



# Minority Women Business Enterprise

## Construction Manager-At-Risk (CMAR)

### Minority/Women Business Enterprise (M/WBE) Compliance Guidelines and Forms

This form should be completed and signed by the Prime Vendor/Construction Manager. The M/WBE requirements are applicable to all proposers, including M/WBE firms. This form must be attached to any procurement document submitted in response to an RFQ and are due by the deadline stated in the RFQ advertisement.

<b>Proposal Title:</b>				<b>Proposal Number:</b>							
<b>Company Information</b>											
<b>Company Name:</b>						<b>Tax ID#</b>					
<b>Company Address:</b>											
<b>City:</b>				<b>State:</b>				<b>Zip:</b>			
<b>Is your Company a Certified Minority or Woman Owned Business (M/WBE)?</b>		<input type="checkbox"/> <b>Yes</b>		If "Yes," include your current certification, ethnicity and gender information below. For a list of Dallas ISD Recognized M/WBE Certification Agencies, Refer to Section 10 on Page 12.							
		<input type="checkbox"/> <b>No</b>		If "No," indicate your ethnicity & gender below.							
<b>Certification Information</b>											
<b>M/WBE Certification Agency</b>			<b>M/WBE Certification Number</b>			<b>Ethnicity</b>		<b>Gender</b>			
<b>Authorized Agent's Information</b>											
<b>*Authorized Agent's Name:</b>											
<b>Authorized Agent's Phone:</b>											
<b>Authorized Agent's Email:</b>											

\* Authorized Agent is a person who has the authority to enter into a legally binding contract with Dallas ISD.

**Required Signature.** The undersigned authorized agent agrees that he/she has read and understands the M/WBE Compliance Guidelines and Forms and that all information is correct to the best of his/her knowledge.

<b>Authorized Agent's Signature (Sign below)</b>		<b>Date:</b>	
X			

**Construction Manager-At-Risk (CMAR) | Part 1**

Company Name: \_\_\_\_\_ Proposal No.: \_\_\_\_\_

**Section 1. M/WBE Compliance Reporting | B2G Now**

The M/WBE Department has adopted the usage of B2G Now, a diversity management and contract compliance system to assist with the management of the monthly compliance reporting requirement. Identify a primary point of contact to oversee your company’s M/WBE report submissions. Refer to Section 11 on Page 12.

*M/WBE Point of Contact:	
Phone:	
Email:	

*\*The M/WBE point of contact should be knowledgeable regarding M/WBE utilization on the project.*

**Section 2. Joint Venture (JV)**

Is your company bidding as a Joint Venture (JV) with a certified M/WBE company?  
Refer to Section 12 on Page 13 for additional information.

- Yes.** If “Yes,” identify all partners (including your company\*) below and attach a signed, dated, and notarized Dallas ISD Master JV Agreement. Each JV partner (excluding your company) must complete Sections A through D on Page 3.
- No.**

Joint Venture Majority Partner*	
Company:	Contact Person:
Email:	Phone:
JV % Split:	

Joint Venture Partner		
Company:	Contact Person:	
Email:	Phone:	
M/WBE Certification Agency:		
M/WBE Certification Number:		
Ethnicity:	Gender:	JV % Split:

**Section 3. Prime-Subcontractor Team**

Is your company bidding as a Prime-Subcontractor Team with a certified M/WBE company?  
Refer to Section 14 on Page 14 for additional information.

- Yes.** If “Yes,” identify the certified M/WBE company below. Attach the signed, dated, notarized and required Dallas ISD Master Prime-Subcontractor Teaming Agreement.
- No.**

M/WBE Company	M/WBE Certification Agency	M/WBE Certification Number	Ethnicity/Gender

Company Name: \_\_\_\_\_ Proposal No.: \_\_\_\_\_

**COMPLETE SECTIONS A THROUGH D FOR YOUR COMPANY AND JOINT VENTURE PARTNER(S). USE ONE PAGE PER ENTITY**

**Section A. Diversity Plans**

Does your company have an Affirmative Action, Equal Employment Opportunity or Supplier Diversity Plans?

