

WEST VIRGINIA UNIVERSITY

REQUEST FOR PROPOSALS

RFP202090000143



**Design and Installation of LED Video Boards for
Milan Puskar Stadium and WVU Coliseum**

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I. BACKGROUND DISCUSSION

A. Project Description & Purpose

West Virginia University on behalf of its Board of Governors (hereinafter referred to as “WVU” or “University”) seeks qualified firms to submit proposals for Audio/Visual Equipment, Materials and Installation of LED Advertising Boards.

II. DEFINITIONS

For the purpose of this Solicitation, the following definitions shall apply:

1. **Substantial Completion** – Construction phase when the scope of work (as agreed to by contract area) is complete to the extent the space may be used for its intended purpose; i.e., where applicable, all systems energized, functional and operational to the Owner’s satisfaction.
2. **Final Completion** – Construction phase when the Work or designated portion of the Work at which point the Owner determines the construction and/or project is complete, punch list items included.
3. **Punch List** – Document prepared near end of construction project that outlines, lists, or otherwise states Work not conforming to the contractual specifications; punch list items must be resolved before Final Completion and Final Payment.
4. **Liquidated Damages** – Monetary rates meant to compensate Owner for additional costs incurred because of project delays; liquidated damages are not penalties.

III. ABOUT THE UNIVERSITY

As a land-grant institution, the faculty, staff and students at the University are committed to creating a diverse and inclusive culture that advances education, healthcare, and prosperity for all by providing access and opportunity; by advancing high-impact research; and by leading transformation in West Virginia and the world through local, state, and global engagement.

In 1862, the U.S. Congress passed and President Abraham Lincoln signed the first Land-Grant Act (also known as the Morrill Act for its sponsor, Rep. Justin Morrill of Vermont). On October 3, 1863, the West Virginia Legislature voted to accept a grant of land totaling 150,000 acres from the federal government. Funds from the sale of this land were used to establish WVU in 1867.

The purpose of the Land-Grant Act was “the endowment, support, and maintenance of at least one college where the leading object shall be, without excluding other scientific and classical studies and including military tactics, to teach such branches of learning as are related to agriculture and the mechanic arts, in such manner as the legislatures of the States may respectively prescribe, in order to promote the liberal and practical education of the industrial classes in the several pursuits and professions in life.”

In 1890, the second Morrill Land-Grant Act led to the creation of many of America’s historically black colleges and universities. Today, there are 76 land-grant universities that trace their beginnings back to the 1862 or 1890 Land-Grant Acts. These universities, including WVU, constitute the core membership of the Association of Public and Land-Grant Universities (APLU).

WVU is proud of its history as a land-grant university and remains dedicated to its land-grant mission of promoting access to higher education and applying research to meet the needs of West Virginians. The land-grant mission is at the core of WVU’s identity as a university, from the Extension Service and Engineering to Public History and Health Sciences. Every WVU System college and unit, from Morgantown to Beckley and Charleston and Martinsburg to Keyser, is an integral part of WVU’s land-grant past and future.

As a R1 Doctoral University (Highest Research Activity) as classified by the Carnegie Classification of Institutions of Higher Education, WVU faculty conducted \$143 million annually in sponsored contracts and research grants in 2015. Accredited by the Higher Learning Commission of the North Central Association of Colleges and Schools and dozens of specialized academic agencies, WVU operates on a budget approaching \$1.1 billion a year.

The WVU Morgantown campus is located in a small city of 30,855 (U.S. Census Bureau, 2016), rated “No. 1 Small City in America” by BizJournals.com. Business Insider named Morgantown the ninth-best college town in America. It’s within easy traveling distance of Washington, D.C., to the east, Pittsburgh, Pa., to the north, and Cleveland and Columbus, Ohio, to the northwest. Other rankings: Kiplinger.com included Morgantown in their 10 great places to live list; one of “Best Sports Cities” by Sporting News; 5th “Best Small Metro” by Forbes; 12th overall “Hottest



Small City” by Inc.; one of “50 Smartest Places to Live” by Kiplinger’s; and the second-ranking “Best College Town for Jobs” by Forbes. The WVU System includes campuses in Beckley and Keyser, and WVU Health Sciences includes divisions in Martinsburg and Charleston.

