

**STATE OF WASHINGTON, OFFICE
OF THE SECRETARY OF STATE,
CORPORATIONS DIVISION**

REQUEST FOR PROPOSALS

RFP NO. 19-04

PROJECT TITLE: Nonprofit Corporations and Charities Training Program

PROPOSAL DUE DATE: May 29, 2019

EXPECTED TIME PERIOD FOR CONTRACT: 2 years, through June 30, 2021

CONSULTANT ELIGIBILITY: This procurement is open to those consultants that satisfy the minimum qualifications stated herein and that are available for work in Washington State.

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1. INTRODUCTION

1.1 PURPOSE AND BACKGROUND

The Washington State Office of the Secretary of State ("OSOS") is initiating this Request for Proposals (RFP) regarding the development and implementation of a comprehensive training program for nonprofit organizations and charities. OSOS records show there are more than 53,500 registered nonprofit corporations, and approximately 12,000 registered charities (98% of which are nonprofit corporations) in the state. It is likely that more nonprofits should be registered as charities, but do not know about the registration requirement.

1.2 OBJECTIVE

OSOS is looking for a Contractor with the resources to develop and provide a training program for nonprofit corporations and charities over the next biennium, and collaborate with OSOS on curriculum for future educational needs.

1.3 MINIMUM QUALIFICATIONS

The Consultant must be licensed to do business in the State of Washington. The Consultant must be registered to do business with the State and have a current Unified Business Identifier (UBI) number. Failure to be registered with a valid UBI number when responding to the RFP will cause the submission to be nonresponsive and rejected. The consultant must have two years' experience in developing and providing training seminars, with the ability to address the needs of nonprofits, both large and small, across Washington State.

1.4 FUNDING

OSOS has budgeted an amount not to exceed \$900,000. Any contract awarded as a result of this procurement is contingent upon the availability of funding.

1.5 PERIOD OF PERFORMANCE

The period of performance of any contract resulting from this RFP is expected to begin on or about July 1, 2019, and end no later than June 30, 2021.

1.6 DEFINITIONS

Definitions for the purposes of this RFP include:

"Consultant" or **"Proposer"** means the individual or entity submitting a Proposal in order to attain a contract with OSOS.

"Contractor" means the individual or entity whose proposal has been accepted by OSOS and is awarded a fully executed, written contract.

"OSOS" or the **"Office of the Secretary of State"** means the agency that is issuing this RFP.

"Proposal" means a formal offer submitted in response to this Request for Proposals.

"RFP" or **"Request for Proposals"** means a formal procurement document in which a service or need is identified but no specific method to achieve it has been chosen. The purpose of an RFP is to permit the consultant community to suggest various approaches to meet the need at a given price.

Any contract awarded as a result of this procurement is contingent upon the availability of funding.

2. GENERAL INFORMATION FOR CONSULTANTS

2.1 RFP COORDINATOR

The RFP Coordinator is the sole point of contact in OSOS for this procurement. All communication between the Consultant and OSOS upon receipt of this RFP shall be with the RFP Coordinator, as follows:

Name	Dave Jorgensen
Address	PO Box 40224
City, State, Zip Code	Olympia, WA 98504-0224
Phone Number	360-704-5263
Fax Number	360-704-7830
E-Mail Address	dave.jorgensen@sos.wa.gov

Any other communication will be considered unofficial and non-binding on OSOS. Consultants are to rely on written statements issued by the RFP Coordinator. Communication directed to parties other than the RFP Coordinator may result in disqualification of the Consultant.

2.2 ESTIMATED SCHEDULE OF PROCUREMENT ACTIVITIES

Issue Request for Proposals	4/16/19
Question and answer period	5/1 – 5/12/19
Last date for questions regarding RFP	5/12/19
Place complete list of Q&As on WEBS and OSOS web site	5/15/19
Last amendment to RFP	5/15/19
Last day for complaint	5/21/19
Proposals due	5/29/19
Evaluate proposals	6/5 -6/9/19
Conduct oral interviews with finalists, if required	6/14 – 6/15/19
Announce “Apparent Successful Bidder” (ASB) and send notification via fax or e-mail to unsuccessful proposers	6/19/19
Hold debriefing conferences	6/27/19
Protest	7/5/19
Negotiate contract	7/3 – 7/14/19
Begin contract work	7/17/19

OSOS reserves the right to revise the above schedule.

