

REQUEST FOR PROPOSALS
MARICOPA ASSOCIATION OF GOVERNMENTS (MAG)

FISCAL YEAR 2012-2016 AUDIT SERVICES



February 6, 2012

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PUBLIC NOTICE

REQUEST FOR PROPOSALS:

FY 2012 - 2016

The Maricopa Association of Governments (MAG) is requesting proposals from qualified firms of certified public accountants (CPA) to audit the financial statements of the aforementioned entity for the fiscal year end June 30, 2012 with the option of auditing MAG's financial statements for each of the four subsequent fiscal years. These audits are to be performed in accordance with generally accepted auditing standards, the standards set forth for financial audits in the U.S. General Accounting Office's (GAO) Government Auditing Standards, and U.S. Office of Management and Budget (OMB) Circular (A-133) Audits of States, Local Governments, and Non-Profit Organizations.

Detailed proposal requirements may be obtained by contacting the MAG Office at the address indicated below or may be downloaded from www.azmag.gov, under "RFPs and RFQs" For further information, please submit questions in writing by e-mail to rkimbrough@azmag.gov not later than eight (8) working days prior to the closing date of **March 7, 2012**. A addenda responding to questions will be posted on MAG's website at www.azmag.gov under "RFP and RFQ" not later than five (5) working days prior to the closing date of **March 7, 2012**.

Proposals will be accepted until 12:00 PM MST (Mountain Standard Time) on **March 7, 2012**, at MAG, 302 North 1st Avenue, Suite 300, Phoenix, AZ 85003. MAG's business hours are 8:00 AM to 5:00 PM, MST, Monday through Friday.

SCOPE OF SERVICES

Introduction

The Maricopa Association of Governments (“MAG”) is requesting proposals from qualified firms of Certified Public Accountants (“Proposer”) to perform financial and compliance audits.

Background

MAG is the designated Metropolitan Planning Organization (MPO) for transportation planning for the metropolitan Phoenix area. MAG is also the designated Air Quality Planning Agency for the region. The MAG membership consists of the twenty-five (25) incorporated cities and towns within Maricopa County and the contiguous urbanized area, the Gila River Indian Community, the Salt River Pima-Maricopa Indian Community, Fort McDowell Yavapai Nation, Maricopa County, the Arizona Department of Transportation (ADOT), and the Citizens Transportation Oversight Committee (CTOC). ADOT and CTOC serve as ex-officio members for transportation-related issues.

MAG provides a regional planning and decision making framework for local elected officials, and is governed by a Regional Council composed of one elected official from each member government. Key programs include highways, roadways, transit, human services, population forecasting, water quality, and air quality.

MAG uses an automated accounting system combined with spreadsheets to perform modified accrual accounting with a fiscal year ending June 30. The annual budget for MAG is approximately \$25 million. Much of the funding comes from Federal grants. MAG prepares and files an indirect cost plan each year with its cognizant agency. There are approximately 10 (ten) to 20 (twenty) grants that are active at any given time with balance sheets. MAG requires a financial and compliance audit.

MAG participates in the Arizona State Retirement System. This is a multiple-employer cost sharing defined benefit plan. Actuarial services for the multiple-employer plan are provided by the State of Arizona.

MAG has two blended component units including the Maricopa Association of Government Information Center and the Regional Community Partners. Both component units are incorporated as 501(C) (3) corporations; and, both of the component units’ boards are wholly comprised of MAG’s board. The component units utilize a fiscal year ending June 30.

Proposed Tasks

The Proposer is encouraged to develop a sound analytical approach which achieves the goals for this project. The Proposer is urged to be as specific as possible when describing the activities that will be performed to support each task. In preparing a proposal for consideration by MAG, the Proposer will not be required to adhere strictly to the proposed tasks specified below. Additional tasks may be warranted and welcomed.

A. AUDIT REQUIREMENTS

The audit shall be conducted in accordance with auditing standards generally accepted in the United States of America, promulgated by the American Institute of Certified Public Accountants (AICPA) and in accordance with the standards applicable to financial audits contained in Government Auditing Standards issued by the Comptroller General of the United States. A Single Audit is required as a part of the annual audit, which shall be performed in accordance with American Institute of Certified Public Accountants (AICPA) Standards (GAAS), Government Auditing Standards, the Single Audit Act, and the Office of Management and Budget (OMB) Circular A-133, Audits of States, Local Governments, and Non-Profit Organizations. All required reporting will be filed by the auditors.

