

**The Corporation of the
Township of Wilmot**

By-law Number 2021-43

**BEING A BY-LAW TO PROVIDE FOR PROCUREMENT OF GOODS AND SERVICES
AND THE DISPOSAL OF SURPLUS GOODS**

WHEREAS the Council for the Corporation of the Township of Wilmot has deemed it desirable to have a by-law to provide for fair, transparent and accountable purchasing and tendering procedures and thereby to protect Council, vendors and staff involved in the process by providing clear direction and accountabilities; and

WHEREAS pursuant to Section 270 (1) 3 of the Municipal Act, S.O. 2001, c. 25, a municipality and a local board shall adopt policies with respect to its procurement of goods and services;

NOW THEREFORE, the Council for the Corporation of the Township of Wilmot enacts as follows:

PART I – DEFINITIONS:

1. In this By-law:

- a. **“Authority”** or **“Authorized”** means the legal right to conduct tasks outlined in this By-law as directed by Council and delegated to Department Heads. **“Authorized purchases”** are those that have prior approval of Council either through resolution or through the Annual budget.
- b. **“Authorized Requisitioner”** means a person authorized in writing by the Department Head or Designate to make purchases under the limits prescribed within this By-law.
- c. **“CAO”** means the Chief Administrative Officer of the Corporation of the Township of Wilmot or designate.
- d. **“Clerk”** means the Director of Information and Legislative Services of the Corporation of the Township of Wilmot or designate.
- e. **“Consultant”** means a person or firm, who by virtue of a particular expertise, is hired by the Corporation to undertake a specific task or assignment that may include, but is not limited to designing specifications or preparing plans or programs.
- f. **“Contract”** means any formal legal agreement for supply of goods, services, equipment or construction.
- g. **“Corporate Leadership Team”** means the Corporate Leadership Team of the Corporation of the Township of Wilmot.
- h. **“Corporation”** or **“Township”** means the Corporation of the Township of Wilmot
- i. **“Council”** means the Municipal Council of the Corporation of the Township of Wilmot

- j. **“Department”** means any Department within the Corporation of the Township of Wilmot
- k. **“Department Head”** means a member of the Corporate Leadership Team.
- l. **“Designate”** means a person authorized in writing by the Department Head or by the CAO or Clerk or Treasurer to act on his/her behalf, for the purposes of this By-law.
- m. **“Emergency”** means an event that occurs, which in the opinion of the CAO or designate, requires immediate repair or replacement of equipment, services, or facilities in order to maintain a required public service or to prevent danger to life, limb or property within the Township of Wilmot
- n. **“Electronic Bidding (eBidding)”** refers to a process by which vendors are required to submit bids to the Township via the Township administered online bidding portal
- o. **“Goods and Services”** means all supplies, materials or equipment and related procurement services. This may include installation, training, inspection, maintenance and repairs and related procurement services, but does not include land purchases, land sales and property leases.
- p. **“Lowest Ultimate Cost”** means the costs that results in the lowest cost of ownership, operation or purchase to the Corporation. This cost is derived from the consideration of all factors, such as price, quality, service, terms, conditions and warranties.
- q. **“Mayor”** means the elected Mayor of the Corporation or the person duly appointed to act in place of the Mayor.
- r. **“Online Bidding Portal”** refers to a third party secure bidding platform administered online by the Township Supervisor of Procurement
- s. **“Procedures”** means internal instructions or guidelines to Departments, approved by the Corporate Leadership Team.
- t. **“Proposal”** means an offer to supply goods or services on which end results are outlined but no detailed specifications given to the Bidders as to the goods or how the work is to be performed, that is obtained through a formal Request for Proposal (RFP).
- u. **“Purchasing Agent”** means a Department Head or designate.
- v. **“Purchase ID”** means the individually assigned purchasing identification for each authorized requisitioner of the Corporation.
- w. **“Purchase Order”** means the legal document that is the Corporation’s commitment to the supplier for the value of the goods or services ordered. It is also the supplier’s authority to ship and charge for the good specified on the order. A **“Blanket Purchase Order”** is an agreement between the Township and a supplier to sell goods for a specified period of time with a dollar limitation that is prepared by the Supervisor of Procurement under the authority of the Treasurer.
- x. **“Quotation”** means a request for prices on specific goods or services obtained formally through a Request for Quotations (RFQ) or informally from selected sources.
- y. **“Receiver”** means an individual(s) designated by the Purchasing Agent to accept shipment(s) on behalf of the Corporation of the Township of Wilmot.

- z. **“Relationship”** means a parent, spouse, child, brother or sister.
- aa. **“Registered Bid Taker”** means vendors that have registered via the online bidding portal to be part of a specific bidding process.
- bb. **“Requisition”** means a written or electronically transmitted request on an approved form, authorized by a purchasing agent, sent to the Treasurer to procure goods or services.
- cc. **“Responsible”** means a Bidder or Offerer who is deemed to be fully technically and financially capable of supplying the goods or services requested in the solicitation.
- dd. **“Responsive”** means a Bidder or Offerer who correctly and completely responds to all of the significant requirements outlined in the solicitation.
- ee. **“Supervisor of Procurement”** means the Supervisor of Procurement and Payroll of the Corporation of the Township of Wilmot.
- ff. **“Tender”** means an offer in writing by way of a Call for Tender to execute certain specified work or to supply certain specified goods or services at a specific rate in response to the information contained in the Call for Tender.
- gg. **“Treasurer”** means the Director of Corporate Services/Treasurer of the Corporation of the Township of Wilmot or designate.

