



REQUEST FOR PROPOSAL
FOR GOVERNANCE REVIEW
RFP NO # 2022-AF-03
TOWN OF FORT FRANCES

Issue Date: November 1, 2022

Deadline for Enquiries / Clarification: November 18, 2022 at 3:00 p.m. (CT)

Closing Date: November 30, 2022 at 2:00 p.m. (CT)

Return to:
Town of Fort Frances
320 Portage Ave Fort Frances, Ontario P9A 3P9
Attn: Faisal Anwar, CAO

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DEFINITIONS AND INTERPRETATIONS

The following definitions apply to the interpretation of the Request for Proposal (RFP) documents.

1. "Addenda or Addendum" means such further additions, deletions, modifications, or other changes to any Request for Proposal Documents.
2. "Authorized Person" means:
 - For a Proponent who is an individual or sole proprietor.
 - For a Proponent which is a partnership, or any authorized partner of the Proponent.
 - For a Proponent which is a corporation:
 - a) any officer or director of the corporation; and
 - b) any person whose name and signature has been entered on the document submitted with the Request for Proposal, as having been authorized to participate in the completion, correction, revision, execution, or withdrawal of the submission, whether that person is or is not an officer or director.
 - For a Proponent that is a joint venture, the submission shall be signed by a person for and on behalf of each joint venture or, if they warrant that they have the authority vested in them to do so, one person so authorized may sign on behalf of all joint ventures.
3. "Proposal" means the Response in the form prescribed by this Request for Proposal document and completed and submitted by a Proponent in response to and in compliance with the Request for Proposal.
4. "Proponent" means the legal entity submitting a proposal.
5. "Request for Proposal (RFP)" means the document issued by the Town in response to which Proponents are invited to submit a proposal that will result in the satisfaction of the Town's objectives in a cost-effective manner.
6. "Successful Proponent" means the Proponent whose proposal has been approved by the Town.
7. "Town" refers to the Corporation of the Town of Fort Frances

SECTION 1.0 - INFORMATION TO PROPONENTS

1.1 Introduction and Background

- a) Fort Frances is a border town. We have always been the industrial capital of Northwest Ontario, and we will strengthen that role. We are the diversified industrial heartbeat of forestry, mining, agriculture, and tourism. An estimated population of the Town is 7,466 and as a corporation the Town of Fort Frances has approximately 140 employees, including Management employees, staff and Fire Fighters.
- b) The Town of Fort Frances is a single-tier municipality located in the District of Rainy River composed of seven (7) members of Council one (1) Mayor and six (6) Councillors elected at large.
- c) The Chief Administrative Officer leads five divisions being Community Services, Administration and Finance, Operations and Facilities and Sustainable Economic Development, Fire Services which offer a wide variety of services to the community.
- d) The Town adopted a comprehensive Strategic Plan in November 2020 that serves as a guiding document for Council Policy making. Many of its strategic objectives are internally focused.

The strategic plan is coming to the end of its term. Much of its initiatives have been implemented while others are in the process of being developed.

- e) Further information regarding the scope of work is included in Section 2.0.

1.2 Proposal Format and Delivery

- a) Proponents are required to submit three (3) sets of their proposal as described in Section 3.0. At least one set must carry original signatures and be marked as MASTER. Additional sets may be a photocopy and marked as "DUPLICATE". All copies must be delivered to the Town of Fort Frances, 320 Portage Avenue, Fort Frances, Ontario P9A 3P9.
- b) **Proposals must be received no later than 2:00 p.m. (CT) on November 30, 2022.** Proposal will be opened and read aloud immediately thereafter in the Committee Room, Fort Frances Civic Centre, 320 Portage Avenue, Fort Frances, Ontario

Proposals received at 2:00 p.m. (CT) as shown on the stamp by the Town of Fort Frances are "on time" and will be accepted. Proposals received at 2:01 p.m. (CT) or later, as shown on the stamp by the Town of Fort Frances will be considered late, will be rejected, and returned unopened to the respective Proponent. The stamp at the Front Desk is the official time for the deadline for submission. No other clock or source will be recognized when considering the submission date and time of proposals.

