

VBE-1
INSTRUCTIONS FOR COMPLETING THE VETERAN BUSINESS ENTERPRISE
(VBE) PARTICIPATION SUBMITTAL AND VBE UTILIZATION SCHEDULE.

VI. Document Submittal Errors.

1. **Fatal errors.** The following errors will result in rejection of a bid or proposal as non-responsive:
 - a. Failure to submit a completed **VBE Participation Submittal (VBE-2)**;
 - b. Failure to submit an **VBE Utilization Schedule (VBE-3)**, unless the bidder or offer is seeking a complete Good Faith Efforts waiver;
 - c. Failure to make commitments to and list **DGS-verified VBEs** that will be used to meet the VBE participation goal, unless the bidder or offeror's commitments to other DGS-verified VBEs meet or exceed the VBE Participation goal;
 - d. Failure to submit a Good Faith Efforts waiver request when not fully meeting the VBE participation goal.

Example: A bidder/offeror lists a subcontractor that possesses a third-party certificate issued by one of the DGS-approved third party certifying entities; however, the subcontractor did not complete its DGS VBE verification as of the bid or proposal due date and time. The bidder/offeror does not receive credit for any commitments made to the subcontractor and has therefore not met the VBE participation goal. The bidder/offeror cannot cure this error. Therefore, the bid or proposal must be rejected as non-responsive.

2. **Potentially curable errors.** The Issuing Office and BDISBO may provide Bidders or Offerors the opportunity to provide clarifications or to correct errors not listed as fatal errors above. If the additionally submitted information does not adequately address or clarify the submittal, the bid or proposal may be rejected. **Bidders or Offerors are not permitted to add additional VBEs or make material changes as part of its clarifications or corrections in order to meet the VBE participation goal.**
3. **Solicitations with Multiple Lots or Base Bids.** If the Bid or Proposal contains separate Lots or multiple Base Bids, an Offeror must complete and submit a separate **VBE Participation Submittal (VBE-2)** and accompanying required documentation for EACH Lot or Base Bid for which it is submitting a bid or proposal. Each separate **VBE Participation Submittal** and accompanying required documentation must be labeled to identify the corresponding Lot or Base Bid. Failure to submit an **VBE Participation Submittal** and accompanying required documentation for each Lot or Base Bid will result in the rejection of the bid or proposal for each Lot or Base Bid for which an **VBE Participation Submittal** was not submitted.

VBE-2
VBE PARTICIPATION SUBMITTAL

CHECK ONE, AND ONLY ONE, BOX. FAILURE TO COMPLY WILL RESULT IN REJECTION OF YOUR BID/PROPOSAL.

Click on bold titles to navigate to that specific page.

I agree to meet the VBE participation goal in full.

I have completed and am submitting with my bid or proposal an **VBE Utilization Schedule (VBE-3)**, which is required in order to be considered for award.

I am requesting a partial waiver of the VBE participation goal.

After making good faith outreach efforts as more fully described in the **Guidance for Documenting Good Faith Efforts to Meet the VBE Participation Goal**, I am unable to achieve the total VBE participation goal for this solicitation and am requesting a partial waiver of the VBE participation goal.

I have completed and am submitting with my bid or proposal both of the following, which are required in order to be considered for award:

1. an **VBE Utilization Schedule (VBE-3)** for that portion of the VBE participation goal that I will meet; AND
2. a **Good Faith Efforts Waiver Request** for the portion of the VBE participation goals that I am unable to meet.

I am requesting a full waiver of the VBE participation goal

After making good faith outreach efforts as more fully described in the **Guidance for Documenting Good Faith Efforts to Meet the VBE Participation Goal**, I am unable to achieve any part of the VBE participation goal for this solicitation and am requesting a full waiver of the VBE participation goal.

I have completed and am submitting with my bid or proposal a **Good Faith Efforts Waiver Request** for the complete VBE participation goal, which is required in order to be considered for award.

NOTE: VBE primes who are submitting as bidders or offerors must complete an VBE Utilization Schedule (VBE-3) identifying any self-performance towards the VBE participation goal.

**VBE-3
VBE UTILIZATION SCHEDULE**

List in the chart below VBEs (including where applicable a prime bidder or offeror is self-performing a portion of the work) that will be used to meet the VBE participation goal (add additional pages if necessary). Submit a **Letter of Commitment (VBE-3-1)** for each VBE subcontractor (add additional Letters of Commitment as necessary).

VBE Name SAP Vendor Number (6-digit number provided by VBE) VBE Verification Number (located on DGS VBE verification)	Type of VBE (check all that apply)	Description of Work to be Performed (Statement of Work/Specification reference)	% Commitment (or % of work to be self-performed by VBE bidder/offeror)	Associated Dollar Value of Commitment
Name: <u>ABC IT Solutions</u> SAP Vendor Number: <u>123456</u> VBE Verification Number: <u>123456-2016-09-SB-M</u>	MBE	IT staffing resources	%	\$
Name: SAP Vendor Number: VBE Verification Number:	<input type="checkbox"/> VBE <input type="checkbox"/> SDVBE		%	
Name: SAP Vendor Number: VBE Verification Number:	<input type="checkbox"/> VBE <input type="checkbox"/> SDVBE		%	
Name: SAP Vendor Number: VBE Verification Number:	<input type="checkbox"/> VBE <input type="checkbox"/> SDVBE		%	
Name: SAP Vendor Number: VBE Verification Number:	<input type="checkbox"/> VBE <input type="checkbox"/> SDVBE		%	
Attach additional sheets if necessary			Total % VBE commitment: <u>0</u>	Total \$ amount: <u>\$ 0</u>

**VBE-3-1
LETTER OF COMMITMENT**

This Letter of Commitment serves as confirmation of the commitment by the prime Bidder or Offeror to utilize the Veteran Business Enterprise (VBE) on the below-referenced Solicitation/Project.

Solicitation Number: _____

Solicitation Name: _____

	Bidder/Offeror Information	VBE Information
Name		
Address		
Point of Contact		
Telephone number		
Email address		

Services/Supplies and Time Frame. If Bidder/Offeror is the successful vendor, the VBE shall perform or provide the following services or supplies during the initial term of the prime contract and during any extensions, options or renewal periods of the prime contract exercised by the Commonwealth, as more specifically set forth below:

Services or supplies the VBE will provide:

Specific Time Frame the VBE will provide the services or supplies:

Percentage Commitment. These services or supplies represent _____% of the total cost of the Bidder/Offeror's cost submittal for the initial term of the contract. Depending on actual contract usage or volume, it is expected the VBE will receive \$_____ during the initial contract term. Bidder/Offeror shall pay VBEs, after receipt of a proper invoice and all other required documentation from an VBE, within 10 days after receipt of payment from the Commonwealth.

VBE verified. By signing below, the VBE represents that it meets the VBE requirements set forth in the Solicitation and all required documentation has been provided to the Bidder/Offeror for its VBE submission.

Sincerely,

Acknowledged

Printed name

Printed name

Signature
Bidder/Offeror Point of Contact Name

Signature
VBE Point of Contact Name

** For purposes of monitoring compliance with SDB and VBE commitments, the work performed by a firm that is both an SDB and a VBE will be counted by BDISBO towards fulfilling both the SDB and VBE commitments unless otherwise agreed to by the parties in writing and approved by BDISBO and the Issuing Office.*

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Bidders/Offerors do not need to return VBE-4 with their VBE Participation Submittal

In order for its bid or proposal to be responsive, the Bidder or Offeror must either (1) meet the VBE participation goal and document its commitments for participation of VBE firms, or (2) when it does not meet the VBE participation goal, submit a Good Faith Efforts waiver request as set forth in Section IV below and the **Good Faith Efforts Documentation to Support Waiver Request (VBE-5)** of the VBE Participation Goal.

I. Definitions

Good Faith Efforts - The “Good Faith Efforts” requirement means that when requesting a waiver, the Offeror must demonstrate that it took all necessary and reasonable steps to achieve the VBE participation goal. Those steps are considered necessary and reasonable when their scope, intensity, and relevance could reasonably be expected to obtain sufficient VBE participation, even if those steps were not fully successful. The Issuing Agency and Department of General Services’ Bureau of Diversity, Inclusion and Small Business Opportunities (BDISBO) will determine whether or not the Offeror requesting a Good Faith Efforts waiver made adequate Good Faith Efforts by considering the quality, quantity, and intensity of the Offeror’s efforts. Mere *pro forma* efforts are not Good Faith Efforts to meet the VBE participation requirements. The determination concerning the sufficiency of the Offeror's Good Faith Efforts is subjective; meeting quantitative formulas is not required.

