

REQUEST FOR PROPOSALS (RFP)

RFP # SBOT-OR-FY25

FOR

OWNER'S REPRESENTATIVE SERVICES

FOR

**STATE BAR OF TEXAS
EDUCATION AND CONFERENCE CENTER**



Date Issued: August 5, 2024

Due Date: August 26, 2024

Time Due: 2:00 PM CDT

**Location: 1414 Colorado Street
Austin, Texas 78701**

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I. BACKGROUND

The State Bar of Texas (“Owner”) invites the submittal of response to this RFP from qualified firms interested in providing Owner’s Representative construction services in connection with the construction of a State Bar of Texas Education and Conference Center that will consist of restoration of historic building and addition of three-story building that will include a theater, mezzanine, meeting rooms, and rooftop executive space located at 1415 Lavaca Street Austin, Texas 78701 (the “Project”).

The Project has been designed by the architect Lawrence Group. The Project Owner’s Representative is anticipated to perform some or all of the following items within its scope of services: provide guidance to owners and serve as liaison between architects, engineers, contractors, testing agencies, utility providers, municipal authorities, financial institutions, FF&E vendors, and any other specialty consultants and third-party vendors related to this project; and all other required services necessary for the complete Project.

Responses are solicited for this service in accordance with the terms, conditions, and instructions set forth in the RFP guidelines.

Owner will receive responses to this RFP at the offices of The State Bar of Texas until 2:00 p.m. CDT on August 26, 2024. Receipt of response does not bind Owner to any contract for said services, nor does it give any guarantee that a contract for the Project will be awarded.

II. SERVICES

A. PURPOSES OF RFP

Owner invites the submittal of responses to this “Request for Proposals” (RFP) from qualified firm(s) interested in providing Owner’s Representative construction services in accordance with Chapter 2269 of the Texas Government Code in connection with the construction of a State Bar of Texas Event and Conference Center.

B. LOCATION

The Project will be located at 1415 Lavaca Austin, Texas 78701.

C. PROJECT DURATION

Owner has established a target commencement date for construction activities as summer or fall 2025. The projected completion date is estimated to be fall or winter 2026. Owner reserves the right to phase the construction of the Project or modify the schedule as needed and determined by Owner.

D. PROJECT BUDGET

Estimated maximum construction budget is approximately \$20,000,000. This includes all incidental and contingent expenses associated with the construction of the Project.

III. OBJECTIVES

Owner proposes to retain a highly qualified, capable firm to act as its Owner's Representative for the construction of the Project using the Competitive Sealed Proposal delivery method authorized by chapter 2269 of the Texas Government Code. Firms who participate in this RFP process are sometimes referred to as "Proposers", "Respondents" and "Offerors". Owner will give prime consideration to the Proposers with significant, current experience in the management and owner's representative services for construction of similar projects. Experience in providing owner's representative services for construction of an education and conference center is essential. Pursuant to its statutory authority, Owner reserves the right to negotiate with a selected Respondent but shall not be obligated to enter into any contract with any Respondent on any terms or conditions.

IV. SCOPE OF WORK

Owner anticipates the scope of work to consist of the following responsibilities:

The selected Respondent will be the Owner's Representative for the Project, which is the construction of State Bar of Texas Education and Conference Center. Owner anticipates the following items will be included in the construction scope of work for the Project: site preparation; excavation; groundwater controls, SWPPP, pipe installation, borings at specified locations; and all other appurtenances necessary for the complete Project. The Owner's Representative will be required to provide the following services: provide guidance to owners and serve as liaison between architects, engineers, contractors, testing agencies, utility providers, municipal authorities, financial institutions, FF&E vendors, and any other specialty consultants and third-party vendors related to this project. The Project will be designed and constructed so as to meet all applicable federal, state, and local accessibility standards.

The selected Offeror may be required to perform some or all of the following pre-construction and construction phase services. Preconstruction phase services may include, but not necessarily be limited to, assisting in planning and value engineering the Work.

The following represents a summary of the proposed construction phase services for the Owner's Representative:

- The project is the State Bar of Texas Education and Conference Center. Includes restoration of historic building and addition of three-story building that will include a theater, mezzanine, meeting rooms, and rooftop executive space. The following construction phase services are requested from the Owner's Representative:
 - Review of construction design drawings.
 - Review and guidance on AV/IT/Security.
 - Review of project pricing.
 - Guidance on city permitting and agreements.
 - Guidance through the FF&E process.
 - Early procurement.
 - Monitor construction work.
 - And any other miscellaneous required services necessary to complete the Project.

V. SELECTION PROCESS

Respondents should prepare a sealed proposal responsive to all information requested in this RFP.

Owner will use a selection committee to evaluate the proposals. The Owner will select the offeror that submits the proposal that offers the best value for the Owner based on the criteria in this request and its ranking evaluation. The statement of qualifications received will be part of the selection process utilized by Owner. Owner reserves the right to and may contact Offerors with questions or clarifications relating to that Offeror's response to this RFP.

Owner's selection committee will rank the Offerors and will notify each of the rankings within 45 days of proposal opening. Owner will then negotiate with highest ranked Offeror on contract terms and conditions. If a contract cannot be successfully negotiated with the highest ranked Offeror, in the opinion of Owner, negotiations will be terminated and Owner will proceed to negotiate with the next highest ranked Offeror in the order of the selection ranking until a mutually agreed contract can be negotiated or all proposals are rejected.

Proposal Schedule

DATE	MILESTONE
August 5, 2024	RFP advertised and posted
August 15, 2024	Deadline for questions and requests for clarification (Addenda)
August 26, 2024	Proposal submission deadline/proposal opening
October 2024	Anticipated Approval & Award of Contract by Owner

PROPOSAL OPENING

Owner will be accepting proposals until 2:00 PM CDT on August 26, 2024 at **The State Bar of Texas, 1414 Colorado Street, Austin, Texas 78791**. Receipt of response does not bind Owner to any contract for said services, nor does it give any guarantee that a contract for the Project will be awarded.

VI. SELECTION CRITERIA

The selection criteria used to evaluate the RFP responses will include, but not be limited to, the following (items listed below are not listed in order of importance):

- A. **Cost.** This criterion will be considered in the initial ranking of offers and should include information concerning the offeror's requested fees and prices for fulfilling the Project's general conditions.
- B. **Qualifications of Respondent Firm and Experience on Similar Projects.** Qualifications of firm in providing Owner's Representative services on similar projects (emphasis on last five (5) years). As well as related governmental project

experience, including completed and ongoing projects of the firm(s) and individuals who would be assigned to this Project.

- C. **Experience on Public Projects.** Related project experience with the other public owners including state of Texas, and other local governmental entities, as well as experience with local contractors and subcontractors, with particular attention to individuals who would be assigned to this Project.
- D. **Available Resources to Complete Project.** This criterion would include personnel, resources and methodologies used by your firm that may be applicable to providing Owner’s Representative services for this Project.
- E. **Corporate History and Stability.** This criterion includes the historical stability of the Respondent, corporate structure and longevity, financial stability, and its history involving litigation or arbitration.
- F. **Overall Responsiveness to the RFP.**
- G. **References.** Proposer must provide a minimum of 5 references, including name, company/governmental entity, project name, email, phone number.

Item	Weighting
A. Cost	50%
B. Qualifications of Offeror and Experience on Similar Projects	10%
C. Experience on Public Projects	10%
D. Available Resources to Complete Project	15%
E. Corporate History and Stability	5%
F. Overall Responsiveness to the RFP	5%
G. References	5%
TOTAL	100%

Offerors shall include with the proposal all information and qualifications to allow Owner’s selection committee to evaluate the proposal in accordance with this section and the evaluation criteria listed here. Owner reserves the right to request additional post-proposal information from any or all Offerors to assist in evaluating the proposal based on the selection criteria. Owner reserves the right to reject any and all proposals. Owner reserves the right to waive any and all irregularities in proposals.