To learn more about the University, please visit <https://www.wvu.edu/about-wvu/wvu-facts>.

IV. ABOUT WVU ATHLETICS

The Department of Intercollegiate Athletics at West Virginia University sponsors 17 varsity sports with more than 500 student-athletes competing in baseball, men’s and women’s basketball, women’s cross country, football, women’s gymnastics, women’s indoor and outdoor track, rifle, men’s and women’s soccer, men’s and women’s swimming and diving, women’s tennis, women’s volleyball, women’s rowing and wrestling.

The WVU Coliseum, home to the West Virginia University basketball teams, volleyball, wrestling, gymnastics and other sports, is located in Morgantown, West Virginia on Monongahela Boulevard. In addition to this project WVU Athletics will be working through various Audio/Video projects in and exterior façade cleaning and sealing around the WVU Coliseum that may impact this project.

To learn more about the Athletics Department, please visit www.wvusports.com.

V. ATTACHMENTS AND EXHIBITS

Exhibits listed below are exhibits to both the solicitation and the contract.

1. Attachment A: Professional Service Agreement
 - a. Exhibit A: Project Description, SOW, and Constraints
 - b. Exhibit B: Cost Schedule
 - c. Exhibit C: Performance Specifications
 - d. Exhibit D: Drawings
 - e. Exhibit E: Division One
2. Attachment B: Communications and Addenda Acknowledgement
3. Attachment C: Disclosure of Interested Parties

VI. TIME

The completion of graphic displays shall be coordinated per Exhibit A, Tentative Schedule. Liquidated Damages will be assessed per calendar day of delay in achieving Completion, not as a



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penalty, but a reasonable assessment of loss of use of the facility for its intended purpose. Liquidated Damages will be addressed per the first addendum.

VII. RESPONDENT INFORMATION AND KEY DEADLINES

The following is the anticipated Solicitation Schedule, Site Utilities Schedule, Overall Project Schedule, Project Design Schedule, and Important Dates and Milestones. The University may, in its sole discretion, change these schedules at any time. If the University changes solicitation dates in the schedule before the deadline for receipt of proposals, it will do so by an addendum to this RFP. It is each prospective Proposer's responsibility to check with the University for current Information regarding this RFP and its implementation timeline. Project Design Schedule and other Important Dates and Milestones are subject to change based on prior dates.

Solicitation Schedule		
<i>Activity</i>	<i>Date</i>	<i>Time</i>
Publish RFP	December 18, 2019	
Site Visit*	January 7, 2020	1:00pm
Cutoff for Explanations/Clarifications	January 14, 2020	12:00pm
Proposal Due Date**	January 24, 2020	4:00pm
Owner Evaluation**		
Potential Interview(s)	Week of January 27, 2020	
Anticipated Notification of Awarded Firm**	Week of February 3, 2020	

** Location will be provided by addendum
** Approximate; dependent on prior dates*

A. Procurement Official:

Harry Youdell

WVU Procurement, Contracting & Payment Services (PCPS)

Phone Number: (304) 293-7008

Email: harry.youdell@mail.wvu.edu

VIII. EVALUATION CRITERIA AND PROPOSAL FORMAT

A. Evaluation Criteria. The following evaluation factors will be used to determine the best-qualified Proposal:

VIII. EVALUATION CRITERIA AND PROPOSAL FORMAT

- A. Evaluation Criteria. The following evaluation factors will be used to determine the best-qualified Proposal:

1. Project Approach/Methodology.....10 Points
2. Fee for Scope of Service30 Points
3. Project Schedule.....10 Points
4. Project Experience20 Points
5. Project Team20 Points
6. Value Added10 Points
7. Mandatory Requirements.....No Point Value

The qualifications, evaluation and selection criteria are further defined in Section VIII.C. below.

