



# REPRESENTATIONS AND CERTIFICATIONS



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### REPRESENTATIONS AND CERTIFICATIONS

#### A. REPRESENTATIONS (Check or complete all applicable boxes or blocks)

The offeror, \_\_\_\_\_, represents each of the following.

Pursuant to §2.2-4311.2 of the Code of Virginia, a contractor organized as a stock or nonstock corporation, limited liability company, business trust, or limited partnership or registered as a registered limited liability partnership shall be authorized to transact business in the Commonwealth as a domestic or foreign business entity if so required by law, and shall maintain that status for the duration of this contract. Failure to do so shall ***render this contract voidable at the discretion of HRT.***

##### 1. TYPE OF BUSINESS ORGANIZATION

a. It operates as ☐ an individual, ☐ a partnership created under the laws of the State of \_\_\_\_\_, ☐ a nonprofit organization, or ☐ a corporation, incorporated under the laws of the State of \_\_\_\_\_.

b. It is registered with the Virginia Corporation Commission under

Identification Number: \_\_\_\_\_, OR

☐ Registration is not required because:

☐ It is not a stock or nonstock corporation, limited liability company, business trust, or limited partnership or registered as a registered limited liability partnership

☐ It is not required to register pursuant to §2.2-4311.2, Title 13.1 or Title 50 of the Code of Virginia

☐ Other reason for non-registration: \_\_\_\_\_

\_\_\_\_\_

##### 2. DISADVANTAGED BUSINESS ENTERPRISE

It is ☐, ☐ is not, a disadvantaged business enterprise.



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Woman-owned ☐

Black American ☐

Hispanic American ☐

Native American ☐

Asian Pacific Americans ☐

Asian Indian Americans ☐

Other minority per Section 8 (a) ☐

"Disadvantaged Business Enterprise" means a small business concern (as defined by 49 CFR Part 26 as amended) (1) which is at least 51% owned by one or more socially and economically disadvantaged individuals, or in the case of any publicly owned business, at least 51% of the stock is owned by one or more socially and economically disadvantaged individuals; and (2) whose management and daily business operations are controlled by one or more socially and economically disadvantaged individuals who own it.

"Socially and Economically Disadvantaged Individuals" means those individuals who are citizens of the United States (or lawfully admitted permanent residents) who are Women, Black Americans, Hispanic Americans, Native Americans, Asian Pacific Americans, or Asian Indian Americans and any other minorities or individuals found to be disadvantaged by the Small Business Administration pursuant to Section 8(a) of the Small Business Act.

### 3. AFFILIATION AND IDENTIFYING DATA

Each offeror shall complete (a),(b) if applicable, (c) and (d) below:

a. It ☐ is, ☐ is not owned or controlled by a parent company. For this purpose, a parent company is defined as one which either owns or controls the activities and basic business policies of the offeror. To own another company means the parent company must own at least a majority, i.e., more than 50 percent, of the voting rights in that company.

To control another company, such ownership is not required; if another company is able to formulate, determine or veto basic business policy decisions of the offeror, such other company is considered the parent of the offeror. This control may be exercised through the use of dominant minority voting rights, use of proxy voting, contractual arrangements or otherwise.

b. If the offeror is owned or controlled by a parent company, it shall insert in the space below the name and main office address of the parent company:

Name of Parent Company

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Main Office Address (including ZIP Code)

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c. The offeror shall provide in the applicable space below its Employer's Identification Number (E.I. No.), i.e., Federal Social Security Identification Number used on Federal Tax Returns; if it has a parent company, it shall also provide the E.I. No. of its parent company.

Offeror's E.I. Number: \_\_\_\_\_

Parent Company's E.I. Number: \_\_\_\_\_

d. With respect to the Data Universal Numbering Systems (DUNS), the following applies.

1) The offeror shall insert the DUNS number applicable to the offeror's address entered on the Solicitation, Offer & Award Form:

DUNS Number \_\_\_\_\_

2) If a DUNS number has not been established for the address indicated in paragraph (d) 1) of this provision, the Authority will arrange for the assignment of this number after award of a contract and will notify the Contractor accordingly.

### 4. NONDISCRIMINATION

a. It [ ] has, [ ] has not, participated in a previous contract or subcontract subject to either the Equal Opportunity Clause of this solicitation, or the clause originally contained in Section 310 of Executive Order Number 10925, or the clause contained in Section 201 of Executive Order Number 11114;

b. It [ ] has, [ ] has not, filed all required compliance reports; and

c. Representations indicating submittal of required compliance reports signed by proposed subcontractors will be obtained prior to subcontract awards.

d. The above representation need not be submitted in connection with contracts or subcontracts which are exempt from the clause.

