STATE OF TENNESSEE
DEPARTMENT OF GENERAL SERVICES

BILL HASLAM
GOVERNOR

ROBERT E. OGLESBY, AIA
COMMISSIONER

AGENDA

ADVISORY COUNCIL ON STATE PROCUREMENT MEETING #014
MONDAY, MARCH 3, 2014 – 2:00 P.M.
TN TOWER – 3rd FLOOR, NASHVILLE ROOM

	AGENDA ITEM	PAGE #
I.	Call to Order	--
II.	Approve Minutes from January 30, 2014 Meeting (see attached documentation)	1
III.	Welcome to new Advisory Council Member: Scottie Domenico	--
IV.	New Business Proposed revisions to the following Central Procurement Office document (see attached redline and clean versions):	
	(1) Business Conduct and Ethics Policy and Procedures	6
V.	Other Business Update on Pending Legislation – Presentations by Kelly Smith and Jason Mumpower	--
VI.	Adjournment	--

CENTRAL PROCUREMENT OFFICE
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MINUTES OF JANUARY 30, 2014 MEETING

MINUTES
ADVISORY COUNCIL ON STATE PROCUREMENT MEETING #013
THURSDAY, JANUARY 30, 2014 – 9:30 A.M.
TN TOWER – 3RD FLOOR – CONFERENCE ROOM E
CONFERENCE CENTER NORTH

Members in Attendance:

Mike Perry, Sondra Howe, Buddy Lea, Kelly Smith, Jason Mumpower, Melissa Kmiecik, Michelle Lane, Terry Anderson, Rick Peppers

Others in Attendance:

Don Ivancic, Bryan Chriske, Jenny Young, Mark Naftel, Colleen Mallea, Kevin Bartels, Toni Stuart, Daniel Leeson, Hannah Terry, Melinda Parton, Paul Krivacka, Charles Key, Jeaneene Johnson, Jamil Moore, Cindy Heatherly, Tonya Vanterpool, Charlotte McKinney

I. **Call to Order:** Mike Perry, Chief Procurement Officer and Advisory Council on State Procurement Chairman, officially called the meeting to order. He recognized that a quorum of members was present.

II. **Welcome to new Advisory Council Members:** Chief Procurement Officer Perry welcomed Rick Peppers, Nashville Office Interiors; Michelle Lane, Metropolitan Nashville Government; and Terry Anderson, State of Tennessee, Department of Correction, as new members to the Advisory Council (Council). Chief Procurement Officer Perry stated that he was pleased to have these new members and he welcomed their years of experience as a resource for the Council.

III. **New Business:** Chief Procurement Officer Perry thanked the CPO Policy Review Subcommittee and the Comptroller's Office for their continued efforts to review and edit the Central Procurement Office documents that were on the agenda. Chief Procurement Officer Perry recognized that the Request for Proposals template, in particular, was very challenging to update and was one of the larger and most utilized templates. Chief Procurement Officer Perry then turned the floor over to Paul Krivacka, Lead Attorney/Director of Category Management, Central Procurement Office, to discuss the following New Business agenda items:

Proposed revisions to:

(1) Request for Proposals (RFP) Standard Template

Mr. Krivacka stated that the Policy Review Subcommittee spent many hours reviewing and editing RFP Template, which resulted in numerous good ideas for improvement. Mr. Krivacka stated that the goal was to update this antiquated template to reflect the current statutes, rules, and policies and procedures and to make it more user friendly. He then provided a short summary of the major changes that were made to the document.

Mr. Krivacka asked if there were any questions or discussion on this template. Jason Mumpower, Chief of Staff, Comptroller's Office, stated that the email address on page 28 of the redline version needed to be corrected to: cot.cpc@cot.tn.gov. He also asked about the notation on page 32 of the redline version that states "INSERT CURRENT CPO WEBSITE". Mr. Krivacka stated that the Central Procurement Office was happy to correct the email address and include the website location. Kelly Smith, Assistant Commissioner, Department of General Services, made a motion to accept the Request for Proposals (RFP) Standard Template as presented with the two corrections suggested by Mr. Mumpower. The motion was seconded by Mr. Mumpower. All members voted in favor – none opposed.

At this point in the meeting, Chief Procurement Officer Perry said that he had been reminded that he had omitted presenting the minutes from the December 16, 2013 meeting for approval before proceeding with New Business.

Chief Procurement Officer Perry asked if there were any corrections or changes to the minutes from the December 16, 2013 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 Mr. Mumpower. All members voted in favor – none opposed.

Mr. Krivacka then resumed presentation of the New Business agenda items.

(2) OIR Pre-Approval Endorsement Request

Mr. Krivacka stated that instructions were added to clarify that the OIR Pre-Approval Endorsement applies to any procurement method, regardless of dollar amount. The terminology was also updated to apply to solicitation methods generically rather than identifying each different procurement method...

A motion was made by Mr. Mumpower to accept the OIR Pre-Approval Endorsement Request as presented. The motion was seconded by Buddy Lea. All members voted in favor – none opposed.

(3) Grant Management and Subrecipient Monitoring Policy and Procedures

Mr. Krivacka stated that this update was related to the fact that there was some confusion on how direct appropriation grants were treated for subrecipient monitoring purposes. The changes create a carve out in the policy for direct appropriation grants and clarify that direct appropriation grants, unlike endowment grants, are not subject to subrecipient monitoring and policies. A definition for direct appropriation grants was also added.

Mr. Mumpower asked for clarification on the "DATE" notation on page 147 of the agenda packet. He asked if this "DATE" would be changed to the date that the policy is approved by the Procurement Commission. Mr. Krivacka confirmed that on all policy and procedure amendments the effective date would become the date approved by the Procurement Commission.

A motion was made by Mr. Lea to accept the Grant Management and Subrecipient Monitoring Policy and Procedures as presented. The motion was seconded by Ms. Smith. All members voted in favor – none opposed.

(4) Proposed additions regarding Cooperative Purchase Agreements to Sections 4.1 and 6.7 of the *Procurement Procedures Manual of the Central Procurement Office*

Mr. Krivacka stated that the Central Procurement Office was lacking a procedure related to Cooperative Purchase Agreements and by default was relying on the old Board of Standards procedures. Mr. Krivacka stated that this proposed addition to the *Procurement Procedures Manual of the Central Procurement Office* provides a procedure for entering into Cooperative Purchase Agreements and it provides guidance for when it is appropriate to enter into such an agreement. Mr. Krivacka further stated that the procedure covers the due diligence required to seek approval, the documentation required to support the decision, as well as several other guiding principles. A definition for Cooperative Purchase Agreements was also added.

