



Vendor Performance Management (VPM) Business Process Guide

City of Ottawa
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Document Revision History

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1. Introduction

1.1 Purpose

The purpose of this document is to provide an overview and procedural document related to City of Ottawa processes to effectively apply the Vendor Performance Management (VPM) program. This is a companion reference to the online MERX system. As contracts vary in size, value and complexity, the material in this document will provide a guideline on how to evaluate a vendor's performance and communicate it effectively.

1.2 Background

In April 2011, Council directed staff to implement a procedure for reporting supplier performance to Supply Services (Council Motion No. 11/10, 27 April 2011). Additionally, recent departmental audits and industry best practices recommend implementation of a VPM program.

Supply Services is the owner of the VPM program and various City departments are the users of this program. Individual City departments are responsible for determining their in-house VPM business processes. A best practice review of other municipalities, provincial government authorities and private sector companies was conducted in advance of the implementation of this program.

Thresholds for the VPM framework have been defined as all consulting assignments over \$15K and all contractor assignments over \$100K. This amount applies to the initial pre-tax Purchase Order (PO) value only¹.

The City ensures “best value” for tax payers’ dollars, when vendors deliver goods and services on time, and at the agreed price per quantity, quality, and in accordance with the contract requirements. Accordingly, this would be defined as acceptable vendor performance. When vendors fail to meet their contractual obligations, including adherence to legislated accessibility, health and safety standards, City staff shall document and address vendor performance immediately. This will ensure performance issues can be addressed in a timely manner and allow the vendor to achieve performance improvement through ongoing discussions/communication.

Relevant City Legislation

Section 38 (2) of the Purchasing By-law, and standard clauses in the City’s General Terms and Conditions, permit the Director/General Manager, in consultation with Supply Services, to seek corrective action from non-performing vendors, and to terminate a contract when a vendor is unwilling or unable to perform their contractual obligations.

Section 37 of the Purchasing By-law permits the City Treasurer, in consultation with the City Clerk and Solicitor, to prohibit unsatisfactory vendors from bidding on future City contracts.

¹ The only exception to this rule is in the case of emergency repairs, primarily due to the short duration of the repair work. See section 3.2.1 of this guide for further information on emergency repair work.

1.3 Goals of VPM

The goals of implementing a VPM process and system for the City of Ottawa are to:

- Improve overall vendor (consultants and contractors) performance on City contracts
- Improve communication between staff that manage vendors (e.g. Project Managers) and vendors
- Improve the overall performance of vendors over time (in a measurable way)
- Build a history of vendor performance over time, allowing future vendor selection decisions to include a historical performance perspective

1.4 Best Practices and Vendor Performance

Best practices in VPM include²:

- Building effective and collaborative relationships between the City and vendors to ensure the best possible result
- Maintaining effective ongoing and open communication with vendors from the beginning of the contract
- Outlining performance expectations
- Conducting regular project meetings with minutes distributed to all parties
- Measuring, monitoring, tracking and communicating performance
- Identifying variances between planned versus actual performance

2. Roles and Responsibilities

Directors/General Managers are accountable for procurement activities within their departments and branches.

Managers are responsible for:

- Monitoring the overall VPM process within their branch and dealing with any issues that have been escalated
- Reviewing and approving “outlier” evaluations (above 89% or below 70%)
- Manage and review all “outlier” appeals
- Participate in Management appeal review meetings as required

Program Managers are responsible for:

- Monitoring the overall VPM process within their units
- Ensuring evaluations are completed as scheduled
- Meeting with vendors and Project Managers to discuss performance issues as required
- Reviewing all evaluations and approving vendor scores

² Adapted from Gregory Garrett *Post Award Contract Administration*

- Working together with colleagues in assigned appeal bodies to make decisions on all appeals submitted to the department with overall scores between 70-89%
- Ensuring that issues with vendor performance are escalated to the Manager and if necessary, General Manager as soon as possible

Vendor is the supplier of goods and/or services to the City. The vendor's performance is to be evaluated by the Project Manager on contracts. All vendor scores must be approved by City Management prior to publishing.

Project Managers³ include staff who manage vendors, but for the purpose of this document will be referred to as Project Managers. Project Managers are the recipients of goods and/or services, manage professional services or construction projects, or use contracted services to renew, rehabilitate and maintain City assets. Project Managers are the vendor's client and are directly impacted by vendor performance. Project Managers are in the best position to monitor and record project milestones, project deliverables, work practices, shipping, deliverables and to manage the contractual relationship with vendors through effective communication and dispute resolution.

Project Managers are responsible for:

- Monitoring, communicating and documenting the performance of vendors on their contracts and entering information into MERX
- Ensuring that issues with vendor performance are communicated to the Program Manager/Manager and are acted on immediately

Consultant Project Managers are individuals who are currently on contract to the City and acting as City Project Managers. Consultant Project Managers will complete evaluations of vendors as part of their contracted role. Consultant Project Managers may also be subject to vendor performance and in these cases, their performance shall be evaluated by the responsible Program Manager. Consultant Project Managers are expected to conform to the City of Ottawa's employee Code of Conduct related to the information contained within the VPM system. Additionally, Consultant Project Managers must abide by the following guidelines:

- Consultant Project Managers shall not evaluate their own firm
- Consultant Project Managers shall not evaluate a firm that they have worked for in the previous three (3) years
- Consultant Project Managers shall not collude with others for mutual benefit and/or gain
- Consultant Project Managers shall not disclose and/or take advantage of any vendor performance information gleaned from their tenure at the City of Ottawa for their personal gain and/or for their company's gain
- Consultant Project Managers shall disclose in writing, to the City any influences on their objectivity or any conflicts of interest
- The Consultant Project Manager shall maintain the appropriate documentation to support successful project delivery as stated in Infrastructure Services' Project Delivery Manual (PDM)

³ Project Managers are defined as any staff that oversee consultant or construction assignments. If a Program Manager or Manager is managing a consulting/construction assignment, approval would escalate to the next Management level

VPM Superusers are staff that troubleshoot problems with the MERX system, coach and support staff on the system as required, add/remove users of the MERX system and define reporting relationships, raise system issues with Supply Services, update project information (schedule, budget) in MERX as required and report on the overall program periodically.

Supply Services is the City's procurement authority, and is responsible for the City's contractual relationships with vendors. Supply is responsible for including VPM wording in the procurement document(s) and in the signed contract for eligible VPM projects. Supply is also responsible for opening the project "container" in MERX by entering the contract details into the system and assigning an evaluator. Supply monitors the functionality of VPM and collects feedback regarding improvements to the system.

The Management Appeal Committee (or Management Advisory Committee) is a departmental committee comprised of Managers who review appeals and determine the appeal decision. Subject matter experts may be asked to participate as required (Legal, Supply). The make-up of this committee will depend on the organizational structure of the department or branch.

