

UNIVERSITY OF ILLINOIS
PROFESSIONAL SERVICES RETAINER AGREEMENT POLICY
As of 01/2025

PURPOSE

During the course of a fiscal year (starting July 01 and ending June 30), a number of small and supporting roles for large capital improvement projects occur that require professional services in an expedited fashion. The purpose of obtaining retainer professional services is to improve the timing of delivery of services for these projects. The University has determined that it is in its best interest to retain the services of professional consultants to be available to assist on these projects. Firms under contract and “on call” will thus be available to respond to assist with a project on a timely basis.

POLICY

- Procurement of retainer professional services agreements will be in compliance with the regulations of the Higher Education Procurement Rules of the Illinois Procurement Code, the University of Illinois Qualifications Based Selection Policy and the University of Illinois RFP Consultant Selection Policy. If the capital construction unit (CCU) intends to hire more than one firm through a single procurement posting, the post must clearly state such intention and identify the selection criteria. Retainer professional services agreements and associated work orders must be initiated and coordinated by the CCU.
- Each original agreement will be for either one year with options to annually renew for up to three additional years, or one 2-year agreement with an option to renew for another 2-years, for a total of 4 years. Requested duration changes to those listed here, must be submitted by CCU to University Office of Capital Programs (UOCP) and reviewed and approved by Assistant Vice President – Capital Programs and Utility Services (AVP).
- The Assistant Vice President – Capital Programs and Utility Services (AVP) will approve firms recommended by the selection committee for retainer contracts. The UIC Vice Chancellor for Administrative Services, the UIS Associate Vice Chancellor of Facilities and Services, or the UIUC Associate Vice Chancellor and Executive Director of Facilities and Services and the AVP will approve the renewals and any renegotiated hourly rates.
- Unless otherwise stated in the professional services agreement and/or the award posted to the State Procurement Bulletin, retainer agreements may be used on individual small projects with expected total project costs less than \$7,500,000 or with professional services fees up to \$750,000 per project. Retainer agreements may be used on individual projects with an expected total project cost greater than \$7,500,000, in a supporting role for outside architect of record/engineer of record (AOR/EOR) for project management services, on-site observations, peer cost estimates, peer design review, feasibility studies or otherwise approved by the AVP. Any retainer services other than those listed here, must be submitted by CCU to UOCP and reviewed and approved by AVP.
- Unless otherwise stated in the professional services agreement and/or the award posted to the State Procurement Bulletin, any work that causes the cumulative amount of award on an individual retainer contract to exceed \$1,000,000 in fees in the same contract year will require Board of Trustees approval.
- Prior to executing a work order for services, the CCU must have completed a Project Data Summary, secured necessary project approval, and identified the source of funds for the project, including the account number against which the project will be billed, and clearly defined the scope, schedule and budget for the project.

- A Retainer Contract Work Order (see Attachment B) will be completed for each individual project.
- For individual pay requests, see attached Guidelines (Attachment A).
- Reporting will be generated by the UOCP from data in EDW as requested.
- A performance evaluation of the PSC for each Retainer Contract Work Order shall be completed in VSA at project completion of each Retainer Contract Work Order within one month of project completion. Discussions with the PSC should be made if applicable diversity and veteran goals were not achieved and develop remediation plan for future work orders. Failure to complete evaluations and failure to meet diversity and veteran goals may impact future execution of Retainer renewals. Systems Office for Procurement Diversity (OPD) will be included in process for reviews and determinations if goals are not achieved during the renewal period.
- Per fiscal year Retainer utilization reports are to be completed by each CCU and due at the end of each quarter to UOCP and OPD. These reports should include contracted BEP and VBP goals and actual team percentages identifying utilization of BEP and VBP team members. All work orders executed within each quarter should be identified. UOCP will confirm information and share quarterly reports with the SPO in a timely manner.
- A list of required documents in order for posting and award of selected vendors (for both original Retainer agreements and Retainer Renewal agreements) is identified in Attachment D. These documents are submitted by representative CCU to the UOCP for review and approval and should be submitted no later than April 1st in order for agreements to be fully executed before end of fiscal year.

