



**Policy Title:** Procurement Policy

**Policy Number:** FIN-PUR-1008-001

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**Approved by:** Board of Governors

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**Position Responsible for Maintaining and Administering the Policy:** Procurement Manager

**Contact:** Ana Jain, Procurement Manager

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## 1. Policy Statement

The University has adopted the Procurement Policy to govern all University Procurement. This policy is governed by directives and legislation that may be introduced from time to time, and include:

- Ontario Broader Public Sector (BPS) Procurement Directive
- Canadian Free Trade Agreement (CFTA)
- Comprehensive Economic and Trade Agreement (CETA)
- Ontario-Quebec Trade and Cooperation Agreement (OQTCA)
- Freedom of Information and Protection of Privacy Act (FIPPA)
- Accessibility for Ontarians with Disabilities Act (AODA)

The University is committed to obtaining the best value for the total acquisition cost of all goods and services purchased, to facilitate and encourage the timely purchase of goods and services through a competitive process whenever practical, and to ensure commitment to accountability, transparency, efficiency, and equity.

## 2. Purpose

The primary purpose of the Procurement Policy is to ensure that the acquisition of goods and services is undertaken in an open, fair, transparent, efficient, ethical, and cost-effective manner while obtaining the best value for money for the University. Furthermore, the purpose of the policy is:

- i. Define the roles and responsibilities, means of Procurement, and approval thresholds applicable in the purchase of goods and services.
- ii. To ensure that current legislative requirements with respect to public entity purchases are met, including mandatory requirements of the governing directives or trade agreements.
- iii. To ensure that all University employees involved in the purchase of goods or services are aware of the applicable governing legislation, regulation and the Ontario BPS Supply Chain Code of Ethics as outlined in **Appendix C - Ontario Broader Public Sector (BPS) Supply Chain Code of Ethics**.
- iv. To ensure an appropriate level of internal control and accountability with respect to supply chain related activities.
- v. To establish guidelines for purchasing goods and services for all University units, including procurement planning and risk mitigation considerations, as well as to outline the University's accountability in using public funds for the purchase of those goods and services.
- vi. To ensure University vendors are permitted to participate in fair competition for the supply contracts awarded by the University, in accordance with their qualifications.

### 3. Scope

This policy applies to the acquisition of goods and services, including construction and renovation work, consulting services, and information technology, **regardless of the source of funding**, unless specifically indicated otherwise by the funding source. This policy applies to all employees of the University.

### 4. Roles and Responsibilities

- I. All individuals involved in purchasing or other supply chain related activities must adhere to the principles and standards promulgated by the University's Procurement Code of Ethics (Section 10) to ensure an ethical, professional, and accountable supply chain.
- II. Employees with purchasing approval authority shall ensure that University policy requirements are followed in the procurement of goods and services.
- III. No person shall commit the University to agreements, licenses, contracts, leases, or other legally enforceable obligations unless authorized by the Board of Governors.
- IV. Procurement Services is responsible for and shall have the authority, on behalf of the University, to:
  - Enter into binding agreements such as purchase orders, equipment leases and other contracts for the supply of materials and/or services from operating budgets.
  - Acquire and dispose of goods and services, including amending or cancelling purchase orders. *(Procurement Services is the only department authorized to issue, amend, or cancel a purchase order).*
  - Provide guidelines on procurement policies and procedures and the structure, format and general content of bid solicitations; review proposed bid solicitations to ensure clarity, reasonableness and quality; and advise staff of suggested improvements.
  - Establish standards, terms and conditions for bid solicitation, purchase orders, contracts and other documents required to manage supply chain related activities, including call, receive, open, and review bids.
  - Ensure open, fair, and impartial purchasing processes for goods and services.
  - Facilitate negotiations with preferred vendor agreements in conjunction with units and to utilize collaborative buying programs with other organizations where feasible.
  - Promote the standardization of goods and services, where such standardization demonstrably supports the purpose and scope of this Policy.
  - Incorporate where appropriate, accessibility criteria and features when procuring goods, services, or facilities to create and maintain an accessible university community as required under the Accessibility for Ontarians with Disabilities Act (the "AODA").
  - Ensure compliance with this Policy and advise the Vice-President, Finance and Operations through the Associate Vice-President, Finance when there has been non-compliance. The Vice-President, Finance and Operations shall take appropriate action to address and correct any non-compliance.
- V. It is the responsibility of the end user department (requisitioners) to:
  - Identify the need for a product or service and provide the specifications to Procurement Services.
  - Approve a purchasing transaction. An employee with purchasing approval authority must ensure that:
    - Authorized Approving Officer has delegated authority over account(s) to which a charge is being made.
    - Transaction is within dollar value limits of delegation.
    - Purpose of transaction aligns with account(s) being charged and any restrictions related to those funds.
    - Transaction is in compliance with this Policy and other contract terms.
    - Transaction does not personally benefit themselves or their supervisor(s), and that transaction approval does not create a conflict or perceived conflict of interest.
    - Ensuring that all goods and services purchased have been received and recording receipt has been captured in the form prescribed by Procurement Services.