VII. ADDITIONAL INSTRUCTIONS, NOTIFICATIONS, AND INFORMATION

- A. **All Information True** – Respondent represents and warrants to Owner that all information provided in the response shall be true, correct and complete. Respondents who provide false, misleading, or incomplete information, whether intentional or not, in any of the documents presented to Owner for consideration in the selection process shall be excluded.
- B. **Inquires** – Do not contact Owner during the selection process to make inquiries about the progress of this selection process. Such contact may result in disqualification. Respondents will be contacted when it is appropriate to do so.
- C. **Cost of Responses** – Owner will not be responsible for the costs incurred by anyone in the submittal of responses.
- D. **Contract Negotiations** – This RFP is not to be construed as a contract or as a commitment of any kind. If this RFP results in a contract offer by Owner, the specific scope of work, associated fees, and other contractual matters will be determined during contract negotiations.
- E. **No Obligation** – Owner reserves the sole right to (1) evaluate the responses submitted; (2) waive any irregularities therein; (3) select candidates for the submittal of more detailed or alternate proposals (4) accept any submittal or portion of submittal; (5) reject any or all Respondents submitting responses, should it be deemed in Owner’s best interest, or (6) cancel the entire process.

VIII. SUBMITTAL INSTRUCTIONS

DEADLINE AND LOCATION: Proposals must be received by the State Bar of Texas at or before 2:00 PM CDT on August 26, 2024. Proposals must be properly identified with the subject title and date and time due. Proposals shall be submitted via **e-mail** to:

E-mailed copies to: ann.nunez@texasbar.com

All Proposals shall be labeled as shown below:

Subject Line:	RFP # SBOT-OR-FY25
Due Date and Time:	August 26, 2024 at 2:00 PM CDT

An original or electronic signature must be included on the submitted Proposal.

Late received Proposals will not be considered.

The Owner will not accept Proposals that are delivered by telephone or facsimile (fax).

Properly submitted Proposals will not be returned to respondents.

Proposal materials must be emailed to the Point of Contact person; the submission must clearly

identify the submittal deadline, the RFP number, and the name and return address of the respondent.

IX. TERMS OF PROPOSAL

1. ASSIGNMENT

Respondents are advised that Owner shall not allow the successful Respondent to sell, assign, transfer, or convey any part of any contract resulting from this response in whole or in part, to a third party without the written approval of Owner.

2. WITHDRAWAL

Responses may be withdrawn prior to the due date for submission. Written notice of withdrawal shall be provided to Ann Nunez at ann.nunez@texasbar.com for proposals submitted in hard copy. No response may be withdrawn after opening time without reasonable exception in writing and only after written approval by Owner.

3. TIME ALLOWED FOR ACTION TAKEN

Owner will evaluate and rank Offers within 45 days of opening of all proposals in accordance with section 2269.154 of the Texas Government Code. Offerors must hold responses and honor pricing for 90 days following submittal deadline.

4. ALTERATIONS/AMENDMENTS TO RESPONSES

Responses CANNOT be altered or amended after the opening deadline. Alterations made before opening time must be initialed by Respondent guaranteeing authenticity.

5. LIST OF EXCEPTIONS

The Respondent shall attach to the response a list of any exceptions to the specifications/requirements, on a point-by-point basis.

6. PRICING

Prices for all services shall be firm for the duration of this contract and shall be stated on the Proposal form. All prices must be written in ink or typewritten. If there are any additional charges of any kind, other than those mentioned above, specified or unspecified, Respondent MUST indicate the items required and attendant costs or forfeit the right to payment for such items. Where unit pricing and extended pricing differ, unit pricing prevails.

7. INTERPRETATIONS

Any questions concerning the requirements or scope of work with regards to this solicitation for responses shall be directed to the designated individuals as outlined herein. Such interpretations, which may affect the eventual outcome of this solicitation for responses, shall be furnished in

writing to all prospective Respondents via Addendum. No interpretation shall be considered binding unless provided in writing by Owner in accordance with paragraph titled “**Addenda and Modifications.**”

8. ANTICIPATED TERM OF CONTRACT

The anticipated term for the proposed contract is for the Project duration until Final Completion of the Project.

9. RIGHT TO REJECT/AWARD

Owner reserves the right to reject any or all Responses, to waive any or all formalities or technicalities, and to make such awards of contract to the lowest responsible proposer who provides the best value to Owner.

10. CLARIFICATION OF REQUIREMENTS AND QUESTIONS

Owner designates the following person, as its Point-of-Contact for this RFP. Respondents shall restrict all contact with Owner and direct all questions regarding this RFP, including questions regarding terms and conditions, to the Point-of-Contact person.

Ann Nunez
The State Bar of Texas
1414 Colorado Street
Austin, Texas 78791
Phone:512-427-6810
e-mail: ann.nunez@texasbar.com

All requests for additional information or clarification concerning this response must be submitted **in writing** via email on or before **3:00 p.m. CDT, August 15, 2024**. Questions received after the stated deadline will not be answered. Questions submitted and Owner’s responses will be posted with this solicitation as addenda.

11. RESTRICTIONS ON COMMUNICATION

Respondent(s) are prohibited from communicating with State Bar of Texas staff members, other than as excepted below, regarding the RFP or proposals from the time the RFP has been released until the contract is awarded. These restrictions extend to “thank you” letters, phone calls, emails and any contact that results in the direct or indirect discussion of the RFP or proposal submitted by Respondent. Violation of this provision by Respondent or its agent may lead to disqualification of Respondent’s proposal from consideration.

Exceptions to the restrictions on communication with State Bar of Texas employees include that Respondents may ask verbal questions concerning this RFP during the pre-proposal conference, if any, or submit clarification requests pursuant to Section 12.

12. ADDENDA AND MODIFICATIONS

Any changes, additions, or clarifications to the RFP are made by amendments (addenda) and will be posted on the texasbar.com/bids. Any Respondent in doubt as to the true meaning of any part of the RFP may request an interpretation from Ann Nunez at ann.nunez@texasbar.com. At the request of the Respondent, or in the event the above Owner's Point-of-Contact deems the interpretation to be substantive, the interpretation will be made by written addendum issued by Owner. Such addendum will be attached to the original RFP and will become part of the RFP package having the same binding effect as provisions of the original RFP. It shall be the Respondent's responsibility to ensure that they have received all Addenda with respect to this project. Furthermore, Respondents are advised that they must recognize, comply with, and attach a signed copy of each Addendum which shall be made part of their submittal. Respondent's signature on Addenda shall be interpreted as the respondent's recognition and compliance to official changes as outlined by Owner and as such are made part of the original RFP documents. Failure of any Respondent to receive any such addendum or interpretation shall not relieve such Respondent from its terms and requirements. No verbal explanations or interpretations will be binding. Owner does not assume responsibility for the receipt of any addendum sent to Respondents.

13. INVITATION FOR RESPONSES PREPARATION COSTS

Issuance of this RFP does not commit Owner, in any way, to pay any costs incurred in the preparation and submission of a response. All costs related to the preparation and submission of this RFP shall be borne by the respondent.

14. EQUAL EMPLOYMENT OPPORTUNITY

Respondent agrees that it will not discriminate in hiring, promotion, treatment, or other terms and conditions of employment based on race, sex, national origin, age, disability, or in any way violate Title VII of 1964 Civil Rights Act and amendments, except as permitted by said laws.

15. INDEPENDENT CONTRACTOR

It is expressly understood and agreed by both parties hereto that Owner is contracting with the successful Respondent as independent contractor. The parties hereto understand and agree that Owner shall not be liable for any claims which may be asserted by any third party occurring in connection with the services to be performed by the successful Respondent under this contract and that the successful Respondent has no authority to bind Owner.

