



THE REGIONAL MUNICIPALITY OF NIAGARA  
CORPORATE SERVICES COMMITTEE  
AGENDA

CSC 6-2025

Wednesday, August 13, 2025

9:30 a.m.

Council Chamber - In Person and Electronic Meeting

Niagara Region Headquarters, Campbell West

1815 Sir Isaac Brock Way, Thorold, ON

To view live stream meeting proceedings visit: [niagararegion.ca/government/council](http://niagararegion.ca/government/council)

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	Pages
1. <u>CALL TO ORDER</u>	
2. <u>LAND ACKNOWLEDGEMENT STATEMENT</u>	
3. <u>DISCLOSURES OF PECUNIARY INTEREST</u>	
4. <u>ITEMS FOR CONSIDERATION</u>	
4.1 <u>CSC-C 14-2025</u> Referred Motion - Procurement By-law: Repeal and Replace	3
4.2 <u>CSD 13-2025</u> Procurement By-law: Repeal and Replace  A presentation (to be distributed) will precede the consideration of this item.	4 - 46
4.3 <u>CSD 34-2025</u> Niagara Peninsula Conservation Authority Request for Balls Falls and St. Johns Conservation Area Capital Funding	47 - 57
4.4 <u>CSD 39-2025</u> Microsoft Enterprise Agreement Contract Renewal - 2025	58 - 63
5. <u>CONSENT ITEMS FOR INFORMATION</u> None	

6. **OTHER BUSINESS**

7. **NEXT MEETING**

The next meeting will be held on Wednesday, September 10, 2025 at 9:30 a.m. in the Council Chamber, Regional Headquarters.

8. **ADJOURNMENT**

If you require any accommodations for a disability in order to attend or participate in meetings or events, please contact the Accessibility Advisor at 905-980-6000 ext. 3252 (office), 289-929-8376 (cellphone) or [accessibility@niagararegion.ca](mailto:accessibility@niagararegion.ca) (email).

## Memorandum

**CSC-C 14-2025**

**Subject:** Referred Motion - Procurement By-law: Repeal and Replace

**Date:** August 13, 2025

**To:** Corporate Services Committee

**From:** Ann-Marie Norio, Regional Clerk

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At its meeting held on June 26, 2025, Regional Council considered the recommendation of its Corporate Services Committee respecting Report CSD 13-2025 - Procurement By-law: Repeal and Replace.

During consideration of this item, the following amendment was moved by Councillor Gale and seconded by Councillor Insinna:

That Regional Council **DOES NOT** support revisions to the procurement bylaw that permit staff to amend contracts exceeding \$1 million dollars; and

That Regional Council **DOES NOT** support revisions to the procurement bylaw that permit staff to award competitive contract awards exceeding \$5 million to be approved by the Chief Administrative Officer and the Treasurer.

Council subsequently referred Report CSD 13-2025 and the proposed amendment to the Corporate Services Committee meeting being held on August 13, 2025.

As this was referred to the Corporate Services Committee, the motion is before Committee for consideration.

Respectfully submitted and signed by

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Ann-Marie Norio  
Regional Clerk

**Subject:** Procurement By-law: Repeal and Replace

**Report to:** Corporate Services Committee

**Report date:** Wednesday, June 11, 2025

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## Recommendations

1. That Procurement By-law No. 02-2016 as amended be **REPEALED AND REPLACED** effective October 1, 2025, with the attached Procurement By-law (Appendix 1).
2. That Council **APPROVE** an amendment to the Purchasing Card Policy (C-F-023) to replace the current reference to “Low Value Purchases, as defined in the Procurement By-law” with “Low Value Purchases, up to \$10,000”, effective October 1, 2025.
3. That Council **DELEGATE** authority to the Director, Procurement Services to develop, and maintain procedures and forms, as required, to implement and administer the new Procurement By-law, with all such procedures and forms being subject to the approval of the CAO, as provided for in Sections 8(c)(vi) and 8(c)(i) of the new By-law.
4. That the necessary by-law be **PREPARED** and **PRESENTED** to Council for consideration; and
5. That Report CSD 13-2025 be **CIRCULATED** to area municipalities for information.

## Key Facts

- The purpose of this report is to seek Council’s approval to repeal and replace Niagara Region Procurement By-law No. 02-2016 (the “By-law”) as amended by By-law Nos 2019-06 and 2019-30 with the attached Procurement By-law (Appendix 1)
- The [Municipal Act, 2001, S.O. 2001, c. 25](https://www.ontario.ca/laws/statute/01m25) (<https://www.ontario.ca/laws/statute/01m25>), specifically Part VI, Section 270 (1), stipulates that a municipality shall adopt and maintain policies with respect to its procurement of goods and services.
- The benefit of repealing and replacing a By-law lies in the opportunity to modernize, clarify, and improve upon the process which governs Niagara Region’s procurement practices by streamlining processes while aligning content, processes, thresholds, and authorities with best practices, trade agreements, and legislative requirements.
- This report consolidates information conveyed and feedback received at the February 6, 2025, Committee of the Whole meeting, and the April 9, 2025, Corporate Services Committee and aligns these with the applicable sections of the By-law.

## Financial Considerations

While the recommendations outlined in this report have no immediate direct fiscal impact; the Procurement By-law is engaged in every procurement decision and works to ensure fiscal responsibility and prudence by defining the required methods, thresholds, and approvals for the acquisitions of all deliverables.

The Purchasing Card (Pcard) Policy aims to have benefits accrue: at the corporate finance level by reducing the number of invoices and cheques processed; at the purchasing level by reducing the number of requisitions submitted thereby reducing the number of purchase orders required; at the department level by providing a simplified purchasing method for low value goods and/or services; and at the supplier level by reducing their invoicing to Region and the turn-around time for payment.

Staff are not recommending a change to the current upper limit of \$10,000 for Pcard use and as a result an amendment to the Policy is necessary given that the current Pcard Policy currently ties the definition of “low value purchase” to the low value limit set out in the Procurement By-law.

## Analysis

The comprehensive review of the Region’s Procurement By-law has resulted in enhanced controls for improved oversight, efficiency, and compliance while supporting the development and use of efficient procurement processes and continued adherence to the principles of openness, fairness, and transparency to deliver maximum value to the taxpayers of Niagara, through the optimized use of public funds.

This report consolidates information conveyed and feedback received at the February 6, 2025, Committee of the Whole meeting, and the April 9, 2025, Corporate Services Committee, with the concepts expressed in the following two reports:

- **Procurement to Pay Process Overview** (CSC-C 7-2025) outlined the Region’s current financial enterprise resource planning system (the “ERP”), whose approvals are aligned with the Procurement By-law to ensure that electronic transactions are appropriately and automatically routed for proper approval. All currently proposed updates have duly considered the ERP system to ensure the ongoing integrity and rigour of all approvals. The system will be updated accordingly to reflect all Council-approved changes when the new by-law comes into effect; and
- **Internal Controls in Procurement** (CSC-C 8-2025) provided information respecting internal audit controls and the use of independent auditors that report to Council considering the proposed changes to the Procurement By-law, specifically how the existing control framework, through checks and balances embedded in systems,

policies, and oversight processes, will continue to ensure transparency, accountability, and integrity in procurement operations.

#### **A. By-law Structure (Governance)**

While the current By-law complies with Section 270(1) of the Municipal Act which mandates that all municipalities maintain a policy governing procurement, it did include overly detailed and prescriptive instructional content.

Moving much of this content to a suite of procedural documents will provide staff with proper guidance, direction and best practices while continuing to complement and support the overarching principles, concepts, and objectives of the By-law.

Additionally, housing these procedures outside of the By-law with direct oversight from the Director, Procurement Services, and subject to CAO approval, will provide an opportunity to develop, create and refine separate procedures that can respond to operational needs in an efficient, effective, and timely manner.

#### **B. Social/Sustainable Procurement (Section 9)**

The Procurement By-law introduces the concept of Social Procurement and desire to consider a commitment to sustainable products and services, with consideration for their impact on social, environmental, and economic factors in a policy which will be separately considered from the Procurement by-law.

#### **C. Thresholds: Informal Quotation (Section 13(A)(a)) & Low Value (Section 14a)**

The By-law amendments which increased low value and informal thresholds, create efficiencies for Staff to utilize their market knowledge to acquire needed goods and services in a nimble, agile, and effective manner. This decentralization also increases the capacity of Procurement Services to focus on larger and more complex, higher value projects.

Based on 2024 PO data:

- The increase of the low value threshold to \$25,000 (from \$10,000) will result in a reduction to nearly half of the number of informal procurements, enabling staff to acquire deliverables more expeditiously.
- The increase of the informal quotation threshold to \$100,000 (from \$25,000) will result in an approximate 30% reduction in the number of formal quotations facilitated by Procurement Services with only an anticipated 3% reduction in the total value of formal procurements.

#### **D. Reporting (Section 19) and Council Approval (Section 20 and Schedule B)**

In accordance with best practices in municipal procurement the By-law has been updated to separate the political and administrative functions related to procurement. All Contracts will continue to be awarded in accordance with the authorities prescribed in schedule B of the By-law which has been simplified and updated to better reflect current corporate structure and operational efficiency. Several new reporting obligations to Council have also been introduced in Section 19 to accompany the changes in Schedule “B”. These changes include:

- Competitive contract awards exceeding \$5 million will be approved by the CAO and Commissioner, Corporate Services/Treasurer and reported to Council via the Council Weekly Correspondence.
- A clear approval mechanism (absent from the current By-law) for contract amendments has been introduced. Any Contract amendment(s) having a total cumulative value exceeding \$1 million will be reported to Council as a consent item on a quarterly basis via the applicable standing committee.
- All direct award (single source) requests for award approval which exceed \$1 million will continue to require Council approval and notwithstanding any other provision of this By-law, Council approval is also required where the recommended value of Award Approval exceeds the Council approved Budget.

#### **E. Contract Amendments, Scope Changes & Extensions (Section 23 & Schedule B)**

Contract amendments are often a natural and expected part of tendered work, especially in projects that involve complex scopes or unforeseen circumstances as they provide a formal mechanism to modify the terms of the original agreement and allow for adjustments to scope, timeliness and costs, while still adhering to the legal framework of the original agreement. When changes arise, they can be documented, approved, and communicated so that the project can be completed effectively.

This new section in the Procurement By-law prescribes this process and provides for a clear approval path for any proposed contract amendment, including in cases where (i) a contract amendment is essential for the completion of a contract; and (ii) the terms of an existing contract expressly provide for a renewal/extension of the Contract term or the purchase of additional Deliverables. Importantly, though, contract amendments and extensions must not be used to circumvent the need to procure additional Deliverables through a competitive process in accordance with this By-law.

#### **F. Purchasing and Document Execution Approval Authorities (Schedule B)**

The expansion (decentralization) of the informal thresholds coupled with an erosion of approval authority effectiveness flowing from the increasing costs for goods and services

have necessitated a shift in approval authorities down one level that will improve efficiencies by allowing for more timely and effective approvals and decision-making closer to operational activities based on value. (e.g., Director to Associate, Director to Manager) Appropriate safeguards will still be maintained – i.e., oversight and governance control for those larger dollar value purchases.

The introduction of Associate Director and Deputy CAO roles as purchasing, and document execution authorities further streamlines approval responsibilities while maintaining appropriate safeguards for high-value acquisitions.

### **G. Automation And Fairness of Informal Procurement Process**

The By-law requires that all procurement processes be open, fair, and transparent, and for some methods, like open competitive tenders or proposals this is achieved quite easily because these bids are for the most part, open and publicly posted.

Less formal methods of procurement like email can be utilized for invitational procurements to secure needed goods and services in a more effective and efficient process, simply by soliciting bids from bidders based on familiarity with what is required and who can supply it.

Survey responses, specific to informal procurement processes received in February 2025, affirm that many upper and lower tier municipalities, share very similar informal quotation thresholds. While most just track which vendor is awarded, some employ a similar process as Niagara Region whereby Staff are required to append bid process information into the requisition. Generally, the responses also confirmed that the decentralization of informal procurements shifted the responsibility to staff to allocate the work and ensure fairness up to the threshold limit. Procurement was responsible for developing the tools, training and procedural documents which guide and support all staff (including managers who approve requisitions) to drive compliance; this ensures the optimum balance of efficiency, oversight, and accountability.

The advantage of this is that invitational processes (as opposed to open) enable staff to achieve best value outcomes, by considering past performances, responsiveness, and competitiveness in previously issued bids. Their knowledge of the market and potential bidders drives the competitiveness of these procurements.

