

**PERSONAL AND PROFESSIONAL SERVICES
PROTEST PROCEDURES**

A. Purpose

These protest procedures are included in this solicitation or request (for convenience, the "RFQ") to provide a prompt, fair and equitable administrative remedy to all proposers and prospective proposers (for convenience "Proposers") regarding alleged substantive errors or omissions in the RFQ or regarding any decision by the Port to award the contract, to declare a SOQ non-responsive, or to find a Proposer not responsible.

B. Timing

Any Proposer showing a substantial economic interest in the contract to be awarded under this RFQ may PROTEST to the Port only in accordance with the procedures set forth below.

C. Protests Based on the Form or Content of the

Invitation/Request Documents: Any Protest based on the form or content of the RFQ documents included with the RFQ or any addendum (including, but not limited to, any terms, requirements and/or restrictions therein) must be filed with the Port as soon as practicable at 2711 Alaskan Way, P.O. Box 1209, Seattle, WA 98111. Attention: Director, Central Procurement Office. The transmittal envelope must clearly identify the RFQ number on its face and be labeled as a "Protest." No protest based on the form or content of the RFQ documents will be considered if received by the Port later than: (i) five (5) calendar days prior to the specified SOQ due date if there are ten (10) or more calendar days between the date on which the RFQ is first published and the date on which SOQs are due, or (ii) three (3) calendar days prior to the specified SOQ due date if there are less than ten (10) calendar days between the date on which the RFQ is first published and the date on which SOQs are due.

D. Other Protests: Protests based on any other circumstances must be filed with the Port at 2711 Alaskan Way, P.O. Box 1209, Seattle, WA 98111, Attention: Director, Central Procurement Office, within two (2) business days after the Proposer knows or should have known of the facts and circumstances upon which the protest is based. The transmittal envelope must clearly identify the RFQ number on the face of this document and be labeled as a "Protest." No protest will be considered by the Port if all SOQs are rejected or if the protest is received after the award of the Contract.

E. Contents of Protest

To be considered, a Protest shall be in writing and shall include: (1) the name, street address, fax number and email address of the aggrieved party; (2) the RFQ title and number under which the Protest is submitted; (3) the economic interest of the aggrieved party in the contract to be awarded under the RFQ; (4) a detailed description of the specific grounds for the Protest and any supporting legal and/or factual documentation; and

(5) the specific ruling or relief requested. In the even the protesting party asserts the responsibility of any other Proposer as a ground for Protest, it must address in detail the specific criteria identified in the particular RFQ.

F. Administrative Review.

The Protest shall be promptly considered on the written submittal by the Contract Administrator. The Contract Administrator will give notice of the Protest and provide a copy to any others as required. In its sole discretion, the Contract Administrator may give notice of the Protest to other interested parties, including other Proposers. The Port reserves the right to resolve or to attempt to resolve any Protest that concerns the form or content of the solicitation and which Protest was received before the RFQ submittal deadline through written addenda to the solicitation documents.

The Contract Administrator will issue a written decision on the Initial Administrative Review following the receipt of the Protest, stating the reasons for the action taken. In making his/her decision, the Contract Administrator may consult with others and consider information relating to the Protest from any source, including other interested parties. A copy of the decision shall be provided to the aggrieved party, and any other party as may be required, by either: (i) personal service, (ii) facsimile, or (iii) email, with telephonic confirmation.

For all RFQs in which the expected value of the contract to be awarded is less than the amount set forth in the following table, the decision of the Contract Administrator shall constitute the Port's Final Decision. For any such Invitation, there shall be no right of Administrative Appeal as set forth in paragraph G of these Protest procedures, but the Port will stay award of the contract as provided in paragraph H, and the aggrieved party shall have a right of judicial review as provided in paragraph I.

