Vendor Enrollment: A Beginner’s Guide to PASSPort

Roles Involved:
• Vendors

Summary:
Step-by-step instructions on how to complete and submit a vendor enrollment package in PASSPort.

Last Updated: December 1, 2017
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## Accessing PASSPort

To access PASSPort and log in using your NYC.ID credentials, go to [http://www.nyc.gov/passport](http://www.nyc.gov/passport)

**Note:** While navigating PASSPort, you are able to increase the font size and readability. To do this, click the “ctrl” and “+” keys simultaneously on your keyboard. Each time you click these keys, your web browser will zoom in and PASSPort will resize accordingly. To reduce PASSPort’s font size, simultaneously click the “ctrl” and “-” keys.
1. Vendor Enrollment Overview

This user manual provides you with step-by-step instructions for completing and submitting a vendor enrollment package in PASSPort.

Vendors who are currently doing (or planning to do) business with the City of New York are encouraged to complete the Vendor Enrollment process. To complete the Vendor Enrollment process, you must first create a PASSPort account (please refer to the Account Creation Manual or Job Aid at http://www.nyc.gov/passport). When you have completed the Vendor Account Creation process, log in to PASSPort to prepare and submit your organization’s enrollment package online by providing the following:

1. **Business Information:** Provide information regarding your business revenue and contact information.

2. **Contacts:** Identify and add all of your principal owners and/or officers to your organization’s contacts list as well as designating an account signatory. Any colleagues that want access to the system must first be added as a contact, then register an NYC ID using the same email address associated with them in PASSPort. Principal owners are defined as individuals, partnerships, joint ventures, or corporations that hold a 10% or greater ownership interest in an enrolling vendor. Officers are defined as individuals who serve as or perform the functions of chief executive officer, chief financial officer, or chief operating officer, or their equivalents, of the enrolling vendor.

3. **Vendor and Principal Questionnaires:** Please refer to sections 2.3 (vendor questionnaire) and 2.4 (principal questionnaire) for guidance on submitting your organization’s questionnaires.

4. **Related Entities:** Identify any parent, controlling entities, affiliates, and subsidiaries. A Parent is any individual or entity (including a partnership, joint venture, or corporation) that owns more than 50% of the voting stock of a vendor. Controlling entities are any entities that hold 10% or greater ownership share of a vendor or have the right to direct daily operations. An affiliate is an entity in which the parent of the enrolling vendor either owns more than fifty (50) percent of the voting stock and/or an entity in which a group of principal owners or officers that owns more than fifty (50) percent of the enrolling vendor also owns more than fifty (50) percent of that entity’s voting stock. A subsidiary is an entity in which the majority of the voting stock is owned by a parent.

5. **Certificate of Incorporation (COI) Documentation:** Upload your organization’s Certificate of Incorporation or equivalent document.

6. **e-Signature:** Submit an e-Signature for your enrollment package, which is a secure and accurate identification method for account signatories to sign documents with the City.

Once your organization’s enrollment package has been submitted, the Mayor’s Office of Contract Services (MOCS) will review the package and contact you with any questions or requests for additional information. After an enrollment package has been filed by MOCS, your organization will become fully enrolled in PASSPort and can continue to manage your account online in PASSPort.

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**Note:** You will find key terms in blue text (for example, “Vendor Enrollment”) throughout the Guide. These terms are defined in the Glossary at the end of the Guide.
The descriptions of the information and documents necessary to complete PASSPort enrollment, listed in sections one and two of this document, do not modify the terms or meaning of the PASSPort Vendor Questionnaire, the Principal Questionnaire, or the glossary of terminology in section three, below. These descriptions are brief summaries intended only to aid you in the collection of documents and records so that you can expediently complete the enrollment process.

2. Submitting a Vendor Enrollment Package

Follow the steps below to prepare and submit a Vendor Enrollment package in PASSPort.

1. From the PASSPort homepage, navigate to your vendor profile through the Open Workflow Tasks window on the page.

   The “Task to perform” in the Open Workflow Tasks window will be Vendor Enrollment Package Preparation.

   Open the task by clicking the icon.
2.1 Completing Your Basic Company Information

Your vendor profile is displayed. On the Basic Information tab, you will need to provide additional company information.

**Note:** While a red line indicates a field where information must be provided, you should complete all fields.

You will also notice any alerts related to your account at the top of the page. Alerts preceded by an icon are warning alerts that will not stop you from proceeding with a process. Alerts preceded by an icon are blocking alerts that will prevent you from proceeding with a process.

2. Select your company’s “Annual gross revenue.”

3. Select your company’s “Business category.”

4. Select the “Date this business was formed.”
5. Enter the “State in which business was formed.”

6. Enter the “County in which business was formed.”

7. Select the “Property Type” for your organization’s primary place of business in the NYC metropolitan area and enter your property’s address.

8. Click the “Save and Refresh” button.

Note: In general, it is a best practice to click “Save and Refresh” before you navigate to another page, tab, or window in PASSPort. PASSPort will timeout after 20 minutes of inactivity.

9. Navigate to the Contacts tab.
2.2 Adding Contacts and Additional Users to Your Account

As part of the enrollment process, principal questionnaires must be completed for all of your principal owners and those officers that are required to complete principal questionnaires. All principal owners and/or officers must be identified on the Contacts tab.

See Glossary for the definitions of “Principal Owner” and “Officer.”

