive or CD when they are coordinating a solicitation.
- Under this option there will be no paper documents except for the letters of recommendation that will come in a sealed envelope, as they currently do, and will be the responsibility of the solicitation coordinator to scan and upload.

- It is the responsibility of the solicitation coordinator to upload all of the procurement documents to Edison or in the event a contract is not awarded, to save all electronic procurement files on a backed up system of record in accordance with all applicable State policies.

Mr. Lea asked if an RFP was issued with this optional provision used, whether that would mean that respondents could submit either paper documents or electronic documents or whether that would mean that respondents could only submit documents electronically. Mr. Krivacka responded that if the optional digital submittal of responses provision was adopted in an RFP, the respondents would be required to submit an electronic response unless they ask for and receive permission from the solicitation coordinator to submit a written response. Granting permission to submit a written response would further the interest of protecting smaller businesses that may be unable to submit documents electronically and this would not limit competition. Mr. Lea summarized that if this optional digital submittal of responses provision was included in an RFP, then the submission of paper documents by respondents would be the exception. Mr. Krivacka agreed and added that it would be incumbent upon the respondent to contact the solicitation coordinator to make arrangements to submit a paper response. Mr. Krivacka added that respondents who were given permission to submit paper responses would still have to adhere to the deadlines as stated in the schedule of events. Mr. Perry added that the CPO would be engaged in testing some new enhancements to Edison that hopefully will allow multi-step RFP and RFQ proposals within Edison that would be true electronic bidding as opposed to the one step process that is currently done.

Mr. Perry asked if there was any discussion on agenda item (7). Seeing none, Mr. Lea made a motion to recommend the Request for Proposals ("RFP") Template – option: Digital Submittal of Responses, as presented to the Procurement Commission for approval. Mr. Chriske seconded the motion. All members voted in favor – none opposed.

(8) Central Procurement Office Policy Number 2013-002, *Procurement Methods*

Mr. Krivacka summarized the following points with regard to the Central Procurement Office Policy Number 2013-002, *Procurement Methods*:

- This proposal revises section 19.10., which describes when a Request for Qualifications or "RFQ" should be utilized:

A RFQ is a written solicitation, requiring written responses from potential respondents, containing a list of qualifications that must be met before a respondent may respond to a Request for Proposals or, through an approved Rule Exception Request, another approved procurement method such as a Competitive Negotiation. A RFQ, through an approved Rule Exception Request, may also be used to select professional services providers based on recognized competence and integrity in accordance with Tenn. Code Ann. § 12-3-103. In such instances, cost shall not be considered in evaluating respondents. A RFQ may be used to gather information from potential respondents regarding qualifications of providers of goods and services within the market place.

Mr. Krivacka stated that prior to the start of the meeting Mr. Chriske pointed out that Central Procurement Office Policy Number 2013-002, *Procurement Methods* should reference Tenn.

Code Ann. § 12-3-107 in addition to Tenn. Code Ann. § 12-3-103. Mr. Krivacka agreed and recommended to the Council to amend the second sentence of the proposal as follows:

A RFQ, through an approved Rule Exception Request, may also be used to select professional services providers based on recognized competence and integrity in accordance with Tenn. Code Ann. § 12-3-103 and Tenn. Code Ann. § 12-3-107.

Mr. Krivacka explained that adding the reference to Tenn. Code Ann. § 12-3-107 would provide full coverage on all professional services that are procured. Typically professional services under Tenn. Code Ann. § 12-3-107 are procured through the State of Tennessee Real Estate Asset Management ("STREAM") division because they relate to architectural and engineering services, however, some of these architectural and engineering professional services may also be procured through the Central Procurement Office if under \$100,000.

Mr. Perry stated that the proposal before the Council was to recommend agenda item (8) with the amendment to sentence two to add a reference to Tenn. Code Ann. § 12-3-107. Seeing no additional discussion, Mr. Chriske made a motion to recommend the Central Procurement Office Policy Number 2013-002, *Procurement Methods* as amended to the Procurement Commission for approval. Mr. Lea seconded the motion. All members voted in favor – none opposed.

(9) Request for Qualifications ("RFQ") Template

Mr. Krivacka stated that this proposal included several changes to the Request for Qualifications ("RFQ") Template. This proposal will:

- Add more options to the RFQ Schedule of Events to reflect the various options available to procurement professionals.
- Add additional instructions reminding procurement professionals that cost should not be evaluated if the contract is for certain professional services, specifically the ones set forth in § 12-3-103 and Tenn. Code Ann. § 12-3-107.
- Add two optional provisions: one for the digital submittal of responses and one for redlines of the *pro forma* contract. Both of these have previously been discussed for the RFP Template.
- Revise the sample letter of diversity commitment to request monthly instead of quarterly reporting to provide the Governor's Office of Diversity Business Enterprise ("Go-DBE") program with as much "real-time" data as possible.

Mr. Perry asked if the same amendment to reference Tenn. Code Ann. § 12-3-107 should be added to this agenda item as was done in agenda item (8). Mr. Krivacka agreed and recommended that the reference include Tenn. Code Ann. § 12-3-103 and Tenn. Code Ann. § 12-3-107. Seeing no other discussion, Mr. Lea made a motion to recommend the Request for Qualifications (RFQ) Template as amended to add the reference to Tenn. Code Ann. § 12-3-107 to the Procurement Commission for approval. Mr. Chriske seconded the motion. All members voted in favor – none opposed.

(10) Central Procurement Office Policy Number 2015-010, *Statewide Purchasing Card Policy and Procedures*

Mr. Krivacka stated that this proposal included several changes to the Central Procurement Office Policy Number 2015-010, *Statewide Purchasing Card Policy and Procedures*.

This proposal will:

- Add more detailed procedural instructions for reporting any theft, forgery, or credit card fraud.
- Revise § 9.2. to provide the following instruction:
 - Each State Agency may develop its own internal procedures to carry out the intent and purpose of this Policy and to address unique State Agency complexities or risk factors. If a State Agency chooses not to develop its own internal procedures then the State Agency must follow this Policy and coordinate State Agency Employee roles with the Statewide P-Card Program Administration Team.
 - This second sentence mirrors the instruction already included in the Model Procedures.
 - References to a State Agency's internal procedures throughout have been modified to include an "as applicable".
- Clarify that it is the State Agency Fiscal Director's responsibility to determine the total maximum per Cycle Limit for each Cardholder based on the individual's position and unique purchasing needs, and the State Agency's budget to ensure payment in full monthly.
- Clarify that digital receipts are acceptable
- Reorganize a couple of sections:
 - Corrected definitions section to make sure that all defined terms are in alphabetical order;
 - Moved exception request paragraph from under the "purchases reserved for the designated state agency central fiscal office cardholder" section to the "prohibited purchases" section, which is where it should be
 - Moved the records retention requirements to a new section as its current location was inconsistent under the heading "types of accounts"

Mr. Lea asked if these proposed changes were driven by both CPO, relative to statewide P-Card Administration, and input from state agency P-Card users with regard to how effective the touch points were and determining who the touch points were, such as Fiscal Directors. Mr. Krivacka stated that Mr. Lea was correct and added that these changes were being proposed to close the loop in response to certain observations included in a recent Sunset Audit.

Seeing no additional discussion, Mr. Lea made a motion to recommend the Central Procurement Office Policy Number 2015-010, *Statewide Purchasing Card Policy and Procedures* as presented to the Procurement Commission for approval. Mr. Chriske seconded the motion. All members voted in favor – none opposed.

(11) State Agency P-Card Procedures Model

Mr. Krivacka stated that this proposal included several changes to the State Agency P-Card Procedures Model.

This proposal will:

- Add more detailed instructions for what to do in the case of theft, forgery, or credit card fraud.
- Remove instruction that if the P-Card Coordinator is also a Cardholder, as that practice is strongly discouraged.
- Add instructions that the State Agency Fiscal Director should also determine the total maximum per Cycle Limit for each Cardholder based on the individual's position and unique purchasing needs, and the State Agency's budget to ensure payment in full monthly.
- Add a paragraph about how agencies may request an exception to the Policy by submitting a request to the Statewide P-Card Program Administrator
- Add payments to other State Agencies, under "Prohibited Purchases"

Mr. Lea stated that this proposal sounds like it is coordinating agenda items (10) and (11) with the changes to the policy and procedures and making those reflective in the State Agency P-Card Procedures Model. Mr. Krivacka agreed and stated that agenda item (11), State Agency P-Card Procedures Model, is harmonizing with agenda item (10), Central Procurement Office Policy Number 2015-010, *Statewide Purchasing Card Policy and Procedures*.

Seeing no additional discussion, Mr. Lea made a motion to recommend State Agency P-Card Procedures Model as presented to the Procurement Commission for approval. Mr. Chriske seconded the motion. All members voted in favor – none opposed.

(12) HR Pre-Approval Endorsement Request

Mr. Krivacka summarized the following points with regard to the HR Pre-Approval Endorsement Request:

- The current HR Pre-Approval Endorsement Request references a former employee by name as the addressee for Department of Human Resources matters. Instead of referencing an employee by name, this proposal is requesting to reference the Department of Human Resources addressee by position title or role.
- This will give DOHR the flexibility to assign approval responsibility to the position or person they determine is best, without the Advisory Council having to recommend a modification to the HR Pre-Approval Endorsement Request each time there is a personnel change.

Seeing no discussion, Mr. Lea made a motion to recommend the HR Pre-Approval Endorsement Request as presented to the Procurement Commission for approval. Ms. Carr seconded the motion. All members voted in favor – none opposed.

V. Other Business: Mr. Perry asked if there was any other business to be brought before the Council.

VI. Adjournment: Seeing no other business, a motion for adjournment was made by Mr. Chriske and seconded by Mr. Lea. All members voted in favor – none opposed; whereupon the May 30, 2017 Advisory Council meeting was adjourned.

RULE EXCEPTION REQUEST

REDLINE VERSION

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Rule Exception Request

Use this document to request changes to Central Procurement Office templates, policies, or other procurement documents or to modify the "necessary contract clauses" identified in Tenn. Comp. R. & Reg. 0690-03-01-.17 ("CPO Rule 17"). Complete this document in conformity with CPO Rule 17, which is available [here](#). Send the completed document in PDF format to: Agsprrs.Agsprsr@tn.gov All Rule Exception Requests are subject to review and approval by the Chief Procurement Officer. Rule Exception Requests that propose to modify any of CPO Rule 17's necessary contract clauses shall be subject to review and approval by the Comptroller of the Treasury. Note: the Limitation of Liability Request should be utilized for any proposed changes to the limitation of liability.

<p>APPROVED</p> <hr/> <p>CHIEF PROCUREMENT OFFICER</p>
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<p>APPROVED</p> <hr/> <p>COMPTROLLER OF THE TREASURY</p>
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Agency request tracking #	
1. Procuring Agency	
2. Edison contract ID #	
3. Contractor or Grantee	
4. Contract's Effective Date	
5. Contract or grant contract's Term (with ALL options to extend exercised)	months
6. Contract's Maximum Liability (with ALL options to extend exercised)	\$
7. Citation and explanation of the rule(s) for which the exception is requested	
8. Description of requested changes If adding new provisions or modifying existing provisions, insert the new or modified provisions in their entirety. <u>Please provide red-lines or track changes to highlight any deviations from template language.</u>	
9. Justification	
Signature of Agency head or designee and date	

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RULE EXCEPTION REQUEST

CLEAN VERSION

Rule Exception Request

Use this document to request changes to Central Procurement Office templates, policies, or other procurement documents or to modify the "necessary contract clauses" identified in Tenn. Comp. R. & Reg. 0690-03-01-.17 ("CPO Rule 17"). Complete this document in conformity with CPO Rule 17, which is available [here](#). Send the completed document in PDF format to: Agsprrs.Agsprsr@tn.gov All Rule Exception Requests are subject to review and approval by the Chief Procurement Officer. Rule Exception Requests that propose to modify any of CPO Rule 17's necessary contract clauses shall be subject to review and approval by the Comptroller of the Treasury. Note: the Limitation of Liability Request should be utilized for any proposed changes to the limitation of liability.

<p>APPROVED</p> <hr/> <p>CHIEF PROCUREMENT OFFICER</p>	<p>APPROVED</p> <hr/> <p>COMPTROLLER OF THE TREASURY</p>
Agency request tracking #	
1. Procuring Agency	
2. Edison contract ID #	
3. Contractor or Grantee	
4. Contract's Effective Date	
5. Contract or grant contract's Term (with ALL options to extend exercised)	months
6. Contract's Maximum Liability (with ALL options to extend exercised)	\$
7. Citation and explanation of the rule(s) for which the exception is requested	
8. Description of requested changes If adding new provisions or modifying existing provisions, insert the new or modified provisions in their entirety. Please provide red-lines or track changes to highlight any deviations from template language.	
9. Justification	
Signature of Agency head or designee and date	

**CENTRAL PROCUREMENT OFFICE
POLICY NUMBER 2013-009, *BUSINESS
CONDUCT AND ETHICS POLICY AND
PROCEDURES***

**ATTACHMENT C - ANNUAL
ATTESTATIONS**

REDLINE VERSION

REQUEST: Revise Attachment C of the Business Conduct and Ethics Policy and Procedures, Policy Number 2013-009 as follows:

**CENTRAL PROCUREMENT OFFICE OR COVERED STATE AGENCY EMPLOYEE
ANNUAL ATTESTATIONS – CONFLICT OF INTEREST AND CONFIDENTIALITY**

Employee Name: _____

Employee Phone Number: _____

Employee Email Address: _____

CONFLICT OF INTEREST

I, _____ (*print name*), do hereby attest, certify, warrant, and assure that I will not participate in any portion of a Procurement ~~that involved wherein my involvement creates a conflict of interest or a~~ potential conflict of interest, financial or otherwise.

