City of Franklin, Tennessee Instructions for Proposers

Purchasing Office Solicitation No.: 2020-027

1. Solicitation identified: These Instructions for Proposers apply to the following procurement solicitation:

   custody services for non-pension investments

   Purchasing Office Solicitation No.: 2020-027

2. Solicitation packet component documents: These Instructions for Proposers accompany the following documents which, in total, represent the complete solicitation packet:

   a. Notice to Proposers;
   b. City of Franklin Instructions for Proposers (this document);
   c. City of Franklin Request for Proposals (including Appendix B – Additional Information);
   d. Appendix A – City of Franklin Investment Policy;
   e. City of Franklin Proposal Submittal Form;
   f. City of Franklin Affidavit of Non-Collusion;
   g. City of Franklin Affidavit of Title VI Compliance;
   h. City of Franklin Standard Procurement Terms and Conditions;
   i. City of Franklin Procurement Agreement sample; and
   j. City of Franklin Indemnification Agreement.

3. Location of opening of proposals: The opening of proposals will be held in the City of Franklin Purchasing Office (see address below, under "Delivery of proposals"), or at another location within the City of Franklin City Hall. If the location of the opening of proposals is other than at the Purchasing Office, such location shall be posted on the front door of the Purchasing Office at least five (5) minutes before the appointed time of such opening of proposals.

4. Who may attend openings of proposals: City of Franklin openings of proposals are open to the public. Proposers are specifically welcome to attend.

5. Withdrawal of proposals; expiration of submittal validity (see also "Errors and omissions" below):

   a. Before the proposal submittal deadline, submitted proposals may be withdrawn upon the request of the submitting party. At the request of the submitting party, withdrawn proposals may be returned unopened to the submitting party but only at the submitting party's expense. Such a request to withdraw a proposal and such a request to return a withdrawn proposal must be in writing, shall be addressed to the Purchasing Office, must be received by the Purchasing Office before the proposal submittal deadline, and may be submitted via either e-mail (purchasing@franklintn.gov) or fax (615-550-0079).

   b. After the proposal submittal deadline, submitted proposals may not be withdrawn.

   c. Before award, all proposals and associated pricing as submitted shall be considered valid and may be accepted by the City at least through September 30, 2020 and until

the date indicated on the proposer's Proposal Submittal Form as the "last date that proposal and associated pricing is valid and may be accepted by the City."

d. Upon award, the accepted proposal and associated pricing shall be considered valid for the term of award (see Request for Proposals).

6. Submittal timing:

   a. Proposals to be delivered by submittal deadline: Proposals shall be delivered *no later than* the submittal deadline.

   b. Proposals delivered too early: The City requests that proposals be delivered *no earlier than* five (5) City of Franklin business days before the submittal deadline. Proposals delivered more than five (5) City of Franklin business days before the submittal deadline may be rejected and not evaluated.

   c. Proposals delivered too late: Proposals delivered after the submittal deadline shall be rejected and not evaluated.

7. Proposals rejected on account of timing: Submitters of proposals rejected on account of timing shall be notified by the City of such rejection as soon as practicable. Proposals rejected on account of timing may be retrieved by the submitter at the submitter's expense. The City shall promptly cause to be destroyed and discarded any and all proposals rejected on account of timing and not retrieved by the submitter within five (5) City of Franklin business days of the submitter being notified of the rejection.

8. Proposal to be signed and sealed: Each proposal shall be printed on paper, signed and submitted inside one (1) or more sealed container(s). Proposals submitted to the City electronically (e.g., via e-mail or fax) are not permitted and shall be rejected.

9. Submittal to include one (1) set of original proposal documents: Please submit one (1) set of proposal documents on paper with original signatures. No duplicate copies, either printed on paper or in electronic or digital medium, are required.

