

REQUEST FOR PROPOSALS

On-Call Consultant Services

Issuing Organization: West Piedmont Planning District Commission (WPPDC)

RFP Issue Date: June 15, 2026

Proposal Deadline: July 31, 2026 at 3:00 PM

Questions Deadline: July 15, 2026 at 5:00 PM

Submit Proposals To: Mr. Michael R. Armbrister, Executive Director

1100 Madison Street, PO Box 5267, Martinsville, Virginia 24112

Contact Email: marmbrister@wppdc.org

Program Website: <https://westpiedmontpdc.org/on-call-consultant/>

The West Piedmont Planning District Commission is an Equal Opportunity Employer committed to ensuring no person is excluded from participation in or denied the benefits of its services on the basis of race, color, or national origin, as protected by Title VI of the Civil Rights Act of 1964.

Introduction

The West Piedmont Planning District Commission ("WPPDC") is seeking proposals from qualified firms interested in being included on an on-call list for the WPPDC's On-Call Consultant Program. The WPPDC represents a four-county area in the southern portion of Virginia, including the Cities of Danville and Martinsville; the Counties of Franklin, Henry, Patrick, and Pittsylvania; and all towns contained within their boundaries.

The On-Call Consultant Program facilitates quick delivery of planning, architectural, engineering, and other services for local and regional projects. Other entities, including WPPDC member jurisdictions and the Danville-Pittsylvania MPO, may also purchase services through the Program.

Proposals must be prepared in complete conformance with this Request for Proposals ("RFP"). Failure to meet any requirement set forth herein may result in a proposal being deemed non-responsive.

1. General

1.1 Joint Procurement

This RFP is jointly issued by the WPPDC and the following public bodies pursuant to a joint procurement agreement: the City of Danville and the Danville-Pittsylvania Metropolitan Planning Organization. In addition, other public bodies, including WPPDC member jurisdictions, may purchase from contracts awarded as a result of this RFP pursuant to Virginia Code Section 2.2-4304(B). The WPPDC and the aforementioned public bodies are referred to individually as "Purchaser" and collectively as "Purchasers" throughout this document.

1.2 Purpose

The Purchasers are seeking proposals from qualified firms interested in being included on an on-call list for professional and non-professional consulting services as detailed herein.

1.3 Contract Formation

This RFP will form part of the contract between the successful proposer(s) (referred to as the "Consultant") and the WPPDC. The terms of this document are subject to the RFP, which shall control in the event of conflict.

1.4 Separate Proposals

Proposals concerning separate RFPs must not be combined on the same form or placed in the same envelope. Proposals submitted in violation of this provision risk not being considered.

1.5 Additional RFPs

The Purchasers reserve the right, at their sole discretion, to issue other RFPs for work related to these services, such as general planning, detailed engineering, and other similar projects.

2. About the WPPDC

The WPPDC is a regional planning organization and political subdivision of the Commonwealth of Virginia, chartered under the Regional Cooperation Act. Founded in 1968, the WPPDC is one of 21 Planning District Commissions in Virginia and is headquartered at 1100 Madison Street, Martinsville, VA.

The WPPDC serves Franklin, Henry, Patrick, and Pittsylvania Counties; the Cities of Danville and Martinsville; and all towns within their boundaries. Governance is provided by a 21-member Board of Commissioners representing each member jurisdiction, meeting on the fourth Thursday of each month.

The Danville-Pittsylvania MPO, served by the WPPDC, encompasses the City of Danville and urbanized portions of Pittsylvania County.

The WPPDC's program areas include housing (production, rehabilitation, and HUD-certified counseling), transportation planning, community development, broadband expansion, agritourism and agribusiness, comprehensive planning, hazard mitigation, natural resources, and grant writing and administration.

3. About the On-Call Consultant Program

The purpose of the On-Call Consultant Program is to create a pre-qualified list of consultants to provide professional and/or non-professional services to the WPPDC, its member jurisdictions, and the Danville-Pittsylvania MPO. Other public bodies may also purchase from the Program as permitted by Virginia Code § 2.2-4304(B). The WPPDC intends to award contracts to multiple firms across service categories. Comprehensive team submittals are encouraged but not required.