Rick Peppers, Nashville Office Interiors, asked if the State currently utilizes Cooperative Purchase Agreements. Chief Procurement Officer Perry responded that the State does have some Cooperative Purchase Agreements in effect and gave some examples. Mr. Lea added that it has not been very clear to state agencies how to go about using Cooperative Purchasing Agreements and this change gives them guidance.

A motion was made by Mr. Lea to accept the proposed additions regarding Cooperative Purchase Agreements to Sections 4.1 and 6.7 of the *Procurement Procedures Manual of the Central Procurement Office* as presented. The motion was seconded by Mr. Mumpower. All members voted in favor – none opposed.

IV. **Other Business:** Chief Procurement Officer Perry asked for any other business that the Council needed to discuss. He stated that the General Assembly is in session and some bills are being introduced that could potentially affect the Central Procurement Office. He then requested that Kelly Smith, Department of General Services Legislative Liaison, provide an update regarding the status of these bills at the next meeting. He also invited Mr. Mumpower from the Comptroller's Office to provide his comments on these bills at the next meeting as well.

Chief Procurement Officer Perry stated that the next meeting of the Advisory Council will be on March 3, 2014, at which time we anticipate presenting the State of Tennessee Payment Card Policies and Procedures Manual, and proposed changes to the Business Conduct and Ethics Policy and Procedures. He encouraged the new Advisory Council members to please let Charlotte McKinney know if they would be interested in serving on the Policy Review Subcommittee.

V. **Adjournment:** A motion for adjournment was made by Kelly Smith and seconded by Jason Mumpower. All members voted in favor – none opposed.

PROPOSED CHANGES TO:

POLICY NO. 2013-009:

CENTRAL PROCUREMENT OFFICE BUSINESS CONDUCT AND ETHICS POLICY AND PROCEDURES

REDLINE VERSION

Policy Number 2013-009
Central Procurement Office
Business Conduct and Ethics Policy and Procedures

~~Revised:~~ Effective: May 28, 2013
Last Amended: DATE
Prepared by: The Central Procurement Office of the State of Tennessee

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1. Purpose.

The purposes of this Policy Number 2013-009 are as follows:

- To establish a code of business and ethical conduct for Central Procurement Office or Covered State Agency Personnel involved in Procurement or ~~contract processes~~Contract Administration on behalf of the State of Tennessee.

- To prescribe an Organizational Conflicts of Interest policy applicable to Central Procurement Office or Covered State Agency Personnel who are involved in Procurement or ~~contract processes~~Contract Administration and to provide guidance in identifying and managing Organizational Conflicts of Interest, all of which serves to:

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  - Promote full and open competition, integrity, and transparency in Procurement or ~~contract processes~~Contract Administration;

  - Promote an environment conducive to Contracting Parties providing goods or services to the State in an impartial and objective manner;

  - Provide guidance to enable Contracting Parties to make informed decisions while conducting business with the State; and

  - Protect the validity of the State's Procurement or ~~contract processes~~Contract Administration, protect the State's interests, and protect the State's confidential and sensitive information.

2. Scope.

The Central Procurement Office recognizes that Personnel involved in Procurement or ~~contract processes~~Contract Administration on behalf of the Central Procurement Office and Covered State Agencies represent the State in all facets of their work. All Central Procurement Office and Covered State Agency Personnel involved in Procurement or ~~contract processes~~Contract Administration are expected to conduct themselves such that their personal and professional conduct does not have a negative effect on the work of the Central Procurement Office or the Covered State Agency or reflect poorly on the public image, reputation, or credibility of the State. Accordingly, this policy applies to all Personnel of the Central Procurement Office and Covered State Agencies involved in Procurement or ~~contract processes~~Contract Administration,

which includes by way of example, ~~Procurement activities,~~ drafting Solicitations, negotiations, ~~evaluation~~evaluations of Responses, contract awards and amendments to contracts, protests or termination hearings with respect to contracts. Moreover, this policy requires all Central Procurement Office or Covered State Agency Personnel involved in Procurement or ~~contract processes~~Contract Administration to manage Organizational Conflicts of Interest through Avoidance, Mitigation or Waiver, as described below, when they know of the existence of an ~~actual or perceived~~ Organizational Conflict of Interest.

3. Definitions.

For purposes of this policy, the following terms shall have the meanings described below:

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"Affiliate" of a Contracting Party means (i) any member, partner or joint venture member of the Contracting Party; (ii) any shareholder of the Contracting Party having an interest of at least ten percent (10%) in any class of stocks; (iii) any Person that directly or indirectly through one or more intermediaries Controls (as hereinafter defined), or is Controlled by, or is under common Control with, the Contracting Party or any of the Contracting Party's shareholders, members, partners or joint venture members; or (iv) any entity for which ten percent (10%) or more of the equity interest in such entity is held directly or indirectly, beneficially or of record by (a) the Contracting Party, (b) any of the shareholders, members, partners or joint venture members of the Contracting Party, or (c) any affiliate of the Contracting Party.

"Biased Ground Rules" means the requirements for a contract or prerequisites for competition for a contract that have been written by a Person who, as a part of its performance of a State contract, directly or indirectly participates in writing statements of work or specifications for another contract for which the Person who established the requirements or prerequisites, or any of its Affiliates, seeks to compete.

"Contract Administration" means the roles within the Central Procurement Office or a Covered State Agency associated with contract management, which includes evaluating contractor performance, managing contract compliance, and whether or not to renew or extend a contract. Contract Administration does not include ancillary State Agency programmatic roles related to a contract or ministerial roles, such as paying contract invoices or administrative support functions.

"Contracting Party" means any Person, or its Affiliates or subcontractors, retained by the State to perform Procurement or program implementation services for the State, or proposing to perform such services.

"Control" means the possession, directly or indirectly, of the power to cause the direction of the management of an entity, whether through voting securities, by contract, Immediate Family relationship or otherwise.

"Covered State Agency" means a State Agency that is not exempt from the rules and regulations, or policies and procedures of the Central Procurement Office under the provisions of Tenn. Code Ann. § 12-3-102.

"Employee" means natural persons who are employees of the State of Tennessee and State Agencies.

"Immediate Family" means spouse, dependent children or stepchildren, or relatives related by blood or marriage.

"Impaired Objectivity" means when a Person evaluates Responses or contract performance for its own products or services or for the products or services of competitors. Impaired Objectivity can exist where a contract requires the exercise of judgment, and the economic interests of the Person will be harmed through the free and unbiased exercise of that judgment.