16. RESPONDENT'S EMPLOYEES

Neither the Respondent nor his/her employees engaged in fulfilling the terms and conditions of any awarded contract shall be employees of Owner. The method and manner of performance of such undertakings shall be under the exclusive control of the vendor on contract. Owner shall have the right of inspection of said undertakings at any time.

17. VERBAL THREATS

Any threats made to any employee of Owner, be it verbal or written, to discontinue the providing of item/material/services for whatever reason or reasons shall be considered a breach of contract and Owner will immediately sever the Contract with the Respondent.

18. CONFIDENTIAL INFORMATION

A. Any information deemed to be confidential or proprietary by the Respondent should be clearly annotated on the pages where confidential or proprietary information is contained. Owner cannot guarantee that it will not be required to disclose all or part of any public record under Texas Public Information Act, since information deemed to be confidential or proprietary by the Respondent may not be confidential or proprietary under Texas Law, or pursuant to a Court order. Pursuant to the Texas Public Information Act, Owner must disclose certain contracting information and the law presumes that most contracting information is public. Certain types of contracting information must generally be released under the Act: overall price; price and description of items or services to be delivered; delivery and service deadlines; remedies for breach of contract; identity of the parties to the Contract; execution and effective dates; and information connected to a vendor or contractor's performance on the Contract. Additionally, information regarding performance under the Contract, including breaches of the Contract, Contract variances, amendments, liquidated damages, and other penalties for non-performance, must generally be released under the Public Information Act.

B. The requirements of Subchapter J, Chapter 552, Government Code, may apply to this RFP and the contractor or vendor agrees that the Contract can be terminated if the contractor or vendor knowingly or intentionally fails to comply with a requirement of that subchapter.

19. JURISDICTION

Contract(s) executed as part of this solicitation shall be subject to and governed under the laws of the State of Texas without regard to its conflict of law principles. Any and all obligations and payments are due and performable and payable in Travis County, Texas.

20. VENUE

The parties agree that exclusive venue for purposes of any and all lawsuits, cause of action, arbitration, or any other dispute(s) arising from this proposal or any resulting contract shall be in Travis County, Texas.

21. CONFLICT OF INTEREST

Chapter 176 of the Texas Local Government Code requires that any vendor or person considering doing business with a local government entity must disclose in the Questionnaire Form CIQ, the vendor or person's affiliation or business relationship that might cause a conflict of interest with a local government entity. This questionnaire must be filed, by law, with Owner no later than the 7th business day after the date the person becomes aware of facts that require the statement be filed. See Section 176.006, Local Government Code. A person commits an offense if the person violates Section 176.006, Local Government Code. An offense under this section is a misdemeanor. For more information or to obtain the Questionnaire CIQ go to the Texas Ethics Commission web page

at www.ethics.state.tx.us/forms/CIQ.pdf. The disclosure questionnaire **must be submitted with your Proposal**.

IF YOU HAVE ANY QUESTIONS ABOUT COMPLIANCE, PLEASE CONSULT YOUR OWN LEGAL COUNSEL. COMPLIANCE IS THE INDIVIDUAL RESPONSIBILITY OF EACH PERSON OR AGENT OF A PERSON WHO IS SUBJECT TO THE FILING REQUIREMENT. AN OFFENSE UNDER CHAPTER 176 IS A MISDEMEANOR.

22. STATEMENT OF STATUTORY COMPLIANCE

All offerors submitting a proposal in response to this RFP must include with the proposal verified statements in connection with (i) Chapter 2271 of the Texas Government Code, as amended, relating to the prohibition on contracts with companies boycotting Israel; (ii) Chapter 2276 of the Texas Government Code, as amended, relating to the prohibition on contracts with companies boycotting certain energy companies; and (iii) Chapter 2274 of the Texas Government Code, as amended, relating to the prohibition on contracts with companies that discriminate against firearm and ammunition industries. Failure to comply with this requirement is grounds for disqualification; however, Owner reserves the right to contact any offeror who fails to comply initially to correct the omission or to confirm the offeror's policy.

23. PROHIBITION ON CONTRACTS WITH CERTAIN COMPANIES

Owner will review the website of the Comptroller of the State of Texas to determine if the respondent is on the list of companies that provide supplies or services to a foreign terrorist organization as defined in Chapter 2252 of the Texas Government Code, as amended. Any company identified on such list will be disqualified from consideration.

24. CONFIDENTIALITY OF INFORMATION AND SECURITY

Should the successful Respondent be awarded a contract and become the holder of, and have access to, confidential information, (in the process of fulfilling its responsibilities in connection with the contract), the successful Respondent agrees that it shall keep such information confidential and will comply fully with the laws and regulations of the State of Texas, ordinances and regulations of the local jurisdictions, and any applicable federal laws and regulations relating to confidentiality.

25. SUBSTITUTIONS/CANCELLATIONS OF RESPONSES

No substitutions or cancellations are permitted without approval of Owner.

26. AGREEMENT

The successful Respondent shall enter into the Agreement.

END OF DOCUMENT

ATTACHMENT A - BID FORM

Project Name	Owner's Representative SBOT-OR-FY25		
Job Location	1415 Lavaca Austin, Texas 78701		
Owner Information		Contractor Information	
Name	State Bar of Texas	Name	
Contact Name	Ann Nunez	Contact Name	
Address	1414 Colorado Austin, Texas 78701	Address	
Phone	512-427-1463	Phone	
Email	Ann.nunez@texasbar.com	Email	

OR SERVICES	HOURS	RATE	AMOUNT
		TOTAL	

MISCELLANEOUS CHARGES	
TOTAL MISCELLANEOUS	

TOTAL OR SERVICES	
TOTAL MISCELLANEOUS	
TOTAL	

ATTACHMENT B

OFFEROR AGREEMENT AND ACKNOWLEDGEMENT

The Offeror must sign this document and return with any response to the RFQ. By signing below, the Offeror's firm agrees to provide the items and services described in their offer and agrees to abide by all the terms and conditions as specified in this Request for Offer and in any contract resulting from an award.

REQUIRED CERTIFICATIONS:

By making this offer and accepting the award of a contract, the Offeror/Offeror certifies to the following:

All Terms And Conditions Met: that all terms and conditions listed in or otherwise made a part of the RFQ including this document will be met.

Inducements: that the **Offeror has not given**, offered to give, nor intends to give at any time hereafter any economic opportunity, future employment, gift, loan, gratuity, special discount, trip, favor, or service to a public servant in connection with the submitted offer.

Conflicts of Interest: No employee of the State Bar of Texas has a direct interest in the proceeds from a contract resulting from this RFQ. No employee of the State Bar of Texas is related within the second degree of consanguinity or affinity to anyone who has a direct interest in the proceeds of a contract arising from this RFQ. Any offeror who submits an Offer under this RFQ who has been employed by the State Bar of Texas or any other Texas state agency at any time during the two years preceding the submission of the Offer must disclose the nature of such previous employment, the date the employment was terminated, and the annual rate of compensation for the employment at the time of its termination.

Not Ineligible: that neither it nor its principals are presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participating in this transaction by any federal, state, or local governmental body or agency.

Franchise Tax: that the Offeror is not currently delinquent in the payment of any franchise tax owed to the State of Texas, pursuant to Article 2.45, Texas Business Corporation Act.

Child Support: that the Offeror is not ineligible to receive the specified payment under Section 231.006, of the Texas Family Code (relating to child support) and acknowledge that this contract may be terminated and/or payment may be withheld if certification is inaccurate.

Fair Business Practices: that the Offeror has not been found guilty of unfair business practices in a judicial or state agency administrative proceeding during the preceding year. The Offeror further affirms that no officer of the Offeror has served as an officer of any company found guilty of unfair business practices in a judicial or state agency administrative proceeding during the preceding year.

Antitrust: Neither the Offeror or the firm, corporation, partnership, or institution represented by the Offeror, or anyone acting for same has violated State antitrust laws or the Federal Antitrust Laws.