10. Set of original proposal documents to be easily scanned in monochrome (gray-scale): The set of proposal documents on paper with original signatures shall:

    a. be loose-leaf or, if necessary, bound only by means of one or more paper clips or binder clips;
    b. have no hole-punches;
    c. include no staples;
    d. contain no tabs;
    e. be printed using black or other dark ink on white or near-white 8.5-inch by 11-inch standard-weight office paper (except any pre-printed documentation which may use colored ink but which shall still be printed on white or near-white 8.5-inch by 11-inch standard-weight office paper); and
    f. be single-sided throughout (except any pre-printed documentation which may be double-sided).

11. Proposal submittal contents: Included with the proposal are to be the following components:

    a. City of Franklin Proposal Submittal Form, executed in full;
    b. Proposal that is responsive to the procurement solicitation including the Request for Proposals;
    c. Description of any goods, products, items, software and/or hardware included in the proposal;
    d. Identification, listing and description of any exceptions to the procurement solicitation including the Request for Proposals;
    e. Contact information for references required per the Request for Proposals;
    f. City of Franklin Standard Procurement Terms and Conditions, with the proposer's contact information inserted;
    g. Proposer's proposed agreement or contract, if any, the terms and conditions of which are not inconsistent with the City's Standard Procurement Terms and Conditions;
    h. City of Franklin Affidavit of Non-Collusion, executed in full; and
    i. City of Franklin Affidavit of Title VI Compliance, executed in full.

12. Proposal container label: The outside face of the proposal container(s) shall be labeled with the following information:

    a. the proposer's name and address; and

    b. the following text:

    SEALED PROPOSAL
    City of Franklin solicitation no.
    2020-027 (custody services for non-pension investments)
    NOT TO BE OPENED EXCEPT AT
    PROPOSAL OPENING June 30,
    2020, 2:00 p.m. Central Time

13. Delivery of proposals:

    a. Proposals are to be sealed, addressed and delivered to:

    City of Franklin Purchasing Office
    Franklin City Hall, Suite 107
    109 3rd Ave. South
    Franklin, TN 37064

    b. Sealed proposals may be mailed via U.S. Mail or shipped via courier other than U.S. Mail or delivered personally. Proposals submitted to the City electronically (e.g., via e-mail or fax) are not permitted and shall be rejected.

    c. A proposal is not considered delivered unless and until it has been received by the City of Franklin Purchasing Office at the physical location listed above. A proposal that is in route via U.S. Mail or courier, or delivery of a proposal to another City office or

location, does not in and of itself constitute delivery of that proposal to the City of Franklin Purchasing Office.

d. The Purchasing Office shall exclusively determine whether a proposal was received before the submittal deadline, and shall use the most accurate time piece available in its office as an aide to doing so.

14. Tabulation of proposals; notice of intent to award: The tabulation of proposals received, as prepared by the City, may also indicate a recommendation as to the selection of the proposer to be awarded the purchase, in which case the tabulation of proposals received also functions as the City's notice of intent to award. Proposers may request a copy of the tabulation of proposals received by contacting the City's Purchasing Office (see contact information below) at any time on or after the tentative date of release of the City's tabulation of proposals received and notice of intent to award (see Request for Proposals).

15. Award to be made by BOMA: Purchases shall be awarded by the City of Franklin's Board of Mayor and Aldermen. See Request for Proposals for tentative date of award. If awarded, the procurement shall be awarded to the responsible proposer that submits the responsive proposal that best meets the needs of the City. (The term "responsible proposer" shall mean a business entity or individual determined by the City to have the integrity and reliability as well as the financial and technical capacity to perform the requirements of the procurement solicitation and subsequent contract. The term "responsive proposal" shall mean a proposal determined by the City to fully conform in all material respects to the procurement solicitation and all of its requirements, including all form and substance.) The award shall be memorialized in writing, using the City's Procurement Agreement form.