3. Communicating Performance Effectively Throughout the Life of a Project

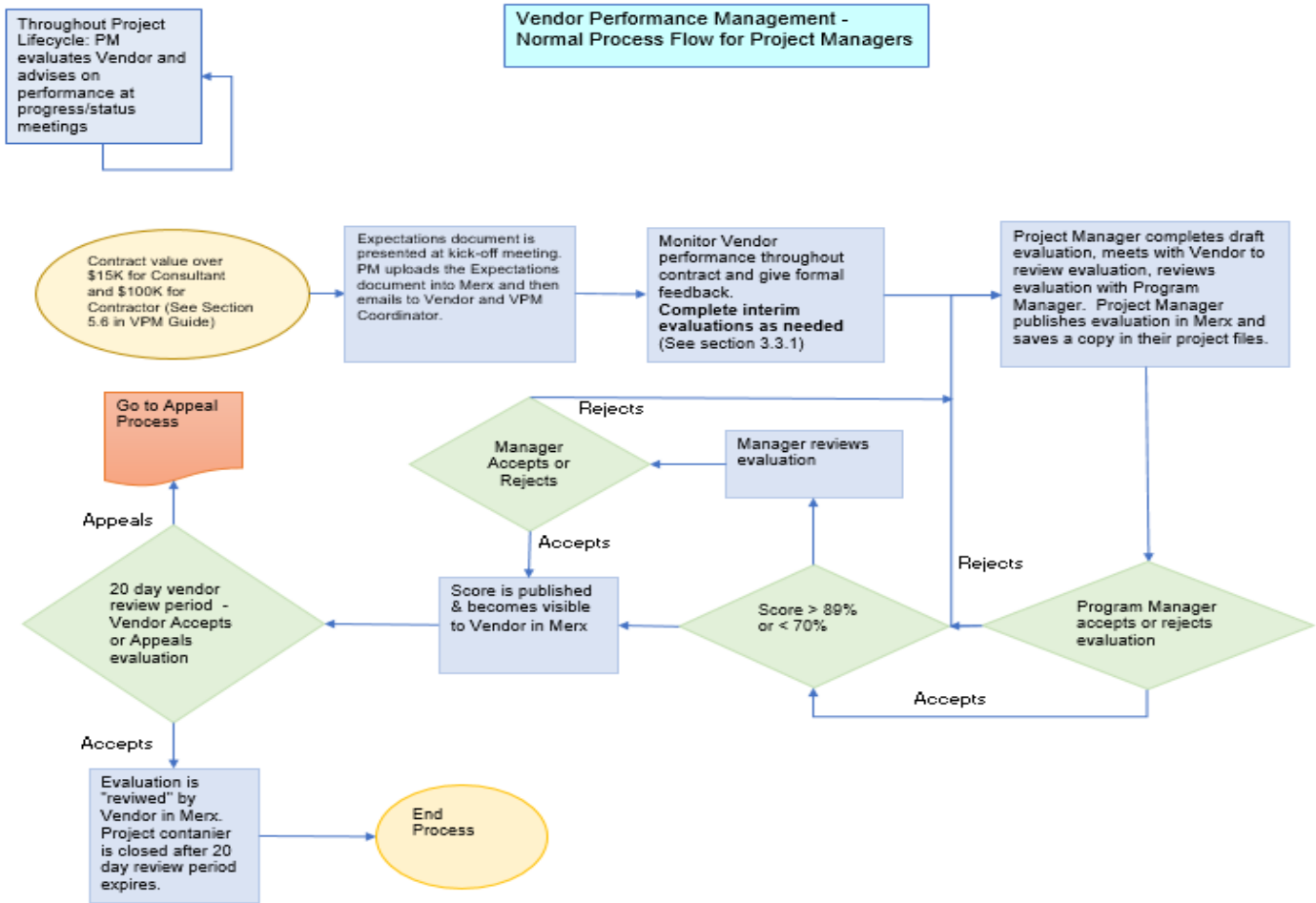
As detailed above, the Project Manager is responsible for:

- Communicating upfront the essentials of the vendor performance program to vendors
- Monitoring vendor performance and compliance to the project contract documents
- Communicating and documenting the performance of vendors on their contracts, including setting clear performance expectations at the beginning of the assignment
- Ensuring that issues with vendor performance are escalated to Program Manager or Manager in accordance with departmental escalation protocol(s)
- Entering and completing interim and final evaluations into MERX
- Gathering information and supporting appeals (if necessary)

Evaluations will only apply to the Prime. The Prime is responsible for the performance of their sub consultants and sub trades.

The process for basic vendor performance is on the following page.

3.1 Opportunities to communicate performance during project lifecycle



There are many opportunities to discuss vendor performance during the project lifecycle. It is important to reiterate that any vendor performance issues shall be discussed and documented immediately (see “No Surprises” strategy below) with the vendor and/or Program Manager and/or where necessary, with the Manager. Supply Services may become involved where the escalation protocol is warranted.

Opportunities for discussing performance with the vendor include, but are not limited to:

Project Kick-Off. Pre-Construction Meeting	Project Progress Meetings	Interim Evaluations	Emails, Letter	Project Close Out Meeting
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The “No Surprises” strategy:

It is the Project Manager’s responsibility to ensure all issues with project scope, cash flow, schedule, budget and risks (new or existing) are escalated as soon as possible to their Program Managers and, if necessary, their Manager.

If issues arise in the mid-reporting period, they should escalate to Program Manager and all involved stakeholders. This is important in order to formulate action/communication plans to deal with unexpected project outcomes.

The strategy will be to answer all the questions that Councilors might have regarding the delivery of projects.

Communicating issues as soon as possible allows the department to manage expectations on mitigation of risks; changes to project scope/schedule and proactively provide the facts before any misinformation is released to council and the media.

The “No Surprises” strategy is to be implemented on all projects. It is the Project Manager’s responsibility to ensure all issues with project scope, cash flow, schedule, budget and risks (potential or otherwise) are escalated as soon as possible to their Program Managers and, if necessary, their Manager. “No Surprises” also applies to communications with the vendor regarding their performance throughout the duration of their contract. Any issues with project scope, cash flow, schedule, budget and risks (potential or otherwise) should be identified to the vendor as well to permit collaboration for resolution. Following protocol is important in order to formulate action/communication plans to deal with unexpected project outcomes/issues.

3.2 Project Start-up

Vendors will be informed that their contract will be subject to the City of Ottawa’s vendor performance framework in tender documents, RFP/RFQ or on the Request for Standing Offer (RFSO).

Once the PO is issued, Supply Services will enter the project information into MERX. This will open up what is referred to as a “container” in the MERX system. Once the container is opened, the MERX system will automatically send an email notification to the Project Manager, as well as the vendor’s MERX account holder. The Project Manager shall log in to MERX and verify that the information entered is correct. Project numbers in MERX are the same as the PO number. If Project Managers need to make a revision to the project information listed in the MERX container, they should contact the departmental Superuser.

Evaluation Thresholds

All consulting assignments with a total approved project budget of >\$15K and all construction contracts with a total approved project budget of >\$100K are subject to the City of Ottawa’s VPM framework. The only exception to this is in the case of an Emergency Repair, primarily due to the short duration of these Contracts.

For certain consulting assignments, Project Managers may need to conduct more than one evaluation for the same vendor on the same project, even if all the work is captured under one PO, when each phase of the assignment meets the VPM threshold requirement. This usually occurs under the following conditions:

- Design consultant who also does the project contract administration
- Design consultant who also provides technical support during construction
- Design consultant who also provides inspection services during construction

The Project Manager shall have a separate kick-off meeting, Expectations Overview document and evaluation for each functional aspect of the project within the consultant’s scope of work.

3.2.1 Multiple VPM Eligible Assignments – Same Purchase Order

In the event that a Design Assignment already has a vendor and the container in MERX needs to be broken up into two Construction Assignments under that same vendor for the purposes of VPM. Supply Services will create, for the Construction services, two VPM containers which will be denoted by the PO number followed by “A” or “B”. These new containers for Construction will have their own separate evaluations.

Example: The design of multiple culverts that will be split into two or more Construction projects. The Contract Administration portion of the assignment will be split into multiple assignments to mirror the Construction contracts. As the Construction projects are independent of each other and may have different Project Managers, each Contract Administration portion of the purchase order will require an individual evaluation. In some situations, there may be different consultants doing the Contract Administration.

In the event of a project, where the VPM evaluation has been completed (and/or the VPM container has been closed) and a new scope is required under the same existing PO as an amendment, for the purposes of VPM, Supply Services may create a new container that will be denoted by the PO number followed by “B”. The evaluation of the new scope will be independent from any evaluations made under the original container. There may be cases in this situation where it will make more sense to reopen the original evaluation and evaluate the new scope under a revised VPM evaluation. Program Managers and Project Managers will decide what option to adopt based on the situation.

Example: Design of the renewal of a road which has been completed in the previous year. There is a change of scope, and the limit of the project is extended to include another 500 meters. The addition in scope is a new VPM design assignment that would be reviewed independently from the initial assignment.

3.2.2 Emergency Repair Guideline – VPM Eligibility

If a Project Manager has a planned project resulting from an emergency repair that should be VPM eligible, please contact Supply Services before the project starts.

Emergency Repairs are not subject to VPM evaluation due to the short duration and immediate requirement of the repair work. However, it may become VPM eligible if there is a follow-on contract to the original repair or the emergency repair itself turns into a planned project. In these cases, the VPM process is to be followed.

A project manager may not retroactively decide to evaluate a project.

Project Kick-Off Meeting/Pre-Construction Meeting: VPM should be included in the broader project kick-off/pre-construction meeting agenda or at the start of a project in conversation with the vendor. The City and vendor can review the proposed work plan and schedule, discuss vendor performance expectations, anticipated evaluation milestones including interim evaluation dates (if applicable) as well as identify potential challenges and risks before work commences.