On the vendor side, it would be beneficial for vendors wishing to do business with Niagara Region to contact Staff or Procurement, so that these new vendor introductions can occur which maximize the competitiveness of these procurements and the best value outcomes. In this regard, it is worth noting that in the past, Niagara Region along other municipalities have participated in a reverse trade show whereby vendors interested in doing business with public sector municipalities come to meet public procurement professionals to make those critical connections.

## **H. Training**

Procurement acknowledges that the changes being introduced necessitate the need for training and embraces its role and responsibility in delivering consistency and success through training and tools which ensure that all processes including informal processes conducted by non-procurement staff still achieve best value for money.

Procurement with support from ERP Education and Communications Advisor, remain committed to providing the needed support via, training and access to the necessary tools to deliver a successful implementation. This will include a comprehensive review of related content in all training materials for all staff. Once completed, these updates to mandatory training programs will be rolled out to all applicable staff for completion.

The proposed changes also require significant updates to the electronic workflow and approval set-up in the Region's financial enterprise resource planning (ERP) software. As such, the ERP Support team needs sufficient lead time for the related development, testing, and implementation to ensure a successful roll out.

A by-law effective date of October 1, 2025, will ensure adequate time to implement the system changes. The delayed effective date will also allow for proper communication to staff and fulsome education on the changes so that the integrity of corporate adherence to the by-law is maintained.

## **Alternatives Reviewed**

1. Council could not approve the recommendations proposed herein and continue with the current By-law. While the current By-law is effective, this alternative is not recommended, as proposed amendments will improve its effectiveness through increased oversight by staff and increase the efficiency of corporate procurement processes and amendments of contracts, post-award.
2. Council could alter proposed recommendations by changing some aspects and/or content of the By-Law. This alternative is not recommended as the By-Law as written, meets with the requirements of the Municipal Act and applicable Trade Agreements, and provides key best practices for a municipality as it relates to a best-in- class procurement framework. The By-law is carefully integrated, and amendments will require thoughtful consideration.

## **Relationship to Council Strategic Priorities**

This report reflects the importance of Procurement and how its related activities are critical in maintaining taxpayer affordability. Effective Region, Objective 1.1 Implement continuous improvement and modernized processes to ensure value-for-money in Regional services and programs.

## Other Pertinent Reports

[CSC-C 5-2025](#) Update Regarding Procurement By-law Review and Proposed Amendments

(<https://pub-niagararegion.escribemeetings.com/Meeting.aspx?Id=dfdd8bd8-68a5-40f7-9be7-fb683cab0c79&Agenda=Agenda&lang=English&Item=14&Tab=attachments>)

[CSC-C 7-2025](#) Procure to Pay Process Overview

(<https://pub-niagararegion.escribemeetings.com/Meeting.aspx?Id=dfdd8bd8-68a5-40f7-9be7-fb683cab0c79&Agenda=Agenda&lang=English&Item=14&Tab=attachments>)

[CSC-C 8-2025](#) Internal Controls in Procurement

(<https://pub-niagararegion.escribemeetings.com/Meeting.aspx?Id=dfdd8bd8-68a5-40f7-9be7-fb683cab0c79&Agenda=Agenda&lang=English&Item=14&Tab=attachments>)

[CSD 5-2025](#) Procurement By-law Review and Proposed Amendments.

(<https://pub-niagararegion.escribemeetings.com/Meeting.aspx?Id=dfdd8bd8-68a5-40f7-9be7-fb683cab0c79&Agenda=Agenda&lang=English&Item=14&Tab=attachments>)

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### Prepared by:

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Corporate Services Department

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### Recommended by:

Dan Carnegie  
Acting Commissioner/Treasurer  
Corporate Services Department

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### Submitted by:

Ron Tripp, P.Eng.  
Chief Administrative Officer

This report was prepared in consultation with Melissa Raquion, Director, Financial Management and Planning/Deputy Treasurer, Brian Wilson, Senior Legal Counsel, Legal and Court Services, and reviewed by Donna Gibbs, Director, Legal and Court Services.

## Appendices

Appendix 1 BY-LAW NO. XX-2025 (Procurement By-Law)



THE REGIONAL MUNICIPALITY OF NIAGARA

BY-LAW NO. XX-2025

A BY-LAW TO PROVIDE FOR THE PROCUREMENT OF GOODS AND SERVICES AND THE DISPOSAL OF SURPLUS GOODS BY THE REGIONAL MUNICIPALITY OF NIAGARA AND TO REPEAL BY-LAW 02-2016, AS AMENDED

**WHEREAS** the [Municipal Act, 2001, S.O. 2001, c. 25](#), specifically Part VI, Section 270 (1), stipulates that, a municipality shall adopt and maintain policies with respect to its procurement of goods and services.

**AND WHEREAS** the Council of The Regional Municipality of Niagara has set out its policies with respect to the purchase or disposal of goods and/or services in By-law 02-2016;

**AND WHEREAS** on May 26, 2022, the Council of the Regional Municipality of Niagara passed By-law 2022-38 being a By-law to Establish the Niagara Transit Commission (“**NTC**”) as a Municipal Service Board, which provides, among other things, a requirement that NTC comply with Region’s Procurement By-law as may updated, amended and replaced from time to time;

**AND WHEREAS** the Council of The Regional Municipality of Niagara deems it desirable to repeal, in its entirety, By-law 02-2016, as amended, and pass a new By-law with respect to the procurement of Goods and Services by The Regional Municipality of Niagara and NTC.

**NOW THEREFORE** The Council of The Regional Municipality of Niagara **ENACTS** as follows:

**INDEX**

<b>1. PURPOSES, GOALS AND OBJECTIVES.....</b>	<b>4</b>
<b>2. MONETARY REFERENCES.....</b>	<b>4</b>
<b>3. APPLICATION AND COMPLIANCE.....</b>	<b>4</b>
<b>4. NIAGARA TRANSIT COMMISSION .....</b>	<b>5</b>
<b>5. CONFLICT OF INTEREST .....</b>	<b>6</b>
<b>6. SUPPLIER CODE OF CONDUCT .....</b>	<b>7</b>
<b>7. ROLES AND RESPONSIBILITIES OF COUNCIL .....</b>	<b>7</b>
<b>8. RESPONSIBILITIES AND AUTHORITIES OF OFFICERS AND EMPLOYEES.....</b>	<b>8</b>
<b>9. SOCIAL/SUSTAINABLE PROCUREMENT .....</b>	<b>11</b>
<b>10. PROCUREMENT DOCUMENTATION .....</b>	<b>11</b>
<b>11. REQUIREMENT FOR APPROVED FUNDS .....</b>	<b>11</b>
<b>12. PROCUREMENT METHODS .....</b>	<b>12</b>
<b>13. COMPETITIVE PROCUREMENT .....</b>	<b>12</b>
<b>A. INVITATIONAL COMPETITION.....</b>	<b>13</b>
(a) INFORMAL QUOTATION .....	13
(b) REQUEST FOR QUOTATION.....	13
<b>B. OPEN COMPETITION.....</b>	<b>13</b>
(a) REQUEST FOR SUPPLIER QUALIFICATIONS .....	13
(b) REQUEST FOR INFORMATION OR EXPRESSION OF INTEREST.....	14
(c) ESTABLISHING AND ORDERING UNDER A STANDING OFFER .....	14
(d) REQUEST FOR TENDER .....	14
(e) REQUEST FOR PROPOSAL .....	15
<b>14. NON-COMPETITIVE PROCUREMENT .....</b>	<b>15</b>
(a) LOW VALUE PROCUREMENT .....	16
(b) EMERGENCY.....	16
(c) DIRECT AWARD .....	17
<b>15. PROCUREMENT PROTEST.....</b>	<b>18</b>
<b>16. CO-OPERATIVE PROCUREMENT.....</b>	<b>18</b>
<b>17. IN-HOUSE BIDS.....</b>	<b>19</b>
<b>18. UNSOLICITED PROPOSALS.....</b>	<b>19</b>
<b>19. REPORTING .....</b>	<b>19</b>
<b>20. COUNCIL APPROVAL.....</b>	<b>20</b>

<b>21. DOCUMENT EXECUTION AND PAYMENT RELEASE AUTHORITY .....</b>	<b>21</b>
<b>22. FORM OF CONTRACT .....</b>	<b>21</b>
<b>23. CONTRACT AMENDMENTS, SCOPE CHANGES &amp; EXTENSIONS .....</b>	<b>21</b>
<b>24. CONTRACT MANAGEMENT AND SUPPLIER PERFORMANCE .....</b>	<b>22</b>
<b>25. LOBBYING RESTRICTIONS .....</b>	<b>23</b>
<b>26. RECORDS RETENTION AND ACCESS TO INFORMATION .....</b>	<b>23</b>
<b>27. SURPLUS ASSETS .....</b>	<b>24</b>
<b>28. SEVERABILITY.....</b>	<b>25</b>
<b>29. BY-LAW REVIEW .....</b>	<b>25</b>
<b>30. REPEAL .....</b>	<b>25</b>
<b>31. EFFECTIVE BY-LAW DATE .....</b>	<b>25</b>
<b>SCHEDULE “A” – EXEMPTIONS .....</b>	<b>26</b>
<b>SCHEDULE “B” – NIAGARA REGION DELEGATED AUTHORITY.....</b>	<b>29</b>
<b>SCHEDULE “C” – DEFINITIONS .....</b>	<b>31</b>

## **1. PURPOSES, GOALS AND OBJECTIVES**

The purposes, goals and objectives of this By-law are:

- (a) to encourage competition among Bidders.
- (b) to obtain best value in the procurement of Deliverables.
- (c) to ensure fairness, objectivity, accountability, and transparency in the Procurement Process.
- (d) to encourage environmentally responsible and sustainable Procurement while maintaining fiscal prudence; and
- (e) to have regard for the accessibility of persons with disabilities in consideration of Deliverables purchased by Niagara Region in accordance with Niagara Region's policies in respect of accessibility.

## **2. MONETARY REFERENCES**

- (a) All references to monetary amounts in this By-law are to be Canadian dollars excluding Value Added Tax (VAT)
- (b) For the purposes of evaluation, Bids submitted in differing currencies, shall be notionally converted to Canadian dollars based on the rate of exchange or average of rates of exchange posted by the Bank of Canada on the day of Bid closing.
- (c) For authority to Award, a Contract paid in differing currencies shall be notionally converted to Canadian dollars based on the rate of exchange or average of rates of exchange posted by the Bank of Canada at the time of Award.

## **3. APPLICATION AND COMPLIANCE**

- (a) This By-law and all of the policies and procedures outlined in, or established pursuant to, this By-law shall be followed for the Procurement of all Deliverables and disposal of Surplus Assets by Niagara Region and, subject to Section 4, the Niagara Transit Commission, except where otherwise expressly excluded by this By-law or by any other By-law of Niagara Region.
- (b) No acquisition of Deliverables or disposal of Surplus Assets shall be arranged or made to avoid the application of this By-law or an applicable trade agreement.

Without limiting the generality of the foregoing, no procurement of Deliverables shall be divided into two or more parts for the purpose or intent of, or with the effect of, avoiding or frustrating the application of this By-law or an applicable trade agreement.

- (c) Any Employee who knowingly contravenes this By-law is committing a serious act of misconduct and may be subject to disciplinary action up to and including termination.
- (d) Schedules “A”, “B”, and “C” attached hereto form part of this By-law.
- (e) Notwithstanding anything contained herein to the contrary, those Deliverables set out in Schedule “A” may be purchased or disposed of under the authority of this By-law without adhering to the procurement methods or reporting requirements set out herein; however, any resulting Contracts deemed necessary to complete the acquisition or disposition, as the case may be, shall be signed by the appropriate document execution authority for “Direct Award” as set out in Schedule “B”, up to the prescribed limit provided that:
  - (i) the Contract has been prepared in a form satisfactory to the Director of Legal and Court Services.
  - (ii) any financial securities and insurance required under the Contract are satisfactory to the Director of Legal and Court Services; and
  - (iii) Funding is available in the Budget.