- Yes.** If "Yes," attach a copy of your plan immediately following the M/WBE Compliance Guidelines & Forms.
- No.**

**Section B. Workforce Composition**

Employee Category	African American		Asian		Hispanic		Native American		Non-Minority		Total Employees	
	Male	Female	Male	Female	Male	Female	Male	Female	Male	Female	Male	Female
Executive & Managerial												
Technical & Skilled												
Office & Clerical												
Other												
<b>TOTAL</b>												

**Section C. M/WBE References**

List two (2) M/WBE companies that have performed work for your company.

Company Name:	
Contact Person:	
Email:	
Phone Number:	
Project Name:	

Company Name:	
Contact Person:	
Email:	
Phone Number:	
Project Name:	

**Section D. Mentor Protégé Program**

Does your company currently participate in a Mentor Protégé Program, as a mentor to an M/WBE company?  
Refer to Section 16 on Page 15 for additional information.

- Yes.** If "Yes," attach a signed, dated and notarized copy of the Mentor Protégé Agreement and notarized minutes.
- No.**

Company Name: \_\_\_\_\_ Proposal No.: \_\_\_\_\_

**Section 4. Commitment to M/WBE Subcontractor Participation**

Will you use any subcontractors, sub consultants, suppliers (M/WBE and/or Non-M/WBE) as part of this bid/proposal?

**Yes.** I plan to utilize subcontractors as part of this bid/proposal. Refer to Section 6 on Page 7.

**No.**

**If Yes.** Attach your company’s written and detailed **M/WBE Compliance Plan** to be implemented in a good faith effort to reach the M/WBE goal. Such plan may include but not be limited to the following: resume and/or biography of person responsible for M/WBE implementation, your company’s communication and outreach initiatives, mediation and dispute resolution procedures, training, workshops, business development and capacity building initiatives, strategies to break down contracts into economically feasible units, steps the company will take to achieve its’ stated M/WBE commitment, favorable contract terms such as expedited pay and retainage, etc. Refer to Section 17 on Page 15 for additional information.

Will you self-perform a portion of the scope of work?

**Yes.** I plan to self-perform a portion scope of work with my own workforce. Refer to Section 5 on Page 7.

**No.**

Will you self-perform the entire scope of work?

**Yes.** I plan to self-perform the entire scope of work with my own workforce. Refer to Section 5 on Page 7.

**No.**

During part 2 of the Construction Manager-At-Risk (CMAR) submission, the contractor will be required to complete the below documents, if applicable. The following information should be submitted with each contract amendment to the district. This information will explain the overall M/WBE self-performing prime (Section 5 on Page 7) and/or subcontractor utilization (Section 6 on Page 7). A completed, signed, and dated letter of intent (Section 8 on Page 9) should be submitted for each M/WBE subcontractor. All district prime vendors are required to demonstrate positive and reasonable good faith efforts to subcontract with M/WBEs. If you will not utilize M/WBE subcontractors, complete the Good Faith Effort Information (Section 7 on Page 9). Submit the required information to the Dallas ISD Minority/Women Business Enterprise (M/WBE) Department ([mwbe@dallasisd.org](mailto:mwbe@dallasisd.org)) for approval. Include "CMAR Submission" in the subject line.

- M/WBE Compliance Guidelines and Forms Coversheet
  
- Certified M/WBE Prime Self-Performance
  
- Subcontractor Utilization
  
- Good Faith Effort
  
- Letter of Intent



**Minority Women  
Business Enterprise**

**Construction Manager-At-Risk  
Part 2 - Coversheet**

This form should be completed and signed by the Prime Vendor/Construction Manager. The M/WBE requirements are applicable to all proposers, including M/WBE firms.

<b>Proposal Title:</b>		<b>Proposal Number:</b>	
<b>Contract Total:</b>	\$		
<b>Company Information</b>			
<b>Company Name:</b>		<b>Tax ID#</b>	
<b>Company Address:</b>			
<b>City:</b>		<b>State:</b>	<b>Zip:</b>
<b>Is your Company a Certified Minority or Woman Owned Business (M/WBE)?</b>	<input type="checkbox"/> <b>Yes</b>	If "Yes," include your current certification, ethnicity and gender information below. For a list of Dallas ISD Recognized M/WBE Certification Agencies, Refer to Section 10 on Page 12.	
	<input type="checkbox"/> <b>No</b>	If "No," indicate your ethnicity & gender below.	
<b>Certification Information</b>			
<b>M/WBE Certification Agency</b>	<b>M/WBE Certification Number</b>	<b>Ethnicity</b>	<b>Gender</b>
<b>Authorized Agent's Information</b>			
<b>*Authorized Agent's Name:</b>			
<b>Authorized Agent's Phone:</b>			
<b>Authorized Agent's Email:</b>			

\* Authorized Agent is a person who has the authority to enter into a legally binding contract with Dallas ISD.