- c) This is a sealed proposal. All proposals shall be submitted as described in Section 3.0 with the submission label as provided from the Town of Fort Frances firmly affixed to the outside of the envelope or package. All envelopes or packages must have Proponent's name and address indicated and envelopes must be sealed.
- d) Once the award is made and approved by Council if required in accordance with the procurement by-law, the report recommending such award shall be a matter of public record, unless otherwise determined by Council.
- e) A Proponent may request that their proposal be withdrawn. Withdrawal shall only be allowed if the Proponent makes the request in writing and the request is delivered to the Town Clerk before the RFP closing time.
- f) Proposals confirmed as withdrawn shall be returned unopened to the Proponent. The withdrawal of a proposal does not disqualify a Proponent from submitting another proposal prior to the closing time.
- g) The Town shall not be liable for any cost of preparation or presentation of proposals, and all proposals and accompanying documents submitted by the Proponent become the property of the Town and will not be returned. There will be no payment to Proponents for work related to, and materials supplied in the preparation, presentation, and evaluation of any proposal, nor for the Contract negotiations whether they are successful or unsuccessful.
- h) The Town, its elected officials, employees, and agents shall not be responsible for any liabilities, costs, expenses, loss, or damage incurred, sustained, or suffered by any Proponent, prior or subsequent to, or by reason of the acceptance, or non-acceptance by the Town of any proposal, or by reason of any delay in the acceptance of any proposal.

1.3 Designated Official

For the purpose of this contract, Gabrielle Lecuyer is the “Designated Official” and shall perform the following functions: releasing, recording, and receiving proposals, recording and checking of submissions; answering queries from perspective proponents, considering extensions of time, reviewing proposals received, ruling on those not completing meeting requirements and coordinating the evaluation of the responses.

1.4 Questions / Inquiries

- a) Each Proponent must satisfy himself/herself by a personal study of the RFP documents. There will be no consideration of any claim, after Submission of Proposals, that there is a misunderstanding with respect to the conditions imposed by this RFP. Should the Proponent require more information or clarification on any point, it must be obtained prior to the submission of the RFP.
- b) Inquiries regarding the Request for Proposal process or format of the response must be

directed, in writing to Gabrielle Lecuyer, Municipal Clerk, by email to glecuyer@fortfrances.ca

c) All clarification requests are to be sent in writing to the Designated Official noted above. No clarification requests will be accepted by telephone. Responses to clarification requests will be provided to all interested parties. Inquiries must not be directed to other Town employees or elected officials. **Directing inquiries to other than the Designated Official may result in your submission being rejected.**

d) **Deadline for Inquiries is November 18, 2022 at 3:00 p.m. Any inquiries or clarifications received after the deadline will NOT be given any consideration.**

1.5 Addenda

a) The Designated Official will issue changes to the RFP Documents, which may include amendments to the submission deadline or changes in the Scope of Work or Qualifications of Proponents, by addendum only. No other statement, whether oral or written, made by the Town will amend the RFP documents. The Town will make every effort to issue all addenda no later than November 23, 2022. The Town makes no promise or guarantee that addenda will be delivered by any means to any Proponent. By submitting a proposal submission in response to this RFP, the Proponent acknowledges and agrees that addenda shall only be posted on www.fortfrances.ca and it is the sole responsibility of the Proponent to check this Web Site for said addenda.

b) The Proponent shall not rely on any information or instructions from the Town or a Town Representative except the RFP Documents and any addenda issued pursuant to this Section.

c) The Proponent is solely responsible to ensure that it has received all addenda issued by the Town. Proponents may in writing seek confirmation of the number of addendums issued under this RFP in writing to Gabrielle Lecuyer, Municipal Clerk, by email to glecuyer@fortfrances.ca

d) The Proponent shall acknowledge receipt of all addenda on the Form of Proposal – Declaration Form (page 21). Failure to complete the acknowledgement may result in rejection of the proposal.

1.6 RFP Schedule of Events

The RFP process will be governed according to the following schedule. Although every attempt will be made to meet all dates, the Town reserves the right to modify or alter any or all dates at its sole discretion by notifying all Proponents in writing at the address indicated in the completed RFP submitted to the Town of Fort Frances.

Issue RFP: November 1, 2022

Last Date for Questions: November 18, 2022 at 3:00 p.m. (CT)

RFP Close: **November 30, 2022** at 2:00 p.m. (CT)

Interviews/Presentations: TBD

**Dates noted above are an approximation only and are subject to change.*

SECTION 2.0 - TERMS OF REFERENCE

2.1 Introduction and Purpose

The purpose of this request for proposal is to select a qualified consultant to provide external assistance to the audit, review and development of governance-related policy, structures and processes.