16. Other documents to be required of the proposer recommended to be awarded the purchase: Before award of the procurement by the City, the proposer recommended to be awarded the purchase shall provide the following documents:

    a. Proposer-supplied agreement or contract, if any, by and between the City and the proposer to be awarded the procurement, the final terms and conditions of which are mutually acceptable to both parties, executed for the proposer;
    b. City of Franklin Indemnification Agreement, executed in full;
    c. Certificate of Insurance that meets or exceeds the City's Insurance Requirements;
    d. City of Franklin Procurement Agreement form, executed for the proposer; and
    e. If the proposer prefers to be paid by direct deposit (such as "ACH" or "Electronic Funds Transfer") as opposed to credit card, and if the proposer has not been paid by the City by means of direct deposit within the last two (2) years, then the proposer shall submit a completed City of Franklin Vendor Information Form and IRS Form W-9 (both of which forms are available upon request from the Purchasing Office).

17. City's right to reject proposals: The City reserves the right to reject any and all proposals.

18. City's right to waive minor informalities: The City reserves the right to waive minor informalities (defined to mean matters of form rather than substance evident from the proposal document, or insignificant mistakes that can be waived or corrected without

prejudice to other proposers; that is, the effect on price, quantity, quality, delivery, or contractual conditions is negligible). The Purchasing Manager shall waive minor informalities or allow the proposer to correct them depending on which is in the best interest of the City. Examples of minor informalities include the failure of a proposer to: (i) return the number of signed proposals required by the procurement solicitation; (ii) sign the proposal, but only if the unsigned proposal is accompanied by other material indicating the proposer's intent to be bound; or (iii) acknowledge receipt of an addendum to the procurement solicitation, but only if: (A) it is clear from the proposal that the proposer received the addendum and intended to be bound by its terms; or (B) the addendum involved had a negligible effect on price, quantity, quality, or delivery.

19. Discussions: After it evaluates all proposals submitted and received, using the evaluation criteria identified in the Request for Proposals, but before it determines which proposal to recommend be awarded the purchase, the City may elect to invite the one or more proposers whose proposals were evaluated to be most advantageous to the City to engage in discussions with the City to assure full understanding of, and responsiveness to, the solicitation requirements. Any such discussions may, at the City's discretion, be in writing or oral or both, and any oral component may be either in-person or remote. The City shall take precautions to treat all finalists fairly. The discussions are intended to be an opportunity to elaborate on the content of the proposal already submitted and to be responsive both to any questions prepared in advance of the discussions with the City as well as to additional questions the City may pose during the discussions. The discussions are not intended to be an opportunity for the finalist to propose something not already anticipated within the finalist's proposal. The finalist's cost of attending and/or participating in any such discussion is not eligible for reimbursement by the City. Following the discussion(s), proposals of any finalists shall be re-evaluated by the City, using the same evaluation criteria as those identified in the Request for Proposals.

20. City's right to negotiate: The City reserves the right to negotiate, as deemed necessary by the City, a final scope of services and a final fee or schedule of fees for services with the proposer whose proposal, including any post-proposal discussion and/or submittal, is evaluated to be most favorable to the City, based on the evaluation criteria identified in the Request for Proposals. If such negotiations are unsuccessful, then the City reserves the right to negotiate, as deemed necessary by the City, a final scope of services and a final fee or schedule of fees for services with the proposer(s) whose proposal(s), including any post-proposal discussion and/or submittal, is (are) evaluated to be the next most favorable to the City based on the evaluation criteria identified in the Request for Proposals.

21. Errors, omissions and deficiencies (see also "Withdrawal of proposals; expiration of submittal validity" above):

    a. Errors and/or omissions made by the proposer on the Proposal Submittal Form or elsewhere in the proposer's submittal packet that are discovered by the proposer before submittal shall be corrected by the proposer. If such a correction results in altering but not replacing one or more documents, then the proposer's representative shall initial each such correction in non-erasable ink.

b. Errors and/or omissions made by the proposer on the Proposal Submittal Form or elsewhere in the proposer's submittal packet that are discovered by the proposer after submittal but before the proposal submittal deadline may be corrected by the proposer but only by submitting such replacement documents as necessary to make the correction. Such a submittal of replacement documents shall be labeled "SEALED AMENDED PROPOSAL" and shall otherwise be submitted pursuant to the same instructions above as for the submittal of the original proposal documents. Such a submittal of replacement documents shall not be submitted electronically, and shall not be submitted after the proposal submittal deadline.