Key Advantages of the On-Call Consultant Program

- Streamlined procurement — Eliminates the need for individual RFPs for each project.
- VDOT pre-qualified consultants — Transportation consultants undergo VDOT pre-award evaluation, providing immediate access to approved firms for locally-administered transportation projects.
- Federal compliance built-in — Contracts include all required federal provisions, simplifying federally-funded projects.
- Rapid project initiation — Task orders can be negotiated and executed quickly, reducing project delays.
- Competitive pricing — Multiple qualified firms in each category ensure competitive pricing through task order negotiations.
- Reduced administrative burden — The WPPDC manages the master contract, reducing procurement workload for member jurisdictions.

4. Scope of Services

4.1 General Description

Services will be purchased on an as-needed basis during the term of any contract. Proposers should clearly identify which service categories they are qualified to provide and describe their specific capabilities within each category. Proposals should be detailed with respect to the services the firm performs.

4.2 Service Categories

Transportation Planning Services

Transportation planning services associated with MPO requirements and local/regional transportation planning needs, including:

- Long-range transportation plans and updates
- Transportation studies, including corridor and sub-area studies, traffic impact studies, and multimodal transportation analyses
- Travel demand modeling and traffic simulation
- SMART SCALE project development and application support
- Traffic engineering analysis and studies
- Public transit and mobility planning, including transit route analysis, service design, and operational planning
- Bicycle and pedestrian planning and engineering, including trail planning, greenway design, and active transportation infrastructure
- Safe Routes to School planning and implementation support

Transportation Engineering Services

Transportation engineering and design services for roadway, intersection, and active transportation infrastructure, including:

- Roadway design and geometric improvements
- Intersection improvements including roundabouts, signals, and turn lane additions
- Signal timing, traffic control plans, and intelligent transportation systems (ITS)
- Traffic counts, data collection, and transportation impact analyses
- Roadway and streetscape design, including complete streets and context-sensitive solutions
- Right-of-way services, surveying, and underground utility locating and designation
- Preliminary engineering and design studies
- Construction plans, specifications, and estimates
- ADA compliance assessments and improvements
- Construction phase services including observation and inspection

Note: All firms providing transportation services must undergo VDOT pre-award evaluation and maintain good standing with VDOT throughout the contract term.

Water and Sewer Infrastructure Services

Water, wastewater, and utility infrastructure planning and engineering services, including:

- Water and sewer system master planning
- Water and wastewater infrastructure asset management and condition assessments

- Water and wastewater rate studies and utility financial planning
- Water distribution and wastewater collection system design
- Treatment facility evaluation and improvements
- Capacity analysis and hydraulic modeling
- Water loss audits and system efficiency studies
- Well and water source development
- Utility mapping and asset inventory
- Water quality testing and monitoring program development
- Infrastructure funding and financing strategies

Stormwater Management and Stream Restoration Services

Stormwater planning, design, permitting, and compliance services, including:

- MS4 permit assistance and compliance planning
- Stormwater Control Measure (SCM) design and BMP development
- Inspections of stormwater management facilities and SCM/BMP performance evaluations
- TMDL evaluation and implementation planning
- Stormwater management plan development and updates
- Stream restoration design and implementation
- Erosion and sediment control planning
- Floodplain studies and flood mitigation planning
- Stormwater utility feasibility studies and rate structure development

Environmental Services and Sustainability Planning

Environmental planning, assessment, compliance, and sustainability services, including:

- Environmental site assessments, including Phase I and Phase II ESAs and Brownfields assessments
- Watershed, water supply, and flood mitigation studies and planning
- Environmental permitting assistance (wetlands, streams, endangered species)
- NEPA documentation and support
- Natural resource inventories and ecological assessments
- Climate vulnerability assessments and adaptation/resilience planning
- Sustainability action plan development

Geographic Information Systems (GIS) Services

GIS mapping, analysis, application development, and data management services, including:

- GIS mapping and cartographic services
- Spatial data analysis and modeling
- GIS database development, maintenance, and quality control
- Web-based and mobile GIS application development
- Asset management system integration with GIS platforms
- Infrastructure mapping (water, sewer, stormwater, transportation)
- Land use and zoning analysis
- GIS training and technical assistance

Architectural Services

Architectural planning, design, and construction services, including:

- Facility condition assessments and asset inventories
- Feasibility studies for new facilities and facility improvements
- Space programming and planning
- Architectural design services (schematic design through construction documents)
- Building code compliance reviews and ADA accessibility assessments
- Construction engineering and inspections, including building condition surveys and mechanical systems inventory
- Historic preservation planning and design
- Energy efficiency audits and building performance analysis
- Project cost estimating and value engineering
- Landscape and architectural design

Grant Writing and Funding Assistance

Grant research, application development, and funding strategy services, including:

- Grant opportunity research and identification
- Grant application preparation and submission
- Grant management and compliance assistance
- Federal and state funding program guidance (RAISE, BUILD, CDBG, ARC, USDA, etc.)
- Budget development and benefit-cost analysis for competitive grant programs
- Multi-jurisdictional grant coordination and collaboration support
- Alternative funding and financing mechanism analysis

Economic Development Services

Economic development planning and analysis services, including:

- Economic development strategic planning and needs assessments
- Economic impact analysis, ROI analysis, IMPLAN models, and pro forma services
- Fiscal impact analysis and financial feasibility studies
- Workforce attraction and retention studies
- Comprehensive housing, real estate, and market analysis services

Professional Surveying Services

- Land surveying services

Structural Engineering Services

- Structural engineering services

General Planning and Other Services

Additional planning and technical services to support local and regional initiatives, including:

- Comprehensive plan development and updates
- Emergency operations planning and continuity of operations planning (COOP)
- Parks, outdoor recreation, and trail planning
- Broadband and telecommunications planning services

- Public involvement and community engagement, including facilitation, surveys, and meeting management
- Construction and contract management services
- Project and site plan review

4.3 Proposal Requirements for Service Categories

For each service category in which the firm seeks to be qualified, the proposal must include:

- Detailed capability description — Specific services within the category that the firm can provide.
- Relevant project experience — A minimum of three (3) examples of similar projects completed in the last five years, preferably including work for similar-sized jurisdictions.
- Key personnel — Names, experience, skills, and qualifications of personnel who would perform services in this category, with resumes (maximum two pages each).
- Subconsultant identification — Any subconsultants proposed for this category, with their specific roles and qualifications.
- Understanding of local context — Demonstrated knowledge of applicable Virginia regulations (VDOT, VDEQ, building codes, etc.) and familiarity with working in small cities and rural counties.

5. Contents of Proposals

5.1 Mandatory Proposal Contents

To be considered for selection, proposers must submit a complete response to this RFP. Failure to submit all information requested may result in rejection of the incomplete proposal.

a. Cover Letter and Executive Summary

A cover letter signed by an authorized representative of the firm, including:

- Firm name, address, and contact information
- Primary point of contact for this proposal
- Service categories for which the firm is proposing
- Brief executive summary of the firm's qualifications

b. Detailed Service Category Qualifications

For each service category the firm wishes to provide:

Service Capabilities

- Detailed description of the specific services within the category that the firm is able to provide
- Description of the firm's approach and methodology for providing these services
- Any specialized certifications, qualifications, or technical capabilities relevant to these services

Project Experience and References

- Minimum of three (3) relevant project examples completed within the last five years
- For each project: client name and contact information; project description and scope; project budget and timeline; the firm's specific role and deliverables; outcomes and results; relevance to anticipated WPPDC/member jurisdiction needs

Evidence of Past Performance

- Documentation of ability to complete projects on schedule and within estimated budget
- Client satisfaction information or testimonials
- Any awards, recognition, or quality certifications relevant to the service category

c. Firm Background and Experience

- Firm history, size, and organizational structure
- Office locations and which office(s) would perform work for the WPPDC region
- Current and projected workload and capacity to fulfill on-call service requests in a timely manner
- Any specializations or unique capabilities

d. Key Personnel

For each service category proposed:

- Names, experience, skills, and qualifications of key personnel responsible for each type of service
- Resumes for key staff (maximum two pages each)
- Professional licenses and certifications
- Current workload and availability of key personnel
- Staff location and accessibility to the WPPDC region

e. Subconsultants

- Identification of any proposed subconsultants and outside services to be used
- Specific services each subconsultant would provide
- Subconsultant qualifications and experience
- Description of how subconsultants will be managed and integrated into project teams

Note: Only those subconsultants listed in the original proposal may be used in future services awarded as a result of this RFP, unless otherwise approved by the Purchaser.

f. Process and Project Management Approach

- Description of the process the firm will follow to respond to on-call service requests
- Project management methodology and communication protocols
- Approach to coordinating with local government staff, VDOT (where applicable), and other stakeholders
- Quality assurance and quality control procedures
- Approach to meeting schedules and budgets
- Responsiveness commitments (response time to inquiries, availability for meetings, etc.)

g. Rate Schedule and Cost Approach

- General narrative description of rate structure and approach to pricing
- Staff classification levels for which hourly rates will be provided at the interview/negotiation stage (Principal, Project Manager, Senior Professional, Professional, Technical Staff, Administrative Support)
- Anticipated overhead and markup rates, if applicable
- Approach to direct costs and reimbursable expenses

- Sample project budget structures for typical service types within proposed categories
- Rate escalation approach, if any, for multi-year contracts

Note: Scheduled pricing should not be provided in the proposal. Pricing for all services will be discussed during the interview and/or negotiation stage of the competitive negotiation process.

h. Understanding of Virginia Regulatory Requirements

- For transportation services: experience working with VDOT and understanding of VDOT processes, standards, and requirements
- For stormwater services: experience working with Virginia stormwater and TMDL requirements/regulations
- For all services: demonstrated understanding of applicable state and local codes, regulations, and standards

i. VDOT Pre-Award Status (Transportation Firms)

All firms proposing to provide transportation services will be required to undergo a VDOT pre-award audit. The proposal should include:

- Information concerning the firm's pre-award audit status
- If already pre-qualified with VDOT, provide documentation
- If not currently pre-qualified, indicate willingness and timeline to complete the pre-award process

j. Professional Liability Insurance

- Evidence of Professional Liability Insurance meeting or exceeding \$500,000 per claim and \$1,000,000 per occurrence
- Proof of insurance (declarations page or policy endorsement) submitted as part of the proposal
- Commitment to maintain insurance throughout the contract term
- The successful proposer shall also maintain Workers' Compensation insurance and insurance against claims for personal injury, death, and property damage

k. Federal Funding Compliance Certification

Proposers shall include and submit to the WPPDC the certification on the form provided (Attachment A) that neither the proposer, its principals, nor any prospective subconsultants have been debarred or are otherwise ineligible to participate in transactions involving federal funding.

l. Business Registration and Licensing

- Virginia State Corporation Commission identification number (if applicable)
- Commonwealth of Virginia Certificate of Authority (for foreign professional corporations)
- Department of Professional & Occupational Regulation (DPOR) registration information
- Any other applicable licenses or certifications

m. Additional Supporting Information

- Any other information the proposer feels would be beneficial to the Purchasers in evaluating the proposal
- Examples of relevant work products recently completed by the firm(s) (optional)

5.2 Submission Requirements

a. Number of Copies

One (1) original and three (3) hard copies of the proposal should be submitted in a sealed envelope or package clearly marked "WPPDC On-Call Consultant Program" by 3:00 PM on July 31, 2026. In addition, one (1) full-color digital copy in .pdf format should also be submitted by the Application Deadline, either on a flash drive enclosed in the sealed package or via email to marmbrister@wppdc.org.