2.2 Scope of Work

Fort Frances is seeking proposals for a qualified consultant to work with Town Council and Senior Staff to conduct a comprehensive Governance Review. The Town is seeking an audit of its use of committees and role clarification for Council, Committees, Staff and policies / protocol for in-camera meetings. The successful Proponent must have extensive experience in local government governance, including the ability to conduct all required research, and to create the required policy documents suitable for Council consideration for adoption.

The Successful Proponent will work with Town Council and Senior Staff (Senior Leadership Team and Department Heads) as the goal of Governance Review is for Council and staff taking responsibility to be an excellent municipal government for the Town of Fort Frances.

We intend to be known and earn respect for:

- collaborative Council/Management leadership – visionary, strategic, progressive, transparent and focused on the public good
- commitment to strong fiscal management, performance accountability, sustainable, affordable municipal operations that provide effective stewardship of all municipal assets
- policy based, outcome-driven governance – monitoring, measuring, reporting results
- service excellence – innovative, highly professional civil service, continually improving
- positive relationships, community engagement and participatory democracy based on effective consultation and open communications
- strong partnerships and strategic alliances – leveraging capacity to make a difference
- our ability to facilitate change and development which is consistent with vision and plans – we will be a catalyst for investment in Fort Frances future.

Performance indicators or measures must also be a feature of the recommended policy to enable progress to be regularly evaluated.

The Town understands that there are a variety of governance models and policies employed by local government. The Successful Proponent will need to be able to describe applicable best practices, their strengths and weaknesses and adapt, customize or create an approach that will best meet the needs of the Town.

Deliverables

The Successful Proponent will be responsible for providing expert advice in the form of the following deliverables (note that proponents are not limited by the deliverables and may wish to expand on them):

- Audit of current policy-setting environment– by measuring against the Operating Philosophy articulated in the Strategic Plan, assess the Town’s governance to date including, but not limited to:
 - Use of committees;
 - Role and authority of committees;
 - Timing and format of meetings;
 - Policies / Protocols related to in-camera meetings;
 - Practices for preparing Council for decision-making, including Council Briefings/Reports;
 - Delegated authority to staff (including delegation of authority bylaw); and
 - Council Meetings (including procedural bylaw review).

- Recommendations – provide recommendations for the Town of Fort Frances policy setting environment intended to meet the objectives of the strategic plan;
- Policy Documentation - Draft any policy documentation required to implement the Recommendations;
- Best Practices Alternatives – provide any appropriate “Best Practices” other than those recommended that may be effective in the Town’s circumstances with a comment on their strengths and weaknesses in the Town’s application.
- Work is expected to commence in December 2022 and be completed before the end of June 2023.

2.3 Right to Renegotiate

The Town reserves the right to negotiate any proposed changes relating the Governance Review with the successful Proponent. All changes proposed and agreed to by both parties during the term of this agreement will be incorporated into an amending agreement.

SECTION 3.0 - PROPOSAL REQUIREMENTS

3.1 Proposal Submissions

- a) Proponents shall submit three (3) copies of their submission, with one copy marked as MASTER. All proposal submissions must be submitted in a sealed envelope with the submission label as provided by the Town of Fort Frances affixed firmly to the outside of the envelope. The term envelope shall have the same meaning as “package”.
- b) Failure to include the submission requirements may result in your proposal being disqualified.

3.2 Proposal Submission Requirements

The proposals shall clearly indicate the project to be carried out in accordance with the **Scope of Work listed**. The proposal must contain at least, but is not necessarily limited to the following:

- 1) A work chart or work schedule showing the timing of the major tasks and milestones
- 2) The Proponent shall describe their previous work of this type, highlighting their experience and expertise with the specific requirements of this project. If the Proponent intends to partner with others to complete certain components, the experience and expertise of those partner companies must also be described, citing previous relevant work.
- 3) The Proponent shall identify the lead and other staff and list the responsibilities of each. Qualifications of the Proponent’s lead and key personnel should be outlined. Any substitution of staff during the course of the design works will not be permitted without approval of the Municipal Clerk.
- 4) A listing of any special circumstances required to complete the project.
- 5) Identify any possible gaps in the scope of work or deliverables and how these gaps will be taken into account in the design activities/project.
- 6) Submit a listing of previous projects of similar scale or type completed for Municipal or other clients.

Client References

Provide at least three (3) references the Town may contact. References should be from sources of similar project experience relevant to the requirements of this project.