## 5. Procurement Thresholds and Competitive Procurement Requirements

The determination of the method of competitive procurement required for goods, non-consulting services, and construction purchases will be done in conjunction with Procurement Services in accordance with requirements in **Table 1** below.

Competitive bidding requirements for “Consulting Services” are discussed further in **Section 7 - Procurement of Consulting Services**.

**Table 1: Competitive Bidding and Procurement Methodology**

Total Procurement Value (in CDN, excluding taxes)	Method of Purchase	Competitive Procurement Requirement	Procurement Services Consultation Requirement
Up to \$5,000	UW Purchasing Card; Invoice; or Purchase Order <i>(Only if required)</i>	None required <i>(End user can place order directly with supplier)</i>	Not required
\$5,000 to \$15,000	Purchase Order	Minimum of one (1) written competitive quote required.  Two (2) additional quotes may be required by Procurement Services to ensure best value.	Required
\$15,001 to \$100,000	Purchase Order	Minimum of three (3) written competitive quotes – Procurement Services to advise on process and obtain quotes.	Required
Over \$100,000	Purchase Order	Public competitive bid process required (i.e. MERX) via Procurement Services	Required

All orders **between \$5,000 to \$15,000** will require a minimum of one (1) written quote from the proposed supplier (unless otherwise specified for a research grant, where the more stringent purchasing requirements will take precedence). This written quote can be obtained by either Procurement Services or the end user. Purchasing Services, at its discretion, may require two (2) additional quotes to ensure best value is obtained.

All orders **between \$15,001 and \$100,000** will require a structured invitational procurement process to be followed unless it is an allowable exception to this policy or sole source supplier claim is submitted for approval (see **Appendix B – Procurement Policy Exemptions: Limited Tendering and Non-Application Provisions**). This process will ensure the University gains the best possible value within the context of legal and purchasing directives and that it is practicing an open and fair business policy. In the case of a sole source procurement, Procurement Services will obtain a formal quotation from the requested supplier.

All orders **above \$100,000** will require public competitive procurement process. Procurement services must be consulted and will facilitate the formal competitive procurement process.

Reducing the overall value of procurement by dividing a single procurement into multiple procurements (splitting transactions) to circumvent competitive procurement thresholds is not acceptable and does not comply with this Policy.

## 6. Procurement Approval Authorities

This policy establishes different levels of authorized spending, as well as the associated competitive procurement method required for goods or services. These levels of authorization are designed to limit the exposure of the University to major expenditure commitments without appropriate due diligence.

The Total Procurement Value referred to below is calculated based on the net value of the purchase in Canadian dollars (or a total purchase, within a single contract, over a set time period) before taxes and freight are considered.

As the procurement for all consulting services must be competitively bid, irrespective of the Total Procurement Value, the following Procurement Approval Authority Schedule is divided into two separate sections, for clarity purposes:

- Goods, Non-Consulting Services and Construction (**Table 2**).
- Consulting Services (**Table 3**)

All expenditures or commitments to expend must be authorized by an Authorized Approving Officer or an employee with the delegated purchasing approval authority.

### 6.1 Delegation of Authority

Authorized Approving Officers can appoint a Delegate Authorized Approver, to exercise the authority of the Authorized Approving Officer, on a permanent basis, or when absent for any reason, including vacation. They can do this by indicating the period during which absence or permanent delegation is effective (beginning and end date) using the delegation function in UWinsite Finance. Appointments should ideally be in a position at the same level or higher than the Authorized Approving Officer, on the University Organization Chart. Authorized Approving Officers who choose to delegate authority acknowledge and accept that they are fully accountable for decisions made on their behalf by their delegate.

