

Services Contract (IFB/RFP) Outline

This outline provides for the procurement of services under an Invitation for Bids (IFB) or a Request for Proposals (RFP). Depending upon the type of service being procured, the Agency will select either section 2A for an IFB or 2B for an RFP. All of the remaining sections are identical between the two types of procurements.

An Invitation For Bids (IFB) for a services contract is generally used when the scope of work or specification is well defined; payment will be based on a lump sum or a per unit basis and there is no reason for discussions or negotiations. Examples of typical service IFBs could include but are not limited to:

- Trash and debris removal
- Oil testing services
- Parking lot sweeping
- Removal and disposal of liquid hazardous waste
- Graffiti removal
- Tire lease agreements
- Rolling stock inspection services
- Recycling services
- File storage and retrieval services
- Right-of-way maintenance

The RFP is generally used when the scope of work or specification is less well defined, in cases which involve “emerging” technology or there is a requirement to discuss warranty provisions or design considerations; and some of the contracts outlined above may be also procured through an RFP process. It is also used when there is the need to look at and differentiate between the qualifications of the proposers and their approach to the work, or when there is a need to have discussions and to conduct negotiations prior to making a contract award. Service RFPs could be used for all services as permitted by state law except those covered by the Brooks Act – Architecture/Engineering. Service RFPs may be used for a contract that is awarded to multiple consultants (task order contracts/panel awards). Examples of services procured with an RFP include:

- Financial broker and advisor
- Attorney
- Planner
- Information technology
- As required, work directive/task order professional services

The document was developed by the APTA Terms and Conditions Procurement Working Group as a recommended practice for use by transit agencies.

The outline has been created to facilitate the development of IFB and RFP packages that are consistent throughout the industry, providing a uniform format for numbering and organizing such documents. The use of standard formats for commonly used procurement contracts will improve the ability of industry participants to prepare contracts that contain all necessary provisions and that facilitate the incorporation of best available practices.

Many industries have standard forms of contracts for the acquisition of goods and services. Buyers and sellers in those industries become familiar and comfortable with those forms. The goal of creating a common method of contracting enables participants to focus, when necessary, on negotiating only those issues for which a departure from the accepted norm is necessary or desirable. This approach will save considerable time and effort for the parties to a particular transaction. It also permits new provisions or evolving best practices to be incorporated into the standard contract for the industry efficiently and in a manner designed to benefit the entire industry. Finally, standardization leads to a consistency of interpretation which presumably should reduce the number of contract disputes and result in better prices for both the public and private sectors.

The Working Group that developed the recommended practice anticipates that agencies adopting this recommended practice will, for example, always show services contract payment information under GC 6. It is understood that transit agencies will need to modify this document to reflect local and state rules, regulations and laws, and that they will insert the standard contract language that they have developed in the appropriate places in the document. However, modifications to the standard format should be made in a manner that will maintain the structural integrity of the outline: the numbering of unused articles should be maintained and accompanied by the notation that they are “Not Used” or are “Reserved”.

The outline for a services contract procured through either an IFB or RFP is organized as follows:

The **Invitation for Bid/Request for Proposals** (Section 1) contains general information to prospective bidders regarding the procurement package and can also be used as notification of the procurement to the public or an advertisement of the procurement opportunity.

The **Instructions to Bidders/Proposers** (Section 2) provide detailed requirements that bidders must follow in submitting their bid. Section 2A is used for IFB services procurements and Section 2B is used for RFP services procurements. This section also includes evaluation criteria and information of interest to the bidder/proposer regarding Agency contract award procedures.

The **General Conditions** (Section 3), once customized by each Agency, should be identical for all IFB and RFP contracts for services issued by an Agency and should only be modified by language added in the Special Provisions section. For example, if the Agency does not want Article GC 8 to apply to a particular IFB, the Agency should indicate so in the special provisions section under a new article. The recommended language could read as follows: “The current IFB and ensuing Contract shall not be subject to Article GC 8.”

The **Special Provisions** (Section 4) should be customized to meet the Agency’s specific requirements for each individual contract, as well as local and state requirements. They are intended to amend and supplement the General Conditions to meet the individual requirements of each contract.

The **Federal Requirements** (Section 5) should be removed when the procurement is not funded with Federal funds.

The **Technical Specifications** (Section 6) include the specifications for the services being procured.

The **Drawings** (Section 7) includes drawings and references needed to complete the project work.

Under normal practice, the **Forms and Certifications** (Section 8) are submitted with the bid/proposal or the bid/proposal may be considered to be non-responsive.

A **Sample Contract** (Section 9) is included in the document for illustrative purposes.