2.3 SUBMISSION OF PROPOSALS

Consultants must submit an electronic copy of their proposal to the RFP Coordinator at the e-mail address noted in Section 2.1. Attachments to the e-mail may be in Microsoft Word or PDF format.

The proposal must be received by OSOS no later than 4:00 p.m., Pacific Time, on May 29, 2019.

Late proposals will not be accepted and will be automatically disqualified from further consideration. All proposals and any accompanying documentation become the property of OSOS.

Proposals must respond to all of the RFP requirements. Do not respond by referencing material presented elsewhere. The e-mailed Proposal must be complete and stand on its own merits. Failure to respond to any portions may result in rejection of the proposal as non-responsive.

Include Consultant's contact information for this RFP with name, title, email, and telephone number.

2.4 PROPRIETARY INFORMATION/PUBLIC DISCLOSURE

Materials submitted in response to this competitive procurement shall become the property of OSOS.

All Proposals received shall remain confidential until the contract, if any, resulting from this RFP is executed; thereafter, the Proposals shall be deemed public records as defined under the Public Records Act, Chapter 42.56 RCW.

Any information in the Proposal that the Proposer desires to claim as proprietary and exempt from disclosure under the provisions of RCW 42.56.270 must be clearly designated. The page, and the particular exception from disclosure upon which the Proposer is making the claim, must be identified. Each page claimed to be exempt from disclosure must be clearly identified by the word "Confidential" printed on the lower right hand corner of the page.

OSOS will consider a Consultant's request for exemption from disclosure; however, OSOS will make a decision predicated upon chapter 42.56 RCW and chapter 143-06 of the Washington Administrative Code. Marking the entire proposal exempt from disclosure will not be honored. The Consultant must be reasonable in designating information as confidential. If any information is marked as proprietary in the proposal, such information will not be made available until the affected proposer has been given an opportunity to seek a court injunction against the requested disclosure.

A charge will be made for copying and shipping, as outlined in RCW 42.56.120 or in OSOS' rules and statutes. No fee shall be charged for inspection of contract files, but twenty-four (24) hours' notice to the RFP Coordinator is required. All requests for information should be directed to the RFP Coordinator.

2.5 REVISIONS TO THE RFP

Any amendments or revisions to this RFP, including any questions and answers, will be published on WEBS and the OSOS web site. The OSOS procurement website address is: <http://www.sos.wa.gov/office/procurements.aspx>.

OSOS also reserves the right to cancel or reissue the RFP, in whole or in part, prior to execution of a contract.

2.6 SMALL, MINORITY-OWNED, WOMEN-OWNED, AND VETERAN OWNED-BUSINESS PARTICIPATION

The state of Washington encourages participation in all of its contracts by Washington small businesses, minority-owned and women-owned businesses, and veteran-owned businesses. Participation may be either on a direct basis in response to this solicitation or on a subcontractor basis. Per RCW 39.26.010(22), a "small business" is an in-state business, including a sole proprietorship, corporation, partnership, or other legal entity, that: (1) certifies, under penalty of perjury, that it is owned and operated independently from all other businesses and has either fifty (50) or fewer employees or a gross revenue of less than seven million dollars annually; or (2) is certified by the Office of Minority and Women's Business Enterprises (OMWBE).

Vendors that qualify as a "small business" within the meaning of RCW 39.26.010(22) are encouraged to complete and submit with their proposal the Small Business Self-Certification Statement attached as Exhibit X. Vendors that are women-owned or minority-owned as described in RCW 39.19 and have not been certified with OMWBE are encouraged to do so. Vendors may contact OMWBE at (360) 664-9750 or technicalassistance@omwbe.wa.gov to obtain information regarding certification and certified firms.

Vendors that are veteran-owned and have not been certified with the Washington Department of Veterans Affairs (WDVA) are encouraged to do so. Vendors may contact WDVA at (360) 725-2169 or vob@dva.wa.gov to obtain information regarding certification and certified firms.

No preference will be included in the evaluation of bids, no minimum level of small, minority-owned, women-owned or veteran-owned business participation will be required as a condition for receiving an award, and bids will not be evaluated, rejected or considered non-responsive on that basis. However, any affirmative action requirements set forth in federal statutes or regulations included or referenced in the contract documents will apply.