"Organizational Conflict of Interest" means, as to Procurements, contracts or proposed contracts with the State, a circumstance arising out of a Contracting Party's existing or past activities, business or financial interests, ~~immediate familial~~Immediate Familial relationships, contractual relationships, or organizational structure (~~i.~~e.g., parent entities, subsidiaries, Affiliates, etc.) that results in ~~Biased Ground Rules.~~:

(i) Impaired Objectivity of a Contracting Party;
(ii) An Unfair Competitive Advantage for any Respondent with respect to a Procurement;
(iii) Biased Ground Rules; or
(iv) Impropriety, as determined by the Chief Procurement Officer, with respect to any of the State's Procurements or contracts.

"Person" means any individual, corporation, limited liability company, partnership (general or limited), joint venture, association, joint stock company, trust, government (or any agency or political subdivision thereof), other business entity, or other organization recognized by law.

"Personnel" means all employees, evaluators or subject matter experts, whether or not an employee of the Central Procurement Office, a Covered State Agency, or the State, involved in drafting Solicitations, evaluating Responses, providing advice or assistance in connection with evaluating Responses, or awarding contracts pursuant to a Procurement on behalf of the Central Procurement Office or a Covered State Agency.

"Procurement" means the act of buying, purchasing, renting, leasing, or otherwise acquiring any goods or services covered by the Rules of the Central Procurement Office or this policy. It also includes all functions that pertain to the obtaining of any goods or ~~services~~service, including the description of requirements, selection and solicitation of sources, preparation and award of a contract, and all phases of ~~contract administration~~Contract Administration.

"Respondent" means a Person with the capacity to contract and sue and be sued who has submitted a Response to a solicitation.

"Response" means a written response to a Solicitation for goods or services.

"Solicitation" means a written document that facilitates the award of a contract to Contracting Parties for goods or services. Examples of solicitations include, but are not limited to, an Invitation to Bid, a Request for Information, a Request for Proposals, and a Request for Qualifications.

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"State" means the State of Tennessee, including its departments, agencies, and entities that fall under its purview.

"State Agency" means the departments, agencies, and entities of the State of Tennessee.

"Unfair Competitive Advantage" means a situation that exists when a Person competing for the award of a contract has obtained:

(i) Access to proprietary or confidential State information, or other State information that is not available to the public or other Respondents, and that would assist Respondents in responding to a Solicitation or in obtaining the contract; or

(ii) Scoring criteria or points allocation information, or other source selection information, that is relevant to the contract but is not available to all Respondents to a Solicitation and that would assist the Respondents in responding to a Solicitation or in obtaining the contract.

4. Requirement of Good Faith and Fair Dealing.

All Central Procurement Office or Covered State Agency Personnel involved in public Procurement or ~~contract processes~~Contract Administration must act in good faith and deal with the public in a fair and impartial manner. All Central Procurement Office or Covered State Agency Personnel must act with honesty and integrity and shall remove themselves from Procurement or ~~contract processes~~Contract Administration in the event they cannot act in good faith or conduct their work in a fair and unbiased manner.

5. Fiduciary Duty.

Involvement by Personnel in the Procurement or ~~contract processes~~Contract Administration involves a public trust. All Central Procurement Office or Covered State Agency Personnel owe a fiduciary duty to the State and all Personnel play an important role in ensuring that the State's needed goods or services are procured in an efficient, transparent and economical manner on terms and conditions in the best interests of the State.

6. Avoiding ~~Individual~~ Conflicts of Interest.

All Central Procurement Office or Covered State Agency Personnel should avoid any actions, relationships, or business transactions that conflict with the State's best interests or otherwise create individual or Organizational Conflicts of Interests~~, real or perceived,~~ that taint the ~~Procurement~~procurement process or the reputation of the State.

No Personnel of the Central Procurement Office or a Covered State Agency who is involved in ~~the~~ Procurement or ~~contract processes~~Contract Administration shall participate in any portion of the process when:

- The Personnel is contemporaneously employed by a Respondent to a Solicitation;
- The Personnel, any member of the Personnel's Immediate Family, or persons with whom the Personnel has a personal relationship that precludes the Personnel from acting in a fair and impartial manner, or holds a position with a Respondent or Affiliate or subcontractor ~~such~~ as an officer, director, trustee, partner or the like;

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- ~~The~~ Personnel, any member of the Personnel's Immediate Family, or persons with whom the ~~Personnel~~employee has a personal relationship that precludes the Personnel from acting in a fair and impartial manner; or
- The Personnel, a member of the Personnel's Immediate Family, or ~~Persons~~persons with whom the Personnel has a personal relationship that impairs the Personnel's ability to act in a fair and impartial manner, is negotiating, or has an arrangement concerning prospective employment with ~~a Respondent or~~Respondents, Contracting ~~Party~~Parties, subcontractors, or Affiliates.

7. Prohibition against Rebates, Gifts, Compensation.

No Central Procurement Office or Covered State Agency Personnel shall solicit, demand, accept, or agree to accept from any Person, which includes without limitation, ~~a Respondent or~~ aRespondents, Contracting ~~Party, subcontractor or Affiliate~~Parties, subcontractors or Affiliates, any rebate, gift, money, or anything of value whatsoever, or any promise, obligation, or contract for future rewards or compensation in connection with Procurement or ~~contract processes~~Contract Administration.

8. Organizational Conflicts of Interest.

A. All Central Procurement Office or Covered State Agency Personnel shall at all ~~times~~time conduct and carry out their duties and responsibilities in a manner intended to uphold high ethical standards and to comply with this policy.- If Personnel of the Central Procurement Office or a Covered State Agency have actual knowledge of an Organizational Conflict of Interest, the Organizational Conflict of Interest shall be disclosed to the Chief Procurement Officer and shall be Avoided, Mitigated or Waived as more particularly described in Section 8.D. below.

B. The Central Procurement Office or a Covered State Agency must consider potential Organizational Conflicts of Interest during preparation of all Solicitation documents, during the evaluation of Responses, during the award of contracts and must disclose the existence of Organizational Conflicts of Interest that become known or discovered at any time during the term of any contract ~~that follows a Procurement.~~.

C. All Respondents or Contracting Parties must disclose the existence of Organizational Conflicts of Interest that are known or discovered at any time during the Procurement process or during the term of any contract awarded pursuant to a Procurement, and must upon request, disclose all facts bearing on Organizational Conflicts of Interest.