Deliver to: Mr. Michael R. Armbrister, Executive Director

West Piedmont Planning District Commission

1100 Madison Street, PO Box 5267

Martinsville, Virginia 24112

Email: marmbrister@wppdc.org

b. Questions

Questions will be received until 5:00 p.m. on Wednesday, July 15, 2026. All questions and answers will be posted on the WPPDC website by 2:00 p.m. on Friday, July 17, 2026. Questions shall be directed to Mr. Michael R. Armbrister via email at marmbrister@wppdc.org.

c. Signature

All proposals must be signed to be considered. If the proposer is a firm or corporation, the proposal must show: (i) the Virginia State Corporation Commission identification number; (ii) the title of the individual executing the proposal; and (iii) if the individual is not an officer, proof that the individual has the authority to bind the firm or corporation.

d. Business Registration

Prior to submittal, all business entities except sole proprietorships must be registered with the Virginia State Corporation Commission (www.scc.virginia.gov). Foreign Professional corporations must possess a Commonwealth of Virginia Certificate of Authority. Any business entity required to be licensed must be registered with the Department of Professional and Occupational Regulation (www.dpor.virginia.gov). Individual engineers shall meet the requirements of Chapter 4, Title 54.1 of the Code of Virginia.

e. Delivery Responsibility

Proposers are responsible for delays in delivery by the US Postal Service, private couriers, or the inter-office mail system. No proposals received after the prescribed date and hour will be considered.

6. Evaluation Criteria

Proposals shall be evaluated using the criteria below. The Selection Committee will assess the total score as well as the firm's overall suitability to provide the requested services within applicable time, budget, and operational constraints.

Points	Criterion	Key Considerations
30	Expertise, Experience & Qualifications	Professional credentials, certifications, specialized training; depth of staff; subconsultant qualifications; staff availability and accessibility to the WPPDC region.
25	Past Experience on Similar Projects	Experience on projects of similar size, scope, and features; experience with small cities and rural counties; Virginia regulatory environment (VDOT, VDEQ, state/local codes).
15	Past Performance Record	Completing projects on schedule and within budget; quality of work product and client satisfaction; minimal change orders; references and recommendations from previous clients.
15	Project Management & Work Plan Approach	Methodology for on-call service requests; project management and QA/QC procedures; communication protocols; responsiveness commitments; coordination with local government staff.
10	Rate Structure & Cost Approach	Reasonableness and competitiveness of hourly rates by staff level; transparency of rate schedule; track record of completing projects within budget; demonstrated value.
10	References from Similar Projects	Quality of client feedback and recommendations; evidence of strong client relationships and repeat business; responsiveness to reference requests.
5	Geographic Location & Regional Knowledge	Location of office(s) relative to WPPDC region; demonstrated knowledge of regional transportation, infrastructure, and planning challenges; timely on-site presence.
5	Firm Size & Capacity	Resources relative to services proposed; capacity for multiple concurrent task orders; financial stability; depth of staff for continuity and backup.
115	TOTAL	

The Selection Committee may also consider: the firm's understanding of the unique needs of small jurisdictions with limited staff capacity; commitment to diversity, equity, and inclusion; innovation and creative approaches to service delivery; use of current technologies and methodologies; and training and professional development programs for staff.

7. Award of Contract

7.1 Selection and Negotiation Process

a. Selection Committee Review

A review committee of WPPDC staff and selected officials (the "Selection Committee") will review proposals and invite the most qualified firms to engage in discussions and/or informal interviews.

b. Discussions and Interviews

The WPPDC intends to engage in individual discussions and/or interviews with a limited number of proposers deemed fully qualified, responsible, and suitable. Proposers shall be encouraged to elaborate on their qualifications, performance data, and staff expertise. Proprietary information from competing proposers will not be disclosed provided such information is duly marked as "Proprietary Information" as required by Virginia Code Section 2.2-4342.

