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**BY-LAW 2599 READOPTING BY-LAW NO.  
2497 CONCERNING CONTRACT  
MANAGEMENT**

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At a Regular Meeting of the Council of the City of Côte Saint-Luc held on Monday, January 15<sup>th</sup>, 2024 at 5801 Cavendish Boulevard, Côte Saint-Luc, at 8:00 P.M, at which were present:

Mayor Mitchell Brownstein, B. Comm., B.C.L., LL.B.

Councillor Lior Azerad

Councillor Mike Cohen, B.A.

Councillor Steven Erdelyi, B.Sc., B.Ed.

Councillor Mitch Kujavsky, B. Comm.

Councillor Oren Sebag, B.Sc. RN MBA

Councillor Andee Shuster

**ALSO PRESENT:**

Me Jonathan Shecter, City Manager

Ms. Florine Agbognihoue, Assistant City Clerk, acted as Secretary of the meeting

WHEREAS the *By-law No. 2497 concerning contract management* was adopted by the City of Côte Saint-Luc ("City") on March 12, 2018, pursuant to Section 573.3.1.2 of the Cities and Towns Act ("CTA");

WHEREAS the By-law No. 2497-1 amending *By-law 2497 concerning contract management* was adopted by the City on July 12, 2021;

WHEREAS the City wishes to readopt By-law No. 2497 to make certain updates and modifications;

WHEREAS this By-Law must provide for at least seven (7) types of measures, as follows:

- Measures to promote compliance with any applicable anti-bid-rigging legislation;
- Measures to ensure compliance with the Lobbying Transparency and Ethics Act (R.S.Q., c. T-11.011) and the Code of Conduct for Lobbyists (R.S.Q., c. T-11-011, r. 2);
- Measures to prevent intimidation, influence peddling or corruption;
- Measures aimed at preventing conflict of interest situations;
- Measures to prevent any other situation likely to compromise the impartiality and objectivity of the call for tenders process and the management of the resulting contract;
- Measures to govern the making of decisions authorizing the modification of a contract;
- Measures to ensure a fair rotation of potential suppliers for contracts involving an expenditure below the threshold decreed by the Minister for public calls for tenders ;

WHEREAS the City is committed to the principle of universal accessibility and promotes accessibility for people with disabilities in its practices when purchasing or leasing goods and services, as well as in its construction and renovation contracts;

WHEREAS in the context of the COVID-19 pandemic, section 124 of the *Act to establish a new development regime for the flood zones of lakes and watercourses, to temporarily grant municipalities powers enabling them to respond to certain needs and to amend various provisions* (S.Q. 2021, chapter 7) that was assented on March 25, 2021, provides that for a period of three (3) years, starting June 25, 2021, municipalities must provide for measures to favour Quebec businesses for all contracts that involve an expenditure below the threshold decreed by the Minister for public calls for tenders;

WHEREAS this By-Law also prescribes the rules for the awarding of contracts for expenses of at least \$25,000 and below the threshold decreed by the Minister for public calls for tenders;

THAT it be ordained and enacted by By-law 2599 entitled : *By-law 2599 readopting By-law 2497 concerning contract management* as follows:

**1. Preamble**

The preamble forms an integral part of this By-Law.

**2. Definitions**

In this By-Law, the following terms mean:

“Administration”: City’s elected officials, officers or employees;

“Contract by mutual agreement”: any contract that is awarded following a negotiation between the parties without a call for tender process;

“City Manager”: for the purpose of the present By-Law, references to the City Manager shall include the Associate City Manager(s);

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

“City”: the City of Côte Saint-Luc.

“Minister”: The Ministère des Affaires municipales et de l’Habitation (MAMH).

### **3. Application**

#### **3.1. Types of contracts covered**

This By-Law applies to all contracts awarded by the City.

However, unless otherwise provided in the Law or in this By-Law, it does not apply to contracts that provide (in whole or in part) revenues to the City.

#### **3.2. Person responsible for applying this By-Law**

The City Manager is responsible for ensuring that this By-Law is applied.