#### **4. NIAGARA TRANSIT COMMISSION**

For the purposes of this By-law’s application to Niagara Transit Commission, the following rules of interpretation shall apply:

- (a) All references to ‘Niagara Region’ shall, where the context requires, be read to mean the Niagara Transit Commission.
- (b) All references to ‘Council’, including with respect to approval or reporting requirements, shall be read to mean the Board of Directors of the Niagara Transit Commission, save and except in the case of the preamble and Section 29.
- (c) In accordance with the delegation of authority to the Board of Directors of the Niagara Transit Commission to enter into Contracts in connection with the provision of transit services by Council pursuant to By-law 2022-38, Awards shall

be made by the Board of Directors of the Niagara Transit Commission consistent with the provisions and intent of this By-law. In order to give effect to the foregoing, and as permitted by Section 6.1(n) of By-law 2022-38, the Board of Directors of the Niagara Transit Commission shall approve delegated authority for its Employees to support compliance with this By-law for purchasing approval, document execution approval and payment release approval as the Board determines appropriate, provided that such delegation of authority reasonably approximates the levels of authority set out in Schedule "B" having regard to the organizational structure of the Niagara Transit Commission. For greater certainty, all purchasing approval, document execution and/or payment release authorities delegated to Niagara Region Employees hereunder do not apply to the Niagara Transit Commission.

- (d) The Board of Directors of the Niagara Transit Commission shall appoint a Niagara Transit Commission Employee for the purposes of carrying out the functions set out in Sections 8(c)(i)(A) and (B).
- (e) Notwithstanding Section 8(c)(i)(D), where any matter involving the Niagara Transit Commission is submitted to the Procurement Review Committee for a determination in accordance with Section 8(c)(v), the Niagara Transit Commission shall be entitled to participate in the Procurement Review Committee.
- (f) Except as expressly provided for in this Section 4, all other provisions of this By-law and any accompanying procedures shall apply to the Niagara Transit Commission and its Employees *mutatis mutandis*, and shall be interpreted so as to give effect to the intent of this By-law to the fullest extent possible.

## 5. CONFLICT OF INTEREST

- (a) All Procurement activities must be conducted with integrity, and all persons involved in a Procurement must act in a manner that is consistent with the goals and objectives of this By-law and in accordance with Niagara Region's policies on conflicts of interest. Without limiting the generality of the foregoing, no person involved in any activities related to a Procurement shall knowingly cause or permit anything to be done or communicated to anyone which will jeopardize the integrity or fairness of any Procurement, or which is likely to cause any potential Bidder to have an unfair advantage or disadvantage in any Procurement Process.

- (b) All Employees shall declare any perceived, possible, or actual Conflict of Interest to the Director, Procurement Services, or delegate and not be involved in a Procurement Process.
- (c) No preference will be given to Suppliers who provide unsolicited Deliverables or samples to Niagara Region or who demonstrate the operation of such Deliverables and samples.

## **6. SUPPLIER CODE OF CONDUCT**

- (a) Niagara Region requires its Suppliers to act with integrity and conduct business in an ethical manner.
- (b) Suppliers participating in a Procurement Process or providing Deliverables are required to comply with Supplier Code of Conduct Procedure. Suppliers are also responsible for ensuring that any employees, representatives, agents, or subcontractors acting on their behalf conduct themselves in accordance with the Supplier Code of Conduct Procedure. Niagara Region may require the immediate removal and replacement of any individual or entity acting on behalf of a Supplier that conducts themselves in a manner inconsistent with this procedure.
- (c) Niagara Region may refuse to do business with any Supplier that is unwilling or unable to comply with, or has failed to comply with, the Supplier Code of Conduct Procedure.

## **7. ROLES AND RESPONSIBILITIES OF COUNCIL**

- (a) In accordance with best practices in municipal procurement, Council recognizes the need for a clear separation of political and administrative functions in relation to Niagara Region's procurement operations.
- (b) It is the role of Council to establish policy and approve expenditures through Niagara Region's Budget approval process. Council delegates to Niagara Region's officers and employees the authority to incur expenditures in accordance with approved Budgets through the procurement of Deliverables in accordance with the rules and processes set out in this By-law and applicable procedures.
- (c) To facilitate Council's oversight role in respect of significant projects, Council may provide strategic direction and guidance on major projects prior to the commencement of any Procurement Process; however, Council will not be

involved in the day-to-day Procurement operations or individual Bid Solicitations, except to the extent that the approval of Council is required under this By-law or in the event that an exception to this By-law is required.

## 8. RESPONSIBILITIES AND AUTHORITIES OF OFFICERS AND EMPLOYEES

- (a) Those positions identified in the Procurement Authority column of Schedule “B”, are permitted to authorize the acquisition of Deliverables up to the value of their delegated authority set out therein.
- (b) Where any authority has been granted to any Employee under this By-law, such authority may be exercised by that person’s authorized Designate or by an employee or officer who holds a position above that Employee in the organizational chart.
- (c) Specific responsibilities pertaining to all stages of a Procurement Process, from the initial identification of requirements through to the management of Contracts with Suppliers, are detailed in this By-law and applicable procedures. In addition to those specific responsibilities, the general roles and responsibilities delegated to the officers and Employees are set out below:
  - (i) **Niagara Region Chief Administrative Officer (CAO):**
    - A. Shall oversee the conduct and activities of all Employees in carrying out procurement roles;
    - B. report serious incidents of non-compliance to Council;
    - C. approve procedures developed by the Director, Procurement Services and recommended by the Commissioner, Corporate Services/Treasurer (CCS/T);
    - D. establish a Procurement Review Committee (the “PRC”) which shall be comprised of a minimum of three (3) senior-level Employees one of whom shall be the Director, Procurement Services; and
    - E. approve Contracts normally subject to Council approval, during any periods of time that Council’s actions are restricted under section 275 of the Municipal Act, 2001, as amended, where the CAO deems the making of the Award reasonably necessary to carry on the business of Niagara Region and provided that a report is submitted to Council

which sets out the details of any Contract approved pursuant to this authority, as soon as reasonably possible.

- (ii) **The Commissioner, Corporate Services/Treasurer (CCS/T)** shall oversee Procurement Services including endorsing procedures and, providing support and guidance as required.
- (iii) **Employees** are responsible for complying with this By-law, including but not limited to:
  - A. exercising their authority for all Procurement activity within the prescribed limits of this By-law;
  - B. monitoring all Contract expenditures to ensure compliance with financial limits; and
  - C. Seeking advice from Procurement Services and Legal and Court, as applicable, on procurement related matters including with respect to the appropriate procurement methodology for use in connection with a Procurement and the application or interpretation of this By-law and accompanying procedures more generally.
- (iv) **Legal and Court Services** shall provide legal advice and assistance in respect to all Procurement activities as well as contracting matters with Suppliers and be responsible for:
  - A. advising Procurement Services and Departments, as required, in legal matters arising from procurement activities;
  - B. reviewing and approving specific Bid Solicitation documents and related documentation referred to Legal and Court Services for review by Procurement Services;
  - C. providing advice on the finalization of Contracts and reviewing and advising on proposed changes to any of Niagara Region's standard terms and conditions, legal agreements, and Bid Solicitation templates; and
  - D. providing legal advice and counsel in the event of a contract dispute or legal challenge flowing from a Procurement Process.

- (v) **Procurement Review Committee (the “PRC”)** with guidance and advice from Legal and Court Services, as required, shall be responsible for making determinations under:
- A. the Procurement Protest Procedure;
  - B. the Supplier Suspension Procedure; and
  - C. any other procurement matters which may be referred to it by the Director, Procurement Services.
- (vi) **Procurement Services (PS)** is responsible for leading Niagara Region’s Procurement operations. The Director, Procurement Services, is authorized to develop procedures to support the administration and implementation of this By-law and compliance with Niagara Region’s trade agreement obligations and the laws of public procurement. Procurement Services shall also be responsible for:
- A. Acting on behalf of Niagara Region, the Niagara Transit Commission, and, from time to time, such other agencies, boards, and commissions, as required, for the purposes of acquiring Deliverables and/or disposing of Surplus Assets.
  - B. Establishing, through consultation with the Director of Legal and Court Services, Bid Solicitation templates, agreements, Purchase Order Terms and Conditions, and other similar standard form documents.
  - C. Making determinations with respect to bid irregularities, in consultation with the Director of Legal and Court Services.
  - D. Researching, developing, maintaining, updating, and communicating procurement procedures.
  - E. Communicating/disseminating any changes to the Open Competition Threshold as set out in Article 504.4 of the Canadian Free Trade Agreement and as adjusted from time to time (every two years) in accordance with Annex 504.4 thereof.
  - F. Providing procurement direction, guidance, and educational tools on matters related to the By-law, procedures and the structure, format, and general content of procurement documents.

- G. Establishing and maintaining, in consultation with the Director of Financial Management and Planning/Deputy Treasurer, Niagara Region's Purchasing Card Policy and procedures.
- H. Assisting in the resolution of concerns arising from a Procurement Process or application and interpretation of this By- law, and procedures.
- I. The coordination of reports to Council when required under this By-law.

## **9. SOCIAL/SUSTAINABLE PROCUREMENT**

- (a) Niagara Region is committed to responsible and sustainable Procurement. Encouragement is given to the adoption of sustainable products and services, with consideration for their impact on social, environmental, and economic factors.
- (b) Employees shall endeavour to ensure that Bid Solicitation documents reflect sustainability attributes, integrating provisions aimed at environmental responsibility. This includes consideration of practical and appropriate implementation tools, such as full lifecycle assessments, energy efficiency, and the promotion of reusable and recyclable products, without compromising usability.
- (c) To the extent practicable, Niagara Region shall endeavour to promote and incorporate Social Procurement opportunities and Community Benefit approaches into its Procurements, having regard to the requirements of all applicable legislation and trade treaties, and in accordance with any applicable procedures.

## **10. PROCUREMENT DOCUMENTATION**

Procurement Services in consultation with Legal and Court Services shall approve the use of standard Bid Solicitation templates including any proposed amendments prior to their use.

## **11. REQUIREMENT FOR APPROVED FUNDS**

- (a) Except as may otherwise be expressly provided for herein or authorized by Council, the exercise of authority to Award a Contract is subject to the prior

identification and availability of sufficient funds in appropriate accounts within the Budget.

- (b) Where Deliverables are routinely acquired or leased on a multiyear basis, the exercise of authority to Award a Contract is subject to the following:
  - (i) the identification and availability of sufficient funds in appropriate accounts for the current year within the Budget.
  - (ii) approval by Commissioner, Corporate Services/Treasurer confirming that there is a reasonable expectation that future year funding for the Deliverables will be approved; and
  - (iii) the Contract includes a provision that the supply of Deliverables in subsequent years is subject to the approval by Council of the Budget estimates to meet the proposed expenditures.
- (c) The Director, Procurement Services may enter contractual arrangements on behalf of Niagara Region for the acquisition of Deliverables based on a per-unit costing basis, without a specific Budget and without obligation on the part of the Niagara Region until further authorized in accordance with this By-law. This only applies to Deliverables that are widely used by Niagara Region where there is a reasonable expectation that funding will be available within Department Budgets.

## 12. PROCUREMENT METHODS

Different types of Procurement Processes may be used depending on the nature, value, and circumstances of the Procurement. All Deliverables shall be acquired using one or more of the Procurement methodologies prescribed, and permitted by, this By-law. Unless specifically permitted under this By-law, Procurement Services shall be engaged and responsible for administering the Procurement Processes specifically identified herein.

## 13. COMPETITIVE PROCUREMENT

A Procurement Process in which the acquisition of Deliverables or the establishment of a listing of Prequalified Suppliers or Roster is undertaken by either an Invitational Competition or Open Competition, in accordance with this Section 13 (in each case, a "**Competitive Procurement**").

## A. INVITATIONAL COMPETITION

A Procurement method facilitated by Employees or Procurement Services, as applicable, whereby an opportunity to supply Deliverables in response to a defined requirement is extended to a minimum number of Bidders, as follows (in each case, an “**Invitational Competition**”):

### (a) **INFORMAL QUOTATION**

For Procurements with a total value not exceeding \$100,000 (excluding VAT), an Informal Quotation may be utilized by Departments in accordance with the Invitational Competition Procedure. If possible, a minimum of three (3) written Bid submissions shall be solicited. Award Approval is based solely on the lowest priced Compliant Bid.

### (b) **REQUEST FOR QUOTATION**

For Procurements with a total value not exceeding the Open Competition Threshold, a Request for Quotation may be utilized and shall be issued by Procurement Services with the cooperation and involvement of the Department, in accordance with the Invitational Competition Procedure. If possible, a minimum of three (3) written Bid submissions will be solicited.

## B. OPEN COMPETITION

Any of the following Procurement methods, whereby Bids are solicited from all interested Bidders through a publicly posted Bid Solicitation (in each case, an “**Open Competition**”). Unless otherwise provided for herein, Open Competition is the standard method of Procurement where the total anticipated value of the Procurement is equal to or greater than the Open Competition Threshold. All Open Competitions shall be conducted by Procurement Services with the cooperation and involvement of the Department, in accordance with the Open Competition Procedure(s).