Appendices (Section 10) are intended to be a place holder for any other Agency documents that are not included elsewhere in the IFB/RFP document, such as a Safety Plan.

The table below represents the Working Group’s recommended outline in the left hand column. Where the Working Group thought it would be helpful, explanatory notes have been provided in the right hand column for ease in reviewing this document.

Section 1. Invitation for Bid/Request for Proposal

OUTLINE	EXPLANATION	COMMENTS
Date, time and location of bid/proposal receipt		
Pre-bid/proposal meeting information	If a pre-bid /pre-proposal meeting is held, provide meeting information here.	
Title/Description of the items to be procured		
DBE/MBE/WBE/SBE goal	This section should include any additional state or locally required goals or program objectives.	
Contact person and address, phone and email		
Identification of source of funding	Federal, state or local funds	
Other locally required notice provisions	Optional section. Overview of local requirements such as license requirements, basis of award, wage requirements, bonds, etc. Details of the requirement are provided below in the Instructions, General Provisions or Special Provisions.	
Dated and signed for posting		

Section 2. Instructions

Provided below are separate sections that set forth instructions for an IFB for services and an RFP for services.

A. Instructions for Invitation for Bids (IFB) for Services

OUTLINE	EXPLANATION	COMMENTS
IB 1 DBE/Civil Rights Requirement Instructions	This section should include any additional locally required goals or program objectives.	
IB 2 Obtaining Bid Documents	Describes locations or websites where bidders can review or obtain plans and specs. Any costs for plans should be indicated.	
IB 3 Pre-bid meeting/information for bidders	May also include information about a site tour regarding the project.	
IB 4 Questions and Clarifications	Include information regarding the process for submission of questions.	
IB 5 Addenda to IFB	This section provides the Agency with the right to amend the solicitation documents during the process.	
IB 6 Examination of contract documents	This section notifies bidders that they are responsible for examining contract documents prior to submitting a bid.	
IB 7 Protest procedures	This section should include the procedure for protesting some element of the solicitation document or a contract award.	
IB 8 Preparation of bids		
IB 8.1 Use of bid forms	Indicates that the forms included in the document must be used to submit a bid.	
IB 8.2 Acknowledgement of bid addenda	Indicate whether alternate or multiple bids may be submitted.	
IB 8.3 Prices – Discrepancies in bid prices	Indicate any state or local practices regarding how discrepancies in the bid or pricing data will be handled.	
IB 8.4 Estimated quantities		
IB 8.5 Bid completion instructions - Modifications/Corrections		

IB 8.6	Signing of bid forms		
IB 8.7	Submittal of bids – address / envelope		
IB 9	Withdrawal of bids		
IB 9.1	Withdrawal of Bids before Bid Opening		
IB 9.2	Relief of Bidders after Bid Opening	Indicate any state or local practices regarding how relief of bidders will be handled.	
IB 10	Public opening of bids		
IB 11	Evaluation and Award		
IB 11.1	Duration of the validity of bids		
IB 11.2	Basis of Award	By item or in the aggregate; evaluation of options	
IB 11.3	Pre-award responsibility review	Statement of qualifications and business references submitted with the bid form may be used in conjunction with this review process.	
IB 11.4	Agency Rights	Right to reject all bids, reject unbalanced bids, cancel, issue subsequent IFB, waive informalities, etc.	
IB 11.5	Approval of Award	May include provision for debrief.	
IB 11.6	Execution of contract		
IB 12	Omissions	Indicate here what happens if Agency omits information.	
IB 13	Conflicts of interest; gratuities		

B. Instructions for Request for Proposals (RFP) for Services

OUTLINE	EXPLANATION	COMMENTS
IP 1 DBE/Civil rights requirement Instructions	This section should include any additional locally required goals or program objectives.	
IP 2 Obtaining proposal documents	Describes locations or websites where proposers can review or obtain proposal documents. Any costs for the documents should be indicated.	