PART II – OBJECTIVE

2. The objectives of this By-law are to establish and maintain a high level of confidence in the purchasing process by ensuring that the Township of Wilmot’s procurement of the goods and services necessary to provide the programs and services of the municipality is carried out in an open, fair, consistent, efficient and competitive manner that strikes a balance between public accountability, competition, quality and innovation. Therefore, the Township of Wilmot is committed to:
 - a. Basing all acquisition decisions for goods on total acquisition costs from suppliers who meet the Township’s requirements for quality, delivery and warranty;
 - b. Ensuring that the Township’s requirements for goods and services are met through an open and fair process that provides the highest possible degree of competition and value to the Township;
 - c. Encouraging innovation in purchasing and acquisition whether it be through partnerships, purchasing co-operatives, joint contracts or any other mechanism that best meets the interests of the municipality while maintaining the integrity of this By-Law;
 - d. The purchase of goods and services with a pro-active approach to climate change and the preservation of the natural environment, and to encourage the use of environmentally sensitive products and services. All purchases will include due consideration of the long-term environmental impacts, to balance fiscal responsibility with social and environmental values;
 - e. Ensuring when and where appropriate, consideration is given to the accessibility of the goods and services for persons with disabilities;

- f. Ensuring that purchasing decisions are free of any conflict of interest between suppliers and Members of Council, officials or employees and members of their immediate families; and,
- g. Ensuring that, all other things being equal, the Township will seek to purchase Canadian goods and services from local (i.e. Wilmot Township), regional, provincial or national sources, in that order.

PART III – AUTHORITY

- 3. This By-law authorizes Department Heads and their designate(s) to act as legal Purchasing Agents of the Corporation of the Township of Wilmot.
- 4. The signatures of the Treasurer, CAO or the Mayor and Clerk when legally required, are necessary on all agreements to purchase, lease or contract for goods and services.
- 5. For purchases included within the Council endorsed Municipal Budget:
 - a. The Treasurer shall have signing authority up to \$100,000.00;
 - b. The CAO shall have signing authority up to \$100,000.00 if less than 3 competitive quotations are received.
 - c. Except where delegation of authority has been expressly assigned by By-Law, the Mayor and Clerk shall be required to sign contracts over \$100,000.00 as approved by Council.
- 6. Where any tender or contract has been authorized under this By-law, the CAO may authorize disbursement of additional funds provided that the additional funds:
 - a. Shall not exceed ten percent (10%) of the original contract price;
 - b. Are available within the program budget; and
 - c. Are required to complete works that are necessary as part of the original contract.
- 7. The Supervisor of Procurement shall monitor adherence to the provisions of this By-law and the procedures adopted for its use. Failures to comply with the provisions of the By-law and procedures shall be reported to the Treasurer. Continued non-compliance shall be reported to the CAO and may lead to disciplinary action up to, and including, dismissal.
- 8. The Supervisor of Procurement shall assist Purchasing Agents in maintaining good vendor relations and in the conduct of all negotiations with vendors, subject to the other provisions of this By-law.
- 9. Throughout the bidding process, all inquiries regarding materials, prices, services, delivery, terms, conditions and adjustments, are to be conducted by or through the Supervisor of Procurement.

PART IV – GUIDING PRINCIPLES

10. Responsibilities of Purchasing Agents

- a. To ensure that, except otherwise stipulated, any purchase of goods, services or equipment shall be made on a competitive basis, in keeping with accepted public purchasing practices and in accordance with applicable federal, provincial and municipal laws;
- b. To ensure that purchases are made at the lowest ultimate cost, with due consideration to the importance of quality and service, and in accordance with the approved policies and procedures of the Corporation;
- c. To, wherever possible, promote and coordinate standardization of goods with the cooperation of all Departments and where beneficial to the Corporation, participate with other levels of government and other local agencies in co-operative purchasing plans
- d. To be responsible for the return of all supplies and termination of all contracts that do not meet the specifications set out in the Purchase Order or contract

11. Except in accordance with this By-law, Purchasing Agents shall not:

- a. Order goods that have not been provided for in the annual budgets of each department;
- b. Split a purchase to avoid any of the purchasing processes outlined in this By-law;
- c. Make or authorize personal purchases;
- d. Solicit in-house bids in competition with outside firms; and
- e. Utilize the Purchase ID of another Purchasing Agent to avoid any of the purchasing processes outlined in this By-law.

12. The Corporation of the Township of Wilmot reserves the right in its sole discretion, to reject any or all bids, and the lowest or highest bid, as the case may be, will not necessarily be accepted.

PART V – PURCHASING PROCESSES

13. The Methods of Procurement for the Corporation of the Township of Wilmot are summarized in 'Schedule A' of this By-law.

14. Dollar amounts shown in this By-law setting parameters for the purchasing process, except otherwise stated, shall be the total cost excluding taxes and freight.

15. Payment Vouchers are to be utilized only in cases where the payee does not issue an invoice for the goods or services rendered or in the case of a refund from the Corporation.

