



**PROCUREMENT OF ACQUISITION  
SUPPORT SERVICES (PASS)**

Led by the State of Hawaii

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**Master Agreement #: 19-19-03**

Contractor: **BERRY DUNN MCNEIL & PARKER, LLC**

Participating Entity: **DISTRICT OF COLUMBIA**

The following services are included in this contract portfolio:

- Removable Example: All services listed on the Contractor page of the NASPO ValuePoint website.

The following products or services are not included in this agreement:

- Removable Example: Modifications.
- Removable Example: Services.

**Master Agreement Terms and Conditions:**

1. Scope: This addendum covers the *Procurement of Acquisition Support Services (PASS)* led by the State of Hawaii for use by state agencies and other entities located in the Participating State authorized by that State's statutes to utilize State contracts with the prior approval of the State's Chief Procurement Official.

*Removable Instruction: Participating States should ensure that paragraph 2 properly defines the scope of participation. The model language in paragraph enables participation by all political subdivisions, institutions of higher education, and other entities included in the state's statewide contract program.*

2. Participation: This NASPO ValuePoint Master Agreement may be used by all state agencies, institutions of higher institution, political subdivisions and other entities authorized to use statewide contracts in the **District of Columbia**. Issues of interpretation and eligibility for participation are solely within the authority of the State Chief Procurement Official.
3. Primary Contacts: The primary contact individuals for this Participating Addendum are as follows (or their named successors):

Contractor

Name:	Bill Brown
Address:	2211 Congress Stree, Portland, ME 04102
Telephone:	(207) 541-2208
Email:	<a href="mailto:bbrown@berrydunn.com">bbrown@berrydunn.com</a>



**PROCUREMENT OF ACQUISITION  
SUPPORT SERVICES (PASS)**

Led by the State of Hawaii

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Participating Entity

Name:	District of Columbia, Office of Contracting and Procurement
Address:	441 4 <sup>th</sup> Street NW, Washington DC 20001
Telephone:	(202) 805-1794
Fax:	N/A
Email:	Sayed.reshtya@dc.gov

**4. PARTICIPATING ENTITY MODIFICATIONS OR ADDITIONS TO THE MASTER AGREEMENT**

These modifications or additions apply only to actions and relationships within the Participating Entity.

Participating Entity must check one of the boxes below.

No changes to the terms and conditions of the Master Agreement are required.

The following changes are modifying or supplementing the Master Agreement terms and conditions:

**PROCUREMENT OF ACQUISITION  
 SUPPORT SERVICES (PASS)**  
 Led by the State of Hawaii

District of Columbia Contract No. CW108782

**A. PRICE SCHEDULE**

Contract Line Item No. (CLIN)	Item Description	Qty	Unit	Price/Hr	Total Price
0001	Task 1: Document Identification and Review/Discovery	434	Hours	\$236.50	\$102,640
0002	Task 2: Process Review and Improvement Assessment	425	Hours	\$264.38	\$112,360
0003	Task 3: Final Report and Presentation	92	Hours	\$261.09	\$24,020
<b>GRAND TOTAL</b>					<b>\$239,020</b>

A.1 The Contractor shall submit invoices for each task upon the completion and acceptance of each task:

- Milestone #1 \$102,640 – Completion of Task 1
- Milestone #2 \$112,360 – Completion of Task 2
- Milestone #3 \$24,020 – Completion of Task 3

**B. SCOPE**

The District’s Office of Contracting and Procurement (OCP) is seeking a management consulting firm to review the District of Columbia Public Schools’ (DCPS) contracting cycle, related internal controls, and the pre-award procedures for all executed contracts over one million dollars for the period of Fiscal Year 2020 through Fiscal Year 2023.

This audit is needed to:

- (1) determine if all executed contracts that exceed one million dollars (per period of performance) followed District government contracting and procurement requirements and processes.
- (2) review contract award and management procedures.
- (3) identify inconsistencies, risks, and their root causes.

**PROCUREMENT OF ACQUISITION  
 SUPPORT SERVICES (PASS)**

Led by the State of Hawaii

(4) recommend effective controls and procedures to ensure compliance in all appropriate District regulations and procedures.

