



**Downtown Asheville Municipal Service District Operations
298-RFP-DTAVL-BID-FY25**

City of Asheville
Project Manager: Dana Frankel
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Date Issued: September 20, 2024

PROPOSALS DUE BY: October 15, 2024 5:00pm EDT

298-RFP-DTAVL-BID-FY25

1. Request for Proposal Notice

Pursuant to the City of Asheville's Procurement, Purchasing and Contracting Policy, Proposals will be received by the City of Asheville for the following: Downtown Asheville Municipal Service District Operations. Notice is hereby given that the City will accept proposals until **October 15, 2024 5:00pm EDT**.

The RFP is comprised of the base RFP document, any attachments, and any addenda released before contract award. All attachments and addenda released for this RFP in advance of any contract award are incorporated herein by reference.

2. Project Description

The North Carolina General Statutes, specifically [Chapter 160A, Article 23](#), prescribe purposes for which a Municipal Service District (MSD) may be established. A city council may by ordinance establish a MSD upon a finding that the district is in need of one or more defined services, facilities, or functions to a demonstrably greater extent than the remainder of the city.

The statute provides that districts may be established for the purpose of downtown revitalization and may include a variety of activities including enhanced maintenance of public infrastructure and facilities, marketing and promotion, events, parking management, economic development, construction and/or maintenance of capital improvements, and the enhancement of other city services or functions.

The City Council has broad discretion to establish MSD boundaries within a geographically defined area such as downtown. As part of the establishment of a MSD, the City Council determines the district boundary and levies an additional tax rate to provide a variety of services that enhance, not replace, existing municipal services within the district. Once in place, the funds generated by the increased tax rate are used to enhance services or deliver projects that directly benefit the property owners, business owners, and residents within the district. A MSD is commonly referred to as a Business Improvement District (BID).

The City of Asheville documented services provided in the downtown area as of February 2024 in order to establish a baseline for existing municipal services within the district. Service details [can be viewed here](#).

The BID in downtown Asheville was authorized on June 11, 2024, and must be implemented in Fiscal Year 2025, no later than June 30, 2025. The City Council established by resolution the following BID objectives:

- Be intentional about creating a downtown environment that is welcoming and inclusive to all, with a focus on engaging Asheville businesses, residents, and workers.
- Provide services and management that improve the downtown experience and quality of life such as complimenting public safety, hospitality, enhancing cleanliness, and beautifying public spaces.
- Create a nimble mechanism for championing and sustaining downtown improvement efforts for the long-term.

298-RFP-DTAVL-BID-FY25

- Increase business activity and attract new investment, with intention to support small independent businesses.

This Request for Proposals (RFP) seeks to identify a qualified BID Service Provider to provide the Scope of Work outlined herein for a period of 1-year (12 month period) with two optional 1-year extensions. The BID Service Provider is expected to work with appropriate agencies to supplement, enhance and collaborate on service details to deliver more efficient and effective services in the district overall.

3. Scope of Work

A. Statutory Compliance, Budgeting, Reporting, and Public Accountability

The selected Service Provider shall be subject to and shall maintain compliance with certain statutory, budgeting, reporting requirements, and public accountability, including however not limited to the following:

a. Annual Cost Proposal

The selected Service Provider shall submit an annual cost proposal to manage the downtown Asheville BID based upon the complete Scope of Work described in the RFP, to include all administrative costs, expenses, and overhead (including staff salaries and benefits). Service providers should include in their annual cost proposal any anticipated revenues from non-City sources.

b. Annual City Budget Allocation

The Downtown Asheville Business Improvement District funding allocation for Fiscal Year 2025 is expected to be \$1,250,000.

The Asheville City Council shall maintain final authority to approve and/or modify the annual BID budget in total and/or per each budget subcategory, and set the yearly tax rate. The annual City budget allocation is subject to adjustment based upon the approved BID tax rate established by the City Council as part of its annual budget adoption process.

c. Reporting Requirements

Quarterly reports shall be submitted to the Asheville City Manager's Office. Reports shall provide information and tracking of programs, activities and accomplishments in accordance with the Scope of Work, as well as input received through community engagement activities. The quarterly reports shall also be provided to the Asheville Downtown Commission for their review and made publicly available.

Consistent with the statutory requirements, the selected Service Provider shall additionally report at least annually to the City Council by presentation and through a written report regarding the needs of the service district, completed projects, and pending projects. In addition, the Service Provider shall provide an appropriate accounting for funds expended pursuant to the Scope of Work at the end of each fiscal year or other appropriate period. Prior to the delivery of the statutorily required presentation and written report to City Council, the service provider shall seek input regarding service needs for the upcoming year.

298-RFP-DTAVL-BID-FY25

d. Community Engagement

The selected Service Provider shall solicit opinions, feedback, and input at least semi-annually (2x per year), regarding the effectiveness of BID operations and to the reasonable satisfaction of the City Council. Input should be sought from individuals and groups that represent property owners, businesses, residents, and workers.