One of the most important steps in the VPM process takes place at this meeting as it is the opportunity to share the City’s performance expectations with the vendor by providing them with the VPM Expectations Overview document and discussing its content at the very beginning of the project.

Project Managers shall use the appropriate template to prepare a VPM Expectations Overview document and provide it to the vendor at the initial project meeting (e.g. kick-off or pre-construction meeting). To determine how many evaluations will be performed, refer to the interim evaluations below. The Expectations Overview document will form the basis for a discussion with the vendor about how their performance will be evaluated and at what intervals. The Expectations Overview document will form the basis for a discussion with the vendor about how their performance will be evaluated and at what intervals.

Once the VPM Expectations Overview document has been discussed, the Project Manager should provide a copy to the vendor and the Superuser, and also upload the document into MERX. At this time, the Superuser may need to edit certain project details in MERX as per the document (project start date, end date, interim date(s), project name). Note that documents uploaded by the Project

Manager are attached to the evaluation and will not be visible to the vendor until the evaluation has been approved and published.

The VPM Expectations Overview document shall also be stored in the project file for future reference.

3.3 Communicating Performance during the Project

Throughout the contract or assignment, ongoing communication with the vendor with respect to project status, issues, risks and performance is critical. Most of the documentation that will support vendor performance ratings will be generated during the lifecycle of the project (e.g. meeting minutes, summaries, emails, etc.).

Vendor performance discussions should be included on the agenda at project progress meetings on a regular basis. However, these discussions must be confidential between the Vendor and the City Project Manager and no subs, utilities or others should be present. Project Managers may wish to schedule discussions at the beginning or end of the meeting so confidentiality can be maintained.

Progress shall be discussed in an ongoing manner through emails, meetings, documented conference calls and letters. Interim evaluations may be discussed during these meetings.

Emails and letters can be used as a tool to confirm on-site, in telephone and/or in-person discussions. As with all documents that detail decisions and action items, these should be included in the project file.

Project Managers should solicit input from the client department regarding the performance of the vendor. Input from contract administrators, inspectors, etc. can also be considered when evaluating contractor performance.

3.3.1 Interim Evaluations

Interim evaluations are a tool for formally communicating performance while the actual work of the contract is still ongoing. Interim evaluations are completed in MERX and use the same evaluation categories as the final evaluation, but do not count towards the final vendor score and cannot be appealed. Interim evaluations will help the vendor gain an understanding of how their performance on the contract is currently viewed by the City Project Manager and will provide information on areas to target for improvement.

Interim evaluations should be completed within 20 business days of the date specified on the Expectations Overview document. Interim evaluations are mandatory for certain projects and not required for others. The table below shows the requirements for completing interim evaluations.

Contract Duration	Interim	Final	Other evaluation threshold
<6 months		✓	
<1 year	✓	✓	
>1 year but less than 2 years	✓	✓	1 interim evaluation per calendar year of project phase*

Contract Duration	Interim	Final	Other evaluation threshold
Multi-year	✓	✓	1 interim evaluation per calendar year (365 days) of project phase

** VPM may be impacted by projects that have the work split over two (2) years but have long gaps of inactivity (e.g. no work being carried out). This can be due to winter shutdown, a maintenance break (facility shutdown), when equipment is installed in the season it will not be operating (e.g. a boiler installed in summer), or while waiting for installed equipment to be delivered (e.g. boilers and chillers, special lighting or imported tiles). The evaluation period may be “suspended” during these shutdowns and times when work is not being carried out would not count towards the contract duration resulting in fewer evaluations. Please consult with the responsible Program Manager and if necessary, the Manager in these scenarios prior to advising the vendor how VPM will be impacted. Decisions of this nature should be clearly communicated to the vendor.*

Projects less than six (6) months in duration require no interim, only a final evaluation. A maximum of two (2) evaluations per year shall be conducted (includes one (1) interim and one (1) final).

Interim evaluations should be presented to the vendor at the mid-point of the contract or at a significant project milestone (e.g. preliminary design phase completion), agreed upon at the expectations meeting between the vendor and the Project Manager. If the date of the milestone should move due to modifications to the project schedule, the interim evaluation date should move as well, unless that would mean a vendor would go a full calendar year without an evaluation. If this date is revised, please ensure the appropriate notification is sent to the VPM Superuser.

Project Managers will complete interim evaluations in MERX. Once the information has been entered, the interim score will be reviewed and approved by the responsible Program Manager. In the case of overall interim scores above 89% and below 70%, the Manager will also review and approve the interim evaluation. Once the Manager(s) have reviewed and approved the scores, they will be published in MERX. An email notification will be sent to the vendor from MERX advising them that an interim evaluation has been posted. The vendor may then log into MERX and view their interim score.

If necessary, interim evaluation results will be discussed with the vendor at a meeting scheduled by the Project Manager. Any revisions requested by the vendor and agreed to by the Project Manager will require a withdrawal and modification of the existing evaluation in MERX to reflect the revised score. Once the interim evaluation is complete, a PDF copy should be saved from MERX and stored in the project file.

In the event that a project manager is leaving a project it is recommended that an interim evaluation will be conducted with the presence of both project managers to ensure a consistent transition. There are situations when completing an interim evaluation may not be feasible such as if the assignment has just begun and there is not enough information, or if the previous Project Manager is no longer available to complete the evaluation.

Interim evaluation scores do not form part of the final evaluated score and cannot be appealed by the vendor. Scoring is further detailed in Section 5.

3.4 Communicating Performance at the end of the Project

Prior to the final evaluation being published in MERX, the Project Manager is responsible for ensuring that the vendor is informed of the status of their performance as per the “No Surprises” strategy. The way this is communicated will depend on the size, value, complexity and specific requirements of the project.

Final evaluations of a vendor’s performance are due as the project closes-out. The final evaluations are filled out using the MERX system and are similar to interim evaluations. The final evaluations must be completed and approved within a specific timeline, depending on project type. Once the final evaluation has been published, further discussion may take place between the vendor and the Project Manager for clarification of the evaluation. Any revisions presented by the vendor and agreed to by the Project Manager will require the original evaluation to be withdrawn and modified to reflect the revised score. This will reduce the likelihood of the vendor initiating the appeals process.

The final evaluation should be entered in the MERX system based on the event triggers presented in the table below:

Type of Evaluation	Guidelines to enter evaluation into MERX
Construction	20 business days after Substantial Performance
Consultant – Inspection	
Consultant – Contract Administration	
Consultant – Technical Support During Construction	
Consultant – Design	20 business days of delivery of final tender package
Consultant – Studies and other assignments	Within 20 business days of receipt of final deliverables

The process for interim and final evaluations is the same, with the exception that vendors have the option to appeal a final evaluation. After the Project Manager enters the evaluation in MERX, the score will be routed to their Program Manager to be reviewed and approved. Overall scores that fall above 89% or below 70% (“outlier” scores) will also be reviewed and approved by the Manager. Once the scores have been reviewed and approved, they will be published in MERX and an automated email notification will be sent to the vendor’s MERX account holder advising that an evaluation is available for their review. The vendor may then log into MERX and view their final score.

Project Managers are encouraged as a best practice to discuss vendor performance compared to expectations at a final meeting in advance of score publication. Holding a VPM close-out meeting will depend on the size, value, complexity and specific requirements of the project. Regardless, the Project Manager is responsible for communicating the status of the final evaluation with the vendor and welcome a final meeting if necessary. In an event where the vendor has not made efforts to participate in the final meeting(s), and the City Project Manager has exhausted all reasonable

communication efforts to encourage participation, the final evaluation will be published into MERX without the final meeting(s) for the vendor to review and accept or appeal.

If executed, the Vendor Performance close-out meeting will include the presentation of the final evaluation to the vendor for discussion. The City Program Manager may attend this meeting with the Project Manager. Additionally, the Manager should be advised and invited to the vendor performance close-out meeting when an “outlier” score is presented to the vendor.

The final evaluation will be stored in the MERX system and counts towards the vendor’s Vendor Score (VS).

3.5 Re-opening Evaluations

Project Managers may need to re-open published evaluations. Some examples for needing to re-open evaluations could include:

- Design errors and omissions that came to light during construction and/or during the design phase;
- Resolution of claims;
- Issues that arose after assignment completion; and/or
- Revising scores based on performance discussion with the vendor at the close-out meeting.