**Table 2: Competitive Procurement Authority – Goods, Non-Consulting Services and Construction**

Total Procurement Value (in CDN, excluding taxes)	Procurement Services Consultation Requirement	Competitive Procurement Method	Approval Authority
Up to \$5,000	None	Not required	Authorized Approving Officer for budget in relevant business unit
\$5,001 to \$15,000	Buyer	Invitational Competitive	Authorized Approving Officer for budget in relevant business unit
\$15,001 to \$99,999	Buyer	Invitational Competitive	Authorized Approving Officer for budget in relevant business unit
\$100,000 to \$499,999	Procurement Manager, and Associate Vice-President, Finance	Open Competitive	Authorized Approving Officer for budget in relevant business unit; and Vice-President of respective department
Over \$500,000	Procurement Manager, and Associate Vice-President, Finance	Open Competitive	Authorized Approving Officer for budget in relevant business unit; Vice-President of respective department; and President

## 7. Procurement of Consulting Services

Procurement for all consulting services must be competitively bid, irrespective of the Total Procurement Value. Prior to commencement, any procurement of consulting services must be approved in accordance with the **Table 3 - Procurement Approval Authority Schedule for Consulting Services**.

Procurement Services will assist in the determination as to whether the service is consulting or non-consulting, as well as determination of the type of competitive procurement method required, in accordance with the requirements outlined in table below:

**Table 3: Competitive Procurement Authority – Consulting Services**

Total Procurement Value (in CDN, excluding taxes)	Procurement Services Consultation Requirement	Competitive Procurement Method	Approval Authority
Up to \$99,999	Buyer	Invitational Competitive (minimum three quotes)	Authorized Approving Officer for budget in relevant business unit;
\$100,000 to \$499,999	Procurement Manager, and Associate Vice-President, Finance	Open Competitive	Authorized Approving Officer for budget in relevant business unit; and Vice-President of the respective department
Over \$500,000	Procurement Manager, and Associate Vice-President, Finance	Open Competitive	Authorized Approving Officer for budget in relevant business unit; Vice-President of the respective department; and President

## 8. Non-Competitive Procurement

The University will utilize an open competitive procurement process as required and whenever possible to increase the possibility of achieving the greatest value for money. However, in specific circumstances, a competitive procurement processes may not be reasonable and therefore exceptions to competitive procurement may be required, through sole sourcing, single sourcing and limited tendering. Please refer to **Appendix B - Procurement Policy Exemptions: Limited Tendering and Non-Application Provisions for further details**.

Circumstances in which exceptions may be considered must be justified and documented in advance, by the requisitioner, on the **Procurement Policy Exemptions: Limited Tendering and Non-Application Justification Form**.

## 9. Consistency and Contradictions

Where there may be apparent contradictions between this policy and other legal requirements to which the University is subject, every effort should be made to interpret both this policy and the other requirement in a consistent and harmonious manner.

If any provision of this policy is found to be inconsistent with the provisions of a collective agreement, the collective agreement will prevail, unless the policy provision is required by law, in which case the policy provision will prevail.

Where funding for a purchase is provided by a funding/external agency, and where those purchasing requirements (i.e. dollar limit thresholds, number of quotes required, approvals, etc.) are different from University requirements, the more stringent requirements will take precedence.

## **10. Procurement Code of Ethics**

The University further requires that all individuals involved in purchasing or other supply chain- related activities must adhere to the principles and standards promulgated by the University's Procurement Code of Ethics below, to ensure ethical, professional, and accountable supply chain activities.

The University's Procurement Code of Ethics has been established, in accordance with the Ontario BPS Supply Chain Code of Ethics ("Code") to supplement other regulations, policies and guidelines related to duty of transparency and ethics that is owed to all public institutions. This Code applies to all members of the University community who are involved in the procurement process of goods and services.

