

MINUTES

MARCH 02, 2017

10:30 AM – 11:30 AM

1. Call to Order

2. Determination of Quorum

A. Present

- Commissioner Tom Argust, Chair of Committee
- Commissioner Kelli O'Connor, Committee Member
- Commissioner Karen Pryor, Committee Member
- Commissioner Henry Smith, Jr., Committee Member
- Commissioner Chairman Geoffrey Astles

B. Others Attending

- Bill Carpenter, CEO
- Scott Adair, CFO
- Dan DeLaus, General Counsel
- Tom Brede, Public Information Officer
- David Cook, VP of Procurement
- Sara Molyneux, Staff

3. September 2016 Minutes

Kelli O'Connor moved to adopt the committee meeting minutes from September 2016 and Henry Smith seconded to adopt the agenda. It was passed unanimously.

4. Board Policies without Changes

The following policies were submitted to the Committee for review:

1. Code of Ethics
2. Disposition of Surplus Property
3. MWBE Program
4. Roles & Responsibilities of the Board
5. Whistleblower
6. Governance Committee Charter

Dan DeLaus directed the Committee's attention to the Governance Committee Charter. He proposed two corrections.

1. Under section III. Meetings, paragraph D, sentence 2 should be corrected to reflect current practice. The proposed correction follows.

Governance Committee Meeting Charter, III. Meetings	Proposed Correction to the Charter
<i>D. All meetings of the Governance Committee shall be open to the public except to the extent that the Governance Committee elects to go into "executive session" as permitted by the New York Open Meetings Law. Minutes of the meetings are to be recorded and each meeting will be video-taped in accordance with the requirements of Executive Order #3.</i>	<i>D. All meetings of the Governance Committee shall be open to the public except to the extent that the Governance Committee elects to go into "executive session" as permitted by the New York Open Meetings Law. Minutes of the meetings are to be recorded and each meeting will be livestreamed on the RGRTA website and posted on the Website for future viewing in accordance with New York State Open Meetings Law.</i>

GOVERNANCE COMMITTEE MEETING

2. Under section IV. Powers, paragraph B, the following typographical error should be corrected: replace the word “at” with “as.” The proposed correction follows.

Governance Committee Meeting Charter, IV. Powers	Proposed Correction to the Charter
<i>B. Obtain advice and assistance from in-house or outside counsel, accounting and other advisors at the Committee deems necessary.</i>	<i>B. Obtain advice and assistance from in-house or outside counsel, accounting and other advisors as the Committee deems necessary.</i>

The Committee reviewed the corrections. The Committee had no additional corrections or changes to the policies, including the Charter. Kelli O'Connor moved to accept the policies and to approve revisions to the Charter (Section III. Meetings, paragraph D and Section IV. Powers, paragraph B). Geoffrey Astles seconded the motion, which passed unanimously.

5. Board Policies with Changes

RGRTA Procurement proposed changes to the Procurement Guidelines. Dan DeLaus presented a memorandum outlining the proposed changes. The second change would have procurements for professional services valued in the range of \$2500 — \$15,000 approved by the CFO or designee rather than the CEO or designee.

Scott Adair, Bill Carpenter, and Dan DeLaus explained how the change streamlines the process and how the CFO assigns a designee. The group confirmed that the CEO must provide the final signature on contracts. Scott Adair explained that with this change, he assumes more of the responsibility to assess the purchase and apply his knowledge of day-to-day procurement items before making the recommendation to Bill Carpenter.

The Committee discussed that attaching the memorandum to the minutes will be helpful for the full Board to have as reference, as the memorandum provides a summary of the key changes.

Kelli O'Connor motioned to approve the revisions to the Procurement Guidelines as summarized in the memorandum “Proposed changes to Procurement Guidelines” dated February 24, 2017. Karen Pryor seconded the motion, which passed unanimously.

6. 2016 Board of Commissioners Annual Self-Assessment

Tom Argust invited the Committee to discuss the results of the self-assessment.

At Karen Pryor's request, the Committee and others attending discussed the results and comments for Questions 09 and 24.

Question 09

I believe that CEO compensation is appropriately related to the results of the performance assessment.

Question 24

I believe the current Board committee structure is adequate to address the Authority's strategic priorities.

The Committee identified the following suggestions to raise to the full Board:

1. Since the Compensation Committee is actively discussing compensation, performance assessment, and the continuing value of using performance incentives as a part of our salary structure, the Board can look to the Compensation Committee to bring information as appropriate to the full Board.