2.7 ACCEPTANCE PERIOD

Consultant, by submitting a Proposal, agrees to hold open its offer to OSOS for at least 60 days after submission of the Proposal.

2.8 RESPONSIVENESS

All proposals will be reviewed by the RFP Coordinator to determine compliance with administrative requirements and instructions specified in this RFP. Failure to comply with any part of the RFP may result in rejection of the Proposal as non-responsive. OSOS may deem a Proposal nonresponsive if: (1) Any of the required information is not provided; (2) The submitted price is found to be excessive or inadequate as measured by the RFP criteria; or (3) The Proposal does not meet RFP requirements and specifications. OSOS may find any Proposal to be nonresponsive at any time during the Procurement process. If OSOS deems a Proposal nonresponsive, it will not be considered further. OSOS also reserves the right, at its sole discretion, to waive minor administrative irregularities.

2.9 MOST FAVORABLE TERMS

OSOS reserves the right to make an award without further discussion of the submitted proposal. Therefore, the proposal should be submitted initially on the most favorable terms which the Consultant can propose. There will be no best and final offer procedure. OSOS reserves the right to contact a Consultant for clarification of its proposal.

Consultants should be prepared to accept this RFP for incorporation into any resulting contract. Contract negotiations may incorporate some or all of the Consultant's proposal. It is understood that the proposal will become a part of the official procurement file on this matter without obligation to OSOS.

2.10 CONTRACT AND GENERAL TERMS & CONDITIONS

The apparent successful Contractor will be expected to enter into a contract which is substantially the same as the sample contract (including its General Terms and Conditions) attached to this RFP as Exhibits B and C. In no event is a Consultant to submit its own standard contract terms and conditions in response to this RFP. The Consultant may submit exceptions as allowed in the Certifications and Assurances form attached to this RFP as Exhibit A, Certifications and Assurances form. OSOS will review requested exceptions and accept or reject the same at its sole discretion.

2.11 COSTS TO PROPOSE

OSOS will not be liable for any costs incurred by the Consultant in relation to its Proposal, presentation, or any other activities related to responding to this RFP.

2.12 NO OBLIGATION TO CONTRACT

This RFP does not obligate the state of Washington or OSOS to contract for services specified herein.

2.13 REJECTION OF PROPOSALS

OSOS reserves the right at its sole discretion, to reject any and all proposals received.

2.14 COMMITMENT OF FUNDS

The Secretary of State or her delegate are the only individuals who may legally commit OSOS to the expenditures of funds for a contract resulting from this RFP. No cost chargeable to the proposed contract may be incurred before receipt of a fully executed contract.

2.15 ELECTRONIC PAYMENT

The state of Washington prefers to utilize electronic payment in its transactions. The successful contractor will be provided a form to complete with the contract to authorize such payment method.

2.16 INSURANCE AND WORKERS' COMPENSATION COVERAGE

Should a contract be awarded pursuant to this RFP, the Contractor will be required to provide insurance coverage as described in Exhibit B to this RFP. The Contractor must also comply with all applicable workers' compensation, occupational disease, and occupational health and safety laws, statutes, and regulations.

3. PROPOSAL CONTENTS

Proposals must include the following four sections:

1. Letter of Submittal (including signed Certifications and Assurances).
2. Technical Proposal.
3. Management Proposal.
4. Cost Proposal.

Proposals must provide information in the same order as presented in this RFP, and with the same headings. This will not only be helpful to the evaluators, but should assist the Consultant in preparing a thorough Proposal.

Items in this RFP identified as "mandatory" must be included as part of the proposal for the proposal to be considered responsive; however, these items are not scored. Items marked "scored" are those that are awarded points as part of the evaluation conducted by the evaluation team.

