



Name

Request For Proposal

Issued: _____

Response due date: _____

Proposal Submitted Date: _____

Signed: _____

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I. Introduction

A. Barilla America Inc. Corporation Overview

At Barilla, we believe that the making — and enjoyment — of food is an art. Through our pastas and sauces, we want to bring Americans the best that Italy's culinary traditions have to offer; and through our promotion of Italian food, art, and culture, we want to inspire everyone to share in the values that have guided us for more than a century — a love of life, a devotion to quality, and a respect for tradition.

Barilla America, Inc., the U.S.-based division of The Barilla Group, Italy's largest food producer, was launched in 1996. Just three years later, Barilla became the No. 1 brand of pasta in the United States (and today produces the fastest-growing pasta and sauce brands in their categories). To achieve this milestone in such a short time is a testament to Barilla's history of 130 years of excellence in food production, brand-building, product quality, and global consistency.

B. Supply Chain Management Overview

The mission of Barilla America Inc. Corporation's Supply Management Organization is to develop a competitive advantage by creating a best-in-class Supply Management organization that leverages scale to improve efficiencies and increase profit. New and innovative approaches are key to accomplishing our mission. The Supply Management organization targets high spend categories crossing all Barilla America Inc. U.S. lines of businesses creating opportunities to increase service levels and maximize cost savings. To achieve these goals, one of our primary strategies is to embed a center-led approach for indirect procurement across Barilla America Inc. Also of importance, Supply Management drives sourcing creativity and competition, and champions supplier diversity to success in the global marketplace.

C. Scope and Overview Of The Opportunity

Your Company has been invited to submit a proposal to support Barilla America Inc. Corporation (hereinafter "BAI") for the [REDACTED] in the United States. Your proposal will assist BAI in identifying and selecting a Company capable of delivering the highest level of support in the most cost effective and efficient manner possible. The intent of this Request For Proposal is to therefore communicate BAI's requirements to your Company in a manner that enables the preparation of an acceptable and thorough response. The BAI Supply Management group is leading a cross functional team representing Barilla America Inc.'s three business groups through this strategic sourcing effort to determine the most appropriate partnership.

In no way should any factual historical data contained within this RFP be construed as a guaranteed commitment for future volume, nor should this data be construed as a set pattern of defined requirements.

D. Confidentiality

This Request for Proposal and the information contained herein belong to BAI and are considered confidential and/or legally privileged. All information provided to individual bidders as part of this RFP process should be considered proprietary to BAI. The information is intended only for your Company's use in preparing a response to this RFP, and may not be communicated to any other parties, either internally or externally, who are not directly involved in preparing the response requested herein. In accordance with sound procurement practices, as well as BAI's

Global Business Practices, all information provided to BAI by bidders will be similarly treated as confidential

E. Contract Term

Terms of the contract will depend on the evaluation of proposals received, but would potentially be a [redacted] year duration from date of award subject to terms and conditions.

II. Instructions For Responding to this Request For Proposal

A. Due Dates

Your Company's completed proposal is due no later than **1 P.M. Central Standard Time on Friday [redacted]**. BAI reserves the right to reject any proposals not received by the date and time specified. BAI also reserves the right to reject your Company's proposal at its discretion if it is incomplete.

Estimate Time-Line:

[redacted]	RFP to be distributed by Barilla America Inc. Corporation
[redacted]	Deadline for Intent to Bid Form
[redacted]	Deadline for Supplier Questions Submittal Form
[redacted]	Deadline for Returned Questions from all suppliers
[redacted]	Deadline for Proposal Submission Form
[redacted]	Award Business

B. Bid Submission / Number of Copies

Please submit **2 copies** of signed, original copies of this RFP and your proposal to: **Barilla America Inc. Corporation - 1200 Lakeside Dr., Bannockburn, Illinois 60015 Attn: Purchasing Department [redacted]** and one (1) electronic copy via e-mail to [redacted].