MODIFICATIONS

This policy may not be modified without the approval of the Comptroller.

**UNIVERSITY OF ILLINOIS
PROFESSIONAL SERVICES RETAINER CONSULTANTS
PAY REQUEST GUIDELINES**

The appropriate documentation is submitted to the CCU and will consist of the following:

- υ A separate invoice for each work order being referenced and submitted for payment.
- υ A Professional Services Billing form Project Sheet for **each** work order, with approved services listed in the description section (Attachment C).
- υ Time sheets for work paid on an hourly rate must be attached to the respective Professional Services Billing form.
- υ Reimbursables documentation for all expenses must be attached to the respective Professional Services Billing form (as per Attachment A of original agreement).

Additional services beyond the work order will be approved via the University's Work Order form. Additional services must be identified by the work order number and listed individually on the respective Professional Services Billing form.

Once a project is complete, written notification is given to the Retainer Consultant. Invoices for work beyond the completion date of the work order will not be approved.

RETAINER CONTRACT PROJECT WORK ORDER

Project Work Order Number _____

Issue Date _____

In accordance with the Owner/Professional Services Consultant Agreement for retainer contract dated **DATE**, by and between **THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS**, a body corporate and politic of the State of Illinois, hereinafter referred to as "Owner," and **PSC FIRM NAME**, hereinafter referred to as "Professional Services Consultant", **PSC ADDRESS**, an **STATE ENTITY TYPE**, whose registered agent in Illinois is **REGISTERED AGENT NAME**, **REGISTERED AGENT ADDRESS**.

1. PROJECT INFORMATION:

Project Name _____
 Project Location _____
 Project Budget _____
 User Contact _____
 User CFOP _____

2. SCOPE OF WORK:

See *Professional Services Consultant's* proposal dated **DATE**.

3. SCOPE OF PROFESSIONAL SERVICES:

See *Professional Services Consultant's* proposal dated **DATE**.

4. SCHEDULE:

See *Professional Services Consultant's* proposal dated **DATE**.

5. COMPENSATION:

Professional Services Consultant shall receive a compensation, subject to additions and deductions provided for herein, for professional services set forth herein, including services performed by professional sub-consultants, a fee, which includes reimbursable expenses as described below:

Fixed Fee ☐ _____

Hourly Not to Exceed ☐ _____

{Describe compensation per Professional Services Consultant's proposal above. List anticipated reimbursable expenses.}

6. PROPOSED BEP/VBP UTILIZATION FOR THIS WORK ORDER

Name of BEP/VBP Firm in *Professional Services Consultant's* Proposal:

Scope of Work: _____

Percentage of Work Order Project Budget: _____

IN WITNESS WHEREOF, this work order has been executed and delivered as of the date previously set forth:

Approved:

 Director of Capital Construction unit
 (University of Illinois construction unit responsible for
 respective project)
 (for professional fees < \$250,000)

PSC FIRM NAME

By: _____

Title: _____

 Assistant Vice President – Capital Programs
 and Utility Services (for professional fees ≥ \$250,000)