Fees and Expenses

Maximum total cost of the project broken down by deliverable, where major tasks or milestones, report writing, printing costs and other disbursements are listed separately.

Per diem rates for key personnel involved in the project and an estimate of the number of hours that

project staff will spend on each specific task if needed.

NOTE: All fees and fee structures will be disclosed publicly.

Value Add (Public Relations)

Provide one (1) example, which demonstrate past experiences where they have successfully dealt with elected officials, the media, and the public.

Form of Proposal - Declaration

Include a signed and completed copy of the Form of Proposal – Declaration (page 21).

3.3 Evaluation Process

a) Each proposal will be evaluated on its clarity and the demonstrated understanding of the Project requirements, the services proposed and timeframes, as well as the proponent’s experience and the anticipated benefit to Town of Fort Frances. A short list of proponents may be created for purposes of an interview or presentation, should this be required. Proponents may be contacted to explain or clarify their proposals; however, they will not be permitted to alter information as submitted.

b) Proposals will be evaluated by an Evaluation Committee based on all information provided by the Proponent. Each proposal will be reviewed to determine if the proposal is responsive to the submission requirements outlined in the RFP. Failure to comply with these requirements may deem the proposal non- responsive.

c) Selection of a proposal will be based on (but not solely limited to) the following criteria and any other relevant information provided by the Proponent at the time of submission as well as any additional information provided during subsequent meetings with the Proponent.

d) In recognition of the importance of the procedure by which a Proponent may be selected, the following criterion outlines the primary considerations to be used in the evaluation and consequent awarding of this project (not in any order). The Town reserves the right to evaluate and rank each submission using criterion noted. Actual scores will be confidential.

3.4 Evaluation Criteria

Proposals will be evaluated based on the following weighted evaluation factors:

Category	Weighting
Qualifications and Experience in conducting Municipal Governance Reviews	50%
Qualifications and Experience - General Municipal Knowledge Respondents shall provide: A minimum of two (2) examples which demonstrate broad knowledge and experience related to municipal government role of Council and Staff, as well as practices, procedures, methods and mandates related to the municipal sector.	20%
Price – Costing Proposal Overall submitted price for consultant services Respondents shall provide an hourly rate for their services and a list of proposed related expenses.	20%
Value Added – Public Relations Provide examples, which demonstrate past experiences where they have successfully dealt with elected officials, the media and the public.	10%
TOTAL	100%

- a) In submitting a proposal, the Proponent acknowledges the Town’s right to accept other than the lowest priced proposal and expressly waives all rights for damages or redress as may exist in common law stemming from the Town’s decision to accept a proposal which is not the lowest price proposal, if it is deemed to be in the Town’s best interest to do so.
- b) The Town may reject all proposals and elect not to select a Successful Proponent.
- c) All qualified proposal submissions will be reviewed and evaluated. Additional clarification may be requested if necessary.

3.5 Presentation and Interview

- a) Should the Town elect to request interviews of any Proponents, the Town may have, at a minimum, the two highest scoring Proponents attend an interview to present the evaluation team with additional insight into the Proponent’s ability to meet the requirements as requested in the RFP. The Town reserves the right to interview more or fewer than two Proponents based on the scoring results, including not engaging any interviews whatsoever.

- b) The interviews would be conducted by the representatives of the Evaluation Committee.
- c) Presentations shall follow this general format:
- Introduction of Proponents Project Team (5 minutes)
 - Proponent Presentation of the Proposal (15 minutes)
 - Questions from Evaluation Committee (10 minutes)
 - Questions from Proponents (5 minutes)
- d) The Proponents will be notified of the final format and exact date and time for interviews/ presentations in advance if they occur.
- e) For the interview portion of the evaluation (if required), the Town will be using the rating criteria shown below and will evaluate each short-listed Proponent only.

Interview Criteria and Weighting (Second Stage if required):

Criteria Category	Weighted Points
Presentation	25
Response to Questions	10
Total Weighted Points	35

The score from the proposal evaluations and the Interview will be combined to determine an overall score.

SECTION 4.0 - GENERAL CONDITIONS

4.1 The Town’s Right to Accept or Reject

The Town of Fort Frances reserves the right to reject any or all Proposals, including without limitation the lowest Proposal, and to award the Contract to whomever the Town of Fort Frances in its sole and absolute discretion deems appropriate notwithstanding any custom of the trade to the contrary nor anything contained in the Contract Documents or herein.