EXEMPTIONS

16. The following items are exempt from the purchasing process and Purchase Order requirements under Part V of this By-law, and will be paid by the Treasurer upon an invoice signed by a Purchasing Agent certifying the goods or services have been received along with appropriate general ledger coding:

Exemption	Description
Petty Cash Items	Purchases made in accordance with the Petty Cash Policy
Blanket Purchase Order Items	Items that have been placed under a blanket purchase order by the Supervisor of Procurement as per the authority of the Treasurer
Conference, Training and Seminars	Conferences, Conventions, Courses, Seminars, Memberships, Staff Workshops, Subscriptions
Refundable Employee Expenses	Meal Allowances, Miscellaneous Non-Travel, Travel Expenses, Clothing
Employer's General Expenses	Payroll Deductions, Licenses, Debenture Payments, Insurance Premiums, Grants to Agencies, Damage Claims, Petty Cash Replenishment, Tax Remittances, Building Lease Payments, Postage, Freight Charges, Township Vehicle Fuel and Maintenance, Charges to or from other Government Agencies
Professional and Special Services	Laboratory Services, Legal Services, Temporary Help, Banking and Investment Fees, Real Estate Fees, Audit Fees, Insurance Adjuster Fees, Honorarium, Municipal Election Costs
Utilities	Water, Wastewater, Hydro, Gas, Telephone, Cell Phone and Internet Service Charges

LOW-DOLLAR VALUE ITEMS

17. Authorized requisitioners are permitted to make direct acquisitions for items with a **value less than \$2,000.00**, provided that they utilize the small-order purchasing procedure outlined in 'Schedule B' of this By-law.

18. Purchasing Agents are permitted to make direct acquisitions for items with a **value between \$2,000.00 and \$4,999.99**, provided that they use their individual Purchase ID.
19. Where the requirement for goods or services has an estimated **value between \$5,000.00 and \$19,999.99**, the purchasing agent, with a properly signed or electronically transmitted Purchase Order, is empowered to make the purchase from such suppliers and upon such terms and conditions that are best for the Corporation, subject to the following conditions:
 - a. The purchasing agent is to solicit a minimum of three (3) written/electronic quotations wherever possible;
 - b. Quotations must be submitted to the Supervisor of Procurement and/or Treasurer for review prior to issuance of the order;
 - c. Where it is deemed that it is not possible to obtain the number of quotations specified under this section, an explanation must be provided to the Treasurer prior to issuance of the order.
20. Authorized requisitioners are permitted to use Corporate Credit Cards up to the limit prescribed on the card that has been assigned to them. The maximum credit limit for a Corporate Credit Cards is assigned based on the decision of the Treasurer.

BIDS AND TENDERS

21. Where the requirement for goods or services is estimated to **cost \$20,000.00 or more, but less than \$50,000.00**, the bid will be issued via RFQ/RFP and the Purchasing Agent will work with the Supervisor of Procurement and the purchase may be made on the authority of the Treasurer provided that the purchase is within the approved budget, and a minimum of three (3) competitive bids have been obtained. All bids will be opened and reviewed by the Purchasing Agent and the Supervisor of Procurement or designate(s). The requirement to publicly post an RFQ/RFP for competitive bidding may be waived if beneficial by the Treasurer.
22. Where information supplied indicates that three (3) quotations cannot be obtained for the goods or services estimated to **cost \$20,000.00 or more, but less than \$50,000.00**, justification to and approval to make the purchase is required by the Treasurer.
23. All requirements for goods, services, equipment or construction estimated to cost **\$50,000.00 or more**, shall be obtained by tender or proposal, and contract values exceeding **\$100,000.00** shall be awarded by Council approval.
24. In the case of large capital projects where a project manager/general contractor is hired, the requirements outlined in Section 21 will only apply to the initial tendering for project management purposes. Subsequent to the award of contract through Council

approval, the project manager/general contractor will work with the Purchasing Agent to hire any requisite sub-trades.

25. The Supervisor of Procurement with the assistance of the Purchasing Agent shall distribute and receive all tender, proposal and consultant calls. Distribution shall take place via the online bidding portal. All submissions shall be submitted electronically through the online bidding portal, unless authorized by the Treasurer, to follow the traditional hardcopy format. The Purchasing Agent will be responsible to obtain any drawings from outside consultants. Where a registered bid taker requires printed copies of drawings, copies will be provided for an additional fee.
26. The Treasurer, in consultation with the Purchasing Agent, will determine whether or not Performance and Labour and Materials bonding, tender deposits or bid bonds are required, subject to the following:
 - a. Bid Bonds and Performance and Labour and Material bonding will be required for purchases over \$200,000.00;
 - b. Purchase less than \$200,000.00 may include bonding requirements if it is deemed by the Treasurer to be in the best interest of the Township;
 - c. Where tender deposits or bid bonds are required, the Treasurer shall determine the amount and form of deposit;
 - d. Under no circumstances will interest be paid on tender deposits;
 - e. The Treasurer or designate shall retain, in safekeeping, the deposits of all tenders until an award has been determined, accepted, and a contract executed;
 - f. Should a tender not be awarded, the Treasurer or designate shall forthwith arrange the return of tender deposits to the Bidders; and
 - g. The tender deposit or bid bond may be used to mitigate costs or damages to the Corporation where a successful Bidder fails to execute the contract, or furnish any required documents within ten calendar days or as specified within the tender documents after notice to them to do so, or where a Bidder withdraws their tender after tenders have been opened.
27. The Supervisor of Procurement shall review all tender documents for quality assurance purposes, with technical assistance from the Purchasing Agent. All tender documents, where applicable shall be issued in a standardized format, and will have clearly stated criteria and specifications, defined quality and servicing standards. All tender documents shall include the following items:
 - a. Terms and conditions of the specific tender as well as the Township's standard terms and conditions document;
 - b. The tender form, which provides the following:
 - i. A statement by the Bidder that the Bidder reviewed and understands the tender documents and that the Bidder is capable of and willing to perform the requirements of the contract and enter into a legal agreement with the Corporation in regard thereto;