During interviews, proposers may be asked to:

- Present their approach to specific hypothetical project scenarios
- Discuss their rate structure and cost management approach
- Describe their availability and responsiveness protocols
- Provide additional detail on relevant project experience

At the conclusion of discussions and/or interviews, the WPPDC shall select in order of preference two or more proposers whose professional qualifications and proposed services are deemed most meritorious.

c. Negotiations

Negotiations shall be conducted beginning with the top-ranked proposer(s). Proposers may be ranked according to a specific service or category of services. Price shall be considered, but need not be the sole or primary determining factor. The WPPDC intends to award contracts to more than one proposer to ensure adequate capacity and diverse expertise across service categories.

d. Single Proposer Award

Should the WPPDC determine in writing and in its sole discretion that only one proposer is fully qualified or clearly more highly qualified than the others under consideration, a contract may be negotiated with, and potentially awarded to, only that proposer.

7.2 Contract Terms and Execution

a. Contract Award Timeline

Contracts are not expected to be awarded until October 2026 at the earliest. The WPPDC reserves the right to reject any and all proposals and to waive formalities. Firms will not be compensated for time spent preparing responses to this RFP.

b. Contract Execution

The proposer(s) to whom a contract is awarded shall, within twenty (20) days after prescribed documents are presented for signature, execute and deliver to the WPPDC the contract forms and any other required forms or certifications.

c. Contract Terms Application

Contracts awarded as a result of this RFP will provide that the same contract terms shall, during the term of the contract, be extended to all Purchasers. Due to the nature of the On-Call Consultant Program, the WPPDC does not guarantee any minimum quantity of services will be purchased. Any contract awarded will be subject to the purchasing limits in Virginia Code § 2.2-4303.1.

d. Contract Renewal Terms

Pursuant to Virginia Code 2.2-4303.1(A), contract terms will be for one (1) year and may be renewed for up to three (3) additional one-year terms at the discretion of the WPPDC. Renewal will be based on:

- Satisfactory performance on task orders during the contract period
- Continued need for the firm's services
- Continued competitiveness of rates and value provided
- Overall program needs and balance of service capabilities

7.3 Contract Performance and Management

a. Consultant Expectations

Selected firms will be expected to:

- Maintain responsiveness to inquiries and requests for proposals on task orders
- Provide high-quality, professional services consistent with industry standards
- Meet agreed-upon schedules and budgets for task orders
- Maintain professional liability insurance and other required coverage
- Comply with all applicable federal, state, and local regulations
- Maintain VDOT pre-qualification status (for transportation services)
- Communicate proactively with clients regarding project status, potential issues, and schedule/budget concerns

b. Task Order Process

When a Purchaser has a need for services, the following process will generally apply:

1. The requesting entity contacts WPPDC staff or selected consultants directly.
2. Selected consultants in the relevant service category are invited to submit a scope and fee proposal.
3. The requesting entity reviews proposals and may negotiate with one or more consultants.
4. A task order is issued with defined scope, schedule, budget, and deliverables.
5. Work proceeds under the task order with invoicing per agreed-upon terms.
6. WPPDC staff may assist with task order development, review, and contract administration.

c. Performance Monitoring

The WPPDC and the Purchaser will monitor consultant performance throughout the contract term. Unsatisfactory performance may result in: reduced task order awards; exclusion from future task order opportunities; non-renewal of contract; or contract termination for cause.

8. Responsiveness and Accessibility Requirements

The Consultant shall maintain the following responsiveness and accessibility standards throughout the contract term:

a. Maintain Accessibility

- Provide a primary point of contact available to respond to Purchaser inquiries within one (1) business day
- Make key project personnel available for in-person meetings, site visits, and project coordination as reasonably required
- Attend kick-off meetings, milestone review meetings, and final presentation meetings in person unless virtual attendance is acceptable to the Purchaser

b. Response Time Commitments

- Respond to requests for task order proposals within the timeframe specified by the Purchaser (typically 5–10 business days)
- Acknowledge receipt of project inquiries within one (1) business day
- Provide project status updates at intervals agreed upon in the task order (typically bi-weekly or monthly)

c. Communication Protocols

- Establish clear communication channels and protocols at project initiation
- Notify the Purchaser immediately of any issues that may affect project schedule, budget, or deliverables
- Provide monthly invoices with clear documentation of work performed and expenses incurred
- Respond to Purchaser questions or concerns within two (2) business days

d. Quality Assurance

- Implement quality control procedures to ensure deliverables meet professional standards and contract requirements
- Provide draft deliverables for Purchaser review with adequate time for comments before final submission
- Address Purchaser comments and revisions in a timely manner
- Correct errors or deficiencies in work product at no additional cost to the Purchaser

Failure to meet responsiveness and accessibility requirements may be considered unsatisfactory performance and grounds for contract actions as described in Section 7.3(c).

