



## CONTRACT MANAGEMENT POLICY

### Division I: General provisions

1. **Purpose** – The Town of Montreal West hereby establishes various rules pertaining to contract management with a view to promoting transparency, fairness, integrity and sound contract management, in the best interests of the community.

This Policy also promotes competition with a view to obtaining the best possible prices, while specifically taking into consideration the quality of goods and services offered, delivery deadlines and supplier reliability.

2. **Scope** – Subject to the provisions of the *Cities and Towns Act*, this Policy applies to all contracts entered into by, and that result in an expenditure for, the Town. This Policy is binding on the municipal administration and its authorized representatives, and on all bidders or parties contracting with the Town.
3. **Objectives** – Pursuant to the provisions of the *Cities and Towns Act*, the Town hereby enacts and undertakes to implement measures to achieve the following:
  - I. Ensure that no bidder or representative of a bidder has communicated or attempted to communicate with any member of a selection committee in order to influence such member concerning a call for tenders for which the bidder or the representative has submitted a bid; (a. 10, 12, 20, 22, 23, 24)
  - II. Ensure compliance with any applicable anti-bid-rigging legislation; (a. 6, 7, 12, 16, 17, 18, 20, 22, 23, 24)
  - III. Ensure compliance with the *Lobbying Transparency and Ethics Act* (R.S.Q., chapter T-11.011) and the *Code of conduct for lobbyists* adopted under that Act; (a. 12, 14, 15, 20, 22, 23, 24)
  - IV. Prevent intimidation, influence peddling and corruption; (a. 5, 6, 7, 9, 12, 13, 17, 18, 20, 21, 22, 23, 24)
  - V. Prevent conflict of interest situations; (a. 5, 8, 9, 11, 12, 13, 20, 22, 23, 24)
  - VI. Prevent any other situation likely to compromise the impartiality or objectivity of a call for tenders process or the management of the resulting contract; (a. 5, 6, 7, 8, 9, 11, 12, 13, 14, 20, 21, 22, 23, 24)
  - VII. Govern the making of decisions authorizing the amendment of a contract. (a. 16, 20, 22, 23, 24)

4. **Definitions** – For application purposes of this Policy:

"administration" means an elected official, officer or employee of the Town;

"authorized representative" means a person (other than a member of the administration) who is entrusted with the power to represent the Town for the purpose of a legal operation towards a third party, and who, by his or her acceptance, undertakes to fulfill this mandate.

"bidder" means an executive officer, director, shareholder or employee of an enterprise and any other agent of that enterprise who participates in a call for tenders process.

"elected official" means a person who is a member of the Municipal Council;

## **Division II: Obligations of the administration and its authorized representatives**

### ***Subdivision I: Provisions applicable to the administration and its authorized representatives***

5. **Ethics**– The administration and its authorized representatives hereby give an undertaking to bidders and contracting parties to:

- I. Treat all participants fairly;
- II. Ensure transparency of the contracting process;
- III. Avoid all conflicts of interests and all situations that could provide personal advantage or gain;
- IV. Refrain at all times from using their position to promote the awarding of a contract to a particular bidder;
- V. Conduct themselves with integrity and honestly;
- VI. Apply this Policy in the best interests of the Town.

(3 iv,v,vi)

6. **Confidentiality** – The administration and its authorized representatives must, in any call for tenders or contract award process, conduct themselves with absolute discretion and preserve the confidentiality of information disclosed to them regarding that process. Specifically, they must at all times refrain from disclosing information revealing the number and identity of the persons who have submitted a tender or who have requested a copy of the invitation to tender, of a document to which it refers or of an additional document related thereto, until the opening of tenders.

A Town's authorized representative who is responsible for drafting one or more documents used in a call for tenders or who assist the Town in such a process must also keep confidential the work carried out in connection with this mandate.

(3 ii,iv,vi))

7. **Site visit and information session** – Organizing site visits or information sessions involving more than one bidder or prospective bidder at a time is prohibited. Should a site visit or information session be necessary, the person in charge shall arrange for individual site visits or information sessions with each bidder. Such visits or sessions shall be arranged on an appointment basis and a schedule shall be established to ensure that bidders do not meet.

The answer to questions asked by a bidder during a site visit or information session, if they generate an amendment to specification requirements or to other terms of the tender document, will be provided in the form of an addendum to all bidders.

(3ii,iv,vi)

8. **Declaration** – Where an officer or employee considers that he or she has a relationship that may be perceived as conflicting with the interests of a prospective bidder in a call for tenders, contract award process, or during the performance of contract in which that officer or employee is involved, he or she must immediately notify the Director General.

(3v,vi)

9. **Gifts and other benefits** – The administration and its authorized representatives must refuse all gifts or other benefits offered by an enterprise or a supplier or their representatives with the scope of a call for tenders or contract award process.

(3iv,v,vi)

### ***Subdivision II: Provisions applicable to selection committees***

10. **Selection committee** – Where a tender weighing and assessment system is used, a selection committee must be established and its members appointed by an officer to which this power has been delegated by Council in a by-law. Notwithstanding the Act Respecting Access to Documents and the Protection of Personal Information, no Councillor, officer or employee may disclose information allowing a person to be identified as a member of a selection committee.

The Town Clerk shall sit *ex officio* on all selection committees as secretary. He or she shall assist, supervise and ensure the proper conduct of the committee's work, but may not participate in committee deliberations or vote.

The selection committee shall analyze the quality of each tender individually, taking into consideration the tender weighing and assessment chart contained in the tender document, and without considering its price.

(3i)

11. **Member's declaration** – A member of a selection committee or its secretary must immediately inform the Director General if he or she has a relationship that may be perceived as conflicting with the interests of one or more bidders, regardless of whether that relationship is familial, financial or of some other nature.