The audit objectives shall accomplish, and are not limited to, the following:

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1. Determining whether the financial statements present fairly the respective financial position of the governmental activities, the business-type activities, the aggregate discretely presented component unit, each major fund, and the aggregate remaining fund information. Also, obtaining the respective changes in financial position and cash flows, where applicable, and the respective budgetary comparison for the general fund and special revenue fund in conformity with accounting principles generally accepted in the United States of America. In addition, determining whether the combining and individual nonmajor fund financial statements are fairly stated in all material respects in relation to the basic financial statements taken as a whole.
2. Obtaining an understanding of internal control over financial reporting sufficient to plan the audit. This may be done by performing procedures to understand both the design of controls relevant to an audit of financial statements and whether they have been placed in operation, and assess control risk, in accordance with all relevant American Institute of Certified Public Accountants Statement on Auditing Standards (SAS).
3. Providing reasonable assurance that the financial statements are free of material misstatements resulting from violations of laws and regulations that have a direct and material effect on the determination of financial statement amounts in accordance with all relevant American Institute of Certified Public Accountants Statement on Auditing Standards (SAS). The Codification of Statements on Auditing Standards, Section AU 317 requires the auditor to consider laws and regulations that are generally recognized by auditors to have a direct and material effect on the determination of financial statement amounts. The auditor's responsibility to detect and report misstatements resulting from illegal acts having a direct and material effect on the determination of financial statement amounts is the same as that for misstatements caused by error or fraud. In addition, the auditor should be aware of the possibility that illegal acts that may, in particular circumstances, be regarded as having material but indirect effects on financial statements may have occurred. If specific information comes to the auditor's attention that provides evidence concerning the existence of possible illegal acts that could have a material indirect effect on the financial statements, the auditor should apply audit procedures specifically directed in ascertaining whether an illegal act has occurred.
4. Providing reasonable assurance of detecting material misstatements resulting from violations of provisions of contracts or grant agreements that have a direct and material effect on the determination of financial statement amounts or other financial data significant to the audit objectives. If specific information comes to the auditor's attention that provides evidence concerning the existence of possible violations of provisions of contracts or grant agreements that could have a material indirect effect on the determination of financial statement amounts or other financial data significant to the audit objectives, auditors should apply audit procedures specifically directed to ascertain whether violations of provisions of contracts or grant agreements have occurred or are likely to have occurred. In addition, auditors should be alert to situations or transactions that could be indicative of abuse. If indications of abuse exist that could significantly affect the financial statement amounts or other financial data, auditors should apply audit procedures specifically directed to ascertain whether abuse has occurred and the effect on the financial statement amounts or other financial data.
5. Considering the results of previous audits and attestation engagements and follow up on known significant findings and recommendations that directly relate to the objectives of the audit being undertaken.
6. Ensuring that audit documentation related to planning, conducting, and reporting on the audit contains sufficient information to enable an experienced auditor who has had no previous connection with the audit to ascertain from the audit documentation that the documentation supports the auditors' significant judgments and conclusions. Before issuing reports, the auditor must ensure that the audit documentation contains support for auditor's findings, conclusions, and recommendations.

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7. Determining whether MAG complied with laws, regulations, and the provisions of contracts or grant agreements pertaining to federal awards that have a direct and material effect on each major program. With regard to internal control over compliance, the auditor is required to do the following (in addition to meeting the requirements of Government Auditing Standards): (1) perform procedures to obtain an understanding of internal control over federal programs that is sufficient to plan the audit to support a low assessed level of control risk for major programs, (2) plan the testing of internal control over major programs to support a low assessed level of control risk for the assertions relevant to the compliance requirements for each major program, and (3) perform tests of internal control (unless the internal control is likely to be ineffective in preventing or detecting noncompliance).
8. All other required objectives of the audit shall be performed.

B. REPORTING AND DELIVERY REQUIREMENTS

1. The auditor shall prepare the following required audit reports, including those required by Government Auditing Standards and Office of Management and Budget Circular A-133, at the completion of the audit:

- a. Standard Report on the Financial Statements.

Reference should be made that the audit was conducted in accordance with generally accepted government auditing standards. Auditors should include in their report on the financial statements either a (1) description of the scope of the auditors' testing of internal control over financial reporting and compliance with laws, regulations, and provisions of contracts or grant agreements and the results of those tests or (2) reference to the separate report(s) containing that information. If auditors report separately, the opinion or disclaimer should contain a reference to the separate report containing this information and state that the separate report is an integral part of the audit and should be considered in assessing the results of the audit.

- b. Report on Compliance and on Internal Control Over Financial Reporting based on an Audit of Financial Statements Performed in Accordance with Government Auditing Standards.

The report should describe the scope of the auditor's testing of compliance with laws and regulations and present the results of those tests. The report should also describe the scope of the auditor's testing of internal control and present the results of those tests. Also separate identification and written communication of all reportable conditions, including those reportable conditions that are individually or cumulatively material weaknesses, is required. As stated in paragraph 5.12 of Government Auditing Standards, "auditors should report, as applicable to the objectives of the audit (1) deficiencies in internal control considered to be reportable conditions as defined in AICPA standards, (2) all instances of fraud and illegal acts unless clearly inconsequential, and (3) significant violations of provisions of contracts or grant agreements and abuse."