- ii. An execution by the Bidder. Where the tender is submitted in hardcopy format by a corporation, it shall be signed by the duly authorized officer(s) of the corporation, or in the case of a partnership, by all signing partners. With electronic submissions, a digital signature shall be obtained in accordance with the eCommerce Act
- iii. Irrevocable period of the tender response;
- iv. The time limit for signing the contract shall be clearly stated; and
- v. The following terms and conditions:
 - 1. "The Corporation of the Township of Wilmot reserves the right in its sole discretion, to reject any or all bids, and the lowest or highest bid, as the case may be, will not necessarily be accepted."
 - 2. "Notwithstanding and without restricting the generality of the statement immediately above, the Township of Wilmot shall not be required to award or accept a tender, or recall the tenders at a later date if the tenders:
 - a. Do not meet the specifications of the Tender Terms and Conditions;
 - b. Are too high based on estimated costs of the goods or services;
 - c. Are too low based on estimated costs of the goods or services;
 - d. Are incomprehensible;
 - e. Are from an ineligible/non-registered bidder; or
 - f. Will not be completed as outlined within the tender documents, in the opinion of the Purchasing Agent.
- c. Special provisions where applicable; and
- d. Specifications

28. Traditional (Hardcopy) tender submissions to the Township are to:

- a. Be signed and submitted in the time and manner required by the Township,
- b. Be in a sealed envelope referencing the following:
 - i. Name and Address of the Township;
 - ii. The official that has been designated to receive tenders;
 - iii. The closing date and time;
 - iv. The contract or tender number; and
 - v. The name and general description of the tender
- c. Include evidence of good standing with WSIB;
- d. Include bonding or deposit, when applicable;
- e. Include the unit cost and/or hourly rate;
- f. Include the total cost of like items or total cost for hours required to complete task;
- g. Include the freight charges;
- h. Include any applicable travel expenses;
- i. Itemize other sundry expenses;
- j. Include all applicable taxes; and

k. Include the Total cost of the Tender

29. Electronic submissions must be completed in accordance with the requirements outlined on the Township's Online Bidding Portal. The treatment of any bid irregularities in the online bidding portal shall be in accordance with "Schedule C" of this by-law.
30. Purchasing Agents shall be responsible to prepare and provide to the Supervisor of Procurement, specifications when required as part of the tender and proposal documents.
31. Purchasing Agents shall review their bids and tender specifications for goods and services, to ensure that wherever possible and economical, specifications are amended to provide for expanded use of products and services that contain post-consumer recyclable waste and/or recyclable content to the maximum level allowable, without significantly affecting the intended use or performance of the product or service. It is also recognized that a cost analysis may be required in order to ensure that the products are made available at competitive prices in order to increase the development and awareness of Environmentally Sound Products.
32. When preparing specifications for good or services for the Township, the Purchasing Agent shall have regard to accessibility for persons with disabilities to the goods or services.
33. Where it is deemed necessary by the Corporation to revise the tender documents or extend the closing date, an addendum shall be generated in the online bidding portal by the Supervisor of Procurement, for automatic distribution to registered bid takers. It is the responsibility of the registered bid taker to review and acknowledge any addenda during the bid process.
34. Where it is deemed necessary by the Corporation to cancel a tender call, the Supervisor of Procurement will ensure an advertisement shall be placed in the electronic medium and/or publication in which the original advertisement appeared stating that the tender call has been cancelled and every person who obtained tender documents shall be notified by telephone, facsimile or technological equivalent of the cancellation. Where a tender call is cancelled prior to closing, no tenders shall be accepted. Where submissions are permitted in traditional hardcopy format, all tenders received shall be returned unopened by registered mail with a covering letter.
35. All Bidder inquiries shall be submitted via the online bidding portal. When necessary, the Supervisor of Procurement, shall obtain a response from the Purchasing Agent. These questions and their respective answers shall be posted on the online bidding portal for review by all bidders prior to closing. Any questions occurring during Bidders' meetings, site visits or information sessions will be treated in the same fashion where possible.

