

**REQUEST FOR PROPOSALS
FOR AUDITOR**

CONTRACT: 2021-13

**ISSUED BY
MOUNT HOLLY MUNICIPAL UTILITIES AUTHORITY**

Date Issued: April 8, 2021

Responses Due: May 18, 2021

REQUEST FOR PROPOSAL (RFP) FOR AUDITOR

I. PURPOSE AND INTENT

Through this Request for Proposals (RFP), the Mount Holly Municipal Utilities Authority hereinafter the "MHMUA") seeks to engage an Auditor for the contract period of (1) year, July 1, 2021 through June 30, 2022. This appointment will be awarded through a fair and open process pursuant to N.J.S.A. 19:44A-20.4, *et seq.*

II. PROPOSAL SUBMISSION

To be considered, a proposal for the above position must be received on or before **Tuesday, May 18, 2021 at 10:00 A.M. prevailing time.** Bids will be opened at 37 Washington Street, Mount Holly, NJ on **Tuesday, May 18, 2021 at 10:00 A.M. prevailing time.** Please submit one (1) original and one (1) unbound copy in a sealed envelope marked "Submission of Qualifications/Proposal for Auditor clearly marked on the outside.

Anthony G. Stagliano, Sr., QPA
Mount Holly Municipal Utilities Authority
1 Park Drive, P.O. Box 486
Mount Holly, NJ 08060-0486

Faxed or E-Mailed proposals WILL NOT be accepted.

Any inquiry concerning this RFP should be directed in writing to:

Anthony G. Stagliano, Sr., QPA
Mount Holly Municipal Utilities Authority
1 Park Drive, P.O. Box 486
Mount Holly, NJ 08060-0486

All documents/information submitted in response to this solicitation shall be available to the general public as required by the New Jersey Open Public Records Act N.J.S.A. 47: 1A-1, et seq. The MHMUA will not be responsible for any costs associated with the oral or written and/or presentation of the proposals. The MHMUA reserves the right to reject any and all proposals, with or without cause, and waive any irregularities or informalities in the proposals in accordance with the Fair and Open Public Solicitation Process for Professional Service(s), pursuant to P.L. 2004, c.19 (N.J.S.A. 19:44A-20.4, et seq.). The MHMUA further reserves the right to make such investigations as it deems necessary as to the qualifications of any and all vendors submitting proposals. In the event that all proposals are rejected, the MHMUA reserves the right to re-solicit proposals. The MHMUA shall maintain all documentation for a period of five years from the date of final payment. Such records shall be made available to the New Jersey Office of the State Comptroller upon request.

III. MINIMUM QUALIFICATIONS

A. GENERAL CRITERIA

The Professional Qualifications for the Auditor shall include but may not be limited to the following:

- Experience generally in the proposer's profession, including exposure to issues likely to be of assistance in serving as Auditor;
- Knowledge of the MHMUA;
- The ability of the assigned Auditor to attend meetings of the MHMUA usually on the second Thursday of each month at 6:00 p.m. and/or at the time and place published by the MHMUA;
- Absence from client base of any client(s) who is currently or has in the past five years done business with the MHMUA:
 - In the alternative, the proposer can articulate the name(s) of such clients and the nature of that client's business with the MHMUA:
 - For purposes of this subparagraph, "doing business with the MHMUA" includes vending or other contractual obligations to the MHMUA or being an applicant before the MHMUA. Attachment G, Conflict of Interest Certification, must be executed;
- Compensation proposal set forth in detail, including request for benefits, if any;
- Other factors if demonstrated to be in the best interest of the MHMUA;
- Must maintain a bona fide office in the State of New Jersey;
- Must have sufficient support staff to provide all services required by the MHMUA; and
- Must list past and present public entities represented as Auditor.

B. DUTIES OF AUDITOR

The Duties of the Auditor shall include but may not be limited to the following:

- Performing an annual audit of the accounts of the MHMUA using Generally Accepted Accounting Principles;
- Preparing and submitting a summary of findings to the MHMUA;
- Updating and/or Reviewing the MHMUA's connection fee calculation as directed by the Finance Administrator or Executive Director;
- Preparing secondary market disclosure reports;
- Advising the MHMUA in all matters relating to accounting issues including but not limited to compliance with Local Public Contracts Law, the New Jersey Environmental Infrastructure Trust, and establishment and updates to the MHMUA's rate schedule;
- As required, attend meetings of the MHMUA and give opinions, suggestions and advice on issues that may arise at MHMUA meetings; and
- Other assigned duties which fall within the overall expertise of the Auditor.

IV. PROPOSAL

The undersigned individual, firm, or corporation hereby proposes to serve as MHMUA Auditor based upon the following compensation as listed on the enclosed Bid Proposal Form/Auditor Fee Structure.

V. MANDATORY CONTENTS OF PROPOSAL

The proposer MUST include the following in the proposal:

Proposer contact information and biographical survey forms:

1. The name and address of the firm, including the name, telephone number, fax number, and e-mail address of the individual responsible for the preparation of the proposal.
2. An executive summary of not more than three pages identifying and substantiating why the proposer is best qualified to provide the requested services.
3. A staffing plan listing those persons who will be assigned to the engagement if the proposer is selected, including the designation of the person who would be the proposer's officer responsible for all services required under the engagement.
 - a. This portion of the proposal should include the relevant resume information for the individuals who will be assigned including, at a minimum, a description of the person's relevant professional experience, years and type of experience, and number of years with the proposer.
4. A description of the proposer's experience in performing services of the type described in this RFP.
 - a. Specifically identify client size and specific examples of similarities with the scope of services required under this RFP.
5. A description of resources of the proposer (i.e., background, location, experience, staff resources, financial resources, other resources, etc.).
6. The location of the office, if other than the proposer's main office, at which the vendor plans to perform services required under this RFP.
7. A description of proposer's presence in New Jersey.
 - a. Specifically, the proposer must state whether the proposer is registered as a small business enterprise ("SBE") with the New Jersey Commerce and Economic Growth Commission New Jersey's Set-Aside Program.

Reference information:

8. References including the contact names, titles, and phone numbers.

Conflict of Interest Certification

9. Identification of any existing or potential conflicts of interest and disclose any representation of parties or other relationships that might be considered a conflict of interest regarding this engagement, or the MHMUA.