- c. Report on Compliance With Requirements Applicable to Each Major Program and on Internal Control Over Compliance in Accordance With OMB Circular A-133.

The auditor is required to express an opinion on whether the government entity complied with laws, regulations, and with the provisions of contracts or grant agreements which could have a direct and material effect on each major program and, where applicable, refer to a separate schedule of findings and questioned costs. The report on internal control over major programs should describe the scope of testing internal control and the results of the tests, and, where applicable, refer to a separate schedule of findings and questioned costs.

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- i. In accordance with OMB Circular A-133, the auditor's report(s) may be in the form of either combined or separate reports. The auditor's report(s) shall include an opinion as to whether the financial statements are presented fairly in all material respects in conformity with generally accepted accounting principles and an opinion as to whether the schedule of expenditures of federal awards is presented fairly in all material respects in relation to the financial statements taken as a whole. Auditors should follow the guidance contained in the American Institute of Certified Public Accountants' Audit Guide: Audits of States, Local Governments, and Not-for-Profit Organizations Receiving Federal Awards (Chapter 10 contains guidance on auditor reporting requirements and other communication considerations).
 - ii. In accordance with OMB Circular A-133, a schedule of findings and questioned costs is required and should include the following three components: (1) a summary of the auditor's results; (2) findings related to the financial statements which are required to be reported in accordance with generally accepted government auditing standards; and (3) findings and questioned costs for federal awards.
2. The winning proposal will be responsible for producing the Comprehensive Annual Financial Report (CAFR) document which will include the OMB Circular A-133 Reports. MAG's CAFR including the OMB Circular A-133 Reports has generally been about 140 pages total. One hundred and ten (110) copies of the CAFR are required.
3. A written management letter containing matters not included in the auditor's report on compliance and on internal control over financial reporting shall be prepared and presented to the MAG's director at the conclusion of each audit. This letter shall address all exceptions in accounting practices, immaterial instances of noncompliance with laws and regulations, and deficiencies in the internal control that are not reportable conditions as defined in American Institute of Certified Public Accountants Codification of Statements on Auditing Standards, Section AU 325. Such immaterial instances of noncompliance and deficiencies in internal control that are not reportable conditions should be referred to in the report on compliance and on internal control over financial reporting (see Government Auditing Standards, paragraphs 5.16 and 5.20). ***It is important to note that all audit findings required to be reported under OMB Circular A-133 must be included in the schedule of findings and questioned costs; a separate letter may not be used to communicate such matters to top management in lieu of reporting them as audit findings in accordance with OMB Circular A-133.*** The auditor must offer recommendations for appropriate corrective action for each item contained in the management letter.
4. Any other reports required shall be submitted to MAG upon request.
5. A preliminary draft of all reports shall be submitted to MAG prior to their release. MAG will review and approve the release of all draft reports. Draft reports should be submitted to ***Rebecca Kimbrough, Fiscal Services Manager, 302 N. 1st Avenue, Suite 300, Phoenix, AZ 85003.***
6. The auditor shall send copies of the reports listed above directly to ***Rebecca Kimbrough, MAG Fiscal Services Manager, 302 N. 1st Avenue, Suite 300, Phoenix, AZ 85003.***

C. CONTENTS AND SEQUENCE OF PROPOSAL

It is required that the proposal:

1. PAGE COUNT

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Be limited to a maximum length of twenty (20) pages (8 ½" x 11" is preferred). The twenty (20) pages- page count excludes the transmittal letter, certifications and registrations (Appendix B and Appendix D Forms), and all blank pages.

2. TRANSMITTAL LETTER

Include a maximum of one page transmittal letter and introduction including the name and address of the firm submitting the proposal, and the name, address and telephone number of the person or persons authorized to make presentation and sign for the firm. (This one-page letter does not count in the twenty (20) pages- page count.)

The transmittal letter must be signed by a party authorized to bind the entity submitting the proposal. One copy with an original signature should be included in the six (6) submittals.

3. COMPREHENSIVE INDEX

Include a comprehensive index for material in the proposal. This index must include a clear definition of the material identified by sequential page number.

4. ASSIGNED PERSONNEL

Include a complete list of all personnel employed by the firm submitting the proposal who will be assigned to any part of the contract the first year. Each subsequent year, prior to the start of the audit, the audit firm shall submit a complete list of all personnel employed by the audit firm who will be assigned to any part of the contract. For each person on this list, the following information must be provided:

- a. Date of certification, if a certified public accountant (CPA).
- b. The experience and background (could include number of years of experience in Federal grant accounting and auditing; type and sizes of audits especially with council of governments, league of cities, state agencies, or Federal agencies).
- c. The rate and estimated hours at which MAG will be charged for this individual's time spent on the contract.
- d. Other information bearing upon qualifications to audit public agencies.