C. Communication / Questions & Answers / Notification

The information we are providing to you is the best information available and should be sufficient to respond to this RFP. In no way should any factual historical data contained within this RFP be construed as a guaranteed commitment for future volume, nor should this data be construed as a set pattern of defined requirements. Since BAI desires not to entertain telephone inquiries regarding the RFP, if your Company has questions pertaining to this RFP, you should submit these questions in writing using Exhibit B via e-mail to: [redacted]. [redacted]@barilla-usa.com. In order to maintain the integrity of this process and ensure that all suppliers are treated fairly, under no circumstance should your Company attempt to make contact with anyone else within BAI regarding this RFP. Doing so may result in the immediate disqualification of your proposal. In all cases please be clear and concise.

Your company Questions will be accepted through **5 pm CST on Friday [redacted]**. Answers to all questions received by this deadline will be distributed on a confidential basis to all RFP recipients. Your Company will be formally notified of

the outcome of the selection process at its conclusion. Your Company may be contacted for additional information or clarification in relation to your proposal.

D. Evaluation Criteria

The process for the evaluation of your proposal is as follows: Upon receipt, your proposal will be evaluated utilizing a standardized tool with specific criteria that has been weighted based upon its importance to BAI. This criterion is cross-referenced to specific questions within the RFP. Each evaluation will be completed and submitted to BAI's Supply Mgt. group for consolidation. After the results are consolidated an internal meeting will be held to discuss the results and determine which suppliers will be invited to formally present their proposal to the team. After each supplier presents their proposal and departs BAI, the team will again perform individual evaluations prior to an open discussion specific to that supplier. Upon completion of all supplier presentations the team will again have an open discussion and determine if any additional follow-ups are necessary or if a supplier partnership can be pursued.

Outlined below are the criteria that will be utilized to evaluate your proposal. It is important that you keep this in mind as you prepare your proposal.

Completeness of Proposal - Integrity and Accuracy of Proposal

Service Delivery - Personnel & Staffing, Client References, Prior / Current SL Relationship, Implementation Plan & Completeness of Proposal / Attention to Detail

Program Management - Audit, Controls, Billing and Payment

Electronic Procurement

Financials - Stability of Company, Financial Resources, Industry Presence & Incentive / Costs

Management Information Systems - Reporting, Quality Assurance & Integration

E. Bid Submission And Acceptance Or Rejection

You must utilize this RFP document to respond and maintain the format, including all numbering, provided unless otherwise noted. All items requested of your Company under this RFP should be responded to as thoroughly, yet concisely, as possible. Unclear, ambiguous statements such as "all reasonable effort to provide" must be avoided. Failure to address any of the requirements may result in an incomplete or non-qualifying bid. Inability to meet any specified requirement must be so stated and thoroughly explained. Each proposal must be signed by an authorized representative of your Company and should include the names of the individuals participating in its preparation.

BAI shall not be responsible for any costs involved in the preparation of proposals or their presentation. Your Company may be asked to present your proposal to a select group of decision-makers at BAI's Chicago headquarters location. Your Company's proposal also must remain **fixed** firm for a **minimum** period of **120 days** from BAI's receipt thereof.

F. Alternative Proposals

This document is confidential to Barilla America Inc. and may be used by the addressee only in responding to this Request For Proposal. Proposals provided to Barilla America Inc. will be kept strictly confidential.

The proposal response must follow the order of the RFP. Alternative proposals that may offer Barilla America Inc. more favourable terms than those set forth in the RFP may be submitted as separate proposals. Bidders may submit alternative proposals in addition to the required submission, in a separately identified proposal labelled as an alternative proposal.

G. Account Business Reviews Quality & Performance Evaluation

The parties agree that on a quarterly, or otherwise agreed upon basis, a meeting will be held at a designated BAI location in order to conduct a formal account business review for the prior period's activity and performance. Supplier agrees to support the business reviews in a format and location as mutually agreed. At a minimum the account business review will include a summary of expenditure activity by BAI location, key performance indicators, issue resolution concerning such areas as billing, report turnaround time, systems issues, continuous improvement activities and other topics as may be mutually agreed to by the parties.

III. Project Scope

A. Product Description

B. Product Design

C. Business Target

IV. Supplier Information

A. General Information

1. Full name of Company including corporate headquarters address.
2. Details of ownership, history and organization structure of your organization, to include a listing of all Officers.
3. Name, address, e-mail address and phone number of the primary interface for this proposal; include any prior experience and recent or prior relationship with BAI.

