



RETURN BIDS TO:

RETOURNER LES SOUMISSIONS À:

Bid Receiving - PWGSC / Réception des soumissions - TPSGC

11 Laurier St. / 11, rue Laurier
Place du Portage, Phase III
Core 0B2 / Noyau 0B2
Gatineau, Québec K1A 0S5
Bid Fax: (819) 997-9776

**Revision to a Request for Supply
Arrangement - Révision à une demande
pour un arrangement en matière
d'approvisionnement**

The referenced document is hereby revised; unless otherwise indicated, all other terms and conditions of the Solicitation remain the same.

Ce document est par la présente révisé; sauf indication contraire, les modalités de l'invitation demeurent les mêmes.

Comments - Commentaires

Vendor/Firm Name and Address

**Raison sociale et adresse du
fournisseur/de l'entrepreneur**

Issuing Office - Bureau de distribution

Training and Specialized Services Division/Division
de la formation et des services spécialisés
Terrasses de la Chaudière 5th Floor
Terrasses de la Chaudière 5e étage
10 Wellington Street,
10, rue Wellington,
Gatineau
Québec
K1A 0S5

Title - Sujet LS RFSA Refresh 1 Learning Services RFSA Refresh 1	
Solicitation No. - N° de l'invitation E60ZH-2100LS/B	Date 2022-05-09
Client Reference No. - N° de référence du client E60ZH-2100LS	Amendment No. - N° modif. 001
File No. - N° de dossier 113zh.E60ZH-2100LS	CCC No./N° CCC - FMS No./N° VME
GETS Reference No. - N° de référence de SEAG PW-\$\$ZH-113-40807	
Date of Original Request for Supply Arrangement 2022-03-31 Date de demande pour un arrangement en matière d'app. originale	
Solicitation Closes - L'invitation prend fin at - à 02:00 PM Eastern Daylight Saving Time EDT on - le 2022-05-27 Heure Avancée de l'Est HAE	
Address Enquiries to: - Adresser toutes questions à: Reynolds(zh), Diane	Buyer Id - Id de l'acheteur 113zh
Telephone No. - N° de téléphone (613) 858-8571 ()	FAX No. - N° de FAX () -
Delivery Required - Livraison exigée	
Destination - of Goods, Services, and Construction: Destination - des biens, services et construction: See herein Voir aux présentes	
Security - Sécurité This revision does not change the security requirements of the solicitation. Cette révision ne change pas les besoins en matière de sécurité de l'invitation.	

Instructions: See Herein

Instructions: Voir aux présentes

Acknowledgement copy required	Yes - Oui	No - Non
Accusé de réception requis	<input type="checkbox"/>	<input type="checkbox"/>
The Offeror hereby acknowledges this revision to its Offer. Le proposant constate, par la présente, cette révision à son offre.		
Signature	Date	
Name and title of person authorized to sign on behalf of offeror. (type or print) Nom et titre de la personne autorisée à signer au nom du proposant. (taper ou écrire en caractères d'imprimerie)		
For the Minister - Pour le Ministre		

SOLICITATION AMENDMENT 001

In accordance with Part 2 – Article 2.5 – Enquiries, these questions and their corresponding answers are provided to all Suppliers.

Note: Questions may have been modified and/or condensed.