Type of Procurement	Value
Goods, Materials, Equipment and Supplies	\$100,000
Purchased Services	\$100,000
Personal Services	\$200,000
Professional Services	\$200,000

G. Administrative Appeal

1. **Right of Appeal.** For any RFQ in which the expected value of the contract to be awarded is equal to or greater than the amount set forth in table in Section 4, the aggrieved party may appeal the decision of the Contract Administrator by filing a Notice of Administrative Appeal at 2711 Alaskan Way, P.O. Box 1209, Seattle, WA 98111,

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Attention: Director Central Procurement Office, not more than two (2) business days after receipt of the initial Administrative Review decision. The Notice of Administrative Appeal shall be in writing and clearly labeled on the transmittal envelope as a "Notice of Administrative Appeal." A copy of the initial Protest shall be attached to the Notice of Administrative Appeal. The Contract Administrator will provide a copy of the Notice of Administrative Appeal to other interested parties as required.

2. Hearing. Promptly following receipt of the Notice of Administrative Appeal, an appeal hearing shall be conducted before a panel of at least two Port representatives ("the Panel"). The Panel will always include a representative of the Port of Seattle's legal department and a representative of the Port's Central Procurement Office. The hearing will generally be conducted within five (5) business days of the receipt of the Notice of Administrative Appeal, and the aggrieved party and any other interested parties will be notified of the time and place of the hearing.
3. Conduct of Hearing. Except as the Panel may allow in its discretion, no discovery shall be available. At the Administrative Appeal Hearing, the aggrieved party will be given a reasonable opportunity to present relevant testimony and evidence and to make legal arguments. Other interested parties may also be given the opportunity to do so. The hearing will generally be recorded, and the Panel shall maintain an official record of all documentary evidence presented at the hearing. The Panel shall issue a written Final Decision. A copy of the Final Decision shall be provided to the aggrieved party, and any other party as may be required, by either (i) personal service, (ii) facsimile, or (iii) email, with telephonic confirmation.
4. Standard of Review on Administrative Appeal: On Administrative Appeal, the Panel will consider the Protest, de novo. The aggrieved party shall, however, be restricted from raising any matter or ground not reasonably within the scope of the materials placed before the Contract Administrator.

H. Stay of Award of the Contract

The Port will stay award of the contract for two (2) business days, following the issuance of its Final Decision.

I. Judicial Proceedings

All judicial proceedings must be filed within two (2) business days of the issuance of the Port's Final Decision. The stay provided by Section H. is specifically intended to ensure that any request for judicial relief proceeds orderly and that the Port is provided advance notice thereof. Therefore, an

aggrieved party that intends to commence judicial proceedings shall specifically provide notice to the Port prior to the commencement of such proceedings. The Notice shall be provided to the Port's General Counsel and Director, Central Procurement Office at 2711 Alaskan Way, P.O. Box 1209, Seattle, WA 98111, (206) 787-3000.

J. Strict Compliance

Strict compliance with these protest procedures is essential in furtherance of the public interest. Any aggrieved party that fails to comply strictly with these protest procedures is deemed, by such failure, to have waived and relinquished forever any right or claim with respect to alleged irregularities in connection with the solicitation or award of the Contract. No person or party may pursue any judicial or administrative proceedings challenging the solicitation or award of the contract to be awarded by this Solicitation, without first exhausting the administrative procedures specified herein.

K. Representation

An aggrieved party may participate personally or, if a corporation or other artificial person, by a duly authorized representative. Whether or not participating in person, an aggrieved party may be represented at the party's own expense, by counsel.

L. Computation of Time

In computing any period of time prescribed by this procedure, the day of the act or event from which the designated period of time begins to run shall not be included. The last day of the period shall be included. The term "business day" shall mean any day on which the Port of Seattle is open for regularly conducted business. Any document received after the close of regular business hours (8:00 a.m. to 5:00 p.m.) shall be deemed received the following business day.

M. Acknowledgement

By offering a submittal in response to this RFQ, the Proposer acknowledges that it has reviewed and acquainted itself with the protest procedures herein and agrees to be bound by such procedures as a condition of offering a submittal.