No Compensation: The Offeror has not received compensation for participation in the preparation of the specifications for this RFQ. This section does not prohibit an Offeror or contract participant from providing free technical assistance.

Conflict Of Interest: Offeror has disclosed any existing or potential conflict of interest relative to the performance of this contract. Failure to do so will be grounds for the termination of this agreement.

No Collusion: that it has not communicated directly or indirectly the bid made to any competitor or any other person engaged in such line of business.

Pursuant to Family Code 231.006 (c), bid includes name and SSN of each person with at least 25% ownership of the business submitting the bid/offer. This information must be provided prior to contract award. Registration on CSPD's CMBL satisfies this requirement.

Any exceptions taken to the terms and conditions as set forth in this document must be identified in detail and accompany the proposal.

Any exceptions not identified in detail at the time this proposal is presented will not be considered.

Signature of person authorized to make this agreement

Date Signed

Printed name of person signing above

OFFEROR INFORMATION

Name of Firm

Mailing Address

Remit to Address

(if different from above)

City, State & Zip Code

Phone No./Fax No.:

E-Mail Address:

Federal ID No.:

Or SSN No.:

Comptroller's Statewide
Procurement Division
Offeror No.:

Ownership: Bid must include the name and Social Security Number of each person with at least 25% ownership of the business entity submitting the bid. Offerors that have pre-registered this information on the CSPD Centralized Master Bidders List have satisfied this requirement.

Name:

SSN:

Name:

SSN:

**EXHIBIT A
INSURANCE REQUIREMENTS**

The Architect shall provide and maintain the following insurance for the duration of this Agreement. Professional liability shall be maintained for not less than (2) years following Substantial Completion of the Project. Insurance of the following types and with indemnification limits not less than the amounts indicated are required:

Professional Liability:	\$3,000,000.00 per claim and \$3,000,000 in the aggregate
Worker's Compensation:	\$1,000,000.00
Comprehensive General Liability:	
Occurrence	\$1,000,000.00
Aggregate	\$2,000,000.00
Personal Injury	\$1,000,000.00 each person
(Coverage to include groups A, B, & C w/exclusion "C" aggregate removed)	
Automobile Liability:	\$1,000,000.00 combined single limit

1. The required insurance must be written by a company licensed to do business in Texas at the time the policy is issued. In addition, the company must be acceptable to the Owner. Owner will contact the State Board of Insurance to confirm that the issuing companies are admitted and authorized to issue such policies in the State of Texas.
2. With the exception of Worker's Compensation Insurance and any Professional Liability Insurance, all insurance required pursuant to this Agreement shall include the Owner and Indemnified Parties as additional insureds using ISO Additional Insured Endorsements CG 20 10 10 01 (ongoing operations) and CG 20 37 10 01 (completed operations) or other endorsements providing equivalent coverage. For purposes of this additional insured requirement, "equivalent coverage" means coverage for liability arising out of Architect's services except to the extent of liability attributable to the negligence or fault of Owner or the Indemnified Parties, including as to copyright infringement and/or bodily injury or death of an employee or agent of Architect or Architect's consultants, to the full extent as allowed under Texas law.

To the extent an Architect's Consultant is named as an additional insured on any policy held by the Architect, separate coverage shall not be required of the Architect's Consultants. All policies held by the Architect shall be primary coverage.

3. Architect shall have its insurance carrier(s) furnish to Owner insurance certificates in form satisfactory to Owner specifying the types and amounts of coverage in effect, the expiration dates of each policy, a statement that no insurance will be canceled or

materially changed while the Work is in progress without thirty (30) calendar days prior written notice to Owner, reflecting the waivers of subrogation required under this Agreement, any exclusions to the insurance policies, and a statement that, except for professional liability insurance and worker's compensation insurance, the Owner is named as additional insured. Upon Owner's request, Architect must furnish copies of policy endorsements required under this Agreement. Architect shall permit Owner to examine the insurance policies, or at Owner's option, Architect shall furnish Owner with copies, certified by the carrier(s), of insurance policies required. If Architect neglects or refuses to provide any insurance required herein, or if any insurance is canceled, Owner may, but shall not be obligated to, procure such insurance at Architect's expense.

4. Insurance provided pursuant to this Section shall be considered a part of the Architect's Basic services and shall not be Reimbursable Expense within the scope of Section 11.8, or other provisions of this Agreement.
5. Architect's General Liability, Automobile Liability, and Worker's Compensation Insurance policies shall be endorsed to provide a waiver of subrogation in favor to the Owner.

Request for Taxpayer Identification Number and Certification

Give Form to the requester. Do not send to the IRS.

Go to www.irs.gov/FormW9 for instructions and the latest information.

Print or type. See Specific Instructions on page 3.

1 Name (as shown on your income tax return). Name is required on this line; do not leave this line blank.																				
2 Business name/disregarded entity name, if different from above																				
3 Check appropriate box for federal tax classification of the person whose name is entered on line 1. Check only one of the following seven boxes. <table style="width: 100%; margin-top: 5px;"> <tr> <td><input type="checkbox"/> Individual/sole proprietor or single-member LLC</td> <td><input type="checkbox"/> C Corporation</td> <td><input type="checkbox"/> S Corporation</td> <td><input type="checkbox"/> Partnership</td> <td><input type="checkbox"/> Trust/estate</td> </tr> <tr> <td colspan="5"> <input type="checkbox"/> Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=Partnership) ▶ _____ </td> </tr> <tr> <td colspan="5"> Note: Check the appropriate box in the line above for the tax classification of the single-member owner. Do not check LLC if the LLC is classified as a single-member LLC that is disregarded from the owner unless the owner of the LLC is another LLC that is not disregarded from the owner for U.S. federal tax purposes. Otherwise, a single-member LLC that is disregarded from the owner should check the appropriate box for the tax classification of its owner. </td> </tr> <tr> <td colspan="5"> <input type="checkbox"/> Other (see instructions) ▶ _____ </td> </tr> </table>	<input type="checkbox"/> Individual/sole proprietor or single-member LLC	<input type="checkbox"/> C Corporation	<input type="checkbox"/> S Corporation	<input type="checkbox"/> Partnership	<input type="checkbox"/> Trust/estate	<input type="checkbox"/> Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=Partnership) ▶ _____					Note: Check the appropriate box in the line above for the tax classification of the single-member owner. Do not check LLC if the LLC is classified as a single-member LLC that is disregarded from the owner unless the owner of the LLC is another LLC that is not disregarded from the owner for U.S. federal tax purposes. Otherwise, a single-member LLC that is disregarded from the owner should check the appropriate box for the tax classification of its owner.					<input type="checkbox"/> Other (see instructions) ▶ _____				
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<input type="checkbox"/> Other (see instructions) ▶ _____																				
4 Exemptions (codes apply only to certain entities, not individuals; see instructions on page 3):																				
Exempt payee code (if any) _____																				
Exemption from FATCA reporting code (if any) _____																				
<small>(Applies to accounts maintained outside the U.S.)</small>																				
5 Address (number, street, and apt. or suite no.) See instructions.																				
Requester's name and address (optional)																				
6 City, state, and ZIP code																				
7 List account number(s) here (optional)																				

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on line 1 to avoid backup withholding. For individuals, this is generally your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the instructions for Part I, later. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN*, later.

Note: If the account is in more than one name, see the instructions for line 1. Also see *What Name and Number To Give the Requester* for guidelines on whose number to enter.

Social security number														
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or														
Employer identification number														
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Part II Certification

- Under penalties of perjury, I certify that:
- The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me); and
 - I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding; and
 - I am a U.S. citizen or other U.S. person (defined below); and
 - The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct.

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions for Part II, later.