Additional information

10. Standard documentation shall include the following:
 - a. Bid Proposal Form – Auditor Fee Structure
 - b. Proposer Survey Forms: Biographical Information
 - c. Proposer Survey Forms: 2020 Summary
 - d. Proposer Survey Forms: Statement of Ownership Disclosure
 - e. Proposer Survey Forms: Disclosure of Investigations and Actions Involving Service Entity
 - f. Proposer Survey Forms: Reference Information
 - g. Proposer Survey Forms: Conflict of Interest Certification
 - h. Non-Collusion Affidavit
 - i. Proof of Business Registration
 - j. Acknowledgement of Receipt of Addenda, Corrections, Additions or Deletions Form

- k. Insurance Requirement Acknowledgement Form
- l. Affirmative Action Compliance Notice
- m. Affirmative Action Acknowledgement Form
- n. Political Contribution Disclosure Forms
- o. Disclosure of Investment Activities in Iran Form

All forms listed above (a through o) shall be completed in their entirety. Refer to the Checklist.

VI. WITHDRAWING PROPOSALS

Proposals forwarded to the MHMUA's QPA and/or designated representative before the time of opening may be withdrawn upon written application of the proposer who shall be required to produce evidence showing that they are, or they represent the principal or principals involved in the proposal. Proposals may not be withdrawn within twenty-four (24) hours of the stipulated time of opening.

VII. ERRORS IN PROPOSALS

If applicable, in the event there is a discrepancy between the unit prices and the extended totals, the unit prices shall govern or if between the correct sum of the extended totals and the total sum submitted, the correct sum shall govern. Amounts written in words shall govern over the amounts written in numerals.

VIII. TIME FOR AWARD OF CONTRACT

The MHMUA shall award the contract or reject all proposals within such time as may be specified in the RFP, but in no case more than 60 days, except that the proposals of any proposer who consents thereto may, at the request of the MHMUA, be held for consideration for such longer period as may be agreed.

The MHMUA shall award the contract or reject all proposals on or about June 11, 2020 at the MHMUA monthly Board meeting.

The award of the contract for this service will not be made unless the Chief Financial Officer has certified the necessary funds in a lawful manner.

IX. MODIFICATIONS OF PROPOSALS

Any proposer may modify his/her proposal by mail, courier, or hand delivery at any time, and said communication must be received by the MHMUA prior to the scheduled closing as specified in the RFP. The communication should not reveal the proposal price but should provide the addition to or subtraction from or other modification so that the MHMUA will not know the final price(s) or term(s) until the sealed proposal is opened.

X. REJECTION OF PROPOSALS

a. MULTIPLE PROPOSALS NOT ALLOWED

More than one proposal from an individual, a firm or partnership, a corporation or association of principals under the same or different names shall not be considered.

b. UNBALANCED PROPOSALS

Proposals which are obviously unbalanced, may be rejected at the option of the MHMUA.

c. RIGHT TO REJECT PROPOSALS

The right is reserved to reject any or all proposals in whole or in part if not in compliance with the standardized proposal requirements.

XI. INTERVIEW

The MHMUA reserves the right to interview any or all proposers. Although interviews may take place, the proposal should be comprehensive and complete on its face. The MHMUA reserves the right to request clarifying information subsequent to submission of the proposal.

XII. SELECTION PROCESS AND CRITERIA

All proposals will be reviewed to determine responsiveness. Non-responsive proposals will be rejected without further evaluation. For proposers that satisfy the minimum requirements, the MHMUA will evaluate proposals based on the following evaluation criteria, separate or combined in some manner, and not necessarily listed in order of significance:

- (a) The proposer's general approach to providing the services required under this RFP.
- (b) The qualifications and experience of the proposer's management, supervisory or other key personnel assigned to the engagement, with emphasis on documented experience in successfully completing work on contracts of similar size and scope to the services required by this RFP.

(c) The overall ability of the proposer to mobilize, undertake and successfully complete the engagement within the timeline. This criterion will include, but not be limited to the following factors:

1. The number and qualifications of management, supervisory and other staff proposed to perform the services required by this RFP;
2. The availability and commitment to the engagement of the proposer's management, supervisory and other staff; and
3. The proposer's contract management plan, including the proposer's contract organizational chart.

XIII. METHOD OF AWARD OF PROPOSALS

The right is reserved by the MHMUA to award proposals on a "service by service" basis, "per project" basis, in part or in whole as determined by the MHMUA.

XIV. RIGHT TO WAIVE INFORMALITIES RESERVED

The MHMUA expressly reserves the right to waive any informality in any proposal, and to accept the proposal, which in the MHMUA's judgment serves its best interests.

XV. PROFESSIONAL SERVICES ENTITY REFERRED TO LAWS

The attention of the proposer is directed to the provisions of Federal, State, County and Local Government statutes and regulations that may apply to the work.

XVI. PAYMENT

Requests for payment must be submitted no later than the 1st day of the month. Requests for payment must include the required purchase order or voucher, complete with the claimant certification & declaration (signature) and invoice. Only complete payment requests will be presented to the Board for review and approval at the monthly Board meeting usually held on the second Thursday of the month. Payment checks are processed only after Board approval.

XVII. TRANSITIONAL PERIOD

In the event a new contract has not been awarded prior to the contract expiration date, it shall be incumbent upon the professional services entity to continue the contract under the same terms and conditions until a new contract(s) can be completely operational. At no time shall this transition period extend more than ninety (90) days beyond the expiration date of the contract.

XVIII. FACSIMILE DOCUMENTS PROVIDED IN A PROPOSAL

Under no circumstances, on submission documents requiring authorized signatures, will the MHMUA accept documents provided through facsimile machines.

XIX. GENERAL REQUIREMENTS/INFORMATION

The successful contractor shall guarantee any or all material and services supplied as part of a contract awarded under these specifications. Defective or inferior items shall be replaced at the expense of the contractor.

STANDARDIZED PROPOSAL REQUIREMENTS & SELECTION CRITERIA (FAIR & OPEN PUBLIC SOLICITATION PROCESS FOR PROFESSIONAL SERVICES)

Mount Holly Municipal Utilities Authority "MHMUA" is seeking sealed proposals in response to a Public Notice for the Solicitation of a Professional Service Contract. It is understood by the proposer that this proposal is provided on the standardized submission requirements prepared by the MHMUA. All proposers shall become familiar with these standardized submission requirements or conditions. A proposer's failure to do same will not be accepted as an excuse.