**Required Signature.** The undersigned authorized agent agrees that he/she has read and understands the M/WBE Compliance Guidelines and Forms and that all information is correct to the best of his/her knowledge.

<b>Authorized Agent's Signature (Sign below)</b>	<b>Date:</b>
X	

**Construction Manager-At-Risk Part 2 | To Be Submitted at Guaranteed Maximum Price (GMP) to the District**

Company Name: \_\_\_\_\_ Proposal No.: \_\_\_\_\_

**Section 5. Certified M/WBE Prime Self-Performance**

**Certified M/WBE Prime Self-Performance**

Complete the Certified M/WBE Prime Self-Performance chart below, if you are a Certified M/WBE Prime and will self-perform with your own workforce the management of the project. The M/WBE prime must be economically independent, perform commercially useful functions (refer to Section 19 on Page 16) and perform the management of the project or the specialty trade work, consistent with industry practices, with its own workforce. The work should be consistent with industry standards. The M/WBE Prime’s self-performance of a specialty trade or project scope of work shall be counted toward the goal, up to a maximum of 50% of the M/WBE project goal. Refer to Section 20 on Page 16 for additional information.

Certified M/WBE Prime Self-Performance		
Certified M/WBE Prime Company’s Name:		Contract Amount
Contact Person:		M/WBE %
Ethnicity:	Gender:	
Scope of Work:		

**Section 6. Subcontractor Utilization**

List all (minority and non-minority) subcontractors, suppliers, sub consultants, or sole proprietors that will be utilized in this bid/proposal. Only Certified M/WBE Prime Self-Performance and Certified M/WBE Subcontractors, performing a commercially useful function (refer to Section 19 on Page 16), will be counted towards the M/WBE goals. If you will not utilize M/WBE subcontractors, complete Section 7 on Page 9. For information on the change of subcontractor policy refer to Section 21 on Page 17. **Non-certified M/WBE companies will not be counted towards the goal.**

Subcontractor/Supplier Information		
Subcontractor/Supplier Company’s Name:		Contract Amount
Address:	City: State: Zip:	M/WBE %
Contact Person:		
Ethnicity:	Gender:	
Phone:	Email:	
M/WBE Certification Agency:	Certification #:	
Scope of Work:		

Subcontractor/Supplier Company’s Name:		Contract Amount
Address:	City: State: Zip:	M/WBE %
Contact Person:		
Ethnicity:	Gender:	
Phone:	Email:	
M/WBE Certification Agency:	Certification #:	
Scope of Work:		

Additional Subcontractor/Supplier Information on the following page

Company Name: \_\_\_\_\_ Proposal No.: \_\_\_\_\_

**Subcontractor/Supplier Information Continued**

Subcontractor/Supplier Company's Name:				Contract Amount	M/WBE %
Address:		City:	State:	Zip:	
Contact Person:					
Ethnicity:		Gender:			
Phone:		Email:			
M/WBE Certification Agency:		Certification #:			
Scope of Work:					
Subcontractor/Supplier Company's Name:				Contract Amount	M/WBE %
Address:		City:	State:	Zip:	
Contact Person:					
Ethnicity:		Gender:			
Phone:		Email:			
M/WBE Certification Agency:		Certification #:			
Scope of Work:					
Subcontractor/Supplier Company's Name:				Contract Amount	M/WBE %
Address:		City:	State:	Zip:	
Contact Person:					
Ethnicity:		Gender:			
Phone:		Email:			
M/WBE Certification Agency:		Certification #:			
Scope of Work:					
Subcontractor/Supplier Company's Name:				Contract Amount	M/WBE %
Address:		City:	State:	Zip:	
Contact Person:					
Ethnicity:		Gender:			
Phone:		Email:			
M/WBE Certification Agency:		Certification #:			
Scope of Work:					
Subcontractor/Supplier Company's Name:				Contract Amount	M/WBE %
Address:		City:	State:	Zip:	
Contact Person:					
Ethnicity:		Gender:			
Phone:		Email:			
M/WBE Certification Agency:		Certification #:			
Scope of Work:					
				<b>Total:</b>	

If you have additional subcontractors/suppliers, make copies of this form.

