

EXHIBIT 5a(i)(10)

10-31-2012 Response to the DOT



547 W. Jackson Blvd. Chicago, IL 60661 (312) 322-6900 TTY# 1-312-322-6774

October 31, 2012

Mr. Dominick J. Gatto, PE
Director, Office of Program Management and Oversight
Federal Transit Administration, Region V
200 West Adams Street, Suite 320
Chicago, Illinois 60606-2789

Attn: Melody Hopson

Re: Metra Response to FTA
Procurement System Review Letter

Dear Mr. Gatto:

Attached please find Metra's final scheduled response to FTA's June 15th letter for Category 2, which requested certain information about Metra's progress in implementing promised improvements to correct deficiencies discovered in the 2011 Procurement System Review (PSR). This response supplements our July 30th and September 17th replies by providing follow-up information for elements 2, 5, and 48. Specifically, we are providing revised procedures related to these elements to correct deficiencies and strengthen our procurement process. Please note that our September 17th submittal provided Metra's follow-up action response, including implementation milestones, for these elements.

Please note under separate cover, Rick Capra, our Chief Auditor & Compliance Officer, is supplying an audit plan in response to Category 3 (and bullet point 5) of the June 15, 2012 letter. Our planned audit program is designed to test Metra's adherence to procurement procedures, as revised. We will begin implementing this audit program immediately, and will adjust it as needed, based on your guidance.

Mr. Dominick J. Gatto, PE
October 31, 2012
Page 2

With this submittal and that from Rick Capra, Metra believes it has completed all responses requested in FTA's June 15th letter. Furthermore, by May 1, 2013, we estimate that we will have completed the process currently underway to reconcile all Metra Cost Plus Fixed Fee ("CPFF") contracts. Finally, also under separate cover, within the next two weeks, Metra will transmit the results of our inquiry into the Terry's Ford contract, including our revised procedures based on the experience. The Terry's Ford contract is the last of the four contracts specifically identified in the PSR review requiring resolution.

If you have any questions about our submitted materials, please contact me at (312) 322-6639.

Sincerely,



Lawrence Bubel
Senior Director
Grant Management and Accounting

Attachments

cc: T. Barnett
J. Milano
T. Farmer
A. Wiggins
R. Capra
P. Kisielius
G. Urban
D. Simmons

Category 2

Metra shall provide by July 30, 2012, a milestone schedule of all procurement actions to come into compliance with FTA requirements as a condition to accepting the corrective action and to close the finding. Written evidence of the milestones schedule shall be provided to FTA.

2) Contract Administration System (FTA Requirement)

Metra's Response: In a letter dated January 31, 2012, Metra indicated that procedures require adjustments in provisional rates through annual updates to overhead rates. Standard contracts terms for the standard Agreement for professional and consulting services were updated. Metra indicated that the independent validation to occur within 120 days after FTA acceptance of corrective action.

Follow-up Action (6/12 FINAL):

Metra shall provide by July 30, 2012, a milestone schedule of all procurement actions (contract administration system to address responsibilities for managing contracts, change orders, out of scope changes and claims) to come into compliance with FTA requirements as a condition to accepting the corrective action and to close the finding. Written evidence of the milestone schedule shall be provided to FTA.

Metra's Follow-up Action Response (9/17/12)

The reconciliation of all Metra Cost Plus Fixed Fee ("CPFF") contracts is in the initial phases. First, staff has identified all affected contracts and this process was completed July 31, 2012. Second, the Professional Services/Contracts Department has requested from the identified firms their respective 2011 audited overhead rates. All requests for audited overhead rate information were transmitted by August 17, 2012. Metra is allowing for one month to receive the requested audited rates. If the requested overhead rates are not received, Metra will take the appropriate action necessary to obtain them. Once the audited rates have been received, it is estimated that it will take approximately six (6) months to complete Metra's review of them. This process also includes, as overhead rates are finalized, the appropriate action either to recover funds or pay them out to be coordinated with Metra's Accounting Department. It is estimated that this process can be completed by April 1, 2013. The 2011 audited rate will then become 2012's provisional rate. Overhead billed for the final contract year will be based on the audited rate selected by Metra, who shall have the option to use, at its sole and absolute discretion, an audited rate used under any prior contract year or an average of one or more prior audited rates, as Metra deems appropriate under the circumstances.

The Senior Division Director, General Administration will train/review with all of the appropriate members of the Procurement and Professional Services/Contracts staff each procurement procedure that is being revised and pertaining to contract administration.

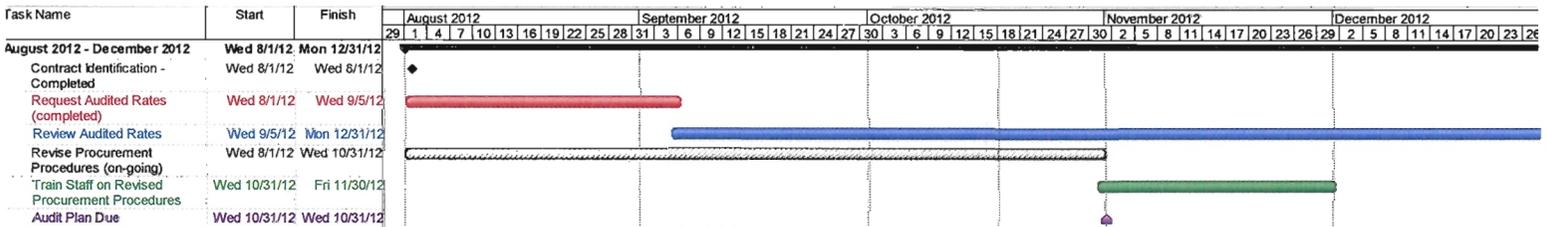
Metra will submit the revised procedure addressing contract administration to the FTA by 10/31/12. The respective responsibilities will include managing contracts, change orders, out of scope changes and claims.

Please note: The respective action items in Elements 2, 5 and 48 are all interrelated and therefore the Milestone Schedules for the three Elements all appear similar.

Metra’s Follow-up Action Response (10-31-12):

In Metra’s letter dated September 17, 2012 to the FTA, we stated that we would provide the procedures that are relevant to addressing Element 2 as requested in the FTA’s letter dated June 15, 2012. Metra has significantly revised the procedures for “Professional Services (Grant Funded)” (PU-06-RC) and “Architectural and Engineering Services Contracts” (PU-08-RC) to incorporate processes ensuring that provisional billing rates are adjusted on an annual basis (See Attachment A).

Additionally, in FTA’s June 15, 2012 letter, “a milestone schedule of all procurement actions (contract administration system to address responsibilities for managing contracts, change orders, out of scope changes and claims)” was requested. In response, we have attached Metra’s procedure for “Contract and Management Administration” (PU-03-RC) (See Attachment B), as well as Metra’s procedure for “Change Orders” (PU-10-RC) that addresses Metra’s Change Order processes for scope changes or contractor/vendor claims (See Attachment C). With the completion of this process, we believe that Metra’s revised procedures PU-03-RC and PU-10-RC address all of the other elements with respect to the FTA’s request.



5) Procedures for Ensuring Most Efficient and Economic Purchase (FTA Requirement)

Metra’s Response: In a letter dated January 31, 2012, Metra indicated that the procedures require ICE and cost element buildup.

Follow-up Action (6/12 FINAL):

Metra shall provide by July 30, 2012, a milestone schedule of all procurement actions (procedures to address fixed fees under cost-plus-fixed-fee contracts) to come into compliance with FTA requirements as a condition to accepting the corrective action and to close the finding. Written evidence of the milestone schedule shall be provided to FTA.

Metra’s Follow-up Action Response (9/17/12)

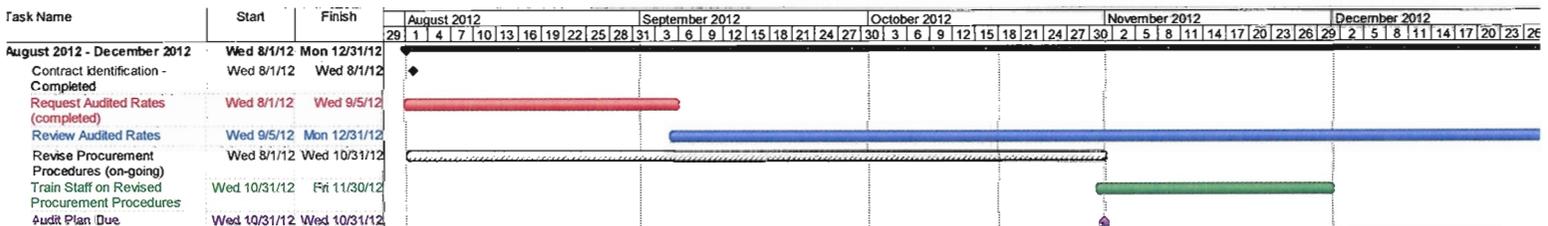
Metra will submit the revised procedure(s) addressing fixed fees under cost-plus-fixed-fee contracts to the FTA by 10/31/12. Metra’s response will be coordinated with our submission for Element 48 addressing blanket type contracts and task order contracting.

The Senior Division Director, General Administration will train/review with all of the appropriate members of the Procurement and Professional Services/Contracts staff each procurement procedure that is being revised.

Metra will submit the revised procedure addressing contract administration to the FTA by 10/31/12. Included will be procedures to address fixed fees under cost-plus-fixed-fee contracts.

Metra’s Follow-up Action Response (10-31-12):

In Metra’s letter dated September 17, 2012 to the FTA, we stated that we would provide the procedures that are relevant to addressing Element 5 as requested in the FTA’s letter dated June 15, 2012. Metra has significantly revised procedures for “Professional Services (Grant Funded)” (PU-06-RC) and “Architectural and Engineering Services Contracts” (PU-08-RC) to address the “fixed fee” portion of cost-plus-fixed fee contracts. As noted above in Element 2, the processes to ensure that provisional billing rates are adjusted on an annual basis are included (See Attachment A).



48) Cost Plus Percentage of Cost (FTA Requirement)

Metra’s Response: In a letter dated January 31, 2012, Metra indicated that one contract should have been reflected as a single task contract while the others were blanket agreements with task orders to be released. Metra did not provide a schedule for training.

Follow-up Action (6/12 FINAL):

Metra shall provide by July 30, 2012, a milestone schedule of all procurement actions (agreed upon provisional rates for the V3 contract, reconciliation of all CPFF contracts with adjusted provisional rates provided to FTA; procedures for managing blanket type contracts and task order contracting) to come into compliance with FTA requirements as a condition to accepting the corrective action and to close the finding. Written evidence of the milestone schedule shall be provided to FTA.

Metra's Follow-up Action Response (9/17/12)

Metra has already requested the audited overhead rates from V3 Companies of Illinois ("V3") for 2011. V3 has finalized their 2011 rates and submitted their information on July 31, 2012 to the Illinois Department of Transportation ("IDOT"). Metra anticipates that it may take two (2) months for us to receive V3's final audited rates as approved by IDOT. Once Metra does receive the audited rates, we will adjust the provisional rates as necessary and credit or request payment as appropriate. It is estimated that this process can be completed by November 30, 2012. If we do complete the process sooner, the information will be forwarded to the FTA earlier. The 2011 audited rate will then become 2012's provisional rate.

The reconciliation of all other Metra CPFF contracts is in the initial phases. First, staff has identified all affected contracts and this process was completed July 31, 2012. Second, the Professional Services/Contracts Department has requested from the identified firms their respective 2011 audited overhead rates. All requests for audited overhead rate information were transmitted by August 17, 2012. Metra is allowing for one month to receive the requested audited rates. If the requested overhead rates are not received, Metra will take the appropriate action necessary to obtain them. Once the audited rates have been received, it is estimated that it will take approximately six (6) months to complete Metra's review of them. This process also includes, as overhead rates are finalized, the appropriate action either to recover funds or pay them out to be coordinated with Metra's Accounting Department. It is estimated that this process can be completed by April 1, 2013. The 2011 audited rate will then become 2012's provisional rate. Overhead billed for the final contract year will be based on the audited rate selected by Metra, who shall have the option to use, at its sole and absolute discretion, an audited rate used under any prior contract year or an average of one or more prior audited rates, as Metra deems appropriate under the circumstances.

The Senior Division Director, General Administration will train/review with all of the appropriate members of the Procurement and Professional Services/Contracts staff each procurement procedure (PU-06-RC and PU-08-RC) that is being revised.

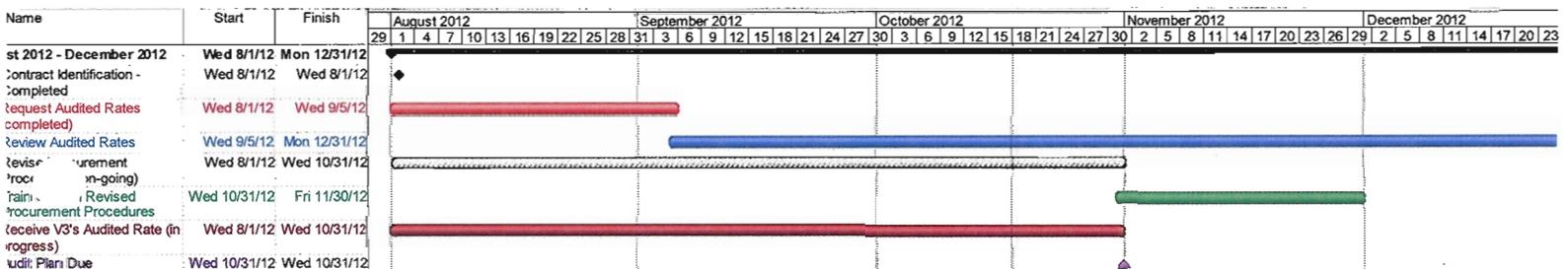
Metra will submit the revised procedure addressing contract administration to the FTA by 10/31/12. Included will be procedures for managing blanket type contracts and task order contracting.

Metra's Follow-up Action Response (10-31-12):

In Metra's letter dated September 17, 2012 to the FTA, we stated that we would provide the procedures that are relevant to addressing Element 48 as requested in the FTA's letter dated June 15, 2012. Metra has significantly revised procedures for "Professional Services (Grant Funded)" (PU-06-RC) and "Architectural and Engineering Services Contracts" (PU-08-RC) to address the "fixed fee" portion under cost-plus-fixed fee contracts. As noted above in Element 2, the processes to ensure that provisional billing rates are adjusted on an annual basis are included (See Attachment A). (Standard contract terms associated with overhead rates were also revised under prior submittals and are consistent with the applicable procedures).

In addition, V3 has finalized their 2011 rates and submitted them on July 31, 2012 to the Illinois Department of Transportation ("IDOT"). Metra is currently waiting to receive V3's final audited rates as approved by IDOT. Once Metra receives the audited rates, which we currently anticipate to be received by the end of October, we will adjust the provisional rates as necessary and credit or request payment as appropriate. However, if the requested overhead rate is not received, Metra will take the appropriate action necessary to obtain it, or Metra will conduct a full audit ourselves if we have not received the overhead rates by November 30, 2012.

Also as noted above, Staff has identified all affected contracts and this process was completed July 31, 2012. Second, by August 17, 2012, the Professional Services/Contracts Department requested the respective 2011 audited overhead rates from all the identified firms. To date, Metra has received 38 audited rates out of the 40 affected contracts. We have allowed firms additional time to submit their audited rates; however, if the requested overhead rates are not received by November 30, 2012, Metra will take the appropriate action necessary to obtain them, or Metra will conduct a full audit ourselves. Once the audited rates have been received, we estimate it will take approximately six (6) months to complete Metra's review of them. This process also includes, as overhead rates are finalized, the appropriate action to either recover funds or pay them in coordination with Metra's Accounting Department. It is currently estimated that this process can be completed by May 1, 2013. 2011 audited rates will then become 2012's provisional rates. Under the revised standard contract terms, overhead rates billed for the final contract year will be based on the audited rate selected by Metra, and we have the option to use, at our sole and absolute discretion, an audited rate used under any prior contract year or an average of one or more prior audited rates, as Metra deems appropriate under the circumstances.



**PROFESSIONAL SERVICE CONTRACTS
 (GRANT-FUNDED, NON-BROOKS)**

I. PURPOSE

This procedure sets forth policies and instructions for the acquisition, administration, and termination of professional service contracts and blanket professional service contracts (hereafter, collectively referred to as "Professional Service Contract(s)" unless otherwise stated) by Metra, which are funded by federal, state, or local grants and which do not involve Architectural and Engineering services (NOTE: See PU-07-RC for Professional Service Contracts that are not funded by capital funds, and PU-08-RC for Architectural and Engineering Service Contracts).

