

# ROSWELL PARK CANCER INSTITUTE CORPORATION

## PROCUREMENT GUIDELINES

### I. STATEMENT OF PURPOSE

These Procurement Guidelines are adopted pursuant to the provisions of the Roswell Park Cancer Institute Corporation Act (the "Act") and Section 2879 of the Public Authorities Law, as amended, and shall be subject to annual review and approval by the Board of Directors of Roswell Park Cancer Institute Corporation ("Roswell Park"). The Guidelines shall apply with respect to any contract for goods or services having aggregate consideration of twenty-five thousand dollars (\$25,000) or more except as otherwise stated herein.

### II. DEFINITIONS

A. The following terms shall, for purposes of these Procurement Guidelines, have the following meanings unless the context shall clearly indicate another meaning:

1. "Contract Value" means the total value of a Procurement Contract, including all renewal terms. If the value of the Procurement Contract is not known or cannot be determined at the time the Procurement Contract is awarded (i.e., a service contract with an hourly rate for services on an as needed basis; a purchase contract with unit pricing for goods to be purchased on an as needed basis), the Contract Value shall be the total amount that Roswell Park reasonably anticipates spending under the contract during the term and any renewal terms, provided that if the contract provides for automatic annual renewals, the Contract Value shall be the total amount that Roswell Park reasonably anticipates spending under the contract for a period of five (5) years from the effective date. If the contract is for a one-time purchase of goods or services (i.e., the contract is a purchase order without a term), the Contract Value shall be the total amount Roswell Park reasonably anticipates spending with the contractor for similar goods or services during the twelve (12) month period beginning on the date of the initial purchase. If a purchase of similar goods or services occurred within the preceding twelve (12) month period, the prior expenditures should be included in the calculation of the Contract Value and the twelve (12) month period should be calculated from the date of the initial purchase.
2. "Counsel" shall mean the General Counsel of Roswell Park, or his designee.
3. "Foreign Business Enterprise" shall mean a business enterprise, including a sole proprietorship, partnership, limited liability company or corporation, which offers for sale, lease or other form of exchange, goods sought by Roswell Park and which are substantially produced outside New York State, or services sought by Roswell Park and which are substantially performed outside New York State.
4. "Non-Personal Services Contracts" shall mean any written agreement entered into by Roswell Park for the acquisition of goods, materials or non-personal services, including construction contracts.
5. "Minority-Owned Business Enterprise" or "MBE" shall mean any business enterprise, including a sole proprietorship, partnership, limited liability company or corporation certified under Article 15-A of NY Executive Law that is:
  - a. at least fifty-one percent (51%) owned by individuals who are African-Americans, Hispanics, Asians, Pacific Islanders or Native Americans;
  - b. an enterprise in which the minority ownership is real, substantial and continuing;