Identified Items of Work – all reasonably identifiable subcontractable work opportunities under a resulting contract for performance by subcontractors.

Identified VBEs– all of the VBEs the Offeror has identified as available to perform the Identified Items of Work and should include all DGS-verified VBEs that are reasonably identifiable.

Offeror – for purposes of this **Good Faith Efforts Documentation to Support Waiver Request**, the term “Offeror” includes any entity responding to a solicitation, including invitations for bids, requests for proposals, and other types of best value solicitations.

VBE – “VBE” refers to Veteran-Owned Small Business Enterprises or Service-Disabled Veteran-Owned Small Business Enterprise verified by BDISBO.

VBE participation goal – “VBE participation goal” refers to the VBE participation goal set for a procurement for Veteran-Owned Small Businesses and Service-Disabled Veteran-Owned Small Businesses.

II. Types of Actions Agency and BDISBO will Consider

The following is a list of types of actions the procuring agency and BDISBO will consider as part of the Offeror's Good Faith Efforts when the Offeror is unable to meet, in full, the VBE

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participation goal. This list is not intended to be a mandatory checklist, nor is it intended to be exclusive or exhaustive. Other factors or types of efforts may be relevant in appropriate cases.

A. Identify Proposal Items as Work for VBEs

1. Identified Items of Work

- (a) Offerors should reasonably identify sufficient items of work to be performed by VBEs.
- (b) Where appropriate, Offerors should break out contract work items into economically feasible units to facilitate VBE participation, rather than perform these work items with their own forces. **The ability or desire of a prime contractor to perform the work of a contract with its own organization does not relieve the Offeror of the responsibility to make Good Faith Efforts to meet the VBE participation goal.**

B. Identify VBEs to Solicit

1. Identified VBEs

- (a) Offerors must reasonably identify the VBEs that are available to perform the Identified Items of Work.
- (b) Any VBEs identified as available by the Offeror should be certified to perform the Identified Items of Work.

C. Solicit VBEs

- 1. Offerors must solicit a reasonable number of identified VBEs for all Identified Items of Work by providing written notice. The Offeror must:
 - (a) provide the written solicitation to the Identified VBEs at least 10 days prior to Bid or Proposal due date to allow sufficient time for the Identified VBE to respond;
 - (b) send the written solicitation by first-class mail, facsimile, or e-mail using contact information in the BDISBO Directory, unless the Offeror has a valid basis for using different contact information; and
 - (c) provide adequate information about the plans, specifications, anticipated time schedule for portions of the work to be performed by the Identified VBE, and other requirements of the contract to assist Identified VBEs in responding. (This information may be provided by including hard copies in the written solicitation or by electronic means as described in C.3 below.)

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2. "All" Identified VBES includes any VBE Firms the Offeror identifies as potentially available to perform the Identified Items of Work, but it does not include Identified VBES who are no longer certified to perform the work as of the date the Offeror provides written solicitations.
3. "Electronic Means" includes, for example, information provided *via* a website or file transfer protocol (FTP) site containing the plans, specifications, and other requirements of the contract. If an interested VBE cannot access the information provided by electronic means, the Offeror must make the information available in a manner that is accessible to the interested VBE.
4. Offerors must follow up on initial written solicitations by contacting Identified VBES to determine their interest in bidding. The follow up contact may be made:
 - (a) by telephone using the contact information in BDISBO's Directory, unless the Offeror has a valid basis for using different contact information; or
 - (b) in writing *via* a method that differs from the method used for the initial written solicitation.
5. In addition to the written solicitation set forth in C.1 and the follow up required in C.4, offerors must use all other reasonable and available means to solicit the interest of Identified VBES certified to perform the work of the contract. Examples of other means include:
 - (a) attending any Supplier Forums, or Pre-Proposal or Pre-Bid conferences at which VBES could be informed of contracting and subcontracting opportunities; and
 - (b) if recommended by the procurement, advertising with or effectively using the services of at least two veteran-focused entities or media, including trade associations, veteran community organizations, veteran contractors' groups, and local, state, and federal veteran business assistance offices.

D. Negotiate with Interested VBES

Offerors must negotiate in good faith with interested VBES.

1. Evidence of negotiation includes, without limitation, the following:
 - (a) the names, addresses, and telephone numbers of VBES that were considered;
 - (b) a description of the information provided regarding the plans and specifications for the work selected for subcontracting and the means used to provide that information; and

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- (c) evidence as to why additional agreements could not be reached for VBEs to perform the work.
2. In negotiating with subcontractors, the offeror should consider a subcontractor's price and capabilities as well as the VBE participation goal.
 3. Additional costs incurred in finding and using VBEs are not sufficient justification for the Offeror's failure to meet the VBE participation goal, as long as such costs are reasonable. Factors to take into consideration when determining whether an VBE's quote is excessive or unreasonable include, without limitation, the following:
 - (a) dollar difference between the VBE subcontractor's quote and the average of other subcontractors' quotes received by the Offeror;
 - (b) percentage difference between the VBE subcontractor's quote and the average of other subcontractors' quotes received by the Offeror;
 - (c) percentage that the VBE subcontractor's quote represents of the total contract cost;
 - (d) whether the work described in the VBE and Non-VBE subcontractor quotes (or portions thereof) submitted for review is the same or comparable; and
 - (e) number of quotes received by the Offeror for that portion of the work.
 4. The factors in paragraph 3 above are not intended to be mandatory, exclusive, or exhaustive, and other evidence of an excessive or unreasonable price may be relevant.
 5. The Offeror may not use its price for self-performing work as a basis for rejecting an VBE's quote as excessive or unreasonable.
 6. The "average of the other subcontractors' quotes received" by the Offeror refers to the average of the quotes received from all subcontractors. Offeror should attempt to receive quotes from at least three subcontractors, including one quote from an VBE and one quote from a non-VBE.
 7. The Offeror shall not reject an VBE as unqualified without sound justification based on a thorough investigation of the VBE's capabilities. For each VBE that is rejected as unqualified or that placed a subcontract quotation or offer that the Offeror concludes is not acceptable, the Offeror must provide a written detailed statement outlining the justification for its conclusion. The Offeror also must document the steps taken to verify the capabilities of the VBE and non-VBE Firms quoting similar work.

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- (a) The factors to take into consideration when assessing the capabilities of an VBE include, but are not limited to the following: financial capability, physical capacity to perform, available personnel and equipment, existing workload, experience performing the type of work, conduct and performance in previous contracts, and ability to meet reasonable contract requirements.
- (b) The VBE's standing within its industry, membership in specific groups, organizations, or associations and political or social affiliations (for example union vs. non-union employee status) are not legitimate causes for the rejection or non-solicitation of Proposals in the efforts to meet the VBE participation goal.

E. Assisting Interested VBEs

When appropriate under the circumstances, the procuring agency and BDISBO will consider whether the Offeror made reasonable efforts to assist interested VBEs in obtaining:

1. The bonding, lines of credit, or insurance required by the procuring agency or the Offeror; and
2. Necessary equipment, supplies, materials, or related assistance or services.

III. Other Considerations

In making a determination of Good Faith Efforts, the procuring agency and BDISBO may consider engineering estimates, catalogue prices, general market availability and availability of certified VBEs in the area in which the work is to be performed, other Proposals or offers and subcontract Proposals or offers substantiating significant variances between VBE and non-VBE costs of participation, and their impact on the overall cost of the contract to the Commonwealth and any other relevant factors.

The procuring agency and BDISBO may consider whether the Offeror decided to self-perform potentially subcontractable work with its own forces. The procuring agency and BDISBO also may consider the performance of other Offerors in meeting the VBE participation goal. For example, when the apparent successful Offeror fails to meet the VBE participation goal, but others meet it, this raises the question of whether, with additional reasonable efforts, the apparent successful Offeror could have met the VBE participation goal. If the apparent successful Offeror fails to meet the VBE participation goal but meets or exceeds the average VBE participation obtained by other Offerors, this, when viewed in conjunction with other factors, could be evidence of the apparent successful Offeror having made Good Faith Efforts.