II. POLICY:

GENERAL:

Professional Service Contracts are exempt from competitive bidding pursuant to MET Ordinance 12-03 or NIRC Ordinance 12-01, but must follow grant requirements for the applicable competitive negotiations process. Professional Service Contracts using capital funds must be publicly advertised and competitively negotiated procurements in accordance with FTA guidelines. Proposals will be solicited in a newspaper with general circulation, and specific firms from lists of eligible vendors will be solicited, in order to reach an adequate number of professional firms. The solicitation and contract documents should follow FTA Circular 4220.1F and the Procurement Regulations. Circular 4220.1F applies to each FTA recipient of Federal assistance when it uses FTA assistance for third party contracts. The solicitation documents must also include as an Exhibit the Federal Transit Administration required contract clauses. Metra requires that all third party contracts include provisions adequate to form a sound and complete agreement.

If there is a liquidated damages provision in a proposed contract, any liquidated damages recovered shall be credited to the project account involved unless the FTA permits otherwise. When progress payments are utilized the solicitation documents must indicate that Metra will receive title to property (materials, work in progress, and finished goods). Advance Payments are prohibited to a third party contractor before the contractor has incurred the cost for which the payments would be attributable. However, the FTA does occasionally make exceptions to the prohibitions if the recipient can provide sound business reasons for doing so and has obtained FTA's advance written concurrence.

FTA funded third party contracts exceeding \$100,000 must include administrative, contractual, or legal remedies for violations or breach of the contract by the third party contractor. Termination for cause and termination for convenience provisions must be included in contracts exceeding \$10,000. Options may be included in a contract, provided however that Metra shall not enter into any contract for rolling stock or replacement parts with a period of performance exceeding five (5) years inclusive of options.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		1	31

**PROFESSIONAL SERVICE CONTRACTS
 (GRANT-FUNDED, NON-BROOKS)**

Proposals will be evaluated, negotiated, selected and any award shall be made in accordance with the criteria and procedures described below. The approach and procedures are those which are applicable to a competitive negotiated procurement whereby proposals are evaluated to determine which proposals are within a competitive range. Discussions and negotiations may then be carried out with Offerors within the competitive range. The Offeror selected will be the Offeror whose proposal is found to be most advantageous to Metra, based upon consideration of the Evaluation Criteria.

Metra personnel will maintain ethical standards in their professional activities. Metra personnel must avoid personal and organizational conflict-of-interest situations and avoid the appearance of such situations. Metra personnel are required to be familiar with Metra's ethics policies and all circumstances and persons covered by any type of conflict-of-interest situation.

Any proprietary information, methodology, or application that is contained in a proposal shall remain strictly confidential, will be screened for distribution only to those Metra personnel who require it for work directly connected with the project, and will not be distributed to persons not relevant to the project and not within reporting hierarchies at Metra which are relevant to the project. The confidentiality extends to the cost/profit figures contained in the proposals and the process of negotiations.

NARRATIVE DESCRIPTION OF PROCESS:

The process for a particular award of a Professional Service Contract will be described in the respective Request for Proposals ("RFP") prepared by the Requisitioner/User. Services which are A & E services according to the Brooks Act, even though performed by a non-A & E firm, shall be considered A & E services. (See PU-08-RC).

Each RFP will be submitted by the Requisitioner/User to the Professional Services/Contracts Division, together with a list of the specific Evaluation Criteria for the subject project, a statement of work that clearly, accurately and unambiguously describes the technical requirements for the service(s) to be procured, an independent Cost Estimate prepared by the Requisitioner/User to establish a base cost for budgetary purposes, and all other cost and non-cost related considerations the Requisitioner/User deems relevant for the award of a Professional Service Contract. The initial RFP prepared by the Requisitioner/User will be reviewed by the Professional Services/Contracts Division who, after such review and in concert with the Requisitioner/User, will prepare the formal RFP. The formal RFP will be used by the Professional Services/Contracts Division for the solicitation of proposals from Offerors.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		2	31

**PROFESSIONAL SERVICE CONTRACTS
 (GRANT-FUNDED, NON-BROOKS)**

Proposals with respect to a given RFP will be solicited through the use of advertisement in a newspaper of general circulation, e-mail notification to Offerors selected from Metra's vendor database, and posting on Metra's web site. The Professional Services/Contracts Division, with the assistance of the Requisitioner/User, may coordinate the scheduling of a pre-proposal conference to clarify requirements and answer questions from potential Offerors. Attendance at such pre-proposal conference however, by potential Offeror(s) is not mandatory and absence at such a conference will not be used to treat an Offeror as non-responsive.

The evaluation of the proposals received with respect to a given RFP will be performed by the respective Evaluation Committee. Proposals with respect to an RFP will be first received by the Professional Services/Contracts Division and first opened, in the presence of a witness, on the respective proposal due date. The Professional Services/ Contracts Division will perform an initial review and complete a Responsibility Determination Form with respect to each proposal. Any potential Offeror which does not demonstrate that they are a responsive Offeror necessary to assure achievement of the RFP objectives may be eliminated from further consideration. Proposals accepted by the Professional Services/ Contracts Division for consideration will be forwarded to the Evaluation Committee for review.

Each proposal accepted for consideration will be evaluated by the Evaluation Committee, first individually by each member then collectively as a group, based on the Evaluation Criteria provided in the subject RFP. The Evaluation Committee shall make a preliminary evaluation of the submitted proposals to identify, normally, no less than the three highest ranked Offerors based on the subject Evaluation Criteria with which the Professional Services/ Contracts Division shall arrange to engage in further discussions.

The Professional Services/ Contracts Division, with the assistance of the Requisitioner/User, shall coordinate further discussions with the identified highest ranking Offerors, including the scheduling of a pre-award interview to clarify any final matters. Cost details from such highest ranking Offerors may be obtained on a RC4400 and/or other approved cost sheet. The Professional Services/ Contracts Division shall also obtain such other information from the highest ranking Offerors as necessary to enable an understanding of the basis of the final cost and/or as otherwise requested by the Evaluation Committee. The profit will be negotiated separately from the cost. The Professional Services/ Contracts Division shall complete the Price Analysis Documentation and forward such documentation, together with all other information received with respect to the subject Offerors to the Evaluation Committee.

Upon obtaining the foregoing information, the Evaluation Committee shall re-evaluate the identified highest ranking Offerors, first individually by each member then collectively as a group, to determine the Offeror whose proposal will be most advantageous to Metra based

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		3	31

**PROFESSIONAL SERVICE CONTRACTS
 (GRANT-FUNDED, NON-BROOKS)**

on the Evaluation Criteria. The Professional Services/Contracts Division shall continue to negotiate with such selected Offeror to determine the compensation that is fair and reasonable, taking into account the scope, complexity, and professional nature of the services. The Professional Services/Contracts Division will also perform a Cost Analysis of the fee of the Offeror’s proposal before entering into a Professional Service Contract in order to measure the cost reasonableness of the subject proposal.

Contracts with respect to a given RFP will be generally awarded on a maximum compensation basis, and will reflect a specified maximum amount, payment schedule, and method of payment. Advance payments prior to the incurrence of costs by the Offeror are prohibited. If no contract can be concluded with the highest ranking Offeror, negotiations will be formally terminated with that Offeror and new negotiations will be undertaken with the second highest ranking Offeror (and so on). Upon completion of the foregoing negotiations, the Professional Services/Contracts Division shall prepare, and have internally approved, a Professional Service Contract to be executed by the selected Offeror. No Professional Service Contract shall exceed five (5) years including options, if any. No portion of the work to be performed by Consultant pursuant to a Professional Service Contract may be assigned to a subcontractor unless explicitly approved in advance by the Requisitioner/User. When a subcontractor is permitted to be utilized by the selected Consultant by the Requisitioner/User, and as a condition of such permission, the Consultant/subcontractor must submit: (a) the required cost details to the Professional Services/ Contracts Division using the RC4400 form; and (b) all such other information necessary to enable an understanding of the basis of the subcontract relationship and/or as otherwise requested by the Professional Services/Contracts Division.

The Professional Services/Contracts Division will maintain all substantive records and correspondence with respect to each RFP. Such records include, but are not limited to, the documentation relating to the rationale for the method of procurement, the selection of contract type, compensation method, the basis of Offeror selection/ rejection based on the Evaluation Criteria, Evaluation Committee rankings (individual and group) with respect to each Offeror (explaining any wide variances in scores) and the basis for the contract price. All such information shall be maintained by the Professional Services/Contracts Division in the respective procurement file (other than large maps, drawing and plans which are to be kept in respective department file).

Once a Professional Service Contract has been executed, the Requisitioner/User and the Professional Services/Contracts Division will continuously monitor Consultant’s compliance with the provisions of the Professional Service Contract. In the event of non-compliance by a Consultant, the Professional Services/Contracts Division will contact said Consultant and attempt to achieve rectification of the compliance deficiencies. If said Consultant is unresponsive, or such deficiencies are not remedied, the Professional Services/ Contracts Division will take remedial actions with respect to the subject Professional Service

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		4	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

Contract, including without limitation termination of the Professional Service Contract, as necessary. The Professional Services/Contracts Division, in consultation with the Requisitioner/User department, will follow FTA guidelines where appropriate and Metra Administrative Operating Procedures regarding the appropriate actions associated with protest and disputes. (See PU-11-RC).

When the contract duration exceeds one year and provisional overhead rates have been used, the Professional Services/Contracts Division will annually request the audited rates from firms that have performed work in the prior year to establish fixed rates for the prior year's work. Metra will review the audited rates received to determine whether they are accepted or not. The accepted audited rates will then become the provisional rates for the current year. Any contract adjustments requiring a Change Order Request or Billing will be initiated by the Professional Services/Contracts Division. If rates are not accepted, the Materials Management Department will seek the appropriate information from the respective firm(s) to determine an acceptable audited rate. Overhead billed for the final contract year will be based on the audited rate selected by Metra, who shall have the option to use, at its sole and absolute discretion, an audited rate used under any prior contract year or an average of one or more prior audited rates, as Metra deems appropriate under the circumstances.

Upon completion of a project, the Requisitioner/User shall complete a Contract Completion Form and forward the completed form to the Professional Services/Contracts Division to be filed in the respective procurement file.

III. DEFINITIONS/ FORMS

Architectural & Engineering (A & E) Services: See Glossary.

Blue Folder: See Glossary.

Board Concurrence: See Exhibit I hereto.

Brooks Method: See Glossary.

Canvass: See Glossary.

Capital Funds/Capital Funding: See Glossary.

Checklist - RFP's: See Exhibit II hereto.

Clarification: See Glossary.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		5	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

Contact Person means the individual(s) with technical expertise and/or experience in the subject matter of the RFP, selected and designated by the Requisitioner/User, in cooperation with the Professional Services/Contracts Division, to respond to the technical inquiries of Offerors.

Consultant: See Glossary.

Contract Completion Form: See Exhibit III hereto.

Cost Analysis: See Glossary.

Cost Estimate: See Glossary.

Discussion: See Glossary.

Evaluation Committee means a group of individuals selected and designated by Requisitioner/User, in cooperation with the Professional Services/Contracts Division, for their expertise in the subject matter of the respective solicitation.

Evaluation Criteria means a clear and accurate description prepared by the Requisitioner/User of: (a) all technical requirements of the subject professional services to be acquired; (b) all required or requested experience and expertise qualifications; (c) all key elements (if any) required by Requisitioner/User; (d) all other considerations to be used in making the award of the subject Professional Service Contract; and (e) as necessary or desired by the requesting division/department, a relative weighted value of importance for each of the foregoing criteria to be used by the Evaluation Committee when reviewing Offeror proposals received with respect to the subject project.

Insurance Requirement Request Form: See Exhibit IV hereto.

Negotiation: See Glossary.

Notice to Proceed Letter: See Exhibit V hereto.

Offeror means the subject potential vendor with respect to a given RFP. Once an Offeror has entered into a Professional Service Contract with Metra said Offeror will be deemed a Consultant for purposes of this procedure.

Price Analysis Documentation: See Exhibit VI hereto.

Proposal Tabulation Bid Sheet: See PU-04-RC, Informal Quotations And Award, Exhibit I (Form RC737).

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		6	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

Purchase Requisition Form: See PU-02-RC, Requisitioning of Materials and Services, Exhibit I (Form RC73).

Qualified Range: See Glossary.

Request for Proposals ("RFP"): See Exhibit VII hereto. The initial draft of the RFP shall be completed by the Requisitioner/User. The Professional Services/Contracts Division shall review the initial draft of the RFP pursuant to the procedures below, and shall draft the formal RFP to be submitted to Offerors for proposal.

Recommendation Memo: See Exhibit VIII hereto.

Requisitioner/User means the individual(s), holding the requisite authority, preparing and submitting an RFP on behalf of the requesting department/division.

Responsibility Determination Form: See Exhibit IX hereto.

Routing Slip: See Exhibit X hereto.

IV. GENERAL RESPONSIBILITIES

Accounts Payable

- Processes invoices and encumbers funds.

Accounts Receivable

- Receive notice from the Professional Services/Contracts Division that, after Materials Management review and approval of an audited rate, the rate results in Metra being owed money.
- Prepare and submit Bill to the consultant for payment.
- Receive and process payment from consultant as appropriate.
- Notifies General Development that payment from consultant has been received and handled as appropriate.

Office of Business Diversity and Civil Rights (OBDCR)

- Reviews RFPs for compliance with applicable Affirmative Action/Disadvantaged Business Enterprise ("DBE") guidelines.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		7	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

- Supplies memorandum to Professional Services/Contract Division advising that a particular Offeror is in compliance with all applicable DBE guidelines and that any necessary DBE certification is on file.
- Reviews final Professional Service Contract for compliance with all applicable DBE guidelines and notifies Professional Services/Contract Division of compliance or non-compliance.

Deputy Executive Director

- Reviews Professional Service Contracts and approves as appropriate.

Executive Director

- Reviews Professional Service Contracts and approves as appropriate.

Evaluation Committee

- Reviews proposals.
- Members of the Evaluation Committee initially independently rank each Offeror based upon Evaluation Criteria.
- Members of the Evaluation Committee then meet to discuss independent rankings of Offerors and, through their discussions, obtain an initial consensus ranking with respect to each Offeror.
- Identifies no less than the three highest ranked Offerors with which Professional Services/Contracts Division shall engage in further discussions with.
- After pre-award interviews, re-evaluate independent and consensus rankings of Offerors, as necessary.
- Identifies highest ranking Offeror (and order of subsequently ranked Offerors) with which Professional Services/Contracts Division shall attempt to negotiate a final Professional Service Contract.
- Reviews other information, if any, obtained by Professional Services/Contracts Division from selected highest-ranked Offeror.
- Forwards all substantive records and correspondence with respect to each RFP, including the information identified in Section II above, to Professional Services/Contracts Division for filing in respective procurement file.

General Development Department

- Where capital funds (other than Section 8 funding) are involved, provides detailed guidance on Professional Service Contract requirements, reviews Professional Service

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		8	31

**PROFESSIONAL SERVICE CONTRACTS
 (GRANT-FUNDED, NON-BROOKS)**

Contracts for compliance with said requirements, and obtains funding concurrence as required.

- Receive notice from the Using Department, after Materials Management reviewed and approved of an audited overhead rate, that Metra owes money to a consultant whose contract is FTA funded. Receive, from the Using Department, a Change Order Request for the payment due to the consultant.
- Receive notice from Materials Management that the audited overhead rate results in Metra being owed money,
- Receive notice from Accounts Receivable that a Bill has been issued to the consultant for an amount due.
- Accounts Receivable notifies General Development that payment has been received and handled as appropriate.

Law Department

- Reviews Professional Service Contracts for legal compliance and provides clearance as appropriate.

Professional Services/Contracts Division

- Approves the Evaluation Criteria prepared by Requisitioner/User.
- In concert with Requisitioner/User, identifies Evaluation Committee and Contact Person.
- Performs overall staff management, coordination, processing, execution and filing of Professional Service Contract, including coordination of the RFP's components, and issues of solicitation.
- In concert with Requisitioner/User, schedules and hosts the pre-proposal conferences (as necessary), to clarify RFP requirements and answer questions from potential Offerors.
- Reviews the initial RFP and prepares the formal RFP. Assures that there is a statement of work that clearly, accurately and unambiguously describes the technical requirements for the service(s) to be procured.
- Prepares solicitation advertisement and facilitates the placement of such advertisement in a newspaper of general circulation.
- Identifies target Offerors (if any) from Metra's vendor database to receive e-mails regarding solicitation and facilitates such e-mails.
- Receives proposals, performs initial review, and completes a Responsibility Determination Form with respect to each proposal.
- Upon receiving a single proposal in response to a solicitation, it should be determined if competition was adequate. This should include a review of the specifications for undue restrictiveness and will include a canvas of potential sources that chose not to submit a proposal. A determination is to be made to either re-solicit or continue with the award

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		9	31

**PROFESSIONAL SERVICE CONTRACTS
 (GRANT-FUNDED, NON-BROOKS)**

based upon the information obtained in the review. The canvas conducted by Materials Management is to be maintained in the contract file.