3.1 LETTER OF SUBMITTAL (MANDATORY)

The Letter of Submittal and the attached Certifications and Assurances form (Exhibit A to this RFP) must be signed and dated by a person authorized to legally bind the Consultant to a contractual relationship, e.g., the President or Executive Director if a corporation, the managing partner if a partnership, or the proprietor if a sole proprietorship.) Along with introductory remarks, the Letter of Submittal is to include by attachment the following information about the Consultant and any proposed subcontractors:

1. Name, address, principal place of business, telephone number, and fax number/e-mail address of legal entity or individual with whom contract would be written;
2. Name, address, and telephone number of each principal officer (President, Vice President, Treasurer, Chairperson of the Board of Directors, etc.);
3. Legal status of the Consultant (sole proprietorship, partnership, corporation, etc.) and the year the entity was organized to do business as the entity now substantially exists;
4. Federal Employer Tax Identification number or Social Security number and the Washington Uniform Business Identification (UBI) number issued by the state of Washington Department of Revenue;
5. Location of the facility from which the Consultant would operate; and
6. Identify any State employees or former State employees employed or on the firm's governing board as of the date of the Proposal. Include their position and responsibilities within the Consultant's organization. If following a review of this information, it is determined by OSOS that a conflict of interest exists, the Consultant may be disqualified from further consideration

for the award of a contract.

3.2 TECHNICAL PROPOSAL (SCORED)

The Technical Proposal must contain a comprehensive description of services including the following elements:

- A. **Project Approach/Methodology** – Include a complete description of the Consultant's proposed approach and methodology for the project. This should convey Consultant's understanding of the proposed project. Contractor will develop, organize, and implement a curriculum for educational seminars, workshops and/or conferences to improve the operations of nonprofits and charities across the state of Washington.
- B. **Work Plan** – Include all project requirements and the proposed tasks, services, and activities necessary to accomplish the scope of the project defined in this RFP. This portion of the Proposal must contain sufficient detail to convey the Consultant's skills and knowledge of subjects necessary to successfully complete the project. Include any required involvement of OSOS staff. The Consultant may also present any creative approaches that might be appropriate and may provide any pertinent supporting documentation. Consultants must have knowledge of Washington State laws and regulations regarding the operation of nonprofit corporations and charities, including internal operations and external compliance requirements. Contractor will develop and implement a program using the criteria described in Exhibit D to this RFP.
- C. **Deliverables** – Provide a detailed description of all proposed deliverables, using specified curriculum topics and other criteria identified in Exhibit D to the RFP.
- D. **Project Schedule** – Include a project schedule showing when each deliverable would be provided. This project is expected to last from the date of the contract execution through June 30, 2021.
- E. **Outcomes and Performance Measurement** – Describe the impacts/outcomes the Consultant proposes to achieve through the deliverables. Include a description of how these outcomes would be monitored, measured, and reported to OSOS. OSOS will require outcomes be reported at least annually.

3.3 MANAGEMENT PROPOSAL

A. Project Management (SCORED)

- 1. **Project Team Structure/Internal Controls** - Provide a description of the proposed project team structure and internal controls to be used during the course of the project, including any subcontractors. Provide an organizational chart of your firm indicating lines of authority for personnel involved in performance of this potential contract and relationships of this staff to other programs or functions of the firm. This chart must also show lines of authority to the next senior level of management. Include who within the firm will have prime responsibility and final authority for the work.
- 2. **Staff Qualifications/Experience** – Identify staff, including subcontractors, who will be assigned to the potential contract, indicating the responsibilities and qualifications of such personnel, and include the amount of time each will be assigned to the project. Provide resumes for the named staff, which include information on the individual's particular skills related to this project, education, experience, significant accomplishments and any other pertinent information. The Consultant must commit that staff identified in its proposal will actually perform the assigned work. Any staff substitution must have the prior approval of OSOS.

B. Experience of the Consultant (SCORED)

1. The Consultant must have a minimum of two years' experience in the following areas. Consultant must also be able to demonstrate their knowledge, and/or provide references regarding their experience in these areas:
 - a. Curriculum development;
 - b. Use of media including, but not limited to, print, web pages and web video;
 - c. Fiduciary and legal obligations of nonprofit corporations;
 - d. Best practices for nonprofit corporations, including those that are also charities soliciting from the public; and
 - e. Washington State compliance requirements for nonprofit corporations, including, Secretary of State, Department of Revenue, Labor and Industry, and Employment Security.
2. Indicate other relevant experience that indicates the qualifications of the Consultant, and any subcontractors, for the performance of the potential contract. Other relevant experience would be conducting similar trainings or working with other state agencies in a similar manner.
3. Include a list of contracts the Consultant has had during the last five years that relate to the Consultant's ability to perform the services needed under this RFP. List contract reference numbers, contract period of performance, contact persons, telephone numbers, and fax numbers/e-mail addresses.