36. In traditional hardcopy submissions, every tender envelope received shall be noted with the date and time received, initialed by the Supervisor of Procurement and forthwith deposited unopened in the secured tender container.
37. Hardcopy tenders received after the closing time shall be returned unopened to the Bidder by the Treasurer or designate, together with a covering letter.
38. Hardcopy tenders shall be opened at the appointed time in the presence of any member of the public in attendance for the opening, the Purchasing Agent that requested the tender, the Supervisor of Procurement or designate(s), and a witness. The Supervisor of Procurement or Purchasing Agent or designate(s) shall announce for each bid the bid number, bid description, the name of the Bidder, the total amount of the bid (excluding HST). Following the public opening, an unofficial summary of the bids will be posted to the online bidding portal by the Supervisor of Procurement.
39. Where two or more identical tenders are submitted in the same tender envelope, the one bearing the lowest price shall be considered as the tender.
40. Where two or more identical tenders are submitted by the same bidder, and no withdrawal request has been received, only the bid received at the latest time shall be considered.
41. Following authorization by the Treasurer, CAO or Council, the Purchasing Agent and/or Supervisor of Procurement, shall notify the successful Bidder. Where a formal contract is required and approved, it shall be submitted to the successful Bidder for execution.
42. Where a contract has been awarded and the successful Bidder fails to execute the contract or any other required documents within the specified time, the Treasurer, in consultation with the Purchasing Agent may:
 - a. Grant the successful Bidder additional time to fulfill the requirements; or
 - b. Award the contract to the second most qualified bidder.
43. Where the Corporation contracts out the procurement services to an external consultant, the policies and procedures of the Corporation will prevail in all tender, quotation and proposal calls.
44. Requests for Proposals (RFP) may be called when the requirement for goods or services needed cannot be definitely specified. In these cases a proposal call will be made to obtain specific offers from Bidders to fulfill the requirements for the goods and services at a particular price.
45. Requests for Proposals, where applicable shall be issued via the online bidding portal, in a standardized format, and will:

- a. Clearly establish required project outcome or requirements and contain existing conditions if applicable;
 - b. Specifically outline response requirements at time of proposal receipt; and
 - c. Clearly outline the 'evaluation criteria';
 - d. A Selection Committee, which must include at minimum three (3) independent evaluators, including the Purchasing Agent and preferably one (1) member from outside their department, is to be identified and will be responsible for weighing vendor responses using established scores identified in the proposal call.
46. In the case of hardcopy submission of RFP's, these submissions will be opened by the Purchasing Agent or designate, and their receipt acknowledged on the online bidding portal. Prices for proposals will not be disclosed.
47. A two-envelope system is to be used to isolate cost from technical specifications. The pricing will not be opened/disclosed to the selection committee until all members have completed review and scoring on technical submissions. Bids may be shortlisted following scoring of technical submissions, at the discretion of the Purchasing Agent. Where applicable, only the short-listed bidders will have cost proposals opened/reviewed.
48. Proposal values or contents of vendor proposal response and evaluation comments from the selection committee will not be disclosed and will be held in confidence. Scoring activities of the Selection Committee will also be held in strict confidence until after the award of contract.
49. Requests for Proposals may include requests for initial expressions of interest from consultants and the subsequent submission of detailed proposals.
50. Proposals for any type of consulting services shall be called and managed according to sections 49 to 51 of this By-law. The methods of procurement regarding use of Consultants are summarized in 'Schedule A' of this By-law.
51. Where the requirement for Consultant Services is estimated to cost **less than \$20,000.00**, the Purchasing Agent will select the Consultant, and notify the Treasurer of this selection.
52. Where the requirement for Consultant Services is estimated to cost **\$20,000.00 or more, but less than \$50,000.00**, a minimum of three written/electronic proposals are required, where possible. The selection shall be made by the Purchasing Agent, and final approval of the selection shall be provided by the Treasurer.
53. Where the requirement for Consultant Services is estimated to cost **\$50,000.00 or more**, a minimum of three written/electronic proposals are required. The selection

shall be made by the Purchasing Agent and reviewed by the Treasurer and CAO, prior to being presented in report format to Council for approval of the Consultant choice.

TERM CONTRACTS

54. Where it is deemed to be beneficial to the Corporation, term contracts shall be issued for on-going services required by the Township. These services include, but are not limited to, custodial services, grass cutting, plumbing/electrical or HVAC maintenance agreements, audit services, banking services, IT consulting services, animal control, veterinary services, winter maintenance, and municipal drainage superintendent services.
55. Term contracts shall follow the same procurement processes as tenders and proposals do for one-time items.
56. Term contracts and all supporting information will be maintained in a centralized file location, overseen by the Supervisor of Procurement.
57. Term contracts and any renewals thereto shall not exceed a 5-year term. Renewals within the 5-year term that avoid re-tendering the contract must be justified and approved by the Treasurer and CAO.

CO-OPERATIVE PURCHASING

58. Purchasing through co-operatives, such as the Co-op Purchasing Group of Waterloo Region (CPGWR), joint ventures, joint contracts and other such ventures are encouraged and may be used, if in the opinion of the Corporate Leadership Team, such purchases ensure the procurement of supplies and services that meet the objectives of this By-law.
59. Purchases made through co-operative buying procedures involving the Corporation require approval of Council only where the Corporation's portion of the purchase will be or exceeds **\$100,000.00** in value, excluding taxes and freight.

ADVERTISING

60. The Supervisor of Procurement shall ensure that advertising for all formal tenders, quotations or proposals, is placed on the online bidding portal and social media. Advertisements may also be placed in third-party mediums (i.e. Newspaper, Industry Newsletter, etc.) at the discretion of the Purchasing Agent.
61. The advertising timelines shall be in accordance with existing legislative and free-trade agreements, unless otherwise directed by Council.