The Town of Fort Frances shall not, under any circumstance, be responsible for any costs incurred by the Proponent in the preparing of its Proposal.

Criteria which may be used by the Town of Fort Frances in evaluating proposals and awarding the contract are in the Town of Fort Frances’s sole and absolute discretion and without limiting the generality of the foregoing, may include one or more or: price; total cost to the Town of Fort Frances; qualifications and experience of the Proponent and its personnel; quality of services and personnel proposed by the Proponent; ability of the Proponent to ensure continuous availability of qualified and experienced personnel; the Project Schedule and Plan.

Should the Town of Fort Frances not receive any proposal satisfactory to the Town of Fort Frances in its sole and absolute discretion, the Town of Fort Frances reserves the right to re-issue the Request For Proposal for the Project, or negotiate a contract for the whole or any part of the Project with any one or more persons whatsoever, including one or more of the Proponents.

The Town reserves the right to request clarification of information contained in a Proposal.

The Town reserves the right to modify any and all requirements stated in the Request for Proposal at any time prior to the possible awarding of the contract.

The Town reserves the right to cancel this Request for Proposal at any time, without penalty or cost to the Town. This Request for Proposal should not be considered a commitment by the Town of Fort Frances to enter into any contract.

The award to the Successful Proponent is a recommendation by the Evaluation Committee to Town of Fort Frances Council if required in accordance with the procurement by-law. The Town reserves the right to enter into negotiations with the Successful Proponent. If these negotiations are not successfully concluded, the Town reserves the right to begin negotiations with the next selected Proponent. There is no guarantee that Town of Fort Frances Council will execute any Agreement.

Proposals shall remain open and subject to acceptance for a period of ninety (90) days from closing date.

In the event of any disagreement between the Town and the Proponent regarding the interpretation of the provisions of the Request for Proposal, the CAO or an individual acting in that capacity, shall make the final determination as to interpretation.

4.2 Conflict of Interest

a) The Proponent declares that no person, firm, or corporation with whom or which the Proponent has an interest, has any interest in this RFP or in the proposed contract for which this Proposal is made.

b) The Proponent further declares that no member of the Council of the Town of Fort Frances and no officer or employee of the Town of Fort Frances will become interested directly or indirectly as a contracting party, partner, shareholder, surety, or otherwise in or in the performance of the Contract or in the supplies, work, or business to which it relates, or in any portion of the profits thereof, or in any of the money to be derived there from.

c) Should the Proponent feel that a conflict of interest or potential conflict of interest exists; the Proponent must disclose this information to the Town of Fort Frances prior to the submission of a proposal. The Town of Fort Frances may, at its discretion, delay any evaluation or award until the matter is resolved to the Town of Fort Frances's satisfaction. The Town of Fort Frances may allow a conflict of interest or potential conflict of interest to exist if it is satisfied that there are adequate safeguards in place and if the Town of Fort Frances determines that it is in its best interests to do so.

d) The Town reserves the right to disqualify a proposal where the Town believes a conflict of interest or potential conflict of interest exists.

4.3 Disqualification of Proponents

More than one Proposal from an individual firm, partnership, corporation, or association under the same or different names will not be considered. Collusion between Proponents will be sufficient for rejection of any proposals so affected.

4.4 Confidentiality

The proposal must not be restricted by any statement, covering letter or alteration by the Proponent in respect of confidential or proprietary information. The Town will treat all proposals as confidential. The Town will comply with the Municipal Freedom of Information and Protection of Privacy Act, and its retention by-law pursuant to the Municipal Act in respect of all proposals. All Public Reports approved by the Council of the Town of Fort Frances will become public information.

Notwithstanding this provision, it is the intention of the Town that all fees and fee schedules will be public information.

Proponents acknowledge that the Town of Fort Frances, being an Ontario municipality, is subject to the *Municipal Freedom of Information and Protection of Privacy Act*, RSO 1990, c. M. 56 (“*MFIPPA*”) and as a result, some information may be required to be disclosed by the Town as a statutory requirement. Proponents agree that notwithstanding this Section 4.5 of the RFP the Town shall have no obligation with respect to the disclosure of confidential information and the Proponent, by submitting a Proposal, does hereby fully and finally release the Town from any liability for disclosing confidential information in the event the Town discloses confidential information in accordance with a lawful statute applicable in Ontario, including *MFIPPA*, or is ordered to disclose such information by the Office of the Information and Privacy commissioner or any court or tribunal of competent jurisdiction.

