

Section I: General Provisions

1. Purpose

The City of Côte Saint-Luc (“City”) hereby establishes rules pertaining to contract management in order to promote transparency, fairness, integrity and sound contract management, in the best interests of the City and the community at large.

The Policy shall also encourage fair competition in order to obtain the best possible prices taking into consideration the quality of goods and services offered, delivery deadlines and supplier reliability.

The masculine form is used in this document to facilitate reading; it should always be interpreted as including both the masculine and the feminine.

2. Scope

Subject to the provisions of the Cities and Towns Act, this Policy applies to all contracts awarded by the City that result in an expenditure by the City. This Policy is binding on the City administration, its agents as well as all bidders or parties contracting with the City.

The present Policy is not intended to replace or modify any legislation or judicial rule applicable to the award or management of City contracts.

3. Objectives

In accordance with the provisions of the *Cities and Towns Act*, the City hereby implements various measures to achieve the following:

- I. Ensure that every bidder or one of the bidder’s representatives has not communicated or attempted to communicate with a member of the selection committee with the intention of influencing that member regarding the call for tenders for which the bidder or its representative has submitted a bid;
- II. Ensure compliance with any applicable anti-bid-rigging legislation

- III. Ensure compliance with the Lobbying Transparency and Ethics Act (chapter T-11.011) and the Lobbyists’ Code of Conduct adopted pursuant to this Act are respected;
- IV. Prevent intimidation, influence peddling or corruption;
- V. Prevent situations of conflicts of interest;
- VI. Prevent any other situation that is likely to compromise the impartiality or objectivity of the call for tenders or the management of the resulting contract;
- VII. Govern the procedure to authorize the amendment of a contract.

4. Definitions

For the application of the present Policy, the terms below shall be interpreted based on the meaning provided:

“Administration”: elected official, officer or City employee;

“Bidder”: executive officer, director, shareholder or employee of a company as well as any other mandatary of that company who participates in a call for tenders process.

“City Manager”: for the purposes of the present Policy references to the City Manager shall include the Associate City Manager.

Section II: Obligations of the Administration

Sub-section I: Provisions applicable to the Administration

5. Ethics

The Administration is hereby committed toward Bidders and contracting parties to:

- I. Treat all participants fairly;
- II. Ensure transparency of the contracting process;
- III. Avoid any conflicts of interests and all situations that could result in personal advantage and/or gain;
- IV. Refrain from using their positions to encourage the award of a contract to a specific Bidder;
- V. Demonstrate integrity and honesty;
- VI. Apply the present Policy in the best interests of the City.

6. Confidentiality

The Administration must, in any call for tenders or contract award process, demonstrate absolute discretion and preserve the confidentiality of information disclosed to them regarding that process. The Administration must, at all times, specifically refrain from disclosing information that can enable anyone to know the number and identity of Bidders or persons who have requested a copy of the call for tenders, of a document related to the call for tenders or of an additional document related thereto, until the opening of bids.

The Administration shall oblige any professional engaged by the City to draft one or more documents used in a call for tenders or who assists the City in such a process to also keep confidential all the work carried out in connection with its mandate.

7. Site visit and information meeting

It is prohibited to organize site visits or information sessions involving more than one Bidder. Should a site visit or information session be deemed necessary, the Administration shall arrange individual visits or sessions with each of the Bidders. Such visits or sessions shall be scheduled by appointment only and the appointments shall be scheduled to ensure that the various Bidders do not meet.

Any and all questions asked by a Bidder during a site visit or information session are noted and communicated to the relevant City departments. The questions and answers thereto shall be transmitted to all the Bidders; however, where a question generates an amendment to the specifications, the answer thereto shall be provided in the form of an addendum.

8. Conflict of Interest

Any person, member of the Administration or otherwise, taking part in the preparation, execution or follow-up of a call for tenders or contract award process, including the secretary and members of the selection committee, if any, shall declare any conflict of interest and any potential conflict of interest to the City Manager.

Any person with a conflict of interest or potential conflict of interest shall be removed from the call for tenders or contract award process.

9. Gifts and other benefits

The Administration must refuse all gifts and/or other benefits offered by a company or a supplier or its representatives as part of a call for tenders or contract award process.

Sub-section II: Provisions applicable to selection committees

10. Selection committee

When a bid weighting and evaluation system is used to evaluate a call for tender process, the selection committee must be appointed, by resolution, before the call for tenders is made.

The director of purchasing is automatically the secretary of all selection committees.

Where a bid weighting and evaluation system is required by law (under the Cities and Towns Act), every member of the selection committee shall independently analyse the quality of each bid received on its own merit without knowledge of the price for the purpose of assigning each bidder an interim score. The ultimate interim score used in the formula for determining a bidder's final score shall be

the average of all of the individual interim scores assigned by the selection committee members.

Where a bid weighting and evaluation system is optionally used by the City, the system used may be developed on a case-by-case basis provided it includes price as one of the elements. Each bidder's final score shall be the average of all of the individual selection committee members' scores.

The individual deliberations, considerations and interim score assigned by the selection committee members are confidential and, without limiting the generality of the foregoing, shall not be disclosed to bidders.

