MISSOURI DEPARTMENT OF TRANSPORTATION
SOLICITATION GUIDELINES AND DOCUMENTATION
NORTHWEST DISTRICT
3602 NORTH BELT HIGHWAY
ST. JOSEPH, MISSOURI 64506-1399

REQUEST FOR BID

It is the vendor's responsibility to read and comply with all conditions, specifications, and instructions outlined in this document. This document and any subsequent attachments shall supersede all confirmation forms, receipts, or any other paperwork needed to secure materials, equipment, or services.

TODAY'S DATE:	RESPONSES DUE NO LATER THAN:	F.O.B. REQUIREMENTS: DESTINATION
MAY 3, 2016	MAY 17, 2016 @ 1:00 PM CT	MISSOURI DEPARTMENT OF TRANSPORTATION 3602 N. BELT HIGHWAY ST. JOSEPH, MISSOURI 64506-1399
BID REQUEST #: NW-16-124 **THIS NUMBER SHOULD BE REFERENCED ON ALL MAILING LABELS, ENVELOPES, AND ANY OTHER CORRESPONDENCE ABOUT THIS SOLICITATION.**		**BUYER NAME:** **BRENDA CHRISTIE, CPPB** **SENIOR PROCUREMENT AGENT** **PHONE: (816)-387-2430** **NO RFB RESPONSES ACCEPTED BY FAX**
SEALED BID MAILING/DELIVERY ADDRESS: MODOT – NORTHWEST DISTRICT PROCUREMENT DIVISION 3602 N. BELT HIGHWAY ST. JOSEPH, MO 64506-1399	Contract shall commence from date of award through May 31, 2017. Contract shall allow additional purchases of the item above the estimated quantity.	

All Responses to this solicitation should be submitted on this form and returned to the buyer listed above at the district address shown. Responses must be mailed, or hand-delivered.

Video Detection System

The Missouri Department of Transportation is requesting bids from vendors to purchase a Video Detection System.

VENDOR NAME:

Estimated Quantity	Description	Unit Price	Total Cost
4	Video Detection System		
	Delivery Time (# of workdays / A.R.O. = After Receipt of Order):		

Required Specifications:

The video detection system shall meet the included specifications. The system must be capable of sending video back to a central location through the use of an Ethernet connection using the existing communications network. The system must be a complete package including, but not limited to, any software, documentation, programming equipment, and mounting hardware.

Video Detection General:

This specification sets forth the minimum requirements for a real-time, wide area video vehicle detection system that monitors vehicles on a roadway by processing video images and that provides detector outputs to a traffic controller or similar device. This system shall be easily configurable and expandable to meet traffic management applications such as intersection control, traffic monitoring or surveillance, traffic safety applications, and traffic control during road or intersection construction. For example, it shall be possible to maintain semi- or fully-actuated detection at the stop line by lane or by phase, in the dilemma zone, or advanced extension detection while construction is underway.

A Mouse & Monitor interface feature shall allow use of industry standard USB mouse and analog video display to connect to the Processor for setup, maintenance, and monitoring tasks. Additionally, an optional laptop or Netbook may use the USB interface for these same tasks, and other tasks including traffic data collection and the backup of the configuration in an operations log archive.

System Hardware:

The system hardware shall consist of three components: 1) a color or monochrome video detection camera, 2) a modular, two video channel Processor unit for cabinet interface, and 3) a power and video interface panel. Additionally, a Personal Computer (PC) shall host the server and client applications to program and monitor the system components. The real-time performance shall be observed by viewing the video output from the sensor with overlaid flashing detectors to indicate the current detection state (on/off).

The Processor shall communicate detection events or alarms in the cabinet to the traffic controller or other device. Up to four (4) contact closure inputs and eight (8) contact closure outputs shall be provided to a traffic signal controller and comply with the National Electrical Manufacturers Association (NEMA) type C or D detector rack or Caltrans TEES Input File standards. When connected to a Detector Port Master (DPM), the Processor may also receive DPM inputs and provide additional outputs to the traffic controller via the DPM contact-closure or SDLC outputs.