NO MINIMUM PAYMENT IS IMPLIED OR GUARANTEED.

This proposal award is for a one (1) year contract for services, from **July 1, 2021 through June 30, 2022.**

The standardized proposal requirements shall include:

1. Names and roles of the individuals who will perform the services/tasks and descriptions of their experience with projects similar to the services contained herein including their education, degrees and certifications.
2. References and record of success of same or similar service.
3. Description of ability to provide the services in a timely fashion (including staffing, familiarity, and location of key staff).

4. Cost details, including the hourly rates of each of the individuals who will perform services, time estimates for each, all related expenses, and total cost of "not to exceed" amount.

The selection criteria to be used in awarding contracts shall include in ranked order:

1. Qualifications of the individuals who will perform the services/tasks and the amounts of their respective participation.
2. Experience and references.
3. Ability to perform the services/tasks in a timely fashion, including staffing and familiarity with the subject matter.
4. Cost consideration - including, but not limited to, historical costs for similar professional services, expertise involved and comparable costs for comparable public entities.
5. The MHMUA will primarily judge responses based on the qualifications and years of experience of the vendor and not only on hourly rate or set fees because of its belief that more experienced professionals, although commanding a higher rate, may save the MHMUA money by virtue of their advice and experience.

Mount Holly Municipal Utilities Authority

CHECKLIST

PROFESSIONAL SERVICE TITLE: Auditor

1SUBMISSION DATE: TUESDAY, MAY 18, 2021 AT 10:00 A.M. PREVAILING TIME.

The following items, as indicated below (X), shall be provided with the receipt of sealed proposals:

Required by OWNER		Initial each required entry and if required submit the item
X	a) Bid Proposal Form: Auditor Fee Structure	
X	b) Proposer Survey Forms: Biographical Information	
X	c) Proposer Survey Forms: 2020 Summary	
X	d) Proposer Survey Forms: Statement of Ownership Disclosure	
X	e) Proposer Survey Forms: Disclosure of Investigations and Actions Involving Service Entity	
X	f) Proposer Survey Forms: Reference Information	
X	g) Proposer Survey Forms: Conflict of Interest Certification	
X	h) Non-Collusion Affidavit	
X	i) Proof of New Jersey Business Registration	
X	j) Acknowledgement of Receipt of Addenda, Corrections, Additions or Deletions Form	
X	k) Insurance Requirement Acknowledgement Form	
X	l) Affirmative Action Compliance Notice	
X	m) Affirmative Action Acknowledgement Form	
X	n) Political Contribution Disclosure Forms	
X	o) Disclosure of Investment Activities in Iran Form	

MOUNT HOLLY MUNICIPAL UTILITIES AUTHORITY
BID PROPOSAL
AUDITOR FEE STRUCTURE – July 1, 2021 – June 30, 2022

The undersigned proposes to furnish and deliver the goods/services pursuant to the RFP and made part hereof.

Proposer should outline fees proposed, fee schedule (including attendance at regular monthly or special meetings), or other basis for compensation requested. Where applicable, indicate hourly rates, monthly or other retainers, per project fees, or such other manner of compensation deemed appropriate to the services to be provided.

Please provide the hourly rate for services in each of the following categories. Any fee or cost not specified in your proposal is to be included within the hourly fee proposed.

**NAME AND TITLE OF EMPLOYEE WHO WILL PERFORM SERVICES **	HOURLY RATE
Principal	
Manager	
Senior Accountant	
Staff Accountant	
Administrative/Clerical	

Please use additional sheets if necessary.

The undersigned hereby declares that they have carefully examined the requirements of the specifications contained herein and propose the following for the position of Auditor, and if awarded the contract, he/she will provide services as required by the specifications.

TOTAL COST, where appropriate, total cost "not to exceed" amount:

In numbers \$ _____ In words: \$ _____

Company Name

Federal I.D. # or Social Security #

Address

Signature of Authorized Agent

Type or Print Name

Title: _____

Date

Telephone Number

Fax Number

E-mail

**Please include on a separate sheet the definition of the title used. The definition should reference the level of experience, licensing, and/or parameters of the job function.

Contract will be awarded by price and other factors considered.

**Mount Holly Municipal Utilities Authority
PROPOSER SURVEY FORM
BIOGRAPHICAL INFORMATION**

(Print or Type)

Name of Proposer Firm:			
Address:	City:	State:	Zip:

In connection with the above-named company, I hereby make representations and supply information about myself as hereinafter set forth. (attach addendum or separate sheet if space hereon if insufficient to answer any question fully)
IF ANSWER IS "NONE" or "NO EXCEPTION", SO STATE

1.	Affiant's Full Name:		
2.	Other Names Used at any Time:		
3.	Date of Birth:	Place of Birth:	
4.	Tax Identification Number:		
5.	For the last 10 years, I have lived at the following address or addresses:		
	Address:	City:	State: Zip:
	Address:	City:	State: Zip:
	Address:	City:	State: Zip:

6.	Schooling	College Graduate or Professional Degree (List)	

(ATTACH LIST OF ALL EDUCATIONAL INSTITUTIONS AND LOCATION-CITY AND STATE)

7. Member of Professional Societies or Associations (List):

8. I presently hold or have held, in the past, the following professional, occupational, and vocational licenses issued by public or governmental licensing agencies or authorities (state date license issue, issuer of license, date terminated, and reason for termination):

9.	Present Chief Occupation			
	Position or Title			
	Employer's Name			
	Address:	City:	State:	Zip:
How long in this position?		How long with this employer?		Where?