### (a) **REQUEST FOR SUPPLIER QUALIFICATIONS**

Procurement Services may conduct a Request for Supplier Qualification (RFSQ) to establish a list of Suppliers who have successfully met requirements of the Bid Solicitation and are then deemed eligible to participate in either a single subsequent project specific Bid Solicitation or to be accepted onto a roster for future discrete work assignments as and when required.

(b) **REQUEST FOR INFORMATION OR EXPRESSION OF INTEREST**

Procurement Services is authorized to facilitate the following non-binding Procurement methods (which do not create a contractual commitment) to achieve the following objectives:

- (i) a Request for Information (RFI) may be used as a general market research tool to gather information on potential Suppliers to garner an understanding of the marketplace and the availability of potential Deliverables that will meet a business or operational requirement; or
- (ii) a Request for Expression of Interest (EOI), used to determine market interest to provide Deliverables that Niagara Region is contemplating acquiring.

(c) **ESTABLISHING AND ORDERING UNDER A STANDING OFFER**

Procurement Services is authorized to establish Standing Offers through an Open Competition for standardized Deliverables to be purchased, where:

- (i) the requirements for Deliverables are recurring and predictable over an extended period of time;
- (ii) the requirements are standard and clearly defined at the time of establishment of the Standing Offer; and
- (iii) it is possible to fix pricing for the Deliverables for the duration of the Standing Offer.

The establishment of a Standing Offer does not create a contractual commitment to procure Deliverables from the Supplier. The commitment to purchase against a Standing Offer is formed at the time a specific order is placed through the issuance of a Purchase Order to the Supplier. Employees may leverage a Standing Offer from a pre-approved Supplier to Niagara Region to supply Deliverables, as required, using the prescribed ordering process set out in the Standing Offer. All Purchase Orders shall reference the Standing Offer and reflect the terms and conditions thereof, including price(s).

(d) **REQUEST FOR TENDER**

Procurement Services is authorized to utilize this Procurement method to solicit Bids for the purposes of acquiring Deliverables with an annual value exceeding

the Open Competition Threshold, provided that: (i) the Deliverables can be fully defined in terms of scope, quantity and quality; and (ii) Award Approval is based solely on the lowest priced Compliant Bid.

(e) **REQUEST FOR PROPOSAL**

Procurement Services is authorized to utilize either a Request for Proposal or Negotiated Request for Proposal procurement method to solicit Bid submissions for the purposes of acquiring Deliverables with an annual value exceeding \$25,000 (excluding VAT) where one or more of the following criteria are present: (i) the Purchase is required as a result of a particular problem, requirement or objective; (ii) the selection of the Supplier depends more on the effectiveness of the proposed solution, rather than price alone; and/or (iii) the precise Deliverables, or the specifications therefor, are not known or definable and the expectation is that Bidders will further define them.

Before issuing a Request for Proposal document, Employees will be required to:

- (i) Affirm that two (2) or more Bidders are considered capable of supplying the Deliverables.
- (ii) identify objective performance requirements and/or business objectives; and
- (iii) establish objective evaluation criteria in support of item (ii) which will enable Bidders to propose the optimal solution/approach which achieves the business objective.

Award Approval shall be to the highest scoring Compliant Bid based on the effectiveness of the solution relative to the stated criteria inclusive of price.

#### **14. NON-COMPETITIVE PROCUREMENT**

A non-competitive Procurement Process whereby an opportunity to supply Deliverables is restricted to one Bidder, is permitted where the circumstances prescribed by any of the following Procurement methods are met (in each case a “**Non-Competitive Procurement**”). All Non-Competitive Procurements shall be conducted in accordance with the Non-Competitive Procurement Procedure.

(a) **LOW VALUE PROCUREMENT**

Employees, without the involvement of Procurement Services, are authorized to acquire Deliverables without the use of any procurement method identified herein, subject to and in accordance with the authorities identified in Schedule "B", up to a total value not exceeding \$25,000 (excluding VAT) provided that Fair Market Value can be demonstrated, and the Deliverable is not covered by a qualified supplier roster or available through Niagara Region's existing materials inventory.

(b) **EMERGENCY**

A Procurement method whereby in the absence of time needed to facilitate an Invitational or Competitive Procurement, Employees may acquire Deliverables on an emergency basis to respond to an unforeseeable situation or event that is a threat to any of the following:

- (i) Public health and/or safety, the welfare of persons or of public property; or the security of Niagara Region's interests; or
- (ii) The maintenance of essential Niagara Region Services or to prevent the disruption of same; or
- (iii) The disruption of any essential Service that needs to be re-established without delay or an event that unless immediately addressed, is likely to cause significant loss or damage to property.

All acquisitions required to respond to an Emergency (or Contracts required to effect Emergency acquisitions) shall be authorized in accordance with the Document Execution Authority set out in Schedule "B" and reported to the Director, Procurement Services and the CAO as soon as reasonably possible under the circumstances.

When an Emergency occurs and compliance with this By-law is not reasonably achievable prior to the acquisition of required Deliverables, a Contract may be awarded if:

- (i) The Commissioner, Corporate Services / Treasurer, in addition to all other required Document Execution Authorities otherwise required by this By-law, has consented to the Award; and
- (ii) The Commissioner, Corporate Services / Treasurer as soon as reasonably possible, proceeds with identifying and approving or seeking approval of

the funds required to pay for the acquisition(s) required to respond to the Emergency.

(c) **DIRECT AWARD**

A Procurement method where Deliverables are acquired directly from a particular Supplier when a Competitive Procurement would normally be required (a “**Direct Award**”). A Direct Award is permitted for the acquisition of Deliverables, without the need for a Bid Solicitation, provided that at least one of the following conditions apply:

- (i) where an Invitational Competition or Open Competition conducted in accordance with this By-law and applicable procedures has resulted in no Compliant Bids;
- (ii) the Deliverable to be acquired is for testing or trial use.
- (iii) Niagara Region has a rental contract with a purchase option and such purchase option is beneficial to Niagara Region.
- (iv) The Deliverables can be supplied only by a particular Supplier and no reasonable alternative or substitute Goods or Services exist for any of the following reasons:
  - A. The requirement is for a work of art;
  - B. The supply of Goods or Services is controlled by a statutory monopoly;
  - C. The absence of competition for technical reasons;
  - D. To ensure compatibility with existing Goods, product standards, or facilities, or to maintain specialized Goods that must be maintained by the manufacturer of those Goods or its representative;
  - E. The protection of exclusive rights such as licenses, the existence of any patent rights, copyright, technical secrets or control of a raw material; or
  - F. Protect product warranties by utilizing Original Equipment Manufacturer (OEM) parts distributed by authorized dealers of the manufacturer, respecting territorial rights or practicality of geographic distributor location.

- (v) To acquire additional Deliverables from the original Supplier of the Deliverables which were not included in the initial procurement if a change of Supplier for such additional Deliverables:
  - A. 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
  - B. Would cause significant inconvenience or substantial duplication of costs for Niagara Region.
- (vi) For matters involving security, police matters or confidential issues, in which case a purchase may be made in a manner that protects the confidentiality of the Supplier or Niagara Region;
- (vii) For the acquisition of Deliverables from a Public Body.
- (viii) For the acquisition of Deliverables under exceptionally advantageous circumstances such as bankruptcy or receivership, but not for routine acquisitions.
- (ix) For the acquisition of a prototype Deliverable to be developed during and for a particular Contract for research, experiment, study or original development, but not for any subsequent acquisitions; or
- (x) The Procurement is otherwise exempt from requiring a Competitive Procurement under all applicable trade agreements and it is in the best interests of the Niagara Region to proceed with an Award via a Non-Competitive Procurement.

## 15. PROCUREMENT PROTEST

Suppliers may formally make a complaint about a particular Procurement Process in accordance with the Procurement Protest Procedure.

## 16. CO-OPERATIVE PROCUREMENT

- (a) Niagara Region may participate in co-operative or joint Procurement initiatives with other entities where such initiatives are determined to be in the best interests of Niagara Region. If Niagara Region participates in such co-operative or joint Procurement initiatives, Niagara Region may adhere to the policies of the entity

conducting the Procurement process, provided that such policies comply in spirit with this By-law. If Niagara Region is leading a co-operative or joint purchasing initiative, this By-law will be followed. When engaging in co-operative purchasing, Niagara Region shall adhere to the Co-operative Procurement Procedure.

- (b) Niagara Region may participate as a member of a Group Purchasing Organization (GPO) which administers procurements for its members when determined to be in the best interest of Niagara Region. If Niagara Region is a member of a GPO, Niagara Region may procure Deliverables through the buying group provided that the Procurement Process is conducted in a manner consistent with Niagara Region's obligations under applicable trade agreements and this By-law.
- (c) Approval authorities for a Co-Operative Procurement shall be in accordance with Schedule "B", having regard to the process undertaken by the originating agency.

## **17. IN-HOUSE BIDS**

Submissions received in response to any Bid Solicitation will not be accepted from internal Departments, without prior approval by Council including approval of the process for fairly evaluating those submissions.

## **18. UNSOLICITED PROPOSALS**

All unsolicited proposals received by Niagara Region shall be administered in accordance with the Corporate Policy for Unsolicited Proposals.

## **19. REPORTING**

- (a) The Director, Procurement Services shall:
  - (i) report to Council on a quarterly basis, all Non-Competitive Procurements which exceed \$100,000 excluding VAT;
  - (ii) publicly report, on the Bidding System, any Awards made pursuant to a publicly posted Procurement with a value greater than or equal to the Open Competition Threshold, excluding VAT; and
  - (iii) complete such other reporting or disclosure of Procurement Processes and/or Awards as may be required by any applicable trade agreement or otherwise required by law.

- (b) Department Directors shall, as it relates to Contracts within their Department:
  - (i) report to Council, on a quarterly basis, all Contract Amendments made to a Contract pursuant to Section 23 of this By-law where the Total Cumulative Value of all such Contract Amendments exceeds \$1,000,000; and
  - (ii) report to Council, via the Council Weekly Correspondence, all Contract Awards made by their Department pursuant to a Competitive Procurement Process exceeding \$5,000,000.

## 20. COUNCIL APPROVAL

- (a) Notwithstanding any other provision of this By-law, Council approval is required, where:
  - (i) pursuant to a Non-Competitive Process, a proposed Award has Total Contract Value of more than \$1,000,000 excluding VAT;
  - (ii) the recommended value of Award Approval exceeds the Council approved Budget;
  - (iii) the authority to Award has not been expressly delegated to Employees of Niagara Region;
  - (iv) in the case of a Competitive Procurement, the recommended Award is to neither the lowest priced Compliant Bid or the top ranked Compliant Bid based on the evaluation criteria in the Bid Solicitation; or
  - (v) Where there is an irregularity or unresolved challenge in connection with the Procurement Process and, in the opinion of the CAO, in consultation with the Director of Legal and Court Services, the Award of the Contract is likely to expose Niagara Region to legal, financial, or reputational risk.
- (b) Where necessary, the CAO is authorized to approve the Contracts normally subject to Council approval, during the time that regular Council meetings are suspended, provided a report is submitted to Council which sets out the details of any Contract approved pursuant to this authority, as soon as reasonably possible.

**21. DOCUMENT EXECUTION AND PAYMENT RELEASE AUTHORITY**

- (a) Employees holding the positions identified in Schedule “B” (Document Execution Authority) shall have the authority to execute a Contract and any ancillary documents necessary to affect an Award, up to the prescribed limits, provided that the documents have been prepared in a form satisfactory to the Director of Legal and Court Services. Additionally, those roles identified in Schedule “B” as having the responsibility and authority for payment release shall be authorized to release payment under any Contract.

**22. FORM OF CONTRACT**

- (a) All Contracts shall be in a form satisfactory to the Director of Legal and Court Services.
- (b) A Contract, established by the execution of a legal agreement and/or the issuance of a Purchase Order must be entered into prior to the commencement and/or receipt of the Deliverables.
- (c) No Contract may be entered into, either through the issuance of a Purchase Order or the execution of an agreement, unless:
  - (i) Subject to Section 11, approved funding in the amount sufficient to cover the procurement value is available; and
  - (ii) the Procurement was conducted in accordance with this By-law and all applicable procedures.