Furthermore, I _____ (*print name*), do hereby attest, certify, warrant, and assure that I will make disclosures to the Chief Procurement Officer in the following situations:

- When I have an Immediate Familialy relationship or a personal relationship that either creates conflicts with, or potentially creates a conflict of interest;
- When I have an interest—, Immediate Familial, personal, professional or financial—, that conflicts with the best interests of the State;
- ~~When~~If I -was previously employed by a Respondent involved in a Procurement;
- When I am aware of— or should reasonably be aware of— any other facts or circumstances that compromise my ability to carry out my fiduciary duty to the State and act in a fair and impartial manner with respect to the State or the public;
- When I have actual knowledge of an Organizational Conflict of Interest involving a Solicitation, a contract award, or the circumstances giving rise to an Organizational Conflict of Interest, during the term of any contract awarded pursuant to a Solicitation.

CONFIDENTIALITY

I, _____ (*print name*), do hereby attest, certify, warrant, and assure that I shall not disclose any Procurement evaluation information related to a Procurement until the Notice of Intent to Award is communicated in writing or electronic transmission to all Respondents.

Employee's Signature

Date

**CENTRAL PROCUREMENT OFFICE
POLICY NUMBER 2013-009, *BUSINESS
CONDUCT AND ETHICS POLICY AND
PROCEDURES***

**ATTACHMENT C - ANNUAL
ATTESTATIONS**

CLEAN VERSION

REQUEST: Revise Attachment C of the Business Conduct and Ethics Policy and Procedures, Policy Number 2013-009 as follows:

**CENTRAL PROCUREMENT OFFICE OR COVERED STATE AGENCY EMPLOYEE
ANNUAL ATTESTATIONS – CONFLICT OF INTEREST AND CONFIDENTIALITY**

Employee Name: _____

Employee Phone Number: _____

Employee Email Address: _____

CONFLICT OF INTEREST

I, _____ (*print name*), do hereby attest, certify, warrant, and assure that I will not participate in any portion of a Procurement wherein my involvement creates a conflict of interest or a potential conflict of interest, financial or otherwise.

Furthermore, I _____ (*print name*), do hereby attest, certify, warrant, and assure that I will make disclosures to the Chief Procurement Officer in the following situations:

- When I have an Immediate Familial relationship or a personal relationship that either creates or potentially creates a conflict of interest;
- When I have an interest—Immediate Familial, personal, professional or financial—that conflicts with the best interests of the State;
- When I was previously employed by a Respondent involved in a Procurement;
- When I am aware of—or should reasonably be aware of—any other facts or circumstances that compromise my ability to carry out my fiduciary duty to the State and act in a fair and impartial manner with respect to the State or the public;
- When I have actual knowledge of an Organizational Conflict of Interest involving a Solicitation, a contract award, or the circumstances giving rise to an Organizational Conflict of Interest, during the term of any contract awarded pursuant to a Solicitation.

CONFIDENTIALITY

I, _____ (*print name*), do hereby attest, certify, warrant, and assure that I shall not disclose any Procurement evaluation information related to a Procurement until the Notice of Intent to Award is communicated in writing or electronic transmission to all Respondents.

Employee's Signature

Date

**REQUEST FOR PROPOSALS (“RFP”)
TEMPLATE – OPTION – AUDITED
FINANCIAL STATEMENTS**

REDLINE VERSION

Request: Revise the RFP Template as follows:

Option: Audited Financial Statements.

Add the following row to the RFP Attachment 6.2., Section A table (after the template items) ONLY IF the anticipated contract amount is \geq \$1,000,000.00 AND extraordinary effort to assure contractor financial responsibility is appropriate. ~~Note: Audited Financial Statements may also be included as appropriate.~~

	<p>A.#</p> <p>Provide the Respondent's most recent independent audited financial statements. Said independent audited financial statements <u>must</u>:</p> <ol style="list-style-type: none"> (1) reflect an audit period for the most recent available fiscal year <u>ended within the last 36 months</u>; (2) be prepared with all monetary amounts detailed in United States currency; (3) be prepared under United States Generally Accepted Accounting Principles (US GAAP); (4) include the auditor's opinion letter; financial statements; and the notes to the financial statements; and (5) be deemed, in the sole discretion of a C.P.A. employed by the State and charged with the financial document review of the Respondent, to reflect sufficient financial stability to undertake the subject contract with the State if awarded pursuant to this RFP. <p>NOTES:</p> <ul style="list-style-type: none"> ▪ Reviewed or Compiled Financial Statements will not be deemed responsive to this requirement and will <u>not</u> be accepted. ▪ All persons, agencies, firms, or other entities that provide opinions regarding the Respondent's financial status <u>must</u> be properly licensed to render such opinions. The State may require the Respondent to submit proof that the person or entity who renders an opinion regarding the Respondent's financial status is licensed, including the license number and state in which the person or entity is licensed. 	
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**REQUEST FOR PROPOSALS (“RFP”)
TEMPLATE – OPTION – AUDITED
FINANCIAL STATEMENTS**

CLEAN VERSION

Request: Revise the RFP Template as follows:

Option: Audited Financial Statements.

Add the following row to the RFP Attachment 6.2., Section A table (after the template items)
ONLY IF the anticipated contract amount is \geq \$1,000,000.00 AND extraordinary effort to assure contractor financial responsibility is appropriate.

	<p>A.#. Provide the Respondent's most recent independent audited financial statements. Said independent audited financial statements <u>must</u>:</p> <ol style="list-style-type: none">(1) reflect an audit period for a fiscal year ended within the last 36 months;(2) be prepared with all monetary amounts detailed in United States currency;(3) be prepared under United States Generally Accepted Accounting Principles (US GAAP);(4) include the auditor's opinion letter; financial statements; and the notes to the financial statements; and(5) be deemed, in the sole discretion of the State to reflect sufficient financial stability to undertake the subject contract with the State if awarded pursuant to this RFP. <p>NOTES:</p> <ul style="list-style-type: none">▪ Reviewed or Compiled Financial Statements will not be deemed responsive to this requirement and will <u>not</u> be accepted.▪ All persons, agencies, firms, or other entities that provide opinions regarding the Respondent's financial status <u>must</u> be properly licensed to render such opinions. The State may require the Respondent to submit proof that the person or entity who renders an opinion regarding the Respondent's financial status is licensed, including the license number and state in which the person or entity is licensed.	
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PROCUREMENT PROCEDURES
MANUAL OF THE CENTRAL
PROCUREMENT OFFICE,
SECTION 5.15.3.3., CLICK-WRAP
AGREEMENTS

REDLINE VERSION

REQUEST: Revise section 5.15.3.3. of the *Procurement Procedures Manual of the Central Procurement Office* as follows:

5.15.3.3. *Click-wrap Agreements.*

For any and all purchases of goods and services of information technology by the State, no State employee shall have the actual authority or apparent authority to enter into any Click-wrap Agreements on behalf of the State without the approval of the Central Procurement Office and the Strategic Technology Solutions (“STS”). No State employee has the authority to modify, amend, or supplement a current contract through a Click-wrap Agreement. A current contract can only be modified, amended, or supplemented under its terms or through an amendment, reduced to writing, and approved in accordance with Central Procurement Office rules, policies, and procedures. A Click-wrap Agreement entered into contrary to this section shall be considered non-binding upon the State.

PROCUREMENT PROCEDURES
MANUAL OF THE CENTRAL
PROCUREMENT OFFICE,
SECTION 5.15.3.3., CLICK-WRAP
AGREEMENTS

CLEAN VERSION

REQUEST: Revise section 5.15.3.3. of the *Procurement Procedures Manual of the Central Procurement Office* as follows:

5.15.3.3. Click-wrap Agreements.

For any and all purchases of goods and services of information technology by the State, no State employee shall have the actual authority or apparent authority to enter into any Click-wrap Agreements on behalf of the State without the approval of the Central Procurement Office and the Strategic Technology Solutions (“STS”). No State employee has the authority to modify, amend, or supplement a current contract through a Click-wrap Agreement. A current contract can only be modified, amended, or supplemented under its terms or through an amendment, reduced to writing, and approved in accordance with Central Procurement Office rules, policies, and procedures. A Click-wrap Agreement entered into contrary to this section shall be considered non-binding upon the State.

PROCUREMENT PROCEDURES
MANUAL OF THE CENTRAL
PROCUREMENT OFFICE,
SECTION 10.11, STATE SECURITY
CONFIDENTIAL INFORMATION

REDLINE VERSION

REQUEST: Revise section 10.11. of the *Procurement Procedures Manual* as follows to comply with Tenn. Code Ann. § 10-7-504(i):

10.11. *State Security Confidential Information.*

10.11.1. *Purpose.*

The Public Records Act includes numerous exceptions to the general proposition that all state records shall “be open for personal inspection by any citizen of this state,” as provided for in Tenn. Code Ann. § 10-7-503. One such exception is Tenn. Code Ann. § 10-7-504(i), which requires the state to keep as confidential “[i]nformation that would allow a person to obtain unauthorized access to confidential information or to government property.” Information that is confidential under subsection (i) includes but is not limited to: A.) Plans, security codes, passwords, combinations, or computer programs used to protect electronic information and government property; B.) Information that would identify those areas of structural or operational vulnerability that would permit unlawful disruption to, or interference with, the services provided by a governmental entity; C.) Information that could be used to disrupt, interfere with, or gain unauthorized access to electronic information or government property; and D.) The identity of a vendor that provides goods and services used to protect electronic information processing systems, telecommunication and other communication systems, data storage systems, government employee information, or citizen information ~~government property, government employee information, or citizen information~~ to the State. This section provides guidance as to the procedures a procurement professional should consider to comply with this requirement.

10.11.2. *Process.*

The STS Pre-Approval Endorsement includes, as part of the endorsement, an assessment as to whether the exception under Tenn. Code Ann. § 10-7-504(i), as it relates to information technology, applies to the solicitation or contract under review. If STS determines that the security exception applies, then a procurement professional should consider the following precautions to safeguard the confidential information.

- Advertising the Solicitation: A procurement professional should, after consultation with STS and CPO Legal, publicly advertise a copy of the solicitation, in accordance with Tenn. Code Ann. § 12-3-502(a). Each procurement professional should review the STS endorsement before publicly advertising the solicitation to determine whether the solicitation contains confidential information. Confidential information

should be redacted prior to publicly advertising the solicitation. Once redacted, the procurement professional should publicly advertise a copy of the solicitation without the confidential information. Only those respondents who sign a non-disclosure agreement will have access to the confidential information via secure URL or similar protected, limited access.

Notice of Intent to Award and Open File Period: During the open file period, the procurement professional must take appropriate safeguards to protect confidential information, including the respondents' identities. This may be accomplished by randomly assigning a numeric value to reference the respondents' names and identities. Note: "Documents concerning the cost of protecting government property or electronic information shall **not** be confidential."

- **Contract Entry:** The procurement professional is responsible for making sure that the appropriate notation "Confidential" data field on the Additional Contract Info page in Edison is changed to "Yes," to reflect the existence of confidential information.
- **Other:** If there is a Protest, a Public Records Request, or Report concerning the confidential information, the Solicitation Coordinator should consult with STS and CPO Legal concerning what information should be redacted consistent with Tenn. Code Ann. § 10-7-504(i). Similarly, if the subject contract is a Statewide Contract, then the information publicly available online should be limited accordingly. The Solicitation Coordinator will be the contact person for all requests.
- Procurement professionals who are unsure of what data is protected under the Tennessee Open Records Act should consult a member of the legal team prior to release of any records subject to the exception described in this section.

10.11.3. *Permissible Disclosures.*

Tenn. Code Ann. § 10-7-504(i)(3)(D) authorizes a governmental entity to "upon request, provide the identity of a vendor to the comptroller of the treasury and the fiscal review committee of the general assembly." A procurement professional should notify the Fiscal Review Committee or the Comptroller of the Treasury that the confidential provision is applicable so they may exercise reasonable care in maintaining the confidentiality of the information, including the identity of the vendor.

PROCUREMENT PROCEDURES
MANUAL OF THE CENTRAL
PROCUREMENT OFFICE,
SECTION 10.11, STATE SECURITY
CONFIDENTIAL INFORMATION

CLEAN VERSION

REQUEST: Revise section 10.11. of the *Procurement Procedures Manual* as follows to comply with Tenn. Code Ann. § 10-7-504(i):

10.11. *State Security Confidential Information.*

10.11.1. *Purpose.*

The Public Records Act includes numerous exceptions to the general proposition that all state records shall “be open for personal inspection by any citizen of this state,” as provided for in Tenn. Code Ann. § 10-7-503. One such exception is Tenn. Code Ann. § 10-7-504(i), which requires the state to keep as confidential “[i]nformation that would allow a person to obtain unauthorized access to confidential information or to government property.” Information that is confidential under subsection (i) includes but is not limited to: A.) Plans, security codes, passwords, combinations, or computer programs used to protect electronic information and government property; B.) Information that would identify those areas of structural or operational vulnerability that would permit unlawful disruption to, or interference with, the services provided by a governmental entity; C.) Information that could be used to disrupt, interfere with, or gain unauthorized access to electronic information or government property; and D.) The identity of a vendor that provides goods and services used to protect electronic information processing systems, telecommunication and other communication systems, data storage systems, government employee information, or citizen information to the State. This section provides guidance as to the procedures a procurement professional should consider to comply with this requirement.