10. Other jobs, positions, directorates concurrently held at present.

--

11. Complete Employment record for Past 20 Years:

DATES	EMPLOYER & ADDRESS	TITLE

12. I control directly or indirectly or own legally or beneficially 10% or more of the outstanding capital stock (in voting power) of the following companies:

13. If any of the above stock is pledged or hypothecated in any way, please detail fully:

14. I have never been adjudicated as bankrupt, except as follows:

15. I have never been convicted or had a sentence imposed or suspended, or had pronouncement of a sentence suspended, or been pardoned for conviction of, or pleaded guilty of an nolo contendere to an information an indictment charging a felony for embezzlement, theft or larceny, mail fraud, or violating any corporate securities statute or any insurance law, nor have I been the subject of a cease and desist order or consent order of any federal or state regulatory agency, except as follows:

16. During the last 10 years, I have neither been refused a professional, occupational vocational license by any public or governmental licensing agency or regulatory Authority, nor has such a license held by me ever been suspended or revoked, except as follows:

17. I have never been an officer, director, key employee or controlling stockholder of a company which, while I occupied any such position or capacity with respect to it, became insolvent or was enjoined from or ordered to cease and desist from violating any law, except as follows:

18. Neither I nor any company of which I was an officer, director or key management person at the time has ever been subject to any civil action alleging fraud, negligence or violation of any applicable racketeering statutes (state or federal), except as follows:

I hereby certify under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge and belief and further, by the affixation of my signature herein, I hereby give my certified consent to the New Jersey Department of Insurance to verify the representations and information supplied in response to all questions on the biographical data form, with any Federal, State, municipal or other agency which may have knowledge and/or information thereon.

(Signature of Affiant)

State of _____

County of _____

_____, personally, appeared before me, personally known to me, who, being duly sworn, deposes and says that affiant executed the above instrument and that the statements and answers contained therein are true and correct to the best of affiant's knowledge and belief.

Subscribed and sworn to before me this ____ day of _____, 2021.

Notary Public

My Commission Expires _____

(SEAL)

Mount Holly Municipal Utilities Authority
PROPOSER SURVEY FORM
YEAR 2020 SUMMARY

Firm Name:		
Address:	City:	State: Zip:
Phone:	Email:	Fax:

1.) List all parties having or deriving any interest, right or benefit in the firm.

NAME	ADDRESS	INTEREST

2.) List all senior officers and directors who will be servicing the MHMUA, along with a description of professional qualifications.

NAME	TITLE	QUALIFICATIONS

I hereby certify that the information on this disclosure is accurate and complete and that I am an officer of the firm and am duly authorized to supply this information on behalf of the firm.

Signature: _____

Print: _____

Title: _____

Date: _____

Mount Holly Municipal Utilities Authority
PROPOSER SURVEY FORM
STATEMENT OF OWNERSHIP DISCLOSURE FORM
N.J.S.A. 52:25-24.2 (P.L. 1977, c.33, as amended by P.L. 2016, c.43)

This statement shall be completed, certified to, and included with all bid and proposal submissions. Failure to submit the required information is cause for automatic rejection of the bid or proposal.

Firm Name:			
Address:	City:	State:	Zip:

Part I Check the box that represents the type of business organization:

- ☐ Sole Proprietorship (skip Parts II and III, execute certification in Part IV)
- ☐ Non-Profit Corporation (skip Parts II and III, execute certification in Part IV)
- ☐ For-Profit Corporation (any type) ☐ Limited Liability Company (LLC)
- ☐ Partnership ☐ Limited Partnership ☐ Limited Liability Partnership (LLP)
- ☐ Other (be specific): _____

Part II

- ☐ The list below contains the names and addresses of all stockholders in the corporation who own 10 percent or more of its stock, of any class, or of all individual partners in the partnership who own a 10 percent or greater interest therein, or of all members in the limited liability company who own a 10 percent or greater interest therein, as the case may be. (**COMPLETE THE LIST BELOW IN THIS SECTION**)

OR

- ☐ No one stockholder in the corporation owns 10 percent or more of its stock, of any class, or no individual partner in the partnership owns a 10 percent or greater interest therein, or no member in the limited liability company owns a 10 percent or greater interest therein, as the case may be. (**SKIP TO PART IV**)

(Please attach additional sheets if more space is needed):

Name of Individual or Business Entity	Home Address (for Individuals) or Business Address

Part III DISCLOSURE OF 10% OR GREATER OWNERSHIP IN THE STOCKHOLDERS, PARTNERS OR LLC MEMBERS LISTED IN PART II

If a bidder has a direct or indirect parent entity which is publicly traded, and any person holds a 10 percent or greater beneficial interest in the publicly traded parent entity as of the last annual federal Security and Exchange Commission (SEC) or foreign equivalent filing, ownership disclosure can be met by providing links to the website(s) containing the last annual filing(s) with the federal Securities and Exchange Commission (or foreign equivalent) that contain the name and address of each person holding a 10% or greater beneficial interest in the publicly traded parent entity, along with the relevant page numbers of the filing(s) that contain the information on each such person. Attach additional sheets if more space is needed.

Website (URL) containing the last annual SEC (or foreign equivalent) filing	Page #'s

Please list the names and addresses of each stockholder, partner or member owning a 10 percent or greater interest in any corresponding corporation, partnership and/or limited liability company (LLC) listed in Part II other than for any publicly traded parent entities referenced above. The disclosure shall be continued until names and addresses of every non-corporate stockholder, and individual partner, and member exceeding the 10 percent ownership criteria established pursuant to N.J.S.A. 52:25-24.2 has been listed. Attach additional sheets if more space is needed.

Stockholder/Partner/Member and Corresponding Entity Listed in Part II	Home Address (for Individuals) or Business Address

PART IV CERTIFICATION

I, being duly sworn upon my oath, hereby represent that the foregoing information and any attachments thereto to the best of my knowledge are true and complete. I acknowledge: that I am authorized to execute this certification on behalf of the proposer; that the Mount Holly Municipal Utilities Authority is relying on the information contained herein and that I am under a continuing obligation from the date of this certification through the completion of any contracts with Mount Holly Municipal Utilities Authority to notify the Mount Holly Municipal Utilities Authority in writing of any changes to the information contained herein; that I am aware that it is a criminal offense to make a false statement or misrepresentation in this certification, and if I do so, I am subject to criminal prosecution under the law and that it will constitute a material breach of my agreement(s) with the, permitting the Mount Holly Municipal Utilities Authority to declare any contract(s) resulting from this certification void and unenforceable.

Full Name (Print)

Title

Signature

Date

Mount Holly Municipal Utilities Authority
PROPOSER SURVEY FORM
DISCLOSURE OF INVESTIGATIONS AND ACTIONS INVOLVING PROPOSER

The proposer shall provide a detailed description of any investigation, litigation, including administrative complaints or other administrative proceedings, involving any public-sector client during the past five (5) years including the nature and status of the investigation, and, for any litigation, the caption of the action, a brief description of the action, the date of inception, current status, and, if applicable, disposition.