SECTION A - QUESTIONS AND ANSWERS
N/A

SECTION B – CHANGES TO THE BID SOLICITATION

No.	Change
1	<p>Under Part 5, delete article 5.1 in its entirety and replace with:</p> <p>5.1 Grandfather Certification (Existing Suppliers only)</p> <p>Existing Suppliers who wish to rely on information already on file to demonstrate compliance in their bid as part of this RFSA or New/Existing Suppliers who wish to grandfather existing information into their electronic bid submission as a result of a change in corporate structure.</p> <p>a) must sign and submit this certification online through the CPSS Supplier Module - DCC, by the closing date and time of this RFSA; and</p> <p>b) may be requested to provide this signed certification by email, if requested by Canada, sometime during the bid evaluation period.</p> <p>The Bidder certifies that, with respect to each and every mandatory requirement, for its SA:</p> <p>i. it continues to meet these mandatory requirements, as of the date of bid closing; _____ (initial)</p> <p>ii. all previously submitted information remains true, accurate and unchanged, and may be used for the purposes of this RFSA; _____ (initial);</p> <p>iii. since the date the mandatory requirements were first met (as evidenced by the date of issuance of the SA) the Bidder has continuously met, as of the date of the bid closing, all of the qualifications necessary to remain a pre-qualified supplier of the Services; _____ (initial) and</p> <p>iv. no SA has been canceled by PWGSC or withdrawn by the Bidder. _____ (initial)</p> <p>-----</p> <p>Applicable to New/Existing Suppliers who have undergone a corporate change:</p> <p>New Suppliers: If an Existing Supplier creates a new entity as a result of a corporate change that occurred less than one year before the closing date of this RFSA, Canada may, despite the Standard Instructions 2008-5.8 and General Conditions 2020-3.e, consider all of the following:</p>

	<p>1. the one year minimum requirement to be met for the new entity, and 2. the transfer of a SA, and 3. allowing the carry-over of existing information already on file, if applicable,</p> <p>OR</p> <p>Existing Suppliers: If an Existing Supplier undergoes a corporate change, Canada may, despite the Standard Instructions 2008-5.8 and General Conditions 2020-3.e, consider all of the following:</p> <p>1. the transfer of a SA, and 2. allowing the carry-over of existing information already on file, if applicable,</p> <p>The New/Existing Supplier must certify to all of the following:</p> <p>a) The corporate change was solely for tax or other purposes unrelated to the business of the other legal entities; _____ (initial) b) The corporate change does not affect the ability of the New/Existing Supplier to carry on the business that had been carried on by the previous legal entity or entities; _____ (initial) c) The New/Existing Supplier has carried on the business on behalf of all of the other legal entity or entities involved, uninterrupted from the date of the corporate change; _____ (initial) d) The New/Existing Supplier maintains the same assets, undertakings, operational capability, skills and resources as the other legal entity or entities had maintained before the corporate change; _____ (initial) e) The other legal entity or entities has or have each carried on business, uninterrupted and in the normal course, for at least one year; _____ (initial) f) The New/Existing Supplier did not reorganize or restructure due to bankruptcy; _____ (initial) g) The New/Existing Supplier and its affiliates are in compliance with the 'Integrity Provisions' certification; _____ (initial) and h) The New/Existing Supplier is security cleared to the same level as the other legal entity or entities _____ (initial).</p> <p>_____ Legal Name</p> <p>_____ PBN (used for this solicitation)</p> <p>_____ Print Name</p> <p>_____ Signature</p> <p>_____ Date (year-month-day)</p>
2	Delete Attachment A to Component I and replace with Attachment A to Component I, attached.

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED

ATTACHMENT A TO COMPONENT I

Mandatory Technical Evaluation Criteria for the SA

All Bidders must meet the mandatory requirements of this Attachment A.

This submission process is paperless. All Bidders must submit their online response template through the DCC of the CPSS by the RFSA closing date and time as indicated on Page 1 of the solicitation.

By submitting a bid, Bidders are indicating that they consider themselves to be fully compliant in accordance with the mandatory requirements of this Attachment A and will agree to the SA terms and conditions identified in Component II of this RFSA if a SA is issued to them.

Example 1: Company 123 is an Existing SA Supplier for Stream 2 and wishes to supply a new Stream (e.g. Stream 1). The Existing Supplier must comply with the mandatory criteria M.2 and M.3 for Stream 1.

Example 2: Company 456 is an Existing SO Supplier for Stream 1 and wishes to supply the same Stream under the SA. The Existing SO Supplier would not have to provide references under M.3, and would enter the existing Stream as 'Currently Offered' and existing Categories as 'Currently Substantiated' during its bid for the SA.

The following definitions apply to the evaluation of bids:

An "Outside Client" is any legal entity that is not a parent, a subsidiary or an affiliate of the Bidder, a member of a JV with the Bidder or any other entity that does not deal at arm's length with the Bidder.