The contractor shall be responsible for identifying the exact number of contracts that exceed one million dollars. We anticipate that the quantity does not exceed 50 contracts requiring detailed review; but the quantity must be verified through the discovery process.

**B.1. APPLICABLE DOCUMENTS**

The following documents are applicable to this procurement and are hereby incorporated by this reference:

No.	Document Type	Title & Location	Date
1	D.C. Law	Procurement Practices Reform Act of 2010  <a href="https://code.dccouncil.gov/us/dc/council/laws/18-371">https://code.dccouncil.gov/us/dc/council/laws/18-371</a> ;  District of Columbia Public Emergency Act of 1980 as amended, D.C. Code 7-2304 <i>et seq.</i> , including specifically  COVID-19 Response Emergency Amendment Act of 2020, effective March 17, 2020 (D.C. Act 23-247);  COVID-19 Response Supplemental Emergency Amendment Act of 2020, effective April 7, 2020 (D.C. Act 23-286);  Coronavirus Support Emergency Amendment Act of 2020, DC Act 23-326), effective May 19, 2020); Coronavirus Support Congressional Review Emergency Amendment Act of 2020, effective June 8, 2020 (D.C. Act 23-328);  Coronavirus Support Second Congressional Review Emergency Amendment Act of 2020, effective August 19, 2020 (D.C. Act 23-405);	April 8, 2011

**PROCUREMENT OF ACQUISITION  
 SUPPORT SERVICES (PASS)**

Led by the State of Hawaii

		<p>Public Health Emergency Authority Extension Emergency Amendment Act of 2020, effective July 7, 2020 (D.C. Act 23-335);</p> <p>Public Health Emergency Authority Additional Extension Emergency Amendment Act of 2020, effective Oct. 5, 2020) (D.C. Act 23-411);</p> <p>Coronavirus Public Health Extension Emergency Amendment Act of 2020, effective Dec. 31, 2020 (D.C. Act 23-524);</p> <p>Coronavirus Support Emergency Amendment Act of 2021, effective March 17, 2021 (D.C. Act 24-30);</p> <p>Coronavirus Public Health Extension Emergency Amendment Act of 2021, effective May 10, 2021 (D.C. Act 24-79);</p> <p>Public Emergency Extension and Eviction and Utility Moratorium Phasing Emergency Amendment Act of 2021, Act 24-0125, July 12, 2021 (and its temporary and Congressional Emergency companions, Acts 24-0168 and 24-0197).</p> <p>Analyzing Additional emergency Procurement Activity Emergency Amendment Act of 2021, (D.C. Act 24-244, Dec. 14, 2021);</p> <p>Limited Coronavirus Procurement Extension Amendment Act of 2022 (D.C. Act 24-277, Jan. 13, 2022);</p> <p>Limited Coronavirus Procurement Second Extension Emergency Amendment Act of 2022, Feb. 4, 2022 (D.C. Act 24-329);</p>	
2	Regulation	<p>DCMR Title 27</p> <p><a href="https://dcregs.dc.gov/Default.aspx">https://dcregs.dc.gov/Default.aspx</a></p>	1988, as amended

**PROCUREMENT OF ACQUISITION  
 SUPPORT SERVICES (PASS)**

Led by the State of Hawaii

3	Website/management system	Legislative Information Management System  <a href="https://dccouncil.gov/legislation/">https://dccouncil.gov/legislation/</a>	n/a – regularly updated
4	Mayor’s Orders	<p>Mayor’s Orders declaring emergencies, including procurement emergencies and relating to Coronavirus procurement:</p> <p>Mayor’s Order 2020-035 (Feb. 28, 2020) (procurement requests for infectious disease personal protective equipment must be submitted through WebEOC procurement process for centralized and streamlined processing by Office of Contracting and Procurement).</p> <p>Mayor’s Order 2020-045, 2020-046 (March 11, 2020) (declaring public emergency and public health emergency);</p> <p>Mayor’s Order 2020-050, -051 (March 20, 2020) (extending emergencies until to April 24, 2020);</p> <p>Mayor’s Order 2020-063 (April 15, 2020) (extending emergency through May 15, 2020)</p> <p>Mayor’s Order 2020-066 ((May 13, 2020) (extending emergency through June 8, 2020)</p> <p>Mayor’s Order 2020-067 (May 27, 2020) (Section IX, extending emergency to July 24, 2020)</p>	