B. Financials

1. If you are publicly traded, please provide two copies (each) of your last two Annual Reports that have been audited by an independent agency. If you are privately held, please provide us with two copies (each) of your last two third party audits.
2. Provide the number of years that you have been in the market, your position in the market and number of clients and any other relevant information.

3. Details of the types of business that your company is engaged in including the percentages or revenues of each.
4. Please provide a list of all major investments if applicable, that would impact a partnership with BAI.
5. Provide a complete list, and detailed explanation as applicable, for all subsidiaries or prior affiliated companies, including your own even if renamed, who have declared bankruptcy within the past five years.
6. Have there been any lawsuits or declarations of any legal action against your Company for breach of contract within the last three years, pending or settled?
7. Are there currently any other lawsuits pending against your Company? If so, please describe the nature of the lawsuit.
8. Please provide a breakdown of your debt structure.

C. Client References

1. Provide two current client references (including a separate tax, audit, purchasing, and accounts payable & treasury contacts) outside of BAI, that you have been doing business with, for three (3) year or longer. Include Company name, nature of relationship, and contact with title and phone number. BAI desires to have references with business profiles similar to BAI (multiple locations / Consumer Products Group), who BAI can contact.
2. Provide three client references that have terminated business with you or not renewed over the last two years, indicating the length of time serviced prior to termination and reasons for termination.
3. List the last three large client accounts that you have won in the past 12 months and why.

D. Supplemental Information

1. Please describe any features and benefits provided by your Company that are unique to the industry.
2. How do you perceive the [REDACTED] industry developing in the short term (12-24 months)?
3. How do you see the role of your Company in the context of number two (2) above?
4. Is your company currently doing business (or has it within the past three years) with any unit or division of Barilla America Inc. Corporation? Yes/ No

If yes, please complete the following information.

Enter Barilla America Inc. (Bakery, Raw Materials, Pasta, Sauce Ingredients)	
Year Relationship Began	
Type of Business (i.e.: P-Card, Travel, Credit)	
2008 Revenue (\$)	
2009 Revenue (\$) YTD	
BAI Contact (name)	
Other – provide any details	

E. Account Administration

Your Company shall appoint an experienced Account Manager who shall be responsible for overseeing all aspects of BAI’s account. In addition, Your Company shall assign a team of support personnel whose responsibility shall be to support all aspects of the [REDACTED]. Both the Account Manager and the support personnel shall be fully trained and briefed on this Agreement, BAI’s service expectations and requirements and all other relevant information concerning the servicing of the BAI account. The Account Manager shall, at a minimum, meet with BAI before being assigned to the account. If BAI requests that any person serving as the Account Manager be removed from having any responsibility for BAI’s account under this Agreement, Supplier shall remove that person from the position of Account Manager and appoint another person reasonably acceptable to BAI as the new Account Manager in a timely manner.

F. Personnel / Staffing

1. Please provide the name, title, qualifications and experience level of the Account Manager that you propose to assign to this account. Do they have prior experience with Barilla America Inc.? If so, please describe.
2. Describe additional support that you would provide to BAI. Provide names (if available), titles, functional area, experience and availability to BAI. Where would these individuals be located and what days / hours would they be available?
3. Detail any other relevant information that you feel would be important.

G. Audit / Controls

1. Outline the controls available with your Food Safety program. Detail as applicable.
2. Can controls be changed at any time? Describe the procedure.

H. Financial Proposal

1. Describe in detail your proposed financial offer.

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2. Provide complete detail breakout of all costs and / or fees for any products/services, including but not limited to system integration, implementation, etc...
3. Outline in detail any capital requirements that may be needed. How the payment/depreciation structure will be set-up and any other comments in respect to capital.
4. Provide information on potential restrictions on production due to existing contracts.
5. Review Exhibit D than fill in Exhibit E

I. Billing and Payment

1. Describe all options for billing, including billing cycles and statement delivery. Provide samples.
2. How are billing dispute resolved? What is the typical timeframe for such problem resolution?
3. Describe your payment terms/options.
4. What are your delinquency procedures?
5. Do you offer online access to billing information and/or payment options?

J. Reporting

1. How do your reporting tools interface with BAI's financial systems, such as accounts payable and general ledger?
2. Provide relevant samples of types of standard management reports.

