



New York State Department of Transportation
New York State Thruway Authority

TAPPAN ZEE HUDSON RIVER CROSSING PROJECT

DESIGN-BUILD PROJECT

REQUEST FOR QUALIFICATIONS

November 21, 2011

Contract D214134

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1.0 INTRODUCTION AND GENERAL INFORMATION

This Request for Qualifications (“RFQ”), jointly issued by the New York State Department of Transportation and New York State Thruway Authority (collectively the “Agencies”), seeks Statements of Qualifications (SOQs) from qualified firms (“Proposers”) interested in performing design, construction, and other identified activities for the Tappan Zee Hudson River Crossing Project (the “Project”). The Project involves the development of a bridge crossing of the Hudson River close to the existing Tappan Zee Bridge, and the demolition of the existing bridge.

The Agencies seek Proposers who are qualified and prepared in all respects to undertake the complete design and construction of the Project. SOQs will only be accepted from Proposers intending to provide all required services for the Project. The Agencies will not consider responses from firms not offering to provide all required services.

This RFQ is the first step of a two-step best value procurement process. In order to be invited to proceed to the second step of the procurement process, which is responding to a Request for Proposal (RFP), a Proposer must provide a timely response to this RFQ and be shortlisted for the Project as described herein.

1.1 ABBREVIATIONS AND DEFINITIONS

Refer to Appendix D for abbreviations and definitions of capitalized terms used in this RFQ.

1.2 PROJECT GOALS AND OBJECTIVES

The Agencies’ goals and objectives for the Project are to:

- 1 Ensure the long-term vitality of the Hudson River crossing at Tappan Zee by:
 - a) Providing for sufficient strength and stability compliant with current standards to carry transport loading;
 - b) Providing for a robust and redundant structure to survive extreme natural events, including earthquakes and hurricanes;
 - c) Providing for a robust and redundant structure to survive extreme manmade events, including fires, vessel collisions, vehicular overloads, and vehicular accidents;
 - d) Ensuring compliance with NYSTA operational requirements; and
 - e) Providing for a serviceable structure with a life span in excess of 100 years before major maintenance is required.
- 2 Improve transportation operations and safety at the crossing by:
 - a) Ensuring compliance of horizontal and vertical geometry with current engineering design standards, as practicable;
 - b) Providing for horizontal geometry that maximizes sight distances;
 - c) Providing for vertical geometry that minimizes grade changes;
 - d) Providing for standard, 12-foot traffic lanes;
 - e) Providing for adequate separation of eastbound and westbound traffic;
 - f) Providing for shoulders that meet current engineering design standards;
 - g) Eliminating reversible traffic lanes;

- h) Providing for security infrastructure to monitor bridge operations; and
- i) Providing for improved emergency response.
- 3 Maximize the public investment in a new Hudson River crossing by:
 - a) Providing a cost-effective crossing that maximizes value over the lifespan of the structure;
 - b) Minimizing effects on existing highways;
 - c) Maximizing the use of existing right-of-way;
 - d) Sequencing construction to minimize effects on vehicular traffic operations;
 - e) Minimize navigational impacts in the waterway during construction;
 - f) Maintain navigational clearance in the waterway;
 - g) Reducing maintenance requirements and operating costs;
 - h) Providing for trans-Hudson access for cyclists and pedestrians; and
 - i) Providing a crossing that does not preclude future trans-Hudson transit services.
- 4 Deliver the Project safely, on schedule and within budget.
- 5 Provide best value to the Agencies.

1.3 ROLE OF THE AGENCIES

In the context of the Project, the Agencies are responsible for:

- A) Obtaining major environmental approvals and other permits, as detailed in the RFP;
- B) Overall project administration;
- C) Contract procurement and administration;
- D) Preparation of the RFQ and RFP, evaluation of SOQs and Proposals, determination of Shortlist and selection of the Design-Builder;
- E) Identification of the Agencies' Designated Representative as the single point of contact for all communications during the procurement phase, in accordance with New York State Finance Law;
- F) QA oversight and audit of Design-Builder design and construction, including QA and Verification Sampling and Testing;
- G) Independent Assurance;
- H) Providing information for inclusion in the RFP allowing Proposers to exercise due diligence in preparation of Proposals;
- I) Acquisition of property rights as identified in the RFP; and
- J) Final acceptance of the Work and payment for Work performed.

At the Agencies' sole discretion, the Agencies may use consultants to fulfill one or more of the responsibilities noted in this Section 1.3 provided that the Agencies will be responsible for overseeing the performance of any such consultants.

1.4 PROJECT STATUS, PROJECT DESCRIPTION AND DESIGN-BUILDER RESPONSIBILITIES

This RFQ is being issued concurrently with the development and review of the environmental documentation that will determine the final scope of the Work and many Project requirements. Any Work described herein is subject to adjustment as a result of the environmental documentation (Federal and/or State) and by other decisions of the Agencies. Proposers are advised that it is possible that the environmental process will result in the selection of a no-build alternative for the Project, in which event there will be no Project.

Nothing contained in this RFQ is intended to modify, limit or otherwise constrain the environmental process or commit the Agencies or any other entity to undertake any action with respect to the Project, including selection of a Design-Builder or the design and construction of the Project.

Furthermore, this RFQ is issued in anticipation of passage of legislation authorizing the Agencies to use design-build including the consideration of a project labor agreement (PLA) for the delivery of the Tappan Zee Hudson River Crossing. The Agencies will conduct a due diligence study to identify potential benefits a PLA may offer. Should this study identify benefits, the Agencies will negotiate a PLA for the Project which will become part of the terms of the Contract.

Refer to Appendix A for a description of the Project and information regarding the Design-Builder's responsibilities and other information regarding the status of the Project.

1.5 PROJECT SCHEDULE

The anticipated date of Contract Award is in August 2012 and the anticipated Contract duration is up to 60 months.

Refer to Section 2.2 for information regarding the procurement schedule.

1.6 CONTRACT TYPE

The Contract will be a fixed price, lump sum Design-Build contract.

1.7 PAYMENT AND LIQUIDATED AND/OR GENERAL DAMAGES

The Contract will provide for periodic payments.

The Contract may provide for assessment of liquidated damages for failure to meet interim milestones, deadlines or provisions. If so, details will be provided in the RFP.

1.8 GOVERNING LAW

The laws of the United States and the State of New York govern the RFQ, RFP and the Contract.

1.9 QUALITY ASSURANCE / QUALITY CONTROL

The Design-Builder will be required to plan, implement and provide a Quality Assurance (QA) program for the Work. The QA program shall be developed by the Design-Builder using ISO 9001 standards.

The Design-Builder's QC program must follow the requirements of 23 CFR Part 637 and the Contract Documents. The Agencies will review the Design-Builder's program to assure that it meets guidelines and minimum requirements established by the Agencies. The Agencies' approval of the program will constitute the Agencies' agreement that it meets these criteria, but the Design-Builder shall maintain ownership of the program, shall be responsible for its execution and shall maintain sole responsibility for the quality and workmanship of the Work.

The Agencies may establish and maintain their own quality assurance and/or an independent quality control and/or quality assurance organization to oversee and/or perform quality audits of the Design-Builder's management, design and construction activities, the Design-Builder's Quality Control procedures, Verification Sampling and Testing and the quality of the final product.

1.10 INSURANCE, BONDING, LICENSING AND PERFORMANCE SECURITY

Proposers shall provide with the SOQ a letter from an insurance broker or an insurance company currently rated at least "A" or better and "Class VIII" or better by A.M. Best and Company confirming that the Proposer is capable of obtaining the following types and limits of insurance: Commercial General Liability (\$200,000,000); Automobile Liability (\$5,000,000); Workers' Compensation (statutory limit); Employers Liability (\$5,000,000); U.S. Longshore and Harbor Workers' Act coverage; Jones Act coverage; Railroad Protective Liability Insurance (\$10,000,000); Watercraft Liability, including water pollution coverage, (\$100,000,000); Contractor's Pollution Liability (\$100,000,000); and Professional Liability (\$50,000,000).

Details regarding insurance requirements for the selected Design-Builder will be specified in the RFP. The Agencies will require the selected Design-Builder to provide evidence of insurance by certified copy of complete policy or policies endorsed. The Agencies are considering use of an owner-controlled or contractor-controlled insurance program.

Each Proposer submitting a Proposal will be required to provide a proposal bond or other form of security acceptable to the Agencies, as specified in the RFP. The Design-Builder will be required to provide performance and payment bonds and/or other security acceptable to the Agencies as provided in the RFP.

Prior to Contract execution, all Persons participating in this procurement and/or the Contract must obtain all certificates of authorization, licenses and permits and take all necessary steps to conduct business in the State of New York and perform the Work required under the Contract, including proposing and carrying out contracts consistent with the laws of the State of New York.

The Agencies may require the Design-Builder to provide a number of other commitments including, where applicable:

- A) Guarantees of parent companies and/or Principal Participants;
- B) Statements of joint and several liability by the Proposer's joint venture members;
and
- C) Warranties.

1.11 RULES OF CONTACT

The following rules of contact shall apply during the Contract procurement process, which began upon the issuance of this RFQ and will conclude with the execution of the Contract. The rules are designed to promote a fair, unbiased, legally defensible procurement process. Contact includes face-to-face, telephone, facsimile, electronic mail (email) or formal written communication.

The specific rules are as follows:

- A) Potential responders are advised that under New York State Finance Law Section 139-j, communication on procurements can be made only to designated contact persons. The Agencies' Designated Representative for this procurement is:

William Ringwood
Attention: TZHRC Procurement
Office of Contracts Management
New York State Thruway Authority
200 Southern Boulevard
Albany New York 12209 USA
email: TZBCrossing@thruway.ny.gov

The above named person, as the Agencies' Designated Representative for this procurement, shall be the Agencies' single point of contact and source of information for this procurement.

- B) After the Shortlist is announced, neither a Proposer on the Shortlist nor any of its team members may communicate with another shortlisted Proposer or members of another shortlisted Proposer's team with regard to the Project or the Proposals. However, a shortlisted Proposer may communicate with a Subcontractor that is on both its team and another shortlisted Proposer's team, provided that each shortlisted Proposer has obtained a written certification from the Subcontractor that the Subcontractor will not act as a conduit of information between the teams.
- C) Unless otherwise specifically authorized by the Agencies, or in this RFQ a Proposer may contact the Agencies only through the Agencies' Designated Representative and only in writing (sent by mail, or by email followed by mail postmarked within 24 hours of the email). The Proposer's contacts with the Agencies shall only be through a single representative authorized to bind the Proposer.
- D) The Agencies' Designated Representative will normally contact a Proposer in writing through the Proposer's designated representative.
- E) Communications between Proposers and the Agencies' team of staff and consultants is allowed during any joint workshops and meetings organized by the Agencies.
- F) Contact between each Proposer and the Agencies (questions and responses to questions) shall only be through the Agencies' Designated Representative and that Proposer's designated representative.

- G) Neither a Proposer nor its agents may contact employees of the Agencies or of consultants under contract with either the Department or the Authority for this Project, including staff members, members of the SOQ evaluation committee(s) and any other person who will evaluate SOQs, regarding the Project, except through the process identified above.
- H) Neither a Proposer nor its agents may contact any federal or State official, or stakeholder staff regarding the Project. Stakeholder staff includes employees of:
 - 1) FHWA; and
 - 2) State and federal agencies engaged in the environmental review process for the Project or otherwise having jurisdiction over the Project.
- I) Any contact by a Proposer determined to be improper may result in disqualification of the Proposer. If the Department or Authority determines that an impermissible contact has been made by a Proposer, that Proposer cannot be awarded the contract.
- J) Written communications regarding the Project will be disseminated by the Agencies on Agencies' letterhead and will be signed by the Agencies' Designated Representative.

Unless confirmed in writing by the Agencies' Designated Representative, the Agencies will not be responsible for or bound by: (1) any oral communication, or (2) any other information or contact that occurs outside the official communication process specified herein.

1.12 PROPOSER QUESTIONS

The Agencies will consider questions submitted in writing (which shall be sent via mail or via email confirmed via mail postmarked within 24 hours of the email) by Proposers regarding the RFQ, including requests for clarification and requests to correct errors. All such requests must be submitted in the format shown on Form RFQ-C (Appendix C) to the Agencies' Designated Representative.

Only inquiries in writing (sent by mail, or by email followed by mail postmarked within 24 hours of the email) will be accepted. Questions will not be accepted by telephone. No requests for additional information or clarification to any other office of the Agencies, consultant, employee, stakeholder or the FHWA will be considered. All responses to Proposer's questions on the RFQ will be in writing and will be disseminated only by posting on the Agencies' Procurement Website. Responses will not indicate which Proposer raised particular questions. Responses to questions will not be mailed out.

Only inquiries received by 12 pm (midday) Eastern Standard Time on the date specified in Section 2.2 will be addressed.

Questions must include the requestor's name, address, telephone number and email address, and the Proposer that he/she represents.

The Agencies may consolidate or rewrite questions, and may post multiple sets of questions and answers. The last response will be posted on the Agencies' Procurement Website not later than 7 calendar days prior to the SOQ Due Date.

1.13 RFQ ADDENDA

If necessary, the Agencies will issue addenda to modify conditions or requirements of this RFQ. Addenda will be disseminated only by posting on the Procurement Website. Addenda will not be mailed out. Proposers are advised to visit the Procurement Website regularly to check for addenda. The final addendum will be posted on the Procurement Website not later than 7 days prior to the SOQ Due Date or, if within 7 calendar days prior to the SOQ Due Date, the SOQ Due Date shall be revised to accommodate such minimum day period.

It is anticipated that the Agencies may also use the Procurement Website to present general market-related enquiries and to receive replies to these enquiries from industry practitioners. These general questions-and-answers would not form part of the SOQ process for the Project, and any replies received would not be included within the SOQ evaluation for any Proposer.

1.14 NOTIFICATION REGARDING SHORTLIST

Each Proposer will be notified officially in writing (early notification may occur by email or telephone) whether or not it has been selected for the Shortlist. Notifications may be expected no later than the date specified in Section 2.2.

1.15 COSTS FOR RFQ/SOQ PROCESS

Proposers are solely responsible for all costs and expenses of any nature associated with responding to this RFQ, including attending any briefing(s), workshop(s) or meeting(s), and/or providing supplemental information.

1.16 ORGANIZATIONAL CONFLICTS OF INTEREST AND INELIGIBLE FIRMS

The Proposer is responsible for being aware of the requirements of 23 CFR 636.116 and the conflicts of interest requirements included in Appendix E, including a full disclosure of all potential organizational conflicts of interest in its SOQ on Form U. Any firm that is rendered ineligible through any State or federal action is ineligible to participate on any Design-Build team.

