

Attachment J – VTA Organizational Conflict of Interest Procedures

- 1.0 Organizational conflicts of interest are fact dependent, and VTA will examine each individual contracting situation on the basis of its particular facts.
- 2.0 Organizational conflicts of interest can occur in the following circumstances:
 - 2.1 Development of Specifications, Evaluation Factors or Similar Documents (Biased Ground Rules): Can occur if, as part of an earlier solicitation and contract award, a bidder, proposer or contractor has developed specifications, evaluation factors or similar documents that are being utilized for a new or future solicitation, which the bidder, proposer or contractor is also proposing on.
 - 2.2 Lack of Impartiality or Impaired Objectivity: Can occur when a bidder, proposer or contractor is unable, or potentially unable, to provide impartial and objective assistance or advice to VTA due to other activities, relationships, contracts, or circumstances. An example of lack of impartiality or impaired objectivity may occur where the bidder, proposer or contractor's award will result in overseeing its own work under another contract with VTA.
 - 2.3 Unequal Access to Information: May occur when a bidder, proposer, or contractor has an unfair competitive advantage through obtaining access to nonpublic information during the performance of an earlier contract.
- 3.0 **Under a solicitation:**
 - 3.1 Bidders and proposers are prohibited from:
 - (a) directly or indirectly obtaining any advice or engaging in discussions relating to the solicitation from or with; or
 - (b) including on their bidder/proposer team,
 any person or entity with an organizational conflict of interest.
 - 3.2 Bidders/proposers are responsible for identifying any potential or actual organizational conflict of interests before obtaining any advice or engaging in any discussions relating to the solicitation and when determining who to include within the bidder/proposer team.
 - 3.3 By submitting a bid or proposal, a bidder or proposer will certify/represent that if any perceived, potential, or actual organizational conflict of interest is discovered after the bidder/proposer has submitted its bid/proposal, the bidder/proposer will make an immediate and full written disclosure to VTA describing the perceived, potential, or actual organizational conflict of interest and the action that the bidder/proposer has taken, or

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proposes to take, to avoid or mitigate such perceived, potential, or actual organizational conflict of interest.

- 3.4 VTA is the ultimate arbiter of whether a bidder or proposer has an organizational conflict of interest and will evaluate potential organizational conflicts of interest upon submission of bids or proposals.
- 4.0 All Organizational Conflict of Interest (OCI) are fact-dependent, and the party with the greatest access to the relevant facts regarding a conflict is the potential offeror itself. To this end, the potential offeror is responsible for doing its own analysis. VTA Procurement will provide feedback, response or decision upon receipt of an OCI analysis that is supported by complete and detailed facts, including specific contracts, dates, and the scope of work. VTA will not research the facts on behalf of the potential offeror. If the analysis is submitted without sufficient facts, the potential offeror's request to review its OCI analysis will be returned. A request to review an OCI analysis can be sent to procurement@vta.org, subject line: OCI Analysis Review Request. VTA does not provide legal advice on an OCI. The potential offeror must seek legal advice from its own legal counsel.

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