The interface panel shall provide video coax connections and termination points for three-wire power cables and optional two-wire zoom control that may be mounted on a pole or mast arm. It also provides for mechanical strain relief of these incoming cables to the cabinet. A junction box or splice point between the camera and the interface panel is permissible depending on local installation standards. The interface panel shall provide high-energy transient protection to protect other cabinet equipment from outside electrical surges.

The hardware shall consist of the following items to be provided by the system supplier:

a. One or more Processor units with approved image sensor cameras, mounting hardware and cabling

b. One interface panel (typical) and connecting coax cables to the Processor

c. One AXIS Q6044-E PTZ Dome Network Camera, mounting hardware and cabling

Items to be provided by the contracting agency:

a. Installation

b. Interconnection branch cabling

System Software:

A Mouse & Monitor interface feature uses industry standard USB mouse and analog video display to connect to the Processor for setup, maintenance, and monitoring tasks.

The Processor's embedded software shall incorporate multiple applications that perform a variety of diagnostic, installation, fault tolerant operations, and vehicle detection processing. The detection shall be reliable, consistent, and perform under all weather, lighting, and traffic congestion levels.

There shall be a suite of client applications that reside on the host client-server PC. The applications shall execute under Microsoft Windows 7 or higher. Available client applications shall include:

• Master network browser: Learn a network of connected modular Processor units, display basic information, and launch other client applications to perform various operations.

• Configuration setup: Create and modify detector configurations to execute on the Processor.

• Operation log: Retrieve, display, and save field hardware run-time operation logs and special events that have occurred. This is also an archived backup of the entire configuration.

• Data Collection: Setup and retrieve traffic data from the Processor.

• Software install: Reconfigure one or more Processor units with a newer release of embedded system software.

Processor Hardware:
The Processor shall be shelf or rack mountable. Nominal outside dimensions excluding connectors shall not exceed 4.5 in. (H) x 2.3 in. (W) x 7 in. (D) (11.4 cm x 5.7 cm x 17.8 cm) plus its handle. The Processor shall be capable of mounting in a standard detector card rack, or in an optional shelf-mounted enclosure. The Processor weight shall not exceed 0.5 lb. (0.2 kg).

Functional Capabilities:
The real-time, detection performance of the Processor shall be optimized to meet the detection objective of the traffic application. The detection objective determines the camera mounting location, the number of traffic lanes to monitor, sizing, placement, and orientation of vehicle detectors, whether traffic is approaching or receding from the camera's field of view, and how to minimize the effects of lane-changing maneuvers.

Real-Time Detectors:
The Processor shall be capable of simultaneously processing information from two (2) CCTV video cameras. The video will be digitized and analyzed at a rate of up to 30 frames per second. Video input to the Processor shall be uncompressed, full motion analog video at 25 or 30 frames per second.

Different detector types shall be selectable via software. All of the following Detector Types shall be supported for each camera input. Detector types shall include the following: Stop Line, Count, Presence, Speed, Detector Function, Station, and Label. The Stop Line detector can provide a large detection area during red for safety with various driver behaviors and then a small snappy detection output to the controller for efficiency of intersection control during green.

Multiple detector outputs can be combined together via OR, AND, NAND, NOR, and M of N logical functions. In addition, the Processor can condition the detector outputs based on the state of the associated traffic signals. All of the following detector output types shall be available: Type 0, Type 1, Type 2, Type 3, Type 4, Type 5, Type 6, Type 7, and Type 9 (Moving Vehicle).

Detectors shall accurately detect approaching, receding, or stopped vehicles in multiple traffic lanes, and make the detections available to a variety of outputs that reflect the current real-time detector state.

The Processor will detect the absence of a valid video signal on each image sensor input and place all detector outputs associated with the failed image sensor input on maximum recall.

The Processor will also detect when the quality of the video input from the image sensor is not sufficient for robust vehicle detection (e.g., when environmental conditions obscure the sensor view). Actions for this video contrast loss capability shall be selectable by the user, including placing the detector outputs associated with the failed sensor on minimum recall, maximum recall, or fixed time recall.

A supervisor computer is not required for detector configuration or operation. When a computer is used for setup, monitoring, or troubleshooting, it shall be possible to disconnect the supervisor computer and the Processor shall perform vehicle detection as a standalone unit.