1.17 ORGANIZATIONAL AND CONFIDENTIALITY REQUIREMENTS

- A) Only prospective Proposers who are capable of completing this Project in its entirety will be eligible for the Shortlist.
- B) Proposer organizations, including Principal Participants and Specialty Subcontractors, and key management personnel identified in the SOQs submitted by Shortlisted firms must remain intact for the duration of the procurement process and the subsequent Contract. A shortlisted Proposer may propose substitutions for participants; however, such changes will require written approval by the Agencies, which approval may be granted or withheld in the Agencies' sole discretion. Requests for changes must be made in writing no later than 30 calendar days prior to the due date for submittal of Proposals. Requests by shortlisted Proposers for changes in any of the Major Participants will be particularly scrutinized. The Proposer should carefully consider the make-up of its team, prior to submittal of the SOQ, to reduce the likelihood of occurrence of any such changes during the Proposal period and throughout the term of the Contract.

- C) Confidentiality: The Proposer may be given access to certain confidential records solely for the purpose of performing the required services under the Contract. Each shortlisted Proposer shall be subject to and must pass security clearance requirements of relevant state and federal agencies. The Proposer shall be required to sign a nondisclosure statement prior to its receipt of any confidential records obligating each employee, agent, or subcontractor of the Proposer not to make inappropriate use of or improperly disclose any of the contents of such documents. The proforma for the confidential nondisclosure statement is available by request from the Agencies' Designated Representative.

1.18 STIPEND

The Agencies are considering payment of a stipend to Proposers on the Shortlist, subject to certain stipulations. The selected Proposer will not be eligible for such payment. If payment of a stipend is offered, details and a sample contract will be provided in the RFP. No Proposer will be obliged to accept an offer of a stipend. Any Proposer that declines to accept payment of a stipend will be required to sign a waiver to its right to payment.

1.19 BUY AMERICA

The Project is subject to FHWA's Buy America policies, which require a domestic manufacturing process for all steel or iron products that are permanently incorporated in a Federal-aid highway construction project. The FHWA regulations permit a minimal use of foreign steel and iron in the amount of \$2,500 or one-tenth of one percent, whichever is greater, to be used in a Federal-aid project. The Buy America statute and FHWA regulations allow waiver of Buy America requirements if the RFP includes an alternate bidding provision for foreign and domestic steel and iron products, and the lowest overall bid based on using domestic products is 25 percent more than the lowest overall bid based on using foreign products. At a Proposer's request, the Agencies may, but will not be obligated to, seek a waiver of Buy America requirements if grounds for such waiver exist. The Proposer will be required to comply with the applicable Buy America requirements unless such waiver is sought and granted. The RFP will require Proposers to provide appropriate certifications regarding compliance with Buy America requirements.

1.20 PRE-SOQ INFORMATIONAL MEETING

A Pre-SOQ informational meeting for this Project will be held during December 2012 in New York State. Details of the pre-SOQ informational meeting, including date, time and venue, will be announced on the Procurement Website. Attendance by Proposers at the Pre-SOQ informational meeting is recommended.

2.0 PROCUREMENT PROCESS

2.1 OVERALL PROCUREMENT PROCESS

The process for procurement of the Contract will use best value as a basis of selection. The Agencies intend to award the Contract to the Proposer who provides the Proposal with the best combination of price and technical factors.

The procurement process will include two steps:

- A) RFQ (determination of Shortlist); and
- B) RFP (selection of Design-Builder from Proposers on Shortlist who submit Proposals).

Evaluation of the SOQs and Proposals will be based on information submitted in the SOQs and Proposals or otherwise available to the Agencies, and will involve both pass/fail and a combination of price and technical evaluation factors.

2.1.1 RFQ

The purpose of the RFQ is to allow the Agencies to determine the Shortlist of Proposers that will be invited to submit Proposals. The Shortlist will be determined based on an evaluation of the factors set forth herein. In order to be eligible for evaluation, SOQs submitted in response to this RFQ must include a response to each pass/fail and price and technical evaluation factor. Refer to Section 4.0 for SOQ submittal requirements and evaluation factor objectives and requirements.

2.1.2 RFP

The purpose of the RFP is to allow the Agencies to select the Design-Builder. The RFP will provide specific instructions on what to submit, the evaluation factors, the objectives and requirements for evaluation and the evaluation rating guidelines for the RFP step of the procurement. It is anticipated that the RFP will initially be issued as a draft, with the intent of engaging the Proposers on the Shortlist in its review before finalization.

For informational and team-building purposes, the following summarizes elements of the RFP evaluation and proposal package:

- A) RFP evaluation factors. Proposals will be reviewed and evaluated based on evaluation factors to be specified in the RFP. The Agencies anticipate that the evaluation will address the following areas (listed in alphabetical order):
 - DBE compliance
 - Environmental compliance and sensitivity (both natural and socio-economic)
 - Experience and qualifications of the Proposer and its team members
 - Financial (review of updated financial documentation, surety commitments, etc.)
 - Key Personnel, including experience and qualifications
 - Legal (including review of the Proposer's organizational documents)
 - Management approach
 - Past projects and experience
 - Price
 - Project support Information
 - Technical solutions
 - Schedule.
- B) RFP proposal package. Documents and information to be submitted in the Proposals are anticipated to include, but not be limited to, the following:
 - 1) Legal documents and financial information demonstrating the Proposer's ability to enter into the Contract and perform its obligations as set forth;
 - 2) Proposal bond or other security;
 - 3) Specified certificates and representations;
 - 4) Letter of commitment from surety company for payment and performance bonds;
 - 5) Management approach, with emphasis on managing and producing a quality Project, involving public and environmental sensitivity and including: schedule; organization; strategies for design and construction management (including hauling and access); and plan for environmental compliance, design and construction quality, safety, construction phasing, and subcontracting;

- 6) Technical concepts with emphasis on innovations, successful history of material design methodology, quality, durability and maintainability, including: highway geometrics, bridges, structures, pavement, maintenance of traffic, constructability, construction staging and duration, landscaping and aesthetics, environmental mitigation, geotechnical, and utility relocations;
- 7) Qualifications and experience of Key Personnel;
- 8) A letter of commitment for Key Personnel;
- 9) Specified design documents and conceptual diagrams and sketches;
- 10) DBE plan and evidence of good faith efforts to meet DBE goals; and
- 11) Price Proposal.

While price is an important factor in the RFP phase of the procurement, technical factors will also be significant in determining the best value for success of the Project. The RFP requirements and evaluation and selection procedures are designed to allow the Agencies to conduct a comprehensive evaluation of quality (through the technical evaluation factors) in addition to considering the price offered, thus allowing it to determine which Proposal is the most advantageous to the Agencies. The Contract Documents will include performance specifications to enable innovation in the Proposal process. At the end of the evaluation of Proposals, the Agencies will perform an assessment of the price and the technical factors and select the Proposer that has offered the most advantageous (best value) Proposal. The Agencies do not currently intend to request revised Proposals following initial evaluations, but reserve the right to do so. The evaluation process will be described in more detail in the RFP.

2.2 PROCUREMENT SCHEDULE

The following represents the current schedule for the Project. The schedule is subject to change at the discretion of the Agencies.

Activity	Date
Issue RFQ	November 21, 2011
Final date for receipt of Proposer's questions	December 9, 2011
Pre-SOQ informational meeting	Date to be announced on Procurement Website
Issue date for any final Addendum to the RFQ and/or answers to Proposer's questions	January 3, 2012
SOQ Due Date	January 10, 2012
Shortlist announced	January 31, 2012
Issue final RFP	February, 2012
Proposal due date	June, 2012
Selection / award	July, 2012
Execute contract	August, 2012
Notice to proceed	August, 2012

3.0 EVALUATION PROCESS FOR THE SOQ

3.1 EVALUATION OBJECTIVES

The objective of the RFQ step of the procurement is to create a Shortlist of the most highly qualified Proposers with the general capability (technical, financial and management), capacity

and experience necessary to successfully undertake and complete the Work. The Design-Builder will have primary responsibility to plan, design, manage and control the Project and to complete the Project on or ahead of schedule. The Agencies expect high responsibility standards of the Design-Builder, and this is reflected in the technical evaluation factors of this RFQ and will be reflected in the RFP and the Contract. Specific objectives relating to each of the technical evaluation factors listed in Section 3.3 are included in Sections 4.4.2.3 through 4.4.2.7 of this RFQ.

3.2 REVIEW AND EVALUATION OF THE SOQ

The information submitted in accordance with Section 4.0 will be evaluated in accordance with the pass/fail factors listed in Section 3.3.1 and the technical evaluation factors provided in Section 3.3.2.

3.3 EVALUATION FACTORS FOR THE SOQ

This Section 3.3 outlines the evaluation factors for the RFQ phase of the procurement. This information, as well as the tentative evaluation factors for the RFP phase of the procurement listed in Section 2.1.2, is intended to assist Proposers in organizing their teams and in the preparation of their SOQs, by highlighting matters of particular importance to the Agencies.

3.3.1 Pass / Fail Evaluation Factors

- A) The pass/fail evaluation factors are:
 - 1) **Responsiveness to RFQ:** The SOQ does not deviate from the RFQ requirements in any material respect.
 - 2) **Legal:** The Proposer has presented evidence showing its organization has the legal ability to enter into and perform the Contract to design and build the Project and comply with state licensing requirements.
 - 3) **Financial:** The Proposer has demonstrated its ability to provide required bonds, Insurance, and acceptable guarantees, and to meet other financial requirements of undertaking and completing the Work.
- B) Pass/fail ratings will be based on the following criteria:
 - 1) Proper submittal of other required information per the requirements of the RFQ;
 - 2) Proper identification of all Principal Participants;
 - 3) Provision of organizational documents showing capability to enter into a contractual relationship with the Agencies and a declaration of willingness to do so; and
 - 4) Provision of required financial data and letters from sureties.

If a Proposer passes all pass/fail evaluations, its SOQ will be further evaluated using the technical evaluation factors detailed in Section 3.3.2. If a Proposal fails any single pass/fail requirement, the SOQ will be rated as UNACCEPTABLE, the technical evaluation factors will not be rated and the Proposer will not be included on the Shortlist. The Agencies may allow certain deficiencies in the SOQs relating to the above factors to be corrected through clarifications, as described in Section 3.4, but shall have no obligation to do so.

3.3.2 Technical Evaluation Factors

The technical evaluation factors are as follows (listed in no particular order):

- A) **Organization and Key Personnel:** Demonstrated experience in the successful management of design and construction on Design-Build projects with sensitivity to environmental compliance. Demonstrated ability to manage all aspects of the Contract, successfully integrate the various parts of its organization, and coordinate with the Agencies in a cooperative and functional manner. Demonstrated experience relevant to the size, complexity and composition of the anticipated Project of proposed key staff: Project Executive, Project Manager, Deputy Project Manager, Design Manager, Bridge (Main Span) Lead Engineer, Bridge (Approaches) Lead Engineer, Foundations Lead Engineer, Lead Demolition Engineer, Lead Architectural Designer, Environmental Compliance Manager, Construction Manager, Quality Manager, and Safety Manager.
- B) **Experience of the Firms:** Demonstrated experience relevant to the size, complexity and composition of the anticipated Project and the experience of Major Participants. Relevant experience of each Major Participant with emphasis on design-build, environmental permitting and quality compliance, highway and bridge structures, reconstruction, innovative designs, complex structures, methods and materials, construction in water bodies, and construction in environmentally sensitive areas which have associated complex permitting commitments.
- C) **Past performance:** Demonstrated record performance of Major Participants; including completion schedule; quality of work product including construction and/or design; completion within budget; claims history (including number of claims submitted that were ultimately disallowed or significantly reduced, number of disputes submitted to formal dispute resolution and disposition of such actions, claims brought against the firm under the false claims act); record of terminations for cause and defaults; disciplinary action, including suspension; safety record; client references; awards, citations and commendations; and record of DBE participation.
- D) **Backlog/capacity:** Current workload and/or future commitments of Major Participant, including projects presently being proposed that may impact the team during the life of this Project.
- E) **Project understanding:** Knowledge and understanding of specific Project issues and risks and the issues, benefits and responsibilities associated with design-build contracts; and an explanation of how the Proposer will ensure success of the Work and this Project.

The ratings assigned to the technical evaluation factors will be compiled to determine an overall rating for the SOQ. The ratings of each of the technical evaluation factors and the overall rating for the SOQ will be arrived at through a consensus process. Ratings for each technical evaluation factor, sub-factor and the overall technical evaluation rating for the SOQ will be based on the following rating criteria:

EXCEPTIONAL: The Proposer has provided information relative to its qualifications which is considered to significantly exceed stated objectives/requirements in a beneficial

way and indicates a consistently outstanding level of quality. There are essentially no Weaknesses.

GOOD: The Proposer has presented information relative to its qualifications which is considered to exceed stated objectives/requirements and offers a generally better than acceptable level of quality. Weaknesses, if any, are very minor.

ACCEPTABLE: The Proposer has presented information relative to its qualifications, which is considered to meet the stated objectives/requirements, and has an acceptable level of quality. Weaknesses are minor and can be corrected.

UNACCEPTABLE: The Proposer has presented information relative to its qualifications that contains significant weaknesses and/or deficiencies and/or unacceptable level of quality. The SOQ fails to meet the stated objectives and/or requirements and/or lacks essential information and is conflicting and/or unproductive. Weaknesses/deficiencies are so major and/or extensive that a major revision to the SOQ would be necessary and/or are not correctable.

The evaluators may also use a plus (+) or minus (-) suffix to further differentiate the strengths or limitations within a rating.

3.3.3 Relative Importance of Technical Evaluation Factors

Each of the technical evaluation factors listed in Section 3.3.2 will be assigned the following relative importance in the evaluation of an SOQ, listed in order of equal or descending importance:

- | | |
|-----------------|---|
| 1 st | Experience of the firms <i>and</i> Past performance |
| 2 nd | Project understanding |
| 3 rd | Organization and Key Personnel |
| 4 th | Backlog / capacity. |

Any SOQ that receives a rating of UNACCEPTABLE in one or more technical evaluation factors will receive an overall SOQ rating of UNACCEPTABLE and the Proposer submitting such SOQ will not be included in the Shortlist.

3.4 REQUESTS FOR CLARIFICATION

The Proposer shall provide accurate and complete information to the Agencies. If information is not complete, the Agencies shall either declare the SOQ non-responsive or notify the Proposer, who may be allowed to participate further in the procurement of this Project if all information required is provided within the timeframe established by the Agencies. Any insufficient statements or incomplete affidavits will be returned directly to the Proposer by the Agencies with notations of the insufficiencies or omissions and with a request for clarifications and/or submittal of corrected, supplemental or missing documents. If a response is not provided, the SOQ may be declared non-responsive.

The Agencies may waive technical irregularities in the form of the SOQ that do not alter the quality or quantity of the information provided.

The Agencies may, at their sole discretion, request Clarifications and/or supplemental information from a Proposer regarding its SOQ at any time prior to finalizing the Shortlist.

All clarification requests and responses shall be in writing by email (and confirmed by mail postmarked within 24 hours of the email). Responses shall be limited to answering the specific information requested by the Agencies.