If necessary, Project Managers should advise their Program Manager and Manager that there is a need to re-open an evaluation and the rationale for doing so. If an evaluation is re-opened for the purpose of revising the score, the original evaluation will need to be withdrawn and modified. The vendor will receive a notification from MERX when an evaluation has been withdrawn, and another when the revised evaluation has been published again. Upon review, vendors will have the opportunity to accept or appeal the revised score.

4. Documentation

Maintaining satisfactory project documentation is key to successful contract administration and project management. These documents will assist with communicating and evaluating performance.

The MERX system has the ability to attach documents to support an evaluation. As the project file shall be considered the repository of all project documents, attaching documents into the MERX system is at the discretion of the Project Manager. However, at a minimum, the following documents **must** be posted to MERX (in addition to being stored in the project file):

- VPM Expectations Overview document
- Any issued Letter(s) of Non-Conformance (if applicable)
- Any issued Letter(s) of Non-Performance (if applicable)
- Any issued Letter(s) of Default (if applicable)
- Any document(s) that support the final evaluation decision

Supporting documentation is mandatory in MERX for evaluation ratings below 70%. After the evaluation is approved and published, all documents posted to the MERX system will be visible to the vendor being evaluated.

The following documents may be used to support VPM evaluations. They should be stored in the project file, but do not need to be uploaded to MERX:

- Internal and external correspondence (emails, faxes and letters)
- Project kick-off/pre-construction/progress meeting agendas and minutes, including all issues discussed, decisions made, issues unresolved and action items assigned; records of minutes shared with all parties
- Progress reports
- Project diaries which record the significant events of the day
- Inspection and laboratory/quality assurance reports
- Change Orders and Change Order Rationale Forms (CORF) that document a change to the project's risk status
- Photographs and video
- Consultant's proposal and/or proposed work plan showing resources and WBS elements
- Consultant's Term of Reference
- Construction schedules
- Cash flow forecasts
- Agreements (general Terms and Conditions, Specifications)
- Project deliverables and rejected project deliverables

Final versions of all evaluations conducted over the life of the project should be saved in PDF format from MERX and stored in the vendor performance folder of the project file on the shared drive.

5. Vendor Performance Scoring and Templates

5.1 Scoring

All vendor performance scores will fall into one of the following performance zones:

Performance Level	Score Range
Outstanding	90-100%
Commendable	80-89%
Satisfactory	70-79%
Needs Improvement	50-69%
Not Satisfactory	<50%

As contracts vary in size, value and complexity, the material in this section will only provide a guideline on how to evaluate the vendor performance.

There are many components that are important to ensure the successful completion of a project, and each have their own rating descriptions. To provide a consistent understanding of performance levels across all categories, general criteria are presented below.

The following criteria describe the four general areas to be reviewed when considering the performance level:

- The frequency of occurrence
- How much of the item was affected
- How much direction the vendor required
- The level of inspection required (if applicable)

Performance Level	Description
Outstanding	<ul style="list-style-type: none"> • The vendor frequently exceeded the requirements of the contract • Non-conformances affected a negligible portion of the project • No direction required; the contractor initiated preventative measures • Inspection, support and/or review at minimal levels
Commendable	<ul style="list-style-type: none"> • The vendor very frequently met and occasionally exceeded the requirements of the contract • Non-conformances affected a small portion of the project • No direction required; the contractor initiated identification, reporting and remedial action • Inspection, support and/or review at reduced level
Satisfactory	<ul style="list-style-type: none"> • The vendor met the requirements of the contract and is in good standing with the City • Non-conformances affected an average portion of the project • Required minimal direction; the contractor initiated remedial action • Inspection, support and/or review at normal level
Needs Improvement	<ul style="list-style-type: none"> • The vendor occasionally did not meet requirements of the contract • Non-conformances affected a large portion of the project and/or had a major impact on the project • Required direction by the owner's representative to rectify • Required additional inspection, support and/or review effort • Non-performance letter(s) may have been issued

Performance Level	Description
Not Satisfactory	<ul style="list-style-type: none"> • Contractor vendor did not meet requirements of the contract • Non-conformances affected a large portion of the project and had a significant negative impact on the project • Required frequent and strong direction to rectify • Required high level of inspection and/or review • Contractor in default (Default letter may have issued) and issue not rectified

When assigning a less than satisfactory score for any evaluation criteria, the MERX system will not allow a Project Manager to publish without supporting comments. Supporting comments for each evaluation criteria is highly recommended as is it gives formal feedback to the vendor that gets recorded. It is important to emphasize both the successes and challenges of the project when formulating these comments. In the case of overall scores that are less than satisfactory, supporting documentation and comments must be added to MERX. All comments and attachments will be visible to the vendor (along with the score) once the evaluation is published.

5.1.1 Project Scores and Vendor Scores

Vendors can only view their own scores in the system; they cannot view the scores of other vendors. Only “Approved” final evaluation scores, scores that have been published by the City and reviewed by the Vendor in the MERX system will count towards a vendor’s Vendor Score (VS). Scores that are currently under appeal will not affect a vendor’s score until the appeal has been resolved.

The formula for calculating a Vendor’s Vendor Score is as follows:

$$OVS = \left(\frac{3(Avg\ Year\ 3\ Scores) + 2(Avg\ Year\ 2\ Scores) + 1(Avg\ Year\ 1\ Scores)}{6} \right)$$

“Year 3” represents the most recent year that work was completed and performance from this year is weighted the heaviest.

Vendor Scores will be tracked, and both will be presented as a percentile (%). This will be determined by Supply Services for future application at a later date. Year 3 commences from the OVS reference date included within the solicitation document.

5.1.2 VPM Criteria in Bid Evaluations

Vendor Scores shall be considered in Construction and Consultant Design and CA bid evaluations beginning in 2018. After consulting with the industry, Supply Services has selected a phased in approach for Construction solicitations:

- In 2018-2019, the Vendor’s VPM Score was 10% of the total score.
- Beginning March 1, 2020, 20% of the total score will be the Vendor’s VPM Score

For Consultant Design/Contract Administration assignments, the weighting shall be as follows:

- For Two Stage RFQ/RFT solicitations, 10% of the technical weighting at the RFQ stage will be the bidder's VPM score. Supply has reduced the Experience and Qualifications and Company Profile categories to make up these points.
- For One Stage RFPs, 4% of the technical weighting will be the bidder's VPM score. Supply has reduced the Understanding of Objectives and Site-Specific Conditions categories to make up these points.

Supply will continue to consult with the industry throughout implementation.

5.2 The Consultant Template

The consultant template has multiple sections and is flexible based on the contract type and duties assigned. For example:

1. Consultants that undertake the design only of the project
2. Consultants who perform the duties of contract administrator on the project
3. Consultants who provide condition assessments, options analysis services, technical services, environmental assessments, feasibility studies, etc.
4. Any combination of the above

As mentioned in Section 3.2, for certain consulting assignments that capture more than one duty, Project Managers shall conduct more than one VPM kick-off meeting, even if all the work is captured under one PO. This usually occurs under the following conditions:

- Design consultant who does the project contract administration
- Design consultant who provides technical support during construction
- Design consultant who provides inspection services during construction

The Project Manager shall have a separate kick-off meeting, Expectations Overview document and evaluation for each piece of work within the consultants' scope of work, as they are considered separate project phases with separate timelines.

The design/studies consultant provides expert knowledge to analyze information, draw conclusions and make recommendations in the form of a written report and/or engineered design for future implementation.

5.3 The Contract Administrator Template

Where the contract administrator (CA) is external to the City, they will be evaluated within the VPM framework. At times, the CA and the design consultant are the same. The CA is responsible for:

- Administering the terms of the construction contract between the City of Ottawa and the contractor
- Act as the City's primary representative on the job site
- Interpret the contract tender documents and judge the contractor's performance of such;

- Ensure that all work on the contract proceeds according to the contract specifications, drawings as well as the terms and conditions of the contract(s) prior to approving work and progress payments
- Identify and manage issues that impact on project schedule, financial implications (within PO authority), or potentially cause a negative impact to the public
- Ensures that accurate records are established and maintained to substantiate payment
- Resolve claims, and assist in negotiating credits/extras/additional work at fair market value within the PO authority
- Provides technical support during construction
- Provides engineering services during construction
- Provides inspection services

Vendors performing engineering services may be required to prepare for “Issued for Construction” drawings, review and approve submittals, provide comments and estimates on any proposed design changes, attend site visits, site meetings and milestone meetings, and provide as built drawings upon completion of the project.