Additional community engagement activities are expected to take place regularly in order to enhance communications, information sharing and coordination overall between government agencies and downtown businesses, residents and other downtown stakeholders. Regular coordination and consultation with the City staff is expected as part of this service.

e. BID Steering Committee

To ensure public accountability, the selected Service Provider shall propose and establish a committee or board of local businesses and residents responsible for overseeing and managing the operations and delivery of services for the BID.

i. Membership Composition: The committee members constituting the BID Steering Committee shall reside in Buncombe County and include the following voting members:

- Four (4) commercial property owners;
- Four (4) business renters;
- Three (3) residential property owners;
- Three (3) residential renters;
- One (1) representative from The Block;
- One (1) representative from the Continuum of Care; and
- One (1) at-large representative.

ii. Industry Representation: The following five (5) industries shall be represented within the makeup of the BID Steering Committee voting membership:

- Food and beverage;
- Entertainment;
- Hospitality;
- Office; and
- Retail.

iii. Geographic Representation: The following downtown Asheville geographies ([viewable on a map here](#)) shall be represented within the makeup of the voting membership:

- Northwest of Patton/Broadway - Includes a large portion of downtown's historic core incorporating Pritchard Park and the western portion of the district.
- Southwest of Patton/Broadway - Includes the area of South Slope.
- Southeast of Biltmore/College - Includes The Block, incorporating Eagle Street, S. Market Street, Beaumont and Sycamore Streets and the area around Triangle Park.

298-RFP-DTAVL-BID-FY25

- Northeast of Broadway/College - Includes Pack Square and the eastern portion of the district.
- iv. **Ex Officio Membership:** The following non-voting members will participate on the BID Steering Committee:
 - One (1) current Asheville City Council member;
 - Asheville City Manager or designee; and
 - Buncombe County Manager or designee.
- v. **Public Records and Open Meetings:** The selected Service Provider and BID Steering Committee shall comply with all North Carolina public records and open meetings law for work associated with the operations and delivery of services for the BID.
- vi. **BID Steering Committee Appointment Process:** The initial BID Steering Committee will be compiled by the selected Service Provider and submitted to the Asheville City Council who may accept these nominations, or request that the selected service provider submit alternative nominees, until such time as the City Council have received an acceptable slate of nominees. The nomination process for the initial BID Steering Committee is to be administered by the selected Service Provider within 30 days of the contract award date with the goal of City Council acceptance within 60 days of the contract award date. All Committee applications will be made available to the City Council and public for review prior to consideration of the recommended nominations. To fill vacancies, the BID Steering Committee will submit nominations to the City Council who may accept nominations, or request alternative nominees.

B. Safety and Hospitality Services

The selected Service Provider will ensure downtown Asheville is safe and welcoming for property owners, business owners, residents, workers, and visitors through:

a. Hospitality and Continual Public Engagement

Provide a highly visible presence continually circulating through the district primarily on foot, bike, or vehicle as-needed; proactively engage the public and respond to opportunities to provide directions, recommendations, or assistance; offer safety companions on an on-call basis; connect people experiencing homelessness or experiencing a mental health crisis to resources like AFD REST (Resource and Engagement Support Team formerly known as Community Responders), Buncombe County's Community Paramedics and other service providers.

b. Observing and Reporting Issues

Observe and report crime, safety concerns, cleanliness needs, maintenance concerns, walkability issues and local ordinance violations to the appropriate agencies or BID contractors; collaborate with appropriate agencies and community partners to enhance services and responsiveness to issues.

c. Business Engagement

298-RFP-DTAVL-BID-FY25

Complete regular public relations check-ins and develop relationships with downtown businesses and organizations; gather information about issues and concerns, distribute educational materials and resources as needed, organize feedback on policies or initiatives, and report upon strategies and successes.

d. Community Stewards

Direct, provide, manage, and/or enter into contracts for dedicated Community Stewards, sometimes referred to as ambassadors. Community Stewards shall receive training in anti-racism, de-escalation, harm-reduction, and mental health first aid as well as regular training with City staff and other appropriate agencies to stay current on coordination and reporting protocol. It is expected the service provider will prioritize the employment of Community Stewards who ideally have lived experience with poverty. In providing Safety and Hospitality Services described here-in, Community Stewards will not function as security or law enforcement officers, nor will they carry weapons of any kind. Community Stewards should be available on an on-call basis during the days and times where there is the highest need for assistance. They shall participate in monthly Outreach Coordination Group meetings convened by the City's Homeless Strategies Division staff.

C. Enhanced Cleaning Services

The selected Service Provider will ensure downtown Asheville is clean and attractive for property owners, business owners, residents, workers, and visitors. The proposed cleaning schedule should include coverage on Fridays, Saturdays and Sundays. The following is to be provided:

a. Litter and Debris Removal

Collect and dispose of litter and debris on sidewalks, along the curb line, in landscaping beds, at transit stops, and throughout the streetscape, coordinating with appropriate city departments and contractors as appropriate to supplement existing services for greater effectiveness and efficiency; empty public trash receptacles as needed and coordinate with appropriate city department to facilitate maintenance of the receptacles; provide supplemental storm drain clearing as needed. (Disposal of litter and debris by the BID Service Provider shall be managed directly, taken to appropriate and permitted disposal facilities, preferably within Buncombe County.)

b. Streetscape Fixtures and Public Infrastructure

Supplement the City's existing services to inspect, clean, and paint streetscape fixtures and furniture as needed and in coordination with appropriate agencies, including trash and recycling receptacles and benches; remove graffiti, stickers, handbills, flyers and other debris from public fixtures and infrastructure. Check public restroom conditions, providing supplemental cleaning services as needed. Report maintenance or repair needs and coordinate with city departments or other agencies as appropriate.

c. Landscape Maintenance

Perform supplemental weed control in sidewalk cracks, landscape beds, tree grates, and around streetscaping; perform limited supplemental landscaping and watering of public and quasi-public spaces. Address and/or report tree maintenance issues, particularly

298-RFP-DTAVL-BID-FY25

those impacting public sidewalk accessibility. Report landscaping/cleanliness conditions of private properties for City enforcement as-needed.

d. Pressure Washing

Pressure wash hot spots and high traffic areas with appropriate equipment at an increased frequency and on an as-needed and on-call basis.

e. On-Call Cleaning

Provide timely cleaning services on an on-call basis, offering a direct point of contact for businesses/residents. This should include on-call hot-spot cleaning, pressure washing as-needed, biohazard cleaning, needle disposal and litter pick-up.