- B. Proposal Format:

1. Firms will be evaluated on basis of overall capabilities, methodologies, references, and overall cost.
2. It is imperative that the RFP be complete and concise, responding to all requested information but without the addition of unnecessary marketing.
3. In the interest of performing a thorough and timely evaluation of all qualifications received, all qualifications should be submitted in the following tabbed format:
 - a. Section 1: Project Approach/Methodology.....Limit 2 pages
 - b. Section 2: Fee for Scope of Service.....Limit 8 pages
 - c. Section 3: Schedule.....Limit 2 pages

- d. Section 4: ExperienceLimit 5 pages
- e. Section 1: TeamLimit 10 pages
- f. Section 5: Value AddedLimit 3 pages
- g. Section 6: Mandatory RequirementsAdditional Information as required

Maximum page limit not to exceed thirty (30) pages, excluding table of contents, mandatory requirements, and cover.

C. Proposal Sections and Requirements:

1. Section One; Project Approach/Methodology:

- a. Submit a description of your team's approach to the project Describe how your team will manage the project through the design, fabrication, installation and commissioning, especially as this pertains to two separate venues.
- b. Describe the design effort; design meetings, development of designs, etc., deliverables, reviews, and approvals.
- c. Indicate the procedures and scheduling for the installation; speak to how the installation will be organized, specific installation techniques, etc. to convey knowledge learned from past experience.

2. Section Two; Fee for Scope of Service:

- a. Provide an itemized list of major system components per unit as well as a lump sum proposal indicating the all-inclusive price to complete the project; labor, management, fees, taxes, etc. (*Refer to attached pricing matrix (Exhibit B)*).

3. Section Three; Project Schedule:

- a. Submit a bar-chart type project schedule (e.g., Gantt Chart) indicating specific milestones for the review, ordering, delivery, and install for the project. Adherence to this schedule throughout the project is critical and will be the basis for acceptance of the project.

4. Section Three; Experience:

- a. For each project (Coliseum board and Milan Puskar Stadium board), provide a minimum of five (5) similar systems design by the proposing firm that are currently in construction or the construction is completed. Similar projects shall

include, but not necessarily be limited to, large scale LED video boards, stadium and arena sound systems, and lighting systems (at NCAA Division I or higher level) and include the following information:

- i. Project Name
- ii. Project Location
- iii. Project Description
- iv. Description of the Graphic Display
- v. Start and Completion Dates
- vi. Construction Costs
- vii. Project Size, Scope, Schedule
- viii. Contact Information for the Owner (Name, Address, Email, Phone)
- ix. Contact Information for Owner's Project Manager (Name, Address, Email, Phone)
- x. Contact Information for Contractor Responsible for Installation
- xi. Photographs, Renderings
- xii. Other Information to Convey Projects to WVU

5. Section Four; Team:

- a. Provide a narrative description of your project team indicating the strengths of each team member and what they bring to this project. List other projects for which they have worked together and what their role was.
- b. Provide resumes for all primary design professionals, including; AV Design Principal, AV Design Project Manager, Architect, Structural Engineer, Electrical Engineer, Electronics Engineer.
- c. Include internal team members (Prime) as well as external team members (Subs, others), work experience, previous projects, work history with current team members.
- d. List and define/explain role of sub-contractors and/or sub-consultants to be used on this project, and note previous projects completed with this sub.

- e. Provide an organizational chart showing work flow process through the primary contract holder and sub-consultants.
6. Section Five; Value Added:
- a. Describe in detail warranty services, including component warranties, repair/replacement warranties, and other options/features, with duration (length of time for warranty), and turn-around time.
 - i. Provide costs, as applicable, for additional or supplemental warranties on cost matrix (*Refer to attached pricing matrix (Exhibit C)*).
 - b. Describe what customer services you provide to support the Owner's purchase in years one through four, outlining who will be providing these services (local office of the company or a subcontractor) with response times
 - c. Provide any added values your firm provides beyond industry standard, speaking to quality, workmanship, schedule adherence, etc. that may benefit this project.
 - d. Describe how attic stock or Owner replacement inventory will be included as part of this project.

7. Section Five; Mandatory Requirements:

- a. Mandatory Requirements - The following requirements must be included for the proposal to be scored:
- b. Certificate of Insurance: Provide documentation that if firm is successful, firm will be able to provide a certificate of insurance evidencing coverage, listing WVU as the certificate holder, the cancellation policy, and where/when applicable, list WVU as additionally insured.
- c. Communication Certification / Addenda Acknowledgement: Firm must sign document and acknowledge all addenda.
- d. Disclosure of Interested Parties: WV Ethics form require for contracts over one hundred thousand dollars (\$100,000).