- c. an enterprise in which the minority ownership has, and exercises, the authority to independently control day-to-day business decisions; and
  - d. authorized to do business in New York State, independently owned and operated, not dominant in its field, and certified or in the process of obtaining certification as a Minority-Owned Business Enterprise in New York State.
6. "MWBE" shall mean a business certified as an MBE and/or WBE.
  7. "New York State Business Enterprise" shall mean a business enterprise, including a sole proprietorship, partnership, limited liability company or corporation, which offers for sale or lease or other form of exchange, goods which are sought by Roswell Park and which are substantially manufactured, produced or assembled in New York State, or services which are sought by Roswell Park and which are substantially performed within New York State.
  8. "New York Resident" shall mean a natural person who maintains his or her permanent and principal home, within New York State and to which such person, whenever temporarily located away from such home, always intends to return.
  9. "Officer" shall mean any of the following: the President/CEO; Associate Director, Chief Institute Operations Officer, Chief Clinical Operations Officer, Chief Financial Officer, or the Secretary of Roswell Park.
  10. "Personal Services" shall mean any services performed for a fee, commission or other compensation by persons or organizations who are not providing such services as officers or employees of Roswell Park. Personal services include, but are not limited to, legal, accounting, management consulting, investment banking, statistical, research, public relations, architecture, engineering, surveying or any other services of a consulting, technical or professional nature.
  11. "Preferred Source" means providers selected in accordance with State Finance Law §162, offering specific commodities or services that meet the "form, function and utility" requirements of Roswell Park.
  12. "Procurement Contract" means any written agreement to which Roswell Park is a party, for the acquisition of goods or services of any kind and with respect to which, the Contract Value equals or exceeds twenty-five thousand dollars (\$25,000.00).
  13. "Procurement Contractor" means any individual who or organization which enters into a Procurement Contract with Roswell Park.
  14. "Procurement Record" means a file maintained by the Purchasing Department containing documentation of the competitive decisions made and the approach taken with respect to a Procurement Contract.
  15. "Roswell Park" means Roswell Park Cancer Institute Corporation.
  16. "Service-Disabled Veteran-Owned Business Enterprise" or "SDVOB" shall mean a business enterprise, including a sole proprietorship, partnership, limited liability company or corporation, including not-for-profit corporations that is:
    - a. at least fifty-one percent (51%) owned by one or more service-disabled veterans;
    - b. an enterprise in which such service-disabled veteran ownership is real, substantial, and continuing;

- c. an enterprise in which such service-disabled veteran ownership has and exercises the authority to control independently the day-to-day business decisions of the enterprise;
  - d. an enterprise authorized to do business in this State and is independently-owned and operated;
  - e. an enterprise that is a small business as defined herein; and
  - f. certified by the Office of General Services.
17. "Small Business Enterprise" or "SBE" shall mean a business which is resident in New York State, independently owned and operated, not dominant in its field and employs one hundred or less persons.
18. "Women-Owned Business Enterprise" or "WBE" shall mean any business enterprise, including a sole proprietorship, partnership, limited liability company or corporation certified under Article 15-A of NY Executive Law that is:
- a. at least fifty-one (51%) percent owned by one or more women, who are United States citizens or permanent resident aliens;
  - b. an enterprise in which the women ownership is real, substantial and continuing;
  - c. an enterprise in which the women ownership has, and exercises, the authority to control independently day-to-day business decisions; and
  - d. authorized to do business in New York State, independently owned and operated, not dominant in its field, and certified or in the process of obtaining certification as a Women-Owned Business Enterprise in New York State.

### III. USE AND SELECTION OF PROCUREMENT CONTRACTORS

- A. Use of Procurement Contractors. In the interest of conserving and making the most efficient use of Roswell Park resources and personnel, it is the policy of the Board of Directors that (i) Roswell Park activities be performed by Roswell Park employees when they are capable of doing so in an efficient and proper manner, and (ii) when outside services or goods are utilized, contractors be selected from as broad a spectrum of providers as is practical, (iii) contracts shall be awarded in a manner consistent with obtaining high quality service, goods and materials at fair and reasonable prices, and (iv) prior to making an award of a Procurement Contract, Roswell Park will ensure that Roswell Park has received an offerer/bidder or contractor Disclosure of Prior Finding(s) of Non-responsibility and made a final determination of responsibility of the proposed offerer/bidder or contractor.
- B. Personal Services. Personal Services Contractors shall be used only when it has been determined by Roswell Park that: (i) such service is necessary or convenient to the performance of Roswell Park responsibilities, and (ii) (a) such service is not available from an Officer or Roswell Park employee, (b) the nature of such service necessitates it be undertaken by someone independent of Roswell Park, or (c) use of Roswell Park personnel for such service would not be cost effective. Non-Personal Services Contracts shall be entered into when Roswell Park requires such goods, materials and non-personal services in order for the hospital and research facility to function effectively and efficiently.