10. Click the “Add a Contact” button.

Note: Only contacts with the Vendor Admin role can complete this action.
11. Enter the "First name" of the contact.

12. Enter the "Last name" of the contact.

13. Enter the "Email" of the contact.

14. Click the "Save and Close" button.
15. Select a “Role” for the contact that was added. Multiple roles may be selected for a contact.

- **Vendor admin**: Manages access to PASSPort and updates basic account information.
- **Signatory**: Is legally authorized to sign and submit information on behalf of the vendor organization.
- **Contributor**: Supports completion of forms, but is not authorized to submit information to the City.

16. Click the “Save and Refresh” button.

17. Click the “Add a Contact” button. Continue adding contacts until you have added all of your principal owners and/or officers.

18. Navigate to the Disclosures tab.

After a principal owner or officer has been added as a contact on the Contacts tab, they are able to create a NYC.ID using the e-mail address that is associated with them on the Contacts tab. Principal owners and/or officers can create a NYC.ID by navigating to [http://www.nyc.gov/passport](http://www.nyc.gov/passport), clicking the “Login” button, and then clicking the “Create Account” link.

Once a principal owner or officer creates a NYC.ID, they will be able to log in to PASSPort and access both the Vendor Questionnaire and their Principal Questionnaire for your vendor account.
2.3 Completing the Vendor Questionnaire

Now that you have entered additional company information, identified your principal owners and/or officers, and designated an account signatory, you are ready to start the vendor and principal questionnaires on the Disclosures tab.

19. Scroll down on the page to view the Vendor Questionnaire section.
The Vendor Questionnaire consists of eight sections.

20. Click the “Edit” button to open Section 1: Current Business Information.
21. Answer the six questions for Section 1: Current Business Information.

Note: If you select an affirmative response to a particular question, you will need to provide additional details to answer the question. This process is further detailed in this section of the Guide.

22. After you have answered the questions for this section, click the “Save and Next” button.
This section contains questions regarding your organization’s biographical information. Use the information below to help you answer the questions in this section. Definitions for the key terms below can be found in the Glossary at the end of this document.

Section 1: Current Business Information

- Address and EIN of entities with which your organization shares resources.
- Details regarding any entity or individual who can use or has been pledged ownership of your organization.
- Details of any open judgments, injunctions, or liens against your organization or its affiliates.
- Details of pending criminal and/or administrative charges against your organization, any affiliates, or current or former principal owners, officers, or managerial employees.
- Any EINs, DBAs, trade names, or abbreviations previously used by your organization.

- Documents from the Internal Revenue Service that prove your exempt status, if applicable.
- Official documents pertaining to open judgments, injunctions, liens, pending criminal charges, and pending administrative charges from courts or investigating agencies related to the information requested above.

Key Terms
- Administrative Charges
- Affiliate
- DBA
- Entity
- Managerial Employee
- Principal Owner
- Officer
- Share
- Shared Staff
Whenever an affirmative answer is selected as an answer to a particular question, you will need to provide additional details to answer the question.

In the example on the left, first click the “Add Row” button to enter the details for the entity that shares office space, staff, expenses, or equipment with the vendor. Continue to click the “Add Row” button to add additional entities.

Clicking the “Add Row” button and entering additional information is the process that is followed whenever an affirmative response is selected as an answer to a particular question on either questionnaire.

Be sure to click the “Save” button at the top of the page after you add a row and enter in additional information.
Note: PASSPort will provide you with visual cues as you complete the questionnaires. The screenshot shows the first section of the **Vendor Questionnaire** has been completed (indicated by the color green). You are on Section Two (indicated by the color blue), and the remaining six sections have not been started (indicated by the color orange).

23. Complete **Section 2: Business Relationships / Related Entities**.

24. After you have answered the questions for this section, click the **“Save and Next”** button.
Section 2: Business Relationships / Related Entities

- Name, EIN, and address of affiliates, controlled entities, and/or entities of which you are a subsidiary.
- Individuals and/or entities who would be principal owners and/or officers if they exercise their stock options.

Key Terms
- Affiliates
- Controlling Entity
- Entity
- Officer
- Principal Owner
- Subsidiary

This section asks about your organization’s relationships with related organizations. Please note that these related organizations will need to disclose additional information. Use the information below to help you answer the questions in this section. Definitions for the key terms below can be found in the Glossary at the end of this document.
25. Complete **Section 3: Vendor Integrity History**.

26. After you have answered the questions for this section, click the “Save and Next” button.
Section 3: Vendor Integrity History

- Negative information concerning any permits, licenses (including professional licenses), franchises, or leases held by your organization, its principal owners and/or officers, or affiliates in the past five years.
- Details regarding negative information on government contracts held by your organization and/or its affiliates (e.g., debarment, findings of non-responsibility, or unsatisfactory performance evaluations).

- Official documents from the relevant agency related to the information described above.

Key Terms:
- Affiliate
- Contract
- Government Contract
- Non-Responsible
- Officer
- Principal Owner
- Submitting Vendor
- Subsidiary

This section covers questions regarding your organization’s history and any of your organization’s principal owners or officers. Information requested will be related to previous revocations of licenses and any sanctions and/or actions that resulted in a negative impact (e.g., debarment, non-responsibility) on a government contract. Use the information below to help you answer the questions in this section. Definitions for the key terms below can be found in the Glossary at the end of this document.
27. Complete Section 4: Vendor Financial History.

