



City of Chicago
Richard M. Daley, Mayor

O'Hare Modernization Program

Rosemarie S. Andolino
Executive Director

8755 West Higgins Road
Suite 710
Chicago, Illinois 60631

(773) 557-4700
(773) 557-4990 (FAX)

30 North LaSalle Street
Suite 1230
Chicago, Illinois 60602

(312) 742-6367
(312) 742-9637 (FAX)

<http://www.ohare.com>

TO: Rosemarie S. Andolino
Executive Director

Tariq G. Malhance
City Comptroller

FROM: Aurelio Garcia, Project Administrator
O'Hare Modernization Program

Susan L. Schmitz, Risk Manager
Comptroller's Office

DATE: February 1, 2005

RE: Evaluation Committee Recommendation
Request for Services ("RFS")
Owner Controlled Insurance Program ("OCIP")
Brokerage Services for the O'Hare Modernization Program
("OMP")

On December 20, 2004, we advertised OCIP Broker Services RFS in Business Insurance and on the OMP web site. In addition, we sent the RFS to the Respondents who bid on the Terminal 6 project.

On January 10, 2005 the City received responses from the following brokers:

AON Risk Services, Inc. of Illinois ("AON")
Arthur Gallagher & Co. ("Gallagher")
Marsh USA, Inc. ("Marsh")
Mesirow Financial ("Mesirow")
Willis of Illinois, Inc. ("Willis")

The Evaluation Committee met on February 1, 2005, OMP, 30 N. LaSalle, Suite 1230, to discuss and agree upon a recommendation. Present at that meeting were the committee co-chairs, Susan Schmitz and Aurelio Garcia, and Evaluation Committee members Robert Schmidt (OMP), Geoff Layhe (CTA), Thomas O'Donnell (DOA), and Jamise Perkins (Procurement). Technical Advisors and an Observer to the Evaluation Committee were also present: Mike Hanlon (Jacobsen Daniels Associates, Inc., Airline Representative to the OMP) and Tim Kruppenbacher (OMP Program Management Office), and Jamie Rhee (OMP General Counsel) as an Observer.



Overall, the Respondents had experience with OCIPs and Aviation risks at some level. However, based on individual reviews of the submittals, advice received from the technical advisors and the discussion of the submittals with the Evaluation Committee members, it is the unanimous recommendation that a contract be awarded for OMP, Owner Controlled Insurance Brokerage Service to Willis of Illinois, Inc.

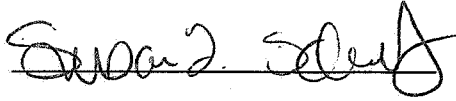
The evaluations were based on ratings of Highly Qualified, Qualified, Not Qualified and Non-Responsive using criteria as follows: Respondent's plan for implementing the services; Professional qualifications and technical competence of the firm necessary for satisfactory performance of the services; Professional qualifications and technical competence assigned personnel, specifically the account manager and the on-site safety professional's OCIP experience with airports and municipalities and quality of their references; Respondent's commitment to meeting or exceeding the City's goals for MBE/WBE participation and the level, relevancy and quality of participation; Compliance with other submittal requirements including completed and executed EDS, legal actions, if any, for the last 5 years, insurance, cost proposal and financial stability. Willis has been in business for over 100 years and has both a large national and a substantial Chicago-based practice. Willis' project manager has excellent experience on relevant City programs including the City's insurance program for O'Hare and Midway Airports, the O'Hare Development Program, Southwest Transit Project (Orange Line), and OMP's Project Professional Liability Program. He also has experience managing other municipal OCIP programs such as the CTA's Blue Line, Brown Line and Red Line Projects, the Illinois Tollway North/South Tollway Projects, and the MPEA's McCormick Place North/South Projects.

Willis is a leader in the Aviation market with 35% share of the market nationally. Its capabilities are demonstrated by the 90 active OCIP programs it is managing. This includes the City of Atlanta Hartsfield Jackson International Airport Expansion Project with construction values of \$3 billion. Its proposed local team has administered more than 20 OCIPs. Willis was also selected to administer the OCIP for O'Hare's Terminal 6 Project in 2001 although that project has been suspended.

Willis' responses of references were excellent. These references included City of Atlanta/Atlanta Hartsfield Airport, Public Building Commission's Risk Manager (previous Risk Manager to the City for over 13 years), and the Illinois State Toll Highway.

Willis's plans to use MBE/WBE's in bringing a full complement of services to the City which exceeds the minimum participation goals of 16.9% MBE and 4.5% WBE. The Owens Group at 30.5% and Hygieneering, Inc. at 7.8%.

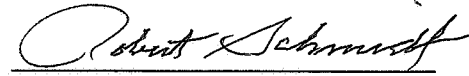
Evaluation Committee:



Susan L. Schmitz, Co-Chair
Risk Management



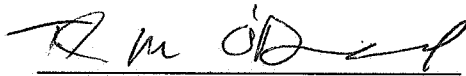
Aurelio Garcia, Co-Chair
O'Hare Modernization
Program



Robert Schmidt
O'Hare Modernization Program



Geoff Layhe
CTA, Risk Management



Thomas O'Donnell
Department of Aviation



Jamise Perkins
Department of Procurement

Procurement History

The City of Chicago is preparing to undertake a proposed \$6.6 billion O'Hare Modernization Program ("OMP"), a phased reconfiguration of the airfield at O'Hare as well as corresponding expansions and reconfiguration of passenger terminals, access/circulation systems and necessary support facilities, which will be implemented over a multi-year period. The major functional components of the OMP include the addition of a new runway and the relocation of three of the seven existing runways. Two of the existing runways will also be extended. The OMP also includes the construction of an airside concourse, a western terminal and access roads. In addition, the OMP provides for all necessary land acquisition and associated noise mitigation measures, including sound insulation of eligible dwellings and schools.

The magnitude of the OMP allows the establishment of an Owner Controlled Insurance Program ("OCIP"), which is intended to provide for uniformity of coverage; reduce administrative and legal costs; enhance competitive market access for small and socially disadvantaged contractors; and provide audit-level oversight of construction contractors safety responsibilities. Services from an Insurance Broker will be necessary to establish the OCIP thereby a Request for Services "RFS" document was drafted (see attached).

A copy of the RFS was sent to Insurance Brokers who bid on OCIP Broker Services for the Terminal 6 Project. OMP also advertised in a professional insurance periodical "Business Insurance" and posted on OMP's web site. Five bids were received. An evaluation committee was formed and a formal review process was performed.

Overall, the Respondents had experience with OCIPs and Aviation risks at some level. However, based on individual reviews of the submittals, advice received from the technical advisors and the discussion of the submittals with the Evaluation Committee members, it is the unanimous recommendation that a contract be awarded for OMP, Owner Controlled Insurance Brokerage Service to Willis of Illinois, Inc ("Willis").

The evaluations were based on ratings of Highly Qualified, Qualified, Not Qualified and Non-Responsive using criteria as follows: Respondent's plan for implementing the services; Professional qualifications and technical competence of the firm necessary for satisfactory performance of the services; Professional qualifications and technical competence assigned personnel, specifically the account manager and the on-site safety professional's OCIP experience with airports and municipalities and quality of their references; Respondent's commitment to meeting or exceeding the City's goals for MBE/WBE participation and the level, relevancy and quality of participation; Compliance with other submittal requirements including completed and executed EDS, legal actions, if any, for the last 5 years, insurance, cost proposal and financial stability.

Estimated Cost

Estimated cost is \$3,500,000. Funding source will be the General Airport Revenue Bonds. Estimated annual cost is \$350,000. The services of Willis will be required for at least ten (10) years which is the expected project duration of the OMP.

The costs associated with this requirement are based on the services of design and placement of the OCIP, administration, claims management, loss control and safety, and a risk management information system. This type of arrangement and its cost are consistent with the City's agreements for comparable services.

Schedule Requirements

The OCIP must be placed prior to receiving bids for construction to allow the construction solicitation documents to include the OCIP requirements. The current schedule for the OMP requires that the OCIP be in place by May 1, 2005. As stated above, placing an OCIP is an extremely complex process that, at minimum, will require three (3) months to place. Risk Management and the selected broker will need time to prepare bid documents and insurance specifications for underwriters, market the program, evaluate insurer responses, negotiate final terms & conditions and bind coverage for workers compensation, general liability, excess liability, builders risk, and contractor's pollution liability. Once coverage is placed, we will need at least 2 weeks to roll-out the OCIP. Based on these lead times, the City would have to award a contract for broker services in February of 2005 in order to complete this process.

Exclusive or Unique Capability

Willis is an insurance brokerage firm with unique experience and expertise in Construction Brokerage and Risk Management Services. Willis currently places \$1.2 billion in construction insurance premiums annually, giving them unparalleled market strength. Willis is a leader in the Aviation market with 35% share of the market nationally. Its capabilities are demonstrated by the 90 active OCIP programs it is managing including the City of Atlanta's Hartsfield Jackson International Airport Expansion Project with a capital development program estimated at \$5.4 billion. Its proposed local team has administered more than 20 OCIPs. This experience and expertise makes Willis especially well suited to work on behalf of the OMP for the successful completion of the Owner Controlled Insurance Program.

Willis of Illinois, Inc. has fourteen employees who will work on the OMP. Two of the prominent individuals are the assigned account manager, and the loss control/safety professional.

Willis' account manager has over thirty years experience in the insurance industry, with the last twenty-six years devoted to insurance for the construction industry. He has successfully administered over 15 OCIPs and is currently the account manager on the project professional liability program for the OMP. On all 15 OCIPs he was responsible for the design, implementation, and administration of coverage, marketing, risk management information systems, claims management, safety and incentive programs, and close out. He has excellent experience on relevant City programs including the City's insurance program for O'Hare and Midway Airports, the O'Hare Development Program, Southwest Transit Project (Orange Line), and OMP's Project Professional Liability Program. He also has experience managing other municipal OCIP programs such as the CTA's Blue Line, Brown Line and Red Line Projects, the Illinois Tollway North/South Tollway Projects, and the MPEA's McCormick Place North/South Projects.

Willis' Loss Control/Safety professional has over twenty-nine years of insurance industry experience and fifteen years of construction and OCIP experience including several airport projects such as Denver International runway expansion, Detroit International Airport expansion, Louisville/Jefferson County Kentucky Regional Airport expansion and terminal renovation for American Airline at O'Hare. He has diverse experience managing and providing property, safety and health, environmental, liability, and risk management services and has experience in providing safety and health and liability consultation to specialty trades (HVAC, tunneling, electrical, road construction, etc.) and general construction accounts with regional, national, and international operations. He is also certified as an OSHA trainer for a number of construction industry related areas.

Other

Willis plans to use MBE/WBE's in bringing a full complement of services to the City which exceeds the minimum participation goals of 16.9% MBE and 4.5% WBE. The Owens Group at 30.5% and Hygieneering, Inc. at 7.8%.



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Department of Finance

Tariq G. Malhance
City Comptroller

Risk Management Office
4th Floor, Room 400
333 South State Street
Chicago, Illinois 60604-3978
(312) 747-7830
(312) 747-7883 (FAX)

<http://www.cityofchicago.org>

December 20, 2004

David O'Gara
Arthur J. Gallagher & Co.
2 Pierce Place
Itasca, IL 60143

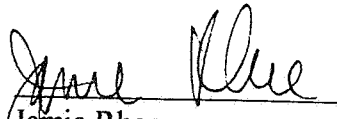
Dear Mr. O'Gara:

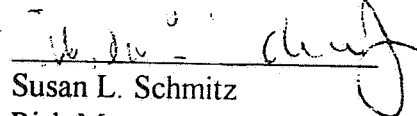
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Department of Procurement Services
City Hall - Bid and Bond - Room 301
121 North LaSalle Street
Chicago IL, 60602

The City may, at its discretion, request interviews from all or a select set of respondents. If you should have any questions, please contact Susan L. Schmitz at 312 747-7830.

Sincerely,


Jamie Rhee
General Counsel
O'Hare Modernization Program


Susan L. Schmitz
Risk Manager

cc: Stephanie Thibodeaux
Ferhan Hamid

NEIGHBORHOODS





December 20, 2004

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Phoebe S. Selden
City Comptroller

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(312) 747-7883 (FAX)

<http://www.ci.chi.il.us>

Bill Hines
Senior Vice President
Willis of Illinois
10 South LaSalle Street, Suite 3000
Chicago, IL 60603

Dear Mr. Hines:

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December 20, 2004

Mr. Thomas O'Connell
AON Risk Services
2 Prudential Plaza
180 North Stetson, 28th Floor
Chicago, IL 60601

2004 DEC 23 A 10:38
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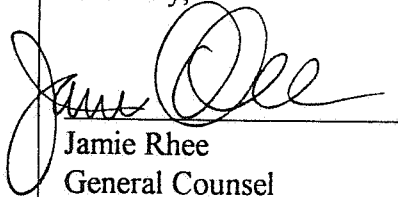
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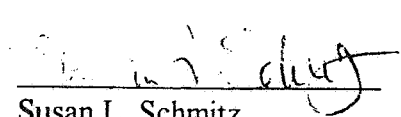
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December 20, 2004

Courtney Dunlap
Lockton Companies
525 W. Monroe Street, Suite 600
Chicago, IL 60661

Dear Ms. Dunlap:

Enclosed please find a Request for Services - Owner Controlled Insurance Program Brokerage Services for the City of Chicago's O'Hare Modernization Program. The scope and terms of the services are described in the enclosed request. The proposals are due no later than 4:00 p.m. on January 10, 2005, and should be submitted to:

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Susan L. Schmitz
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Ferhan Hamid

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December 20, 2004

Kim Auchstetter
Senior Vice President
Marsh USA Inc.
500 West Monroe Street
Chicago, IL 60661-3630

Dear Ms Auchstetter:

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December 20, 2004

John Harney
Senior Managing Director
Mesirow Insurance Services, Inc.
321 North Clark Street
Chicago, IL 60610

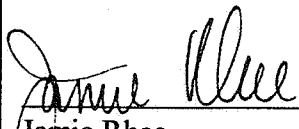
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<http://www.ci.chi.il.us>

December 20, 2004

Ralph M. Wilson
Senior Vice President
USI
100 South Wacker Drive, 16th Floor
Chicago, IL 60606

Dear Mr. Wilson:

Enclosed please find a Request for Services - Owner Controlled Insurance Program Brokerage Services for the City of Chicago's O'Hare Modernization Program. The scope and terms of the services are described in the enclosed request. The proposals are due no later than 4:00 p.m. on January 10, 2005, and should be submitted to:

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Jamie Rhee
General Counsel
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Susan L. Schmitz
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cc: Stephanie Thibodeaux
Ferhan Hamid

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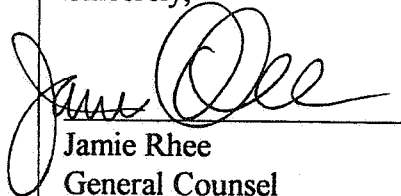
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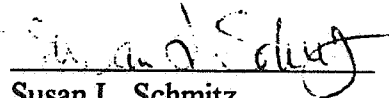
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Jamie Rhee
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O'Hare Modernization Program



Susan L. Schmitz
Risk Manager

cc: Stephanie Thibodeaux
Ferhan Hamid ✓

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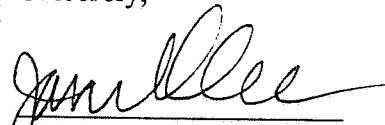
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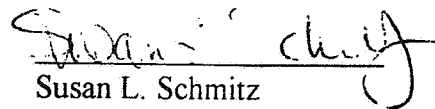
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Arthur J. Gallagher & Co.
2 Pierce Place
Itasca, IL 60143

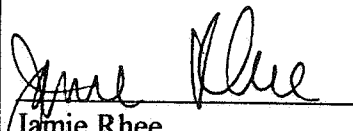
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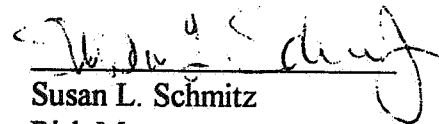
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December 20, 2004

Kim Auchstetter
Senior Vice President
Marsh USA Inc.
500 West Monroe Street
Chicago, IL 60661-3630

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Mesirow Insurance Services, Inc.
321 North Clark Street
Chicago, IL 60610

Dear Mr. Harney:

Enclosed please find a Request for Services - Owner Controlled Insurance Program Brokerage Services for the City of Chicago's O'Hare Modernization Program. The scope and terms of the services are described in the enclosed request. The proposals are due no later than 4:00 p.m. on January 10, 2005, and should be submitted to:

Department of Procurement Services
City Hall - Bid and Bond - Room 301
121 North LaSalle Street
Chicago IL, 60602

The City may, at its discretion, request interviews from all or a select set of respondents. If you should have any questions, please contact Susan L. Schmitz at 312 747-7830.