### 5. AFFIRMATIVE ACTION COMPLIANCE

a. It has a workforce of \_\_\_\_\_ employees.

b. It [ ] has developed and has on file, [ ] has not developed and does not have on file, at each establishment, affirmative action programs required by the rules and regulations of the Secretary of Labor (41 CFR Parts 60 1 and 60 2), or



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c. It [ ] has not previously had contracts subject to the written affirmative action program requirements of the rules and regulations of the Secretary of Labor.

### **B. CERTIFICATIONS (Check or complete all applicable blocks)**

By signing and dating this offer, each offeror certifies each of the following.

#### **1. DEBARRED OR INELIGIBLE CONTRACTORS**

This contract is a covered transaction (valued at \$25,000 or more, or a contract or subcontract for federally-required auditing services) for purposes of 49 CFR Part 29. As such, the contractor is required to verify that none of the contractor, its principals, as defined at 49 CFR 29.995, or affiliates, as defined at 49 CFR 29.905, are excluded or disqualified as defined at 49 CFR 29.940 and 29.945.

The contractor is required to comply with 49 CFR 29, Subpart C and must include the requirement to comply with 49 CFR 29, Subpart C in any lower tier covered transaction it enters into.

By signing and submitting its offer, the offeror certifies as follows:

The certification in this clause is a material representation of fact relied upon by the Transportation District Commission of Hampton Roads (HRT). If it is later determined that the offeror knowingly rendered an erroneous certification, in addition to remedies available to HRT, the Federal Government may pursue available remedies, including but not limited to suspension and/or debarment. The offeror agrees to comply with the requirements of 49 CFR 29, Subpart C while this offer is valid and throughout the period of any contract that may arise from this offer. The offeror further agrees to include a provision requiring such compliance in its lower tier covered transactions.

**2. CLEAN AIR AND WATER** [Applicable if the offer exceeds \$100,000, or the Contracting Officer believes that orders under an indefinite contract in any year will exceed \$100,000 or a facility to be used has been the subject of a conviction under the Clear Air Act (42 U.S.C. 7413(c)(1) or the Water Act (33 U.S.C. 1319(c)) and is listed by the Environmental Protection Agency(EPA) as a violating facility, and the acquisition is not otherwise exempt.]

a. Any facility to be utilized in the performance of this proposed contract [ ] is, or [ ] is not listed on the EPA list of Violating Facilities;

b. It will immediately notify the Contracting Officer, before award, of the receipt of any communications from the Administrator, or a designee of the EPA, indicating that any facility which it proposes to use for the performance of the contract is under consideration to be listed on the EPA List of Violating Facilities; and

c. It will include a certification substantially the same as this certification, including this paragraph (c), in every non exempt subcontract.



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### 3. CERTIFICATION OF NONSEGREGATED FACILITIES

a. It does not and will not maintain or provide for its employees any segregated facilities at any of its establishments, and that it does not and will not permit its employees to perform their services at any location under its control, where segregated facilities are maintained.

b. The offeror agrees that a breach of this certification is a violation of the Equal Opportunity Clause in the contract.

c. As used in this certification, the term "segregated facilities" means any waiting rooms, Work sites, rest rooms and wash rooms, restaurants and other eating areas, time clocks, locker rooms and other storage or dressing areas, parking lots, drinking fountains, recreation or entertainment areas, transportation, and housing facilities provided for employees which are segregated by explicit directive or are in fact segregated on the basis of race, color, religion or national origin, because of habit, local custom or otherwise.

d. It further agrees that (except where it has obtained identical certifications from proposed subcontractors for specific time periods) it will:

- (1) Obtain identical certifications from proposed subcontractors before the award of subcontracts under which the subcontractor will be subject to the Equal Opportunity clause;
- (2) Retain such certifications in its files; and
- (3) Forward the following notice to such subcontractors (except if the proposed subcontractors have submitted identical certifications for specific time periods):

Notice to Prospective Subcontractors of Requirements  
for Certifications of Nonsegregated Facilities

A Certification of Nonsegregated Facilities must be submitted prior to award of a subcontract exceeding \$10,000 which is not exempt from the provisions of the Equal Opportunity clause. The certification may be submitted either for such subcontract or for all subcontracts during a period (i.e., quarterly, semiannually or annually).

### 4. COVENANT AGAINST GRATUITIES

Neither it nor any of its employees, representatives or agents have offered or given gratuities (in the form of entertainment, gifts or otherwise) to any commissioner, officer or employee of the Commission with the view toward securing favorable treatment in the awarding, amending, or the making of any determination with respect to the performing of the contract.

### 5. LOBBYING

The undersigned certifies, to the best of his or her knowledge and belief, that:



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(1) No Federal appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of an agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.

