

**REQUEST FOR QUALIFICATIONS  
TO DESIGN, CONSTRUCT, AND  
POTENTIALLY MAINTAIN  
THE  
SH 360 PROJECT  
THROUGH A  
DESIGN-BUILD AGREEMENT AND  
COMPREHENSIVE MAINTENANCE AGREEMENT**

**TEXAS DEPARTMENT OF TRANSPORTATION**

**ADDENDUM #2**  
**ISSUED AS OF MAY 14, 2014**  
**~~ADDENDUM #1~~**  
**~~ISSUED AS OF MAY 7, 2014~~**  
**ORIGINALLY ISSUED MARCH 10, 2014**

**Texas Department of Transportation  
125 East 11<sup>th</sup> Street  
Austin, Texas 78701**

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**EXHIBITS:**

- Exhibit A Project Information and Status
- Exhibit B Draft Design-Build Agreement Term Sheet
- Exhibit C Draft Comprehensive Maintenance Agreement Term Sheet

**FORMS:**

- Form A Transmittal Letter
- Form B Information Regarding Proposer, Equity Members, Major Non-Equity Members, Guarantors and Construction Team Members
- Form C Certification
- Form D-1 Technical Experience - Design
- Form D-2 Technical Experience - Construction
- ~~Form D-3 Technical Experience - Maintenance~~
- Form E Project Descriptions
- Form F Safety Questionnaire
- Form G Key Personnel Resume and References

# PART A

## BACKGROUND AND INSTRUCTIONS

### 1. INTRODUCTION

The Texas Department of Transportation ("TxDOT"), an agency of the State of Texas, hereby requests submittal of sealed qualifications statements ("QSs") from entities ("Proposers") desiring to design, construct and, at TxDOT's election, maintain approximately 9.2 miles of improvements to SH 360 consisting of two toll lanes in each direction from approximately E. Sublett Road/Camp Wisdom Road to East Broad Street and one toll lane in each direction with periodic passing lanes (Super 2 configuration) from East Broad Street to US 287, in addition to frontage road and intersection improvements from E. Sublett Road/Camp Wisdom Road to US 287, referred to as the "Project," pursuant to a Design-Build Agreement ("DBA") and a Comprehensive Maintenance Agreement ("COMA"). The purpose of the project is to add toll lanes and frontage road improvements to extend the existing SH 360 main lanes and frontage roads from just south of I-20 to US 287. TxDOT has concluded that harnessing private-sector creativity through a design-build approach is the best way to ensure cost-effective and expedited delivery of this Project and provide needed safety improvements, congestion relief and economic development benefits to the public.

TxDOT is issuing this Request for Qualifications ("RFQ") in accordance with the provisions of Chapter 223, Subchapter F of the Texas Transportation Code (the "Code"), other applicable provisions of law pertaining to design-build contracts, Sections 9.150-9.155 of Title 43, Texas Administrative Code (the "Rules"), and other applicable provisions of Texas and federal law. Please see the Project webpage at:

[www.txdot.gov/business/partnerships/current-cda/sh-360/sh360-rfq.html](http://www.txdot.gov/business/partnerships/current-cda/sh-360/sh360-rfq.html) (the "Project Webpage").

The Texas Transportation Commission's (the "Commission") Minute Order 113861 dated February 27, 2014 authorized issuance of an RFQ to develop, design, construct and potentially maintain Section 1 of SH 360 consisting of toll lanes from just south of I-20 to US 287. A copy of that order is available in the Reference Information Documents on the Project Webpage. Proposers shortlisted in response to this RFQ will be invited to submit detailed proposals ("Proposals") in response to a request for proposals ("RFP").

TxDOT has assembled a set of documents relating to the Project as set forth in Exhibit A hereto (the "Reference Information Documents"). The Reference Information Documents will be made available to prospective Proposers upon issuance of this RFQ on the Project Webpage. Proposers may request electronic copies on a memory storage device of available documents by contacting TxDOT's Project Manager at the following address:

Tony Payberah, P.E.  
Texas Department of Transportation  
4777 E. Highway 80  
Mesquite, TX 75150

Email: [TxDOT\\_FTW\\_PPP\\_SH360-Section1@txdot.gov](mailto:TxDOT_FTW_PPP_SH360-Section1@txdot.gov)

TxDOT will charge \$25.00 (check only) for the costs of providing electronic copies on a memory storage device. It is requested that the Proposer contact TxDOT at email: [TxDOT\\_FTW\\_PPP\\_SH360-Section1@txdot.gov](mailto:TxDOT_FTW_PPP_SH360-Section1@txdot.gov) one (1) day prior to pickup in order to ensure that storage device is available for pickup. "Day of request" pickups cannot be guaranteed.

Please note that the Reference Information Documents and reference to any website (including the Project Webpage) in this RFQ are provided for reference and background information only. The information contained in the Reference Information Documents or set forth in any referenced website (including the Project Webpage) reflects information as of any date or time identified therein. TxDOT has not determined whether the Reference Information Documents or information available on any such website (including the Project Webpage) are accurate, complete, pertinent, or of any other value to potential developers. TxDOT makes no representation as to the accuracy, completeness, or pertinence of the Reference Information Documents or information in any referenced website (including the Project Webpage), and, in addition, shall not be responsible for any interpretations thereof or conclusions drawn therefrom. The statements made in the Reference Information Documents or in any referenced website (including the Project Webpage) that are not purely historical are forward-looking statements, including TxDOT's expectations, intentions or strategies regarding the future. These statements are based on information currently available to TxDOT and TxDOT assumes no obligation to update any such forward-looking statements.

## **2. DESCRIPTION OF PROJECT OPPORTUNITY**

### **2.1 Description of the Proposed Contracting Opportunity**

TxDOT has entered into an agreement ("TxDOT/NTTA Project Agreement") with the North Texas Tollway Authority ("NTTA") for the development, operation and maintenance of the project. The TxDOT/NTTA Project Agreement provides that TxDOT will be responsible for the design and construction of the project, as well as routine and capital maintenance for the Project for a minimum of five years after the substantial completion date. NTTA will be responsible for tolling operations for the Project including in-lane tolling and backoffice functions, as well as maintenance of the electronic toll collection system.

TxDOT intends, through this procurement, to enter into a DBA with the selected Proposer ("Design-Build Contractor") that will result in cost-effective and expedited completion of all elements of the Project. The DBA will obligate the Design-Build Contractor to design and construct the Project. TxDOT currently expects that the DBA will include a fixed price to complete the Project. The DBA will set forth the terms of the Design-Build Contractor's compensation, which is currently anticipated to be based on progress payments with a maximum payment curve. Proposers are advised to review the draft DBA Term Sheet attached as Exhibit B for additional details of the Design-Build Contractor's anticipated obligations and responsibilities.

The DBA will include technical provisions and minimum standards for the Project.

TxDOT currently anticipates that in addition to the DBA, the selected Proposer will enter into the COMA, as the "Maintenance Contractor." It is currently anticipated that the COMA will compose

of three five-year options, exercisable by TxDOT, in its sole discretion, to require the Maintenance Contractor to perform routine and capital maintenance on the Project. The exercise of one option shall not require TxDOT to exercise a further option. Further, TxDOT will not exercise subsequent comprehensive maintenance options if a prior option had not been exercised. It is anticipated that the Project will be tolled. The Developer will be responsible for the installation of tolling equipment on the Project.

## **2.2 Project Scope**

Project scope components include the design, construction and, at TxDOT's election, maintenance of approximately 9.2 miles of improvements to SH 360 consisting of two toll lanes in each direction from approximately E. Sublett Road/Camp Wisdom Road to East Broad Street and one toll lane in each direction with periodic passing lanes (Super 2 configuration) with concrete crossover barrier from East Broad Street to US 287, in addition to frontage road and intersection improvements from E. Sublett Road/Camp Wisdom Road to US 287, as shown in the Preliminary Project Schematics located on the Project Webpage. See [Exhibit A](#) for further information regarding the Project.

## **3. DESCRIPTION OF PROCUREMENT PROCESS**

### **3.1 Procurement Process**

TxDOT reserves the right, in its sole discretion, to modify the following procurement process to comply with applicable law and/or to address the best interests of TxDOT and the State of Texas, including canceling the procurement.

TxDOT will evaluate the Qs it receives in response to this RFQ and intends to establish, according to criteria generally outlined herein, a shortlist of two or more Proposers that are eligible to receive the RFP.

Following the shortlisting of Proposers, TxDOT anticipates releasing a draft RFP for review and comment by the shortlisted Proposers. Following receipt of written comments, TxDOT may schedule one-on-one and/or group meetings to discuss issues and comments identified by the shortlisted Proposer teams. This process is referred to as the industry review process. Specific details concerning the industry review process will be made available to the shortlisted Proposer teams following the shortlisting announcement.

After consideration of industry input, and if authorized by the Commission, TxDOT plans to issue a final RFP to the shortlisted Proposers. The final RFP will include a scope of work, contract documents, and the objective methodology for determining the overall best value Proposal.

Following receipt and evaluation of Proposals, the Commission may select a Proposer for negotiations, based on a determination of apparent best value, to finalize a DBA and COMA for award and execution. If negotiations are not successful with the apparent best value Proposer, TxDOT may negotiate with the next highest rated Proposer. Alternatively, TxDOT may modify and re-issue the RFP, or terminate the procurement.

**3.2 Payment for Work Product**

As contemplated by Texas Transportation Code Section 223.249, TxDOT intends to pay each unsuccessful Proposer that submits a Proposal responsive to the RFP a payment for work product up to a maximum amount set forth in the RFP, and not to exceed the value of the work product contained in its Proposal that TxDOT determines can be used in performance of its functions. Specific provisions regarding the payment for work product shall be included in the RFP. There will be no payment to Proposers who are not shortlisted.

**3.3 Procurement Schedule**

TxDOT anticipates carrying out the first phase of the procurement process contemplated hereby in accordance with the following schedule:

Issue Request for Qualifications	March 10, 2014
Deadline for questions regarding the RFQ	May 2, 2014
Questions relating to any addendum issued after May 2, 2014	Three business days after the addendum is issued (but no later than the QS Due Date)
QS Due Date	May 30, 2014, 3:00 p.m.
Notification of Short Listed Proposers	July 7, 2014

This schedule is subject to modification at the sole discretion of TxDOT. Any change by an addendum to this RFQ will be posted to the Project Website. TxDOT intends to issue a draft of the RFP shortly after selection of the shortlisted Proposers and to prosecute the procurement to a DBA award thereafter. TxDOT anticipates awarding and executing a DBA for the Project in early 2015.

**3.4 Questions and Requests for Clarification; Addenda**

In order to facilitate receipt, processing and response, Proposers must submit all questions and requests for clarification regarding this procurement in writing via e-mail to TxDOT’s Project Manager at the following e-mail address [TxDOT\\_FTW\\_PPP\\_SH360-Section1@txdot.gov](mailto:TxDOT_FTW_PPP_SH360-Section1@txdot.gov).