### **4. Measures to ensure compliance with any applicable anti-bid-rigging legislation**

#### **4.1. Mandatory reporting of any situation of collusion, bid-rigging, influence peddling, intimidation or corruption**

Any member of the Administration who is made aware of a situation of collusion, bid-rigging, influence peddling, intimidation, or corruption or who witnesses such a situation must report it to the City Manager, or, if said situation involves that person, to an Associate City Manager.

#### **4.2. Confidentiality and discretion**

The members of the Administration must, as part of any call for tenders process or contract-awarding process, even prior or after the said processes, exercise discretion and treat with confidentiality all the information which has come to their knowledge about such a process.

Particularly, they must always refrain from disclosing the names of potential or current Bidders until the bids are opened.

#### **4.3. Obligation of confidentiality of the mandataries and consultants responsible for drafting documents or assisting the City in the call for tenders process**

Where applicable, any mandataries or consultants assigned by the City to draft the tender documents or to assist the City in that process must maintain the confidentiality of their mandate and of all the information brought to their attention within their mandate, even prior and after the said process.

**5. Measures to ensure compliance with the *Lobbying Transparency and Ethics Act* and the *Code of Conduct for Lobbyists***

**5.1. Retention of information about any communication of influence**

The members of the Administration should, if applicable, keep any documents either in electronic or printed form such as agendas, emails, telephone reports, letters, minutes of meetings, supporting documents, offers of services, faxes, etc., related to any communication with them by any individual, whether or not it was made in conformity with The *Lobbying Transparency and Ethics Act*, the *Code of Conduct for Lobbyists*, or the notices from the Lobbyists Commissioner.

**5.2. Declaration related to lobbying activities towards the City**

The Bidder must present with its bid to the City an official declaration (Annex I) attesting whether activities of lobbying have been engaged to obtain the contract he is bidding for and whether these activities were in conformity with The *Lobbying Transparency and Ethics Act* (R.S.Q., c. T-11.011), the *Code of Conduct for Lobbyists*, and the notices from the Lobbyists Commissioner.

**6. Measures to prevent intimidation, influence peddling and corruption**

**6.1. Declaration of no collusion and no attempt to influence members of the Administration**

The Bidder must submit with his bid to the City an official declaration (Annex I) attesting that he did not attempt to contact or did not contact any member of the Administration to influence or obtain information concerning the call for tenders.

The Bidder must also declare that his tender was prepared without there being any collusion, communication, agreement or arrangement with a competing or potential Bidder about prices, methods, factors or formulas to fix prices, or on a decision whether or not to submit a bid that does not meet the tender's specifications, directly or indirectly, and prior to the earliest of the following dates: official date of the opening of tenders or of the contract award date.

**6.2. Benefits to a member of the Administration**

A Bidder or supplier is strictly prohibited from offering a donation, payment, gift, compensation, or any other benefit to a member of the Administration.

**7. Measures aimed at preventing conflict of interest situations**

**7.1. Declaration of interests of the members of the Administration**

In the days following the opening of a call for tenders or the awarding of a contract, the members of the Administration involved in the call for tenders process or its preparation, or in the awarding of the contract, must fill out and submit an official declaration (Annex II) to identify any familial, personal or financial link and pecuniary interests, if any, that they have with the Bidders who submitted a bid for a contract which they had to prepare or handle.

**7.2. Declaration of interests of the Bidder**

The Bidder must submit with his bid an official declaration (Annex I) indicating whether he has, personally or through his administrators, shareholders, or executive officers, any familial, financial, or other links which may give rise to a conflict of interests, either directly or indirectly, with members of the Administration.

He must also specify that he and his subcontractors will not retain the services of anyone involved in preparing the call for tenders for which he is bidding or in preparing the contract awarded to him, for a period of one (1) year following the end of the awarded contract.

**7.3. Consequences of the existence of a link**

A link between a Bidder and a member of the Administration does not necessarily result in the rejection of the bid. However, the City reserves the right to reject any bid if it considers the conflict of interests to be important enough to award the contract to another Bidder.

**8. Measures to prevent any other situation likely to compromise the impartiality or objectivity of the call for tenders**

**8.1. Loyalty**

A member of the Administration must always avoid using his position to favour the awarding of a contract to a particular Bidder.