K. Quality Assurance

1. Fill out attached Quality Preliminary Questionnaire in exhibit D.
2. How would your Company guarantee to provide consistent quality of service to BAI?
3. Describe your method and specific details (metrics) of measuring quality (automated or manual) as well as customer satisfaction?
4. Do you have any service performance agreements currently in place with existing clients? If yes, please describe. Do you have performance penalty agreements in place with existing clients? If yes, please describe. Would you be willing to enter into such an agreement with BAI?
5. Describe how you handle customer complaints.
6. Explain your quality control procedures for call handling.

L. Sustainability

1. What is your company's corporate vision on sustainability?
2. List your company's sustainability policy.
3. How is your sustainability program structured?
4. Do you focus on working with sustainable suppliers?
5. Do you have LEED certified buildings?
6. What environmental metrics do you track?
7. Do you have a 3rd party audit of your metrics?
8. Do you have full-time environmental professionals?

M. Supplier Diversity

1. Is your company a diversity owned?
 - a. If yes, are you certified?
 - b. Can you submit a valid certifications for all categories that apply to your business?
 - c. Please specify which diversity categories apply to your business:
 - 8(a) business
 - H.U.B. Zone
 - Lesbian, Gay, Bi-Sexual, Transgender Business (LGBT)
 - Minority-Owned Business Enterprise (MBE)
 - Service Disabled Veteran-Owned Small Business (SDVOSB)
 - Small Business (SB)
 - Small Disadvantaged Business (SDB)
 - Veteran-Owned Small Business (VOSB)
 - Women-Owned Small Business (WOSB)

N. Implementation Plan / Follow-up

1. Provide a complete description of your implementation process, including a sample time line, description of various implementation tasks for your Company, any third parties and BAI as well as the key milestones to ensure implementation timeliness.
2. Identify the personnel responsible for implementation and describe their roles and responsibilities.
3. Describe the support provided during implementation, including technical assistance, user manuals, instructional and/or educational materials, on-site visit, training seminars, or other assistance. Describe the support that you would provide to BAI after implementation.
4. Discuss any challenges/obstacles associated with implementation.

O. Additional Questions

1. Please fill in Exhibit F
2. Add any other documents/information that you feel is needed.

EXHIBIT A

Intent to Bid Form

(Due Date:)

Instructions: Complete the form below and e-mail to:

 @ barilla-usa.com

From: Company Name: _____

Contact Name: _____

Telephone: _____

E-mail: _____

In reference to:

- We intend to respond to this RFP by the specified due date. In signing this Intent To Propose Services Form we are confirming that we have read and understood the statement of confidentiality and the general terms and conditions of this RFP and agree to abide by them.

- We are not responding to this RFP and have destroyed all electronic copies or printed copies of this document and associated materials

EXHIBIT B

Supplier Question Submittal Form

(Due Date:)

Company Name: _____

Contact Person (Please Print): _____

Signature of Contact Person: _____

Date: _____

Instructions: Please put a maximum of one question in each row followed by its location within the RFP:

Example: Where is Barilla America located?

Section(s): II Subsection(s): B Paragraph(s): 1 Line(s): 2-3

Question(s):

EXHIBIT C

Proposal Submission Form

(Due Date: [redacted])

Instructions: Complete the form below, and **mail** this form with a copy of your proposal to:

Attn: [redacted]
Barilla America Inc. Corporation
1200 Lakeside Dr., Bannockburn, Illinois 60015

From: Company Name: _____
Contact Name: _____
Title: _____
Telephone: _____
E-mail: _____

Please respond with your proposal to this RFP by checking one of the boxes below:

- Attached is our proposed submission to this RFP.
In signing this Proposal Submission Form we are confirming that we have read and understood the statement of confidentiality and the general terms and conditions of this RFP and agree to abide by them.
- We are not responding to this RFP and have destroyed all electronic copies or printed copies of this document and associated materials.

Company Name: _____
Contact Person (Please Print): _____
Signature of Contact Person: _____
Date: _____

EXHIBIT D

Preliminary Questionnaire



PRELIMINARY
QUESTIONNAIRE

EXHIBIT E

Specs

EXHIBIT F

Cost breakdown Spreadsheet



Cost Break Down For
RFP

EXHIBIT G

Additional Questions

EXHIBIT H

Copy of Contract Template

Attached is a contract template for review and consideration.



Supply Agreement