INVESTIGATION(S)

Indicate "NONE" if no investigations were undertaken. Attach additional pages if necessary.

Person or Entity	Date of Inception	Brief Description	Disposition/Status (If Applicable)	Proposer Contact Names & Telephone for additional Information

Litigation/Administrative Complaints Indicate "NONE" if no Litigation/Administrative Complaints. Attach additional pages if necessary.

Person or Entity	Date of Inception	Caption of the Action	Brief Description of the Action	Current Status or Disposition (if applicable)	Proposer Contact Name and Telephone for additional information

Mount Holly Municipal Utilities Authority
PROPOSER SURVEY FORM
CLIENT REFERENCE FORM

Proposer shall provide a list of three (3) clients for whom similar services have been provided

Reference 1

Client Name:			
Address:		City:	State: Zip:
Contact Person:		Title:	
Telephone:	Fax:		Email:
Briefly describe the services provided by the Proposer:			

The Contact Person should be a responsible party of the Client for which the work was performed and have comprehensive knowledge about the project and the Proposer's role and responsibilities within the project.

Reference 2

Client Name:			
Address:		City:	State: Zip:
Contact Person:		Title:	
Telephone:	Fax:		Email:
Briefly describe the services provided by the Proposer:			

The Contact Person should be a responsible party of the Client for which the work was performed and have comprehensive knowledge about the project and the Proposer's role and responsibilities within the project.

Reference 3

Client Name:			
Address:		City:	State: Zip:
Contact Person:		Title:	
Telephone:	Fax:		Email:
Briefly describe the services provided by the Proposer:			

The Contact Person should be a responsible party of the Client for which the work was performed and have comprehensive knowledge about the project and the Proposer's role and responsibilities within the project.

Mount Holly Municipal Utilities Authority
PROPOSER SURVEY FORM
CONFLICT OF INTEREST CERTIFICATION

The undersigned certifies to the Mount Holly Municipal Utilities Authority ("MHMUA"), County of Burlington, State of New Jersey that in performing services to the MHMUA he/she is aware of no circumstance that would constitute a conflict of interest, financial or otherwise, between himself/herself (or his/her firm) and the interests of the MHMUA. The undersigned certifies that he/she has made a search of his/her firm's client base and has executed this certification subsequent to such search.

The undersigned acknowledges this is a continuing certification and shall remain in effect for the term of the services contained in the solicited request for proposal. I certify that the foregoing statements made by me are true. I am aware that if any of the foregoing statements made by me are false, the MHMUA is free to terminate any professional service agreement entered into with the undersigned and/or his or her firm.

COMPANY/FIRM: _____

Full Name (Print)

Title

Signature

Date

Mount Holly Municipal Utilities Authority

NON-COLLUSION AFFIDAVIT

State of New Jersey

County of _____

ss:

I, _____ residing in _____
(name of affiant) (name of municipality)

in the County of _____ and State of _____, of full age, being duly sworn

according to law on my oath depose and say that:

I am _____ of the firm of _____
(title or position) (name of firm)

the Firm making the submission for the service entitled _____,
(name of Professional Service)

and that I executed the said proposal with full authority to do so that said; that said Firm has not, directly or indirectly entered into any agreements, participated in any collusion, or otherwise taken any action in restraint of fair and open competition in connection with the above named service; and that all statements contained in said submission and in this affidavit are true and correct, and made with full knowledge that the Mount Holly Municipal Utilities Authority relies upon the truth of the statements contained in said submission and in the statements contained in this affidavit in awarding the contract for said Service.

I further warrant that no person or selling agency has been employed or retained to solicit or secure such contract upon an agreement or understanding for a commission, percentage, brokerage, or contingent fee, except bona fide employees or bona fide established commercial or selling agencies maintained by:

Name of Firm

Subscribed and sworn to before me this day this ____ day of _____, 2021

Notary public, State of _____

(Signature of Professional)

My Commission expires: _____

(Type or Print name of affiant and Title under signature)

(SEAL)

MOUNT HOLLY MUNICIPAL UTILITIES AUTHORITY


PROOF OF BUSINESS REGISTRATION


N.J.S.A. 52:32-44 requires that each proposer submit proof of business registration with the proposal. Proof of registration shall be a copy of the proposer's Business Registration Certificate (BRC). A BRC is obtained from the New Jersey Division of Revenue.

Information on obtaining a BRC is available on the internet at www.nj.gov/njbgs or by phone at (609) 292-1730. N.J.S.A. 52:32-44 imposes the following requirements on contractors and all subcontractors that **knowingly** provide goods or perform services for a contractor fulfilling this contract:

- 1) The contractor shall provide written notice to its subcontractors and suppliers to submit proof of business registration to the contractor;
- 2) Prior to receipt of final payment from a contracting agency, a contractor must submit to the contracting agency an accurate list of all subcontractors or attest that none was used;
- 3) During the term of this contract, the contractor and its affiliates shall collect and remit, and shall notify all subcontractors and their affiliates that they must collect and remit to the Director, New Jersey Division of Taxation, the use tax due pursuant to the Sales and Use Tax Act, (N.J.S.A. 54:32B-1 et seq.) on all sales of tangible personal property delivered into this State.

A contractor, subcontractor or supplier who fails to provide proof of business registration or provides false business registration information shall be liable to a penalty of \$25 for each day of violation, not to exceed \$50,000 for each business registration not properly provided or maintained under a contract with a contracting agency. Information on the law and its requirements is available by calling (609) 292-1730.

 STATE OF NEW JERSEY BUSINESS REGISTRATION CERTIFICATE	
Taxpayer Name:	TAX REG TEST ACCOUNT
Trade Name:	
Address:	847 ROEBLING AVE TRENTON, NJ 08611
Certificate Number:	1093907
Date of Issuance:	October 14, 2004
For Office Use Only: 20041014112823533	

STATE OF NEW JERSEY BUSINESS REGISTRATION CERTIFICATE		DEPARTMENT OF TREASURY DIVISION OF REVENUE PO BOX 252 TRENTON, NJ 08646-0252
TAXPAYER NAME:	TRADE NAME:	
TAXPAYER IDENTIFICATION#:	SEQUENCE NUMBER:	
ADDRESS:	ISSUANCE DATE:	
EFFECTIVE DATE:	 Acting Director	
FORM-BRC(08-01)		This Certificate is NOT assignable or transferable. It must be conspicuously displayed at above address.