62. The Supervisor of Procurement or designate shall review all advertisements prepared by the Purchasing Agent, prior to posting. The following contents shall be included in every advertisement:

- a. The name of the Corporation;
- b. The bid or tender number as assigned by the Supervisor of Procurement;
- c. A general description of tender complete with securities required;
- d. The date and time of closing, and any mandatory bidder's meetings or site visits;
- e. The location of the performance of the contract;
- f. A statement that the lowest or any tender will not necessarily be accepted; and
- g. Direction for bidders on where to submit bid inquiries.

63. Where it is deemed beneficial to the Corporation to pre-qualify bidders for any tender or proposal, a formal Request for Pre-Qualification (RFPQ) will be completed. This RFPQ will be advertised in the same manner as any other tender or proposal. Through the RFPQ process, the Purchasing Agent will determine the eligible bidders to bid on the formal tender or proposal. This list of eligible bidders must be approved by the Treasurer, and subsequently be submitted to the Supervisor of Procurement for distribution and receipt of bid documents.

64. Where it is deemed necessary invitations to tender and Request for Quotation or Proposal (RFQ/RFP) may be sent to potential Bidders by the Purchasing Agent or designate, to ensure the best possible response to the call, and the Supervisor of Procurement shall be notified accordingly.

SPECIAL PROVISIONS (EMERGENCIES, PHASED-ACQUISITIONS, NEGOTIATIONS AND AUCTIONS)

65. When an emergency occurs, the Treasurer has the authority to authorize a direct purchase, upon receiving written or verbal request from a Purchasing Agent, for the goods and services required.

66. After the emergency is over, any expenditure over and above this By-law's authorization, shall be reported according to the requirements of the By-law.

67. Emergency purchases must have regard for the provisions of this By-law and related procedures wherever practical, and must be concluded as swiftly and cost effectively as possible.

68. The Township may consider a phased process for acquisition or service provision if:

- a. Detailed specifications are not available or it is impractical to prepare specifications based on price;
- b. The project is of a significant nature and is a long-term project; and/or
- c. The project may be broken into various project phases.

69. The phased purchasing process may take a number of forms, depending on the complexity and requirements of the Township at the time requisitions are being considered.
70. Phased acquisitions must have regard for the provisions of this By-law and related procedures wherever practical, and must be approved by Council where applicable.
71. The Purchasing Agent may under the following conditions negotiate directly with one or more Bidders and in such cases the requirement for inviting tenders or quotations is waived:
- a. When goods are judged to be in short supply due to market conditions;
 - b. Where there is only one source of supply for the goods or services;
 - c. Where the extension or reinstatement of an existing contract or continuation with an existing vendor, with CAO and Treasurer approval, would be more cost effective or beneficial to the Township;
 - d. Where two or more identical bids have been received;
 - e. Where the lowest tender or quotation meeting specifications substantially exceeds the estimated cost and it is impractical to recall or reissue the tender or quotation;
 - f. When all bids received fail to meet the specification of tender terms and conditions and it is impractical to recall tenders or quotations;
 - g. When no bids are received in the tender or quotation call; or
 - h. When only one bid received in a tender or quotation.
72. When negotiations are deemed necessary they shall be carried out in consultation with the Treasurer.
73. Any negotiated purchase contract for \$100,000.00 or more in value, excluding taxes and freight, shall be subject to approval from Council.
74. The methods of negotiation shall be those accepted as standard negotiating procedures that employ fair ethical practices, as outlined in the *Purchasing Code of Ethics* of the Purchasing Management Association of Canada (PMAC) and the National Institute of Governmental Purchasing (NIGP).
75. In special circumstances, Purchasing Agents may seek pre-approval from the Treasurer and/or Council, depending on the dollar value specified in Section 77, to participate in purchasing processes via public or private auction.
76. Purchases via auction must have specific regard for the quality of goods and remain within the approved municipal budget. Any unbudgeted purchases via auction must obtain pre-budget approval by Council.

77. An upset limit for bidding via auction will be confidentially approved by the Treasurer for bids up to \$100,000.00, and by Council if/when in excess of \$100,000.00.
78. Purchasing Agents may review unsolicited proposals received by the Township. Any procurement activity resulting from the receipt of an unsolicited proposal shall comply with the provisions of this By-law. A contract resulting from an unsolicited proposal shall be awarded on a non-competitive basis only when the procurement requirements comply with the non-competitive procurement policies and procedures.

RECEIVING AND INSPECTION OF GOODS

79. When a shipment is received, the Receiver is responsible to ensure that there is no evidence of damage and that the goods and quantities described in the Bill of Lading are correct.
80. In the event that there are discrepancies, the Receiver is responsible to note the details on the Bill of Lading and, if possible, the delivery agent should sign the Bill of Lading to indicate his/her concurrence.
81. Bills of Lading, Freight bills and/or packing slips should then be signed by the Receiver and forwarded to Accounts Payable.

