

**MASTER SUBCONTRACT AGREEMENT
STANDARD MBE/WBE/DVBE PROGRAM
12-03-18**

A. CORPORATE PHILOSOPHY & OBJECTIVE. Swinerton Incorporated and its affiliates, which includes Swinerton Builders, SOLV, Inc. and Swinerton Builders HC dba Concrete Services (collectively “Swinerton”) are committed to promoting and increasing participation of minority, women-owned and disabled veteran business enterprises (MBE/WBE/DVBEs) in all purchasing and contract business. Swinerton believes there are a number of benefits in doing business with MBE/WBE/DVBE companies, not only to help such firms achieve long-term success but also to enhance competition and provide real opportunity for those minority and female businesses who can make important contributions to our industry.

Swinerton will endeavor to provide qualified MBE/WBE/DVBEs with the maximum opportunity to participate as suppliers and subcontractors on all Swinerton construction projects. To meet this commitment, Swinerton will actively seek to and solicit bids from MBE/WBE/DVBE suppliers and subcontractors and expects its Subcontractors to do the same. Affirmative action will be taken consistent with prudent business practice, sound procurement policies and applicable law.

B. PROGRAM. Subcontractors are required to comply with any Prime Contract and Owner requirement with regards to MBE/WBE/DVBE participation on a specific projects. Swinerton requires all Subcontractors to make every effort to maximize opportunity to obtain MBE/WBE/DVBE participation. Failure to provide information requested in bid forms may result in determination that Subcontractor is not a responsive bidder. It is the intent of Swinerton to award construction contracts to the lowest responsive bidder.

During the bidding process, Swinerton will pre-qualify and accept bids from as many MBE/WBE /DVBE firms as is practical. Actual awards are subject to the Owner’s approval and will generally go to the lowest most responsive bidder unless directed otherwise by the Owner.

Non-Minority Subcontractors are expected to work actively to identify second tier and third tier MBE/WBE/DVBE sub-subcontractors.

In order to achieve maximum opportunity for MBE/WBE/DVBE construction participation, Subcontractor may award a portion(s) of the contract to bona fide minority, women or disabled veteran owned firms, minority, women or disabled veteran owner/operated equipment, minority, women or disabled veteran brokers, and minority, women or disabled veteran suppliers or prefabricators. The MBE/WBE/DVBE participants must perform work or provide services and/or supplies and not merely act as a passive conduit.

Swinerton recognizes MBE/WBE/DVBE firms certified by most local, state, federal agencies. However, final acceptability of a certification will be determined on a project by project basis.

C. DEFINITION OF TERMS.

1. A minority is a person who is a citizen or lawful permanent resident of the United States and who is African American, Hispanic, Asian/Pacific Islander, Native American, or Asian-Indian.
2. “Minority Business Enterprise” (MBE) is any legal entity, organized to engage in commercial transactions that is at least 51 percent owned, controlled and operated by one or more minority persons. All Federal regulations and most other state and local regulations are consistent in this definition.
3. “Women Business Enterprise” (WBE) is a business owned by one or more women. These minorities must own at least 51 percent of the business and must control both the management and daily business operations.
4. “Small Business Enterprise” (SBE) is a business which meets the definition of a minority business enterprise or women business enterprise, and in addition, meets the small business size standards of the Small Business Administration.

5. “Disadvantaged Business Enterprise” (DBE) are for-profit small business concerns where socially and economically disadvantaged individuals own at least a 51% interest and also control management and daily business operations. African Americans, Hispanics, Native Americans, Asian-Pacific and Subcontinent Asian Americans and women are presumed to be socially and economically disadvantaged. Other individuals can also qualify as socially and economically disadvantaged on a case-by-case basis.
6. “Disabled Veteran Business Enterprise” (DVBE) is a sole proprietorship at least 51 percent owned by one or more disabled veterans or, in the case of publicly owned business, at least 51 percent of its stock is owned by one or more disabled veterans.
7. “Good Faith Effort” is an aggressive and sincere effort on the part of a potential contractor to seek out and utilize minority and women business enterprises as potential subcontractors of material, equipment, supplies or services in order to meet the participation goals established.
8. “Responsive” shall mean a subcontractor, who, meets Swinerton’s bidding and contracting requirements.