Mount Holly Municipal Utilities Authority

**ACKNOWLEDGEMENT OF RECEIPT OF ADDENDA
CORRECTIONS, ADDITIONS AND DELETIONS FORM**

Addendum Number	Dated	Acknowledge Receipt (Initials)

I, _____ of the firm _____
hereby acknowledge that any corrections, additions and/or deletions have been initialed and dated in this
Proposal.

Full Name (Print)

Title

Signature

Date

☐ **NO ADDENDA WERE RECEIVED**

Acknowledge for proposer: _____

Full Name (Print)

Title

Signature

Date

Mount Holly Municipal Utilities Authority

INSURANCE REQUIREMENTS AND ACKNOWLEDGEMENT FORM

Certificate(s) of Insurance shall be filed with the MHMUA upon award of contract by the MHMUA's Board.

The minimum amount of insurance to be carried by the successful contractor shall be as follows:

Professional Liability Insurance

Limits shall be a minimum of \$1,000,000.00 for each claim and \$1,000,000.00 aggregate each policy period.

***Contractor shall not commence operations until MHMUA has been furnished original certificate(s) of Insurance and certified original copies of endorsements or policies of insurance in the amounts and/or minimum coverage(s) required in this proposal.**

Acknowledgement of Insurance Requirement:

Full Name (Print)

Title

Signature

Date

AFFIRMATIVE ACTION COMPLIANCE NOTICE
N.J.S.A. 10:5-31 and N.J.A.C. 17:27

GOODS AND SERVICES CONTRACTS
(INCLUDING PROFESSIONAL SERVICES)

This form is a summary of the successful contractor's requirement to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27-1 et seq.

The successful contractor shall submit to the public agency, after notification of award but prior to execution of this contract, one of the following three documents as forms of evidence:

(a) A photocopy of a valid letter that the contractor is operating under an existing Federally approved or sanctioned affirmative action program (good for one year from the date of the letter);

OR

(b) A photocopy of a Certificate of Employee Information Report approval, issued in accordance with N.J.A.C. 17:27-4;

OR

(c) A photocopy of an Employee Information Report (Form AA302) provided by the Division and distributed to the public agency to be completed by the contractor in accordance with N.J.A.C. 17:27-4.

The successful contractor may obtain the Affirmative Action Employee Information Report (AA302) from the MHMUA during normal business hours.

The successful contractor(s) must submit the copies of the AA302 Report to the Division of Contract Compliance and Equal Employment Opportunity in Public Contracts (Division). The Public Agency copy is submitted to the MHMUA, and the Vendor copy is retained by the contractor.

The undersigned contractor certifies that he/she is aware of the commitment to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27.1 et seq. and agrees to furnish the required forms of evidence.

The undersigned contractor further understands that his/her bid shall be rejected as non-responsive if said contractor fails to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27-1 et seq.

COMPANY/FIRM: _____

Full Name (Print)

Title

Signature

Date

Mount Holly Municipal Utilities Authority

AFFIRMATIVE ACTION ACKNOWLEDGEMENT

The following questions must be answered by all proposers:

1. Do you have a federally approved or sanctioned Affirmative Action Program?

YES _____

NO _____

If yes, please submit a copy of such approval.

2. Do you have a State Certificate of employee Information Report approval?

YES _____

NO _____

If yes, please submit a photo static copy of such approval.

The undersigned proposer certifies that he/she is aware of the commitment to comply with the requirements of P.L. 1975, Chapter 127, and agrees to furnish the required documentation pursuant to law.

COMPANY/FIRM: _____

PRINT NAME: _____

TITLE: _____

SIGNATURE: _____

DATE: _____

Note: A proposal must be rejected as non-responsive if the proposer fails to comply with the requirements of P.L. 1975, chapter 127, within the time frame stipulated.

Mount Holly Municipal Utilities Authority

AMERICANS WITH DISABILITIES ACT OF 1990 **EQUAL OPPORTUNITY FOR INDIVIDUALS WITH DISABILITY**

The CONTRACTOR and the Mount Holly Municipal Utilities Authority (herein referred to as "MHMUA") do hereby agree that the provisions of Title 11 of the Americans With Disabilities Act of 1990 (the "Act") (42 U.S.C. S12101 et seq.), which prohibits discrimination on the basis of disability by public entities in all services, programs and activities provided or made available by public entities, and the rules and regulations promulgated pursuant thereunto, are made a part of this contract. In providing any aid, benefit, or service on behalf of the MHMUA pursuant to this contract, the CONTRACTOR agrees that the performance shall be in strict compliance with the Act. In the event the CONTRACTOR, its agents, servants, employees, or subcontractors violate or are alleged to have violated the Act during the performance of this contract, the CONTRACTOR shall defend the MHMUA in any action or administrative proceeding commenced pursuant to this Act. The CONTRACTOR shall indemnify, protect, and save harmless the MHMUA, its agents, servants, and employees from and against any and all suits, claims, losses, demands, or damages of whatever kind or nature arising out of or claimed to arise out of the alleged violation. The CONTRACTOR shall, at its own expense, appear, defend, and pay any and all charges for legal services and any and all costs and other expenses arising from such action or administrative proceeding or incurred in connection therewith. In any and all complaints brought pursuant to the Authorities grievance procedure, the CONTRACTOR agrees to abide by any decision of the MHMUA, which is rendered pursuant to, said grievance procedure. If any action or administrative proceeding results in an award of damages against the MHMUA or if the MHMUA incurs any expense to cure a violation of the ADA which has been brought pursuant to its grievance procedure, the CONTRACTOR shall satisfy and discharge the same at its own expense.

The MHMUA shall, as soon as practicable after a claim has been made against it, give written notice thereof to the CONTRACTOR along with full and complete particulars of the claim. If any action or administrative proceeding is brought against the MHMUA or any of its agents, servants, and employees, the MHMUA shall expeditiously forward or have forwarded to the CONTRACTOR every demand, complaint, notice, summons, pleading, or other process received by the MHMUA or its representatives.