PART VI – CONFLICT OF INTEREST

82. Elected officials, employees and volunteers are expected to avoid actual or perceived conflicts of interest and are to abide by the provisions of the Code of Conduct and Municipal Conflict of Interest Act. In the case of a tender or RFP, the Supervisor of Procurement shall not open and consider any bid from an elected official or employee of the Township, when the involvement of the elected official or employee is known, unless the elected official or employee obtains approval from Council prior to the close of the bid.
83. The Supervisor of Procurement shall report other routine purchases from elected officials, employees or volunteers to Council, when the involvement of an elected official, employee or volunteer is known, prior to the award of a contract or the acquisition of goods or services, for Council's information, without any action required on the part of Council, unless Council wishes to provide alternative direction to staff.
84. No Council member or employee of the Township may purchase goods or services for personal use through the Corporation.
85. Except in accordance with this By-law, no elected officials or employees of the Township shall have contact with a person, or any officer, employee or agent of the person who has submitted a bid to the Township, unless the bid call has been awarded, the contact is for the purpose of receiving a complaint or the contact is for a purpose entirely unrelated to the bid or contract.

PART VII – SUPPLIERS, SUCCESSFUL BIDDERS AND VENDOR EVALUATIONS

86. All suppliers and contractors to the Township are required to maintain confidentiality with respect to any and all work conducted for or on behalf of the Township. Suppliers or successful bidders will direct all inquiries pertaining to Township business or activities to the Township.
87. All suppliers and contractors to the Township are required to ensure strict compliance with any and all applicable Federal and Provincial legislation, including, but not limited to, Worker's Safety Insurance Board coverage, the Occupational Health and Safety Act, Accessibility for Ontarians with Disabilities Act (AODA), environmental standards and requirements for the supply and transportation of materials and supplies, including: the Transportation of Dangerous Goods Act, the Hazardous Products Act, and Provincial Legislation regarding WHMIS for hazardous products. All costs associated with such compliance will be borne by contractors and suppliers. Failure to comply will result in the disqualification of the supplier.
88. The Purchasing Agent or designate shall facilitate a Vendor Performance Evaluation upon substantial completion of all contracts exceeding \$250,000.00. For contracts less than \$250,000 Vendor Performance Evaluations are encouraged, and may be undertaken at the discretion of the department head.
- a. The purpose of the Vendor Performance Evaluation is to monitor the performance of Township approved vendors. It shall be a tool used by the Township to hold vendors accountable for their actions and their responsibilities under a contract with the Township, as well as a means to communicate to the vendor both positive and negative demonstrated performance.
 - b. The objectives of the Vendor Performance Evaluation are:
 - i. To achieve best value for the municipality;
 - ii. To measure, monitor, evaluate and report on vendor performance;
 - iii. To create an atmosphere that fosters better communication and results in improved Township-Vendor relationships;
 - iv. To protect the Township's interests and provide transparency on what the Township's expectations are, what evaluation criteria will be used to assess Vendor performance, and what the outcomes will be as a result; and
 - v. To create a mechanism to inform future contracts and prevent award of contract to poor performers
 - c. Vendor Performance evaluations will be shared with the vendor, held on file with the Purchasing Agent and Supervisor of Procurement.
 - d. Unsatisfactory performance may be considered and result in a negative outcome for vendors on future solicitations.
 - e. At the discretion of the Treasurer a meeting may be held with the vendor, the Purchasing Agent and the Supervisor of Procurement to discuss evaluation outcomes.

89. The Township may disqualify any supplier or bidder for failure to meet quality, service, project budget, specifications, requirements, after sales service and contract adherence.

90. Suppliers will be immediately disqualified when:

- a. The supplier is convicted of a criminal offence relating to the obtaining of (or, an attempt to obtain) a contract or subcontract.
- b. The supplier is in serious breach of a contract, or terms of contract, or unwillingness to perform a contract in accordance with the terms and conditions of that contract.
- c. The supplier is determined to have a record of unsatisfactory performance on one or more contracts.
- d. The supplier has made any slanderous comments about the Township on any public medium, included, but not limited to print medium, social media and blogs.
- e. The supplier is a party in a legal action against the Township.

91. Suppliers will be notified in writing of potential disqualification and accorded a reasonable opportunity to respond. If response is not obtained or in the event the response is deemed inadequate, the supplier will be placed on the disqualification list. Disqualification lists and documentation on suppliers disqualified will be maintained by the Supervisor of Procurement. Such disqualification will mean submissions from any disqualified supplier are not considered for a period of three (3) years from the time the supplier is placed on the disqualification list.

PART VIII – DISPOSAL OF SURPLUS

92. Where any goods are surplus, obsolete or unrepairable, they shall be declared surplus by the Purchasing Agent or designate.

93. When a Purchasing Agent or designate declares that no other use can be found for these items in other Departments, they shall be declared surplus by the Treasurer, and disposed through public auction, online sales, formal tender or quotation, whichever is in the best interests of the Corporation.

94. At the discretion of the Treasurer, and in consultation with the affected Department Head, rolling stock that is declared surplus may be offered, for a fair price, to the other municipal agencies within the Region of Waterloo prior to public disposal.

95. Where the surplus item, is deemed by the Treasurer to have limited market value, the Treasurer may, to the benefit of the Corporation, dispose of the item in a manner other than the ones listed above (i.e. Donation).

PART IX – PAYMENT

96. The Treasurer shall honour and pay for all goods or services covered by a Purchase Order, Contract, Progress Certificate on Construction or other authorized purchase methods available to Township departments.
97. No prepayment of all or part of any goods, services or equipment shall be made unless provision for it is included in the Purchasing agreement as evidence by a tender, Purchase Order, or other form of purchasing contract.
98. The Supervisor of Procurement may prepare forms of the certificates and approvals referred to in this By-law, which will be used by all Members of Council, Purchasing Agents and other officers and employees.