M/WBE Department's Office Use Only			
Contract Amount	M/WBE Contract Total	M/WBE Percentage	M/WBE Coordinator



**Construction Manager-At-Risk Part 2 | To Be Submitted at Guaranteed Maximum Price (GMP) to the District**

Company Name: \_\_\_\_\_ Proposal No.: \_\_\_\_\_

**Certified M/WBE Subcontractor Performance.** The M/WBE subcontractors, suppliers, and/or vendors must be 1<sup>st</sup>, 2<sup>nd</sup> or 3<sup>rd</sup> tier subcontractors, suppliers, and/or vendors when calculating participation. In order to prevent double counting, the district will count the M/WBE subcontractor participation for the 1<sup>st</sup> tier firm. If the 1<sup>st</sup> tier isn't a certified M/WBE, the district will count the 2<sup>nd</sup> tier M/WBE subcontractor. If the 1<sup>st</sup> and 2<sup>nd</sup> tier aren't certified M/WBEs, the district will count the 3<sup>rd</sup> tier M/WBE subcontractor. The expenditures by M/WBEs for materials or supplies toward M/WBE goals are calculated as follows:

	Type	M/WBE Percentage	Definition
A.	M/WBE Manufacturer	100%	Operates or maintains a factory or establishment that produces on the premises; the materials, supplies, articles, or equipment required under the contract.
B.	M/WBE Regular Dealer	60%	Owns, operates, or maintains a store, warehouse, in which the materials, supplies, articles or equipment are kept in stock, and regularly sold or leased to the public.
C.	M/WBE Representatives	Amount of Commission or Fees	Packagers, brokers, manufacturers' representatives

**Section 7. Good Faith Effort**

All district prime vendors are required to demonstrate positive and reasonable good faith efforts to subcontract with M/WBEs. **Complete this section if only non-M/WBE subcontractors will be utilized.**

	Yes	No
1. Was contact made with M/WBEs by telephone or written correspondence at least one week before the bid was due to determine whether any M/WBEs were interested in subcontracting and/or joint ventures?		
2. Were contracts broken down to provide opportunities for subcontracting?		
3. Was your company represented at a pre-bid/proposal conference to discuss, among other matters, M/WBE participation opportunities and obtain a list (not more than two months old) of certified M/WBEs?		
4. Was information provided to M/WBEs including, but not limited to bonding, lines of credit, technical assistance, insurance, scope of work, plans/specifications?		
5. Were subcontracting opportunities advertised in general circulation, trade associations, M/WBE focused media and/or minority chambers of commerce?		
6. Did you encourage non-certified M/WBEs to pursue certification status?		
7. Were negotiations conducted in good faith with interested M/WBEs?		
8. Were the services utilized of available minority and women, community organizations, contractor groups, local, state, and federal business assistance offices, and other organizations that provide assistance in the identification of M/WBEs?		

**Special Note:** The good faith efforts documentation is subject to an M/WBE audit. Upon request, you will be required to provide supporting documentation for the purpose of verifying your good faith efforts.





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## General Information regarding the M/WBE Compliance Guidelines and Forms

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It is a continuing goal of the district to involve minority and women-owned businesses (M/WBE), in a legal and meaningful way, in all facets of the district's contracting and purchasing activities. The Minority/Women Business Enterprise (M/WBE) Department is responsible to ensure compliance with the district's M/WBE Program, Policy and Administrative Procedures. It's the contractors' responsibility to be aware and in compliance with all local, state and federal regulations and requirements related to M/WBE programs.

The district's aspirational M/WBE goal is **30%** for goods, services, and construction contracts. The district's aspirational M/WBE goal for bond funded professional service contracts is **35%**. The district may assign a contract specific M/WBE goal. Review your solicitation documents to determine which M/WBE goal will apply. The established M/WBE goal is applicable to any change orders, additional services, modifications or revisions to the original contract.

All Contractors are charged with knowledge of and are solely responsible for complying with the M/WBE Program policies in submitting a response to the district. If awarded a contract, all contractors are responsible for performing the work described in the contract documents. The Contractor shall appoint a high-level official or knowledgeable consultant to administer and coordinate the Contractor's efforts to carry out its' M/WBE contractual commitments.