The Code of Ethics is comprised of 3 elements:

1. Personal Integrity
2. Professionalism, Accountability, Transparency
3. Compliance and Continuous Improvement

It is the responsibility of each member of the University to promote the institution as one that deals fairly and equitably with all suppliers to create and maintain business relationships. This can be accomplished by:

- Maintaining fair and transparent competition amongst suppliers
- Being honest and truthful in all inferences and statements
- Treating all communication with vendors as confidential
- Allowing vendors a full and courteous hearing
- Never benefiting from the errors of suppliers

## **11. Conflict of Interest**

University employees must maintain a fair and impartial relationship when dealing with suppliers. End users and Procurement Services staff are responsible for ensuring that any potential conflict of interest or non-arm's length transactions in dealing with suppliers are declared per the ***University Conflict of Interest or Commitment Policy***.

This Policy further requires disclosure where a contract for goods or services may be awarded to a person or firm in which a University employee has a material interest. Declaration of any conflict of interest must be made using the University ***Conflict of Interest Disclosure Statement form***.

## **12. Environmental Sustainability**

The University is committed to promoting the values of environmental sustainability and social responsibility. To the degree possible, the University shall incorporate environmental sustainability standards into its procurement practices and give favourable consideration in its evaluation process to those goods and services which reflect this commitment to environmental sustainability or broader social responsibility.

## **13. Accessibility for Ontarians with Disabilities Act**

The University of Windsor is also committed to meet accessibility obligations in procurement related activities under the Ontario Human Rights Code, 1990 and the Accessibility of Ontarians with Disabilities Act, 2005 (AODA).

In accordance with section 5 of the AODA, Integrated Accessibility Standards Regulation, the University of Windsor is committed to incorporating accessibility criteria or features when procuring or acquiring goods,

services, or facilities, except where it is not practicable to do so. Therefore, when procuring or acquiring goods, services, or facilities, the person responsible for the purchasing documents is also responsible for enquiring about the accessibility features of the products. Considerations should be made to ensure that the item(s) being purchased do not pose a barrier for persons with disabilities. If the purchaser determines that it is not practicable to incorporate accessibility criteria and features into the purchase, the purchaser shall keep a written explanation.

#### **14. Confidentiality**

Any and all confidential information shall be the sole and exclusive property of the University and shall be held by all employees in trust for the benefit of the University only. Confidential information shall not be disclosed by University employees to outside parties except in the necessary course of business. University employee's privy to confidential information shall be prohibited from communicating the confidential information to anyone, including other University employees, except in the necessary course of business. Efforts will be made to limit access to confidential information to only those in a need-to-know position.

All University employees shall take all reasonable actions that the University deems necessary or appropriate to handle, store and maintain supplier confidential information to prevent the unauthorized use or disclosure.

#### **15. Monitoring and Compliance**

The policy will be reviewed every five (5) years. There may be certain circumstances that may cause for the review of the policy prior to that date: changes in legislation that affect the policy; a specific incident triggers a review of the policy; there is a request made by Senior Management or the Board of Governors to review the policy.

#### **16. Appendices**

- Appendix A - Definitions
- Appendix B - Procurement Policy Exemptions: Limited Tendering and Non-Application Provisions
- Appendix C - Ontario Broader Public Sector (BPS) Supply Chain Code of Ethics

#### **17. Cross References and Procedures**

- University of Windsor Travel Policy
- University of Windsor Hospitality Policy
- Policy on Conflict of Interest of Commitment
- Gift Acceptance Policy
- Purchasing Card Program
- Travel Card Program

## Appendix A - Definitions

**Authorized Approving Officer:** The Authorized Approving Officer must have authorization over the account(s) being charged when approving purchase requisitions. They also must not be asked to approve purchase requisitions for an individual to whom they report. The Authorized Approving Officer is typically the one-up approver, the manager or supervisor of the requisitioner. However, if the Authorized Approving Officer is not also the claimants one-up approver, then an additional approval is required by the Authorized Approving Officer for the general ledger account being charged.

In the case of research accounts, the Authorized Approving Officer must have a one-up reporting relationship to the requisitioner, and purchase requisitions must always be approved by the Principal Investigator (PI) or their delegate.

**Competitive procurement:** means a set of procedures for developing a procurement contract through a bidding or proposal process. The intent is to solicit a fair, impartial, competitive bids. Competitive Procurement can be done through open or invitational process.

**Construction:** means construction, reconstruction, demolition, repair or renovation of a building, structure, or other civil engineering or architectural work and includes site preparation, excavation, drilling, seismic investigation, the supply of products and materials, the supply of equipment and machinery if they are included in and incidental to the construction, and the installation and repair of fixtures of a building, structure or other civil engineering or architectural work, but does not include professional consulting services related to the construction contract unless they are included in the procurement.