10.11.2. *Process.*

The STS Pre-Approval Endorsement includes, as part of the endorsement, an assessment as to whether the exception under Tenn. Code Ann. § 10-7-504(i), as it relates to information technology, applies to the solicitation or contract under review. If STS determines that the security exception applies, then a procurement professional should consider the following precautions to safeguard the confidential information.

- **Advertising the Solicitation:** A procurement professional should, after consultation with STS and CPO Legal, publicly advertise a copy of the solicitation, in accordance with Tenn. Code Ann. § 12-3-502(a). Each procurement professional should review the STS endorsement before publicly advertising the solicitation to determine whether the solicitation contains confidential information. Confidential information should be redacted prior to publicly advertising the solicitation. Once redacted, the

procurement professional should publicly advertise a copy of the solicitation without the confidential information. Only those respondents who sign a non-disclosure agreement will have access to the confidential information via secure URL or similar protected, limited access.

Notice of Intent to Award and Open File Period: During the open file period, the procurement professional must take appropriate safeguards to protect confidential information, including the respondents' identities. This may be accomplished by randomly assigning a numeric value to reference the respondents' names and identities. Note: "Documents concerning the cost of protecting government property or electronic information shall **not** be confidential."

- Contract Entry: The procurement professional is responsible for making sure that the "Confidential" data field on the Additional Contract Info page in Edison is changed to "Yes," to reflect the existence of confidential information.
- Other: If there is a Protest, a Public Records Request, or Report concerning the confidential information, the Solicitation Coordinator should consult with STS and CPO Legal concerning what information should be redacted consistent with Tenn. Code Ann. § 10-7-504(i). Similarly, if the subject contract is a Statewide Contract, then the information publicly available online should be limited accordingly. The Solicitation Coordinator will be the contact person for all requests.
- Procurement professionals who are unsure of what data is protected under the Tennessee Open Records Act should consult a member of the legal team prior to release of any records subject to the exception described in this section.

10.11.3. *Permissible Disclosures.*

Tenn. Code Ann. § 10-7-504(i)(3)(D) authorizes a governmental entity to "upon request, provide the identity of a vendor to the comptroller of the treasury and the fiscal review committee of the general assembly." A procurement professional should notify the Fiscal Review Committee or the Comptroller of the Treasury that the confidential provision is applicable so they may exercise reasonable care in maintaining the confidentiality of the information, including the identity of the vendor.

**FA TEMPLATE –
SECTIONS D.17 AND D.18**

REDLINE VERSION

REQUEST: Revise the Fee for Goods or Services Contract Template (FA) and configurator terms and configurator by removing “money” in the following:

- D.17. Limitation of State's Liability. The State shall have no liability except as specifically provided in this Contract. In no event will the State be liable to the Contractor or any other party for any lost revenues, lost profits, loss of business, decrease in the value of any securities or cash position, time, ~~money~~, goodwill, or any indirect, special, incidental, punitive, exemplary or consequential damages of any nature, whether based on warranty, contract, statute, regulation, tort (including but not limited to negligence), or any other legal theory that may arise under this Contract or otherwise. The State's total liability under this Contract (including any exhibits, schedules, amendments or other attachments to the Contract) or otherwise shall under no circumstances exceed the Maximum Liability. This limitation of liability is cumulative and not per incident.

Option: Statewide Contracts Estimated Liability

For statewide contracts with no Maximum Liability, replace D.17. and D.18. with the following:

- D.17. Limitation of State's Liability. The State shall have no liability except as specifically provided in this Contract. In no event will the State be liable to the Contractor or any other party for any lost revenues, lost profits, loss of business, decrease in the value of any securities or cash position, time, ~~money~~, goodwill, or any indirect, special, incidental, punitive, exemplary or consequential damages of any nature, whether based on warranty, contract, statute, regulation, tort (including but not limited to negligence), or any other legal theory that may arise under this Contract or otherwise. Notwithstanding anything else herein, the State's total liability under this Contract (including without limitation any exhibits, schedules, amendments or other attachments to the Contract) or otherwise shall under no circumstances exceed the Estimated Liability. This limitation of liability is cumulative and not per incident.

Limitation of Liability

If the Contractor's Limitation of Liability will vary from Tenn. Code Ann. § 12-3-701, an approved Limitation of Liability Request is required. This language is allowed only if the CPO has agreed in negotiations to use of this language.

- D.18. Limitation of Contractor's Liability. In accordance with Tenn. Code Ann. § 12-3-701, the Contractor's liability for all claims arising under this Contract shall be limited to an amount equal to two (2) times the Maximum Liability amount detailed in Section C.1. and as may be amended. Except as set forth below, in no event will the Contractor be liable to the State or any other party for any lost revenues, lost profits, loss of business, decrease in the value of any securities or cash position, time, ~~money~~, goodwill, or any indirect, special, incidental, punitive, exemplary or consequential damages of any nature, whether based on warranty, contract, statute, regulation, tort (including but not limited to negligence), or any other legal theory that may arise under this Contract or otherwise. PROVIDED THAT in no event shall this Section limit the liability of the Contractor for: (i) intellectual property or any Contractor indemnity obligations for infringement for third-party intellectual property rights; (ii) any claims covered by any specific provision in the Contract providing for liquidated damages; or (iii) any claims for intentional torts, criminal acts, fraudulent conduct, or acts or omissions that result in personal injuries or death.

**FA TEMPLATE –
SECTIONS D.17 AND D.18**

CLEAN VERSION

REQUEST: Revise the Fee for Goods or Services Contract Template (FA) and configurator terms and configurator by removing “money” in the following:

D.17. Limitation of State’s Liability. The State shall have no liability except as specifically provided in this Contract. In no event will the State be liable to the Contractor or any other party for any lost revenues, lost profits, loss of business, decrease in the value of any securities or cash position, time, goodwill, or any indirect, special, incidental, punitive, exemplary or consequential damages of any nature, whether based on warranty, contract, statute, regulation, tort (including but not limited to negligence), or any other legal theory that may arise under this Contract or otherwise. The State’s total liability under this Contract (including any exhibits, schedules, amendments or other attachments to the Contract) or otherwise shall under no circumstances exceed the Maximum Liability. This limitation of liability is cumulative and not per incident.

Option: Statewide Contracts Estimated Liability

For statewide contracts with no Maximum Liability, replace D.17. and D.18. with the following:

D.17. Limitation of State’s Liability. The State shall have no liability except as specifically provided in this Contract. In no event will the State be liable to the Contractor or any other party for any lost revenues, lost profits, loss of business, decrease in the value of any securities or cash position, time, goodwill, or any indirect, special, incidental, punitive, exemplary or consequential damages of any nature, whether based on warranty, contract, statute, regulation, tort (including but not limited to negligence), or any other legal theory that may arise under this Contract or otherwise. Notwithstanding anything else herein, the State’s total liability under this Contract (including without limitation any exhibits, schedules, amendments or other attachments to the Contract) or otherwise shall under no circumstances exceed the Estimated Liability. This limitation of liability is cumulative and not per incident.

Limitation of Liability

If the Contractor’s Limitation of Liability will vary from Tenn. Code Ann. § 12-3-701, an approved Limitation of Liability Request is required. This language is allowed only if the CPO has agreed in negotiations to use of this language.

D.18. Limitation of Contractor’s Liability. In accordance with Tenn. Code Ann. § 12-3-701, the Contractor’s liability for all claims arising under this Contract shall be limited to an amount equal to two (2) times the Maximum Liability amount detailed in Section C.1. and as may be amended. Except as set forth below, in no event will the Contractor be liable to the State or any other party for any lost revenues, lost profits, loss of business, decrease in the value of any securities or cash position, time, goodwill, or any indirect, special, incidental, punitive, exemplary or consequential damages of any nature, whether based on warranty, contract, statute, regulation, tort (including but not limited to negligence), or any other legal theory that may arise under this Contract or otherwise. PROVIDED THAT in no event shall this Section limit the liability of the Contractor for: (i) intellectual property or any Contractor indemnity obligations for infringement for third-party intellectual property rights; (ii) any claims covered by any specific provision in the Contract providing for liquidated damages; or (iii) any claims for intentional torts, criminal acts, fraudulent conduct, or acts or omissions that result in personal injuries or death.

SPECIAL CONTRACT REQUEST

REDLINE VERSION

Special Contract Request

This form should be utilized to facilitate contract and procurement requests that require the Chief Procurement Officer's prior approval and that of the Comptroller of the Treasury, as applicable.

NOT required for a contract with a federal, Tennessee, or Tennessee local government entity or a grant.

Route a completed request, as one file in PDF format, via e-mail attachment sent to: agsprs.agsprs@tn.gov.

APPROVED	APPROVED
CHIEF PROCUREMENT OFFICER	COMPTROLLER OF THE TREASURY
DATE	DATE

Request Tracking #	
1. Contracting Agency	
2. Type of Contract or Procurement Method	<input type="checkbox"/> No Cost <input type="checkbox"/> Revenue <input type="checkbox"/> Sole Source <input type="checkbox"/> Proprietary <input type="checkbox"/> Competitive Negotiation <input type="checkbox"/> Other _____
3. Requestor Contact Information	
4. Brief Goods or Services Caption	
5. Description of the Goods or Services to be Acquired	
6. Proposed Contractor	
7. Name & Address of the Contractor's principal owner(s) – NOT required for a TN state education institution	
8. Proposed Contract Period – with ALL options to extend exercised <i>The proposed contract start date shall follow the approval date of this request.</i>	months
9. Strategic Technology Solutions (“STS”) Pre-Approval Endorsement Request – information technology (N/A to THDA)	<input type="checkbox"/> Not Applicable <input type="checkbox"/> Attached
10. eHealth Pre-Approval Endorsement Request – health-related professional, pharmaceutical, laboratory, or imaging	<input type="checkbox"/> Not Applicable <input type="checkbox"/> Attached
11. Human Resources Pre-Approval Endorsement Request – state employee training	<input type="checkbox"/> Not Applicable <input type="checkbox"/> Attached

Request Tracking #	
12. Are these goods or services currently available on a statewide contract? If YES, please explain why the current statewide contract is not being used for this procurement.	<input type="checkbox"/> NO <input type="checkbox"/> YES,
13. Maximum Contract Cost – with ALL options to extend exercised	\$
14. Was there an initial government estimate? If so, what amount?	<input type="checkbox"/> NO <input type="checkbox"/> YES, \$
15. Cost Determination Used- How did agency arrive at the estimate of expected costs?	
16. Explanation of Fair and Reasonable Price- Explain how agency determined that price is fair and reasonable	
17. Documentation of Discussions with Contractor- How did agency document discussions with Contractor? Attach documentation to this request as applicable.	
18. Explanation of Need for or requirement placed on the State to acquire the goods or services	
19. Proposed contract impact on current State operations	
20. Justification – Specifically explain why the goods or services should be acquired through the procurement method or contract type selected.	
For No Cost and Revenue Contracts Only	
21. What costs will the State incur as a result of this contract? If any, please explain.	
22. What is the total estimated revenue that the State would receive as a result of this contract?	
23. Could the State also contract with other parties interested in entering substantially the same agreement? Please explain.	<input type="checkbox"/> NO <input type="checkbox"/> YES
24. Summary of State responsibilities under proposed contract	
For Sole Source and Proprietary Procurements Only	
25. Explanation of Need for or requirement placed on the State to acquire the goods or services	
26-25. Evidence of Contractor's experience & length of experience providing the goods or services to be procured.	
27-26. Has the contracting agency procured the subject goods or services before? If yes, provide the method used to purchase the goods or services and the name and address of the contractor.	<input type="checkbox"/> NO <input type="checkbox"/> YES, Method: Name/Address:

Request Tracking #	
28.27. Contractor selection process and efforts to identify reasonable, competitive, procurement alternatives	
Signature Required for all Special Contract Requests	
<p>Signature of Agency head or authorized designee, title of signatory, and date (the authorized designee may sign his or her own name if indicated on the Signature Certification and Authorization document)</p> <p>Signature: _____ Date: _____</p>	

SPECIAL CONTRACT REQUEST

CLEAN VERSION

Special Contract Request

This form should be utilized to facilitate contract and procurement requests that require the Chief Procurement Officer's prior approval and that of the Comptroller of the Treasury, as applicable.

NOT required for a contract with a federal, Tennessee, or Tennessee local government entity or a grant.

Route a completed request, as one file in PDF format, via e-mail attachment sent to: agsprs.agsprs@tn.gov.