IX. SUBMISSION OF PROPOSALS

- A. Deadline for Receipt of Proposals. The deadline for receipt of Proposals is January 24, 2020, at 4:00p.m., Eastern Time (“ET”). By Proposal submission, Proposers agree to all requirements, terms and conditions contained in the RFP.

- a. The Proposer remains solely responsible for ensuring that its Proposal is received before the time and date due. Late Proposals will be returned unopened/unread (see the Late Submission and Modifications of Proposal paragraph, below).
- b. Electronic submissions must be submitted through Sourcing Director on Mountaineer Marketplace.
- c. Note: All submissions MUST be delivered by the deadline or the submission may be considered late.
- d. Any proposal sent to any differing address other than Sourcing Director on Mountaineer Marketplace may be considered unresponsive.

X. REQUEST FOR PROPOSALS RULES AND GUIDELINES

A. Communications

Throughout the procurement process, Proposers may only have contact with the University's Procurement Official identified below regarding this solicitation. Discussions or communications regarding this solicitation with any other individuals associated in any capacity with the University, its consultants, contractors or members of its Board of Governors, or members of any Evaluation Panel or Committee are prohibited, unless otherwise approved in writing by the Procurement Official.

Any violation of this prohibition may result in the disqualification of the Proposer from further participation in this procurement, and from award of any contract or subcontract under this solicitation. Proposer(s) shall be required to include in its Proposal response a certification associated with this communication requirements (See Attachment B).

Discussions or communications with any person(s) other than the University's Procurement Official identified below, regardless of the format, could result in disclosure of proprietary or other competitive sensitive information or otherwise create the appearance of impropriety or unfair competition and, thereby, compromise the integrity of the University's procurement process.

Proposers include subcontractors at all levels and joint venture members, where applicable.

Proposers shall provide immediate written notice to the Procurement Official any time contact concerning this solicitation has not been limited to the University's Procurement Official,



whether initiated by the Proposer(s) or by other University employees, consultants, contractors or members of its Board of Governors.

B. Explanations and Clarifications

Any explanation or clarification desired by a Proposer regarding the meaning or interpretation of any part of this solicitation must be submitted in writing (via the Q/A Board of WVU's Procurement site or by email) to the Procurement Official. This communication should be from a representative of the Proposer with a clear cross-reference to the relevant RFP section.

Written Requests for explanations or clarifications can be submitted at any time; however, must be submitted on or before the date/time indicated in Section 7. Requests for clarification received after this deadline may not be considered and WVU is under no obligation to address them.

Written Explanations or clarifications provided to a Proposer concerning an interpretation of the solicitation will be furnished to all Proposers in an addendum to the solicitation.

Oral explanations or clarifications given before the award of any contract, at any pre-Proposal conferences or otherwise, do not serve to modify the solicitation and will not be binding on the University.

C. Modification/Acknowledgment of Solicitation Addenda

The University reserves the right to modify the solicitation. If it is amended, then all terms and conditions which are not modified remain unchanged.

When the solicitation is modified, the Procurement Official shall post answers to the questions in the Q & A Board on Sourcing Director, WVU's new bid site (<https://bids.sciquest.com/apps/Router/PublicEvent?CustomerOrg=WVUMarketplace>). The Proposer must check the Q&A Board throughout the procurement process to view all applicable information. The University is under no further obligation to ensure that Proposers receive addenda.

Proposers shall acknowledge receipt of any addendum to this solicitation to the Procurement Official by identifying the addendum number and date in the space provided for this propose on the form for submitting a Proposal (see Attachment B).

The Procurement Official must receive acknowledgment of addenda by the time and at the place specified for receipt of Proposals.

Failure of a Proposer to acknowledge receipt of a material addenda may result in rejection of the Proposal as non-responsive.