### IV. SOURCE SELECTION METHODS

Roswell Park shall award contracts in accordance with the following selection methods:

- A. **Preferred Source.** Prior to engaging in any other method of source selection for the purchase of goods or services, Roswell Park shall assess, in accordance with Section 162 of the State Finance Law, whether the desired goods or services are available from an offeror that has been afforded Preferred Source status, including the Department of Correctional Services Industries Program and qualified charitable agencies for the blind. If a Preferred Source has goods or services available in the form, function and utility consistent with the needs of Roswell Park, such goods or services shall be procured from the Preferred Source in accordance with the requirements of State Finance Law section 162. If a good or service is not available in form, function and utility consistent with the needs of Roswell Park from a Preferred Source, Roswell Park may then exercise its authority to utilize any applicable Source Selection Methods set forth in these Procurement Guidelines.
- B. **Discretionary Purchases.** Contracts that fall within a discretionary category below may be awarded without competitive bidding, However, with respect to discretionary Procurement Contracts awarded under this Sections B.2, B.3, B4., and B.5, Roswell Park must (i) ensure that the goods, services or technology acquired meet Roswell Park's form, function and utility needs; (ii) document and justify the selection of the vendor in the Procurement Record; (iii) document and justify the reasonableness of the price in the Procurement Record; and (iv) ensure that the vendor is a responsible vendor. Reasonableness of price may be determined by obtaining three (3) alternate quotes or comparing the proposed price to prices paid for similar goods or services within the previous six (6) months. **Procurements shall not be artificially divided so as to constitute discretionary procurements under this Section IV.B.**
1. Goods and Services under \$25,000. Any Procurement Contract for goods and/or services with a Contract Value that does not exceed \$25,000 may be awarded without a competitive bidding process.
  2. M/WBE Goods and Services under \$200,000. A Procurement Contract for goods or services, with a Contract Value that does not exceed \$200,000 may be awarded to an M/WBE without a competitive bidding process. Where the Contract Value exceeds \$25,000, the Procurement Contract award, and if applicable, the solicitation directed to M/WBE firms, shall be advertised in the New York State Contract Reporter in accordance with Section V.
  3. Small Business Goods and Services under \$200,000. Any Procurement Contract for goods or services with a Contract Value that does not exceed \$200,000 may be awarded to a Small Business without a competitive bidding process. Where the Contract Value exceeds \$25,000, notice of the Procurement Contract award and, if applicable, the solicitation directed to Small Businesses, shall be advertised in the New York State Contract Reporter in accordance with Section V.
  4. Recycled or Remanufactured Goods or Services Under \$200,000. Any Procurement Contract for recycled or manufactured goods or services, with a Contract Value that does not exceed \$200,000 may be awarded without a competitive bidding process. Where the Contract Value exceeds \$25,000, notice of the Procurement Contract award and, if applicable, the solicitation directed to recycled or remanufactured offerors, shall be advertised in the New York State Contract Reporter in accordance with Section V.
  5. Specialized Goods and Services under \$200,000. Procurement Contracts for "Specialized" goods or services having a Contract Value under \$200,000 may be awarded to a vendor without a formal bidding process, provided that a competitive selection process is utilized for the procurement. Such process shall include the evaluation of proposals, including pricing, obtained from three (3) or more vendors (or all vendors providing the Specialized good or service if there are less than three (3) vendors in the applicable market capable of providing said goods or services). Where

the contract award will be based upon factors in addition to pricing, the contract award shall be determined based upon scoring of a set of predetermined factors including pricing, and the weight allocated to pricing shall be not less than twenty-five (25%) percent of the overall scoring. Goods or services shall be considered to be "Specialized" when, (i) in the case of goods, the good is of a technical or scientific design, use, manufacture or application that is specific to the field of use by Roswell Park, (ii) in the case of services, the service providers from whom proposals are sought have specialized or highly specific knowledge, skill and/or experience in the field of the service sought by Roswell Park, or (iii) in the case of either goods or services, there is a limited number of vendors, not greater than six (6), capable of providing the goods or services required. Where the Contract Value exceeds \$50,000, notice of the Procurement Solicitation shall be advertised in the New York State Contract Reporter in accordance with Section V.