A "Project" is a contractual agreement between the Bidder and an Outside Client under which the Bidder has provided LS to the Outside Client.

The Mandatory Requirements are as follows:

- M.1 Minimum Years in Business;
- M.2 Streams and Categories;
- M.3 References Substantiation; and
- M.4 Confirmation of Business Volume - Financial Certification.

M.1 Minimum Years in Business:

In the case of Bidders who are Existing Suppliers, Canada does not require a demonstration of this requirement.

New Bidders must have carried on business as the same legal entity for a minimum of 3 years as of the closing date of this RFSA solicitation.

M.1.1 To demonstrate this requirement, the New Bidder must certify that it meets the minimum of 3 years in business through its DCC bid by this RFSA solicitation closing date and time; and submit via email upon request by Canada, the documented proof of its status (such as a certificate of incorporation, business registration or tax returns) confirming the number of years it has been in business.

M.1.2 If the New Bidder is a JV, one member of the JV must meet the minimum of 3 years in business as of the closing date of this RFSA solicitation. The JV must demonstrate this by the same manner as **M.1.1** above.

M.1.3 If the New Bidder has been incorporated or otherwise created less than 3 years before the closing date of this RFSA solicitation as the result of a corporate change under which it has in law assumed all of the assets, undertaking, operational capability, skills and resources of other legal entities, Canada will consider the 3 year minimum requirement to be met if the New Bidder demonstrates to Canada's satisfaction that:

- a) the New Bidder has been incorporated or otherwise created as the result of a corporate change under which it has in law assumed all of the assets, undertaking, operational capability, skills and resources of other legal entities;
- b) the corporate change was solely for tax or other purposes unrelated to the business of the other legal entities and does not affect the ability of the New Bidder to carry on the business that had been carried on by the other legal entities;
- c) the New Bidder has carried on the business of all of the other legal entities in the normal course, uninterrupted from and after the date of the corporate change;
- d) the New Bidder, at the closing date of the RFSA, maintains the same assets, undertaking, operational capability, skills and resources as the other legal entities had maintained before the corporate change;
- e) each of the other legal entities carried on business, uninterrupted and in the normal course, for at least one year.

In these circumstances, Canada may require a legal opinion from an independent law firm stating that the New Bidder meets all of the above requirements. Canada reserves the right to require other details and material to verify that the above requirements are met. If Canada is not satisfied that the above requirements have been met, the bid will be considered non-responsive. Canada reserves the right to request proof of any information provided. If the information cannot be validated, the bid will be considered non-responsive.

M.2 Streams and Categories

The LS Streams and Category descriptions are available at Annex A.

For each Category being offered, a Bidder must have provided LS that closely match the services outlined for that Category as described at Annex A – Streams and Categories. The LS must have been previously provided by the same legal entity submitting a bid to this solicitation to an Outside Client within the last 3 years prior to the RFSA closing date.

M.2.1 For each 'Newly Substantiated' Category, New Bidders must provide in the DCC of CPSS, a reference who can substantiate that the LS were provided by the same legal entity submitting a bid to this solicitation within the last 3 years from this solicitation's closing date and as required, as per M.3 below.

M.2.2 For each 'Newly Substantiated' Category, Existing Suppliers must provide in the DCC of CPSS, a reference who can substantiate that the LS were provided by the same legal entity submitting a bid to this solicitation within the last 3 years from this solicitation's closing date and as required, as per M.3 below.

See Attachment B of Component I for additional navigation instructions.

M.3 References Substantiation

The Bidder must submit for each newly substantiated Category, 1 reference to substantiate the Category, with a 2nd reference email address as a backup. References:

- a) cannot be individuals who have been employed by or acted as a consultant for the Bidder;
- b) cannot relate to work performed in whole or in part to a past or present 'casual' or 'term' employment entered into by the Bidder;
- c) cannot relate to work performed in whole or in part as a present or former government employee;
- d) must be able to substantiate that the LS were provided by the same legal entity submitting a bid to this solicitation within the last 3 years immediately prior to the closing date and time of this RFSA solicitation;
- e) must be able to substantiate that the LS were provided by the same legal entity submitting a bid to this solicitation, and;

In the case of JV:

- f) must be able to substantiate the LS were provided by at least one member of a JV.