D. Upon identification of an Organizational Conflict of Interest, the Central Procurement Office or any Covered State Agency shall, as soon as reasonably possible, simultaneously notify the Chief Procurement Officer of the Organizational Conflict of Interest and submit to the Chief Procurement Officer a plan to address the Organizational Conflict of Interest, which plan shall include actions or agreements necessary to Avoid, Mitigate, or Waive (as these terms are described below) the Organizational Conflict of Interest.

   i. Avoidance may involve the removal or limitation of Personnel of the Central Procurement Office or any Covered State Agency from being involved in the drafting of the Solicitation, Procurement activities, evaluation of Responses, or

management of a contract awarded to a Respondent or the award of future contracts.

ii. Mitigation may involve specific actions by a Respondent, a Contracting Party or Personnel of the Central Procurement Office or any Covered State Agency to limit the effect of an Organizational Conflict of Interest. Mitigation may also involve more general efforts or recognitions when the circumstances are covered by applicable State ~~law.~~statutes, rules, policies or procedures.

iii. The Central Procurement Office or any Covered State Agency may, upon written approval of the Chief Procurement Officer, waive the requirement to resolve an Organizational Conflict of Interest if the Chief Procurement Officer concurs with the determination of the Central Procurement Office or Covered State Agency that resolution is not feasible or is not in the best interests of the State. Such determination must be documented in writing and maintained by the Central Procurement Office or ~~any~~the Covered State Agency.

iv. No Organizational Conflict of Interest occurs when (i) all material facts of the transaction and the basis for a possible Organizational Conflict of Interest are disclosed and the contract, Procurement or transaction is approved by the Chief Procurement Officer or (ii) the Procurement, contract, or transaction is fair to the State, which such determination shall be documented in writing and filed with and approved by the Chief Procurement Officer.

v. Neither the Central Procurement Office nor a Covered State Agency shall commence with implementation of the plan to Avoid, Mitigate, or Waive the Organizational Conflict of Interest, as required by subparagraphs 8.D.i, 8.D.ii. or 8.D.iii., until the Central Procurement Office or Covered State Agency has documented the basis in writing and has received written approval of the plan from the Chief Procurement Officer.

vi. In all instances where an Organizational Conflict of Interest exists in a Procurement or contract in which the Chief Procurement Officer has participated, the use of the term "Chief Procurement Officer" in Section 8 of this policy, shall mean the Procurement Commission or its designee.

9. Site Visits Related to a Procurement.

Site visits to Respondent locations needed to properly evaluate goods or services for a pending or future Solicitation are allowed subject to the following conditions:

- If site visits are required within the Solicitation for evaluation purposes, the State, and not the Respondent being evaluated, must pay for such visits.
- Exceptions to this policy may be made by the Chief Procurement Officer or his or her designee. Any exception must be made on a case-by-case basis. If an exception is made, a written determination signed by the Chief Procurement Officer or his or her designee shall be included in the contract file.
- Central Procurement Office or Covered State Agency Personnel making such site visits will incur and recover travel costs from the State entity for which the Procurement is being conducted, in accordance with State travel regulations.

- No direct reimbursement of Personnel by a Respondent is permitted. The Central Procurement Office or Covered State Agency will determine all costs incurred by Personnel in connection with the site visit and bill the appropriate Respondent for reimbursement of costs by means of a check payable to the ~~appropriate~~ State Agency.

10. Required Disclosures for Central Procurement Office ~~or~~and Covered State Agency Personnel.

~~All Personnel of the Central Procurement Office or any Covered State Agency who participate in the Procurement or contract processes shall execute a disclosure substantially in form to Attachment A to this policy. Any potential conflict shall be brought to the attention of the Chief Procurement Officer to determine whether re-assignment is warranted. Personnel of the Central Procurement Office shall also be responsible for filing annual conflict of interest disclosures in accordance with the Central Procurement Office policies and procedures. Covered State Agency Personnel shall file annual conflict of interest disclosures in accordance with the Covered State Agency's policies and procedures. If no policies and procedures of the Covered State Agency exist, then the Covered State Agency Personnel shall file an annual Conflict of Interest disclosure in accordance with the policies and procedures of the Central Procurement Office. Filing an annual disclosure statement does not absolve Personnel involved in a particular Procurement from disclosing known individual or Organizational Conflicts of Interest on a case-by-case basis. Such disclosures shall be made available to the Central Procurement Office upon request.~~

~~From time to time, Personnel, by virtue of the nature of their roles as evaluators, will be privy to confidential or sensitive information that is only available to evaluation panel members. The Chief Procurement Officer shall require Personnel participating in Response evaluation to execute a confidentiality agreement, substantially in form to Attachments B1 and B2 to this policy, whereby the Personnel agrees not to disclose any information, whether written or oral, received by the Personnel participating as an evaluator during the evaluation process.~~

~~**11. Required Disclosures for Central Procurement Office and Covered State Agency Personnel.**~~

~~Personnel of the Central Procurement Office or a Covered State Agency involved in Procurement or contract processes~~All Personnel of the Central Procurement Office or a Covered State Agency involved in Procurement or Contract Administration shall make disclosures to the Chief Procurement Officer in the following situations:

- When the Personnel has family or personal ~~or professional~~ relationships that conflict with, or could potentially give ~~the appearance of~~rise to an individual or Organizational Conflict of Interest;
- When the Personnel has an interest, ~~immediate familial~~Immediate Familial, personal, professional or financial interest, that conflicts with the best interests of the State;
- ~~The~~When the Personnel was previously employed by a Respondent or Contracting Party involved in the ~~Procurement~~procurement;
- When the Personnel is aware of or should be aware of any other facts or circumstances that compromise the ~~Respondent's~~Personnel's ability to carry out his

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or her fiduciary duty to the State and act in a fair and impartial manner with respect to the State or the public;

- When the Personnel has knowledge of an ~~actual or perceived~~ Organizational Conflict of Interest that arises during the Procurement or contract processes.

~~All Central Procurement Office and Covered State Agency Personnel~~

All Personnel of the Central Procurement Office or any Covered State Agency who participate in Solicitation development for a procurement where an award of the contract is based in whole or in part on subjective criteria (e.g., an RFQ or a RFP) shall execute a disclosure substantially in form to Attachment A to this policy, the Solicitation Development Conflict of Interest Disclosure Statement. Any potential conflict shall be brought to the attention of the Chief Procurement Officer to determine whether re-assignment is warranted.

From time-to-time, Personnel, by virtue of the nature of their roles as evaluators, will be privy to confidential or sensitive information that is only available to evaluation team members. The Chief Procurement Officer shall require Personnel participating in Response evaluation for a procurement where an award of the contract is based in whole or in part on subjective criteria (e.g., RFQ or a RFP) to execute a confidentiality agreement, substantially in form to Attachment B1 to this policy, whereby the Personnel agree not to disclose any information, whether written or oral, received by the Personnel during the evaluation process.

