

Tips for Joint Ventures

Filing Joint Venture (JV) EDSes correctly can be tricky. JVs and the companies forming JVs should follow these instructions for quick, easy, and accurate filing of online EDSes.

Step 1: Register an Online EDS account for the joint venture using “Vendor Registration”. This account is separate from accounts for the companies involved in the JV. It should be registered by someone appointed to file paperwork for the JV. The JV is a separate legal entity and is considered the Applicant or prime contractor doing business with the City. The JV therefore must file its own separate EDS independent of the individual companies. The individual companies are not the applicants and a common mistake is for one or both of the JV partners to file an EDS as the applicant.

When registering for a JV account, use the FEIN (federal tax id) of the JV, if available. The FEIN number of the JV may not be the FEIN number of one of the companies involved in the JV. JVs are not required to have their own separate FEIN. If the JV doesn't have a FEIN, the following screen will be encountered during registration:

The screenshot shows the 'Vendor Registration' form with three tabs: 'User', 'Company', and 'Summary'. The 'Company' tab is active. On the left is a sidebar with 'Support' links: Announcements, Online EDS Manuals, Online EDS Videos, FAQs, Privacy Policy, and Contact Us. The main content area is titled 'Matching Vendors' and includes an instruction: 'Please select one of the following options.' with a radio button selected for 'Add my information as a new vendor.' Below this is an 'Error Messages' section with a red 'X' icon and text: 'You must supply a FEIN or SSN in a valid format. You may leave the FEIN blank only if your company is not US based, otherwise: - You are required to enter an explanation in the Comment box below.' The form fields include: 'FEIN / SSN *' (with a note: '(Must be formatted as 00-0000000 for FEIN or 000-00-0000 for SSN)'), 'Company Name *' (filled with 'Central Construction JV'), 'Business Address Line 1 *' (filled with '1234 N. Ashland'), 'Business Address Line 2', 'Business Address Line 3', 'City *' (filled with 'Chicago'), 'Country *' (filled with 'United States'), 'State *' (filled with 'IL'), and 'Zip Code *' (filled with '60605'). At the bottom is a 'Comment' text area.

To proceed if the JV has no FEIN, leave the FEIN/SSN field blank and enter a comment similar to this: “Central Construction JV is a joint venture and not required to have a FEIN number”

Step 2: Log-in as the JV and create a new EDS naming the joint venture partners as owners.

This step must be completed before the bid due date or, in the case of a contract modification, by the date specified by the contract administrator.

- A. Click “Create New”, then select “Contract” in response to “Is this EDS for a contract or an EDS information update?”
- B. In response to Question II.A.1 “Nature of the Disclosing Party”, select “general partnership or joint venture”

Fill out the EDS questions for this page.

General Information	Ownership Interests	Business Relation...	Retained Parties	Certifications	Fed Certifications	Acknowledgements
Familial Disclosure	Additional Info					

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party: ?

- ☐ Person or sole proprietor
- ☐ Publicly registered business corporation
- ☐ Privately held business corporation
- ☒ General partnership or joint venture
- ☐ Trust
- ☐ Limited liability company
- ☐ Limited liability partnership
- ☐ Not-for-profit corporation
- ☐ ESOP (Employee Stock Ownership Plan)
- ☐ Estate
- ☐ Other

Is the Disclosing Party incorporated or organized in the State of Illinois?

- ☐ Yes
- ☐ No

- C. In response to “Certification regarding Controlling Interest”, specify the individuals or legal entities who/which control the day-to-day management of the JV. There must be at least one person or individual named. In 1.b.4, there is a requirement that “Each legal entity listed below must submit an EDS on its own behalf.” Generally, the legal entity or entities named are the JV partners and the EDSes will be obtained through the Ownership disclosure in step D. In the rare case that a non-owner legal entity is named, that legal entity must submit its own EDS. An explanation of this should be provided in the “Additional Info” section, including the EDS number for this separate EDS.
- D. In response to “Ownership”, disclose individual companies participating in the JV, including their percentage ownership according to the joint venture

agreement. Each partner in the JV is considered an owner and must be disclosed.

Fill out the EDS questions for this page.

General Information
Ownership Interests
Business Relation...
Retained Parties
Certifications
Fed Certifications
Acknowledgements

Familial Disclosure
Additional Info

2. Ownership Information

?