GOVERNANCE COMMITTEE MEETING

2. All subcommittee meetings are open to Board members. Committee Chairs can inform the full Board when meetings are scheduled, to allow Board members to better plan and decide if they would like to attend such meetings.
3. For the benefit of new Board members, identify the subcommittees and their functions as part of their orientation.
4. Inform the Board when subcommittee assignments will be occurring. If Board members are interested in knowing more about a particular subcommittee or serving on one, they can contact Geoffrey Astles and Bill Carpenter.

At Geoffrey Astles's request, the Committee and others attending discussed the results and comments for Question 15.

Question 15

I believe management's public relations strategy effectively communicates our message so as to attract support from the community.

The Committee identified the following suggestion to raise to the full Board:

1. For the benefit of new Board members, present at a Board meeting our public participation practices and methods of obtaining community feedback.

In closing the discussion about the self-assessment results, the Committee generally agreed that it might be helpful to encourage new Board members to identify assessment questions where they did not yet have adequate knowledge to provide an informed response. This would better allow RGRTA staff to provide them with background information.

7. Board Retreat Evaluation 2016

Tom Argust invited the Committee and others attending to discuss the results and comments of the Board Retreat Evaluation. Based on the discussion, the following items were identified for further review when planning the 2017 retreat.

1. Survey the Board to gauge interest in/preference for attending a reception versus attending a dinner.
2. Survey the Board to gauge interest in holding a formal dinner once all new Board members are in place.
3. Survey the Board to gauge interest in an earlier start time and earlier end time for the retreat.
4. Look at opening the retreat with a special speaker on a relevant topic (i.e. emerging technologies).
5. Include a discussion of the efficacy of SWOT analysis on the agenda.

8. Motion to Adjourn

Henry Smith moved to adjourn the meeting and Kelli O'Conner seconded the motion, which passed unanimously.

GOVERNANCE COMMITTEE MEETING

9. Exhibit: Memorandum to Governance Committee Members Re Proposed changes to Procurement Guidelines



myRTS.com

TO: Governance Committee Members

From: RGRTA Staff

Date: February 24, 2017

Re: Proposed changes to Procurement Guidelines

Commissioners

Monroe County
William Faber
Don Jeffries
Kelli O'Connor

City of Rochester
Thomas R. Argust
Barbara J. Jones
Karen C. Pryor

Genesee County
Paul J. Battaglia
Vice Chairman

Livingston County
Milo I. Turner

Ontario County
Geoffrey Astles
Chairman

Orleans County
Henry Smith, Jr.

Seneca County
Edward W. White
Secretary

Wayne County
Michael P. Jankowski
Treasurer

Wyoming County
Rich Kosmerl

ATU Local 282
Tracie Green

RGRTA staff is recommending four changes to the Agency Procurement Guidelines. This memo details them and explains the reasons for the recommendation.

The first two changes deal with the informal procurement or "small purchase". No Board action is required for such purchases unless the contract is a multi-year agreement for services over \$5,000. First, we are recommending that the threshold for Formal Bidding be increased from \$15,000 to \$25,000. Currently, under most circumstances, when the Authority purchases goods or services valued in the range of \$2,500 to \$14,999, staff are required to obtain three written quotes and a selection is made based upon those. The ceiling has not been updated in years and through research we have learned that a \$25,000 limit is in keeping with our peer agencies and municipalities. We estimate that this change will affect less than ten procurements annually.

The second change, also for small purchases, applies to a provision in the current Guidelines referenced as "Small Purchases for Professional Services" whereby contracts for professional services having an aggregate value greater than \$2,500 and less than \$15,000 may be procured without competition. The current Guidelines require that the Chief Executive Officer or his designee approve such purchases. It is recommended that those professional services be approved by the Chief Financial Officer instead of the Chief Executive Officer. The reason is simply that the CFO is closer to day-to-day procurement issues and this would make the process flow more smoothly. The requirement that the CEO sign the contract will remain.

The third recommendation is that the Committee members approve an updated Protest Policy. We are required to have such a policy and parties are entitled to protest if they believe we did not follow the process or if we violated applicable law. We have had two protests in the last 20 years. The FTA has issued a Best Practices Guideline which includes a template for this process. The revised Protest Policy would adopt much of that template.