APPROVED		APPROVED	
CHIEF PROCUREMENT OFFICER	DATE	COMPTROLLER OF THE TREASURY	DATE

Request Tracking #	
1. Contracting Agency	
2. Type of Contract or Procurement Method	<input type="checkbox"/> No Cost <input type="checkbox"/> Revenue <input type="checkbox"/> Sole Source <input type="checkbox"/> Proprietary <input type="checkbox"/> Competitive Negotiation <input type="checkbox"/> Other _____
3. Requestor Contact Information	
4. Brief Goods or Services Caption	
5. Description of the Goods or Services to be Acquired	
6. Proposed Contractor	
7. Name & Address of the Contractor's principal owner(s) – NOT required for a TN state education institution	
8. Proposed Contract Period – with ALL options to extend exercised <i>The proposed contract start date shall follow the approval date of this request.</i>	months
9. Strategic Technology Solutions ("STS") Pre-Approval Endorsement Request – information technology (N/A to THDA)	<input type="checkbox"/> Not Applicable <input type="checkbox"/> Attached
10. eHealth Pre-Approval Endorsement Request – health-related professional, pharmaceutical, laboratory, or imaging	<input type="checkbox"/> Not Applicable <input type="checkbox"/> Attached
11. Human Resources Pre-Approval Endorsement Request – state employee training	<input type="checkbox"/> Not Applicable <input type="checkbox"/> Attached

Request Tracking #	
12. Are these goods or services currently available on a statewide contract? If YES, please explain why the current statewide contract is not being used for this procurement.	<input type="checkbox"/> NO <input type="checkbox"/> YES,
13. Maximum Contract Cost – with ALL options to extend exercised	\$
14. Was there an initial government estimate? If so, what amount?	<input type="checkbox"/> NO <input type="checkbox"/> YES, \$
15. Cost Determination Used- How did agency arrive at the estimate of expected costs?	
16. Explanation of Fair and Reasonable Price- Explain how agency determined that price is fair and reasonable	
17. Documentation of Discussions with Contractor- How did agency document discussions with Contractor? Attach documentation to this request as applicable.	
18. Explanation of Need for or requirement placed on the State to acquire the goods or services	
19. Proposed contract impact on current State operations	
20. Justification – Specifically explain why the goods or services should be acquired through the procurement method or contract type selected.	
For No Cost and Revenue Contracts Only	
21. What costs will the State incur as a result of this contract? If any, please explain.	
22. What is the total estimated revenue that the State would receive as a result of this contract?	
23. Could the State also contract with other parties interested in entering substantially the same agreement? Please explain.	<input type="checkbox"/> NO <input type="checkbox"/> YES
24. Summary of State responsibilities under proposed contract	
For Sole Source and Proprietary Procurements Only	
25. Evidence of Contractor's experience & length of experience providing the goods or services to be procured.	
26. Has the contracting agency procured the subject goods or services before? If yes, provide the method used to purchase the goods or services and the name and address of the contractor.	<input type="checkbox"/> NO <input type="checkbox"/> YES, Method: Name/Address:
27. Contractor selection process and efforts to identify reasonable, competitive, procurement alternatives	

Request Tracking #	
Signature Required for all Special Contract Requests	
Signature of Agency head or authorized designee, title of signatory, and date (the authorized designee may sign his or her own name if indicated on the Signature Certification and Authorization document)	
Signature:	Date:

**GO-DBE POLICY AND TEMPLATE
CHANGES – PUBLIC CHAPTER 485**

REDLINE VERSION

REQUEST: Revise the following models, templates, policies and procedures in accordance with Public Chapter No. 485, which updates the subcategories of businesses identified in Tenn. Code Ann. § 12-3-1102.

Procurement Procedures Manual of the Central Procurement Office
Track Changes:

6.1.4. Emergency Purchase Authorization Procedure.

Prior authorization of the Chief Procurement Officer is required for emergency purchases. The request for authorization may be approved in a true emergency or as the only method of payment for commodities and services ordered by the State Agency for reasons including improper planning, utilizing an improper purchasing method, and contract expiration. The procedure for obtaining an Emergency Purchase Authorization is as follows:

- The State Agency shall enter a direct entry purchase in Edison.
- The State Agency shall document in Edison justification for the emergency purchase.
- The State Agency shall contact the Chief Procurement Officer for emergency purchase authorization. In lieu of delegating the emergency purchase authority, the Chief Procurement Officer may elect to procure the goods or services through the Emergency Purchase Procedure.
- The State Agency must secure three (3) competitive responses, if practicable, and record the bids in Edison or provide justification for obtaining fewer than three (3) responses. If a sole source procurement, the State Agency must provide the justification required for the use of a sole source method of procurement.
- The State Agency shall obtain diversity information from the vendor recommended for award. This information must be entered in Edison.

Given the nature of the emergency and if practicable under the circumstances, agencies must actively solicit bids from minority-owned, woman-owned, ~~Tennessee~~-service-disabled veteran-owned, businesses owned by persons with disabilities and small businesses. A current listing of active and certified diverse enterprises can be found on the Governor's Office of Diversity Business Enterprise Intranet website at www.tn.gov/businessopp/. When bids are not obtained from minority-owned, woman-owned, ~~Tennessee~~-service-disabled veteran-owned, businesses owned by persons with disabilities or small businesses, agencies shall fully document their good faith effort to solicit bids from such businesses.

6.4.1.1. *Description of Small Purchase.*

State procurement professionals are encouraged to use competitive methods whenever practicable. State Agencies may utilize a Small Purchase authority without soliciting quotes or proposals from multiple vendors when the total value of a contract or a purchase will cost less than such amounts approved by the Procurement Commission. State procurement professionals shall also perform due diligence to ensure that the State is procuring goods and services on terms, conditions, and pricing that is in the State's best interests. All due diligence performed by a state procurement professional, such as benchmarking of pricing, shall be documented for small purchases from \$5,000.01 to \$10,000.00. State procurement professionals shall follow *Manual, Section 5.4.2.*, to identify prospective vendors of goods or services. Moreover, State procurement professionals shall consult Section 10.1 of the *Manual* and actively solicit goods or services from minority-owned, woman-owned, ~~Tennessee~~ service-disabled veteran-owned, businesses owned by persons with disabilities and small businesses when possible. Agency purchasing professionals shall obtain the Chief Procurement Officer's prior approval for procuring goods or services from sources other than a Statewide Contract when the goods or services to be procured are available from an existing Statewide Contract. In allowing a State Agency to purchase other than "off" of a Statewide Contract, the Chief Procurement Officer may consider, by way of example only, a Contracting Party's past performance, timeliness of performance (e.g., inability to supply the needed goods or services within the timeframe prescribed by the State Agency, etc.), the Contracting Party's ability to supply the goods or services (e.g., by having a source of supply of the requested goods or services), pricing, quality or compatibility concerns. See *Manual, Section 10.4. Purchases Made "Off" Statewide Contract*. See also Policy Number 2013-004, *Central Procurement Office Contract Management Policy and Procedures, Section 4.2.3*.

6.4.2.1. *Description of Informal Purchase.*

State procurement professionals shall use competitive methods whenever practicable. State Agencies may utilize their Informal Purchase authority by soliciting quotes or proposals from at least three (3) vendors when the total value of a contract or a purchase will cost less than such amounts approved by the Procurement Commission. A current website, catalogue, price list, or price available at retail to the general public may count as a quote. A Special Contract Request is not required if the procurement professional undertakes reasonable efforts to obtain the requisite three (3) quotes and these efforts have been sufficiently documented to the procurement file. State procurement professionals shall also perform due diligence to ensure that the State is procuring goods and services on terms, conditions, and pricing that is in the State's best interests. All due diligence performed by a state procurement professional shall be documented and made a part of the procurement file. State procurement professionals should follow *Manual, Section 5.4.2.*, to identify prospective vendors of goods or services. State procurement professionals should also consult *Section 10.1* of the *Manual* and actively solicit goods and services from minority-owned, woman-owned, ~~Tennessee~~ service-disabled veteran-

owned, businesses owned by persons with disabilities and small businesses when possible. Agency purchasing professionals shall obtain the Chief Procurement Officer's prior approval for procuring goods or services from sources other than a Statewide Contract when the goods or services to be procured are available from an existing Statewide Contract. In allowing a State Agency to purchase other than "off" of a Statewide Contract, the Chief Procurement Officer may consider, by way of example only, a Contracting Party's past performance, timeliness of performance, the Contracting Party's ability to supply the goods or services, pricing, quality or compatibility concerns. See *Manual, Section 10.4. Purchases Made "Off" Statewide Contract*. See also Policy Number 2013-004, *Central Procurement Office Contract Management Policy and Procedures, Section 4.2.3*.

10.1. *Governor's Office of Diversity Business Enterprise.*

All agencies should actively solicit goods or services from minority-owned, woman-owned, Tennessee service-disabled veteran-owned, businesses owned by persons with disabilities and small businesses. A current listing of active and certified diverse businesses can be found on the Governor's Office of Diversity Business Enterprise website at <http://www.tennessee.gov/generalservices/article/godbe-enterprise-directory>.

10.5. *Vendor Registration.*

All vendor registration application information received by the Central Procurement Office should be reviewed to ensure that the applicant meets all qualifications as a prospective respondent to a solicitation issued by the State. If the vendor acknowledges on the vendor registration application that his or her business entity is a minority-owned, woman-owned, Tennessee service-disabled veteran-owned, business owned by persons with disabilities or small business, the Central Procurement Office should forward the application to the Governor's Office of Diversity Business Enterprise (Go-DBE) for registration and possible certification.

Request for Qualifications (RFQ) Template Track Changes:

1. INTRODUCTION

The State of Tennessee, Central Procurement Office, hereinafter referred to as "the State," issues this Request for Qualifications ("RFQ") to define mandatory goods or services requirements; solicit responses; detail response requirements; and, outline the State's process for evaluating responses.

Through this RFQ or any subsequent solicitation, the State seeks to buy the requested goods or services at the most favorable, competitive prices and to give ALL qualified respondents, including those that are owned by

minorities, women, Tennessee service-disabled veterans, persons with disabilities, and small business enterprises, the opportunity to do business with the state as contractors or subcontractors.

4.1.4. Notwithstanding the foregoing, potential Respondents may also contact the following as appropriate:

4.1.4.1. Staff of the Governor's Office of Diversity Business Enterprise may be contacted for assistance with respect to available minority-owned, woman-owned, Tennessee service-disabled veteran-owned, businesses owned by persons with disabilities, and small business enterprises as well as general public information relating to this request; or

4.1.4.2. The following individual designated by the State to coordinate compliance with the nondiscrimination requirements of the State of Tennessee, Title VI of the Civil Rights Act of 1964, the Americans with Disabilities Act of 1990, and associated federal regulations:

NAME, TITLE

ADDRESS

PHONE

EMAIL ADDRESS

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B.15.

Provide documentation of the Respondent's commitment to diversity as represented by the following:

- (a) Business Strategy. Provide a description of the Respondent's existing programs and procedures designed to encourage and foster commerce with business enterprises owned by minorities, women, Tennessee service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises. Please also include a list of the Respondent's certifications as a diversity business, if applicable.
- (b) Business Relationships. Provide a listing of the Respondent's current contracts with business enterprises owned by minorities, women, Tennessee service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises. Please include the following information:
 - (i) contract description;
 - (ii) contractor name and ownership characteristics (i.e., ethnicity, gender, Tennessee service-disabled, disability); and
 - (iii) contractor contact name and telephone number.
- (c) Estimated Participation. Provide an estimated level of participation by business enterprises owned by minorities, women, Tennessee service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises if a contract is awarded to the Respondent pursuant to this RFQ. Please include the following information:
 - (i) a percentage (%) indicating the participation estimate. (Express the estimated participation number as a percentage of the total estimated contract value that will be dedicated to business with subcontractors and supply contractors having such ownership characteristics only and **DO NOT INCLUDE DOLLAR AMOUNTS**);
 - (ii) anticipated goods or services contract descriptions;
 - (iii) names and ownership characteristics (i.e., ethnicity, gender, Tennessee service-disabled veterans, disability) of anticipated subcontractors and supply contractors.

NOTE: In order to claim status as a Diversity Business Enterprise under this contract, businesses must be certified by the Governor's Office of Diversity Business Enterprise (Go-DBE). Please visit the Go-DBE website at <https://tn.diversitysoftware.com/FrontEnd/StartCertification.asp?TN=tn&XID=9810> for more information.

(d) Workforce. Provide the percentage of the Respondent's total current employees by ethnicity and gender.

NOTE: Respondents that demonstrate a commitment to diversity will advance State efforts to expand opportunity to do business with the State as contractors and subcontractors. Response evaluations will recognize the positive qualifications and experience of a Respondent that does business with enterprises owned by minorities, women, Tennessee service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises and who offer a diverse workforce.

Pro Forma ATTACHMENT 2
(Fill out only by selected Contractor)

SAMPLE LETTER OF DIVERSITY COMMITMENT

(Company Letterhead/Logo)

(Address)

(Date)

(Salutation),

(Company Name) is committed to achieving or surpassing a goal of (numeral) percent spend with certified diversity business enterprise firms on State of Tennessee contract # (Edison document #). Diversity businesses are defined as those that are owned by minority, women, ~~small-business and Tennessee service-disabled veterans veterans,~~ businesses owned by persons with disabilities and small businesses which are certified by the Governor's Office of Diversity Business Enterprise (Go-DBE).

We confirm our commitment of (percentage) participation on the (Contract) by using the following diversity businesses:

- (i) Name and ownership characteristics (i.e., ethnicity, gender, ~~Tennessee service-disabled veteran, or disability~~) of anticipated diversity subcontractors and suppliers:

- (ii) Participation estimates (expressed as a percent of the total contract value to be dedicated to diversity subcontractors and suppliers):
_____ %.
- (iii) Description of anticipated services to be performed by diversity subcontractors and suppliers:

We accept that our commitment to diversity advances the State's efforts to expand opportunity of diversity businesses to do business with the State as contractors and sub-contractors.