(2) If any funds other than Federal appropriated funds have been paid or will be paid to any person for making lobbying contacts to an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal contract, grant, loan, or cooperative agreement, the undersigned shall complete and submit Standard Form--LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions [as amended by "Government wide Guidance for New Restrictions on Lobbying," 61 Fed. Reg. 1413 (1/19/96). Note: Language in paragraph (2) herein has been modified in accordance with Section 10 of the Lobbying Disclosure Act of 1995 (P.L. 104-65, to be codified at 2 U.S.C. 1601, et seq .)]

(3) The undersigned shall require that the language of this certification be included in the award documents for all subawards at all tiers (including subcontracts, subgrants, and contracts under grants, loans, and cooperative agreements) and that all subrecipients shall certify and disclose accordingly.

This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by 31, U.S.C. § 1352 (as amended by the Lobbying Disclosure Act of 1995). Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

[Note: Pursuant to 31 U.S.C. § 1352(c)(1)-(2)(A), any person who makes a prohibited expenditure or fails to file or amend a required certification or disclosure form shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such expenditure or failure.]

The Contractor, \_\_\_\_\_, certifies or affirms the truthfulness and accuracy of each statement of its certification and disclosure, if any. In addition, the Contractor understands and agrees that the provisions of 31 U.S.C. A 3801, et seq., apply to this certification and disclosure, if any.

\_\_\_\_\_ Signature of Contractor's Authorized Official

\_\_\_\_\_ Name and Title of Contractor's Authorized Official

\_\_\_\_\_ Date



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### 6. CERTIFICATE OF CURRENT COST OR PRICING DATA

By submission of a bid or offer, bidder certifies that throughout performance of the resulting contract and any modifications and extensions, all costs and pricing are in accordance with federal cost principles as shown in OMB Circular A-87. This Part controls the determination of allowable costs and reasonable profit.

### 7. BUY AMERICA CERTIFICATION (Applicable over \$100,000)

The contractor agrees to comply with 49 U.S.C. 5323(j) and 49 CFR Part 661, which provide that Federal funds may not be obligated unless steel, iron, and manufactured products used in FTA-funded projects are produced in the United States, unless a waiver has been granted by FTA or the product is subject to a general waiver. General waivers are listed in 49 CFR 661.7, and include microcomputer equipment, software, and small purchases (currently less than \$100,000) made with capital, operating, or planning funds. Separate requirements for rolling stock are set out at 5323(j)(2)(C) and 49 CFR 661.11. Rolling stock not subject to a general waiver must be manufactured in the United States and have a 60 percent domestic content.

An offeror must submit to the FTA recipient (HRT) the appropriate Buy America certification (below) with all offers on FTA-funded contracts, except those subject to a general waiver. Offers that are not accompanied by a completed Buy America certification must be rejected as nonresponsive; however in a negotiated procurement a certification may be amended and submitted with the final offer accepted by HRT. This requirement does not apply to lower tier subcontractors.

#### **Certificate of Compliance with 49 U.S.C. 5323(j)(1)**

The bidder or offeror hereby certifies that it will meet the requirements of 49 U.S.C. 5323(j)(1) and the applicable regulations in 49 CFR Part 661.

Date \_\_\_\_\_  
Signature \_\_\_\_\_  
Company Name \_\_\_\_\_  
Title \_\_\_\_\_

#### **Certificate of Non-Compliance with 49 U.S.C. 5323(j)(1)**

The bidder or offeror hereby certifies that it cannot comply with the requirements of 49 U.S.C. 5323(j)(1), but it may qualify for an exception pursuant to 49 U.S.C. 5323(j)(2)(B) or (j)(2)(D) and the regulations in 49 CFR 661.7.

Date \_\_\_\_\_





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Signature \_\_\_\_\_  
Company Name \_\_\_\_\_  
Title \_\_\_\_\_

Certification requirement for procurement of buses, other rolling stock and associated equipment.

[Note: Do not complete unless your proposal includes rolling stock as defined in 49 CFR Part 661, Sec. 661.11.]

### **Certificate of Compliance with 49 U.S.C. 5323(j)(2)(C).**

The bidder or offeror hereby certifies that it will comply with the requirements of 49 U.S.C. 5323(j)(2)(C) and the regulations at 49 CFR Part 661.

Date \_\_\_\_\_  
Signature \_\_\_\_\_  
Company Name \_\_\_\_\_  
Title \_\_\_\_\_

### **Certificate of Non-Compliance with 49 U.S.C. 5323(j)(2)(C)**

The bidder or offeror hereby certifies that it cannot comply with the requirements of 49 U.S.C. 5323(j)(2)(C), but may qualify for an exception pursuant to 49 U.S.C. 5323(j)(2)(B) or (j)(2)(D) and the regulations in 49 CFR 661.7.

Date \_\_\_\_\_  
Signature \_\_\_\_\_  
Company Name \_\_\_\_\_  
Title \_\_\_\_\_