The technical support during construction evaluation is for vendors performing the technical inspection, review and proper completion of the construction contract. Technical support staff have sound knowledge of design standards, specifications, and materials associated with construction. Some technical experts may also provide guidance regarding laws and regulations including environmental, occupational health and safety requirements and their application in construction contracts.

The main duty of vendors performing inspection services during construction is to monitor that the works are constructed in accordance with the contract documents and that contractor follows all applicable City of Ottawa policies and procedures, terms and conditions of the contract, relevant Provincial and Federal laws and/or regulations.

5.4 The Contractor Template

The contractor template is used to evaluate the vendor who constructs or rehabilitates an asset(s). The contractor is a person or company who undertakes a scope of work within a defined timeframe and budget per the contract documents issued via public tender and/or a competitive quotation process by Supply Services. Additionally, the contractor is responsible for providing all of the material, labour, equipment (such as vehicles and tools) and services necessary for the construction of the project. The contractor may hire specialized subcontractors/suppliers to perform some or all of the construction work and is responsible for managing the performance of the subcontractor(s)/suppliers.

Evaluations are to be completed for the Prime contractor only. Subcontractors are not evaluated separately, as their performance is encapsulated in the evaluation of the Prime.

5.5 Categories and Weightings

The applicable evaluation template for the project is identified in MERX when Supply opens the container. When the Project Manager completes the evaluation in MERX, the appropriate evaluation criteria will be displayed and allow the Project Manager to assign scores for each category. MERX will automatically calculate the overall score based on the marks assigned for each category.

The categories and weightings for each evaluation template are provided on the following pages.

Design consultants, studies and assessments will be evaluated using the Consultant – Design template and are weighted as follows:

Criteria	Design Consultant/ Studies
1. Overall Project Management	20
2. Schedule	15
3. Budget Management	20
4. Quality of Design, Reports and Deliverables	20
5. Issue and Risk Management	15
6. Communications and Co-operations	10

Contract administrators, inspectors and technical support consultants are all evaluated using the Consultant – Contract Administration template and are weighted as follows:

Criteria	Contract Administrator (CA)	Technical Support During Construction	Inspection Services During Construction
1. Overall Construction Project Management	15	NA	NA
2. Schedule Monitoring	15	NA	NA
3. Cost Control	15		
4. Technical Support During Construction*	NA	10	NA
5. Oversight of Contractor compliance with Contract documents	NA	NA	15
6. Issue and Risk	10	NA	NA

Criteria	Contract Administrator (CA)	Technical Support During Construction	Inspection Services During Construction
Management			
7. Communication and Co-operation	10	NA	NA
8. Records Management	10	NA	NA

In the Consultant – Contract Administration evaluation template, there is an option in the MERX system to skip categories (“Not Applicable to this Contract”). For inspectors and technical support consultants, evaluations are based on only one category as shown in the table above (100% of the vendor score will be based on this one category).

The categories on the Contractor evaluation are weighted as follows:

Criteria	Contractor
1. Overall Construction Project Management	15
2. Supervision	10
3. Quality	15
4. Health and Safety	15
5. Co-operation and Public Relations	10
6. Cost Control	10
7. Site Management	10
8. Schedule Management	15

6. Merger and Acquisition Process

Mergers and acquisitions (M&A) combine two business entities into one. A merger occurs when the two firms form a new, third entity. In an acquisition, one company purchases and absorbs the other into its operations.

In the case of a merger or acquisition of two companies or entities, the Overall Vendor Score (OVS) of the two companies will be amalgamated and used to calculate one single vendor score. That single score will determine the vendor performance ratings of the resulting single company or entity.

6.1 Default by the Vendor

Overall Vendor Scores will be calculated using the same calculation as referenced in section 5.1.1 above, with the inclusion of all applicable scores from the acquired or merged company/vendor IDs.

6.2 Duty to Inform

Vendors are responsible for informing the City/Project Manager of any mergers or acquisitions involving their firm within 30 days of such merger or acquisition taking legal effect. The City/Project Manager will then follow up with Merx to reflect the change of status.

If the vendor fails to inform Supply Services within 30 days, the City reserves the right to act on the merger or acquisition without written confirmation from the vendor.

6.3 Issue Resolution

Vendors shall notify Supply Services of any issues or concerns with a merger or acquisition. The City reserves the right to make final decisions regarding any issue.

7. Effective Communications

Staff need to work at maintaining a good relationship with the vendor so differences in opinion can be handled appropriately. Good communication is the key to successful a VPM program. Regular communication is always the first and best choice to prevent problems and maintain a good working relationship with the vendor.

Effective dispute resolution requires that the Project Manager and the vendor:

- Recognize that contract documents are not perfect, and neither are people
- Keep larger objectives and the end result in mind
- Focus on the facts and depersonalize issues
- Make reasonable compromises, negotiate prescribed changes to the contract and justify them
- Work cooperatively to proactively resolve disputes in a timely manner

7.1 Escalating Contract Issues – Process

As outlined above, it is important to address contract issues immediately with the vendor and try to mutually bring the matter to resolution. This will facilitate vendor performance discussions and also will serve as supporting documentation for discussions of appeals should they occur. It is best to ensure the following are discussed:

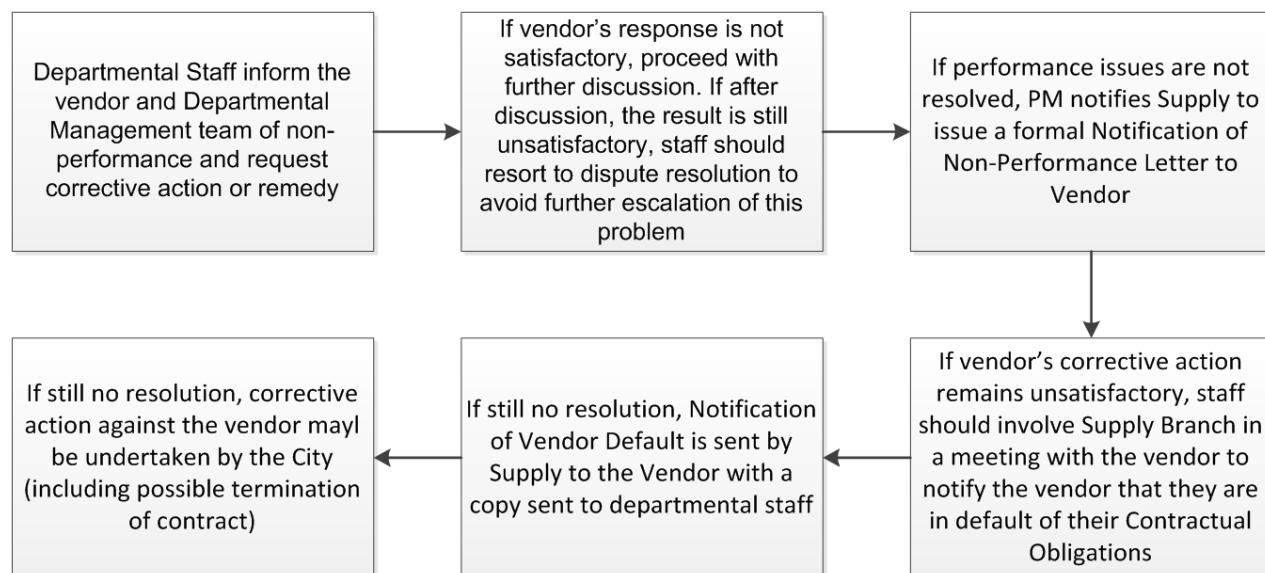
- A description of the situation/issue
- The details of the issue and the resolution requested by the vendor/City as well as the timeline to complete
- The action taken by the vendor/City to bring the situation to resolution
- The result of the action – was the issue resolved?
- Follow-up activities by the CA (if required)

Tools that are available to departmental staff to document contract issues are the following:

- Issue Log/Reports
- Progress Meetings and/or additional project meetings and minutes of these meetings
- Interim evaluations
- Letter(s) of Non-Conformance

- Letter of Notification of Non-Performance
- Letter of Vendor Default

Below is the process for managing and escalating contract issues, including when to use the tools described above:



7.2 Notification of Vendor Non-Performance

The Project Manager should endeavor to solve all issues of performance that need improvement or is unsatisfactory or exhibiting non-performance on an ongoing basis. Ongoing communication and a proactive approach can reduce potential issues (for example, addressing minor issues on site or in progress meetings). Unfortunately, even a proactive approach still may not prevent all issues of non-performance. As these cases present themselves, a short discussion may resolve a contract issue that needs improvement or is unsatisfactory or exhibiting non-performance behavior.