D. Preparation of Proposals—General

1. Examine the Entire Solicitation. Prior to submission of Proposals, Proposers are expected to thoroughly examine all provisions of and Attachments/Appendices to the solicitation, whether incorporated by reference or otherwise. Failure to do so will be at the Proposer's risk and will not be a basis for the Proposer to request relief of any kind prior to or after contract award.
 - e. Exceptions to Solicitation. If the Proposer cannot accept WVU's terms, conditions or requirements, the Proposer shall raise their exceptions in writing (by email) to the Procurement Official. The University may address them in the form of an addendum to the RFP. It is the University's sole discretion as to whether or not it will accept or deny any exceptions raised by Proposers.
 - f. Furnish Information. Proposers shall furnish all information required by the Solicitation. Unnecessarily elaborate Proposals or lengthy presentations are not desired or required; however, Proposals should be clear, concise, and include sufficient detail for effective evaluation. The Proposer is cautioned that it is the Proposer's sole responsibility to submit information related to the evaluation categories, and that WVU is under no obligation to solicit such information if it is not included in its Proposal. Failure by the Proposer to submit such information may cause an adverse impact on the evaluation of its Proposal.

E. General Format.

1. Erasures or other changes must be initialed by the person signing the Proposal. Proposals signed by an agent of the Proposer (other than an officer or a partner) should be accompanied by evidence of the agent's authority (unless such evidence has been previously furnished to the University).
 - g. Proposal documents shall be prepared in single-spaced type, on 8-1/2" x 11" pages. Pages shall be numbered to show the page number and total number of pages in the Proposal (e.g., Page 1 of 15, Page 2 of 15, etc.).
 - h. If a pricing document is provided, all pricing must be completed within that document. Failure to utilize supplied pricing documents may result in disqualification from the RFP process.
 - i. To provide uniformity and to facilitate comparison of Proposals, all information submitted should clearly refer to the page number, section, or



other identifying reference in this RFP. All information submitted must be noted in the same sequence as its appearance in this RFP.

- j. All names and applicable titles shall be typed and printed where indicated on the various documents. Required entries on all Proposal documents shall be typed using black ribbon, printed using dark printer ink, or legibly written in dark ink (no pencil).
 - k. Required Signatures. All Proposals must be signed by an individual authorized to extend a formal Proposal. Proposals that are not signed may be rejected. By signing the Proposal, the Proposer certifies compliance with the signature authority required. If the Proposal is submitted on behalf of:
 - a. an individual, sole proprietorship, or a Proposer operating under a trade name, the Proposal shall be signed by that individual;
 - b. a partnership, the Proposal shall be executed in the partnership name and signed by all partners or by a managing partner accompanied by evidence of that partner's ability to sign for the partnership. The official address of the partnership shall be shown below the signatures;
 - c. a corporation, the Proposal shall be executed in the corporate name by the president or vice-president (or other corporate officer accompanied by the evidence of that officer's authority to sign for the corporation); or
 - d. a joint venture or other type of teaming arrangement, the Proposal shall list the names of all of the joint venture or teaming arrangement members, and each member's official mailing address. It shall be executed by all of the members in the same manner as if they were individually submitting a Proposal. The signature portion of the Proposal form shall be altered as appropriate for execution by the joint venture or teaming arrangement.
- F. Alternate Proposals. Proposers may submit more than one Proposal. All Proposals must comply with the requirements of the RFP except that additional Proposals may incorporate, by reference, repetitive information which is provided in the original Proposal.
- G. Trade Secrets or Other Confidential Information. Proposers may clearly mark each page of the Proposal that contains trade secrets or other confidential commercial or financial information, which the Proposer believes should not be disclosed outside the University. However, disclosure of requested information can only be protected to the extent permitted under West Virginia law.