Sincerely,

Jamie Rhee
General Counsel
O'Hare Modernization Program

Susan L. Schmitz
Risk Manager

cc: Stephanie Thibodeaux
Ferhan Hamid

NEIGHBORHOODS





December 20, 2004

City of Chicago
Richard M. Daley, Mayor

Department of Finance

Phoebe S. Selden
City Comptroller

Risk Management Office
4th Floor, Room 400
333 South State Street
Chicago, Illinois 60604-3978
(312) 747-7830

(312) 747-7883 (FAX)

<http://www.ci.chi.il.us>

Bill Hines
Senior Vice President
Willis of Illinois
10 South LaSalle Street, Suite 3000
Chicago, IL 60603

Dear Mr. Hines:

Enclosed please find a Request for Services - Owner Controlled Insurance Program Brokerage Services for the City of Chicago's O'Hare Modernization Program. The scope and terms of the services are described in the enclosed request. The proposals are due no later than 4:00 p.m. on January 10, 2005, and should be submitted to:

Department of Procurement Services
City Hall - Bid and Bond - Room 301
121 North LaSalle Street
Chicago IL, 60602

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Sincerely,

Jamie Rhee
General Counsel
O'Hare Modernization Program

Susan L. Schmitz
Risk Manager

cc: Stephanie Thibodeaux
Ferhan Hamid





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<http://www.ci.chi.il.us>

Ralph M. Wilson
Senior Vice President
USI
100 South Wacker Drive, 16th Floor
Chicago, IL 60606

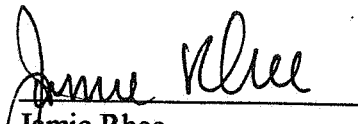
Dear Mr. Wilson:

Enclosed please find a Request for Services - Owner Controlled Insurance Program Brokerage Services for the City of Chicago's O'Hare Modernization Program. The scope and terms of the services are described in the enclosed request. The proposals are due no later than 4:00 p.m. on January 10, 2005, and should be submitted to:

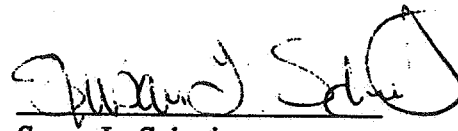
Department of Procurement Services
City Hall - Bid and Bond - Room 301
121 North LaSalle Street
Chicago IL, 60602

The City may, at its discretion, request interviews from all or a select set of respondents. If you should have any questions, please contact Susan L. Schmitz at 312 747-7830.

Sincerely,



Jamie Rhee
General Counsel
O'Hare Modernization Program



Susan L. Schmitz
Risk Manager

cc: Stephanie Thibodeaux
Ferhan Hamid

Professional MarketPlace

To place your ad, contact **Tina Vasilakis** at (312) 649-5340 / fax: (312) 649-7937 / E-mail: tvasilakis@BusinessInsurance.com
 Business Insurance, Classified Department, 360 N. Michigan Ave., Chicago, IL 60601-3806. Call for details on blind box and internet advertising

REINSURANCE

We are Looking for Loss Portfolio Transfers Between \$200,000 and \$10mm.
 Are you Looking to Close Out Outstanding Captive Years, Transfer Reserves from 1 Or Multiple Years?
 Visit our website at: www.jrso-inc.com or
 Email us at: mike@jrso-inc.com
 Call: (847) 778-7969

REQUEST FOR SERVICES

Request for Services

The City of Chicago is seeking proposals for Owner Controlled Insurance Program Brokerage Services for the City's O'Hare Modernization Program "OMP". Proposals are due no later than 4:00 p.m. on January 10, 2005. The Request for Services and other details can be found on OMP's web site www.ohare.com.

HELP WANTED

UNDERWRITING MGR, REGIONAL (Miami-Dade) to establish all ratings, policy wording & underwriting, including audits thereof, for company's Latin American subsidiaries; monitor each market for new business opportunities, develop & implement attack strategies & maintain relationships w/reinsurers; achieve underwriting profitability objectives & budget premium growth by obtaining, evaluating & binding risk accounts within limited authority, & manage & train jr. staff; 35 hrs/wk. Must have Master's deg in Actuarial Science or Insurance & 5 yrs in job. Contact **AIG, Inc, HR Dept, 72 Wall St, 5th Fl, NY, NY 10005** & quote #12135-FL.

HELP WANTED

EMPLOYERS INSURANCE GROUP

Employers Insurance Group (EIG) is a growing Worker's Compensation Insurance Company focused on the Western United States. We are looking for exceptionally qualified candidates for the following two positions located in Reno, NV:

Director of Quality Assurance

Responsibilities include: est. critical metrics & benchmarks for entire claims org.; managing audit process to ensure compliance with best practices & regulatory compliance; ensuring claims policies & procedures are current & appropriate; and est. appropriate evaluation process for claims staff. Qualified candidates must have extensive workers comp claims mgmt exp, a min. of 3 yrs of that time must have been spent supervising workers comp professionals. Demonstrated skills & knowledge to successfully perform above functions.

Vice President of Claims, Western States

Responsibilities include: oversight of claims product of claims offices in western states; directing call center, intake (imaging), and rehab services in Nevada; mgmt of reinsurance reporting requirements; mgmt of TPA's utilized in western states; oversight & mgmt of large losses. Qual candidates must have extensive workers comp claims mgmt exp, a min. of 5 yrs of that time must have been spent managing workers comp professionals. Demonstrated skills & knowledge to successfully perform above functions.

Reno is a growing city at the base of the Sierra Nevada, a short drive from Lake

LEGAL NOTICE

IN THE MATTER OF AN INTENDED APPLICATION
 IN THE HIGH COURT OF JUSTICE OF
 ENGLAND AND WALES
 CHANCERY DIVISION
 COMPANIES COURT
 IN THE MATTER OF
**THE BRITISH AVIATION
 INSURANCE COMPANY LIMITED**

AND IN THE MATTER OF THE COMPANIES ACT 1985

Notice is hereby given that the above named company (the "Company") intends to issue an application in the High Court of Justice of England and Wales on 11 January 2005 for an Order for permission to call a meeting of certain creditors of the Company (the "Scheme Meeting"). The purpose of the Scheme Meeting will be to consider, and if thought fit, to approve (with or without modification) a solvent scheme of arrangement proposed by the Company to be made pursuant to section 425 of the Companies Act 1985 (the "Scheme") in relation to business ("Scheme Business") underwritten by or on behalf of the Company during the period 24 February 1930 to 31 December 1990 (inclusive). It is also proposed that, subject to discussions with the Office of the Superintendent of Financial Institutions in Canada, Scheme Business will also include business underwritten by or on behalf of the Company's Canadian branch in the period up to and including 31 December 1991.

Creditors under the proposed Scheme are all potential claimants under or in connection with any contract or policy of insurance, reinsurance or retrocession entered into by or on behalf of the Company (including its Canadian branch) during the above periods ("Scheme Creditors"). BAIG Pool business and any other insurance and reinsurance business written by or on behalf of the Company after 31 December 1990 and by or on behalf of the Canadian branch after 31 December 1991 is excluded from the proposed Scheme.

The primary objective of the proposed Scheme is to terminate the run-off of the Scheme Business earlier than would be the case if claims were left to mature and be paid in the normal course, thereby allowing the Scheme Creditors to receive early payment. The Scheme will impose a Bar Date on the submission of claims. The Scheme will establish a method by which current, contingent and future claims of Scheme Creditors will be valued and paid in full.

The Company is of the opinion that the rights of proposed Scheme Creditors are not so dissimilar as to make it impossible for them to consult together with a view to their common interest. Accordingly, the Company has concluded that there should be only one class of Scheme Creditor under the Scheme and it is therefore proposed that only one Scheme Meeting of Scheme Creditors will be held for the purposes of considering and, if Scheme Creditors

LEGAL NOTICE

IN THE HIGH COURT OF JUSTICE (IN ENGLAND AND WALES)

CHANCERY DIVISION
 COMPANIES COURT
 NO 5774 OF 2002
 IN THE MATTER OF

ASSURANTIEMAATSCHAPPIJ "DE ZEVEN PROVINCIE" NV (also known as "THE SEVEN PROVINCES" INSURANCE COMPANY LIMITED); "TRANSATLANTICA" HERVERZEKERING MAATSCHAPPIJ NV; NATIONALE-NEDERLANDEN SCHADEVERZEKERING MAATSCHAPPIJ NV; NATIONALE-NEDERLANDEN INTERNATIONALE SCHADEVERZEKERING NV (also known as "NV THE NETHERLANDS INSURANCE COMPANY EST. 1845 LIMITED");

AND

MERCANTILE MUTUAL INSURANCE (AUSTRALIA) LIMITED

IN THE MATTER OF THE COMPANIES ACT 1985, SECTION 425
 AND IN THE FEDERAL COURT OF AUSTRALIA
 NEW SOUTH WALES DISTRICT REGISTRY
 NO. 3052 OF 2002

NOTICE OF FINAL IMPLEMENTATION

NOTICE IS HEREBY GIVEN in the matter of Assurantiemaatschappij "De Zeven Provinciën" NV, (also known as "The Seven Provinces" Insurance Company Limited); "Transatlantica" Herverzekering Maatschappij NV; Nationale-Nederlanden Schadeverzekering Maatschappij NV; Nationale-Nederlanden Internationale Schadeverzekering NV (also known as "NV The Netherlands Insurance Company Est. 1845 Limited"); and Mercantile Mutual Insurance (Australia) Limited (together the "Scheme Companies") that, following the sanction of the schemes of arrangement (together the "Scheme") which became effective on 20 December 2002 and the subsequent payment of all Established Liabilities (as defined in the Scheme), the Scheme has been implemented in accordance with its terms.

All Scheme Creditors' cheques and payments by telegraphic transfer have been despatched.

The Scheme has been implemented in accordance with its terms and has terminated and no further payments shall be made to Scheme Creditors by the Scheme Companies.

Should you have any questions regarding this Notice, please address them to Fiona Christie at: PricewaterhouseCoopers, Plumtree Court, London EC4A 4HT, United Kingdom, Telephone: +44 (0) 20 7583 5000, Facsimile: +44 (0) 20 7804 5203, Email: fiona.christie@uk.pwc.com

or to Martin Rebizs at: Nationale-Nederlanden Overseas Finance and Investment Company, 60 London Wall, London EC2M 5TQ, United Kingdom, Telephone: +44 (0) 20 7767 6428, Facsimile: +44 (0) 20 7767 7899, Email: Martin.Rebizs@uk.ing.com

LEGAL NOTICE

LEGAL NOTICE

NOTICE TO ALL CREDITORS OF GORDIAN RUNOFF (UK) LIMITED (FORMERLY GIO (UK) LIMITED)

GORDIAN RUNOFF (UK) LIMITED (formerly GIO (UK) LIMITED) ("the Scheme Company") wishes to propose a Scheme of Arrangement so that it may agree and pay all its remaining liabilities in full. The Scheme Company would then be dissolved. The Scheme Company is solvent. The proposal relates only to business written by GIO (UK) Limited. It does not include any business of Gordian RunOff (Australia) Limited or of GIO General Limited.

If you have a policy that was issued to you by GIO (UK) Limited...

**REQUEST FOR SERVICES -
OWNER-CONTROLLED INSURANCE PROGRAM BROKERAGE SERVICES
CHICAGO O'HARE INTERNATIONAL AIRPORT**

I. INTRODUCTION

The City of Chicago ("City"), acting through its Department of Aviation ("Department"), is seeking information from insurance brokers to provide owner-controlled insurance program ("OCIP") broker services for the O'Hare Modernization Program ("OMP") and other improvement projects at Chicago O'Hare International Airport ("O'Hare"). If you have demonstrated experience in OCIPs and you are interested in providing such services to the City, you are invited to respond to this Request for Services ("RFS").

This RFS is not an authorization to approach insurance markets on the City's behalf at this time. The City specifically requests that no contact or solicitation of insurance markets be made and that no insurance market reservation be made by or for any Broker with respect to insurance or related services to be provided for the City. Failure to comply with this request may be considered grounds for disqualification under this RFS.

"Respondents" means the companies or individuals that submit proposals to this RFS. The documents submitted will be referred to as "Proposals".

II. OVERVIEW OF PROJECT

The City of Chicago is preparing to undertake a proposed \$6.6 billion O'Hare Modernization Program ("OMP"), a phased reconfiguration of the airfield at O'Hare as well as corresponding expansions and reconfiguration of passenger terminals, access/circulation systems and necessary support facilities, which will be implemented over a multi-year period. The major functional components of the OMP include the addition of a new runway and the relocation of three of the seven existing runways. Two of the existing runways will also be extended. The OMP also includes the construction of an airside concourse, a western terminal and access roads. In addition, the OMP provides for all necessary land acquisition and associated noise mitigation measures, including soundproofing of eligible dwellings and schools.

A draft Airport Layout Plan was submitted to the Federal Aviation Administration in October 2003 for final review. Preparation of an environmental impact analysis is currently underway. OMP-Phase 1 funding has been approved in the amount of \$2.6 billion to complete the planning and environmental processes, preliminary engineering for the entire program, and detailed engineering and construction of Runway 9L-27R, the Runway 10L Extension and Runway 10C-28C, including all associated enabling projects. In addition, this funding provides for land acquisition, cemetery, railroad and road relocations and other enabling projects as well as noise mitigation.

The OMP will require the acquisition of approximately 433 acres in Chicago, Des Plaines, Elk Grove Village and Bensenville. This includes approximately 109 commercial properties, and 539 residential properties. A Master Civil Engineering team has been tasked with general design conditions assessment, Airport-wide drainage and infrastructure requirements, design standards and criteria, facility and site planning, and conceptual engineering design, among other tasks.

The design conditions assessment includes investigation both on-Airport and in those acquisition areas that are accessible to the City. The City has engineering and environmental consultants conducting Phase 1 Environmental Site Assessments as well as isolated sampling where appropriate to evaluate soil and groundwater conditions.

The City has no reason to expect any significant contamination either on- or off-Airport. However, the cost estimate for the OMP does assume some low-level need to either cap or remove special waste in selected, isolated areas. If and when soil or groundwater contamination is found, the City intends to explore the full range of options vis-à-vis capping and remediation. In those instances where remediation is necessary, the City may consider the purchase of insurance to help minimize the cost exposure. The amount of acreage to be involved, therefore, in any environmental remediation cannot be pre-determined. The City may or may not actually purchase any coverage. The purpose of securing the services of a broker is to enable the City to make fully informed decisions on a parcel-by-parcel basis.

For the OMP, the City's consultant known as the Program Management Office will provide day-to-day direction and oversight of construction management teams, who will in turn provide technical oversight of the multiple prime contractors expected to construct the projects.

The magnitude of the OMP allows the establishment of an OCIP, which is intended to provide for uniformity of coverage; reduce administrative and legal costs; enhance competitive market access for small and socially disadvantaged contractors; and provide audit-level oversight of construction contractors' safety responsibilities.

Insurance Broker Services include the design, placement and administration of an OCIP; the management of all claims associated with the OCIP; and providing other services as described in Attachment 1 of this RFS. Respondents are encouraged to offer concepts that will save money and provide superior service while affording maximum protection to the City.

III. SCOPE OF SERVICES

The Services that the City seeks are described in Attachment 1 to this RFS.

IV. TERM OF SERVICES

If a contract is awarded, the agreement between the City and the successful Respondent will be for a period that covers completion of all OMP and other related projects, including punch list, with an expected time frame of ten years. If projects are not complete, the City will have a unilateral option to extend the agreement until such time all OMP and other related projects, including punch list, are complete.

V. REQUIRED CONTENT OF SUBMITTAL/EVALUATION CRITERIA

An evaluation committee will evaluate proposals for the following submittal requirements. Proposals will be evaluated based on the completeness and comprehensiveness of responses to the submittal requirements set forth below. The evaluation committee may also review any other information that is available to it, including but not limited to information gained by checking references and by investigating the Respondent's financial condition.

1. Cover Letter

Submit a cover letter signed by its authorized representative committing the Respondent to provide the services as described in this RFS. The cover letter must include the following:

- Indicate the number of years the company has been in business, and provide an overview of the experience and background of the company and its key personnel committed to this project.
- Identify the legal name of the company, its headquarters address, its principal place of business, its legal form (i.e., corporation, joint venture, limited partnership, etc.), and the names of its principals or partners.
- Indicate the name and telephone number(s) of the principal contact for oral presentation, or negotiations.
- If Respondent is a business entity that is comprised of more than one legal participant (e.g., Respondent is a limited partnership, joint venture, etc.), then Respondent must identify or cause to be identified all participants involved, their respective ownership percentages, and summarize the role, degree of involvement, and experience of each participant separately.

2. Respondent's Plan for Implementing the Services

Provide a detailed summary of the company's plan for implementing and completing the scope of services. Respondent must clearly identify any enhancements to those services or additional services it proposes.