**PROCUREMENT OF ACQUISITION  
 SUPPORT SERVICES (PASS)**

Led by the State of Hawaii

		<p>Mayor’s Order 2020-079 (July 22, 2020)                  (extending PE and PHE through October 9, 2020).</p> <p>Mayor’s Order 2020-103 (October 7, 2020)                  (extending PE and PHE through December 31,                  2020)</p> <p>Mayor’s Order 2020-127 (Dec. 18, 2020) (Section                  VII, extension of emergency through March 31,                  2021)</p> <p>Mayor’s Order 2021-004 (Jan. 11, 2021)                  (modifying Section VII of M.O. 2020-127 to                  extend through March 17, 2021)</p> <p>M.O. 2021-038, March 17, 2021, (Sec. II,                  extending PE and PHE through May 20, 2021)</p> <p>M.O. 2021-069, May 17, 2021 (Section XII: PE and                  PHE are extended for as long as Council                  authorizes)</p> <p>M.O. 2021-096, July 24, 2021 (Section II, PHE                  ends; Sec. III, PE extended to Oct. 8, 2021)</p> <p><i>et seq.</i></p>	
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**B.2. DEFINITIONS/GLOSSARY**

Internal Control – a process for assuring of an organization’s objectives in operational effectiveness; and compliance with laws, regulations and policies, and reducing deficiencies

**PROCUREMENT OF ACQUISITION  
SUPPORT SERVICES (PASS)**

Led by the State of Hawaii

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Effective Internal Controls – Processes and procedures that provide reasonable assurance that all internal controls; and procurement and contract award actions are in compliance with all applicable laws, regulations, and policies and procedures.

Period of Performance - the amount of approved time to complete contracted services or provide goods, which is identified in the contract.

Procurement Accountability and Review Board (PARB) – Under Mayor’s Order 2015-165, the PARB is charged with examining four issue areas: (1) contracts that required retroactive approval by the Council; (2) noteworthy decisions by the Contract Appeals Board; (3) audit findings; and (4) other matters specifically referred to the Board. The Board is comprised of the Mayor, City Administrator, and the Chief Procurement Officer of the District.

Retroactive contract – In the District, contracts that exceed one million dollars must obtain approval by the D.C. Council prior to approval. A contract in which goods or services have already been delivered or performed, fully or in part, prior to obtaining the appropriate approval are considered retroactive. No period of performance shall exceed 12 months without Council approval, including multiyear contracts with annual funding. Multiyear contracts greater than one million dollars and funded with capital funding require Council approval if the period of performance is greater than five years.

Review Period: Fiscal Years 2020 through March 1, 2023 (October 1, 2019 through March 1, 2023)

**B.3. BACKGROUND**

DCPS is a District government agency that operates the public schools in the District of Columbia. DCPS maintains procurement authority independent of the Office of Contracting and Procurement (DC Code 2-301.01 *et seq*)

The Procurement Practices Reform Act of 2010 requires all contracts exceeding \$1 million for goods and services to be submitted for approval by the Council of the District of Columbia. In Fiscal Year 2023, DCPS identified multiple instances of delayed or retroactive submissions of contracts over one million dollars to Council. Identification of these issues initiated a Council hearing and a review of DCPS systems, policies and procurements through the Procurement Accountability Review Board (PARB)

**C. REQUIREMENTS**

**C.1 General Requirements**

C.1.1. The contractor must be a professional management consulting firm with experience in reviewing public procurement processes and internal controls and recommending best practices and improved procedures to ensure compliance.



**PROCUREMENT OF ACQUISITION  
SUPPORT SERVICES (PASS)**

Led by the State of Hawaii

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C.1.2. The contractor shall have a minimum of five years of experience in working with organizations and their leaders to identify organizational challenges, gather and analyze information, and develop recommended solutions to improve processes and strengthen internal controls.

C.1.3. The contractor should have performed reviews of contracting and procurement processes for a minimum of five years and the primary review lead in charge of the project must have experience reviewing public procurement documents and processes, with proof of performing at least three reviews of public procurement processes for a government entity.

C.1.4. The contractor must have all necessary permits and licenses to conduct the services requested in the District of Columbia and be in good standing with the District of Columbia.