**C. Other Exemptions from Formal Competition**

1. Centralized Contracts. Goods, commodities, technology or other materials may be obtained through contracts established by the New York State Office of General Services or the United States General Services Administration without competitive bidding.
2. Group Purchasing Organizations. Roswell Park may participate in one or more group purchasing organizations ("GPOs"). Procurement Contracts entered into pursuant to a GPO arrangement shall not be subject to competitive bidding. Procurement Contracts entered into pursuant to purchasing consortium agreements established by health care organizations, networks, cooperatives, educational institutions or local governmental entities shall not be subject to competitive bidding where procurement of such consortium agreements complies with applicable procurement laws, regulations and guidelines.
3. Sole Source. A sole source procurement is one in which only one source can supply the product or service, and there are no functionally equivalent products or services available from other offerers in the marketplace. The sole source justification for the procurement must be established by the department with data from sources other than the vendor. A typical example of a sole source procurement is the purchase of equipment that utilizes patented technology owned by or licensed exclusively to the sole source vendor. Sole source procurements must be documented using the Roswell Park Procurement Exemption Request form, including a fair market value assessment. The Vice President/Department Chair must attest to and sign the Request and the Request must be approved by the General Counsel. For all sole source procurements, a notice of award shall be published in the NYSCR in accordance with Section V. Where the Contract Value of a sole source Procurement Contract equals or exceeds two hundred fifty thousand dollars (\$250,000.00), the Board of Directors must approve the Procurement Contract by resolution in accordance with Section VI. Where the Contract Value of the sole source procurement exceeds one million dollars (\$1,000,000) the Office of the State Comptroller must also approve the Procurement Contract in accordance with Section VI.
4. Single Source. A single source procurement is one which, although there are two or more potential offerers, Roswell Park has determined that a single offerer has a unique advantage, rendering competitive process impractical or otherwise not in Roswell Park's best interest. A typical example would be where Roswell Park needs maintenance for a particular piece of equipment, and that maintenance must be provided by a particular vendor in order to maintain the equipment warranty. Single source procurements must be documented using the Roswell Park Procurement Exemption Justification form, which includes fair market value assessment, the alternatives considered and the rationale for selection. The Vice President/Department Chair must attest to and sign the form and the form must be

approved by the General Counsel. For all single source procurements, a notice of award shall be published in the NYSCR in accordance with Section V. Where the Contract Value of a single source Procurement Contract equals or exceeds two hundred fifty thousand dollars (\$250,000.00), the Board of Directors must approve the Procurement Contract by resolution in accordance with Section VI. Where the Contract Value of the single source Procurement Contract exceeds one million dollars (\$1,000,000) the Office of the State Comptroller must also approve the Procurement Contract in accordance with Section VI.

5. Exigency. In the case of a set of exigent circumstances or an emergency arising out of an accident, strike, natural disaster, materials shortage, or other unforeseen occurrence or condition whereby circumstances affecting property or resources of Roswell Park or the life, health or safety of Roswell Park's patients or employees require immediate action, the President/CEO, or other Officer designee may award a Procurement Contract without competitive procedures. However, Roswell Park should make a reasonable attempt to obtain at least three (3) oral or written quotes prior to award. Failure to properly plan in advance for a foreseeable situation does not constitute an exigent or emergent situation. Requests for approval shall be submitted to the President/CEO or his/her Officer designee utilizing the Procurement Exemption Justification form. A notice of exigency award shall be published in the NYSCR in accordance with Section V. Where the Contract Value of an exigency Procurement Contract equals or exceeds two hundred fifty thousand dollars (\$250,000.00), the Procurement Contract shall be presented to the Board of Directors at the next Board meeting in accordance with Section VI. A record setting forth the circumstances under which such contract was let shall be maintained in the Procurement Record for a period of at least ninety (90) days following the date of approval of the next annual report of Procurement Contracts.
6. Assignment. Roswell Park may acquire contracts through assignment from affiliates or subsidiaries. The assignor shall certify that such contracts were awarded pursuant to applicable procurement laws, regulations and guidelines.