**23. CONTRACT AMENDMENTS, SCOPE CHANGES & EXTENSIONS**

- (a) During the course of a Contract, where the need for additional work is required and such additional work is not part of the original value of the Contract, a Contract Amendment may be approved in accordance with the ‘contract amendment’ authorities set out in Schedule “B” having regard to the Total Cumulative Increase, provided that:
  - (i) the initial purchase of Deliverables was pursuant to a Competitive Procurement Process;
  - (ii) additional expenditures are essential for the completion of the Contract; and

- (iii) funding is available in the Budget or the total cost of the additional Deliverables is to be paid in full by a third-party.
- (b) Where the terms of an existing Contract expressly provide for a renewal/extension of the Contract term or the purchase of additional Deliverables under the Contract (in each case, a “**Contract Option**”), such Contract Option may be exercised and approved in accordance with the ‘contract amendment’ authorities set out in Schedule “B” having regard to the Total Cumulative Increase, provided that:
  - (i) the initial purchase of Deliverables was pursuant to a Competitive Procurement Process;
  - (ii) the exercise of the Contract Option is in the best interest of Niagara Region;
  - (iii) funding is available in the Budget; and
  - (iv) the exercise of such Contract Option does not, in the aggregate, have the effect of extending the Contract term for a period of longer than 5 years beyond the initial term.
- (c) All Contract Amendments not otherwise satisfying the requirements of Section 23(a) or (b), shall be justified and approved in accordance with the requirements of a Non-Competitive Procurement having regard to the Total Contract Value.
- (d) Contract Amendments must not be used to circumvent the need to procure additional Deliverables through a Competitive Procurement process in accordance with this By-law.

## 24. CONTRACT MANAGEMENT AND SUPPLIER PERFORMANCE

- (a) All Contracts for Deliverables shall be managed by the Department responsible for the Procurement. The performance of the Supplier must be monitored and tracked in accordance with Niagara Region’s Supplier Performance Evaluation Procedure.
- (b) Niagara Region may suspend Suppliers from participating in future Procurement opportunities in accordance with Niagara Region’s Supplier Suspension Procedure.

## 25. LOBBYING RESTRICTIONS

- (a) Lobbying is the advocacy of an interest that is affected, actually or potentially, by the Bid Solicitation or individuals involved in the Bid Solicitation including seeking to influence the outcome of the Procurement or subsequent Award Approval.
- (b) Suppliers, their staff, shareholders, owners and anyone not dealing at arms-length to the individuals, or anyone involved in preparing a Bid, shall not engage in any form of political or other Lobbying whatsoever that seeks to influence the outcome of the Bid Solicitation or subsequent Award. This restriction extends to all Employees of Niagara Region, and anyone involved in preparing a Bid Solicitation or participating in a Bid evaluation process, and members of Council.
- (c) Niagara Region may reject any Bid by a Supplier that engages in Lobbying, without further consideration, and may terminate that Supplier's right to continue in the Bid Solicitation.
- (d) During a Bid Solicitation process, all communications will be solely through Procurement Services. No Supplier or person acting on behalf of a Supplier or group of Suppliers, shall contact any elected official, consultant or any Employee of Niagara Region to attempt to seek information or to influence the Award.
- (e) Elected officials shall refer any inquiries about a Bid Solicitation to the Commissioner, Corporate Services/Treasurer.

## 26. RECORDS RETENTION AND ACCESS TO INFORMATION

- (a) All Procurement activities must be supported by appropriate documentation which shall be retained, as required, by Niagara Region's Record Retention By-law and any associated policies or procedures.
- (b) The disclosure of any Procurement related information, including with respect to any Bids received in response to a Bid Solicitations or Awards, shall be made in accordance with the provisions of all relevant privacy legislation including the [Municipal Freedom of Information and Protection of Privacy Act, RSO 1990, c M.56](#), as amended.
- (c) All Suppliers who execute Contracts with Niagara Region shall adhere to or exceed the standards set in the following, as applicable:
  - (i) [Municipal Freedom of Information and Protection of Privacy Act, RSO 1990, c M.56](#);

- (ii) [Personal Health Information Protection Act, 2004, SO 2004, c 3, Sch A](#);  
and
- (iii) any other relevant Ontario or federal privacy legislation or common law as may be passed or amended from time to time, as if they were agents of Niagara Region as relates to the confidential and secure treatment, including collection, use, disclosure or retention, of personal (health) information, other confidential information of Niagara Region, and all records thereof which they come into contact with in the course of performing Services or providing Deliverables to Niagara Region.

## 27. SURPLUS ASSETS

- (a) Department Directors shall notify the Director, Procurement Services of any asset that has is surplus or obsolete for disposal or sale.
- (b) Subject to Section 27(e) and 27(f), surplus or obsolete items not required by any other Department, shall be sold or disposed of in accordance with the Surplus Asset Disposal Procedure.
- (c) Surplus Assets shall not be sold directly to an Employee or to a member of Council, although this does not prohibit any Employee or member of Council from purchasing a surplus asset being sold through a public process.
- (d) Any net proceeds generated from sale of a Surplus Asset shall be credited to the appropriate account as determined by the Commissioner, Corporate Services/Treasurer.
- (e) Surplus Assets may be donated to non-profit agencies or non-profit institutions for educational or teaching purposes with the approval from the Department Commissioner.
- (f) On termination of their relationship with Niagara Region, any outgoing Employee or elected official can request the opportunity to acquire the business laptop computer (or tablet) provided to them. Such acquisitions must be approved by the Commissioner, Corporate Services/Treasurer on condition that the computer be at least three years old, and the purchaser must pay equal or greater than the market value as determined by the average sale price of similar computers sold over the prior six months through the public auction or other measure acceptable to the Commissioner, Corporate Services/Treasurer.

**28. SEVERABILITY**

If any Section or Sections of this By-law or parts thereof are found by an adjudicator of competent jurisdiction to be invalid or beyond the power of Council to enact, such Section or Sections or parts thereof shall be deemed to be severed and all other Sections or parts of the By-law shall be deemed to be separate and independent therefrom and shall continue in full force and effect unless and until similarly found invalid or beyond the power of Council to enact.

**29. BY-LAW REVIEW**

The Commissioner, Corporate Services/Treasurer shall review the effectiveness of this By-law at least once every five (5) years and report to Council as necessary.

**30. REPEAL**

- (a) By-law 02-2016 of The Regional Municipality of Niagara shall be repealed effective October 1, 2025, when this By-law comes into force.
- (b) Notwithstanding Subsection 30(a), By-law No. 02-2016, as amended, of The Regional Municipality of Niagara shall continue to apply to all Bid Solicitations commenced before its repeal and the Award of any Contract in connection therewith.

**31. EFFECTIVE BY-LAW DATE**

- (a) This By-law shall come into force and effect on October 1, 2025.

THE REGIONAL MUNICIPALITY OF NIAGARA

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Jim Bradley, Regional Chair

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Ann-Marie Norio, Regional Clerk

Passed: XXXXX, xx, 2025

## **SCHEDULE “A” – EXEMPTIONS**

Save and except as expressly provided for in Section 3 of this By-law, this By-law does not apply to the following:

### **1. Employer’s General Expenses**

- (a) All insurance premiums, payments related to insurance claims, adjusting fees, actuarial and risk management services
- (b) Payroll deductions remittances
- (c) Workers Safety Insurance Board payments
- (d) Health benefits
- (e) Tax remittances
- (f) Debenture and investment payments, including related fees
- (g) Health, dental and other labour-related insurance premiums
- (h) Damage claims
- (i) Legal settlements
- (j) Arbitration Awards
- (k) Petty cash replenishment
- (l) Customs brokerage fees
- (m) Payments to other government bodies (such as federal, provincial, or municipal governments, and related agencies, boards, commissions, authorities)
- (n) Payments to utilities (such as water and sewer, hydro, natural gas, telecommunications, and cable television)
- (o) Banking services and charges, including debit and credit card payment processing and related fees.
- (p) Sinking fund payments
- (q) Payments for employment
- (r) Refunds (such as for overpayments, or cancelled Services, programs or events)
- (s) Licence fees and permits (regular licence fees for vehicles, firearms, elevators, communications, software, etc. required to maintain existing products and systems originally obtained in accordance with the Procurement By-law)
- (t) Postage

- (u) Donations made for formal acknowledgement of illness or death policy
- (v) Deliverables related to training and education including conferences, conventions, courses and seminars, newspapers, magazines, books and periodicals, memberships and computer software.
- (w) Councillor, NTC board member and Employee expenses in accordance with approved policies including: advances, meal allowances, travel and entertainment and miscellaneous non-travel.

## 2. **Professional and Special Services**

- (a) Any form of grant, subsidy, loan, fiscal incentive, guarantee, equity infusion or other funding that Niagara Region provides pursuant to a Council approved program or policy to realize a community benefit in accordance with applicable legislation.
- (b) payments to social services and health agencies that are subject to purchase of service agreements.
- (c) Deliverables performed on a property by a Supplier according to provisions of a warranty or guarantee held in respect of the property or the original work.
- (d) Construction, renovations, repairs and/or maintenance in respect of real estate leased or occupied by Niagara Region which may only be conducted by another person in accordance with a real estate agreement.
- (e) Deliverables acquired on a commodity market.
- (f) Archaeological monitoring and environmental Services related to Niagara Region projects performed by Indigenous peoples.
- (g) Deliverables related to cultural or artistic fields such as: events supporting local non-profit organizations; entertainment for theatre or special events; a Contract Award to the winner of a design contest; and sponsorship and/or naming rights for cultural, sports and/or other Niagara Region owned venues.
- (h) Deliverables that are financed primarily from donations that are subject to conditions that are inconsistent with the requirements of this By-law.
- (i) Services provided by medical doctors, dentists, nurses, pharmacists, lawyers and notaries.
- (j) Fees for professional legal or legal related expert Services (including witness fees) engaged by Legal and Court Services.
- (k) payments required to the Ministry of the Attorney General (MAG) or third parties pursuant to Niagara Region's agreement with MAG for the administration of the

Provincial Offences Court (e.g. adjudication fees, ICON fees, victim fine surcharge, 3rd party vendors etc.)

- (l) Financial Services respecting the management of financial assets and liabilities (i.e. treasury operations), including ancillary advisory and information Services, whether or not delivered by a financial institution.
- (m) Financial reviews conducted on a contingency basis for the purposes of recovering amounts paid and/or owed, such as tax recovery Services.
- (n) Committee fees.
- (o) Medical and laboratory Services.
- (p) Medical and dental fees.
- (q) Appraiser fees.
- (r) Honorariums.
- (s) Work payments to Long Term Care Residents.
- (t) Advertising.
- (u) Public or guest speakers, individuals or ensembles that offer creative content for presentation to others.

### 3. **Capital Works and Development**

- (a) The addition, removal, relocation, identification or engineering related work to utility infrastructure that exists on road allowances, right of ways and other Niagara Region owned property. This includes sub-surface and above-surface infrastructure.
- (b) Construction work completed by Railways on property of Niagara Region or railway flagging and protection services in relation to work performed adjacent to a railway crossing.
- (c) Payments to developers as stipulated in Subdivision or other Development Agreements

**SCHEDULE “B” – NIAGARA REGION DELEGATED AUTHORITY.**

Method of Procurement	Value excluding VAT	Procurement Authority *	Document Execution Authority*	Payment Release Authority*
<b>INVITATIONAL COMPETITION</b>				
Informal Quotation	<b>Up to \$100,000</b>	DM	DD	DM
Request for Quotation (RFQ)	<b>Up to the Open Competition Threshold</b>	DM	ADD where one exists. DD where there is no ADD	DM
<b>OPEN COMPETITION</b>				
RFT, NRFP, RFP, RFSQ & Standing Offer	<b>≥ Open Competition Threshold to \$250,000</b>	ADD where one exists. DD where there is no ADD	DD	DM
	<b>&gt; \$250,000 to \$1,000,000</b>	DD	DC	DM
	<b>&gt; \$1,000,000 to \$5,000,000</b>	DC & CCS/T	DCAO unless the DCAO is the procuring authority, then CAO	DD
	<b>&gt; \$5,000,000</b>	CAO & CCS/T	CAO & CCS/T	DC
<b>CONTRACT AMENDMENTS</b>				
Contract Amendments, Scope Changes and Extensions per s.23	<b>&gt;\$0 to \$100,000</b>	DM	ADD (if DM is procuring authority) or DD if ADD is procuring authority.	DM
	<b>&gt;\$100,000 to \$250,000</b>	ADD (or DD if department does not have an ADD)	DD (if AD is procuring authority) or DC if DD is procuring authority.	DM
	<b>&gt; \$250,000 to \$500,000</b>	DD	DC & CCS/T	DM

	> \$500,000 to \$1,000,000	DC and CCS/T	DCAO unless the DCAO is the procuring authority, then CAO	DD
	> \$1,000,000	DCAO	CAO & CCS/T	DC
<b>NON-COMPETITIVE</b>				
Low Value, Emergency, Direct Award, and Schedule "A" (**)	>\$0 to \$25,000	DM	ADD where one exists. DD where there is no AD	DM
	>\$25,000 to \$250,000	ADD (or DD if department does not have an ADD) and MP	DD (if AD is procuring authority) or DC if DD is procuring authority	DM
	> \$250,000 to \$500,000	DD and DPS	DC & CCS/T	DM
	> \$500,000 to \$1,000,000	DC & CCS/T	DCAO unless the DCAO is the procuring authority, then CAO	DD
	> \$1,000,000	COUNCIL	CLERK and CHAIR	DC

In the above table, "DM" means Department Manager, "MP" means Manager, Procurement, "ADD" means Associate Department Director, "DD" means Department Director, "DPS" means Director, Procurement Services, "DC" means Department Commissioner, "DCAO" means Deputy CAO, "CCS/T" means Commissioner, Corporate Services/Treasurer, "CAO" means Chief Administrative Officer. The basis for the authority for Award Approval and Contract execution is Document Execution Authority. The need for an executed agreement, in addition to the issuance of a PO, is determined in accordance with the Niagara Region's purchasing procedures and protocols. If a Contract is for the supply of Niagara Region-wide Deliverables, the CAO would be responsible for executing the agreement.