5. QUALITY CONTROL REVIEW REPORT

Include a copy of the most recent external quality control (peer) review report of the proposing firm. This quality control report will be made available, upon request, to other auditors who might rely on the work of the firm.

6. CORPORATE CAPABILITY

Include a corporate capability summary of relevant background experience of the firm submitting the proposal. Information included must be adequate documentation on the financial status of the firm to insure that the firm will continue in business through the period of the contract and can finance the costs of adequate personnel and support facilities.

7. WORK PLAN

Include a work plan that lists audit tasks or steps, a time table for proceeding through the audit, and assigned staff.

8. CONTRACT COSTS

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Include a contract costs sheet that is a point by point breakdown showing a schedule of fees by entity and year.

These fees shall be detailed as follows:

- a. Rates which will be charged for services of personnel to be used to fulfill the terms of the contract.
- b. Any other costs for which the Proposer wishes to be reimbursed under the contract; e.g. supplies, reproduction costs.

9. INDEPENDENCE

Document any potential conflicts of interest for the firm. A conflict of interest shall be cause for disqualifying a Proposer from consideration. A potential conflict of interest includes, but is not limited to, the following:

- a. Accepting an assignment where duty to the client would conflict with the consultant's personal interest or interest of another client.
- b. Performing work for a client or having an interest which conflicts with this contract.
- c. Employing personnel who worked for MAG or one of its member agencies within the past three years.
- d. All relationships with MAG and/or any employees of MAG.

MAG will be the final determining body as to whether a conflict of interest exists.

10. REFERENCES

List references which will document the firm's capability to meet the RFP requirements. MAG reserves the right to directly contact references to obtain related material and observations.

11. ADDITIONAL DATA

Include additional information which the Proposer feels essential to the evaluation of the Proposer by MAG.

12. FORMS

Have a completed and signed APPENDIX B PROPOSER'S REGISTRATION FORM and a completed and signed APPENDIX D DEBARMENT/SUSPENSION CERTIFICATION (These forms do not count in the twenty (20) pages- page count.)

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PROPOSAL REQUIREMENTS

Project Schedule and Cost

The contract period shall be for a period of *one (1) year with an option to renew each year for a period of five (5) years beginning with the fiscal year ending June 30, 2012, and ending with the fiscal year ending June 30, 2016, subject to annual review and the annual availability of an appropriation for audit services by the entity.*

Proposal Delivery

1. Six (6) copies of the proposal must be submitted by 12:00 P.M. (Mountain Standard Time) on Wednesday, March 7, 2012. MAG's business hours are 8:00 AM to 5:00 PM, MST, Monday through Friday.

Maricopa Association of Governments
Attention: Rebecca Kimbrough
302 North 1st Avenue, Suite 300
Phoenix, AZ 85003

Timely receipt of proposals will be determined by the date and time the proposal is received at the above address. Hand delivery is therefore encouraged. No late submissions, facsimile, or electronic submissions will be accepted.

Proposals will be opened publicly and the name of each entity submitting a proposal will be read at 12:05 P.M. on March 7, 2012 at the MAG Offices, the Agave Room, 302 North 1st Avenue, Suite 100 Phoenix, AZ 85003.

All material submitted in response to this solicitation becomes the property of MAG and will not be returned. After contract award, the proposals shall be open for public inspection except to the extent that the withholding of information is permitted or required by law. If the Proposer designates a portion of its proposal as confidential, it shall isolate and identify in writing the confidential portions in accordance with Arizona Administrative Code R2-7-103; which shall be included in the proposal. Upon receipt of your written notification, MAG will review any portions of the proposal that the Proposer considers to be confidential and then make a determination on what should be released. MAG will also notify the Proposer in writing of the determination and provide the Proposer an opportunity to respond to the decision prior to releasing the proposal.

2. Any questions regarding this Request for Proposals should be submitted in writing to Rebecca Kimbrough by email at rkimbrough@azmag.gov not later than eight (8) working days prior to the closing date of March 7, 2012. Responses to questions submitted will be posted on the MAG website at <http://www.azmag.gov> under "RFP and RFQ" not later than five (5) working days prior to the closing date of March 7, 2012. Additional information regarding MAG activities, including Committee meeting schedules, may be found on the MAG Web site <http://www.azmag.gov>.

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3. Each firm submitting a proposal is required to certify that it will comply with, in all respects, the rules of professional conduct set forth in A.A.C. R4-30-301 (see Appendix A), which is the official compilation of the Rules of Professional Conduct from the Administrative Rules and Regulations for the State of Arizona.
4. All firms proposing on this project will be required to include a “Proposer’s Registration Form” (See Appendix B) in the submitted proposal. In addition, a “Proposer’s Registration Form” is required to be included for each subcontractor proposed for this project.