All Personnel of the Central Procurement Office or a Covered State Agency who participate in the Response evaluation for a procurement where an award of the contract is based in whole or in part on subjective criteria (e.g., an RFQ or a RFP) shall execute a disclosure substantially in form to Attachment B2 to this policy, the Response Evaluation Conflict of Interest Disclosure Statement. Any potential conflict shall be brought to the attention of the Chief Procurement Officer to determine whether re-assignment is warranted.

Covered State Agency Personnel Procurement or Contract Administration roles are also responsible for filing annual conflict of interest disclosures in accordance with their particular agency's policies and procedures. If no policies and procedures exist within the Personnel's agency, then the Personnel shall file an annual conflict of interest and confidentiality attestation in accordance with the policies and procedures of the Central Procurement Office. Filing an annual disclosure statement does not absolve Personnel involved in a particular procurement from disclosing known individual or Organizational Conflicts of Interest on a case-by-case basis. Such disclosures shall be made available to the Central Procurement Office upon request. The annual conflict of interest disclosures of Covered State Agency Personnel shall be maintained by the Covered State Agency.

All Central Procurement Office Personnel with Procurement or Contract Administration roles shall execute an annual conflict of interest and confidentiality attestations substantially in form to Attachment C to this policy. Filing an annual disclosure statement does not absolve Personnel involved in a particular procurement from disclosing known individual or Organizational Conflicts of Interest on a case-by-case basis. The annual attestations of Central Procurement Office Personnel shall be maintained by the Director of Category Management and Legal Team.

Related Statutes, Rules and Policies

Tenn. Code Ann. §§ 4-56-101, *et seq.*
Tenn. Code Ann. §§ 12-3-101, *et seq.*
Tenn. Code Ann. §§ 12-4-101, *et seq.*

ATTACHMENT A

SOLICITATION DEVELOPMENT CONFLICT OF INTEREST DISCLOSURE STATEMENT

INSTRUCTIONS FOR THE STATEMENT SIGNATORY:
Complete the space provided with the Solicitation number applicable to the statement.
Complete, sign and date the applicable section (solicitation development or response evaluation).
Complete <u>each</u> space provided beside the disclosure statements by either "initialing" the statement (to indicate an affirmation of the corresponding statement) OR by writing "N/A" (to indicate that the corresponding statement is not applicable).
If a possible conflict of interest is identified, a description of such should be attached to this document.

SOLICITATION NUMBER:

PERSONNEL INVOLVED WITH SOLICITATION DEVELOPMENT—

	I did not identify any potential conflict of interest, financial or otherwise, regarding my involvement with the development, formulation, drafting or review of the subject Solicitation or its specifications or scope of services.
	I identified the following possible individual or Organizational Conflict of Interest issues, detailed and attached hereto, which might adversely reflect on or threaten the integrity of the subject Procurement process:

SIGNATURE & DATE: _____

PRINTED NAME: _____

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ATTACHMENT B1

ATTESTATION REGARDING CONFIDENTIALITY IN THE EVALUATION OF [INSERT PROCUREMENT METHOD] # _____ FOR _____

Personnel Name: _____

Personnel Phone Number: _____

Personnel Email Address: _____

I, _____ (***print name***), do hereby attest, certify, warrant, and assure that I shall not disclose any Procurement evaluation information, including but not limited to the identity of evaluators or the number or identity of Respondents related to [INSERT PROCUREMENT METHOD] #_____ for _____ until the Notice of Intent to Award is communicated in writing or electronic transmission to all Respondents.

_____ _____

Personnel's Signature Date

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ATTACHMENT B2

RESPONSE EVALUATION CONFLICT OF INTEREST DISCLOSURE STATEMENT

IMPORTANT: COMPLETE AND SIGN ATTACHMENT B1 PRIOR TO ATTACHMENT B2

INSTRUCTIONS FOR THE STATEMENT SIGNATORY:
Complete the space provided with the Solicitation number applicable to the statement.
Complete, sign and date the applicable section (solicitation development or response evaluation).
Complete <u>each</u> space provided beside the disclosure statements by either "initialing" the statement (to indicate an affirmati corresponding statement) OR by writing "N/A" (to indicate that the corresponding statement is not applicable).
If a possible conflict of interest is identified, a description of such should be attached to this document.

SOLICITATION NUMBER:	

PERSONNEL INVOLVED WITH RESPONSE EVALUATIONS—

	I reviewed the attached listing of prospective Respondents expressing an interest in the subject Solicitation and did not identify any potential conflict of interest, financial or otherwise, regarding my ability to fairly evaluate OR assist with the evaluation of all Responses.
	I reviewed the attached listing of prospective Respondents expressing an interest in the subject Solicitation and identified the following possible Organizational Conflict of Interest issues, detailed and attached hereto, which might adversely reflect on my ability to fairly evaluate OR assist with the evaluation of all proposals OR that may give rise to an Organizational Conflict of Interest.

SIGNATURE & DATE: _____

PRINTED NAME: _____

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ATTACHMENT C

CENTRAL PROCUREMENT OFFICE OR COVERED STATE AGENCY EMPLOYEE ANNUAL ATTESTATIONS

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 ~~when there is~~that involved a potential conflict of interest, financial or otherwise~~, regarding my involvement with the Procurement~~.

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 Family or a personal ~~or professional relationships~~relationship that conflicts with, or ~~gives the appearance of~~potentially creates a conflict;
- When I have an interest, ~~immediate familial~~Immediate Familial, personal, professional or financial, that conflicts with the best interests of the State;
- ~~That~~If I was previously employed by a Respondent involved in the Procurement;
- When I am aware of or should 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

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PROPOSED CHANGES TO:

POLICY NO. 2013-009:

CENTRAL PROCUREMENT OFFICE BUSINESS CONDUCT AND ETHICS POLICY AND PROCEDURES

CLEAN VERSION

Policy Number 2013-009
Central Procurement Office
Business Conduct and Ethics Policy and Procedures

Effective:	May 28, 2013
Last Amended:	DATE
Prepared by:	The Central Procurement Office of the State of Tennessee

1. Purpose.

The purposes of this Policy Number 2013-009 are as follows:

- To establish a code of business and ethical conduct for Central Procurement Office or Covered State Agency Personnel involved in Procurement or Contract Administration on behalf of the State of Tennessee.

- To prescribe an Organizational Conflicts of Interest policy applicable to Central Procurement Office or Covered State Agency Personnel who are involved in Procurement or Contract Administration and to provide guidance in identifying and managing Organizational Conflicts of Interest, all of which serves to:

    - Promote full and open competition, integrity, and transparency in Procurement or Contract Administration;

    - Promote an environment conducive to Contracting Parties providing goods or services to the State in an impartial and objective manner;

    - Provide guidance to enable Contracting Parties to make informed decisions while conducting business with the State; and

    - Protect the validity of the State's Procurement or Contract Administration, protect the State's interests, and protect the State's confidential and sensitive information.