The Agencies do not anticipate conducting interviews during the RFQ phase, but reserve the right to do so. If the Agencies elect to conduct interviews, the Proposers shall be notified in writing. The Agencies may also verify information presented in the SOQ with other agencies.

Proposers' email (confirmed by mail postmarked within 24 hours of the email) responses to inquiries by the Agencies shall be submitted to the address indicated below or as otherwise specified in writing by the Agencies. Responses shall be submitted to the Agencies' Designated Representative.

In the event that a material error is discovered in the RFQ during the SOQ evaluation process, the Agencies will issue an addendum to all Proposers that have submitted SOQs, requesting revised SOQs based upon the corrected RFQ.

3.5 DETERMINATION OF THE SHORTLIST

The Agencies will establish a Shortlist of an appropriate number (as determined by the Agencies) of the most highly qualified Proposers in order to ensure adequate competition (typically a minimum of three and a maximum of five). The Shortlist will be created by eliminating the lowest rated Proposers until an appropriate number of acceptable Proposers remain. Neither the overall ratings nor the ranking of the Proposers on the Shortlist will be disclosed to Proposers during the procurement process.

3.6 CHALLENGE

The decision of the Agencies on the Shortlist and the subsequent award of the Contract shall be final and shall not be appealable, reviewable or reopened in any way, except as provided in Section 5.0. Persons and entities participating in the RFQ phase of this procurement shall be deemed to have accepted this condition and the other requirements of this RFQ.

4.0 REQUIREMENTS FOR SOQ SUBMISSION

4.1 SUBMITTAL REQUIREMENTS

All SOQs must be received at the Agencies' submittal address no later than 12.00 pm (midday) Eastern Standard Time on the SOQ Due Date specified in Section 2.2.

The front cover of the SOQs must be clearly marked with the Project name, Proposer name, and date of submittal, marked "Confidential" and enclosed in one or more sealed containers. Late submittals will not be considered, consistent with State law requirements.

Where multiple containers are used by a Proposer to submit an SOQ, the Proposer shall label each container "Package # of ##" where # denotes the number of the container, and ## denotes the total number of containers being submitted by the Proposer.

4.2 SUBMITTAL ADDRESS

Submittals shall be submitted to the following address:

**William Ringwood
Attention: TZHRC SOQ SUBMITTAL
Office of Contracts Management
New York State Thruway Authority
200 Southern Boulevard
Albany New York 12209 USA**

Each Proposer shall be responsible for obtaining a written receipt appropriate to the means of delivery from the Agencies' office specified in this Section 4.2 at time of delivery of its SOQ. It is the Proposer's sole responsibility to ensure delivery of its SOQ to the Agencies by the time and at the place specified herein, and the Agencies shall therefore have no liability or responsibility.

4.3 PAGE LIMIT, FORMAT AND QUANTITIES

Refer to Appendix B for details of page limits, requirements for the formatting of SOQ submissions and details of the number of copies to be submitted.

4.4 CONTENT OF SOQ

This Section 4.4 describes the specific information that must be included in the SOQ. An outline of the required format for the SOQ is provided in Appendix B. Required forms for the SOQ are contained in Appendix C. Any material modification to the forms may result in the SOQ being declared non-responsive.

Proposers should provide brief, concise information that addresses the objectives and the requirements of the Project consistent with the evaluation factors described in Section 4.4.2. Lengthy narratives containing extraneous information are discouraged. If the Proposer's organization has not yet been formed, information regarding the future organization shall be provided as appropriate to allow the Agencies to determine whether the future organization will meet applicable requirements once it is formed.

4.4.1 Cover Letter

The Proposer shall provide a cover letter (no more than two pages) indicating its desire to be considered for the Project and stating the official names and roles of all firms Major Participants. The Proposer shall identify a single point of contact for the Proposer and the address, telephone and fax numbers and email address, where questions should be directed. Authorized representative(s) of the Proposer's organization shall sign the letter. If the Proposer is not yet a legal entity or is a joint venture or general partnership, authorized representatives of all Principal Participants shall sign the letter.

Proposer shall attach to the cover letter the completed acknowledgment of receipt form (Appendix C Form AOR) acknowledging receipt of the RFQ and any addenda and/or responses to questions issued by the Agencies.

4.4.2 Evaluation Factor Objectives and Requirements

In providing an SOQ, Proposers should be guided by the overall Project goals and objectives in Section 1.2 and the specific RFQ objectives and requirements listed in Sections 4.4.2.1 through 4.4.2.7, which provide Proposers with the Agencies' expectations. The SOQ evaluation ratings of Section 3.3 will reflect how well the SOQ responds to the requirements and meets or exceeds the objectives for each of the evaluation factors.

4.4.2.1. Legal

- A) Objective:
 - 1) To confirm the Proposer is or will be legally constituted, able to submit a Proposal and enter into the Contract, complete the Work, and that the members of the Proposer's team either hold or commit to obtaining all required Professional Licenses.
- B) Requirements and information to be provided in Section 1 of the SOQ:
 - 1) Form L-1 (Appendix C) *Proposer's Organization Information* for the Proposer's organization; and
 - 2) Form L-2 (Appendix C) *Principal Participant and Designer Certification* for each firm designated as a Principal Participant or Designer.
- C) Requirements and information to be provided in Section 1 of the SOQ if the Proposer is a joint venture or partnership of different firms:
 - 1) Identity of the Lead Principal Participant of the entity, if any (Form L-1, Appendix C);
 - 2) Percent equity share held by each member ('*Lead participant % equity share*' column of Form L-1, Appendix C); and
 - 3) If the entity is an LLC, a statement signed by the Proposer's authorized representative acknowledging that such entities will be required to provide guarantees of the Proposer's obligations under the Contract, in accordance with Section 1.10(A).
 - 4) If the entity is a joint venture, a statement signed by the Proposer's authorized representative acknowledging that such entities will be required to provide evidence of joint and several liability for the Proposer's obligations under the Contract, in accordance with Section 1.10(B).
- D) Requirements and information to be provided in Appendix A to the SOQ:
 - 1) Submit notarized Power of Attorney for each Principal Participant authorizing the Principal Participant's representative to sign for that Principal Participant;
 - 2) Submit notarized Power of Attorney from each Principal Participant authorizing the Proposer's designated point of contact to sign documents for and on behalf of the Proposer's organization; and
 - 3) Use Form L-3 to submit a copy of the Certificate of Authorization to provide Engineering Services issued by the New York State Education Department for the appropriate team members as well as evidence of licensing to provide architectural and landscape architectural services in New York State, or submit documentation on Form L-3 (Appendix C) demonstrating the ability to obtain said certificates and licenses, in accordance with the New York State Education Law, Title VIII, Articles 130, 145, 147 and 148. (Note for information: the NYS Department of Education website for verification is: <http://www.op.nysed.gov/opsearches.htm>.)
- E) Requirements and information to be provided in Appendix A to the SOQ if the Proposer is a joint venture or partnership of different firms:
 - 1) If the Proposer has already been legally constituted, full details of the organizational structure and supporting organization/formation documents

including a copy, as applicable, of the joint venture agreement, limited liability company operating agreement or partnership agreement;

- 2) If the Proposer has not yet been legally formed, a description of the proposed legal structure and draft copies of the underlying documents, including:
 - a) All significant terms of the joint venture or partnership, including the rules relative to the administration of the joint venture, limited liability company or partnership, including dealing with deadlock situations;
 - b) Description of how the joint venture, limited liability company or partnership will operate administratively and technically; and
 - c) A teaming agreement or comparable document setting forth the equity members' agreement to form the organization.
- F) ST-220 forms for certification of collection of sales tax to be submitted (required by 5A of New York State Tax Law).
- G) Procurement Lobby Law disclosure forms (per section 139k of New York State Finance Law).

4.4.2.2. Financial

- A) Objectives:
 - 1) To identify Proposers with demonstrated capability and stability to undertake the financial responsibilities associated with the Project, including bonding capacity and the capability to effectively manage the scheduled cash flow as well as any unanticipated cash flow needs of the Project; and.
 - 2) To identify Proposers with sufficient capacity, considering current, committed and potential workload and past level of contract activity, to successfully complete the design and construction of the Project.
- B) Financial requirements and information to be provided in Section 2 of the SOQ – Surety Letters and Guarantee Letter:
 - 1) Letter from a surety company indicating that the Proposer is capable of obtaining a Performance bond and a payment bond in an amount of at least \$500,000,000;
 - a) The surety company shall be rated AA-/Aa3 by two nationally recognized rating agencies or at least A-VIII by A.M. Best and Company, be listed on Treasury Department Circular 570 and be on the list of companies approved by the State of New York;
 - b) The letter must specifically state that the surety company has read the RFQ and has evaluated the team's backlog and work-in-progress in determining its bonding capacity. In instances where the SOQ identifies material changes in the financial condition of the Proposer or any other entity pursuant to Section 4.4.2.2(c)(2), the letter must include details; and
 - c) Letters indicating "unlimited" bonding/security capability are not acceptable.
 - 2) If financial statements are provided for parent companies or any other proposed guarantor, a statement signed by the Proposer's authorized

representative acknowledging that such entities will be required to provide guarantees of the Proposer's obligations under the Contract, in accordance with Section 1.10(A).

C) Financial requirements and information to be provided in Section 2 of the SOQ:

(Note: these pages shall be submitted as detailed in Appendix B.)

- 1) Provide financial statements for the Proposer and equity members of Proposer for the three most recent fiscal years, audited by a certified public accountant in accordance with generally accepted accounting principles (GAAP). If the Proposer is a newly formed entity and does not have independent financial statements, financial statements for the equity members will be sufficient (and the Proposer shall expressly state that the Proposer is a newly formed entity and does not have independent financial statements). Financial statements shall be provided in U.S. dollars where practicable, but financial statements in other currencies will be considered, provided that the Proposer provides a letter from the certified public accountant of the applicable entity, stating the rates of conversion as of the date of the statements, as well as current rates of conversion, and providing U.S. dollar values and descriptions in U.S. terminology for significant line items in the financial statements based on the rate of conversion as of the statement date. If audited financials are not available for an equity owner, the SOQ shall include unaudited financials for such member, certified as true, correct and accurate by the chief financial officer or treasurer of the entity. Proposers are advised that if any equity member of the selected Proposer's team does not have audited financials, or if it fails to meet the minimum financial requirements stated in the RFP, the Agencies may require a guaranty of the Contract to be provided by a separate entity acceptable to the Agencies. Required financial statements shall include:
 - a) Opinion letter (auditor's report);
 - b) Balance sheet;
 - c) Income statement;
 - d) Statement of changes in cash flow; and
 - e) Footnotes.
- 2) If any entity for which financial information is submitted as required 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 10-K. For all subsequent quarters, provide a copy of any report filed on Form 10-Q or Form 8-K which has been filed since the latest filed Form 10-K.
- 3) Provide information regarding any material changes in the financial condition of the Proposer and each of its equity members for the past three years and anticipated for the next reporting period. If no material change has occurred and none is pending, the Proposer and/or equity member, as applicable, shall provide a letter from its chief financial officer or treasurer so certifying.
- 4) If financial statements are prepared in accordance with principles other than U.S. GAAP, provide a letter from the certified public accountant of the applicable entity discussing the areas of the financial statements that would be affected by a conversion to U.S. GAAP.

- 5) Provide a letter from the chief financial officer or treasurer of the entity or certified public accountant for each entity for which financial information is submitted, identifying all off balance sheet liabilities.
- 6) Include financial information as described above for each proposed guarantor. Proposers are advised that the Agencies may, in their discretion based upon the review of the financial statements included in the SOQ, specify that an acceptable guarantor is required as a condition of a Proposer's placement on the Shortlist, in which event the Proposer will be required to provide information regarding the proposed guarantor as required by the Agencies, before a decision will be made regarding placement on the Shortlist.
- 7) Information shall be packaged separately for each separate entity with a cover sheet identifying the name of the organization, its role in the Proposer's organization and North American Industry Classification System (NAICS) Code.

4.4.2.3. Organization and Key Personnel

A) Objectives:

- 1) To identify Proposers that can manage all aspects of the Contract in a satisfactory, timely, and effective manner with sensitivity to environmental compliance, successfully integrate the various parts of its organization, and coordinate with the Agencies in a cooperative and functional manner; and
- 2) To identify Key Personnel with demonstrated experience and expertise, and a record of producing satisfactory work on projects of a similar nature to this Project.

B) Requirements and information to be submitted in Section 3 of the SOQ:

- 1) Organization and communication structure among the Proposer, Major Participants and Key Personnel.
- 2) Resumes outlining experience and qualifications of Key Personnel. Resumes shall have the page limit per person specified in Appendix B. The content of each resume, and the sequence of presentation, shall be as listed below:
 - a) Proposed role on Project;
 - b) Relevant licenses and registrations
 - c) Total years of professional experience and years of experience performing the work the individual would perform on this Project.
 - d) Relevant project experience including project names, locations and total construction costs; the individual's start and end dates on each project; the individual's role on each project; the duties performed on each project; and the owners' current contact information, including telephone numbers and email addresses. For projects outside the U.S., identify the time zone and English-language capabilities of the persons within the owners' organizations who are serving as references;
 - e) History of employment with participant;
 - f) Project role, if any, in the projects listed on Form E-1 for firms;
 - g) Percent time allocated/committed to the Project;

- h) If more than one key position is to be filled by the same individual, so indicate; and
 - i) Three references including the name, position, company, or agency and current telephone number and email address for each reference. References shall be owners or clients for whom the individual has performed project work for in the past 10 years and shall not be current or past employers of the individual.
- C) Requirements for Key Personnel:
 - 1) Key Personnel are preferred to have experience on projects of a similar size, type of work, and complexity as this Project and shall meet the following qualifications:
 - a) **Project Executive:** Shall be designated at the discretion of the Design-Builder and must have the authority to represent, make decisions for, and oversee the performance of, the Design-Builder. It is preferred that the Project Executive has demonstrated a minimum of 20 years experience in construction and management-of-construction of bridge and/or major transportation and infrastructure projects that included work of a similar scope, nature, and complexity as included in this Project and has Design-Build experience. It is preferred, but not required, that this individual be licensed as a Professional Engineer in the State of New York;
 - b) **Project Manager:** Shall have a minimum of 20 years demonstrated experience in construction and management-of-construction of bridge and major transportation and infrastructure projects with similar size, type of work, and complexity as this Project, including projects with environmental sensitivity, compressed timelines, and community information requirements. Such experience in construction and management-of-construction shall include at least one bridge construction project having a construction value in excess of \$500,000,000. The Project Manager, who shall have Design-Build and extensive project management experience, can hold only this one Key Personnel position. It is preferred, but not required, that this individual be licensed as a Professional Engineer in the State of New York;
 - c) **Deputy Project Manager:** Shall have a minimum of 15 years demonstrated experience in bridge and/or major infrastructure construction experience as a project manager, deputy project manager or lead superintendent, and experience as a project manager, deputy project manager or lead superintendent with at least one bridge or major infrastructure construction project having a construction value in excess of \$500,000,000. It is preferred, but not required, that this individual be licensed as a Professional Engineer in the State of New York State.
 - d) **Design Manager:** Shall be licensed as a Professional Engineer in the State of New York, shall be an owner or employee of the Designer and shall have a minimum of 15 years demonstrated experience in managing design for multi-disciplinary infrastructure, highway and bridge projects of similar scope and complexity as this Project. The Design Manager, who shall have Design-Build experience, shall have specific experience with highway design, bridge design (preferably