- In concert with Requisitioner/User, schedules and hosts pre-award interviews (as necessary).
- Coordinates correspondence, if any, between Offerors and Contact Person.
- Obtains other information requested by the Evaluation Committee from selected highest-ranked Offeror(s).
- Obtains and/or performs pre-award Cost Analysis of proposals, in consultation with the Requisitioner/User, to determine the reasonableness of the final Offeror’s costs.
- Negotiates and coordinates award of final Professional Service Contract to highest ranked Offeror(s) (or subsequently ranked Offeror(s), as applicable).
- Coordinates on-going administrative duties that are not directly related to the monitoring of the work performance, such as correspondence meeting minutes.
- Upon notification from Requisitioner/User, attempts to obtain compliance with Professional Service Contract provisions from non-complying Consultants and/or takes remedial actions with respect to the subject Professional Service Contract (including without limitation cancellation of the Professional Service Contract) as necessary.
- Completes Checklist-RFP’s for each RFP.
- Maintain all substantive records and correspondence with respect to each RFP, including the information identified in Section II above, in respective procurement file (other than large maps, drawing and plans which are to be kept in respective department file).
- Annually, typically in January after the prior calendar year, request from Using Department(s) a list of firm(s) that have performed services utilizing provisional rates in the prior year.
- Receive list of firm(s) from the Using Department(s) that have performed services in the prior calendar year and send a letter to those firm(s) requesting their audit rates for the prior year.
- Receive audited rates from the firm(s) and forward the rates to Materials Management.
- Follow-up with firm(s) that have not submitted their audited rates. If they fail to submit the requested audited rates, initiate the Contractual Breach process as provided per the respective contract Terms and Conditions.
- If Materials Management requires additional financial information to verify a firm’s audited rates, request such information,
- If the audited rates, after review and approval by Materials Management, results in Metra owing money to a firm, receive from the Using Department a Change Order Request to provide for payment due to the firm. Follow PU-10-RC, (Change Orders) to process the Change Order Request.
- Request firm to submit an invoice for the amount owed them based upon the approved audited rate.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		10	31

**PROFESSIONAL SERVICE CONTRACTS
 (GRANT-FUNDED, NON-BROOKS)**

- Receive notice from Materials Management that the audited rate indicates Metra is owed money.
- Notify firm that based upon review of their audited rate, they owe Metra money. If the firm disagrees, review additional financial information they provide and negotiate a final accepted audited rate.
- Notify Accounts Receivable to issue a Bill to the firm.

Material Management Department

- Reviews Professional Service Contracts and approves as appropriate.
- Receive list of firm(s) from Professional Services/Contracts Division that have performed services in the prior calendar year and utilized provisional rates for those services.
- Receive audited overhead rates from the firm(s) identified assuming provisional rates for services rendered the prior year.
- Review rates received from identified firms. Determine whether a respective firm’s audited rate is appropriate or not. If appropriate and the rate results in Metra owing money to the firm, notify Professional Services/Contracts Division to request a Change Order from the Using Department, or, if appropriate, and the rate results in Metra is being owed money, notify Professional Services/Contracts Division to request a Bill be issued to the firm by Metra’s Accounts Receivable Department.
- If a rate is not appropriate, request Professional Services/Contracts Division to request additional financial information from the firm(s) to verify its rate,

Requisitioner/User

- Establishes project objectives, the tentative scope of work, and the Evaluation Criteria.
- Determines budgetary support limits and tentative project scheduling.
- Prepares initial Purchase Requisition and RFP.
- Prepares is a statement of work that clearly, accurately and unambiguously describes the technical requirements for the service(s) to be procured.
- Prepares an independent Cost Estimate.
- Determines the importance of contract completion or milestone date(s) so that the appropriate actions can be taken if noncompliance of the terms has occurred.
- Submits the RFP to OBDCR for review of compliance with applicable DBE guidelines.
- Submits the RFP reviewed by OBDCR to the General Development Department for review of compliance with applicable funding guidelines. Identifies appropriate funding account(s) and inputs onto the Purchase Requisition.
- Submits the RFP reviewed by the General Development Department to the Professional Services/Contracts Division.
- Submits list of additional prospective proposed Offerors, if any.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		11	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

- In concert with Professional Services/Contracts Division, identifies Evaluation Committee for review of proposals and Contact Person to answer technical-related questions from prospective Offerors.
- Monitors contract performance by Offeror and notifies Professional Services/Contracts Division upon completion or non-compliance.
- Annually, typically in January after the prior calendar year, receive from Professional Services/Contracts Division a request for a list of firm(s) that have performed services utilizing provisional rates in the prior year.
- Submit list of firm(s) that have performed services in the prior calendar year to Professional Services/Contracts Division.
- If the audited overhead rates, after review and approval by Materials Management, result in Metra owing money to a firm, initiate a Change Order Request to facilitate payment to the firm.

Risk Management

- Determines insurance requirements for Professional Service Contracts when requested by the Using Department/Requisitioner.

Sr. Division Director General Administration

- Reviews Professional Service Contracts and approves as appropriate.

V. INSTRUCTIONS

A. Request for Proposal Preparation

<u>Responsible Party</u>	<u>Action</u>
Requisitioner/User	1. ○ Prepare initial RFP, indicating the project's background and objectives, scope, estimated time schedule, required project documents, the specific Evaluation Criteria for the subject project, is a statement of work that clearly, accurately and unambiguously describes the technical requirements for the service(s) to be procured, and all other cost and non-cost related considerations the Requisitioner/User deems relevant for the award of a Professional Service Contract.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		12	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

Responsible Party

Action

- Prepare Cost Estimate to establish a base cost for budgetary purposes and attach to the initial RFP.

○ Prepare Purchase Requisition Form, and attach to the initial RFP.

○ Forward Cost Estimate, Purchase Requisition and initial RFP in accordance with FI-02-RC for approval.

○ Consult with OBDCR on DBE requirements, if any, to be included in initial RFP.

○ Forward initial RFP and attachments to General Development Department for review of grant numbers and grant assignments.

- General Development Department 2.

○ Review Purchase Requisition for grant numbers and grant assignments.

○ Forward Purchase Requisition, initial RFP and attachments to the Professional Services/ Contracts Division.

- Requisitioner/User (upon rejection of initial RFP from Professional Services/ Contracts Division) 3.

○ Provide all additional information/revise submitted initial RFP as requested by Professional Services/Contract Division.

○ Consult with OBDCR on additional DBE requirements, if any, to be included in revised initial RFP.

○ Forward Purchase Requisition, revised initial RFP and attachments to General Development Department for review of revisions to grant numbers and grant assignments.

○ Complete applicable sections of Checklist - RFP's, if any.

- General Development Department (upon rejection of initial RFP from Professional Services/ 4.

○ Review Purchase Requisition, revised initial RFP for revisions to grant numbers and grant assignments.

○ Forward Purchase Requisition, revised

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		13	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

<u>Responsible Party</u>	<u>Action</u>
Contracts Division)	initial RFP and attachments to the Professional Services/Contracts Division.

V. INSTRUCTIONS (Continued)

B. Solicitation of Proposals

<u>Responsible Party</u>	<u>Action</u>
Professional Services/ Contracts Division (review of initial RFP)	<p>1.</p> <ul style="list-style-type: none"> ○ Receive and review the Purchase Requisition and initial RFP (including all Evaluation Criteria) and all appropriate attachments from General Development Department. ○ Request Cost Estimate from Materials Department and/or the Requisitioner/User if not attached to initial RFP. ○ If submitted initial RFP is approved, consult with Requisitioner/User to select Evaluation Committee and Contact Person and proceed to step (B)(2) below. ○ If submitted initial RFP is not approved for any reason, forward subject initial RFP and all appropriate attachments back to Requisitioner/User with comments for revisions and re-submittal (proceed to back to step (A)(3) above). ○ Complete applicable sections of Checklist - RFP's, if any.
Professional Services/ Contracts Division (preparation of formal RFP/advertisement)	<p>2.</p> <ul style="list-style-type: none"> ○ Prepare the formal RFP, which should include at least the following in the project description: overview, objectives, scope, estimated time schedule, reporting requirements, required projects documents, DBE requirements (if any), the procurement method, Evaluation Criteria and Contact Person. ○ Forward any modifications to the initial

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		14	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

Responsible Party

Action

Professional Services/
Contracts Division (after
advertisement/ mailing of
solicitations for proposals)

5.

- Complete applicable sections of Checklist - RFP's, if any.
- Schedule and host, if necessary, a pre-proposal conference and answer questions from potential Offerors to clarify requirements.
- Notify Evaluation Committee and appropriate division/department/offices of conference, if any.
- Have Contact Person and any other appropriate Metra staff available to answer questions on any portion of the formal RFP.
- Complete applicable sections of Checklist - RFP's, if any.

C. Selection of Consultant

Responsible Party

Action

Professional Services/
Contracts Division

1.

- Receive proposals, record the names of the Offerors on the Proposal Tabulation Bid Sheet, and indicate respective due date.
- Open proposals in the presence of a witness on the due date.
- Review each proposal for general responsiveness, responsibility, completeness, and compliance with instructions.
- Complete Responsibility Determination Form for each proposal and file completed form in respective procurement file.
- Forward copies of proposals accepted for consideration to OBDCR (as applicable) for review.
- Forward copies of proposals accepted for consideration (after approval by OBDCR, as applicable) to Evaluation Committee for review.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		16	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

<u>Responsible Party</u>	<u>Action</u>
OBDCR	<p>2.</p> <ul style="list-style-type: none"> ○ Complete applicable sections of Checklist - RFP's, if any. ○ Receive and review copies of accepted proposals from Professional Services/ Contracts Division. ○ Prepare memo for distribution to the Requisitioner/User, members of Evaluation Committee and to Professional Services/Contract Division detailing which Offerors, if any, are not in compliance with DBE requirements.
Evaluation Committee	<p>3.</p> <ul style="list-style-type: none"> ○ Receive and review copies of the proposals from Professional Services/Contracts Division. ○ Receive and review memo from OBDCR regarding Offeror compliance with DBE requirements (as applicable). ○ Have members of Evaluation Committee initially independently rank proposals from Offerors in compliance with the Evaluation Criteria. ○ Have members of the Evaluation Committee meet to discuss independent rankings of Offerors and, through their discussions, obtain an initial consensus ranking with respect to each Offeror. ○ Identify no less than the three highest ranked Offerors (if possible) and provide Professional Services/Contracts Division with list of such Offerors. ○ Prepare and maintain supporting documents regarding Evaluation Committee's selection of Offerors. ○ Send any and all written correspondence with Offerors through the Professional Services/ Contracts Division. ○ Identify any additional cost or non-cost information with respect to an Offeror(s) to

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		17	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

<u>Responsible Party</u>	<u>Action</u>
Professional Services/ Contracts Division	<p>be requested or otherwise obtained by Professional Services/Contracts Division and provide Professional Services/Contracts Division with list of such information.</p> <p>4.</p> <ul style="list-style-type: none"> ○ Receive and review list of highest ranked Offerors from Evaluation Committee. If less than two Offerors, conduct a canvass and document findings. ○ Receive and review list of additional information with respect to an Offeror(s) requested by Evaluation Committee (as applicable). ○ Obtain all other information with respect to an Offeror(s) requested by Evaluation Committee and forward such information to Evaluation Committee for review (as applicable). ○ Notify selected Offerors of their inclusion on a short list and coordinate possible meeting dates with each such Offeror. ○ Schedule and host, if necessary, a pre-award interview to resolve and clarify any final questions or other matters. ○ As necessary, request cost detail from the highest-ranked Offerors on a RC4400 and/or other approved cost sheet. ○ Complete Price Analysis Documentation for highest ranked Offeror's proposal. ○ Document all correspondence and discussions with Offerors, including substantive details of discussions with Offerors, and maintain all such records. ○ Complete applicable sections of Checklist - RFP's, if any.
Evaluation Committee	<p>5.</p> <ul style="list-style-type: none"> ○ Receive and review all other information received from Professional Services/Contracts Division regarding

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		18	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

Responsible Party

Action

Offerors.

- o Have members of Evaluation Committee independently re-evaluate and re-rank proposals from each of the Offerors, as necessary based on new information.
- o Have members of the Evaluation Committee meet to discuss revised independent rankings of each of the Offerors, as necessary, and through their discussions, obtain a revised consensus ranking with respect to each Offeror.
- o Identify highest ranked Offeror and ranking of remaining Offerors (if any) and provide Professional Services/Contracts Division with list of such Offerors.
- o Prepare and maintain supporting documents regarding Evaluation Committee’s re-evaluation and re-ranking of Offerors.
- o Compile all records connected with the evaluation and re-evaluation of each proposal, including without limitation all documentation relating to the basis of Evaluation Committee’s Offeror selection/rejection based on the Evaluation Criteria and Evaluation Committee’s rankings (individual and group) with respect to each Offeror.
- o Forward all records connected with the evaluation and re-evaluation of each proposal to Professional Services/Contracts Division for inclusion in respective procurement file.

Requisitioner/User and Professional Services/Contracts Division

6.

- o Receive and review list identifying highest ranked Offeror and ranking of remaining Offerors (if any).
- o Negotiate the offer/Professional Service Contract with the highest ranked Offeror. In the event Professional Services/Contracts

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		19	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

Responsible Party

Action

- Division is unable to reach an agreement with such Offeror, terminate negotiations with such Offeror and enter into negotiations with the next highest ranking Offeror (and so on).
- Notify the Offerors which were not selected, by letter, that they will not be considered any further unless a candidate is not selected from the higher ranked Offerors.
 - Document all correspondence and discussions with Offerors, including substantive details of discussions with Offerors, and maintain all such records.
 - If through negotiations, information on the RC4400 changes or will change, then require the Offeror to submit an updated RC4400 form (proceed to step (C)(7) below).
- Professional Services/ Contracts Division 7.
- Obtain the terms of the negotiated offer in writing from the Offeror.
 - Perform a revised Cost Analysis, as necessary, with respect to the negotiated offer and measure the cost reasonableness of negotiated offer.
 - For each Offeror selected, prepare a Recommendation Memo to the Executive Director, containing an executive summary and including: a description of the Professional Service Contract, the purpose of the Professional Service Contract, the number of proposals received, the source of funding related to the Professional Service Contract, the total and incremental costs of the Professional Service Contract, the detailed basis for selection (including evidence of Evaluation Committee's ranking of such Offeror), and the specific reasons for the recommendation of the

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		20	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

Responsible Party

Action

highest ranking Offeror to obtain Board concurrence.

- Obtain Board Concurrence.
- File a summary of the Cost Analysis with other significant and/or supporting documentation in respective procurement file.
- Receive all records connected with the evaluation and re-evaluation of each proposal from Evaluation Committee and file such records in respective procurement file.
- Complete applicable sections of Checklist - RFP's, if any.

D. Awarding the Contract

Responsible Party

Action

Professional Services/
Contracts Division

1.

- After receiving Board Concurrence, prepare two original copies of the Professional Service Contract with appropriate detailed information, must include contract type and compensation method, for Blue Folder circulation.
- Prepare all other appropriate documents for Blue Folder circulation.
- Concurrently with the preparation of the Blue Folder documents, obtain the selected Offeror's signature on two original copies of the Professional Service Contract.
- Once all documentation is with the Blue Folder, internally route as set forth on the Routing Slip.
- Complete applicable sections of Checklist - RFP's, if any.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		21	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

<u>Responsible Party</u>		<u>Action</u>
OBDCCR	2.	<ul style="list-style-type: none"> ○ Review prepared Professional Service Contract in the Blue Folder received from Professional Services/Contracts Division to ensure all DBE required attachments, if any, have been incorporated in the Professional Service Contract correctly and, if so, forward Blue Folder to General Development Department. ○ If required attachments have not been incorporated into the Professional Service Contract, include a copy of the all such required attachments in Blue Folder and forward Blue Folder to General Development Department (proceed to step (D)(14) below)t.
General Development Department	3.	<ul style="list-style-type: none"> ○ Review and approve all appropriate documents in the Blue Folder received from OBDCCR. ○ If changes to any document(s) in the Blue Folder is required, route the Blue Folder back to Professional Services/Contracts Division for changes (proceed to step (D)(4) below). ○ Forward any appropriate documentation to the FTA and/or IDOT for concurrences, as necessary. ○ When concurrences are received from FTA and/or IDOT, forward Blue Folder to Accounts Payable (proceed to step (D)(5) below).
Professional Services/ Contracts Division	4.	<ul style="list-style-type: none"> ○ If changes are required from General Development Department make requested corrections on appropriate documents in the Blue Folder and return Blue Folder to General Development Department for concurrence. ○ Complete applicable sections of Checklist - RFP's, if any.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		22	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

<u>Responsible Party</u>		<u>Action</u>
Accounts Payable	5.	<ul style="list-style-type: none"> ○ Review all appropriate documents in the Blue Folder received from General Development Department. ○ Prepare and file all necessary documents to encumber funds. ○ Forward Blue Folder to Risk Management.
Risk Management	6.	<ul style="list-style-type: none"> ○ Review prepared Professional Service Contract in the Blue Folder received from Accounts Payable to ensure all applicable insurance requirement attachments, if any, have been incorporated in the Professional Service Contract and, if so, forward Blue Folder to Professional Services/Contracts Division. ○ If required attachments have not been incorporated into the Blue Folder, include a copy of the all such required attachments in Blue Folder and forward Blue Folder to Professional Services/ Contracts Division (proceed to step (D)(14) below).
Professional Services/ Contract Division	7.	<ul style="list-style-type: none"> ○ Receive Blue Folder from Risk Management. ○ Insert signed Professional Service Contract into Blue Folder. ○ If Professional Service Contract is a corporate administrative contract valued over \$10,000 and requires approval, forward Blue Folder to the Sr. Division Director General Administration (proceed to step (D)(8) below), otherwise, proceed to step (D)(9) below. ○ Complete applicable sections of Checklist - RFP's, if any.
Law Department	8.	<ul style="list-style-type: none"> ○ Review all appropriate documents in the

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		23	31

**PROFESSIONAL SERVICE CONTRACTS
 (GRANT-FUNDED, NON-BROOKS)**

Responsible Party

Action

- Blue Folder received from Professional Services/Contract Division for legal compliance.
 - If any one or more of the documents in the Blue Folder require modification, alert and coordinate with Professional Services/ Contracts Division regarding required modifications to documents (proceed to step (D)(14) below).
 - Otherwise, if Law Department is satisfied with respect to legal compliance of contract, forward Blue Folder back to Professional Services/Contracts Division.