**Consultant:** means a person or entity that under an agreement, other than an employment agreement, provides expert or strategic advice and related services for consideration and decision-making.

**Consulting Services:** means the provision of expertise or strategic advice presented for consideration and decision-making. Examples: IT Consulting, such as developing technology strategy; Technical Consulting, such as engineering, health, social sciences, employment, and actuarial; and Management Consulting.

**Delegate Authorized Approver:** Employees who can approve purchase requisitions on behalf of the Authorized Approving Officer.

**Employee:** means any person who directly or indirectly receives wages from the University in return for supply of services. For certainty, this definition includes all unionized and non-unionized academic and support staff as well as those whose salary is paid through sources other than the University's operating funds, such as, but not limited to, grants, research grants and external contracts.

**Invitational Competitive Procurement:** means a form of competitive procurement conducted by inviting three or more qualified suppliers to submit written proposals, to supply goods or services, in response to the defined requirements outlined by the procuring organization.

**Limited Tendering:** means a procurement method whereby the procuring entity contacts a supplier or suppliers of its choice, provided that it does not use this provision for the purpose of avoiding competition among suppliers or in a manner that discriminates against suppliers of any other Party or protects its own suppliers. A procuring entity may use limited tendering under any of the circumstances described in **Appendix B - Procurement Policy Exemptions: Limited Tendering and Non-Application Provisions, Table 5**

**Non-Application Provision under CFTA, CETA, OQTCA:** are provisions that exempt a given procurement from the application of the government procurement chapter obligations of the applicable agreement (CFTA, CETA or OQTCA). These are described in **Appendix B - Procurement Policy Exemptions: Limited Tendering and Non-Application Provisions, Table 6**

**Non-consulting Service Provider:** an individual/company who contracts to provide services, other than consulting services to another individual or business. Examples may include "consultants" such as property brokers, head-hunters or trainers.



**Open Competitive Procurement** - a form of competitive procurement conducted by inviting, through an electronic tendering system, any qualified supplier to submit a written proposal to supply goods or services in response to the defined requirements outlined by the procuring organization.

**Procurement Value:** means the total cost of the contract, from the date of first supply through to the expiry date of the contract, in Canadian dollars, excluding applicable taxes and including all applicable charges such as extension options, warranties, maintenance, training, currency exchange, and freight.

**Purchase Order:** a written offer made by a purchaser to a supplier formally stating the terms and conditions of a proposed transaction.

**Request for Proposal (RFP):** a document used to request suppliers to supply solutions for the delivery of complex products or services or to provide alternative options or solutions. It is a process that uses predefined evaluation criteria in which price is not the only factor.

**Request for Quotation (RFQ):** a document similar to an RFP where an organization describes exactly what needs to be purchased and the evaluation is based solely on price and delivery.

**Quotation:** means a submission from a supplier in response to a Request to Quotation (RFQ).

**Service:** an intangible product that does not have a physical presence. No transfer of possession or ownership takes place when services are sold and they 1) cannot be stored or transported, 2) are instantly perishable, and 3) come into existence at the time they are bought or consumed.

**Single Source:** A non-competitive procurement of goods or services from a particular supplier in situations where there may be more than one supplier capable of delivering these goods or services.

**Sole Source:** means the use of a non-competitive procurement process to acquire goods or services where there is only one available supplier for the source of the goods or services.

**Supply Managed Contract (SMC):** a contract established by the University with pre-negotiated suppliers for the procurement of low value, highly repetitive goods, or services. The benefits of the program include improved pricing, simplified ordering process, monthly invoicing and electronic payment processes.

**Tender:** means a submission from a supplier in a response to a tender notice (open competitive procurement)

**Total Procurement Value:** means calculated based on the net value of the purchase (or a total purchase, within a single contract, over a set time period) before taxes and freight and valued in Canadian dollars.