D. Special Projects

The selected service provider will undertake special projects that support overall BID objectives and respond to the needs of the district including the following:

a. Programming and Activation

Coordinate intentional programming that supports further activation and economic activity. Prioritize activities that support BID objectives including aspects of public safety, cleanliness and promoting a welcoming and inclusive environment along with cultural celebration. Consider involvement from buskers, food trucks and gig workers in programming as well as enhancing seasonal events. Collaborate with the City to improve efficiency of event management and event related communications.

b. Beautification and Public Art

Prioritize and execute strategic beautification and/or public art and cultural initiatives that support BID objectives including aspects of public safety, cleanliness and promoting a welcoming and inclusive environment. Consider enhancements to seasonal and holiday displays.

c. Restroom Access and Management

Facilitate supplemental public restroom monitoring and maintenance along with a commitment to working with the City on expanded access to facilities.

d. Enhanced Responsiveness to Unique Needs

Deploy new or adjusted initiatives in response to community feedback and changing needs for downtown that support BID objectives.

4. Proposal Requirements

Proposals shall be organized as responses to all components included in the Evaluation Criteria section of this RFP and follow all guidance specified in the Proposal Submittal Instructions section of this RFP.

All Asheville Business Inclusion (ABI) Forms including Outreach Documentation as applicable and any Addendum issued must be **completed/signed and included with the submittal**.

298-RFP-DTAVL-BID-FY25

Questions and/or clarifications must be submitted **in writing via email** to the project manager by **September 27, 2024 5:00pm** EDT. Addenda will be posted to www.ashevillenc.gov/bids.

Questions concerning the City's Asheville Business Inclusion (ABI) requirements can be directed to the ABI Office at abi@ashevillenc.gov until the proposal deadline.

5. Evaluation Criteria

Your submittal will be evaluated based on your responses to the components below.

A. Project Understanding and Implementation/Start-Up Plan

a. Provide a letter of interest (two page maximum), including the following:

- i. Contact information for the proposer including primary place of business;
- ii. A brief statement of interest in the delivery of the Scope of Work and how the proposer intends to meet the BID objectives established by the Asheville City Council in resolution [24-119](#);
- iii. Details of any partnership arrangements proposed to implement this RFP; and
- iv. The signature of the principal(s) authorized to bind the proposer to the terms of the proposal.

b. Demonstrated understanding of the Scope of Work and successful implementation

- i. Provide a brief overview outlining the process planned for achieving the services and goals of the RFP. The overview should convey that the proposer understands the Scope of Work and possesses the skill and capacity to deliver the proposed services with a high rate of success.
- ii. Describe the approach to implementing the specific tasks included in the Scope of Work, including a description and schedule for each task and the expected deliverable(s).
- iii. Provide an implementation/start-up plan, which includes a schedule and milestones, that demonstrates the timely and efficient delivery of BID services prior to June 30, 2025.
- iv. If the execution of work to be performed requires the hiring of subcontractors, this must be clearly outlined.
- v. Explain any anticipated challenges with implementation of goals and or services.

c. Approach to sub-contracting including recruitment, hiring and training

- i. Provide an overview of the approach to sub-contracting including recruitment, hiring and training as well as MWBE participation. Explain your demonstration, willingness and commitment to inclusive hiring practices both directly and with sub-contractors. Share your approach and strategy for engaging with, evaluating and hiring diverse individuals and firms.
- ii. Describe the services to be provided by subcontractors and the expected terms and conditions of the proposer's business/organization and reporting relationship with the subcontractors. (The City reserves the right to accept or reject any

298-RFP-DTAVL-BID-FY25

changes made to the proposed project team post awarding of the RFP, including proposer's use of subcontractors.)

- iii. Include a schedule of availability for all key personnel and contractors including **proposed days/times/hours of service delivery**.
- iv. Provide a description of expected hiring processes, anticipated employee wages and employee benefits, and how local staff and those with lived experience with poverty will be recruited.
- v. Provide details of proposed training, as well as the method or process planned for complying with the training requirements for Community Stewards included in the Scope of Work.

d. Approach to leveraging non-City resources

- i. Explain the proposer's overall value proposition including approach to resource allocation and efficiency as well as leveraging non-City resources.

B. Qualifications and Experience

- a. Describe the qualifications of the proposer and key team members that demonstrate the proposer's ability to provide the Scope of Work.
- b. At a minimum, provide a resume for all key team members highlighting relevant career experience and provide an organizational chart showing key team members and any proposed contractual relationships. Highlight adherence to the City of Asheville [Business Inclusion Contracting Policy](#) and participation by any Minority/Woman Business Enterprises where applicable.
- c. Provide information about up to 3 projects or services currently or previously provided by the proposer that demonstrate an ability to successfully deliver the Scope of Work required and experience with sub-contractors as applicable. Include references for each completed project.