- 9. **Sr. Division Director General Administration (for corporate administrative contract valued over \$10,000)**
 - Review all appropriate documents in the Blue Folder received from Professional Services/ Contracts Division.
 - If any one or more of the documents in the Blue Folder require modification prior to acceptance by Sr. Division Director General Administration, alert and coordinate with Professional Services/Contracts Division regarding required modifications to documents (proceed to step (D)(14) below).
 - Otherwise, if Sr. Division Director General Administration is satisfied with the documents in the Blue Folder, approve contract and forward Blue Folder to Professional Services/Contract Division.

- 10. **Professional Services/ Contract Division**
 - Review all appropriate documents in the Blue Folder received from the Sr. Division Director General Administration (as applicable) and/or the Law Department.
 - Revise compilation of Blue Folder documents as necessary.
 - Forward revised Blue Folder documents to Material Management Department.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		24	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

<u>Responsible Party</u>	<u>Action</u>
Material Management Department	11. <ul style="list-style-type: none"> ○ Complete applicable sections of Checklist - RFP's, if any. ○ Review all appropriate documents in the Blue Folder received from Professional Services/ Contracts Division. ○ If any one or more of the documents in the Blue Folder require modification prior to acceptance by Material Management Department, alert and coordinate with Professional Services/Contracts Division regarding required modifications to documents (proceed to step (D)(14) below). ○ Otherwise, if Material Management Department is satisfied with the documents in the Blue Folder, present Blue Folder documentation to Deputy Executive Director for approval.
Deputy Executive Director	12. <ul style="list-style-type: none"> ○ Review all appropriate documents in the Blue Folder received from the Material Management Department. ○ If any one or more of the documents in the Blue Folder require modification prior to acceptance by Deputy Executive Director, alert and coordinate with Professional Services/Contracts Division regarding required modifications to documents (proceed to step (D)(14) below). ○ Otherwise, if Deputy Executive Director is satisfied with the documents in the Blue Folder, forward Blue Folder to the Executive Director/CEO for final approval.
Executive Director/CEO	13. <ul style="list-style-type: none"> ○ Review, as final approval, all appropriate documents in the Blue Folder received from Deputy Executive Director. ○ If any one or more of the documents in

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		25	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

Responsible Party

Action

the Blue Folder require modification prior to acceptance by Executive Director/CEO, alert and coordinate with Professional Services/ Contracts Division regarding required modifications to documents (proceed to step (D)(14) below).

- Otherwise, if Executive Director/CEO is satisfied with the documents in the Blue Folder, grant final approval of the Professional Service Contract and forward approved Professional Service Contract and remainder of Blue Folder to Professional Services/ Contracts Division (proceed to step (D)(15) below).

Professional Services/
Contract Division (upon rejection of Blue Folder documents by OBDCR/ Risk Management/ Sr. Division Director General Administration/ Law Department/ Material Management Department/ Deputy Executive Director/ and/or Executive Director/CEO)

14.

- Coordinate with OBDCR/ Risk Management/ Sr. Division Director General Administration/ Law Department/ Material Management Department/ Deputy Executive Director/ and/or Executive Director/CEO (as applicable) regarding required modifications to documents, then proceed to step (D)(15) below.
- Complete applicable sections of Checklist - RFP's, if any.

Professional Services/
Contracts Division

15.

- Process the approved Professional Service Contract.
- Distribute signed copies of approved Professional Service Contract as follows:
 - a. Selected Offeror - original, hand signed, w/cover letter and appropriate exhibits requesting insurance certificates to be submitted to Professional Services/ Contracts Division,
 - b. Requisitioner/User - copy of original Professional Service Contract along with

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		26	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

Responsible Party

Action

- any exhibits.
- c. Accounts Payable - copy of Professional Service Contract(s), Account Data Sheet, and Purchase Requisition.
- d. General Development Department - if grant funded, copy of Professional Service Contract and Account Data Sheet.
- e. Retain in respective procurement file - original, hand signed, with any exhibits.
 - o Receive and review Offeror's required insurance certificates. Forward copies of such certificates to Risk Management Division and/or OBDCR (if DBE participation is required) for approval.
 - o Otherwise, Risk Management Division and/or OBDCR (as applicable) approve received insurance certificates, issue a Notice to Proceed Letter to selected Offeror.
 - o Notify remaining non-selected Offerors by letter of decision to proceed with selected Offeror.
 - o Compile all records connected with the history of the subject RFP procurement , including without limitation all documentation relating to the rationale for the method of procurement, the selection of Professional Service Contract type, the basis of Evaluation Committee's Offeror selection/ rejection based on the Evaluation Criteria, Evaluation Committee's rankings (individual and group) with respect to each Offeror and the basis for the contract price.
 - o File all of the foregoing records in respective procurement file (other than large maps, drawing and plans which are to be kept in respective department file).
 - o Finalize Checklist - RFP's and file in

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		27	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

Responsible Party

Action

respective procurement file.

E. Administration of Contract

Responsible Party

Action

Requisitioner/User

1.

- o Monitor Consultant’s compliance with the Professional Service Contract for the following:
 - a. Timely submission of periodic progress reports in degree of detail required by the Professional Service Contract.
 - b. Verification of the progress reported by the Consultant with the Professional Service Contract time schedule.
 - c. Acceptance of the quality of work conforming to standards prescribed by the Professional Service Contract.
 - d. Preparation of the invoices in accordance with the pricing/ payment schedule supported by adequate documentation to verify amount claimed.
- o Notify Professional Services/Contracts Division if the Consultant has not complied with the Professional Service Contract, as necessary (proceed to step (E)(3) below).
- o Provide annual listing of firms that performed work in the prior year to Professional Services/Contracts Division.
- o Prepare a Change Order Request if Materials Management determines that annual audited rates results in Metra owing money to a firm.
- o At the conclusion of the Professional Service Contract, evaluate the Consultant’s performance, complete the Contract Completion Form, and forward

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		28	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

Responsible Party

Action

completed form to Professional Services/Contract Division (proceed to step (E)(2) below).

Professional Services/
Contracts Division

2.
 - o Annually request from the appropriate Using Department a list of firms that have performed work in the prior year.
 - o Receive from the appropriate Using Department a list of firms that have performed work in the prior year and forward the listing to Materials Management.
 - o Receive from Materials Management, after its review of audited rates is completed, a list of firms that either Metra owes money, or the firms owe Metra money.
 - o If Metra owes money to a firm, notify the Using Department to initiate a Change Order Request and request the firm to submit an invoice to Metra Accounts Payable Department for the specific amount owed them.
 - o If a firm owes Metra money, notify the firm that based upon review of their audited rate, they owe Metra money. If the firm disagrees, review additional financial information they provide and negotiate a final accepted audited rate.
 - o Notify Accounts Receivable to process a Bill for the appropriate amount due.
 - o Receive and review completed Contract Completion Form.
 - o File completed Contract Completion Form in respective procurement file.

Accounts Receivable

3.
 - o Receive notification from Professional Services/Contracts Division to issue a Bill based upon audited rates' review.
 - o Issue Bill to the respective firm.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		29	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

<u>Responsible Party</u>	<u>Action</u>
<p>General Development Department</p>	<p>4. <ul style="list-style-type: none"> o Receive payment from the respective firm and send notification to General Development Department of payment receipt. o Receive notification from Accounts Receivable of payment based upon determination of a firm's annual audited rate. </p>
<p>Professional Services/ Contracts Division (as applicable and as necessary)</p>	<p>5. <ul style="list-style-type: none"> o Receive notification of non-compliance from Requisitioner/User. o Contact the Consultant in writing to attempt to achieve the Consultant's rectification of the compliance deficiencies. o Receive report on Consultant's intent and monitor compliance efforts. o If Consultant response/action satisfactory, notify the Requisitioner/User of the Consultant's intent and request follow-up information on the Consultant's progress (proceed to step (E)(1) above). o Otherwise, either take further remedial action as permitted by Metra Administrative Operating Procedures, or take actions to terminate the Professional Service Contract (See PU-12-RC, Termination of Contracts for Goods and Services), and notify Requisitioner/User of actions taken. </p>

VI. EXHIBITS

- Exhibit I: Board Concurrence
- Exhibit II: Checklist - RFP's
- Exhibit III: Contract Completion Form
- Exhibit IV: Insurance Requirement Request Form
- Exhibit V: Notice to Proceed Letter

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		30	31

**PROFESSIONAL SERVICE CONTRACTS
(GRANT-FUNDED, NON-BROOKS)**

- Exhibit VI: Price Analysis Documentation
- Exhibit VII: Request for Proposals (“RFP”)
- Exhibit VIII: Recommendation Memo
- Exhibit IX: Responsibility Determination Form
- Exhibit X: Routing Slip

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
6	10-31-12	Materials Management		31	31



**ARCHITECTURAL AND ENGINEERING
 SERVICES CONTRACTS
 (BROOKS METHOD)**

I. PURPOSE

This procedure sets forth policies and instructions for acquiring, administering, and terminating contracts for Architectural and Engineering (“A & E”) services by Metra, regardless of funding source. The services being solicited are directly in support of, directly connected to, directly related to, or lead to construction, alteration, or repair of real property.

II. POLICY:

GENERAL:

A & E services are acquired by Metra using the "Brooks" procurement method regardless of funding source. However, Circular 4220.1F applies to each Federal Transit Administration (“FTA”) recipient of Federal assistance when it uses FTA assistance for third party contracts. Also, Metra requires that all third party contracts include provisions adequate to form a sound and complete agreement.

The Brooks procurement method is based on the award of contracts for services such as A & E services (the nature of the work to be performed and its relationship to construction, not the nature of the prospective contractor, determine whether qualification-based procurement procedures may be used) using a qualifications-based procurement analysis. A & E services, the term means: (A) professional services of an architectural or engineering nature, as defined by state law, if applicable, that are required to be performed or approved by a person licensed, registered, or certified to provide the services described in this paragraph; (B) professional services of an architectural or engineering nature performed by contract that are associated with research, planning, development, design, construction, alteration, or repair of real property; and (C) other professional services of an architectural or engineering nature, or incidental services, which members of the architectural and engineering professions (and individuals in their employ) may logically or justifiably perform, including studies, investigations, surveying and mapping, tests, evaluations, consultations, comprehensive planning, program management, conceptual designs, plans and specifications, value engineering, construction phase services, soils engineering, drawing reviews, preparation of operating and maintenance manuals, and other related services.

FTA funded third party contracts exceeding \$100,000 must include administrative, contractual, or legal remedies for violations or breach of the contract by the third party contractor. Termination for cause and termination for convenience provisions must be included in contracts exceeding \$10,000. If there is a liquidated damages provision in a proposed contract, any liquidated damages recovered shall be credited to the project

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		1	31

**ARCHITECTURAL AND ENGINEERING
 SERVICES CONTRACTS
 (BROOKS METHOD)**

account involved unless the FTA permits otherwise. When progress payments are utilized, the solicitation documents must indicate that Metra will receive title to property (materials, work in progress, and finished goods). Advance Payments are prohibited to a third party contractor before the contractor has incurred the cost for which the payments would be attributable. However, the FTA does occasionally make exceptions to the prohibitions if the recipient can provide sound business reasons for doing so and has obtained FTA's advance written concurrence.

Price is not a factor in determining the most qualified Offeror. Instead, each Offeror's qualifications are evaluated and the most qualified Offeror is selected subject to the negotiation of fair and reasonable compensation. Metra does not utilize Design-Build type contracts.

Proposals will be evaluated, negotiated, selected and any award shall be made in accordance with the criteria and procedures described below. The approach and procedures are those which are applicable to a competitive negotiated procurement whereby proposals are evaluated to determine which proposals are within a competitive range. Discussions may then be carried out with Offerors within the competitive range. The Offeror selected will be the Offeror whose proposal is found to be most advantageous to Metra, based upon consideration of the Evaluation Criteria. Negotiate the offer/contract with the highest ranked Offeror. In the event the Professional Services/Contracts Division is unable to reach an agreement with such Offeror, terminate negotiations with such Offeror and enter into negotiations with the next highest ranking Offeror (and so on).

Metra personnel will maintain ethical standards in their professional activities. Metra personnel must avoid personal and organizational conflict-of-interest situations and avoid the appearance of such situations. Metra personnel are required to be familiar with Metra's ethics policies and all circumstances and persons covered by any type of conflict-of-interest situation.

Any proprietary information, methodology, or application that is contained in a proposal shall remain strictly confidential, will be screened for distribution only to those Metra personnel who require it for work directly connected with the project, and will not be distributed to persons not relevant to the project and not within reporting hierarchies at Metra which are relevant to the project. The confidentiality extends to the cost/profit figures contained in the proposals and the process of negotiations.

NARRATIVE DESCRIPTION OF PROCESS:

The process for a particular award of an A & E services contract will be described in the respective Request for Proposals ("RFP") prepared by the Requisitioner/User. Services

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		2	31

**ARCHITECTURAL AND ENGINEERING
 SERVICES CONTRACTS
 (BROOKS METHOD)**

which are not A & E services according to the Brooks Act, even though performed by an A & E firm, shall be considered professional services. (See PU-06-RC or PU-07-RC).

Each RFP will be submitted by the Requisitioner/User to the Professional Services/Contracts Division, together with a list of the specific Evaluation Criteria for the subject project, a statement of work that is clear and an accurate description of the technical requirements for the service(s) to be procured, and an independent Cost Estimate prepared by the Requisitioner/User to establish a base cost for budgetary purposes that is to incorporate and document an analysis as partial elements to rationalize the amount of the contract; foreseeable requirements, past and current usage, and possible procurement methods. The initial RFP prepared by the Requisitioner/User will be reviewed by the Professional Services/Contracts Division which, after such review and in concert with the Requisitioner/User, will prepare the formal RFP. A list of criteria with their order of importance will be included in the RFP. No dollar value of any project will be directly or indirectly solicited in the formal RFP. The formal RFP will be used by the Professional Services/Contracts Division for solicitation of proposals from Offerors. The solicitation documents must also include as an Exhibit the FTA required contract clauses.

Proposals with respect to a given RFP will be solicited through the use of advertisement in a newspaper of general circulation, e-mail notification to Offerors selected from Metra's vendor database, and posting on Metra's web site. The Professional Services/Contracts Division, with the assistance of the Requisitioner/User, may coordinate the scheduling of a pre-proposal conference to clarify requirements and answer questions from potential Offerors. Attendance at such pre-proposal conference by potential Offeror(s) is not mandatory and absence such a conference will not be used to find an Offeror non-responsive.

The evaluation of the proposals received with respect to a given RFP will be performed by the designated Evaluation Committee. RFP proposals will be first received by the Professional Services/Contracts Division and first opened, in the presence of a witness, on the appointed proposal due date. The Professional Services/Contracts Division will perform an initial review and complete a Responsibility Determination Form with respect to each proposal. Any potential Offeror which does not demonstrate that they are a responsive Offeror necessary to assure achievement of the RFP objectives may be eliminated from further consideration. Proposals accepted by the Professional Services/Contracts Division for consideration will be forwarded to the Evaluation Committee for review.