\*The 'Authority' listed means the Niagara Region positions listed, and any position, which is higher in the organization's reporting structure.

\*\*Payment Release Authority for Schedule "A" item 1(n), is, in the case of utility bills, completed as a review of invoices centrally by Accounting Services with compensating controls in lieu of approvals from Department Managers.

## SCHEDULE “C” – DEFINITIONS

In this By-law, the following terms shall have the meaning indicated:

“**Associate Department Director**” or “**ADD**” means an Associate Divisional Director within a Department, their Designate or any successor position thereto.

“**Award(s)**” means the outcome of Award Approval where Niagara Region accepts the selection of the Bidder and the Bidder’s Deliverables.

“**Award Approval(s)**” means authorization to proceed with the acquisition of the Deliverable.

“**Bid(s)**” means a submission received in response to a Bid Solicitation.

“**Bid Solicitation(s)**” means a document issued by Niagara Region to potential Bidders to submit a Bid.

“**Bidder(s)**” means any person or entity that submits a Bid in response to a Bid Solicitation.

“**Budget(s)**” means the Budget or portion of the Budget approved by Council.

“**By-law**” means this **By-law xx-2025**, which provides for the Procurement of Deliverables and the disposal of Surplus Assets by The Regional Municipality of Niagara.

“**Chair**” means the Regional Chair of Niagara Region, their Designate or any successor thereto.

“**Chief Administrative Officer**” or “**CAO**” means an Employee of Niagara Region with the title of Chief Administrative Officer, their Designate or any successor position thereto to whom the authority of CAO is subsequently delegated by Council.

“**Clerk**” means the Regional Clerk of Niagara Region or their Designate or any successor position thereto.

“**Commissioner, Corporate Services/Treasurer**” or “**CCS/T**” means the Commissioner, Corporate Services/Treasurer of Niagara Region, their Designate or any successor position thereto.

**“Community Benefit(s)”** means additional physical, social, economic and/or environmental benefits for local communities that can be leveraged through funds already being spent on Deliverables and land development projects.

**“Competitive Procurement”** has the meaning ascribed to it in Section 13.

**“Competitive Procurement Procedure”** means the procedure setting out the requirements for acquiring Deliverables through either an Invitational Competition or an Open Competition.

**“Compliant Bid(s)”** means a Bid that meets the terms and conditions of the Bid Solicitation.

**“Conflict of Interest”** means”

- (a) When applied to individuals, any situation or circumstance, real or perceived, in which an individual’s impartiality may be affected because of a personal relationship or where an individual may stand to gain from the outcome of a Procurement.
- (b) When applied to Suppliers, any situation or circumstance where:
  - (i) In the context of a Bid Solicitation, the Supplier has an unfair advantage or engages in conduct, directly or indirectly, that may give it an unfair advantage, including but not limited to:
    - A. Having, or having access to, confidential information of Niagara Region that is not available to other Suppliers; or
    - B. Communicating with any person with a view to influencing preferred treatment in the Bid Solicitation; or
    - C. Engaging in conduct which compromises, or could be seen to compromise, the integrity of a Bid Solicitation which renders that process unfair; or
  - (ii) In the context of performance under a Contract, the Supplier’s other commitments, relationships or financial interests:
    - A. Could, or could be seen to, exercise an improper influence over the objective, unbiased and impartial exercise of its independent judgement; or

- B. Could, or could be seen to compromise, impart or be incompatible with the effective performance or its contractual obligations.

**“Contract” or “Contractual”** means any form of binding agreement between Niagara Region and a Supplier for the purchase of Deliverables and includes a Purchase Order.

**“Contract Amendment”** means any change to an existing Contract, including an extension, renewal or change in scope of work or Deliverables to be provided under the Contract.

**“Co-operative Procurement”** means a variety of arrangements whereby two or more public sector agencies combine their requirements in a single Procurement to obtain advantages of leveraged spend with the same supplier(s) or contractor(s).

**“Council”** means the Council of The Regional Municipality of Niagara.

**“Deliverables”** means Goods, Services or construction or any combination thereof.

**“Department(s)”** means an organizational unit of Niagara Region including any Division within a Department headed by the Department Commissioner.

**“Department Commissioner” or “DC”** means the Commissioner with the administrative responsibility for a Department and for the purposes of this By-law shall include the Medical Officer of Health, their Designate or any successor position thereto.

**“Department Director” or “DD”** means a Divisional director within a Department, their Designate or any successor position thereto.

**“Department Manager” or “DM”** means an Employee of Niagara Region holding a position with responsibility for developing, managing, and administering a capital and/or operating Budget (may include titles such as Associate Director, Senior Manager, Manager, Supervisor, or equivalent).

**“Deputy Chief Administrative Officer” or “DCAO”** means an Employee of Niagara Region with the title of Deputy Chief Administrative Officer, their Designate or any successor position thereto.

**“Designate”** means a person holding a position no lower than one level below in the Niagara Region reporting structure who is authorized to act on behalf of another for the purpose of this By-law.

**“Direct Award”** has the meaning ascribed to it in Section 14(c).

**“Director of Legal and Court Services” or “DL&CS”** means the Director of Legal and Court Services, their Designate or any successor position thereto.

**“Director, Procurement Services” or “DPS”** means the Director, Procurement Services, their Designate or any successor position thereto.

**“Disposal”** means an act through which Niagara Region relinquishes title to property, not Real Property, which includes the selling, trading, assignment and/or scrapping of assets.

**“Division”** means a division within a Department.

**“Emergency”** has the meaning set out in Section 14 (b) of this By-law.

**“Employee(s)”** means an employee of Niagara Region, the Niagara Transit Commission or such other agency, board or commission of Niagara Region that is subject to this By-law from time to time.

**“Fair Market Value”** means the price that would be agreed to in an open and unrestricted market between knowledgeable and willing parties dealing at arm’s length who are fully informed and not under any compulsion to transact.

**“Goods”** means tangible and intangible assets including but not limited to supplies, materials, equipment, structures and fixtures to be delivered, installed and/or constructed and licenses and subscriptions, but does not include Real Property.

**“Invitational Competition”** has the meaning ascribed to it in Section 13A.

**“Niagara Region”** means The Regional Municipality of Niagara.

**“Non-Competitive Procurement”** has the meaning ascribed to it in Section 14.

**“Non-Competitive Procurement Procedure”** means the procedure setting out the requirements for acquiring Deliverables via any procurement method, conducted in accordance with this By-law whereby an opportunity to supply Deliverables is restricted to one Bidder as opposed to undertaking a Competitive Procurement.

**“NTC”** means the Niagara Transit Commission.

**“Open Competition”** has the meaning ascribed to it in Section 13B.

**“Open Competition Threshold”** means the minimum value for a Procurement in which an Open Competition must be conducted, where such minimum value is the threshold set out in Article 504.4 of the Canadian Free Trade Agreement for goods/services applicable to municipal governments, as adjusted from time to time in accordance with Annex 504.4 thereof.

**“Procurement” or “Purchasing”** means the acquisition of Deliverables by purchase, lease, rental, or trade.

**“Procurement Process”** means a process undertaken by Niagara Region to acquire Deliverables.

**“Procurement Protest Procedure”** means the procedure used to set out the process for Suppliers to make a formal complaint about a particular Bid Solicitation.

**“Procurement Services”** means a Division of the Corporate Services Department responsible for the acquisition of Deliverables for Niagara Region.

**“Public Body”** means the municipalities, academic, schools and hospital sector and any local board, commission, or government entity and shall include any corporation of which Niagara Region is a shareholder or any one of them alone or in any combination of them acting together.

**“Purchase Order”** means Niagara Region’s written document issued by a duly authorized Employee of Niagara Region to a Supplier formalizing all of the terms and conditions of the purchase and supply of the Deliverables identified on the face of the Purchase Order.

**“Purchasing Card”** means a credit card provided by Niagara Region to duly authorized Employees for use as a payment method to acquire Deliverables directly from Suppliers were permitted under this By-law and in accordance with the written card holder agreement and applicable policy and procedure.

**“Real Property”** means the land, everything permanently attached to the land, and all the rights of ownership, including the right to possess, sell, lease, and enjoy the land.

**“Requisition”** means a request for Deliverables with an approved Budget prepared by an Employee.

**“Services”** means services of all kinds, including labour, construction, maintenance and professional and consulting services.

**“Social Procurement”** means using Bid Solicitations to generate positive social outcomes which may include job creation, training, or apprenticeships for a historically disadvantaged community, or reducing carbon emissions, in addition to the efficient delivery of Goods and Services, and may include other benefits as defined by the local community or Niagara Region.

**“Standing Offer”** means a written offer from a pre-approved Supplier to supply Deliverables, upon request, through the use of an ordering process during a particular period of time and at a predetermined price or discount. A standing offer does not create a contractual commitment from either party for a defined volume of business. The commitment to purchase against a standing offer is formed at the time a specific order is placed through the issuance of a Purchase Order to the Supplier.

**“Supplier”** means a person or entity carrying on the business of providing Deliverables.

**“Supplier Code of Conduct Procedure”** means Niagara Region’s requirements for Suppliers to act with integrity and conduct business in an ethical manner.

**“Supplier Performance Evaluation Procedure”** means the procedure used to establish a Performance Evaluation Process to evaluate Supplier performance in a transparent and consistent manner.

**“Supplier Suspension Procedure”** means the procedure used to set out the process for suspending Suppliers from participation in Niagara Region’s Bid Solicitations.

**“Surplus Asset(s)”** means any Good, owned by Niagara Region, that is no longer required by Niagara Region, is obsolete or is in a state beyond repair having regard to its relative value.

**“Total Contract Value”** means the original Contract Award value, together with the Total Cumulative Increase thereto.

**“Total Cumulative Increase”** means the cumulative value of all increases to the original Contract Award value, including the value of all previously approved Contract Amendments (which, for greater certainty, includes the exercise of any Contract Option) and the value of the proposed Contract Amendment/Contract Option.

**“VAT”** means Canadian value added taxes (federal GST, provincial HST, QST, and/or PST as applicable).

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**Subject:** Niagara Peninsula Conservation Authority Request for Balls Falls and St. Johns Conservation Area Capital Funding

**Report to:** Corporate Services Committee

**Report date:** Wednesday, August 13, 2025

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## Recommendations

1. That the Niagara Peninsula Conservation Authority's ("NPCA") capital levy request related to capital improvements at the Balls Falls and St. Johns Conservation areas of \$500,000 (the "**Capital Project Funds**") **BE APPROVED** and **BE FUNDED** from the Capital Variance – Levy and **BE REPAID** from the NPCA operating budget over five years at an interest rate of 3.575% for an annual payment of \$110,976 as outlined in Appendix 1 of Report CSD 34-2025; and
2. That the Regional Treasurer **BE AUTHORIZED** to execute an agreement, between The Regional Municipality of Niagara (the "**Region**") and the NPCA in respect of the Capital Project Funds, provided that such agreement is in alignment with the parameters outlined in this Report CSD 34-2025 and otherwise in a form satisfactory to the Director of Legal and Court Services.