The final change which we recommend is that we include in the Guidelines a section entitled "Civil Rights and Special Programs" which would provide background information to vendors on MWBE, DBE and Service Disabled Veterans programs. These are programs important to our community and ones about which vendors often inquire.

Rochester Genesee Regional Transportation Authority 1372 East Main Street, Rochester, NY 14609 • P: 585-654-0200 • F: 585-654-0293

For your reference attached is a copy of the "small purchases" section of the Guidelines with the proposed changes showing, copies of our current and proposed Protest Policy and a copy of the proposed "Civil Rights and Special Programs" section.

RGRTA Procurement Guidelines

Proposed Revisions for Governance Committee Review

Introduction

This document compares the Procurement Guidelines effective April 07, 2016 with changes proposed for April 2017. You will see two columns. Original text is in the left column. Text that will be deleted or changed is shown in ~~Italic Strikethrough~~. The proposed revision is shown in **Red Bold** in the right column.

ORIGINAL TEXT TO CHANGE	PROPOSED REVISION
<p>21. WRITTEN PROTEST PROCEDURES</p> <p>The RGRTA shall include written protest procedures in its solicitations to handle and resolve disputes relating to their procurements. The Authority's Manager of Purchasing or Vice President of Procurement and Grants Administration shall disclose information regarding all protests to FTA when FTA funds are involved with any part of the procurement. All protest decisions must be in writing. It is understood that reviews of protests by FTA will be limited to RGRTA's failure to review a complaint or protest (Per 4220.1F) or its failure to comply with the Protest Procedures set forth in these Procurement Guidelines.</p>	<p>21. WRITTEN PROTEST PROCEDURES</p> <p>RGRTA shall adhere to a Protest Policy and Procedure to handle and resolve disputes from Interested Parties relating to its procurements. To ensure all Interested Parties are informed of this policy, each Solicitation Document for purchases exceeding the threshold for Formal Procurements set in Section Three, paragraph 2 shall contain the following notice:</p> <p>RGRTA's policy and procedure for the administrative resolution of protests is set forth in Section Four of the "Rochester Genesee Regional Transportation Authority and Subsidiaries Procurement Guidelines," which is available on the Authority's website: www.myrts.com/Do-Business-With-Us/Procurement. The Federal Transit Administration (FTA) Third Party Contracting Circular addresses protests where federal funds are involved. The current version of the FTA Circular is available at www.transit.dot.gov/regulations-and-guidance. FTA will only review protests regarding matters that are primarily of Federal concern.</p>

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ORIGINAL TEXT TO CHANGE	PROPOSED REVISION
<p>SECTION FOUR: PROTEST PROCEDURES</p> <p>The following Protest procedures apply to both the pre- and post-bid stages of procurement, both of which contain elements that may be subject to protest. If the pre-bid stage has passed and no protest or appeal has been filed in accordance with the regulations set forth herein, the pre-bid elements will no longer be subject to appeal. When the post-bid procedure begins, only issues that have become evident through the opening of the bids are subject to appeal. Any issue which falls within the definition of a pre-bid element cannot be appealed during the post-bid stage unless said issue is only detectable by award of the bid. RGRTA must notify FTA of written protests in all instances when FTA funds are involved in the procurement for which the protest is being filed. All appeals and protests must be in writing and must be marked "Protest" and sent via certified mail or courier to the following address:</p> <p>Rochester Genesee Regional Transportation Authority ATTENTION: Chief Financial Officer PROTEST 1372 East Main Street Rochester, NY 14609</p> <p>RGRTA assumes no responsibility for appeals or protests that do not reach the Chief Financial Officer's office on a timely basis.</p> <p>No awards will be made until all bid protests are resolved. Failure to maintain strict compliance with these procedures as set forth herein will result in automatic disqualification of the protest.</p> <p>(a) Pre-Bid Opening Protests. If a prospective bidder/proposer can demonstrate that the specifications issued by RGRTA are unduly exclusionary and restrictive, or that federal, state or local laws or regulations have been violated during the course of the procurement process, the bidder may seek a review by the Chief Financial Officer or his appointed representative. Pre-bid opening protests shall be clearly identified "Protest" and submitted in writing to RGRTA within ten (10) business</p>	<p>SECTION FOUR: PROTEST POLICY AND PROCEDURES</p> <p>POLICY</p> <p>A. The RGRTA shall adhere to the following Protest Policy and Procedure to handle and resolve disputes from Interested Parties relating to its procurements.</p> <p>B. To ensure all Interested Parties are informed of this policy, each Solicitation Document for purchases exceeding the threshold for Formal Procurements set in Section Three, paragraph 2 of the "Rochester Genesee Regional Transportation Authority and Subsidiaries Procurement Guidelines" shall contain the following notice:</p> <p>RGRTA's policy and procedure for the administrative resolution of protests is set forth in Section Four of the "Rochester Genesee Regional Transportation Authority and Subsidiaries Procurement Guidelines," which is available on the Authority's website: www.myrts.com/Do-Business-With-Us/Procurement. The Federal Transit Administration (FTA) Third Party Contracting Circular addresses protests where federal funds are involved. The current version of the FTA Circular is available at www.transit.dot.gov/regulations-and-guidance. FTA will only review protests regarding matters that are primarily of Federal concern.</p> <p>DEFINITIONS</p> <p>"Solicitation Document" is defined as a Request for Proposals (RFP) or Invitation for Bids (IFB) and any Addendums issued thereto.</p> <p>"Contracting Officer" is defined as RGRTA's Point of Contact identified in the Solicitation Document.</p> <p>"Interested Party" is defined as an actual or prospective offeror, who has obtained a copy of the Solicitation Document from the RGRTA Procurement Department and whose direct economic interest would be affected by the award of a contract or by failure to award a contract.</p> <p>SUBMITTAL PROCEDURES</p> <p>A. An Interested Party wishing to file a protest shall send a written submission to RGRTA's Chief Financial Officer (CFO) by email at protest@myrts.com. A PDF copy of the protest and supporting documents shall be included in the email.</p>