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First Amendment adopted March 12, 2012

Section III: Obligations of Bidders or Contracting Parties

11. Declaration

During a call for tenders process, a Bidder must sign the declaration that forms an integral part of the call for tender documents attesting to the following:

- I. At the time of depositing its bid, the Bidder must declare if, to the best of its knowledge, it has any familial, financial or other relationships likely to create a perceived conflict of interests, directly or indirectly, with one or more members of the municipal Administration;
- II. That it has not influenced or otherwise participated in the development of the specifications or standards;
- III. That during the call for tenders process, it did not attempt to communicate with the members of the Administration involved in the tendering process, including the members of the selection committee, for the purpose of influencing them in their consideration, appreciation or recommendation respecting the awarding of the contract that was the subject of the process;
- IV. That it has generally satisfied each and every requirement stipulated in any applicable legislation as well as in this Policy;
- V. That its tender was established without collusion and that there has been no communication, agreement, or arrangement with a competitor regarding prices, methods, factors, or formulas used to calculate prices, regarding whether to submit a tender, or regarding the submission of a tender that does not meet the specifications of the call for tenders;
- VI. That in the five years preceding the call for tenders it has not been convicted of collusion, a fraudulent scheme or other similar act.

12. Bidder's undertaking

During the call for tenders process, Bidders or contracting parties agree that it and its subcontractors will not use the services of any person who participated in preparing the call for tenders for which they are bidding or in preparing the contract that is to be awarded.

13. Gifts and other benefits

A Bidder or contracting party is prohibited from offering a gift or other benefit to a member of the Administration in a call for tenders or contract award process.

14. Lobbying

Unless they are duly registered in the registry envisaged under the *Lobbying Transparency and Ethics Act* (R.S.Q., c. T), it is forbidden for a Bidder or contracting party to communicate with the Administration or its agents in view of exerting influence or doing anything that could reasonably be interpreted as exerting influence especially on a decision regarding:

- The development, presentation, modification or rejection of a proposal, a resolution, a by-law or a directive;
- Awarding a private tender contract.

The activities of a lobbyist who arranges a meeting between a third party and the holder of a public position is considered to be lobbying.

15. Exceptions

The following are not considered to be lobbying:

- When a Bidder or contracting party responds to the request of a member of the Administration or one of its agents, including representations done as part of public calls for tenders issued under the authority of the City;
- Communications whose sole purpose is to inquire

about the nature or scope of the rights or obligations of a client, a company or group under the Act.

16. Declaration

Bidders or contracting parties must declare that, if influence communications took place to obtain a contract, they were done in accordance with the *Lobbying Transparency and Ethics Act* (R.S.Q. T-11.01), the *Lobbyists' Code of Conduct* and the notices of the lobbying commissioner.

Section IV: Contracts Sub-section I: Provisions applicable to all contracts

17. Contract amendments

An amendment to a contract may be granted if it is accessory to the contract and does not change its nature.

However, an amendment that entails an additional expense must be justified in writing by the contract authority or the person who can approve the expense and must be approved as per applicable rules.

18. Contract splitting

No contract, project or order may be divided or apportioned to favour a contracting party, or withdraw from a control procedure or avoid an obligation stipulated in the present Policy.

Sub-section II: Special provisions for contracts over \$25,000

19. Invited call for tenders

For any process of awarding a contract with a value greater than \$25,000 but less than \$100,000, call for tender documents shall be provided by the City's purchasing department.

The City shall, as much as possible, encourage the invitation of different companies. The identity of the companies thus invited shall only be made public during the opening of the bids.

20. Public call for tenders

For any process of awarding a contract with a value greater than \$100,000, the call for tender documents shall be provided by the *Système électronique d'appel d'offres* (SEAO).

21. Documents

Call for tender documents must be prepared with the objectives of fairness, impartiality and clarity. Any information available concerning a call for tenders must be impartially and uniformly accessible to all prospective Bidders.

22. Objectivity

The City shall assign a single person responsible for each call for tenders process who shall be in charge of providing all information related to that call for tenders.

Each and every tender document shall indicate that any Bidder or potential Bidder shall contact only this designated person for any information regarding the call for tenders.

It is forbidden for any member of council or any other municipal employee to respond to any request for information regarding any call for tenders other than by referring the person to the designated person in charge of the tender.

23. Group purchasing

Whenever it is appropriate for the nature of the contract to be awarded, the City may choose to use of a group purchasing system for the acquisition of goods and services whenever such a system exists or when the City succeeds in implementing such a system.

Section V: Administrative provisions

24. City Manager

The City Manager is responsible to ensure that the present Policy is applied and respected.

The City Manager shall inform members of the Administration about the rules established herein.

25. Reporting

Every member of the Administration has a duty to report to the City Manager any situation, conduct or action that may compromise the integrity of a contract award process.

Anyone may also report such a situation to the complaints officer at the *ministère des Affaires municipales, des Régions et de l'Occupation du territoire*.

26. Sanctions for agents

The City may unilaterally terminate the contract of an agent who violates the present Policy, in addition to any penalty that may be envisaged in the contract linking him or her to the City.

He may also be withdrawn from the list of suppliers of the City that is drawn up to award invited tender contracts or contracts on invitation, for a period of up to three (3) years.

27. Sanctions for Bidders

A Bidder who, directly or indirectly, violates any of the obligations imposed by the present Policy may have its bid automatically rejected if the violation so warrants.

The Bidder may also be removed from the list of suppliers of the City that is drawn up for the award of invited tender contracts or contracts on invitation for a period of up to three (3) years.