The Contractor has a continuing obligation as a covenant of performance to meet the M/WBE utilization to which it committed at Contract award and submission of Guaranteed Maximum Price, inclusive of change orders, amendments, and modifications. The failure of the Contractor to meet the M/WBE contractual commitment or comply with any other aspect of the M/WBE Program requirements will constitute a material breach of the Contract entitling the district to exercise any remedy available in this Contract, the program requirements or applicable law. In addition, the failure of the Contractor to meet the M/WBE contractual commitment or comply with any other aspect of the Program requirements may be considered and have a negative impact on future contract award.

### Section 9. M/WBE Evaluation Scoring Criteria

**M/WBE Forms.** Submit the completed, signed, and dated M/WBE Compliance Guidelines & Forms by the due date. Include all M/WBE supporting documentation including, but not limited to M/WBE Certificates, Affirmative Action, Equal Employment Opportunity or Supplier Diversity Plan, signed, dated and notarized Joint Venture Agreement, Mentor Protégé Agreement and Minutes, or Prime-Subcontractor Teaming Agreement. Each proposal will be evaluated independently against other proposals.

**M/WBE Scoring Criteria.** The district’s M/WBE Evaluation Scoring Criteria has been established as follows:

	M/WBE Criteria	Maximum Point Allocation
<b>A.</b>	Proposer demonstrated a commitment to the district’s M/WBE program by providing enhancements to the administration of the proposer’s contracting process for the work to be done by M/WBE firms. <i>Examples of this commitment may include any of the following: expedited payments, Mentor Protégé Programs, early release of retainage, expanding the pool of diverse subcontractors to firms that have not done business with the district, etc.</i>	3
<b>B.</b>	Proposer submitted a list of two (2) M/WBE subcontractor references.	2
<b>C.</b>	Proposer is a certified M/WBE <b>OR</b> Proposer submitted a Joint Venture Agreement with a certified M/WBE <b>OR</b> Proposer submitted a Prime Subcontractor Teaming Agreement with a certified M/WBE.	5
<b>D.</b>	Proposer submitted a diverse list of certified M/WBE subcontractors, subconsultants or suppliers that meets or exceeds the district’s M/WBE aspirational goal in meaningful and significant roles <b>OR</b> Proposer demonstrated outreach designed to meet the M/WBE project goals with a diverse M/WBE team of subcontractors, suppliers and subconsultants.	5
<b>E.</b>	Proposer demonstrated a comprehensive framework and understanding of the district’s M/WBE program by: providing a written and detailed M/WBE compliance plan, designating a high ranking individual or knowledgeable consultant who will be responsible for M/WBE contract compliance, monitoring and reporting, ensuring no unauthorized changes to M/WBE subcontractors, adhering to the M/WBE commitment and subcontractor payment terms, executing the M/WBE subcontracting schedule, complying with the district’s M/WBE Program guidelines, etc.	5
	<b>Total Points</b>	<b>20</b>

**Section 10. Recognized Certifying Agencies**

The district accepts M/WBE certifications issued by:

- |  |  |
|--|--|
| North Central Texas Regional Certification Agency (NCTRCA) | State of Texas’ Historically Underutilized Business (HUB)  |
| D/FW Minority Supplier Development Council (DFW MSDC)      | Women’s Business Council Southwest (WBC SW)                |
| Department of Transportation (DOT)                         | South Central Texas Regional Certification Agency (SCTRCA) |
| City of Houston  | Corpus Christi Regional Transportation Authority           |
| City of Austin   | Small Business Administration (SBA 8A) or certified SDB    |
| National Minority Supplier Development Council (NMSDC)     | National Women’s Business Enterprise Certification (WBENC) |

*Other certifications may be considered on an individual basis. Only certified minority and women-owned companies will be counted towards the prime’s M/WBE subcontracting goals. Vendors do not have to be a certified M/WBE to participate in the district’s contracting and purchasing activities.*

**Section 11. Diversity Management System**

The Contractor is responsible for ensuring its employees who are processing payment requests on its company’s behalf are trained on the district’s Diversity Management System. This includes all subcontractors who the Contractor will be utilizing on the contract and will be verifying reported sub payments online.