Further, we commit to:

1. Using applicable reporting tools that allow the State to track and report purchases from businesses owned by minority, women, ~~Tennessee service-disabled veterans,~~ businesses owned by persons with disabilities, and small businesses.
2. Reporting monthly to the Go-DBE office the dollars spent with certified diversity businesses owned by minority, women, ~~Tennessee service-disabled veterans,~~ businesses owned by persons with disabilities and small business accomplished under contract # (Edison number).

(Company Name) is committed to working with the Go-DBE office to accomplish this goal.

Regards,

(Company authority – signature and title)

FA Template:



CONTRACT

(fee-for-goods or services contract with an individual, business, non-profit, or governmental entity of another state)

Begin Date	End Date	Agency Tracking #	Edison Record ID
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Contractor Legal Entity Name	Edison Vendor ID
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Goods or Services Caption (one line only)

Contractor <input checked="" type="checkbox"/> Contractor	CFDA #
--	--------

Funding —					
FY	State	Federal	Interdepartmental	Other	TOTAL Contract Amount
TOTAL:					

Contractor Ownership Characteristics:

- Minority Business Enterprise (MBE):
 - African American Asian American Hispanic American Native American
- Woman Business Enterprise (WBE)
- Service-Disabled Veteran Enterprise (SDVBE)
- Disabled Owned Businesses (DSBE)
- Small Business Enterprise (SBE): \$10,000,000.00 averaged over a three (3) year period or employs no more than ninety-nine (99) employees.
- Government Non-Minority/Disadvantaged Other: _____
- Minority Business Enterprise (MBE): African American, Asian American, Hispanic American, Native American
- Woman Business Enterprise (WBE)
- Tennessee Service-Disabled Veteran Enterprise (SDVBE)
- Tennessee Small Business Enterprise (SBE): \$10,000,000.00 averaged over a three (3) year period or employs no more than ninety-nine (99) employees.
- Other: _____

Selection Method & Process Summary (mark the correct response to confirm the associated summary)

<input type="checkbox"/> Competitive Selection	Describe the competitive selection process used
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<input type="checkbox"/> Other	Describe the selection process used and submit a Special Contract Request	
Budget Officer Confirmation: There is a balance in the appropriation from which obligations hereunder are required to be paid that is not already encumbered to pay other obligations.		
Speed Chart (optional)	Account Code (optional)	

Contractor Commitment to Diversity

Add the following Section as appropriate (typically in contracts resulting from a standard RFP).

E.#. Contractor Commitment to Diversity. The Contractor shall comply with and make reasonable business efforts to exceed the commitment to diversity represented by the Contractor's Response to **Solicitation Number** (Attachment **Reference**) and resulting in this Contract.

The Contractor shall assist the State in monitoring the Contractor's performance of this commitment by providing, as requested, a monthly report of participation in the performance of this Contract by small business enterprises and businesses owned by minorities, women, **and Tennessee service-disabled veterans, and persons with disabilities.** Such reports shall be provided to the State of Tennessee Governor's Office of Diversity Business Enterprise in the TN Diversity Software available online at:
<https://tn.diversitysoftware.com/FrontEnd/StartCertification.asp?TN=tn&XID=9810>.

No Cost Model

Contractor Commitment to Diversity

Add the following section as appropriate (typically only in standard RFP *pro forma* contracts).

E.#. Contractor Commitment to Diversity. The Contractor shall comply with and make reasonable business efforts to exceed the commitment to diversity represented by the Contractor's proposal responding to RFP-**NUMBER** (Attachment **REFERENCE**) and resulting in this Contract.

The Contractor shall assist the State in monitoring the Contractor's performance of this commitment by providing, as requested, a quarterly report of participation in the performance of this Contract by small business enterprises and businesses owned by minorities, women, service-disabled veterans, and persons with a disabilities. Such reports shall be provided to the state of Tennessee Governor's Office of Business Diversity Enterprise in form and substance as required by said office.



CONTRACT

(no cost contract, involving no monetary obligation between the parties, with an individual, business, non-profit, or government entity of another state or country)

Begin Date	End Date	Agency Tracking #	Edison ID
Contractor Legal Entity Name			Edison Vendor ID (optional)
Service Caption			
Ownership/Control <input type="checkbox"/> Minority Business Enterprise (MBE): <input type="checkbox"/> African American <input type="checkbox"/> Asian American <input type="checkbox"/> Hispanic American <input type="checkbox"/> Native American <input type="checkbox"/> Woman Business Enterprise (WBE) <input type="checkbox"/> Service-Disabled Veteran Enterprise (SDVBE) <input type="checkbox"/> Disabled Owned Businesses (DSBE) <input type="checkbox"/> Small Business Enterprise (SBE): \$10,000,000.00 averaged over a three (3) year period or employs no more than ninety-nine (99) employees. <input type="checkbox"/> Government <input type="checkbox"/> Non-Minority/Disadvantaged <input type="checkbox"/> Other: _____ <input type="checkbox"/> African American <input type="checkbox"/> Asian <input type="checkbox"/> Hispanic <input type="checkbox"/> Person w/Disability <input type="checkbox"/> Small Business <input type="checkbox"/> Government <input type="checkbox"/> NOT Minority/Disadvantaged <input type="checkbox"/> Other: _____			
Selection Method & Process Summary (mark the correct response to confirm the associated summary) <input type="checkbox"/> RFP The procurement process was completed in accordance with the approved RFP document and associated regulations. <input type="checkbox"/> Competitive Negotiation The predefined, competitive, impartial, negotiation process was completed in accordance with the associated, approved procedures and evaluation criteria. <input type="checkbox"/> Alternative Competitive Method The predefined, competitive, impartial, procurement process was completed in accordance with the associated, approved procedures and evaluation criteria. <input type="checkbox"/> Non-Competitive Negotiation The non-competitive contractor selection was completed as approved, and the procurement process included a negotiation of best possible terms & price. <input type="checkbox"/> Other The contractor selection was directed by law, court order, settlement agreement, or resulted from the state making the same agreement with <u>all</u> interested parties or <u>all</u> parties in a predetermined "class."			
<p><i>OGR-CPO USE - NC</i></p>			

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Ownership/Control

Revise the cover sheet instructional text for the Revenue, No Cost, and Grant Contract and optional – procuring party's ownership/control..

Minority Business Enterprise (MBE): select if a minority-owned business, which means a continuing, independent, for profit business that performs a commercially useful function, and is at least fifty-one percent (51%) owned and controlled by one (1) or more minority individuals who are impeded from normal entry into the economic mainstream because of past practices of discrimination based on race or ethnic background.

Identify the applicable Minority if known. Minority means a person who is a citizen or lawful permanent resident of the United States and who is:

- (A) African American, a person having origins in any of the black racial groups of Africa;
- (B) Asian American, a person having origins in any of the original peoples of the Far East, Southeast Asia, the Indian subcontinent, or the Pacific Islands;
- (C) Hispanic American, a person of Mexican, Puerto Rican, Cuban, Central or South American, or other Spanish culture or origin, regardless of race;
- (D) Native American, a person having origins in any of the original peoples of North America.

Woman Business Enterprise (WBE): select if a woman-owned business, which means a woman-owned business that is a continuing, independent, for profit business that performs a commercially useful function, and is at least fifty-one percent (51%) owned and controlled by one or more women; or, in the case of any publicly owned business, at least fifty-one-percent (51%) of the stock of which is owned and controlled by one (1) or more women and whose management and daily business operations are under the control of one (1) or more women.

Service-Disabled Veteran Enterprise (SDVBE): select if a Tennessee service-disabled veteran-owned business, which means a service-disabled veteran-owned business that is a continuing, independent, for profit business located in this state that performs a commercially useful function and:

- (A) Is at least fifty-one percent (51%) owned and controlled by one (1) or more service-disabled veterans;
- (B) In the case of a business solely owned by one (1) service-disabled veteran and such person's spouse, is at least fifty percent (50%) owned and controlled by the service-disabled veteran; or
- (C) In the case of any publicly owned business, at least fifty-one percent (51%) of the stock of which is owned and controlled by one (1) or more service-disabled veterans and whose management and daily business operations are under the control of one (1) or more service-disabled veteran.

Disabled Owned Businesses (DSBE): select if a business owned by persons with disabilities, which means a continuing, independent, for-profit business that performs a commercially useful function, and is at least fifty-one percent (51%) owned and controlled by one (1) or more persons with a disability; or, in the case of any publicly owned business, at least fifty-one percent (51%) of the stock of which is owned and controlled by one (1) or more persons with a disability and whose management and under the control of one (1) or more persons with a disability.

Small Business Enterprise (SBE): select if a small business, which means a business that is a continuing, independent, for profit business which performs a commercially useful function with residence in Tennessee and has gross receipts of no more than ten million dollars (\$10,000,000) averaged over a three-year period or employs no more than ninety-nine (99) persons on a full-time basis.

Non-Minority/Disadvantaged if the contractor is not ≥ 51% owned or controlled by minority or disadvantaged persons & is not a small business.

- For additional guidance, please visit: <http://tn.gov/generalservices/article/godbe-program-eligibility>
- African-American-if the procuring party is ≥ 51% owned or controlled by descendants of the black peoples of Africa
- Asian-if the procuring party is ≥ 51% owned or controlled by descendants of the original peoples of the Far East, Asia, Southeast Asia, the subcontinent, or the Pacific Islands
- Government-if the procuring party is any governmental entity
- Hispanic-if the procuring party is ≥ 51% owned or controlled by persons of Cuban, Mexican, Puerto Rican, Central or South American, or other Spanish or Portuguese origin, culture, or descent, regardless of race, or having a Spanish surname
- Native American-if the procuring party is ≥ 51% owned or controlled by descendants of the peoples of the first nations of North America
- NOT-Minority/Disadvantaged-if the procuring party is not ≥ 51% owned or controlled by minority or disadvantaged persons & is not a small business
- Other-if the procuring party is ≥ 51% owned or controlled by persons of a minority or disadvantaged ethnic

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background, national origin, etc. other than previously described

- Person w/Disability if the procuring party is ≥ 51% owned or controlled by persons with a physical or mental impairment that substantially limits one or more major life activities (i.e., caring for oneself, writing, walking, seeing, hearing, speaking and breathing)
- Small Business if the procuring party is independently owned and operated, has total gross receipts of ≤ \$2 million for the last federal tax year, and has ≤ 30 full-time employees

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Request for Proposals (RFP) Template
Track Changes:

1. INTRODUCTION

The State of Tennessee, **STATE AGENCY NAME**, hereinafter referred to as "the State," issues this Request for Proposals (RFP) to define minimum contract requirements; solicit responses; detail response requirements; and, outline the State's process for evaluating responses and selecting a contractor to provide the needed goods or services.

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Through this RFP, the State seeks to procure necessary goods or services at the most favorable, competitive prices and to give ALL qualified respondents, including those that are owned by minorities, women, **Tennessee** service-disabled veterans, persons with disabilities and small business enterprises, an opportunity to do business with the state as contractors, subcontractors or suppliers.

1.4.2.2. Notwithstanding the foregoing, Prospective Respondents may alternatively contact:

- a. staff of the Governor's Office of Diversity Business Enterprise for assistance available to minority-owned, woman-owned, **Tennessee** service-disabled veteran-owned, businesses owned by persons with disabilities, and small businesses as well as general, public information relating to this RFP (visit <http://www.tn.gov/generalservices/article/godbe-general-contacts> for contact information); and
- b. the following individual designated by the State to coordinate compliance with the nondiscrimination requirements of the State of Tennessee, Title VI of the Civil Rights Act of 1964, the Americans with Disabilities Act of 1990, and associated federal regulations:

NAME
STATE AGENCY NAME
STREET ADDRESS
TELEPHONE NUMBER
E-MAIL ADDRESS
OTHER APPROPRIATE INFORMATION IF ANY

	<p>B.16. Provide documentation of the Respondent's commitment to diversity as represented by the following:</p> <p>(a) <u>Business Strategy</u>. Provide a description of the Respondent's existing programs and procedures designed to encourage and foster commerce with business enterprises owned by minorities, women, Tennessee service-disabled veterans, <u>persons with disabilities</u>, and small business enterprises. Please also include a list of the Respondent's certifications as a diversity business, if applicable.</p> <p>(b) <u>Business Relationships</u>. Provide a listing of the Respondent's current contracts with business enterprises owned by minorities, women, Tennessee service-disabled veterans, <u>persons with disabilities</u>, and small business enterprises. Please include the following information:</p> <p>(i) contract description;</p> <p>(ii) contractor name and ownership characteristics (i.e., ethnicity, gender, Tennessee service-disabled <u>veteran-owned or persons with disabilities</u>);</p> <p>(iii) contractor contact name and telephone number.</p> <p>(c) <u>Estimated Participation</u>. Provide an estimated level of participation by business enterprises owned by minorities, women, Tennessee service-disabled veterans, <u>persons with disabilities</u>, and small business enterprises if a contract is awarded to the Respondent pursuant to this RFP. Please include the following information:</p> <p>(i) a percentage (%) indicating the participation estimate. (Express the estimated participation number as a percentage of the total estimated contract value that will be dedicated to business with subcontractors and supply contractors having such ownership characteristics only and DO NOT INCLUDE DOLLAR AMOUNTS);</p> <p>(ii) anticipated goods or services contract descriptions;</p> <p>(iii) names and ownership characteristics (i.e., ethnicity, gender, Tennessee service-disabled veterans, <u>or disability</u>) of anticipated subcontractors and supply contractors.</p> <p>NOTE: In order to claim status as a Diversity Business Enterprise under this contract, businesses must be certified by the Governor's Office of Diversity Business Enterprise (Go-DBE). Please visit the Go-DBE website at https://tn.diversitysoftware.com/FrontEnd/StartCertification.asp?TN=tn&XID=9810 for more information.</p> <p>(d) <u>Workforce</u>. Provide the percentage of the Respondent's total current employees by ethnicity and gender.</p> <p>NOTE: Respondents that demonstrate a commitment to diversity will advance State efforts to expand opportunity to do business with the State as contractors and subcontractors. Response evaluations will recognize the positive qualifications and experience of a Respondent that does business with enterprises owned by minorities, women, Tennessee service-disabled veterans, <u>persons with disabilities</u>, and small business enterprises and who offer a diverse workforce.</p>
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Option: Performance Bond Requirement.