## Key Facts

- The purpose of this report is to request Regional Council's approval to advance \$500,000 to the NPCA to support two critical capital projects at the Balls Falls Conservation Area and St. Johns Conservation Areas to be funded from the Capital Variance - Levy Project.
- The *Conservation Authorities Act* (Ontario) grants Conservation Authorities, such as NPCA, the authority to levy municipalities for the costs of programs and services, including capital projects.
- NPCA Staff have advised that delaying the two capital projects for consideration as part of the 2026 budget process would result in continued damage to structural integrity, pose potential health and safety risks to staff and visitors, lead to higher replacement costs and closing access to historical buildings, lessening visitor experiences and educational programming.
- An alternative in-year funding strategy for NPCA would be to access funds through debt or other borrowing, however that would result in additional related costs being incurred that would in turn be borne by the taxpayer.

- As a result, in collaboration with NPCA, a more cost-effective solution is proposed for the Region to advance \$500,000 to the NPCA, funded from the Region's Capital Variance – Levy Project, in alignment with the Region's Budget Control By-law which allows other agencies, boards and commissions (ABCs) to draw funds from the Capital Variance – Levy Project to address capital pressures.
- NPCA will repay the Region over five years (funded through the annual budgeting process), in equal annual payments of \$110,976 which includes both repayment of the Capital Project Funds as well as interest that the Region would otherwise have earned on those funds (calculated based on a borrowing rate of 3.575%; which is a lower cost option than the NPCA using their secured line of credit which has a rate of 6.85%).
- Repayment will commence in 2025, accommodated within the NPCA 2025 operating budget, and will continue to be included in subsequent NPCA budgets until repayment is completed, which is anticipated in 2029.
- Per the Budget Control By-Law Section 6.5(c)(iii), Council approval is required for Capital Variance requests greater than \$250,000.

## **Financial Considerations**

The *Conservation Authorities Act* provides the NPCA with authority to levy the benefitting municipality for the costs associated with capital projects that are deemed by the Conservation Authority to directly benefit that municipality.

There were two projects totaling \$500,000 that directly benefit the Niagara Region that were not included in the NPCA 2025 capital budget ask as a result of affordability constraints on the Region's levy. These two projects are required to urgently repair and replace roofing and related infrastructure of several heritage buildings and the Centre for Conservation.

Staff are recommending the request of \$500,000 be approved and be funded from the Capital Variance – Levy project. The \$500,000 will be repaid to the Capital Variance – Levy project over 5 years in equal annual payments of \$110,976 based on a borrowing rate of 3.575% (see Appendix 1 for proposed repayment schedule). The interest rate was set using indicative rates that would apply if the Region was to borrow through capital markets, preserving interest that the Region would have otherwise earned on those funds. This is a lower cost option than the NPCA using their secured line of credit which has a rate of 6.85%. The annual payment date is still to be settled and will be included in the proposed agreement with the NPCA for the Capital Project Funds.

The Budget Control By-Law Section 6.5(c)(iii) supports the use of the Capital Variance requests greater than \$250,000, with Council approval for other ABCs. NPCA is not explicitly listed in this provision of the By-Law, however the staff recommendation to use the Capital Variance to fund the current request is consistent with its use for other ABCs and the agreement to be entered into between the parties will address repayment.

Niagara Regional Council approves the Region's portion of the NPCA's annual budget as part of the Region's general tax levy budget. The 2025 general tax levy was approved with \$7,959,083 in funding for the NPCA. The Region remits these funds to the NPCA on a quarterly basis and will collect the annual repayment from the NPCA through a reduction to the quarterly payments over the 5-year repayment term.

## **Analysis**

The NPCA business cases for the two projects are provided below (with further information included in the NPCA Staff report attached as Appendix 2):

### **Project #1: Centre for Conservation (CFC) – Roof and Skylight**

Project Need, Justification of Timing and Costs:

The CFC at Balls Falls, a LEED Gold-certified facility, urgently requires roof and skylight repairs due to water damage from a faulty 2007 installation. Repairs will restore structural integrity, protect revenue-generating operations, and support sustainability goals. Timely action avoids rising costs, ensures visitor comfort, and maintains vital NPCA programming and services. The estimated cost is \$400,000.

Risk of Delay:

Delaying repairs risks worsening damage, higher costs, and safety issues for staff and visitors. Prolonged leaks could disrupt programs, reduce facility rentals, and impact NPCA revenue and sustainability goals.

### **Project #2: Restoration of Heritage Sites**

Project Need, Justification of Timing and Costs:

Cedar shake roofs on heritage buildings at Balls Falls and St. Johns are over 10 years past their lifecycle, causing water damage, mold, and structural risks. Replacing them with recycled plastic shakes will preserve historical integrity, meet safety standards, and

reduce long-term costs. Immediate action ensures sustainable preservation of key cultural and educational assets. The estimated cost is \$100,000.

#### Risk of Delay:

Delaying the project risks irreversible damage to historic materials, structural integrity, and interior features. Emergency repairs may be needed, increasing costs. Closure of buildings would impact visitor experiences, educational programs, and the site's heritage value.

### **Alternatives Reviewed**

Other financing options were explored but not recommended as they would require a budget amendment or incremental debt and related costs. They are as follows:

- 1) Provide the NPCA with the required funding from a reserve and repay the reserve from future Regional operating budgets.
- 2) The Region could provide the NPCA the required funding and then secure debt (loan or debenture issue) to fund the project over a number of years. The financing cost of the debt would be added to the Region's tax operating budget and would impact debt level and bond rating.

By using an advance, funded by the Capital Variance – Levy Project, to support this request, the Region avoids the need for an operating budget amendment or external debentures, while also preserving interest earned to support future levy project variances. This also aligns with the Region's current debt strategy to not approve any new debt in an effort to maintain the existing bond rating. Additionally, both the Region and the NPCA avoid incurring additional costs incl. external legal and commission costs.

### **Relationship to Council Strategic Priorities**

This report supports Council's Strategic Priority for an Effective Region by leveraging existing programs and services provided by the NPCA to ensure value-for-money. The proposed agreement with the NPCA also fulfills Council's Strategic Priority for a Green and Resilient Region by ensuring existing services and operations that support climate change and watershed management goals continue.

## Other Pertinent Reports

[BRC-C 8-2024 Niagara Peninsula Conservation Authority 2025 Draft Budgets and Municipal Levies](https://pub-niagararegion.escribemeetings.com/Meeting.aspx?Id=7c9523b0-3148-4802-b68f-e3400dc697f6&Agenda=Agenda&lang=English)

(<https://pub-niagararegion.escribemeetings.com/Meeting.aspx?Id=7c9523b0-3148-4802-b68f-e3400dc697f6&Agenda=Agenda&lang=English>)

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**Prepared by:**

Beth Brens  
Associate Director, Budget Planning and  
Strategy  
Corporate Services

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**Recommended by:**

Melissa Raquion  
Director of Financial Management &  
Planning, Deputy Treasurer  
Corporate Services

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**Submitted by:**

Ron Tripp, P.Eng.  
Chief Administrative Officer

## Appendices

Appendix 1	Advance Schedule
Appendix 2	Niagara Peninsula Conservation Authority Resolution FA-60-2025 Correspondence

Appendix 1 compares internal borrowing with external financing (e.g., a credit facility). Internal borrowing offers the following advantages:

- Cost savings: Avoids \$52,400 in interest over five years compared to external borrowing.
- Efficiency: Provides faster access to funds and reduces administrative and legal costs.
- Stability: Minimizes reliance on external market conditions and credit ratings.

**Advance Schedule using internal funds – 3.575%**

<b>Year</b>	<b>Payment</b>	<b>Interest</b>	<b>Principal</b>	<b>Ending Balance</b>
Year 1	\$110,976	\$17,875	\$93,101	\$406,899
Year 2	110,976	14,547	96,429	310,470
Year 3	110,976	11,099	99,877	210,593
Year 4	110,976	7,529	103,447	107,146
Year 5	110,976	3,830	107,146	\$0
<b>Total</b>	<b>\$554,880</b>	<b>\$54,880</b>	<b>\$500,000</b>	<b>N/A</b>

**Advance Schedule using external borrowing – 6.85% per NPCA Credit Facility**

<b>Year</b>	<b>Payment</b>	<b>Interest</b>	<b>Principal</b>	<b>Ending Balance</b>
Year 1	\$121,456	\$34,250	\$87,206	\$412,794
Year 2	121,456	28,276	93,180	319,614
Year 3	121,456	21,894	99,562	220,052
Year 4	121,456	15,074	106,382	113,670
Year 5	121,456	7,786	113,670	\$0
<b>Total</b>	<b>\$607,280</b>	<b>\$107,280</b>	<b>\$500,000</b>	<b>N/A</b>



May 26, 2025

**SENT ELECTRONICALLY**

3350 Merrittville Hwy. Unit 9  
Thorold Ontario L2V 4Y6  
905.788.3135 | info@npca.ca | npca.ca

Regional Municipality of Niagara

**RE: Niagara Region Funding Agreement – 2025 Capital Projects**

At the NPCA’s Full Authority Meeting held on May 23, 2025, the following resolution was passed:

**Resolution No. FA-60-2025**

Moved by: Donna Cridland

Seconded by: Mark Tadeson

**THAT** Report No. FA-28-25 RE: Niagara Region Funding Agreement – 2025 Capital Projects **BE RECEIVED;**

**AND THAT** the financing for the capital projects at Ball’s Falls and St. Johns conservation areas, totaling \$500,000, through the Regional Municipality of Niagara **BE APPROVED;**

**AND THAT** repayment of the financing of the capital projects through the operating levy annually for five years **BE APPROVED;**

**AND FURTHER THAT** the Regional Municipality of Niagara **BE ADVISED.**

A copy of Report No. FA-28-25 has been attached for your convenience.

Sincerely,

A handwritten signature in black ink, appearing to read "Melanie Davis".

Melanie Davis  
Manager, Office of the CAO & Board  
Niagara Peninsula Conservation Authority

cc: Leilani Lee-Yates, CAO/Secretary – Treasurer  
Lise Gagnon, Director, Corporate Services  
Melissa Raquion, Director of Financial Management & Planning, Deputy Treasurer  
Beth Brens, Associate Director, Budget Planning and Strategy



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**Report To: Board of Directors**

**Subject: Niagara Region Funding Agreement – 2025 Capital Projects**

**Report No: FA-28-25**

**Date: May 23, 2025**

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**Recommendation:**

**THAT** Report No. FA-28-25 RE: Niagara Region Funding Agreement – 2025 Capital Projects **BE RECEIVED;**

**AND THAT** the financing for the capital projects at Ball’s Falls and St. Johns conservation areas, totaling \$500,000, through the Regional Municipality of Niagara **BE APPROVED;**

**AND THAT** repayment of the financing of the capital projects through the operating levy annually for five years **BE APPROVED;**

**AND FURTHER THAT** the Regional Municipality of Niagara **BE ADVISED.**

**Purpose:**

The purpose of this report is to secure Board of Directors’ approval of securing funding outside the Special Benefitting Levy from Niagara Region for two critical capital projects to be completed in 2025.

**Background:**

In the development of the 2025 budget, several critical capital projects were identified that require immediate attention but were not included in the special levy due to financial constraints. These projects are essential for maintaining service levels, ensuring health and safety, and addressing state-of-good-repair priorities and were included in the capital project envelope for 2025.

On October 18, 2024, the NPCA Board of Directors approved the 2025 Draft Budgets and Municipal Levies, which included the consolidated 2025 capital budget in the amount of \$2,929,701. Further, the NPCA Board approved several motions including approval of two

critical capital projects at Ball's Falls and St. Johns conservation areas, directing NPCA staff work with Niagara Region to facilitate the required funding.

On November 21, 2024, NPCA's 2025 Operating Budgets and Municipal Levies were presented to Niagara Region's Budget Review Committee of the Whole. Two projects at the Balls Falls and St. Johns conservation areas were noted as critical unfunded capital pressures for 2025 in the amount of \$500,000.

### **Discussion:**

NPCA and Niagara Region staff have continued discussions after the budget cycle concluded to explore alternative financing approaches to address critical capital pressures noted in the 2025 budget deliberations. These two projects are to primarily repair and replace urgently required roofing and related infrastructure at the Centre for Conservation (Ball's Falls Conservation Area) and historical buildings at both Balls Falls and St. Johns Conservation Areas.