3. Professional Qualifications/Technical Competence

- a. Describe the company's professional qualifications and specialized experience, which is necessary for the performance of insurance broker services as described in this RFS. Describe the company's past performance on similar type OCIPs, in terms of quality of work and compliance with specifications. The City is particularly interested in your experience with airport OCIPs. The City may solicit from previous clients, including the City, or any available sources, relevant information concerning Respondent's record of past performance.
- b. Identify and describe account manager's experience in marketing, underwriting, designing coverage plans and performing other insurance related services for OCIPs' to public entities, specifically airports and municipalities. Current broker's license and resume detailing education, work experience and description of the account manager must be included.
- c. Identify and describe the proposed on-site safety professional's experience in designing, implementing and managing loss control programs and safety and loss control plans for OCIPs in particular to those of public entities, specifically airports and municipalities. A resume detailing the education, work experience and description of the safety professional must be included.
- d. Identify and describe the qualifications of all other key personnel who will be assigned to provide services for the account (e.g., marketing, claims, etc.), including their job titles and responsibilities. Resumes of each member (and current broker licenses, when applicable), of the account team must be included.
- e. Provide no less than five (5) references (including three involving OCIP services). Do not include "organizational" references *unless* the particular key personnel identified in your proposal have worked on those accounts. Each reference should include name of the entity; name and title of contact person; and description of services performed and insurance coverages placed. The City is particularly interested in your experience with airport OCIPs.
- d. List the OCIPs your firm has brokered and administered over \$100,000,000 in construction values. Do not include projects that the "organization" administered *unless* the key personnel identified in your proposal have worked on those projects.

- e. Identify your firm's conceptual approach to providing OCIP insurance brokerage services, administration and safety and loss control services to the City. Include any insurance carrier relationships that may impact your marketing abilities with potential insurance carriers. Please identify and describe likely markets and discuss in your proposal why your firm is best positioned to represent the City. Respondent must provide a detailed summary of marketing an account, listing potential carriers and wholesale brokers *including* wholesalers owned by the Respondent, that may be used. Provide a sample insurance manual that you would recommend for the program.
- f. Describe how your firm will provide the Scope of Services set forth in Attachment 1. It is not necessary to repeat every service listed. However, you should clearly identify any exceptions taken by your firm to the service requirements in this RFS as well as any enhancements to those services or additional services you propose (i.e. a medical network for workers compensation, etc.).
- g. Provide a copy of Insurance Agent/Broker license evidencing that the firm is licensed in the State of Illinois to market property and casualty insurance with premium volume in excess of \$25,000,000.

4. **Cost Proposal**

Provide a detailed cost proposal for the required Services according to the schedule outlined in Attachment 2 to the RFS. Respondents are to complete Part I and II of the cost proposal. Part I is for the total cost for services for 10 year period. Part II outlines the cost for services by year for a 10 year period. **Hourly rates are not acceptable.** It is the City's intent to engage a broker on a flat fee basis. Respondent's cost proposal is important; however, it will not be the primary factor in the selection process.

The City requires that this flat fee represent the Respondent's total compensation for providing the services to the City, including any commissions, discounts or other fees earned, if any, by a wholesale broker, *including* wholesalers owned by the Respondent, or any other intermediaries.

In preparing their cost proposal, Respondents are advised that the City will allow the use of wholesale brokers or other intermediaries only when it is to the City's benefit in obtaining broader coverage at the most reasonable price. The City will require full disclosure of any commission, discount or fee arrangements between the selected Respondent and any utilized wholesale brokers or other intermediaries prior to placement of coverage. As a means of verification, the City may, at its sole discretion, request affidavits from participating insurers

certifying that no commission, discount or fee of any type has been paid to or is due to the selected Respondent.

5. Insurance

If a contract is awarded, the selected Respondent(s) will be required to submit evidence of insurance in the amounts specified in Attachment 3.

6. Financial Statements

Respondent must be financially stable, helping to ensure performance over the duration of the contract. Provide a copy of the company's most recent audited financial statements. Respondents that are comprised of more than one entity must include financial statements for each entity. The City reserves the right to accept or reject any financial statements requested by this section.

7. Minority and Women Business Enterprises Commitment

Respondent must complete and submit the forms that are attached to this RFS to evidence Respondent's proposed M/WBE participation. Respondent will further be required to demonstrate and support their ability to partner with, mentor and work with certified M/WBEs, not only in the public sector, but also in the private sector. Respondent must provide current documentation on their M/WBE efforts, strategies and experience in the public and private sectors and an M/WBE plan overview describing the methodology and administration of a mentor/partnering/work program for services to be rendered under any Agreement awarded resulting from this RFS. Respondent's plan must clearly detail how meaningful opportunities for public and private sector contract participation for City of Chicago certified M/WBE vendors will be incorporated into their overall business and operations strategy.

Respondent must also prepare and submit both a Schedule D-1 and a separate Schedule C-1 for each proposed minority and woman subcontractor. The current MBE participation goal is 16.9% or higher and the current WBE participation goal is 4.5% or higher. Failure to submit these documents, or incomplete document, will result in Respondent being declared non-responsive.

In order to determine the best way in which to achieve and document MBE/WBE participation, Respondent must refer to the Special Conditions Regarding Minority and Women Business Enterprise Commitment, which are attached to this RFS as Attachment 4.

With each C-1 form (this form is attached to the above-referenced Special Conditions) Respondent must submit a current letter of certification issued by the City of Chicago, Department of Procurement Services. The proposed M/WBE must be certified by the City of Chicago, Department of Procurement Services at the time of the Proposal. The City reserves the right to require Respondents to

replace any proposed M/WBE that is not certified by the City of Chicago.

8. Economic Disclosure Statement and Affidavit (“EDS”)

Respondent must submit a completed and executed EDS. If the Respondent is a business entity other than a corporation, then each member, partner, etc., of the Respondent must complete an EDS. In addition, any entity that has an interest in the Respondent or in one or more of its members, partners, etc., and is required pursuant to the Municipal Purchasing Act for Cities of 500,000 or More Population (65 ILCS 5/8-10-8.5) or Chapter 2-154 of the Municipal Code of Chicago to provide a disclosure must submit a completed an executed EDS as an “entity holding an interest in an Applicant” as described in the EDS. All affidavits must be notarized. The EDS form is attached to this RFS as Attachment 5.

Respondent must not scan or otherwise reproduce the EDS.

Subcontractors do not have to submit an EDS unless requested by the City.

9. Legal Actions

Provide a listing and a brief description of all material legal actions, together with any fines and penalties, for the past five (5) years in which (i) Respondent or any division, subsidiary or parent company of Respondent, or (ii) any member, partner, etc., of Respondent if Respondent is a business entity other than a corporation, has been:

- a. A debtor in bankruptcy; or
- b. A defendant in a legal action for deficient performance under a contract or violation of a statute or related to service reliability; or
- c. A Respondent in an administrative action for deficient performance on a project or in violation of a statute or related to service reliability; or
- d. A defendant in any criminal action; or
- e. A named insured of an insurance policy for which the insured has paid a claim related to deficient performance under a contract or in violation of a statute or related to service reliability; or
- f. A principal of a bond for which a surety has provided contract performance or compensation to an obligee of the bond due to deficient performance under a contract or in violation if a statute or related to service reliability; or
- g. A defendant or Respondent in a governmental inquiry or action regarding

accuracy of preparation of financial statements or disclosure documents.

VI. SUBMISSION OF PROPOSAL

Proposals are to be submitted no later than 4:00 P.M. CST on January 10, 2005. One original and four copies of the proposal shall be submitted to :

Department of Procurement Services
City Hall - Bid and Bond - Room 301
121 North LaSalle Street
Chicago, IL 60602

The City may request clarification as necessary during the evaluation process. Interviews are not anticipated at this time. However, the City may, at its discretion, request interviews from all or a select set of Respondents.

The City reserves the right to seek clarification of any information that is submitted by any Respondent in any portion of its Proposal or to request additional information during the evaluation process. Any material misrepresentation made by a Respondent may void the Proposal and eliminate the Respondent from further consideration.

The City reserves the right to accept or reject any proposals or to cancel this request in part or in its entirety.

VII. VENDOR SELECTION PROCESS

After the evaluation committee completes its review of Proposals, it may submit to the Commissioner of the Department of Aviation ("Commissioner") a recommended short list of Respondents, or the evaluation committee may submit a recommendation of award of one Respondent.

If the evaluation committee submits a short list of Respondents for further review, then, in the Commissioner's sole discretion, those short-listed Respondents may be invited to appear before the evaluation committee for an oral presentation; to clarify in more detail information that was submitted in Respondent's Proposal; and/or to ask Respondent to respond to additional questions. Afterwards, the evaluation committee will make a final evaluation, including a final ranking of the Respondents, and will submit a recommendation of award to the Commissioner.

Upon receipt of this recommendation, the Commissioner will make the final selection and recommend that the Chief Procurement Officer authorize negotiations with the selected Respondent.

The City will require the selected Respondent to participate in contract negotiations. The City's requirement that the selected Respondent negotiate is not a commitment by the City to award a contract. If the City determines that it is unable to reach an acceptable

contract with the selected Respondent, including failure to agree on a fair and reasonable cost proposal for the Services or any other terms or conditions, the Commissioner may ask to terminate negotiations with the selected Respondent, and to negotiate with any of the other highly ranked Respondents, until such time as the City has negotiated a contract meeting its needs.

The City reserves the right to terminate this RFS solicitation at any stage if the Commissioner determines this action to be in the City's best interests. The receipt of Proposals or other documents will in no way obligate the City of Chicago to enter into any contract of any kind with any party.

ATTACHMENT 1

SCOPE OF SERVICES

The Consultant will provide various insurance broker services and consulting services consisting of the following generalized categories and descriptions. Services will include, but are not limited to, the following:

A. Design and Placement of the Owner Controlled Insurance Program

1. Review and analyze operations and exposures. Recommend an insurance program design.
2. Prepare applications and other insurance policy specifications, reviewing same with City prior to submitting them to underwriters.
3. Design, market and implement the broadest coverages at the most reasonable cost for exposures presented by the OMP projects and other improvement projects (see Sample Insurance Specification as Attachment 1A). The City will provide detailed Insurance Specification and Underwriting Data to Consultant.
4. In collaboration with the City, develop a work plan to establish activities, deliverables, staffing and other matters pertinent to the delivery of requested services.
5. Identify those markets that would be most likely to provide the insurance and services desired.
6. Develop a comprehensive specification package including items outlined in number three (#3) above, presenting the risk exposure and other information in a form acceptable to underwriters.
7. Present the program's insurance specifications to the marketplace, prepare applications, request quotations for specified coverages and programs, respond to underwriters' questions and provide additional information, if requested.
8. Receive and analyze the underwriters' quotations, determine whether they adhere to the specifications and that the premium quoted is fair and reasonable within the marketplace. Negotiate any changes and refinements on terms and/or conditions to obtain the most beneficial and cost effective coverage available.
9. Submit insurance proposal to City, providing a comparative analysis for variances in costs, coverage and exposure data, a comparison of insurance specifications vs. insurance policies including all endorsements, and a recommendation. Analysis must include copies of all policy forms and endorsements to be included in the issued policies.

10. Recommend and place coverage upon City approval.
11. Provide immediate notice to the City of any changes in key personnel during the term of the contract. Replacement personnel must be identified and have the same qualifications.
12. Supply the City with clearly identified open item Statements of Account within seven (7) days after the end of each calendar month.
13. Prepare and submit written reports to the City, as requested.
14. Be available to answer questions and provide assistance to the City on a twenty-four (24) hours a day, seven (7) days per week basis. Page and cell phone numbers of key personnel are to be provided to the City.

B. Program Administration

1. City Policyholder Services:
 1. Submit OCIP binders on City due date and review the wording and accuracy of each binder.
 2. Submit original policies and endorsement, including surplus lines taxes and stamping fees (if applicable), to the City within sixty (60) days of effective dates. Written report must be submitted for each policy bound outlining any errors, discrepancies, or other inconsistencies from the final proposal and/or binders. Deviation from this deadline must be approved by the City and must include the reason for the delay with a revised timetable for receipt of the outstanding policies.
 3. Review and provide documentation that insurance policies and endorsements comply with insurance specifications or negotiations. All policy changes or corrections must be processed within thirty (30) days.
 4. Provide a summary level description of each insurance coverage, including but not limited to, effective dates, policy limits, insuring agreements, exclusions, annual premium and exposure basis.
 5. Issue required certificates of insurance for all insured entities.
 6. Review, validate, and approve all premium audit statements, premium invoices and billings regarding insurance policies and endorsements.
 7. Audit all policies (if applicable), annually, and make any premium adjustments within six (6) months of the expiration of the preceding policy year. Ensure proper verification of payroll by performing payroll audits of classification codes.

8. Prepare and submit, monthly, progress reports in writing to the City. Failure to submit the progress reports as required by the City may be grounds for withholding payment of the invoice covering the reporting period until receipt of such reports. These reports must contain a narrative discussion of all activities in progress during the report period, including but not limited to activities by others (e.g. contractors), over which the broker has no control, but which affect progress of the Services and a discussion of Services anticipated to be performed during the next month. The required details of the report will be provided to Consultant.
9. Prepare and submit to the City a report sixty (60) days prior to renewal, consisting of a list showing all insurance policies in force by policy numbers, lines of coverage, limits, deductibles, inception/expiration dates, insurance carriers, and premiums.
10. Be available to answer questions and provide assistance to the City on a twenty-four (24) hour a day, seven (7) days per week basis. Pager and cell phone numbers of key personnel are to be provided by the Broker to the City. The names and emergency contact information of authorized City representatives will be provided to Consultant.

2. Contractor Enrollment:

1. Design, produce and distribute contractor program enrollment guidelines including all necessary manuals (e.g., Contractor's instruction manual, safety manual), forms, and procedures. (See Section D, Loss Control and Safety).
2. Educate contractors on all aspects of their participation in the OCIP and manage contractor relations with respect to risk management issues. Communicate the program enrollment process through written and oral presentations (pre-bid and pre-construction meetings of OMP projects and other improvement projects) and serve as a resource to construction contractors at every tier enrolling in the program.
3. Review bid documents and screen contractor and subcontractor proposals of every construction project to determine whether or not the cost of insurance has been removed from the proposal and what the impact of the individual contractor's loss experience is on the project cost.
4. Ensure timely and accurate enrollment of all parties to be insured by the OCIP by receiving and processing enrollment forms within seventy-two (72) hours or by first day on the OMP's work site.

5. Provide timely responses to contractors requesting enrollment information or enrollment status. Immediately notify contractors and the City when an enrollment cannot be processed and provide advice as to what is needed to complete the enrollment.
 6. Verify and monitor all necessary information from contractors including, but not limited to, enrollment forms, payrolls, duration of work, commencement dates, experience modifications and payroll classifications (See Section E, Risk Management Information System).
 7. Coordinate all matters relating to insurance requirements for each contractor or subcontractor, including obtaining, reviewing and maintaining certificates to determine compliance with City contract insurance requirements (e.g., automobile liability, off site general liability, professional liability, etc.). Request renewal certificates.
 8. Develop insurance policy and certificate distribution procedures for OCIP contractors which will ensure that such contractors are bound on the date first on the work site, receive insurance certificate immediately and insurance policies within sixty (60) days.
 9. Work with contractors insurance representatives as a resource with respect to program policies, loss information, audits and other related issues when necessary.
3. Program Close-out: Manage the insurance company closeout activity including audits and loss adjustments, exercising "buyout" options as appropriate, and provide notification to the program contractors.

C. Claims Management

1. Develop a coordinated claims management program, including claim reporting procedures, between the insurer, City, contractors and subcontractors which includes procedures for prompt claim reporting by all contractors and subcontractors. Identify a claims coordinator and provide appropriate forms and instructions for use. (These forms must have mailing address of primary recipients preprinted thereon).
2. Review, coordinate, process and monitor all claims, transmit all support documents to insurers and assist in the settlement and payment of all claims. The City retains the right to assume responsibility for administration of such ongoing claims.
3. Verify retrospective premium adjustments and dividends based on final claims loss calculations, if such program is purchased by the City.

4. Participate in and advise on claims and litigation management and analysis and assist in the adjustment and settlement of claims and losses.
5. Review all open claims to determine status, update reserves and establish review dates (see Section E, Risk Management Information System).

4. Loss Control and Safety

The Consultant will work under the direction of the City and will be responsible for assisting in the establishment and implementation of the master loss control program and safety and loss control plan, which will commence during the start-up phase of the OCIP and continue throughout the project's life. The Consultant will provide oversight of all contractors and will assist in coordinating the master loss control program and the safety and loss control plan with the City, in order to ensure compliance with established safety and security requirements, and all other airport related regulatory requirements.

1. Monitor and evaluate programs related to the implementation of the safety and loss control plan. Document findings and submit reports to the City.
2. Assist in the developing a practical system for effective compliance with industry standards and OSHA Safety and Health Regulations throughout the job site.
3. Develop and recommend safety and loss prevention procedures.
4. Assist with the development of a medical emergency program, encompassing all job-site injury treatment procedures, including first-aid, and the use of the nearest medical facility. Procedures shall ensure that injured or medically ill persons receive prompt first aid and/or medical treatment and that every accident/incident is promptly reported and recorded.
5. Assist in developing a construction safety incentive program.
6. Assist in developing a return-to-work program that returns injured employees to some type of work as soon as medically possible.
7. Aid in conducting facility safety and loss control inspections. Submit recommendations on methods of corrective actions to City. Monitor the status of deficiencies until resolution.
8. Assist and advise in the investigation of accidents and losses, to determine causes. Aid in the development of strategies to reduce, control, or eliminate exposures.
9. Assist in establishing procedures to aid contractors/subcontractors in improving the effectiveness of the safety and loss control program with emphasis on:

- employee orientation
 - supervisory and employee training
 - toolbox safety meetings
 - project hazard analysis and phase hazard analysis
 - job safety analysis (i.e., overall injury and loss prevention)
 - emergency procedures
 -
10. Provide monthly activity reports (day-to-day and weekly advisement will also be required) to City, which summarize Consultant's loss control activities for the period. Include in a separate monthly report a summary of the findings of any audits performed during the period (i.e., records, audits, physical/facility audits, employee audits, etc.).