C. References (SCORED)

List names, addresses, telephone numbers, and fax numbers/e-mail addresses of 3 business references for whom work has been accomplished and briefly describe the type of service provided. The Consultant must grant permission to OSOS to contact the references. Do not include current OSOS staff as references. References will be contacted for the top-scoring proposal(s) only.

D. Related Information (MANDATORY)

1. If the Consultant or any subcontractor contracted with the state of Washington during the past 24 months, indicate the name of the agency, the contract number and project description and/or other information available to identify the contract.
2. If the Consultant's staff or subcontractor's staff was an employee of the state of Washington during the past 24 months, or is currently a Washington state employee, identify the individual by name, OSOS division previously or currently employed by, job title or position held and separation date.
3. If the Consultant has had a contract terminated for default in the last five years, describe such incident. Termination for default is defined as notice to stop performance due to the Consultant's non-performance or poor performance, and the issue of performance was either (a) not litigated due to inaction on the part of the Proposer, or (b) litigated and such litigation determined that the Proposer was in default.
4. Submit full details of the terms for default including the other party's name, address, and phone number. Present the Consultant's position on the matter. OSOS will evaluate the facts and may, at its sole discretion, reject the proposal on the grounds of the past experience. If no such termination for default has been experienced by the Consultant in the past five years, so indicate.

E. OMWBE Certification (Optional)

Include proof of certification issued by the Washington State Office of Minority and Women-Owned Business if certified minority-owned firm and/or women-owned firm(s) will be participating on this project.

3.4 COST PROPOSAL

The maximum fee for this contract must be \$600 for the biennium, July 2019 through June 2021.

The evaluation process is designed to award this procurement not necessarily to the Consultant of least cost, but rather to the Consultant whose proposal best meets the requirements of this RFP. However, Consultants are encouraged to submit proposals which are consistent with State government efforts to conserve state resources.

A. Identification of Costs (SCORED)

Costs are to be identified per deliverable. The Consultant's Cost Proposal should be a listing of costs per prescribed deliverable. Each deliverable will be billable upon acceptance by OSOS and will be billable at the amount of the cost proposal for the given deliverable.

Identify all costs including expenses to be charged for performing the services necessary to accomplish the objectives of the contract. The Consultant is to submit a fully detailed budget including staff costs and any expenses necessary to accomplish the tasks and to produce the deliverables under the contract. Consultants are required to collect and pay Washington State sales tax, if applicable.

Costs for subcontractors are to be broken out separately. Please note if any subcontractors are certified by the Office of Minority and Women's Business Enterprises.

B. Computation

The score for the cost proposal will be computed by dividing the lowest cost bid received by the Consultant's total cost. Then the resultant number will be multiplied by the maximum possible points for the cost section.

4. EVALUATION AND CONTRACT AWARD

4.1 EVALUATION PROCEDURE

Responsive proposals will be evaluated strictly in accordance with the requirements stated in this solicitation and any addenda issued. The evaluation of proposals shall be accomplished by an evaluation team, to be designated by OSOS, which will determine the ranking of the proposals.

OSOS, at its sole discretion, may elect to select the top-scoring firms as finalists for an oral presentation. Any oral presentations will be utilized, along with scores from written proposals, in selecting the apparent successful contractor.

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4.2 EVALUATION WEIGHTING AND SCORING

The following weighting and points will be assigned to the proposal for evaluation purposes:

Technical Proposal – 35%	70 points
Project Approach/Methodology	15 points (maximum)
Quality of Work Plan	35 points (maximum)
Project Schedule	10 points (maximum)
Project Deliverables	10 points (maximum)
Management Proposal – 30%	60 points
Project Team Structure/ Internal Controls	15 points (maximum)
Staff Qualifications/Experience	15 points (maximum)
Experience of the Consultant	30 points (maximum)
Cost Proposal – 35%	70 points
Sub-Total	200 points
References [top-scoring proposer(s) only] References will be scored and added to the total written proposal score.	10 points
GRAND TOTAL FOR WRITTEN PROPOSAL	210 POINTS

4.3 ORAL PRESENTATIONS MAY BE REQUIRED

Written submissions and oral presentations if necessary, will be utilized to select the winning Proposal. OSOS, at its sole discretion, may select top scoring finalists from the written evaluation for an oral presentation. OSOS will contact the top-scoring firm(s) regarding scheduling any such presentation. Commitments made by Consultants during the oral presentation, if any, will be considered binding. The score from the oral presentation will be considered independently and will help determine the apparent successful Contractor.