- including steel and concrete superstructures, continuous multi-span bridges, and curved bridges), complex foundations, designs in environmentally-sensitive areas (natural and community), earth retaining structures and drainage structures, on projects of similar size and type;
- e) **Bridge (Main Span) Lead Designer:** Shall be a licensed as a Professional Engineer in the State of New York and shall have demonstrated at least 15 years experience in bridge design, including steel and concrete superstructures, continuous multi-span bridges, and long (>1000 feet) spans;
 - f) **Bridge (Approaches) Lead Designer:** Shall be a licensed Professional Engineer in the State of New York and shall have demonstrated at least 15 years experience in bridge design, including steel and concrete superstructures, continuous multi-span bridges, and curved bridges and approaches thereto;
 - g) **Foundations Lead Designer:** Shall be a licensed Professional Engineer in the State of New York and shall have demonstrated at least 15 years experience in foundation design, including deep foundations, high capacity foundations, seismic design of piles, long span bridge foundations, in-water foundations.
 - h) **Lead Demolition Engineer:** Shall be a licensed Professional Engineer in the State of New York and shall have demonstrated at least 15 years experience in the development of demolition plans and sequencing for in-water foundations, viaducts, and large bridges. Experience related to sequenced unloading of bridges is particularly valuable.
 - i) **Lead Architectural Designer:** Shall be a licensed architect registered in New York State with at least 15 years demonstrated experience as a bridge architectural designer, including experience as lead architect, with a record of successful collaboration with bridge engineers on three or more major bridge projects of comparable scale, prominence, and complexity.
 - j) **Environmental Compliance Manager:** Shall have a minimum of 10 years demonstrated experience in the environmental permitting process and associated requirements, environmental design, and construction management and compliance on large, complex transportation projects in environmentally-sensitive areas with associated complex environmental permitting requirements and commitments. This experience shall be in relation to federal permitting requirements and environmental regulatory agencies and shall preferably also include experience of New York State permitting requirements. The Environmental Manager shall have experience in managing others in environmental activities, with highway and bridge engineering drawings and concepts, and working cooperatively and effectively with design engineers, construction staff. The Environmental Compliance Manager, shall have also have experience in erosion and sediment control, protection of endangered species, river resources, dredging materials and wetlands;
 - k) **Construction Manager:** Shall be a licensed as a Professional Engineer in the State of New York and shall have a minimum of 15 years

- demonstrated construction experience in civil works projects with experience in managing the site work of large, complex bridge and highway construction projects including in-water foundations. Experience shall include work of the nature anticipated in the Project, and should include Design-Build contracts, public and environmental sensitivity, utility relocation, and maintenance of traffic flows;
- l) **Quality Manager:** Shall have demonstrated experience in highway and bridge design and/or major infrastructure construction with at least 10 years experience in quality assurance and quality control activities, including preparation and implementation of Quality Plans and procedures for design and/or construction. The Quality Manager can hold only this Key Personnel position. The Quality Manager shall have experience of quality systems based on ISO 9001, and shall preferably have experience with the quality systems of both Agencies.
 - m) **Safety Manager:** Shall report directly to the Project Manager and shall be available to the site for the duration of the Project. The Safety Manager shall have the authority to stop Work when unsafe conditions are present. The Safety Manager shall have not less than 15 years of experience in the management of complex infrastructure projects, which shall include at least 5 years of major construction management of major bridges. Must be familiar with FHWA work zone safety regulations and must have at least 10 years of experience working with roadway work zone safety and OSHA regulation.

4.4.2.4. Experience of the Firms

- A) Objective:
 - 1) To identify the best design and construction firms available with demonstrated experience, expertise, capacity in, and record of producing quality work on projects similar in nature to the Project.
 - 2) To identify Proposers that have:
 - a) Experience in successfully managing, designing and constructing projects of the size and complexity of this Project;
 - b) Experience in successfully completing Design-Build projects of the size and complexity of this Project;
 - c) Superior records of completing contracts on time and within budget;
 - d) Experience in successfully constructing long span bridges, major highways with complex environmental permitting requirements and conditions, in active community areas, managing the maintenance of traffic and supporting public information aspects of projects of the size and complexity of this Project;
 - e) Experience with traffic engineering, ITS, traffic management, incident management, automated toll payment systems including but not limited to EZPass®;
 - f) Records of managing contracts to minimize delays, claims, dispute proceedings, litigation and arbitration; and
 - g) Superior safety records.

- 3) Technical and management experience and expertise to plan, organize, execute the design and construction and assure the quality and safety of the Project.
- B) Requirements and information to be submitted in Section 4 of the SOQ:
- 1) Provide a separate summary of the background and experience of each Principal Participant, the Designer and the QC Engineer. Summaries shall be a maximum of two pages for each firm; the format is at the discretion of the Proposer (refer to Appendix B).
 - 2) Using Form E-1 (Appendix C) *Past Project Description*, provide no more than 15 project descriptions. At least two past project descriptions shall be provided for each Principal Participant, the Designer and the QC Engineer and shall highlight experience in the last 10 years relevant to the Project. Describe those projects having a scope comparable to that anticipated for the Project. Attach the Forms E-1 to the respective firm's background and experience summary.
 - 3) Using Form E-2 (Appendix C) *Subcontractor Information*, identify and provide information regarding subcontractors (including Specialty Subcontractors and consultants but excluding the Designer and QC Engineer who have already been included in Forms L-1 and E-1, Appendix C) that the Proposer plans to use, to the extent they are known. Identify what portion of the Work such subcontractor is anticipated to undertake. A maximum one page summary of background experience shall be submitted for each listed subcontractor, including consultants.

4.4.2.5. Past Performance

- A) Objective:
- 1) To identify Proposers with firms or personnel with a history of legal and financial problems that could adversely impact the Project generally;
 - 2) To obtain the commitment of the Proposer, Principal Participants and Designer regarding representations made in the SOQ; and
 - 3) To identify Proposers with a record of meeting DBE participation requirements.
- B) Requirements and information to be submitted:
- 1) Using Form PP (Appendix C) *Past Performance*, provide the information requested in subparagraphs below for each Major Participant. If an entity has no record of relevant past performance or if the information relative to a category is not available enter a declarative statement to that effect on Form PP. For each instance of litigation, claim, dispute proceeding, arbitration, assessment of liquidated damages or termination for cause or default, provide the owner's name and the name of its current representative (and current phone and fax numbers) who can be contacted for additional information. With respect to the information solicited in this Section 4.4.2.5, failure to provide this information, conditional or qualified submissions to requests or questions posed (such as "to our knowledge", "to the extent of available information", "such information is not readily available", "such information is not maintained in the manner requested", etc.), incomplete or inaccurate submissions or non-responsive submissions may, in the sole discretion of the

Agencies, lead to a low evaluation rating for this evaluation factor or result in a deficiency that would cause the Agencies to declare the SOQ non-responsive.

- 2) Awards, Citations and/or Commendations: List awards, citations and/or commendations for performance relevant to this Project received by any Major Participant within the last 7 calendar years. Describe the work for which award(s), citation(s) and/or commendation(s) were received. Copies of award(s), citation(s) and/or commendation(s) may be included in Appendix B of the SOQ;
- 3) Claims, dispute proceedings, litigation and arbitration proceedings: Provide a list of all claims, dispute proceedings, litigation and arbitration proceedings involving amounts in excess of \$100,000 and related to performance of a contract involving planning, permitting, design, construction or demolition of a public works project in which any Major Participant has been involved during the past 7 calendar years. Include all claims, dispute proceedings, litigation and arbitration proceedings initiated by or against owners and federal, State and local regulatory agencies. Indicate whether the claim, dispute proceeding, litigation or arbitration proceeding was resolved against the participant(s) or its insurers/sureties or resulted in reduction in compensation to the participant. Indicate any unresolved, outstanding claims, dispute proceedings, litigation and arbitration proceedings;
- 4) Liquidated damages: Describe any contract, which resulted in assessment of liquidated damages against any Major Participant involving amounts in excess of \$100,000 over the past 7 calendar years. Describe the causes of the delays and the amounts assessed. Describe any outstanding damage claims by or damages due and owing to any owner/agency;
- 5) Termination for cause or default: Describe the conditions surrounding any contract (or portion thereof) entered into by any Major Participant over the past 7 calendar years that has been terminated for cause or default, or which required completion by another party. Describe the reasons for termination and the amounts involved; and
- 6) Disciplinary Action: Indicate any disciplinary action taken against any Major Participant within the past 7 years by any governmental agency or licensing board, including suspension from the right to propose or removal from any Proposer list;
- 7) Vendor Responsibility Questionnaire for New York State: Using Form PP, confirm that each Major Participant either submitted a new Vendor Responsibility Questionnaire to the Authority or Department prior to the SOQ Due Date, or already has on file with the Authority, the Department or another agency a current Vendor Responsibility Questionnaire for New York State.

Note for information: The New York State Comptroller requires that there is on file a current New York State Vendor Responsibility Questionnaire for any firm that is doing business or is seeking to do business with a contracting agency of New York State. Vendor response questionnaires are required to be updated at least annually. Copies of vendor questionnaire forms and guidance on completing and submitting vendor questionnaire forms are available at the website of the Office of the New York State Comptroller at: http://www.osc.state.ny.us/vendrep/forms_vendor.htm

- 8) Safety: Submit Form S (Appendix C) *Safety Questionnaire* for each Principal Participant and Construction Subcontractor that is a Major Participant; and
- 9) DBE Participation: Submit Form DBE (Appendix C) *Record of DBE Participation*, for the Proposer, each Principal Participant and the Designer reflecting record of DBE participation in their contracts for the past three years.
- 10) Proposers can submit company brochures in Appendix C of the SOQ. The scope and extent of the material presented in Appendix C of the SOQ is at the discretion of the Proposer, subject to the overall size limits for SOQ submittals as specified in Appendix B.

4.4.2.6. Backlog/Capacity

- A) Objective:
 - 1) To identify Proposers with sufficient capacity to successfully complete the design and construction of the Project in a timely and efficient manner, considering the current, committed and potential workload and past level of contract activity of the Proposer.
- B) Requirements and information to be submitted:
 - 1) Submit Form B (Appendix C) *Backlog Information* for each Major Participant. Limit backlog information to the office(s)/division(s) of the firms that will be performing Work on the Project; and
 - 2) Submit Form R (Appendix C) *Past Revenue* for each Major Participant. Limit revenue information to the office(s) or division(s) of the firms that will be performing Work on the Project.

4.4.2.7. Project Understanding

- A) Objective:
 - 1) To identify those Proposers demonstrating a knowledge and understanding of the specific management, technical and maintenance issues and risks associated with the Project; and
 - 2) To identify those Proposers demonstrating an understanding of how the design-build process and the Proposer's organization will contribute to the success of the Project and to meeting the Agencies' goals, and how its understanding of the sharing of risks, benefits and responsibilities associated with design-build contracts will ensure success for the Project.
- B) Requirements and information to be submitted:
 - 1) List and briefly describe the significant issues and risks facing the selected Proposer and/or the Agencies; and

Briefly describe how the Proposer will use its organization and the design-build process to ensure a successful Project, considering the Agencies' Project goals listed in Section 1.2.

The presentation and format of the Proposer's project understanding is at the discretion of the Proposer. The page limit is specified in Appendix B.

5.0 PROTESTS

This Section 5.0 sets forth the exclusive protest remedies available with respect to this RFQ. Each Proposer, by submitting its SOQ, expressly recognizes the limitation on its rights to protest contained herein, expressly waives all other rights and remedies and agrees that the decision on any protest, as provided herein, shall be final and conclusive unless wholly arbitrary. These provisions are included in this RFQ expressly in consideration for such waiver and agreement by the Proposers. If a Proposer disregards, disputes or does not follow the exclusive protest remedies set forth in this RFQ, it shall indemnify, defend and hold the Agencies, their directors, officers, officials, employees, agents, representatives and consultants, harmless from and against all liabilities, expenses, costs (including attorneys' fees and costs), fees and damages incurred or suffered as a result of such Proposer's actions. The submission of an SOQ by a Proposer shall be deemed the Proposer's irrevocable and unconditional agreement with such indemnification obligation.

5.1 WRITTEN PROTESTS ONLY

All protests must be in writing, including pre-award, award, and post-award phases of the procurement process. Protests shall be submitted to the Protest Official designated below:

**William J. Estes
General Counsel
ATTENTION: TAPPAN ZEE RFQ
New York State Thruway Authority
200 Southern Boulevard
Albany New York 12209**

with a copy also sent to the Agencies' Designated Representative

Any protest not set forth in writing within the time limits specified in these procedures is null and void and shall not be considered. Protests regarding this RFQ shall be filed only after the Proposer has informally discussed the nature and basis of the protest with the Agencies in an effort to remove the grounds for protest.

The Protest Official may, in his/her discretion, discuss the protest with the protestor prior to issuance of the Protest Official's written decision. The protestor shall have the burden of proving its protest by clear and convincing evidence. No hearing will be held on the protest, but it shall be decided, on the basis of the written submissions, by the Protest Official or his/her designee, whose decision shall be final and conclusive. The Protest Official or his/her designee shall issue a written decision regarding any protest to each Proposer.

5.2 PROTEST CONTENTS

- A) All Protests must include:
- 1) The name and address of the Proposer;
 - 2) The Contract number;
 - 3) A detailed statement of the nature of the protest and the grounds on which the protest is made; and
 - 4) All factual and legal documentation in sufficient detail to establish the merits of the protest. Evidentiary statements must be provided under penalty of perjury.

- 5) A summary of the remedy being requested.
- B) The protestor must include information demonstrating a violation of a specific law or regulation.
- C) The Agencies will not be obligated to postpone the SOQ Due Date or Shortlist announcement in order to allow a protestor an opportunity to correct a deficient protest or appeal, unless otherwise required by law or regulation.
- D) If the protest is denied, the protestor shall be liable for the Agencies' costs reasonably incurred in any action to defend against or resolve the protest, including legal and consultant fees and costs, and any unavoidable damages sustained by the Agencies as a consequence of the protest. If the protest is granted, the Agencies shall not be liable for payment of the protestor's costs, including, but not limited to, legal and consultant fees and costs.

5.3 PROTEST REGARDING RFQ

- A) Except as provided in Section 5.4, any protest regarding this RFQ shall be filed with the Protest Official, not less than seven calendar days prior to the SOQ Due Date;
- B) The Protest Official will promptly make a determination in writing regarding the validity of the protest and whether or not the RFQ process should be delayed beyond the scheduled SOQ Due Date;
- C) If the Protest Official determines that the scheduled SOQ Due Date should be delayed, all Proposers will be notified by written addendum of the delay and the reason thereof; and
- D) If the protest is determined to be valid, the Protest Official will respond in writing to each material issue raised in the protest in a timely manner.