**Appendix B - Procurement Policy Exemptions: Limited Tendering and Non-Application Provisions**

There may be circumstances where neither invitational nor open competitive procurement can be used as the procurement method. A Procurement Policy Exemption may be permitted provided it meets the criteria in a **Limited Tendering (including Sole or Single Source) Exception or Non-Application Provision** of the CFTA, CETA, OQTCA or other regulations applicable to the University as introduced from time to time. These provisions are defined and listed on the Limited Tendering Exception or Non-Application Provision tables 6 and 7 below and included on the **Procurement Policy Exemptions: Limited Tendering and Non-Application Justification Form (Justification Form)**.

The Justification Form must be completed with the necessary authorizations before an award is made to any Supplier. Once authorized, this Justification Form must be submitted to Procurement Services for compliance vetting, tracking, and reporting purposes where required by applicable trade agreements, before any procurement contracts are finalized.

**Limited Tendering Exception or Non-Application Provision Authority:**

Prior to commencement, any Limited Tendering or Exception procurement must be approved in accordance with the Procurement Approval Authority Schedule for Limited Tendering as outlined in **Table 4** below.

**Table 4: Procurement Approval Authority Schedule for Limited Tendering and Non-Application Provisions: Goods, Non-Consulting Services and Construction**

Procurement Value	Procurement Services Consultation Requirement	Approval Authority
\$0 to \$99,999	Buyer	Authorized Approving Officer for budget in relevant business unit
\$100,000 to \$499,999	Buyer and Procurement Manger	Authorized Approving Officer for budget in relevant business unit; and Vice-President of the respective department
\$500,000 or more	Buyer, Procurement Manger, and Associate Vice-President, Finance	Authorized Approving Officer for budget in relevant business unit; Vice-President of the respective department; and President

**Table 5: Procurement Approval Authority Schedule for Limited Tendering and Non-Application Provisions: Consulting Services**

Procurement Value	Procurement Services Consultation Requirement	Approval Authority
\$0 to \$99,999	Buyer	Authorized Approving Officer for budget in relevant business unit
\$100,000 to \$999,999	Buyer, Procurement Manger, and Associate Vice-President, Finance	Authorized Approving Officer for budget in relevant business unit; Vice-President of the respective department; and President
\$1,000,000 or more	Buyer, Procurement Manger, Associate Vice-President, Finance, and Vice-President, Finance and Operations	Authorized Approving Officer for budget in relevant business unit; Vice-President of the respective department; and President and Board of Governors

**Public Disclosure Requirements:**

Trade Agreements require that when a Limited Tendering exception or Non-Application provision is used, the conditions and circumstances that justified its use be published and reported as follows:

- Contract award and value be published on the Procurement Services web site within 72 days of contract signing; and
- Contract awards and values be reported to the Province of Ontario on an annual basis. This report will be prepared by Procurement Services on behalf of the University.

**Table 6: Limited Tendering Exception (Single Source and Sole Source)**

Exception code	Description
A-i <input type="checkbox"/>	Note that in any of the cases under exemption code A, the exception is only available provided that the requirements of the tender documentation are not substantially modified.  If no tenders or quotations were submitted or no suppliers requested participation;
A-ii <input type="checkbox"/>	If no tenders or quotations that conform to the essential requirements of the tender or quotation documentation were submitted;
A-iii <input type="checkbox"/>	If no suppliers satisfied the conditions for participation (Note: Contact Purchasing Services for guidance); or
A-iv <input type="checkbox"/>	If the submitted tenders were collusive (Note: Contact Purchasing Services for guidance);
B-i <input type="checkbox"/>	If the goods or services can be supplied only by a particular supplier and no reasonable alternative or substitute goods or services exist for any of the following reasons: - the requirement is for a work of art;
B-ii <input type="checkbox"/>	the protection of patents, copyrights, or other exclusive rights;
B-iii <input type="checkbox"/>	due to an absence of competition for technical reasons;
B-iv <input type="checkbox"/>	the supply of goods or services is controlled by a supplier that is a statutory monopoly (Note: This is not available under CETA or the OQTCA. Contact Purchasing Services for guidance);
B-v <input type="checkbox"/>	to ensure compatibility with existing goods or to maintain specialized goods that must be maintained by the manufacturer of those goods or its representative (Note: This is not available under CETA or the OQTCA. Contact Purchasing Services for guidance);
B-vi <input type="checkbox"/>	work is to be performed on property by a contractor according to provisions of a warranty or guarantee held in respect of the property or the original (Note: This is not available under CETA or the OQTCA. Contact Procurement Services for guidance);
B-vii <input type="checkbox"/>	work is to be performed on a leased building or related property, or portions thereof, that may be performed only by the lessor (Note: This is not available under CETA or the OQTCA. Contact Procurement Services for guidance);