C. Management Abilities

a. Cost Proposal

- i. Provide a cost proposal based upon service levels achievable and consistent with the expected Fiscal Year 2025 funding allocation (\$1,250,000). Please provide the cost proposal details in a table format. At a minimum, cost proposal should include:
 - Itemized estimated cost to deliver each element required in the Scope of Work;
 - Overhead/administrative and training cost estimates including compensation (staff salaries and benefits) by job category or title, equipment and supplies, and other administrative expenses;
 - Subcontractor cost estimates;
 - Other anticipated revenues/leveraged funds (from non-City sources).

b. Reporting and Communications Strategy

298-RFP-DTAVL-BID-FY25

- i. Provide details on approach to the reporting and communications requirements outlined in the Scope of Work.
- ii. Include anticipated methods of communication and engagement as well as platforms for data collection and frequency of reporting.
- iii. Explain how progress and metrics will be tracked, measured and communicated for meeting the BID objectives.

D. Alignment with City Goals

- a. Explain the proposer’s approach to supporting [City Council’s 2036 Vision](#) and [FY 2025 Council Priorities](#) including *specific* ways that the proposer will deliver services that further align with and enhance these goals and strategies.
- b. Explain how progress to advance these goals and strategies will be measured, tracked and communicated.

Name of Firm:	
Authorized Signature:	
Printed Name:	
Title:	
Email:	
Date:	

6. Evaluation Metrics

Proposals will be evaluated based upon, however not limited to, the following scoring criteria:

CRITERIA	DESCRIPTION	POSSIBLE POINTS
Project Understanding and Implementation/Start-Up Plan	Demonstrated understanding of the Scope of Work and successful implementation	25
	Approach to sub-contracting including recruitment, hiring and training	15
	Approach to leveraging non-City resources	5
Qualifications and	Qualifications and experience	20

298-RFP-DTAVL-BID-FY25

Experience	of the proposed team including projects and references	
Management Abilities	Cost proposal	15
	Quality of reporting, data and communication strategy	10
Alignment with City Goals	Approach to supporting/enhancing Asheville City Council's 2036 Vision and FY 25 City Council Priorities	10
TOTAL		100

7. RFP Schedule and Proposal Submission

RFP Issued:	September 20, 2024
Pre-Proposal Meeting - Informational <i>VIRTUAL</i> Google Video Link: meet.google.com/nyr-kqga-dfm Phone: 414-885-5163 PIN: 591 440 729#	September 26, 2024 at 9AM EDT
Questions Deadline:	September 27, 2024 5:00pm EDT
Addendum Posted:	October 3, 2024, 5:00pm EDT
Deadline for Proposal Submittals:	October 15, 2024 5:00pm EDT

8. Evaluation and Selection Process

Submittals will be reviewed for responsiveness, and responsive submittals will further be screened by a selection committee in accordance with the above criteria. The firm(s) submitting the highest-rated proposal may be invited for interviews.

Interviews, if held, will be scored and ranked separately from the written proposals. However, the City may use criteria similar to the above Evaluation Criteria to score and rank Proposers'

298-RFP-DTAVL-BID-FY25

responses to interview questions or instructions, in addition to other relevant information provided or requested.

The City reserves the right to award a contract to the firm who's proposal best accomplishes the desired results.

The City reserves the right to request additional information or clarification from proposers during the evaluation process.

The City reserves the right to reject any or all proposals, or to waive minor irregularities in said proposals, or to negotiate with the successful firm(s). In the case of differences between written words and figures in a proposal, the amount stated in written words shall govern. In the case of a difference in unit price versus the extended figure, the unit price shall govern.

The City will notify all proposers whether or not they are selected for the subject work. Email is the City's preferred method of communication for all stages of the RFP process.

The following schedule is anticipated:

- October 17 - October 24, 2024: Selection Committee reviews and scores proposals
- October 28 - November 5, 2024: Interviews conducted if applicable
- November 6, 2024: Highest scored/selected Service Provider notified
- November 19, 2024: Staff to seek City Council authorization to execute a contract
- By December 31, 2024: Contract executed

Per statutory requirements, the contract with the selected vendor must be fully executed with full implementation no later than June 30, 2025.

9. Proposal Submittal Instructions

All Proposals must be made and submitted in a non-editable electronic document (PDF) format. Links are not allowed. Proposals must be delivered via email. The City of Asheville takes no responsibility for emails that are undeliverable or delayed. It is the responsibility of the submitter to obtain email confirmation. **All proposals MUST be clearly identified in the email subject line as 298-RFP-DTAVL-BID-FY25 and MUST be delivered by October 15, 2024 5:00pm EDT.**

Electronic Submission via Email:

Project Manager: Dana Frankel

Subject: 298-RFP-DTAVL-BID-FY25

Email Address: dfrankel@ashevillenc.gov

Late proposals will not be considered. All proposals must be signed by an authorized representative of the proposer's organization. Faxed proposals will NOT be considered.