## **Section 12. Joint Venture Program Information**

The objective of the district's Joint Venture (JV) Program is to further the development, growth, and capabilities of minority and women-owned businesses that allow such businesses to offer the district the best combination of performance, cost, and delivery of service. A JV is an association of 2 or more companies with a certified minority or woman-owned business to form a new company. The Joint Venture parties are required to utilize the Dallas ISD Master Joint Venture Agreement. The agreement must be signed, dated and notarized by all Joint Venture parties. The Joint Venture does not replace a prime contractor's responsibility to satisfy applicable M/WBE program requirements, including M/WBE goals.

Companies seeking to participate in a Joint Venture arrangement has the burden of demonstrating to the district, by a preponderance of the evidence, that it meets the requirements of Board Policy (CH) Local with respect to being an eligible Joint Venture for counting purposes. The district will analyze whether the stated Joint Venture is realistic considering the number of employees, experience, resources, certification type, and other resources that each party provides to the Joint Venture. The Joint Venture Partnership must include a certified M/WBE Partner, based on the percentage allocated, who is able to adequately bond the project, have the experience and resource to perform the services, labor or material listed. Failure to adhere to the terms and conditions outlined within the Dallas ISD Master Joint Venture Agreement may deem your Joint Venture response as non-responsive and result in a non-point award during evaluation.

The Joint Venture Partner(s) may provide co-surety bond or bonds in proportionate percentage to their ownership in the Joint Venture and to other parties are applicable in a form acceptable to the owner. The Joint Venture may also provide in a form acceptable to the owner any bond or bonds in the name of the Joint Venture in lieu of the co-surety arrangement; provide an Up Front Joint Agreement (SAA Form #1), and an executed copy of the indemnity agreement signed by all of the parties associated with the SAA Form #1.

A separate bank account in the name of the Joint Venture must be established by the Joint Venture. The bank account will require the signature of an authorized representative of each party or his or her designee for withdrawal by check or documented approval of an authorized representative for withdrawal by electronic means.

Refer to the district's website at [www.dallasisd.org/mwbe](http://www.dallasisd.org/mwbe) for the required Dallas ISD Master Joint Venture Agreement and Joint Venture Guidelines.

## **Section 13. Construction M/WBE Joint Venture Scoring Analysis**

The Joint Venture (JV) Agreement will be evaluated based upon the below referenced criteria. One of the JV partners must be a certified minority or woman-owned business. There is a maximum of 5 numerical points available. Refer to Section 12 on Page 13 for additional information.

The proposer must submit an approved, signed, dated, and notarized Dallas ISD Master Joint Venture Agreement. Any modifications to the Dallas ISD Master Joint Venture Agreement and amendments must be submitted for review with the proposal and include highlighted proposed changes or modifications to the agreement for review and approval of Dallas ISD's M/WBE office.

<b>A. M/WBE Joint Venture Partner</b>	<b>Points</b>
Does it identify the distinct, clearly defined portion of the work provided by each M/WBE joint venture partner, in significant and meaningful ways? The work must be separate, clear and distinguishable. Specify the nature of the work and what it will entail. Complete exhibit A of the Dallas ISD Master Joint Venture Agreement.	3.00
<b>B. Staffing Plan</b>	
Does it provide a staffing plan to be determined per the established participation percentages indicating the number of employees to be provided by each M/WBE joint venture partner? This should include a project organizational chart and a resumé for each key personnel that includes length of employment, time serviced in their role(s), and experience within the industry. Complete exhibit B of the Dallas ISD Master Joint Venture Agreement.	1.00
<b>C. Financial and Bonding Information</b>	
Does it provide a letter from a financial institution or bonding surety company, substantiating the financial strength or bonding capacity of each M/WBE joint venture partner(s)? This document should commensurate each M/WBE joint venture partner(s) percentage split. Complete exhibit C of the Dallas ISD Master Joint Venture Agreement.	1.00
<b>Total Points</b>	<b>5.00</b>

**Section 14. Prime-Subcontractor Teaming Program Information**

The CMAR Prime-Subcontractor Teaming Program objective is to further the development, growth, and capabilities of minority and women-owned businesses that allow such businesses to offer the district the best combination of performance, cost, and delivery of service. A Prime-Subcontractor Team is a Vertical Teaming Arrangement wherein a prime firm enters into a binding agreement with a major subcontractor or minor prime contractor/vendor to pursue opportunities. The Vertical Teaming Arrangement does not replace a prime contractor's responsibility to satisfy applicable M/WBE program requirements, including sharing prime level responsibilities with their Teaming partner and any contract specific goals. Companies must submit the required Dallas ISD Master Prime-Subcontractor Teaming Agreement. Article 20 of the agreement provides details regarding Compensation, Related Costs and Best Value Subcontractor Awards.