4.5 Proposal Assignments

The Successful Proponent will not be permitted to assign or transfer any portion of the proposal as submitted or the subsequent agreement without prior written approval from the Town.

4.6 Purchasing Policy

Submissions will be solicited, received, evaluated, accepted, and processed in accordance with the Town’s Procurement Policies as amended from time to time.

4.7 Failure to Perform

Failure to comply with all terms and conditions of this proposal, and failure to supply all documentation, as required herein, shall be just cause for cancellation of the award. The Town shall then have the right to award this contract to any other Proponent or to re-issue this RFP.

4.8 Award of Contract

Subject to the Town's reserved rights and privileges set out in the Request for Proposal, the recommendation by the Evaluation Committee, to execute a contract shall be awarded to the compliant Proponent who has the highest overall evaluation score subject to the evaluation criteria included in this RFP document.

The preference of the Town is to award this proposal to one (1) Proponent; however, the Town reserves the right to award the recommendation to more than one Proponent. Should the Town decide to award to more than one Proponent, the highest and second highest scoring Proponents will be awarded the opportunity to potentially enter into an Agreement with Council of the Town of Fort Frances.

4.9 Agreement

A written agreement, shall be prepared and executed by the Town and the Successful Proponent if the terms are mutually agreeable to all Parties. There is no guarantee that Town of Fort Frances Council will enter into any Agreement.

4.10 Insurance Requirements

The successful Firm shall take out and keep in force throughout the duration of the Contract, a comprehensive policy of Professional Liability in the amount of not less than \$5,000,000.00 inclusive per occurrence.

The Town of Fort Frances shall be named as an additional insured thereunder, a certified copy of the policy or certificate thereof shall be deposited upon signing of the Agreement or as the Town may direct.

4.11 Compliance with the Accessibility for Ontario with Disabilities Act 2005

The Proponent shall ensure that all its employees and agents receive training regarding accessibility as outlined in the Accessible Customer Service Standard (Ontario Regulation 429/07) and the Integrated Accessibility Standards Regulation (Ontario Regulation 191/11). The Proponent is responsible to ensure that all its employees, volunteers, and others for which the Proponent is responsible are adequately trained.

4.12 Disqualification

The Town may, in its sole discretion, disqualify a Proposal or cancel its decision to make an award under this RFP, at any time prior to the execution of the Agreement by the Town, if:

- the Proponent fails to cooperate in any attempt by the Town to verify any information provided by the Proponent in its Proposal;
- the Proponent contravenes one Proposal per Person or Entity;
- the Proponent fails to comply with the laws of Ontario or of Canada, as applicable;
- the Proposal contains false or misleading information;
- the Proposal, in the opinion of the Town, reveals a material conflict of interest;
- the Proponent misrepresents any information contained in its Proposal.

4.13 Record and Reputation

Without limiting or restricting any other right or privilege of the Town and regardless of whether or not a Proposal or a Proponent otherwise satisfies the requirements of this RFP, the Town may disqualify any Proposal from any Proponent, where:

- In the opinion of the Town Solicitor or the Designated Person for the Town, the commercial relationship between the Corporation of the Town of Fort Frances and the Proponent has been impaired by the prior and/or current act(s) or omission(s) of each Proponent, including but not limited to:

a) Litigation with the Town;

b) The failure of the Proponent to pay, in full, all outstanding accounts due to the Town by the Proponent after the Town has made demand for payment;

c) The refusal to follow reasonable directions of the Town or to cure a default under a contract with the Town as and when required by the Town or the Town representatives;

d) The Proponent has previously refused to enter into an Agreement with the Town after the Proponent's Proposal was accepted;

e) The Proponent has previously refused to perform or to complete performance of contracted work with the Town after the Proponent was awarded the contract;

f) Act(s) or omission(s) of the Proponent has resulted in a claim by the Town under a bid bond, a performance bond, a warranty bond or any other security required to be submitted by the Proponent on an RFP within the previous five years;

g) In the opinion of the Council of the Town of Fort Frances or Chief Administrative Officer, or their designate, there are reasonable grounds to believe that it would not be in the best interests of the

Town to enter into an Agreement with the Proponent, for reasons including but not limited to the conviction or finding of liability of or against the Proponent or its officers or directors and any associated entities under any taxation legislation in Canada, any criminal or civil law relating to fraud, theft, extortion, threatening, influence peddling and fraudulent misrepresentation, the Environmental Protection Act or corresponding legislation in other jurisdictions, any law regarding occupational health or safety or the Securities Act or related legislation.