C.1.5. The contractor must provide its own work facilities, equipment, supplies, and support staff to perform the required services.

C.1.6. The contractor must possess the team and resources to immediately engage to complete all the requirements set forth in this statement of work within 95 days of award of the contract.

**C.2 Tasks**

The contractor shall perform services in accordance with the following tasks (1-3) for contracts awarded by DCPS that exceed one million dollars, awarded in Fiscal Years 2020 through March 1, 2023 (review period):

**C.2.1 Task 1 – Document Identification and Review/Discovery**

The contractor shall be provided access to and review all necessary documentation available, to include DCPS internal files, the Procurement Automated Support System (PASS) report of DCPS requisitions and purchase orders, and the District’s Legislative Information Management System (LIMS) to support the review and discovery of documents.

**C.2.1.1 Activities/Deliverables:**

- A. The contractor shall participate in the kick-off meeting either in person or online; provide meeting minutes.
- B. The contractor shall conduct interviews with DCPS procurement and program staff, and other District staff, as necessary.
- C. The contractor shall examine the contract award documents to determine if D.C. Council approval was received for each.

**PROCUREMENT OF ACQUISITION  
SUPPORT SERVICES (PASS)**

Led by the State of Hawaii

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- D. The contractor shall provide a report of Task 1 activities that includes (1) an executive summary (high-level overview and summary of observations); (2) a summary of documents gathered, and the number of contracts reviewed; and (3) reports of all contract actions that should have received Council review and approval but did not, with the below information. One report should be organized by contract number, and one report organized by fiscal year:
- i. Contract unique identifying number
  - ii. Good and/or service description of contractor
  - iii. Date contract executed (signed by the District)
  - iv. Name of contractor
  - v. Period of performance
  - vi. Contract Base Year or Option Year Total
  - vii. Total payments to the contractor by fiscal year.
- E. The contractor shall also provide an assessment of any potential gaps or concerns that contract actions did not follow District government contracting and procurement requirements and processes, based on materials reviewed.

**C.2.2 Task 2 – Process Review and Improvement Assessment**

The contractor shall examine DCPS' contract award and management processes to identify strengths, deficiencies, risks, recommendations to improve internal controls and processes.

**C.2.2.1 Activities/Deliverables:**

- A. The contractor shall review contracting and procurement standard operating procedures (to include laws, regulations, and applicable DCPS official written procedures), regarding the DCPS Council approval process.
- B. The contractor shall conduct interviews of DCPS staff to examine current practices and determine degree of knowledge and skills related to required contracting and procurement processes and practices.
- C. The contractor shall conduct interviews of DC Office of Contracting and Procurement leadership to determine best practices in contracting and procurement.
- D. The contractor shall conduct review of DCPS organizational structure and placement of the senior contracting professional and the contracting office in DCPS.

**PROCUREMENT OF ACQUISITION  
SUPPORT SERVICES (PASS)**

Led by the State of Hawaii

---

- E. The contractor shall conduct review of staffing levels, staff competencies, and workload to make recommendations related to capacity to meet procurement demands and ensure procedural compliance.
- F. The contractor shall conduct review of current infrastructure, to include tracking systems and tools.
- G. The contractor shall conduct review of training plan and transcripts for the review period.

**C.2.2.2 Activities/Deliverables:**

- A. The contractor shall provide a report of Task 2 activities and outcomes that includes:
  - i. A summary of findings from the examination as described in C.2.2.1
  - ii. A process map illustrating the current DCPS Council approval process, indicating areas that experience trends in failing to comply, and the root causes of the trending deficiencies
  - iii. A recommended to-be process map illustrating effective internal controls and process improvements to ensure best practices for successfully managing contracting and procurement activities
  - iv. A recommendation on the organizational placement of the contracting office and the senior contracting professional, as well as a recommendation on staffing levels and types of positions.

**C.2.3 Task 3 – Final Report & Presentation**

The contractor shall prepare and provide a final written report and presentation slides on the findings and outcome of the examinations and tasks to present to District stakeholders.