Proposers are responsible for ensuring that any written communications clearly indicate on the first page or in the subject line, as applicable, that the material relates to the SH 360 Project. TxDOT may make edits in addenda to this RFQ in response to clarification requests if desired by TxDOT. Alternatively, TxDOT may respond to those questions of a general application that TxDOT deems to be material and not adequately addressed through potential addenda to the RFQ. TxDOT will post any such responses and/or addenda to this RFQ on the Project Webpage.

Proposers are responsible for monitoring the Project Webpage for information concerning this procurement as teams responding to this RFQ will be required to acknowledge in the transmittal letter (Part C, Form A) that they have received and reviewed all materials posted thereon.

**3.5 Ombudsman**

TxDOT has designated an employee who is not involved in this procurement to act as an ombudsman. Subject to the cut-off date for questions regarding the RFQ set forth in Part A, Section 3.3, a Proposer may submit confidential communications to the ombudsman, including questions, comments, or complaints regarding the procurement if the Proposer believes in good faith that confidentiality is essential. After receiving such confidential communications regarding the procurement process, the ombudsman shall, to the extent practicable, remove any information identifying the Proposer and shall forward the communication to TxDOT’s Project Manager as identified in Part A, Section 1. TxDOT’s designated ombudsman for this procurement is:

Becky Blewett  
Associate General Counsel  
Texas Department of Transportation  
125 E. 11<sup>th</sup> St  
Austin, TX 78701  
Email: [Becky.Blewett@txdot.gov](mailto:Becky.Blewett@txdot.gov)

**3.6 Federal Requirements**

Proposers are advised that the RFP will be drafted based on the assumption that the Project and the plan of finance for the Project will remain eligible for federal-aid funds. Therefore, the procurement documents, including the DBA and COMA, must conform to requirements of applicable federal law, regulations and policies. TxDOT anticipates that certain federal procurement requirements will apply, including but not limited to Equal Opportunity requirements (Title VI of the Civil Rights Act of 1964, as amended), requirements applicable to Disadvantaged Business Enterprises (“DBEs”) (Title 49 Code of Federal Regulations Part 26, as amended), Small Business requirements (United States Code Sections 631 et seq.), Buy America requirements (49 Code of Federal Regulations Part 661) and Davis-Bacon wage rates. TxDOT reserves the right to modify the procurement process described herein to address any concerns, conditions or requirements of federal agencies, including FHWA. Proposers shall be notified in writing via an addendum of any such modifications.

**3.7 DBE Requirements**

TxDOT anticipates that DBE requirements will apply to the Project. TxDOT has adopted the definition of DBEs set forth in 49 CFR § 26.5. The overall DBE goal for the Project will be set forth in the RFP. In responding to this RFQ, a Proposer team may include and identify team members to satisfy DBE goals. It is the policy of TxDOT to encourage the participation of DBEs, historically underutilized businesses, women-owned business enterprises and minority business enterprises in all facets of the business activities of TxDOT, consistent with applicable laws and regulations. Specific provisions concerning DBE requirements will be set forth in the RFP and the DBA.

**3.8 Liability, Insurance and Security**

TxDOT anticipates that the Design-Build Contractor and Maintenance Contractor will be required to assume liabilities, to provide bonds and insurance coverage and to indemnify and defend



TxDOT against third party claims as specified in the DBA and COMA, respectively. TxDOT and NTTA will have the benefit of tort liability limitations to the extent permitted by Texas law. TxDOT is prohibited by State law from indemnifying any Proposer. The State of Texas and TxDOT do not intend that there be any waiver of their respective sovereign immunity protections under State law. Specific provisions concerning bonding, letters of credit, guarantees, insurance and indemnity will be set forth in the RFP, the DBA and the COMA.

**4. QS CONTENT AND SUBMITTAL REQUIREMENTS**

**4.1 General**

TxDOT expects QSs submitted in response to this RFQ to provide enough information about the requested items so as to allow TxDOT to evaluate and competitively rank and shortlist the Proposers based on the criteria set forth herein.

QSs shall be submitted exclusively in the English language inclusive of English units of measure, and cost terms in United States of America dollar denominations

**4.2 Format**

- (a) Number of copies: Each responding Proposer shall submit one original and 9 hard copies (for a total of **10**) of Volume 1 of its QS; the original and each copy in its own loose-leaf three ring binder. These binders shall be contained in a sealed package, labeled as Volume 1. Each responding Proposer shall also submit one original and 3 hard copies (for a total of **4**) of Volume 2 of its QS; the original and each copy in its own loose-leaf three ring binder. These binders shall be contained in a sealed package, labeled as Volume 2. The original must be clearly marked "Original" on its face and spine. Each copy must be numbered Copy 1 of 9 through Copy 9 of 9, as applicable, on its face and spine. The Proposer's name and volume number must also be clearly marked on the face and spine of each binder. In addition, each Proposer shall include (i) one digital copy of Volume 1 of its entire QS submittal in a read-only format on a compact disk ("CD") or digital versatile/video disk ("DVD") placed in a clear plastic pouch on the inside cover of the original of Volume 1 and (ii) one digital copy of Volume 2 of its QS in a read-only format on a CD or DVD placed in a clear plastic pouch on the inside cover of the original of Volume 2. The Proposer's name must be clearly marked on the each CD or DVD.
- (b) General format requirements: Submittals must be prepared on 8-1/2" x 11" sized white paper and bound. Double-sided printing is encouraged. 11" x 17" pages are allowed for schematics, organizational charts, other drawings or schedules, but not for narrative text. Each 11" x 17" page will be counted as a single page and will be included in the page count contained in Volume 1. Printed lines may be single-spaced. Insofar as is practical or economical, all paper stock used shall be composed of recycled materials.
- (c) Volume 1 requirements: Volume 1 (as described in Part B) shall have all pages numbered and shall not exceed 32 pages, including any 11" x 17" pages (insofar

as they are allowed as stated in Part A, Section 4.2(b)) ~~but excluding all Forms.~~ Each printed side shall be considered one page for purposes of the page limits for certain sections of Volume 1 set forth in Part B. The font size in Volume 1 shall be no smaller than twelve-point, other than in tables, diagrams, organization charts and other such graphics, which may be in ten-point. ~~The Volume 1 Appendix (as described in Part B) does not have page numbering, page amount or type font size requirements or limitations, but must be clearly differentiated from the initial 32 pages of the section.~~

- (d) Volume 2 requirements: Volume 2 (as described in Part B) does not have page numbering, page limitation or type font size requirements.
- (e) Standard corporate brochures, awards, licenses and marketing materials should not be included in the QS, although proof of license in good standing will be required as a condition to award for licensed professionals proposed to work on the Project.

### **4.3 Contents and Organization**

Proposers must organize their QS in the order set forth in Part B. Each volume may be subdivided as needed; dividers without substantive content do not count as pages subject to page limitations noted herein.

### **4.4 QS Submittal Requirements**

All packages constituting the QS shall be individually labeled as follows:

Response to the Request for Qualifications  
for the SH 360 Project  
through a Design-Build Contract

QSs shall be delivered by hand or courier to the following address:

Attn: Tony Payberah, P.E.  
Texas Department of Transportation  
7600 Chevy Chase Drive  
Building 2, Suite 400  
Austin, TX 78752

QSs will be accepted only at this address. TxDOT will not accept facsimile or other electronically submitted QSs.

Acknowledgment of receipt of QSs will be evidenced by the issuance of a receipt by a member of TxDOT staff.

QSs will be accepted and must be received by TxDOT during normal business hours before 3:00 p.m. (Central Time) on the QS Due Date specified in Part A, Section 3.3. QSs not received prior

such time on the QS Due Date shall be rejected and will not be considered by TxDOT for evaluation or shortlisting.

Proposers are solely responsible for assuring that TxDOT receives their QSs by the specified delivery date and time at the address listed above. TxDOT shall not be responsible for delays in delivery caused by weather, difficulties experienced by couriers or delivery services, misrouting of packages by courier or delivery services, improper, incorrect or incomplete addressing of deliveries and other occurrences beyond the control of TxDOT.

**5. EVALUATION PROCESS AND CRITERIA**

**5.1 Responsiveness**

Each QS will be reviewed for conformance to the RFQ instructions regarding organization and format and the responsiveness of the Proposer to the requirements set forth in this RFQ. Those QSs not responsive to this RFQ may be excluded from further consideration and the Proposer will be so advised. TxDOT may also exclude from consideration any Proposer whose QS contains a material misrepresentation.

In order for project experience provided in any QS to be considered responsive, Forms D-1, and D-2 and D-3 shall list only projects for which the corporate entity (company, joint-venture, partnership or consortium) providing the engineering, or construction ~~or maintenance~~ experience is respectively the Equity Member, Lead Engineering Firm, or Lead Contractor ~~or Lead Maintenance Firm~~ itself; a controlled subsidiary of such Equity Member, Lead Engineering Firm, or Lead Contractor ~~or Lead Maintenance Firm~~; or a parent company of the Equity Member (as those terms are defined in Part B, Volume 1). Project experience provided by a sister company of either the Lead Engineering Firm, or Lead Contractor ~~or Lead Maintenance Firm~~ shall not be considered responsive to this QS.

Key Personnel shall be employed by: (a) the Equity Member, Lead Engineering Firm, or Lead Contractor ~~or Lead Maintenance Firm~~ itself; (b) a controlled subsidiary of such Equity Member, Lead Engineering Firm, or Lead Contractor ~~or Lead Maintenance Firm~~; or (c) a parent company of an Equity Member.

**5.2 Pass/Fail Review**

Following or in conjunction with evaluation of each QS for responsiveness, TxDOT will evaluate each QS based upon the pass/fail criteria set forth below. A Proposer must obtain a "pass" on all pass/fail items in order for its QS to be evaluated qualitatively under Part A, Section 5.3.

- (a) The QS contains an original executed transmittal letter as required in Part B, Volume 1, Section A(a).
- (b) The Proposer or Lead Contractor is capable of obtaining a payment bond and a performance bond, each in an amount at least equal to \$300 million, from a surety rated in the top two categories by two nationally recognized rating agencies or rated at least A minus (A-) or better and Class VIII or better by A.M. Best and Company, as evidenced by the Surety Letter provided in Part B, Volume I

Appendix, Section C.

- (c) Neither the Proposer nor any other entity that has submitted Form C as required by this RFQ (1) has been disqualified, removed, debarred or suspended from performing or bidding on work for the State of Texas or any local government where such disqualification, removal, debarment or suspension has resulted in the Proposer or other entity being currently disqualified, removed, debarred or suspended from performing or bidding on TxDOT contracts or (2) is currently disqualified, removed, debarred or suspended from performing or bidding on work for the federal government or at least three other states.
- (d) The Proposer has the financial capability to carry out the Project responsibilities potentially allocated to it as demonstrated by the materials provided in Volume 2 of the QS (see Part B, Volume 2).
- (e) The information disclosed in Form C does not materially adversely affect the Proposer's ability to carry out the Project responsibilities potentially allocated to it.

### **5.3 Qualifications Evaluation Criteria and Weighting**

Each responsive QS passing all of the "pass/fail" qualification requirements set forth above in Part A, Section 5.2 will be evaluated and scored according to the criteria set forth below. The relative weighting or importance of the evaluation criteria within each category is described in Part A, Sections 5.3.1, 5.3.2 and 5.3.3 below.