28. After you have answered the questions for this section, click the “Save and Next” button.
Section 4: Vendor Financial History

- Details regarding any bankruptcy proceedings involving your organization or affiliates in the past seven years.
- For nonprofits: Details regarding any audits that reveal material weaknesses.
- Details regarding your organization’s failure to file or pay taxes and/or pay other City charges in the past five years.
- Details regarding any judgments, injunctions, or liens against your organization and/or its affiliates in the past five years.

- Official court or investigating agency documents related to the information described above.

Definitions for the key terms below can be found in the Glossary at the end of this document.
29. Complete **Section 5: Investigative History**.

30. After you have answered the questions for this section, click the “Save and Next” button.
Section 5: Investigate History

These questions focus on past events that were investigatory in nature. You will be asked to provide information about current and/or previous investigations from the City and other government entities. Further, you will be asked to detail information regarding any convictions your organization, its affiliates, principal owners, officers, or managerial employees have faced over a specific timeframe. Use the information below to help you answer the questions in this section. Definitions for the key terms below can be found in the Glossary at the end of this document.

- Details regarding any investigations, criminal convictions, or administrative violations within the past five years involving your organization, its affiliates, or any of their principal owners, officers, or managerial employees.
- Details regarding convictions for felonies or other offenses related to truthfulness or business conduct within the past ten years involving your organization, its affiliates, or any of their principal owners, officers, or managerial employees.
- Official court or investigating agency documents related to the information described above.

Key Terms:
- Affiliate
- Agency
- Investigated
- Managerial Employee
- Officer
- Principal Owner
- Submitting Vendor

32. After you have answered the questions for this section, click the “Save and Next” button.
Section 6: Employment of City-Affiliated Individuals

This section requests information about current or former City employees who may now work for your organization. The information that is requested in this section asks where these employees previously worked, and the nature of their current role. You will also be asked about affiliations with political parties/organizations. Use the information below to help you answer the questions in this section. Definitions for the key terms below can be found in the Glossary at the end of this document.

- Details regarding managerial employees or consultants to your organization who, within the past five years, have served as an elected or appointed public official or officer, an employee or consultant of a New York City agency, or an officer of a New York City political party.

- Consulting Capacity
- Managerial Capacity
- Officer
- Principal Owner
In this section, you will be asked about your organization’s place of business including any information related to sites where potential contract work would occur. Use the information below to help you answer the questions in this section. Definitions for the key terms below can be found in the Glossary at the end of this document.

Section 7: Site Information

33. Complete Section 7: Site Information.

34. After you have answered the questions for this section, click the “Save and Next” button.
• The addresses and **telephone numbers** of other places of business within the New York City metropolitan area that your organization has maintained within the past five years.
• The address(es) of any real property your organization anticipates using or occupying within the next three years.
• Identifying information for any **principal owner** and/or **officer** of your organization, or any member of their **immediate family**, who owns an **entity** that owns or leases real property in the New York City metropolitan area that your organization uses.

**Key Terms**
- Business Addresses
- Entity
- Officer
- Principal Owner
- Submitting Vendor
- Telephone Numbers
35. Complete **Section 8: NYC Contracting History**.

36. After you have answered the questions for this section, click the “Save” button.

37. Click the ✗ icon to close the **Vendor Questionnaire**.

Upon clicking the ✗ icon, PASSPort will update the status of your **Vendor Questionnaire**.
Section 8: NYC Contracting History

In this short section, you will disclose your organization’s contracting history (within the past three years) with the City and the extent to which your organization hired or designated someone to assist your organization to receive a contract. Use the information below to help you answer the questions in this section. Definitions for the key terms below can be found in the Glossary at the end of this document.

- Details regarding your organization and/or its affiliates’ subcontracts with the City during the past three years.
- Identifying information for individuals or entities, other than your organization’s employees, that worked for your organization to influence the procurement of City contracts during this three year VENDEX cycle.

Key Terms
- Affiliates
- Contract
- Entity
- Individual
- Prime
- Subcontract
- Submitting Vendor
In this example, all eight sections of the Vendor Questionnaire have been completed.

38. If any attachments need to be added to your Vendor Questionnaire, click the “Add an Attachment” button.

**Note:** Uploading attachments to your responses to questions included in the Vendor Questionnaire or PASSPort Principal Questionnaire must supplement your questionnaire responses. You may not upload explanatory documents in lieu of completing the questions included on the questionnaires.

Please indicate the question number to which each attachment corresponds.
39. Enter the “Document’s name.”

40. Upload the attachment by clicking on the “Drag and Drop to Add a File” button.

41. Add any notes in the “Comments” field to indicate what the attachment relates to.

42. Click the “Save” button.

43. Click the “Submit” button.

44. Click the icon to close the window.
2.4 Completing Principal Questionnaires

Principal questionnaires are completed on the Disclosures tab.

45. To identify your principal owners and/or officers, click the icon.

Note: As part of the enrollment process, you must complete principal questionnaires for each of your principal owners that are individuals and the officers who are required to complete principal questionnaires. All principal owners and/or officers must be identified on the Contacts tab.

