

Whenever a term defined by the Uniform Commercial Code, as enacted by the State of Texas, is used in the Contract, the UCC definition shall control, unless otherwise defined in the Contract.

1. **Addendum** - a written instrument issued by the Contract Awarding Authority that modifies or clarifies the Solicitation prior to the Due Date. "Addenda" is the plural form of the word.
2. **Agreement or Grant Agreement** - a binding legal agreement between the City and the Applicant. The Agreement includes, without limitation the Terms and Conditions and applicable exhibits.
3. **Agreement Awarding Authority** - a City department authorized to enter into Grant Agreements on behalf of the City.
4. **Applicant** - a person, firm, or entity that submits an Application in response to a Request for Grant Application. Any Applicant may be represented by an agent after submitting evidence demonstrating the agent's authority. The agent cannot certify as to his own agency status
5. **Application** – a complete, properly signed response to a Request for Grant Application, which if accepted, would bind the Applicant to perform the resultant Agreement.
6. **Appropriate, Appropriated, or Appropriation** - the adoption by the City Council of a budget for a fiscal year that includes payments to be made under the Contract during the respective fiscal year.
7. **Austin Public Health** - means the City of Austin Department – Austin Public Health.
8. **Authorized City Representative** - a person designated by the City Manager to act for the Contract Awarding Authority.
9. **Authorized Contact Person** – a person responsible for all communications and questions regarding the solicitation. Only answers from the Authorized Contact Person are valid regarding any questions about the RFA.
10. **Best Application** - means the best evaluated Application in response to a Request for Applications.
11. **Best Applicant** - means the Applicant submitting the Best Application.
12. **Business Entity** – any entity recognized by law through which business is conducted, including a sole proprietorship, partnership, or corporation.
13. **City** - the City of Austin, a Texas home-rule municipal corporation.
14. **Controlling Interest** means: (1) an ownership interest or participating interest in a business entity by virtue of units, percentage, shares, stocks or otherwise that exceeds 10 percent; (2) membership on the board of directors or other governing body of a business entity of which the board or other governing body is composed of not more than 10 members; or (3) service as an officer of a business entity that has four or fewer officers, or service as one of the four officers most highly compensated by a business entity that has more than four officers.
15. **Deliverables** - the goods, products, materials, and/or services to be provided to the City under a Purchase Order, Contract, or Master Agreement.
16. **Delivery Order** - a release against a Master Agreement authorizing delivery of goods and/or performance of services. A financial system document issued by the Department to encumber

- funds to pay for the deliverables.
17. **Due Date** - the date and time specified for receipt of Applications, Bids, Proposals, Qualification Statements, Quotations, Responses, Submittals and Compliance Plans.
  18. **Grantee** – the nonprofit entity awarded a Grant Agreement through the solicitation process
  19. **Interested Party** – a person who has a Controlling Interest in a Business Entity with whom the City contracts or who actively participates in facilitating the Contract or negotiating the terms of the Contract, including a broker, intermediary, adviser, or attorney for the Business Entity.
  20. **Late Submission** – an Application, Proposal, Quote, Response, or Submittal that is received after the Due Date and time specified in the Solicitation.
  21. **Master Agreement** - a term contract that is used when the total quantity required cannot be definitely fixed but can be stated as an estimate or within maximum and minimum limits with deliveries on demand. A Master Agreement does not create a financial obligation.
  22. **Offer** - a complete signed response to a Solicitation including, but not limited to, an Invitation for Bid, a Request for Proposal, a Request for Qualification Statements, or a Request for Quotation.
  23. **Offeror** - a person, firm, or entity that submits an Offer in response to a City Solicitation. Any Offeror may be represented by an agent after submitting evidence demonstrating the agent's authority. The agent cannot certify as to his own agency status. Includes Bidders, Proposers, Quoters, Contractors and Consultants.
  24. **Pre-Application / Bid / Proposal / Quote / Response / Submittal Conference** - a conference conducted by the Grant or Contract Awarding Authority, held in order to allow Applicants and Vendors to ask questions about the proposed Grant and particularly the Grant specifications.
  25. **Professional Services** - services that use skills that are predominantly mental or intellectual, rather than physical or manual such as accounting, architecture, land surveying, law, medicine, optometry, professional engineering, etc.
  26. **Proposal** - a complete, properly signed response to a Request for Proposals, which if accepted, would bind the Proposer to perform the resultant contract.
  27. **Proposal Guaranty** - a form of security assuring that the Proposer (a) will not withdraw the Proposal within the period specified for acceptance, and (b) will execute a Contract and furnish required bonds and any necessary insurance within the time specified in the Solicitation, unless a longer time is allowed by the City. The guarantee will be returned to the Proposer upon execution of a Contract.
  28. **Proposer** - a person, firm or entity that submits a Proposal in response to a Request for Proposals. Any Proposer may be represented by an agent after submitting evidence demonstrating the agent's authority. The agent cannot certify as to his own agency status.
  29. **Purchase Order (PO)** - an order placed by a City department for the purchase of Goods and/or Services written on the City's standard Purchase Order form and which, when accepted by the Vendor becomes a Contract. The Purchase Order is the Vendor's authority to deliver and invoice the City for Goods and/or Services specified, and the City's commitment to accept the Goods and/or Services for an agreed upon price.



30. **Purchasing Office** - refers to the Purchasing Office in the Financial and Administrative Services Department of the City.
31. **Request for Applications (RFA)** – a solicitation used to acquire social services from a nonprofit entity to address community needs resulting in a grant agreement for services.
32. **Request for Proposal (RFP)** - a solicitation used to acquire goods and/or services when a clearly defined scope of work or specification is not available.
33. **Request for Qualification Statements (RFQS)** - a solicitation used to acquire professional services as defined by the State of Texas Government Code, Chapter 2254.
34. **Request for Quotation (RFQ)** - a solicitation used to acquire goods and/or services with a total dollar value less than the State of Texas competitive bidding amount.
35. **Resident Bidder** - a person, firm, or entity whose principal place of business is in the State of Texas, including a Contractor whose ultimate parent company or majority owner has its principal place of business in the State of Texas.
36. **Responsible Applicant** - means the financial and practical ability of the Applicant to perform the Contract and takes into consideration resources, expertise, and past performance of the Applicant as well as compliance with all City ordinances concerning the purchasing process.
37. **Responsive** - meeting all the requirements of a Solicitation.
38. **Services** - include all work or labor performed for the City on an independent Contractor basis other than construction.
39. **Solicitation** - as applicable, includes Request for Applications, Request for Proposal, Request for Qualification Statements, Request for Quotation, Request for Information, Request for Interest, or such other request as defined by the City.
40. **Subgrantee** - a person, firm, or entity providing goods and/or services to a prime Grantee / to be used in the performance of the prime Grantee obligations under a Grant Agreement.
41. **Vendor** - a person, firm, or entity that sells Goods and/or Services.