Procurement professionals should consider the advantages and disadvantages of requiring performance bonds because these bonds may not be appropriate for all types of procurements. Procurement professionals should include performance bond requirements if necessary to mitigate risk when procuring equipment, technology, or services. Performance bonds are a three-party agreement between a surety company, a contractor, and the State. The bond provides a guarantee that the contractor will comply with the terms and conditions of the contract. If the contractor is unable to successfully perform the contract, the surety assumes the contractor's responsibilities and ensures that the project is completed. Although performance bonds may be beneficial for risky projects (e.g., projects requiring extensive software customization, system integration, etc.), these bonds can limit competition by excluding smaller firms (e.g., small, minority-owned, women-owned, service-disabled veteran-owned, businesses owned by persons with disabilities, or small businesses). Smaller firms often have to pay substantially more to get a surety company to underwrite the bond. In deciding whether to require performance bonds, procurement professionals should balance the need to mitigate performance risk against adverse effects of bond requirements on small businesses, competition or the prices the State will pay for goods and services, as well as any other considerations.

Revenue (RV) Model:

 <p>CONTRACT (state revenue contract with an individual, business, non-profit, or government entity of another state or country and from which the state receives monetary compensation)</p>			
Begin Date	End Date	Agency Tracking #	Edison ID
Procuring Party Legal Entity Name		Procuring Party Registration ID	
Service Caption			
Ownership/Control <input type="checkbox"/> <u>Minority Business Enterprise (MBE):</u> <input type="checkbox"/> African American <input type="checkbox"/> Asian American <input type="checkbox"/> Hispanic American <input type="checkbox"/> Native American <input type="checkbox"/> <u>Woman Business Enterprise (WBE)</u> <input type="checkbox"/> <u>Service-Disabled Veteran Enterprise (SDVBE)</u> <input type="checkbox"/> <u>Disabled Owned Businesses (DSBE)</u> <input type="checkbox"/> <u>Small Business Enterprise (SBE): \$10,000,000.00 averaged over a three (3) year period or employs no more than ninety-nine (99) employees.</u> <input type="checkbox"/> Government <input type="checkbox"/> Non-Minority/Disadvantaged <input type="checkbox"/> Other: <input type="checkbox"/> African-American <input type="checkbox"/> Asian <input type="checkbox"/> Hispanic <input type="checkbox"/> Native American <input type="checkbox"/> Female <input type="checkbox"/> Person-w/Disability <input type="checkbox"/> Small Business <input type="checkbox"/> Government <input type="checkbox"/> NOT Minority/Disadvantaged <input type="checkbox"/> Other:			
Selection Method & Process Summary (mark the correct response to confirm the associated summary)			

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<input type="checkbox"/> RFP	The procurement process was completed in accordance with the approved RFP document and associated regulations.
<input type="checkbox"/> Competitive Negotiation	The predefined, competitive, impartial, negotiation process was completed in accordance with the associated, approved procedures and evaluation criteria.
<input type="checkbox"/> Alternative Competitive Method	The predefined, competitive, impartial, procurement process was completed in accordance with the associated, approved procedures and evaluation criteria.
<input type="checkbox"/> Non-Competitive Negotiation	The non-competitive procuring party selection was completed as approved, and the procurement process included a negotiation of best possible terms & price.
<input type="checkbox"/> Other	The procuring party selection was directed by law, court order, settlement agreement, or resulted from the state making the same agreement with <u>all</u> interested parties or <u>all</u> parties in a predetermined "class."
Agency Contact & Telephone #	
<i>OGR-CPO USE - RV</i>	

FA Template:

SUMMARY COVER SHEET

Contractor Ownership Characteristics

Minority Business Enterprise (MBE): select if a minority-owned business, which means a continuing, independent, for profit business that performs a commercially useful function, and is at least fifty-one percent (51%) owned and controlled by one (1) or more minority individuals who are impeded from normal entry into the economic mainstream because of past practices of discrimination based on race or ethnic background.

Identify the applicable Minority if known. Minority means a person who is a citizen or lawful permanent resident of the United States and who is:

- (A) African American, a person having origins in any of the black racial groups of Africa;
- (B) Asian American, a person having origins in any of the original peoples of the Far East, Southeast Asia, the Indian subcontinent, or the Pacific Islands;
- (C) Hispanic American, a person of Mexican, Puerto Rican, Cuban, Central or South American, or other Spanish culture or origin, regardless of race;
- (D) Native American, a person having origins in any of the original peoples of North America.

Woman Business Enterprise (WBE): select if a woman-owned business, which means a woman-owned business that is a continuing, independent, for profit business that performs a commercially useful function, and is at least fifty-one percent (51%) owned and controlled by one or more women; or, in the case of any publicly owned business, at least fifty-one-percent (51%) of the stock of which is owned and controlled by one (1) or more women and whose management and daily business operations are under the control of one (1) or more women.

Tennessee-Service-Disabled Veteran Enterprise (SDVBE): select if a Tennessee service-disabled veteran-owned business, which means a service-disabled veteran-owned business that is a continuing, independent, for profit business located in this state that performs a commercially useful function and:

- (A) Is at least fifty-one percent (51%) owned and controlled by one (1) or more service-disabled

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veterans;

- (B) In the case of a business solely owned by one (1) service-disabled veteran and such person's spouse, is at least fifty percent (50%) owned and controlled by the service-disabled veteran; or
- (C) In the case of any publicly owned business, at least fifty-one percent (51%) of the stock of which is owned and controlled by one (1) or more service-disabled veterans and whose management and daily business operations are under the control of one (1) or more service-disabled veteran.

Disabled Owned Businesses (DSBE): select if a business owned by persons with disabilities, which means a continuing, independent, for-profit business that performs a commercially useful function, and is at least fifty-one percent (51%) owned and controlled by one (1) or more persons with a disability; or, in the case of any publicly owned business, at least fifty-one percent (51%) of the stock of which is owned and controlled by one (1) or more persons with a disability and whose management and under the control of one (1) or more persons with a disability.

Tennessee Small Business Enterprise (SBE): select if a Tennessee small business, which means a business that is a continuing, independent, for profit business which performs a commercially useful function with residence in Tennessee and has gross receipts of no more than ten million dollars (\$10,000,000) averaged over a three-year period or employs no more than ninety-nine (99) persons on a full-time basis.

Other: select if none of the above options. There is an option to provide additional details here, e.g., type governmental entity in the space provided if the Contractor is a governmental entity. Non-Minority/Disadvantaged if the contractor is not ≥ 51% owned or controlled by minority or disadvantaged persons & is not a small business

Other: select if none of the above options. There is an option to provide additional details here.

▲ For additional guidance, please visit: <http://tn.gov/generalservices/article/godbe-program-eligibility>.

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GR TEMPLATE:



GRANT CONTRACT

(cost reimbursement grant contract with an individual, business, non-profit, or governmental entity of another state or country)

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Begin Date	End Date	Agency Tracking #	Edison ID		
Grantee Legal Entity Name			Edison Vendor ID		
Subrecipient or Contractor	CFDA #				
<input type="checkbox"/> Subrecipient <input type="checkbox"/> Contractor	Grantee's fiscal year end				
Service Caption (one line only)					
Funding —					
FY	State	Federal	Interdepartmental	Other	TOTAL Grant Contract Amount

TOTAL:					

Ownership/Control

Minority Business Enterprise (MBE):
 African American Asian American Hispanic American Native American

Woman Business Enterprise (WBE)

Service-Disabled Veteran Enterprise (SDVBE)

Disabled Owned Businesses (DSBE)

Small Business Enterprise (SBE): \$10,000,000.00 averaged over a three (3) year period or employs no more than ninety-nine (99) employees.

Government Non-Minority/Disadvantaged Other: _____

African-American Asian Hispanic Native-American Female

Person-w/Disability Small-Business Government NOT-Minority/Disadvantaged

Other: _____

Minority Business Enterprise (MBE): African American, Asian American, Hispanic American, Native American

Woman Business Enterprise (WBE)

Service-Disabled Veteran Enterprise (SDVBE)

Disabled Owned Businesses (DSBE)

Small Business Enterprise (SBE)

Government NOT Minority/Disadvantaged Other: _____

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Grantee Selection Process Summary

<input type="checkbox"/> Competitive Selection	<i>Describe the competitive selection process used.</i>
<input type="checkbox"/> Non-competitive Selection	<i>Describe the reasons for a non-competitive grantee selection process.</i>

Budget Officer Confirmation: There is a balance in the appropriation from which obligations hereunder are required to be paid that is not already encumbered to pay other obligations.

CPO USE - GR

Speed Chart (optional)	Account Code (optional)
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GO-DBE POLICY AND TEMPLATE CHANGES – PUBLIC CHAPTER 485

CLEAN VERSION

REQUEST: Revise the following models, templates, policies and procedures in accordance with Public Chapter No. 485, which updates the subcategories of businesses identified in Tenn. Code Ann. § 12-3-1102.

***Procurement Procedures Manual of the Central Procurement Office
Track Changes:***

6.1.4. Emergency Purchase Authorization Procedure.

Prior authorization of the Chief Procurement Officer is required for emergency purchases. The request for authorization may be approved in a true emergency or as the only method of payment for commodities and services ordered by the State Agency for reasons including improper planning, utilizing an improper purchasing method, and contract expiration. The procedure for obtaining an Emergency Purchase Authorization is as follows:

- The State Agency shall enter a direct entry purchase in Edison.
- The State Agency shall document in Edison justification for the emergency purchase.
- The State Agency shall contact the Chief Procurement Officer for emergency purchase authorization. In lieu of delegating the emergency purchase authority, the Chief Procurement Officer may elect to procure the goods or services through the Emergency Purchase Procedure.
- The State Agency must secure three (3) competitive responses, if practicable, and record the bids in Edison or provide justification for obtaining fewer than three (3) responses. If a sole source procurement, the State Agency must provide the justification required for the use of a sole source method of procurement.
- The State Agency shall obtain diversity information from the vendor recommended for award. This information must be entered in Edison.

Given the nature of the emergency and if practicable under the circumstances, agencies must actively solicit bids from minority-owned, woman-owned, service-disabled veteran-owned, businesses owned by persons with disabilities and small businesses. A current listing of active and certified diverse enterprises can be found on the Governor's Office of Diversity Business Enterprise Intranet website at www.tn.gov/businessopp/. When bids are not obtained from minority-owned, woman-owned, service-disabled veteran-owned, businesses owned by persons with disabilities or small businesses, agencies shall fully document their good faith effort to solicit bids from such businesses.

6.4.1.1. *Description of Small Purchase.*

State procurement professionals are encouraged to use competitive methods whenever practicable. State Agencies may utilize a Small Purchase authority without soliciting quotes or proposals from multiple vendors when the total value of a contract or a purchase will cost less than such amounts approved by the Procurement Commission. State procurement professionals shall also perform due diligence to ensure that the State is procuring goods and services on terms, conditions, and pricing that is in the State's best interests. All due diligence performed by a state procurement professional, such as benchmarking of pricing, shall be documented for small purchases from \$5,000.01 to \$10,000.00. State procurement professionals shall follow *Manual, Section 5.4.2.*, to identify prospective vendors of goods or services. Moreover, State procurement professionals shall consult Section 10.1 of the *Manual* and actively solicit goods or services from minority-owned, woman-owned, service-disabled veteran-owned, businesses owned by persons with disabilities and small businesses when possible. Agency purchasing professionals shall obtain the Chief Procurement Officer's prior approval for procuring goods or services from sources other than a Statewide Contract when the goods or services to be procured are available from an existing Statewide Contract. In allowing a State Agency to purchase other than "off" of a Statewide Contract, the Chief Procurement Officer may consider, by way of example only, a Contracting Party's past performance, timeliness of performance (e.g., inability to supply the needed goods or services within the timeframe prescribed by the State Agency, etc.), the Contracting Party's ability to supply the goods or services (e.g., by having a source of supply of the requested goods or services), pricing, quality or compatibility concerns. See *Manual, Section 10.4. Purchases Made "Off" Statewide Contract*. See also Policy Number 2013-004, *Central Procurement Office Contract Management Policy and Procedures, Section 4.2.3*.