The following rules dictate who must complete principal questionnaires:

- All principal owners must submit a principal questionnaire.
- The three officers who exercise the most substantial degree of control over the entity must submit a principal questionnaire.
  - However, if the submitting vendor is a partnership, then all partners performing work, or that you know will be performing work, on any contract with the City of New York must submit a principal questionnaire. Additionally, any partner who owns 10% or more of the partnership must also submit a principal questionnaire.
- If the vendor’s principal owner is an estate or trust, then the executor or trustee must submit a principal questionnaire.
- The City, in its sole discretion, may require that other principal owners or officers complete a principal questionnaire.
The vendor contacts that were added on the Contacts tab are displayed. If you need to add an additional contact, close this window, navigate to the Contacts tab, and click the *Add a Contact* button.

46. Click the icon to select a vendor contact and add it to the principal owner and/or officer grid.
47. Select if the contact is a **Principal Owner** or an **Officer**.

*Note: See Glossary for the definitions of “Principal Owner” and “Officer”.*

48. Click the “Save and Refresh” button.

49. Click the **i** icon to search for and select another contact. Continue to add contacts until you have added your principal owners and/or officers.
50. Click the Edit button to start the Principal Questionnaire for the associated principal owner or officer.

Note: Guidance on Parent and Controlling Entities Identification can be found later in the document.
The Principal Questionnaire for the associated principal owner or officer is displayed.

51. Complete Section 1: Basic Information.

52. After you have provided this information, click the “Save and Next” button.

Note: If you would like to change any of the pre-populated information, ask your account admin to update your contact information.
Section 1: Basic Information

The first section of the Principal Questionnaire asks your organization’s principal owner and/or officer for background information. Use the information below to help you answer the questions in this section. Definitions for the key terms below can be found in the Glossary at the end of this document.

- Your principal owner and/or officer’s identifying information including current and past positions with your organization.

- Officer
- Principal Owner
- Submitting Vendor
53. Complete Section 2: Principal Investment in Vendor.

Note: If you select an affirmative response as an answer to a particular question, you will need to provide additional details to answer the question. This process is further detailed in this section of the Guide.

54. After you have answered the questions for this section, click the “Save and Next” button.
Section 2: Principal Investment in Vendor

This two-question section asks questions about the nature of the financial relationship between your organization and its **principal owner** and/or **officer**. Use the information below to help you answer the questions in this section. **Definitions for the key terms below can be found in the Glossary at the end of this document.**

- Details regarding your **principal owner** and/or **officer**’s ownership interest in your organization, including stock ownership and any outstanding loans, guarantees, or other securities between you and the **submitting vendor**.

**Key Terms**
- **Officer**
- **Principal Owner**
- **Submitting Vendor**
Whenever an affirmative answer is selected as an answer to a particular question, you will need to provide additional details to answer the question.

In the example on the left, you would first click the “Add Row” button and then enter the “Total Percentage of Stock Owned,” and “Acquisition Date” to indicate what percentage of stock the principal owner holds in the submitting vendor.

Be sure to click the “Save” button at the top of the page after you add a row and enter in additional information.
55. Complete **Section 3: External Principal-Vendor Relationships**.

56. After you have answered the questions for this section, click the “Save and Next” button.
Section 3: External Principal-Vendor Relationship

This section asks about the nature of any relationships your organization's principal owner and/or officer might have outside of the one with your organization. Use the information below to help you answer the questions in this section. Definitions for the key terms below can be found in the Glossary at the end of this document.

- Details regarding any other entities, aside from your organization, for which your principal owner and/or officer has been a principal owner or officer within the past three years, and whether these entities have had any contracts with the City.

Key Terms:
- Contract
- Entity
- Officer
- Principal Owner
- Submitting Vendor
57. Complete **Section 4: Affiliated Vendor History**.

58. After you have answered the questions for this section, click the “Save and Next” button.
Section 4: Affiliated Vendor History

This section asks your principal owner and/or officer to list any examples of negative behavior they or an associated entity engaged in within the past five years. Use the information below to help you answer the questions in this section. Definitions for the key terms below can be found in the Glossary at the end of this document.

- Details regarding any negative information related to your principal owner and/or officer’s involvement with government contracts (e.g., debarment, findings of non-responsibility, or unsatisfactory performance evaluations).

- Official agency documents related to the information described above.

- Agency
- Contract
- Entity
- Non-Responsible
- Officer
- Principal Owner
59. Complete **Section 5: City Government Affiliation**.

60. After you have answered the questions for this section, click the "Save and Next" button.
Section 5: City Government Affiliation

This section asks your organization’s principal owner and/or officer to detail their associations with the City and/or elected officials in the past five years. Use the information below to help you answer the questions in this section. Definitions for the key terms below can be found in the Glossary at the end of this document.

- Details regarding your principal owner and/or officer’s City affiliation (i.e. as a consultant on matters your organization will work or an official, employee, or political party officer) during the past five years.

- Agency
- Consulting Capacity
- Officer
- Principal Owner
61. Complete **Section 6: Principal Financial History**.

62. After you have answered the questions for this section, click the “Save” button.

63. Click the ✗ icon to close the **Vendor Questionnaire**.
Section 6: Principal Financial History

This section asks your organization’s principal owner and/or officer to detail any instances in the past five years where they failed to file or pay appropriate taxes or charges. Use the information below to help you answer the questions in this section. Definitions for the key terms below can be found in the Glossary at the end of this document.

- Details regarding your principal owner and/or officer’s failure to file or pay taxes and/or pay other City charges in the past five years.

- Officer
- Principal Owner
At this point, one of the principal owner and/or officer questionnaires has been completed. The remaining principal owners’ and/or officers’ questionnaires would need to be completed by the vendor admin or by the listed principal owner and/or officers.