5.4 PROTEST REGARDING SHORTLIST DECISION

- A) If the Shortlist decision is being protested, a protestor shall protest in writing to the Protest Official as soon as practical, but not later than seven calendar days after the protestor knew or should have known it was not included on the Shortlist. If the protest has been timely filed, the Protest Official will promptly make a determination in writing regarding the validity of the protest and whether or not the procurement should be delayed, or the Shortlist considered for revision;
- B) If the procurement is delayed, all Proposers will be notified of the delay. The Protest Official will respond in writing to each material issue raised in the protest in a timely manner prior to proceeding further with the procurement;
- C) The Agencies will not proceed with the procurement for seven calendar days after the decision is rendered by the Protest Official unless the protestor waives in writing its right to appeal to the Protest Official; and
- D) Should a protestor wish to appeal the decision of the Protest Official concerning any Shortlist decision, a protestor shall follow the procedures as outlined in Section 5.5.

- E) No protest under this Section 5.4 may include any grounds for protest that could have been raised under Section 5.3.

5.5 RIGHT OF APPEAL

- A) In the event that a protestor receives an unfavorable decision from the Protest Official to its protest, the protestor shall have the right to appeal the decision of the Protest Official by submitting a written appeal to the Commissioner within seven (7) calendar days after receipt of the decision of the Protest Official, with a copy sent to the Agencies' Designated Contact Person. The Agencies will appoint a Protest Committee of at least three members to review the protest and the decision of the Protest Official;
- B) The Protest Committee will notify the protester in writing in a prompt manner of its decision regarding the protest and the appeal. If the protest and appeal were filed prior to the release of the Shortlist the Agencies will not announce the Shortlist for 7 calendar days after the decision of the Committee, unless the conditions in Section 5.4 are determined to exist; and
- C) If the matter is not resolved after the appeal, the protestor may continue the protest only by appeal to judicial authority.

6.0 AGENCIES' RIGHTS AND DISCLAIMERS

6.1 AGENCIES' RIGHTS

The Agencies may investigate the qualifications of any Proposer under consideration, may require confirmation of information furnished by a Proposer, and may require additional evidence of qualifications to perform the Work described in this RFQ. The Agencies reserve the right, in its sole and absolute discretion, to:

- A) Reject any or all SOQs;
- B) Issue a new RFQ;
- C) Cancel, modify or withdraw the RFQ;
- D) Issue addenda, supplements and modifications to this RFQ;
- E) Modify the RFQ process (with appropriate notice to Proposers);
- F) Appoint a Selection Committee, evaluation teams, and Selection Official to review SOQs, and seek the assistance of outside technical experts in the SOQ evaluation;
- G) Approve or disapprove the use of particular subcontractors and/or substitutions and/or changes in SOQs;
- H) Revise and modify, at any time before the SOQ Due Date, the factors it will consider in evaluating SOQs and to otherwise revise or expand its evaluation methodology. The Agencies will post any such revisions or modifications on the Procurement Website. The Agencies may extend the SOQ Due Date if such changes are deemed by the Agencies, in their sole discretion, to be material and substantive;

- I) Hold meetings and exchange correspondence with the Proposers responding to this SOQ to seek an improved understanding and evaluation of the SOQs. If individual Proposer Informational Meetings are held, all Proposers submitting a responsive SOQ shall be afforded an opportunity to participate in an individual Proposer Informational Meeting;
- J) Seek or obtain data from any source that has the potential to improve the understanding and evaluation of the SOQs;
- K) Waive weaknesses, informalities and minor irregularities in SOQs;
- L) Disqualify any team that changes its SOQ without the Agencies' written approval; and/or
- M) Refuse to consider an SOQ or reject an SOQ if such refusal or rejection is based upon any of the following:
 - 1) Failure on the part of a Principal Participant to pay, satisfactorily settle, or provide security for the payment of claims for labor, equipment, material, supplies, or services legally due on previous or ongoing contracts with the Department, the Authority (or other State agency);
 - 2) Default on the part of a Principal Participant or Designer under previous contracts with the Department, the Authority (or other State agency);
 - 3) Unsatisfactory performance by the Proposer, a Principal Participant and / or Designer under previous contracts with the Department or State, the Authority, or other State agency.
 - 4) Issuance of a notice of debarment or suspension to the Proposer, a Principal Participant and/or Designer;
 - 5) Submittal by the Proposer of more than one SOQ for the same work under the Proposer's own name or under a different name;
 - 6) Existence of an organizational conflict of interest as described in Appendix E, or evidence of collusion between a prospective Proposer (or any Principal Participant or Designer) and other Proposer(s) (or Principal Participants or Designer) in the preparation of an SOQ, Proposal for any Department or Authority construction project; and/or
 - 7) Uncompleted work or default on a contract in another jurisdiction for which the prospective Proposer or a Principal Participant is responsible, which in the judgment of the Agencies might reasonably be expected to hinder or prevent the prompt completion of additional work if awarded.
 - 8) Failure to submit a Vendor Responsibility Questionnaire to the Department, the Authority or other agency prior to the SOQ Due Date or failure already to have a current Vendor Responsibility Questionnaire on file with the Department, the Authority or other agency.

The RFQ does not commit the Agencies to enter into a Contract, nor does it obligate the Agencies to pay for any costs incurred in preparation and submission of the SOQs or in anticipation of a Contract. By submitting an SOQ, a Proposer disclaims any right to be paid for such costs.

The execution and performance of a Contract pursuant to this RFQ and any subsequent RFP is contingent upon sufficient appropriations and authorizations being made by the Legislature of

New York, or the Congress of the United States if federal funds are involved, for performance of a Contract between the successful Proposer and the Agencies.

In no event shall the Agencies be bound by, or liable for, any obligations with respect to the Work or the Project until such time (if at all) as the Contract, in form and substance satisfactory to the Agencies, has been executed and authorized by the Agencies and approved by all required parties and, then, only to the extent set forth therein.

6.2 AGENCIES' DISCLAIMERS

In issuing this RFQ and undertaking the procurement process contemplated hereby, the Agencies specifically disclaim the following:

- A) Any obligation to award or execute a Contract pursuant to this RFQ; and
- B) Any obligation to reimburse a Proposer for any costs it incurs under this procurement.

In submitting an SOQ in response to this RFQ, the Proposer is specifically acknowledging these disclaimers.

7.0 DISADVANTAGED BUSINESS ENTERPRISE PROGRAM AND EQUAL EMPLOYMENT OPPORTUNITY

7.1 POLICY

The Agencies shall not discriminate on the basis of race, color, national origin or sex in the award and performance of any U.S. Department of Transportation (DOT) assisted contract or in the administration of 49 CFR Part 26. The Proposers shall take necessary and reasonable steps to ensure that businesses owned and controlled by socially and economically disadvantaged individuals are provided with a fair opportunity to participate in this Project.

7.2 DBE PARTICIPATION GOAL

For Federal-aid contracts, projects are subject to USDOT DBE Design-Build provisions as set forth under Title 49 CFR Part 26 and subsequent publication of the Federal Register dated June 16, 2003 (Volume 68, Number 115). The Proposers shall take necessary and reasonable steps to ensure that businesses owned and controlled by socially and economically disadvantaged individuals are provided with a fair opportunity to participate in this Project.

The overall goal for DBE participation has yet to be determined for this Project. The Agencies are currently in the process of securing required approvals of the proposed goal from USDOT.

The Project may also include provisions for M/WBE participation goals based upon funding and potential inclusion of non-conventional measures of participation. If included, this will be further described in the RFP.

7.3 EQUAL EMPLOYMENT OPPORTUNITY

Discrimination in all phases of contracted employment, consultant activities, contracting activities and training is prohibited by Title VI of the Civil Rights Act of 1964, Section 162(a) of the Federal-Aid Highway Act of 1973, Section 504 of the Rehabilitation Act of 1973, the Age Discrimination Act of 1975, the Justice System Improvement Act of 1979, the Americans with

Disabilities Act of 1990, the Civil Rights Restoration Act of 1987, 49 CFR Part 21, and other related laws and statutes. The referenced legal citations establish the minimum requirements for affirmative action efforts and define the basic nondiscrimination provisions as required by this RFQ. Further requirements and discussions regarding Equal Employment Opportunity policies at all contracting levels will be set forth in the RFP.

8.0 COMPLIANCE WITH APPLICABLE LAWS

In connection with this RFQ and the Contract, Proposers shall comply with all applicable laws in all aspects in connection with the procurement process of this Project and the performance of the Contract.

9.0 FREEDOM OF INFORMATION LAW (FOIL)

The Agencies will maintain a non-public process for the duration of this procurement. Pursuant to Section 87(2)(c) of FOIL, all records related to this procurement, including, but not limited to, SOQs, evaluation and Shortlist procedures, Proposals, evaluation and selection procedures, and any records created during the evaluation and selection process, will be denied in accordance with the requirements of FOIL until the Contract has been executed by all necessary officials of the Design-Builder and the Agencies.

All records pertaining to this procurement will become public information after execution of the Contract, unless such records are determined to be deniable under FOIL, including records that are deniable because they constitute trade secrets or because disclosure of such records would cause substantial injury to the competitive position of the Proposer or its team members. Unless otherwise provided by law, records marked as "Exempt from Disclosure under FOIL" in an SOQ or Proposal submitted by an unsuccessful Proposer are not subject to inspection at any time by third Persons under FOIL, and the records so marked by the successful Proposer in its SOQ and Proposal will remain confidential.

If a Proposer submits information in its SOQ that it believes to be deniable records under FOIL and that it wishes to protect from disclosure, the Proposer must do the following:

- A) clearly mark all such financial information, trade secrets, or other information "Exempt from Disclosure under FOIL" in its SOQ at the time the SOQ is submitted, and include a cover sheet identifying each section and page which has been so marked;
- B) with respect to each such section and page, include a statement with its SOQ justifying the Proposer's determination that the identified information constitutes deniable records
- C) provide an additional version of the SOQ submission in which confidential information has been redacted such that the redacted SOQ could without any further modification be inspected at any time by third parties under FOIL. The content of the redacted SOQ shall be identical to that of the original SOQ in all respects other than the redaction of deniable records.

Under no circumstance will the Agencies, the State, or their respective agents, employees or consultants be responsible or liable to the Proposer or any other party for the disclosure of any such labeled materials, whether the disclosure is deemed required by law, by an order of court, or occurs through inadvertence, mistake or negligence on the part of the State or its agents, employees or consultants. In the event of litigation concerning the disclosure of any material submitted by the submitting party, the Agencies' and State's sole involvement will be as a stakeholder retaining the material until otherwise ordered by a court, and the submitting party shall be responsible for otherwise prosecuting or defending any action concerning the materials

at its sole expense and risk. The submitting party shall indemnify and hold harmless the Agencies and the State and their respective agents, employees and consultants from and against any losses, costs or expenses any of them may incur in connection with any such litigation (including, without limitation, attorney's fees). This indemnification shall survive any cancellation or termination of this procurement or any award and subsequent execution of a Contract. In submitting an SOQ, the Proposer agrees that this indemnification survives as long as the deniable records are in possession of the Agencies or the State.



New York State Department of Transportation
New York State Thruway Authority

TAPPAN ZEE HUDSON RIVER CROSSING PROJECT

DESIGN-BUILD PROJECT

REQUEST FOR QUALIFICATIONS APPENDIX A PROJECT DESCRIPTION, DESIGN-BUILDER RESPONSIBILITIES AND PROJECT TECHNICAL STATUS

NOVEMBER 21, 2011

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1.0 PROJECT DESCRIPTION

The Governor Malcolm Wilson Tappan Zee Bridge in New York State crosses the Hudson River between Nyack in Rockland County to the west and Tarrytown in Westchester County to the east. The bridge carries the traffic of Interstate 87, which is part of the New York State Thruway, and Interstate 287. The existing toll bridge opened to traffic in 1955. It has a total length including approaches of 16,013 feet. The main span over the navigable waterway measures 1,212 feet, providing a navigation clearance of 139 feet over the water.

The existing bridge is an integral component of the regional roadway network. It was designed to carry 100,000 vehicles at peak but traffic volumes have now grown to approximately 138,000 vehicles per day, with a high percentage of traffic being intrastate and interstate trucking. It is prone to severe congestion, falls short of current seismic engineering standards, and does not meet current bridge and highway standards, such as lane and shoulder widths. In addition, the existing bridge requires an extensive and costly maintenance program to keep structural elements in a reasonable state of repair.

The environmental review process for the Tappan Zee Hudson River Crossing Project is ongoing and is expected to be completed in August 2012. The final Project scope will include any mitigation that is required by the forthcoming Record of Decision.

Two alternatives are being evaluated in the EIS:

(A) No Build Alternative

Consistent with NEPA requirements, a “no build” alternative is being studied in the EIS. The “no build” alternative would retain the existing Tappan Zee Bridge in its current configuration with ongoing maintenance, as practicable, to ensure its continued safe use by the traveling public. In the event that the environmental process results in the selection of the “no build” alternative, there will be no Project.

(B) Replacement Bridge Alternative

The replacement bridge alternative is a new bridge crossing of the Hudson River between Rockland and Westchester Counties. The EIS is considering a replacement bridge alternative that includes roadways on two separate structures, both aligned north of the existing Tappan Zee Bridge. The roadway that includes a shared-use path would be 96 feet wide, and the other roadway would be 82 feet wide. In support of the Project goal to provide a crossing that does not preclude future trans-Hudson transit services, the environmental review is considering different arrangements of the structures that would not preclude the addition of transit in the future. Two options for the replacement bridge alternative are being evaluated in the environmental process, in order to identify the anticipated range of impacts:

(B1) Replacement bridge with long approach spans (430 feet between piers);

(B2) Replacement bridge with short approach spans (230 feet between piers).

This Request for Qualifications addresses the alternative listed as (B) above; that is, the design and the construction of a new bridge crossing over the Hudson River and associated road work. The alignment of the proposed Tappan Zee Hudson River Crossing Project begins at the existing western landing of the existing bridge (at Nyack) and ends at the existing eastern landing (at Tarrytown). Under both options (B1) and (B2), the length of the main span at the navigation channel will be similar to that of the main span of the existing Tappan Zee Bridge.

Two structural forms for the main span are being considered in the environmental process: cable-stayed and arch structures. It is possible that a preferred structural approach may be stated in the RFP.