By signature on the Proposer’s Registration Form, the Proposer certifies that:

- a. The submission of the offer did not involve collusion or other anti-competitive practices.
 - b. The Proposer shall not discriminate against any employee or applicant for employment in violation of the Federal Executive Order 11246.
 - c. The Proposer has not given or offered to give, and does not intend to give at any time hereafter any economic opportunity, future employment, gift, loan, gratuity, special discount, trip favor, or service to a public servant in connection with the submitted offer
 - d. Failure to sign the offer, or the falsity of a statement in a signed offer, shall void the submitted offer or any resulting contracts, and the Proposer may be debarred.
5. Each firm shall document within its proposal any potential conflicts of interest. A conflict of interest shall be cause for disqualifying a consultant from consideration. A potential conflict of interest includes, but is not limited to:
 - a. Accepting an assignment where duty to the client would conflict with the consultant’s personal interest, or interest of another client.
 - b. Performing work for a client or having an interest which conflicts with this contract.
 - c. Employing personnel who worked for MAG or one of its member agencies within the past three years.
 - d. All relationships with MAG and/or any employees of MAG.

MAG will be the final determining body as to whether a conflict of interest exists.

6. All Proposers are required, as specified in 49 CFR 29 (Debarment and Suspension), to certify its eligibility to receive federal funds and a copy of which certification may be furnished to ADOT or other government entities. A certification to that effect is included in this RFP as Appendix D and must be submitted by a Proposer in order for the Proposer to be considered responsible and their proposal to be considered responsive.
7. Anti-Lobbying: MAG complies with the provisions of Section 1352 of Title 31, U.S. Code (Public law 101.121) as codified in Title 48, Federal Acquisition Regulations Subpart 3.8 and Subpart 52.203-11 and 23 CFR 630.112(c)(5). That legislation prohibits Federal funds from being expended by a recipient or any lower tier sub-recipients of a Federal contract, grant, loan, or cooperative agreement to pay any person for influencing or attempting to influence a Federal agency or Congress in connection with the award of any Federal contract, the making of any Federal grant or loan, or entering into any cooperative agreement, including the extension, continuation, renewal, amendments or modification of any Federal contract, grant, loan or cooperative agreement.

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PROPOSER'S CHECKLIST

Before submitting a proposal, please make sure that all required information as specified in “Proposal Requirements” of this RFP have been included.

- A. Six (6) copies of the proposal with a maximum of twenty (20) pages- page count excludes transmittal letter, certifications and registrations (Appendix B and Appendix D Forms), and blank pages.
- B. Transmittal letter signed by a party authorized to bind the entity submitting the proposal.
- C. Description of Proposer's organization and approach to work required by the solicitation.
- D. Description of AUDIT SERVICES as described in “CONTENTS AND SEQUENCE OF PROPOSAL” of this RFP.
- E. Work plan including preliminary schedule, staffing plan, resumes, and similar experience.
- F. Statement of Proposer's certification of compliance with Rules of Professional Conduct.
- G. Annual audit cost for each fiscal year of the audit for FY 2012 through FY 2016 and a general list of each level of personnel (e.g., principal, senior auditor, etc.) with the rate per level of personnel and per hour at which MAG will be charged for this level of individual's time spent on the contract for any additional work.
- H. Signed Proposer's Registration Form for prime contractor and for any proposed subcontractors. Must be signed by a party authorized to bind the entity submitting the proposal.
- I. Documentation of any potential conflicts of interest.
- J. Signed Debarment and Suspension Certification form.
- K. Proposal submitted not later than 12 P.M. (MST), Wednesday, March 7, 2012 at Maricopa Association of Governments, 302 N. 1st Avenue, Suite 300, Phoenix, AZ 85003..

PROPOSAL EVALUATION AND SELECTION PROCESS

1. All proposals will be evaluated by an evaluation team consisting of MAG staff and MAG member agency staff. Evaluation criteria include the following:
 - a. Demonstrated understanding of the project through a well-defined work plan consistent with program objectives.
 - b. Clarity of proposal, realistic approach, technical soundness, and enhancements to elements outlined in this Request for Proposals.
 - c. Experience of the project manager and other project personnel in similar studies.
 - d. Proven track record in this area of study. Proposers should identify the principal people who worked on past projects and the amount of time they devoted to the work effort.
 - e. Availability of key personnel throughout the project effort.
 - f. Price, except for the procurement of architectural or engineering (A&E) services.
 - g. Ability and commitment to complete the project within the specified time period, meet all deadlines for submitting associated work products, and ensure quality control.
 - h. Recognition of work priorities and flexibility to deal with change and contingencies.
2. On the basis of the above evaluation criteria, selected firms submitting proposals may be interviewed prior to the selection of a consultant. Phone interviews may be made during the first part of March and in-person interviews may be scheduled after that. It is anticipated that firms selected for interviews will be contacted approximately one (1) week prior to the in-person interview date. MAG strongly suggests that the manager and key members of the team be present at the in-person interview.
3. MAG may conduct discussions with Proposers who submit proposals determined to be reasonably susceptible of being selected for award.
4. MAG reserves the right to:
 - a. Cancel this solicitation.
 - b. Reject any and all proposals and re-advertise.
 - c. Select the proposal(s) that, in its judgment, will best meet its needs.
 - d. Negotiate a contract that covers selected parts of a proposal, or a contract that will be interrupted for a period or terminated for lack of funds.