After a principal owner or officer has been added as a contact on the Contacts tab, they are able to create a NYC.ID using the e-mail address that is associated with their contact on the Contacts tab. Principal owners or officers can create an NYC.ID by navigating to http://www.nyc.gov/passport, clicking the “Login” button, and clicking the “Create Account” link.

Once a principal owner or officer creates an NYC.ID, they are able to log in to PASSPort and access both the Vendor Questionnaire and their Principal Questionnaire for your vendor account.
2.5 Identifying Related Entities

64. Scroll down to the bottom of the Disclosures tab and answer “Do you have any Parent or Controlling Entities?”

Note: See Glossary for the definitions of “Parent” and “Controlling Entity”.
65. If you answered Yes to “Do you have any Parent or Controlling Entities,” you must then click the icon to search for and select your parent and/or controlling entities.

Note: If any parent or controlling entities are identified, then a separate vendor questionnaire will need to be submitted by each parent and/or controlling entity.
66. Click the “Save and Refresh” button.

67. Navigate to the Documentation tab.
### 2.6 Uploading Certificate of Incorporation (COI) Documentation

The **Documentation** tab is displayed. On this tab you can enroll in commodities, upload Equal Employment Opportunity (EEO) documents, upload Certificates of Incorporation (COI) or equivalent documents, and upload Doing Business As (DBA) documents.

68. Scroll down on the page.
69. Click the “Add Document(s)” button within the Miscellaneous Documents section.
70. Select the “Document’s type: Miscellaneous/Certificate of Incorporation.”

71. Enter the “Document’s name.”

72. Click the “Drag and Drop to Add a File” button to search for and select the COI document you wish to upload.

73. Click the “Save” button.
74. Click the “Submit” button to submit your COI document.
75. Click the “Close” button.
Click the “Check Progress” button to ensure you have completed all required components of your enrollment package.

If you have not completed any required components of the package, an error message will appear detailing what needs to be completed before you can submit the package. Complete the required information and click “Check Progress” again.
2.7 Adding an e-Signature and Submitting the Vendor Enrollment Package

Once all of the necessary business information has been added, your disclosures have been completed, and you have uploaded your Certificate Of Incorporation or equivalent document, your organization is ready to sign and submit its vendor enrollment package.

Please note that only a user with a Signatory role can submit a signature for your enrollment package.

77. Click the “Check Progress” button.
A pop up is displayed confirming that you have no outstanding items and directing signatories to add an e-signature in the “Signature” tab.

78. If you have the Signatory role, click the “Signature” tab.

79. Click the green “Add Signature” button.

Please note that only users with a Signatory role will have access to this functionality. This role is defined on the Contacts tab.
80. Click the “Ready to Sign” button to create a new e-Signature.
81. Read the PASSPort Questionnaire Certification language and click the "I certify all of above" checkbox.

82. Enter your "NYC.ID Password."

83. Click the "Sign" button to add your e-Signature.
A green message reading “Signature has been successful!” will be displayed.

84. Click the ✗ icon.
An e-signature will be displayed in the **Vendor Enrollment Signature** section with the name of the signatory that signed the package and the date and time it was signed.

85. Click the “**Submit Package**” button to submit your enrollment package to the Mayor’s Office of Contract Services (MOCS).
When an enrollment package is submitted, the system detects if there are expected questionnaires for your related entities. If there are, and if the related entities’ questionnaires are not submitted, then the submitted enrollment package will be placed on hold until the parent and controlling entities’ questionnaire(s) is/are received.

PASSPort will release the package to MOCS for review when the last expected questionnaire is received. When MOCS files your package, your vendor account becomes fully enrolled and your PASSPort Vendor Status becomes “Filed.”

You will receive e-mail notifications whenever the package is put on or off of hold and whenever MOCS takes action on your enrollment package.

This user manual has provided you with step-by-step instructions on how to prepare and submit a Vendor Enrollment package in PASSPort. If you have any questions on the Vendor Enrollment process, please contact the MOCS Service Desk.
3. Glossary

Unlike the descriptions of information and documents necessary to complete PASSPort enrollment, listed in Sections 1 and 2, above, this glossary of terminology clarifies and modifies the meaning of the terms included in the PASSPort Vendor Questionnaire and Principal Questionnaire. You should refer to this glossary to resolve any uncertainties regarding the meaning of the PASSPort Vendor Questionnaire or PASSPort Principal Questionnaire. The City, in its sole discretion, may require that other principal owners or officers complete a principal questionnaire.