External Interface:
It shall be possible for the Processor to output the detection signal directly to NEMA TS1, TS2, Type 170, Type 179, 2070, SCATS, and SCOOT controllers. It shall be possible to selectively disable and re-enable any or all of the detection outputs. The Processor shall provide eight (8) open collector outputs on the front connector and four (4) jumper selectable outputs on the rear edge connector. The Processor shall provide four (4) open collector inputs on the front connector. When connected to a DPM, the Processor may also receive DPM inputs and provide additional outputs to the traffic controller via the DPM contact-closure or SDLC outputs.

A USB connection shall allow configuration and monitoring for each camera. The Processor's embedded software may be changed using a simple USB memory stick or with a laptop or Netbook computer.

Detection Zone Placement:
The video detection system shall provide flexible detection zone placement at any orientation within the field of view of the camera to serve the detection objective. Traffic can flow through the scene vertically, horizontally, diagonally, or around a curve. The system shall be capable of detecting both approaching and receding vehicles, with similar accuracies.

Detection zones may overlap for optimal road coverage to serve the detection objective. In addition, selective groups of detectors may be combined logically into a single output and further modified with optional delay and extension timing and signal state inputs if available. The configuration shall support outputs by lane, by phase, and for advanced extension timings.

Optimal detection shall be achieved when the camera placement provides an unobstructed view of each traffic lane where vehicle detection is required. Obstruction of the view includes when vehicles from a lane closest to the camera obscures the view of the roadway of a lane further away from the camera. An application design guide and training shall be available to the engineer and technician.

Detection Zone Programming:
Placement of detection zones shall be by means of a mouse and video monitor or with a personal computer with Windows 7 or higher operating systems. A mouse draws detection zones on the monitor. Using the mouse or PC keyboard, it shall be possible to place, size, and orient detection zones for optimal road coverage for vehicle detection. It shall be possible to edit previously defined detector configurations to permit adjustment of the detection zone size and placement, to add detectors for additional traffic applications, or to reprogram the Processor for different traffic applications or changes in installation site geometry or traffic rerouting.

The PC shall allow backup of the entire configuration and archived operations log for each camera. It shall be possible to download detector configurations from the PC to the Processor, to retrieve the detector configuration that is currently running in the Processor sensor, and to back up detector configurations by saving them to the PC fixed disk or other removable storage media.

Detection Zone Operation Verification:
Real-time detection operation shall be verifiable by viewing the video output of the Processor, with overlaid detection zones on any standard analog video display device (monitor) or on a PC. Front panel LED lights will show assigned contact-closure pin outs from the unit. An LED shall be ON when its assigned detector output is ON. An LED shall be OFF when its assigned detector is OFF. The Processor shall display eight (8) local outputs.

Providing Optimal Detection:
The video detection system shall provide optimal detection of vehicle passage and presence when the camera is adjacent to the desired coverage area and mounted 10 m (30 ft) or higher above the roadway detection area. When in line with the left-turn thru-lane lane mark, the camera may be mounted on the signal mast arm. The farthest detection zone location shall not be greater than 10 times the mounting height of the camera above the zone. The recommended deployment geometry for optimal detection is an unobstructed view of each traveled lane where detection is required. The camera shall be provided by the same manufacturer as the Processor to maximize performance. The camera shall view either approaching or receding traffic. The preferred orientation for optimal detection shall be to view approaching traffic, since there are more high-contrast features on vehicles that are viewed from the front rather than the rear. The camera, when placed at a mounting height that minimizes vehicle image occlusion and the zoom lens aimed to match the detection area, shall be able to monitor a maximum of 6 to 8 traffic lanes simultaneously depending on the field of view.

Demand Presence Detection Performance:
Using an installed camera that meets the optimal viewing specifications described above for intersection traffic control applications, the system shall be able to provide accurate demand presence detection. The demand presence accuracy shall be based on the ability to enable a protected turning movement on an intersection stop line, when a demand exists. The probability of not detecting a vehicle for demand presence shall be less than 1% error under all operating conditions. In the presence of artifact conditions, the Processor shall minimize extraneous (false) protected movement calls to less than 7%.