6.4.2.1. *Description of Informal Purchase.*

State procurement professionals shall use competitive methods whenever practicable. State Agencies may utilize their Informal Purchase authority by soliciting quotes or proposals from at least three (3) vendors when the total value of a contract or a purchase will cost less than such amounts approved by the Procurement Commission. A current website, catalogue, price list, or price available at retail to the general public may count as a quote. A Special Contract Request is not required if the procurement professional undertakes reasonable efforts to obtain the requisite three (3) quotes and these efforts have been sufficiently documented to the procurement file. State procurement professionals shall also perform due diligence to ensure that the State is procuring goods and services on terms, conditions, and pricing that is in the State's best interests. All due diligence performed by a state procurement professional shall be documented and made a part of the procurement file. State procurement professionals should follow *Manual, Section 5.4.2*, to identify prospective vendors of goods or services. State procurement professionals should also consult *Section 10.1* of the *Manual* and actively solicit goods and services from minority-owned, woman-owned, service-disabled veteran-owned,

businesses owned by persons with disabilities and small businesses when possible. Agency purchasing professionals shall obtain the Chief Procurement Officer's prior approval for procuring goods or services from sources other than a Statewide Contract when the goods or services to be procured are available from an existing Statewide Contract. In allowing a State Agency to purchase other than "off" of a Statewide Contract, the Chief Procurement Officer may consider, by way of example only, a Contracting Party's past performance, timeliness of performance, the Contracting Party's ability to supply the goods or services, pricing, quality or compatibility concerns. See *Manual, Section 10.4. Purchases Made "Off" Statewide Contract*. See also Policy Number 2013-004, *Central Procurement Office Contract Management Policy and Procedures, Section 4.2.3*.

10.1. *Governor's Office of Diversity Business Enterprise.*

All agencies should actively solicit goods or services from minority-owned, woman-owned, service-disabled veteran-owned, businesses owned by persons with disabilities and small businesses. A current listing of active and certified diverse businesses can be found on the Governor's Office of Diversity Business Enterprise website at <http://www.tennessee.gov/generalservices/article/godbe-enterprise-directory>.

10.5. *Vendor Registration.*

All vendor registration application information received by the Central Procurement Office should be reviewed to ensure that the applicant meets all qualifications as a prospective respondent to a solicitation issued by the State. If the vendor acknowledges on the vendor registration application that his or her business entity is a minority-owned, woman-owned, service-disabled veteran-owned, business owned by persons with disabilities or small business, the Central Procurement Office should forward the application to the Governor's Office of Diversity Business Enterprise (Go-DBE) for registration and possible certification.

Request for Qualifications (RFQ) Template Track Changes:

1. INTRODUCTION

The State of Tennessee, Central Procurement Office, hereinafter referred to as "the State," issues this Request for Qualifications ("RFQ") to define mandatory goods or services requirements; solicit responses; detail response requirements; and, outline the State's process for evaluating responses.

Through this RFQ or any subsequent solicitation, the State seeks to buy the requested goods or services at the most favorable, competitive prices and to give ALL qualified respondents, including those that are owned by

minorities, women, service-disabled veterans, persons with disabilities, and small business enterprises, the opportunity to do business with the state as contractors or subcontractors.

4.1.4. Notwithstanding the foregoing, potential Respondents may also contact the following as appropriate:

4.1.4.1. Staff of the Governor's Office of Diversity Business Enterprise may be contacted for assistance with respect to available minority-owned, woman-owned, service-disabled veteran-owned, businesses owned by persons with disabilities, and small business enterprises as well as general public information relating to this request; or

4.1.4.2. The following individual designated by the State to coordinate compliance with the nondiscrimination requirements of the State of Tennessee, Title VI of the Civil Rights Act of 1964, the Americans with Disabilities Act of 1990, and associated federal regulations:

NAME, TITLE

ADDRESS

PHONE

EMAIL ADDRESS

B.15.

Provide documentation of the Respondent's commitment to diversity as represented by the following:

- (a) Business Strategy. Provide a description of the Respondent's existing programs and procedures designed to encourage and foster commerce with business enterprises owned by minorities, women, service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises. Please also include a list of the Respondent's certifications as a diversity business, if applicable.
- (b) Business Relationships. Provide a listing of the Respondent's current contracts with business enterprises owned by minorities, women, service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises. Please include the following information:
 - (i) contract description;
 - (ii) contractor name and ownership characteristics (i.e., ethnicity, gender, service-disabled, disability); and
 - (iii) contractor contact name and telephone number.
- (c) Estimated Participation. Provide an estimated level of participation by business enterprises owned by minorities, women, service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises if a contract is awarded to the Respondent pursuant to this RFQ. Please include the following information:
 - (i) a percentage (%) indicating the participation estimate. (Express the estimated participation number as a percentage of the total estimated contract value that will be dedicated to business with subcontractors and supply contractors having such ownership characteristics only and **DO NOT INCLUDE DOLLAR AMOUNTS**);
 - (ii) anticipated goods or services contract descriptions;
 - (iii) names and ownership characteristics (i.e., ethnicity, gender, service-disabled veterans, disability) of anticipated subcontractors and supply contractors.

NOTE: In order to claim status as a Diversity Business Enterprise under this contract, businesses must be certified by the Governor's Office of Diversity Business Enterprise (Go-DBE). Please visit the Go-DBE website at <https://tn.diversitysoftware.com/FrontEnd/StartCertification.asp?TN=tn&XID=9810> for more information.

- (d) Workforce. Provide the percentage of the Respondent's total current employees by ethnicity and gender.

NOTE: Respondents that demonstrate a commitment to diversity will advance State efforts to expand opportunity to do business with the State as contractors and subcontractors. Response evaluations will recognize the positive qualifications and experience of a Respondent that does business with enterprises owned by minorities, women, service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises and who offer a diverse workforce.

SAMPLE LETTER OF DIVERSITY COMMITMENT

(Company Letterhead/Logo)

(Address)

(Date)

(Salutation),

(Company Name) is committed to achieving or surpassing a goal of **(numeral)** percent spend with certified diversity business enterprise firms on State of Tennessee contract # **(Edison document #)**. Diversity businesses are defined as those that are owned by minority, women, service-disabled veterans, businesses owned by persons with disabilities and small businesses which are certified by the Governor's Office of Diversity Business Enterprise (Go-DBE).

We confirm our commitment of **(percentage)** participation on the **(Contract)** by using the following diversity businesses:

- (i) Name and ownership characteristics (i.e., ethnicity, gender, service-disabled veteran, or disability) of anticipated diversity subcontractors and suppliers:

- (ii) Participation estimates (expressed as a percent of the total contract value to be dedicated to diversity subcontractors and suppliers):
_____ %.
- (iii) Description of anticipated services to be performed by diversity subcontractors and suppliers:

We accept that our commitment to diversity advances the State's efforts to expand opportunity of diversity businesses to do business with the State as contractors and subcontractors.

Further, we commit to:

1. Using applicable reporting tools that allow the State to track and report purchases from businesses owned by minority, women, service-disabled veterans, businesses owned by persons with disabilities, and small businesses.
2. Reporting monthly to the Go-DBE office the dollars spent with certified diversity businesses owned by minority, women, service-disabled veterans, businesses owned by persons with disabilities and small business accomplished under contract # **(Edison number)**.

(Company Name) is committed to working with the Go-DBE office to accomplish this goal.

Regards,

(Company authority – signature and title)

FA Template:



CONTRACT

(fee-for-goods or services contract with an individual, business, non-profit, or governmental entity of another state)

Begin Date	End Date	Agency Tracking #	Edison Record ID
Contractor Legal Entity Name			Edison Vendor ID

Goods or Services Caption (one line only)

Contractor <input checked="" type="checkbox"/> Contractor	CFDA #
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Funding —

FY	State	Federal	Interdepartmental	Other	TOTAL Contract Amount
TOTAL:					

Contractor Ownership Characteristics:

Minority Business Enterprise (MBE):
 African American Asian American Hispanic American Native American

Woman Business Enterprise (WBE)

Service-Disabled Veteran Enterprise (SDVBE)

Disabled Owned Businesses (DSBE)

Small Business Enterprise (SBE): \$10,000,000.00 averaged over a three (3) year period or employs no more than ninety-nine (99) employees.

Government Non-Minority/Disadvantaged Other:

Selection Method & Process Summary (mark the correct response to confirm the associated summary)

<input type="checkbox"/> Competitive Selection	Describe the competitive selection process used
<input type="checkbox"/> Other	Describe the selection process used and submit a Special Contract Request

Budget Officer Confirmation: There is a balance in the appropriation from which obligations hereunder are required to be paid that is not already encumbered to pay other obligations.		
Speed Chart (optional)	Account Code (optional)	

Contractor Commitment to Diversity

Add the following Section as appropriate (typically in contracts resulting from a standard RFP).

E.#. Contractor Commitment to Diversity. The Contractor shall comply with and make reasonable business efforts to exceed the commitment to diversity represented by the Contractor's Response to **Solicitation Number** (Attachment **Reference**) and resulting in this Contract.

The Contractor shall assist the State in monitoring the Contractor's performance of this commitment by providing, as requested, a monthly report of participation in the performance of this Contract by small business enterprises and businesses owned by minorities, women, service-disabled veterans, and persons with disabilities. Such reports shall be provided to the State of Tennessee Governor's Office of Diversity Business Enterprise in the TN Diversity Software available online at:
<https://tn.diversitysoftware.com/FrontEnd/StartCertification.asp?TN=tn&XID=9810>.

No Cost Model

Contractor Commitment to Diversity

Add the following section as appropriate (typically only in standard RFP *pro forma* contracts).

E.#. Contractor Commitment to Diversity. The Contractor shall comply with and make reasonable business efforts to exceed the commitment to diversity represented by the Contractor's proposal responding to RFP-**NUMBER** (Attachment **REFERENCE**) and resulting in this Contract.

The Contractor shall assist the State in monitoring the Contractor's performance of this commitment by providing, as requested, a quarterly report of participation in the performance of this Contract by small business enterprises and businesses owned by minorities, women, service-disabled veterans, and persons with disabilities. Such reports shall be provided to the state of Tennessee Governor's Office of Business Diversity Enterprise in form and substance as required by said office.



CONTRACT

(no cost contract, involving no monetary obligation between the parties, with an individual, business, non-profit, or government entity of another state or country)

Begin Date	End Date	Agency Tracking #	Edison ID
Contractor Legal Entity Name			Edison Vendor ID (optional)
Service Caption			
Ownership/Control <input type="checkbox"/> Minority Business Enterprise (MBE): <input type="checkbox"/> African American <input type="checkbox"/> Asian American <input type="checkbox"/> Hispanic American <input type="checkbox"/> Native American <input type="checkbox"/> Woman Business Enterprise (WBE) <input type="checkbox"/> Service-Disabled Veteran Enterprise (SDVBE) <input type="checkbox"/> Disabled Owned Businesses (DSBE) <input type="checkbox"/> Small Business Enterprise (SBE): \$10,000,000.00 averaged over a three (3) year period or employs no more than ninety-nine (99) employees. <input type="checkbox"/> Government <input type="checkbox"/> Non-Minority/Disadvantaged <input type="checkbox"/> Other:			
Selection Method & Process Summary (mark the correct response to confirm the associated summary)			
<input type="checkbox"/> RFP	The procurement process was completed in accordance with the approved RFP document and associated regulations.		
<input type="checkbox"/> Competitive Negotiation	The predefined, competitive, impartial, negotiation process was completed in accordance with the associated, approved procedures and evaluation criteria.		
<input type="checkbox"/> Alternative Competitive Method	The predefined, competitive, impartial, procurement process was completed in accordance with the associated, approved procedures and evaluation criteria.		
<input type="checkbox"/> Non-Competitive Negotiation	The non-competitive contractor selection was completed as approved, and the procurement process included a negotiation of best possible terms & price.		
<input type="checkbox"/> Other	The contractor selection was directed by law, court order, settlement agreement, or resulted from the state making the same agreement with <u>all</u> interested parties or <u>all</u> parties in a predetermined "class."		
CPO USE - NC			

Revise the cover sheet instructional text for the Revenue, No Cost, and Grant Contract

Ownership/Control

optional – procuring party's ownership/control...

Minority Business Enterprise (MBE): select if a minority-owned business, which means a continuing, independent, for profit business that performs a commercially useful function, and is at least fifty-one percent (51%) owned and controlled by one (1) or more minority individuals who are impeded from normal entry into

the economic mainstream because of past practices of discrimination based on race or ethnic background. Identify the applicable Minority if known. Minority means a person who is a citizen or lawful permanent resident of the United States and who is:

- (A) African American, a person having origins in any of the black racial groups of Africa;
- (B) Asian American, a person having origins in any of the original peoples of the Far East, Southeast Asia, the Indian subcontinent, or the Pacific Islands;
- (C) Hispanic American, a person of Mexican, Puerto Rican, Cuban, Central or South American, or other Spanish culture or origin, regardless of race;
- (D) Native American, a person having origins in any of the original peoples of North America.

Woman Business Enterprise (WBE): select if a woman-owned business, which means a woman-owned business that is a continuing, independent, for profit business that performs a commercially useful function, and is at least fifty-one percent (51%) owned and controlled by one or more women; or, in the case of any publicly owned business, at least fifty-one-percent (51%) of the stock of which is owned and controlled by one (1) or more women and whose management and daily business operations are under the control of one (1) or more women.