Sign Here	Signature of U.S. person ▶ _____	Date ▶ _____
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General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Future developments. For the latest information about developments related to Form W-9 and its instructions, such as legislation enacted after they were published, go to www.irs.gov/FormW9.

Purpose of Form

An individual or entity (Form W-9 requester) who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) which may be your social security number (SSN), individual taxpayer identification number (ITIN), adoption taxpayer identification number (ATIN), or employer identification number (EIN), to report on an information return the amount paid to you, or other amount reportable on an information return. Examples of information returns include, but are not limited to, the following.

- Form 1099-DIV (interest earned or paid)
- Form 1099-DIV (dividends, including those from stocks or mutual funds)
- Form 1099-MISC (various types of income, prizes, awards, or gross proceeds)
- Form 1099-B (stock or mutual fund sales and certain other transactions by brokers)
- Form 1099-S (proceeds from real estate transactions)
- Form 1099-K (merchant card and third party network transactions)
- Form 1098 (home mortgage interest), 1098-E (student loan interest), 1098-T (tuition)
- Form 1099-C (canceled debt)
- Form 1099-A (acquisition or abandonment of secured property)

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN.

If you do not return Form W-9 to the requester with a TIN, you might be subject to backup withholding. See What is backup withholding, later.

By signing the filled-out form, you:

1. Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),
2. Certify that you are not subject to backup withholding, or
3. Claim exemption from backup withholding if you are a U.S. exempt payee. If applicable, you are also certifying that as a U.S. person, your allocable share of any partnership income from a U.S. trade or business is not subject to the withholding tax on foreign partners' share of effectively connected income, and
4. Certify that FATCA code(s) entered on this form (if any) indicating that you are exempt from the FATCA reporting, is correct. See *What is FATCA reporting*, later, for further information.

Note: If you are a U.S. person and a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

Definition of a U.S. person. For federal tax purposes, you are considered a U.S. person if you are:

- An individual who is a U.S. citizen or U.S. resident alien;
- A partnership, corporation, company, or association created or organized in the United States or under the laws of the United States;
- An estate (other than a foreign estate); or
- A domestic trust (as defined in Regulations section 301.7701-7).

Special rules for partnerships. Partnerships that conduct a trade or business in the United States are generally required to pay a withholding tax under section 1446 on any foreign partners' share of effectively connected taxable income from such business. Further, in certain cases where a Form W-9 has not been received, the rules under section 1446 require a partnership to presume that a partner is a foreign person, and pay the section 1446 withholding tax. Therefore, if you are a U.S. person that is a partner in a partnership conducting a trade or business in the United States, provide Form W-9 to the partnership to establish your U.S. status and avoid section 1446 withholding on your share of partnership income.

In the cases below, the following person must give Form W-9 to the partnership for purposes of establishing its U.S. status and avoiding withholding on its allocable share of net income from the partnership conducting a trade or business in the United States.

- In the case of a disregarded entity with a U.S. owner, the U.S. owner of the disregarded entity and not the entity;
- In the case of a grantor trust with a U.S. grantor or other U.S. owner, generally, the U.S. grantor or other U.S. owner of the grantor trust and not the trust; and
- In the case of a U.S. trust (other than a grantor trust), the U.S. trust (other than a grantor trust) and not the beneficiaries of the trust.

Foreign person. If you are a foreign person or the U.S. branch of a foreign bank that has elected to be treated as a U.S. person, do not use Form W-9. Instead, use the appropriate Form W-8 or Form 8233 (see Pub. 515, *Withholding of Tax on Nonresident Aliens and Foreign Entities*).

Nonresident alien who becomes a resident alien. Generally, only a nonresident alien individual may use the terms of a tax treaty to reduce or eliminate U.S. tax on certain types of income. However, most tax treaties contain a provision known as a "saving clause." Exceptions specified in the saving clause may permit an exemption from tax to continue for certain types of income even after the payee has otherwise become a U.S. resident alien for tax purposes.

If you are a U.S. resident alien who is relying on an exception contained in the saving clause of a tax treaty to claim an exemption from U.S. tax on certain types of income, you must attach a statement to Form W-9 that specifies the following five items.

1. The treaty country. Generally, this must be the same treaty under which you claimed exemption from tax as a nonresident alien.
2. The treaty article addressing the income.
3. The article number (or location) in the tax treaty that contains the saving clause and its exceptions.
4. The type and amount of income that qualifies for the exemption from tax.
5. Sufficient facts to justify the exemption from tax under the terms of the treaty article.

Example. Article 20 of the U.S.-China income tax treaty allows an exemption from tax for scholarship income received by a Chinese student temporarily present in the United States. Under U.S. law, this student will become a resident alien for tax purposes if his or her stay in the United States exceeds 5 calendar years. However, paragraph 2 of the first Protocol to the U.S.-China treaty (dated April 30, 1984) allows the provisions of Article 20 to continue to apply even after the Chinese student becomes a resident alien of the United States. A Chinese student who qualifies for this exception (under paragraph 2 of the first protocol) and is relying on this exception to claim an exemption from tax on his or her scholarship or fellowship income would attach to Form W-9 a statement that includes the information described above to support that exemption.

If you are a nonresident alien or a foreign entity, give the requester the appropriate completed Form W-8 or Form 8233.

Backup Withholding

What is backup withholding? Persons making certain payments to you must under certain conditions withhold and pay to the IRS 24% of such payments. This is called "backup withholding." Payments that may be subject to backup withholding include interest, tax-exempt interest, dividends, broker and barter exchange transactions, rents, royalties, nonemployee pay, payments made in settlement of payment card and third party network transactions, and certain payments from fishing boat operators. Real estate transactions are not subject to backup withholding.

You will not be subject to backup withholding on payments you receive if you give the requester your correct TIN, make the proper certifications, and report all your taxable interest and dividends on your tax return.

Payments you receive will be subject to backup withholding if:

1. You do not furnish your TIN to the requester,
2. You do not certify your TIN when required (see the instructions for Part II for details),
3. The IRS tells the requester that you furnished an incorrect TIN,
4. The IRS tells you that you are subject to backup withholding because you did not report all your interest and dividends on your tax return (for reportable interest and dividends only), or
5. You do not certify to the requester that you are not subject to backup withholding under 4 above (for reportable interest and dividend accounts opened after 1983 only).

Certain payees and payments are exempt from backup withholding. See *Exempt payee code*, later, and the separate Instructions for the Requester of Form W-9 for more information.

Also see *Special rules for partnerships*, earlier.

What is FATCA Reporting?

The Foreign Account Tax Compliance Act (FATCA) requires a participating foreign financial institution to report all United States account holders that are specified United States persons. Certain payees are exempt from FATCA reporting. See *Exemption from FATCA reporting code*, later, and the Instructions for the Requester of Form W-9 for more information.

Updating Your Information

You must provide updated information to any person to whom you claimed to be an exempt payee if you are no longer an exempt payee and anticipate receiving reportable payments in the future from this person. For example, you may need to provide updated information if you are a C corporation that elects to be an S corporation, or if you no longer are tax exempt. In addition, you must furnish a new Form W-9 if the name or TIN changes for the account; for example, if the grantor of a grantor trust dies.

Penalties

Failure to furnish TIN. If you fail to furnish your correct TIN to a requester, you are subject to a penalty of \$50 for each such failure unless your failure is due to reasonable cause and not to willful neglect.

Civil penalty for false information with respect to withholding. If you make a false statement with no reasonable basis that results in no backup withholding, you are subject to a \$500 penalty.

Criminal penalty for falsifying information. Willfully falsifying certifications or affirmations may subject you to criminal penalties including fines and/or imprisonment.

Misuse of TINs. If the requester discloses or uses TINs in violation of federal law, the requester may be subject to civil and criminal penalties.

Specific Instructions

Line 1

You must enter one of the following on this line; **do not** leave this line blank. The name should match the name on your tax return.