Exception code	Description
B-viii <input type="checkbox"/>	the procurement is for subscriptions to newspapers, magazines, or other periodicals (Note: This is not available under CETA or the OQTCA. Contact Purchasing Services for guidance);
C <input type="checkbox"/>	For additional deliveries by the original supplier of goods or services that were not included in the initial procurement, if a change of supplier for such additional goods or services: (i) cannot be made for economic or technical reasons such as requirements of interchangeability or interoperability with existing equipment, software, services, or installations procured under the initial procurement; and (ii) would cause significant inconvenience or substantial duplication of costs for the procuring entity (Note: Both (i) and (ii) must apply);
D <input type="checkbox"/>	If strictly necessary, and for reasons of urgency brought about by events unforeseeable by the procuring entity, the goods or services could not be obtained in time using open tendering (Note: a failure to plan and allow sufficient time for a competitive procurement does not constitute an unforeseeable situation or urgency);
E <input type="checkbox"/>	For goods purchased on a commodity market;
F <input type="checkbox"/>	If a procuring entity procures a prototype or a first good or service that is developed in the course of, and for, a particular contract for research, experiment, study, or original development. Original development of a first good or service may include limited production or supply in order to incorporate the results of field testing and to demonstrate that the good or service is suitable for production or supply in quantity to acceptable quality standards, but does not include quantity production or supply to establish commercial viability or to recover research and development costs;
G <input type="checkbox"/>	For purchases made under exceptionally advantageous conditions that only arise in the very short term in the case of unusual disposals such as those arising from liquidation, receivership, or bankruptcy, but not for routine purchases from regular suppliers;
H <input type="checkbox"/>	If a contract is awarded to a winner of a design contest provided that: (i) the contest has been organized in a manner that is consistent with the principles of this Chapter, in particular relating to the publication of a tender notice; and (ii) the participants are judged by an independent jury with a view to a design contract being awarded to a winner (Note: Contact Purchasing Services for guidance); and
I <input type="checkbox"/>	If goods or consulting services regarding matters of a confidential or privileged nature are to be purchased and the disclosure of those matters through an open tendering process could reasonably be expected to compromise government confidentiality, result in the waiver of privilege, cause economic disruption, or otherwise be contrary to the public interest (Note: This is not available under CETA. It is a non-application provision under OQTCA. Contact Purchasing Services for guidance).

**Table 7: Non-Application Provisions**

Provision code	Description
A <input type="checkbox"/>	Public employment contracts (Note: Contact Human Resources for guidance);
B <input type="checkbox"/>	Non-legally binding agreements (Note: Contact Purchasing Services for guidance);
C <input type="checkbox"/>	Any form of assistance such as grants, loans, equity infusions, guarantees, and fiscal incentives (Note: “grants” refers to the granting of money by University of Windsor. It does not refer to the spending of granting money - i.e. research grants);
D <input type="checkbox"/>	A contract awarded under a cooperation agreement between a Party and an international cooperation organization if the procurement is financed, in whole or in part, by the organization, only to the extent that the agreement includes rules for awarding contracts that differ from the obligations of this Chapter (Note: This is not available under CETA or OQTC. Contact Purchasing Services for guidance);
E <input type="checkbox"/>	Acquisition or rental of land, existing buildings, or other immovable property, or the rights thereon;
F <input type="checkbox"/>	Measures necessary to protect intellectual property, provided that the measures are not applied in a manner that would constitute a means of arbitrary or unjustifiable discrimination between the Parties where the same conditions prevail or are a disguised restriction on trade;
G-i <input type="checkbox"/>	Procurement or acquisition of: Fiscal agency or depository services (Note: Not applicable for University of Windsor);
G-ii <input type="checkbox"/>	Liquidation and management services for regulated financial institutions (Note: Not applicable for University of Windsor);
G-iii <input type="checkbox"/>	Services related to the sale, redemption, and distribution of public debt, including loans and government bonds, notes and other securities (Note: Not applicable for University of Windsor);
H-i <input type="checkbox"/>	Procurement of: financial services respecting the management of government financial assets and liabilities (i.e., treasury operations), including ancillary advisory and information services, whether or not delivered by a financial institution (Note: “financial service” means any service or product of a financial nature and a service incidental or auxiliary to a service of financial nature, and includes: deposit taking; loan and investment services; insurance; estate, trust and agency services; securities; and all forms of financial or market intermediation including the distribution of financial products);
H-ii <input type="checkbox"/>	health services (Note: Contact Purchasing Services for guidance) or social services (Note: “social services” generally includes the following services to the extent that they are established or maintained for a public purpose: income security or insurance; social security or insurance; social welfare; public education; public training, health, and childcare);