5. Risk Management Information System

1. Develop a risk management information system (RMIS) for claims which should include detailed statements of loss for each major policy and are to be submitted monthly to City that should include, but not be limited to, the following:
 1. Claim Summaries should be for each contractor/subcontractor and for all contractors/subcontractors combined, for all claimants, by line of coverage and policy year.
 2. Previous policy years - For each policy, quarterly reports are to be submitted until all claims under the policies have been closed.
 3. Report of Multiple Claim Claimants - On a quarterly basis, or as may be specifically requested by the owner or its designee, a report will be provided listing all claimants (employees) who have made more than one claim during the period of the current, and immediately preceding, policy year. For each such claimant, the report will list all claims for each line of coverage during such period.
2. Develop a program for maintaining contractor payroll information.
3. Design and implement a certificate tracking program for recording certificates of insurance submitted by all contractors and subcontractors of any tier, and other persons or interests contracted to perform work on the projects and not covered under the OCIP.
4. Provide on-line access, including downloading capability, to the City for all data in the system through the most effective means available, including all software, hardware and peripherals necessary for effective access to the data.

Attachment 1A
SAMPLE INSURANCE SPECIFICATION

I. WORKERS' COMPENSATION AND EMPLOYER'S LIABILITY

INSURED

Contractors and subcontractors of any tier performing work on the project.

MAILING ADDRESS

c/o Risk Management Office
333 S. State St., Room 400
Chicago, IL 60604

LOCATION

Chicago O'Hare International Airport

POLICY PERIOD

To project completion, including punch list and close out.

LIMITS

Coverage A: Workers' Compensation - Statutory

Coverage B: Employer's Liability: Bodily injury each accident - \$1,000,000

Bodily injury by disease - \$1,000,000 each employee

DEDUCTIBLE

Quote Options

POLICY FORM

Proposal must include specimen policy and all endorsements

II. COMMERCIAL GENERAL LIABILITY

INSURED

The City of Chicago and all contractors and subcontractors of any tier performing work on the project.

MAILING ADDRESS

c/o Risk Management Office
333 S. State St., Room 400
Chicago, IL 60604

LOCATION

Chicago O'Hare International Airport

POLICY PERIOD

To project completion, including punch list and close out.

DEDUCTIBLE

Quote Options

LIMITS - QUOTE OPTIONS

\$1,000,000 - any one occurrence

POLICY FORM

Proposal must include specimen policy and all endorsements

III. EXCESS LIABILITY

INSURED

The City of Chicago and all contractors and subcontractors of any tier performing work on the project.

MAILING ADDRESS

c/o Risk Management Office
333 S. State St., Room 400
Chicago, IL 60604

LOCATION

Chicago O'Hare International Airport

POLICY PERIOD

To project completion, including punch list and close out.

LIMITS - QUOTE OPTIONS

\$100,000,000 - any one occurrence
\$250,000,000 - any one occurrence
\$500,000,000 - any one occurrence

POLICY FORM

Proposal must include specimen policy and all endorsements

IV. BUILDER'S RISK

INSURED

The City of Chicago and all contractors and subcontractors of any tier performing work on the project.

MAILING ADDRESS

c/o Risk Management Office
333 S. State St., Room 400
Chicago, IL 60604

LOCATION

Chicago O'Hare International Airport

POLICY PERIOD

To project completion, including punch list.

LIMITS

Blanket Builder's Risk All Risk policy, to include equipment, materials, machinery, fixtures and supplies be part of the permanent structure at the full replacement value thereof, estimated to be \$6.6 billion

DEDUCTIBLE

Quote Options

POLICY FORM

Proposal must include specimen policy and all endorsements

V. CONTRACTOR'S POLLUTION LIABILITY

INSURED

City of Chicago, contractors and subcontractors of any tier performing work on the project.

MAILING ADDRESS

c/o Risk Management Office
333 S. State St., Room 400
Chicago, IL 60604

LOCATION

Chicago O'Hare International Airport

POLICY PERIOD

To project completion, including punch list and close out.

LIMITS

\$10,000,000 - any one occurrence
\$25,000,000 - any one occurrence
\$50,000,000 - any one occurrence

DEDUCTIBLE

Quote Options

POLICY FORM

Proposal must include specimen policy and all endorsements

**Attachment 2
COST PROPOSAL**

PRELIMINARY COST PROPOSAL - PART I

Estimated Fee Schedule

Indicate estimated costs for each item of the scope of services. Note: Proposed fee is subject to negotiation.

<u>DESCRIPTION</u>	<u>AMOUNTS</u>
A. Design and Place OCIP	\$ _____
B. Administration	\$ _____
C. Claims Management Services	\$ _____
D. Loss Control and Safety	\$ _____
E. RMIS	\$ _____
TOTAL ESTIMATED FEE	\$ _____

**Attachment 2
COST PROPOSAL**

VIII. PRELIMINARY FEE PROPOSAL - PART II

Service Fee	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10	Closeout	Totals
a. Design and Place OCIP												
b. Administration												
c. Claims Management												
d. Loss Control and Safety												
e. RMIS												
TOTALS	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____

Attachment 3
REQUIRED INSURANCE PROVISIONS

The Consultant must provide and maintain at Consultant's own expense during the term of this Agreement, and during the time period following expiration if Consultant is required to return and perform any additional service, the insurance coverages and requirements specified below, insuring all operations related to the Agreement.

1. Insurance to be Provided

1. Workers Compensation and Employers Liability: Workers Compensation Insurance, as prescribed by applicable law covering all employees who are to provide a service under this Agreement and Employers Liability coverage with limits of not less than \$500,000 each accident or illness.
2. Commercial General Liability (Primary and Umbrella): Commercial General Liability Insurance or equivalent with limits of not less than \$5,000,000 per occurrence, for bodily injury, personal injury, and property damage liability. Coverage must include the following: All premises and operations, products/completed operations, separation of insureds, defense and contractual liability (with no limitation endorsement). The City of Chicago and PMO must be named as an additional insured on a primary, non-contributory basis for any liability arising directly or indirectly from the services.
3. Automobile Liability (Primary and Umbrella): When any motor vehicles (owned, non-owned and hired) are used in connection with work to be performed, the Consultant shall provide Automobile Liability Insurance with limits of not less than \$5,000,000 per occurrence, for bodily injury and property damage. The City of Chicago and PMO must be named as an additional insured on a primary, non-contributory basis.
4. Professional Liability/Errors & Omissions: When any professional and consulting services are performed in connection with this Agreement, Professional Liability/Errors & Omissions Insurance covering acts, errors, or omissions shall be maintained with limits of not less than \$5,000,000. Coverage shall include contractual liability. When policies are renewed or replaced, the policy retroactive date must coincide with, or precede, start of work on the Agreement. A claims-made policy which is not renewed or replaced must have an extended reporting period of two (2) years.

5) Valuable Papers

When any plans, designs, drawings, specifications and documents are produced or used under this Agreement, Valuable Papers Insurance must be maintained in an

If Consultant or its subcontractor desire additional coverages, the Consultant and each of its subcontractors shall be responsible for the acquisition and cost of such additional protection.

The City of Chicago Risk Management Department maintains the right to modify, delete, alter or change these requirements.

Attachment 4

Special Conditions Regarding MBE/WBE Commitment

SPECIAL CONDITION REGARDING MINORITY BUSINESS ENTERPRISE COMMITMENT AND WOMEN BUSINESS ENTERPRISE COMMITMENT

1. Policy and Terms

- A. It is the policy of the City of Chicago that Local Businesses certified as Minority Business Enterprises (MBE) and Women Business Enterprises (WBE) in accordance with Section 2-92-420 et seq. of the Municipal Code of Chicago and Regulations Governing Certification of Minority and Women-owned Businesses, and all other Regulations promulgated under the aforementioned sections of the Municipal Code shall have the maximum opportunity to participate fully in the performance of this agreement. Therefore, the contractor shall not discriminate against any person or business on the basis of race, color, national origin or sex, and shall take affirmative action to ensure that women and minority businesses shall have the maximum opportunity to compete for and perform subcontracts for supplies or services.

The Chief Procurement Officer has established a goal of awarding not less than 25% of the annual dollar value of all contracts to certified MBEs and 5% of the annual dollar value of all contracts to certified WBEs.

- B. Accordingly, the contractor commits to expend at least the following percentages of the total contract price (inclusive of any and all modifications and amendments), if awarded, for contract participation by MBEs and WBEs:

<u>Year Advertised</u>	<u>MBE Percentage</u>	<u>WBE Percentage</u>
1991	21.1%	5%
1992	19.5%	4.9%
1993	17.7%	4.8%
after 1993	16.9%	4.5%

- C. This commitment is met by the contractor's status as a MBE or WBE, or by a joint venture with one or more MBEs or WBEs as prime contractor (to the extent of the MBE or WBE participation in such joint venture), or by subcontracting a portion of the work to one or more MBEs or WBEs, or by the purchase of materials used in the performance of the contract from one or more MBEs or WBEs, or by the indirect participation of MBEs or WBEs in other aspects of the contractor's business (but no dollar of such indirect MBE or WBE participation shall be credited more than once against a contractor's MBE or WBE commitment with respect to all contracts of such contractor), or by any combination of the foregoing. **Note: MBE/WBE participation goals are separate and those businesses certified with the City of Chicago as both a MBE/WBE shall not be credited more than once against a contractor's MBE or WBE commitment in the performance of the contract.**
- D. As noted above, the contractor may meet all or part of this commitment by contracting with MBEs or WBEs for the provision of goods or services not directly related to the performance of this contract. However, in determining the manner of MBE/WBE participation, the contractor shall first consider involvement of MBEs/WBEs as joint venture partners, subcontractors, and suppliers of goods and services directly related to the performance of this contract. In appropriate cases, the Chief Procurement Officer will require the contractor to demonstrate the specific efforts undertaken by it to involve MBEs and WBEs directly in the performance of this contract.

SPECIAL CONDITION FOR PROFESSIONAL SERVICE CONTRACTS (MBE/WBE)

- E. The contractor also may meet all or part of this commitment through credits received pursuant to Section 2-92-530 of the Municipal Code of Chicago for the voluntary use of MBEs or WBEs in private sector projects.

2. Definitions

- A. **"Minority Business Enterprise"** or "MBE" means a firm awarded certification as a minority owned and controlled business in accordance with City Ordinances and Regulations.
- B. **"Women Business Enterprise"** or "WBE" means a firm awarded certification as a women owned and controlled business in accordance with City Ordinances and Regulations.
- C. **"Directory"** means the Directory of Certified "Disadvantaged Business Enterprises," "Minority Business Enterprises" and "Women Business Enterprises" maintained and published by the Contract Compliance Administrator. The Directory identifies firms that have been certified as MBEs and WBEs, and includes both the date of their last certification and the area of specialty in which they have been certified. Contractors are responsible for verifying the current certification status of all proposed MBE and WBE firms.
- D. **"Area of Specialty"** means the description of a MBE or WBE firm's business which has been determined by the Chief Procurement Officer to be most reflective of the MBE or WBE firm's claimed specialty or expertise. Each MBE/WBE letter of certification contains a description of its Area of Specialty. This information is also contained in the Directory. Credit toward this contract's MBE and WBE participation goals shall be limited to the participation of firms performing within their Area of Specialty.

NOTICE: The City does not make any representation concerning the ability of any MBE/WBE to perform work within their Area of Specialty. It is the responsibility of all contractors to determine the capability and capacity of MBEs/WBEs to satisfactorily perform the work proposed.

- E. **"Joint Venture"** means an association of two or more businesses to carry out a single business enterprise for profit, and for which purpose they combine their expertise, property, capital, efforts, skill and knowledge. Contractors may develop joint venture agreements as an instrument to provide participation by MBEs and WBEs in contract work. A joint venture seeking to be credited for MBE/WBE participation may be formed among certified MBE/WBE firms or between certified MBE/WBE firm (s) and non-MBE/WBE firm(s).

A joint venture is eligible for MBE/WBE credit if the MBE/WBE partner(s) share in the ownership, control, management responsibilities, risks and profits of the joint venture, and are responsible for a clearly defined portion of work to be performed, in proportion with the MBE/WBE ownership percentage.

- F. **"Contract Compliance Administrator"** means the officer appointed pursuant to Section 2-92-490 of the Municipal Code of Chicago.

3. Counting MBE/WBE Participation Toward the Contract Goals

- A. The inclusion of any MBE or WBE in the contractor's MBE/WBE Utilization Plan shall not conclusively establish the contractor's right to full MBE/WBE credit for that firm's participation in the contract.

SPECIAL CONDITION FOR PROFESSIONAL SERVICE CONTRACTS (MBE/WBE)

- B. The Chief Procurement Officer reserves the right to deny or limit MBE/WBE credit to the contractor where any MBE or WBE is found to be engaged in substantial subcontracting or pass-through activities with others. In this regard, a contractor may count toward its MBE and WBE goals only expenditures to firms that perform a commercially useful function. A firm is considered to perform a commercially useful function when it is responsible for the performance of a clearly defined and distinct element of work and is carrying out its responsibilities by actually performing, managing, and supervising the work involved. To determine whether a firm is performing a commercially useful function, the Chief Procurement Officer shall evaluate the amount of work subcontracted, industry practices, and other relevant factors. The amount of MBE/WBE participation credit shall be based upon an analysis by the Chief Procurement Officer of the specific duties that will be performed by the MBE or WBE. Each MBE/WBE shall be expected to actually perform a substantial (i.e., more than eighty-five percent (85%)) portion of the work contemplated for it by any subcontract or agreement through the use of its own employees and equipment.

Requested information may include, without limitation: (1) specific information concerning brokers' fees and/or commissions; (2) intended sub-suppliers or other sources of goods and/or services; and (3) specific financial or other risks to be assumed by the MBE/WBE.

- C. The participation of MBEs and WBEs who have been certified as "brokers" shall no longer be considered eligible to participate on contracts awarded by the City in 1993 and thereafter until further notice for any consideration of MBE or WBE credit.
- D. Credit for the participation of MBEs/WBEs as joint venture partners shall be based upon an analysis of the duties, responsibilities and risks undertaken by the MBE/WBE as specified by the joint venture's executed joint venture agreement. The Chief Procurement Officer reserves the right to deny or limit MBE/WBE credit to the contractor where any MBE/WBE joint venture partner is found to have duties, responsibilities, risks or loss and management control over the joint venture that is not commensurate with or in proportion to its joint venture ownership.

4. Regulations Governing Reductions To or Waiver of MBE/WBE Goals

The following Regulations set forth the standards to be used in determining whether or not a reduction or waiver of the MBE/WBE commitment goals of a particular contract is appropriate. If a bidder or proposer determines that it is unable to meet the MBE and/or WBE percentage on a City of Chicago contract, a written request for the reduction or waiver of the commitment must be included in the bid or proposal.

The written request for reduction or waiver from the commitment must be in the form of a signed petition for grant of relief from the MBE/WBE percentages submitted on the bidder/proposer's letterhead, and must demonstrate that all required efforts as set forth in this document were taken to secure eligible Minority and Women Business Enterprises to meet the commitments. The Chief Procurement Officer or designee shall determine whether the request for the reduction or waiver will be granted.

Bidders/proposers will be considered responsive to the terms and conditions of these Regulations if a waiver request and proof of notification to an assist agency is submitted at the time of bid/proposal opening. Once the bids have been opened, the lowest responsive and responsible bidder so deemed by the Chief Procurement Officer or authorized designee will have no more than fourteen (14) calendar days to submit to the Department of Procurement complete documentation that adequately addresses the conditions for waiver described herein. **Proposers responding to Request for Proposals (RFPs) who have been identified as a short listed candidate and/or a prospective awardee will be given a designated time**

SPECIAL CONDITION FOR PROFESSIONAL SERVICE CONTRACTS (MBE/WBE)

allowance, but no more than fourteen (14) calendar days to submit to the Department of Procurement complete documentation that adequately addresses the conditions for waiver described herein. Respondents to Request for Information and or Qualifications (RFI/RFQs) deemed by the Chief Procurement Officer or authorized designee to be the most responsive and responsible shall submit documentation that adequately addresses the conditions for waiver described herein during negotiations. Failure to submit documentation sufficient to support the waiver request will cause the bid/proposal to be found non-responsive by the Chief Procurement Officer, and the bid/proposal will be rejected. In such cases the remedies to be taken by the Chief Procurement Officer, in his discretion, may include, but are not limited to, forfeiture of bid deposit; negotiating with the next lowest bidder/proposer; or re-advertising the bid/proposal. All bidders/proposers are encouraged to submit all required documents at the time of bid opening to expedite the contract award.

A. Direct/Indirect Participation

Each of the following elements must be present in order to determine whether or not such a reduction or waiver is appropriate.