Questions and Addenda

Inquiries and/or clarifications must be submitted via email to the project manager by September 27, 2024 5:00pm EDT. Any revisions to this RFP shall be made by written addendum only. Addendum will be issued answering all questions and/or addressing any approved modifications to the RFP. No oral statements by any person shall modify or otherwise affect this RFP. **Proposers shall acknowledge receipt of any addendum by returning a signed copy of the**

298-RFP-DTAVL-BID-FY25

addendum with their proposal. All addenda will be posted to www.ashevilenc.gov/bids. It is the responsibility of the proposer to check this website periodically for any changes to this proposal.

10. Request for Proposal (RFP) Terms and Conditions

Standard Contract: Upon completion of the evaluation and recommendation for award, the selected vendor will be required to execute a general services contract.

Contract Term: The initial term of the contract will be for a one-year time period with two one-year optional extensions as agreed upon by the City and successful vendor.

Independent Contractor: At all times the Contractor shall represent himself/herself to be an independent contractor offering services to the City of Asheville and shall not represent himself/herself, or his/her employees, to be an employee of the City of Asheville. Therefore, the Contractor shall assume all legal and financial responsibility for taxes, FICA, employee fringe benefits, workers' compensation, employee insurance, minimum wage requirements, overtime, etc., and agrees to indemnify, save, and hold the City of Asheville and its officers, agents, and employees harmless from and against any and all loss, cost (including attorney fees), and damage of any kind related to such matters.

Publicity Clause: Respondent must obtain prior written approval from the City for use of information relating to the City or this Agreement in advertisements, brochures, promotional materials or media, press releases, or other informational avenues.

Non-Appropriation: If the City does not receive funding for this Contract from the City Council for any fiscal year applicable to this Contract, then the City shall have the right to terminate this Agreement without penalty by giving not less than thirty (30) days' written notice documenting the lack of funding.

Conflict of Interest: The Contractor shall warrant that no official or employee of the City who has a conflict of interest has been employed or retained to solicit or aid in the procuring of the resulting contract, nor that any such person will be employed in the performance of such contract without immediate divulgence of such fact to the City.

Non-Collusion: Proposers submitting proposals shall warrant that their offer is made without any previous understanding, agreement, or connection with any person, firm, or corporation submitting a separate proposal for the same project and is in all respects fair, without outside control, collusion, fraud, or otherwise illegal action. This condition shall not apply to proposals that are submitted by Proposers who have partnered with others to submit a cooperative proposal that clearly identifies a primary contractor and the associated sub-contractors.

E-Verify Employer Compliance: Per NC HB 786 Session Law 2013-418, Employers and their subcontractors with 25 or more employees as defined must comply with E-Verify requirements to contract with governmental units. E-Verify is a Federal program and can be accessed via this link: <https://www.e-verify.gov/>.

298-RFP-DTAVL-BID-FY25

Iran Divestment And Israel Boycott: City of Asheville staff are responsible for verifying that the contractor is not listed on the Iran Divestment List or the Companies Boycotting Israel Final Divestment List published by the NC State Treasurer pursuant to N.C.G.S. 147-86.60 and 147-86.82. The City shall not contract with any company or their affiliates listed on these divestment lists.

Drug Free Workplace: The City of Asheville is a drug-free workplace employer. The City requires contractors/vendors entering into a contract with the City to provide a drug-free workplace in the performance of said contract. The contractor, upon execution of the contract, certifies that it will provide a drug-free workplace during the performance of the work on this contract. The contractor agrees to notify employees that the unlawful manufacture, distribution, dispensation, possession, or use of a controlled substance is prohibited in the workplace and specify the actions that will be taken for violations of such prohibitions. Responsive actions should be appropriate and sufficient to address and remediate any violations of this requirement.

Expenses Incurred In Preparing Proposal: The City of Asheville accepts no responsibility for any expense incurred by the proposer in the preparation of a proposal. Such expenses shall be borne exclusively by the proposer.

Addenda: Any and all revisions to this document shall be made only by written addendum from the City of Asheville Purchasing Division. Therefore, no oral statements by any person shall modify or otherwise affect the terms, conditions, or specifications stated in this request for proposals. The proposer is cautioned that the requirements of this RFP can be altered only by written addendum and that verbal communications from any source are of no effect.

Ad Valorem Taxes: Proposers/Vendors please note that City Policy adopted by the City Council Resolution No. 93-139, prohibits the City from entering into contracts with persons or firms who are delinquent in the payment of ad valorem taxes owed to the City of Asheville.

Termination: This contract may be terminated by either party, with thirty (30) days prior written notice. Notice shall be served under this contract by email and acknowledged by both parties.

Insurance Requirements: The successful proposer (Contractor) agrees to keep and maintain for the duration of this Agreement including but not limited to commercial general liability, auto liability, and workers' compensation insurance coverage with at least the minimum limits shown below and shall ensure all subcontractors providing services associated with this Agreement maintain said lines of insurance and minimum limits listed herein. The Contractor shall include a statement in each subcontract for services associated with this Agreement that each "subcontractor agrees to list the Contractor and the City of Asheville as Certificate Holder and an additional insured under the subcontractor's commercial general liability policy and provide a waiver of subrogation on the subcontractor's general liability and workers' compensation policy. The Contractor and all subcontractors performing services associated with this Agreement shall furnish the City with certificates of insurance for each type of insurance described herein listing the City as certificate holder and an additional insured under the Contractor's and subcontractor's commercial general liability policy and provide a waiver of subrogation on the subcontractor's general liability and workers' compensation policy. In the event of bodily injury, property damage, or financial loss caused by the Contractor's or

298-RFP-DTAVL-BID-FY25

subcontractors' negligent acts or omissions in connection with services performed under this Agreement, the Contractor or subcontractor's Liability insurance shall be primary with respect to any other insurance which may be available to the City, regardless of how the "Other Insurance" provisions may read. In the event of cancellation, substantial changes or nonrenewal, the Contractor, subcontractor, and their insurance carrier shall give the City at least thirty (30) days prior written notice. No work shall be performed until the Contractor and subcontractors furnish the City the above referenced certificates of insurance and associated endorsements, in a form suitable to the City.