It is expressly agreed and understood that any approval by the MHMUA of the services provided by the CONTRACTOR pursuant to this contract will not relieve the CONTRACTOR of the obligation to comply with the Act and to defend, indemnify, protect, and save harmless the MHMUA pursuant to this paragraph.

It is further agreed and understood that the MHMUA assumes no obligation to indemnify or save harmless the CONTRACTOR, its agents, servants, employees and subcontractors for any claim which may arise out of their performance of this Agreement. Furthermore, the CONTRACTOR expressly understands and agrees that the provisions of this indemnification clause shall in no way limit the CONTRACTOR obligations assumed in this Agreement, nor shall they be construed to relieve the CONTRACTOR from any liability, nor preclude the MHMUA from taking any other actions available to it under any other provisions of this Agreement or otherwise at law.

MANDATORY EQUAL EMPLOYMENT OPPORTUNITY LANGUAGE

N.J.S.A. 10:5-31 et seq. (P.L. 1975, C. 127)

N.J.A.C. 17:27

GOODS, PROFESSIONAL SERVICE AND GENERAL SERVICE CONTRACTS

During the performance of this contract, the contractor agrees as follows:

The contractor or subcontractor, where applicable, will not discriminate against any employee or applicant for employment because of age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality, or sex. Except with respect to affectional or sexual orientation and gender identity or expression, the contractor will take affirmative action to ensure that such applicants are recruited and employed, and that employees are treated during employment, without regard to their age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality, or sex. Such action shall include, but not be limited to the following: employment, upgrading, demotion, or transfer; recruitment or recruitment advertising; layoff or termination; rates of pay or other forms of compensation; and selection for training, including apprenticeship. The contractor agrees to post in conspicuous places, available to employees and applicants for employment, notices to be provided by the Public Agency Compliance Officer setting forth provisions of this nondiscrimination clause.

The contractor or subcontractor, where applicable will, in all solicitations or advertisements for employees placed by or on behalf of the contractor, state that all qualified applicants will receive consideration for employment without regard to age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex.

The contractor or subcontractor, where applicable, will send to each labor union or representative or workers with which it has a collective bargaining agreement or other contract or understanding, a notice, to be provided by the agency contracting officer advising the labor union or workers' representative of the contractor's commitments under this act and shall post copies of the notice in conspicuous places available to employees and applicants for employment.

The contractor or subcontractor, where applicable, agrees to comply with any regulations promulgated by the Treasurer pursuant to N.J.S.A. 10:5-31 et seq., as amended and supplemented from time to time and the Americans with Disabilities Act.

The contractor or subcontractor agrees to make good faith efforts to employ minority and women workers consistent with the applicable county employment goals established in accordance with N.J.A.C. 17:27-5.2, or a binding determination of the applicable county employment goals determined by the Division, pursuant to N.J.A.C. 17:27-5.2.

The contractor or subcontractor agrees to inform in writing its appropriate recruitment agencies including, but not limited to, employment agencies, placement bureaus, colleges, universities, labor unions, that it does not discriminate on the basis of age, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex, and that it will discontinue the use of any recruitment agency which engages in direct or indirect discriminatory practices.

The contractor or subcontractor agrees to revise any of its testing procedures, if necessary, to assure that all personnel testing conforms with the principles of job-related testing, as established by the statutes and court decisions of the State of New Jersey and as established by applicable Federal law and applicable Federal court decisions.

In conforming with the applicable employment goals, the contractor or subcontractor agrees to review all procedures relating to transfer, upgrading, downgrading and layoff to ensure that all such actions are taken without regard to age, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex, consistent with the statutes and court decisions of the State of New Jersey, and applicable Federal law and applicable Federal court decisions.

The contractor shall submit to the public agency, after notification of award but prior to execution of a goods and services contract, one of the following three documents:

- Letter of Federal Affirmative Action Plan Approval
- Certificate of Employee Information Report
- Employee Information Report Form AA302

The contractor and its subcontractors shall furnish such reports or other documents to the Div. of Contract Compliance & EEO as may be requested by the office from time to time to carry out the purposes of these regulations, and public agencies shall furnish such information as may be requested by the Div. of Contract Compliance & EEO for conducting a compliance investigation pursuant to **Subchapter 10 of the Administrative Code at N.J.A.C. 17:27.**

MOUNT HOLLY MUNICIPAL UTILITIES AUTHORITY

Disclosure of Contributions to New Jersey Election Law Enforcement Commission (ELEC)

N.J.S.A. 19:44A-20.27 establishes a new disclosure requirement for business entities. It requires that, when a business entity has received in any calendar year \$50,000 or more in public contracts with public entities, it must file an annual report with the Election Law Enforcement Commission (ELEC). The report shall disclose any contribution of money or any other thing of value, including an in-kind contribution, or pledge to make a contribution of any kind:

- To a candidate for or the holder of any public office having ultimate responsibility for the awarding of public contracts, or,
- To a political party committee, legislative leadership committee, political committee or continuing political committee.

The report will include all reportable contributions made by the business entity during the 12 months prior to the reporting deadline. ELEC will be promulgating a form and procedures for filing commencing in January 2007. ELEC can also impose fines for failure to comply with this requirement.

While the local unit has no role in this process, it is recommended that all bid or proposal specifications and contracts should include language notifying business entities of their potential obligation under the law. Such language could read as follows:

Starting in January 2007, all business entities are advised of their responsibility to file an annual disclosure statement of political contributions with the New Jersey Election Law Enforcement Commission (ELEC) pursuant to N.J.S.A. 19:44A-20.27 if they receive contracts in excess of \$50,000 from public entities in a calendar year. Business entities are responsible for determining if filing is necessary. Additional information on this requirement is available from ELEC at 888-313-3532 or at www.elec.state.nj.us.

C. 271 POLITICAL CONTRIBUTION DISCLOSURE FORM
Required Pursuant To N.J.S.A. 19:44A-20.26

**THIS FORM OR ITS PERMITTED FACSIMILE MUST BE SUBMITTED TO THE LOCAL UNIT
NO LATER THAN 10 DAYS PRIOR TO THE AWARD OF THE CONTRACT.**

Part I –Proposer Firm Information

Firm Name:

Address:

City:

State:

Zip:

The undersigned being authorized to certify, hereby certifies that the submission provided herein represents compliance with the provisions of N.J.S.A. 19:44A-20.26 and as represented by the Instructions accompanying this form.