9. Proposer's Representations

a. Understanding of Contract Requirements

Each proposer, by submitting a proposal, represents that the proposer has read and understands the contract specifications and requirements herein and has familiarized itself with all federal, state,

and local laws, ordinances, rules, and regulations that in any manner may affect the cost, progress, or performance of the work.

b. Certification of Proposal Integrity

By submitting their proposals, each proposer certifies that their proposals are made without collusion or fraud and that they have not offered or received any kickbacks or inducements from any other proposer, supplier, manufacturer, or sub-proposer in connection with their proposal.

c. Immigration Law Compliance

By submitting their proposals, each proposer certifies that they do not and will not during the performance of this contract knowingly employ an unauthorized alien worker as defined in the Federal Immigration Reform and Control Act of 1986.

d. Debarment Certification

By submitting their proposals, each proposer certifies that they are not currently debarred by the Commonwealth of Virginia and that they are not listed on the government-wide exclusions in the System for Award Management (SAM) from submitting proposals or contracts for the type of services covered by this RFP.

10. Required Contract Terms

10.1 General Contract Provisions

The following provisions are required terms of each contract and will apply to every purchase of services by a Purchaser through the On-Call Consultant Program:

a. Governing Law

The contract shall be governed by the laws of the Commonwealth of Virginia. Any dispute shall be litigated in the state courts serving the City of Martinsville, Virginia, or — for purchases by other entities — the state courts where that Purchaser's administrative offices are located.

b. Liability Limitation

Except for purchases by the WPPDC, the WPPDC assumes no liability for purchases made by any other entity.

c. Termination Rights

The Purchaser may terminate the contract immediately if the successful proposer: (a) discontinues or abandons operations; (b) is adjudged bankrupt or reorganized under any bankruptcy law; or (c) fails to keep in force any required insurance policy.

d. Contract Cancellation

Failure of the Consultant to comply with any section or part of the contract may be considered grounds for immediate cancellation of the contract.

e. Payment for Completed Work

If the cancellation clause is invoked, the Consultant will be paid for all work completed satisfactorily up to the termination date set in the written cancellation notice.

f. Accounting and Audit Requirements

The Consultant and any subconsultants must have internal control systems that comply with requirements of 48 CFR 31 and 23 CFR 172. All selected firms must submit FAR audit data along with a Consultant Cost Certification within 10 work days of notification. A sample certification is available at <https://www.vdot.virginia.gov/doing-business/business-opportunities/consultants/indirect-cost-rate-audits/>.

g. Furnishing of Resources

The Consultant shall furnish all labor, materials, and equipment necessary to fulfill the requirements of the contract in strict compliance with its terms and conditions.

h. Compliance with Laws

The Consultant's agents and employees shall comply with all Town, County, State, and Federal laws, and rules and regulations applicable to the business to be conducted under this contract.

i. Permits and Licenses

The Consultant shall secure all necessary permits for the proper execution and completion of the work. All proposals shall include in price the cost of any business or professional licenses, permits, or fees required by the Commonwealth of Virginia or any other governmental entity.

j. Safety and Property Protection

The Consultant shall ensure that its employees exercise all necessary caution and discretion so as to avoid injury to persons or damage to property of any and all kinds.

k. Procurement Default Remedies

In case of any contractual default by the Consultant, the Purchaser, after due notice, may procure the services from other sources and hold the successful proposer responsible for all damages, including attorneys' fees and any other excess costs.

l. Business Entity Authorization

A Consultant that is a corporation, LLC, business trust, limited partnership, or registered limited liability partnership shall be authorized to transact business in the Commonwealth as required by Title 13.1 or Title 50 or as otherwise required by law.

m. Nondiscrimination in Employment

The Consultant will not discriminate against any employee or applicant for employment because of race, religion, color, sex, national origin, age, disability, or other basis prohibited by state law. The Consultant will include these provisions in every subcontract or purchase order over \$10,000.

n. Federal Government Not a Party

The Consultant acknowledges and agrees that the Federal Government is not a party to this Contract and shall have no obligations hereunder.