**C.2.3.1 Activities/Deliverables:**

- A. The final written report shall include:
  - i. Executive summary providing a high-level overview, objectives, approach, and outcomes of the project.
  - ii. Background/overview providing the DCPS's processes for awarding contracts that exceed one million dollars.
  - iii. Observation matrix detailing findings of review.
  - iv. Recommendations to improve internal controls, processes, structure, and staffing.
- B. The contractor shall meet with the contract administrator and District stakeholders (e.g. PARB and other District officials) to present the final report (one-two

**PROCUREMENT OF ACQUISITION  
 SUPPORT SERVICES (PASS)**  
 Led by the State of Hawaii

meetings).

**C.6. DELIVERABLES**

The contractor shall provide the following documents:

CLIN	Deliverable	Quantity	Format and Method of Delivery	Due Date
0001	Project plan to provide schedule and activities. (Req# C.2)  (Req# C..2)	1	Document via email to contract administrator.	Within 5 days of award.
0002	Meeting minutes from kick-off meeting (Req# C.2.1.1)	1	Document via email to contract administrator.	One day after kick-off meeting (date TBD between contract administrator and contractor)
0003	Task 1 report: Document Identification and Review/Discovery (Req# C.2.1.1)	1	Document sent via email to contract administrator. May also require a meeting to discuss.	Within 45 days of award.
0004	Task 2 report: Process Review and Improvement Assessment (Req# C.2.2.1)	1	Document sent via email to contract administrator. May also require a meeting to discuss.	Within 75 days of award.
0005	Task 3 report: Final (Req# C.2.3)	1	1) PDF sent via email to contract administrator. Must be approved before presentation meeting.  2) Presentation meeting (in person or virtually)	Within 95 days of award



**PROCUREMENT OF ACQUISITION  
 SUPPORT SERVICES (PASS)**

Led by the State of Hawaii

0006	Task 3 presentation slides: Final Report (Req# C.2.3)	1	1) PowerPoint slides to be sent via email to contract administrator. Must be approved before presentation meeting.  2) Presentation meeting(s): in-person or virtually.	Within 95 days of award
0007	Agenda for final presentation meeting. (Req# C.2.3)	1	PDF sent via email to contract administrator. Must be approved before presentation meeting.	Within 90 days of award


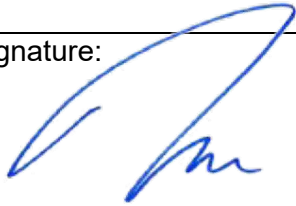
5. Period of Performance: Date of Award through September 30, 2023.
  
6. Subcontractors: All contractors, dealers, and resellers authorized in the District of Columbia as shown on the dedicated Contractor (cooperative contract) website, are approved to provide sales and service support to participants in the NASPO ValuePoint Master Agreement. The contractor’s dealer participation will be in accordance with the terms and conditions set forth in the aforementioned Master Agreement.
  
7. Orders: Any order placed by a Participating Entity or Purchasing Entity for a service available from this Master Agreement shall be deemed to be a sale under (and governed by the prices and other terms and conditions) of the Master Agreement unless the parties to the order agree in writing that another contract or agreement applies to such order.
  
8. Government of the District of Columbia Standard Contract Provisions for use with the District of Columbia Government Supply and Services Contract (July 2010) are hereby incorporated by reference. [www.ocp.dc.gov](http://www.ocp.dc.gov).



**PROCUREMENT OF ACQUISITION  
 SUPPORT SERVICES (PASS)**

Led by the State of Hawaii

IN WITNESS WHEREOF, the parties have executed this Addendum as of the date of execution by both parties below.

<b>Participating Entity:</b> District of Columbia, Office of Contracting and Procurement	<b>Contractor:</b> BERRY DUNN MCNEIL & PARKER, LLC
Signature: 	Signature: 
Name: Sayed Reshtya	Name: William Brown
Title: Contracting Officer	Title: Principal
Date: 7-12-2023	Date: 7/12/2023

For questions on executing a participating addendum, please contact:

NASPO ValuePoint

Cooperative Development Coordinator:	Tia Snyder
Telephone:	406) 430-2260
Email:	<a href="mailto:tsnyder@naspo.org">tsnyder@naspo.org</a>

***[Please email fully executed PDF copy of this document to***  
***[PA@naspo.valuepoint.org](mailto:PA@naspo.valuepoint.org)***  
***to support documentation of participation and posting in appropriate data bases.]***