IP 3 Pre-proposal meeting/information for proposers	May also include information about a site tour regarding the project.	
IP 4 Questions and clarifications	Include information regarding the process and deadlines for submission questions.	
IP 5 Addenda to RFP	This section provides the Agency with the right to amend the solicitation documents during the process.	
IP 6 Examination of contract documents	This section notifies proposers that they are responsible for examining contract documents prior to submitting a proposal.	
IP 7 Protest procedures	This section should include the procedure for protesting some element of the solicitation document or a contract award.	
IP 8 Preparation of proposals		
IP 8.1. Use of proposal forms	Indicates that the forms included in the document must be used to submit a proposal.	
IP 8.2. Alternate or multiple proposals	Indicate whether alternate or multiple proposals may be submitted.	
IP 8.3. Acknowledgement of addenda		
IP 8.4. Signing of proposal form and authorization to negotiate		
IP 8.5. Submittal of proposal – address / envelope		
IP 9 Withdrawal of proposals		
IP 10 Proposal Content		
IP 10.1. General format	This section should include information about the general format that proposals should follow. It should include the number of original/copies to be submitted. It should also list any mandatory or minimum requirements that a proposal must meet to be considered.	
IP 10.2. Technical proposal content	The subparagraph items below should be customized to reflect the contents of the technical proposal that will be taken into account in the evaluation process.	
IP 10.2.1. Executive summary	Indicate any page limitation and how excess	

	pages will be evaluated.	
IP 10.2.2. Prime contractor's skills, experience and references		
IP 10.2.3. Experience and capabilities of the firms on the team		
IP 10.2.4. Personnel		
IP 10.2.5. Management plan		
IP 10.2.6. Understanding of work and appropriateness of approach for implementation		
IP 10.2.7. Cost proposals		
IP 11 Evaluation and award		
IP 11.1. Evaluation process	This section should explain how the proposals are to be evaluated. If the cost proposals are to be scored, the method of scoring the cost proposals should be described. This includes such things as interviews, receipt of revised proposals, discussions, negotiations, and best and final offers.	
IP 11.2. Evaluation criteria	<u>Federal regulations require that the RFP detail the evaluation criteria.</u> Agencies at a minimum should list the evaluation criteria in their relative order of importance. If absolute values (weights) are being used, the weights may be listed along with at least the major criteria for each weight.	
IP 11.3. Basis of award	Describes how the evaluation process will be used in making the award.	
IP 11.4. Duration of the validity of proposals		
IP 11.5. Pre-award responsibility review	Statement of qualifications and business references submitted with the proposal form may be used in conjunction with this review process.	
IP 11.6. Agency rights	Right to reject all proposals, cancel, issue subsequent RFPs, waive informalities, accept initial offer and award without negotiations,	

	etc.	
IP 11.7. Approval of Award	May include provision for debrief.	
IP 11.8. Execution of contract		
IP 12 Omissions	Indicate here what happens if Agency omits information.	
IB 13 Conflicts of interest; gratuities		

Section 3. General Conditions

OUTLINE	EXPLANATION	COMMENTS
GC 1 General	Includes definitions, abbreviations, and use of referenced standards, etc.	
GC 2 General requirements regarding the work		
GC 2.1. Intent of contract; scope of work		
GC 2.2. Indemnification		
GC 2.3. Subcontractors and suppliers	A provision that indicates that the Agency has no liability to subcontractors and suppliers.	
GC 2.4. Changes in the work	This article generally covers topics associated with the change order process that may be encountered during the performance of the work.	
GC 3 Control of work		
GC 3.1. Agency representatives	Identifies authority of personnel.	
GC 3.2. Contractor's key personnel	Identifies authority of contractor's key personnel	
GC 3.3. Compliance with contract requirements		
GC 3.4. Agency furnished materials or property		
GC 3.5. Warranty		
GC 4 Conduct of work		
GC 4.1. Licenses, professional certifications or permits	Contractor is responsible for having and maintaining all professional licenses, certifications or permits for the duration of the contract period.	
GC 4.2. Compliance with laws and regulations		
GC 4.3. Taxes	Include applicable state and local provisions.	
GC 4.4. Standards of performance		
GC 4.5. Publicity, advertising and public relations	Explains relationship between Agency and contractor relative to activities in these areas.	
GC 4.6. Safety compliance	Defines general provisions regarding safety compliance. Specific safety provisions get	

	incorporated into the special provisions.	
GC 5 Prosecution and progress of work	Defines general provisions regarding schedule and progress of work. The specific schedule and milestones get incorporated into the special provisions.	
GC 5.1. Notice to proceed		
GC 5.2. Delays		
GC 5.3. Acceptance and inspection		
GC 5.4. Termination for Convenience, Default/Force Majeure		
GC 6 Payment	Defines general provisions regarding the procedures and requirements related in paying the contractor. Payment schedule is broken down in milestones in the special provisions.	
GC 7 Invoicing and payment procedures		
GC 8 Withholding payments	Defines conditions under which the Agency can withhold payment for contractor's failure to perform.	
GC 9 Miscellaneous legal clauses		
GC 9.1. Governing law and choice of forum		
GC 9.2. Compliance with Laws and Regulations		
GC 9.3. Disputes	Explains the Agency's process for handling a dispute and the administrative review process for disputes including the use of Alternative Dispute Resolution process. Includes allocation of attorney's fees.	
GC 9.4. Maintenance of records; access by Agency; right to audit of records		
GC 9.5. Confidential information	Discloses that most contract information is public record. Explains how confidential information will be handled.	
GC 9.6. Conflict of interests; gratuities		
GC 9.7. General non-discrimination clause		
GC 9.8. Modification of contract; waiver	Language should indicate case-by-case review of waivers and that they do not create	