ADMINISTRATIVE REQUIREMENTS

1. This Request for Proposals is for a cost-reimbursement plus fixed fee contract.
4. An audit examination of the consultant's records may be required.
5. The firm selected will be required to comply with MAG insurance requirements, which may include: Workmen's Compensation, Professional Liability insurance, Commercial General Liability insurance, Business Automobile Liability insurance, and Valuable Papers insurance.
6. The firm selected is required to document any potential conflicts of interest during the contract period. A conflict of interest shall be cause for terminating a contract. A potential conflict of interest includes, but is not limited to:
 - a. Accepting an assignment where duty to the client would conflict with the consultant's personal interest, or interest of another client.
 - b. Performing work for a client or having an interest which conflicts with this contract.
 - c. Employing personnel who worked for MAG or one of its member agencies within the past three years.

MAG will be the final determining body as to whether a conflict of interest exists.

7. Non-Discrimination: MAG, in accordance with Title VI of the Civil Rights Act of 1964, 78 Stat. 252, 42 U.S.C 2000d to 2000d-4 and Title 49, the Civil Rights Restoration Act of 1987 (Public Law 100.259). Code of Federal Regulations, Department of Transportation, Subtitle A, Office of the Secretary, Part 21, Nondiscrimination in Federally-assisted programs of the Department of Transportation issued pursuant to such Act, hereby notifies all Proposers that it will affirmatively insure that in any contract entered into pursuant to this solicitation, minority business enterprises will be afforded full opportunity to submit Proposals in response to this invitation and will not be discriminated against on the grounds of race, color, or national origin in consideration for an award. Any contract resulting from this RFP shall contain Title VI compliance language as specified in Appendix C of this RFP.

APPENDIX A

ARIZONA ADMINISTRATIVE CODE R4-30-301

CH. 30

BOARD OF TECHNICAL REGISTRATION

R4-30-301

ARTICLE 3. REGULATORY PROVISIONS

R4-30-301. Rules of Professional Conduct

All registrants shall comply with the following rules of professional conduct:

1. A registrant shall not submit any materially false statements or fail to disclose any material facts requested in connection with an application for registration or certification, or in response to a subpoena.
2. A registrant shall not engage in fraud, deceit, misrepresentation or concealment of material facts in advertising, soliciting, or providing professional services to members of the public.
3. A registrant shall not commit bribery of a public servant as proscribed in A.R.S. § 13-2602, commit commercial bribery as proscribed in A.R.S. § 13-2605, or violate any federal statute concerning bribery.
4. A registrant shall comply with state, municipal, and county laws, codes, ordinances, and regulations pertaining to the registrant's area of practice.
5. A registrant shall not violate any state or federal criminal statute involving dishonesty, fraud, misrepresentation, embezzlement, theft, forgery, perjury, bribery, or breach of fiduciary duty, if the violation is reasonably related to the registrant's area of practice.
6. A registrant shall apply the technical knowledge and skill that would be applied by other qualified registrants who practice the same profession in the same area and at the same time.
7. A registrant shall not accept an engagement if the duty to a client or the public would conflict with the registrant's personal interest or the interest of another client without making a full written disclosure of all material facts of the conflict to each person who might be related to or affected by the engagement.
8. A registrant shall not accept compensation for services related to the same engagement from more than one party without making a full written disclosure of all material facts to all parties and obtaining the express written consent of all parties involved.
9. A registrant shall make full disclosure to all parties concerning:
 - a. Any transaction involving payments to any person for the purpose of securing a contract, assignment, or engagement, except payments for actual and substantial technical assistance in preparing the proposal; or
 - b. Any monetary, financial, or beneficial interest the registrant holds in a contracting firm or other entity providing goods or services, other than the registrant's professional services, to a project or engagement.
10. A registrant shall not solicit, receive, or accept compensation from material, equipment, or other product or services suppliers for specifying or endorsing their products, goods or services to any client or other person without full written disclosure to all parties.

