

Florida Department of Transportation (FDOT)
Vendor Rules of Engagement (ROE)
Strategic Development Financial & Administrative Services Team (SD-FAST)



1. PURPOSE OF THE FRAMEWORK

The FDOT Vendor Rules of Engagement govern the principles of how every vendor shall conduct business with the Florida Department of Transportation (FDOT). These principles apply to all transactions and drive the behavior expected of every vendor in the conduct of its business with FDOT. This guide does not take precedence over any contract nor should it be thought of as contractually binding.

All prospective vendors must read and accept the Vendor Code of Conduct.

- All vendors will comply with confidentiality provisions, and will not seek to discover confidential, strategic or financial information that is not expressly addressed within the scope of their engagement.

Vendor employees must be made aware of the Vendor Code of Conduct.

The ability to promote these principles effectively will be an important factor in the decision to enter or remain in a vendor business relationship.



2. VENDOR CODE OF CONDUCT AGREEMENT

To accomplish our mission, it is essential that FDOT form a relationship with Vendors who will perform and promote excellence while working with FDOT. FDOT is committed to doing business with vendors who conduct business ethically and legally. FDOT may terminate its business agreement with any vendor refusing to sign or comply with the FDOT Vendor Code of Conduct Agreement. The Vendor Code of Conduct is meant to be a guideline and is not a supplement to those provisions or clauses contained in a formal contract.

Invitation and Gift Policy

At FDOT we expect that our vendors will refrain from presenting any invitations or gifts to our employees. Vendors will not ask FDOT employees or related parties for insider knowledge, or information that would provide the vendor with an unfair advantage on any FDOT solicitation.

Contract Changes

The vendor shall not introduce changes to a contract without prior approval of FDOT.

FDOT Assets

Vendors are entrusted with numerous assets belonging to FDOT. These assets include computers, telephones, supplies, inventory and other equipment and technology. The use of FDOT's communication resources (including FDOT-owned and/or leased telephones, cellular telephones, facsimile machines, electronic mail (e-mail) and access to the internet) shall be for official use and authorized purposes only. Improper use of FDOT's communication resources that result in any usage fees, being charged to FDOT, will be billed to the vendor. Any act involving fraud, theft, embezzlement or misappropriation of FDOT assets is strictly prohibited, and can, at FDOT discretion, result in the removal of vendor employees and termination of the contract.

Confidentiality

Vendor agrees that all knowledge and information that Vendor may receive from FDOT, its employees, or other Vendors of FDOT shall for all time and for all purposes be regarded by Vendor as strictly confidential. As such, Vendor shall not disclose such information to any third party.

ID Badges

FDOT will issue ID Badges to vendor employees. Their purpose is to grant access to FDOT facilities, and only to those with a valid business purpose. These purposes are specific to each badge issue and vendors are not to deviate from the specific purpose of access granted to FDOT facilities. Vendors are solely responsible for the safe guard and upkeep of their badge. Vendors are required to immediately notify FDOT of loss, theft, or changes to their operations, and should never share their badge with anyone. All vendors shall wear the FDOT's badge while on premise. The badge must be visible. Nothing will be affixed to the badge that will cover the photo or name.

Safe and Healthy Workplace

FDOT does not assume responsibility for ensuring the protection of vendor workers. That responsibility rests clearly on the vendor worker's employer.

Meeting Arrangements

We expect vendors to value the time provided to them by FDOT staff and to maximize the value of those meetings. We require that vendors copy Vendor Management on all meeting requests where there is an Account/Sales Representative and/or a meeting that is not directly associated with a current project. To copy Vendor Management, please use email SDPM@dot.state.fl.us.



3. PRINCIPLES FOR VENDOR ENGAGEMENT

FDOT has identified five key principles to guide vendor management engagement activities. The principles set the standards to which we aspire in building consistent, open and respectful working relationships with our vendors.

Purposeful We begin every engagement with a clear understanding of what we want to achieve together

- While the engagement will be driven by FDOT's strategic priorities, you must also be aware of our objectives, environment, expertise, and culture.
- By planning communications and managing expectations, together we can build lasting goodwill in the engagement process.

Inclusive We identify vendors and make it easy for them to engage

- We identify and enable vendors who contribute to, influence, or affect our work.
- We provide our vendors with the information they need to participate in a meaningful way.
- We welcome and encourage innovative thoughts, ideas, and implementations.

Timely We involve vendors from the start

- We will clearly explain the engagement process.
- This includes meeting schedules, and response times for information requests or feedback.

Transparent We are open and honest in our engagement and set clear expectations

- We will clearly identify the role of vendors and FDOT in the engagement process and communicate how their input will inform the project and foster a culture of sharing ideas.

Respectful We acknowledge and respect the expertise, perspective, and needs of vendors

- We understand that engagement is a two-way process. We take care to be open to alternative views and to listen as well as speak.
- We respect everyone including their ideas and opinions
- We respect each other’s expertise and appreciate the benefits of mutual learning.



4. PROCESS FOR ENGAGEMENT

FDOT has created processes of engagement to increase communication efficiency.