Each proposal accepted for consideration will be evaluated by the Evaluation Committee, first individually by each member, then collectively as a group, based on the Evaluation Criteria provided in the subject RFP. The Evaluation Committee shall make a preliminary evaluation of the submitted proposals to identify, normally, no less than the three highest

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		3	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

ranked Offerors based on the subject Evaluation Criteria with which the Professional Services/Contracts Division shall arrange to engage in further discussions.

The Professional Services/Contracts Division, with the assistance of the Requisitioner/User, shall coordinate further discussions with the identified highest ranking Offerors, including the scheduling of a pre-award interview to clarify any final matters. The Professional Services/Contracts Division shall also obtain such other information, other than cost information, necessary to evaluate the identified highest ranking Offerors and their respective proposals.

Upon obtaining the foregoing information, the Evaluation Committee shall re-evaluate the identified highest ranking Offerors, first individually by each member, then collectively as a group, to determine the Offeror whose proposal appears to be the best/most qualified to Metra based on the Evaluation Criteria. The Professional Services/Contracts Division shall continue to negotiate with such selected Offeror to determine compensation that is fair and reasonable, taking into account the scope, complexity, and professional nature of the services. Except in the case of Blanket RFPs, cost details from the highest ranking Offeror will be obtained on a RC4400 form after the evaluation process. For Blanket RFPs, a schedule of positions with the range of hourly rates including overhead and burden and any other costs to be determined will be obtained on a RC4400 form, from the highest ranking Offeror after the evaluation process. The Professional Services/Contracts Division shall complete the Price Analysis Documentation and forward such documentation, together with all other information received with respect to the subject Offeror to the Evaluation Committee. Metra will also perform a Cost Analysis of the fee of the Offeror's proposal before entering into a contract in order to measure the cost reasonableness of the subject proposal.

Contracts with respect to a given RFP will be generally awarded on a maximum compensation basis, and will reflect a specified maximum amount, payment schedule, and method of payment. Advance payments prior to the incurrence of costs by the Offeror are prohibited. If no contract can be concluded with the highest ranking Offeror, negotiations will be formally terminated with that Offeror and new negotiations will be undertaken with the second highest ranking Offeror (and so on). Upon completion of the foregoing negotiations, the Professional Services/Contracts Division shall prepare, and have internally approved, a contract to be executed by the selected Offeror.

The Professional Services/Contracts Division will maintain all substantive records and correspondence with respect to each RFP. Such records include, but are not limited to, the documentation relating to the rationale for the method of procurement, the selection of contract type, the basis of Offeror selection/rejection based on the Evaluation Criteria, Evaluation Committee rankings (individual and group) with respect to each Offeror

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		4	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

(explaining any wide variances in scores) and the basis for the contract price. All such information shall be maintained by the Professional Services/Contracts Division in the respective procurement file (other than large maps, drawing and plans which are to be kept in respective department file).

After contract execution and issuance of the Notice of Award by the Professional Services/Contracts Division, the Requisitioner/User and the Professional Services/Contracts Division will continuously monitor Consultant's compliance with the provisions of the contract. In the event of non-compliance by a Consultant, the Professional Services/Contracts Division will contact the Consultant and attempt to rectify the compliance deficiencies. If the Consultant is unresponsive, or such deficiencies are not remedied, the Professional Services/Contracts Division will take remedial action(s) with respect to the subject contract, including without limitation termination of the contract. The Professional Services/Contracts Division, in consultation with the Requisitioner/User department, will follow FTA guidelines where appropriate and Metra Administrative Operating Procedures regarding the appropriate actions associated with protest and disputes. (See PU-11-RC).

When the contract duration exceeds one year and provisional overhead rates have been used, the Professional Services/Contracts Division will annually request the audited rates from firms that have performed work in the prior year to establish fixed rates for the prior year's work. Metra will review the audited rates received to determine whether they are accepted or not. The accepted audited rates will then become the provisional rates for the current year. Any contract adjustments requiring a Change Order Request or Billing will be initiated by the Professional Services/Contracts Division. If rates are not accepted, the Materials Management Department will seek the appropriate information from the respective firm(s) to determine an acceptable audited rate. Overhead billed for the final contract year will be based on the audited rate selected by Metra, who shall have the option to use, at its sole and absolute discretion, an audited rate used under any prior contract year or an average of one or more prior audited rates, as Metra deems appropriate under the circumstances.

Upon completion of a project, the Requisitioner/User shall complete a Contract Completion Form and forward the completed form to the Professional Services/Contracts Division to be filed in the respective procurement file.

III. DEFINITIONS

Architectural & Engineering (A & E) Services: See Glossary.

Blue Folder: See Glossary.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		5	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

Board Concurrence: See Exhibit IV.

Brooks Method: See Glossary.

Canvass: See Glossary.

Capital Funds/Capital Funding: See Glossary.

Checklist - RFP's: See Exhibit V.

Clarification: See Glossary.

Contact Person means the individual(s) with technical expertise and/or experience in the subject matter of the RFP, selected and designated by the Requisitioner/User, in cooperation with the Professional Services/Contracts Division, to respond to the technical inquiries of Offerors.

Consultant: See Glossary.

Cost Analysis: See Glossary.

Cost Estimate: See Glossary.

Discussion: See Glossary.

Evaluation Committee means a group of individuals selected and designated by Requisitioner/User, in cooperation with the Professional Services/Contracts Division, for their expertise in the subject matter of the respective solicitation.

Evaluation Criteria means a clear and accurate description prepared by the Requisitioner/User of: (a) all technical requirements of the subject A & E services to be acquired; (b) all required or requested experience and expertise qualifications; (c) all key elements (if any) required by Requisitioner/User; (d) all other considerations to be used in making the award of the subject A & E services contract; and (e) as necessary or desired by the Requisitioner/User, an order of importance for each of the foregoing criteria to be listed in the RFP and used by the Evaluation Committee when reviewing Offeror proposals received with respect to the subject project.

Negotiation: See Glossary.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		6	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

Offeror means the subject potential vendor with respect to a given RFP. Once an Offeror has entered into a contract with Metra said Offeror will be deemed a Consultant for purposes of this procedure.

Price Analysis Documentation: See Exhibit III.

Qualified Range: See Glossary.

Request for Proposals ("RFP"): See Exhibit I. The initial draft of the RFP shall be completed by the Requisitioner/User. The Professional Services/Contracts Division shall review the initial draft of the RFP pursuant to the procedures below, and shall draft the formal RFP to be submitted to Offerors for proposal.

Requisitioner/User means the individual(s), holding the requisite authority, preparing and submitting an RFP on behalf of the requesting department/division.

Responsibility Determination Form: See Exhibit II.

IV. GENERAL RESPONSIBILITIES

Accounts Payable

- Processes invoices and encumbers funds.

Accounts Receivable

- Receive notice from the Professional Services/Contracts Division that, after Materials Management review and approval of an audited rate, the rate results in Metra being owed money.
- Prepare and submit Bill to the consultant for payment.
- Receive and process payment from consultant as appropriate.
- Notifies General Development that payment from consultant has been received and handled as appropriate.

Office of Business Diversity and Civil Rights ("OBDCR")

- Reviews RFPs for compliance with applicable Affirmative Action/Disadvantaged Business Enterprise ("DBE") guidelines.
- Supplies memorandum to Professional Services/Contract Division advising that a particular Offeror is in compliance with all applicable DBE guidelines and that any necessary DBE certification is on file.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		7	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

- Reviews final contract for compliance with all applicable DBE guidelines and notifies Professional Services/Contract Division of compliance or non-compliance.

Deputy Executive Director

- Reviews contracts received from Professional Services/Contracts Division and approves as appropriate.

Executive Director/CEO

- Reviews contracts received from Professional Services/Contracts Division and approves as appropriate.

Evaluation Committee

- Reviews proposals received from offerors.
- Evaluation Committee members initially independently rank each Offeror based upon Evaluation Criteria.
- Evaluation Committee members then meet to discuss independent rankings of Offerors and, through their discussions, obtain an initial consensus ranking with respect to each Offeror.
- Identifies no less than the three highest ranked Offerors, if possible, with whom the Professional Services/Contracts Division shall arrange further discussions with.
- After pre-award interviews, re-evaluate independently and then reconvene and arrive at a consensus rankings of Offerors, as necessary.
- Identifies highest ranking Offeror (and order of subsequently ranked Offerors) with which Professional Services/Contracts Division shall attempt to negotiate a final contract.
- Reviews cost and other information obtained by Professional Services/Contracts Division from selected highest-ranked Offeror.
- Forwards all substantive records and correspondence with respect to each RFP, including the information identified in Section II above, to Professional Services/Contracts Division for filing in respective procurement file.

General Development Department

- Where capital funds (other than Section 8 funding) are involved, provides detailed guidance to Professional Services/Contracts Division on contract requirements, reviews contracts for compliance with the requirements, and obtains funding concurrence as required.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		8	31

**ARCHITECTURAL AND ENGINEERING
 SERVICES CONTRACTS
 (BROOKS METHOD)**

- Receive notice from the Using Department, after Materials Management reviewed and approved of an audited overhead rate, that Metra owes money to a consultant whose contract is FTA funded. Receive, from the Using Department, a Change Order Request for the payment due to the consultant.
- Receive notice from Materials Management that the audited overhead rate results in Metra being owed money,
- Receive notice from Accounts Receivable that a Bill has been issued to the consultant for an amount due.
- Accounts Receivable notifies General Development that payment has been received and handled as appropriate.

Law Department

- Reviews contracts received from Professional Services/Contracts Division for legal compliance and provides clearance as appropriate.

Professional Services/Contracts Division

- Approves the Evaluation Criteria prepared by Requisitioner/User.
- Together with the Requisitioner/User, identifies Evaluation Committee and Contact Person.
- Performs overall staff management, coordination, processing, execution and filing of A & E contracts, including coordination of the RFP's components, and issues of solicitation.
- Together with the Requisitioner/User, schedules and hosts the pre-proposal conferences (as necessary), to clarify RFP requirements and answer questions from potential Offerors.
- Reviews the initial RFP and prepares the formal RFP. Assures that there are clear, accurate descriptions of the technical requirements, and services(s) to be procured.
- Prepares solicitation advertisement and facilitates the placement of such advertisement in a newspaper of general circulation.
- Identifies target Offerors (if any) from Metra's vendor database to receive e-mails regarding solicitation and facilitates such e-mails.
- Receives proposals, performs initial review, and completes a Responsibility Determination Form for each proposal.
- If a single proposal is received in response to a solicitation, determine if competition was adequate. This should include a review of the specifications for undue restrictiveness and canvass of potential sources that chose not to submit a proposal. Determine whether to re-solicit or continue with the award based upon the information obtained in the review. Materials Management's canvass is to be maintained in the contract file.
- Together with the Requisitioner/User, schedules and hosts pre-award interviews (as necessary), with Offerors.
- Coordinates correspondence, if any, between Offerors and Metra's Contact Person.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		9	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

- Obtains cost and other information requested by the Evaluation Committee from selected highest-ranked Offeror.
- Obtains and/or performs pre-award Cost Analysis of proposals, in consultation with the Requisitioner/User, to determine the reasonableness of the final Offeror's costs.
- Negotiates and coordinates award of final contract to highest ranked Offeror(s) (or subsequently ranked Offeror(s), as applicable).
- Coordinates on-going administrative duties not directly related to monitoring of consultant's work performance, such as correspondence meeting minutes.
- Upon notification from Requisitioner/User, attempts to obtain compliance with contract provisions from non-complying Consultants and/or takes remedial actions with respect to the subject contract (including without limitation cancellation of the contract) as necessary.
- Completes Checklist-RFP's for each RFP.
- Maintains all substantive records and correspondence pertaining to each RFP, including the information identified in Section II above, in the respective procurement file (other than large maps, drawing and plans which are to be kept in the respective Requisitioner/User department file).
- Annually, typically in January after the prior calendar year, request from Using Department(s) a list of firm(s) that have performed services utilizing provisional rates in the prior year.
- Receive list of firm(s) from the Using Department(s) that have performed services in the prior calendar year and send a letter to those firm(s) requesting their audit rates for the prior year.
- Receive audited rates from the firm(s) and forward the rates to Materials Management.
- Follow-up with firm(s) that have not submitted their audited rates. If they fail to submit the requested audited rates, initiate the Contractual Breach process as provided per the respective contract Terms and Conditions.
- If Materials Management requires additional financial information to verify a firm's audited rates, request such information.
- If the audited rates, after review and approval by Materials Management, results in Metra owing money to a firm, receive from the Using Department a Change Order Request to provide for payment due to the firm. Follow PU-10-RC, (Change Orders) to process the Change Order Request.
- Request firm to submit an invoice for the amount owed them based upon the approved audited rate.
- Receive notice from Materials Management that the audited rate indicates Metra is owed money.
- Notify firm that based upon review of their audited rate, they owe Metra money. If the firm disagrees, review additional financial information they provide and negotiate a final accepted audited rate.
- Notify Accounts Receivable to issue a Bill to the firm.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		10	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

Materials Management Department

- Reviews contracts and approves as appropriate.
- Receive list of firm(s) from Professional Services/Contracts Division that have performed services in the prior calendar year and utilized provisional rates for those services.
- Receive audited overhead rates from the firm(s) identified assuming provisional rates for services rendered the prior year.
- Review rates received from identified firms. Determine whether a respective firm's audited rate is appropriate or not. If appropriate and the rate results in Metra owing money to the firm, notify Professional Services/Contracts Division to request a Change Order from the Using Department, or, if appropriate, and the rate results in Metra is being owed money, notify Professional Services/Contracts Division to request a Bill be issued to the firm by Metra's Accounts Receivable Department.
- If a rate is not appropriate, request Professional Services/Contracts Division to request additional financial information from the firm(s) to verify its rate.

Requisitioner/User

- Establishes project objectives, the tentative scope of work, and Evaluation Criteria.
- Determines budgetary support limits and tentative project scheduling.
- Prepares initial Purchase Requisition and RFP. Prepares a clear, accurate description of the technical requirements, and services(s) to be procured.
- Prepares an Independent Cost Estimate and attaches to the requisition submitted to Professional Services/Contracts.
- Determines the importance of contract completion or milestone date(s) to facilitate appropriate actions when noncompliance with terms has occurred.
- Submits RFP to OBDCR for review of compliance with applicable DBE guidelines.
- Submits RFP reviewed by OBDCR to the General Development Department for review of compliance with applicable funding guidelines. Identifies appropriate funding account(s) and inputs onto the Purchase Requisition.
- Submits RFP reviewed by the General Development Department, with all of the appropriate supporting documentation, to the Professional Services/Contracts Division.
- Submits list of additional prospective Offerors, if any, to Professional Services/Contracts Division.
- Together with Professional Services/Contracts Division, identifies Evaluation Committee for review of proposals and Contact Person to answer technical-related questions from prospective Offerors.
- Monitors contract performance by Offeror and notifies Professional Services/Contracts Division upon completion or non-compliance.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		11	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

- Annually, typically in January after the prior calendar year, receive from Professional Services/Contracts Division a request for a list of firm(s) that have performed services utilizing provisional rates in the prior year.
- Submit list of firm(s) that have performed services in the prior calendar year to Professional Services/Contracts Division.
- If the audited overhead rates, after review and approval by Materials Management, result in Metra owing money to a firm, initiate a Change Order Request to facilitate payment to the firm.

Risk Management

- Determines insurance requirements for contracts when requested by the Using Department/Requisitioner.

Sr. Division Director, General Administration

- Reviews contracts and approves as appropriate.