2. Scope.

The Central Procurement Office recognizes that Personnel involved in Procurement or Contract Administration on behalf of the Central Procurement Office and Covered State Agencies represent the State in all facets of their work. All Central Procurement Office and Covered State Agency Personnel involved in Procurement or Contract Administration are expected to conduct themselves such that their personal and professional conduct does not have a negative effect on the work of the Central Procurement Office or the Covered State Agency or reflect poorly on the public image, reputation, or credibility of the State. Accordingly, this policy applies to all Personnel of the Central Procurement Office and Covered State Agencies involved in Procurement or Contract Administration, which includes by way of example, drafting Solicitations, negotiations, evaluations of Responses, contract awards and amendments to contracts, protests or termination hearings with respect to contracts. Moreover, this policy

requires all Central Procurement Office or Covered State Agency Personnel involved in Procurement or Contract Administration to manage Organizational Conflicts of Interest through Avoidance, Mitigation or Waiver, as described below, when they know of the existence of an Organizational Conflict of Interest.

3. Definitions.

For purposes of this policy, the following terms shall have the meanings described below:

"Affiliate" of a Contracting Party means (i) any member, partner or joint venture member of the Contracting Party; (ii) any shareholder of the Contracting Party having an interest of at least ten percent (10%) in any class of stocks; (iii) any Person that directly or indirectly through one or more intermediaries Controls (as hereinafter defined), or is Controlled by, or is under common Control with, the Contracting Party or any of the Contracting Party's shareholders, members, partners or joint venture members; or (iv) any entity for which ten percent (10%) or more of the equity interest in such entity is held directly or indirectly, beneficially or of record by (a) the Contracting Party, (b) any of the shareholders, members, partners or joint venture members of the Contracting Party, or (c) any affiliate of the Contracting Party.

"Biased Ground Rules" means the requirements for a contract or prerequisites for competition for a contract that have been written by a Person who, as a part of its performance of a State contract, directly or indirectly participates in writing statements of work or specifications for another contract for which the Person who established the requirements or prerequisites, or any of its Affiliates, seeks to compete.

"Contract Administration" means the roles within the Central Procurement Office or a Covered State Agency associated with contract management, which includes evaluating contractor performance, managing contract compliance, and whether or not to renew or extend a contract. Contract Administration does not include ancillary State Agency programmatic roles related to a contract or ministerial roles, such as paying contract invoices or administrative support functions.

"Contracting Party" means any Person, or its Affiliates or subcontractors, retained by the State to perform Procurement or program implementation services for the State, or proposing to perform such services.

"Control" means the possession, directly or indirectly, of the power to cause the direction of the management of an entity, whether through voting securities, by contract, Immediate Family relationship or otherwise.

"Covered State Agency" means a State Agency that is not exempt from the rules and regulations, or policies and procedures of the Central Procurement Office under the provisions of Tenn. Code Ann. § 12-3-102.

"Employee" means natural persons who are employees of the State of Tennessee and State Agencies.

"Immediate Family" means spouse, dependent children or stepchildren, or relatives related by blood or marriage.

"Impaired Objectivity" means when a Person evaluates Responses or contract performance for its own products or services or for the products or services of competitors. Impaired Objectivity can exist where a contract requires the exercise of judgment, and the economic interests of the Person will be harmed through the free and unbiased exercise of that judgment.

"Organizational Conflict of Interest" means, as to Procurements, contracts or proposed contracts with the State, a circumstance arising out of a Contracting Party's existing or past activities, business or financial interests, Immediate Familial relationships, contractual relationships, or organizational structure (e.g., parent entities, subsidiaries, Affiliates, etc.) that results in:

(i) Impaired Objectivity of a Contracting Party;
(ii) An Unfair Competitive Advantage for any Respondent with respect to a Procurement;
(iii) Biased Ground Rules; or
(iv) Impropriety, as determined by the Chief Procurement Officer, with respect to any of the State's Procurements or contracts.

"Person" means any individual, corporation, limited liability company, partnership (general or limited), joint venture, association, joint stock company, trust, government (or any agency or political subdivision thereof), other business entity, or other organization recognized by law.

"Personnel" means all employees, evaluators or subject matter experts, whether or not an employee of the Central Procurement Office, a Covered State Agency, or the State, involved in drafting Solicitations, evaluating Responses, providing advice or assistance in connection with evaluating Responses, or awarding contracts pursuant to a Procurement on behalf of the Central Procurement Office or a Covered State Agency.

"Procurement" means the act of buying, purchasing, renting, leasing, or otherwise acquiring any goods or services covered by the Rules of the Central Procurement Office or this policy. It also includes all functions that pertain to the obtaining of any goods or service, including the description of requirements, selection and solicitation of sources, preparation and award of a contract, and all phases of Contract Administration.

"Respondent" means a Person with the capacity to contract and sue and be sued who has submitted a Response to a solicitation.

"Response" means a written response to a Solicitation for goods or services.

"Solicitation" means a written document that facilitates the award of a contract to Contracting Parties for goods or services. Examples of solicitations include, but are not limited to, an Invitation to Bid, a Request for Information, a Request for Proposals, and a Request for Qualifications.

"State" means the State of Tennessee, including its departments, agencies, and entities that fall under its purview.

"State Agency" means the departments, agencies, and entities of the State of Tennessee.

"Unfair Competitive Advantage" means a situation that exists when a Person competing for the award of a contract has obtained:

(i) Access to proprietary or confidential State information, or other State information that is not available to the public or other Respondents, and that would assist Respondents in responding to a Solicitation or in obtaining the contract; or

(ii) Scoring criteria or points allocation information, or other source selection information, that is relevant to the contract but is not available to all Respondents to a Solicitation and that would assist the Respondents in responding to a Solicitation or in obtaining the contract.

4. Requirement of Good Faith and Fair Dealing.

All Central Procurement Office or Covered State Agency Personnel involved in public Procurement or Contract Administration must act in good faith and deal with the public in a fair and impartial manner. All Central Procurement Office or Covered State Agency Personnel must act with honesty and integrity and shall remove themselves from Procurement or Contract Administration in the event they cannot act in good faith or conduct their work in a fair and unbiased manner.