1. The bidder/proposer has documented the unsuccessful solicitation for either subcontractors or joint venture partners of at least 50% (or at least five when there are more than eleven certified firms in the commodity area) of the appropriate certified MBE/WBE firms to perform any direct or indirect work identified or related to the advertised bid/proposal. Direct participation involves subcontracting a portion of the goods/services specifically required in the bid/proposal. Indirect participation is the subcontracting of goods/services not specifically related to the performance of this contract. Documentation must include but is not necessarily limited to:
 - a. A detailed statement of efforts to identify and select portions of work identified in the bid solicitation for subcontracting to certified MBE/WBE firms;
 - b. A listing of all MBE/WBE firms contacted that includes:
 - (1) Names, address and telephone numbers of MBE/WBE firms solicited;
 - (2) Date and time of contact;
 - (3) Method of contact (written, telephone, transmittal of facsimile documents, etc.)
 - c. Copies of letters or any other evidence of mailing that substantiates outreach to MBE/WBE vendors that includes:
 - (1) Project identification and location;
 - (2) Classification/commodity of work items for which quotations were sought;
 - (3) Date, item and location for acceptance of subcontractor bid proposals;
 - (4) Detailed statement which summarizes direct negotiations with appropriate MBE/WBE firms for specific portions of the work and indicates why negotiations were unsuccessful;
 - (5) Affirmation that good faith efforts have been demonstrated by choosing subcontracting opportunities likely to achieve MBE/WBE goals by not imposing any limiting conditions which were not mandatory for all subcontractors; or denying the benefits ordinarily conferred on MBE/WBE subcontractors for the type of work that was solicited.

SPECIAL CONDITION FOR PROFESSIONAL SERVICE CONTRACTS (MBE/WBE)

OR

2. Subcontractor participation will be deemed excessively costly when the MBE/WBE subcontractor proposal exceeds the average price quoted by more than twenty percent (20%). In order to establish that a subcontract's quote is excessively costly, the bidder/proposer must provide the following information:
 - a. A detailed statement of the work identified for MBE/WBE participation for which the bidder/proposer asserts the MBE/WBE quote(s) were excessively costly (in excess of 20% higher).
 - (1) A listing of all potential subcontractors contacted for a quotation on that work item;
 - (2) Prices quoted for the subcontract in question by all such potential subcontractors for that work item.
 - b. Other documentation which demonstrates to the satisfaction of the Chief Procurement Officer that the MBE/WBE proposals are excessively costly, even though not in excess of 20% higher than the average price quoted. This determination will be based on factors that include, but are not limited to the following:
 - (1) The City's estimate for the work under a specific subcontract;
 - (2) The bidder/proposer's own estimate for the work under the subcontract;
 - (3) An average of the bona fide prices quoted for the subcontract;
 - (4) Demonstrated increase in other contract costs as a result of subcontracting to the M/WBE or other firm.

B. Assist Agency Participation

Every waiver and/or reduction request must include evidence that the bidder/proposer has provided timely notice of the need for subcontractors to an appropriate association/assist agency representative of the MBE/WBE business community.

The notice requirement of this Section will be satisfied if a bidder/proposer contacts at least one of the associations on Attachment A to these Regulations when the prime contractor seeks a waiver or reduction in the utilization goals. Attachment B to these Regulations provides the letter format that a prime contractor may use. Proof of notification prior to bid submittal (e.g. certified mail receipt or facsimile transmittal receipt) will be required for any bid/proposal submitted to be deemed responsive on the date of bid opening. If deemed appropriate, the Chief Procurement Officer or Contract Compliance Officer may contact the assist agency for verification of notification.

C. Impracticability

1. If the Chief Procurement Officer determines that a lesser MBE and/or WBE percentage standard is appropriate with respect to a particular contract subject to competitive bidding prior to the bid solicitations for such contract, bid specifications shall include a statement of such revised standard.
2. The requirements set forth in these Regulations shall not apply where the Chief Procurement Officer determines prior to the bid solicitations that MBE/WBE subcontractor participation is impracticable.

SPECIAL CONDITION FOR PROFESSIONAL SERVICE CONTRACTS (MBE/WBE)

This may occur whenever the Chief Procurement Officer determines that for reasons of time, need, industry practices or standards not previously known by the Procurement Department administrator, or such other extreme circumstances as may be deemed appropriate, such a Waiver is in the best interests of the City. This determination may be made in connection with a particular contract, whether before the contract is let for bid, during the bid or award process, before or during negotiation of the contract, or during the performance of the contract.

For all notifications required to be made by bidders/proposers, in situations where the Chief Procurement Officer has determined that time is of the essence, documented telephone contact may be substituted for letter contact.

5. Procedure To Determine Bid Compliance

The following Schedules and described documents constitute the bidder's MBE/WBE proposal, and must be submitted in accordance with the guidelines stated:

- A. Schedule C-1: Letter of Intent from MBE/WBE to Perform as Subcontractor, Supplier and/or Consultant. A Schedule C-1 executed by the MBE/WBE (or Schedule B/Joint Venture Subcontractor) must be submitted by the bidder/proposer for each MBE/WBE included on their Schedule D-1 and must accurately detail the work to be performed by the MBE/WBE and the agreed rates and prices to be paid.

If any fully completed and executed Schedule C-1 is not submitted with the bid/proposal, it must be received by the Contract Administrator within ten (10) days of the bid/proposal opening. (All post bid/proposal submissions must have original signatures on all documents). Failure to submit a completed Schedule C-1 in accordance with this section shall entitle the City to deem the bid/proposal non-responsive and therefore reject the bid/proposal.

- B. Letters of Certification.

A copy of each proposed MBE/WBE firm's current Letter of Certification from the City of Chicago must be submitted with the bid/proposal.

All Letters of Certification issued by the City of Chicago include a statement of the MBE/WBE firm's Area of Specialty. The MBE/WBE firm's scope of work, as detailed by their Schedule C-1, must conform to their stated Area of Specialty.

- C. Joint Venture Agreements.

If the bidder's/proposer's MBE/WBE proposal includes the participation of a MBE/WBE as joint venture on any tier (either as the bidder/proposer or as a subcontractor), the bidder/proposer must provide a copy of the joint venture agreement and a Schedule B.

In order to demonstrate the MBE/WBE partner's share in the ownership, control, management responsibilities, risks and profits of the joint venture, the proposed joint venture agreement must include specific details related to: (1) contributions of capital and equipment; (2) work responsibilities or other performance to be undertaken by the MBE/WBE; and (3) the commitment of management, supervisory and operative personnel employed by the MBE/WBE to be dedicated to the performance of the contract. The joint venture agreement must also clearly define each partner's authority to contractually obligate the joint venture and each partner's authority to expend joint venture funds (e.g., check signing authority).

SPECIAL CONDITION FOR PROFESSIONAL SERVICE CONTRACTS (MBE/WBE)

D. Required Schedules Regarding DBE/MBE/WBE Utilization.

Bidders must submit, together with the bid, a completed Schedule D-1 committing them to the utilization of each listed MBE/WBE firm.

Except in cases where the bidder/proposer has submitted a request for a complete waiver of or variance from the MBE/WBE commitment in accordance with Section IV herein, the bidder/proposer must commit to the expenditure of a specific dollar amount of participation by each MBE/WBE firm included on their Schedule D-1. The total dollar commitment to proposed MBEs must at least equal the MBE goal, and the total dollar commitment to proposed WBEs must at least equal the WBE goal. Bidders are responsible for calculating the dollar equivalent of the MBE and WBE goals as percentages of their total base bids or in the case of Term Agreements, as percentages of the total estimated usage.

All commitments made by the bidder's Schedule D-1 must conform to those presented in the submitted Schedule C-1. If Schedule C-1 is submitted after the opening (See Section V.A. above), the bidder/proposer may submit a revised Schedule D-1 (executed and notarized) to conform with the Schedule C-1. Except in cases where substantial and documented justification is provided, bidders/proposers will not be allowed to reduce the dollar commitment made to any MBE or WBE in order to achieve conformity between the Schedules C-1 and D-1.

All commitments for joint venture agreements must be delineated in the Schedule B.

6. Reporting Requirements During The Term of The Contract

- A. The Contractor shall, not later than thirty (30) days from the award of a contract by the City, execute formal contracts or purchase orders with the MBEs and WBEs included in their approved MBE/WBE Utilization Plan. These written agreements shall be made available to the Chief Procurement Officer upon request.
- B. In the case of one time procurements of supplies with either single or multiple deliveries to be performed in less than one year from the date of contract award, a "MBE/WBE Utilization Report," indicating final MBE and WBE payments shall be submitted directly to the Department of Procurement Services so as to assure receipt either at the same time, or before the using Department receives contractor's final invoice. **(NOTICE: Do not submit invoices with "MBE/WBE Utilization Reports.")** Final payments may be held until the Utilization Reports have been received.
- C. During the term of all other contracts, the contractor shall submit regular "MBE/WBE Utilization Reports," a copy of which is attached. The frequency with which these reports are to be submitted will be determined by the Chief Procurement Officer, but in no case will reports be required less often than on a quarterly basis. In the absence of written notice from the Chief Procurement Officer, the contractor's first "MBE/WBE Utilization Report" will be due ninety (90) days after the date of contract award, and reports will be due quarterly thereafter.

SPECIAL CONDITION FOR PROFESSIONAL SERVICE CONTRACTS (MBE/WBE)

- D. "MBE/WBE Utilization Reports" are to be submitted directly to: Department of Procurement Services, Division of Contract Monitoring and Compliance, City Hall, Room 400, 121 N. LaSalle Street, Chicago, Illinois 60602.
- E. The Contract Compliance Administrator shall be entitled to examine, on five (5) business days notice, the contractor's books and records including without limitation payroll records, tax returns and records, and books of account, to determine whether the contractor is in compliance with its commitment to MBE/WBE participation and the status of any MBE or WBE performing any portion of the contract. Such rights are in addition to any other audit inspection rights contained in the contract.

7. MBE/WBE Substitutions

Changes by the contractor of the commitments earlier certified in the Schedule D-1 are prohibited. In some cases, however, it may become necessary to substitute a new MBE or WBE in order to actually fulfill the MBE/WBE requirements.

The contractor must notify the Chief Procurement Officer immediately in writing of the necessity to reduce or terminate a MBE/WBE subcontract and to utilize a substitute firm for some phase of work. The contractor's notification should include the name, address and principal official of the substitute MBE/WBE and the dollar value and scope of work of the subcontract. Attached should be all the requisite MBE/WBE affidavits and documents, as enumerated above in Section V, "Procedure to Determine Bid Compliance."

The City will not approve extra payment for escalated costs incurred by the contractor when a substitution of subcontractors becomes necessary for the contractor in order to comply with MBE/WBE contract requirements.

After award of contract, no relief of the MBE/WBE requirements will be granted by the City except in exceptional circumstances. Requests for complete or partial waiver of the MBE/WBE requirements of this contract must be made in writing, stating all details of the request, the circumstances, and any additional relevant information. The request must be accompanied by a record of all efforts taken by the contractor to locate specific firms, solicit MBE/WBE bids, seek assistance from technical assistance agencies, etc., as outlined above in the section entitled "Regulations Governing Reductions To or Waiver of MBE/WBE Goals".

8. Non-Compliance and Damages

The following constitutes a material breach of this contract and shall entitle the City to declare a default, terminate the contract and exercise those remedies provided for in the contract, at law or in equity:

- (1) failure to satisfy the MBE/WBE percentages required by the contract; and
- (2) the contractor or subcontractor is disqualified as a MBE or WBE, such status was a factor in contract award, and was misrepresented by the contractor.

In the event that the contractor is determined not to have been involved in any misrepresentation of the status of the disqualified subcontractor or supplier, the contractor shall seek to discharge the disqualified subcontractor or supplier, upon proper notification to the Chief Procurement Officer and/or Contract Compliance Administrator and make every effort to identify and engage a qualified MBE or WBE as its replacement. Furthermore, continued eligibility to enter into future contracting arrangements with the City may be jeopardized as a result of non-compliance. Payments due to the contractor may be withheld until

SPECIAL CONDITION FOR PROFESSIONAL SERVICE CONTRACTS (MBE/WBE)

corrective action is taken.

9. Arbitration

- A. In the event a contractor has not complied with the contractual MBE/WBE percentages in its Schedule D, under utilization of MBEs/WBEs shall entitle the affected MBE/WBE to recover from the contractor damages suffered by such entity as a result of being underutilized; provided, however, that this provision shall not apply to the extent such underutilization occurs pursuant to a waiver or substitution approved by the City. The Ordinance and contracts subject thereto provide that any disputes between the contractor and such affected MBEs/WBEs regarding damages shall be resolved by binding arbitration before an independent arbitrator other than the City, with reasonable expenses, including attorney's fees, being recoverable by a prevailing MBE/WBE in accordance with these regulations. This provision is intended for the benefit of any MBE/WBE affected by underutilization and grants such entity specific third party beneficiary rights. Any rights conferred by this regulation are non-waivable and take precedence over any agreement to the contrary, including but not limited to those contained in a subcontract, suborder, or communicated orally between a contractor and a MBE/WBE.
- B. A MBE/WBE desiring to arbitrate shall contact the contractor in writing to initiate the arbitative process. Except as otherwise agreed to in writing by the affected parties subject to the limitation contained in the last sentence of the previous paragraph, within ten (10) days of the contractor receiving notification of the intent to arbitrate from the MBE/WBE the above-described disputes shall be arbitrated in accordance with the Commercial Arbitration Rules of the American Arbitration Association ("AAA"), a not-for-profit agency, with an office at 225 North Michigan Avenue, Suite 2527, Chicago, Illinois 60601-7601 [Phone: (312) 616-6560; Fax: (312) 819-0404]. All such arbitrations shall be initiated by the MBE/WBE filing a demand for arbitration with the AAA; shall be conducted by the AAA; and held in Chicago, Illinois.
- C. All fees of the arbitrator are the initial responsibility of the MBE/WBE; provided, however, that the arbitrator is authorized to award reasonable expenses, including attorney's and arbitrator fees, as damages to a prevailing MBE/WBE.
- D. The MBE/WBE must send the City a copy of the "Demand for Arbitration" within ten (10) days after it is filed with the AAA. The MBE/WBE also must send the City a copy of the decision of the arbitrator within ten (10) days of receiving such decision. Judgment upon the award rendered by the arbitrator may be entered in any court of competent jurisdiction.

10. Record Keeping

The Contractor shall maintain records of all relevant data with respect to the utilization of MBEs/WBEs, retaining these records for a period of at least three years after final acceptance of the work. Full access to these records shall be granted to the City of Chicago, Federal or State authorities in this project, the U.S. Department of Justice, or any duly authorized representatives thereof.