D. **Competitive Procurements**. Where a procurement does not meet the Preferred Source, Discretionary or Exemption categories above, such Procurement Contract shall be awarded pursuant to the appropriate competitive procurement process described below.

1. Invitation for Bid (IFB). Procurement Contracts for specified services, or goods, materials or non-personal services shall be awarded pursuant to an IFB that sets forth specified competitive criteria, with primary emphasis placed upon the lowest responsible bid price. For purposes hereof, the lowest responsible bidder is a bidder who has the lowest price among the bids submitted by all bidders who are financially able and competent to fully perform the contract. Competitive bids are to be solicited when the services or goods, materials or non-personal services required are of a standardized nature that may reasonably be made the subject of specifications to which bidders respond with required qualification data and price offers or when required by law. IFBs shall be assessed for MWBE and SDVOB goals prior to issuance and such goals will be stated in the IFB. IFBs shall be advertised in accordance with Section V.
2. Request for Proposals (RFP). Procurement Contracts for services, equipment or systems of a specialized or technical nature where factors in addition to price such as specialized skill, experience, and/or technical expertise are critical, may be awarded pursuant to an RFP process where such factors may be considered in addition to price to determine which proposal represents the "best value" to Roswell Park. An RFP might be used for the procurement of specialized Personal Services or the procurement of biotechnology, electronic, software and system applications. If a potential respondent participates in the development or writing of the specifications for the RFP, that respondent is generally prohibited from participating in the RFP.

Roswell Park may limit the field of contractors entitled to participate in an RFP by issuing a Request for Qualifications (RFQ) prior to the RFP in order to establish a list of pre-qualified RFP participants. Roswell Park may also establish minimum qualifications that an offerer must meet in order to be deemed responsive, which qualifications must be disclosed in the RFP along with a statement that offerers not meeting the qualifications will be eliminated without further evaluation. RFPs shall be assessed for MWBE and SDVOB goals prior to issuance and such goals will be stated in the RFP. The evaluation criteria for the RFP and weighting of each criterion shall be stated in the RFP in accordance with RFP Policy #503.1. RFPs shall be advertised in accordance with Section V. Contracts shall be awarded on the basis of a formal evaluation of the qualifications of the RFP respondents and the characteristics, quality and cost of the proposal in accordance with the established evaluation criteria and Policy #503.1. Competitive negotiations with one or more of the respondents (following a more general RFP) are permissible.

## V. **ADVERTISEMENT REQUIREMENTS FOR COMPETITIVE SOURCE SELECTION METHODS.**

Advertisement requirements apply only when competitive source selection methods and certain discretionary and exempt methods are used.

A. **Generally.** The solicitation of bids, proposals or submissions of qualification data or offers for Procurement Contracts shall be made by Roswell Park in a manner determined by the President/CEO or designee, to be the most cost-effective for providing reasonable competition for Roswell Park's contracts. This shall include advertisement in appropriate newspapers or trade journals for Procurement Contracts requiring a competitive bid, and may also include direct mailings to firms considered qualified and such other outreach mechanisms as are consistent with these Procurement Guidelines. .

### B. **New York State Contract Reporter.**

#### i. Competitive Procurement Opportunities.

1. **IFBs/RFPs.** Competitive Procurement Contract opportunities (IFBs, RFPs) and discretionary solicitations in the actual or estimated amount of fifty thousand dollars (\$50,000) or more shall be advertised in the New York State Contract Reporter ("NYSCR") for a period of at least fifteen (15) business days. Advertisements shall contain all information required under Article 4-C of the Economic Development Law.
2. **Re-Issued IFBs/RFPs.** Competitive Procurement Contract opportunities being re-bid or re-solicited within forty-five (45) business days after bids/proposals were originally due pursuant to publication in the NYSCR are exempt from further advertisement.
3. **Specialized Goods and Services.** Competitive Procurement Contract opportunities (informal solicitation of proposals and quotes) described in Article IV.B(5) hereof shall be advertised in the NYSCR for a period of at least fifteen (15) business days. Advertisements shall contain all information required under Article 4-C of the Economic Development Law.