c. Uncorrected errors made by the proposer on the Proposal Submittal Form or elsewhere in the proposer's submittal packet shall be considered on a case-by-case basis by the City. Uncorrected errors made by the proposer may be deemed by the City to be so severe as to make the submittal non-responsive. (The term "non-responsive" shall mean a response to a procurement solicitation determined by the City not to conform to the mandatory or essential requirements contained in the solicitation.) At the discretion of the City, proposers may be permitted to clarify a submitted proposal, but no submittal shall be altered or amended by the proposer after submittal except in the case of minor informalities. In the case of a discrepancy between the proposer's unit price for a particular line item as quoted in the proposal and the unit price calculated by dividing the proposer's extension price for that same line item by the quantity indicated for that same line item, then the proposer's unit price for that line item as quoted in the proposal shall prevail.

d. Uncorrected omissions from and/or other deficiencies to a proposer's submittal packet shall be considered on a case-by-case basis by the City. Omissions and/or other deficiencies may be deemed by the City to be so severe as to make the submittal non-responsive. At the discretion of the City, proposers may be permitted to clarify a submitted proposal, but no submittal shall be altered or amended by the proposer after submittal except in the case of minor informalities.

22. Questions seeking to clarify or revise the procurement solicitation: Questions seeking to clarify or revise any aspect of the procurement solicitation shall be submitted by contacting:

City of Franklin Purchasing Office (see street address above)
purchasing@franklintn.gov
Tel: 615-550-6692
Fax: 615-550-0079

Such questions of a non-procedural nature shall be submitted before the deadline for optional submittal in writing of questions of a non-procedural nature seeking to clarify or revise the procurement solicitation.

Such questions of a procedural nature may be submitted either before or after the deadline for optional submittal in writing of questions of a non-procedural nature seeking to clarify or revise the procurement solicitation.

Depending upon the inquiry, the City may request that the question seeking to clarify or revise any aspect of the procurement solicitation be submitted in writing, and the City may

choose to announce, typically in the form of an addendum, both the inquiry and the City's response thereto.

23. Addenda: Addenda to this procurement solicitation may be issued. Before submitting its response, it is the responsibility of each respondent to determine whether any addenda to this procurement solicitation have in fact been issued by the City. To do so, please browse to the Business Opportunities webpage of the City's website (https://www.franklintn.gov/), or contact the City of Franklin Purchasing Office (purchasing@franklintn.gov; 615-550-6692). Other than by posting addenda on the City's website, the City does not anticipate notifying prospective respondents of the issuance of addenda.

24. Communication with City during procurement phase: Any questions seeking to clarify or revise any aspect of the procurement solicitation should be addressed to the City as described above. Until the procurement award has been made, suppliers / service providers shall not communicate about either the content of or the procurement process pertaining to this procurement solicitation with any official, employee or other representative of the City except through the City's Purchasing Office. The City reserves the right to disqualify any supplier / service provider that initiates unauthorized communication with the City during the procurement phase (that is, the period of time between when the procurement solicitation has been posted on the Business Opportunities webpage of the City's website (https://www.franklintn.gov/) and when the procurement award has been made).

25. Vendor protest: Vendors who feel the need to object either to a deficiency of this procurement solicitation or a to proposed award pertaining to this procurement solicitation are encouraged, as soon as possible, to express their concerns to and seek remedy from the Purchasing Manager (see contact information above). Vendors who are not satisfied with, or who choose not to pursue, such an informal resolution of their concerns and who feel compelled to lodge a formal protest about some aspect of a City procurement not pertaining to new construction shall do so pursuant to the City's Vendor Protest Procedure for City procurements not pertaining to new construction, a mandatory administrative procedure which all aggrieved actual or prospective vendors must utilize and exhaust prior to seeking judicial review or remedy. For a copy of the City's Vendor Protest Procedure for City of Franklin procurements not pertaining to new construction, please contact the City's Purchasing Office (see contact information above) or click on the following link: https://www.franklintn.gov/government/departments-a-j/finance-administration/purchasing-office/vendor-protest-procedure.