11. Information Sources

Small business guaranteed loans; surety bond guarantees; 8 (a) certification:

U.S. Small Business Administration
500 W. Madison Street, Suite 1250
Chicago, Illinois 60661

S.B.A. - Bond Guarantee Program
Surety Bonds
500 West Madison, Suite 1250

SPECIAL CONDITION FOR PROFESSIONAL SERVICE CONTRACTS (MBE/WBE)

General Information
(312) 353-4528

Chicago, Illinois 60661
Attention: Carole Harris
(312) 353-4003

S.B.A. - Procurement Assistance

500 West Madison, Suite 1250
Chicago, Illinois 60661
Attention: Robert P. Murphy, Area Regional Administrator
(312) 353-7381

Project information and general MBE/WBE information:

City of Chicago
Department of Procurement
Contract Monitoring and Compliance
City Hall - Room 403
Chicago, Illinois 60602
Attention: Carnice Carey
(312) 744-1895

City of Chicago
Department of Procurement
Contract Administration Division
City Hall - Room 403
Chicago, Illinois 60602
Attention: Byron Whittaker
(312) 744-4926

Directory of Certified Disadvantaged, Minority and Women Business Enterprises:

City of Chicago
Department of Procurement
Certification Unit
City Hall - Room 403
Chicago, Illinois 60602
Attention: Lillie Cooper
(312) 744-1896

Information on MBE/WBE availability in the manufacturing, sales or supplies, and related fields (direct assistance from 42 regional affiliates located throughout the U.S.):

National Minority Suppliers
Development Council, Inc.
1040 Avenue of the Americas, 2nd floor
New York, New York 10018
Attention: Harriet R. Michel
(212) 944-2430

Chicago Minority Business
Development Council
11 South LaSalle - Suite 850
Chicago, Illinois 60603
Attention: Maye Foster-Thompson
(312) 263-0105

ATTACHMENT A – ASSIST AGENCY

African American Contractors Association
3706 S. Indiana Avenue
Chicago, Il 60653
Phone #: (312) 915-5960
Fax #: (312) 567-9919
Web: None
Attn: Omar Shareef, President

Asian American Alliance
222 W. Cermak Road
Suite 303
Chicago, Il 60616
Phone #: (312) 326-2200
Fax #: (312) 326-0399
Web: www.asianamericanalliance.com
Email: ctakada@asianamericanalliance.com
Attn: Christine Takada, Executive Director

Association Of Asian Construction Enterprises
333 N. Ogden Avenue
Chicago, Il 60607
Phone #: (312) 563-0746
Fax #: (312) 666-1785
Web: None
Attn: Perry Nakachi, President

Black Contractors United
400 W. 76th Street
Suite 200
Chicago, Il 60620
Phone #: (773) 483-4000
Fax #: (773) 483-4150
Web: www.blackcontractorsunited.com
Attn: Florence Cox, Executive Director

Chicago Minority Business Development Council,
Inc.
1 East Wacker Drive
Suite 1200
Chicago, Il 60601
Phone #: (312) 755-8880
Fax #: (312) 755-8890
Web: www.cmbdc.org
Attn: Tracye Smith, Executive Director

Chicago Urban League
220 S. State Street
11th Floor
Chicago, Il 60604
Phone #: (312) 692-0766 Ext. 256
Fax #: (312) 692-0769
Web: www.cul-chicago.org
Email: Jarchie@Cul-Chicago.Org
Attn: Joan Archie, Director
Employment, Counseling & Training

Cosmopolitan Chamber Of Commerce
1455 S. Michigan Avenue
Suite 240
Chicago, Il 60605
Phone #: (312) 786-0212
Fax #: (312) 786-9079
Attn: Gloria Bell, Executive Director

Federation Of Women Contractors
5650 S. Archer Avenue
Chicago, Il 60638
Phone #: (312) 360-1122
Fax #: (312) 360-0239
Attn: Beth Doria, Executive Director
Attn: Sandra Gidley, Administrator
Attn: Debbie Smith, Administrator

Hispanic American Contractors Industry
Association (Hacia)
901 West Jackson Boulevard
Suite 205
Chicago, Il 60607
Phone #: (312) 666-5910
Fax #: (312) 666-5692
Web: www.hacia.info
Attn: Rafael Hernandez, Executive Director

ATTACHMENT A – ASSIST AGENCY

Latin American Chamber Of Commerce
3512 West Fullerton Avenue
Chicago, Il 60647
Phone #: (773) 252-5211
Fax #: (773) 252-7065
Web: www.latinamericanchamberofcommerce.com
Attn: D. Lorenzo Padron, Chairman

Illinois Hispanic Chamber Of Commerce (Formerly
Macc)
33 N. Lasalle Street
Suite 1720
Chicago, Il 60602
Phone #: (312) 372-3010
Fax #: (312) 372-3403
Web: www.maccbusiness.com
Attn: Juan Ochoa, President & Ceo

National Association Of Women Business Owners
Chicago Chapter
330 S. Wells Street
Suite 1110
Chicago, Il 60606
Phone #: (312) 322-0990
Fax #: (312) 461-0238
Web: www.nawbochicago.org
Email: info@nawbochicago.com
Attn: Diane Middlebrooks, President

Rainbow/Push Coalition
930 E. 50th Street
Chicago, Il 60615
Phone #: (773) 256-2728
Fax #: (773) 256-2751
Web: www.rainbowpush.org
Attn: Angela Johnson, Deputy Director Trade Bureau

Suburban Black Contractors
848 Dodge Avenue
Suite 347
Evanston, Il 60202
Phone #: (847) 359-5356
Fax #: (847) 359-5367
Web: None
Attn: Larry Bullock, President

Successful Independent Network Association (Sin)

Street Address: Mailing Address:

2100 W. Washington P.O. Box 1113
Chicago, Il 60612 Chicago, Il 60608

Phone #: (773) 271-1364
Fax #: (773) 271-1364
Web: None
Attn: Diane Jones, President
Attn: Arnette King, General Manager

Triton College
Small Business Development Center
2000 Fifth Avenue
Room D-104
River Grove, Il 60171
Phone #: (708) 456-0300 Ext. 3593
Fax #: (708) 583-3118
Web: www.triton.edu
Email: cbarnes@triton.edu
Attn: Geoffrey Barnes, Coordinator

Uptown Center Hull House
4520 N. Beacon Street
Chicago, Il 60640
Phone #: (773) 561-3500
Fax #: (773) 561-3507
Web: www.hullhouse.org/edu.htm
Attn: Curt Roeschley, Director
Small Business Development

Women's Business Development Center
8 South Michigan Avenue
Suite 400
Chicago, Il 60603
Phone #: (312) 853-3477
Fax #: (312) 853-0145
Web: www.wbdc.org
Attn: Hedy Ratner, Executive Director

rev. 10/7/03

ATTACHMENT B

(On Bidder/proposer=s Letterhead)

RETURN RECEIPT REQUESTED

(Date)

Re: Specification _____

Description: _____

(Assist Agency Name and Address)

Dear _____:

(Bidder/Proposer) intends to submit a bid/proposal in response to the above referenced specification with the City of Chicago. Bids are due _____ advertised specification with the City of Chicago.

The following areas have been identified for subcontracting opportunities on both a direct and indirect basis:

Our efforts to identify potential subcontractors have not been successful in order to meet the Disadvantaged/Minority/Women Business Enterprise contract goal. **Due to the inability to identify an appropriate DBE/MBE/WBE firm certified by the City of Chicago to participate as a subcontractor or joint venture partner, a request for the waiver of the contract goals will be submitted.** If you are aware of such a firm, please contact

_____ at _____
Name of Company Representative Address/phone

within (10) ten working days of receipt of this letter.

Under the City of Chicago's MBE/WBE/DBE Ordinance, your agency is entitled to comment upon this waiver request to the City of Chicago. Written comments may be directed within fifteen (15) working days of your receipt of this letter to:

Eric J. Griggs, Deputy Procurement Officer
Department of Procurement Services
City of Chicago
121 North La Salle Street, Room 403
Chicago, Illinois 60602

If you wish to discuss this matter, please contact the undersigned at _____.

Sincerely,

SCHEDULE B: Affidavit of Joint Venture (MBE/WBE)

This form need not be submitted if all joint venturers are MBEs and/or WBEs. In such a case, however, a written joint venture agreement among the MBE and WBE venturers must be submitted. In all proposed joint ventures, each MBE and/or WBE venturer must submit a copy of their current Letter of Certification.

All Information Requested by this Schedule must Be Answered in the Spaces Provided. Do Not Refer to Your Joint Venture Agreement Except to Expand on Answers Provided on this Form. If Additional Space Is Required, Additional Sheets May Be Attached.

- I. Name of joint venture: _____
Address of joint venture: _____

Phone number of joint venture: _____
- II. Identify each non-MBE/WBE venturer(s):
Name of Firm: _____
Address: _____
Phone: _____
Contact person for matters concerning MBE/WBE compliance: _____
- III. Identify each MBE/WBE venturer(s):
Name of Firm: _____
Address: _____
Phone: _____
Contact person for matters concerning MBE/WBE compliance: _____
- IV. Describe the role(s) of the MBE and/or WBE venturer(s) in the joint venture: _____

- V. Attach a copy of the joint venture agreement. In order to demonstrate the MBE and/or WBE venturer's share in the ownership, control, management responsibilities, risks and profits of the joint venture, the proposed joint venture agreement must include specific details related to: (1) the contributions of capital and equipment; (2) work items to be performed by the MBE/WBE's own forces; (3) work items to be performed under the supervision of the MBE/WBE venturer; and (4) the commitment of management, supervisory and operative personnel employed by the MBE/WBE to be dedicated to the performance of the project.
- VI. Ownership of the Joint Venture.
A. What are the percentage(s) of MBE/WBE ownership of the joint venture?
 MBE/WBE ownership percentage(s) _____
 Non-MBE/WBE ownership percentage(s) _____
- B. Specify MBE/WBE percentages for each of the following (provide narrative descriptions and other detail as applicable):
1. Profit and loss sharing: _____

SCHEDULE B: Affidavit of Joint Venture (MBE/WBE)

- 2. Capital contributions:
 - (a) Dollar amounts of initial contribution: _____

 - (b) Dollar amounts of anticipated on-going contributions: _____

- 3. Contributions of equipment (Specify types, quality and quantities of equipment to be provided by each venturer): _____

- 4. Other applicable ownership interests, including ownership options or other agreements which restrict or limit ownership and/or control: _____

- 5. Provide copies of all written agreements between venturers concerning this project.
- 6. Identify each current City of Chicago contract (and each contract completed during the past two (2) years) by a joint venture of two or more firms participating in this joint venture:

VII. Control of and Participation in the Joint Venture. Identify by name and firm those individuals who are, or will be, responsible for, and have the authority to engage in the following management functions and policy decisions. (Indicate any limitations to their authority such as dollar limits and co-signatory requirements.):

- A. Joint venture check signing:

- B. Authority to enter contracts on behalf of the joint venture:

- C. Signing, co-signing and/or collateralizing loans:

Schedule B: Affidavit of Joint Venture (MBE/WBE)

D. Acquisition of lines of credit:

E. Acquisition and indemnification of payment and performance bonds:

F. Negotiating and signing labor agreements:

G. Management of contract performance. (Identify by name and firm only):

1. Supervision of field operations: _____
2. Major purchases: _____
3. Estimating: _____
4. Engineering: _____

VIII. Financial Controls of joint venture:

A. Which firm and/or individual will be responsible for keeping the books of account?

B. Identify the "managing partner," if any, and describe the means and measure of their compensation:

C. What authority does each venturer have to commit or obligate the other to insurance and bonding companies, financing institutions, suppliers, subcontractors, and/or other parties participating in the performance of this contract or the work of this project?

Schedule B: Affidavit of Joint Venture (MBE/WBE)

IX. State the approximate number of operative personnel (by trade) needed to perform the joint venture's work under this contract. Indicate whether they will be employees of the non-MBE/WBE firm, the MBE/WBE firm or the joint venture.

Trade	Non-MBE/WBE Firm (Number)	MBE/WBE (Number)	Joint Venture (Number)

If any personnel proposed for this project will be employees of the joint venture:

A. Are any proposed joint venture employees currently employed by either venturer?
 Currently employed by non-MBE/WBE (number) _____ Employed by MBE/WBE _____

B. Identify by name and firm the individual who will be responsible for hiring joint venture employees:

C. Which venturer will be responsible for the preparation of joint venture payrolls:

X. Please state any material facts of additional information pertinent to the control and structure of this joint venture.

SCHEDULE B: Affidavit of Joint Venture (MBE/WBE)

The undersigned affirms that the foregoing statements are correct and include all material information necessary to identify and explain the terms and operations of our joint venture and the intended participation of each venturer in the undertaking. Further, the undersigned covenant and agree to provide to the City current, complete and accurate information regarding actual joint venture work and the payment therefore, and any proposed changes in any provision of the joint venture agreement, and to permit the audit and examination of the books, records and files of the joint venture, or those of each venturer relevant to the joint venture by authorized representatives of the City or the Federal funding agency.

Any material misrepresentation will be grounds for terminating any contract which may be awarded and for initiating action under federal or state laws concerning false statements.

Note: If, after filing this Schedule B and before the completion on the joint venture's work on the project, there is any change in the information submitted, the joint venture must inform the City of Chicago, either directly or through the prime contractor if the joint venture is a subcontractor.

Name of MBE/WBE Partner Firm

Name of Non-MBE/WBE Partner Firm

Signature of Affiant

Signature of Affiant

Name and Title of Affiant

Name and Title of Affiant

Date

Date

On this _____ day of _____, 20____, the above-signed officers

(names of affiants)

personally appeared and, known to me be the persons described in the foregoing Affidavit, acknowledged that they executed the same in the capacity therein stated and for the purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Signature of Notary Public

My Commission Expires: _____

(SEAL)

SCHEDULE C-1
Letter of Intent from MBE/WBE to Perform
as Subcontractor, Supplier and/or Consultant

Name of Project/Contract: _____
Specification Number: _____

From: _____
(Name of MBE/WBE Firm)

MBE: Yes _____ No _____
WBE: Yes _____ No _____

To: _____ and the City of Chicago:
(Name of Prime Contractor - Bidder/Proposer)

The undersigned intends to perform work in connection with the above projects as a:

_____ Sole Proprietor _____ Corporation
_____ Partnership _____ Joint Venture

The MBE/WBE status of the undersigned is confirmed by the attached letter of Certification from the City of Chicago effective date of _____ to _____ for a period of five years.

The undersigned is prepared to provide the following described services or supply the following described goods in connection with the above named project/contract:

The above described performance is offered for the following price and described terms of payment:

If more space is needed to fully describe the MBE/WBE firm's proposed scope of work and/or payment schedule, attach additional sheets.

The undersigned will enter into a formal written agreement for the above work with you as a Prime Contractor, conditioned upon your execution of a contract with the City of Chicago, and will do so within (3) three working days of receipt of a signed contract from the City of Chicago.

(Signature of Owner or Authorized Agent)

Name /Title (Print)

Date

Phone

SCHEDULE D-1

Affidavit of MBE/WBE Goal Implementation Plan

Project Name : _____

State of _____

County (City) of _____

I HEREBY DECLARE AND AFFIRM that I am duly authorized representative of:

Name of Prime Consultant/Contractor

and that I have personally reviewed the material and facts set forth herein describing our proposed plan to achieve the MBE/WBE goals of this contract.

All MBE/WBE firms included in this plan have been certified as such by the City of Chicago (Letters of Certification Attached).

- I. MBE or WBE Prime Consultant/Contractor. If prime consultant is a certified MBE or WBE firm, attach copy of City of Chicago Letter of Certification. (Certification of the prime consultant as a MBE satisfies the MBE goal only. Certification of the prime consultant as a WBE satisfies the WBE goal only.)
- II. MBEs and WBEs as Joint Venturers. If prime consultant is a joint venture and one or more joint venture partners are certified MBEs or WBEs, attach copies of Letters of Certification and a copy of Joint Venture Agreement clearly describing the role of the MBE/WBE firm(s) and its ownership interest in the joint venture.
- III. MBE/WBE Subconsultants. Complete for each MBE/WBE subconsultant/subcontractor/supplier.

1. Name of MBE/WBE: _____

Address: _____

Contact Person: _____ Phone: _____

Dollar Amount of Participation \$ _____

Percent Amount of Participation: _____%

2. Name of MBE/WBE: _____

Address: _____

Contact Person: _____ Phone: _____

Dollar Amount of Participation \$ _____

Percent Amount of Participation: _____%

SCHEDULE D-1

3. Name of MBE/WBE: _____

Address: _____

Contact Person: _____ Phone: _____

Dollar Amount of Participation \$ _____

Percent Amount of Participation: _____%

4. Name of MBE/WBE: _____

Address: _____

Contact Person: _____ Phone: _____

Dollar Amount of Participation \$ _____

Percent Amount of Participation: _____%

5. Name of MBE/WBE: _____

Address: _____

Contact Person: _____ Phone: _____

Dollar Amount of Participation \$ _____

Percent Amount of Participation: _____%

6. Name of MBE/WBE: _____

Address: _____

Contact Person: _____ Phone: _____

Dollar Amount of Participation \$ _____

Percent Amount of Participation: _____%

7. Name of MBE/WBE: _____

Address: _____

Contact Person: _____ Phone: _____

Dollar Amount of Participation \$ _____

Percent Amount of Participation: _____%

SCHEDULE D-1

8. Attach additional sheets as needed.

IV. Summary of MBE Proposal:

MBE Firm Name	Dollar Amount of Participation	Percent Amount of participation
_____	\$ _____	_____ %
_____	\$ _____	_____ %
_____	\$ _____	_____ %
_____	\$ _____	_____ %
_____	\$ _____	_____ %
Total MBE Participation:	\$ _____	_____ %

V. Summary of WBE Proposal:

WBE Firm Name	Dollar Amount of Participation	Percent Amount of participation
_____	\$ _____	_____ %
_____	\$ _____	_____ %
_____	\$ _____	_____ %
_____	\$ _____	_____ %
_____	\$ _____	_____ %
Total WBE Participation:	\$ _____	_____ %

To the best of my knowledge, information and belief, the facts and representations contained in this Schedule are true, and no material facts have been omitted.

The contractor designates the following person as their MBE/WBE Liaison Officer:

Name _____ Phone Number: _____

I do solemnly declare and affirm under penalties of perjury that the contents of the foregoing document are true and correct, and that I am authorized, on behalf of the contractor, to make this affidavit.

Signature of Affiant (Date)

State of _____
County of _____

This instrument was acknowledged before me on _____ (date)
by _____ (name /s of person/s)
as _____ (type of authority, e.g., officer, trustee, etc.)
of _____ (name of party on behalf of whom instrument
was executed).

(Seal)

Signature of Notary Public

MBE/WBE UTILIZATION REPORT

Utilization Report No. _____ Specification No. _____

Contract No. _____

Project Name: _____

STATE OF: _____)

COUNTY (CITY) OF: _____)

In connection with the above-captioned contract:

I HEREBY DECLARE AND AFFIRM that I am the _____
(Title - Print or Type)

and duly authorized representative of _____
(Name of Prime Consultant /Contractor - Print or Type)

_____ (_____) _____
(Address of Prime Consultant/Contractor) (Phone)

and that the following Minority and Women Business Enterprises have been contracted with, and have furnished, or are furnishing and preparing materials for, and rendering services stated in the contract agreement.

The following Schedule accurately reflects the value of each MBE/WBE sub-agreement and the amounts of money paid to to date.