ii. Discretionary Procurement Opportunities. Where Roswell Park intends to procure goods or services from an MWBE or Small Business Enterprise pursuant to Section IV.B.2 or IV.B.3, or intends to procure recycled or remanufactured goods pursuant to Section IV.B.4, and Roswell Park desires to solicit bids or proposals from multiple discretionary sources, Roswell Park will advertise the discretionary procurement

opportunity in the NYSCR for fifteen (15) business days. The following language may be used to advertise a discretionary procurement opportunity:

“Roswell Park intends to procure [insert project description, e.g., 1,000 widgets] pursuant to its discretionary purchasing authority. This procurement opportunity is limited to [minority or women-owned business enterprises businesses certified pursuant to Article 15-A of the New York State Executive Law] or [New York State small businesses]. Interested parties should contact [designated contact/purchasing officer] for more details about this opportunity.”

- iii. Notice of Award. Notices of award containing the following information shall be published in the NYSCR upon Roswell Park’s determination of its intent to award:
  1. For IFBs, the notice award shall set forth the IFB title and number, the results of the bid opening including the names of bidding firms and the amounts bid by each and the name of the successful bidder.
  2. For RFPs, the notice of award shall set forth the RFP title and number, the names of firms submitting proposals and the proposal selected as the best value offer.
  3. For Specialized Goods and Services, the notice of award shall state a description of the Specialized Goods and Services, the names of firms submitting proposals or quotes and the name of the firm awarded the contract.
  4. For single or sole source procurements, the notice award shall state the single or sole source basis of the award, the type and term of the contract awarded, and the name of the sole source awardee.
  5. For discretionary procurements, and all other procurement contracts, the notice of award shall state the basis for the award, the type and term of the contract awarded and the name of the proposed awardee.
  6. For exigency procurements, the notice of award shall state the exigent basis of the award, the type and term of the contract awarded and the name of the awardee.

## VI. APPROVALS

- A. **Finance Committee Approval.** Finance Committee approval shall be required to be obtained in advance with respect to: (i) capital projects involving procurements in excess of five hundred thousand dollars (\$500,000), and (ii) any project, program or action that involves expenditure of operating funds in excess of one million dollars (\$1,000,000).
- B. **Board of Directors Approval.** Board of Directors approval shall be required to be obtained in advance with respect to (i) any project, program or action that involves expenditure of capital or operating funds, or any combination thereof, in excess of two million dollars (\$2,000,000), or (ii) any sole source or single source Procurement Contract with a Contract Value that equals or exceeds two hundred fifty-thousand dollars (\$250,000). Exigency Procurement Contracts with a Contract Value that equals or exceeds two hundred fifty thousand dollars (\$250,000) shall be presented to the Board at the next Board meeting following award. In addition, the Board of Directors shall approve by resolution and annually review any Procurement Contract involving services which, pursuant to the terms of the Procurement Contract, will be rendered over a period in excess of one (1) year.
- C. **Office of the State Comptroller (“OSC”) Approval.** OSC approval shall be required for any Procurement Contract with a Contract Value in excess of one million dollars (\$1,000,000)



which (a) is to be awarded on a single source or sole source basis or pursuant to any other method of procurement that is not competitive, or (b) which is to be paid in whole or in part from monies appropriated by the state to Roswell Park for such contractual expenditure. OSC approval shall not be required for Procurement Contracts that are for (i) services, affiliations or joint ventures for the provision or administration of health care services or scientific research, (ii) direct health care services or goods used in the provision of health care services, (iii) emergency goods and/or services arising from unforeseen causes; or (iv) repairs to critical infrastructure that are necessary to avoid a delay in the delivery of critical services that could compromise public welfare.