In cases of serious non-performance, a meeting and written communication or phone call should be sent to advise the vendor of the specific items that the vendor has not performed and/or performed unsatisfactorily. The Project Manager should quote the relevant part of the contract specification, delivery date, work plan or specific clause. The vendor and the Project Manager shall agree on the time required to complete the deliverable(s) required under the contract terms and conditions.

The Project Manager shall follow up this discussion with the vendor with a Letter of Vendor Non-Performance detailing the conversation. Supply Services and the Program Manager should be copied on the issuance of this letter. A copy of the letter should also be uploaded to MERX as supporting documentation. Additional monitoring by the Project Manager will be necessary to evaluate vendor response/correction.

If vendor's response is still unsatisfactory, a meeting with Supply Services and the vendor should be initiated by the Project Manager advising the vendor that if no action is taken to fulfill their contractual obligations, they will be in default. The details of this meeting should be formally documented and

shared with all parties and departmental Managers in accordance with departmental escalation protocols.

7.3 Default by the Vendor

The purpose of the default process is to enforce the contract, not to cancel it. Should the vendor meet the City's demands for corrective action they would no longer be in default, and the contract could be concluded successfully.

If dispute resolution fails, written records of all important communications with the vendor should be forwarded to Supply Services. A record of the City's response to vendor non-performance, including a request for corrective action, will allow Supply Services to determine if the vendor is in default of its contractual obligations.

The default process must include written notification to the vendor of its specific non-performance, a request for a correction or remedy in accordance with the contract, and delivery of the remedy by an acceptable date. The letter must inform the vendor that should it fail to correct its performance by the specified date; the City will find the vendor in default of its contractual obligations and is within its legal rights to terminate the contract. A copy of this letter should be uploaded to MERX as supporting documentation.

The contract may require the vendor to make performance securities available for the City to claim in the event of default. Performance securities may be in the form of cash, certified cheques, letters of credit or surety bonds. Supply Services, with the assistance of Legal Services, would determine if the City is within its rights to make a claim against a performance security when the vendor is in default. Even if the City makes a claim against a performance security, the vendor may be bound to provide a remedy and complete the contract.

8. Appeal of Vendor Score

After the final evaluation has been discussed with the vendor, vendors may choose to appeal their final evaluation. Any final score can be appealed. The vendor must submit the appeal within 20 calendar days following the day the final evaluation is published on MERX. If the vendor does not log into MERX to review (accept) **or** appeal the final score within the allotted timeframe, the system will automatically mark the evaluation as reviewed by the vendor. Interim evaluation scores cannot be appealed.

The objective of reviewing the appeal is to validate the information that was provided by the vendor for this appeal, not review the entire evaluation. However, if new information was brought to light that affects how the project outcome came about, the appealed score could be negatively impacted.

The City shall endeavor to respond to appeals within 15 business days. Appeals that must escalate to a higher Management level or are more complex may take longer to render a decision. The vendor should be informed in writing if the appeal review process will take longer than 15 days, and an estimated timeframe for resolution should be provided.

When the vendor enters the appeal into MERX, they will be prompted to enter a rationale for the appeal and will have the option to attach supporting documentation. The rationale provided must be specific to what category they are appealing, and vendors are required to submit documentation to justify a modification to their score.

Vendors have a single opportunity to enter an appeal. If the appeal is incomplete, or necessary documentation is not provided to support the rationale, then the appeal will be rejected. The appeal rationale provided shall highlight the specific references (pages, sections etc.) within the documentation that support the appeal. Appeals of appeals are not permitted.

General guidelines for vendor appeals:

- Whatever relevant documents and/or comments are submitted in MERX by the vendor shall be reviewed by the City
- If one or more categories are appealed, appropriate documentation and justification must be supplied for each category being appealed
- If the vendor appeals on two (2) categories, but only provide rationale for one (1), then the appeal shall proceed on the category with supporting rationale
- If documentation is not provided for the specific category, then the appeal on that category shall be dismissed

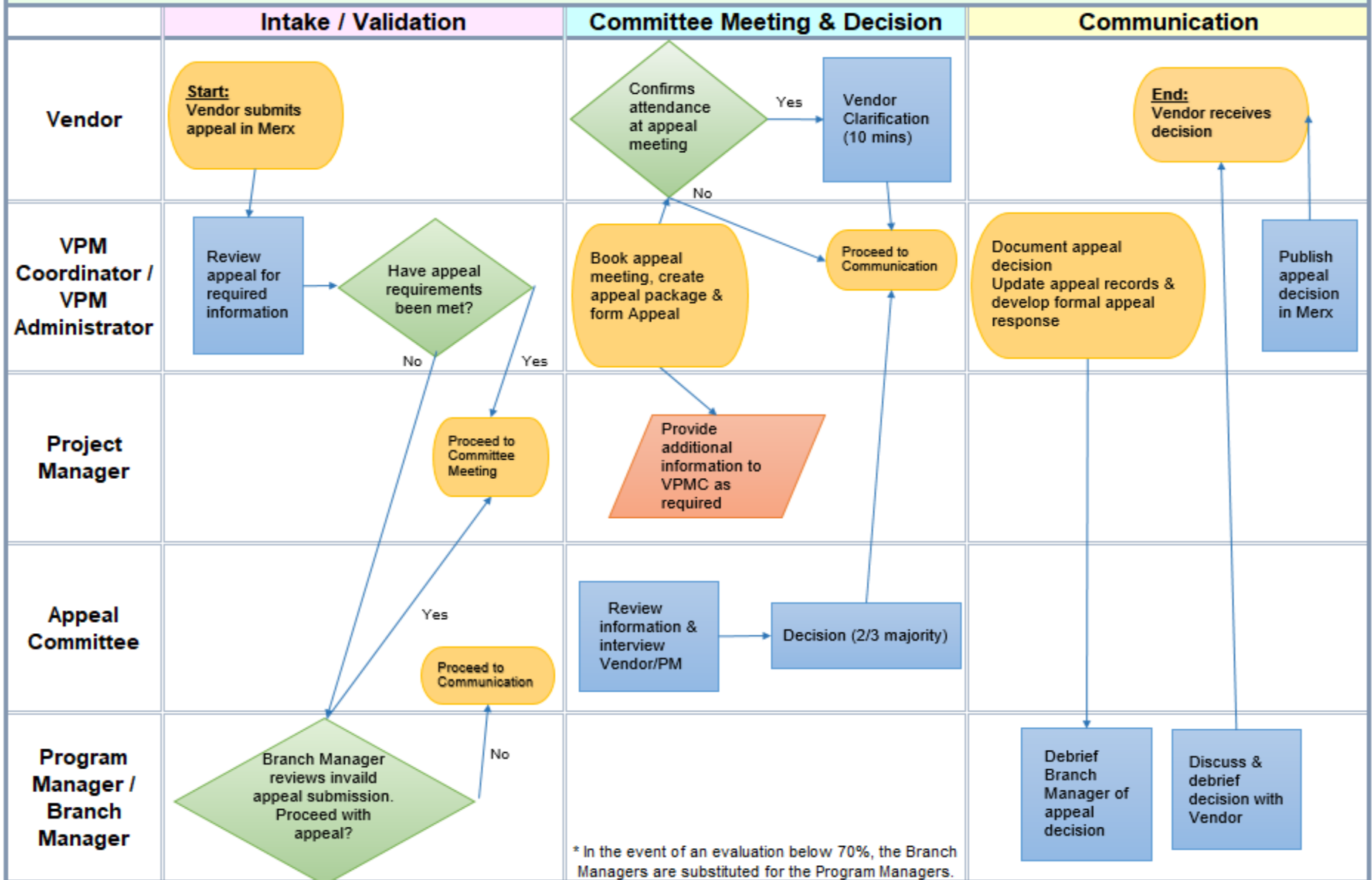
Project Managers and Program Managers will receive an automated notification from the MERX system that the evaluation is under appeal. The Manager will receive a notification of the appeal only if the original score was below 70% or above 89%. The evaluation approver shall advise the VPM Coordinator that there has been an appeal. The Project Manager may be asked to prepare documentation and support the appeal process as necessary.