To ensure statistical significance, the demand presence accuracy and error shall be calculated over time intervals that contain a minimum of one hundred vehicles in each lane. The calculation of the demand presence error shall not include turning movements where vehicles do not pass through the detectors, or where they stop short or stop beyond the combined detection zones. Vehicle lane change anomalies will be excluded from the calculations.

Video Processing:
The analog video output shall provide a graphics overlay that indicates the current real-time detector state. The Processor shall process a maximum of ninety-nine (99) virtual objects or detection zones placed anywhere in the field of view of each camera. The user may hide some objects from the output view and display hidden objects while watching the output video. While not strictly a detector, an operator-defined label, visible in the video overlay, shall identify the camera field of view, various operational system parameters such as time of day, date, processing load index, the state of any detector output, the traffic signal state, and the state of any detector interface card (detector port master if used).
Similarly, the video output may be viewed on a computer as streaming snapshots with flashing detectors.

Snapshot images shall be transferred using one of the following options: an uncompressed black and white bitmap, JPEG black and white image, uncompressed color bitmap, or JPEG color bitmap. The quality of snapshot images transferred shall be user selectable.

Processor Environmental:
The Processor shall operate reliably in the adverse environment found in the typical roadside traffic cabinet. It shall meet the environmental requirements set forth by NEMA TS1 and TS2 standards and Caltrans TEES. Operating temperature shall be from -34 C to +74 degrees C (-29 F to +165 F) at 0% to 95% relative humidity, non-condensing.

Electrical:
The Processor shall be powered by 12 or 24 volts at 11 watts maximum. The Processor shall include transient protection sufficient to meet the requirements set forth in the NEMA TS1 and TS2 standards. Power to the Processor shall be from the transient-protected side of cabinet power.
Communications shall be via a USB connector for each camera on the front of the unit for USB mouse, memory stick, or PC.

The Processor shall be equipped with two (2) composite video inputs (color or monochrome), so that a signal from two (2) image sensors can be processed in real-time. The Processor shall be equipped with two (2) composite video outputs with BNC connectors on the front of the Processor. The use of miniature video connectors shall not be acceptable. The Processor shall output standard NTSC or PAL video format at 1 Vpp.

The Processor software shall be stored in flash memory within the Processor. This software shall be capable of updates without the removal of modules or memory devices. The Processor software and/or the supervisor applications shall include diagnostic software to allow testing of the Processor functions. This shall include the capability to set and clear individual detector outputs and display the status of inputs to enable setup and troubleshooting in the field.

Processor Operations Log:
The Processor shall maintain a non-volatile operations log to archive significant operational events and provide a complete backup of the configuration, which can be restored into a replacement unit in case of disaster. It minimally contains: revision numbers for the current Processor hardware and software components, title and comments for the detector configuration; date and time of the last detector configuration downloaded to the Processor, date and time of video connection or loss, date and time that the operations log was last cleared, date and time communications were opened or closed with the Processor; date and time of last power-up; and time-stamped, self-diagnosed, hardware and software errors that shall aid in system maintenance and troubleshooting. Optionally, the user may route other time-stamped events to the log. The Processor will reboot itself automatically when software or hardware functions are not operating properly and log these events.
Traffic Data Collection:

The Processor will be capable of traffic data collection in real-time for immediate access or storage in non-volatile flash memory within the Processor for later retrieval. No additional hardware or software will be necessary. The manufacturer will provide a method of estimating storage limits depending on the data types and time intervals selected before the oldest data is overwritten.

Traffic statistics shall include volume, occupancy, vehicle classification, flow rate, headway, speed, level of service, space occupancy, and density measures. The video system shall record traffic data and alarms by event or by multiple time intervals from 1 to 3600 seconds (1 hour) or for intersection monitoring by intersection cycle split for display, retrieval, and analysis. It will be possible to record the passage of individual actuations and signal changes for troubleshooting and maintenance.

Installation and Training:
The supplier of the video detection system may supervise the installation and testing of the video detection system and computer equipment as required by the contracting agency.
Training is available to personnel of the contracting agency in the operation, set up, and maintenance of the video detection system. The Processor and its support hardware/software are a sophisticated leading-edge traffic technology system. Proper instruction from certified instructors is recommended to ensure that the end user has complete competency in system operation. The User's Guide and Installation Manual are not adequate substitutes for practical classroom training and formal certification by an approved agency.