**Section 15. Prime-Subcontractor Team Scoring Analysis**

The CMAR Prime-Subcontractor Teaming Agreement will be evaluated based upon the below referenced criteria. The designated subcontractor in this agreement must be a certified M/WBE. Attach the signed, dated, notarized and required Dallas ISD Master Prime-Subcontractor Teaming Agreement. There is a maximum of 5 numerical points available.

Proposer submitted a teaming arrangement and/or strategic partnership with subprime contracting with a certified MWBE firm(s). The certified MWBE firm(s) provides prime management, control and supervision of a clear and distinct portion of the specialty trade(s) or project scope of work in a meaningful and significant role(s). Proposer will establish a teaming agreement which defines the minimum M/WBE subcontractor commitment. The teaming agreement defines what trade(s) the subcontractor will perform, and the subcontractor is certified in the respective subcontracting scope.

	<b>Points</b>
<b>A.</b> Does the teaming agreement provide the certified M/WBE firm(s) with prime management, control and supervision of a clear and distinct portion of the project scope of work in meaningful and significant roles?	3.00
<b>B.</b> Does the teaming agreement provide a pre-negotiated, signed and dated subcontract form as an exhibit? Specify the payment and release of retainage terms.	1.00
<b>C.</b> Does it provide a letter from a financial institution or bonding surety company, substantiating the financial strength or bonding capacity of each certified M/WBE subcontractor teaming partner(s)? Complete exhibit C of the Dallas ISD Prime Subcontractor Teaming Agreement.	1.00
<b>Total</b>	<b>5.00</b>

#### Section 16. Mentor Protégé Program Information

The Minority/Women Business Enterprise (M/WBE) Department's Mentor-Protégé program aims to stimulate the growth of minority and women-owned businesses through education, business development, and training. A mentor should be willing to advise and support the protégé and help identify the needs and skills of the protégé. The Mentor Protégé Agreement, meeting minutes, progress reports, and deliverables should be signed by all parties, dated, and notarized.

#### Section 17. M/WBE Compliance Plan

Provide a written and detailed **M/WBE Compliance Plan**. At a minimum, a proposed M/WBE Compliance Plan should include but not be limited to the following:

- Comply with the M/WBE Policy and Administrative Procedures, including affirming that the M/WBE Department shall have prompt, full and complete access to all Contractor and Subcontractor personnel, books and records required to monitor and assure performance of the approved Compliance Plan;
- Provide the name and contact information of the high-level official to administer and coordinate the Contractor's efforts to carry out its' M/WBE contractual commitments;
- Acknowledge the district's right to withhold payment in the event of non-compliance, until such issues are resolved;
- Provide a detailed plan for community outreach, communication, M/WBE capacity building and business development;
- Describe how the Contractor will divide the work into economically feasible units to enhance M/WBE opportunities;
- Describe in detail how the Contractor will make good faith efforts to maintain its' M/WBE commitment.
- Provide a resume and/or biography of the person responsible for M/WBE Program implementation.
- Provide your company's mediation and dispute resolution procedures;
- Provide a detailed methodology for issuance of notice(s) of any non-compliance and a reasonable opportunity to cure;
- Identify any favorable contract terms, such as expedited pay, expedited retainage.

#### Section 18. Payment

The Prime vendor shall submit an M/WBE Pay Activity Report (PAR) indicating the amounts paid (along with required proof of payments) to its subcontractors with each pay application or as requested by the district.

- Acceptable proof of payments includes: (1) Emails from the Subcontractor verifying the payment amount, date paid, school name and/or org #, and project information (2) Partial Lien Releases, (3) Cancelled Checks, or (4) Proof of Electronic Funds Transfer;
- All Prime vendors must pay all submitted invoices, including retainage to subcontractors, suppliers, or entities within **10 days** of receiving payment from the district;
- No Prime vendor shall withhold a non-disputed subcontractor payment;
- No Prime vendor may withhold retainage greater than 5% from the subcontractor.