V. INSTRUCTIONS

A. Request for Proposal Preparation

<u>Responsible Party</u>	<u>Action</u>
Requisitioner/User	1. A. Prepare initial RFP, indicating the project's background and objectives, scope with a clear, accurate description of the technical requirements, and unambiguously as possible for the services(s) to be procured, estimated time schedule, Contact Person for technical-related questions forwarded from Professional Services/Contracts Division, reporting requirements, required project documents and Evaluation Criteria. B. Prepare Purchase Requisition (RC73 see Exhibit I in PU-02-RC, Requisitioning of Materials and Services), and attach to the initial RFP. C. Forward Purchase Requisition and initial

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		12	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

<u>Responsible Party</u>		<u>Action</u>
		RFP in accordance with FI-02-RC for approval.
	D.	Consult with OBDCR on DBE requirements, if any, to be included in initial RFP.
	E.	Forward requisition, initial RFP and attachments to General Development Department for review of grant numbers and grant assignments.
	F.	Prepare Insurance Requirement Request form (See Exhibit II in PU-06-RC, Professional Services Contracts) and request Risk Management to determine insurance requirements based on the scope of the project. Receive determination of insurance requirements from Risk Management.
	G.	If insurance requirements necessary, identify such requirements in relevant exhibit of formal RFP. If insurance requirements are determined to be unnecessary, then delete this exhibit.
General Development Department	2.	A. Review requisition for grant numbers and grant assignments. B. Forward requisition, initial RFP and attachments to the Professional Services/Contracts Division.
Requisitioner/User (upon rejection of initial RFP from Professional Services/Contracts Division)	3.	A. Provide all additional information/revise RFP, as requested by Professional Services/Contract Division. B. Consult with OBDCR on additional DBE requirements, if any, to be included in revised RFP. C. Forward requisition, revised RFP and attachments to General Development Department for review of revisions to grant numbers and grant assignments.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		13	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

Responsible Party

Action

- | | | | |
|---|----|----|--|
| General Development Department (upon rejection of initial RFP from Professional Services/ Contracts Division) | 4. | D. | Complete applicable sections of Checklist - RFP's, if any. |
| | 4. | A. | Review requisition, revised RFP for revisions to grant numbers and grant assignments. |
| | | B. | Forward requisition, revised RFP and attachments to the Professional Services/ Contracts Division. |

V. B. Solicitation of Proposals

Responsible Party

Action

- | | | | |
|---|----|----|--|
| Professional Services/ Contracts Division (review of initial RFP) | 1. | A. | Receive and review the requisition and RFP (including all Evaluation Criteria) and all appropriate attachments from General Development Department. |
| | | B. | Request Cost Estimate from Materials Department and/or the Requisitioner/User if not attached to initial RFP. |
| | | C. | If submitted RFP is approved, consult with Requisitioner/User to select Evaluation Committee and Contact Person and proceed to step (2)(B) below. |
| | | D. | If submitted RFP is not approved for any reason, forward RFP and all appropriate attachments back to Requisitioner/User with comments for revisions and re-submittal (proceed to back to step (1)(A) above). |
| | | E. | Complete applicable sections of Checklist - RFP's, if any. |
| Professional Services/ Contracts Division (preparation of formal | 2. | A. | Prepare the formal RFP, which should include at least the following in the project description: overview, objectives, scope, |

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		14	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

<u>Responsible Party</u>	<u>Action</u>
RFP/advertisement)	<p>estimated time schedule, reporting requirements, required project documents, DBE requirements (if any), the procurement method, Evaluation Criteria and Contact Person.</p> <p>B. Forward any modifications to the initial RFP to all interested parties.</p> <p>C. Prepare solicitation advertisement to be placed in newspaper of general circulation.</p> <p>D. Identify target Offerors from Metra's vendor database to receive e-mail regarding solicitation.</p> <p>E. Complete applicable sections of Checklist - RFP's, if any.</p>
Risk Management	<p>3. A. Receive Insurance Requirement Request form from Requisitioner/User.</p> <p>B. Determine the applicable insurance requirements, if any, for Offerors.</p> <p>C. Complete an insurance certificate which documents the requirements of insurance (as applicable), and send to Requisitioner/User.</p>
Professional Services/ Contracts Division (prior to advertisement/ mailing of solicitations for proposals)	<p>4. A. Circulate the formal RFP with selected Offeror direct mailing list to the Requisitioner/User, OBDCR, General Development Department, and Risk Management Division for final review.</p> <p>B. Concurrently with the circulation of the formal RFP, advertise the project in a newspaper of general circulation and send e-mail notices to each Offeror selected from Metra's vendor database.</p> <p>C. Complete applicable sections of Checklist - RFP's, if any.</p>
Professional Services/ Contracts Division (after	<p>5. A. Schedule and host, if necessary, a pre-proposal conference and answer</p>

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		15	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

- | <u>Responsible Party</u> | <u>Action</u> |
|--|--|
| advertisement/ mailing of solicitations for proposals) | questions from potential Offerors to clarify requirements. |
| | B. Notify Evaluation Committee and appropriate division/department/offices of conference, if any. |
| | C. Have Contact Person and any other appropriate Metra staff available to answer questions on any portion of the formal RFP. |
| | D. Complete applicable sections of Checklist - RFP's, if any. |

C. Selection of Consultant

- | <u>Responsible Party</u> | <u>Action</u> |
|--|---|
| Professional Services/
Contracts Division | 1. A. Receive proposals, and record the names of the Offerors on the Proposal Tabulation Sheet, (RC737 See Exhibit I in PU-04-RC, Informal Quotations And Award), and indicate respective due date. |
| | B. Open proposals in the presence of a witness on the due date. |
| | C. Review each proposal for general responsiveness, responsibility, completeness, and compliance with instructions. |
| | D. Complete Responsibility Determination Form for each proposal and file completed form in respective procurement file. |
| | E. Forward copies of proposals accepted for consideration to OBDCR (as applicable) for review. |
| | F. Forward copies of proposals accepted for consideration (after approval by OBDCR, as applicable) to Evaluation Committee for review. |
| | G. Complete applicable sections of Checklist |

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		16	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

<u>Responsible Party</u>	<u>Action</u>
	- RFP's, if any.
OBD CR	2. A. Receive and review copies of accepted proposals from Professional Services/Contracts Division. B. Prepare memo for distribution to the Requisitioner/User, members of Evaluation Committee and to Professional Services/Contracts Division detailing which Offerors, if any, are not in compliance with DBE requirements.
Evaluation Committee	3. A. Receive and review copies of the proposals from Professional Services/Contracts Division. B. Receive and review memo from OBD CR regarding Offeror compliance with DBE requirements (as applicable). C. Have members of Evaluation Committee initially independently rank proposals from Offerors in compliance with the Evaluation Criteria. D. Have members of the Evaluation Committee meet to discuss independent rankings of Offerors and, through their discussions, obtain an initial consensus ranking with respect to each Offeror. E. Identify no less than the three highest ranked Offerors (if possible) and provide Professional Services/Contracts Division with list of such Offerors. F. Prepare and maintain supporting documents regarding Evaluation Committee's selection of Offerors. G. Send any or all written correspondence with Offerors through the Professional Services/Contracts Division. H. Identify any additional information with respect to an Offeror(s) to be requested or

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		17	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

Responsible Party

Action

otherwise obtained by Professional Services/Contracts Division and provide Professional Services/Contracts Division with list of such information.

Professional Services/
Contracts Division

4.
 - A. Receive and review list of highest ranked Offerors from Evaluation Committee. If less than two Offerors, conduct a canvass and document findings.
 - B. Receive and review list of additional information with respect to an Offeror(s) requested by Evaluation Committee (as applicable).
 - C. Obtain all other information with respect to an Offeror(s) requested by Evaluation Committee and forward such information to Evaluation Committee for review.
 - D. Notify selected Offerors of their inclusion on a short list and coordinate possible meeting dates with each Offeror.
 - E. Schedule and host, if necessary, a pre-award interview to resolve and clarify any final questions or other matters.
 - F. Forward all requested additional information received for highest ranked Offerors to Evaluation Committee.
 - G. Document all correspondence and discussions with Offerors, including substantive details of discussions with Offerors, and maintain all such records.
 - H. Complete applicable sections of Checklist - RFP's, if any.

Evaluation Committee

5.
 - A. Receive and review all other information received from Professional Services/Contracts Division regarding Offerors.
 - B. Have members of Evaluation Committee independently re-evaluate and re-rank proposals from each of the Offerors, as

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		18	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

Responsible Party

Action

- necessary based on new information.
- C. Have members of the Evaluation Committee meet to discuss revised independent rankings of each of the Offerors, as necessary, and through their discussions, obtain a revised consensus ranking with respect to each Offeror.
 - D. Identify highest ranked Offeror and ranking of remaining Offerors (if any) and provide Professional Services/Contracts Division with list of such Offerors.
 - E. Prepare and maintain supporting documents regarding Evaluation Committee's re-evaluation and re-ranking of Offerors.
 - F. Compile all records connected with the evaluation and re-evaluation of each proposal, including without limitation all documentation relating to the basis of Evaluation Committee's Offeror selection/rejection based on the Evaluation Criteria and Evaluation Committee's rankings (individual and group) with respect to each Offeror.
 - G. Forward all records connected with the evaluation and re-evaluation of each proposal to Professional Services/Contracts Division for inclusion in respective procurement file.
- Requisitioner/User and Professional Services/Contracts Division
- 6. A. Receive and review list identifying highest ranked Offeror and ranking of remaining Offerors (if any).
 - B. Except in the case of a blanket RFP, Request from the highest-ranked Offeror an RC4400 form, hourly burden rates, and any other schedule of rates and/or overhead rates.
 - C. Complete Cost or Price Analysis

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		19	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

Responsible Party

Action

- documentation for highest ranked Offeror's proposal.
 - D. Negotiate the offer/contract with the highest ranked Offeror. In the event Professional Services/Contracts Division is unable to reach an agreement with such Offeror, terminate negotiations with such Offeror and enter into negotiations with the next highest ranking Offeror (and so on).
 - E. Notify the Offerors which were not selected, by letter, that they will not be considered any further unless a candidate is not selected from the higher ranked Offerors.
 - F. Document all correspondence and discussions with Offerors, including substantive details of discussions with Offerors, and maintain all such records.
 - G. If through negotiations, information on the RC4400 changes or will change, then require the Offeror to submit an updated RC4400 form (proceed to step (7)(C) below).
- Professional Services/
Contracts Division 7. A. Obtain the terms of the negotiated offer in writing from the Offeror.
- B. Perform a revised Cost Analysis, as necessary, with respect to the negotiated offer and measure the cost reasonableness of negotiated offer.
 - C. For each Offeror selected, prepare a recommendation memo (See Exhibit V in PU-06-RC, Professional Services Contracts) to the Executive Director, containing an executive summary and including: a description of the contract, the purpose of the contract, the number of proposals received, the source of funding related to the contract, the total and

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		20	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

Responsible Party

Action

incremental costs of the contract, the detailed basis for selection (including evidence of Evaluation Committee's ranking of such Offeror), and the specific reasons for the recommendation of the highest ranking Offeror to obtain Board concurrence.

- D. Obtain Board Concurrence.
- E. Complete applicable sections of Checklist - RFP's, if any.
- F. File a summary of the Cost Analysis with other significant and/or supporting documentation in respective procurement file.
- G. Receive all records connected with the evaluation and re-evaluation of each proposal from Evaluation Committee and file such records in respective procurement file.

D. Awarding the Contract

Responsible Party

Action

Professional Services/
Contracts Division

- 1. A. After receiving Board Concurrence, prepare two original copies of the contracts with appropriate detailed information for Blue Folder circulation.
- B. Prepare all other appropriate documents for Blue Folder circulation.
- C. Concurrently with the preparation of the Blue Folder documents, obtain the selected Offeror's signature on two original copies of the contract.
- D. Once all documentation is with the Blue Folder, internally route as set forth on the Routing Slip (See Exhibit V in PU-06-RC, Professional Services Contracts).

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		21	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

<u>Responsible Party</u>	<u>Action</u>
OBDCR	<p>E. Complete applicable sections of Checklist - RFP's, if any.</p> <p>2. A. Review prepared contracts in the Blue Folder received from Professional Services/Contracts Division to ensure all DBE required attachments, if any, have been incorporated in the contract(s) correctly and, if so, forward Blue Folder to General Development Department.</p> <p>B. If required attachments have not been incorporated into the contract, include a copy of all such required attachments in Blue Folder and forward Blue Folder to General Development Department (proceed to step (14)(A) below).</p>
General Development Department	<p>3. A. Review and approve all appropriate documents in the Blue Folder received from OBDCR.</p> <p>B. If changes to any document(s) in the Blue Folder are required, route the Blue Folder back to Professional Services/Contracts Division for changes (proceed to step (4)(A) below).</p> <p>C. Forward any appropriate documentation to the FTA, IDOT and/or RTA for concurrences, as necessary.</p> <p>D. When concurrences are received from FTA, IDOT and/or RTA, forward Blue Folder to Accounts Payable and proceed to step (5)(A) below.</p>
Professional Services/Contracts Division	<p>4. A. If changes are required from General Development Department, make requested corrections on appropriate documents in the Blue Folder and return Blue Folder to General Development Department for concurrence.</p>

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		22	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

<u>Responsible Party</u>	<u>Action</u>
Accounts Payable	<p>5. B. Complete applicable sections of Checklist - RFP's, if any.</p> <p> A. Review all appropriate documents in the Blue Folder received from General Development Department.</p> <p> B. Prepare and file all necessary documents to encumber funds.</p> <p> C. Forward Blue Folder to Risk Management.</p>
Risk Management	<p>6. A. Review prepared contracts in the Blue Folder received from Accounts Payable to ensure all applicable insurance requirement attachments, if any, have been incorporated in the contract(s) and, if so, forward Blue Folder to Professional Services/Contracts Division.</p> <p> B. If required attachments have not been incorporated into the Blue Folder, include a copy of the required attachments in Blue Folder and forward Blue Folder to Professional Services/ Contracts Division (proceed to step (14)(A) below).</p>
Professional Services/ Contract Division	<p>7. A. Receive Blue Folder from Risk Management.</p> <p> B. Insert signed contracts into Blue Folder.</p> <p> C. If contract(s) is a corporate administrative contract valued over \$10,000 and requires approval, forward Blue Folder to the Sr. Division Director, General Administration (proceed to step (8)(A) below), otherwise, proceed to step (9)(A) below.</p> <p> D. Complete applicable sections of Checklist - RFP's, if any.</p>
Law Department	<p>8. A. Review all appropriate documents in the</p>

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		23	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

Responsible Party

Action

- Blue Folder received from Professional Services/Contract Division for legal compliance.
- B. If any document in the Blue Folder requires modification, notify and coordinate with Professional Services/Contracts Division regarding required modifications to documents (proceed to step (14)(A) below).
- C. If satisfied with legal compliance of contract(s), forward Blue Folder back to Professional Services/Contracts Division.

- Sr. Division Director General Administration (for corporate administrative contracts valued over \$10,000) 9.

 - A. Review all appropriate documents in the Blue Folder received from Professional Services/Contracts Division.
 - B. If any document in the Blue Folder requires modification prior to acceptance by Sr. Division Director General Administration, alert and coordinate with Professional Services/Contracts Division regarding required modifications to documents (proceed to step (14)(A) below).
 - C. Otherwise, if Sr. Division Director General Administration is satisfied with the documents in the Blue Folder, approve contract and forward Blue Folder to Professional Services/Contracts Division.

- Professional Services/Contracts Division 10.

 - A. Review all appropriate documents in the Blue Folder received from the Sr Division Director, General Administration.
 - B. Revise compilation of Blue Folder documents as necessary.
 - C. Forward revised Blue Folder documents to Materials Management Department.
 - D. Complete applicable sections of

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		24	31

**ARCHITECTURAL AND ENGINEERING
 SERVICES CONTRACTS
 (BROOKS METHOD)**

<u>Responsible Party</u>	<u>Action</u>
	Checklist - RFP's, if any.
Materials Management Department	11. A. Review all appropriate documents in the Blue Folder received from Professional Services/Contracts Division. B. If any document in the Blue Folder requires modification prior to acceptance by Materials Management Department, alert and coordinate with Professional Services/Contracts Division regarding required modifications to documents (proceed to step (14)(A) below). C. If Materials Management Department is satisfied with the documents in the Blue Folder, present Blue Folder documentation to Deputy Executive Director for approval.
Deputy Executive Director	12. A. Review all appropriate documents in the Blue Folder received from the Materials Management Department. B. If any document in the Blue Folder requires modification prior to acceptance by Deputy Executive Director, notify and coordinate with Professional Services/Contracts Division regarding required modifications to documents (proceed to step (14)(A) below). C. If Deputy Executive Director is satisfied with the documents in the Blue Folder, forward Blue Folder to the Executive Director/CEO for final approval.
Executive Director/CEO	13. A. Review, as final approval, all appropriate documents in the Blue Folder received from Deputy Executive Director. B. If any document in the Blue Folder requires modification prior to acceptance by Executive Director/CEO, notify and

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		25	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

Responsible Party

Action

coordinate with Professional Services/ Contracts Division regarding required modifications to documents (proceed to step (14)(A) below).

- C. Otherwise, if Executive Director/CEO is satisfied with the documents in the Blue Folder, grant final approval of the contract and forward approved contract and remainder of Blue Folder to Professional Services/Contracts Division (proceed to step (15)(A) below).

Professional Services/ Contracts Division (upon rejection of Blue Folder documents by OBDCR/ Risk Management/ Sr. Director Corporate Administration/ Law Department/ Materials Management Department/ Deputy Executive Director/ and/or Executive Director/CEO)

- 14. A. Coordinate with OBDCR/ Risk Management/ Sr. Director Corporate Administration/ Law Department/ Materials Management Department/ Deputy Executive Director/ and/or Executive Director/CEO (as applicable) regarding required modifications to documents, then proceed to step (15)(A) below.
- B. Complete applicable sections of Checklist - RFP's, if any.