Warranty, Maintenance, and Support:
For a minimum of three (3) years, the supplier shall warrant the video detection system. An option for additional year(s) warranty for up to six (6) years shall be available.
The manufacturer of the Processor shall have a Quality System that is ISO 9001 registered. Written confirmation of the ISO 9001 registration shall be available from the manufacturer prior to bid acceptance if requested.

The video vehicle detection system shall not require any special maintenance tasks beyond the usual preventive maintenance inspections typical for a traffic cabinet and intersection.

Ongoing software support by the supplier shall include software updates of the Processor and supervisor computer applications. These updates shall be provided free of charge during the warranty period. The supplier shall maintain a program for technical support and software updates following expiration of the warranty period. This program shall be available to the contracting agency in the form of a separate agreement for continuing support.

Award:
Award of this solicitation will be made on an “All Or Nothing” basis using the “lowest and best” principle of award. Notification of award will be at the time the tabulation is posted to the internet. It is the sole responsibility for all vendors to check the website for any addendums and tabulation/award results.

VENDOR INFORMATION & PREFERENCE CERTIFICATION FORM

Vendor Information

All bidders must furnish ALL applicable information requested below

Vendor Name/Mailing Address: Email Address:	**Vendor Contact Information (including area codes):** Phone #: Cellular #: Fax #:
Printed Name of Responsible Officer or Employee:	**Signature:**
For Corporations - State in which incorporated:	**For Others -** State of domicile:

If the address listed in the Vendor Name/Mailing Address block above is not located in the State of Missouri, list the address of Missouri offices or places of business:

*If additional space is required, please attach an additional sheet and identify it as **Addresses of Missouri Offices or Places of Business.***

M/WBE INFORMATION: List all certified Minority or Women Business Enterprises (**M/WBE**) utilized in the fulfillment of this bid. Include percentages for subcontractors and identify the M/WBE certifying agency:

M/WBE Name	Percentage of Contract	M/WBE Certifying Agency

*If additional space is required, please attach an additional sheet and identify it as **M/WBE Information***

Preference Certification

All bidders must furnish ALL applicable information requested below

GOODS/PRODUCTS MANUFACTURED OR PRODUCED IN USA: If any or all of the goods or products offered in the attached bid which the bidder proposes to supply to the MHTC are **not** manufactured or produced in the "United States", or imported in accordance with a qualifying treaty, law, agreement, or regulation, list below, by item or item number, the country other than the United States where each good or product is manufactured or produced.

Item (or item number)	Location Where Item is Manufactured or Produced

*If additional space is required, please attach an additional sheet and identify it as **Location Products are Manufactured or Produced**.*

MISSOURI SERVICE-DISABLED VETERAN BUSINESS: Please complete the following if applicable. Additional information may be requested if preference is applicable. See below definitions for qualification criteria:

Service-Disabled Veteran is defined as any individual who is disabled as certified by the appropriate federal agency responsible for the administration of veterans' affairs.

Service-Disabled Veteran Business is defined as a business concern:

a. Not less than fifty-one (51) percent of which is owned by one or more service-disabled veterans or, in the case of any publicly owned business, not less than fifty-one (51) percent of the stock of which is owned by one or more service-disabled veterans; and
b. The management and daily business operations of which are controlled by one or more service-disabled veterans.

Veteran Information	Business Information
Service-Disabled Veteran's Name (Please Print)	Service-Disabled Veteran Business Name
Service-Disabled Veteran's Signature	Missouri Address of Service Disabled Veteran Business

Missouri Highways and Transportation Commission

Standard Bid Provisions, General Terms and Conditions and Special Terms and Conditions

STANDARD SOLICITATION PROVISIONS

a. The solicitation for the procurement of the supplies referenced therein, to which these "Standard Bid Provisions, General Terms and Conditions and Special Terms and Conditions" are attached, is being issued under, and governed by, the provisions of Title 7 – Missouri Department of Transportation, Division 10 – Missouri Highways and Transportation Commission, Chapter 11 – Procurement of Supplies, of the Code of State Regulations. The Missouri Highways and Transportation Commission (**MHTC**), acting by and through its operating arm, the Missouri Department of Transportation (**MoDOT**), draws the Bidder's attention to said 7 CSR 10-11 for all the provisions governing solicitation and receipt of bids/quotes and the award of the contract pursuant to this solicitation.

b. All bids/quotes must be signed with the firm name and by a responsible officer or employee. Obligations assumed by such signature must be fulfilled.