Commercial General Liability:	\$1,000,000 per occurrence
Commercial Auto Liability:	\$1,000,000 combined single limit
Workers' Compensation:	Statutory

Governing Law And Jurisdiction: The parties acknowledge that this Agreement is made and entered into in Asheville, North Carolina, and will be performed in Buncombe County, North Carolina. The parties further acknowledge and agree that North Carolina law shall govern all the rights, obligations, duties, and liabilities of the parties under this Agreement, and that North Carolina law shall govern the interpretation and enforcement of this Agreement and any other matters relating to this Agreement (all without regard to North Carolina conflicts of law principles). Disputes arising under this Agreement shall be resolved in an appropriate court in North Carolina.

Indemnification: The successful proposer shall indemnify, defend and hold harmless the City and the City's officers, employees and agents from and against any and all losses, damages, costs, expenses (including reasonable attorneys' fees), obligations, and other liabilities (including settlement amounts) that arise directly or indirectly from:

- Any infringement of any copyright, trademark, or patent, any misappropriation of any trade secrets, or infringement or misappropriation of any other proprietary rights, in connection with any software, documentation, services, or other products supplied directly or indirectly by successful proposer in connection with this Agreement, or any allegation of any of the foregoing (collectively referred to as "Infringement Claims");
- Any acts of negligence or willful misconduct by the successful proposer or any of its agents, employees, or subcontractors (or any allegations of any of the foregoing), including but not limited to any liability caused by an accident or other occurrence resulting in bodily injury, death, sickness, or disease to any person(s) or damage or destruction to any property, real or personal;
- Any acts or omissions of the successful proposer with respect to the services provided by the successful proposer under this Agreement (or any allegations of any of the foregoing);
- Any claims by any persons or entities supplying labor or material to the successful proposer in connection with the performance of the Company's obligations under this Agreement.

298-RFP-DTAVL-BID-FY25

If an Infringement Claim occurs, the successful proposer shall either: (i) procure for the City the right to continue using the affected product or service; or (ii) repair or replace the infringing product or service so that it becomes non-infringing, provided that any such replacement or modification will not affect the performance of any network or component thereof or affect the performance of any type of City system, product, item, or device or of any service that the City provides.

Proprietary/Confidential Information-Trade Secrets:

Trade Secrets and Personal Identification Information Definition

Upon receipt by the City, all materials submitted (including the Proposal) are considered public records with certain, limited exceptions, including (1) material that qualifies as “trade secret” information under N.C. Gen. Stat. § 66-152 et seq. (“Trade Secret” or “Trade Secrets”) or (2) “personally identifiable information” protected by state or federal law, to include, but not be limited to, Social Security numbers, bank account numbers, and driver’s license numbers (“Personally Identifiable Information” or “PII”).

Instructions for Marking and Identifying Trade Secrets

If any Proposal contains Trade Secrets or PII, such Trade Secrets and PII must specifically and clearly be identified in accordance with this Section by: (1) clearly separating them on different pages from the rest of the Proposal and (2) including a clear designation or indication, on each page where Trade Secrets or PII appear, that these materials are “confidential” or a “trade secret,” as appropriate. The proposal can create this clear designation or indication by placing a caption/header/footer of “confidential” or “trade secret” on the pages where Trade Secrets or PII appear.

Availability of Proposals to City Staff and Contractors

By submitting a Proposal, each Company agrees that the City may reveal any Trade Secret materials and PII contained therein to all City staff and City officials involved in the selection process, and to any outside consultant or other third parties who serve on the Evaluation Committee or who are hired or appointed by the City to assist in the evaluation process.

Availability of Proposals via Public Records Requests

Any person or entity (including competitors) may request to review Proposals submitted in response to an RFP. Only those portions of RFPs properly designated as Trade Secret or PII or that the City is prohibited by law from disclosing are not subject to disclosure. The public disclosure of the contents of a Proposal or other materials submitted by a Company is governed by N.C. Gen. Stat. §§ 132 and 66-152, et seq. When determining whether to mark materials as Trade Secret, please note the following:

- Entire Proposals may not be marked as Trade Secret
- Pricing may not be marked as Trade Secret

298-RFP-DTAVL-BID-FY25

The City may disqualify any proposer that designates its entire Proposal as a Trade Secret, or any portion thereof that clearly does not qualify under applicable law as a Trade Secret or PII. Each Company agrees to indemnify, defend, and hold harmless the City and each of its officers, employees, and agents from all costs, damages, and expenses incurred in connection with refusing to disclose any material that the Company has designated as a Trade Secret or PII. This includes an obligation on the part of the Company to defend any litigation brought by a party that has requested Proposals or other information that the Company has marked Trade Secret or PII.