D. GOOD FAITH EFFORTS. If not required by the Prime Contract, good faith efforts by Subcontractors to increase MBE/WBE/DVBE participation are nevertheless encouraged and may include the following:

1. Report of responses, proposals, and bids received from minority-owned, women-owned, and disabled veteran-owned businesses. This report shall indicate action taken in response to the proposals and/or bids received from minority, women and disabled veteran owned businesses and from joint ventures, which include minority, women and disabled veteran owned businesses. In cases where proposals and/or bids have been rejected, reason(s) for rejection shall be indicated.
2. Documented contacts with minority, women and disabled veteran owned firms, minority, women and disabled veteran contractors’ associations, minority, women and disabled veteran business development centers, or any related agency, which disseminates bid information to minority, women and disabled veteran owned business enterprises.
3. Description of assistance provided to minority, women and disabled veteran owned firms relative to obtaining plans and specifications, reviewing sub-bid requirements, and referrals for bonding and insurance requirements, if applicable.
4. Documentation of efforts undertaken to encourage non-minority subcontractors to obtain minority, women and disabled veteran business enterprise, second and third tier, participation.
5. Documentation of methods used in soliciting bids from minority, women and disabled veteran owned subcontractors or suppliers such as, but not limited to, minority and women trade association publications, local minority newspapers, or trade association publications, local minority newspapers, or other applicable daily or weekly newspapers, trade journals or other media. These advertisements are to be placed in a timely manner.
6. Documentation of any other effort undertaken to encourage minority, women and disabled veteran business enterprise participation.
7. Following up initial solicitations of interest by contacting the MBE/WBE/DVBES to determine with certainty whether the MBE/WBE/DVBES are interested in performing specific items of work. Telephone logs documenting telephone follow up to all MBE/WBE/DVBES on solicitation letters. This pertains to all outreach agencies that received letters as well. Fax correspondence is acceptable. (Subcontractor may use the enclosed Exhibit “Sub-Subcontractors and Suppliers Listing” to track the information).

Swinerton may, at its discretion, request documentation of Subcontractor's good faith efforts on any project where Subcontractor is providing Work or Services. Subcontractor shall divide to the greatest extent feasible, the contract work into small units to facilitate MBE/WBE/DVBE participation.

Sub-Subcontractors and Suppliers Listing

NAME OF SUBCONTRACTOR OR SUPPLIER:									
DATE:									
CONTRACT NUMBER:					NAME OF PREPARER:				
PROJECT:					APPROX. START DATE:				

(1) Name of Sub-subcontractor(s) and Supplier(s)	(2) Ownership Status of Sub-subcontractor(s) & Supplier(s)						(3) P.O. #	(4) Address	(5) Phone/Fax#	(6) Description of Work	(7) Approx. Start Date	(8) Est. Amt. to be paid to Sub/Suppl.	(9) Actual Amt. paid to Sub/Suppl.
	MBE	WBE	DVE	SBE	SDBE	OTHER							
TOTAL AMOUNT PAID TO SUB-SUBCONTRACTOR(S) AND SUPPLIER(S)													

STEP BY STEP INSTRUCTIONS.

1. Complete column numbers 1 - 7. *TOTAL AMOUNT* should be completed. **Return this form with your bid proposal or as requested by Swinerton.**
2. Please attach copies of documents or lists of sources and outreach method used to identify minority, women and disabled veteran owned business enterprises and small business and small disadvantaged business sub-subcontractors and suppliers.
3. Every month and upon completion of the contract, complete all the columns and send a copy of this form to Swinerton at the address set forth in the contract. **Depending on specific project requirements, final disbursement of contract funds may be withheld without submittal of this form.**