- H. Use of Subcontractors. If the Proposer intends to use subcontractors to perform any portion of the work/provide any of the parts/equipment described in this RFP, the Proposal must clearly state so. The Proposer's response must include a description of which portion(s) of the work will be sub-contracted out and the names and addresses of potential subcontractors under the Contract.
- I. Proposal Preparation Costs. The University shall not be liable for any costs incurred by a Proposer in responding to this RFP, regardless of whether the University awards the Contract through this process, cancels this RFP for any reason, or contracts through another RFP or another process.
- J. Errors and Omissions. The Proposer is expected to comply with the true intent of this RFP taken as a whole and shall not avail itself of any errors or omissions to the detriment of the services. Should the Proposer suspect any error, omission, or discrepancy in the scope of work or other portions of the RFP, the Proposer shall immediately notify the University, in writing, and the University shall issue written instructions to be followed. The Proposer is responsible for the contents of its Proposal and for satisfying the requirements set forth in the RFP.
- K. Firm Offer Period. Offers must be kept firm for acceptance by the University for at least one hundred twenty (120) days after the date that Proposals are due. Proposals with acceptance periods of less than one hundred twenty (120) days may be considered non-responsive. The Proposer may specify a longer period than indicated here. If the Proposer indicates no time period for acceptance, the Proposal will be considered firm for one hundred twenty (120) days and thereafter until written notice to the contrary is received.
- L. Proposal Content
1. Proposal Submission. Email the complete Proposal in .pdf format to <https://bids.sciquest.com/apps/Router/PublicEvent?CustomerOrg=WVUMarketplace>. Any pricing documents provided should be included in the email.
 - a. Proposal Format. The Proposal response shall be set out in the Sections outlined below. A blank page should precede each Section with an index tab that identifies the appropriate Section. These sections represent the minimum amount of information required by the University. Proposers are encouraged to add content if needed; however, unnecessarily elaborate Proposals are discouraged.

b. Cover of Proposal – clearly identified with:

Project Identification

Request for Proposal Official Identifying Number

Name of Proposing Firm

Date of Submission/Date RFP Response Due Date

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c. Proposal Materials

The Proposal material submitted in response to the RFP becomes the property of the University upon delivery to the Procurement Official and may be appended, if necessary, to any formal document which would further define or expand the contractual relationship between the University and the Contractor. All material will be considered as part of this RFP.

M. Late Submission and Modifications of Proposals

Any Proposal received after the exact time specified for receipt will not be considered unless:

1. it is determined by the University that the late receipt was due solely to mishandling by the University after receipt at the University's Procurement office; or
 - a. it is the only Proposal received.

Any modification of a Proposal, except a modification resulting from the Procurement Official's request for a "best and final" offer, is subject to the same conditions contained in this RFP.

Any modification of a Proposal should be prepared on company letterhead, signed by an authorized representative, and state that the new document supersedes or modifies the prior Proposals, and resubmitted to the Procurement Official as required pursuant to this RFP.

A modification resulting from the Procurement Official's request for a "best and final" offer received after the time and date specified in the request will not be considered unless received before award, and the late receipt is due solely to mishandling by the University.

A late modification of an otherwise successful Proposal which makes its terms more favorable to the University may be considered at any time it is received and accepted.

N. Withdrawal of Proposals

Proposals may be withdrawn by written notice to the Procurement Official before the deadline established for receipt of Proposals. Withdrawals must be made on company letterhead and signed by an authorized representative of the Proposer. Proposals may only be withdrawn by the Proposer's authorized representative, provided the identity of the person requesting withdrawal is established and the person signs a receipt.

O. Proposal Evaluation

No Public Opening. Proposals shall not be publicly opened. Upon receipt of Proposals, the Procurement Official will initiate the evaluation and selection process, to include a general review to determine if Proposals comply with the solicitation provisions and contain the required information and submittals. If they do not, the Procurement Official may reject them.

- a. Selection Committee. A Selection Committee shall be appointed to evaluate Proposals. Appointments to the Selection Committee are at the sole discretion of WVU.
- b. Substantiation of Proposals. The University reserves the right to require each Proposer to substantiate any aspect of its Proposal, including its own qualifications for providing the services required, and any other area of interest relative to the Proposal response.
- c. Paring Down Process. Proposals will be evaluated to determine if they are "Acceptable", "Potentially Acceptable" (that is, susceptible to being made "Unacceptable"), or "Unacceptable". Proposals evaluated as technically "Unacceptable" shall be rejected and will receive no further consideration for award. For Proposals determined to be technically "Acceptable" or "Potentially Acceptable" the University may:

Proceed directly to award of contract; or

Request clarifications and/or require oral presentations, and proceed to award of contract; or

Request clarifications and/or require oral presentations, and/or hold substantive discussions/negotiations with Proposers determined to be within a "competitive range" and request "best and final offers" following discussions/negotiations.