IV. Documenting Good Faith Efforts

At a minimum, the Offeror seeking a Good Faith Efforts waiver of the VBE participation goal or a portion thereof must provide written documentation of its Good Faith Efforts along with its bid or proposal. The written documentation shall include the following:

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A. Items of Work (complete VBE-5, Part 1 – Identified Items of Work Offeror Made Available to VBEs)

A detailed statement of the efforts made to select portions of the contract work proposed to be performed by VBEs in order to increase the likelihood of achieving the VBE participation goal.

B. Outreach/Solicitation/Negotiation

1. A detailed statement of the efforts made to contact and negotiate with VBEs including:
 - (a) the names, addresses, and telephone numbers of the VBEs who were contacted, with the dates and manner of contacts (letter, fax, e-mail, telephone, etc.) **(complete VBE-5, Part 2 – Identified VBE Firms and Records of Solicitations. Include letters, fax cover sheets, e-mails, etc. documenting solicitations); and**
 - (b) a description of the information provided to VBEs regarding the plans, specifications, and anticipated time schedule for portions of the contract work to be performed and the means used to provide that information.
2. The record of the Offeror's compliance with the outreach efforts set forth in **VBE-5, Part 3 - Outreach Efforts Compliance Statement.**

C. Rejected VBEs (complete VBE-5, Part 4 - Additional Information Regarding Rejected VBE Quotes)

1. For each VBE that the Offeror concludes is not acceptable or qualified, provide a detailed statement of the reasons for this conclusion, including the steps taken to verify the capabilities of the VBE and non-VBE firms quoting similar work.
2. For each VBE that the Offeror concludes has provided an excessive or unreasonable price, a detailed statement of the reasons for the Offeror's conclusion, including the quotes received from all VBE and non-VBE firms proposing on the same or comparable work. **(Include copies of all quotes received.)**

D. Unavailable VBEs (complete VBE-5, Part 5 – VBE Subcontractor Unavailability Certificate)

1. **For each VBE that the Offeror contacted but found to be unavailable, submit an VBE Subcontractor Unavailability Certificate signed by the VBE, an email from the VBE indicating the VBE is unavailable, or a statement from the Offeror that the VBE refused to sign the VBE Subcontractor Unavailability Certificate.**

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E. Other Documentation

1. Submit any other documentation requested by BDISBO or the Procuring Agency to ascertain the Offeror's Good Faith Efforts.
2. Submit any other documentation the Offeror believes will help BDISBO or the Procuring Agency ascertain its Good Faith Efforts.

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GOOD FAITH EFFORTS DOCUMENTATION TO SUPPORT WAIVER REQUEST OF VBE PARTICIPATION GOAL

Project Description:	
Commonwealth Agency Name:	
Solicitation #:	
Solicitation Due Date and Time:	

Bidder/Offeror Company Name:	
Bidder/Offeror Contact Name:	
Bidder/Offeror Contact Email:	
Bidder/Offeror Contact Phone Number:	

Part 1 – Identified Items of Work Offeror Made Available to VBEs

Identify those items of contract work that the Offeror made available to VBEs. This includes, where appropriate, those items the Offeror identified and subdivided into economically feasible units to facilitate the VBE participation. For each item listed, show the anticipated percentage of the total contract cost. Offeror must demonstrate that enough work to meet the VBE participation goal was made available to VBEs, and the total percentage of the items of work identified for VBE participation met or exceeded the VBE participation goal set for the procurement.

Identified Items of Work	Was this work listed in the solicitation?	Does Offeror normally self-perform this work?	Was this work made available to VBE Firms? If not, explain why.
	<input type="checkbox"/> yes <input type="checkbox"/> no	<input type="checkbox"/> yes <input type="checkbox"/> no	<input type="checkbox"/> yes <input type="checkbox"/> no
	<input type="checkbox"/> yes <input type="checkbox"/> no	<input type="checkbox"/> yes <input type="checkbox"/> no	<input type="checkbox"/> yes <input type="checkbox"/> no
	<input type="checkbox"/> yes <input type="checkbox"/> no	<input type="checkbox"/> yes <input type="checkbox"/> no	<input type="checkbox"/> yes <input type="checkbox"/> no
	<input type="checkbox"/> yes <input type="checkbox"/> no	<input type="checkbox"/> yes <input type="checkbox"/> no	<input type="checkbox"/> yes <input type="checkbox"/> no
	<input type="checkbox"/> yes <input type="checkbox"/> no	<input type="checkbox"/> yes <input type="checkbox"/> no	<input type="checkbox"/> yes <input type="checkbox"/> no

Attach additional sheets if necessary.

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GOOD FAITH EFFORTS DOCUMENTATION TO SUPPORT WAIVER REQUEST OF VBE PARTICIPATION GOAL**

Part 2 – Identified VBEs and Record of Solicitations

Identify the VBEs solicited to provide quotes for the Identified Items of Work made available for VBE participation. Include the name of the VBE solicited, items of work for which quotes were solicited, date and manner of initial and follow-up solicitations, whether the VBE provided a quote, and whether the VBE is being used toward meeting the VBE participation goal. VBEs used to meet the VBE participation goal must be listed on the **VBE Utilization Schedule (VBE-2)**.

Note: Copies of all written solicitations and documentation of follow-up calls to VBEs must be attached to this form. For each Identified VBE listed below, Offeror should submit an VBE Subcontractor Unavailability Certificate signed by the VBE or a statement from the Offeror that the VBE refused to sign the VBE Subcontractor Unavailability Certificate.

Name of Identified VBE and Classification	Describe Item of Work Solicited	Initial Solicitation Date & Method	Follow-up Solicitation Date & Method	Details for Follow-up Calls	Quote Received?	Quote Used?	Reason Quote Rejected
VBE Name: <input type="checkbox"/> VBE <input type="checkbox"/> SDVBE		Date: <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> mail <input type="checkbox"/> email <input type="checkbox"/> fax <input type="checkbox"/>	Date: <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> mail <input type="checkbox"/> email <input type="checkbox"/> fax <input type="checkbox"/>	Date and Time of Call: Spoke with: Left Message:	<input type="checkbox"/> yes <input type="checkbox"/> no	<input type="checkbox"/> yes <input type="checkbox"/> no	<input type="checkbox"/> Used other VBE <input type="checkbox"/> Used non-VBE <input type="checkbox"/> Self performing
VBE Name: <input type="checkbox"/> VBE <input type="checkbox"/> SDVBE		Date: <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> mail <input type="checkbox"/> email <input type="checkbox"/> fax <input type="checkbox"/>	Date: <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> mail <input type="checkbox"/> email <input type="checkbox"/> fax <input type="checkbox"/>	Date and Time of Call: Spoke with: Left Message:	<input type="checkbox"/> yes <input type="checkbox"/> no	<input type="checkbox"/> yes <input type="checkbox"/> no	<input type="checkbox"/> Used other VBE <input type="checkbox"/> Used non-VBE <input type="checkbox"/> Self performing

Attach additional sheets as necessary.

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Part 3 – VBE Outreach Compliance Statement

- 1. List the Identified Items of Work for subcontracting opportunities for the solicitation along with specific work categories:**

- 2. Attach to this form copies of written solicitations (with Bid or Proposal instructions) used to solicit Identified VBEs for these subcontract opportunities.**

- 3. Offeror made the following attempts to contact the Identified VBEs:**

- 4. Bonding Requirements (Please Check One):**

This project does not involve bonding requirements.

Offeror assisted Identified VBEs to fulfill or seek waiver of bonding requirements.
(DESCRIBE EFFORTS):

- 5. Pre-Bid/Proposal Conference or Supplier Forum (Please Check One):**

Offeror did attend the pre-Bid/Proposal conference or Supplier Forum

No pre-Bid/Proposal conference or Supplier Forum was held

Offeror did not attend the pre-Bid/Proposal conference or Supplier Forum

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Part 4 – Additional Information Regarding Rejected VBE Quotes

This form must be completed if Part 2 indicates that an VBE quote was rejected because the Offeror is using a non-VBE or is self-performing the Identified Items of Work. List the Identified Items of Work, state whether the work will be self-performed or performed by a non-VBE, and if applicable, state the name of the non-VBE firm. Also include the names of all VBEs and non-VBE firms that provided a quote and the amount of each quote.