GENERAL TERMS AND CONDITIONS

Definitions

Capitalized terms as well as other terms used but not defined herein shall have the meaning assigned to them in section 7 CSR 10-11.010 Definition of Terms.

Nondiscrimination

a. The Contractor shall comply with all state and federal statutes applicable to the Contractor relating to nondiscrimination, including, but not limited to, Chapter 213, RSMo; Title VI and Title VII of Civil Rights Act of 1964 as amended (42 U.S.C. Sections 2000d and 2000e, *et seq.*); and with any provision of the "Americans with Disabilities Act" (42 U.S.C. Section 12101, *et seq*).

b. Sanctions for Noncompliance: In the event of the Contractor's noncompliance with the nondiscrimination provisions of this contract, MHTC shall impose such contract sanctions as it or the Federal Highway Administration may determine to be appropriate, including, but not limited to:
   i. withholding of payments to the Contractor under the contract until the Contractor complies, and/or,
   ii. cancellation, termination or suspension of the contract, in whole or in part.

Contract/Purchase Order

a. By submitting a bid/quote, the Bidder agrees to furnish any and all equipment, supplies and/or services specified in the solicitation documents, at the prices quoted, pursuant to all requirements and specifications contained therein.

b. A binding contract shall consist of: (1) the solicitation documents, amendments thereto, and/or Best and Final Offer (BAFO) request(s) with any changes/additions, (2) the Contractor's bid response, and (3) the MHTC's acceptance of the bid by post-award contract or purchase order.

c. A notice of award does not constitute an authorization for shipment of equipment or supplies or a directive to proceed with services. Before providing equipment, supplies and/or services, the Contractor must receive a properly authorized notice to proceed and/or purchase order.

Applicable Laws and Regulations

a. The contract shall be construed according to the laws of the State of Missouri. The Contractor shall comply with all local, state, and federal laws and regulations related to the performance of the contract. The exclusive venue for any legal proceeding relating to or arising, out of the contract shall be in the Circuit Court of Cole County, Missouri.

b. The Contractor must be registered and maintain good standing with the Secretary of State of the State of Missouri, Missouri Department of Revenue, and other regulatory agencies, as may be required by law or regulations. Prior to the issuance of a purchase order and/or notice to proceed, the Contractor may be required to submit to MHTC a copy of their current Authority Certificate from the Secretary of State of the State of Missouri and/or a copy of their Certificate of No Tax Due from the Missouri Department of Revenue.

c. Prior to the issuance of a purchase order and/or notice to proceed, all **out-of-state** Contractors **providing services** within the state of Missouri must submit to MHTC a copy of their current Transient Employer Certificate from the Missouri Department of Revenue, in addition to a copy of their current Authority Certificate from the Secretary of State of the State of Missouri.

Executive Order:

The Contractor shall comply with all the provisions of Executive Order 07-13, issued by the Honorable Matt Blunt, Governor of Missouri, on the sixth (6th) day of March, 2007. This Executive Order, which promulgates the State of Missouri's position to not tolerate persons who contract with the state engaging in or supporting illegal activities of employing individuals who are not eligible to work in the United States, is incorporated herein by reference and made a part of this Agreement.

1) "By signing this Agreement, the Contractor hereby certifies that any employee of the Contractor assigned to perform services under the contract is eligible and authorized to work in the United States in compliance with federal law."
2) In the event the Contractor fails to comply with the provisions of the Executive Order 07-13, or in the event the Commission has reasonable cause to believe that the contractor has knowingly employed individuals who are not eligible to work in the United States in violation of federal law, the Commission reserves the right to impose such contract sanctions as it may determine to be appropriate, including but not limited to contract cancellation, termination or suspension in whole or in part or both.
3) The Contractor shall include the provisions of this paragraph in every subcontract. The Contractor shall take such action with respect to any subcontract as the Commission may direct as a means of enforcing such provisions, including sanctions for noncompliance.