5. Fiduciary Duty.

Involvement by Personnel in the Procurement or Contract Administration involves a public trust. All Central Procurement Office or Covered State Agency Personnel owe a fiduciary duty to the State and all Personnel play an important role in ensuring that the State's needed goods or services are procured in an efficient, transparent and economical manner on terms and conditions in the best interests of the State.

6. Avoiding Conflicts of Interest.

All Central Procurement Office or Covered State Agency Personnel should avoid any actions, relationships, or business transactions that conflict with the State's best interests or otherwise create individual or Organizational Conflicts of Interests that taint the procurement process or the reputation of the State.

No Personnel of the Central Procurement Office or a Covered State Agency who is involved in Procurement or Contract Administration shall participate in any portion of the process when:

- The Personnel is contemporaneously employed by a Respondent to a Solicitation;
- The Personnel, any member of the Personnel's Immediate Family, or persons with whom the Personnel has a personal relationship that precludes the Personnel from acting in a fair and impartial manner, or holds a position with a Respondent or Affiliate or subcontractor as an officer, director, trustee, partner or the like;
- The Personnel, any member of the Personnel's Immediate Family, or persons with whom the employee has a personal relationship that precludes the Personnel from acting in a fair and impartial manner; or The Personnel, a member of the Personnel's Immediate Family, or persons with whom the Personnel has a personal relationship that impairs the Personnel's ability to act in a fair and impartial manner, is negotiating, or has an

arrangement concerning prospective employment with Respondents, Contracting Parties, subcontractors, or Affiliates.

7. Prohibition against Rebates, Gifts, Compensation.

No Central Procurement Office or Covered State Agency Personnel shall solicit, demand, accept, or agree to accept from any Person, which includes without limitation, Respondents, Contracting Parties, subcontractors or Affiliates, any rebate, gift, money, or anything of value whatsoever, or any promise, obligation, or contract for future rewards or compensation in connection with Procurement or Contract Administration.

8. Organizational Conflicts of Interest.

A. All Central Procurement Office or Covered State Agency Personnel shall at all time conduct and carry out their duties and responsibilities in a manner intended to uphold high ethical standards and to comply with this policy. If Personnel of the Central Procurement Office or a Covered State Agency have actual knowledge of an Organizational Conflict of Interest, the Organizational Conflict of Interest shall be disclosed to the Chief Procurement Officer and shall be Avoided, Mitigated or Waived as more particularly described in Section 8.D. below.

B. The Central Procurement Office or a Covered State Agency must consider potential Organizational Conflicts of Interest during preparation of all Solicitation documents, during the evaluation of Responses, during the award of contracts and must disclose the existence of Organizational Conflicts of Interest that become known or discovered at any time during the term of any contract.

C. All Respondents or Contracting Parties must disclose the existence of Organizational Conflicts of Interest that are known or discovered at any time during the Procurement process or during the term of any contract awarded pursuant to a Procurement, and must upon request, disclose all facts bearing on Organizational Conflicts of Interest.

D. Upon identification of an Organizational Conflict of Interest, the Central Procurement Office or any Covered State Agency shall, as soon as reasonably possible, simultaneously notify the Chief Procurement Officer of the Organizational Conflict of Interest and submit to the Chief Procurement Officer a plan to address the Organizational Conflict of Interest, which plan shall include actions or agreements necessary to Avoid, Mitigate, or Waive (as these terms are described below) the Organizational Conflict of Interest.

   i. Avoidance may involve the removal or limitation of Personnel of the Central Procurement Office or any Covered State Agency from being involved in the drafting of the Solicitation, Procurement activities, evaluation of Responses, or management of a contract awarded to a Respondent or the award of future contracts.

   ii. Mitigation may involve specific actions by a Respondent, a Contracting Party or Personnel of the Central Procurement Office or any Covered State Agency to limit the effect of an Organizational Conflict of Interest. Mitigation may also

involve more general efforts or recognitions when the circumstances are covered by applicable State statutes, rules, policies or procedures.

iii. The Central Procurement Office or any Covered State Agency may, upon written approval of the Chief Procurement Officer, waive the requirement to resolve an Organizational Conflict of Interest if the Chief Procurement Officer concurs with the determination of the Central Procurement Office or Covered State Agency that resolution is not feasible or is not in the best interests of the State. Such determination must be documented in writing and maintained by the Central Procurement Office or the Covered State Agency.

iv. No Organizational Conflict of Interest occurs when (i) all material facts of the transaction and the basis for a possible Organizational Conflict of Interest are disclosed and the contract, Procurement or transaction is approved by the Chief Procurement Officer or (ii) the Procurement, contract, or transaction is fair to the State, which such determination shall be documented in writing and filed with and approved by the Chief Procurement Officer.

v. Neither the Central Procurement Office nor a Covered State Agency shall commence with implementation of the plan to Avoid, Mitigate, or Waive the Organizational Conflict of Interest, as required by subparagraphs 8.D.i, 8.D.ii. or 8.D.iii., until the Central Procurement Office or Covered State Agency has documented the basis in writing and has received written approval of the plan from the Chief Procurement Officer.

vi. In all instances where an Organizational Conflict of Interest exists in a Procurement or contract in which the Chief Procurement Officer has participated, the use of the term "Chief Procurement Officer" in Section 8 of this policy, shall mean the Procurement Commission or its designee.

9. Site Visits Related to a Procurement.

Site visits to Respondent locations needed to properly evaluate goods or services for a pending or future Solicitation are allowed subject to the following conditions:

- If site visits are required within the Solicitation for evaluation purposes, the State, and not the Respondent being evaluated, must pay for such visits.
- Exceptions to this policy may be made by the Chief Procurement Officer or his or her designee. Any exception must be made on a case-by-case basis. If an exception is made, a written determination signed by the Chief Procurement Officer or his or her designee shall be included in the contract file.
- Central Procurement Office or Covered State Agency Personnel making such site visits will incur and recover travel costs from the State entity for which the Procurement is being conducted in accordance with State travel regulations.
- No direct reimbursement of Personnel by a Respondent is permitted. The Central Procurement Office or Covered State Agency will determine all costs incurred by Personnel in connection with the site visit and bill the appropriate Respondent for reimbursement of costs by means of a check payable to the State Agency.

10. Required Disclosures for Central Procurement Office and Covered State Agency Personnel.

All Personnel of the Central Procurement Office or a Covered State Agency involved in Procurement or Contract Administration shall make disclosures to the Chief Procurement Officer in the following situations:

- When the Personnel has family or personal relationships that conflict with, or could potentially give rise to an individual or Organizational Conflict of Interest;
- When the Personnel has an interest, Immediate Familial, personal, professional or financial interest, that conflicts with the best interests of the State;
- When the Personnel was previously employed by a Respondent or Contracting Party involved in the procurement;
- When the Personnel is aware of or should be aware of any other facts or circumstances that compromise the Personnel's ability to carry out his or her fiduciary duty to the State and act in a fair and impartial manner with respect to the State or the public;
- When the Personnel has knowledge of an Organizational Conflict of Interest that arises during the Procurement or contract processes.