Competitive Range. If a competitive range is established, it will consist only of those Proposals that have a reasonable chance of being selected for award.

Discussions/Negotiations. If discussions/negotiations occur, they may include both the technical and financial aspects of the Proposals.

Best and Final Offers. At the conclusion of any discussions/negotiations, the Procurement Official will set a firm date and time for the submission of best and final offers. Turnaround time for responding to a best and final offer(s) request is usually brief (e.g., not more than five (5) business days). The specific format for the best and final offer would be determined during discussions/negotiations.

If a Proposer chooses not to submit a best and final offer, its initial Proposal, to include financials, shall be evaluated for award.

If a Proposer chooses to submit a best and final offer, its Proposal will be re-evaluated by incorporating the information requested in the best and final offer.

Final Negotiations of Terms/Conditions with Best Proposer. Following the selection of the best Proposal, the University and selected Proposer may enter into negotiations to arrive at mutually agreeable terms and conditions. The contents of the selected Proposal may become contractual obligations if a Contract is mutually agreed to, accepted and signed by both parties. Failure of the Proposer to accept or negotiate in good faith these obligations in a Contract may result in rejection of the Proposal. If the University is unable to negotiate a mutually satisfactory contract with the best Proposer, negotiations shall be formally ended with that Proposer and begun with the next best Proposer. Negotiations shall be undertaken in this manner until a mutually satisfactory contract has been negotiated or the solicitation is canceled. The University will demonstrate "good faith" in reaching a mutually acceptable contractual agreement. Notwithstanding this, there are certain conditions that are unacceptable to the University.

Following is a non-exclusive list:

- a. Governing law other than the State of West Virginia.
2. Clauses requiring the University to indemnify and hold harmless the successful respondent.
3. Clauses that unduly restrict or place unacceptable claims of ownership on data which are the subject of the agreement/contract.
4. Clauses relating to requiring the University to enter into reimbursement arrangements relative to attorney's fees.

Post Selection Review. After a final selection has been made and a contract successfully negotiated, the University will name an apparent successful Proposer. Identification of an apparent successful Proposer is procedural only and creates no right in the named Proposer to award of the Contract. Competing Proposers shall be notified in writing of the identity of the apparent successful Proposer.

P. Award of Contract

1. Basis of Award. The University will award a contract based upon the evaluation of Proposals. The University may award a contract, based solely on initial Proposals. Accordingly, initial Proposals should be submitted on the most favorable terms from both a technical and price standpoint.
 - d. Determination of Responsibility. The Contract will be awarded to the responsible Proposer whose Proposal, conforming to the solicitation, will be most advantageous to the University, technical and price factors considered. A responsible Proposer is one who affirmatively demonstrates to the University that it has adequate financial resources and the requisite capacity, capability, and facilities to perform the Contract, has a satisfactory record of performance on other comparable projects, has a satisfactory record of integrity and business ethics, and is otherwise qualified and eligible to receive award under the solicitation and laws or regulations applicable to the procurement. The University reserves the right to investigate the capabilities of Proposers, confirm any part of the information furnished by a Proposer, and require other evidence to determine that the Proposer is responsible.
 - e. Rejection of Proposals & Waiver of Minor Informalities/Irregularities. The University reserves the right to reject any or all Proposals in part or in total for any reason, to accept any Proposal if considered best for its interest, and to waive informalities and minor irregularities in Proposals received, commensurate with best public procurement practices.
 - f. Notice of Award. Any award of a Contract resulting from this RFP will be made only by written authorization from WVU.
 - g. Proposer's Responsibility for Services Proposed. It is understood and the Proposer hereby agrees it shall be solely responsible for all services it proposes, notwithstanding the detail present in the RFP.

Q. Cancellation of Solicitation

The University may cancel this solicitation before or after receipt of Proposals in accordance with Section 5.26 of the University's Procurement Rules (see <http://pcps.wvu.edu/r/download/50217>).

R. Complaints or Protests

Complaints or protests associated with this solicitation must be submitted in accordance with Section 7 of the University's Procurement Rules (see <http://pcps.wvu.edu/r/download/50217>).



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