Describe Identified Items of Work not being performed by VBEs (include specific section from bid or proposal)	Self-performing or using non-VBE (provide name of non-VBE if applicable)	Amount of non-VBE quote \$	Name of other firms that provided quotes and whether they are VBE	Amount quoted \$	Reason why VBE quote was rejected along with brief explanation
	<input type="checkbox"/> self-performing using Non-VBE Name:		<input type="checkbox"/> VBE <input type="checkbox"/> Non-VBE Name:		<input type="checkbox"/> price <input type="checkbox"/> capabilities <input type="checkbox"/> other
	<input type="checkbox"/> self-performing using Non-VBE Name:		<input type="checkbox"/> VBE <input type="checkbox"/> Non-VBE Name:		<input type="checkbox"/> price <input type="checkbox"/> capabilities <input type="checkbox"/> other
	<input type="checkbox"/> self-performing using Non-VBE Name:		<input type="checkbox"/> VBE <input type="checkbox"/> Non-VBE Name:		<input type="checkbox"/> price <input type="checkbox"/> capabilities <input type="checkbox"/> other
	<input type="checkbox"/> self-performing using Non-VBE Name:		<input type="checkbox"/> VBE <input type="checkbox"/> Non-VBE Name:		<input type="checkbox"/> price <input type="checkbox"/> capabilities <input type="checkbox"/> other
	<input type="checkbox"/> self-performing using Non-VBE Name:		<input type="checkbox"/> VBE <input type="checkbox"/> Non-VBE Name:		<input type="checkbox"/> price <input type="checkbox"/> capabilities <input type="checkbox"/> other

Attach additional sheets as necessary.

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Part 5 – VBE Subcontractor Unavailability Certificate

1. It is hereby certified that the firm of _____
(Name of VBE)

located at _____
(Number) (Street)

(City) (State) (Zip)

was offered an opportunity to bid on Solicitation No. _____

by _____
(Name of Prime Contractor's Firm)

2. _____ (VBE), is either unavailable for the work/service or unable to prepare a Proposal for this project for the following reason(s):

(Signature of VBE's Representative) (Title) (Date)

(DGS VBE Certification #) (Telephone #)

3. If the VBE does not complete this form, the prime contractor must complete the following:

To the best of my knowledge and belief, the above-listed VBE is either unavailable for the work/service for this project, is unable to prepare a Proposal, or did not respond to a request for a price Proposal and has not completed the above portion of this submittal.

(Signature of Bidder/Offeror) (Title) (Date)

PUC RFP-1-2023 HR Legal Services

Questions and Answers

- Are offerors required to have staff office within the Capitol region to be awarded this RFP, or is it acceptable if staff is able to commute to the Capital region as often as needed from Center City?

Not required, but our preference is to have a dedicated office located in the Capitol region. Offerors will be rated based on the evaluation criteria included in the RFP. Dedicated staff located in the Capitol region is one of four. While not a requirement, offerors will be evaluated based on the adherence to this criteria. Most of our work occurs in the Capitol Region so the desire is to have legal staff present for any necessary in-person needs.

- Will the location of staff through subcontractors be taken into consideration for this criteria? For example, if our SBD/VBE is located in the Capital region, is that sufficient enough to meet the evaluation criteria?

Our main consideration/evaluation will be of the principal offeror to the technical criteria. The evaluation team will provide due weight to the subcontractors, but the team will be primarily focuses on the offerors suitability to the evaluation criteria rather than any subcontractors.

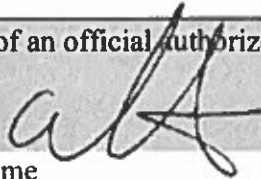
Part VII

PROPOSAL COVER SHEET
Pennsylvania Public Utility Commission
PUC RFP-1-2023
Human Resources Legal Services

Offeror Information:	
Offeror Name	McNees Wallace & Nurick LLC
Offeror Mailing Address	100 Pine Street PO Box 1166 Harrisburg, PA 17108-1166
Offeror Website	mcneeslaw.com
Offeror Contact Person	Adam Santucci
Contact Person's Phone #	(717) 237-5388
Contact Person's E-Mail	asantucci@mcneeslaw.com
Offeror Federal ID Number	23-1256003
Offeror SAP/SRM Vendor #	0000117120

Electronic Submittals Enclosed:	
<input checked="" type="checkbox"/>	Technical Submittal
<input checked="" type="checkbox"/>	Small Diverse Business Participation Submittal
<input checked="" type="checkbox"/>	Veteran Business Enterprise Participation Submittal

Signature of an official authorized to bind the Offeror:



Printed Name

Adam Santucci

Title

Member

FAILURE TO COMPLETE, SIGN AND RETURN THIS FORM WITH THE OFFEROR'S PROPOSAL MAY RESULT IN THE REJECTION OF THE OFFEROR'S PROPOSAL



McNees Wallace & Nurick LLC
100 Pine Street
PO Box 1166
Harrisburg, PA 17108-1166

McNees

January 29, 2024

VIA HAND-DELIVERED ELECTRONIC COPY

Michael E. Roberts
Human Resource Director
Pennsylvania Public Utility Commission
400 North Street
Harrisburg, PA 17120

RE: Response to PUC RFP-1-2023 for Human Resources Legal Services

Dear Mr. Roberts:

McNees Wallace & Nurick (McNees) appreciates the opportunity to submit our proposal to provide human resources legal services to the Pennsylvania Public Utility Commission (the Commission). We hope to demonstrate in our proposal that our team is well-positioned to meet your legal needs and can exceed your expectations for service delivery and value.

Since 1935, McNees has provided public sector clients with a comprehensive range of legal services tailored to meet their priorities and unique needs. We serve clients with integrity and creativity by first understanding their goals and bringing them practical and efficient solutions. Our strong presence in Harrisburg will benefit the Commission as our proximity will enable us to easily attend in-person meetings as necessary. McNees proudly served as human resources counsel to the Commission for nearly 20 years. We would be honored to serve you as human resources counsel again.

By partnering with McNees, the Commission will have the benefit of leveraging our attorneys' collective experience counseling public sector clients on labor and employment law. McNees has served public sector clients across Pennsylvania for 89 years and we understand the unique compliance demands and challenges. Of note, we serve hundreds of public entities throughout the commonwealth, making us uniquely qualified to serve the Commission.

Thank you in advance for your consideration and we look forward to the possibility of working with you again.

Sincerely,

Adam Santucci
Member
717.237.5388
asantucci@mcneeslaw.com



Qualifications

A. Prior Experience. Indicate experience in Labor and Employment Law.

McNees' Labor and Employment Group guides large public sector agencies through all aspects of labor and employment law, including day-to-day counseling, policy and procedure review and implementation. We serve hundreds of public entities throughout the state, including administrative agencies, authorities, counties, cities, boroughs and townships, which makes us uniquely qualified to serve the Commission. Our attorneys take a collaborative approach to our client relationships to best manage the complexities and unique dynamics of a public workforce. By understanding our clients' unique business needs, we tailor our counseling services to mitigate risks and foster a positive work environment.

Representative experience

McNees has a deep history of representing the Pennsylvania Public Utility Commission on your human resources legal matters. Our team is familiar with the labor contracts that the Commission has in place and brings an understanding of your unique circumstances and legal considerations. The Commission has entrusted your legal representation to McNees in the past on all types of legal matters including, but not limited to:

- Federal and state court litigation
- Equal Employment Opportunity Commission (EEOC) charges
- Pennsylvania Labor Relations Board (PLRB) matters
- Pennsylvania Human Relations Commission (PHRC) complaints
- State Civil Service Commission (SCSC) hearings and appeals
- Unemployment compensation (UC) representation
- Pennsylvania State Employees' Retirement System (SERS) compliance
- Human resources training

Our attorneys bring an added level of knowledge and insight into the day-to-day human resources matters that our public sector clients face. By way of example, Adam Santucci formerly served as the Human Resource Director for the Pennsylvania Fish and Boat Commission. Adam also spent approximately six years with the Pennsylvania Department of Corrections in the Labor Relations Division. In addition, Shaun Henry currently serves as counsel to several public agencies, including the Commission with respect to an ongoing litigation matter.

Our capabilities

Labor and employment law compliance

Our Labor and Employment Group regularly partners with public sector employers as they navigate the complexities of federal and state employment statutes and regulations. We assist in developing a comprehensive and proactive approach to compliance by crafting policies, procedures and handbooks that help clients avoid workplace issues and stay ahead of the ever-changing employment laws.