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## Construction Manager At-Risk (CMAR) To Be Submitted with Part 2

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### Section 19. Commercially Useful Function

An M/WBE performs a commercially useful function when it is responsible for execution of the work of the Contract and is carrying out its responsibilities by actually performing, managing, and supervising the work involved. To perform a commercially useful function, the M/WBE must also be responsible, with respect to materials and supplies used on the Contract, for negotiating price, determining quality and quantity, ordering the materials, and installing (where applicable) and paying for the materials itself. To determine whether an M/WBE is performing a commercially useful function, the Contractor must evaluate the amount of the work subcontracted, industry practices, whether the amount the firm is to be paid under the Contract is commensurate with the work it is actually performing. An M/WBE does not perform a commercially useful function if its role is limited to that of an extra participant in a transaction, Contract, or project through which funds are passed in order to obtain the appearance of M/WBE participation.

### Section 20. Certified M/WBE Prime Self-Performance

- The M/WBE prime must be a bona fide business with real and continuing ownership for more than a year prior to the solicitation and was not created merely for the purpose of meeting this evaluation criteria.
- The M/WBE prime must be certified at the time of submission of the proposal.
- The M/WBE prime must be economically independent and perform commercially useful functions and must perform the management of the project or the specialty trade work, consistent with industry practices, with its own workforce.
- The M/WBE's self-performance of a specialty trade or project scope of work shall be counted toward the goal, up to a maximum of 50% of the M/WBE project goal.

*For example, an M/WBE prime elects to self-perform the interior finish out painting which equals 10% of the project's total costs and the goal for the project is 30%. The M/WBE prime's participation will count 10% toward the M/WBE project goal of 30%. The remaining M/WBE subcontracting goal after applying the MWBE prime's self-performance on the project is a 20% M/WBE subcontracting goal.*

- If the M/WBE prime's self- performance exceeds the M/WBE contract goal, a maximum of 50% of the M/WBE project goal will be applied toward the goal.

*For example, the M/WBE prime self-performs the concrete work for the project and the concrete work is 30% of the total project costs. The MWBE prime's participation will count 15% toward the M/WBE project goal of 30%. The remaining M/WBE subcontracting goal after applying the M/WBE prime's self- performance on the project is a 15% MWBE subcontracting goal.*



**Section 21. At Guaranteed Maximum Price (GMP) Submission to the District**

**Schedule of Subcontractors.** Complete (Section 6 on Page 7) for the subcontractors you plan to utilize. Attach a copy of the current M/WBE certificate or proof of M/WBE certification for each M/WBE subcontractor.

**Changes to the List of Subcontractors.** A Request for Approval of Contract Change form must be submitted to the M/WBE Department for approval prior to any changes to the M/WBE subcontractor utilization listing in Section 6 on Page 7. A written justification and supporting documentation are required from the prime requesting the change. This applies after Bid/RFP submission and throughout the contract duration.

**Letter of Intent.** The awarded prime vendor who will subcontract portions of the work must obtain the *Letter of Intent to Perform/Contract as an M/WBE Subcontractor* form (Section 8 on Page 10) for each proposed M/WBE subcontractor.

**Section 22. Changes to the Original M/WBE Commitment – After (GMP) Submission and throughout the Contract**

The prime vendor shall notify the M/WBE Department if the percentage of M/WBE participation falls below the level of participation represented in the contract. The prime vendor shall promptly notify the M/WBE Department within 7 days and obtain a listing of other certified M/WBE vendors to meet the commitment amount. This applies after GMP submission and throughout the contract duration.

**Section 23. Contract Execution between Prime Vendor and Subcontractor**

Prime vendor agrees to establish a written contract with each subcontractor. At minimum, the contract should include the scope of work, payment terms, prompt payment clause and retainage clause.

**Section 24. Records Retention**

The Contractor will be required to maintain records showing the awarded contracts, subcontractor payment history, efforts to identify and award contracts to M/WBEs, and copies of executed contracts with M/WBEs. The Contractor must provide access to books, records and accounts to authorized district, state and federal officials. District contracts are subject to an M/WBE audit.