days of receipt of the RFP.

(b) *Post Bid/Proposal Opening Protests*—If a bidder has grounds to protest the acceptance or rejection of any or all offers or bids to a contract, or to the award thereof, or to any such action proposed or intended by the Authority, the bidder must formally submit a written protest to RGRTA's Chief Financial Officer no later than twenty-four hours before the announced time and date for the award of the contract or, if not announced, within five (5) business days after the bidder receives notice of the contract award. The protesting vendor must outline, in detail, the action or the proposed or intended action to which he/she protests.

(c) *Rulings on Protests*—Within ten (10) business days after receipt of a pre-bid or post-bid protest, the Chief Financial Officer shall render one of the following determinations:

(i) Protest is overruled;

(ii) Protest is substantiated. The Chief Financial Officer shall issue instructions to remedy issues relating to the protest; or

(iii) Procurement activity is suspended until further written notification by the Chief Financial Officer. The determination shall be in writing and shall provide, at a minimum, a general response to each material issue raised in the protest. All documents submitted by the protestor and/or Authority staff and reviewed by the decision maker in the determination shall form and be retained by the Authority as the formal record of the dispute resolution process.

The issuance of the foregoing determination is the Authority's final decision of the dispute.

All interested parties (including the successful bidder, all rejected bidders and any other parties which RGRTA in its sole discretion determines are interested parties) shall be notified of any protests that are filed.

If the Chief Financial Officer determines that procurement activity must be suspended, RGRTA shall refrain from awarding a contract, unless RGRTA determines that any one or more of the following criteria exist:

(i) The items to be procured are urgently required;

(ii) Delivery or performance will be unduly delayed by the

B. The protest shall include, at a minimum:

1. The name and address of the protesting party and its relationship to the procurement sufficient to establish that the protest is being filed by an interested party;
2. Identity of the contact person for the protesting party, including name, title, address, telephone, and email address. RGRTA will send all documents and notices concerning the protest, including the decision on the protest to the email address provided by the protesting party. The protesting party shall be deemed to have received such documents and notices when RGRTA sends them to the email address provided.
3. Identification of the procurement title and procurement number in the Solicitation Document;
4. A description of the nature of the protest, referencing the portion(s) of the solicitation involved. Protesting party shall include all supporting facts, documents and data with the protest;
5. Identification of the provision(s) of any law, regulation, or other governance upon which the protest is based, including specific citations and description of how the law, regulation or governance was violated;
6. A statement of the specific relief requested; and
7. A notarized affirmation by the protestor (if an individual) or by an owner or officer of the protestor (if not an individual) as to the truth and accuracy of the statements made in the protest submittal.