Provision code	Description
H-iii <input type="checkbox"/>	services that may, under applicable law, only be provided by licensed lawyers or notaries; or
H-iv <input type="checkbox"/>	services of expert witnesses or factual witnesses used in court or legal proceedings (Note: this is not available under OQTCA. Contact Purchasing Services for guidance);
I-i <input type="checkbox"/>	Procurement of goods or services: Financed primarily from donations that require the procurement to be conducted in a manner inconsistent with Chapter 5 of CFTA (Note: This is not available under CETA. Contact Purchasing Services for guidance);
I-ii <input type="checkbox"/>	by a procuring entity on behalf of an entity not covered by Chapter 5 of CFTA/Chapter 19 of CETA/Chapter 9 of OQTCA (Note: Contact Purchasing Services for guidance);
I-iii <input type="checkbox"/>	between enterprises that are controlled by or affiliated with the same enterprise, or between one government body or enterprise and another government body or enterprise;
I-iv <input type="checkbox"/>	by non-governmental bodies that exercise governmental authority delegated to them;
I-v <input type="checkbox"/>	from philanthropic institutions, non-profit organizations, prison labour, or natural persons with disabilities (Note: This is not available under CETA. Contact Purchasing Services for guidance);
I-vi <input type="checkbox"/>	under a commercial agreement between a procuring entity which operates sporting or convention facilities and an entity not covered by Chapter 5 of CFTA that contains provisions inconsistent with Chapter 5 of CFTA (Note: this is not available under CETA or OQTCA. Contact Purchasing Services for guidance);
I-vii <input type="checkbox"/>	conducted for the specific purpose of providing international assistance, including development aid, provided that the procuring entity does not discriminate on the basis of origin or location within Canada of goods, services, or suppliers; or
I-viii <input type="checkbox"/>	Conducted under the particular procedure or condition of an international agreement relating to the stationing of troops or relating to the joint implementation by the signatory countries of a project;
I-ix <input type="checkbox"/>	Conducted under the particular procedure or condition of an international organization, or funded by international grants, loans, or other assistance, if the procedure or condition would be inconsistent with Chapter 5 of CFTA;
J <input type="checkbox"/>	Procurement with respect to Aboriginal peoples.

## **Appendix C – Ontario Broader Public Sector (BPS) Supply Chain Code of Ethics**

In accordance with the Broader Public Sector (BPS) Procurement Directive, effective April 1, 2011, and as amended from time to time, the University of Windsor formally adopts the Ontario BPS Supply Code of Ethics, as follows:

**Goal:** To ensure an ethical, professional, and accountable procurement program at the University of Windsor

### **Personal Integrity and Professionalism**

All individuals involved in purchasing or other supply chain-related activities must act, and be seen to act, with integrity and professionalism. Honesty, care, and due diligence must be integral to all supply chain activities within and between BPS organizations, suppliers and other stakeholders. Respect must be demonstrated for each other and for the environment. Confidential and personal information must be safeguarded. Participants must not engage in any activity that may create, or appear to create a conflict of interest, such as accepting gifts or favours, providing preferential treatment, or publicly endorsing suppliers or products.

### **Accountability & Transparency**

Supply chain activities must be open and accountable. In particular, tendering, contracting and purchasing activities must be fair, transparent and conducted with a view to obtaining the best value for public money. All participants must ensure that public sector resources are used in a responsible, efficient, and effective manner.

### **Compliance & Continuous Improvement**

All BPS supply chain participants must comply with this Code of Ethics and the laws of Canada and Ontario. Participants should continuously work to improve supply chain policies and procedures, to improve supply chain knowledge and skill levels, and to share leading practices.