McNees approaches each matter for our clients through the lens of risk management. Our attorneys identify and analyze potential risks and guide clients through making informed legal decisions to minimize liability. We pride ourselves on our proactive approach, which allows clients to anticipate issues, rather than waiting to respond to potentially costly litigation. When claims do arise, we are prepared to provide advice in real time to help clients respond.



Our attorneys provide detailed and effective counseling to employers on a broad range of matters, including:

- Labor relations and contract administration
- Collective bargaining negotiations
- Internal and external investigations
- Workplace safety
- Family and Medical Leave Act (FMLA) compliance
- Employment discrimination and harassment policies
- Diversity, inclusion and bias response policies
- Wage and hour compliance
- Unemployment compensation
- Workers' compensation
- Statutory and regulatory compliance

Labor relations

McNees attorneys collectively have decades of experience representing employers on labor relations issues, including collective bargaining, union contract administration and grievance arbitrations. Our team regularly serves as the lead negotiator in negotiations with labor unions and has also counseled clients on tactics for remaining union-free.

Internal investigations

McNees regularly conducts internal investigations for public sector clients. Our attorneys recognize the importance of accountability, transparency and balancing the rights of public employees. We understand the interplay of constitutional rights, rights protected by the Public Employees Relations Act, and the need to ensure compliance with all applicable policies and procedures. Our skilled investigators can promptly launch and complete thorough internal investigations. Our investigation reports provide employers with clear and concise conclusions and recommendations.

Human resources training

A workforce well-informed on human resources law and compliance topics can be an effective mitigation strategy for employers. Our attorneys regularly provide training to human resources professionals as well as employees at all levels within the organization, including managers. We can customize programs to fit the Commission's specific needs. Below is a sample of training topics on which McNees is experienced presenting to workforces:

Human resources building blocks

- Identifying and preventing harassment and discrimination in the workplace
- Hiring processes:
 - Interviews, I-9s and background checks
 - Offer letters, non-competes and employment contracts
- Introduction to wage and hour law
- Family and Medical Leave Act (FMLA) and Americans with Disabilities Act (ADA):
 - Employee rights and limits
 - Effective administration of leave and accommodation programs
- Fundamentals of effective workplace investigations
- Occupational Safety and Health Administration (OSHA) compliance for human resources managers



Labor relations

- What non-union employers need to know about the National Labor Relations Act (NLRA)
- What union employers need to know about the NLRA
- Union awareness: best practices and policies
- The nuts and bolts of union representation elections
- Managing a unionized workforce
- Best practices for grievance administration and labor arbitration
- A guide to effective labor negotiations
- Work stoppage contingency planning

Human resources management and legal compliance

- Wage and hour compliance pitfalls
- Effectively addressing the toughest FMLA and ADA challenges
- Understanding military leave laws and other leave mandates
- HR audits: Identifying and addressing common compliance issues
- Roadmap for use of independent contractors and temporary employees
- The ten most important policies in your handbook (and how to enforce them)
- How to manage toxic employees
- I-9 and employment eligibility compliance
- Best practices for employee discipline and discharge
- Effective management of Unemployment Compensation (UC) claims
- Social media and electronic resources in the workplace
- Administering your affirmative action plan (AAP)
- Administering your substance abuse testing program
- Medical marijuana in the workplace
- Avoiding whistleblower and retaliation claims
- Understanding severance agreements
- Non-competes and confidentiality agreements: their value and their limitations

Management training essentials

- Labor and employment law overview for managers and supervisors
- Labor and employment law essentials for in-house counsel
- Managing the problem employee: documentation, discipline and discharge
- FMLA and ADA for managers: employer rights and obligations
- Government inspections and audits: dos, don'ts and what to expect
- Anatomy of a lawsuit: how good management practices make a difference
- Wage and hour compliance

Claims defense, dispute resolution and litigation

McNees recognizes that when a dispute occurs, you need to get back to business-as-usual as soon as possible and mitigate the drain on resources which can result from potential litigation. Our goal is to provide clients with an effective, positive and timely resolution. Our attorneys begin by thoroughly understanding the unique situation and working with you to develop a response strategy. We then work with you to implement a plan that meets your objectives. While aggressively representing our clients' positions, we actively help clients periodically reassess their objectives as a case develops.

We have extensive collective experience litigating in state and federal courts, arbitration and mediation proceedings, and before administrative tribunals. We appear regularly in the County Courts of Common Pleas, including in Dauphin County, and the U.S. District Court for the Middle District of Pennsylvania. We also practice regularly before Pennsylvania appellate courts and the Third Circuit Court of Appeals. Our attorneys and their reputation for legal excellence are well known to the judges of those courts.



We also bring significant experience in administrative procedures, hearings and trials and navigating claims filed with:

- Pennsylvania Human Relations Commission (PHRC)
- Equal Opportunity Employment Commission (EEOC)
- Pennsylvania Department of Labor and Industry (DLI)
- Pennsylvania Civil Service Commission
- Pennsylvania Labor Relations Board
- Unemployment Compensation Board of Review
- Labor Arbitrators

Our attorneys are experienced in handling a wide range of employment-related disputes including:

- Discrimination
- Harassment
- Retaliation
- Wage and hour
- Restrictive covenants
- Employment contract disputes
- Civil service protections
- Unfair labor practice proceedings
- Unemployment compensation claims

McNees offers trusted advice to resolve clients' disputes through creative thinking and negotiation, alternative dispute resolution procedures (mediation and arbitration), formal administrative hearings or court proceedings. In the event employment litigation becomes necessary, our team stands ready to realistically assess strengths and weakness of the case, and to vigorously defend our clients' positions when there are viable defenses. We approach each litigation matter with a thorough understanding of the legal landscape, coupled with a commitment to achieve cost-effective and favorable resolutions for our clients.

Multiple attorneys in our labor and employment practice group are seasoned in various forms of arbitrations, including labor arbitrations. We have a proven track record of successfully leading arbitrations across various industries, including the public sector. Our approach involves thorough case analysis, strategic planning and effective communication as part of preparation for arbitration proceedings. We leverage our extensive experience to navigate arbitration proceedings to a successful resolution with an emphasis on protecting our clients' interests.

McNees also understands the unique considerations that face public entities when litigation arises. Our team can advise on effective public relations strategies and help properly align litigation strategy within the larger context of the Commission's mission and goals.



B. Personnel. Include the number of attorneys who will be engaged in the work. Show where these personnel will be physically located. Include the attorney's name and, through a resume or similar document, the attorney's education and experience.

McNees proposes the client service team members outlined in the following table to represent the Commission. We have selected a Harrisburg-based team of five attorneys and one paralegal who are experienced and skilled in labor and employment law.



Adam Santucci
Member
Harrisburg, PA

**Primary contact for PUC, public sector employment law
14 years of experience, 14 years with McNees**

- Adam co-leads the firm's Labor and Employment Group and has an active public sector practice
- He has extensive experience guiding large, public sector agencies in all manner of employment law, including day-to-day counseling, policy and procedure review and implementation
- Adam has represented clients before all major administrative agencies and in state and federal court, including unfair labor practice proceedings before the Pennsylvania Labor Relations Board (PLRB), defense of unemployment compensation (UC) claims before UC Referees and the UC Board of Review, and representation before the Pennsylvania Human Relations Commission (PHRC) and the Equal Employment Opportunity Commission (EEOC)
- Adam regularly counsels unionized employers in all aspects of labor relations, including collective bargaining and labor arbitration, and he has secured numerous successful outcomes in grievance arbitrations and favorable outcomes in interest arbitration proceedings
- Prior to joining McNees, Adam served as the Human Resource Director for the Pennsylvania Fish and Boat Commission. Adam also spent approximately six years with the Pennsylvania Department of Corrections in the Labor Relations Division
- Widener University School of Law, J.D., *summa cum laude*



Schaun Henry
Member
Harrisburg, PA

Labor and employment law
26 years of experience, 26 years with McNees

- Schaun provides representation and counseling to employers on a wide range of labor and employment matters, including employment discrimination cases under Title VII of the Civil Rights Act of 1964, the Age Discrimination in Employment Act, the Americans with Disabilities Act, the Family and Medical Leave Act, the Fair Labor Standards Act, and other federal, state and local issues
- He previously served as human resources counsel for the Commission and regularly provides labor and employment law training to public sector clients
- Schaun has litigated more than 200 cases in federal and state courts and more than 200 administrative matters, having defended employers before the PHRC and the EEOC
- He also assists employers with Affirmative Action planning and defense
- Before practicing law, Schaun served in the Armed Forces and is now a retired Major of the U.S. Army Special Forces
- Dickinson School of Law, J.D.