**UNIVERSITY OF ILLINOIS
PROFESSIONAL SERVICES RETAINER CONSULTANTS
DOCUMENTS REQUIRED FOR POSTING AND AWARD**

- A. The appropriate documentation is to be submitted by the CCU to UOCP for execution of **Professional Services Retainer Agreements resulting from a QBS or RFP process**:
1. Form A or Form B Certifications and Disclosures or CPO Financial Disclosure Affidavit. The Form A and Form B Certifications and Disclosures and CPO Financial Disclosure Affidavit can be found at <https://cpo-highered.illinois.gov/forms.html>.
 - a. If vendors' Disclosures identify a potential Conflict of Interest, CCU shall submit a Conflict of Interest Review Request form to UOCP for review and approval (possibly requiring additional approvals from SPO, CPO and PPB). Please submit using the PDF version of the Conflict of Interest Review and Determination Form found at <https://cpo-highered.illinois.gov/forms.html>.
 2. Required Procurement Posting Information document. Identifying selected successful vendor(s) name, city and state and identifying other unsuccessful vendors considered and shortlisted for discussion meetings and their name, city and state.
 3. PSP "Initial Evaluation – Minimum Qualifications" Document identifying BEP Utilization for All Submissions received.
 4. PSP "Approval Form For Firms To Be Invited To Discussion Meeting (Interview)" Document identifying all shortlisted vendors that participated in discussion meetings and their proposed Diversity and Veteran team percentages including only firms certified with the Illinois Commission on Equity and Inclusion (CEI), as identified/verified in CEI Business Enterprise Program (BEP) Vendor Directory.
<https://ceibep.diversitysoftware.com/>
 5. PDF of Approval Form To Negotiate With Recommended PSC From Discussion Meeting (Interview) document as identified and approved in PSP. Document identifies recommended vendor and their proposed Diversity and Veteran team percentages including only firms certified with the Illinois Commission on Equity and Inclusion (CEI), as identified/verified in CEI Business Enterprise Program (BEP) Vendor Directory.
<https://ceibep.diversitysoftware.com/>
 6. After documents listed above are reviewed and accepted by UOCP, award Info is published on Public Higher Education Bulletin, CCU shall submit the Professional Services Retainer Agreements in Contracts+ for UOCP Internal Review and acceptance. This review and approval should be done concurrently and in anticipation of 14 calendar days for processing through the Public Higher Education Bulletin.
 7. After UOCP Contracts+ Internal Review acceptance, CCU shall route for appropriate signatures/approvals and execute Professional Services Retainer Agreement in Contracts + before last day of fiscal year (June 30th).
- B. The appropriate documentation is to be submitted by the CCU to UOCP for execution of the **Notice of Exercise of Option Retainer Agreement** for Retainer renewal:
1. **If renewing vendor identifies a required update/change to previously submitted Form A or Form B** Certifications and Disclosures or CPO Financial Disclosure Affidavit, CCU shall submit new documents for review and acceptance by UOCP. The Form A and Form B Certifications and Disclosures and CPO Financial Disclosure Affidavit can be found at <https://cpo-highered.illinois.gov/forms.html>.
 - b. If vendors Disclosures identify a potential Conflict of Interest, CCU shall submit a Conflict of Interest Review Request form to UOCP for review and approval (possibly requiring additional approvals from SPO, CPO and PPB). Please submit using the PDF version of the Conflict of Interest Review and Determination Form found at <https://cpo-highered.illinois.gov/forms.html>.