10.2 Payment and Invoicing Provisions**a. Itemized Invoices**

The Consultant shall submit a complete itemized invoice for each service performed under the contract.

b. Payment Terms

Payment shall be rendered within forty-five (45) days after receipt of a proper invoice.

c. Subconsultant Payment

The Consultant shall take one of the following actions within seven (7) days after receipt of amounts paid for subconsultant work: (a) pay the subconsultant(s) for the proportionate share of the total payment; or (b) notify the Purchaser and subconsultant(s) in writing of the intention to withhold payment and the reason for nonpayment.

d. Interest on Late Payments

The Consultant shall pay interest to subconsultant(s) on all amounts owed that remain unpaid after seven (7) days following receipt of payment from the Purchaser. Interest shall accrue at one percent (1%) per month unless otherwise provided.

e. Federal and State Funding

Contracts awarded as a result of this RFP will include all contract clauses required by federal and state law. Such clauses may include:

- All applicable clauses listed in Appendix II to 2 C.F.R. 200, Contract Provisions for Non-Federal Entity Contracts Under Federal Awards
- Requirements of 49 CFR Part 26 regarding Disadvantaged Business Enterprise (DBE) participation — the WPPDC believes these services support 10% DBE participation
- Non-discrimination requirements under 49 CFR Part 26
- FTA access, audit, and record retention requirements (minimum three years)
- Program Fraud Civil Remedies Act certifications
- Acknowledgment that federal requirements may change and will apply as updated

11. Discrimination and Disadvantaged Business Enterprises

a. Title VI Compliance

The WPPDC and its joint Purchasers, in accordance with Title VI of the Civil Rights Act of 1964 (78 Stat. 252, 42 U.S.C. §§ 2000d to 2000d-4), hereby notify all bidders that disadvantaged business enterprises will be afforded full and fair opportunity to submit bids and will not be discriminated against on the grounds of race, color, or national origin. The successful proposer and any subconsultants will be required to submit a Title VI Evaluation Report (EEO-D2) within 10 work days after notification of their selection when requested by VDOT, the WPPDC, or any Purchaser.

b. Non-Discrimination

The WPPDC and the Purchasers do not discriminate against any proposer because of race, religion, color, sex, national origin, age, disability, or any other basis prohibited by state law.

12. Claims and Appeals

All appeals of WPPDC decisions with respect to this procurement, including the decision to award or not to award a contract, shall be made in strict accordance with the WPPDC's Procurement Policy. Compliance with the policy is mandatory.

ATTACHMENT A CERTIFICATION REGARDING DEBARMENT

(To be completed by the Proposer)

1. The below-signed Proposer certifies to the best of its knowledge and belief, that it and its principals:
- a) Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal department or agency.
 - b) Have not within a three-year period preceding this proposal been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State, or local) transaction or contract; and have not been convicted of any violations of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification, or destruction of records, making false statements, or receiving stolen property.
 - c) Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity with commission of any of the offenses enumerated in paragraph 1(b) of this certification.
 - d) Have not within a three-year period preceding this proposal had one or more public transactions (Federal, State, or local) terminated for cause or default.
2. Where the Proposer is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this proposal.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Proposer.

Signature _____ *Title* _____ *Date* _____

Name of Proposing Firm _____

CERTIFICATION REGARDING DEBARMENT

(To be completed by a Subconsultant, if any)

1. The prospective subconsultant certifies, by submission of this proposal, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any Federal department or agency.

2. Where the prospective subconsultant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this proposal.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Proposer.

Signature *Title* *Date*

Name of Subconsultant Firm

— END OF DOCUMENT —