All Personnel of the Central Procurement Office or any Covered State Agency who participate in Solicitation development for a procurement where an award of the contract is based in whole or in part on subjective criteria (e.g., an RFQ or a RFP) shall execute a disclosure substantially in form to Attachment A to this policy, the Solicitation Development Conflict of Interest Disclosure Statement. Any potential conflict shall be brought to the attention of the Chief Procurement Officer to determine whether re-assignment is warranted.

From time-to-time, Personnel, by virtue of the nature of their roles as evaluators, will be privy to confidential or sensitive information that is only available to evaluation team members. The Chief Procurement Officer shall require Personnel participating in Response evaluation for a procurement where an award of the contract is based in whole or in part on subjective criteria (e.g., RFQ or a RFP) to execute a confidentiality agreement, substantially in form to Attachment B1 to this policy, whereby the Personnel agree not to disclose any information, whether written or oral, received by the Personnel during the evaluation process.

All Personnel of the Central Procurement Office or a Covered State Agency who participate in the Response evaluation for a procurement where an award of the contract is based in whole or in part on subjective criteria (e.g., an RFQ or a RFP) shall execute a disclosure substantially in form to Attachment B2 to this policy, the Response Evaluation Conflict of Interest Disclosure Statement. Any potential conflict shall be brought to the attention of the Chief Procurement Officer to determine whether re-assignment is warranted.

Covered State Agency Personnel Procurement or Contract Administration roles are also responsible for filing annual conflict of interest disclosures in accordance with their particular agency's policies and procedures. If no policies and procedures exist within the Personnel's agency, then the Personnel shall file an annual conflict of interest and confidentiality attestation in accordance with the policies and procedures of the Central Procurement Office. Filing an annual disclosure statement does not absolve Personnel involved in a particular procurement from disclosing known individual or Organizational Conflicts of Interest on a case-by-case basis.

Such disclosures shall be made available to the Central Procurement Office upon request. The annual conflict of interest disclosures of Covered State Agency Personnel shall be maintained by the Covered State Agency.

All Central Procurement Office Personnel with Procurement or Contract Administration roles shall execute an annual conflict of interest and confidentiality attestations substantially in form to Attachment C to this policy. Filing an annual disclosure statement does not absolve Personnel involved in a particular procurement from disclosing known individual or Organizational Conflicts of Interest on a case-by-case basis. The annual attestations of Central Procurement Office Personnel shall be maintained by the Director of Category Management and Legal Team.

Related Statutes, Rules and Policies
Tenn. Code Ann. §§ 4-56-101, *et seq.*
Tenn. Code Ann. §§ 12-3-101, *et seq.*
Tenn. Code Ann. §§ 12-4-101, *et seq.*

ATTACHMENT A

SOLICITATION DEVELOPMENT CONFLICT OF INTEREST DISCLOSURE STATEMENT

INSTRUCTIONS FOR THE STATEMENT SIGNATORY:
Complete the space provided with the Solicitation number applicable to the statement.
Complete, sign and date the applicable section (solicitation development or response evaluation).
Complete <u>each</u> space provided beside the disclosure statements by either "initialing" the statement (to indicate an affirmation of the corresponding statement) OR by writing "N/A" (to indicate that the corresponding statement is not applicable).
If a possible conflict of interest is identified, a description of such should be attached to this document.

SOLICITATION NUMBER:	

PERSONNEL INVOLVED WITH SOLICITATION DEVELOPMENT—

	I did not identify any potential conflict of interest, financial or otherwise, regarding my involvement with the development, formulation, drafting or review of the subject Solicitation or its specifications or scope of services.
	I identified the following possible individual or Organizational Conflict of Interest issues, detailed and attached hereto, which might adversely reflect on or threaten the integrity of the subject Procurement process:

SIGNATURE & DATE: _____

PRINTED NAME: _____

ATTACHMENT B1

ATTESTATION REGARDING CONFIDENTIALITY IN THE EVALUATION OF [INSERT PROCUREMENT METHOD] # _____ FOR _____

Personnel Name: _____

Personnel Phone Number: _____

Personnel Email Address: _____

I, _____ (***print name***), do hereby attest, certify, warrant, and assure that I shall not disclose any Procurement evaluation information, including but not limited to the identity of evaluators or the number or identity of Respondents related to [INSERT PROCUREMENT METHOD] #_____ for _____ until the Notice of Intent to Award is communicated in writing or electronic transmission to all Respondents.

_____ _____

Personnel's Signature Date

ATTACHMENT B2

RESPONSE EVALUATION CONFLICT OF INTEREST DISCLOSURE STATEMENT

IMPORTANT: COMPLETE AND SIGN ATTACHMENT B1 PRIOR TO ATTACHMENT B2

INSTRUCTIONS FOR THE STATEMENT SIGNATORY:
Complete the space provided with the Solicitation number applicable to the statement.
Complete, sign and date the applicable section (solicitation development or response evaluation).
Complete <u>each</u> space provided beside the disclosure statements by either "initialing" the statement (to indicate an affirmati corresponding statement) OR by writing "N/A" (to indicate that the corresponding statement is not applicable).
If a possible conflict of interest is identified, a description of such should be attached to this document.

SOLICITATION NUMBER:

PERSONNEL INVOLVED WITH RESPONSE EVALUATIONS—

	I reviewed the attached listing of prospective Respondents expressing an interest in the subject Solicitation and did not identify any potential conflict of interest, financial or otherwise, regarding my ability to fairly evaluate OR assist with the evaluation of all Responses.
	I reviewed the attached listing of prospective Respondents expressing an interest in the subject Solicitation and identified the following possible Organizational Conflict of Interest issues, detailed and attached hereto, which might adversely reflect on my ability to fairly evaluate OR assist with the evaluation of all proposals OR that may give rise to an Organizational Conflict of Interest.

SIGNATURE & DATE: _____

PRINTED NAME: _____

ATTACHMENT C

CENTRAL PROCUREMENT OFFICE OR COVERED STATE AGENCY EMPLOYEE ANNUAL ATTESTATIONS

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 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 Family or a personal relationship that conflicts with, or potentially creates a conflict;
- When I have an interest, Immediate Familial, personal, professional or financial, that conflicts with the best interests of the State;
- If I was previously employed by a Respondent involved in the Procurement;
- When I am aware of or should 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