Langdon Ramsburg
Member
Harrisburg, PA

Labor and employment law, collective bargaining
9 years of experience, 7 years with McNees

- Langdon represents employers in contract negotiations, interest arbitration, grievance arbitration and unfair labor practice charges filed with the Pennsylvania Labor Relations Board and National Labor Relations Board
- He regularly counsels public sector clients on compliance with federal and state employment laws including Title VII, the Age Discrimination Act, the Americans with Disabilities Act, the Family Medical Leave Act, the Fair Labor Standards Act and the Pennsylvania Human Relations Act
- Langdon represents employers before the EEOC, the PHRC and federal and state courts
- He also has extensive experience conducting internal investigations
- Prior to joining McNees, Langdon was a clerk to The Honorable William W. Caldwell of the U.S. District Court for the Middle District of Pennsylvania. As a law clerk, he worked closely with Judge Caldwell on matters of federal litigation, including employment litigation
- Before attending law school, Langdon served as a police officer in central Pennsylvania for eight years
- Widener University School of Law, J.D., *summa cum laude*



Abbegael Giunta
Of Counsel
Harrisburg, PA

Public sector employment law
19 years of experience, 2 years with McNees

- Abbegael counsels clients regarding compliance with discrimination laws, hiring, evaluating and discharging employees
- She also defends employers on litigation matters before administrative bodies and courts and assists with employment-related internal investigations
- Prior to joining McNees, Abbegael served as Deputy General Counsel to the Commonwealth of Pennsylvania Governor's Office for four years and Deputy Attorney General in the Pennsylvania Office of the Attorney General for 11 years. She has argued before the Pennsylvania Commonwealth, Superior and Supreme Courts as well as acted as lead counsel in state and federal court bench and jury trials
- She is a trained mediator and serves on the U.S. District Court for the Middle District of Pennsylvania's Certified Mediation Panel, with areas of expertise including employment law, constitutional law, civil litigation and environmental law
- Widener University School of Law, J.D.



Conner Porterfield
Associate
Harrisburg, PA

Labor and employment law support
2 years of experience, 1 year with McNees

- Conner works with employers to address matters including workers' compensation, discrimination, non-compete agreements and employee handbooks
- He served as a judicial clerk for Magistrate Judge Susan E. Schwab of the U.S. District Court for the Middle District of Pennsylvania, where he handled half of her docket, drafted opinions and orders, attended conference calls and hearings, and completed other tasks to support her courtroom
- He also interned for the Honorable Thomas J. Rueter with the U.S. District Court for the Eastern District of Pennsylvania and, during law school, participated in the Rutgers Law School Expungement Project
- Prior to pursuing a legal career, Conner spent four years in the U.S. Army, where he was hand-selected by a three-star general to serve on the general's personal communications team in Iraq. He leverages the problem-solving skills he obtained during his service to seek creative solutions for clients
- Rutgers Law School, J.D.



Christina Marshall
Paralegal
Harrisburg, PA

**Labor and employment law support
25 years of experience, <1 year with McNees**

- Christina has over 25 years of experience supporting matters before state and federal courts in wide-ranging areas of law including labor and employment matters, legislative and constitutional challenges
- Christina has extensive knowledge regarding administrative practice and procedure in connection with proceedings before Commonwealth agencies
- Prior to joining McNees, Christina served for more than 16 years as the Governor's Office of General Counsel's Docket Clerk in connection with administrative appeals involving determinations regarding representation and indemnification of Commonwealth employees under the Governor's jurisdiction
- She also prepared adjudications and orders and counseled attorneys practicing before administrative agencies in the commonwealth
- Harrisburg Area Community College, A.A. in paralegal studies

C. Potential Conflicts of Interest. Describe how your firm may represent other clients before the Commission and how you will ensure a barrier between your firm's practice before the Commission (if any) and those attorneys in the firm that will assist and represent the Commission in Human Resources, Labor and Employment Law matters.

McNees represents clients before the Commission and if selected, will institute appropriate procedures to ensure the confidentiality of the Commission's information. We have robust security and document management system tools in place to ensure that those attorneys who practice before the Commission would not have access to information and documents pertaining to the firm's human resource work on behalf of the Commission. Only McNees labor and employment attorneys who provide services to the Commission would have access to the Commission's hard copy and electronic files. In addition, attorneys serving the Commission would not discuss Commission matters with other attorneys in the firm. Similar firm policies and practices were in place when McNees served the Commission in the past and there were no concerns regarding breach of confidential information related to the Commission.



D. Subcontractors: Provide a subcontracting plan for all subcontractors, including Small Diverse Business and Veteran Business Enterprise subcontractors, who will be assigned to the Project. The selected Offeror is prohibited from subcontracting or outsourcing any part of this Project without the express written approval from the Commonwealth. Upon award of the contract resulting from this RFP, subcontractors included in the proposal submission are deemed approved. For each position included in your subcontracting plan provide:

1. Name of subcontractor;
2. Address of subcontractor;
3. Geographical location of staff; and
4. Resumes.

Diversity, equity, inclusion and belonging (DEIB) at McNees is woven into our mission, vision and core values, reflecting our longstanding commitment to fostering an authentic culture of belonging. We embrace the differences each professional brings to the firm, which strengthens our ability to attract and retain talented individuals and enhances our ability to serve our clients. At McNees, we believe that by bringing together talented people from varied backgrounds, we create a dynamic environment that inspires creativity and sparks thoughtful and imaginative solutions. Maintaining an inclusive organization where all are, and feel, welcomed and empowered to succeed enables us to provide the breadth of experience and perspective that best serves our clients and our community.

We regularly seek opportunities to partner with diverse-owned firms and service providers to support their businesses. These partnerships give McNees the ability to collaborate with outside talent and incorporate additional perspectives to further enhance solutions for our clients. We have established great relationships with several firms across Pennsylvania, including those that focus on employment law, workers' compensation, internal investigations, finance, taxation, corporate law, commercial real estate, regulatory compliance and litigation. For litigation matters, we also partner with a diverse-owned court reporting service provider. We are pleased to share more on the specific firms we intend to partner with on the Commission's legal work on the following pages.



Law Office of Sarah Yerger (Yerger Law)

Yerger Law is a woman-owned and operated law firm based in Camp Hill, Pennsylvania. The firm is self-certified as a Small Diverse Business (SDB) by the PA Department of General Services, Bureau of Diversity, Inclusion & Small Business Opportunities. Yerger Law focuses on all aspects of labor and employment law including compliance counseling, litigation, mediation/arbitration and appeals.



Sarah C. Yerger
Yerger Law

PO Box 94
Camp Hill, PA 17001

Small Diverse Business (SDB) partner Employment law

- Concentrating in the area of employment and labor law and litigation for nearly 30 years, Sarah has amassed a wide range of knowledge and abilities to effectively advise both public and private-sector clients in state and federal courts in addition to administrative matters before the EEOC, PHRC, PLRB, and NLRB
- She has developed extensive experience handling complex litigation arising from workplace disputes including sexual and racial harassment; age, race, gender, religion and disability discrimination; wrongful discharge, retaliation, and other claims under Title VII of the Civil Rights Act of 1964; the Americans with Disabilities Act; the Age Discrimination in Employment Act; the Family and Medical Leave Act; and the Pennsylvania Wage Payment and Collection Law
- She has experience drafting and reviewing employment contracts, non-compete agreements, and separation/severance agreements
- Sarah routinely handles litigation in the federal district court in the Middle District of Pennsylvania and has litigated commercial disputes, licensing issues, regulatory concerns and employment-related matters
- Prior to going into private practice, Sarah served for 13 years as Senior Deputy Attorney General for the Pennsylvania Office of Attorney General where she handled complex discrimination and employment cases and defended the Commonwealth in civil rights and constitutional matters
- Widener University School of Law, J.D.



