

BILL NO. S-19-09-27

SPECIAL ORDINANCE NO. S-_____

AN ORDINANCE approving AGREEMENT
FOR WATER METER REPLACEMENT
PROJECT between the CITY OF FORT
WAYNE, INDIANA, in connection with the
Board of Public Works, and ITRON, INC.

**NOW, THEREFORE, BE IT ORDAINED BY THE COMMON COUNCIL
OF THE CITY OF FORT WAYNE, INDIANA:**

SECTION 1. That the AGREEMENT FOR WATER METER
REPLACEMENT PROJECT between the CITY OF FORT WAYNE, INDIANA, in
connection with the Board of Public Works, and ITRON, INC. is hereby ratified,
affirmed, and approved in all respects, respectfully for:

Labor, insurance, material, equipment, tools, power, transportation,
miscellaneous equipment, etc., necessary for replacement of water
meters for customers of Fort Wayne City Utilities and related
services

involving a cost not-to-exceed EIGHTEEN MILLION SEVEN HUNDRED FOUR
THOUSAND TWO HUNDRED NINETY-SEVEN and 54/100 Dollars
(\$18,704,297.54). A copy of said Contract is on file with the Office of the City
Clerk and made available for public inspection, according to law.

SECTION 2. That this Ordinance shall be in full force and effect from and
after its passage and any and all necessary approval by the Mayor.

Council Member

APPROVED AS TO FORM AND LEGALITY:

Carol Helton, City Attorney

ATTEST:

CITY OF FORT WAYNE, INDIANA

Ittron Inc

 (Vendor Name)

VENDOR DISCLOSURE STATEMENT RELATING TO:

1. **FINANCIAL INTERESTS;**
2. **POTENTIAL CONFLICTS OF INTEREST;**
3. **CURRENT AND PENDING CONTRACTS OR PROCUREMENTS**

Vendors desiring to enter into certain contracts with the City of Fort Wayne, Indiana (the "City") shall disclose their financial interests, potential conflicts of interest and current and pending contract or procurement information as set forth below.

The following disclosures by Vendors are required for all contracts with annual payments by the City in the amount of \$50,000 or more. Vendors shall disclose their financial interests, potential conflicts of interest and other contract and procurement information identified in Sections 1, 2 and 3 below as a prerequisite for consideration for a contract awarded by the City. This Disclosure Statement must be completed and submitted together with the Vendor's contract, bid, proposal or offer.

A publicly traded entity may submit its current 10K disclosure filing in satisfaction of the disclosure requirements set forth in Sections 1 and 2 below.

Section 1: Disclosure of Financial Interest in Vendor

- a. If any individuals have either of the following financial interests in Vendor (or its parent), please check all that apply and provide their names and addresses (attach additional pages as necessary):

(i) Equity ownership exceeding 5% (☒)

(ii) Distributable income share exceeding 5% (☐)

(iii) Not Applicable (If N/A, go to Section 2) (☐)

Name: Scopia Capital Management LP _____ Name: BlackRock, Inc.

Address: 152 West 57th Street New York, NY 10019 _____ Address: 40 E 52nd St, 33rd Floor New York, NY 10022

Name: Vanguard Group _____

Address: 100 Vanguard Blvd. Malvern, PA 19355 _____

- b. For each individual listed in Section 1a. show his/her type of equity ownership:

sole proprietorship	☐	stock	☒
partnership interest	☐	units (LLC)	☐
other (explain) _____			

- c. For each individual listed in Section 1a. show the percentage of ownership interest in Vendor (or its parent):
 ownership interest:

Name: Scopia Capital Management LP_____ 13.35%

Name: BlackRock, Inc._____ 11.81%

Name: Vanguard Group_____ 8.74%

Section 2: Disclosure of Potential Conflicts of Interest (not applicable for vendors who file a 10K)

For each individual listed in Section 1a. check "Yes" or "No" to indicate which, if any, of the following potential conflict of interest relationships apply. If "Yes", please describe using space under applicable subsection (attach additional pages as necessary):

- a. City employment, currently or in the previous 3 years, including contractual employment for services:
Yes _____ No X_____

- b. City employment of "Member of Immediate Family" (defined herein as: *Spouse, Child, Step Child, Parent or Step Parent, Father-in-law or Mother-in-law, Brother or Sister, Step Brother or Step Sister, Half Brother or Half Sister, Brother-in-law or Sister-in-law, Son-in-law or Daughter-in-law, Grandparent or Step Grandparent, Grandparent or Step Grandparent of Spouse, Grandchild*)

Including contractual employment for services in the previous 3 years:

Yes _____ No X_____

- c. Relationship to Member of Immediate Family holding elective City office currently or in the previous 3 years:
Yes _____ No X_____

Section 3: DISCLOSURE OF OTHER CONTRACT AND PROCUREMENT RELATED INFORMATION

- a. Does Vendor have current contracts (including leases) with the City? Yes X_____ No _____

If "Yes", identify each current contract with descriptive information including purchase order or contract reference number, contract date and City contact below (attach additional pages as necessary).