2. **If renewing vendor states they have no required updates/changes to previously submitted Form A or Form B** Certifications and Disclosures or CPO Financial Disclosure Affidavit, CCU shall state this in their request for renewal email to UOCP.
3. If renewing vendor identifies required updates to Attachment B – Hourly Rate Schedules, the vendor shall submit updates by using the Input Worksheet (Contracts +) - Professional Services Consultant Tab – Attachment B – Hourly Rate Schedule and provide to CCU. Capital Construction Unit will create a PDF using the Input Worksheet (Contracts +) – Prof. Services Att. B tab. Capital Construction Unit will paste the information at end of Contracts + - Notice of Exercise of Option Retainer Agreement.
4. Capital Construction Unit shall submit a completed Procurement Policy Board (PPB) Questions for Retainer Contract Renewal document for UOCP review and acceptance. Document is titled “Renewals of Extensions exceeding \$249,999” and can be found on the Chief Procurement Office – Forms site <https://cpo-highered.illinois.gov/forms.html> .
 - a. Item 1.b shall document a detailed analysis of evaluations of the vendor’s performance regarding any Retainer Work Orders completed as part of this Professional Services Retainer Agreement.
 - b. Item 1.b shall also document actual percentages of Consultant and Subconsultant BEP/VBP participation used to date on any Retainer Work Orders completed as part of this Professional Services Retainer Agreement. Also identify the originally PSC proposed team percentages identified in Attachment D - PSC/Subconsultant Work Summary of their Professional Services Retainer Agreement and compare the average BEP/VBP participation to the original proposed team percentages. If work was completed by the Retainer and if this average BEP/VBP participation does not meet or exceed the original proposed team percentages identify how these values will be increased through a corrective action plan or do not renew. Office for Procurement Diversity (OPD) will review the corrective action plan or non-renewal request and provide concurrence.
5. When a renewing vendor falls short of meeting the contracted BEP goal as identified in Vendor Evaluations, the vendor and contracting University shall be required to complete a form to request a reduced BEP goal for consideration, for the current renewal, only. The University shall submit the form to UOCP for review and acceptance. The form is titled, “BEP Goal Waiver Request Form” and can be found on the Chief Procurement Office – Forms site, <https://cpo-highered.illinois.gov/forms.html> .
 - a. The CPO’s BEP Goal Waiver Request Form must be signed and submitted by CCU to UOCP who will share with the CPO and accepted prior to requesting a renewal of the contract.
 - b. If and when the request is accepted, the CPO will post the accepted form on the CPO’s Publications & Reports website, BEP Waivers granted in the respective Fiscal Year, <https://cpo-highered.illinois.gov/publications-reports.html>
 - b. Although the renewing vendor is contracted to meet the VBP goals, at this time the CPO does not require the same documentation for contracted VBP goals as it does for contracted BEP goals. Information provided in Subsection 2.2 is to be consistent with the information shared in the PPB Questions document, Item 1.b, for this vendor.
 - d. As mentioned, the BEP Goal Waiver request only applies for the renewal year in question. The “revised BEP Goal” per Subsection 2.2 must be no less than the contracted BEP Goal for the renewing vendor, for any subsequent renewal(s).
 - e. Reminders for completing the justification for waiver in Subsection 2.2 shall include the following information:
 - i. Include justification consistent with the PPB Question document)
 - ii. Justification should include a response from the contracting University along with the renewing vendor’s response: a) University should state that they have reviewed the information and provide opinion, b) state that the University has reviewed the vendor’s good faith effort and are in agreement and wish to proceed with renewal, c) Future corrective plan and efforts to achieve the contracted goals are documented in response, d) the current BEP team participation percentage should be stated for both the previous renewal timeframe and the total agreement timeframe...
 - iii. Include actual BEP percentage met the year in question so that the SPO has a basis to compare.
6. After documents listed above are reviewed and accepted by UOCP and OPD, renewal information is published on Public Higher Education Bulletin, CCU shall submit the Notice of Exercise of Option Retainer Agreement in Contracts+ for UOCP Internal Review and acceptance. If renewing vendor requires updates to originally submitted

hourly rate schedule, include and attach a revised hourly rate schedule as allowed per Section D.4 of the Agreement. In C+ Identify Contract Type in Header as "Capital - Amendments" and identify Capital Contract Type in General Contract Info as "Capital – Amendments. The dollar value should be \$0.

7. After UOCP Contracts+ Internal Review acceptance, CCU shall route Notice of Exercise of Option Retainer Agreement for appropriate vendor signature(s) and Owner approvals/execution in Contracts+ before last day of fiscal year (June 30th).

APPENDIX

Examples of Professional Services Retainer Consultants Documents Required for Posting and Award

1. Notice of Exercise of Option Retainer Agreement
2. Required Procurement Posting Information document
3. “Procurement Policy Board (PPB) Questions for Retainer Contract Renewal” document
4. BEP Goal Waiver Request