The Project will include the design and construction of:

- (1) A new crossing, meeting current design standards, including foundations in the river, substructure and superstructure, supporting eight general-purpose traffic lanes, wide shoulders, and a shared-use pedestrian/cycling path, that does not preclude the addition of transit in the future and that has a lifespan of 100 years before major maintenance is required;
- (2) Bridge landings at the west and east approaches to connect to existing highways, with associated local re-alignment works at the highway connections;
- (3) Replacement bridge supporting South Broadway over the Interstate 87/287 at the Rockland (western) landing;
- (4) Ancillary buildings including security, maintenance and toll structures;
- (5) Ancillary access routes for the NYSTA bridge and highway maintenance workforces;
- (6) In close liaison with NYSTA, managing and maintaining traffic flows and access to toll facilities at the Tappan Zee crossing throughout construction;
- (7) Maintenance of uninterrupted access for emergency responders;
- (8) Maintenance of navigable routes in the river during construction and integration of navigation control and protection measures;
- (9) Modification of the toll plaza and integration of uninterrupted toll operations;
- (10) Modification of the traffic control system and integration of uninterrupted traffic control operations;
- (11) Integration of protective security measures;
- (12) A possible requirement, to be exercised optionally by the Agencies, for long term major maintenance of the new crossing by the Design-BUILDER.

2.0 DESIGN-BUILDER'S RESPONSIBILITIES

The appointed Design-BUILDER shall be responsible for furnishing all labor, material, plant, equipment, services and support facilities for the following summary list, in addition to any other items that will be detailed fully at the Request for Proposal stage:

- A) Design and construction of all Project components;
- B) Project design and construction management;
- C) Support to project-related public information activities;
- D) Coordination with Project stakeholders, other contractors and utility owners;
- E) Design Quality Control;
- F) Construction Quality Control;
- G) Environmental mitigation and compliance plan including monitoring, securing permits and approvals necessary for the work and not acquired by the Agencies;

- H) Additional environmental investigations, permitting, monitoring and investigation associated with or resulting from Design-Builder's actions including but not limited to staging areas, haul roads and other activities necessary for construction;
- I) Work zone traffic control and access to properties (both temporary and permanent);
- J) Project safety and security;
- K) Preliminary engineering, such as surveys and geotechnical investigations not provided by the Agencies;
- L) Harmful and hazardous materials remediation;
- M) Drainage and erosion control;
- N) Excess material disposal and handling, including spoil from dredging;
- O) Required clearances, licenses, construction easements and permits for Design-Builder Work, work sites, staging areas, temporary works access, storage areas, etc., both on and off site;
- P) Ancillary works, such as dredging, access roads, driveways, temporary fencing, relocation of drainage, work sites, marine loading and servicing facilities, and temporary works;
- Q) Coordination and relocation of utilities and municipal drainage facilities;
- R) Site clearance; and
- S) Maintenance of the Project during the Contract period;
- T) Operations and maintenance manuals, as-built drawings, and records of the new construction;
- U) If option is exercised by the Agencies, possible long-term major maintenance of the new crossing.

3.0 PROJECT TECHNICAL STATUS

The following list is a summary of the status of the Work being completed by the Agencies for the Project. This list is indicative, and is not comprehensive:

- A) Online Data Room: A publicly-accessible internet-based resource housing reference information pertinent to the Project will be provided, in addition to and in advance of the RFP. This online data room will be accessible via the Procurement Website.
- B) Topographic Survey: Control surveys and design-level photogrammetry will be provided in electronic format in the RFP;
- C) Subsurface Survey: Available geotechnical information will be provided in the Reference Documents with the RFP. This will include information from a borehole investigation in the river and at the landings, and a piling installation demonstration project in the river, which are scheduled for winter 2011 and spring of 2012;
- D) Preliminary Engineering: The preliminary horizontal alignments and vertical profiles are being established. Electronic files of the preliminary design alignment and profile will be provided in the RFP;

- E) Utilities: Utilities are present on the Project. Study is being done to identify existing utilities, the results of which will be provided in the RFP;
 - F) Right-of-Way (ROW): Property titles are being ordered for all parcels necessary for the alignment. The Agencies will undertake ROW acquisition necessary for the alignment. The schedule of the ROW acquisition will be provided in the RFP;
 - G) Environmental: The Record of Decision is anticipated in August 2012. The appropriate environmental clearances will be obtained prior to appointment of the Design-Builder. The Design-Builder will be responsible for securing those permits that have not been secured by the Agencies, as specified in the contract documents;
 - H) Aesthetic Design Guidelines: Guidelines will be provided in the RFP.
-



New York State Department of Transportation
New York State Thruway Authority

TAPPAN ZEE HUDSON RIVER CROSSING PROJECT

DESIGN-BUILD PROJECT

REQUEST FOR QUALIFICATIONS APPENDIX B FORMAT AND ORGANIZATION FOR STATEMENT OF QUALIFICATIONS

November 21, 2011

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1.0 GENERAL REQUIREMENTS AND FORMAT FOR SOQ

The outline presented in this Appendix B shall be followed for preparing the Statement of Qualifications (SOQ). Specific content requirements for each section of the SOQ are described in the RFQ, as referenced in the outline. This format has been created to facilitate responses to the RFQ and the SOQ evaluation and Shortlist process.

There is no overall page limit on the SOQ package. However, in order to manage the size of the SOQ packages, individual page limits have been established for certain written portions of the SOQ (described herein) and it is required that each copy of the SOQ, excluding the financial statements, shall fit within two ring-binders.

One signed original and 15 copies of the SOQs and appendices shall be provided, plus one electronic copy and, if required under Section 9.0 of the RFQ, a redacted copy of the SOQ for FOIL purposes. The signed original shall be identified as such on the cover(s) and shall be marked "SIGNED ORIGINAL". Each copy shall be identified on the cover(s) as "Copy # of 15 copies." The requirement to provide a total of 16 sets of the SOQ shall not apply to financial statements

The SOQ shall be packaged with a cover letter with acknowledgement of receipt (Form AOR), eight separate sections plus three appendices:

- i. Cover letter, with acknowledgment of receipt;
- ii. Section 1 - Legal;
- iii. Section 2 - Financial;
- iv. Section 3 - Organization and Key Personnel
- v. Section 4 - Experience of the firms;
- vi. Section 5 - Past performance;
- vii. Section 6 - Backlog/capacity;
- viii. Section 7 - Project understanding;
- ix. Section 8 - Conflict of interest disclosure;
- x. Appendix A – Legal documents;
- xi. Appendix B – Awards, citations and commendations; and
- xii. Appendix C – Company brochures.

For the signed original and 15 copies, Section 1 and Sections 3 to 8 shall be individually stapled or similar, and then each section shall be placed together with the other stapled sections into one ring-binder. Each appendix shall be individually stapled or similar, and then each appendix shall be placed together with the other stapled appendices into a second ring-binder. Proposers shall ensure that each individual section, each individual appendix, and also the ring-binders are clearly labeled and identified with, as a minimum, the name of the Proposer and the title "Tappan Zee Hudson River Crossing Project SOQ".

For Section 2 (*Financial*), only 1 signed original and 5 copies of the financial statements shall be submitted. Section 2 shall be submitted separately from the other sections of the SOQ.

Specifically, each of the signed original and the 5 copies of Section 2 shall be placed in an individual ring-binder. These 6 ring-binders shall be submitted together in a sealed envelope (or package) labeled with the text "Tappan Zee Hudson River Crossing Project SOQ FINANCIAL INFORMATION" and the name of the Proposer.

Double-sided printing is permitted. Text shall be in a standard font, a minimum of ten points in height, single-spaced. Pages shall be 8.5 inch by 11 inch white paper, except charts, exhibits, and other illustrative and graphical information, which may be submitted on 11" x 17" paper and folded to 8.5" x 11", with simple lettered/numbered dividers between each section/subsection. Each page shall be numbered in each section or appendix consecutively (i.e., 1-1, 1-2; 2-1, 2-2; 3-1, 3-2; A-1, A-2; etc.). Center page numbers at the bottom of each page. All submissions shall be in the English language only. Any dimensional information shall be shown in English units. All material submitted shall be easily reproducible by conventional photocopying machines.

Proposers should make every effort to present information clearly and concisely. Documentation that is difficult to read may be rejected and may lead to disqualification.

Except as otherwise provided in the RFQ, SOQs will become the property of the Agencies, and copies of each SOQ may be retained by the Agencies after the SOQ evaluation process for the Project files.

2.0 ELECTRONIC COPY OF SOQ

In addition to the submission of copies of the SOQ printed on paper, Proposers shall submit one copy of the full SOQ submission in electronic format on a non-copy-protected compact disk (CD). All submitted files shall be in portable document format (pdf) with no file protection or password protection applied. The CD shall contain in electronic format the full content of the original SOQ submission, including financial information (Section 2 of the SOQ).

Each section and each appendix shall be presented as a separate pdf file, each having the filename structure "TZ SOQ <proposer's name> Section XX.pdf" or "TZ SOQ <proposer's name> Appendix XX.pdf" where <proposer's name> indicates the name of the Proposer and XX denotes the relevant section number or appendix reference of the submittal. A pdf of the Proposer's covering letter and acknowledgement of receipt shall be included on the CD.

The front of the CD shall be labeled with the text "Tappan Zee Hudson River Crossing SOQ" plus the date of issue of the CD and the Proposer's name.

The CD shall be submitted within the ring-binder holding the sections of the signed original of the SOQ submission.

If there is any discrepancy between the content of the CD and the content of the paper-based submission, the content of the signed original SOQ (submitted on paper) shall take precedence.

3.0 ADDITIONAL REDACTED VERSION OF SOQ FOR FOIL PURPOSES

If required under Section 9 of the RFQ, Proposers shall provide an additional printed version of the SOQ in which confidential information has been redacted for FOIL purposes. The redaction

of confidential material shall be implemented so as to retain the same pagination (page breaks) as in the original SOQ.

In addition to other necessary identification labeling, each section and each appendix of the redacted SOQ and the ring-binders for the redacted SOQ shall display the label "Redacted SOQ for FOIL purposes".

4.0 ORGANIZATION OF THE SOQ

SOQ Item No.	Required Information	RFQ Reference
	Cover letter (maximum 2 pages) and acknowledgement of receipt form (Form AOR)	4.4.1
RING BINDER 1 CONTAINING ALL SECTIONS EXCEPT SECTION 2 (FINANCIAL)		
Section 1	Legal: <ul style="list-style-type: none"> • Form L-1; and • Form L-2 Additional information if JV, LLC or partnership: <ul style="list-style-type: none"> • Identity of Lead Principal Participant (on Form L-1); • Percent share of each Principal Participant (on Form L-1); and • Joint and several liability statement. 	4.4.2.1
Section 2	Financial <i>(to be submitted separately from the other sections):</i> <ul style="list-style-type: none"> • Surety letters; • Statement by parent firm agreeing to provide guarantee (if required); and • Financial statements, information and letters. 	4.4.2.2
Section 3	Organization and Key Personnel: <ul style="list-style-type: none"> • Organization and communications structure • Resumes of Key Personnel (maximum 4 pages per person). 	4.4.2.3
Section 4	Experience of the firms: <ul style="list-style-type: none"> • Background and experience summaries of each Principal Participant, Designer and QC Engineer (maximum 2 pages per firm); • Form E-1 (maximum 15 pages); • Form E-2; and • Subcontractor background summaries (maximum 1 page per subcontractor). 	4.4.2.4

SOQ Item No.	Required Information	RFQ Reference
Section 5	Past performance: <ul style="list-style-type: none"> • Form PP for: <ul style="list-style-type: none"> – Award, citation and/or commendation information; – Litigation, claims, dispute proceedings and arbitration information; – Liquidated damages information; – Termination for cause information; – Disciplinary action information; and – Confirmation regarding New York State vendor responsibility questionnaire. • Form S; and • Form DBE. 	4.4.2.5
Section 6	Backlog/capacity: <ul style="list-style-type: none"> • Form B; and • Form R. 	4.4.2.6
Section 7	Project understanding <ul style="list-style-type: none"> • Maximum 5 pages 	4.4.2.7
Section 8	Conflict of interest disclosure <ul style="list-style-type: none"> • Form U. 	1.16
RING BINDER 2 CONTAINING THE THREE APPENDICES		
Appendix A	Legal documents and Form L-3.	4.4.2.1
Appendix B	Awards, citations and commendations.	4.4.2.5
Appendix C	Company brochures.	4.4.2.5



New York State Department of Transportation
New York State Thruway Authority

**TAPPAN ZEE HUDSON RIVER
CROSSING PROJECT**

DESIGN-BUILD PROJECT

**REQUEST FOR QUALIFICATIONS
APPENDIX C
FORMS**

NOVEMBER 21, 2011

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1.0 LIST OF FORMS

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Form DBE	Record of DBE Performance
Form E-1	Project Description
Form E-2	Subcontractor Information
Form L-1	Proposer's Organization Information
Form L-2	Principal Participant and Designer Certification
Form L-3	Certificate of Authorization to Provide Engineering Services
Form PP	Past Performance
Form R	Past Revenue
Form RFQ-C	Proposer's Question Request
Form S	Safety Questionnaire
Form U	Disclosure of Potential Conflicts of Interest Certification

2.0 USE OF FORMS

The forms listed in Section 1.0 above are provided to Proposers as Microsoft Word ® format editable files for use in the SOQ. Proposers are permitted to add lines/rows to tables in the forms where this is indicated, but shall make no other material change to the content of the as-provided forms.

FORM AOR
ACKNOWLEDGMENT OF RECEIPT OF
RFQ, ADDENDA AND RESPONSES TO QUESTIONS
(to be attached to SOQ covering letter)

NAME OF PROPOSER

We hereby acknowledge receipt of the Tappan Zee Hudson River Crossing Project RFQ dated November 21, 2011 and subsequent responses to questions and Addenda issued by the Agencies, as listed below.
Add additional lines in tables below, if needed.

Addendum number:	Date issued by Agencies:

Responses to questions number:	Date issued by Agencies:

SIGNED	
DATE	
NAME (printed or typed)	
TITLE	

FORM B

BACKLOG INFORMATION

Insert more rows if needed.

Form B Table 1 CONTRACTS IN FORCE						
NAME OF PROPOSER						
Proposer Entity	Name of firm	Number of contracts in force	Total contract value (US\$ millions)	Value of work remaining by year (US \$ millions)		
				2008	2009	2010
PRINCIPAL PARTICIPANTS						
DESIGNERS						
QC						
OTHER FIRMS						

Insert more rows if needed.

Form B Table 2 OUTSTANDING PROPOSALS and BIDS			
NAME OF PROPOSER			
Proposer Entity	Name of firm	Number of proposals / bids outstanding	Total potential value (US\$ millions)
PRINCIPAL PARTICIPANTS			
DESIGNERS			
QC			
OTHER FIRMS			

FORM DBE RECORD OF DBE PERFORMANCE

A copy of this Form DBE shall be completed for each Principal Participant (including the Proposer) and the Designer. The term "firm" includes any Affiliate including parent companies and subsidiary companies.

[illegible]

Form DBE Table 2 EXPLANATION FOR NON-ATTAINMENT OF DBE GOALS	
NAME OF PROPOSER	
NAME OF FIRM	
For any project listed in Form DBE Table 1 for which the DBE goal was not achieved, provide a maximum ½ page explanation below. Insert more lines and rows below if needed.	
PROJECT NAME	BRIEF EXPLANATION (maximum ½ page per project)

FORM E - 1

PROJECT DESCRIPTION

Complete a copy of Form E-1 for each prior project to be described.