If this Form W-9 is for a joint account (other than an account maintained by a foreign financial institution (FFI)), list first, and then circle, the name of the person or entity whose number you entered in Part I of Form W-9. If you are providing Form W-9 to an FFI to document a joint account, each holder of the account that is a U.S. person must provide a Form W-9.

a. **Individual.** Generally, enter the name shown on your tax return. If you have changed your last name without informing the Social Security Administration (SSA) of the name change, enter your first name, the last name as shown on your social security card, and your new last name.

Note: ITIN applicant: Enter your individual name as it was entered on your Form W-7 application, line 1a. This should also be the same as the name you entered on the Form 1040/1040A/1040EZ you filed with your application.

b. **Sole proprietor or single-member LLC.** Enter your individual name as shown on your 1040/1040A/1040EZ on line 1. You may enter your business, trade, or "doing business as" (DBA) name on line 2.

c. **Partnership, LLC that is not a single-member LLC, C corporation, or S corporation.** Enter the entity's name as shown on the entity's tax return on line 1 and any business, trade, or DBA name on line 2.

d. **Other entities.** Enter your name as shown on required U.S. federal tax documents on line 1. This name should match the name shown on the charter or other legal document creating the entity. You may enter any business, trade, or DBA name on line 2.

e. **Disregarded entity.** For U.S. federal tax purposes, an entity that is disregarded as an entity separate from its owner is treated as a "disregarded entity." See Regulations section 301.7701-2(c)(2)(iii). Enter the owner's name on line 1. The name of the entity entered on line 1 should never be a disregarded entity. The name on line 1 should be the name shown on the income tax return on which the income should be reported. For example, if a foreign LLC that is treated as a disregarded entity for U.S. federal tax purposes has a single owner that is a U.S. person, the U.S. owner's name is required to be provided on line 1. If the direct owner of the entity is also a disregarded entity, enter the first owner that is not disregarded for federal tax purposes. Enter the disregarded entity's name on line 2, "Business name/disregarded entity name." If the owner of the disregarded entity is a foreign person, the owner must complete an appropriate Form W-8 instead of a Form W-9. This is the case even if the foreign person has a U.S. TIN.

Line 2

If you have a business name, trade name, DBA name, or disregarded entity name, you may enter it on line 2.

Line 3

Check the appropriate box on line 3 for the U.S. federal tax classification of the person whose name is entered on line 1. Check only one box on line 3.

IF the entity/person on line 1 is a(n) . . .	THEN check the box for . . .
• Corporation	Corporation
• Individual • Sole proprietorship, or • Single-member limited liability company (LLC) owned by an individual and disregarded for U.S. federal tax purposes.	Individual/sole proprietor or single-member LLC
• LLC treated as a partnership for U.S. federal tax purposes, • LLC that has filed Form 8832 or 2553 to be taxed as a corporation, or • LLC that is disregarded as an entity separate from its owner but the owner is another LLC that is not disregarded for U.S. federal tax purposes.	Limited liability company and enter the appropriate tax classification. (P= Partnership; C= C corporation; or S= S corporation)
• Partnership	Partnership
• Trust/estate	Trust/estate

Line 4, Exemptions

If you are exempt from backup withholding and/or FATCA reporting, enter in the appropriate space on line 4 any code(s) that may apply to you.

Exempt payee code.

- Generally, individuals (including sole proprietors) are not exempt from backup withholding.
- Except as provided below, corporations are exempt from backup withholding for certain payments, including interest and dividends.
- Corporations are not exempt from backup withholding for payments made in settlement of payment card or third party network transactions.
- Corporations are not exempt from backup withholding with respect to attorneys' fees or gross proceeds paid to attorneys, and corporations that provide medical or health care services are not exempt with respect to payments reportable on Form 1099-MISC.

The following codes identify payees that are exempt from backup withholding. Enter the appropriate code in the space in line 4.

- 1—An organization exempt from tax under section 501(a), any IRA, or a custodial account under section 403(b)(7) if the account satisfies the requirements of section 401(f)(2)
- 2—The United States or any of its agencies or instrumentalities
- 3—A state, the District of Columbia, a U.S. commonwealth or possession, or any of their political subdivisions or instrumentalities
- 4—A foreign government or any of its political subdivisions, agencies, or instrumentalities
- 5—A corporation
- 6—A dealer in securities or commodities required to register in the United States, the District of Columbia, or a U.S. commonwealth or possession
- 7—A futures commission merchant registered with the Commodity Futures Trading Commission
- 8—A real estate investment trust
- 9—An entity registered at all times during the tax year under the Investment Company Act of 1940
- 10—A common trust fund operated by a bank under section 584(a)
- 11—A financial institution
- 12—A middleman known in the investment community as a nominee or custodian
- 13—A trust exempt from tax under section 664 or described in section 4947

The following chart shows types of payments that may be exempt from backup withholding. The chart applies to the exempt payees listed above, 1 through 13.

IF the payment is for . . .	THEN the payment is exempt for . . .
Interest and dividend payments	All exempt payees except for 7
Broker transactions	Exempt payees 1 through 4 and 6 through 11 and all C corporations. S corporations must not enter an exempt payee code because they are exempt only for sales of noncovered securities acquired prior to 2012.
Barter exchange transactions and patronage dividends	Exempt payees 1 through 4
Payments over \$600 required to be reported and direct sales over \$5,000 ¹	Generally, exempt payees 1 through 5 ²
Payments made in settlement of payment card or third party network transactions	Exempt payees 1 through 4

¹ See Form 1099-MISC, Miscellaneous Income, and its instructions.

² However, the following payments made to a corporation and reportable on Form 1099-MISC are not exempt from backup withholding: medical and health care payments, attorneys' fees, gross proceeds paid to an attorney reportable under section 6045(f), and payments for services paid by a federal executive agency.

Exemption from FATCA reporting code. The following codes identify payees that are exempt from reporting under FATCA. These codes apply to persons submitting this form for accounts maintained outside of the United States by certain foreign financial institutions. Therefore, if you are only submitting this form for an account you hold in the United States, you may leave this field blank. Consult with the person requesting this form if you are uncertain if the financial institution is subject to these requirements. A requester may indicate that a code is not required by providing you with a Form W-9 with "Not Applicable" (or any similar indication) written or printed on the line for a FATCA exemption code.

A—An organization exempt from tax under section 501(a) or any individual retirement plan as defined in section 7701(a)(37)

B—The United States or any of its agencies or instrumentalities

C—A state, the District of Columbia, a U.S. commonwealth or possession, or any of their political subdivisions or instrumentalities

D—A corporation the stock of which is regularly traded on one or more established securities markets, as described in Regulations section 1.1472-1(c)(1)(i)

E—A corporation that is a member of the same expanded affiliated group as a corporation described in Regulations section 1.1472-1(c)(1)(i)

F—A dealer in securities, commodities, or derivative financial instruments (including notional principal contracts, futures, forwards, and options) that is registered as such under the laws of the United States or any state

G—A real estate investment trust

H—A regulated investment company as defined in section 851 or an entity registered at all times during the tax year under the Investment Company Act of 1940

I—A common trust fund as defined in section 584(a)

J—A bank as defined in section 581

K—A broker

L—A trust exempt from tax under section 664 or described in section 4947(a)(1)

M—A tax exempt trust under a section 403(b) plan or section 457(g) plan

Note: You may wish to consult with the financial institution requesting this form to determine whether the FATCA code and/or exempt payee code should be completed.

Line 5

Enter your address (number, street, and apartment or suite number). This is where the requester of this Form W-9 will mail your information returns. If this address differs from the one the requester already has on file, write NEW at the top. If a new address is provided, there is still a chance the old address will be used until the payor changes your address in their records.

Line 6

Enter your city, state, and ZIP code.

Part I. Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. If you are a resident alien and you do not have and are not eligible to get an SSN, your TIN is your IRS individual taxpayer identification number (ITIN). Enter it in the social security number box. If you do not have an ITIN, see *How to get a TIN* below.