Upon receipt of a public records request for any information designated as Trade Secrets or PII, the City may elect to notify the Company that submitted the designated information of the request, and that absent receipt of a court order or other documentation sufficient to relieve the City of its obligations under the North Carolina Public Records Act or other applicable law by a deadline designated by the City, such information may be disclosed to the requesting party. In such an event, the Company agrees that the City shall not be liable to the Company for any damages or losses of any kind arising from said disclosure.

Asheville Business Inclusion Policy:

The City of Asheville has adopted the Asheville Business Inclusion Policy to encourage women and minority businesses' participation in the public bidding/RFP process. The purpose of this outreach effort is to increase the likelihood of availability and utilization of MWBEs in the award of contracts. Proposers are hereby notified that this RFP is subject to that Policy's provisions.

Questions regarding the Asheville Business Inclusion Policy may be directed to the Asheville Business Inclusion Office by phone at (828) 259-8050 or by email abi@ashevillenc.gov. Proposers are invited to show proof of MWBE status, to include NC Office of Historically Underutilized Businesses or other MWBE certifications. If not already certified with the ABI Office at the City of Asheville, proposers are further invited to become certified with the City of Asheville as an MWBE vendor. Please use this link: [ABI Certifications](#)

It is the Policy of the City to (1) provide minorities and women an equal opportunity to participate in all aspects of its contracting and procurement programs and (2) to prohibit any and all discrimination against persons or businesses in pursuit of these opportunities.

If you have questions concerning the City's ABI requirements, please contact the ABI Office at abi@ashevillenc.gov

Goods and General Services: A 2023 disparity study conducted by the City of Asheville indicated a disparity among Minority-owned businesses (MBE) on goods and general services contracts. The study indicated that of the contractors available for utilization on goods and general services, 8.39% are MBE: Black American-owned (B) and Woman (W). The City of Asheville has set an annual aspirational MBE goal of 8.39% for goods and general services contracts. Although achieving this goal is not a criterion for the award of this Contract, it is expected that documents will reflect that every effort has been made to conduct inclusive outreach to ensure that contractors with existing disparities have an opportunity to participate in contracting with the City of Asheville.

City of Asheville - Asheville Business Inclusion (ABI) Outreach Documentation

The Asheville Business Inclusion Policy requires Minority and Women Business Enterprise (MWBE) outreach on City contracts. Additionally, N.C.G.S. § 143-128.2 requires minority and women business outreach for building construction projects requiring the below-provided information to be reported to the State of North Carolina Office of Historically Underutilized Businesses (H.U.B.).

The Vendor shall provide completed applicable ABI forms, as described below, with their bid to be deemed responsive. Failure to do so will result in the Vendor's bid being deemed non-responsive and disqualified.

The following is a description of the Asheville Business Inclusion forms and what a Vendor must submit to be deemed responsive:

One of the following two options must be checked for the bid to be deemed responsive:

Option 1

- SELF-PERFORMING:** By checking this box, the Vendor commits to performing 100% of the work with its own forces and without the use of subcontractors.

By filling out and signing this form, the Vendor attests that:

- (1) It is a normal business practice of the Vendor to perform all elements of the work with its own workforce without the use of subcontractors;
- (2) The Vendor, in fact, has demonstrated its capabilities to perform all elements of the work with its own workforce without the use of subcontractors; and
- (3) The Vendor is, in fact, licensed to perform each and every type of work included in the Contract

If you have checked this option please sign below.

Option 2

- SUBCONTRACTING OUTREACH:** Complete *the following three-page* form, including the checklist of minimum Good Faith Efforts requirements, MWBE Utilization Commitment, and a listing of MWBE subcontract contractors outreached to.

The undersigned hereby certifies that he or she has read the terms of the MWBE commitment; has made the above good faith efforts to reach said goals, and will enter into a formal agreement with Minority Firms for work listed in this schedule conditional upon execution of a contract, and is authorized to bind the Vendor to the commitment herein set forth.

If you have checked this option, please sign below and then continue to the next page.

The undersigned hereby certifies that it has read this certification and is authorized to bind the Vendor to the commitments herein contained.

Name of Vendor _____

Yes / No - Is the Vendor a Minority / Women Business Owner?

Name of Authorized Officer: _____ Title: _____

Signature: _____ Date: _____

For more information regarding the Asheville Business Inclusion Program, please contact the City of Asheville Business Inclusion Office, Community & Economic Development Department
P. O. Box 7148, Asheville, NC 28802-7148
Phone: (828) 259-8050, email: ABI@ashevillenc.gov

SUBCONTRACTING OUTREACH FORM

MINIMUM GOOD FAITH EFFORTS

A minimum of five (5) categories below must be checked in order to have demonstrated "good faith efforts" to reach the MWBE subcontracting goal. For building construction projects, each Vendor must earn fifty (50) points to demonstrate "good faith efforts," each category below shall be assigned a minimum of ten (10) points, consistent with N.C. G.S. § 143-128.2.