#### **5.3.1 Project Qualifications and Experience (65% Weighting)**

The background and experience of the Proposer, individual team members, and Key Personnel with developing, designing, fabricating and/or constructing ~~and maintaining~~ comparable projects will be evaluated in accordance with the criteria set forth in this Section 5.3.1. For these purposes, TxDOT considers a comparable project to be any similar road project in size and scope, whether or not such project was delivered through a design-build contract or otherwise.

- (a) The extent, depth and strength of the Proposer's and its individual team members' experience with developing, designing, and/or constructing comparable projects. Although no Proposer must have design-build experience, a brief description of the design-build management approach that the Proposer commits to implementing must be provided (~~2530~~ points);
- (b) The strength and depth of experience of the Key Personnel for the Project listed in Proposer's response to Part B, Volume 1 Appendix, Section D (25 points);
- ~~(c) The extent, depth and strength of the Proposer's and its individual team members' experience with routine and capital maintenance on comparable projects (10 points);~~
- ~~(d)~~(c) Responsiveness toward the DBE involvement, objectives and goals in response to Part A, Section 3.7, including any description of innovative

approaches or unique outreach or marketing concepts used successfully by the Proposer or its team members to encourage DBE participation (510 points).

Project and Key Personnel references, as well as the information provided as required in Part B, Volume 1, Sections B and C, and Part B, Volume 1 Appendix, Sections A, B, and D will be used, as deemed appropriate by TxDOT, to assist in the evaluation of the criteria set forth in this Section 5.3.1. In addition, performance evaluations prepared by TxDOT in accordance with Title 43, Texas Administrative Code, Section 27.3 or Section 9.152 of the Rules, or other performance evaluations prepared by TxDOT that are determined to be relevant to the Project will be used, as deemed appropriate by TxDOT, to assist in the evaluation of the criteria set forth in Section 5.3.1(a) to the extent such evaluations concern the performance of the Proposer or any individual team membersthe General/Experience-categories.

### **5.3.2 Statement of Technical Approach (25% Weighting)**

The Statement of Technical Approach will be evaluated in accordance with the following criteria:

- (a) The extent to which the Statement of Technical Approach demonstrates a full understanding of the Project's scope and complexity (15 points); and
- (b) The extent to which the Statement of Technical Approach demonstrates a thorough understanding of Project risks and potential solutions, regardless of ownership of such risks, that may arise during all Project phases, including design, construction and comprehensive maintenance (10 points).

### **5.3.3 Safety Qualifications (10% Weighting)**

This RFQ seeks to identify those Proposers that can demonstrate the ability to develop and implement an effective safety program for the Project that ensures worker safety and protects the traveling public. The safety qualifications of the Proposer, as documented in the Forms F, submitted by the Lead Contractor, and each Construction Team Member ~~and the Lead Maintenance Firm~~, will be evaluated in accordance with the following criteria:

- (a) The strength and consistency of the Proposer's and individual team members' safety records (6 points).
- (b) The strength of the Proposer's and individual team members' safety practices (4 points).

## **5.4 QS Evaluation Procedure**

TxDOT anticipates utilizing one or more committees to review and evaluate the QSs in accordance with the above criteria and to make recommendations to the Commission. Evaluations and rankings of QSs are subject to the sole discretion of TxDOT. TxDOT will make the final determinations of the Proposers to be shortlisted in its sole discretion, and in the best interests of the State of Texas.

## **6. COMMUNICATIONS, PUBLIC INFORMATION AND ORGANIZATIONAL CONFLICTS OF INTEREST**

### **6.1 Improper Communications and Contacts**

The following rules of contact shall apply during the procurement for the Project, which began upon the date of issuance of this RFQ and will be completed with the execution of the DBA and COMA. These rules are designed to promote a fair and unbiased procurement process. Contact includes face-to-face, telephone, facsimile, electronic-mail (e-mail), or formal written communication.

The specific rules of contact are as follows:

(a) After submittal of QSs, no Proposer or any of its team members may communicate with another Proposer or its team members with regard to the RFP or either team's QS or Proposal, except that team members that are shared between two or more Proposer teams may communicate with their respective team members so long as those Proposers establish a protocol to ensure that the subcontractor will not act as a conduit of information between the teams (contact among Proposer organizations is allowed during TxDOT sponsored informational meetings);

(b) The Proposers shall correspond with TxDOT regarding the RFQ and RFP only through TxDOT's Project Manager, which is TxDOT's designated representative, and the Proposer's designated representatives;

(c) Commencing with the issuance of this RFQ and continuing until the earliest of (i) award and execution of the DBA and COMA, (ii) rejection of all Proposals by TxDOT or (iii) cancellation of the procurement, no Proposer or representative thereof shall have any communications regarding the RFQ, RFP or the procurement described herein with any member of the Texas Transportation Commission or any Commission staff or aides or with any TxDOT staff, advisors, contractors or consultants involved with the procurement or the Project, except for communications with TxDOT consultants who have completed their services for the Project and been released by TxDOT, communications expressly permitted by the RFQ or RFP or except as approved in advance by the Director of the Strategic Projects Division, in his/her sole discretion. The foregoing restriction shall not, however, preclude or restrict communications with regard to matters unrelated to this RFQ, the RFP or the procurement or from participating in public meetings of the Commission or any public or Proposer workshop related to this RFQ or the RFP.

(d) The Proposers shall not contact stakeholders regarding the Project, including employees, representatives, elected or appointed officials, and members of the entities listed below, except as specifically approved by TxDOT in writing:

City of Grand Prairie

City of Arlington

City of Mansfield

Tarrant County

Ellis County

North Texas Tollway Authority

North Central Texas Council of Governments

## **6.2 Public Information Act**

### **6.2.1 Disclosure Waiver**

Each Proposer, by submitting a QS to TxDOT in response to this RFQ, consents to the disclosures described in this RFQ, including this Part A, Section 6.2, and all other disclosures required by law, and expressly waives any right to contest, impede, prevent or delay such disclosure, or to initiate any proceeding that may have the effect of impeding, preventing or delaying such disclosure, under Texas Government Code Chapter 552 (the Public Information Act or the "Act"), the Code, the Rules or any other law relating to the confidentiality or disclosure of information. Under no circumstances will TxDOT be responsible or liable to a Proposer or any other party as a result of disclosing any such materials. Proposer hereby further agrees to assist TxDOT in complying with these disclosure requirements.

### **6.2.2 Observers During Evaluation**

Proposers are advised that observers from federal or other agencies, including representatives of NTTA or local governmental entities, may observe the QS evaluation process and will have the opportunity to review the QSs after the QS Due Date.

### **6.2.3 Public Disclosure of Proposal Documents**

Proposers are advised that all portions of the QS other than Volume 2 may be publicly disclosed by TxDOT at any time and at TxDOT's sole discretion.

### **6.2.4 Disclosure Process for Requests Under the Act**

If a request is made under the Act for disclosure of Volume 2 of the QS or information contained therein, TxDOT will submit a request for an opinion from the Office of the Attorney General prior to disclosing any such documents. The Proposer shall then have the opportunity to assert its basis for non-disclosure of such documents and claimed exception under the Act or other applicable law to the Office of the Attorney General within the time period specified in the notice issued by TxDOT and allowed under the Act. However, it is the responsibility of the Proposer to monitor such proceedings and make timely filings. TxDOT may, but is not obligated to, make filings of its own concerning possible disclosure; however, TxDOT is under no obligation to support the positions of the Proposer. By submitting a QS to TxDOT in response to the RFQ, each Proposer consents to, and expressly waives any right to contest, the provision by TxDOT to the Office of the Attorney General of all, or representative samples of, the QS, in accordance with the Act and each Proposer consents to the release of all such information to the Attorney General for purposes of the Attorney General making a determination in response to a disclosure request

under the Act. Under no circumstances will TxDOT be responsible or liable to a Proposer or any other party as a result of disclosing any such materials, whether the disclosure is deemed required by law or by an order of court or the Office of the Attorney General, or occurs through inadvertence, mistake or negligence on the part of TxDOT or its officers, employees, contractors or consultants.

All Proposers should obtain and thoroughly familiarize themselves with the Act, Code and any Rules applicable to the issue of confidentiality and public information. TxDOT will not advise a Proposer as to the nature or content of documents entitled to protection from disclosure under the Code, the Act or other Texas laws, as to the interpretation of such laws, or as to the definition of trade secret. The Proposer shall be solely responsible for all determinations made by it under applicable laws. Each Proposer is advised to contact its own legal counsel concerning the effect of applicable laws to that Proposer's own circumstances.

In the event of any proceeding or litigation concerning the disclosure of any QS or portion thereof, submitted by the Proposer, the Proposer shall be responsible for prosecuting or defending any action concerning the materials at its sole expense and risk; provided, however, that TxDOT reserves the right, in its sole discretion, to intervene or participate in the litigation in such manner as it deems necessary or desirable. All costs and fees (including attorneys' fees and costs) incurred by TxDOT in connection with any litigation, proceeding or request for disclosure shall be reimbursed and paid by the Proposer whose QS is the subject thereof.

### **6.3 Organizational Conflicts of Interest**

The Rules at Section 9.155 *et seq.* regarding organizational conflicts of interest apply to this Project. Proposers are advised that these rules may preclude certain firms and their subsidiaries and affiliates from participating on a Proposer team.

Firms that are prohibited from proposing or joining a Proposer team include, but are not limited to:

- CDM Smith, Inc.
- Reynolds, Smith and Hills, Inc.
- Ramos Consulting, LLC
- HBMG, Inc.
- Nancy Ledbetter & Associates, Inc.
- Surveying and Mapping, Inc. (SAM, Inc.)
- Woodrooffe Dynamics
- Owen Consulting
- GRAM Traffic Counting, Inc.



- CJ Hensch & Associates, Inc.
- Resource Systems Group, Inc.
- SEK Engineering, Corp.
- Nossaman, LLP
- KPMG, LLP
- Brown & Gay Engineers, Inc.
- Burns & McDonnell
- PaveTex Engineering
- Civil Associates
- White Hawk Engineering
- US ROW Services
- Locke Lord, LLP
- Atkins
- AP Engineering Consultants, Inc.
- HNTB Corporation
- Aguirre Roden Building Systems, Inc.
- EJES, Inc.
- Open Channels Group
- Arredondo, Zepeda & Brunz, LLC ("AZ&B")
- Burrell Associates Executive Search, LLC
- VRX, Inc.
- Kleinfelder Central, Inc.

Proposers are advised that other TxDOT consultants working on the Project may have an organizational conflict of interest. Proposers are encouraged to review the Rules and discuss potential conflicts of interest with prospective team members. Proposers are also advised that TxDOT's policy is in addition to applicable federal and state law. Such applicable law will also apply to Proposer teams and teaming and may preclude certain firms and their related entities

from participating on a Proposer team.

## **7. PROTEST PROCEDURES**

Subchapter I in Chapter 9 of Title 43 of the Texas Administrative Code sets forth the exclusive protest remedies available with respect to this RFQ and prescribes exclusive procedures for protests regarding:

- (a) allegations that the terms of the RFQ are wholly ambiguous, contrary to legal requirements applicable to the procurement, or exceed TxDOT's authority;
- (b) a determination as to whether a QS is responsive to the requirements of the RFQ; and
- (c) shortlisting determinations.