If you are a sole proprietor and you have an EIN, you may enter either your SSN or EIN.

If you are a single-member LLC that is disregarded as an entity separate from its owner, enter the owner's SSN (or EIN, if the owner has one). Do not enter the disregarded entity's EIN. If the LLC is classified as a corporation or partnership, enter the entity's EIN.

Note: See *What Name and Number To Give the Requester*, later, for further clarification of name and TIN combinations.

How to get a TIN. If you do not have a TIN, apply for one immediately. To apply for an SSN, get Form SS-5, Application for a Social Security Card, from your local SSA office or get this form online at www.SSA.gov. You may also get this form by calling 1-800-772-1213. Use Form W-7, Application for IRS Individual Taxpayer Identification Number, to apply for an ITIN, or Form SS-4, Application for Employer Identification Number, to apply for an EIN. You can apply for an EIN online by accessing the IRS website at www.irs.gov/Businesses and clicking on Employer Identification Number (EIN) under Starting a Business. Go to www.irs.gov/Forms to view, download, or print Form W-7 and/or Form SS-4. Or, you can go to www.irs.gov/OrderForms to place an order and have Form W-7 and/or SS-4 mailed to you within 10 business days.

If you are asked to complete Form W-9 but do not have a TIN, apply for a TIN and write "Applied For" in the space for the TIN, sign and date the form, and give it to the requester. For interest and dividend payments, and certain payments made with respect to readily tradable instruments, generally you will have 60 days to get a TIN and give it to the requester before you are subject to backup withholding on payments. The 60-day rule does not apply to other types of payments. You will be subject to backup withholding on all such payments until you provide your TIN to the requester.

Note: Entering "Applied For" means that you have already applied for a TIN or that you intend to apply for one soon.

Caution: A disregarded U.S. entity that has a foreign owner must use the appropriate Form W-8.

Part II. Certification

To establish to the withholding agent that you are a U.S. person, or resident alien, sign Form W-9. You may be requested to sign by the withholding agent even if item 1, 4, or 5 below indicates otherwise.

For a joint account, only the person whose TIN is shown in Part I should sign (when required). In the case of a disregarded entity, the person identified on line 1 must sign. Exempt payees, see *Exempt payee code*, earlier.

Signature requirements. Complete the certification as indicated in items 1 through 5 below.

1. Interest, dividend, and barter exchange accounts opened before 1984 and broker accounts considered active during 1983.

You must give your correct TIN, but you do not have to sign the certification.

2. Interest, dividend, broker, and barter exchange accounts opened after 1983 and broker accounts considered inactive during 1983. You must sign the certification or backup withholding will apply. If you are subject to backup withholding and you are merely providing your correct TIN to the requester, you must cross out item 2 in the certification before signing the form.

3. Real estate transactions. You must sign the certification. You may cross out item 2 of the certification.

4. Other payments. You must give your correct TIN, but you do not have to sign the certification unless you have been notified that you have previously given an incorrect TIN. "Other payments" include payments made in the course of the requester's trade or business for rents, royalties, goods (other than bills for merchandise), medical and health care services (including payments to corporations), payments to a nonemployee for services, payments made in settlement of payment card and third party network transactions, payments to certain fishing boat crew members and fishermen, and gross proceeds paid to attorneys (including payments to corporations).

5. Mortgage interest paid by you, acquisition or abandonment of secured property, cancellation of debt, qualified tuition program payments (under section 529), ABLÉ accounts (under section 529A), IRA, Coverdell ESA, Archer MSA or HSA contributions or distributions, and pension distributions. You must give your correct TIN, but you do not have to sign the certification.

What Name and Number To Give the Requester

For this type of account:	Give name and SSN of:
1. Individual	The individual
2. Two or more individuals (joint account) other than an account maintained by an FFI	The actual owner of the account or, if combined funds, the first individual on the account ¹
3. Two or more U.S. persons (joint account maintained by an FFI)	Each holder of the account
4. Custodial account of a minor (Uniform Gift to Minors Act)	The minor ²
5. a. The usual revocable savings trust (grantor is also trustee) b. So-called trust account that is not a legal or valid trust under state law	The grantor-trustee ¹ The actual owner ¹
6. Sole proprietorship or disregarded entity owned by an individual	The owner ³
7. Grantor trust filing under Optional Form 1099 Filing Method 1 (see Regulations section 1.671-4(b)(2)(i)(A))	The grantor*
For this type of account:	Give name and EIN of:
8. Disregarded entity not owned by an individual	The owner
9. A valid trust, estate, or pension trust	Legal entity ⁴
10. Corporation or LLC electing corporate status on Form 8832 or Form 2553	The corporation
11. Association, club, religious, charitable, educational, or other tax-exempt organization	The organization
12. Partnership or multi-member LLC	The partnership
13. A broker or registered nominee	The broker or nominee

For this type of account:	Give name and EIN of:
14. Account with the Department of Agriculture in the name of a public entity (such as a state or local government, school district, or prison) that receives agricultural program payments	The public entity
15. Grantor trust filing under the Form 1041 Filing Method or the Optional Form 1099 Filing Method 2 (see Regulations section 1.671-4(b)(2)(i)(B))	The trust

¹ List first and circle the name of the person whose number you furnish. If only one person on a joint account has an SSN, that person's number must be furnished.

² Circle the minor's name and furnish the minor's SSN.

³ You must show your individual name and you may also enter your business or DBA name on the "Business name/disregarded entity" name line. You may use either your SSN or EIN (if you have one), but the IRS encourages you to use your SSN.

⁴ List first and circle the name of the trust, estate, or pension trust. (Do not furnish the TIN of the personal representative or trustee unless the legal entity itself is not designated in the account title.) Also see *Special rules for partnerships*, earlier.

*Note: The grantor also must provide a Form W-9 to trustee of trust.

Note: If no name is circled when more than one name is listed, the number will be considered to be that of the first name listed.

Secure Your Tax Records From Identity Theft

Identity theft occurs when someone uses your personal information such as your name, SSN, or other identifying information, without your permission, to commit fraud or other crimes. An identity thief may use your SSN to get a job or may file a tax return using your SSN to receive a refund.

To reduce your risk:

- Protect your SSN,
- Ensure your employer is protecting your SSN, and
- Be careful when choosing a tax preparer.

If your tax records are affected by identity theft and you receive a notice from the IRS, respond right away to the name and phone number printed on the IRS notice or letter.

If your tax records are not currently affected by identity theft but you think you are at risk due to a lost or stolen purse or wallet, questionable credit card activity or credit report, contact the IRS Identity Theft Hotline at 1-800-908-4490 or submit Form 14039.

For more information, see Pub. 5027, Identity Theft Information for Taxpayers.

Victims of identity theft who are experiencing economic harm or a systemic problem, or are seeking help in resolving tax problems that have not been resolved through normal channels, may be eligible for Taxpayer Advocate Service (TAS) assistance. You can reach TAS by calling the TAS toll-free case intake line at 1-877-777-4778 or TTY/TDD 1-800-829-4059.

Protect yourself from suspicious emails or phishing schemes.

Phishing is the creation and use of email and websites designed to mimic legitimate business emails and websites. The most common act is sending an email to a user falsely claiming to be an established legitimate enterprise in an attempt to scam the user into surrendering private information that will be used for identity theft.

The IRS does not initiate contacts with taxpayers via emails. Also, the IRS does not request personal detailed information through email or ask taxpayers for the PIN numbers, passwords, or similar secret access information for their credit card, bank, or other financial accounts.