Services Agreement dated March 5, 2003
Purchase Agreement dated December 4, 2013
Purchase Agreement dated October 8, 2014
Purchase Agreement dated February 17, 2016
Master Sales Agreement dated February 2,

- b. Does Vendor have pending contracts (including leases), bids, proposals, or other pending procurement relationship with the City? Yes _____ No X_____

If "Yes", identify each pending matter with descriptive information including bid or project number, contract date and City contact using space below (attach additional pages as necessary).

- c. Does vendor have any existing employees that are also employed by the City of Fort Wayne?

Yes _____ No X

If "Yes", provide the employee's name, current position held at vendor, and employment payment terms (hourly, salaried, commissioned, etc.).

Name / Position / Payment Terms:

Name / Position / Payment Terms:

Name / Position / Payment Terms:

- d. Does vendor's representative, agent, broker, dealer or distributor (if applicable) have any existing employees that are also employed by the City of Fort Wayne? For each instance, please provide the name of the representative, agent, broker, dealer or distributor; the name of the City employee, and the payment terms (hourly, salaried, commissioned, etc.).

Company / Name / Payment Terms: _____

Company / Name / Payment Terms: _____

Section 4: CERTIFICATION OF DISCLOSURES

In connection with the disclosures contained in Sections 1, 2 and 3 Vendor hereby certifies that, except as described in attached Schedule A:

- a. Vendor (or its parent) has not, within the five (5) year period preceding the date of this Disclosure Statement, been debarred, suspended, proposed for debarment declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. No officer or director of Vendor (or its parent) or individual listed in Section 1a. is presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any offense;
- c. Vendor (or its parent) has not, within the five (5) year period preceding the date of this Disclosure Statement, had one or more public transactions (federal, state or local) terminated for cause or default;
- d. No officer or director of Vendor (or its parent) or individual listed in Section 1a. has, within the five (5) year period preceding the date of this Disclosure Statement, been convicted, adjudged guilty, or found liable in any criminal or civil action instituted by the City, the federal or state government or any other unit of local government; and

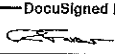
- e. Neither Vendor, nor its parent, nor any affiliated entity of Vendor, or any of their respective officers, directors, or individuals listed in Section 1a. is barred from contracting with any unit of any federal, state or local government as a result of engaging in or being convicted of: (i) bid-rigging; (ii) bid-rotating; or (iii) any similar federal or state offense that contains the same elements as the offense of bid-rigging or bid-rotating
- f. Pursuant to IC 5-22-16.5, Vendor hereby certifies they do NOT provide \$20 million dollars or more in goods or services to the energy sector of Iran. Vendor also certifies it is not a financial institution that extends \$20 million dollars or more in credit that will provide goods or services to the energy sector of Iran or extends \$20 million dollars or more in credit to a person identified on the list as a person engaging in investment activities in Iran.

The disclosures contained Sections 1, 2 and 3 and the foregoing Certifications are submitted by

(Name of Vendor)

2111 N Molter Rd, Liberty Lake WA 99019
Address
(509) 9249900
Telephone
Contract.request@itron.com
E-Mail Address

The individual authorized to sign on behalf of Vendor represents that he/she: (a) is fully informed regarding the matters pertaining to Vendor and its business; (b) has adequate knowledge to make the above representations and disclosures concerning Vendor; and (c) certifies that the foregoing representations and disclosures are true and accurate to the best of his/her knowledge and belief.

Name (Printed) Robert Farrow Title VP Treasury
Signature  Date 1/28/2019
B423AAC598A54AD...

NOTE: FAILURE TO COMPLETE AND RETURN THIS FORM WITH YOUR DOCUMENTATION MAY RESULT IN YOUR CONTRACT, OFFER, BID OR PROPOSAL BEING DISQUALIFIED FROM CONSIDERATION.

Memo

Date: September 19, 2019
To: Common Council Members
From: Ben Groeneweg, City Utilities
Re: **Water Meter Replacement**

Council Districts ALL

City Utilities is requesting approval to an agreement between the City of Fort Wayne and Itron Inc. for replacement of the Utilities older water meters and failing water meter communication devices. Itron was selection, through the Competitive Sealed Proposal or CSP process. Itron scored the highest on qualifications and provided the lowest cost (both initial and lifecycle). The Utility has a long and trusted relationship with Itron. Itron signed the Vendor Disclosure.

Implication of not being approved:

- Water meter radio devices will continue to fail in increasing numbers.

If Prior Approval is being Requested, Justify: n/a

The existing water meter system has exceeded its useful life of ten years by 50% and is failing. The current system was installed in 2003 and 2004. The Utility will be replacing 97,000 water meter communication devices and approximately 70,000 water meters.

Technology has changed significantly since 2002 and the new water meter system will be leading edge. City Utilities customers will have leak and high usage notifications provided daily, empowering the customer to make changes before a large bill occurs.

The project will take approximately three years to complete.

City Utilities recommends, and the Board of Public Works has approved, the agreement with Itron for the Water Meter Replacement Project in an not-to-exceed amount of \$18,704,297.54.

Council Introduction Date: September 24, 2019

CC: BOW
Kumar Menon
Diane Brown
File