Service-Disabled Veteran Enterprise (SDVBE): select if a Tennessee service-disabled veteran-owned business, which means a service-disabled veteran-owned business that is a continuing, independent, for profit business located in this state that performs a commercially useful function and:

- (A) Is at least fifty-one percent (51%) owned and controlled by one (1) or more service-disabled veterans;
- (B) In the case of a business solely owned by one (1) service-disabled veteran and such person's spouse, is at least fifty percent (50%) owned and controlled by the service-disabled veteran; or
- (C) In the case of any publicly owned business, at least fifty-one percent (51%) of the stock of which is owned and controlled by one (1) or more service-disabled veterans and whose management and daily business operations are under the control of one (1) or more service-disabled veteran.

Disabled Owned Businesses (DSBE): select if a business owned by persons with disabilities, which means a continuing, independent, for-profit business that performs a commercially useful function, and is at least fifty-one percent (51%) owned and controlled by one (1) or more persons with a disability; or, in the case of any publicly owned business, at least fifty-one percent (51%) of the stock of which is owned and controlled by one (1) or more persons with a disability and whose management and under the control of one (1) or more persons with a disability.

Small Business Enterprise (SBE): select if a small business, which means a business that is a continuing, independent, for profit business which performs a commercially useful function with residence in Tennessee and has gross receipts of no more than ten million dollars (\$10,000,000) averaged over a three-year period or employs no more than ninety-nine (99) persons on a full-time basis.

Non-Minority/Disadvantaged if the contractor is not \geq 51% owned or controlled by minority or disadvantaged persons & is not a small business.

For additional guidance, please visit: <http://tn.gov/generalservices/article/godbe-program-eligibility>

Request for Proposals (RFP) Template

Track Changes:

1. INTRODUCTION

The State of Tennessee, **STATE AGENCY NAME**, hereinafter referred to as "the State," issues this Request for Proposals (RFP) to define minimum contract requirements; solicit responses; detail response requirements; and, outline the State's process for evaluating responses and selecting a contractor to provide the needed goods or services.

Through this RFP, the State seeks to procure necessary goods or services at the most favorable, competitive prices and to give ALL qualified respondents, including those that are owned by minorities, women, service-disabled veterans, persons with disabilities and small business enterprises, an opportunity to do business with the state as contractors, subcontractors or suppliers.

1.4.2.2. Notwithstanding the foregoing, Prospective Respondents may alternatively contact:

- a. staff of the Governor's Office of Diversity Business Enterprise for assistance available to minority-owned, woman-owned, service-disabled veteran-owned, businesses owned by persons with disabilities, and small businesses as well as general, public information relating to this RFP (visit <http://www.tn.gov/generalservices/article/godbe-general-contacts> for contact information); and
- b. the following individual designated by the State to coordinate compliance with the nondiscrimination requirements of the State of Tennessee, Title VI of the Civil Rights Act of 1964, the Americans with Disabilities Act of 1990, and associated federal regulations:

NAME
 STATE AGENCY NAME
 STREET ADDRESS
 TELEPHONE NUMBER
 E-MAIL ADDRESS
 OTHER APPROPRIATE INFORMATION IF ANY


	<p>B.15. Provide documentation of the Respondent's commitment to diversity as represented by the following:</p> <ul style="list-style-type: none"> (a) <u>Business Strategy</u>. Provide a description of the Respondent's existing programs and procedures designed to encourage and foster commerce with business enterprises owned by minorities, women, service-disabled veterans, persons with disabilities, and small business enterprises. Please also include a list of the Respondent's certifications as a diversity business, if applicable. (b) <u>Business Relationships</u>. Provide a listing of the Respondent's current contracts with business enterprises owned by minorities, women, service-disabled veterans, persons with disabilities, and small business enterprises. Please include the following information: <ul style="list-style-type: none"> (i) contract description; (ii) contractor name and ownership characteristics (i.e., ethnicity, gender, service-disabled veteran-owned or persons with disabilities); (iii) contractor contact name and telephone number. (c) <u>Estimated Participation</u>. Provide an estimated level of participation by business enterprises owned by minorities, women, service-disabled veterans, persons with disabilities, and small business enterprises if a contract is awarded to the Respondent pursuant to this RFP. Please include the following information: <ul style="list-style-type: none"> (i) a percentage (%) indicating the participation estimate. (Express the estimated participation number as a percentage of the total estimated contract value that will be dedicated to business with subcontractors and supply contractors having such ownership characteristics only and DO NOT INCLUDE DOLLAR AMOUNTS); (ii) anticipated goods or services contract descriptions; (iii) names and ownership characteristics (i.e., ethnicity, gender, service-disabled veterans, or disability) of anticipated subcontractors and supply contractors.
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		<p>NOTE: In order to claim status as a Diversity Business Enterprise under this contract, businesses must be certified by the Governor's Office of Diversity Business Enterprise (Go-DBE). Please visit the Go-DBE website at https://tn.diversitysoftware.com/FrontEnd/StartCertification.asp?TN=tn&XID=9810 for more information.</p> <p>(d) <u>Workforce</u>. Provide the percentage of the Respondent's total current employees by ethnicity and gender.</p> <p>NOTE: Respondents that demonstrate a commitment to diversity will advance State efforts to expand opportunity to do business with the State as contractors and subcontractors. Response evaluations will recognize the positive qualifications and experience of a Respondent that does business with enterprises owned by minorities, women, service-disabled veterans, persons with disabilities, and small business enterprises and who offer a diverse workforce.</p>
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Option: Performance Bond Requirement.

Procurement professionals should consider the advantages and disadvantages of requiring performance bonds because these bonds may not be appropriate for all types of procurements. Procurement professionals should include performance bond requirements if necessary to mitigate risk when procuring equipment, technology, or services. Performance bonds are a three-party agreement between a surety company, a contractor, and the State. The bond provides a guarantee that the contractor will comply with the terms and conditions of the contract. If the contractor is unable to successfully perform the contract, the surety assumes the contractor's responsibilities and ensures that the project is completed. Although performance bonds may be beneficial for risky projects (e.g., projects requiring extensive software customization, system integration, etc.), these bonds can limit competition by excluding smaller firms (e.g., , minority-owned, woman-owned, service-disabled veteran-owned, businesses owned by persons with disabilities, or small businesses). Smaller firms often have to pay substantially more to get a surety company to underwrite the bond. In deciding whether to require performance bonds, procurement professionals should balance the need to mitigate performance risk against adverse effects of bond requirements on small businesses, competition or the prices the State will pay for goods and services, as well as any other considerations.

Revenue (RV) Model:

	<p align="center">CONTRACT</p> <p align="center">(state revenue contract with an individual, business, non-profit, or government entity of another state or country and from which the state receives monetary compensation)</p>		
	<p>Begin Date</p>	<p>End Date</p>	<p>Agency Tracking #</p>
<p>Procuring Party Legal Entity Name</p>			<p>Procuring Party Registration ID</p>
<p>Service Caption</p>			

Ownership/Control	
<input type="checkbox"/> Minority Business Enterprise (MBE): <input type="checkbox"/> African American <input type="checkbox"/> Asian American <input type="checkbox"/> Hispanic American <input type="checkbox"/> Native American	
<input type="checkbox"/> Woman Business Enterprise (WBE)	
<input type="checkbox"/> Service-Disabled Veteran Enterprise (SDVBE)	
<input type="checkbox"/> Disabled Owned Businesses (DSBE)	
<input type="checkbox"/> Small Business Enterprise (SBE): \$10,000,000.00 averaged over a three (3) year period or employs no more than ninety-nine (99) employees.	
<input type="checkbox"/> Government <input type="checkbox"/> Non-Minority/Disadvantaged <input type="checkbox"/> Other:	
Selection Method & Process Summary (mark the correct response to confirm the associated summary)	
<input type="checkbox"/> RFP	The procurement process was completed in accordance with the approved RFP document and associated regulations.
<input type="checkbox"/> Competitive Negotiation	The predefined, competitive, impartial, negotiation process was completed in accordance with the associated, approved procedures and evaluation criteria.
<input type="checkbox"/> Alternative Competitive Method	The predefined, competitive, impartial, procurement process was completed in accordance with the associated, approved procedures and evaluation criteria.
<input type="checkbox"/> Non-Competitive Negotiation	The non-competitive procuring party selection was completed as approved, and the procurement process included a negotiation of best possible terms & price.
<input type="checkbox"/> Other	The procuring party selection was directed by law, court order, settlement agreement, or resulted from the state making the same agreement with <u>all</u> interested parties or <u>all</u> parties in a predetermined "class."
Agency Contact & Telephone #	<i>CPO USE - RV</i>

FA Template:

SUMMARY COVER SHEET

Contractor Ownership Characteristics

Minority Business Enterprise (MBE): select if a minority-owned business, which means a continuing, independent, for profit business that performs a commercially useful function, and is at least fifty-one percent (51%) owned and controlled by one (1) or more minority individuals who are impeded from normal entry into the economic mainstream because of past practices of discrimination based on race or ethnic background.

Identify the applicable Minority if known. Minority means a person who is a citizen or lawful permanent resident of the United States and who is:

- (A) African American, a person having origins in any of the black racial groups of Africa;

- (B) Asian American, a person having origins in any of the original peoples of the Far East, Southeast Asia, the Indian subcontinent, or the Pacific Islands;
- (C) Hispanic American, a person of Mexican, Puerto Rican, Cuban, Central or South American, or other Spanish culture or origin, regardless of race;
- (D) Native American, a person having origins in any of the original peoples of North America.

Woman Business Enterprise (WBE): select if a woman-owned business, which means a woman-owned business that is a continuing, independent, for profit business that performs a commercially useful function, and is at least fifty-one percent (51%) owned and controlled by one or more women; or, in the case of any publicly owned business, at least fifty-one-percent (51%) of the stock of which is owned and controlled by one (1) or more women and whose management and daily business operations are under the control of one (1) or more women.

Service-Disabled Veteran Enterprise (SDVBE): select if a Tennessee service-disabled veteran-owned business, which means a service-disabled veteran-owned business that is a continuing, independent, for profit business located in this state that performs a commercially useful function and:

- (A) Is at least fifty-one percent (51%) owned and controlled by one (1) or more service-disabled veterans;
- (B) In the case of a business solely owned by one (1) service-disabled veteran and such person's spouse, is at least fifty percent (50%) owned and controlled by the service-disabled veteran; or
- (C) In the case of any publicly owned business, at least fifty-one percent (51%) of the stock of which is owned and controlled by one (1) or more service-disabled veterans and whose management and daily business operations are under the control of one (1) or more service-disabled veteran.

Disabled Owned Businesses (DSBE): select if a business owned by persons with disabilities, which means a continuing, independent, for-profit business that performs a commercially useful function, and is at least fifty-one percent (51%) owned and controlled by one (1) or more persons with a disability; or, in the case of any publicly owned business, at least fifty-one percent (51%) of the stock of which is owned and controlled by one (1) or more persons with a disability and whose management and under the control of one (1) or more persons with a disability.


Small Business Enterprise (SBE): select if a small business, which means a business that is a continuing, independent, for profit business which performs a commercially useful function with residence in Tennessee and has gross receipts of no more than ten million dollars (\$10,000,000) averaged over a three-year period or employs no more than ninety-nine (99) persons on a full-time basis.

Non-Minority/Disadvantaged if the contractor is not ≥ 51% owned or controlled by minority or disadvantaged persons & is not a small business

Other: select if none of the above options. There is an option to provide additional details here.

For additional guidance, please visit: <http://tn.gov/generalservices/article/godbe-program-eligibility>.

GR TEMPLATE:

 <h2 style="margin: 0;">GRANT CONTRACT</h2> <p style="margin: 0;">(cost reimbursement grant contract with an individual, business, non-profit, or governmental entity of another state or country)</p>			
Begin Date	End Date	Agency Tracking #	Edison ID
Grantee Legal Entity Name			Edison Vendor ID

Subrecipient or Contractor		CFDA #			
<input type="checkbox"/> Subrecipient <input type="checkbox"/> Contractor		Grantee's fiscal year end			
Service Caption (one line only)					
Funding —					
FY	State	Federal	Interdepartmental	Other	TOTAL Grant Contract Amount
TOTAL:					
Ownership/Control					
<input type="checkbox"/> Minority Business Enterprise (MBE):					
<input type="checkbox"/> African American <input type="checkbox"/> Asian American <input type="checkbox"/> Hispanic American <input type="checkbox"/> Native American					
<input type="checkbox"/> Woman Business Enterprise (WBE)					
<input type="checkbox"/> Service-Disabled Veteran Enterprise (SDVBE)					
<input type="checkbox"/> Disabled Owned Businesses (DSBE)					
<input type="checkbox"/> Small Business Enterprise (SBE): \$10,000,000.00 averaged over a three (3) year period or employs no more than ninety-nine (99) employees.					
<input type="checkbox"/> Government <input type="checkbox"/> Non-Minority/Disadvantaged <input type="checkbox"/> Other:					
Grantee Selection Process Summary					
<input type="checkbox"/> Competitive Selection		Describe the competitive selection process used.			
<input type="checkbox"/> Non-competitive Selection		Describe the reasons for a non-competitive grantee selection process.			
Budget Officer Confirmation: There is a balance in the appropriation from which obligations hereunder are required to be paid that is not already encumbered to pay other obligations.			<i>CPO USE - GR</i>		
Speed Chart (optional)		Account Code (optional)			