MBE/WBE FIRM NAME	GOODS/SERVICES PROVIDED	AMOUNT OF CONTRACT	AMOUNT PAID TO-DATE
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____

Total MBE: \$ _____
 Total WBE: \$ _____

I do solemnly declare and affirm under the penalties of perjury that the contents of the foregoing document are true and correct, and that I am authorized, on behalf of the contractor, to make this affidavit.

Name of Contractor: _____
(Print or Type)

Signature: _____
(Signature of affiant)

Name of Affiant: _____
(Print or Type)

Date: _____
(Print or Type)

State of _____

County (City) of _____

This instrument was acknowledged before me on _____
(date)

by _____ (name/s of person/s)

as _____ (type of authority, e.g., officer,
trustee, etc.)

of _____ (name of party on
behalf of whom instrument was executed).

Signature of Notary Public

(Seal)

Attachment 5

Economic Disclosure Statement and Affidavit

FOR CITY USE

AFFIDAVIT NO.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

The City of Chicago (the "City") requires disclosure of the information requested in this Economic Disclosure Statement and Affidavit ("EDS") before any City agency, department or City Council action regarding the matter that is the subject of this EDS. Please fully complete each statement, with all information current as of the date this EDS is signed. If a question is not applicable, answer with "N.A." **An incomplete EDS will be returned and any City action will be interrupted.**

Please **print or type** all responses clearly and legibly. Add additional pages if needed, being careful to identify the portion of the EDS to which each additional page refers.

WHO MUST SUBMIT AN EDS:

1. **Applicants:** Any individual or entity (the "**Applicant**") making an application to the City for action requiring City Council or other City agency approval must file this EDS.
2. **Entities holding an interest in the Applicant:** Generally, whenever an ownership interest in the Applicant (for example, shares of stock of the Applicant or a limited partnership interest in the Applicant) is held or owned by a legal entity (for example, a corporation or partnership, rather than an individual) each such legal entity must also file an EDS on its own behalf, and any parent of that legal entity must do so until individual owners are disclosed. **However**, if an entity filing an EDS is a corporation whose shares are registered on a national securities exchange pursuant to the Securities Exchange Act of 1934, only those shareholders that own 10% or more of that filing entity's stock must file EDSs on their own behalf.

ACKNOWLEDGMENT OF POSSIBLE CREDIT AND OTHER CHECKS: By completing and filing this EDS, the Undersigned acknowledges and agrees, on behalf of itself and the entities or individuals named in this EDS, that the City may investigate the creditworthiness of some or all of the entities or individuals named in this EDS.

CERTIFYING THIS EDS: Execute the certification on the date of the initial submission of this EDS. **You may be asked to re-certify this EDS on the last page as of the date of submission of any related ordinance to the City Council, or as of the date of the closing of your transaction.**

PUBLIC DISCLOSURE: It is the City's policy to make this document available to the public on its Internet site and/or upon request.

GENERAL INFORMATION

Date this EDS is completed: _____

A. **Who is submitting this EDS?** That individual or entity will be the "**Undersigned**" throughout this EDS. _____

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NOTE: The Undersigned is the individual or entity submitting this EDS, whether the Undersigned is an Applicant or is an entity holding an interest in the Applicant. This EDS requires certain disclosures and certifications from Applicants that are not required from entities holding an interest in the Applicant. When completing this EDS, please observe whether the section you are completing applies only to Applicants.

- Check here if the Undersigned is filing this EDS as an Applicant.**
- Check here if the Undersigned is filing as an entity holding an interest in an Applicant.

Also, please identify the Applicant in which this entity holds an interest:

- B. Business address of the Undersigned: _____

- C. Telephone: _____ Fax: _____ Email: _____
- D. Name of contact person: _____
- E. Tax identification number (optional): _____
- F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains. (Include project number and location if applicable):

- G. Is the Matter a procurement? Yes No
- H. If a procurement, Specification # _____ and Contract # _____
- I. If not a procurement:
 - 1. City Agency requesting EDS: _____
 - 2. City action requested (e.g. loan, grant, sale of property):

 - 3. If property involved, list property location:

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SECTION ONE: DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF ENTITY

- 1. Indicate whether the Undersigned is an individual or legal entity:
[] Individual [] Limited Liability Company
[] Business corporation [] Joint venture
[] Sole proprietorship [] Not-for-profit corporation
(Is the not-for-profit corporation also a 501(c)(3))?
[] Yes [] No
[] General partnership [] Other entity (please specify)
[] Limited partnership
2. State of incorporation or organization, if applicable
3. For legal entities not organized in the State of Illinois: Is the organization authorized to do business in the State of Illinois as a foreign entity?
[] Yes [] No [] N/A

B. ORGANIZATION INFORMATION

- 1. IF THE UNDERSIGNED IS A CORPORATION:
a. List below the names and titles of all executive officers and all directors of the corporation. For not-for-profit corporations, also list below any executive director of the corporation, and indicate all members, if any, who are legal entities. If there are no such members, write "no members."

Table with 2 columns: Name, Title. Includes horizontal lines for data entry.

b(1). If the Matter is a procurement and the Undersigned is a corporation whose shares are registered on a national securities exchange pursuant to the Securities Exchange Act of 1934, please provide the following information concerning shareholders who own shares equal to or in excess of 7.5% of the corporation's outstanding shares.

Table with 3 columns: Name, Business Address, Percentage Interest. Includes horizontal lines for data entry.

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b(2). If the Matter **is not** a procurement, and the Undersigned is a corporation whose shares **are** registered on a national securities exchange pursuant to the Securities Exchange Act of 1934, please provide the following information concerning shareholders who own shares equal to or in excess of 10% of the corporation's outstanding shares.

Name	Business Address	Percentage Interest

c. For corporations that **are not** registered on a national securities exchange pursuant to the Securities Exchange Act of 1934, list below the name, business address and percentage of ownership interest of each shareholder.

Name	Business Address	Percentage Interest

2. IF THE UNDERSIGNED IS A PARTNERSHIP OR JOINT VENTURE:
For general or limited partnerships or joint ventures: list below the name, business address and percentage of ownership interest of each partner. For limited partnerships, indicate whether each partner is a general partner or a limited partner.

Name	Business Address	Percentage Interest

3. IF THE UNDERSIGNED IS A LIMITED LIABILITY COMPANY:
a. List below the name, business address and percentage of ownership interest of each (i) member and (ii) manager. If there are no managers, write "no managers," and indicate how the company is managed.

Name	Business Address	Percentage Interest

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b. List below the names and titles of all officers, if any. If there are no officers, write "no officers."

Name	Title
_____	_____
_____	_____
_____	_____

4. IF THE UNDERSIGNED IS A LAND TRUST, BUSINESS TRUST, ESTATE OR OTHER SIMILAR ENTITY:

a. List below the name and business address of each individual or legal entity holding legal title to the property that is the subject of the trust.

Name	Business Address
_____	_____
_____	_____
_____	_____

b. List below the name, business address and percentage of beneficial interest of each beneficiary on whose behalf title is held.

Name	Business Address	Percentage Interest
_____	_____	_____
_____	_____	_____
_____	_____	_____

5. IF THE UNDERSIGNED IS ANY OTHER LEGAL ENTITY, first describe the entity, then provide the name, business address, and the percentage of interest of all individuals or legal entities having an ownership or other beneficial interest in the entity.

Describe the entity:

Name	Business Address	Percentage Interest
_____	_____	_____
_____	_____	_____
_____	_____	_____

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SECTION TWO: BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

A. DEFINITIONS AND DISCLOSURE REQUIREMENT

1. The Undersigned must indicate whether it had a "business relationship" with a City elected official in the 12 months before the date this EDS is signed.

2. Pursuant to Chapter 2-156 of the Municipal Code of Chicago (the "Municipal Code"), a "**business relationship**" means any "contractual or other private business dealing" of an official, or his or her spouse, or of any entity in which an official or his or her spouse has a "financial interest," with a person or entity which entitles an official to compensation or payment in the amount of \$2,500 or more in a calendar year; but a "financial interest" does not include: (i) any ownership through purchase at fair market value or inheritance of less than 1% of the shares of a corporation, or any corporate subsidiary, parent or affiliate thereof, regardless of the value of or dividends on such shares, if such shares are registered on a securities exchange pursuant to the Securities Exchange Act of 1934, as amended, (ii) the authorized compensation paid to an official or employee for his office or employment; (iii) any economic benefit provided equally to all residents of the City; (iv) a time or demand deposit in a financial institution; or (v) an endowment or insurance policy or annuity contract purchased from an insurance company. A "contractual or other private business dealing" does not include any employment relationship of an official's spouse with an entity when such spouse has no discretion concerning or input relating to the relationship between that entity and the City.

B. CERTIFICATION

1. Has the Undersigned had a "business relationship" with any City elected official in the 12 months before the date this EDS is signed?

Yes No

If yes, please identify below the name(s) of such City elected official(s) and describe such relationship(s):

SECTION THREE: DISCLOSURE OF RETAINED PARTIES

A. DEFINITIONS AND DISCLOSURE REQUIREMENTS

1. The Undersigned must disclose certain information about attorneys, lobbyists, accountants, consultants, subcontractors, and any other person whom the Undersigned has retained or expects to retain in connection with the Matter. In particular, the Undersigned must disclose the name of each such person, his/her business address, the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Undersigned is not required to disclose employees who are paid solely through the Undersigned's regular payroll.

"Lobbyist" means any person (i) who, for compensation or on behalf of any person other than himself, undertakes to influence any legislative or administrative action, or (ii) any part of whose duty as an employee of another includes undertaking to influence any legislative or administrative action.

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2. If the Undersigned is uncertain whether a disclosure is required under this Section, the Undersigned must either ask the City whether disclosure is required or make the disclosure.

B. CERTIFICATION

Each and every attorney, lobbyist, accountant, consultant, subcontractor, or other person retained or anticipated to be retained directly by the Undersigned with respect to or in connection with the Matter is listed below [begin list here, add sheets as necessary]:

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Undersigned (attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated)

[] CHECK HERE IF NO SUCH INDIVIDUALS HAVE BEEN RETAINED BY THE UNDERSIGNED OR ARE ANTICIPATED TO BE RETAINED BY THE UNDERSIGNED.

SECTION FOUR: CERTIFICATIONS

I. CERTIFICATION OF COMPLIANCE

For purposes of the certifications in A, B, and C below, the term "affiliate" means any individual or entity that, directly or indirectly: controls the Undersigned, is controlled by the Undersigned, or is, with the Undersigned, under common control of another individual or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with the federal government or a state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity.

A. The Undersigned is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Undersigned or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes. If there are any such delinquencies, note them below:

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Undersigned certified to the above statements.

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B. The Undersigned and its affiliates have not, in the past five years, been found in violation of any City, state or federal environmental law or regulation. If there have been any such violations, note them below:

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Undersigned certified to the above statements.

C. If the Undersigned is the Applicant, the Undersigned and its affiliates will not use, nor permit their subcontractors to use, any facility on the U.S. EPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

D. If the Undersigned is the Applicant, the Undersigned will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Section Four, I, (A-C) above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Undersigned has reason to believe has not provided or cannot provide truthful certifications:

If the Undersigned is unable to make the certifications required in Section Four, paragraph I (C) and (D) above, provide an explanation:

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Undersigned certified to the above statements.

II. CHILD SUPPORT OBLIGATIONS - CERTIFICATION REGARDING COURT-ORDERED CHILD SUPPORT COMPLIANCE

For purposes of this part, "Substantial Owner" means any individual who, directly or indirectly, owns or holds a 10% or more interest in the Undersigned. *Note: This may include individuals disclosed in Section One (Disclosure of Ownership Interests), and individuals disclosed in an EDS filed by an entity holding an interest in the Applicant.*

If the Undersigned's response below is #1 or #2, then all of the Undersigned's Substantial Owners must remain in compliance with any such child support obligations until the Matter is completed. Failure of the Undersigned's Substantial Owners to remain in compliance with their child support obligations in the manner set forth in either #1 or #2 constitutes an event of default.

Check one:

1. No Substantial Owner has been declared in arrearage on any child support obligations by the Circuit Court of Cook County, Illinois or by another Illinois court of competent jurisdiction.

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- ___ 2. The Circuit Court of Cook County, Illinois or another Illinois court of competent jurisdiction has issued an order declaring one or more Substantial Owners in arrearage on child support obligations. All such Substantial Owners, however, have entered into court-approved agreements for the payment of all such child support owed, **and** all such Substantial Owners are in compliance with such agreements.
- ___ 3. The Circuit Court of Cook County, Illinois or another Illinois court of competent jurisdiction has issued an order declaring one or more Substantial Owners in arrearage on child support obligations **and** (a) at least one such Substantial Owner has not entered into a court-approved agreement for the payment of all such child support owed; **or** (b) at least one such Substantial Owner is not in compliance with a court-approved agreement for the payment of all such child support owed; **or** both (a) and (b).
- ___ 4. There are no Substantial Owners.

III. FURTHER CERTIFICATIONS

- A. The Undersigned and, if the Undersigned is a legal entity, its principals (officers, directors, partners, members, managers, executive director):
1. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
 2. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
 3. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause (A)(2) of this section;
 4. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
 5. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, in any criminal or civil action instituted by the City or by the federal government, any state, or any other unit of local government.
- B. The certifications in subparts B and D concern:
- the Undersigned;
 - any party participating in the performance of the Matter ("an **Applicable Party**");
 - any "**Affiliated Entity**" (meaning an individual or entity that, directly or indirectly: controls the Undersigned, is controlled by the Undersigned, or is, with the Undersigned, under common control of another individual or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Applicable Parties, the term

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Affiliated Entity means an individual or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another individual or entity;

- any responsible official of the Undersigned, any Applicable Party or any Affiliated Entity or any other official, agent or employee of the Undersigned, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Undersigned, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Undersigned, nor any Applicable Party, nor any Affiliated Entity of either the Undersigned or any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Entity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Entity's contract or engagement in connection with the Matter:

1. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
2. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
3. made an admission of such conduct described in (1) or (2) above that is a matter of record, but have not been prosecuted for such conduct; or
4. violated the provisions of Section 2-92-610 of the Municipal Code (**Living Wage Ordinance**).

- C. The Undersigned understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, Title 2, Chapter 2-156 of the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).
- D. Neither the Undersigned, Affiliated Entity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- E. If the Undersigned is unable to certify to any of the above statements in this Part III, the Undersigned must explain below:

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Undersigned certified to the above statements.

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IV. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part IV, under Section 2-32-455(b) of the Municipal Code, the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities dealer, securities underwriter, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the Consumer Installment Loan Act, the Sales Finance Agency Act, or the Residential Mortgage Licensing Act. However, "financial institution" specifically shall not include any entity whose predominant business is the providing of tax deferred, defined contribution, pension plans to public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. [Additional definitions may be found in Section 2-32-455(b) of the Municipal Code.]

A. **CERTIFICATION**

The Undersigned certifies that the Undersigned [check one]

is
 is not

a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.

B. **If the Undersigned IS a financial institution, then the Undersigned pledges:**

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Undersigned is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Undersigned certified to the above statements.

V. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part V.

1. In accordance with Section 2-156-110 of the Municipal Code:
Does any official or employee of the City have a financial interest in his or her own name or in the name of any other person in the Matter?
 Yes No

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NOTE: If you answered "No" to Item V(1), you are not required to answer Items V(2) or (3) below. Instead, review the certification in Item V(4) and then proceed to Part VI. If you answered "Yes" to Item V(1), you must first respond to Item V(2) and provide the information requested in Item V(3). After responding to those items, review the certification in Item V(4) and proceed to Part VI.

2. Unless sold pursuant to a process of competitive bidding, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the City (collectively, "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain power does not constitute a financial interest within the meaning of this Part V.

Does the Matter involve a City Property Sale?

Yes

No

3. If you answered "yes" to Item V(1), provide the names and business addresses of the City officials or employees having such interest and identify the nature of such interest:

Name

Business Address

Nature of Interest

4. The Undersigned further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

VI. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Undersigned has searched any and all records of the Undersigned and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this EDS any and all such records to the City. In addition, the Undersigned must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

Please check either (1) or (2) below. If the Undersigned checks (2), the Undersigned must disclose below or in an attachment to this EDS all requisite information as set forth in that paragraph (2).

___ 1. The Undersigned verifies that (a) the Undersigned has searched any and all records of the Undersigned and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and (b) the Undersigned has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders.

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____2. The Undersigned verifies that, as a result of conducting the search in step (1)(a) above, the Undersigned has found records relating to investments or profits from slavery, the slave industry, or slaveholder insurance policies and/or the names of any slaves or slaveholders. The Undersigned verifies that the following constitutes full disclosure of all such records:

SECTION FIVE: CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS

I. CERTIFICATION REGARDING LOBBYING

A. List below the names of all individuals registered under the federal Lobbying Disclosure Act of 1995 who have made lobbying contacts on behalf of the Undersigned with respect to the Matter: [Begin list here, add sheets as necessary]:

[If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Undersigned means that NO individuals registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Undersigned with respect to the Matter.]