PROTEST OF THE SOLICITATION PROCESS

- A. A Protest of the Solicitation Process is a protest related to the technical scope or specification, terms, conditions, or form of a solicitation or process relating thereto.
- B. This type of protest shall be filed no later than ten (10) calendar days prior to the submission deadline set in the Solicitation Document or ten (10) calendar days after the Interested Party receives the Solicitation Document from the Contracting Officer, whichever occurs first. If an

failure of RGRTA to make a prompt award; or

(iii) Failure to make a prompt award will otherwise cause undue harm to RGRTA or the Federal government.

(d) *Protestor's Appeal to the FTA*—In the event that RGRTA fails to abide by the protest procedures set forth above, and Federal funds are being utilized in connection with the procurement, the protestor may seek a review by the FTA.

Protests shall be filed with the FTA no later than ten (10) business days after a final decision is rendered under RGRTA's protest procedure. In instances where the protestor alleges that the grantee failed to make a final determination on the protest,

protestors shall file a protest with FTA no later than ten (10) business days after the protestor knew or should have known of RGRTA's failure to render a final determination on the protest.

Specific FTA filing procedures are set forth in FTA Circular 4220-1F. RGRTA shall also provide all further information necessary to file a protest with the FTA.

In accordance with 49 CFR 18.36, review of protests by the FTA may be requested only after exhaustion of all administrative remedies with RGRTA and are limited to the following:

(1) violations of Federal law or regulation; and/or

(2) violations of RGRTA's protest procedures for failure to review a complaint or protest in accordance therewith.

Protestor shall provide a copy of the protest to RGRTA simultaneously with its submission to FTA.

Interested Party obtains the Solicitation Document from the Contracting Officer within ten (10) days of the submission deadline in the Solicitation Document, the Interested Party shall submit a Protest of the Solicitation Process within forty-eight (48) hours of receipt of the Solicitation Document from the Contracting Officer or forty-eight (48) hours prior to the Submission Deadline identified in the Solicitation Document, whichever occurs first. If an Interested Party obtains the Solicitation Document from the Contracting Officer less than forty-eight (48) hours prior to the submission deadline identified in the Solicitation Document, the Interested Party shall be deemed to have waived their right to file a Protest of the Solicitation Process.

- C. For protests of the Solicitation Process, the CFO may choose to extend the solicitation process if such extension is necessary to afford an adequate opportunity to render a full and accurate determination on the protest.
- D. A written decision on protests of this type shall be provided to all interested parties prior to the submission deadline set in the Solicitation document.
- E. Should the protest be upheld in whole or in substantial part, the Contracting Officer may either (1) amend the solicitation to correct the document or process accordingly; or (2) cancel the solicitation in its entirety.

PROTESTS OF THE EVALUATION PROCESS

- A. All Interested Parties will be notified by email of any rejection of their response to a Solicitation Document and any recommendation of award ("The Notification"). Such recommendation of award shall be made by Agency staff to RGRTA's Chief Executive Officer (CEO) and the Board of Commissioners (if applicable) for ultimate approval of the Award. Any proposer may protest the rejection or recommended award on one or more of the following grounds:
 1. The recommended awardee does not meet the requirements of the solicitation;