Any Proposer wishing to file a protest must do so in accordance with Subchapter I in Chapter 9 of Title 43 of the Texas Administrative Code.

## **8. TXDOT RESERVED RIGHTS**

TxDOT reserves all rights described herein and available at law, including, without limitation, all rights described in Subchapter I in Chapter 9 of Title 43 of the Texas Administrative Code.

**This RFQ does not commit TxDOT to enter into a contract or proceed with the procurement described herein. Except as expressly set forth in Part A, Section 3, TxDOT and the State of Texas assume no obligations, responsibilities or liabilities, fiscal or otherwise, to reimburse all or part of the costs incurred or alleged to have been incurred by parties considering a response to and/or responding to this RFQ, or any subsequent RFP. All of such costs shall be borne solely by each Proposer.**

**In no event shall TxDOT be bound by, or liable for, any obligations with respect to the Project until such time (if at all) as a DBA and a COMA, in form and substance satisfactory to TxDOT, has been executed and authorized by TxDOT, and then only to the extent set forth therein.**

# PART B

## QUALIFICATIONS STATEMENT

### 1. DEFINITIONS

The following terms describe the members of the Proposer's team that, except as provided below, are required to be named-identified in the QS:

**Construction Team Member** – Any member of the Proposer's team, other than the Lead Contractor, that will be responsible for 20% or more of the construction work on the Project.

**Equity Member** – A member of the Proposer team that is (a) if the Proposer is a joint venture, a member of the joint venture, (b) if the Proposer is or will be a newly formed limited liability entity, an equity owner of the Proposer, or (c) if the Proposer is a corporation or other entity that is not newly formed, the Proposer.

**Key Personnel** – The personnel listed in Part B, Volume 1 Appendix, Section D.

**Lead Contractor** – The member of the Proposer team, whether a single entity or joint venture, primarily responsible for the construction of the Project.

**Lead Engineering Firm** – The member of the Proposer team, whether a single entity or joint venture, primarily responsible for the design and engineering of the Project.

**Lead Maintenance Firm** – The member of the Proposer team primarily responsible for comprehensive maintenance of the Project, whether a single entity or joint venture. This member of the team will be identified after the shortlist determination in accordance with the RFP.

**Major Non-Equity Member** – The Proposer team's Lead Engineering Firm, and Lead Contractor, ~~and Lead Maintenance Firm~~ to the extent they are not Equity Members.

## 2. ORGANIZATION

Proposers are required to assemble their QS in the order prescribed and following the outline form contained in this Part.

Volume 1		Maximum number of pages allowed
Section A – General	(a) Form A – Transmittal Letter	N/A
	(b) Executive Summary	<del>Sub-limited to 2 pages; not included in 32-page overall limit</del>
Section B – Proposal Information/ Project Experience	Management Structure/Organizational Charts	<del>Limited to 1 page per chart; max. total 3 pages</del> <del>No max within 32-page limit for Volume 1</del>
Section C – Technical Qualifications	(a) Forms D-1, <del>and</del> D-2 <del>and D-3</del> – Relevant Experience	N/A
	(b) Form E – Project Descriptions	<del>Sub-limited to 2 pages per project; included in 32-page overall limit</del>
Section D – Statement of Technical Approach	Statement of Technical Approach	<del>Sub-limited to 5 pages; included in 32-page overall limit</del>
Section E – Safety Qualifications	Form F – Safety Questionnaire	N/A
Volume 1 Appendix		
Section A	Form B – Proposer Team Information	N/A
Section B	Form C – Certification	N/A
Section C	Surety Letter	N/A
Section D	Personnel Qualifications Form G – Key Personnel Resume and References	2 pages per resume and

		references
Volume 2 – Financial Information		
Section A	Financial Statements and Credit Ratings	N/A
Section B	Material Changes in Financial Condition	N/A
Section C	Off Balance Sheet Liabilities	N/A

## VOLUME 1

Volume 1 of the QS shall contain the following:

### Section A General

#### (a) Form A – Transmittal Letter:

A duly authorized official of the Proposer or lead firm must execute the transmittal letter. For Proposers that are (or are expected to be) joint ventures, partnerships, limited liability companies or other associations, the transmittal letter shall have appended to it letters on the letterhead stationery of each Equity Member, executed by authorized officials of each Equity Member, stating that representations, statements and commitments made by the lead firm on behalf of the Equity Member’s firm have been authorized by such Equity Member, are correct, and accurately represent the role of the Equity Member’s firm in the Proposer team. ~~The Form A transmittal letter is excluded from the 32-page limit for Volume 1.~~

#### (b) Executive Summary:

An Executive Summary, not exceeding two pages, ~~and not included in the 32-page limit for Volume 1. The Executive Summary~~ shall be written in a non-technical style and shall contain sufficient information for reviewers with both technical and non-technical backgrounds to become familiar with the Proposer's QS and its ability to satisfy the financial and technical requirements of the Project.

### Section B Proposer Information/Project Experience/Management Structure

Organization chart showing the Proposer’s Equity Members, Major Non-Equity Members and any Construction Team Members. Indicate the percentage of equity interest among the Equity Members. In instances where the Lead Contractor or Lead Engineering Firm is a joint venture, also indicate the percentage of equity interest for each equity participant in the joint venture. In addition, any Proposer that anticipates it will be required to provide a Guarantor shall provide a table of organization showing the relationship between the applicable Equity Member or Major Non-Equity Member and its Guarantor. (See Part B, Volume 2, Section A(f) for instances where a guarantee may be required.)

Organizational chart showing the Proposer’s Management Structure and “chain-of-command” with Key Personnel shown in their position relative to other relevant personnel, and identifying major functions to be performed and their reporting relationships in designing and constructing the Project. Other relevant personnel may also be shown in the Organization Chart; however

only the qualifications of Key Personnel shall be submitted (in accordance with Part B, Volume 1 Appendix, Section D) and evaluated by TxDOT.

~~The organizational charts are included in the 32-page limit for Volume 1.~~

## **Section C Technical Qualifications**

Provide the following information relevant to qualifications of the Proposer, its Equity Members and any Major Non-Equity Members, as applicable.

### **(a) Forms D-1 ~~through and D-23~~ – Relevant Experience**

The QS shall contain completed Forms D-1, and D-2 and D-3, which are excluded from the 32-page limit for Volume 1. Project descriptions for each of the projects listed on Forms D-1, and D-2 and D-3 shall be included as discussed below in Part B, Volume -1, Section -C(b).

Form D-1: Technical Experience – Lead Engineering Firm: Provide details for a maximum of two projects in compliance with the requirements set forth in Form D-1 and best meeting the evaluation criteria set forth in Part A, Section 5.

Form D-2: Technical Experience – Lead Contractor: Provide details for a maximum of three projects in compliance with the requirements set forth in Form D-2 and best meeting the evaluation criteria set forth in Part A, Section 5.

~~Form D-3: Technical Experience – Lead Maintenance Firm: Provide details for a maximum of two projects in compliance with the requirements set forth in Form D-3 and best meeting the evaluation criteria set forth in Part A, Section 5.~~

For projects/contracts listed for design firms that were traditional consultant/engineering services contracts (as opposed to, for example, design-build contracts), the information sought above shall be limited only to the consultant/engineering services contract, rather than any ensuing construction contract where such entity had limited or no involvement.

For projects/contracts listed for construction firms using the traditional design/bid/build delivery method, the information sought above shall be limited only to the construction contract, rather than any design contract where such entity had limited or no involvement.

### **(b) Forms E – Project Descriptions**

Volume 1, Section C(b) of the QS shall include the project descriptions discussed in Part B, Volume 1, Section C(a) and listed on Forms D-1, and D-2 and D-3. These descriptions shall be a maximum of two pages per project ~~on a separate 8 1/2" x 11" sized white paper~~ and shall be presented using Form E. Form E is extracted from the Federal form SF330. These descriptions should, at a minimum, give an overview of the project and explain why the experience the company gained on the project is relevant to this procurement. Proposers are advised that TxDOT may, in its sole discretion, contact the listed owner contact for these projects for a reference.

Proposers are requested to verify that contact information is correct, and are advised that if the contact information provided is not current, TxDOT may elect to exclude the experience represented by that project in determining the Proposer's qualifications

## **Section D Statement of Technical Approach**

Provide a narrative statement of the Proposer's technical approach to the Project. This statement shall include the Proposer's:

1. Understanding of the Project scope and delivery using design-build contracting.
2. Understanding of the Project scope and maintenance with respect to comprehensive maintenance services.
3. Identification and understanding of the top Project risks and potential solutions to address the risk throughout Project phases, including design, construction and comprehensive maintenance.

The Statement of Technical Approach may be no longer than five pages ~~and is included in the 32-page limit for Volume 1.~~

## **Section E Safety Qualifications**

The QS shall contain a completed Form F for the Lead Contractor, and any Construction Team Member, ~~and the Lead Maintenance Firm. Forms F are excluded from the 32-page limit for Volume 1.~~

# VOLUME 1 APPENDIX

Volume 1 Appendix of the QS shall contain the following, ~~which shall not count toward the 32-page limit:~~

## **Section A Form B – Proposer Team Information**

Originals of Form B completed and executed on behalf of each of the following: the Proposer, each Equity Member, each Major Non-Equity Member, each Guarantor and any Construction Team Member. If any of the foregoing is a joint venture or newly formed entity (formed within the past two years), complete a separate Form B for each member of or partner in such joint venture or newly formed entity. **Proposers are advised that Form B may be released to the public and media.**

## **Section B Form C – Certification**

Originals of Form C (Certification) completed and executed on behalf of each of the following: the Proposer, each Equity Member, each Major Non-Equity Member and each Guarantor. If the Proposer, an Equity Member, Major Non-Equity Member or Guarantor is a joint venture or newly formed entity (formed within the past two years), complete a separate Form C for each member of or partner in such joint venture or newly formed entity.

## **Section C Surety Letter**

Evidence from a surety or an insurance company indicating that the Proposer team is capable of obtaining a performance bond and a payment bond, each in an amount of at least equal to \$300 million. The evidence shall take the form of a letter from a surety/insurance company indicating that such capacity exists for the Proposer or the Lead Contractor. Letters indicating “unlimited” bonding capability are not acceptable.

The surety/insurance company providing such letter must be rated in one of the two top categories by two nationally recognized rating agencies or at least A- (A minus) or better or Class VIII or better by “AM Best & Company,” and must indicate the relevant rating in the letter. The letter must specifically state that the surety/insurance company has read this RFQ and evaluated the Proposer’s backlog and work-in-progress in determining its bonding capacity.

If the Proposer or Lead Contractor, as applicable, is a joint venture, partnership, limited liability company or other association, separate letters for one or more of the Equity Members of the Proposer or the individual equity participants of the Lead Contractor, as applicable, are acceptable, as is a single letter covering all Equity Members or equity participants, as applicable. However, the aggregate amount of bonding capacity reflected in such letter or letters must equal the amounts specified above.

TxDOT has not yet determined the specific amount or form of security that it will require for the Project. Proposers are advised that the RFP may require payment, performance and/or guaranty amounts in excess of the amount referenced above. TxDOT shall delineate such requirements, which will be consistent with applicable law, in the RFP.