Please provide ownership information concerning each person or entity having a direct or indirect beneficial interest in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Pursuant to Section 2-154-030 of the Municipal code of Chicago, the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

- Click on the plus button to add an owner, the minus button to remove an owner, and the "E" button to edit an owner.
- Keep adding owners of owners in excess of 7.5% ownership until only individuals are disclosed or there are no more legal entities having ownership in excess of 7.5% of the Disclosing Party. To add an owner of an entity, click the plus button next to its name.
- When you have finished adding owners, each owner which is a legal entity having an ownership in excess of 7.5% of the Applicant must be invited to submit their own Online EDS. This can be done by clicking the "I" button. Legal entity owners with 7.5% ownership or less in the Applicant will not have an "I" button.

If your organization submitted an EDS within the last 12 months, your ownership information is pre-filled by the system. Edit this information if it has changed, or click "R" next to each owner to recertify that the ownership information remains the same.

Central Midwest Construction JV

- ☐ Midwest Construction Inc. (50%) + - E I
- ☐ Central Construction Inc. (50%) + - E I

- E. Click the "I" buttons to invite the individual companies to fill out their EDSes.
The invitations will be issued when the EDS is submitted for the JV.

The invitation numbers will be used 1) to register the individual company accounts, and 2) to submit the owner EDSes.

Each individual company representative will receive an invitation number via e-mail. The representative of the JV can see the invitation numbers by clicking logging in using a JV account and clicking "Recently Submitted" and then "RE".

My EDS ♦ Recently Submitted					Legend:
					V Read Only View
					VP View EDS Package
					RE Status of related EDS
					P Print EDS Certificate
Recently Submitted - Central Midwest Construction JV					
EDS #	Spec. #	Status	Submitted	Submitted By	Actions
12206	34567	SUBMITTED	02/10/2011 12:44 PM	Mr. Bruno Hildegaard	V P RE VP

My EDS ♦ Related EDS

Related EDS - Central Midwest Construction JV

Vendor Name	EDS #	Spec. #	Invite #	Status	Submitted Date
Central Midwest Construction JV	12206	34567		SUBMITTED	02/10/2011 12:44 PM
↳ Midwest Construction Inc.	12207		5330	DRAFT	
↳ Central Construction Inc.	12208		5331	DRAFT	

[Return to EDS list](#)

Step 3: Representatives of individual joint venture partner companies create login accounts if necessary.

Please note: if one person is responsible for the JV EDS and an individual company EDS, that person must have a separate account for the JV and each individual company.

If not already registered, the representative of an individual joint venture partner company will use an invitation number to ensure a match between the company information provided by the JV and the information provided by the company itself.

During vendor registration, the invitation number is entered here:

Home ♦ Vendor Registration ?

User Company Summary

Company Information ?

The registration process will use the following information to find a match to an existing vendor record in our database.

Do you have an EDS invitation number? ☒ Yes ☐ No

Invitation Number

Do you know your company's city-assigned vendor number? ☐ Yes ☒ No

Vendor Number

Do you know your company's vendor id? ☐ Yes ☒ No

Vendor Id

Do you know your company's tax id number (FEIN or SSN)? ☐ Yes ☒ No

FEIN / SSN

(Must be formatted as 00-0000000 for FEIN or 000-00-0000 for SSN)

Company Name

Step 4: Representatives of the individual joint venture partner companies fill out their owner EDSes.

This step may occur after the bid opening. However, it must be completed before contract award. When creating a new EDS, the invitation number is entered here:

My EDS ♦ Create New

Create New EDS ?

Fill out the initial information to create an EDS document, then click the "Fill out EDS" button.

If you are the applicant (prime contractor) you SHOULD NOT use an invitation number. If you are not the applicant (you represent an owner), you MUST use an invitation number. You may find the EDS invitation in the Drafts section of My EDS.

Do you have an EDS invitation number? ☒ Yes ☐ No

Enter the EDS invitation number

Is this an EDS for a contract or an EDS information update? ☐ Contract (Select if certificate needed) ☐ EDS Information Update

Using an invitation number is mandatory for the individual joint venture partner companies. If this procedure is not followed, the EDS submitted will not be approvable by the City.

The owner EDS does not ask for retained parties. Even if an individual joint venture partner company is responsible for hiring subcontractors for the joint venture project, the subcontractors are considered to be subcontractors of the joint venture, and must be reported by the joint venture, not the individual company.

Step 5: City approves JV EDS package.

If and when the JV is recommended for contract award, the city contract administrator will approve the JV's EDS package, which consists of the applicant (JV) EDS and the owner EDSes of the individual JV partner companies.