PROPOSER				
Name of firm				
Role of firm	Principal Participant:		Designer:	QC:
	Other (describe):			
Experience (years)	Bridges:		Highways:	Demolition:
DESCRIPTION OF PRIOR PROJECT				
Name of project				
Location				
Brief description				
Nature of work for which firm was responsible				
Brief description of site conditions				
List any awards or citations received by the project				
Client details (owner / agency / contractor etc)	Client Name			
	Address			
	Contact name			
	Telephone			
	Contract Reference #			
Contract value: (US\$)		Final value (US\$):		
% of total work done by Firm:		Commencement date:		
Planned completion date:		Actual completion date:		
Amount of claims: (US\$)		Any litigation? (state yes or no)		

FORM E-2
SUBCONTRACTOR INFORMATION

Requirements for completing Form E-2:

- The term 'subcontractor' shall be taken to include consultants.
- As a minimum, list all Specialty Subcontractors except the Designer and QC Engineer.
- For each subcontractor listed in Form E-2 Table 1, use a copy of Form E-2 Table 2 to provide a summary of the relevant experience of the subcontractor.
- Add more rows to Tables 1 and 2 if needed.

[illegible]

To be completed for each subcontractor listed in Form E-2 Table 1:

Form E-2 Table 2 SUMMARY OF SUBCONTRACTOR EXPERIENCE	
NAME OF PROPOSER	
NAME OF SUBCONTRACTOR	
Summary of relevant experience by subcontractor:	

FORM L - 1

PROPOSER'S ORGANIZATION INFORMATION

NAME OF PROPOSER				
Main office and contact details of Proposer				
Main office address:		Contact name		
		Title		
		Telephone No.		
		Email		
Local or regional contact details of Proposer (if different from above)				
Local/regional office address:		Contact name		
		Title		
		Telephone No.		
		Email		
NAME(S) OF PROPOSER ENTITY(IES) Insert more rows below if needed				
Proposer Entity	Name of firm	Address / Telephone / Fax	State of Incorporation	Lead participant % equity share
PRINCIPAL PARTICIPANTS				
DESIGNERS				
QC				
OTHER FIRMS				

FORM L - 2

PRINCIPAL PARTICIPANT AND DESIGNER CERTIFICATION

A copy of this Form L-2 shall be completed for each Principal Participant (including the Proposer) and the Designer. With respect to items (A) through (F), the term "firm" includes any Affiliate including parent companies and subsidiary companies.

Add lines to the answer boxes for items A to G if needed.

NAME OF PROPOSER	
NAME OF FIRM	
A) Has the firm ever failed to complete any work it agreed to perform, or had a contract terminated because it was in default? If yes, explain.	
B) Has the firm or any other officer thereof been indicted or convicted of bid (i.e. fraud, bribery, collusion, conspiracy, antitrust, etc.) or other contract related crimes or violations or any other felony or serious misdemeanor related to performance under a contract within the past five years? If yes, explain.	
C) Has the firm ever sought protection under any provision of any bankruptcy act? If yes, explain.	
D) Has the firm ever been disqualified, removed, debarred or suspended from performing work for the federal government or any state or local government, or any foreign governmental entity, including ineligibility to bid or work on, or for a violation of law, violation of a safety regulation, or for any other reason? If yes, explain.	
E) Has the firm ever been found liable in a civil suit or found guilty in a criminal action for making any false claim or other material misrepresentation to a public entity? If yes, explain.	
F) Has the firm that will have primary responsibility for construction ever been fined for violating an environmental regulation? If yes, explain.	

G) List up to five financial institutions with which the firm has done the most business during the past five years and identify the individual at each institution who was in charge of the firm's accounts. State the address, telephone and fax numbers of each named individual.	
Institution 1	
Name of institution	
Contact name	
Address	
Telephone no.	
Fax no.	
Institution 2	
Name of institution	
Contact name	
Address	
Telephone no.	
Fax no.	
Institution 3	
Name of institution	
Contact name	
Address	
Telephone no.	
Fax no.	
Institution 4	
Name of institution	
Contact name	
Address	
Telephone no.	
Fax no.	
Institution 5	
Name of institution	
Contact name	
Address	
Telephone no.	
Fax no.	
This form must be signed below by an officer of the firm:	
Name of Firm:	
Signature (of an officer of the Firm):	
Name of signatory (printed or typed):	
Title of signatory:	
Date:	
PROPOSER:	

FORM L - 3
**AUTHORIZATION TO PROVIDE PROFESSIONAL
 SERVICES IN NEW YORK STATE**

NAME OF PROPOSER		
NAME OF FIRM PROVIDING ENGINEERING SERVICES OR NAME OF INDIVIDUAL PROVIDING ARCHITECTURAL / LANDSCAPE ARCHITECTURAL SERVICES		
EITHER (1) Copy of current Certificate of Authorization to provide Engineering Services issued by the New York State Education Department is attached; or Copy of current license to provide architectural or landscape architectural services in New York State is attached.	Yes (copy attached)	No (Item (2) applies)
OR (2) Documentation is attached to this Form L-3 demonstrating the ability to obtain Certificate of Authorization to provide Engineering Services from the New York State Education Department, or to obtain license to provide architectural or landscape architectural services in New York State, as applicable, in accordance with the New York State Education Law, Title VIII, Articles 130, 145, 147 and 148.	Yes, documentation attached and further details are given below	
If (2) applies, give details of attached documentation demonstrating ability to obtain the relevant certification / license: <div style="text-align: right;">(Add additional lines if required.)</div>		

FORM PP
PAST PERFORMANCE

For each firm, complete a copy of Form PP (all tables). Insert additional rows to any table below, if needed.

Form PP Table 1 AWARDS, CITATIONS and COMMENDATIONS			
NAME OF PROPOSER			
NAME OF FIRM			
Name of award, etc and name of awarding Body	Year received	Project name and project location	Work for which award, etc was received

Form PP Table 2 LITIGATION, CLAIMS, DISPUTE PROCEEDINGS and ARBITRATION				
NAME OF PROPOSER				
NAME OF FIRM				
Project name	Owner / agency / entity that initiated the action	Brief statement of the issue	Resolution / outcome / or outstanding	Current owner details: Contact Name/Phone/Email

Form PP Table 3 LIQUIDATED DAMAGES				
NAME OF PROPOSER				
NAME OF FIRM				
Project name	Causes of delay(s)	Amount assessed (US \$)	Summary of outstanding damage claims by any owner	Current owner details: Contact Name/Phone/Email

Form PP Table 4 TERMINATION FOR CAUSE			
NAME OF PROPOSER			
NAME OF FIRM			
Project name	Description of reason for termination	Amount involved (US \$)	Current owner details: Contact Name/Phone/Email

Form PP Table 5 DISCIPLINARY ACTION		
NAME OF PROPOSER		
NAME OF FIRM		
Project name	Description of action taken	Current owner details: Contact Name/Phone/Email

Form PP Table 6 NEW YORK STATE VENDOR RESPONSIBILITY QUESTIONNAIRE		
NAME OF PROPOSER		
NAME OF FIRM		
Status of firm's submission of vendor responsibility questionnaire	Confirm Yes or No	State whether submitted to Department, Authority, or other
A New York State vendor responsibility questionnaire has recently been submitted to either the Department or Authority, prior to the SOQ Due Date		
A current New York State vendor responsibility questionnaire is already on file with the Department or the Authority or another agency		

FORM R

PAST REVENUE

NAME OF PROPOSER				
Insert more rows if needed	Total Revenue by Year (US \$ millions)			
Proposer Entity	Name of firm	2008	2009	2010
PRINCIPAL PARTICIPANTS				
DESIGNERS				
QC				
OTHER FIRMS				

FORM RFQ-C

[illegible]

DETAILS OF QUESTIONER	
SENDER'S NAME	
ADDRESS	
TELEPHONE	
EMAIL	

FORM S

SAFETY QUESTIONNAIRE

Form S Table 1 shall be completed by the Proposer for the Key Personnel indicated.

A copy of Form S Table 2 shall be completed for each firm.

Form S Table 1 SAFETY QUESTIONNAIRE FOR PROPOSER						
NAME OF PROPOSER						
To be completed by the Proposer. Indicate the safety record on the most recent project to which the indicated Key Personnel were assigned.						
KEY PERSONNEL	NAME OF MOST RECENT PROJECT	Total hours by all employees on that project (hours)	Number of lost workday cases on that project (number)	Number of restricted workday cases on that project (number)	Number of cases with medical attention only, on that project (number)	Number of fatalities on that project (number)
Project Executive						
Project Manager						
Construction Manager						

Form S Table 2 SAFETY QUESTIONNAIRE FOR EACH FIRM					
NAME OF PROPOSER					
NAME OF FIRM					
ITEM 1 Provide the following information for the past 3 years:	2008	2009	2010		
Total number of employee hours worked (hours) Do not include non-work time, even though paid.					
Number of lost workday cases (number)					
Number of restricted workday cases (number)					
Number of cases with medical attention only (number)					
Number of fatalities (number)					
ITEM 2 (Insert additional rows if needed) Are internal accident reports and report summaries sent to management? To what levels of management are accident reports/summaries sent, and how frequently?					
Management level	Sent?		If yes, frequency sent:		
	NO	YES	Monthly	Quarterly	Annually

Form S Table 2 SAFETY QUESTIONNAIRE FOR EACH FIRM							
NAME OF PROPOSER							
NAME OF FIRM							
ITEM 3							
Do you hold site meetings for supervisors?				YES:			
				NO:			
How often do you hold site meetings for supervisors?							
Weekly:				Twice a month:			
				Monthly:			
				Other (specify):			
ITEM 4							
Do you conduct Project Safety Inspections ?				YES:			
				NO:			
How often do you conduct Project Safety Inspections?							
Weekly:				Twice a month:			
				Monthly:			
				Other (specify):			
ITEM 5							
Does the firm have a Written Safety Program?				YES:			
				NO:			
ITEM 6							
Does the firm have an Orientation Program for new hires?				YES:			
				NO:			
If yes, what safety items are included in the Orientation Program for new hires? (describe below)							

Form S Table 2 SAFETY QUESTIONNAIRE FOR EACH FIRM				
NAME OF PROPOSER				
NAME OF FIRM				
ITEM 7				
Does the firm have a program for newly hired foremen and newly promoted foremen?	YES:		NO:	
If yes, does the program for newly hired or promoted foremen include the following topics?				
Safety work practices	YES:		NO:	
Safety supervision	YES:		NO:	
On-site meetings	YES:		NO:	
Emergency procedures	YES:		NO:	
Accident investigation	YES:		NO:	
Fire protection and prevention	YES:		NO:	
New worker orientation	YES:		NO:	
ITEM 8				
Does the firm hold safety meetings that extend to site laborer level?	YES:		NO:	
If yes, how often do you hold safety meetings that extend to site laborer level?				
Daily:		Weekly:		Twice a month:
				Other (specify):

<END OF FORM S>

FORM U
**ORGANIZATIONAL CONFLICTS OF INTEREST
DISCLOSURE STATEMENT**

1. Definition

Refer to Appendix E for information regarding the Agencies' organizational conflicts of interest policies and related laws and regulations.

2. Disclosure

In the space provided below, and on supplemental sheets as necessary, identify all relevant facts relating to past, present or planned interest(s) of the Proposer and its team (including all Principal Participants, and all subcontractors identified at the time of the submittal of the SOQ, and their respective personnel) which may result, or could be viewed as, an organizational conflict of interest, as identified in Appendix E, in connection with the RFQ.

PROPOSER	

3. Explanation

In the space below, and on supplemental sheets as necessary, identify steps that have been or will be taken to avoid or mitigate any organizational conflicts of interest described herein.

PROPOSER	

4. Certification

The undersigned hereby certifies that, to the best of his or her knowledge and belief, the information provided above is complete, true and accurate, and no interest exists that is required to be disclosed in this Organizational Conflicts of Interest Disclosure Statement, other than as disclosed in this Form U.

Signature	
Name (typed or printed)	
Title	
PROPOSER	
Date	



New York State Department of Transportation
New York State Thruway Authority

TAPPAN ZEE HUDSON RIVER CROSSING PROJECT

DESIGN-BUILD PROJECT

REQUEST FOR QUALIFICATIONS APPENDIX D ABBREVIATIONS AND DEFINITIONS

November 21, 2011

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1.0 ABBREVIATIONS

ATC	Alternative technical concept
CD	Compact disk
CFR	Code of Federal Regulations
DB	Design-Build
DBE	Disadvantaged Business Enterprise
DONSI	Determination of no significant impact (State)
EA	Environmental assessment
FEIS	Final environmental impact statement
FHWA	Federal Highway Administration, US Department of Transportation
FOIL	Freedom of Information Law (N.Y. Pub. Off. Law Art. 6)
FONSI	Finding of no significant impact (Federal)
IA	Independent Assurance
ISA	Initial site assessment
ISO	International Organization for Standardization
ITP	Instructions to Proposers
ITS	Intelligent transportation systems
JV	Joint venture
LLC	Limited liability company
MTA	Metropolitan Transportation Authority Metro-North Railroad
N/A	Not applicable
NEPA	National Environmental Policy Act, 42 U.S.C. § 4321 et seq., as amended and as it may be amended from time to time
NTP	Notice to proceed
NYSDOT	New York State Department of Transportation
NYSTA	New York State Thruway Authority
pdf	Portable document format
PLA	Project labor agreement
OSHA	Occupational Safety and Health Administration
PI	Public information
PSI	Preliminary site investigation
QA	Quality Assurance
QC	Quality Control
QCM	Quality Control Manager
RFP	Request for Proposals
RFQ	Request for Qualifications
ROD	Record of decision (State & Federal)
ROW	Right(s)-of-way
SOQ	Statement of Qualifications
USDOT	United States Department of Transportation
W/MBE	Minority/women business enterprise

2.0 DEFINITIONS

“Addenda/Addendum” means supplemental written additions, deletions, and modifications to the provisions of the RFQ after the date of advertisement of the RFQ.

“Affiliate” means:

- A) Any Person that directly or indirectly, through one or more intermediaries, controls, is controlled by, or is under common control with the Proposer or any Principal Participant.
- B) Any Person for which 10% or more of the equity interest in such Person is held directly or indirectly, beneficially or of record, by the following:
 - 1) the Proposer;
 - 2) any Principal Participant; or
 - 3) any Affiliate under part (A) of this definition.

For purposes of this definition, the term “control” means the possession, directly or indirectly, of the power to cause the direction of the management of a Person, whether through voting securities, by contract, by family relationship, or otherwise.

“Agencies” means New York State Department of Transportation and New York State Thruway Authority, acting jointly as the procuring authority for the Project.