**8.2. Delegation of authority to appoint members of the selection committee to analyze the tenders and to draft the evaluation grids**

To keep the identity of the selection committee members confidential, the City Council delegates to the General Counsel or the Manager of Purchasing the authority to appoint the members of the selection committee created to analyze the bids for tenders using a bid weighting and evaluation system, in conformity with the process prescribed by CTA.

The City Council also delegates to the General Counsel or the Manager of Purchasing the authority to draft the evaluation grids for tenders using a bid weighting and evaluation system.

**8.3. Appointment of a Secretary**

The General Counsel or the Manager of Purchasing is appointed as Secretary of the selection committee to assist and guide, whenever necessary, the members of the selection committee responsible to analyze the bids for tenders using a bid weighting and evaluation system.

**8.4. Official declaration of Committee members and Secretary**

Before taking office, the members and the secretary of the selection committee shall fill out and submit an official declaration (Annex III). This declaration states that the members of the committee will analyze the bids submitted ethically and without partiality, favour, or consideration, and that they will assess individually the quality of each of the conforming bids submitted before they are reviewed at the selection committee.

The members of the committee and the secretary of the committee shall also solemnly declare that they will under no circumstances disclose the mandate entrusted to them by the City, that they will keep their deliberations confidential, take all appropriate precautions to avoid placing themselves in a conflict of interests and to avoid having any direct or indirect interests in the call for tenders. Failing that, they formally undertake to report their interest and resign from their mandate.

**9. Measures to promote universal accessibility and to favour the accessibility for people with disabilities**

9.1. For construction and renovation tenders and contracts, the City shall take into consideration accessibility principles on a case-by-case basis, as directed by the City Council.

9.2. Whenever possible, the City will include accessibility criteria in the tender documents and the requests for quotations.

**10. Measures to favour Quebec businesses for all contracts that involve an expenditure below the threshold decreed by the Minister for public calls for tenders**

Without limiting the principles and measures set out in this By-law with respect to the rotation of suppliers, when awarding a contract that involves an expenditure below the threshold decreed by the Minister for public calls for tenders, the City must favour Quebec goods and services as well as suppliers, insurers and contractors who have an establishment in Quebec.

For the purposes of this article, an establishment in the Province of Quebec, incorporated under provincial or federal laws, is any place where a supplier, insurer or contractor conducts business on a permanent basis that is clearly identified with its name and is accessible during normal business hours.

Quebec goods and services means goods and services for which the majority of the design, manufacture, assembly or performance is carried out in an establishment located in Quebec.

This article shall remain effective until June 25, 2024.

**11. Measures to favour City of Côte Saint-Luc businesses for contracts that involve an expenditure below the threshold decreed by the Minister for public calls for tenders**

Without limiting the principles and measures set out in this By-law with respect to the rotation of suppliers, when awarding a contract that involves an expenditure below the threshold decreed by the Minister for public calls for tenders, the City shall endeavor to favour suppliers and contractors who have an establishment in the City of Côte Saint-Luc, provided that the difference in price is less than 5%.

**12. Measures to govern decisions authorizing the modification of a contract (change order)**

**12.1. Modification request**

In conformity with section 573.3.0.4 of the CTA, an amendment to a contract may be awarded if it is accessory to the contract and does not change the nature of the contract. The non-modification of a contract is the rule, and the modification is the exception.

For any request to modify a contract (change order), the project manager shall present a written request (change order form) indicating the reasons for the modification, the budgetary impact and the impact on the schedule. The request must be signed by the project manager, the consultant, if applicable, the director of the department concerned, the General Counsel or a representative from the Purchasing Department, the City Treasurer and General Manager.

**12.2. Procedure for authorizing a modification**

12.2.1. **Delegated authority:** the director of the department will ensure that the proper authorization for the expenditure, according to

*the City's By-law concerning the delegation of authority to the officers and employees has been obtained.*

12.2.2. **Council adoption:** if the expenditure exceeds the delegated authority limits, it must be authorized by resolution by Council.

12.2.3. When more than one modification is authorized for the same contract, all the modifications authorized during the same contract must be added together to determine the competent authority able to give the authorization.