- D. **Exemption for Government Sources and GPO Procurements.** Procurements of inventory, medical or surgical supplies, pharmaceuticals and general commodities, and which are purchased through New York State contract or other authorized GPOs as contemplated in these Procurement Guidelines, shall not require approval from the Board of Directors or the Finance Committee, provided such procurements are budgeted in the approved budget for the fiscal year of the procurement.
- E. **Counsel.** The form of all contracts shall be reviewed and approved by Counsel prior to execution.

## VII. FORM OF PROCUREMENT CONTRACTS

- A. Form of Procurement Contracts. All Procurement Contracts shall be in writing, shall be reviewed and approved as to form by Counsel and shall be executed by an authorized signatory, except as may otherwise be provided for in a resolution of the Board of Directors.
- B. Contract Provisions. Contracts for Personal Services shall detail the scope of services to be performed and where applicable the agreed schedule for performance, the procedure for monitoring of that performance by Roswell Park personnel and, where appropriate, any permitted use of Roswell Park supplies, facilities or personnel. Such contracts shall also state the compensation for the services, the schedule of payment, the billing process and other pre-conditions for receiving payment from Roswell Park, procedures for termination of the contract and any other provisions Counsel deems necessary or appropriate for each particular contract.

## VIII. PROMOTION OF CERTAIN BUSINESS ENTERPRISES

- A. Promotion of Minority and Women-Owned Business Enterprises. It is a goal of Roswell Park to (a) promote and assist participation by MWBEs in competition for Procurement Contracts and (b) award Procurement Contracts to MWBEs in accordance with the current Roswell Park Master Goal Plan submitted in accordance with Executive Law Article 15-A. Unless a Procurement Contract is exempt or excluded from the Master Goal Plan, or waiver has been granted, Procurement Contracts shall require the contractor to act affirmatively to secure appropriate participation by MWBEs and SDVOBs.
- B. Promotion of New York State Business Enterprises and New York State Residents. It is a goal of Roswell Park to promote the participation of New York State Business Enterprises and New York State Residents in Procurement contracts. Accordingly, the following procedure shall apply:
  - 1. Roswell Park shall consult the specifications of New York State Business Enterprises in developing specifications for any Procurement contract for the purchase of goods where possible, practicable, feasible and consistent with open bidding. Roswell Park shall, where feasible, make use of the stock item specification forms prepared by the New York State Commission of General Services, and where necessary, consult with said Commissioner in developing such specifications and making such determinations.

2. Roswell Park shall, with the cooperation of the New York State Department of Economic Development and through cooperative efforts with contractors, provide for the notification of New York State Business Enterprises of opportunities to participate as subcontractors and suppliers on Procurement contracts let by Roswell Park in the amount estimated to be equal to or greater than one million dollars (\$1,000,000), by cooperating with New York State in efforts to obtain offset credits from foreign countries and promulgating procedures which will assure compliance by contractors with such notification as a condition of awarding bids. Such contractors shall, as supplementary materials to their bids, document their efforts to encourage the participation of New York State Business Enterprises as suppliers and subcontractors on Procurement contracts equal to or greater than one million dollars (\$1,000,000); attest to compliance with the federal Equal Employment Opportunity Act of 1972 (P.L. 92-261) as amended; and document their efforts to provide notification to New York State Residents of employment opportunities through listing such positions with the Community Service Division of the New York State Department of Labor or providing for such notification in such manner as is consistent with existing collective bargaining contracts or agreements..
3. Roswell Park shall include in all bid documents provided to potential bidders a statement that information concerning the availability of New York State subcontractors and suppliers is available from the New York State Department of Economic Development, and it is the policy of New York State to encourage the use of New York State subcontractors and suppliers, and to promote the participation of Minority and Women Owned Business Enterprises where possible, in the procurement of goods and services.
4. Roswell Park, with the cooperation of the Community Service Division of the New York State Department of Labor and through cooperative effort with contractors, shall provide for the notification of New York State Residents of employment opportunities arising in New York State as a result of any Procurement contract let by Roswell Park in an amount estimated to be equal to or greater than one million dollars (\$1,000,000), and shall require contractors to submit post-award compliance reports documenting their efforts to provide such notification through listing any such positions with the community service division, or providing for such notification in such manner as is consistent with existing collective bargaining contracts or agreements.
5. Roswell Park shall notify the New York State Commissioner of Economic Development of the award of a Procurement Contract for the purchase of goods from a Foreign Business Enterprise in an amount equal to or greater than one million dollars (\$1,000,000) simultaneously with notifying the successful bidder therefore. Roswell Park shall not thereafter enter into a Procurement contract for said goods until at least fifteen (15) days has elapsed, except for Procurement contracts awarded on an emergency or critical basis. The notification to the Commissioner of Economic Development shall include the name, address and telephone and facsimile number of the Foreign Business Enterprise, the amount of the proposed Procurement contract and the name of the individual at the Foreign Business Enterprise or acting on behalf of the same who is principally responsible for the proposed Procurement contract.