The intention of the hearing is to give the appeal board an opportunity to ask questions of the vendor and/or for the vendor to clarify information. It is not an opportunity for the vendor to give a presentation or to provide new information. Any new information is to be provided in writing as part of the appeal submission. Attending the appeal board meeting is not mandatory but optional and a maximum of two individuals representing the vendor to attend the hearing.

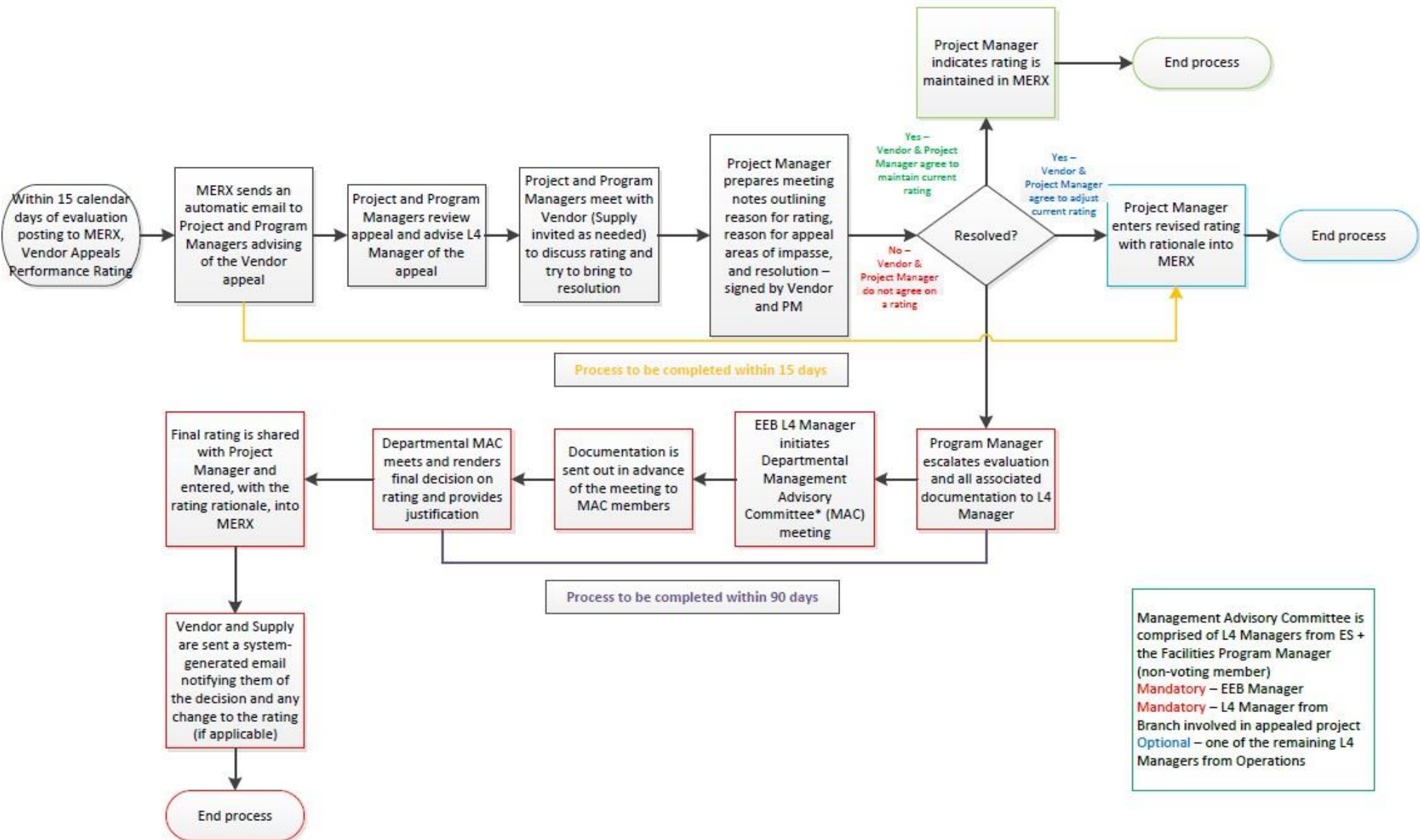
Similar to other municipalities and Provincial authorities, vendors may continue to bid on tenders while an evaluation is under appeal. The evaluation score under appeal is 'suspended' in the VPM system until an appeal decision is entered and the score is not part of the Vendor Score calculation until the appeal is closed.

Each departmental user group of VPM has their own unique appeal process. These appeal workflows are provided below.

Infrastructure Services VPM Appeal Process

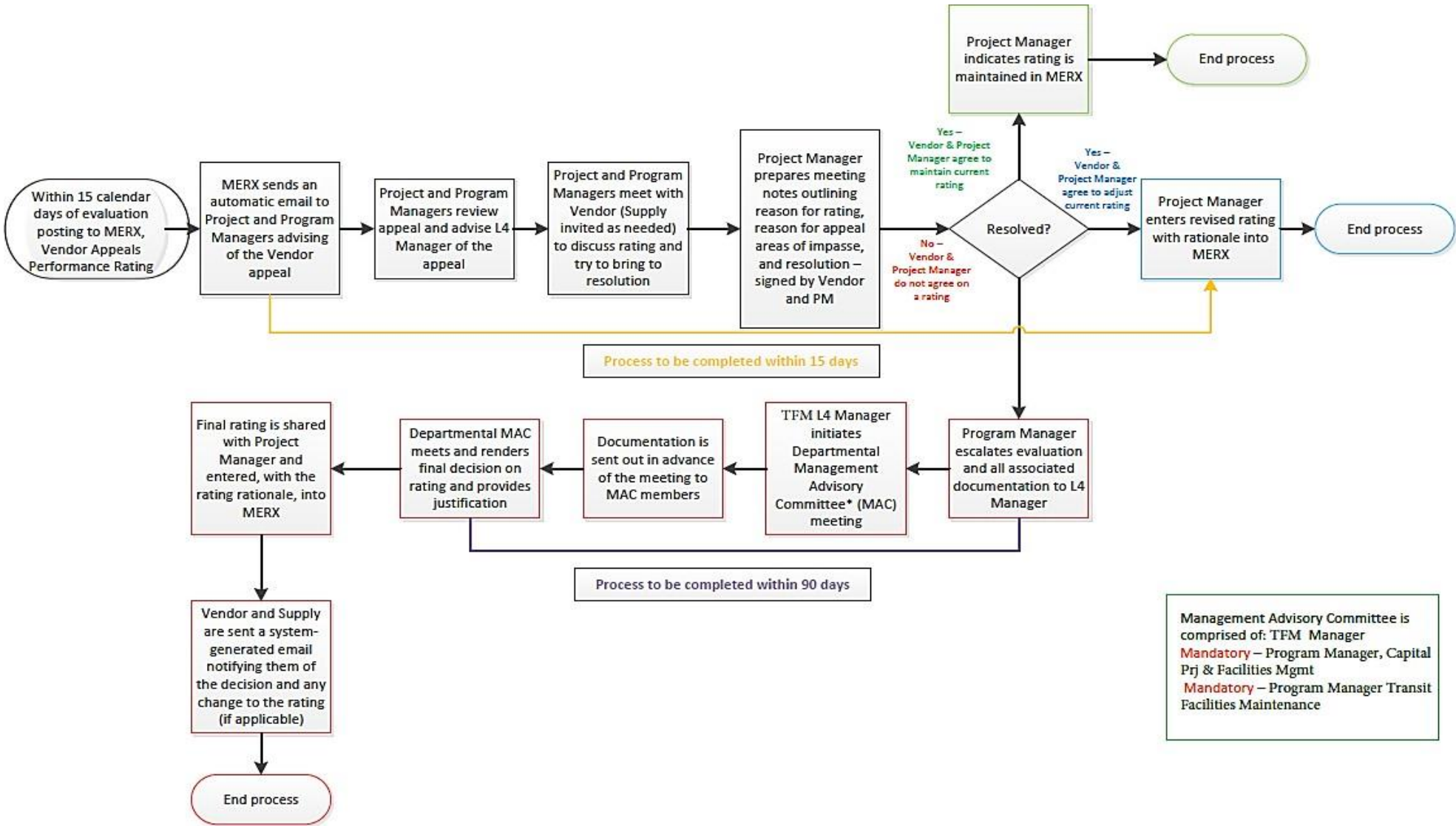


ENVIRONMENTAL SERVICES VPM APPEAL PROCESS



Management Advisory Committee is comprised of L4 Managers from ES + the Facilities Program Manager (non-voting member)
Mandatory – EEB Manager
Mandatory – L4 Manager from Branch involved in appealed project
Optional – one of the remaining L4 Managers from Operations

TRANSIT SERVICES VPM APPEAL PROCESS



Management Advisory Committee is comprised of: TFM Manager
 Mandatory – Program Manager, Capital Prj & Facilities Mgmt
 Mandatory – Program Manager Transit Facilities Maintenance

Appendix A: Detailed Descriptions (Figures)

Figure 1: Vendor Performance Management - Normal Process Flow for Project Managers

Continuous Process: Throughout Project Lifecycle the PM evaluates Vendor and advises on performance at progress/status meetings.