**13. Rules for awarding contracts involving an expenditure between \$25,000 and the threshold decreed by the Minister for public calls for tenders**

13.1. Any contract involving an expenditure between \$25,000 and the threshold decreed by the Minister for public calls for tenders can be entered into via one of the following means:

- Public call for tenders;
- Contract by mutual agreement.

13.2. When a decision is made to enter into a contract by mutual agreement, the suppliers can be solicited to send quotations by one of the following means:

- Formal request for quotations;
- Informal request for quotations.

13.3. If a contract by mutual agreement is awarded, the measures provided for in articles 14 and 15 of this By-Law must be observed.

13.4. A contract by mutual agreement can be awarded to the supplier that provides the most advantageous quotation, even though the price is not the lowest.

**14. Measures to ensure a rotation among potential suppliers and plurality of quotations**

The City should strive to:

- a) have the participation of the greatest possible number of suppliers among those who can meet its requirements by inviting and negotiating with at least three (3) suppliers whenever possible; and
- b) encourage the rotation among suppliers whenever possible.

However, the rotation of suppliers must not compromise the sound management of public expenditures.

**15. Criteria to consider when deciding to award a contract by mutual agreement, using a formal or an informal request for quotations**

For all contracts involving an expenditure between \$25,000 and the threshold decreed by the Minister for public calls for tenders, the Purchasing Department shall perform an in-depth, well-documented analysis, keeping the best interests of the City in mind in a global perspective, while taking into account the very specific criteria set out below as a guideline, to decide which type of solicitation is the most appropriate among a public call for tenders, a formal request for quotations or an informal request for quotations:

- (a) The nature of the contract: contracts for which the City believes, given the object of the contract that a public call for tenders would not be in the public interest, such as a contract for legal services, for financial or banking services, for services relating to an advertising campaign, for the purchase of IT products, etc.;
- (b) The overall expenditure, taking into consideration different factors such as the guarantees provided, the quality and availability of products, the expertise of professionals, the training costs, etc.;
- (c) The number of suppliers likely to meet the requirements of the City;
- (d) The costs and time frame associated with the process;
- (e) The goals, other than those related to price, such as promoting local economy, sustainable development or social economy enterprises;
- (f) The continuity of services or supplies for certain products;
- (g) The level of in-house expertise in the area covered by the contract.

## **16. Sanctions**

### **16.1. Sanctions for suppliers, contractors, mandataries or consultants**

A supplier, contractor, mandatory or consultant who violates the present By-Law or the provisions of a declaration signed by him may, in addition to penalties, see his contract unilaterally terminated and see his name removed from the list of suppliers compiled by the City for the purpose of awarding contracts by mutual agreement, possibly for a period of five (5) years.

### **16.2. Sanctions for Bidders**

A Bidder who, directly or indirectly, violates any of the obligations imposed by the present By-Law or the provisions of a declaration he signed may have its bid rejected if the violation so warrants, see its contract unilaterally terminated and see its name removed from the list of suppliers compiled by the City for the purpose of awarding contracts by mutual agreement, possibly for a period of five (5) years.

### **16.3. Criminal sanctions**

It is prohibited for any person to violate or allow anyone to violate a provision of this By-Law.

Any person who violates or allows anyone to violate Articles 4.1, 5.2, 6.1 or 7.2 of this By-Law commits an offence and is liable to a fine. If the offender is a private individual, the fine is \$1,000, and if the offender is a legal entity, the fine is \$2,000, without regard to any other measures that the City Council might want to take.

In the case of a subsequent offence, the offender is liable to a fine, the amount of which being \$2,000 for a private individual, and \$4,000 for a legal entity.

In all instances, the costs are added to the fine.

## **17. Coming into effect**



This By-Law shall come into force according to the law.