B. The Undersigned has not spent and will not expend any federally appropriated funds to pay any individual listed in Paragraph (A) above for his or her lobbying activities or to pay any individual to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

C. The Undersigned will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs I(A) and I(B) above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any individual for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the Matter, the Undersigned must complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at <http://www.whitehouse.gov/omb/grants/sflllin.pdf>, linked on the page http://www.whitehouse.gov/omb/grants/grants_forms.html.

D. The Undersigned certifies that either (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".

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E. If the Undersigned is the Applicant, the Undersigned must obtain certifications equal in form and substance to paragraphs I(A) through I(D) above from all subcontractors before it awards any subcontract and the Undersigned must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

II. CERTIFICATION REGARDING NONSEGREGATED FACILITIES

A. If the Undersigned is the Applicant, the Undersigned does not and will not maintain or provide for its employees any segregated facilities at any of its establishments, and it does not and will not permit its employees to perform their services at any location under its control where segregated facilities are maintained.

"Segregated facilities," as used in this provision, means any waiting rooms, work areas, restrooms, washrooms, restaurants and other eating areas, time clocks, locker rooms and other storage or dressing areas, parking lots, drinking fountains, recreation or entertainment areas, transportation, and housing provided for employees, that are segregated by explicit directive or are in fact segregated on the basis of race, color, religion, sex, or national origin because of habit, local or employee custom, or otherwise.

However, separated or single-user restrooms and necessary dressing or sleeping areas must be provided to assure privacy between the sexes.

B. If the Undersigned is the Applicant and the Matter is federally funded, the Undersigned will, before the award of subcontracts (if any), obtain identical certifications from proposed subcontractors under which the subcontractor will be subject to the Equal Opportunity Clause. Contracts and subcontracts exceeding \$10,000, or having an aggregate value exceeding \$10,000 in any 12-month period, are generally subject to the Equal Opportunity Clause. See 41 CFR Part 60 for further information regarding the Equal Opportunity Clause. The Undersigned must retain the certifications required by this paragraph (B) for the duration of the contract (if any) and must make such certifications promptly available to the City upon request.

C. If the Undersigned is the Applicant and the Matter is federally funded, the Applicant will forward the notice set forth below to proposed subcontractors:

NOTICE TO PROSPECTIVE SUBCONTRACTORS OF REQUIREMENTS FOR CERTIFICATIONS OF NONSEGREGATED FACILITIES

Subcontractors must submit to the Contractor a Certification of Nonsegregated Facilities before the award of any subcontract under which the subcontractor will be subject to the federal Equal Opportunity Clause. The subcontractor may submit such certifications either for each subcontract or for all subcontracts during a period (e.g., quarterly, semiannually, or annually).

III. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

Federal regulations require prospective contractors for federally funded Matters (e.g., the Applicant) and proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations. **(NOTE: This Part III is to be completed only if the Undersigned is the Applicant.)**

- A. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)
 Yes No N/A
- B. Have you participated in any previous contracts or subcontracts subject to theequal opportunity clause?
 Yes No N/A
- C. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?
 Yes No N/A

SECTION SIX: NOTICE AND ACKNOWLEDGMENT REGARDING CITY GOVERNMENTAL ETHICS AND CAMPAIGN FINANCE ORDINANCES

The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on individuals or entities seeking City contracts, work, business, or transactions. The Board of Ethics has developed an ethics training program for such individuals and entities. The full text of these ordinances and the training program is available on line at www.cityofchicago.org/Ethics/, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The following is descriptive only and does not purport to cover every aspect of Chapters 2-156 and 2-164 of the Municipal Code. The Undersigned must comply fully with the applicable ordinances.

BY CHECKING THIS BOX THE UNDERSIGNED ACKNOWLEDGES THAT THE UNDERSIGNED UNDERSTANDS THAT THE CITY'S GOVERNMENTAL ETHICS AND CAMPAIGN FINANCING ORDINANCES, AMONG OTHER THINGS:

- 1) Provide that any contract negotiated, entered into or performed in violation of the City's ethics laws can be voided by the City.
- 2) Limit the gifts and favors any individual or entity can give, or offer to give, to any City official, employee, contractor or candidate for elected City office or the spouse or minor child of any of them, including:
 - a. any cash gift or any anonymous gift; and
 - b. any gift based on a mutual understanding that the City official's or employee's or City contractor's actions or decisions will be influenced in any way by the gift.
- 3) Prohibit any City elected official or City employee from having a financial interest, directly or indirectly, in any contract, work, transaction or business of the City, if that interest has a cost or present value of \$5,000 or more, or if that interest entitles the owner to receive more than \$2,500 per year.
- 4) Prohibit any appointed City official from engaging in any contract, work, transaction or business of the City, unless the matter is wholly unrelated to the appointed official's duties or responsibilities.
- 5) Provide that City employees and officials, or their spouses or minor children, cannot receive compensation or anything of value in return for advice or assistance on matters concerning the operation or business of the City, unless their services are wholly unrelated to their City duties and responsibilities.

- 6) Provide that former City employees and officials cannot, for a period of one year after their City employment ceases, assist or represent another on any matter involving the City if, while with the City, they were personally and substantially involved in the same matter.
- 7) Provide that former City employees and officials cannot ever assist or represent another on a City contract if, while with the City, they were personally involved in or directly supervised the formulation, negotiation or execution of that contract.

SECTION SEVEN: CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Undersigned understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Undersigned understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Undersigned's participation in the Matter and/or declining to allow the Undersigned to participate in other transactions with the City.
- C. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Undersigned waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- D. The Undersigned has not withheld or reserved any disclosures as to economic interests in the Undersigned, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.
- E. The information provided in this EDS must be kept current. In the event of changes, the Undersigned must supplement this EDS up to the time the City takes action on the Matter.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Undersigned, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

(Print or type name of individual or legal entity submitting this EDS)

Date: _____

By:

(sign here)

Print or type name of signatory:

Title of signatory:

Subscribed to before me on [date] _____, at _____ County,
_____ [state].

Commission expires: _____.

(DO NOT SUBMIT THIS PAGE WITH YOUR EDS. The purpose of this page is for you to recertify your EDS prior to submission to City Council or on the date of closing. If unable to recertify truthfully, the Undersigned must complete a new EDS with correct or corrected information)

RECERTIFICATION

Generally, for use with City Council matters. Not for City procurements unless requested.

This recertification is being submitted in connection with _____ [identify the Matter]. Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS recertification on behalf of the Undersigned, (2) warrants that all certifications and statements contained in the Undersigned's original EDS are true, accurate and complete as of the date furnished to the City and continue to be true, accurate and complete as of the date of this recertification, and (3) reaffirms its acknowledgments.

Date: _____

(Print or type name of individual or legal entity submitting this recertification)

By:

(sign here)

Print or type name of signatory:

Title of signatory:

Subscribed to before me on [date] _____, at _____ County,
_____ [state].

Notary Public.

Commission expires: _____.

Ver. 6/23/03



PROJECT CHECKLIST

For CPAC Team Use Only

Date Received _____
Date Returned _____
Date Accepted _____

IMPORTANT: PLEASE READ AND FOLLOW THE INSTRUCTIONS FOR COMPLETING THE PROJECT CHECKLIST AND CONTACT THE APPROPRIATE TEAM LEADER IF YOU HAVE ANY FURTHER QUESTIONS. ALL INFORMATION SHOULD BE COMPLETED INCLUDING THE SUPPLEMENTAL CHECKLIST REQUIRED BY THE SPECIFIC CPAC TEAM. ATTACH ALL REQUIRED MATERIALS AND SUBMIT FOR HANDLING TO THE DEPARTMENT OF PROCUREMENT SERVICES, ROOM 403, CITY HALL, 121 N. LASALLE STREET, CHICAGO, ILLINOIS 60602.

PROJECT

Date: 2.10.05
ID No (Spec, RX, Project): 19245
Department: OMP
Bureau: OMP
Contract No (if known): _____
Project Title/Description: Owner Controlled Ins. Brokerage Services for OMP
Contact Person: Susan Schmitz
Tel: 747-7830 Fax: 747-7883 E-mail: sschmitz@cityofchicago.org
Project Manager: Jamie Rhee
Tel: 312-795-9392 Fax: 312-142-9637 E-mail: OM00006@cityofchicago.org
Estimated Value \$ 3,500,000

SCOPE STATEMENT

attached is a detailed scope of services and/or specification

IMPORTANT: THIS IS A CRITICAL PORTION OF YOUR SUBMITTAL. IN ORDER FOR A TEAM TO ACCEPT YOUR SUBMITTAL YOU MUST COMPLETE ALL TEAM SPECIFIC SCOPE REQUIREMENTS AS SET FORTH IN THE SUPPLEMENTAL CHECKLIST FOR THAT TEAM.

The following is a general description of what would be included in a Scope of Services or Specification:
A clear description of all anticipated services and products, including: time frame for completion, special qualifications of prospective vendors, special requirements or needs of the project, locations, anticipated participating user departments, citation of any applicable City ordinance or state/federal regulation or statute.

TYPE OF PROCUREMENT REQUESTED (check all that apply)

Competitive Bid RFQ/RFP/RFS/RFI Sole Source** Term Agreement One Shot
 Mod/Amendment Time Extension Additional Funding Small Order S/O Emergency

FORMS F-25* (add line item) F-10* (special approvals) SSRB** (sole source approval)
 F-26* (new term agreement) RX (one-shot requisition) OBM Authorization
 F-27* (time extension) APRF (all purpose request form)
 F-29* (change vendor limit)

** Sole source requests must include vendor quotes/proposal and MBE/WBE compliance requirements

FUNDING

City: Corporate Bond Enterprise Grant* Other _____
State: IDOT/Transit IDOT/Highway Grant* Other _____
Federal: FHWA FTA FAA Grant* Other _____
Funding Strip(s): _____

* Attach copy of any applicable grant agreement terms and conditions

TIME FRAME

Date Needed: _____ Requested Contract Term (y/m/d): _____

PRE BID/SUBMITTAL REQUIREMENTS

Requesting Pre Bid/Submittal Conference? Yes No Requesting Conference be Mandatory? Yes No
Requesting Site Visit? Yes No Requesting Site Visit be Mandatory? Yes No



PROJECT CHECKLIST

ARCHITECTURAL/ENGINEERING SUPPLEMENTAL CHECKLIST

Required Attachments: Scope of Services, including location, description of project, services required, deliverables, and other information as required

Risk Management

Will services be performed within 50 feet of CTA train or other railroad property? Yes No

Will services be performed on or near a waterway? Yes No

Pre-Qualification Category No. _____ Category Description: _____

For Pre-Qualification Program, attach list of suggested firms to be solicited

Other Agency Concurrence Required: None State Federal Other (fill in) _____

AVIATION CONSTRUCTION SUPPLEMENTAL CHECKLIST

DOA sign-off for final design documents: Yes No

Required Attachments:

Copy of Draft Contract Documents and Detailed Specifications.

Risk Management:

Current Insurance Requirements prepared/approved by Risk Management: Yes No

Will work be performed within 50 feet of CTA or ATS structure or property? Yes No

Will work be performed airside? Yes No

CAPITAL EQUIPMENT (VEHICLES) SUPPLEMENTAL CHECKLIST

Required Attachments:

Detailed Specifications including detailed description of the vehicle(s) or equipment, mounted equipment, if any, and options/accessories.

Special Provisions (Delivery, Warranty, Manuals, Training, Additional Unit Purchase Options, Bid Submittal Information, etc.)

Delivery Location(s)

Technical Literature

Drawings, if any

Part Number List (Manufacturer; or Dealer; or Other Source: _____)

Copy of current Price List(s)/Catalog(s)

Form F-10 or other authorization document

Any other exhibits and attachments

COMMODITIES SUPPLEMENTAL CHECKLIST

Required attachments:

Copies of price lists, catalogs, drawings, variations of part numbers

Any other exhibits or attachments

CONSTRUCTION SUPPLEMENTAL CHECKLIST (LARGE & SMALL)

Required attachments: Copy of Draft (80% Completion)

Copy of Draft (80% Completion) Contract Documents and Detailed Specifications

Risk Management

Will services be performed within 50 feet of CTA train or other railroad property? Yes No

Will services be performed on or near a waterway? Yes No

CPAC PROJECT CHECKLIST

DELEGATE AGENCY SUPPLEMENTAL CHECKLIST

Required attachments:

Attach Scope of Services that includes the following information 1) Program background & objectives; 2) Type of services for which proposals are sought; 3) Location and time line for delivery of services; 4) Qualifications, skills, and/or experience necessary; 5) Special licenses or certifications required; 6) Evaluation process (if known).

Other Attachments (please submit all that apply)

1. Copy of grant application and/or grant agreement
2. Evidence of award authority (DAAC agenda with agency name highlighted; City Council ordinance with agency name highlighted; or OBM letter)
3. Modification information (Copy of Form F-8A; screen print of EPS AWDS table)

Does program require Executive Order 91-1 clearance? Yes No
Is boilerplate from Law available or in production? Yes No
Would your department benefit from technical assistance? Yes No

HARDWARE/SOFTWARE SUPPLEMENTAL CHECKLIST

ITSC (approved by BIS)

OBM (approved by Budget form/memo)

Attach any documentation indicating any previous purchase activity to assist in the procurement process

Grant document attached

PROFESSIONAL SERVICES SUPPLEMENTAL CHECKLIST

Detailed scope of services as described on page 1.

The Schedule of Compensation

Deliverables

Request for individual contract services (if applicable)

The appropriate EPS form

* If this is a Telecommunications/Utilities project, please also address the following:

Has the project been reviewed by DGS? Yes No

Attach copy of DGS Recommendation; Reservation(s); or participate under current contract.

Does the project include software? Yes No

If yes, is signed ITSC form attached? Yes No

Does the location involve:

A public way? Yes No

Any concession in the City's facilities? Yes No

Is it anticipated City Council approval of the project or contract will be required? Yes No



PROJECT CHECKLIST

SMALL ORDERS SUPPLEMENTAL CHECKLIST

Yes No

- 1. Special Approval Form/Justification Letter.
e.g. (Emergency Contract, Telecommunication Back-up documents, Proposals , EPS Form F-10, etc..).
- 2. Suggested Vendor.
- 3. Commodity Code, Manufacturer, Catalog Information, Model No., Quantity, Unit Cost/Measure, Color etc.,
- 4. Detailed Specification or Scope of Work.

ATTACHMENT REQUIRED FOR EACH SMALL ORDERS PROCUREMENT TYPE

(Check Appropriate Group)

1. ONE SHOT (PN)

- YES () NO () Detailed Specifications
- YES () NO () Suggested Vendor
- YES () NO () Support Documentation

3. EMERGENCY CONTRACT

- YES () NO () Justification Letter
- YES () NO () Vendor Proposal
- YES () NO () Pre-assigned Requisition (RX)

4. TELEPHONE/FAX BIDS

- YES () NO () Justification Letter

2. SOLE SOURCE REQUIREMENTS

- YES () NO () Vendor Proposal
- YES () NO () Disclosure Affidavit
- YES () NO () Letter of Exclusive or Unique Capability
- YES () NO () Support Documentation from Vendor/Manufacturer.
- YES () NO () Signature(s) of Originator or Departmental Head/Designee.

WORK SERVICES & FACILITY MAINTENANCE SUPPLEMENTAL CHECKLIST

Required Attachments: Detailed Specifications (Scope of Services) including detailed description of the work, locations (with supporting detail), user department contacts, work hours/days, laborer/supervisor mix, compensation and price escalation considerations, contract term and extension options, contractor qualifications, citation of any applicable City/State/Federal statutes or regulations, citation of any applicable technical standards and price lists, catalogs, technical drawings and other exhibits and attachments as appropriate.

Risk Management

- Will services be performed within 50 feet of CTA train or other railroad property? Yes No
- Will services be performed on or near a waterway? Yes No
- Will services require the handling of hazardous/biowaste material? Yes No
- Will services require the blocking of streets or sidewalks in any way?
Which may affect public safety? Yes No



City of Chicago
Richard M. Daley, Mayor

O'Hare Modernization Program

Rosemarie S. Andolino
Executive Director

8755 West Higgins Road
Suite 710
Chicago, Illinois 60631

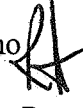
(773) 557-4700
(773) 557-4990 (FAX)


30 North LaSalle Street
Suite 1230
Chicago, Illinois 60602

(312) 742-6367
(312) 742-9637 (FAX)

<http://www.ohare.com>

To: Mary A. Dempsey
Interim Chief Procurement Officer

From: Rosemarie S. Andolino 
Executive Director
O'Hare Modernization Program

Tariq G. Malhance 
City Comptroller
Office of the City Comptroller

Date: February 10, 2005

Subject: Selection Committee Recommendation

Re: Owner Controlled Insurance Program

On February 1, 2005, the O'Hare Modernization Program (OMP) and the Office of the City Comptroller received the Selection Committee Recommendation for broker services in conjunction with the Owner Controlled Insurance Program (OCIP). The OCIP will be used for the bid and construction phase of the OMP.

We have reviewed the attached recommendation of the Selection Committee and concur with their recommendation.

We request your support and authorization to present to the Sole Source Review Board for final approval. If approved, we request authority to negotiate an agreement with the selected vendor.

cc: John A. Roberson