Professional Services/ Contracts Division

- 15. A. Process the approved contract.
- B. Distribute signed copies of contract as follows:
 - a. Selected Offeror - original, hand signed, w/cover letter and appropriate exhibits requesting insurance certificates to be submitted to Professional Services/ Contracts Division. (See Exhibit II in PU-06-RC, Professional Services Contracts);
 - b. Requisitioner/User - copy of contract along with any exhibits.
 - c. Accounts Payable - copy of

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		26	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

Responsible Party

Action

- d. contract, Account Data Sheet, and requisition.
- d. General Development Department - if grant funded, copy of contract and Account Data Sheet.
- e. Retain in respective procurement file - original, hand signed, with any exhibits.
- f. Receive and review Offeror's required insurance certificates. Forward copies of such certificates to Risk Management Division and/or OBDCR (if DBE participation is required) for approval.
- g. Otherwise, after Risk Management Division and/or OBDCR (as applicable) approve received insurance certificates; issue a "notice to proceed" letter to selected Offeror. (See Exhibit VI in PU-06-RC, Professional Services Contracts).
- h. Notify remaining non-selected Offerors by letter of decision to proceed with selected Offeror.
- i. Compile all records connected with the history of the subject RFP procurement, including all documentation relating to the rationale for the method of procurement, the selection of contract type, the basis of Evaluation Committee's Offeror selection/rejection based on the Evaluation Criteria, Evaluation Committee's rankings (individual and group) with respect to each Offeror and the basis for the

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		27	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

Responsible Party

Action

- contract price.
- j. File all of the foregoing records in respective procurement file (other than large maps, drawing and plans which are to be kept in respective Using Department file).
- k. Finalize Checklist - RFP's and file in respective procurement file.

E. Administration of Contract

Responsible Party

Action

Requisitioner/User

- 1. A. Monitor Consultant's compliance with the contract for the following:
 - a. Timely submission of periodic progress reports in degree of detail required by the contract.
 - b. Consultant's reported progress with the contract time schedule.
 - c. Quality of work conforming to standards prescribed by the contract.
 - d. Invoices prepared in accordance with the pricing/payment schedule supported by adequate documentation to verify amount claimed.
- B. Notify Professional Services/ Contracts Division if the Consultant has not complied with the contract, as necessary (proceed to step (5)(A) below).
- C. Provide annual listing of firms that performed work in the prior year to Professional Services/Contracts Division.
- D. Prepare a Change Order Request if Materials Management determines that annual audited rates results in Metra

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		28	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

Responsible Party

Action

- owing money to a firm.
- E. At contract conclusion, evaluate the Consultant's performance, complete the Contract Completion Form (See Exhibit VII in PU-06-RC, Professional Services Contracts), and forward completed form to Professional Services/Contract Division (proceed to step (2)(E) below).
- Professional Services/
Contracts Division
2. A. Annually request from the appropriate Using Department a list of firms that have performed work in the prior year.
- B. Receive from the appropriate Using Department a list of firms that have performed work in the prior year and forward the listing to Materials Management.
- C. Receive from Materials Management, after its review of audited rates is completed, a list of firms that either Metra owes money, or the firms owe Metra money.
- D. If Metra owes money to a firm, notify the Using Department to initiate a Change Order Request and request the firm to submit an invoice to Metra Accounts Payable Department for the specific amount owed them.
- E. If a firm owes Metra money, notify the firm that based upon review of their audited rate, they owe Metra money. If the firm disagrees, review additional financial information they provide and negotiate a final accepted audited rate.
- F. Notify Accounts Receivable to process a Bill for the appropriate amount due.
- G. Receive and review completed Contract Completion Form.
- H. File completed Contract Completion

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		29	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

<u>Responsible Party</u>	<u>Action</u>
	Form in respective procurement file.
Accounts Receivable	<p>3. A. Receive notification from Professional Services/Contracts Division to issue a Bill based upon audited rates' review.</p> <p>B. Issue Bill to the respective firm.</p> <p>C. Receive payment from the respective firm and send notification to General Development Department of payment receipt.</p>
General Development Department	<p>4. A. Receive notification from Accounts Receivable of payment based upon determination of a firm's annual audited rate.</p>
Professional Services/ Contracts Division (as applicable and as necessary)	<p>5. A. Receive notification of non-compliance from Requisitioner/User.</p> <p>B. Contact the Consultant in writing to notify the Consultant to rectify compliance deficiencies.</p> <p>C. Receive report on Consultant's intent and monitor compliance efforts.</p> <p>D. If Consultant response/action satisfactory, notify the Requisitioner/User of the Consultant's intent and request follow-up information on the Consultant's progress (proceed to step (1)(C) above).</p> <p>E. Otherwise, either take further remedial action as permitted by Metra Administrative Operating Procedures, or take actions to terminate the contract (See PU-12-RC, Termination of Contracts for Goods and Services), and notify Requisitioner/User of actions taken.</p>

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		30	31

**ARCHITECTURAL AND ENGINEERING
SERVICES CONTRACTS
(BROOKS METHOD)**

VI. EXHIBITS

- Exhibit I: RFP Form
- Exhibit II: Responsibility Determination Form
- Exhibit III: Price Analysis Documentation
- Exhibit IV: Board Concurrence Form
- Exhibit V: Checklist - RFP's

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
7	10-31-12	Materials Management		31	31

CONTRACT AND MANAGEMENT ADMINISTRATION

I. PURPOSE

To define the procurement and professional services division and the Buyer and Contracting Officers roles, responsibilities and authorities in the management and administration of contracts.

II. POLICY

The Contracting Officer/Buyer is responsible for the legal, technical and administrative sufficiency of Metra contracts and shall seek legal, technical and other advice within Metra in fulfilling these responsibilities.

Contract Administration is the process of enforcing the terms of a contract through such actions as evaluating performance and progress, monitoring contract deliveries, inspections, approval of payments and closeout.

The Contracting Officer/Buyer shall maintain records detailing the history of each procurement. These records shall be placed in the master file and include:

- The rationale for the method of procurement;
- Selection of contract type;
- Reasons for contract selection or rejection;
- The basis for the contract price:

Where appropriate, the procurement file should contain:

- Purchase request, acquisition planning information, and other pre-solicitation documents
- Evidence of availability of funds
- Rationale for the method of procurement (negotiations, formal advertising)
- List of sources solicited
- Independent cost estimate
- Description of work/scope of services
- Copies of published notices of proposed contract action
- Copy of the solicitation, all addenda, and all amendments
- Liquidated damages determination
- An abstract of each offer or quote
- Contractor's contingent fee representation and other certifications and representations
- Source selection documentation if applicable
- Contracting Officer/Buyer's determination of contractor responsiveness and responsibility

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
1a	2-1-12	Materials Management		1	2

CONTRACT AND MANAGEMENT ADMINISTRATION

- Cost of pricing data
- Determination that price is fair and reasonable including an analysis of the cost and price data, required internal approvals for award
 - Purchase requisition indicating availability of funds
 - Notice of award
 - Notice to unsuccessful bidders or offerors and record of any debriefing
 - Record of any protest
 - Bid, Performance, Payment, or other bond documents, and notices to sureties
 - Required insurance documents, and
 - Notice to proceed
 - Purchasing Department Routing Sheet
 - Executed contract and notice to award
 - Post award correspondence
 - Approvals or disapprovals of waivers and deviations
 - Modifications and changes in the terms or conditions of the contract, including a rationale for the change, determinations regarding their scope, and cost/price analysis of any price increases or decreases.

In order to ensure a sound and complete agreement, the Contracting Officer/Buyer will ensure the *IFB/RFP Index Section* is accurate, complete, and included in the master contract file.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
1a	2-1-12	Materials Management		2	2

CHANGE ORDERS

I. PURPOSE

This procedure contains policies and guidelines for altering: 1) the terms and/or conditions of a construction contract or professional services contract; 2) the dollar amount of an operations purchase order over \$500.00, a professional services contract, and/or a construction contract; and 3) the dollar amount of a capital purchase order of any value.

II. POLICY

Federal assistance can not be used when a significant change in contract work (property or services) that causes a major deviation from the original purpose of the work or the intended method of achievement, or causes a revision of contract work so extensive, significant, or cumulative that, in effect, the contractor is required to perform very different work from that described in the original contract, is a cardinal change or sometimes referred to as "tag-ons."

Changes in the dollar value of a contract or purchase order will be made in accordance with instructions set forth in this procedure and will be authorized as outlined in FI-02-RC for the appropriate dollar amounts. All Change Order Requests and support information should be initiated by the appropriate Director and/or Department Head using the Purchase Order/Contract Modification Worksheet (Exhibit I).

The Change Order Request Form (Exhibit II) will be used for contract change orders only. For purchase orders, a Change Order must be submitted on a Purchase Requisition (RC 73) (See Exhibit I in PU-02-RC, Requisitioning of Materials and Services).

Undocumented and oral changes to contracts or purchase orders are prohibited. Change Orders must be issued prior to work being done or additional material purchased, except in instances where time delays in work activities appear unacceptable and/or will result in increased costs. In the instances when a Change Order cannot be processed before the additional work is started, a Purchase Order/Contract Modification (CM) will be issued. The use of a CM allows the expiration date of a contract or purchase order to be extended, and acknowledges the contractor's estimate of its price to perform the additional work, subject to written approval by Metra's Executive Director/CEO, without waiving any rights Metra may have in conjunction with processing the Change Order.

The Executive Director/CEO, or his designee, will notify the Board of Directors of approved Change Orders that increase the amount of the contract by \$10,000.00 or greater at the regular board meeting following the final approval of the Change Order.

With respect to operating (as opposed to capital) purchase orders, over-shipments costing under \$500.00 should be verified by the buyer and accepted/paid without the formal

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
4g	10-31-12	Materials Management		1	9

CHANGE ORDERS

Change Order process to minimize the time spent returning small over-shipments of material. However, if the over-shipment increases the total of the purchase order from under \$10,000.00 to \$10,000.00 or more, a Change Order is necessary. For capital purchase orders, a Change Order must be processed for any dollar amount. A Change Order that is not within the scope of the original contract is considered a cardinal change or a sole source procurement. If the modification is so substantive that it changes the complexion of the deal, it is out of scope. If the modification might have been fairly and reasonably within contemplation of the parties at the time the contract was signed it may be in scope. See the appropriate procedure to handle a sole source procurement:

- PU-04-RC "Informal Quotations and Awards"
- PU-05-RC "Formal Quotations and Awards"
- PU-09-RC "Blanket Purchase Orders and Releases"
- PU-14-RC "Formal Solicitation Award for Construction Contracts"

III. DEFINITIONS

Amendment: See Glossary

Blue Folder: See Glossary

Change Order: See Glossary

Purchase Order Modification or Contract Modification: See Glossary

Requisition: See Glossary

Requisitioner/User: See Glossary

IV. RESPONSIBILITIES

Requisitioner/User

Initiates the change order process, if appropriate with, contract modification process using Purchase Order Contract Modification Worksheet (Exhibit I). Assures that the cost estimate and/or time extension for the Contract Modification is prepared, and that the price has been documented, negotiated, and agreed upon. Prepares a Change Order Authorization (Exhibit III), Change Order Request (Exhibit II), or Purchase Requisition (RC73); (see Exhibit I in PU-02-RC, Requisition of Materials and Services), and completes a Metra Procurement Summary (see Exhibit VI in PU-06-RC, Professional Services Contracts) and recommendation memorandum (see Exhibit IV) to the Executive Director justifying the contract / purchase order changes.

General Development Department

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
4g	10-31-12	Materials Management		2	9

CHANGE ORDERS

Reviews, monitors, and ensures that capital funds are available and that funding agency requirements are met for all Change Order requests. Obtains FTA/IDOT concurrences.

IV. RESPONSIBILITIES (Continued)

Procurement or Professional Services / Contracts Division

Reviews all contract Change Orders to insure accuracy, propriety, sole source determination or not and reasonableness of costs, and then processes the Change Orders for approval and determination of whether legal counsel is required. If determined as a sole source processes the Change Order as if a sole source procurement. Facilitates any necessary negotiations and prepares a price/cost analysis to support any dollar amount change, if applicable. Obtains required approvals as specified in this procedure. Prepares the Change Order Request for Blue Folder circulation to the key Metra staff members assuring that the resulting Change Order is correct and proper before issuance and distribution.

Office of General Counsel

Reviews the relevant documents in the Blue Folder for legal compliance. Advises Procurement or Professional Services / Contracts accordingly.

Risk Management

Assures that the proper insurance requirements are in place with the contractor, consultant, and / or vendor.

Accounts Payable

Encumbers / obligates the amount of the Change Order when it is received from General Development.

V. INSTRUCTIONS

A. CONTRACT MODIFICATIONS

Responsibility

Action

Requisitioner/User

1. Determine the need for a Purchase Order/Contract Modification (CM).

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
4g	10-31-12	Materials Management		3	9

CHANGE ORDERS

Responsibility

Action

2. Prepare the CM.
 - a) Prepare independent estimate of the cost, if any.
 - b) Obtain the contractor's estimate of the cost, if any, for change in time or work.
 - c) Obtain appropriate signatures for the CM.
 - d) If CM is for a time extension, forward CM to General Development Department.
 - e) Forward CM and related documents to Materials Management Department.

Responsibility

Action

3. If the project's cost will be revised and the Procurement or Professional Services & Contracts Division have reviewed and completed the price/cost analysis for a specific CM, distribute the modification worksheet to the contractor / vendor, field office, Accounts Payable, Procurement or Professional Services / Contracts, with any supporting documentation necessary, and distribute it to General Development Department when the project or material is funded with Capital Funds. No action is necessary by Procurement or Professional Services / Contracts for distribution if there is an immediate work authorization or only the term of the contract is being revised.

Procurement or
Professional Services /
Contracts

4. Maintain a file copy of the Purchase Order / Contract Modification Worksheets until an associated Change Order has been processed.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
4g	10-31-12	Materials Management		4	9

CHANGE ORDERS

5. For revisions within the scope that will increase the value of a contract / purchase order, perform a cost/price analysis.

Note: For immediate work authorization and/or a change to the term of the contract, all procedures above will apply except that backup support documents may not be applicable.

V. INSTRUCTIONS (Continued)

B. CONTRACT CHANGE ORDERS

Responsibility

Action

Requisitioner/User

1. After completing the process set forth in Section V, Part A of PU-10-RC, if applicable, determine the need to initiate the Change Order Request. Obtain the contractor's signature on the Change Order Request (Exhibit II).
2. Receive the signed Change Order Request for a construction or A & E contract and prepare a summary of Metra Procurement (see Exhibit VI in PU-06-RC, Professional Services Contracts) justifying the changes to the contract.
3. Forward the Change Order to Procurement or Professional Services / Contracts with the following documents:
 - Change Order Authorization (Exhibit III).
 - Procurement Summary (Exhibit VI).
 - Memorandum detailing the conditions and need for the Change Order from the Requisitioner/User addressed to the Executive Director (Exhibit IV).

Procurement or
 Professional Services /
 Contracts

4. Prepare all appropriate documents for Blue Folder circulation.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
4g	10-31-12	Materials Management		5	9

CHANGE ORDERS

Responsibility

Action

5. As applicable, receive and review the Change Order Request, Procurement Summary, Change Order Authorization, and associated documentation. Check if Purchase Order / Contract Modification is already on file with appropriate detailed information. Perform and / or coordinate completion of a price/cost analysis. Once all documentation is in the Blue Folder, internally route as set forth on the Routing Slip (see Exhibit VII in PU-06-RC, Professional Services Contracts).

Responsibility

Action

- | | |
|--|---|
| DBE Administration | 6. Review the integrity of the Blue Folder. Forward to DBE Administration. |
| General Development | 7. Review to ensure all DBE requirements have been met. If capital funds are used, forward to General Development. If capital funds are not used, forward to Accounts Payable. |
| Buyer | 8. Receive and review all appropriate documents in the Blue Folder. Forward any appropriate documentation to the FTA and / or IDOT for concurrences, if required. If changes are required, route the Blue Folder back to the Procurement or Professional Services / Contracts Division for corrections. When concurrences are received from FTA and / or IDOT, forward the Blue Folder to Accounts Payable. |
| Accounts Payable | 9. If Buyer needs any additional review of the Blue Folder, perform the appropriate task(s). Then forward to Accounts Payable. |
| Senior Division Director
General Administration | 10. Review the Blue Folder, and encumber funds. Forward to Senior Director, Corporate Administration or Risk Management, as appropriate. |
| | 11. Review any Corporate Administration Change Orders over \$10,000. Forward to Risk Management. |

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
4g	10-31-12	Materials Management		6	9

CHANGE ORDERS

Responsibility

Action

Risk Management

12. Assure that the proper insurance requirements are in place with the contractor, consultant, and / or vendor. Forward to Law Department.

Responsibility

Action

Law Department

13. Review all relevant documentation for legal compliance. Return to Procurement or Professional Services/Contracts.

Deputy Executive Director or Chief Operating Officer

14. Review and concur on all Change Orders, and present them, when applicable per FI-02-RC, to the Executive Director/CEO.