<table>
<thead>
<tr>
<th>Account Creation</th>
<th>The initial entry point for an entity into PASSPort. The entity fills out basic contact information, such as but not limited to: their primary place of business, telephone number, and e-mail. At this point the entity has their EIN or SSN verified before they are able to move on to Vendor Enrollment.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Administrative Charge</td>
<td>When an agency charges an entity with violating the agency’s regulations. These charges include, but are not limited to violations of prevailing wage laws, workers’ compensation laws, Occupational Safety and Health Administration (OSHA) violations and tax offenses.</td>
</tr>
<tr>
<td>Affiliate</td>
<td>An entity in which the parent of the enrolling vendor either owns more than fifty (50) percent of the voting stock and/or an entity in which a group of principal owners or officers that owns more than fifty (50) percent of the enrolling vendor also owns more than fifty (50) percent of that entity’s voting stock.</td>
</tr>
<tr>
<td>Agency</td>
<td>Any government body, whether Federal, State, City, County, local agency or other office, position, administration, department, division, bureau, commission, authority, corporation, advisory committee or other agency of government, including departments, offices, quasi-public agencies, public authorities, public corporations, public development corporations, local development corporations and others. (See below for definition of “New York City Agencies.”)</td>
</tr>
<tr>
<td>Board of Directors</td>
<td>Board members are individuals that make up the governing body of an entity that are responsible for overseeing the entity’s activities, and that also meet periodically to discuss and vote on the affairs of the entity.</td>
</tr>
<tr>
<td>Business Addresses</td>
<td>The address and telephone numbers for the location(s) at which the enrolling vendor conducts its activities.</td>
</tr>
<tr>
<td>Consulting Capacity</td>
<td>Serving in a capacity to act on behalf of or assist the enrolling vendor with services including, but not limited to legal, engineering or architectural.</td>
</tr>
<tr>
<td>Contact</td>
<td>Person identified as being associated with the vendor’s profile in PASSPort. A contact is not limited to an organization’s principal owner or officer, and can be anyone associated with the organization in an administrative capacity. Contacts are assigned the roles of “vendor administrator,” &quot;contributor&quot; and/or &quot;signatory&quot;.</td>
</tr>
<tr>
<td>Contract</td>
<td>Any agreement between a New York City agency and an individual or entity, which (a) is for the provision of goods, services, or construction and has a value that when aggregated with the values of all other such agreements with the same individual or entity or subcontractor during the immediately preceding twelve (12) month period is valued at one hundred thousand dollars ($100,000) or more; or (b) is for the provision of goods and/or services, was awarded on a sole source basis and is valued at ten thousand dollars ($10,000) or more; or (c) is a concession and has a value that when aggregated with the value of all other contracts/agreements held by the same concessionaire is valued at one hundred thousand dollars ($100,000) or more; or (d) is a franchise. Where it is used in Section 3 of the Vendor Questionnaire or Section 4 of the...</td>
</tr>
</tbody>
</table>
**Principal Questionnaire**, the term “contract” means “government contract,” as defined below. In all other instances, “contract” and “government contract” carry separate meanings, as defined in this glossary.

| **Controlling Entity** | The enrolling vendor is controlled by another entity when:  
• The controlling entity holds ten (10) percent or greater ownership interest; or  
• The controlling entity directs or has the right to direct daily operations  
  The enrolling vendor controls another entity when:  
• It holds ten (10) percent or more of the voting stock of the entity it controls; or  
• It directs or has the right to direct daily operations  
  A controlling entity is considered a Parent when it owns more than fifty (50) percent of the voting stock of another entity. |
<table>
<thead>
<tr>
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</thead>
<tbody>
<tr>
<td><strong>DBA</strong></td>
<td>“Doing business as” or DBA, is a formal notice filed with a county clerk that an individual or entity is conducting business under an assumed name.</td>
</tr>
<tr>
<td><strong>DUNS Number</strong></td>
<td>A unique nine-digit identifier for businesses, issued by Duns &amp; Bradstreet, also known as the “D&amp;B number,” that is tied to a business information file administered independently by Duns &amp; Bradstreet.</td>
</tr>
<tr>
<td><strong>EIN</strong></td>
<td>A nine-digit number assigned by the Internal Revenue Service to sole proprietors, corporations, partnerships, estates, trusts, and other entities for tax filing and reporting business purposes. Where an entity uses an SSN in lieu of an EIN, PASSPort users must disclose the SSN used by that entity as if it were an EIN.</td>
</tr>
<tr>
<td><strong>E-mail</strong></td>
<td>Electronic mail address of an individual, entity and/or enrolling vendor at the primary place of business address, principal executive office address and business addresses.</td>
</tr>
<tr>
<td><strong>Enrolling Vendor</strong></td>
<td>The entity enrolling in PASSPort.</td>
</tr>
<tr>
<td><strong>Entity</strong></td>
<td>Any joint venture, sole proprietorship, general partnership, limited liability partnership, limited partnership, limited liability company, professional limited liability company, business corporation, professional business corporation, or others. This also includes any not-for-profit corporation.</td>
</tr>
<tr>
<td><strong>FMS Vendor Code</strong></td>
<td>Number generated in the City’s Financial Management System (“FMS”) (either assigned manually by agency or generated when a vendor signed up in PIP) that a vendor needs in order to be eligible to receive payment from the City of New York.</td>
</tr>
<tr>
<td><strong>Government Contract</strong></td>
<td>Any agreement between an individual or entity and an agency, as defined above. Where it is used in Section 3 of the Vendor Questionnaire or Section 4 of the <strong>Principal Questionnaire</strong>, the term “contract” means “government contract.” In all other instances, “contract” and “government contract” carry separate meanings, as defined in this glossary.</td>
</tr>
<tr>
<td><strong>Immediate Family</strong></td>
<td>Includes former or current husband(s), and or wife(ves), son(s), daughter(s), stepson(s), stepdaughter(s), adopted child(ren), grandchild(ren), parent(s), brother(s), sister(s), grandparent(s), mother(s)-in-law, father(s)-in-law, brother(s)-in-law and sister(s)-in-law.</td>
</tr>
<tr>
<td><strong>Individual</strong></td>
<td>Any person (not an entity).</td>
</tr>
<tr>
<td><strong>Internal Revenue Code</strong></td>
<td>The set of rules and regulations established by the United States Internal Revenue Service (IRS).</td>
</tr>
<tr>
<td><strong>Investigated</strong></td>
<td>An individual or entity has been Investigated if there has been any inquiry by any prosecutorial, investigative or regulatory agency concerning such individual or entity or the activities and/or the business practices thereof.</td>
</tr>
</tbody>
</table>
An “inquiry” includes, but is not limited to the following:

1. an appearance before a grand jury by the **individual** or any current or former representative of the **entity** or its **affiliates** has been made or been sought;
2. a subpoena requiring testimony has been issued and/or received;
3. a subpoena for the production of documents in a criminal proceeding or criminal investigation has been issued and/or received;
4. a search warrant at any location occupied or used by **individual/entity**, any **affiliate**, or any of their **principal owners** or **officers** has been executed;
5. notice has been received that the communications or activities of the **individual** or any current or former representative of the **entity** or its **affiliates** have been monitored under a court order;
6. notice has been received that the **individual/entity**, or any current or former representative of the **entity** or its **affiliates** is the subject or target of an investigation;
7. any questioning of an employee concerning the **individual/entity**, or the conduct of the **individual/entity**’s or the **affiliate**’s business which relates to the possible commission of any act or acts that could expose the **individual**, the **entity**, or its **affiliates** to either criminal or civil liability;
8. any investigation into compliance with prevailing wage laws or regulations.

The following are not inquiries:
1. background investigations for employment;
2. contact with the **contracting agency** relating to performance or routine aspects of an existing **contract**;
3. **agency** communications relating to constituent complaints;
4. routine non-forensic program or financial audits.

<table>
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<tr>
<th><strong>Managerial Employees</strong> or <strong>Managerial Capacity</strong></th>
<th>Employees in a supervisory capacity who, either by virtue of their title or their duties, operate with discretion over solicitation, letting, or management of <strong>contracts</strong> with New York City.</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Material Weakness</strong></td>
<td>A reportable condition in which the design or operation of one or more of the components of internal control does not reduce to a relatively low level the risk that errors and irregularities in amounts that would be material in relation to the general purpose financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions.</td>
</tr>
<tr>
<td><strong>New York City Agencies</strong></td>
<td>Those agencies for which expenses are paid in whole or in part from the city treasury, and include but are not be limited to, the City Council, the offices of each elected official, the Department of Education, the School Construction Authority, community boards, the Financial Services Corporation, the Health and Hospitals Corporation, the Economic Development Corporation, and the New York City Housing Authority, but do not include any court or any corporation or institution maintaining or operating a public library, museum, botanical garden, arboretum, tomb, memorial building, aquarium, zoological garden or similar facility.</td>
</tr>
<tr>
<td><strong>Nonprofit</strong></td>
<td>Any group incorporated under the New York State Not-For-Profit Corporation Law and/or registered with the Secretary of the State as a Not-For-Profit Corporation in accordance with Article 13 of that law, and/or exempt from taxation under section 501 of the Internal Revenue Code.</td>
</tr>
<tr>
<td><strong>Non-Responsible</strong></td>
<td>When an individual or entity lacks the capability in all respects to fully perform the contract requirements and/or lacks the business integrity to justify the award of public tax dollars.</td>
</tr>
<tr>
<td><strong>Officer</strong></td>
<td>Any individual who serves as or performs the functions of chief executive officer, chief financial officer, or chief operating officer of the enrolling vendor, without regard to such individual’s title e.g., president, vice president, secretary, treasurer, board chairperson, trustee, (individual or entity who administers a trust) or their equivalents.</td>
</tr>
<tr>
<td><strong>Parent</strong></td>
<td>Any individual or entity including, but not limited to any partnership, joint venture or corporation which owns more than fifty (50) percent of the voting stock of another entity.</td>
</tr>
<tr>
<td><strong>Primary Place of Business</strong></td>
<td>The most important location from which the enrolling vendor conducts its business in the New York City metropolitan area. See business address definition.</td>
</tr>
<tr>
<td><strong>Prime</strong></td>
<td>The entity awarded the contract.</td>
</tr>
<tr>
<td><strong>Principal Executive Office</strong></td>
<td>The location at which the enrolling vendor’s principals are located. See also the definitions for primary place of business, business address, and telephone numbers.</td>
</tr>
<tr>
<td><strong>Principal Owner</strong></td>
<td>An individual, partnership, joint venture or corporation that holds a ten (10) percent or greater ownership interest in an enrolling vendor or subcontractor.</td>
</tr>
<tr>
<td><strong>Principal Questionnaire</strong></td>
<td>The questionnaire collects information on the enrolling vendor’s principal owners and/or officers.</td>
</tr>
<tr>
<td><strong>Responsibility Determination</strong></td>
<td>A conclusion reached by any government agency or quasi-governmental agency, concerning the responsibility of an entity. A responsibility determination is based on several factors including, but not limited to an entity’s financial resources, business integrity, and performance.</td>
</tr>
<tr>
<td><strong>Role-Contributor</strong></td>
<td>Account permission that allows a user to add and save information to the account, vendor questionnaire and principal questionnaire but not to sign for or submit account for filing.</td>
</tr>
<tr>
<td><strong>Role-Signatory</strong></td>
<td>Account permission that allows a user to add and save information to the account, vendor questionnaire and principal questionnaire in addition to signing for and submitting account for filing.</td>
</tr>
<tr>
<td><strong>Role-Vendor Admin</strong></td>
<td>Account permission that allows a user to add and save information to the account, vendor questionnaire and principal questionnaire in addition to signing for and submitting account for filing. User is also able to assign other users on a vendor account either contributor, signatory or vendor admin permissions.</td>
</tr>
<tr>
<td><strong>Sanction</strong></td>
<td>Any fine, penalty, judgment, injunction, violation, debarment or suspension.</td>
</tr>
<tr>
<td><strong>Share</strong></td>
<td>To have space, staff, equipment, expenses, etc., or use such items, in common with one or more other entities.</td>
</tr>
<tr>
<td><strong>Shared Equipment</strong></td>
<td>Equipment is considered to be the items used in an individual or entity’s operation or activity that include, but are not limited to telephone(s) and telephone systems, photocopiers, computer, motor vehicles and construction machinery. These items are considered shared whenever the enrolling vendor shares the ownership and/or the use of any equipment with any other entity. Equipment should not be considered to be shared under the following three circumstances: (1) when, although the equipment is owned by another entity, the enrolling vendor has entered into a formal lease for the use of the equipment and exercises exclusive use of the equipment; or (2) when the enrolling vendor owns equipment that it has formally leased...</td>
</tr>
</tbody>
</table>
to another **entity**, and for the duration of such lease the **enrolling vendor** has relinquished all right to the use of such leased equipment; or (3) when the **enrolling vendor** out-sources internal administrative functions, such as payroll.