I, _____, a duly authorized representative, of _____ (Name of Vendor/Respondent), certify that "good faith efforts" were conducted under the following areas checked:

<input type="checkbox"/> Contacting MWBEs. The contractor must contact MWBEs to reach each subcontracting goal on a specific contract at least 10 days prior to the bid opening.* Vendors can submit a bid opportunity to the N.C. H.U.B. website can do so using the following link: https://ncadmin.nc.gov/businesses/historically-underutilized-businesses-hub/submit-bid-opportunity-hub
<input type="checkbox"/> Followed up with MWBEs. Followed up with contacted MWBEs subsequent to the initial contact and at least 72 hours prior to bid opening.*
<input type="checkbox"/> Attendance at Pre-Bid Meeting. To receive credit, the Vendor must attend pre-bid meetings scheduled by the City for the Contract in question.
<input type="checkbox"/> Negotiating in Good Faith. Negotiating in good faith and not rejecting MWBEs as being unqualified without sound reasons based on a thorough investigation of their capabilities.*
<input type="checkbox"/> Working with the ABI Office or MWBE Assistance Programs. The Vendor must document that it worked with the ABI Office, available minority community organizations, minority contractors' groups, local minority business assistance offices, and/or other local organizations that provide assistance in the recruitment and placement of minorities, women, and/or small businesses to solicit bids for this project.
<input type="checkbox"/> Making Plans Available. Providing MWBEs with adequate information about the bid documents in a timely manner or within +10 days before the Bid Proposals are due to assist them in responding to a solicitation.*
<input type="checkbox"/> Bonding or Insurance Assistance on Construction Contracts. Providing assistance to interested MWBEs in obtaining bonding, lines of credit, or insurance; or providing alternatives to bonding or insurance for subcontractors.*
<input type="checkbox"/> Breaking Down Work. Selecting portions of the work to be performed by MWBEs in order to increase the likelihood that the MWBE goals will be achieved.*
<input type="checkbox"/> Financial Assistance. Providing assistance to otherwise qualified MWBEs to obtain equipment, supplies, lines of credit, joint pay agreements, or letters of credit (including waiving credit that is ordinarily required), or related assistance or services. No credit will be given to an Affiliate of a Vendor.*
<input type="checkbox"/> Quick Pay Commitment. Providing quick pay agreements and policies to enable MWBE contractors and suppliers to meet cash-flow demands. Vendor will not receive credit if Quick Pay Commitment has a statement indicating that the Vendor will consider entering into a Quick Pay Commitment OR the Vendor verbally communicated the Quick Pay Commitment to the Subcontractor.
<input type="checkbox"/> Joint Ventures. Negotiating joint venture and partnership arrangements with MWBEs in order to increase opportunities for MWBE participation in public Construction and Repair Contracts. No credit will be given to an Affiliate of the Vendor.*

*If upon searching in the locations listed below for MWBEs and none were located, the Vendor must provide proof of no MWBEs being present. This proof can be a screenshot of the search identifying that no MWBEs were present. The Vendor must at least check all locations listed in the following when searching for MWBEs: [City Of Asheville site](#), [HUB website](#), [NCDOT](#), Websearch, Other _____

To receive credit for some categories of "good faith efforts" listed above additional documentation may be required. The City may further consider: (a) whether the Vendor's documentation reflects a clear and realistic plan for achieving the MBE. and WBE goals; (b) the Vendors' past performance in meeting the MWBE goals; and (c) the performance of other Vendors in meeting the MWBE goals.

SUBCONTRACTING OUTREACH FORM MWBE UTILIZATION COMMITMENT

MWBE Participation Goal	
General Services: 6.34%	MBE: Black American-owned (B), Hispanic (H) and Woman (W)
Construction Services: 8.83%	MBE: Black American-owned (B) and Hispanic (H)

Name of Vendor: _____ Project Name and Number: _____

I do certify that on the above-referenced project, I will expend a minimum of \$ _____ equaling _____% of the total dollar amount of the contract with certified Disadvantaged Business Enterprise (DBE), Minority Business Enterprise (MBE) or Women Business Enterprise (WBE). MWBEs will be employed as vendors, suppliers, or providers of professional services. Such work will be subcontracted to the following firms listed below:

MWBE Subcontractor name, City, State, Phone #	Minority Category* (Circle Appropriate Classification)	Description of Work	Dollar Value & Percent of contract
	W, B, H, A or N		
	W, B, H, A or N		
	W, B, H, A or N		
	W, B, H, A or N		
	W, B, H, A or N		
	W, B, H, A or N		
	W, B, H, A or N		
	W, B, H, A or N		
	W, B, H, A or N		
	W, B, H, A or N		

* Women (W), Black American-owned (B), Hispanic American-Owned (H), Asian American-Owned (A), and Native American-Owned(N)

SUBCONTRACTING OUTREACH FORM

DOCUMENTATION OF MINORITY SUBCONTRACTOR PAYMENTS FORM

No minority/women-owned subcontractors were used or paid during this pay application.

The following is a list of value of work for ALL minority and women-owned firms for pay application # _____ for _____
 _____ (Project Name and Contract #)

MWBE Subcontractor Utilization Goal Listed on ABI \$ _____

All fields MUST be filled out completely

SUBCONTRACTOR NAME, TAX NUMBER / EIN, LOCAL ADDRESS, PHONE NUMBER	*MINORITY CATEGORY	VALUE THIS PERIOD	WORK COMPLETED TO DATE
	Totals		

*Minority categories: Non-Hispanic White Woman-Owned (W), Black American-owned (B), Hispanic American-Owned (H), Asian American-Owned (A), and Native American-Owned (N)

Date: _____ Name of Certifying Agent/Company: _____

Signature: _____ Title: _____

Any questions regarding this information can be directed to The Asheville Business Inclusion Office, Community & Economic Development at Phone: (828) 259-8050, email: ABI@ashevillenc.gov