## **IX PROCUREMENT ETHICS**

- A. Limitations on Contracts with Former Roswell Park Officers and Employees. A former officer or employee shall not be permitted, for a period of two years following termination of Roswell Park employment, to enter into a Personal Services contract with Roswell Park, either as an individual or as an officer or employee of a private business entity, in relation to any matter over which he or she exercised decision-making power during the performance of official duties or that may create the appearance of impropriety or conflict of interest; provided, however, that this limitation may be waived where the President/CEO, with approval of the State Ethics Commission, determines that (1) such former officer or employee has no interest

other than their compensation in the outcome of the particular contract and (2) such person's fulfillment of the contract is a benefit to Roswell Park; or when the Attorney General grants an exemption pursuant to the Public Officers Law.

- B. Compliance with Procurement Lobbying Laws. NYS Finance Law sections 139-j and 139-k ("Procurement Lobbying Laws") prohibit potential offerers from making impermissible contacts with Roswell Park while a solicitation (e.g., IFB, RFP) is pending. Any solicitation for bids (IFB), proposals (RFP) or submissions of qualification data (RFQ) or offers for Roswell Park's acquisition of goods or services of any kind and with respect to which the estimated Contract Value equals or exceeds fifteen thousand dollars (\$15,000.00) shall contain a written designation of one or more Roswell Park staff member(s) (the "Designated Contact") who may be contacted regarding the solicitation in accordance with the Procurement Lobbying Laws and Roswell Park's Procurement Lobbying Policy. Solicitations shall also contain the procurement disclosure notice language and certification set forth in Roswell Park's Procurement Disclosure Policy. Any Roswell Park employee who becomes aware of any communication by a potential offerer to Roswell Park that violates the Procurement Lobbying Policy shall immediately notify the Office of General Counsel so appropriate actions may be taken.

## **X. REPORT ON PROCUREMENT CONTRACTS**

- A. Annual Report. During the first three (3) months of each fiscal year, Roswell Park shall report on Procurement contracts awarded during the previous fiscal year using the reporting requirements for the Annual Report of State Authority Contracts, ("Report of Contracts") and shall provide a copy of such report to the Board of Directors at or before the Board's Annual Meeting. To the extent appropriate, the Board of Directors may incorporate the Report of Contracts in any annual report it prepares for submission to New York State departments, divisions or agencies.
- B. Submissions. The annual report on Procurement contracts shall be submitted to the Division of the Budget with copies to the Department of Audit and Control, the Department of Economic Development, the Senate Finance Committee and the Assembly Ways and Means Committee, and the Department of Health.
- C. Public Copies. Copies of the annual report on procurement contracts shall also be available to the public upon reasonable request at Roswell Park's main office.

## **XI. DUE DILIGENCE**

- A. Before any Procurement Contract award for goods or services of greater than one hundred thousand dollars (\$100,000.00) is made, certain due diligence steps will be taken in accordance with Roswell Park Policy #501.1.
- B. Prior to making an award of a Procurement Contract, Roswell Park will make a final determination of responsibility of the proposed offerer/bidder or contractor.