**Section D Form G – Personnel Qualifications**

Proposers are required to provide a separate Form G (Resumes and References) for each Key Personnel. Individuals identified may not hold more than one Key Personnel position.

Form G shall be limited to the two pages provided in Form G per person (exclusive of license applications which must be attached for individuals who are required to but do not have a Texas P.E. license) and only one individual shall be designated to fill each position.

Form G shall include the following information for each project listed:

- (a) Name of the project, location of the project, project type, description of the work or service provided, the role on the project and the time period for the work. If one or more role was played, identify the dates and duration of each role.
- (b) The project owner’s contact information (project manager name, phone number, e-mail address), the project’s value and dates of work performed on the project. If the owner’s project manager is no longer employed by the owner, provide an alternative contact at the owner/agency who played a leadership role for the owner during the dates work was performed on the project and is familiar with the project.

TxDOT may elect to use the information provided to verify the experience claimed for an individual. Key Personnel are listed as follows:

<b>Key Personnel Category</b>	<b>Description of Position</b>
Project Manager	Responsible for overall design, construction, operations and maintenance and contract administration (DBA and COMA) for the Project.
Construction Manager	Responsible for ensuring that the Project is constructed in accordance with the Project requirements. Responsible for managing the Design-Build Contractor’s construction personnel, scheduling of the construction quality acceptance personnel, and administering all construction requirements of the DBA.
Design Manager	A Professional Engineer* responsible for ensuring that the overall Project design is completed and design criteria requirements are met. Responsible for managing the Design-Build Contractor’s design personnel and administering all design requirements of the DBA.
Lead Quality Manager	<p>Responsible for the quality of the overall design and construction of the project, implementing quality planning and training, and managing the team’s quality management processes.</p> <ul style="list-style-type: none"> <li>• Must have no less than 10 years of experience in quality management, including preparation and implementation of</li> </ul>

<b>Key Personnel Category</b>	<b>Description of Position</b>
	<p>quality plans and procedures in both design and construction.</p> <ul style="list-style-type: none"> <li>• Must be a Registered Professional Engineer in the State of Texas or become one by NTP1.</li> <li>• Must be an ASQ-certified quality manager or become certified within 6 months of NTP1.</li> <li>• Must be independent of direct scheduling and production activities and has the authority to stop work.</li> </ul> <p>Reports directly to the Design-Build Contractor’s management team and shall be co-located and on-site until final acceptance.</p>
<p>Safety Manager</p>	<p>Responsible for carrying out the Design-Build Contractor’s safety plan and all safety-related activities, including training and enforcement of safety operations.</p> <ul style="list-style-type: none"> <li>• Must have actual roadway construction &amp; safety enforcement experience.</li> <li>• Must have at minimum ten (10) years of progressive heavy construction experience, five (5) years of which must be safety management experience on complex heavy civil projects <ul style="list-style-type: none"> <li>○ Certification as a Construction Health and Safety Technician (CHST) by the Board of Certified Safety Professionals, or as a Certified Safety &amp; Health Official (CSHO) may be substituted for two (2) years of safety management experience. CHST and CSHO certifications are not required if the Safety Manager has at least 5 years of safety management experience.</li> </ul> </li> <li>• Must have completed the OSHA #500 – Trainer Course in OSHA Standards for Construction.</li> <li>• Must have completed training and current certification for CPR and First Aid.</li> <li>• Must have completed training for flaggers in the work zone and work zone traffic control.</li> <li>• The position reports directly to the Design-Build Contractor’s governing body.</li> <li>• The position has the authority to stop all work on the project.</li> </ul> <p>If a proposed Safety Manager does not meet the qualification requirements set forth above as of the QS Due Date, Proposer shall submit to TxDOT with its QS a written statement, signed by Proposer and the proposed Safety Manager, committing to meet such</p>

<b>Key Personnel Category</b>	<b>Description of Position</b>
	qualifications of the Safety Manager not later than the execution of the DBA.

\* Professional Engineers must be licensed in the State of Texas, or become licensed in the State of Texas prior to execution of the DBA.

# VOLUME 2

## VOLUME 2 – Financial Information

Volume 2 of the QS shall contain the following:

### Section A Financial Statements and Credit Ratings

Financial statements for the Proposer, the Equity Members, Lead Contractor, ~~the Lead Maintenance Firm~~ and any Guarantor for the three most recent completed fiscal years must be provided consistent with the requirements below to demonstrate financial capability of the Proposer.

Information for each entity should be packaged separately and include a cover sheet identifying the name of the organization and its role as the Proposer, an Equity Member, the Lead Contractor ~~the Lead Maintenance Firm~~ or any applicable Guarantor.

Financial statement information must include:

- (1) Opinion Letter (Auditor's Report);
- (2) Balance Sheet;
- (3) Income Statement;
- (4) Statement of Changes in Cash Flow; and
- (5) Footnotes.

In addition, financial statements must meet the following requirements:

- (a) **GAAP/IFRS** – Financial statements must be prepared in accordance with U.S. Generally Accepted Accounting Principles ("U.S. GAAP") or International Financial Reporting Standards ("IFRS"). If financial statements are prepared in accordance with principles other than U.S. GAAP or IFRS, a letter must be provided from a certified public accountant discussing the areas of the financial statements that would be affected by a conversion to U.S. GAAP or IFRS.
- (b) **U.S. Dollars** – Financial statements must be provided in U.S. dollars. If financial statements are not readily available in U.S. dollars, the Proposer must convert the financial statements, including footnotes, to U.S. dollars and provide a summary of the conversion methods and applicable foreign exchange rates used to do so.
- (c) **Audited** – Financial statements must be audited by an independent party qualified to render audit opinions (e.g., a certified public accountant). If audited financials are not available, the QS shall include unaudited financial statements, certified as true, correct and accurate by the chief financial officer ("CFO") or treasurer of the entity.
- (d) **English** – Financial statement information must be prepared in English. If audited financial statements are prepared in a language other than English, translations of all financial statement information, including footnotes, must be provided with the original financial statement information.

- (e) **Newly Formed/Not Yet Formed Entity** – If the Proposer is a newly formed entity or has not yet formed a legal entity and does not have independent financial statements, financial statements for the Equity Members shall be provided (and the Proposer shall expressly state that the Proposer is a newly formed entity or not yet formed entity, as applicable, and does not have independent financial statements).
- (f) **Guarantor** – Proposers shall note that TxDOT may, in its discretion based upon the review of the information provided, specify that an acceptable parent company or other affiliate company act as a Guarantor by providing a guarantee with respect to the Proposer’s financial capabilities in a form acceptable to TxDOT in its discretion or that an additional Equity Member be required as a condition of shortlisting.
- (g) **SEC Filings** – If the team or any other entity for which financial information is submitted hereby files reports with the Securities and Exchange Commission, then such financial statements shall be provided through a copy of their annual report on Form 10K. For all subsequent quarters, provide a copy of any report filed on Form 10Q or Form 8-K which has been filed since the latest filed 10K. Instead of providing hard copies of such forms, Proposers may submit digital copies of such information in a read-only format on CD with each submission.
- (h) **Credit Ratings** – Appropriate credit ratings must be supplied for the Proposer, each Equity Member, the Lead Contractor, ~~the Lead Maintenance Firm~~ and any Guarantor to the extent such entities have credit ratings. If no credit ratings exist, include a statement specifying that no credit ratings exists for that entity.

## Section B Material Changes in Financial Condition

Information regarding any material changes in financial condition for Proposer, each Equity Member, the Lead Contractor ~~and the Lead Maintenance Firm and any Guarantor~~ for the past three years and anticipated for the next reporting period must be provided. If no material change has occurred and none is pending, the Proposer, Equity Member, Lead Contractor or any Guarantor or the Lead Maintenance Firm, as applicable, shall provide a letter from its CFO or treasurer so certifying.

Set forth below is a representative list of events intended to provide examples of what TxDOT considers a material change in financial condition. This list is intended to be indicative only. At the discretion of TxDOT, any failure to disclose a prior or pending material change may result in disqualification from further participation in the selection process. In instances where a material change has occurred, or is anticipated, the affected entity shall provide a statement describing each material change in detail, the likelihood that the developments will continue during the period of performance of the Project development, and the projected full extent of the changes likely to be experienced in the periods ahead. Estimates of the impact on revenues, expenses and the change in equity will be provided separately for each material change as certified by the CFO or treasurer. References to the notes in the financial statements are not sufficient to address the requirement to discuss the impact of material changes.

Where a material change will have a negative financial impact, the affected entity shall also provide a discussion of measures that would be undertaken to insulate the Project from any

recent material changes, and those currently in progress or reasonably anticipated in the future. If the financial statements indicate that expenses and losses exceed income in each of the 3 completed fiscal years (even if there has not been a material change), the affected entity shall provide a discussion of measures that will be undertaken to make the entity profitable in the future and an estimate of when the entity will be profitable.

#### List of Representative Material Changes

1. An event of default or bankruptcy involving the affected entity, a related business unit within the same corporation, or the parent corporation of the affected entity;
2. A change in tangible net worth of 10% of shareholder equity;
3. A sale, merger or acquisition exceeding 10% of the value of shareholder equity prior to the sale, merger or acquisition which in any way involves the affected entity, a related business unit, or parent corporation of the affected entity;
4. A change in credit rating for the affected entity, a related business unit, or parent corporation of the affected entity;
5. Inability to meet conditions of loan or debt covenants by the affected entity, a related business unit or parent corporation of the affected entity which has required or will require a waiver or modification of agreed financial ratios, coverage factors or other loan stipulations, or additional credit support from shareholders or other third parties;
6. In the current and three most recent completed fiscal years, the affected entity, a related business unit in the same corporation, or the parent corporation of the affected entity either: (i) incurs a net operating loss; (ii) sustains charges exceeding 5% of the then shareholder equity due to claims, changes in accounting, write-offs or business restructuring; or (iii) implements a restructuring/reduction in labor force exceeding 200 positions or involves the disposition of assets exceeding 10% of the then shareholder equity;
7. Other events known to the affected entity, a related business unit or parent corporation of the affected entity which represents a material change in financial condition over the past three years or may be pending for the next reporting period.

#### **Section C Off-Balance Sheet Liabilities**

A letter from the CFO or treasurer of the entity or the certified public accountant for each entity for which financial information is submitted, identifying as applicable, each off-balance sheet liability exceeding \$10 million and its associated dollar amount and providing explanation for off-balance sheet treatment.

# PART C EXHIBITS AND FORMS

## EXHIBIT A Project Information and Status



**Map of SH 360 Project**

### 1. Project Description/Information

The Reference Information Documents for the Project are located on the Project Webpage.

TxDOT anticipates that the Project will consist of the following Project scope components as shown on the Preliminary Project Schematics, located on the Project Webpage.