(s) Mitchell Brownstein

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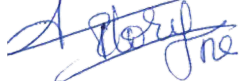
MITCHELL BROWNSTEIN  
MAYOR

(s) Florine Agbognihoue

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FLORINE AGBOGNIHOUE  
ASSISTANT CITY CLERK

**CERTIFIED TRUE COPY**



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FLORINE AGBOGNIHOUE  
ASSISTANT CITY CLERK

**PROVINCE OF QUEBEC  
CITY OF CÔTE SAINT-LUC**

**BY-LAW No. 2599**

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**BY-LAW 2599 READOPTING THE BY-LAW NO.  
2497 CONCERNING CONTRACT MANAGEMENT**

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**ADOPTED ON: January 15, 2024**

**IN FORCE ON: January 24, 2024**

**CERTIFIED TRUE COPY**

**ANNEX I**  
**Bidder's Declaration**

I, the undersigned, in presenting the attached bid or offer (hereinafter, the "Bid") to:

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(Name and title of recipient of the Bid)

for the call for tenders:

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(Name and number of the call for tenders [hereinafter the "Call for Tenders"])

issued by the City of Côte Saint-Luc (hereinafter the "City")

declare the following and certify that these declarations are true and complete in every aspect.

I declare, on behalf of \_\_\_\_\_

(Name of Bidder [hereinafter, the "Bidder"])

that:

- 1) I have read and understood the contents of this declaration;
- 2) I know that the attached Bid can be disqualified if the statements contained in this declaration are not true or complete in every aspect;
- 3) I know that the contract, if awarded to me, can be terminated if the statements contained in this declaration are not true or complete in every aspect;
- 4) I am authorized by the Bidder to sign this declaration and to present, on his behalf, the accompanying Bid;
- 5) All the individuals whose names appear on the attached Bid have been authorized by the Bidder to establish the terms and conditions included in the Bid and to sign the Bid on his behalf;
- 6) For the purposes of this declaration and of the attached Bid, I understand that the word "competitor" or "potential bidder" means any organization or person, other than the present Bidder:
  - (a) who was invited to present a bid through the Call for Tenders;
  - (b) who could possibly submit a bid pursuant to the Call for Tenders, given their qualifications, abilities or experience;
- 7) I declare (please check one of the following statements):
  - (a) that I prepared this Bid without collusion and that there has been no communication, no agreement and no arrangement with any competitor or potential bidder;
  - (b) that I prepared this Bid after having communicated, or having made an agreement or an arrangement with one or several competitors or potential bidders, and that all the relevant details are disclosed in the attached document, including the names of the competitors or potential bidders and the reasons for the said communications, agreements or arrangements;
- 8) Without limiting the generality of the foregoing to Article 7(a) or (b), I declare that there has been no communication, agreement or arrangement with a competitor or potential bidder regarding:
  - (a) the prices;
  - (b) the methods, factors or formulas used to determine prices;

- (c) whether or not to submit a bid;
  - (d) the submission of a bid that does not meet the specifications of the Call for Tenders;
  - (e) with the exception of what is specifically disclosed pursuant to Article 7(b) above;
- 9) in addition, there was no communication, agreement or arrangement with a competitor or potential bidder regarding the details of the quality, quantity, specifications or the delivery of goods or services covered by this Call for Tenders, except those that have been specifically authorized by the City or specifically disclosed pursuant to Article 7(b) above;
- 10) The terms and conditions of the attached Bid have not been and shall not intentionally be disclosed by the Bidder, directly or indirectly, to a competitor or potential bidder prior to the date and time of the official bid opening, or of the awarding of the contract, whichever comes first, unless otherwise required by law or as specifically disclosed pursuant Article 7(b).
- 11) I declare that, to my knowledge and as a result of thorough verification, no attempt was ever made by me, by one of the employees of the Bidder, by an executive officer, an administrator, an associate or a shareholder to influence or exert undue influence or coercion on the selection committee, and no attempt to obtain information from the selection committee about the Call for Tenders, and this in the case where such a committee was charged with the evaluation of our Bid;
- 12) The Bidder declares (check the box appropriate to your situation):
- (a) No lobbying activity was carried out by the Bidder or on its behalf.   
 I declare that I have not exercised and that no one has exercised on behalf of the Bidder, whether as a corporate lobbyist, consultant lobbyist or organizational lobbyist, lobbying activities as defined in the *Lobbying Transparency and Ethics Act* (RSQ, chapter T-11.011) and the opinions issued by the Lobbyists Commissioner, regarding the process prior to this Call for Tenders.
  - (b) Lobbying activities were carried out by or on behalf of the Bidder.   
 I declare that lobbying activities as defined in the *Lobbying Transparency and Ethics Act* (RSQ, chapter T-11.011) and opinions issued by the Lobbyists Commissioner have been carried out by the Bidder or on his behalf for the process prior to this public Call for Tenders and that they have been carried out in compliance with this Act, these notices and the Lobbyists' Code of Conduct.
- 13) I declare (check the box appropriate to your situation):
- (a) that I personally, or any of the directors, shareholders, partners or officers of the Bidder, have no family, financial, business or other links that may create an appearance of conflict of interest, directly or indirectly, with one or more Council members, officer(s) or employee(s) of the City;
  - (b) that I personally, or through the directors, shareholders, associates or officers of the Bidder have familial, financial or other links that may create an appearance of a conflict of interest, directly or indirectly, with the members of the Council, the following officers and/or employees of the City:

Names	Nature of the relationship or of the interest
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_____	_____
_____	_____
_____	_____

\_\_\_\_\_  
(Name and signature of the person authorized by the Bidder)

\_\_\_\_\_  
(Title)

\_\_\_\_\_  
(Date)

Sworn before me at \_\_\_\_\_  
this \_\_\_\_ day of \_\_\_\_\_ 20\_\_

\_\_\_\_\_  
Commissioner of Oaths  
for the District of \_\_\_\_\_

Or

Declared before

\_\_\_\_\_  
Witness

**ANNEX II**

**City's Elected official, Officer or Employee Declaration of interest**

1) I have familial relationships, personal relationships, pecuniary interests or business relationships with the following legal entities, companies or firms who are suppliers or bidders to the City as part of the bidding process or the awarding of the contract: \_\_\_\_\_ (insert the name and number of the call for tenders or contract):

- 1. \_\_\_\_\_
- 2. \_\_\_\_\_
- 3. \_\_\_\_\_
- 4. \_\_\_\_\_
- 5. \_\_\_\_\_
- 6. \_\_\_\_\_

\_\_\_\_\_  
(Name and signature of elected official, officer or employee)

\_\_\_\_\_  
(Date)

Sworn before me at \_\_\_\_\_  
this \_\_\_\_ day of \_\_\_\_\_ 20\_\_

\_\_\_\_\_  
Commissioner of oaths  
for the District of \_\_\_\_\_

Or

Declared before

\_\_\_\_\_  
Witness

**ANNEX III**

**Declaration of Member of the Selection Committee  
and Secretary of the Committee**

I, the undersigned, \_\_\_\_\_ member of the Selection Committee [*or Secretary of the Committee*] duly appointed to this function by the General counsel of the City of Côte Saint-Luc ("City") [*or by the Municipal Council of the City of Côte Saint-Luc ("City") in the case of the Secretary of the Committee*]:

for:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

(Name and number of the call for tenders)

to carry out a qualitative evaluation of the bids under the above-mentioned call for tenders (hereinafter, "Call for tenders"):

*[In the case of the Secretary, substitute "to assist the members of the Committee in exercising their assigned duties"]:*

state the following and certify that these statements are true and complete in every aspect.

- 1) I have read and understood the contents of this declaration;
- 2) I undertake, in carrying out the duties entrusted to me, to evaluate the bids submitted by the bidders without partiality, favour or consideration, according to the rules of ethics; [for members of the Committee only]
- 3) I also undertake to carry out an individual analysis of the quality of each of the conforming bids received, before the evaluation by the selection committee; [for committee members only]
- 4) I undertake not to divulge in any case the mandate entrusted to me by the City and to keep all the deliberations of the committee confidential;
- 5) I declare that I will take all necessary precautions to avoid placing myself in a potential conflict of interest situation and that I will have no direct or indirect interest in the Call for tenders, failing which I formally commit to denounce my interest.

\_\_\_\_\_  
(Name, signature and function held by the person making the declaration)

Sworn before me at \_\_\_\_\_  
this \_\_\_\_ day of \_\_\_\_\_ 20\_\_

\_\_\_\_\_  
Commissioner of oaths  
for the District of \_\_\_\_\_

Or

Declared before

\_\_\_\_\_  
Witness