Preferences

a. In the evaluation of bids/quotes, preferences shall be applied in accordance with 7 CSR 10-11.020(7). Contractors should apply the same preferences in selecting subcontractors. The attached document entitled **"VENDOR INFORMATION AND PREFERENCE CERTIFICATION FORM"** must be completed and returned with the solicitation documents.

b. Bidders are encouraged to obtain minority business enterprise (MBE) and women business enterprise (WBE) participation in this work through the use of subcontractors, suppliers, joint ventures, or other arrangements that afford meaningful participation for M/WBEs. Bidders are encouraged to obtain 10% MBE and 5% WBE participation.

Cancellation of Contract

The MHTC may cancel the Contract at any time for a material breach of contractual obligations or for convenience by providing Contractor with written notice of cancellation. Should the MHTC exercise its right to cancel the contract for such reasons, cancellation will become effective upon the date specified in the notice of cancellation sent to the Contractor.

Bankruptcy or Insolvency

Upon filing for any bankruptcy or insolvency proceeding by or against the Contractor, whether voluntarily, or upon the appointment of a receiver, trustee, or assignee, for the benefit of creditors, the Commission reserves the right and sole discretion to either cancel the Agreement or affirm the Agreement and hold the Contractor responsible for damages.

Warranty

The Contractor expressly warrants that all equipment, supplies, and/or services provided shall: (1) conform to each and every specification, drawing, sample or other description which was furnished to or adopted by the MHTC, (2) be fit and sufficient for the purpose expressed in the solicitation documents, (3) be merchantable, (4) be of good materials and workmanship, and (5) be free from defect.

Status of Independent Contractor

The Contractor represents itself to be an independent Contractor offering such services to the general public and shall not represent itself or its employees to be an employee of the MHTC. Therefore, the Contractor shall assume all legal and financial responsibility for taxes, FICA, employee fringe benefits, workers' compensation, employee insurance, minimum wage requirements, overtime, etc., and agrees to indemnify, save and hold the MHTC, its officers, agents and employees harmless from and against any and all losses (including attorney fees) and damage of any kind related to such matters.

Non-Waiver

If one of the parties agrees to waive its right to enforce any term of this Contract, that party does not waive its right to enforce such term at any other time or to enforce any or all other terms of this Contract.

Indemnification

The Contractor shall defend, indemnify and hold harmless MHTC, including its members and department employees, from any claim or liability whether based on a claim for damages to real or personal property or to a person for any matter relating to or arising out of the Contractor's performance of its obligations under the contract awarded pursuant to this solicitation.

SPECIAL TERMS AND CONDITIONS

Tax Exempt Status:

MHTC is exempt from paying Missouri Sales Tax, Missouri Use Tax and Federal Excise Tax. However, the Contractor may themselves be responsible for the payment of taxes on materials they purchase to fulfill the contract. A Project Tax Exemption Certificate will be furnished to the successful Bidder upon request if applicable.

Insurance

The Contractor shall maintain or cause to be maintained at Contractor's own expense commercial general liability, automobile liability, worker's compensation insurance against negligent acts, errors or omissions of the Contractor, or its subcontractors and anyone directly or indirectly employed by any of them. Any insurance policy required as specified in this Section shall be written by a company that is licensed and authorized to issue such insurance in the state of Missouri and shall provide insurance coverage for not less than the following limits of liability:

1) General Liability: Not less than $500,000 for any one person in a single accident or occurrence, and not less than $3,000,000 for all claims arising out of a single occurrence;
2) Automobile Liability: Not less than $500,000 for any one person in a single accident or occurrence, and not less than $3,000,000 for all claims arising out of a single occurrence;
3) Missouri State Workmen's Compensation policy or equivalent in accordance with state law.

Upon request from the Commission, the Contractor shall provide the Commission with certificates of insurance evidencing the required coverage and that such insurance is in effect.