The Bidder must input the following information in the DCC of CPSS (see Attachment B of Component I for additional navigation instructions):

M.3.1 The Bidder must substantiate a Category as follows:

Under the heading "Category References", the Bidder must complete the following fields:

- i. client (government department/company name);
- ii. contact name;
- iii. position;
- iv. telephone;
- v. primary email address;
- vi. alternate email address; and
- vii. contract/project reference #.

Note: with the exception of bullet 'vi', bullets 'i' through 'vii' will refer to the reference that PWGSC will contact. Should no response be received, PWGSC will send a message to the second email address (bullet 'vi'). The second email address can be from an alternate email address for the first reference (e.g. a work email address versus a personal email address) or an email address of a completely separate individual representing the same project.

Under the field "Contract/Project Reference #", the Bidder must insert the title of the Project along with the contract/call up number which matches the title of the Project.

M.3.2 For the evaluation of each Newly Substantiated Categories, substantiating information will be obtained based on an email similar to the example below sent to the reference indicated in the bid. Bidders are encouraged to inform their references that PWGSC may be contacting them via email to validate the information during the bid evaluation period. Additionally, references should be informed to expect the correspondence to be in both of Canada's official languages.

The content of the substantiating email may be as per the following:

Hello,

A response is requested by {PROVIDE RESPONSE WITHIN 5 DAYS FROM CURRENT DATE}.

Public Works and Government Services Canada (PWGSC) has received a bid from {SUPPLIER LEGAL NAME}, (operating as {SUPPLIER OPERATION NAME}) in an effort to pre-qualify in the Learning Services method of supply.

Your name has been provided by {SUPPLIER LEGAL NAME}, (operating as {SUPPLIER OPERATION NAME}) as the main reference contact who could please answer the following:

1. Were the services identified in the below table provided to you by the company within the last 3 years immediately prior to Month, Day, Year? (Yes/No)
2. Were the services provided by the bidder for the category(-ies) indicated in the below table similar to the Learning Services category(-ies) descriptions, as found at the following hyperlink: <http://www.tpsgc-pwgsc.gc.ca/app-acq/spc-cps/categories-eng.html?>

A Yes, No, or Unable response is required to be input into the below table for each of the identified category(-ies).

A response of 'unable' should be used in the table below if you:

- 1) are or have been employed by the bidder,
- 2) acted as a consultant to the bidder, or
- 3) are on the bidder's list of Board of Directors.

[CATEGORY REFERENCE TABLE INSERTED HERE]

Note: The text below the column titled "Contract/Reference number" appears exactly as the bidder input into their bid and therefore may not appear translated.

Your response is necessary in order for PWGSC to determine whether or not these categories are responsive, and may be shared with the bidder during a debrief, if one is requested. Not responding to this email may render these categories as non-responsive.

Should you have any questions regarding this reference substantiation process, please do not hesitate to contact us.”

M.3.3 The response received from a reference will be used to determine the compliancy of each Category, as follows:

- a) The reference indicates a "Yes" relating to the Category requested: This substantiates the Category and the Bidder's SA will include that Category if all other requirements are met.
- b) The reference indicates a "No" or "Unable" relating to a Category requested: This does not substantiate the reference and that particular Category will not be included in the Bidder's SA, should one be issued.
- c) In the event that no response is received from the 1st reference by the due date stated in the original email, an email will be sent to the 2nd reference requesting that they respond to the questions stated. If no response is received to the second request by the time and date indicated in the email, that particular Category will not be included in the Bidder's SA, should one be issued.
- d) In the event information is received via return email that the original email sent to the 1st reference was improper, or the email address is no longer valid, or the 1st reference is absent for a time beyond the response due date required by PWGSC, the evaluation team will send the email to the 2nd reference in accordance with article c) above. If information is received via return email that the email sent to the 2nd reference was invalid or the 2nd reference is absent, the reference check process will end. The Bidder will be deemed non-responsive in that Category will not be included in the resulting SA, should one be issued. The Bidder can re-apply for that Category at a SA refresh or a SA re-competition.
- e) In the event both references decline the reference substantiation process for that Category, the Bidder will be deemed non-responsive in that Category. The Bidder can re-apply for the Category at a SA refresh or a SA re-competition.