Law Office of Nathaniel M. Holmes LLC

Law Office of Nathaniel M. Holmes LLC is a workers' compensation defense law firm currently comprised of seven attorneys and two paralegals. Founded by Nathaniel M. Holmes in November 2016, the firm has attorneys in Pittsburgh, Harrisburg/York and Philadelphia, Pennsylvania. The firm is certified by the National Minority Supplier Development Council as an MBE. Law Office of Nathaniel M. Holmes LLC has been verified by the U.S. Department of Veterans Affairs (VA), Center for Verification and Evaluation (CVE) as a Veteran-Owned Small Business (VOSB). The firm is also self-certified as a Small Diverse Business (SDB) and Veteran Business Enterprise (VBE) by the PA Department of General Services, Bureau of Diversity, Inclusion & Small Business Opportunities.



Nathaniel Holmes
Law Office of
Nathaniel M. Holmes, LLC

PO Box 4128
Harrisburg, PA 17111

Veteran Business Enterprise (VBE) partner **Workers' compensation law**

- Mr. Holmes has been practicing workers' compensation law since 2005. He founded the Law Office of Nathaniel M. Holmes LLC in 2016 as a solo practice and the firm has since grown to seven attorneys and two paralegals.
- Mr. Holmes has over 26 years of experience when considering his employment with the Pennsylvania Bureau of Workers Compensation (BWC) from December 1993 to April 2005. He worked as an administrative assistant/legal assistant on the BWC's Helpline answering daily workers' compensation questions from all stakeholders (including attorneys) from December 1993 to July 1999; he managed the Petitions Section from July 1999 to June 2002; and was the Claims Management Division Chief from June 2002 to April 2005, where he was responsible for processing all claims made under the Workers' Compensation Act and as well as monitoring industry performance with respect to statutory and regulatory compliance. He met with stakeholders routinely and also spoke at BWC Annual Conferences and provided training upon request.
- Mr. Holmes joined the U.S. Army after high school and rose to the rank of Specialist before being honorably discharged.
- Widener University School of Law, J.D.



Objections and Additions to Standard Contract Terms and Conditions

The Offeror will identify which, if any, of the terms and conditions (contained in Part VI) it would like to negotiate and what additional terms and conditions the Offeror would like to add to the standard contract terms and conditions. The Offeror's failure to make a submission under this paragraph will result in its waiving its right to do so later, but the Issuing Office may consider late objections and requests for additions if to do so, in the Issuing Office's sole discretion, would be in the best interest of the Commonwealth. The Issuing Office may, in its sole discretion, accept or reject any requested changes to the standard contract terms and conditions. The Offeror shall not request changes to the other provisions of the RFP, nor shall the Offeror request to completely substitute its own terms and conditions for Part VI. All terms and conditions must appear in one integrated contract. The Issuing Office will not accept references to the Offeror's, or any other, online guides or online terms and conditions contained in any proposal.

Regardless of any objections set out in its proposal, the Offeror must submit its proposal, including the cost proposal, on the basis of the terms and conditions set out in Part VI. The Issuing Office will reject any proposal that is conditioned on the negotiation of the terms and conditions set out in Part VI or to other provisions of the RFP as specifically identified above.

McNees respectfully submits the following exceptions to the terms and conditions in the draft contract provided as part VI of the Commission's Request for Proposal (PUC RFP-1-2023) for human resources legal services. The changes requested are intended to avoid exposure for attorneys' fees which would not be covered by insurance.

22. Indemnity (RFP page 28). The Law Firm shall indemnify and defend the Commission from and against any and all claims, demands, actions, liabilities, losses, costs, and expenses, including but not limited to reasonable attorneys and other fees, asserted by third parties ("Claims"), which Claims are caused by or arise from injuries or damages sustained by such third parties resulting or arising from any negligent act or omission or intentionally wrongful act of the Law Firm or any of its officers, agents, employees and/or representatives in relation to professional services provided to the Commission by the Law Firm under this Contract.

SDB-2
SDB PARTICIPATION SUBMITTAL

CHECK ONE, AND ONLY ONE, BOX. FAILURE TO COMPLY WILL RESULT IN REJECTION OF YOUR BID/PROPOSAL.

Click on bold titles to navigate to that specific page.

I agree to meet the SDB participation goal in full.

I have completed and am submitting with my bid or proposal an **SDB Utilization Schedule (SDB-3)**, which is required in order to be considered for award.

I am requesting a partial waiver of the SDB participation goal.

After making good faith outreach efforts as more fully described in the **Guidance for Documenting Good Faith Efforts to Meet the SDB Participation Goal**, I am unable to achieve the total SDB participation goal for this solicitation and am requesting a partial waiver of the SDB participation goal.

I have completed and am submitting with my bid or proposal both of the following, which are required in order to be considered for award:

1. an **SDB Utilization Schedule (SDB-3)** for that portion of the SDB participation goal that I will meet; AND
2. a **Good Faith Efforts Waiver Request** for the portion of the SDB participation goals that I am unable to meet.

I am requesting a full waiver of the SDB participation goal

After making good faith outreach efforts as more fully described in the **Guidance for Documenting Good Faith Efforts to Meet the SDB Participation Goal**, I am unable to achieve any part of the SDB participation goal for this solicitation and am requesting a full waiver of the SDB participation goal.

I have completed and am submitting with my bid or proposal a **Good Faith Efforts Waiver Request** for the complete SDB participation goal, which is required in order to be considered for award.

NOTE: SDB primes who are submitting as bidders or offerors must complete an SDB Utilization Schedule (SDB-3) identifying any self-performance towards the SDB participation goal.

**SDB-3
SDB UTILIZATION SCHEDULE**

List in the chart below SDBs (including where applicable a prime bidder or offeror is self-performing a portion of the work) that will be used to meet the SDB participation goal (add additional pages if necessary). Submit a **Letter of Commitment (SDB-3-1)** for each SDB subcontractor (add additional Letters of Commitment as necessary).

SDB Name SAP Vendor Number (6-digit number provided by SDB) SDB Verification Number (located on DGS SDB verification)	Type of SDB (check all that apply)	Description of Work to be Performed (Statement of Work/Specification reference)	% Commitment (or % of work to be self-performed by SDB bidder/offeror)	Associated Dollar Value of Commitment
Name: <u>ABC IT Solutions</u> SAP Vendor Number: <u>123456</u> SDB Verification Number: <u>123456-2016-09-SB-M</u>	MBE	IT staffing resources	%	\$
Name: Law Office of Sarah Yerger/Yerger Law SAP Vendor Number: 551217 SDB Verification Number: 551217202204-SDB-W	<input type="checkbox"/> MBE <input checked="" type="checkbox"/> WBE <input type="checkbox"/> LGBTBE <input type="checkbox"/> DOBE <input type="checkbox"/> SDVBE	Civil service cases and related labor and employment counsel	9 %	\$ 54,000
Name:	<input type="checkbox"/> MBE <input type="checkbox"/> WBE <input type="checkbox"/> LGBTBE <input type="checkbox"/> DOBE <input type="checkbox"/> SDVBE		%	
SAP Vendor Number:	<input type="checkbox"/> MBE <input type="checkbox"/> WBE <input type="checkbox"/> LGBTBE <input type="checkbox"/> DOBE <input type="checkbox"/> SDVBE		%	
SDB Verification Number:	<input type="checkbox"/> MBE <input type="checkbox"/> WBE <input type="checkbox"/> LGBTBE <input type="checkbox"/> DOBE <input type="checkbox"/> SDVBE		%	
Name:	<input type="checkbox"/> MBE <input type="checkbox"/> WBE <input type="checkbox"/> LGBTBE <input type="checkbox"/> DOBE <input type="checkbox"/> SDVBE		%	
SAP Vendor Number:	<input type="checkbox"/> MBE <input type="checkbox"/> WBE <input type="checkbox"/> LGBTBE <input type="checkbox"/> DOBE <input type="checkbox"/> SDVBE		%	
SDB Verification Number:	<input type="checkbox"/> MBE <input type="checkbox"/> WBE <input type="checkbox"/> LGBTBE <input type="checkbox"/> DOBE <input type="checkbox"/> SDVBE		%	
Name:	<input type="checkbox"/> MBE <input type="checkbox"/> WBE <input type="checkbox"/> LGBTBE <input type="checkbox"/> DOBE <input type="checkbox"/> SDVBE		%	
SAP Vendor Number:	<input type="checkbox"/> MBE <input type="checkbox"/> WBE <input type="checkbox"/> LGBTBE <input type="checkbox"/> DOBE <input type="checkbox"/> SDVBE		%	
SDB Verification Number:	<input type="checkbox"/> MBE <input type="checkbox"/> WBE <input type="checkbox"/> LGBTBE <input type="checkbox"/> DOBE <input type="checkbox"/> SDVBE		%	
Attach additional sheets if necessary			Total % SDB commitment: 9	Total \$ amount: \$ 54,000

SDB-3-1
LETTER OF COMMITMENT

This Letter of Commitment serves as confirmation of the commitment by the prime Bidder or Offeror to utilize the Small Diverse Business (SDB) on the below-referenced Solicitation/Project.