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	<p>2. The bid or proposal recommended for acceptance does not meet the criteria of the solicitation or award;</p> <p>3. The Interested Party objects to RGRTA declaring their response to the Solicitation Document non-responsive or RGRTA declaring them non-responsive;</p> <p>4. The evaluation process conducted by RGRTA is improper, illegal, or the decision to recommend award is arbitrary and capricious.</p> <p>B. The protest must be received by RGRTA no later than five (5) calendar days after the date The Notification is sent.</p> <p>PROCESSING OF PROTESTS</p> <p>A. The Contracting Officer shall notify all Interested Parties of the receipt of a protest, the type of protest, and nature of the protest within a reasonable time of the filing.</p> <p>B. The Vice President of Procurement shall conduct the administrative processing of protests filed with RGRTA and provide all information submitted by the protesting party to the CFO. If the solicitation document contemplates using federal funds to pay for the resulting goods or services, in whole or in part, the Vice President of Procurement shall notify the regional office of the Federal Transit Administration (FTA) of the filing of a protest and keep them informed of its status.</p> <p>EVALUATION OF PROTESTS</p> <p>A. The CFO may decide a protest solely upon the written submission provided by the protesting party. Additional or supplemental materials may only be submitted at the request of, or with the permission of, the CFO. Failure to submit information requested by the CFO in the time allotted by the CFO shall result in a denial of the protest. The CFO may offer the protesting party the opportunity to discuss the matter in person or telephonically.</p> <p>B. The CFO shall render a decision of all protests within ten (10) business days after receipt of a protest and shall render one of the following determinations:</p>
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	<p>1. Protest is overruled;</p> <p>2. Protest is substantiated. In such cases, the Chief Financial Officer shall issue instructions to remedy issues relating to the protest; or</p> <p>3. Procurement activity is suspended until further written notification by the CFO</p> <p>C. The decision shall be in writing, shall provide, at a minimum, a general response to each material issue raised in the protest and shall be signed by the CFO. The decision shall be sent to the Protesting Party at the email address provided with the protest.</p> <p>D. A notice of the decision shall be provided to all Interested Parties.</p> <p>E. The CFO's decision is the Authority's final determination of the dispute.</p> <p>F. The protesting party may file an appeal of the CFO's decision pursuant to Federal Law or FTA rules. In accordance with Federal law, review of protests by the FTA may be requested only after exhaustion of all administrative remedies with RGRTA and are limited to the following:</p> <ol style="list-style-type: none"> Violations of Federal law or regulation; and/or Violations of RGRTA's protest procedures for failure to review a complaint or protest in accordance therewith. <p>G. Protesting Party shall provide a copy of the protest to RGRTA simultaneously with its submission to FTA.</p> <p>RECORD OF PROTEST</p> <p>A. The Contracting Officer shall retain all documents pertaining to the protest in the file for the procurement. The procurement protest file shall include reasonable and adequate documentation of the protest and outcome of the protest.</p> <p>B. The protest file shall include the following:</p> <ol style="list-style-type: none"> The protest, including supporting documentation Record of determination of protest timeliness
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ORIGINAL TEXT TO CHANGE	PROPOSED REVISION
<p>23. DISADVANTAGED BUSINESS ENTERPRISES <i>It is the desire of RGRTA to promote and assist participation by DBEs and to facilitate a fair share of the awarding of contracts thereto. The RGRTA DBE Liaison Officer shall maintain a list of all DBE entities certified to perform public work, supply items for purchase contracts, or perform personal or professional services of a kind and nature that may be needed by the Authority. The User Department shall be responsible for referencing such lists prior to the publication of a notice of procurement opportunity or informal solicitation to determine the availability of certified DBE entities. The Authority will, on a routine basis, notify all vendors, contractors, consultants, or other firms with which it does business, that it will affirmatively insure that DBEs will be afforded full opportunity to submit bids, quotes, or proposals in response to RGRTA solicitations. RGRTA will comply with all applicable equal opportunity laws and regulations.</i></p>	<p>Civil Rights and Special Programs Policy</p> <p>Federal and State agencies have enacted programs to promote equality of economic opportunities, ensure nondiscrimination in the award and administration of contracts, and encourage and support eligible businesses to play a greater role in the economy.</p> <p>The Federal Transit Administration's (FTA) Disadvantaged Business Enterprise (DBE), New York State's Minority and Women's Business Enterprise (MWBE), and the Service Disabled Veteran Owned Business (SDVOB) Programs each have established goals which are applied to procurements conducted utilizing federal and state assistance respectively.</p> <p>Per New York State Regulations, contracts subject to DBE goals may not have MWBE nor SDVOB goals established. Contracts not subject to DBE goals may have either or both MWBE and SDVOB goals set.</p> <p>It is RGRTA's policy to comply with these regulations in the administration of its procurement and contract management activities.</p> <p>Disadvantaged Business Enterprise (DBE) Program Federal regulation 49 CFR Part 26 outlines the regulatory requirements of the DBE Program. The program is overseen by FTA's Office of Civil Rights.</p> <p>On a triennial basis the DBE Liaison Officer, following federal regulatory requirements, prepares and submits a goal plan to the FTA Office of Civil Rights. Once approved, the goal plan establishes RGRTA's DBE Goal on federally-funded procurements for the subsequent three federal fiscal years (October – September).</p> <p>DBE regulation permits RGRTA to assess the DBE goal on individual procurements based on the reasonable availability of</p>