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11. If a registrant's professional judgment is overruled or not adhered to under circumstances where a serious threat to the public health, safety, or welfare may result, the registrant shall immediately notify the responsible party, appropriate building official, or agency, and the Board of the specific nature of the public threat.
12. If called upon or employed as an arbitrator to interpret contracts, to judge contract performance, or to perform any other arbitration duties, the registrant shall render decisions impartially and without bias to any party.
13. To the extent applicable to the professional engagement, a registrant shall conduct a land survey engagement in accordance with the April 12, 2001 Arizona Professional Lands Surveyors Association (APLS) Arizona Boundary Survey Minimum Standards, as adopted by the Board on June 15, 2001, the provisions of which are incorporated in this subsection by reference and on file with the Office of the Secretary of State. This incorporation by reference does not include any later amendments or editions and is available at the Board's office and APLS at www.aia.org.
14. A registrant shall comply with any subpoena issued by the Board or its designated administrative law judge.
15. A registrant shall update the registrant's address and telephone number of record with the Board within 30 days of the date of any change.
16. A registrant shall not sign, stamp, or seal any professional documents not prepared by the registrant or a bona fide employee of the registrant.
17. Except as provided in subsections (18) and (19), a registrant shall not accept any professional engagement or assignment outside the registrant's professional registration category unless:
 - a. The registrant is qualified by education, technical knowledge, or experience to perform the work; and
 - b. The work is exempt under A.R.S. § 32-143.
18. A registered professional engineer may accept professional engagements or assignments in branches of engineering other than that branch in which the registrant has demonstrated proficiency by registration but only if the registrant has the education, technical knowledge, or experience to perform such engagements or assignments.
19. Except as otherwise provided by law, a registrant may act as the prime professional for a given project and select collaborating professionals; however, the registrant shall perform only those professional services for which the registrant is qualified by registration to perform and shall seal and sign only the work prepared by the registrant or by the registrant's bona fide employee.
20. A registrant who is designated as a responsible registrant shall be responsible for the firm or corporation. The Board may impose disciplinary action on the responsible registrant for any violation of Board statutes or rules that is committed by a non-registrant employee, firm, or corporation.
21. A registrant shall not enter into a contract for expert witness services on a contingency fee basis or any other arrangement in a disputed matter where the registrant's fee is directly related to the outcome of the dispute.

Amended by final rulemaking at 12 A.A.R. 1609, effective July 1, 2006 (Supp. 06-2).

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APPENDIX B

PROPOSER'S REGISTRATION FORM

All firms proposing as prime contractors or subcontractors on Maricopa Association of Governments (MAG) projects are required to be registered. **Please complete this form and return it with your proposal.**

If you have any questions about this registration form, please call the MAG Fiscal Services Manager, (602) 254-6300.

1. GENERAL INFORMATION:

Name of Firm: _____

Street Address: _____

City, State, ZIP _____

Mailing Address: _____

City, State, ZIP _____

Telephone Number _____ Fax Number: _____

E-mail address: _____

Web address: _____ Year firm was established _____

Is this firm a prime consultant? ____ Yes ____ No

Is this firm a sub-consultant? ____ Yes ____ No

If so, Identify specialty: _____

Is this firm a certified DBE? ____ Yes ____ No

If so, by whom? _____

Is this firm currently debarred? ____ Yes ____ No

Is this firm currently the subject of debarment proceeding? ____ Yes ____ No

2. FINANCIAL INFORMATION

Firm's annual gross receipts (average of last three years)

- _____ <\$300,000
- _____ \$300,000 - \$599,999
- _____ \$600,000 - \$999,999
- _____ \$1,000,000 - \$4,999,999
- _____ >\$5,000,000

Information will be maintained as confidential to the extent allowed by federal and state law. The undersigned swears that the above information is correct. Any material misrepresentation may be grounds for terminating any contract which may be awarded and initiating action under federal and state laws concerning false statements.

Name, Title _____ Date _____

APPENDIX C

TITLE VI AGREEMENT/CONTRACT REQUIREMENTS

During the performance of this contract, the contractor, for itself, its assignees and successors in interest (hereinafter referred to as the "contractor") agrees as follows:

1. **Compliance with Regulations:** The contractor shall comply with the Regulation relative to nondiscrimination in federally-assisted programs of the Department of Transportation (hereinafter, "DOT") Title 49, Code of Federal Regulations, Part 21, as they may be amended from time to time, (hereinafter referred to as the Regulations), which are herein incorporated by reference and made a part of this contract.
2. **Nondiscrimination:** The contractor, with regard to the work performed by it during the contract, shall not discriminate on the grounds of race, color, national origin, or sex in the selection and retention of subcontractors, including procurements of materials and leases of equipment. The contractor shall not participate either directly or indirectly in the discrimination prohibited by section 21.5 of the Regulations, including employment practices when the contract covers a program set forth in Appendix B of the Regulations.
3. **Solicitations for Subcontractors, Including Procurements of Materials and Equipment:** In all solicitations either by competitive bidding or negotiation made by the contractor for work to be performed under a subcontract, including procurements of materials or leases of equipment, each potential subcontractor or supplier shall be notified by the contractor of the contractor's obligations under this contract and the Regulations relative to nondiscrimination on the grounds of race, color, national origin, or sex.
4. **Information and Reports:** The contractor shall provide all information and reports required by the Regulations or directives issued pursuant thereto, and shall permit access to its books, records, accounts, other sources of information, and its facilities as may be determined by the Arizona Department of Transportation or the Federal Highway Administration to be pertinent to ascertain compliance with such Regulations, orders and instructions. Where any information required of a contractor is in the exclusive possession of another who fails or refuses to furnish this information the contractor shall so certify to the Arizona Department of Transportation, or the Federal Highway Administration as appropriate, and shall set forth what efforts it has made to obtain the information.
5. **Sanctions for Noncompliance:** In the event of the contractor's noncompliance with the nondiscrimination provisions of this contract, the Arizona Department of Transportation shall impose such contract sanctions as it or the Federal Highway Administration may determine to be appropriate, including, but not limited to:
 - a. withholding of payments to the contractor under the contract until the contractor complies, and/or
 - b. cancellation, termination or suspension of the contract, in whole or in part.
6. **Incorporation of Provisions:** The contractor shall include the provisions of paragraphs 1 through 5 in every subcontract, including procurements of materials and leases of equipment, unless exempt by the Regulations, or directives issued pursuant thereto. The contractor shall take such action with respect to any subcontract or procurement as the Arizona Department of Transportation or the Federal Highway Administration may direct as a means of enforcing such provisions including sanctions for non-compliance: Provided, however, that, in the event a contractor becomes involved in, or is threatened with, litigation with a subcontractor or supplier as a result of such direction, the contractor may request the Arizona Department of Transportation to enter into such litigation to protect the interests of the Arizona Department of Transportation, and, in addition, the contractor may request the United States to enter into such litigation to protect the interests of the United States.

APPENDIX D

DEBARMENT/SUSPENSION CERTIFICATION

STATE OF _____)
SS. _____)
COUNTY OF _____)

I, _____ of the City of _____, in the County of _____ and the State of _____, of full age, being duly sworn according to the law of my oath depose and say that:

In accordance with the terms of U.S. DOT regulations, “Nonprocurement Suspension and Debarment,” 2 CFR Part 1200, which adopts and supplements the provisions of U.S. Office of Management and Budget (U.S. OMB) “Guidelines to Agencies on Government-wide Debarment and Suspension (Nonprocurement),” 2 CFR Part 180:

1. Proposer certifies to the best of its knowledge and belief, that it and its principals, including its first tier subcontractors: (a) Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded or disqualified from covered transactions by any Federal department or agency; (b) Have not within a three-year period preceding its latest application or proposal been convicted of or had a civil judgment rendered against any of them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State, or local) transaction, or contract under a public transaction; violation of any Federal or State antitrust statute; or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making any false statement, or receiving stolen property; (c) Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State, or local) with commission of any of the offenses listed in subparagraph (1)(b) of this certification; (d) Have not within a three-year period preceding this certification had one or more public transactions (Federal, State, or local) terminated for cause or default.
2. Proposer certifies that it and its principals, including its first tier subcontractors will treat each lower tier contract or lower tier subcontract under the Project that (a) equals or exceeds \$25,000, (b) is for audit services, or (c) requires the consent of a Federal official, as a covered contract for purposes of 2 CFR Part 1200 and 2 CFR Part 180, and will otherwise comply with the Federal requirements of 2 CFR Part 1200 and 2 CFR Part 180, and will assure that each lower tier participant involved in the Project is not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded or disqualified from participation in this transaction by any Federal department or agency;
3. Proposer certifies that if, later, it or its principals, including any of its first tier subcontractors, become aware of any information contradicting the statements of subparagraphs (1)(a) through (d) above, it will promptly provide any necessary information to MAG;
4. If Proposer or any of its principals, including any of its first tier subconsultants or lower tier participants, is unable to certify to the statements within paragraphs 1, 2, and 3 above, the Proposer shall indicate so on its Signature Page.
5. The Proposer further certifies that their firm is not currently debarred, suspended, or proposed for debarment or suspension by the State of Arizona, or any subdivision thereof.

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6. Proposer agrees to notify MAG of any change in the status or facts certified above, should one occur, until such time as the Contract is actually executed by MAG, and thereafter during performance of the Contract.

Dated: _____

Signature of Proposer

Printed/Typed Name of Proposer

Corporate seal (if applicable)

Sworn to before me this _____ day of _____, 2012, in the County of _____,

State of _____

Notary Public