4.14 Proponent's Costs

a) The Proponent shall bear all costs and expenses incurred by the Proponent relating to any aspect of its participation in this RFP process, including all costs and expenses related to the Proponent's involvement in:

- the preparation, presentation and submission of its Proposal;
- the Proponent's attendance at the Proponent's meeting;
- due diligence and information gathering processes;
- site visits and interviews;
- preparation of responses to questions or requests for clarification from the Town;
- preparation of the Proponent's own questions during the clarification process; and,
- agreement discussions.

b) The Town is not liable to pay such costs and expenses or to reimburse or compensate a Proponent under any circumstances, regardless of the conduct or outcome of the RFP Process, including the rejection of all proposals or the cancellation of the RFP, and including any negligence of the Town in the conduct of the RFP process.

4.15 Legal Matters and Rights

a) This RFP is not an offer to enter into either a bidding contract (often referred to as "Contract A") or a contract to carry out the project (often referred to as "Contract B"). Neither this RFP nor the submission of a Proposal by a Proponent shall create any contractual rights or obligations whatsoever on either the Proponent or the Town.

b) In addition to and notwithstanding any other term of this RFP, the Town shall not be liable for any damages resulting from any claim or cause of action, whether based upon an action or claim in contract, warranty, equity negligence, intended conduct or otherwise, including any action or claim arising from the acts or omissions, negligent or otherwise of the Town and including any claim for direct, indirect, or consequential damages, including but not limited to damages for loss of profit, loss of reputation, injury to property and bodily injury that results from the Proponents' participation in the RFP process, including but not limited to:

- the disclosure of a Proponent's confidential information;
- the costs of preparation of a Proponent's Proposal, whether it is accepted, disqualified or rejected;
- any delays, or any costs associated with such delays, in the RFP process;
- any errors in any information supplied by the Town to the Proponents;

- the cancellation of the RFP; and
- the award of the contract to a Proponent other than the Proponent recommended by the Evaluation Committee.

4.16 Human Rights, Harassment and Occupational Health and Safety

The Proponent shall be required to comply with the Town's policies regarding Human Rights, Harassment in the Workplace and Occupational Health and Safety.

SECTION 5.0 - FORM OF PROPOSAL

5.1 DECLARATION

I/We the undersigned authorized signing officer of the Proponent, HEREBY DECLARE that no person, firm or Corporation other than the one represented by the signature (or signatures) of proper officers as provided below, has any interest in the proposal.

I/We further declare that all statements, schedules and other information provided in this proposal are true, complete and accurate in all respects to the best knowledge and belief of the Proponent.

I/We declare that this proposal is made without connection, knowledge, comparison of figures or arrangement with any other company, firm or persons making a proposal and is in all respects fair and without collusion for fraud.

I/We further declare that no employee of the Town of Fort Frances will become interested, directly or indirectly as a contracting party or otherwise in the supplies, work or business to which it relates or in any portion of the profits thereof, or in any such supplies to be therein or in any of the monies to be derived there from.

I/We further declare that the undersigned is empowered by the Proponent to negotiate all matters with the Corporation of the Town of Fort Frances’s representatives, relative to this proposal.

I/We further declare that the agent listed below is hereby authorized by the Proponent to submit this proposal and is authorized to negotiate on behalf of the Proponent.

I/We further agree in submitting this Proposal, we recognize the Town may accept any Proposal in whole or in part, or elect to reject all proposals.

ACKNOWLEDGEMENT OF ADDENDA

I/We have received and allowed for **ADDENDA NUMBER** _____ in preparing my/our proposal.

Insert #'s or "none"

Company Name

Date

Signature

Print Name

NOTE: Failure to sign this page and return with your submission will result in non-acceptance of your submission.

Place this label on the front of the sealed envelope containing your proposal.

FROM: _____

Contact: _____

DELIVER PROPOSAL TO:

Town of Fort Frances
320 Portage Ave Fort Frances, Ontario P9A 3P9
Attn: Faisal Anwar, CAO

Description: Governance Review RFP 2022-AF-03

Closing Date: November 30, 2022 2:00 p.m. (CT)

Late proposals will NOT be accepted