4.4 NOTIFICATION TO PROPOSERS

Proposers not selected for further negotiation or award will be notified via e-mail.

4.5 COMPLAINTS

A vendor may file a complaint concerning this solicitation after any applicable question and answer period has ended, up until five (5) business days before the bid response deadline. The complaint may be based on any of the following:

- The solicitation unnecessarily restricts competition
- The solicitation evaluation or scoring process is unfair or flawed
- The solicitation requirements are inadequate or insufficient to prepare a response

Complaints must be in writing and sent to the solicitation coordinator. They should clearly articulate the basis for the complaint and should include a proposed remedy.

The solicitation coordinator will respond to all complaints in writing, and will post the response, including any changes to the solicitation, on Washington's Electronic Business Solution (WEBS). The solicitation

coordinator's response to a vendor's complaint is final and no appeal is available. The complaint may not be raised again during the protest period.

4.6 DEBRIEFING

Upon request, a debriefing conference will be scheduled with an unsuccessful bidder after the announcement of the apparent successful bidder. The request must be received by the solicitation coordinator within three (3) business days after the bidder is notified that their bid was unsuccessful. The debriefing must be held within three (3) business days of the request.

Discussion will be limited to a critique of the unsuccessful bidder's proposal. Comparisons between proposals or evaluations of the other proposals will not be allowed. Debriefing conferences may be conducted in person or on the telephone and will be scheduled for a maximum of one hour.

4.7 PROTESTS

This procedure is available to vendors who submitted a response to this solicitation document and who participated in a debriefing conference. Upon completing the debriefing conference, the vendor is allowed five (5) business days to file a protest of the award with the solicitation coordinator.

Vendors protesting an award shall follow the procedures described below. Protests that do not follow these procedures will not be considered. This protest procedure constitutes the sole administrative remedy available to unsuccessful bidders under this procurement.

All protests must be in writing and signed by the protesting party or an authorized agent. The protest must state the grounds for the protest with specific facts and complete statements of the action(s) being protested. A description of the relief or corrective action being requested should also be included. All protests shall be addressed to the solicitation coordinator.

Only protests stipulating an issue of fact concerning the following subjects shall be considered:

- A matter of bias, discrimination or conflict of interest on the part of an evaluator
- Errors in the scoring of proposals, if applicable
- Non-compliance with procedures described in the solicitation document or OSOS policy

Protests not based on procedural matters will not be considered. Protests will be rejected as without merit if they address issues such as an evaluator's professional judgment on the quality of a proposal, or OSOS's assessment of its own and/or other agencies needs or requirements.

Upon receipt of a protest, a protest review will be held by OSOS. The Secretary of State or an employee delegated by the Secretary of State who was not involved in the procurement will consider the record and all available facts and issue a decision within ten (10) business days of receipt of the protest. If additional time is required, the protesting party will be notified of the delay.

In the event a protest may affect the interest of another vendor that submitted a proposal, such vendor will be given an opportunity to submit its views and any relevant information on the protest to the solicitation coordinator.

The final determination of the protest shall:

- Find the protest lacking in merit and uphold OSOS's action; or

- Find only technical or harmless errors in OSOS's procurement process and determine OSOS to be in substantial compliance and reject the protest; or
- Find merit in the protest and provide OSOS options which may include:
 - Correct the errors and re-evaluate all proposals;
 - Reissue the solicitation document and begin a new process; or
 - Make other findings and determine other courses of action as appropriate.

If OSOS determines that the protest is without merit, OSOS may enter into a contract with the apparent successful bidder. If the protest is determined to have merit, one or more of the alternatives noted in the preceding paragraph will be taken.

The protest decision is final and no appeal is available. If a vendor does not accept the OSOS protest response it may try to seek relief from superior court.

5. RFP EXHIBITS

Exhibit A: Certifications and Assurances

Exhibit B: OSOS Sample Contract

Exhibit C: OSOS Sample Contract with General Terms and Conditions

Exhibit D: Training Program Expectations