Solicitation Number: PUC RFP-1-2023

Solicitation Name: Human Resources Legal Services

	Bidder/Offeror Information	SDB Information
Name	McNees Wallace & Nurick	Law Office of Sarah Yerger/Yerger Law
Address	100 Pine Street, PO Box 1166 Harrisburg, PA 17108-1166	PO Box 94 Camp Hill, PA 17001
Point of Contact	Adam Santucci, Member	Sarah C. Yerger
Telephone number	(717) 237-5388	(717) 919-5486
Email address	asantucci@mcneeslaw.com	sarah@yergerlaw.net

Services/Supplies and Time Frame. If Bidder/Offeror is the successful vendor, the SDB shall perform or provide the following services or supplies during the initial term of the prime contract and during any extensions, options or renewal periods of the prime contract exercised by the Commonwealth, as more specifically set forth below:

Civil service cases and related labor and employment counsel

Services or supplies the SDB will provide:

Specific Time Frame the SDB will provide the services or supplies: five-year contract term

Percentage Commitment. These services or supplies represent 9 % of the total cost of the Bidder/Offeror's cost submittal for the initial term of the contract. Depending on actual contract usage or volume, it is expected the SDB will receive \$ 54,000 during the initial contract term. Bidder/Offeror shall pay SDBs, after receipt of a proper invoice and all other required documentation from an SDB, within 10 days after receipt of payment from the Commonwealth.

SDB verified. By signing below, the SDB represents that it meets the SDB requirements set forth in the Solicitation and all required documentation has been provided to the Bidder/Offeror for its SDB submission.

Sincerely,
Adam Santucci

Printed name



Signature
Bidder/Offeror Point of Contact Name

Acknowledged
Sarah C. Yerger

Printed name

Sarah Yerger

Digitally signed by Sarah Yerger
Date: 2024.01.25 17:06:54 -05'00'

Signature
SDB Point of Contact Name

** For purposes of monitoring compliance with SDB and VBE commitments, the work performed by a firm that is both an SDB and a VBE will be counted by BDISBO towards fulfilling both the SDB and VBE commitments unless otherwise agreed to by the parties in writing and approved by BDISBO and the Issuing Office.*

VBE-2
VBE PARTICIPATION SUBMITTAL

CHECK ONE, AND ONLY ONE, BOX. FAILURE TO COMPLY WILL RESULT IN REJECTION OF YOUR BID/PROPOSAL.

Click on bold titles to navigate to that specific page.

I agree to meet the VBE participation goal in full.

I have completed and am submitting with my bid or proposal an **VBE Utilization Schedule (VBE-3)**, which is required in order to be considered for award.

I am requesting a partial waiver of the VBE participation goal.

After making good faith outreach efforts as more fully described in the **Guidance for Documenting Good Faith Efforts to Meet the VBE Participation Goal**, I am unable to achieve the total VBE participation goal for this solicitation and am requesting a partial waiver of the VBE participation goal.

I have completed and am submitting with my bid or proposal both of the following, which are required in order to be considered for award:

1. an **VBE Utilization Schedule (VBE-3)** for that portion of the VBE participation goal that I will meet; AND
2. a **Good Faith Efforts Waiver Request** for the portion of the VBE participation goals that I am unable to meet.

I am requesting a full waiver of the VBE participation goal

After making good faith outreach efforts as more fully described in the **Guidance for Documenting Good Faith Efforts to Meet the VBE Participation Goal**, I am unable to achieve any part of the VBE participation goal for this solicitation and am requesting a full waiver of the VBE participation goal.

I have completed and am submitting with my bid or proposal a **Good Faith Efforts Waiver Request** for the complete VBE participation goal, which is required in order to be considered for award.

NOTE: VBE primes who are submitting as bidders or offerors must complete an VBE Utilization Schedule (VBE-3) identifying any self-performance towards the VBE participation goal.

**VBE-3
VBE UTILIZATION SCHEDULE**

List in the chart below VBEs (including where applicable a prime bidder or offeror is self-performing a portion of the work) that will be used to meet the VBE participation goal (add additional pages if necessary). Submit a **Letter of Commitment (VBE-3-1)** for each VBE subcontractor (add additional Letters of Commitment as necessary).

VBE Name SAP Vendor Number (6-digit number provided by VBE) VBE Verification Number (located on DGS VBE verification)	Type of VBE (check all that apply)	Description of Work to be Performed (Statement of Work/Specification reference)	% Commitment (or % of work to be self-performed by VBE bidder/offeror)	Associated Dollar Value of Commitment
Name: ABC IT Solutions SAP Vendor Number: 123456 VBE Verification Number: 123456-2016-09-SB-M	MBE	IT staffing resources	%	\$
Name: Law Office of Nathaniel M. Holmes LLC SAP Vendor Number: 519226 VBE Verification Number: 519226202309-VBE-V	<input checked="" type="checkbox"/> VBE <input type="checkbox"/> SDVBE	Workers' compensation and related legal counsel	3 %	\$ 18,000
Name: SAP Vendor Number: VBE Verification Number:	<input type="checkbox"/> VBE <input type="checkbox"/> SDVBE		%	
Name: SAP Vendor Number: VBE Verification Number:	<input type="checkbox"/> VBE <input type="checkbox"/> SDVBE		%	
Name: SAP Vendor Number: VBE Verification Number:	<input type="checkbox"/> VBE <input type="checkbox"/> SDVBE		%	
Attach additional sheets if necessary			Total % VBE commitment: 3	Total \$ amount: \$ 18,000

**VBE-3-1
LETTER OF COMMITMENT**

This Letter of Commitment serves as confirmation of the commitment by the prime Bidder or Offeror to utilize the Veteran Business Enterprise (VBE) on the below-referenced Solicitation/Project.

Solicitation Number: PUC RFP-1-2023

Solicitation Name: Human Resources Legal Services

	Bidder/Offeror Information	VBE Information
Name	McNees Wallace & Nurick	Law Office of Nathaniel M. Holmes
Address	100 Pine Street, PO Box 1166 Harrisburg, PA 17108-1166	P.O. Box 4128 Harrisburg, PA 17111
Point of Contact	Adam Santucci, Member	Nathaniel M. Holmes
Telephone number	(717) 237-5388	(717) 576-4384
Email address	asantucci@mcneeslaw.com	nate@nateholmeslaw.com

Services/Supplies and Time Frame. If Bidder/Offeror is the successful vendor, the VBE shall perform or provide the following services or supplies during the initial term of the prime contract and during any extensions, options or renewal periods of the prime contract exercised by the Commonwealth, as more specifically set forth below:

Workers' compensation and related legal counsel

Services or supplies the VBE will provide:

Specific Time Frame the VBE will provide the services or supplies: five-year contract

Percentage Commitment. These services or supplies represent 3 % of the total cost of the Bidder/Offeror's cost submittal for the initial term of the contract. Depending on actual contract usage or volume, it is expected the VBE will receive \$ 18,000 during the initial contract term.

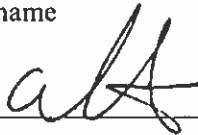
Bidder/Offeror shall pay VBEs, after receipt of a proper invoice and all other required documentation from an VBE, within 10 days after receipt of payment from the Commonwealth.

VBE verified. By signing below, the VBE represents that it meets the VBE requirements set forth in the Solicitation and all required documentation has been provided to the Bidder/Offeror for its VBE submission.

Sincerely,

Adam Santucci

Printed name



Signature

Bidder/Offeror Point of Contact Name

Acknowledged

Nathaniel M. Holmes

Printed name

Nathaniel M Holmes

Digitally signed by Nathaniel M Holmes
Date: 2024.01.25 07:57:55 -05'00'

Signature

VBE Point of Contact Name

** For purposes of monitoring compliance with SDB and VBE commitments, the work performed by a firm that is both an SDB and a VBE will be counted by BDISBO towards fulfilling both the SDB and VBE commitments unless otherwise agreed to by the parties in writing and approved by BDISBO and the Issuing Office.*