In consultation with Niagara Region Finance staff, NPCA staff have explored options for funding these critical projects outside the Conservation Authority levies that would be cost effective and efficient. A resolution from the NPCA Board of Directors is required to formally approve the funding request from Niagara Region for these projects in the amount of \$500,000.

### **Project #1 – Centre for Conservation – Roof and Skylight**

NPCA's Center for Conservation (CFC) is an award-winning LEED Gold certified facility which features both permanent and temporary displays and galleries. Most recently, the CFC's roof and triangular peaked skylight have experienced leaks and water damage because of improper installation during initial construction in 2007. The existing skylight frame can be reused however to restore the structural integrity and ensure impermeability going forward, all glass panes and seals will be replaced. The existing roof in the immediate vicinity of the skylight will be modified as required to allow for proper seals to be installed. Additionally, approximately 18 linear meters of roof, soffit, and fascia are required to be removed and replaced due to excessive and long-term water damage.

The Ball's Falls Conservation Area is a key flagship recreation and education facility for the NPCA that accounts for 15% of self-generated revenues. The CFC provides staff office space, public washroom facilities, educational programming and event facilities. Replacing the roof skylight at the CFC will enhance visitor comfort, improve the aesthetic appeal of the building, enhance event hosting capabilities, contribute to the energy efficiency and sustainability goals of the NPCA and minimize disruptions to services and programming. Delaying the required work would result in continued damage to the CFC structural integrity and pose potential health and safety risks to staff and visitors and would lead to higher replacement costs. Further disruptions to building operations would also negatively affect facility rentals and visitor experience at the Conservation Area.

Project #2 – Restoration of Historical Sites – Ball’s Falls and St. Johns Conservation Area

This project involves replacing the deteriorating cedar shake roofing at four Ball’s Falls and one St. Johns Centre conservation areas. The current roofing infrastructure is at least 10 years past the recommended asset life cycle, resulting in significant degradation, compromised structural integrity, water damage, rot, mold and insect infestation.

Replacing the deteriorating cedar shake roofing with a sustainable, recycled plastic roofing material that replicates the appearance of traditional cedar shakes will provide these historical buildings with enhanced protection, sustainability and long-term preservation of their historical character while meeting modern safety and environmental standards. Delaying the roofing work could lead to both immediate and long-term consequences. Continued water damage would affect historical building materials that could lead to irreparable damage to antique interior features, loss of historical authenticity and affect the structural integrity of the buildings. On-going deterioration to the buildings and potential emergency repair works would lead to higher replacement costs. Closing access to the historical buildings would also affect visitor experiences and educational programming.

**Financial Implications:**

Centre for Conservation – Roof and Skylight	\$400,000
<u>Restoration of Heritage Site – Balls Falls and St. John’s C.A.</u>	<u>\$100,000</u>
Total	\$500,000

Niagara Region and NPCA have arrived at a proposed solution to finance these projects from an internal municipal reserve with replenishment by NPCA over the next 5 years (2025 to 2029), sourced through NPCA’s annual levy.

Repayment terms include an interest rate at 3.575% per annum, with the total cost of borrowing over the term of the agreement equaling \$54,880, or \$10,976 annually. NPCA’s credit facility returned a borrowing rate of 6.85%. Please note that debt service impacts have been factored into the 2025 operating budgets and will be included in future years until debt retirement.

**Related Reports and Appendices:**

Report No. FA-50-24 – 2025 Draft Budgets and Municipal Levies (available upon request)

**Links To Policy/Strategic Plan:**

- Goal 4.1: Strengthen government relations toward collective outcomes and impact
- Goal 5.2: Improve internal operations and processes
- Goal 6.1: Ensure responsible, sustainable, and sound fiscal practices
- Goal 6.3: Improve asset management and close the state of good repair gap

**Authored by:**

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Chief Administrative Officer/Secretary-Treasurer

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**Subject:** Microsoft Enterprise Agreement Contract Renewal - 2025

**Report to:** Corporate Services Committee

**Report date:** Wednesday, August 13, 2025

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## Recommendations

1. That the renewal of the Microsoft Enterprise Agreement (EA) contract for software and support services **BE APPROVED** for a period of 5 years for a total cost of \$8,529,907 (including 13% HST);
2. That an additional 5% contingency of \$426,496 (including 13% HST) **BE APPROVED** should license quantity increases be necessary for the length of the contract; and
3. That the Regional Clerk and the Chair **BE AUTHORIZED** to execute the agreement with Microsoft to be prepared in a form satisfactory to the Director of Legal and Court Services.

## Key Facts

- The purpose of this report is to provide information on the Microsoft Enterprise Agreement contract and to obtain Council approval to proceed with a single source contract directly with Microsoft in accordance with Section 18 (a) (i) of Procurement By-law 02-2016 as amended on February 28, 2019, at a total cost of \$7,548,590 (excluding tax) plus a 5% contingency for future license quantity increases of \$377,430 (excluding tax).
- Procurement By-law requires Council approval for single source contract awards in excess of \$1M.
- Niagara Region utilizes a significant amount of Microsoft software and services to support the Region's services. Products include Microsoft 365, MS Project (PM Software), MS Visio (process mapping), Exchange (email), SharePoint (document management and collaboration), SQL Server (databases), SSRS and PowerBI (reporting and analytics), Visual Studio (application development), File Server (file storage), remote access and security products.
- Any software that is part of the Microsoft EA can be upgraded at anytime to the latest versions ensuring we always have access to the most stable and secure versions of the software.

- The end user productivity software (Microsoft 365) is a subscription-based model with the opportunity to reduce license counts annually. Should there be a material reduction in Regional services due Provincial mandates we would have the option to adjust the license counts on the annual renewal date.
- Procurement By-law 02-2016 as amended on February 28, 2019, specifically Section 18(a)(i) permits single source purchases where “the compatibility of a purchase with existing equipment, product standards, facilities or service is a paramount consideration”.
- In addition to receiving the discounted government pricing, Niagara Region would also receive an additional discount by entering into a direct agreement with Microsoft as opposed to procuring through a reseller.

### **Financial Considerations**

The annual cost of the proposed 5-year Microsoft EA is \$1,536,289 (including 1.76% non-recoverable HST) for a total 5-year cost of \$7,681,445 (including 1.76% non-recoverable HST).

In addition to the proposed 5-year Microsoft EA contract, a 5% contingency is proposed. Including the 5% contingency, the annual cost would be \$1,613,103 for a total 5-year cost of \$8,065,515. This contingency would allow for accommodation of growth in license quantity in future years.

Products and services list can be found in Appendix 1.

The 2025 annual budget for the Microsoft EA was \$1,620,000 (including 1.76% non-recoverable HST). The new annual cost including contingency of \$1,613,103 represents a decrease of \$6,897 (-0.4%) compared to the approved 2025 budget.

In addition to receiving the discounted government pricing, Niagara Region would also receive an additional discount by entering into a direct agreement with Microsoft as opposed to procuring through a reseller.

### **Analysis**

Niagara Region utilizes a significant amount of Microsoft software and services to support the Region’s services. Products include Microsoft 365, MS Project (PM Software), MS Visio (process mapping), Exchange (email), SharePoint (document management and collaboration), SQL Server (databases/ERP), SSRS and PowerBI

(reporting and analytics), Visual Studio (application development), Files Server (file storage and backup), remote access software, security products and network access licences.

Microsoft, like many software providers, are significantly changing their licencing models to better align with their cloud offerings. As a result, true “like for like” comparisons become more complicated with perpetual licences being replaced with ongoing subscription-based models. Taking one product as an example, a perpetual MS Office Professional Plus 2024 licence has a list cost of \$973.99, can only be installed on one computer and does not include upgrades to future versions. A Microsoft M365 E3 licence has a monthly subscription cost of approximately \$27.46 (\$329.52/year) but allows the product to be installed on up to 5 devices (computers, tablets, smartphones) and also provides access to web versions of the applications. The subscription also includes Cloud versions of Exchange (email), SharePoint (collaboration, document storage), OneDrive (file server), Teams (enhanced collaboration and conferencing) plus additional productivity tools. Additionally, the subscription model provides us the option to tier the level of service we subscribe to based on user needs. A Microsoft M365 E3 licence includes the items noted above however there is also the option to procure an F1 licence that has less features at a lower cost. This flexibility allows us to procure a combination of licences that balances cost, staff needs and security (the distribution of licences can be found in Appendix 1).

The Region is heavily reliant on a large portfolio of Microsoft products and services and having ongoing access to current software via the EA ensures that the Region is able to run the most stable and secure versions of the software. The Office365 option also allows for the migration of key applications such as Microsoft Exchange and SharePoint to the cloud and ultimately reduce future capital expenditures related to hardware and software acquisitions.

The end user productivity software (M365) is a subscription-based model with the opportunity to reduce license counts annually. Should there be a material reduction in Regional services we would have the option to adjust the license counts on the annual renewal date.

A Microsoft EA agreement offers the best value and flexibility to allow Niagara Region to move forward with cloud services and/or on-premises software while managing licenses under one agreement.

Committing to a five-year licensing agreement, we are able to lock in the current pricing and spread the payments over the five years.

The renewal of the Microsoft software licenses is required to allow the Region of Niagara employees the ability to continue using these products as per Microsoft licensing agreement. Every employee at the Niagara Region requires a Microsoft license.

### **Alternatives Reviewed**

- Use of Microsoft software without valid licensing – This would put the Region out of compliance and would result in significant fines and additional costs to put us back in licence compliance.
- Migrating away from Microsoft technology – This would represent significant time and resources for both the business and IT, increase risk to the organization (change) and increase support costs (training and response times).
- Renewing the license annually rather than for a five-year period – This would result in an increase in the licensing and administrative costs. Since the Region plans to continue using Microsoft products for the foreseeable future, negotiating annual renewals does not offer any benefits.
- Procure the Microsoft Enterprise Agreement on the open market – Microsoft have indicated they would not compete with resellers on an open procurement and as a result we would not receive any additional direct discount.

### **Relationship to Council Strategic Priorities**

The This supports the Council Strategic Priority of being an “Effective Region” by ensuring we are able to deliver financially responsible and sustainable technology services to the organization and the clients it serves.

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Commissioner, Corporate Services

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**Submitted by:**

Ron Tripp, P.Eng.  
Chief Administrative Officer

This report was prepared in consultation with Steve Bilecki, Associate Director Information Technology Services, Morgan Young, Legal Council, and reviewed by Adam Niece, Program Financial Specialist.

**Appendices**

Appendix 1           Licence Renewal Details

Appendix 1 – License Renewal Details

<b>Products</b>	<b>Qty</b>
O365 E3 Existing Customer Sub Gov Per User	1,950
EMS E3 FSA Renewal ALng Sub Per User	1,750
EMS E3 ALng Sub Gov Per User	201
EMS E5 Sub Per User	6
M365 E3 Unified Sub Per User	1
M365 E5 Unified Existing Customer Sub Per User	1
EMS E3 FSA Renewal ALng Sub Per User	18
O365 E3 Existing Customer Sub Gov Per User	18
M365 F3 FUSL Sub Per User	2
Teams AC with Dial Out US/CA Sub Add-on	20
M365 F3 FUSL Sub Per User	2,950
Exchange Online P1 SU Exchange Online Kiosk Per User	135
Azure Monetary Commitment Provisioning	1
Copilot Studio Sub (Messages)	1
Copilot Studio Legacy USL Sub Per User	1
D365 Sales Premium Sub Per User	14
M365 Copilot Sub Add-on	40
M365 E5 Compliance Sub Per User	1
Planner & Project P3 Sub Per User	1
Power Apps Per App Sub 1 App or Website	65
Power Automate Premium Sub Per User	3
Power BI Pro Sub Per User	60
Teams AC with Dial Out US/CA Sub Add-on	4,766
Visio P2 Sub Per User	1
Win VDA Device ALng Sub Per Device	50
Biztalk Svr Std ALng SA 2 Lic Core Lic	2
Project Standard ALng SA	62
Project Professional ALng SA 1 Server CAL	5
Visio Professional ALng SA	5
Visio Standard ALng SA	139
Visual Studio Ent with GitHub ALng SA	9
Visual Studio Pro with GitHub ALng SA	8
Win Remote Desktop Services CAL ALng SA DCAL	100
CIS Suite Datacenter Core ALng SA 2L	212
CIS Suite Standard Core ALng SA 16L	13
SQL Server Enterprise Core ALng SA 2L	24
SQL Server Standard Core ALng SA 2L	32