M.4 Confirmation of Business Volume - Financial Certification

For Existing Suppliers, Canada does not require a demonstration of this requirement, unless they are bidding to additional Stream(s) and/or Category(-ies).

M.4.1 Within the last 3 years of the closing date and time of this RFSA solicitation, New Bidders must have invoiced a gross business volume in sales in the amount of at least:

- Stream 1: \$150,000 Strategic Learning Advisory Services;
- Stream 2: \$150,000 Instructional Design and Development Services;
- Stream 3: \$150,000 Custom and Rapid eLearning Product Programming;
- Stream 4: \$150,000 Multi-Media Design and Development;
- Stream 5: \$150,000 Training Delivery;
- Stream 6: \$50,000 Training Evaluation Services; and
- Stream 7: \$150,000 Project Management.

To demonstrate this requirement New Bidders must:

- i. certify that it meets this mandatory requirement through its DCC submission; and
- ii. submit via email upon request by Canada, proof of compliance (e.g. financial information, invoices, tax returns, etc.).

M.4.2 If the New Bidder is a JV, the Business Volume requirement and proof of compliance can be met by a total of the gross business volume of the JV members.

For example, if JV Member 1 has invoiced a gross business volume in sales of 100,000 CDN within the last 3 years preceding the closing date of the RFSA solicitation, and JV Member 2 has invoiced a gross business volume in sales of \$50,000 CDN within the last 3 years preceding the closing date of the RFSA solicitation, their JV has met the mandatory criteria.

M.4.3 PWGSC reserves the right to verify the provided proof of compliance was true as of the closing date of this RFSA solicitation by requesting additional financial information from the New Bidder or by other means, at any time prior to and after SA issuance or during their performance, and that untrue statements may result in the bid being declared non-responsive or any other action which Canada may consider appropriate, including the suspension, withdrawal, or set-aside of the SA once a SA have been issued.

M.4.4 Corporate Changes to Suppliers

New Suppliers: If an existing supplier creates a new entity as a result of a corporate change that occurred less than one year before the closing date of this RFSA solicitation, Canada may, despite the Standard Instructions 2008-5.8 and General Conditions 2020-3.e, consider all of the following:

1. the one year minimum requirement to be met for the new entity, and
2. the transfer of a SA, and
3. allowing the carry-over of existing information already on file, if applicable,

Existing Suppliers: If an existing supplier undergoes a corporate change, Canada may, despite the Standard Instructions 2008-5.8 and General Conditions 2020-3.e, consider all of the following:

1. the transfer of a SA, and
2. allowing the carry-over of existing information already on file, if applicable,

The New/Existing Supplier must certify to all of the following:

- a) The corporate change was solely for tax or other purposes unrelated to the business of the other legal entities;
- b) The corporate change does not affect the ability of the New/Existing Supplier to carry on the business that had been carried on by the previous legal entity or entities;
- c) The New/Existing Supplier has carried on the business on behalf of all of the other legal entity or entities involved, uninterrupted from the date of the corporate change;
- d) The New/Existing Supplier maintains the same assets, undertakings, operational capability, skills and resources as the other legal entity or entities had maintained before the corporate change;
- e) The other legal entity or entities has or have each carried on business, uninterrupted and in the normal course, for at least one year;

The New/Existing Supplier did not reorganize or restructure due to bankruptcy;

- f) The New/Existing Supplier and its affiliates are in compliance with the 'Integrity Provisions' certification; and
- g) The New/Existing Supplier is security cleared to the same level as the other legal entity or entities.

In order for the information from one SA to be transferred to the New/Existing Supplier, the New/Existing Supplier must submit an electronic bid through the CPSS ePortal.

The timeline to process the transfer of information from one SA to the New/Existing Supplier in the CPSS ePortal may take up to six months as the submission will be evaluated along with all other bids submitted under the refresh that is being evaluated.