	a precedent nor modify the Contract.	
GC 9.9. Cumulative rights and remedies		
GC 9.10. Counterparts	Indicates that the original contract can be formed of several signature pages.	
GC 9.11. Severability		
GC 9.12. Third party beneficiaries		
GC 9.13. Assignment of contract		
GC 9.14. Independent parties		

Section 4. Special Provisions

OUTLINE	EXPLANATION	COMMENTS
SP 1 DBE/MBE/WBE/SBE Participation	This section indicates the actual goals established for the contract. When awarded it becomes the actual commitment.	
SP 2 Prosecution and Completion of Work	Should include notice and service, name and address for contractor's representative and Agency's representative.	
SP 3 Key personnel/ point of contact		
SP 4 Insurance Requirements	Defines specified insurance requirements for this contract.	
SP 5 Options	Defines option periods including option pricing – where applicable	
SP 6 Schedule		
SP 6.1. Liquidated Damages	Defines amount of the daily damages that are due to the Agency.	
SP 6.2. Suspension		
SP 7 Contract Deliverables	A list of the items that the contractor is to provide to the Agency such as drawings, schedules, safety plans, etc.	
SP 8 Payment	This provision would be tailored to the type and circumstances of the work such as milestones, fixed price, retainer, labor hour, etc.	
SP 9 Intellectual property and rights in data; escrow agreement		

Section 5. Federal Requirements*

OUTLINE	EXPLANATION	COMMENTS
FR 1 Access to Records		
FR 2 Federal Funding, Incorporation Of Federal Transit Administration (FTA) Terms, And Federal Changes		
FR 3 Federal Energy Conservation Requirements		
FR 4 Civil Rights Requirements		
FR 5 No Government Obligation to Third Parties		
FR 6 Program Fraud and False or Fraudulent Statements Or Related Acts		
FR 7 Suspension And Debarment		
FR 8 Fly America		
FR 9 Clean Water Requirements		
FR 10 Clean Air Requirements		
FR 11 Compliance with Federal Lobbying Policy		
FR 12 Disadvantaged Business Enterprise (DBE)		
FR 13 Privacy Agreements	Only applicable if the Agency conducts drug and alcohol testing.	
FR 14 Conformance with ITS National Architecture	IT projects only.	
FR 15 Charter Bus Requirements	Only applicable to transit operational service contracts.	
FR 16 School Bus Requirements	Only applicable to transit operational service contracts.	
FR 17 Drug and Alcohol Testing	Only applicable to transit operational service contracts.	
FR 18 Transit Employee Protective Agreements	Only applicable to transit operational service contracts.	

* In the event of a Department of Homeland Security or other federal agency funded contract additional clauses may be required in addition to the federal requirements clauses listed above.

Section 6. Technical Specifications/Scope of Work

Section 7. Drawings (if applicable)

Section 8. Forms and Certifications

OUTLINE	EXPLANATION	COMMENTS
CER 1 Bidder/proposer check list	Optional form that Agency may use to assist bidders in completing bid package.	
CER 2 Bid/proposal forms		
CER 3 Statement of qualifications and business references	Includes business references, etc.	
CER 4 DBE/MBE/WBE/SBE	If applicable, this section should include any additional forms related to state and local requirements.	
CER 5 Subcontractors		
CER 6 Required federal certifications		
CER 6.1. Certification of compliance with federal lobbying requirements (49 CFR Part 20)		
CER 6.2. Certification of prospective contractor regarding debarment, suspension, ineligibility and voluntary exclusion		
CER 6.3. Non-collusion affidavit to be executed by bidder/proposer		
CER 7 Other certifications	Insert any state and locally required certifications.	

Section 9. Contract and Sample Bond and Release Forms

OUTLINES		EXPLANATION	COMMENTS
C.1	Order of Precedence		
C.2	Compensation	Include contract price and payment schedule	
C.3	Contract Term and Period of Performance		
C.4	Notices		
C.5	Entire Agreement (Integration Clause)		

Section 10. Appendices

This is an alternative place for an Agency to place other forms and certifications, as well as the place to provide contractors with reference documents such as safety plans, DBE compliance manuals, etc.