## **Project Scope Components**

- **Toll Lanes:**
  - Four toll lanes (two in each direction) from Sublett Road/Camp Wisdom Road to Broad Street
  - Two toll lanes from Broad Street to US 287 (Super 2 configuration) with concrete cross-over barrier
- **New Frontage Roads:**
  - Northbound from Heritage Parkway to US 287
  - Southbound from Heritage Parkway to Lone Star Road
- **Existing Frontage Roads Improvements:**
  - Repair, resurface and widen portions of existing frontage roads
- **US 287 Improvements:**
  - Surface level intersection improvements with traffic signals at SH 360 frontage roads

## **Additional Scope Components**

TxDOT may also elect to add additional scope components (“Option Work”) to the Project scope to be priced separately and included at TxDOT’s option. A final determination of the Project scope including details of any additional scope components will be made and communicated to Proposers in the RFP.

## **Ultimate Project**

The ultimate build-out of the Project as shown on the Ultimate Project Schematics, located on the Project Webpage, consists of the following components:

- a) Two additional SH 360 toll lanes in each direction from Sublett to Debbie/Ragland to provide an 8-lane divided tollway.
- b) Two additional toll lanes in each direction south of Debbie/Ragland to provide a 6-lane divided tollway to US 287.
- c) Direct connectors to provide for the north half of the SH360/US 287 Interchange.
- d) Improvements to US 287:
  - Two new main lanes in each direction
  - Two-lane frontage roads in each direction
  - Four slip ramps to provide improved local access.

More information will be included in the RFP.



## **2. Project Environmental Status**

A Public Hearing was held on October 17, 2013 to present the proposed Project to the public. A Finding of No Significant Impact (FONSI) was issued by the Federal Highway Administration (FHWA) for the Project on January 16, 2014.

The DBA will require the Design-Build Contractor to coordinate with the United States Army Corps of Engineers ("USACE") to acquire the necessary permits for each of the Project crossings which exceed impact thresholds.

## **3. Project Cost Estimates**

TxDOT's current total design-build estimate for the improvements to be developed as described in Part A, Section 2.2 is approximately \$215 million, excluding Option Work. This estimate is inclusive of all costs to design and construct the Project, and estimated costs reflect the currently developed schematic and environmentally studied project components at current construction prices.

## **4. Funding Available for Project Costs**

TxDOT intends to fully fund the design and construction of the Project and no private financing is required. As set forth in the Project Agreement, TxDOT has committed to spend up to \$300 million for the procurement, design and construction of the Project including TxDOT's costs. Because payments under the DBA and COMA come from TxDOT, State and/or federal funds (as opposed to Project revenues, revenue bond proceeds, loans, etc), Proposers should be aware that such state and federal funds may be subject to legislative appropriation by the State of Texas.

## **5. Right-of Way Acquisition**

TxDOT anticipates the need for ROW acquisition services for Project. Almost all ROW has been acquired for the base Project scope; however, Design-Build Contractor shall be responsible for the modification of existing or acquisition of new drainage easements, plus changes to control of access, as well as the performance of acquisition services for a parcel of ROW that has not yet been acquired by TxDOT.

For work associated with any Option Work, Design-Build Contractor shall be responsible for performing acquisition services for all required additional ROW. TxDOT will be responsible for the costs associated with the acquisition of additional ROW required for Option Work.

## **6. Technical Requirements**

It is anticipated that the DBA will require the Design-Build Contractor, upon receiving a notice to proceed from TxDOT, to cause the Project to be completed in accordance with project-specific standards and specifications that will be set forth in the DBA.

The RFP may permit Proposers to propose, for TxDOT consideration, alternative technical concepts, exceptions and deviations from certain of these standards. The alternative technical

concept process, including any constraints or parameters on potential submissions, shall be set forth in the RFP. All requests for deviations shall follow the requirements set forth in the RFP.

## **7. Geotechnical, Utility Relocation, Hazardous Materials Investigations, Detention Plan, Aesthetic Treatment and Railroad Coordination**

### **(a) Geotechnical Investigation Program**

Proposers will be allowed to conduct geotechnical investigation activity on TxDOT ROW or available private property (pursuant to a right of entry granted to TxDOT), during the procurement. Such activities will require the appropriate coordination with TxDOT as specified by TxDOT during the procurement process (i.e., permitting, traffic control, notification etc.). Proposers must obtain permits through the normal permitting process and perform utility due diligence prior to performing any drilling on TxDOT ROW. TxDOT may provide geotechnical information during the RFP process.

### **(b) Utility Investigation**

As it relates to eligible utility adjustment/relocation expenses, Proposers should assume toll project designation for the Project unless otherwise noted (see Texas Administrative Code Section 21.23). The DBA will require the Design-Build Contractor to be responsible for performing or causing to be performed necessary utility relocations/adjustments in accordance with applicable standards and, with limited exceptions specified in the DBA, for the costs associated with utility relocations/adjustments, except to the extent the utilities are legally responsible for such costs. TxDOT may provide to the shortlisted Proposers subsurface utility engineering (SUE) for portions of the Project.

### **(c) Hazardous Materials Investigation**

Information related to hazardous materials will be provided for review in the Reference Information Documents in the RFP. TxDOT does not anticipate further assessment beyond the Reference Information Documents.

### **(d) Aesthetic Treatment**

The Design-Build Contractor will be required, as applicable, to comply with the Project aesthetic guidelines.

Additional details and requirements concerning aesthetic guidelines shall be set forth in the RFP.

### **(e) Railroad Coordination**

The current Project limits as shown in the Preliminary Project Schematics require coordination with the Union Pacific Railroad (UPRR). A grade-separated crossing (underpass) of the UPRR is located just south of Heritage Parkway. The Preliminary Project Schematics do not anticipate any impact on the railroad tracks. It is currently anticipated the Design-Build Contractor will be responsible for coordinating with UPRR.

## (f) Other Due Diligence Activities

TxDOT is currently assessing what, if any, additional site and due diligence information beyond that which is specified in Part C, Exhibit A, Sections 7(a) through 7(f) will be provided. The shortlisted Proposers may, during the industry review process, be asked to provide input on this topic.

## 8. Toll Collection System Development

It is anticipated that the Project will be tolled. The Design-Build Contractor will be responsible for the design, installation and testing of the roadside toll collection system which will be integrated with the North Texas Tollway Authority (NTTA) back office toll collection system. The roadside toll collection system shall be axle-based and comply with project specific standards in the RFP, which will follow the NTTA standards for toll collection systems. The Design-Build Contractor will be required to coordinate design, installation and testing of the roadside toll collection system with the NTTA. After the Design-Build Contractor installs and tests the roadside toll collection system NTTA will perform the toll systems integration, testing and back office functions for the Project. The terms, conditions and parameters determining the nature of the parties' coordination responsibilities will be set forth in more detail in the RFP.

## 9. Operations and Maintenance

The Design-Build Contractor will be responsible for operating and maintaining the Project until substantial completion of the Project. Upon substantial completion, the NTTA is anticipated to perform toll operations on the Project, including operations and maintenance of the electronic toll collection system.

TxDOT intends to enter into a separate COMA with the selected Proposer. The COMA will include three (3) successive five-year options for a maximum term of fifteen (15) years. TxDOT will solicit proposals for a COMA in a form utilized by TxDOT on other projects. The COMA may be assigned to NTTA.

At this time, the COMA is anticipated to include full right-of-way to right-of-way routine maintenance, capital maintenance, preventative maintenance, and incident management. Shortlisted Proposers will be required to provide pricing for the potential comprehensive maintenance work as part of the submission of their Proposals. In addition, shortlisted Proposers will be required to identify and submit the qualifications for a Lead Maintenance Firm that meets the requirements set forth in the RFP. The terms, conditions, standards, specifications and parameters determining the nature of the maintenance responsibilities, as well as the process for identification of the Lead Maintenance Firm, will be set forth in more detail in the RFP. A term sheet describing the key terms and conditions of the COMA is included in Exhibit C.

**EXHIBIT B  
DRAFT DESIGN-BUILD AGREEMENT  
TERM SHEET**

***[See attached term sheet.]***

**EXHIBIT C  
DRAFT COMPREHENSIVE MAINTENANCE AGREEMENT  
TERM SHEET**

***[See attached term sheet.]***

**FORM A**  
**TRANSMITTAL LETTER**

PROPOSER: \_\_\_\_\_

QS Date: [Insert date]

Tony Payberah, P.E.  
Texas Department of Transportation  
7600 Chevy Chase Drive  
Building 2, Suite 400  
Austin, TX 78752

The undersigned ("Proposer") submits this qualification statement (this "QS") in response to that certain Request for Qualifications dated as of March 10, 2014 (as amended, the "RFQ"), issued by the Texas Department of Transportation ("TxDOT") to design, construct and, at TxDOT's election, maintain approximately 9.2 miles of improvements to SH 360 consisting of two toll lanes in each direction from approximately E. Sublett Road/Camp Wisdom Road to East Broad Street and one toll lane in each direction with periodic passing lanes (Super 2 configuration) from East Broad Street to US 287, in addition to frontage road and intersection improvements from E. Sublett Road/Camp Wisdom Road to US 287, (referred to herein as the "Project"), pursuant to a Design-Build Agreement ("DBA"). Initially capitalized terms not otherwise defined herein shall have the meanings set forth in the RFQ.

Enclosed, and by this reference incorporated herein and made a part of this QS, are the following:

- Volume 1: Transmittal Letter (this Form A), Executive Summary, Management Structure/Organizational Charts, Technical Qualifications (Forms D-1, D-2, ~~D-3~~ and E), Statement of Technical Approach and Safety Qualifications;
- Volume 1 Appendix: Forms B and C, Surety Letter, Personnel Qualifications; and
- Volume 2: Financial Qualifications.

Proposer acknowledges receipt, understanding and full consideration of all materials posted on TxDOT's website with respect to the Project [www.txdot.gov/business/partnerships/current-cda/sh-360/sh360-rfq.html](http://www.txdot.gov/business/partnerships/current-cda/sh-360/sh360-rfq.html) and the following addenda and sets of questions and answers to the RFQ:

*[Proposer to list any addenda to this RFQ and sets of questions and answers by dates and numbers prior to executing Form A]*

Proposer represents and warrants that it has read the RFQ and agrees to abide by the contents and terms of the RFQ and the QS.

Proposer understands that TxDOT is not bound to short-list any Proposer and may reject each QS TxDOT may receive.

Proposer further understands that all costs and expenses incurred by it in preparing this QS and participating in the Project procurement process will be borne solely by the Proposer, except, to the extent of any payment made by TxDOT for work product.

Proposer agrees that TxDOT will not be responsible for any errors, omissions, inaccuracies or incomplete statements in this QS.

This QS shall be governed by and construed in all respects according to the laws of the State of Texas.