PART X – LITIGATION POLICY

99. The Supervisor of Procurement or Purchasing Agent shall not open and consider any sealed bid or otherwise acquire any goods or services from a person with whom the Township is in litigation or pending litigation unless approval allowing such is obtained by the person from Council prior to the close of the bid call or the acquisition of the goods or services.

PART XI – COMPLAINTS

100. Resolution of a complaint from any vendor shall not cause delay in awarding contracts.
101. Any complaint that the Township failed to abide by the provisions of this By-law that is significant in nature shall be reported to the Treasurer and the Treasurer shall investigate the complaint and report to Council as necessary.

PART XII – ADMINISTRATION

102. Failure to adhere to the provisions of this By-law shall not render any acquisition, contract or other document to be void or voidable.
103. Council may waive any provisions or requirements of this By-law by resolution.
104. If any section or sections of this By-law or parts thereof are found by any Court to be invalid or beyond the power of Council to enact, such section or sections or parts thereof shall be deemed to be severable and all other sections or parts of this By-law shall be deemed to be separate and independent therefrom and shall continue in full force and effect unless and until similarly found invalid or beyond the power of Council to enact.

105. The Treasurer will bring forward from time to time, amendments to this By-law to update, whether adding new clauses or adjusting those currently in force.

106. This By-law will repeal By-Law 2016-30 and shall come into force and effect on October 1, 2021.

READ a first and second time this 27th day of September, 2021

READ a third time and finally passed this 27^h day of September, 2021

MAYOR_____

CLERK_____

Schedule A – Methods of Procurement

ESTIMATED COST*	TYPE OF QUOTATION	SOURCE OF APPROVAL	PURCHASE DOCUMENTS	REPORTING STATUS
GOODS AND SERVICES				
Under \$2,000	N/A	Authorized Requisitioner	Small order Purchase ID	N/A
\$2,000-\$4,999.99	N/A	Department Head or Designate	Small order Purchase ID	N/A
\$5,000-\$19,999.99	Three (3) written/electronic quotations	Department Head	Small Order Purchase ID	N/A
\$20,000-\$49,999.99	Competitive Bid**	Department Head and Treasurer	System Purchase Order	N/A
\$50,000-\$99,999.99	Formal Bid	Treasurer	System Purchase Order	Report to Council required for information
\$100,000.00 or more	Formal Bid	Council	System Purchase Order	Report to Council required for approval
CONSULTANTS				
Under \$20,000	N/A	Department Head	System Purchase Order	N/A
b. \$20,000.00-\$50,000	Three (3) written/electronic proposals	Treasurer	System Purchase Order	Report to Council required for information
c. Over \$50,000	Three (3) written/electronic proposals	Council	System Purchase Order	Report to Council required for approval

Purchasing Agents shall inform the Treasurer of any perceived or known involvement of any elected official to avoid any conflict of interest.

*All cost thresholds are based upon the assumption of sufficient funding within the Council approved budget

**Requirement to post externally may be waived when deemed beneficial to do so by the Treasurer

Schedule B - Small Order Purchase ID System

Purpose: For purchases of products in small quantities or on a frequent basis, this system is designed to streamline the buying process at various supplies (ex. Hardware Stores)

Process: Under this system, a unique purchase order ID is given to each employee for making direct purchases. The P.O. Number will identify the department and the employee making the purchase for future invoice approvals. Table 1 Below outlines the numbering methodology.

TABLE 1

Department	P.O. Structure
By-Law	BL + 4-digit employee number
CAO	CA + 4-digit employee number
Castle Kilbride	CK + 4-digit employee number
Financial Services	FN + 4-digit employee number
Fire Department	FD + 4-digit employee number
Development Services	DS + 4-digit employee number
Information and Legislative Services	IL + 4-digit employee number
IT Services	IT + 4-digit employee number
Parks, Facilities and Recreation Services	PF + 4-digit employee number
Public Works - Engineering	EN + 4-digit employee number
Public Works - Roads	RD + 4-digit employee number
Public Works - Utilities	UT + 4-digit employee number

Schedule C - Submission Irregularities

Item	Description	Action
C-1	Late Submission	Automatic rejection. Online Bidding Portal shall not accept late submissions.
C-2	Bid Form not Signed	Automatic rejection. The Online Bidding Portal shall not accept bids unless the Proponent has checked a box confirming authority to submit a proposal on behalf of the Proponent.
C-3	All Addendum(s) not acknowledged (if issued)	Automatic rejection. The Online Bidding Portal shall not accept bids unless the Proponent has checked a box confirming review of all addenda
C-4	Failure to provide bid bond/deposit or letter of credit	Automatic rejection.
C-5	Insufficient bid deposit	Automatic rejection.
C-6	Proponent did not attend mandatory site meeting	Automatic rejection.
C-7	Other bid irregularities, including deviations in terms.	Referred to CAO, Treasurer and Supervisor of Procurement for review, consideration and determination. Upon request of Purchasing Agent, the Proponent may be given up to five (5) working days to correct such irregularities.

Treatment of any bid irregularities not listed above will be at the discretion of the Treasurer and may be added to future amendments of this By-Law