Signature

Printed Name

Title

Part II – Contribution Disclosure

Disclosure requirement: Pursuant to N.J.S.A. 19:44A-20.26 this disclosure must include all reportable political contributions (more than \$300 per election cycle) over the 12 months prior to submission to the committees of the government entities listed on the form provided by the local unit.

☐ Check here if disclosure is provided in electronic form.

Contributor Name	Recipient Name	Date	Dollar Amount
			\$

☐ Check here if the information is continued on subsequent page(s)

Continuation Page
C. 271 POLITICAL CONTRIBUTION DISCLOSURE FORM
Required Pursuant To N.J.S.A. 19:44A-20.26

Page ____ of ____

Vendor Name:

[illegible]☐ Check here if the information is continued on subsequent page(s)

List of Agencies with Elected Officials Required for Political Contribution Disclosure
N.J.S.A. 19:44A-20.26

County Name: Burlington

State: Governor, and Legislative Leadership Committees

Legislative District #s: 7, 8, 9, & 30 (State Senator and two members of the General Assembly per district.)

County: Freeholders County Clerk Sheriff Surrogate

Municipalities - Mayor and members of governing body regardless of title:	Boards of Education - Members of the Board:	Fire Districts - Board of Fire Commissioners:
Eastampton Township Hainesport Township Lumberton Township Moorestown Township Mount Holly Township Westampton Township	Eastampton Township Hainesport Township Lumberton Township Moorestown Township Mount Holly Township Westampton Township	Eastampton Township Fire District No. 1 Moorestown Township Fire District No. 1 Moorestown Township Fire District No. 2 Mount Holly Township Fire District No. 1

STATE OF NEW JERSEY – DIVISION OF PURCHASE AND PROPERTY DISCLOSURE OF INVESTMENT ACTIVITIES IN IRAN

Quote Number: _____ **Bidder/Offeror:** _____

PART 1: CERTIFICATION

BIDDERS MUST COMPLETE PART 1 BY CHECKING EITHER BOX

FAILURE TO CHECK ONE OF THE BOXES WILL RENDER THE PROPOSAL NON-RESPONSIVE.

Pursuant to Public Law 2012, c. 25, any person or entity that submits a bid or proposal or otherwise proposes to enter into or renew a contract must complete the certification below to attest, under penalty of perjury, that neither the person or entity, nor any of its parents, subsidiaries, or affiliates, is identified on the Department of Treasury's Chapter 25 list as a person or entity engaging in investment activities in Iran. The Chapter 25 list is found on the Division's website at

<http://www.state.nj.us/treasury/purchase/pdf/Chapter25List.pdf>. Bidders **must** review this list prior to completing the below certification.

Failure to complete the certification will render a bidder's proposal non-responsive. If the Director finds a person or entity to be in violation of law, s/he shall take action as may be appropriate and provided by law, rule or contract, including but not limited to, imposing sanctions, seeking compliance, recovering damages, declaring the party in default and seeking debarment or suspension of the party.

PLEASE CHECK THE APPROPRIATE BOX:

☐ I certify, pursuant to Public Law 2012, c. 25, that neither the bidder listed above nor any of the bidder's parents, subsidiaries, or affiliates is listed on the N.J. Department of the Treasury's list of entities determined to be engaged in prohibited activities in Iran pursuant to P.L. 2012, c. 25 ("Chapter 25 List"). I further certify that I am the person listed above, or I am an officer or representative of the entity listed above and am authorized to make this certification on its behalf. I will skip Part 2 and sign and complete the Certification below.

☐ I am unable to certify as above because the bidder and/or one or more of its parents, subsidiaries, or affiliates is listed on the Department's Chapter 25 list. I will provide a detailed, accurate and precise description of the activities in Part 2 below and sign and complete the Certification below. Failure to provide such will result in the proposal being rendered as non-responsive and appropriate penalties, fines and/or sanctions will be assessed as provided by law.

PART 2: PLEASE PROVIDE FURTHER INFORMATION RELATED TO INVESTMENT ACTIVITIES IN IRAN

You must provide a detailed, accurate and precise description of the activities of the bidding person/entity, or one of its parents, subsidiaries, or affiliates, engaging in the investment activities in Iran outlined above by completing the boxes below.

EACH BOX WILL PROMPT YOU TO PROVIDE INFORMATION RELATIVE TO THE ABOVE QUESTIONS. PLEASE PROVIDE THOROUGH ANSWERS TO EACH QUESTION. ADDITIONAL ENTRIES CAN BE ADDED ON ANOTHER SHEET IF REQUIRED AS PART OF THIS DISCLOSURE.

Name: _____ Relationship to Proposer: _____

Description of Activities: _____

Duration of Engagement: _____ Anticipated Cessation Date: _____

Proposer Contact Name: _____ Contact Phone Number _____

Name: _____ Relationship to Proposer: _____

Description of Activities: _____

Duration of Engagement: _____ Anticipated Cessation Date: _____

Proposer Contact Name: _____ Contact Phone Number _____

Certification: I, being duly sworn upon my oath, hereby represent that the foregoing information and any attachments thereto to the best of my knowledge are true and complete. I acknowledge: that I am authorized to execute this certification on behalf of the bidder; that the State of New Jersey is relying on the information contained herein and that I am under a continuing obligation from the date of this certification through the completion of any contracts with the State to notify the State in writing of any changes to the information contained herein; that I am aware that it is a criminal offense to make a false statement or misrepresentation in this certification, and if I do so, I am subject to criminal prosecution under the law and that it will constitute a material breach of my agreement(s) with the State, permitting the State to declare any contract(s) resulting from this certification void and unenforceable.

Full Name (print): _____ Signature: _____ **Do not enter PIN as a signature**

Title: _____ Date: _____

Mount Holly Municipal Utilities Authority

I HEREBY CERTIFY THE INFORMATION CONTAINED IN THIS PROPOSAL IS CORRECT AND ACCURATE TO MY PERSONAL KNOWLEDGE. I AM MAKING THIS CERTIFICATION IN GOOD FAITH.

CERTIFYING OFFICIAL:

NAME:	_____
TITLE:	_____
SIGNATURE:	_____
DATE:	_____