Executive Director/CEO

15. Review and execute Change Orders presented by the Deputy Executive Director.

Procurement or Professional Services / Contracts

16. Process executed Change Orders.

C. PURCHASE ORDER CHANGE ORDERS

Responsibility

Action

Requisitioner/User

1. After completing the process set forth in Section V, Part A of this procedure, if applicable, determine the need for a change to a Purchase Order and initiate a requisition for the change to the dollar amount or the change to the quantity of the material or services ordered, mark the Change Order block on the Purchase Requisition (RC73) (See Exhibit I in PU-02-RC, Requisitioning of Materials and Services).
2. Forward the requisition, and when appropriate, the request for Change Order to Procurement or Professional Services / Contracts with the following documents:
 - a) Change Order Authorization (Exhibit III), when

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
4g	10-31-12	Materials Management		7	9

CHANGE ORDERS

Responsibility

Action

- Procurement or Professional Services / Contracts

 - appropriate.
 - f) Procurement Summary (See Exhibit VI in PU-06-RC, Professional Services Contracts)
 - g) Memo detailing the conditions and need for the Change Order from the Requisitioner/User addressed to the Executive Director/CEO. (Exhibit IV)

- 3. Prepare all appropriate documents for Blue Folder circulation.

- 4. As applicable, receive and review the requisition for the Change Order Request, Procurement Summary, Change Order Authorization, and associated documentation. If Purchase Order / Contract Modification is not already on file with appropriate detailed information, perform and/or coordinate cost/price analysis. Once all documentation is in the Blue Folder, internally route as set forth on the Routing Slip (see Exhibit VII in PU-06-RC, Professional Services Contracts).

- 5. Review the integrity of the Blue Folder. Forward to DBE Administration.

- 6. Review to ensure all DBE requirements have been met. If capital funds are used, forward to General Development. If capital funds are not used, forward to Accounts Payable.

- DBE Administration

Responsibility

Action

- General Development Department

 - 7. Receive and review all appropriate documents in the Blue Folder. Forward any appropriate documentation

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
4g	10-31-12	Materials Management		8	9

CHANGE ORDERS

Responsibility

Action

to the FTA and / or IDOT for concurrences, if required. If changes in the information in the Blue Folder are required, route the Blue Folder back to Procurement or Professional Services / Contracts for the corrections. When concurrences are received from FTA and / or IDOT, forward the Blue Folder to Accounts Payable.

Buyer

- 8. Perform the appropriate task(s) if any additional review of the Blue Folder is required. Forwards to Accounts Payable.

Accounts Payable

- 9. Review Blue Folder, and encumber funds. Forward to Senior Division Director, General Administration or Risk Management, as appropriate.

Sr. Division Director
 General Administration

- 10. Review and concur on any corporate administration Change Orders & Amendments over \$10,000. Forward to Risk Management.

Risk Management

- 11. Assure that the proper insurance requirements are in place with the contractor, consultant, and / or vendor. Forward to the Law Department.

Law Department

- 12. Review all relevant documentation for legal compliance. Return to Procurement or Professional Services/Contracts.

Deputy Executive Director
 or Chief Operating Officer

- 13. Review and concur on all Change Orders and present them, where applicable per FI-02-RC, to the Executive Director/CEO.

Executive Director/CEO

- 14. Review and execute all Change Orders presented by the Deputy Executive Director.

Procurement or
 Professional Services /
 Contracts

- 15. Process executed Change Orders.

REVISIONS	ISSUE DATE	PREPARED BY	APPROVED BY	PAGE	OF
4g	10-31-12	Materials Management		9	9

Purchase Order Contract/Modification Worksheet



PURCHASE ORDER/CONTRACT MODIFICATION WORKSHEET Date M/F 3A

Vendor/Contractor/Consultant Information		P.O./Contract No.: 3	
Vendor/Company:	1	Project Name/Project No.: 7	
Contact Person:	2		
Street:	4	Modification Requested By: 8 <input type="checkbox"/> Metra <input type="checkbox"/> Contractor <input type="checkbox"/> Consultant <input type="checkbox"/> Vendor	
City, State, Zip:	5		
Telephone Number:	6		

General Description of Proposed Modification including new drawings and/or specifications if applicable. The term "Contract" includes purchase orders and contracts for the purposes of this modification.

9

Note: Attach sheet if more space is needed.

SCOPE OF CONTRACT

The proposed modification(s) to the purchase order/contract work is/are being considered by Metra. No modification(s) to the above-mentioned Contract is valid unless authorized by Metra in writing below. Unless otherwise indicated in the description of the proposed modification, accompanying drawings and specifications of work required shall conform to the Contract documents. Unless this is a change to a purchase order, the Contractor is required to submit within 7 calendar days from the date herein a proposal and detailed breakdown for this modification.

Prepared By:	11	Name/Title	Signature	Date
Approved By:	12	Metra Name/Title	Signature	Date
Price/Cost Analysis Completed By:	13	Metra Name/Title	Signature	Date

Value: \$ _____

IMMEDIATE WORK AUTHORIZATION

It is understood that this Work Authorization is issued by Metra to allow the Vendor/Contractor/Consultant to proceed with this work, but shall not be interpreted as a final cost approval.

Approved By:	15	Printed Name and Title	Signature	Date
--------------	----	------------------------	-----------	------

TERM OF CONTRACT

- A. The parties agree that the term of the Contract is extended from 17 to _____ for administrative purposes only. This does not extend the date by which the work must be completed by the Contractor; the Period of Performance remains as stated in Article II, Section 2.1 of the contract. In cases of Purchase Orders, this does not change the delivery date as described in the purchase order or contract. Metra reserves all rights to liquidated damages for Contractor's failure to complete the work by that date. Metra may waive this completion deadline pursuant to the terms of the Contract.
- B. To the extent that a provision or provisions of the Contract are in conflict with a provision or provisions of this Contract Modification, the provision or provisions of this Contract Modification shall control.
- C. Capitalized terms not otherwise defined herein shall have the same meaning ascribed to them in the Contract. The remaining terms, covenant, provisions, and conditions of the Contract shall remain in full force and effect.

Approved By:	18	Vendor/Contractor/Consultant Name/Title	Signature	Date
Approved By:	19	Metra Name/Title	Signature	Date

Purchase Order/Contract Modification Worksheet
Instructions for completion for Modifications

BLOCK 1:	Enter Contractor's, / Consultant's, Vendor Name.
BLOCK 2:	Contact Person.
BLOCK 3:	Enter appropriate Purchase Order Number / Contract No.
BLOCK 3A:	Enter Modification Number
BLOCK 4: 5: 6:	Enter Address on Purchase Order or Contract with Phone Number
BLOCK 7:	Enter Project Number and Account Number from the Purchase order / Contract.
BLOCK 8:	Source of the modification or change to the purchase order / contract.
BLOCK 9:	Provide brief description of project / material modification.
BLOCK 10:	Indicate if there is a change to the scope of the contract / PO.
BLOCK 11:	The Manager / Director generating the scope / change.
BLOCK 12:	The Director / Department Head approving the scope / change.
BLOCK 13:	Price / Cost Analysis completed by Procurement and / or Professional Services & Contracts.
BLOCK 14:	Enter if work must continue without the formal approval of a change order.
BLOCK 15:	Representative name, title, signature and date approving the immediate work authorization.
BLOCK 16:	Check if the term of the Purchase Order / Contract will be extended.
BLOCK 17:	Indicate the time frame the Contract / Purchase Order is being extended too.
BLOCK 18:	Vendor / Contractor enters name, title, signature and date.
BLOCK 19:	User Department Head enters name, title, signature and date.

Change Order Request

TO CONSULTANT:	Date: 2	Change Order: 3A
	Contract No.: 3	Ordinance No.: 4
	PROJECT/ACCOUNT NUMBERS:	
	PROJECT DESCRIPTION:	

CONTRACT MODIFICATIONS AND JUSTIFICATIONS

7

APPLICATION OF FUNDS

If this agreement is for a period of longer than one year, it is subject to the appropriation of funds by Metra's Board of Directors for each year beyond the first year of this agreement.

Note: Change Order Request must be executed by Metra's Executive Director in order to be binding.

CONTRACT SUMMARY

THE ORIGINAL CONTRACT SUM WAS	\$	8
NET CHANGE BY PREVIOUS CHANGE ORDERS	\$	9
THE CONTRACT SUM PRIOR TO THIS CHANGE WAS	\$	10
ACTUAL COST OF THIS CHANGE	\$	11
THE NEW CONTRACT SUM INCLUDING THIS CHANGE ORDER IS	\$	12
THE CONTRACT TIME WILL BE Changed by _____ 13	\$	
THE DATE OF COMPLETION AS OF THE DATE OF THIS CHANGE ORDER IS		14

CHANGE ORDER REQUEST & PROCESSING ONLY 1-7

1. CONSULTANT'S REPRESENTATIVE	NAME/TITLE	SIGNATURE	DATE
	15		
2. CONTRACTOR'S REPRESENTATIVE	NAME/TITLE	SIGNATURE	DATE
	<i>Not applicable</i> 16		
3. METRA FIELD REPRESENTATIVE	NAME/TITLE	SIGNATURE	DATE
	17		
4. METRA USER DEPARTMENT	NAME/TITLE	SIGNATURE	DATE
	18		
5. OPERATIONS AND PROJECT PERFORM.	NAME/TITLE	SIGNATURE	DATE
	19		
6. FUNDS ENCUMBERED ACCOUNTS PAYABLE	NAME/TITLE	SIGNATURE	DATE
	20		
7. LAW	NAME/TITLE	SIGNATURE	DATE
	21		

CHANGE ORDER APPROVAL

8. AUTHORIZED METRA FINAL COST APPROVAL	NAME/TITLE	SIGNATURE	DATE
	Philip A. Pagano Executive Director	22	

Distribution: Contractor Contracts Operations & Project Performance Using Department Accounts Payable

Purchase Order/Contract Modification Worksheet
Instructions for completion for Change Orders

BLOCK 1:	Enter Contractor's, / Consultant's name and address from P.O.
BLOCK 2:	Enter current date.
BLOCK 3:	Enter appropriate Purchase Order Number.
BLOCK 3A:	Enter Change Order Number.
BLOCK 4:	Enter Ordinance Number from Purchase Order, if applicable.
BLOCK 5:	Enter Project Number and Account Number from the Purchase Order. If the Contract has more than one Project/Account Number, specify the change for each on a percentage basis.
BLOCK 6:	Provide brief description of project.
BLOCK 7:	Describe change(s) desired and the reason(s) justifying the modifications. Provide estimated breakdown of material and labor costs, including the hours estimated for the work to be done. Attach supporting documentation.
BLOCK 8:	Enter original contract dollar figure.
BLOCK 9:	Enter Net Change of previous Change Order.
BLOCK 10:	Add Block 9 and block 10. Enter sum.
BLOCK 11:	Enter actual cost of this Change Order.
BLOCK 12:	Add Block 11 and Block 12. Enter sum.
BLOCK 13:	Circle appropriate bracketed work. Enter the number of days increased or decreased after the work, "by".
BLOCK 14:	Enter the new completion date including the effect of this Change Order.
BLOCK 15 or 16:	Consultant's or Contractor's Representative enters name, title, signature and date.
BLOCK 17:	Metra Field Representative enters name, title, signature and date.
BLOCK 18:	User Manager enters name, title, signature and date.
BLOCK 19:	Director, Operations and Project Performance enters name, title, signature and date.
BLOCK 20:	A/P Section enters name, title, signature and date.
BLOCK 21:	Office of General Counsel enter name, title, signature and date.
BLOCK 22:	Final Approval Authority enters name, title, signature and date.

METRA CHANGE ORDER AUTHORIZATION

P.O./CONTRACT NUMBER:

DESCRIPTION:

This Change Order Authorizes:

___ (a) An increase/decrease in the cost of the contract
()
amount

___ (b) An increase/decrease in the time of completion by 30 days or more.
()
days

___ (c) Cancels P.O./Contract in its entirety.

___ (d) Change Vendor's Name

The _____ Department has determined that the circumstances said to necessitate the change in performance, which are:

In addition, I have determined that the above circumstances:

- (a) were not reasonably foreseeable at the time the contract was signed;
- (b) were not within the contemplation of the contract as signed, and/or this amendment
- (c) is in the best interest of Metra.

Therefore, this Change Order is authorized by law.

P. Kisielius, Department Head, Materials Management

A copy of this authorization shall be preserved in a permanent contract file that is open to the public in accordance with P.A. 85-1295: III Rev. Stat. Ch. 38, par.33E-9.



Memorandum

TO: P. A. Pagano
Executive Director

DATE: April 3, 2002

FROM: R. Tidwell 
Deputy Executive Director

SUBJECT: Contract No. K 08025
Daniel, Mann, Johnson & Mendenhall
Recommendation for Change Order No. 1
Final Design and Engineering for the Metra/Union Pacific West Line

Amount of Change Order: \$522,513.70

Funding Source: FTA/IDOT

Change Order Background:

Attached for your approval is Change Order No. 1 to Daniel, Mann Johnson & Mendenhall for \$522,513.70 and a three (3) month time extension. The new contract amount is \$3,418,759.72 and an 18% increase over the original contract amount of \$2,896,246.02. Change Order No. 1 is to provide for additional design services as detailed on attached Report #1 which is an integral part of this memorandum along with the Summary of Metra Procurement and Change Order Request form.

Daniel, Mann, Johnson & Mendenhall is currently performing the work and is most familiar with the requirements of the project and site characteristics of the area. Therefore, I recommend this change order be approved for Daniel, Mann, Johnson & Mandenhall.

DMJM
Metra /Union Pacific West Service Line expansion
Metra Project No. 2983
Contract No. K08025
Report #1

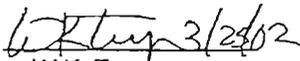
Original Contract	\$	2,896,246.02
Prior Change Orders		0
Pending Change Order		\$522,514
Change Order % Increase		18%
Contract Expiration		July 24,2002

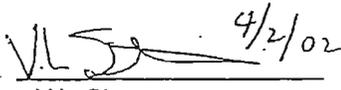
Change Justification
 U-Unknown Condition
 E-Enhancement
 D-Design Issue

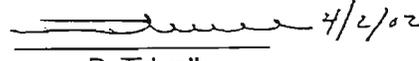
<u>Description</u>	<u>Change Justification</u>	<u>Amount</u>
1) <u>Additional Survey Elburn</u> Metra originally intended to end the triple track east of Route 47. The Union Pacific's standards call for all new interlockings to be on 20' track centers which required additional survey 1/2 mile west of Route 47. In Progress	E	\$15,155
2) <u>La Fox Station</u> Metra requested that a snow melting system be incorporated for the pedestrian tunnel/ramp at La Fox. In Progress	E	\$35,801
<u>Elburn Yard Electrical Distribution</u> Preliminary Engineering showed the crew facility on the west side of Anderson Road during Final Engineering the alignment moved causing design changes for electrical distribution and lighting In Progress	E	\$12,043
4) <u>Additional Soil Borings</u> Additional soil borings were required for the pedestrian tunnel at La Fox, Bunker Road and Mill Creek restoration site. In Progress	E	\$21,346
5) <u>Various Engineering Tasks</u> Metra and Kane County had changes for the La Fox Site, culvert size, compensatory storage calculations, La Fox access road cost analysis, Prairie relocation, and water requirements for the Elburn Fire District. Value Engineering is included in this figure which was not in the original scope and additional coordination meetings not included. In Progress	E	\$99,720
6) <u>Elburn and La Fox</u> The crew facility at Elburn is larger than identified in the Preliminary Engineering documents, due to the projected growth in train crews and maintenance personnel. The site at La Fox has undergone several design modifications, one being the parking lot elevation change due to Floodplain impact. In Progress	E	\$53,620

7) <u>Track work Design</u> Union Pacific Railroad specifications call for no switches in vertical curves this impacted the design and location of interlockings, signals, MOW tracks, and utility connections. In the yard the preliminary engineering identified the switches as number 9 turnouts which would not meet UP criteria and split point derails were not shown. In Progress	E	\$101,948
8) <u>Value Engineering</u> DMJM initially had HNTB as their VE consultant but Metra requested for Federal Guidelines an Engineering Firm that was not familiar with Metra's operations so an out of town firm LZA was contracted for an additional fee. In Progress	E	\$15,358
9) <u>Drainage and Environmental Additions</u> Due to the ongoing concerns over property and compensatory storage issues additional engineering dollars were spent investigating alternatives. In Progress	E	\$61,052
10) <u>Historical Barn Relocation</u> Due to the uncertain relocation site three alternate scenarios were developed for the barn relocation site. In Progress	E	\$6,451
11) <u>Property Surveys</u> To help expedite property acquisition Metra requested that DMJM perform surveys for all the property purchases, this was not in the original scope. In Progress	E	\$100,011
Totals		\$522,511

Concurrence:


W.K. Tupper


V.L. Stoner


R. Tidwell