<table>
<thead>
<tr>
<th>Shared Expenses</th>
<th>Expenses are costs, charges, fees, etc. When the <strong>enrolling vendor</strong> and any other <strong>entity</strong> jointly incur or pay for expenses, they are considered <strong>shared</strong>.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Shared Space</td>
<td>Space is considered to be <strong>shared</strong> when any part of the space utilized by the <strong>enrolling vendor</strong>, at any of its sites, is also utilized on a regular or intermittent basis for any purpose by any other <strong>entity</strong>, and where there is no lease or sublease in effect between the <strong>enrolling vendor</strong>, and any other <strong>entity</strong>, that is sharing space with the <strong>enrolling vendor</strong>.</td>
</tr>
<tr>
<td>Shared Staff</td>
<td>Staff should be considered to be <strong>shared</strong> when any <strong>individual</strong> provides the services of an employee (including services of any type or level, managerial or supervisory, whether paid or unpaid) to the <strong>enrolling vendor</strong>, and also, on either a regular or irregular basis, provides the services of an employee, paid or unpaid, to one or more other <strong>entities</strong>, if such services are provided during any part of the same hours the <strong>individual</strong> is providing services to the <strong>enrolling vendor</strong>. This type of sharing may include, but is not limited to, <strong>individuals</strong> who provide the following services: telephone answering, receptionist, delivery, custodial, and driving.</td>
</tr>
<tr>
<td>SSN</td>
<td>The unique nine-digit number assigned by the Social Security Administration that assists in maintaining an accurate record of wages or self-employment earnings that are covered under the Social Security Act, and used by the Internal Revenue Service for tax administration purposes. Except where an <strong>entity</strong> elects to use an SSN in lieu of an EIN, PASSPort users are only required to enter the last four digits of an SSN where SSN data is solicited.</td>
</tr>
<tr>
<td>Subcontract</td>
<td>An agreement between an <strong>individual</strong> or <strong>entity</strong> that is party to a <strong>contract</strong> and another <strong>individual</strong> or <strong>entity</strong> which (a) is for the provision of goods, services or construction pursuant to that <strong>contract</strong>, and has a value that when aggregated with the value of all other such agreements with the same <strong>individual</strong> or <strong>entity</strong> and <strong>subcontractor</strong> during the immediately preceding twelve (12) month period is valued at one hundred thousand dollars ($100,000) or more; or (b) is for the provision of goods and/or services, was awarded on a sole source basis and is valued at ten thousand dollars ($10,000) or more; or (c) is a concession and has a value that when aggregated with the value of all other <strong>contracts/agreements</strong> held by the same concessionaire is valued at one hundred thousand dollars ($100,000) or more; or (d) is a franchise.</td>
</tr>
<tr>
<td>Subcontractor</td>
<td>Any <strong>individual</strong> or <strong>entity</strong> engaged under a <strong>subcontract</strong>.</td>
</tr>
<tr>
<td>Submitting Vendor</td>
<td>The <strong>entity</strong> enrolling in PASSPort.</td>
</tr>
<tr>
<td>Subsidiary</td>
<td>An <strong>entity</strong> in which the majority of the voting stock is owned by a <strong>parent</strong>.</td>
</tr>
<tr>
<td>Telephone Numbers</td>
<td>The <strong>telephone numbers</strong> of an <strong>individual</strong>, <strong>entity</strong> and/or <strong>enrolling vendor</strong> at the <strong>primary place of business address</strong>, <strong>principal executive office address</strong> and <strong>business addresses</strong>.</td>
</tr>
<tr>
<td>Vendor Enrollment</td>
<td>Action in PASSPort where <strong>enrolling vendors</strong> can fill out required information prior to being able to do business with the City of New York.</td>
</tr>
</tbody>
</table>