“Agencies’ Designated Representative” means one or more individuals designated by the Agencies from time to time as the point(s) of contact for Proposers during the procurement of the Project.

“Authority” means New York State Thruway Authority.

“Commissioner” means the Commissioner of the New York State Department of Transportation.

“Construction Subcontractor” means a subcontractor on the Proposer’s team that will be responsible for construction of the Project.

“Contract” means the written agreement between the Agencies and the Design-Builder setting forth the obligations of the parties with respect to the Project, including, but not limited to, the performance of the Work, the furnishing of labor and materials, and the basis of payment. The Contract will include the Contract Documents and any amendments, supplemental agreements, and Change Orders that are required to complete the design and construction of the Work in an acceptable manner, including authorized extensions thereof, all of which constitute one instrument.

“Contract Documents” means the documents identified as such in the Contract, including all provisions required by law to be inserted in the Contract whether actually inserted or not.

“Department” means the New York State Department of Transportation.

“Design-Build (DB)” means a project delivery methodology by which the Agencies contract with a single firm that has responsibility for the design and construction of the Project under a single contract.

“Design-Builder” means the Person selected pursuant to the RFP that enters into the Contract with the Agencies to design and construct the Project.

“Designer” means the Principal Participant, Specialty Subcontractor or in-house designer that has primary responsibility for design services for the Project.

“Disadvantaged Business Enterprise (DBE)” means a for-profit small business concern as defined in 49 CFR Part 26.

“Environmental Compliance Manager” means the individual designated by the Design-Builder and under the authority of the Design-Builder’s Project Manager, with full-time responsibility for the environmental compliance of the Project during design and construction. The Environmental Compliance Manager may be an employee of a consultant firm or the Designer.

“Equity Participant” means any Person holding (directly or indirectly) a 15% or greater interest in the Proposer.

“Executive Committee” means the committee consisting of the Commissioner of the New York State Department of Transportation, the Executive Director of the New York State Thruway Authority, and the Division Administrator of FHWA New York Division.

“Executive Director” means the Executive Director of the New York State Thruway Authority.

“Independent Assurance (IA)” means activities undertaken in accordance with 23 CFR 637.203(a)(2), providing an unbiased and independent evaluation of all the sampling and testing procedures, equipment calibration, and qualifications of personnel (Design-Builder’s, Agencies’ or referee laboratory’s) used in the Acceptance Program, including the Design-Builder’s QC. The Independent Assurance (IA) agent for the Project will be designated by the Agencies.

“Key Personnel” means the Proposer’s proposed:

- A) Project Executive;
- C) Project Manager;
- D) Deputy Project Manager;
- E) Design Manager;
- F) Bridge (Main Span) Lead Designer;
- G) Bridge (Approaches) Lead Designer;
- H) Foundations Lead Designer;
- I) Lead Demolition Engineer;
- J) Lead Architectural Designer;

- K) Environmental Compliance Manager;
- L) Construction Manager;
- M) Quality Manager; and
- N) Safety Manager.

“Lead Principal Participant” means the Principal Participant that is designated by the Proposer as having the lead responsibility for managing the Proposer’s organization.

“Major Participant” means each Principal Participant, Specialty Subcontractor, the lead bridge subcontractor, lead highway subcontractor, lead bridge engineering firm and lead highway engineering firm.

“Person” means any individual or a corporation, sole proprietorship, limited liability company, joint venture, partnership or other legal entity.

“Price Proposal” means the price component of a Proposal.

“Principal Participant” means any of the following entities:

- A) the Proposer;
- B) if the Proposer is a partnership, joint venture, or limited liability company, any general partner or any member of the joint venture or LLC; and/or
- C) any Equity Participant.

“Procurement Website” means the website www.thruway.ny.gov and any Project-related websites accessible from that website via hyperlink.

“Project” means the improvements to be designed and constructed by the Design-Builder and all other Work products to be provided by the Design-Builder in accordance with the Contract Documents.

“Proposal” means the proposal submitted by the Proposer in response to the RFP, including any revisions thereto. If the RFP requests submittal of best and final offers, the term “Proposal” means the best and final offer submitted by the Proposer, including any revisions thereto.

“Proposer” means a Person submitting a Statement of Qualifications for the Project in response to this RFQ. In the context of responses to the RFP, the term means a firm on the Shortlist that submits a Proposal.

“QC Engineer” means an engineering/testing firm within the Design-Builder organization but independent of the Design-Builder’s construction management organization with responsibility for administering, managing and conducting the construction QC inspection, sampling and testing specified in the Contract Documents and the Design-Builder’s Quality Plan. The QC Engineer may not be owned in any part or controlled by the Design-Builder, any Principal Participant, or by any construction Subcontractor. The Designer or a firm associated with or subsidiary to the Designer, may serve as the QC Engineer, unless the Designer is a Principal Participant or is an Affiliate of any Principal Participant or construction Subcontractor.

“Quality Assurance (QA)” means all planned and systematic oversight actions by the Agencies necessary to provide confidence that the Design-Builder is performing QC in accordance with the Quality Plan, that all Work complies with the Contract and that all materials

incorporated in the Work, all equipment, and all elements of the Work will perform satisfactorily for the purpose intended. QA includes, but is not limited to, monitoring and verification of design through auditing, spot-checking and participation in the review of the design, and monitoring and verification of construction, manufacturing/process facilities and equipment, on-site equipment and QC documentation through auditing, spot inspections and reconciliation of material acceptance and rejection based on QC testing and Verification Sampling and Testing at production sites and the Project site. Quality Assurance also includes Independent Assurance, consultation and provision of written comments by the Agencies, documentation of QA activities, final inspection and final acceptance.

“Quality Assurance Program” means the overall quality program and associated activities including the Agencies’ Quality Assurance, Design-Builder Quality Control, the Contract’s quality requirements and the Design-Builder’s Quality Plan.

“Quality Control (QC)” means the total of all activities performed by the Design-Builder, Designer, Subcontractors, producers or manufacturers to ensure that the Work meets Contract requirements. For design, this includes, but is not limited to, procedures for design quality, checking, and design review including reviews for constructability, and review and approval of Working Plans. For construction this includes, but is not limited to: procedures for materials handling and construction quality; inspection, sampling and testing of materials, plants, production and construction; Material certifications, calibration and maintenance of equipment; production process control; and monitoring of environmental compliance. Quality Control also includes documentation of all QC design and construction efforts.

“Quality Control Manager” means the individual employed by the Design-Builder who is responsible for the overall Quality Control program of the Design-Builder, including the quality of management, design and construction.

“Quality Plan” means the Design-Builder’s plan for implementing the Design-Builder’s overall quality program and associated activities, including Design-Builder’s QC and procedures to assure and document quality of design and construction activities through reviews, inspections, testing, internal communications, and necessary interfaces with the Agencies.

“Reference Documents” means the documents provided with and so designated in the RFP. The Reference Documents, including Plans contained therein and/or so designated, are not Contract Documents and are provided to the Design-Builder for informational purposes only and are relied upon at the Design-Builder’s own risk.

“Request for Proposals (RFP)” means a written solicitation issued by the Agencies seeking Proposals (including technical and price) to be used to identify the Proposer offering the best value to the Agencies. The RFP will be issued only to Persons who are on the Shortlist.

“Request For Qualifications (RFQ)” means the written solicitation issued by the Agencies seeking SOQs to be used to identify and shortlist the Proposers to receive the RFP for the Project.

“Shortlist” means the list of Proposers that the Agencies determine are the best highly qualified potential Design-Builders for the Project, based on an evaluation of SOQs submitted by such Persons.

“SOQ Due Date” means the date on which Proposals in response to this RFQ are due, as such date may be adjusted from time to time by the Agencies in their sole discretion.

“Specialty Subcontractor” means those consultants or subcontractors identified to perform Work critical to the success of the Project, such as the Designer, QC Engineer, or any subcontractors for bridges, retaining structures, demolition, environmental compliance, erosion and sediment control, pavement, landscaping, or other specialty Work.

“Statement of Qualifications (SOQ)” means the information prepared and submitted by a Proposer in response to this RFQ.

“Verification Sampling and Testing” means sampling and testing performed to validate the quality of the product. The Agencies, or a firm retained by the Agencies, will perform Verification Sampling and Testing.

“Work” means all of the administrative, design, engineering, real property acquisition support services, utility support services, procurement, legal, professional, manufacturing, supply, installation, construction, supervision, management, testing, verification, labor, materials, equipment, maintenance, documentation and other duties and services to be furnished and provided by the Design-Builder as required by the Contract Documents, including all efforts necessary or appropriate to achieve final acceptance of the Project and to fulfill the Design-Builder’s warranties. In certain cases, the term is also used to mean the products of the Work.



New York State Department of Transportation
New York State Thruway Authority

**TAPPAN ZEE HUDSON RIVER
CROSSING PROJECT**

DESIGN-BUILD PROJECT

**REQUEST FOR QUALIFICATIONS
APPENDIX E
CONFLICTS OF INTEREST
REQUIREMENTS**

November 21, 2011

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1.0 PURPOSE AND GOALS

This Appendix E provides information regarding conflict of interest policies and requirements applicable to Proposers and their team members.

The Agencies' goals in adopting these policies and requirements include:

- A) protecting the integrity, transparency, competitiveness and fairness of the planning, procurement, design, construction or development of the Project;
- B) avoiding circumstances where a potential design-builder obtains, or appears to obtain, an unfair competitive advantage as a result of work performed by a Consultant;
- C) providing guidance to potential design-builders in establishing teams for the Project; and
- D) ensuring compliance with applicable legal requirements.

2.0 DEFINITIONS

Refer to Appendix D for the meanings of capitalized terms used but not defined herein. The following terms, as used in this Appendix E, have the following meanings.

“Consultant” means any Person that is currently performing or has previously performed professional or consulting services for one or both Agencies or for another public agency with respect to the Project. The term includes, without limitation, any person or legal entity providing accounting, auditing, architecture, landscape architecture, construction project management, engineering, environmental consulting, land surveying, legal, or right of way acquisition services for the Project, and includes subconsultants at all tiers.

“Organizational Conflict of Interest” means a circumstance arising out of existing or past activities, business or financial interests, familial relationships, contractual relationships, and/or organizational structure (i.e. parent entities, subsidiaries, Affiliates etc.) of a Proposer or any of its team members that results in (i) impairment or potential impairment of a Consultant's ability to render impartial assistance or advice to the Agencies, or of its objectivity in performing work for the Agencies; (ii) an unfair competitive advantage for any Proposer with respect to the procurement process for the Project, including access to information that is not generally available to the other Proposers, based on services previously provided by a Consultant with respect to the Project; or (iii) a perception or appearance of impropriety with respect to the procurement process for the Project (regardless of whether any such perception is accurate).

3.0 FEDERAL AND STATE REQUIREMENTS

3.1 Federal Requirements

The Project is subject to the Federal Highway Administration's organizational conflict of interest regulations found in 23 CFR Section 636.116. Among other things, the regulation restricts Consultants who have assisted the owner in preparation of an RFP from participating on design-build teams submitting a proposal in response to the RFP. However, the regulation allows the owner to determine there is not an organizational conflict of interest for a consultant or subconsultant where:

- (i) The role of the Consultant or subconsultant was limited to provision of preliminary design, reports, or similar low-level documents that will be incorporated into the RFP, and did not include assistance in development of instructions to offerors or evaluation criteria, or
- (ii) All documents and reports delivered to the Agencies by the Consultant or subconsultant are made available to all offerors.

Section 636.116 precludes Consultants responsible for preparing documents under NEPA from participating on design-build teams prior to the date the final NEPA decision is issued, but allows the owner to permit NEPA subconsultants to participate on teams by releasing them from further responsibilities with respect to the preparation of the NEPA document. Refer to Section 4.0.

3.2 State Law

Proposers and their team members are also subject to requirements of New York laws and regulations that affect Persons contracting with state agencies. Examples of such requirements include Public Officers Law Section 73(8) and State Finance Law Sections 139-j, 139-k and 163(2). Nothing in this Policy is intended to limit, modify, supersede or otherwise alter the effect of these laws and regulations. The Agencies' decision to place a Proposer on the Shortlist shall not preclude the Agencies from later determining that a violation of applicable requirements has occurred and taking appropriate action.

4.0 NEPA CONSULTANTS

Consultants responsible for preparing the Project EIS are precluded from joining any Proposer's team until after the Record of Decision has been issued.

5.0 RESTRICTIONS AFFECTING PARTICIPATION ON MULTIPLE PROPOSER TEAMS

No Principal Participant, nor Subcontractor that will act as the lead bridge contractor, lead highway contractor, lead bridge engineering firm or lead highway engineering firm, nor any firm that employs one or more of the individuals named as Key Personnel under Section 4.4.2.3 of the RFQ on behalf of one Proposer may participate on another Proposer's team, and no Affiliate of any such Principal Participant or Subcontractor may participate on another Proposer's team. Firms that employ the Quality Manager and/or Safety Manager, but no other key personnel, are exempted from this provision.

6.0 OBLIGATION TO DISCLOSE CONFLICTS OF INTEREST

Each Proposer is responsible for determining whether an actual, potential or perceived Organizational Conflict of Interest exists with respect to itself and its team members. The Proposer is required to disclose on Form U all relevant facts concerning any past, present or currently planned interests of the Proposer, its team members, and Affiliates which may present a conflict, and to provide information regarding steps taken to mitigate the potential conflict.

The obligation to disclose actual, potential and perceived Organizational Conflicts of Interest is ongoing throughout the procurement. Proposers should undertake reasonable due diligence, including necessary conflict searches, to determine whether new actual, potential or perceived Organizational Conflicts of Interest have arisen. Due diligence should extend to investigation of past relationships and to officers or directors of the Proposer and its team members. If information is discovered requiring disclosure, the Proposer shall promptly submit a revised Form U to the Agencies' Designated Representative for review.

7.0 REVIEW OF DISCLOSURES BY AGENCIES

Based upon a review of the information submitted by a Proposer on Form U, the Agencies may determine that an actual or potential organizational conflict of interest exists. If this occurs, the Agencies may identify any actions that must be taken to avoid, neutralize, or mitigate such conflict. Alternatively, the Agencies may disqualify the Proposer as a result of the conflict, or may advise the Proposer that the team member must be removed.

8.0 FAILURE TO COMPLY

If a Proposer or any of its team members fails to comply with the requirements set forth herein, or otherwise fails to timely disclose an actual, potential or perceived Conflict of Interest, the Agencies may, in their sole discretion:

- A) Preclude and/or disqualify the affected Persons and their Affiliates from participation in the Project;
- B) Require the affected Persons and their Affiliates to implement mitigation measures;
- C) Terminate existing contracts with such Person and its Affiliates; and/or
- D) Pursue any and all other rights and remedies available at law, in equity or set forth in applicable procurement or contract documents, which rights and remedies shall include the right to seek any and all direct or indirect costs and damages resulting from the Person's failure to comply with this Policy, including, but not limited to, costs resulting from third-party challenges to the procurement or the Agencies' re-procurement of the Project.

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