1. **Begin Process**
2. Contract value over \$15k for Consultant and \$100k for Contractor (read Section 5.6 in VPM Guide).
3. Expectations document is presented at kick-off meeting. PM uploads the Expectations document into Merx and then emails to Vendor and VPM Coordinator.
4. Monitor Vendor performance throughout contract and give formal feedback. Complete interim evaluations as needed (Read section 3.3.1).
5. Project Manager completes draft evaluation, meets with Vendor to review evaluation, reviews evaluation with Program Manager. Project Manager publishes evaluation in Merx and saves a copy in their project files.
6. Program Manager accepts or rejects evaluation. Accepts: proceed to step 6. Rejects: repeat step 5.
7. Score greater than 89% proceed to step 9. Score less than 70% proceed to step 8.
8. Manager reviews evaluation. Accepts: proceed to step 9. Rejects: repeat step 5.
9. Score is published and becomes visible to Vendors in Merx.
10. 20 day vendor review period. Vendor accepts evaluation: proceed to step 11. Vendor appeals evaluation: Go to Appeal Process.
11. Evaluation is “reviewed” by Vendor in Merx. Project container is closed after 20 day review period expires.
12. **End Process.**

Figure 2: Managing and escalating contract issues

1. **Begin Process**
2. Departmental staff inform the vendor and Departmental Management team of non-performance and request corrective action or remedy.
3. If vendor's response is not satisfactory, proceed with further discussion. If after discussion, the result is still unsatisfactory, staff should resort to dispute resolution to avoid further escalation of this problem.
4. If performance issues are not resolved, PM notifies Supply to issue a formal Notification of Non-Performance Letter to Vendor.
5. If vendor's corrective action remains unsatisfactory, staff should involve Supply Branch in a meeting with the vendor to notify the vendor that they are in default of their Contractual Obligations.
6. If still no resolution, Notification of vendor Default is sent by Supply to the Vendor with a copy sent to departmental staff.
7. If still no resolution, corrective action against the vendor may be undertaken by the City (including possible termination of contract).
8. **End Process**

Figure 3: Infrastructure Services VPM Appeal Process.

Important Note: In the event of an evaluation below 70%, the Branch Managers are substituted for the Program Managers.

1. (Begin) Intake Validation

- a) **Vendor:** submits appeal in Merx
- b) **VPM Coordinator/VPM Administrator:** Review appeal for required information. If requirements are met, inform **Project Manger** who proceeds to “2. Committee Meeting and Decision”, otherwise proceed to step c.
- c) **Program Manager/Branch Manager:** Reviews invalid appeal submission and informs **Project Manger** to proceed to “2. Committee Meeting and Decision” (to proceed with appeal), or informs **Appeal Committee** to proceed to “3. Communication” (to not proceed with appeal).

2. Committee Meeting and Decision

- a) **VPM Coordinator/VPM Administrator:** Book appeal meeting, create appeal package and form Appeal.
- b) **Vendor:** Confirms attendance at appeal meeting. If “Yes”, Vendor clarification (10 mins). If “No”, the VPM Coordinator/VPM Administrator: proceed to “3. Communication”.
- c) **Project Manager:** Provide additional information to VPCM as required.
- d) **Appeal Committee:** Review information and interview Vendor/PM. Decision (2/3 majority).
- e) **VPM Coordinator/VPM Administrator:** proceed to “3. Communication”

3. Communication

- a) **VPM Coordinator/VPM Administrator:** Document appeal decision. Update appeal records and develop formal appeal response.
- b) **Program Manager/Branch Manager:** Debrief Branch Manager of appeal decision. Discuss and debrief decision with Vendor.
- c) **VPM Coordinator/VPM Administrator:** Publish appeal decision in Merx.
- d) **Vendor:** Vendor receives decision (**End**).

Figure 4: Environmental services VPM appeal process

1. **Begin process**

2. Within 15 calendar days of evaluation posting to MERX, Vendor Appeals Performance Rating

Process to be completed within 15 days

3. MERX sends an automatic email to Project and Program Managers advising of the Vendor appeal.
4. Project and Program Managers review appeal and advise L4 Manager of the appeal.
5. Project and Program Managers meet with Vendor (Supply invited as needed) to discuss rating and try to bring to resolution.
6. Project Manager prepares meeting notes outlining reason for rating, reason for appeal areas of impasse, and resolution - signed by Vendor and PM.
7. Resolved?
 - **Yes:** Vendor and Project Manager agree to maintain current rating: Project Manager indicates rating is maintained in MERX – **End process.**
 - **Yes:** Vendor and Project Manager agree to adjust current rating: Project Manager enters revised rating with rationale into MERX – **End process.**
 - **No:** Vendor and Project Manager do not agree on a rating – proceed to step 8

Process to be completed within 90 days

8. Program Manager escalates evaluation and all associated documentation to L4 Manager.
9. EEB L4 Manager initiates Departmental Management Advisory Committee (MAC) meeting.
 - **Management Advisory Committee** is comprised of L4 Managers from ES + the Facilities Program Manager (non-voting member)
 - **Mandatory:** EEB Manager
 - **Mandatory:** L4 Manager from Branch involved in appealed project
 - **Optional:** one of the remaining L4 Managers from Operations
10. Documentation is sent out in advance of the meeting to MAC members.
11. Departmental MAC meets and renders final decision on rating and provides justification.

Final steps

12. Final rating is shared with Project Manager and entered, with the rating rationale, into MERX.
13. Vendor and Supply are sent a system-generated email notifying them of the decision and any change to the rating (if applicable).
14. **End process**

Figure 5: Transit services VPM appeal process

1. **Begin process**
 2. Within 15 calendar days of evaluation posting to MERX, Vendor Appeals Performance Rating
- Process to be completed within 15 days**
3. MERX sends an automatic email to Project and Program Managers advising of the Vendor appeal.
 4. Project and Program Managers review appeal and advise L4 Manager of the appeal.
 5. Project and Program Managers meet with Vendor (Supply invited as needed) to discuss rating and try to bring to resolution.
 6. Project Manager prepares meeting notes outlining reason for rating, reason for appeal areas of impasse, and resolution - signed by Vendor and PM.
 7. Resolved?
 - **Yes:** Vendor and Project Manager agree to maintain current rating: Project Manager indicates rating is maintained in MERX – **End process.**
 - **Yes:** Vendor and Project Manager agree to adjust current rating: Project Manager enters revised rating with rationale into MERX – **End process.**
 - **No:** Vendor and Project Manager do not agree on a rating – proceed to step 8
- Process to be completed within 90 days**
8. Program Manager escalates evaluation and all associated documentation to L4 Manager.
 9. TFM L4 Manager initiates Departmental Management Advisory Committee (MAC) meeting.
 - **Management Advisory Committee** is comprised of: TFM Manager
 - **Mandatory:** Program Manager, Capital Project and Facilities Management
 - **Mandatory:** Program Manager Transit Facilities Maintenance
 10. Documentation is sent out in advance of the meeting to MAC members.
 11. Departmental MAC meets and renders final decision on rating and provides justification.
- Final steps**
12. Final rating is shared with Project Manager and entered, with the rating rationale, into MERX.
 13. Vendor and Supply are sent a system-generated email notifying them of the decision and any change to the rating (if applicable).
 14. **End process**