Proposer's business address:

\_\_\_\_\_  
(No.) (Street) (Floor or Suite)  
\_\_\_\_\_  
(City) (State or Province) (ZIP or Postal Code) (Country)

State or Country of Incorporation/Formation/Organization: \_\_\_\_\_

*[Insert appropriate signature block from following]*

1. Sample signature block for corporation or limited liability company:

*[Insert Proposer's name]*

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

2. Sample signature block for partnership or joint venture:

*[Insert Proposer's name]*

By: *[Insert general partner's or member's name]*

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

*[Add signatures of additional general partners or members as appropriate]*

3. Sample signature block for attorney in fact:

*[Insert Proposer's name]*

By: \_\_\_\_\_

Print Name: \_\_\_\_\_  
Attorney in Fact

4. Sample signature block for a Proposer not yet formed as a legal entity:

*[Insert lead team member entity name]*, on behalf of itself and the other team members expected to be a part of *[Insert Proposer's expected name]*

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_



**FORM B**

**INFORMATION REGARDING  
PROPOSER, EQUITY MEMBERS, MAJOR NON-EQUITY MEMBERS,  
GUARANTORS AND CONSTRUCTION TEAM MEMBERS**

**(for Public Release)**

Name of Proposer: \_\_\_\_\_

Entity (check all applicable boxes for the entity completing this Form B):

- Proposer;    Equity Member;    Major Non-Equity Member;    Guarantor;  
 Construction Team Member;    ~~or~~ Other \_\_\_\_\_

Name of Entity Completing Form B:  
\_\_\_\_\_

Year Established: \_\_\_\_\_ State of Organization: \_\_\_\_\_

Federal Tax ID No. (if applicable): \_\_\_\_\_ Telephone No.: \_\_\_\_\_

North American Industry Classification Code: \_\_\_\_\_

Name of Official Representative Executing Form B: \_\_\_\_\_

Individual's Title: \_\_\_\_\_

E-mail Address: \_\_\_\_\_

Type of Business Organization (check one):

- Corporation
- Partnership
- Joint Venture
- Limited Liability Company
- Other (describe)

A. Business Address: \_\_\_\_\_  
Headquarters: \_\_\_\_\_  
Office Performing Work: \_\_\_\_\_  
Contact Telephone Number: \_\_\_\_\_

B. Indicate the role of the entity in the space below.  
  
\_\_\_\_\_

- 
- C. If the entity completing this Form B is a joint venture or newly formed entity (formed within the past two years), complete a separate Form B and, if such entity is the Proposer, an Equity Member, Major Non-Equity Member or Guarantor, a separate Form C for each member of or partner in the joint venture or newly formed entity and attach them to the QS. In addition, identify the name of such members or partners in the space below.

Name

---

---

---

Under penalty of perjury, I certify that the foregoing is true and correct, and that I am the firm's Official Representative:

By: \_\_\_\_\_ Print Name: \_\_\_\_\_  
Title: \_\_\_\_\_ Date: \_\_\_\_\_

*[Please make additional copies of this form as needed.]*



If yes, as to each such inquiry, state the name of the public agency, the date of the inquiry, the grounds on which the public agency based the inquiry, and the result of the inquiry.

5. Has any construction project performed or managed by the firm or, to the knowledge of the undersigned, any affiliate\* involved repeated or multiple failures to comply with safety rules, regulations, or requirements?

Yes  No

If yes, please identify the team members and the projects, provide an explanation of the circumstances, and provide owner contact information including telephone numbers.

6. Has the firm or any affiliate\* been found, adjudicated or determined by any federal or state court or agency (including, but not limited to, the Equal Employment Opportunity Commission, the Office of Federal Contract Compliance Programs and any applicable Texas governmental agency) to have violated any laws or Executive Orders relating to employment discrimination or affirmative action, including but not limited to Title VII of the Civil Rights Act of 1964, as amended (42 U.S.C. Sections 2000 *et seq.*); the Equal Pay Act (29 U.S.C. Section 206(d)); and any applicable or similar Texas law?

Yes  No

If yes, please explain:

7. Has the firm or any affiliate\* been found, adjudicated, or determined by any state court, state administrative agency, including, but not limited to, the Texas Department of Labor (or its equivalent), federal court or federal agency, to have violated or failed to comply with any law or regulation of the United States or any state governing prevailing wages (including but not limited to payment for health and welfare, pension, vacation, travel time, subsistence, apprenticeship or other training, or other fringe benefits) or overtime compensation?

Yes  No

If yes, please explain:

8. With respect to each of Questions 1-7 above, if not previously answered or included in a prior response on this form, is any proceeding, claim, matter, suit, indictment, etc. currently pending against the firm that could result in the firm being found liable, guilty or in violation of the matters referenced in Questions 1-7 above and/or subject to debarment, suspension, removal or disqualification by the federal government, any state or local government, or any foreign governmental entity?

Yes                        No           

If yes, please explain and provide the information requested as to such similar items set forth in Questions 1-7 above.

9. With respect to legal liabilities, provide a list and a brief description of all instances during the last five years involving transportation projects in which the firm or any affiliate\* was (i) determined, pursuant to a final determination in a court of law, arbitration proceeding or other dispute resolution proceeding, to be liable for a material breach of contract or (ii) terminated for cause. For each instance, identify an owner's representative with a current phone and e-mail address.

10. With respect to legal proceedings, provide a list and a brief description (including the resolution) of each arbitration, litigation, dispute review board and other dispute resolution proceeding occurring during the last five years between the public owner and the firm or any affiliate\* and involving an amount in excess of \$300,000 related to performance in capital transportation projects with a contract value in excess of \$10 million.

\_\_\_\_\_

\* The term "Affiliates" includes parent companies, subsidiary companies, joint venture members and partners, and partners in which the entity has more than a 15% interest.

Under penalty of perjury, I certify that the foregoing is true and correct, and that I am the firm's Official Representative:

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Date: \_\_\_\_\_

**FORM D-1 - TECHNICAL EXPERIENCE – DESIGN**

**EXPERIENCE OF THE LEAD ENGINEERING FIRM IN THE DESIGN AND ENGINEERING OF REFERENCE PROJECTS**

COMPANY NAME (1)	PROJECT NAME AND LOCATION (2), (3)	PROJECT COST (4) & (5)	START/END DATES	% OF WORK COMPLETED BY MAY 23, 2014	LEVEL OF COMPANY'S PARTICIPATION (6)	ROLE OF COMPANY FOR THE PROJECT

Notes:

- (1) A maximum of two projects may be included.
- (2) Only list projects on which the Lead Engineering Firm worked within the past ten years.
- (3) Only list projects where the Lead Engineering Firm held a minimum 30% of the ultimate responsibility for the design and engineering experience. If the Lead Engineering Firm is a joint venture, only list projects from members of the joint venture that will perform at least 30% of the Lead Engineering Firm's potential design and engineering work for the Project.
- (4) In thousands of United States Dollars. Identify exchange rates of amounts in other currencies using the exchange rate as of April 30, 2014, including the benchmark on which the exchange rate is based.
- (5) Project Cost means the total construction cost budgeted or, if the project is complete, the total construction cost of the completed project.
- (6) Show company's participation in terms of money and percentage of the design work for the listed project. For projects/contracts listed for design firms that were traditional consultant/engineering services contracts (as opposed to, for example, design-build contracts), the information sought above shall be limited only to the consultant/engineering services contract, rather than any ensuing construction contract where such entity had limited or no involvement.

**FORM D-2 - TECHNICAL EXPERIENCE - CONSTRUCTION**

**EXPERIENCE OF THE LEAD CONTRACTOR IN THE CONSTRUCTION OF REFERENCE PROJECTS**

<b>COMPANY NAME (1)</b>	<b>PROJECT NAME AND LOCATION (2), (3)</b>	<b>PROJECT COST (4) &amp; (5)</b>	<b>START/END DATES</b>	<b>% OF WORKS COMPLETED BY MAY 23, 2014</b>	<b>LEVEL OF COMPANY'S PARTICIPATION (6)</b>	<b>ROLE OF COMPANY FOR THE PROJECT</b>

Notes:

- (1) A maximum of three projects may be included.
- (2) Only list projects on which the Lead Contractor worked within the past ten years.
- (3) Only list projects where the Lead Contractor held a minimum 30% of the ultimate responsibility for the construction experience. If the Lead Contractor is a joint venture, only list projects from joint-venture members that will perform at least 30% of the Lead Contractor's potential construction work for the Project.
- (4) In thousands of United States Dollars. Identify exchange rates of amounts in other currencies using the exchange rate as of April 30, 2014, and identify the benchmark on which the exchange rate is based.
- (5) Project Cost means the total construction cost budgeted or, if the project is complete, the total construction cost of the completed project.
- (6) Show company's participation in terms of money and percentage of the work. For projects/contracts listed for lead contractors that were traditional design/bid/build delivery method, the information sought above shall be limited only to the construction contract, rather than any design contract where such entity had limited or no involvement.

**FORM D-3—TECHNICAL EXPERIENCE—MAINTENANCE**

COMPANY NAME (1)	PROJECT NAME AND LOCATION (2), (3)	PROJECT COST (4) & (5)	START/END DATES	LENGTH OF ROAD UNDER MAINTENANCE OBLIGATION	LEVEL OF COMPANY'S PARTICIPATION (6)	ROLE OF COMPANY FOR THE PROJECT (7)

Notes:

- (1) A maximum of two projects may be included. In the case of experience provided by a company related to the Lead Maintenance Firm (as permitted in Part A, Section 5.1), specify its relation to the Lead Maintenance Firm, as applicable.
- (2) Only list projects on which the Lead Maintenance Firm worked within the past ten years.
- (3) Only list projects where the Lead Maintenance Firm held a minimum forty percent (40%) of the ultimate responsibility for the maintenance work. If the Lead Maintenance Firm is a joint venture, only list projects from joint venture members that will be responsible for at least forty percent (40%) of the Lead Maintenance Firm's, as applicable, potential maintenance work for the Project.
- (4) In thousands of United States Dollars. Identify exchange rates of amounts in other currencies using the exchange rate as of April 30, 2014, and identify the benchmark on which the exchange rate is based.
- (5) Project Cost means the total construction cost budgeted or, if the project is complete, the total construction cost of the completed project.
- (6) Show company's participation in terms of money and percentage of the maintenance work for the listed project.
- (7)(1) Provide a maximum two-page narrative description for each project listed in this column (on Form E). The description should, at a minimum, give an overview of the project, state the current Annual Average Daily Traffic for the project and explain why the experience the company gained on the project is relevant.



**FORM E**

**PROJECT DESCRIPTION FORM**

**A. TITLE AND LOCATION** (*City and State*):

**B. YEAR COMPLETED, OR MONTH AND YEAR SCHEDULED FOR COMPLETION:**

**C. PROJECT OWNER'S INFORMATION**

Project Owner:

Responsible Department:

Point of Contact (POC) Name:

Telephone Number:

Email Address:

**D. BRIEF DESCRIPTION OF PROJECT AND RELEVANCE TO THIS CONTRACT** (*Include scope, size, delivery mechanism and any other relevant feature or aspect of the project.*)

**E. PROJECT COST AND SCHEDULE** (*Discuss the basis for any variances between the contracted and actual delivery amount and schedule.*)

<b>Contracted Project Amount</b>	<b>Actual Amount Received or Anticipated to Receive Upon Project Delivery</b>	<b>Variance</b>
\$	\$	\$
<b>Contracted Project Schedule</b>	<b>Actual Project Schedule</b>	<b>Variance</b>
___ months ___ days	___ months ___ days	___ months ___ days

**F. FIRMS FROM PROPOSER TEAM INVOLVED WITH THIS PROJECT**

FIRM NAME	FIRM LOCATION <i>(City and State)</i>	ROLE

**G. DBE APPROACH, IF APPLICABLE** *(Include any innovative approaches or unique outreach or marketing concepts used successfully by the Proposer's team member to encourage DBE participation)*

Contract Goal	Actual	Variance

**FORM F**  
**SAFETY QUESTIONNAIRE**

Name of Proposer: \_\_\_\_\_

Name of entity completing this Form F: \_\_\_\_\_

Role of entity completing this Form F:  Lead Contractor; ~~or~~  Construction Team Member; ~~or~~  Lead Maintenance Firm

**Instructions for completion:** Should additional lines or space be needed to address the subject areas below, the entity completing this Form F may add additional lines within each subject area as appropriate. Form F has no QS page limitation.