Life Cycle Stage	FDOT	Vendor
Sourcing	<ul style="list-style-type: none"> • SD-FAST directs business to VM portal 	<ul style="list-style-type: none"> • Vendor registers business via SD-FAST vendor portal
Procurement	<ul style="list-style-type: none"> • SD-FAST or Procurement will advertise solicitations via MFMP, GSA, and other bid platforms 	<ul style="list-style-type: none"> • Vendor contacts assigned Contract Manager/Procurement representative
Monitor Relationship and Performance	<ul style="list-style-type: none"> • SF-FAST works directly with Vendor Project Manager 	<ul style="list-style-type: none"> • Vendor works directly with Contract Manager/Project Manager
End of Contract	<ul style="list-style-type: none"> • SD-FAST conducts performance survey • SD-FAST ensures all final invoices are paid and proceeds with closing contract 	<ul style="list-style-type: none"> • Vendor Project Manager/Account Manager complete closeout

Authority

- Department of Management services delegates contracting authority in accordance with Chapter 287, Florida Statutes.
- Financial delegations and authority to commit funding.
- Signatory authority – Vendor officers or officer representatives can bind vendor with the FDOT contractually
- A nonpersonal services contract is a contract under which the personnel providing the services are not subject to the supervision and control usually prevailing in relationships between the FDOT and its employees. Under a non-personal services contract, a vendor employee dictates its employees’ compensation, benefits and rewards. The FDOT contracts for a required service, specifies the details in a statement of work or task order, and reviews and approves and pays for work products, not individual performance.



5. LEVELS OF ENGAGEMENT

Conflict Resolution

Level	FDOT	Vendor
Daily Operations	<ul style="list-style-type: none"> •Workgroup Managers •Business Analysts •Support Analysts •Application Administrators •SMEs 	<ul style="list-style-type: none"> •Vendor Leads •Service Manager •Project Manager •SMEs
Operational Governance	<ul style="list-style-type: none"> •Project Managers 	<ul style="list-style-type: none"> •Vendor Leads •Service Manager •Project Manager
Managerial Governance	<ul style="list-style-type: none"> •Contract Manager 	<ul style="list-style-type: none"> •Account Manager
Executive Governance	<ul style="list-style-type: none"> •FDOT Executive 	<ul style="list-style-type: none"> •Vendor Executive



6. RISK-CONSCIOUS COLLABORATION

Organizational Conflict of Interest (OCI)

Essentially there are three broad categories of OCI. They are “Unequal Access”, “Biased Ground Rules”, and “Impaired Objectivity”. Vendors must be cognizant of these conflicts as they relate to their employees working with FDOT. Vendors are highly encouraged to educate their staff of these conflicts to avoid staff being fired, eliminated from the bid competition, etc.)

- “Unequal Access” which provides unfair competitive advantage typically surfaces when a vendor employee obtains information not generally available to other competitors, and where such information aids them in winning the contract over their competitors.
- “Impaired Objectivity” may surface when a vendor employee is performing duties that involve assessing or evaluating itself or a related entity.
- “Biased Ground Rules” most often come into play when the vendor employee participates in writing the SOW, performing systems engineering, or providing technical direction efforts.

Vendor events and meetings

Marketing meetings for the purpose of staff introductions, presentations of consultant qualifications to Department staff, or to foster or maintain business relationships may be requested by the consultant firm at any time, but are subject to availability and schedule constraints of Department staff.

Risk-reward models

The following is not a list of all-encompassing behavioral guidelines. Circumventing processes will be considered unethical and will be handled accordingly.

Risk Elements	Factors	Remediation of risk
Unethical Behavior	<ul style="list-style-type: none"> • Agreeing to work if not funded • Exceeding authority • Gift 	<ul style="list-style-type: none"> • Adhere to general ethical principles
Inappropriate Sharing Information	<ul style="list-style-type: none"> • Sunshine law • Give data to everyone 	<ul style="list-style-type: none"> • Public records F.S. sec. 119 • Open meetings F.S. sec 286
Performance	<ul style="list-style-type: none"> • Warning signs to contact VM for further review <ul style="list-style-type: none"> i) Project slippage ii) Who is allowed to approve work products - PMP <ul style="list-style-type: none"> (1) Schedule (2) Scope (3) Cost iii) Generally, try to do the right thing iv) Ask and try not to solve yourself 	<ul style="list-style-type: none"> • Early and consistent engagement with VM on Governance/Contract questions.
Levels by Person	<ul style="list-style-type: none"> • Risk to vendor <ul style="list-style-type: none"> i) Reputation ii) Bypassing VM iii) Protested procurements • Risk to FDOT employee <ul style="list-style-type: none"> i) Fraud ii) Audit results • Risk to FDOT <ul style="list-style-type: none"> i) Reputation ii) Additional oversight requirements iii) Withholding funds/impacts to budget iv) Reorganizational impacts 	<ul style="list-style-type: none"> • VM better engagement • Asking questions • VM coordinate with OGC