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	<p>certified DBE firms for the required goods and/or services. Goals on projects with little or no certified DBE availability may have a very low goal or no goal. Projects with a larger availability of certified DBE firms may have a goal well above the goal established in the plan goal.</p> <p>Each state establishes a Unified Certification Program (UCP) for DBE firms. Firms utilized by RGRTA must be certified by New York State's Unified Certification Program (UCP).</p> <p>Once proposals are received, the procurement officer must review each proposal to determine if it is DBE compliant. Proposals not meeting the DBE goal must demonstrate that good-faith efforts were taken to achieve the goal. The procurement officer reviews the submitted documentation and makes a determination. Proposals not meeting the goal, nor demonstrating adequate good-faith efforts, may be considered non-responsive.</p> <p>RGRTA staff are responsible for monitoring ongoing compliance of active contracts with DBE goals. Monitoring responsibilities include but are not limited to assuring that:</p> <ul style="list-style-type: none"> Prompt payment is made to all subcontractors both DBE and non-DBE DBE firms certifications are current DBE firms are performing on the contract consistent with the contractor's proposal DBE firms contracted responsibilities are consistent with their certification FTA-funded contracts are achieving the DBE goal established on the contract regardless of change orders. <p>RGRTA's staff are responsible to submit DBE semi-annual reports to FTA's Civil Rights Division. The reports outline DBE participation committed to in contracts awarded during the period as well as actual DBE participation achieved in contracts completed during the period.</p> <p>Minority and Women's Business Enterprise (MWBE) Program</p>
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	<p>New York State Executive Law Article 15-A outlines the regulatory requirements of New York State's MWBE program. The program is overseen by Empire State Development's (ESD) Division of Minority and Women's Business Development ("DMWBD").</p> <p>Contracts with a dollar value threshold of \$25,000 or greater for purchases on commodities/services and \$100,000 or greater for construction contracts for which no DBE goal is applicable are subject to MWBE goals as established by New York State.</p> <p>On an annual basis, the MWBE Liaison Officer prepares and submits an MWBE Goal Plan to the DMWBD. The goal plan assesses all anticipated procurements for the coming State Fiscal Year (April to March) for applicability of MWBE Goals. Those procurements which are exempted, excluded, or waived are removed from the goal calculation. The goal plan establishes the dollar threshold of procurements to which the MWBE goal shall be applied. The MWBE goal may be reset at the conclusion of a New York State Disparity Study. The Disparity Study is conducted every five years in order "to determine whether there is a disparity between the number of qualified minority and women-owned businesses ready, willing, and able to perform state contracts for commodities, services, and construction, and the number of such contractors actually engaged to perform such contracts."</p> <p>As the procurement is being developed, the procurement officer may work with the MWBE Liaison Officer to determine if a request for an in-year exclusion may be appropriate. A request for an in-year exclusion (pre-waiver), may be submitted if it is determined that there are no or limited subcontracting opportunities or no or limited availability of certified MWBE firms to perform or provide the specific goods or services. A request for an in-year exclusion is required anytime a goal below the State established percentage is considered.</p> <p>Firms utilized by RGRTA must be certified by ESD and listed in the ESD Directory of Certified Firms.</p>
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	<p>Once responses are received, the procurement officer must review each bid/proposal to determine if the proposal is compliant with Article 15-A. Proposals may be compliant either through meeting the established MWBE goal or through adequately documenting good-faith efforts. When assessing good-faith efforts, the procurement officer is required to review the submitted documentation and make a determination of whether adequate good-faith efforts were undertaken. Bids/proposals not meeting the goal, nor showing adequate good-faith efforts, may be considered non-responsive.</p> <p>If a proposal which does not meet the MWBE goal but does demonstrate adequate good-faith efforts is selected for award, RGRTA must prepare and submit a Waiver Request to the DMWBD for approval. Waiver requests must receive New York State approval before an award can be made. Waiver requests are required anytime a goal below the State established percentage is desired.</p> <p>Contract Management staff are responsible for ongoing monitoring efforts of active contracts with MWBE goals. Under Executive Order Article 15-A, RGRTA is responsible monitoring contractor MWBE compliance. Monitoring responsibilities include but are not limited to assuring that:</p> <ul style="list-style-type: none"> Prompt payment is made to all subcontractors both MWBE and non-MWBE MWBE firms certifications are current MWBE firms are performing on the contract consistent with the contractor's proposal MWBE firms contracted responsibilities are consistent with their certification Contracts are achieving the MWBE goal established on the contract regardless of change orders. <p>On a quarterly basis, RGRTA staff submit the MWBE Quarterly Utilization Report to ESD's DMWBD. The Quarterly Utilization Report provides contract expenditures and MWBE utilization by contract type.</p>