**Part A**

1. Please fill out the Table 1 below by providing the **Number of Fatal Work Injuries** (FWI) and **Fatal Injury Rates** (FIR) for the past three years for all projects in the United States. Also, please provide the **Incidence Rates** (IR) of nonfatal occupational injuries and illnesses for "Highway, Street and Bridge Construction", as defined by the North American Industry Classification System (NAICS 2373), for each of the cases listed below for the past three years for all projects nationwide. Formulas for calculating the FIR and IR are provided below as well as sample calculations. Additionally, please calculate the average for each line item in the table. Round the averages to a single decimal place. If only two years of data is available, average those two years. If only one year of data is available, that year will be the average.

The **Fatal Injury Rate** (FIR) is calculated as follows:

$$FIR = \left( \frac{\text{number of fatal work injuries (FWI)}}{\text{total employee hours worked during the calendar year}} \right) \times 200,000,000$$

The 200,000,000 in the formula represents the equivalent of 100,000 employees working 40 hours per week, 50 weeks per year and provides the standard base for the fatal injury rates.

**Example**

The XYZ Company had 1 fatal injury (FWI) and 25,000,000 hours worked by all employees during 2011. Using the formula for FIR above, the **Fatal Injury Rate** would be calculated as follows:

$$FIR = \left( \frac{1}{25,000,000} \right) \times 200,000,000 = 8.0$$

The **Incidence Rate of Injury and Illness Cases** (IR) is calculated as follows:

$$IR = \left( \frac{\text{number of cases}}{\text{total employee hours worked during the calendar year}} \right) \times 200,000$$

The 200,000 hours in the formula represents the equivalent of 100 employees working 40 hours per week, 50 weeks per year and provides the standard base for the incidence rates.

**Example**

The ABC Company has 7 total recordable, non-fatal, injuries and illness cases logged and 400,000 hours worked by all employees during 2012. Using the formula for IR above, the **Incidence Rate** would be calculated as follows:

$$IR = \left(\frac{7}{400,000}\right) \times 200,000 = 3.5$$

The same formula can be used to compute the **Incidence Rate** for the most serious injury and illness cases, defined here as cases that result in workers taking time off from their jobs (i.e. days away from work) or being transferred to another job or doing lighter (restricted) duties. ABC Company had 3 such cases. The **Incidence Rate** for these 3 cases is computed as:

$$IR = \left(\frac{3}{400,000}\right) \times 200,000 = 1.5$$

**Table 1.** Work-related Fatalities, Injuries, and Illnesses. Adapted from the United States Department of Labor, Bureau of Labor Statistics.

Data Series	Year 201_*	Year 201_*	Year 201_*	Average (AVG)
<b>Fatalities</b>				
Number of Fatal Work Injuries (FWI)	FWI	FWI	FWI	AVG
<b>Fatal Injury Rate per 100,000 full-time workers</b>				
Hours-Based Construction Fatal Injury Rate (FIR)	<i>Rates per 100,000 full-time employees</i>			
	FIR	FIR	FIR	AVG
<b>Incidence Rate of Injury and Illness Cases (IR) per 100 Full-Time Workers</b>				
Rate of Total Recordable Cases (A + B)	<i>Rates per 100 full-time employees</i>			
	IR	IR	IR	AVG
A. Rate of Cases with Days Away from Work, Job Transfer or Restriction (A = 1 + 2)	IR	IR	IR	AVG
1. Rate of Cases with Days Away from Work	IR	IR	IR	AVG
2. Rate of Cases with Days of Job Transfer or Restriction	IR	IR	IR	AVG
B. Rate of Other Recordable Cases	IR	IR	IR	AVG

\*Proposer should include data for the three most recent years for which annual data is available, but should not include any data from years earlier than 2010.

Additional information to aid in calculating the rates above is available from the internet links below.

- How to compute a firm’s incidence rate, Bureau of Labor Statistics (BLS) - [www.bls.gov/iif/osheval.htm](http://www.bls.gov/iif/osheval.htm)
- OSHA Forms for Recording Work-Related Injuries and Illnesses -

[www.osha.gov/recordkeeping/RKform300pkg-fillable-enabled.pdf](http://www.osha.gov/recordkeeping/RKform300pkg-fillable-enabled.pdf)

- Industry Injury and Illness Data - [www.bls.gov/iif/oshsum.htm](http://www.bls.gov/iif/oshsum.htm)
- Hours-based fatal injury rates – [www.bls.gov/iif/oshcfoi1.htm#rates](http://www.bls.gov/iif/oshcfoi1.htm#rates)
- Occupational Safety & Health Statistics, BLS Handbook Chapter 9 - [www.bls.gov/opub/hom/pdf/homch9.pdf](http://www.bls.gov/opub/hom/pdf/homch9.pdf)

2. Please provide the firm’s National Council on Compensation Insurance (NCCI) Experience Modifier for the past three years for all projects in the United States, and calculate the average. Round the averages to two decimal places. Additionally, you must include with this Form F, an NCCI letter or a letter from an insurance agent identifying the firm’s NCCI Experience Modifier. If only two years of data is available, average those two years. If only one year of data is available, that year will be the average.

**Table 2.** National Council on Compensation Insurance Experience Modifiers.

Item	Year 201_*	Year 201_*	Year 201_*	Average
NCCI Experience Modifier				

\*Proposer should include data for the three most recent years for which annual data is available, but should not include any data from years earlier than 2010.

**Part B**

For purposes of this Part B, describe your firm’s *standard or typical* safety program or practices.

1. To whom and how often are internal accident reports and report summaries sent to your firm’s management?

**Table 3.** Accident report and report summaries distribution.

Position	Monthly	Quarterly	Annually	Other (specify)

2. Do you hold site safety meetings? Yes \_\_\_\_\_ No \_\_\_\_\_  
 How often? Weekly \_\_\_ Biweekly \_\_\_ Monthly \_\_\_ Less often, as needed \_\_\_

3. Do you conduct Project Safety Inspections? Yes \_\_\_\_\_ No \_\_\_\_\_  
 If yes, who conducts them? \_\_\_\_\_

How often? Weekly \_\_\_ Biweekly \_\_\_ Monthly \_\_\_

4. Does the firm have a written Safety Program? Yes \_\_\_\_\_ No \_\_\_\_\_

5. Does the firm have an orientation program for new hires? Yes \_\_\_\_\_ No \_\_\_\_\_

If yes, what safety items are included? \_\_\_\_\_

6. Does the firm have a safety training program for newly hired or promoted foremen?

Yes \_\_\_\_\_ No \_\_\_\_\_

If yes, does it include instruction of the following?

**Table 4.** Safety categories addressed for newly hired or promoted foreman.

Topic	Yes	No
<b>Safety Work Practices</b>		
<b>Safety Supervision</b>		
<b>On-site Meetings</b>		
<b>Emergency Procedures</b>		
<b>Accident Investigation</b>		
<b>Fire Protection and Prevention</b>		
<b>New Worker Orientation</b>		

7. Does the firm hold safety meetings, which extend to the laborer level?

Yes \_\_\_\_\_ No \_\_\_\_\_

How often? Daily \_\_\_ Weekly \_\_\_ Bi-Weekly \_\_\_ Less often, as needed \_\_\_

8. Does the firm have a program or written practices that expressly address the safety of the traveling public?

Yes \_\_\_\_\_ No \_\_\_\_\_

If yes, describe such programs or practices. \_\_\_\_\_

**FORM G  
KEY PERSONNEL RESUME AND REFERENCES**

<p><b>Name:</b> _____</p> <p><b>Firm:</b> _____</p> <p><b>Telephone:</b> _____</p> <p><b>Email Address:</b> _____</p>	<p><b>Position:</b> <i>(Select one. *)</i></p> <p><input type="checkbox"/> Project Manager</p> <p><input type="checkbox"/> Construction Manager</p> <p><input type="checkbox"/> Design Manager</p> <p><input type="checkbox"/> Safety Manager</p> <p><input type="checkbox"/> Lead Quality Manager</p>	<b>Tier 1</b>																				
<p><b>Licenses/Certifications:</b> <i>(Select all that apply. Provide the license/certification number and expiration date.)</i></p> <p><input type="checkbox"/> Professional Engineer (Date Since: _____) State: _____ LIC. No. _____</p> <p><input type="checkbox"/> DBIA –Design-Build Institute of America LIC. No. _____ Exp. _____</p> <p><input type="checkbox"/> PMP- Project Management Professional LIC. No. _____ Exp. _____</p> <p><input type="checkbox"/> ASQ – American Society of Quality <input type="checkbox"/> CQI <input type="checkbox"/> CQE <input type="checkbox"/> CQM LIC. No. _____ Exp. _____</p> <p><input type="checkbox"/> OSHA -- Construction Safety &amp; Health (30 hours) LIC. No. _____ Exp. _____</p> <p><input type="checkbox"/> CPR and First Aid LIC. No. _____ Exp. _____</p> <p><input type="checkbox"/> CHST – Construction Health &amp; Safety Technician by the Board of Certified Safety Professionals LIC. No. _____ Exp. _____</p> <p><input type="checkbox"/> CSHO -- Certified safety and health official LIC. No. _____ Exp. _____</p> <p><input type="checkbox"/> TxDOT Precertification Categories.</p> <p><input type="checkbox"/> FHWA National Highway Institute Courses on Design and Traffic Operations</p> <p><input type="checkbox"/> Other(s): _____</p>	<p><input type="checkbox"/> Design Quality Manager</p> <p><input type="checkbox"/> Professional Services Quality Control Manager</p> <p><input type="checkbox"/> Construction Quality Control Manager</p> <p><input type="checkbox"/> Construction Quality Assurance Manager</p> <p><input type="checkbox"/> Environmental Compliance Manager</p> <p><input type="checkbox"/> Capital Maintenance Manager</p> <p><input type="checkbox"/> Lead Roadway Design Engineer</p> <p><input type="checkbox"/> Lead Bridge Design Engineer</p> <p><input type="checkbox"/> ROW Acquisition Manager</p> <p><input type="checkbox"/> Utility Manager</p> <p><input type="checkbox"/> Public Information Coordinator</p>	<b>Tier 2</b>																				
	<p><b>Years of Experience:</b> <i>(Relative to selected position for transportation projects.)</i></p> <table style="width:100%; text-align: center;"> <tr> <td>1</td><td>2</td><td>3</td><td>4</td><td>5</td><td>6</td><td>7</td><td>8</td><td>9</td><td>10</td> </tr> <tr> <td>11</td><td>12</td><td>13</td><td>14</td><td>15</td><td>16</td><td>17</td><td>18</td><td>19</td><td>20+</td> </tr> </table>	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20+	
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