(3v)

### **Division III: Obligations of bidders or contracting parties**

12. **Declaration** – Any enterprise participating in a call for tenders process must sign a statement forming an integral part of its bid and attesting to the following terms:

- I. That at the time of filing such a bid, said bidder, to the best of its knowledge, has no familial, financial or other relationship that may likely create a perceived conflict of interests, directly or indirectly, with one or more members of the administration;
- II. That during the call for tenders process, it did not communicate or attempt to communicate with any member of the administration involved in the tendering process, including the members of the selection committee, for the purpose of influencing them in their assessment, recommendation or decision respecting the awarding of the contract that was the subject of the process, except in the context mentioned under the next paragraph;
- III. That, if any communications took place in order to influence the securing of a contract, they took place in compliance with the *Lobbying Transparency and Ethics Act* (R.S.Q., chapter T-11.01), and with the *Code of conduct for lobbyists* and opinions issued by the Lobbyists Commissioner;
- IV. That its tender was established without collusion and that there has been no communication, agreement, or arrangement with a competitor or a third party regarding prices, methods, factors, or formulas used to calculate prices, or regarding whether or not to submit a tender;
- V. That it has generally satisfied each and every requirement stipulated in the applicable laws and in this Policy;
- VI. That in the two (2) years preceding the call for tenders it was never found guilty of an offence under any applicable anti-bid-rigging legislation.

(3i,ii,iii,iv,v,vi)

13. **Gifts and other benefits** – The bidder or contracting party is prohibited from offering a gift or other benefit to a member of the administration or to its authorized representatives in a call for tenders or contract award process.

(3iv,v,vi)

14. **Lobbying activities** – A bidder or contracting party must comply with the provisions of the *Lobbying Transparency and Ethics Act* (R.S.Q., chapter T -11.011) in his or her communications with the administration or its authorized representatives.

The arranging by a lobbyist of a meeting between a member of the administration or its authorized representatives and any other person is considered to be a lobbying activity.

(3iii)

15. **Exceptions** – The following do not constitute lobbying activities:

- The response by a bidder or a contracting party to a request from a member of the administration or one of its authorized representatives, including submissions made in response to a call for public tenders issued under the Town's authority;
- Communications for the sole purpose of inquiring as to the nature or scope of the rights or obligations of a client, an enterprise or a group pursuant to a law.

(3iii)

## **Division IV: Contracts**

### ***Subdivision I: Provisions applicable to all contracts***

16. **Contract management** – No project, requirement or order may be split up or apportioned in order to prefer a bidder or contracting party, to be exempted from a control procedure or to avoid an obligation stipulated in this Policy.

An amendment to a contract is permissible if it is ancillary to the contract, does not change the nature thereof, and is not an element that predictably would be included in the initial contract. However, an amendment resulting in an additional expenditure must be recommended by the person in charge of the contract or the person who can approve the expenditure, and it must be authorized in accordance with the applicable rules.

An elected official shall not intervene in a call for tenders process or other kind of contract award process, except by way of a resolution, and shall not share an information pertaining to such a contract, except if it is public information, with a bidder or prospective bidder, or with a contracting party.

(3ii,vii)

### ***Subdivision II: Special provisions applicable to contracts for more than \$25,000***

17. **Call for tenders** – For a contract award process involving a value greater than \$25,000 but less than \$100,000, the person designated by the administration shall issue the request for quotations.

For a contract award process involving a value greater than \$100,000 initiated before April 1, 2011, the tender documents may be provided by the person designated by the administration or by the *Système électronique d'appel d'offres* (SEAO), Québec's electronic bid system.

For a contract award process involving a value greater than \$100,000 initiated on April 1, 2011 or later, the call for tender documents shall be provided by the *Système électronique d'appel d'offres* (SEAO), Québec's electronic bid system.

(3ii,iv)

18. **Documents** – Tender documents must be drafted in such a way as to meet objectives of fairness, impartiality and clarity. All available information concerning a call for tenders must be impartially and uniformly accessible to all prospective bidders.

(3ii,iv)

19. **Group purchasing** – The Town shall promote, where appropriate to the nature of the contract to be awarded, the use of a group purchasing system to procure goods and services insofar as such a system exists or where the Town is working with other municipalities to implement such a system.

(3vi)

### **Division V: Administrative provisions**

20. **Director General** – The Director General is responsible for overseeing the application of this Policy and compliance therewith.

He or she shall inform every member of the administration who performs one or more tasks related to awarding or managing municipal contracts of the rules established hereunder.

(3i, ii, iii, iv, v, vi, vii)

21. **Reporting** – Every member of the administration has a duty to report to the Director General any situation, conduct or action that could compromise the integrity of a contract award process.

Any person may report such a situation to the responsible coordinator for complaints of the *Ministère des Affaires Municipales, des Régions et de l'Occupation du territoire*.

(3iv, vi)

22. **Sanctions respecting the administration** – Any member of the administration who fails to comply with the provisions of this Policy may be subject to the sanctions provided by the *Cities and Towns Act*.

(3i,ii,iii,iv,v,vi,vii)

23. **Sanctions respecting the authorized representative** – The Town may unilaterally terminate the contract of an authorized representative who breaches this Policy, in addition to imposing any penalty that may be stipulated in its contract with the Town.

(3i, ii, iii, iv, v, vi, vii)

24. **Sanctions respecting the bidder** – A bidder who, directly or indirectly, breaches any of its obligations imposed under this Policy may have its tender automatically rejected or its contract terminated, if the seriousness of the breach justifies that sanction.

(3i, ii, iii, iv, v, vi, vii)