

TEXAS TRANSPORTATION COMMISSION

HARRIS AND MONTGOMERY Counties

MINUTE ORDER

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HOUSTON District

Transportation Code, Chapter 223, Subchapter E, prescribes the process by which the Texas Department of Transportation (department) may enter into a comprehensive development agreement (CDA) with a private entity that provides for the design, development, financing, construction, maintenance, repair, operation, extension, or expansion of a toll project on the state highway system.

On March 31, 2011, by Minute Order 112629, the Texas Transportation Commission (commission) authorized and directed the department to issue a request for qualifications (RFQ) for the development of Segments F-1, F-2, and G of US 99 (Grand Parkway), from east of US 290 in Harris County to west of US 59 North in Montgomery County. The department issued the RFQ on November 18, 2011 and subsequently determined that five of the seven teams submitting qualifications statements in response to the RFQ were qualified to be on the short list of teams that would be requested to submit detailed proposals to develop, design, construct, and, potentially, maintain the project.

Transportation Code, §223.203 and 43 TAC §27.4 provide that, if authorized by the commission, the department will issue a request for proposals (RFP) from all private entities qualified for the short-list. On April 26, 2012, by Minute Order 113077, the commission authorized and directed the department to issue an RFP requesting detailed proposals from the short-listed teams to develop, design, construct, and maintain Segments F-1, F-2, and G of Grand Parkway using a design-build CDA and an associated capital maintenance agreement and authorized a payment for work product stipend of up to \$1 million per unsuccessful responsive proposer. On May 3, 2012, the department issued the RFP.

On August 15, 2012 technical proposals were received and on August 22, 2012, price proposals were received from Fluor Balfour Beatty Williams Brothers, Kiewit-Granite Parkway Constructors JV, Zachry-Odebrecht Parkway Builders, and Spring Creek Constructors. From August 16, 2012 until September 17, 2012, the department evaluated technical and price proposals from the proposers.

The proposals were evaluated concurrently in the following categories: (1) Pass/Fail and Responsiveness; (2) Technical Score; (3) Price Score; and (4) Schedule Score. The technical development proposals were evaluated using qualitative ratings of: meets minimum, fair, good, very good, and excellent; and assigned adjectival ratings and numerical scores in each category. Points were assigned to the technical development proposals based on those ratings and the weightings of the individual evaluation criteria to arrive at the Technical Score. To arrive at the Price Score, points were assigned to the proposal using a formula that is based on the combination of the proposed base and options price values, adjusted for complexity points, and the capital maintenance price. The schedule score was based on Proposer's commitments to deliver the entire Project ahead of the latest allowable TxDOT milestone dates for the Project.

The Technical Score points assigned to the technical development proposal were then added to the Price Score points and Schedule Score points to determine the total number of points received by each proposal. The responsive proposal with the highest score was determined to provide the apparent best value.

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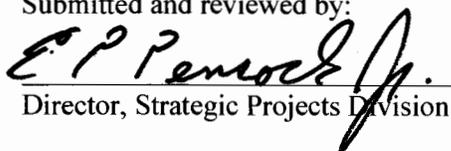
The concurrent qualitative evaluation and scoring of each proposal under the Technical Score, Schedule Score, and Price Score categories, and the Pass/Fail review, resulted in the proposals being ranked as follows: Zachry-Odebrecht Parkway Builders, Fluor Balfour Beatty Williams Brothers, Spring Creek Constructors, and Kiewit-Granite Parkway Constructors JV. The proposal submitted by Zachry-Odebrecht Parkway Builders was accordingly determined to provide the apparent best value.

IT IS THEREFORE ORDERED by the commission that the determination that the proposal submitted by Zachry-Odebrecht Parkway Builders provides the apparent best value to the department is approved, and the department is authorized and directed to commence and complete negotiations with Zachry-Odebrecht Parkway Builders necessary to finalize the design-build comprehensive development agreement and the associated capital maintenance agreement to develop, design, construct, and maintain Segments F-1, F-2, and G of Grand Parkway project, from south of US 290 in Harris County to west of US 59 North in Montgomery County, as well as other potential facilities to the extent necessary for connectivity, safety, and financing, and to modify the comprehensive development agreement as necessary as a result of such negotiations.

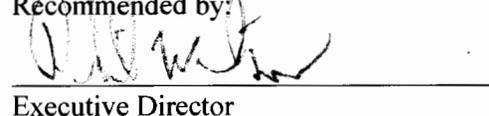
IT IS FURTHER ORDERED that the comprehensive development agreement and the associated capital maintenance agreement are awarded to Zachry-Odebrecht Parkway Builders subject to, and effective upon the occurrence of, all of the following: (1) the successful conclusion of negotiations; (2) the issuance of a Notice of Intent to Award by the department; (3) applicable FHWA approvals as identified by the department; (4) a determination by the Office of the Attorney General that the proposed comprehensive development agreement, including the capital maintenance agreement, is legally sufficient, in accordance with Transportation Code, §371.051; (5) notification and information having been provided to the Legislative Budget Board, in accordance with Transportation Code, §371.052(b) and Riders 22 and 24, Pages VII-33, Chapter 1355, Acts of the 82nd Legislature, Regular Session, 2011 (the General Appropriations Act); and (6) the mutual execution and delivery of the comprehensive development agreement, including the capital maintenance agreement, by the executive director of the department and the developer.

IT IS FURTHER ORDERED that if the executive director determines that the negotiations with Zachry-Odebrecht Parkway Builders cannot be successfully completed, and that therefore the proposal submitted by Zachry-Odebrecht Parkway Builders will not provide the apparent best value, the department is authorized to commence and complete discussions and negotiations with Fluor Balfour Beatty Williams Brothers, the next highest ranked proposer, with award to the next highest ranked proposer subject to the terms and conditions in the immediately preceding paragraph of this order.

Submitted and reviewed by:


Director, Strategic Projects Division

Recommended by:


Executive Director

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Minute Number Date Passed