If you receive an unsolicited email claiming to be from the IRS, forward this message to phishing@irs.gov. You may also report misuse of the IRS name, logo, or other IRS property to the Treasury Inspector General for Tax Administration (TIGTA) at 1-800-366-4484. You can forward suspicious emails to the Federal Trade Commission at spam@uce.gov or report them at www.ftc.gov/complaint. You can contact the FTC at www.ftc.gov/idtheft or 877-IDTHEFT (877-438-4338). If you have been the victim of identity theft, see www.IdentityTheft.gov and Pub. 5027.

Visit www.irs.gov/IdentityTheft to learn more about identity theft and how to reduce your risk.

Privacy Act Notice

Section 6109 of the Internal Revenue Code requires you to provide your correct TIN to persons (including federal agencies) who are required to file information returns with the IRS to report interest, dividends, or certain other income paid to you; mortgage interest you paid; the acquisition or abandonment of secured property; the cancellation of debt; or contributions you made to an IRA, Archer MSA, or HSA. The person collecting this form uses the information on the form to file information returns with the IRS, reporting the above information. Routine uses of this information include giving it to the Department of Justice for civil and criminal litigation and to cities, states, the District of Columbia, and U.S. commonwealths and possessions for use in administering their laws. The information also may be disclosed to other countries under a treaty, to federal and state agencies to enforce civil and criminal laws, or to federal law enforcement and intelligence agencies to combat terrorism. You must provide your TIN whether or not you are required to file a tax return. Under section 3406, payers must generally withhold a percentage of taxable interest, dividend, and certain other payments to a payee who does not give a TIN to the payer. Certain penalties may also apply for providing false or fraudulent information.

CONFLICT OF INTEREST QUESTIONNAIRE**FORM CIQ**

For vendor doing business with local governmental entity

This questionnaire reflects changes made to the law by H.B. 23, 84th Leg., Regular Session.

This questionnaire is being filed in accordance with Chapter 176, Local Government Code, by a vendor who has a business relationship as defined by Section 176.001(1-a) with a local governmental entity and the vendor meets requirements under Section 176.006(a).

By law this questionnaire must be filed with the records administrator of the local governmental entity not later than the 7th business day after the date the vendor becomes aware of facts that require the statement to be filed. See Section 176.006(a-1), Local Government Code.

A vendor commits an offense if the vendor knowingly violates Section 176.006, Local Government Code. An offense under this section is a misdemeanor.

OFFICE USE ONLY

Date Received

1 Name of vendor who has a business relationship with local governmental entity.

2 Check this box if you are filing an update to a previously filed questionnaire. (The law requires that you file an updated completed questionnaire with the appropriate filing authority not later than the 7th business day after the date on which you became aware that the originally filed questionnaire was incomplete or inaccurate.)

3 Name of local government officer about whom the information is being disclosed.

Name of Officer

4 Describe each employment or other business relationship with the local government officer, or a family member of the officer, as described by Section 176.003(a)(2)(A). Also describe any family relationship with the local government officer. Complete subparts A and B for each employment or business relationship described. Attach additional pages to this Form CIQ as necessary.

A. Is the local government officer or a family member of the officer receiving or likely to receive taxable income, other than investment income, from the vendor?

Yes No

B. Is the vendor receiving or likely to receive taxable income, other than investment income, from or at the direction of the local government officer or a family member of the officer AND the taxable income is not received from the local governmental entity?

Yes No

5 Describe each employment or business relationship that the vendor named in Section 1 maintains with a corporation or other business entity with respect to which the local government officer serves as an officer or director, or holds an ownership interest of one percent or more.

6 Check this box if the vendor has given the local government officer or a family member of the officer one or more gifts as described in Section 176.003(a)(2)(B), excluding gifts described in Section 176.003(a-1).

7

Signature of vendor doing business with the governmental entity

Date

CONFLICT OF INTEREST QUESTIONNAIRE
For vendor doing business with local governmental entity

A complete copy of Chapter 176 of the Local Government Code may be found at <http://www.statutes.legis.state.tx.us/Docs/LG/htm/LG.176.htm>. For easy reference, below are some of the sections cited on this form.

Local Government Code § 176.001(1-a): "Business relationship" means a connection between two or more parties based on commercial activity of one of the parties. The term does not include a connection based on:

- (A) a transaction that is subject to rate or fee regulation by a federal, state, or local governmental entity or an agency of a federal, state, or local governmental entity;
- (B) a transaction conducted at a price and subject to terms available to the public; or
- (C) a purchase or lease of goods or services from a person that is chartered by a state or federal agency and that is subject to regular examination by, and reporting to, that agency.

Local Government Code § 176.003(a)(2)(A) and (B):

(a) A local government officer shall file a conflicts disclosure statement with respect to a vendor if:

(2) the vendor:

(A) has an employment or other business relationship with the local government officer or a family member of the officer that results in the officer or family member receiving taxable income, other than investment income, that exceeds \$2,500 during the 12-month period preceding the date that the officer becomes aware that

- (i) a contract between the local governmental entity and vendor has been executed; or
- (ii) the local governmental entity is considering entering into a contract with the vendor;

(B) has given to the local government officer or a family member of the officer one or more gifts that have an aggregate value of more than \$100 in the 12-month period preceding the date the officer becomes aware that:

- (i) a contract between the local governmental entity and vendor has been executed; or
- (ii) the local governmental entity is considering entering into a contract with the vendor.

Local Government Code § 176.006(a) and (a-1)

(a) A vendor shall file a completed conflict of interest questionnaire if the vendor has a business relationship with a local governmental entity and:

(1) has an employment or other business relationship with a local government officer of that local governmental entity, or a family member of the officer, described by Section 176.003(a)(2)(A);

(2) has given a local government officer of that local governmental entity, or a family member of the officer, one or more gifts with the aggregate value specified by Section 176.003(a)(2)(B), excluding any gift described by Section 176.003(a-1); or

(3) has a family relationship with a local government officer of that local governmental entity.

(a-1) The completed conflict of interest questionnaire must be filed with the appropriate records administrator not later than the seventh business day after the later of:

(1) the date that the vendor:

- (A) begins discussions or negotiations to enter into a contract with the local governmental entity; or
- (B) submits to the local governmental entity an application, response to a request for proposals or bids, correspondence, or another writing related to a potential contract with the local governmental entity; or

(2) the date the vendor becomes aware:

- (A) of an employment or other business relationship with a local government officer, or a family member of the officer, described by Subsection (a);
- (B) that the vendor has given one or more gifts described by Subsection (a); or
- (C) of a family relationship with a local government officer.

Attachment E

FELONY CONVICTION NOTIFICATION

State of Texas Legislative Senate Bill No. 1, Section 44.034, Notification of Criminal History, Subsection (a), states "a person or business entity that enters into a contract with a school district must give advance notice to the district if the person, owner or operator of the business entity has been convicted of a felony." The notice must include a general description of the conduct resulting in the conviction of a felony.

Subsection (b) states "a school district may terminate a contract with a person or business entity if the district determines that the person or business entity failed to give notice as required by Subsection (a) or misrepresented the conduct resulting in the conviction." The district must compensate the person or business entity for services performed before the termination of the contract.

THIS NOTICE IS NOT REQUIRED OF A PUBLICLY -HELD CORPORATION, BUT THE COMPANY REPRESENTATIVE MUST CHECK OFF A SELECTION BELOW (A, B OR C)

I, the undersigned agent for the firm named below, certify that the information concerning notification of felony convictions has been reviewed by me and the following information furnished is true to the best of my knowledge.

VENDOR'S NAME: _____

AUTHORIZED COMPANY OFFICIAL'S NAME (PRINTED)

AUTHORIZED COMPANY OFFICIAL'S SIGNATURE

Date: _____

PLEASE CHECK OFF A SELECTION BELOW

- A. My firm is a publicly-held corporation, therefore, this report requirement is not applicable.
- B. My firm is not owned and/or operated by anyone who has been convicted of a felony.
- C. My firm is owned or operated by the following individual (s) who has/have been convicted of a felony.

Name of Felon (s) _____

Details of conviction(s): _____