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	<p>Service Disabled Veteran Owned Business (SDVOB) Program New York State Executive Law Article 17-B outlines the regulatory requirements of New York State's SDVOB program. The program is overseen by the New York State Office of General Services.</p> <p>Contracts with a dollar value threshold for purchases on commodities/services greater than \$25,000 and for construction contracts greater than \$100,000 for which no DBE goal is applicable are subject to SDVOB goals as established by New York State.</p> <p>On an annual basis, the SDVOB Liaison Officer prepares and submits a SDVOB Goal Plan to the Division of Service-Disabled Veterans' Business Development (DSDVBD).</p> <p>In addition to identifying the Authority's procurement strategy, outreach efforts, and strategies to achieve its goal, the goal plan outlines the anticipated procurements for the coming State Fiscal Year (April to March) for applicability of SDVOB Goals. Those procurements which are exempted, excluded, or waived are removed from the goal calculation. The goal plan establishes the dollar threshold of procurements to which the SDVOB goal shall be applied. SDVOB goals may be applied in addition to MWBE goals on a procurement.</p> <p>SDVOB firms utilized by RGRTA must be certified by the DSDVBD and listed in the SDVOB Directory of Certified Firms.</p> <p>Once responses are received, the procurement officer must review each bid/proposal to determine if the proposal is compliant with Article 17-B. Proposals may be compliant either through meeting the established SDVOB goal or through adequately documenting good-faith efforts. When assessing good-faith efforts, the procurement officer is required to review the submitted documentation and make a determination of whether adequate good-faith efforts were undertaken. Bids/proposals not meeting the goal nor showing adequate good-faith efforts may be</p>
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	<p>considered non-responsive.</p> <p>If a proposal which does not meet the SDVOB goal but does demonstrate adequate good-faith efforts is selected for award, RGRTA must prepare and submit a Waiver Request to New York State for approval.</p> <p>Contract Management staff are responsible for ongoing monitoring efforts of active contracts with SDVOB goals. Monitoring responsibilities include but are not limited to assuring that:</p> <ul style="list-style-type: none"> Prompt payment is made to all subcontractors both SDVOB and non-SDVOB SDVOB firms certifications are current SDVOB firms are performing on the contract consistent with the contractor's proposal SDVOB firms contracted responsibilities are consistent with their certification Non-federally-funded contracts are achieving the SDVOB goal established on the contract regardless of change orders. <p>On a quarterly basis, RGRTA <u>staff submit</u> the SDVOB Quarterly Utilization Report to DSDVBD.</p>
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ORIGINAL TEXT TO CHANGE	PROPOSED REVISION
<p>(xiii) Small Purchases for Professional Services: Professional Services contracts having an aggregate value greater than \$2,500 and less than \$15,000 may be procured without competition. Said contracts shall require the approval of the Chief Executive Officer or his designee. A memorandum shall be entered into the procurement record by the head of the department that is acquiring the services or by the Procurement Officer who is responsible for the procurement, explaining the rationale for why the vendor was selected, e.g.: unique familiarity with subject matter of task, time constraints for complete of task, limited competition due to the relatively small size of the work being procured.</p>	<p>(xiii) Small Purchases for Professional Services: Professional Services contracts having an aggregate value greater than \$2,500 and less than \$15,000 may be procured without competition. Said contracts shall require the approval of the Chief Financial Officer or his designee. A memorandum shall be entered into the procurement record by the head of the department that is acquiring the services or by the Procurement Officer who is responsible for the procurement, explaining the rationale for why the vendor was selected, e.g.: unique familiarity with subject matter of task, time constraints for complete of task, limited competition due to the relatively small size of the work being procured.</p>
<p>(xiv) The Procurement Officer requests authorization from the appropriate RGRTA staff person based on the value of the Purchase Order. Once authorization is received, a purchase order is printed and sent to the vendor. Authorization levels are as follows:</p> <p>—\$1,000 –\$2,499: PGA Administrative Assistant, Procurement Administrator, and Manager of Contract Administration</p> <p>—\$2,500 –\$10,000: Director of Finance</p> <p>—>\$10,000: CFO</p>	<p>(xiv) The Procurement Officer shall follow the authorization process set forth in the process flow established within the Authority's financial management system.</p>