

Date:	January 7, 2014
Subject:	Questions and Answers
Solicitation Number:	3513R08
Opening Date/Time:	No later than 1:00 pm on January 31, 2014
Addendum Number:	7

To All Proposers:

The Commonwealth of Pennsylvania defines a solicitation “Addendum” as an addition to or amendment of the original terms, conditions, specifications, or instructions of a procurement solicitation (e.g., Invitation for Bids or Request for Proposals), including but not limited to questions and answers, which are considered a material part of the solicitation.

Please see the following update:

1. **Question** – Can the RFQ be also provided in editable document (MSWord) format to facilitate completion of the required forms?

Answer – Some forms are now available in an alternative format at www.P3forPA.com on the “Updates, Current Advertisements” page.

2. **Question** – This question is general in nature and has no specific reference to a section number or page number of the RFQ. In general, for contractors, how long is the process to gain PennDOT prequalification?

Answer – As part of the prequalification application evaluation process, PennDOT will verify the experience of the contractor. It is important to note that the primary reason for a prequalification application to not be approved is that the contractor’s references have either not responded to PennDOT or have not sufficiently verified the contractor’s experience. If all required information is received from the contractor, responses are promptly received from references and contractor experience is verified, the process should take no more than 60 days.

3. **Question** – RFQ Section 6.5 (page 20) appears to be internally inconsistent. The first paragraph states that the “Lead Contractor,” which by the definition on page 3 of the RFQ includes individual members of a joint venture acting as the Lead Contractor, must be prequalified as a “general highway contractor” with “unlimited financial capacity” at the time of short-listing. The second paragraph of Section 6.5 provides that 67 Pa. Code 457.15, which, among other things, requires individual members of a joint venture to be prequalified, shall not apply for this project with respect to any Lead Contractor that is a joint venture. Whether or not the individual members of joint venture acting as the Lead Contractor need to meet the stated prequalification requirements is unclear. In order to allow maximum flexibility in the composition of the Lead Contractor so that such entity can address construction and Professional Services, we request that the requirements for members of the Lead Contractor be adjusted. We would propose that Section 6.5 be revised as follows.

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6.5. Prequalification Requirement for Lead Contractor(s)

Subject to the following, the Project is being procured in accordance with the requirements of 67 Pa. Code CH. 457. A Proposer will only be capable of being selected as a Short-listed Proposer to the extent that each the Lead Contractor in its Proposer team is prequalified, pursuant to 67 Pa. Code CH. 457, as a “general highway contractor” with “unlimited financial capacity” at the time the Short-listed Proposer is selected. With respect to any Lead Contractor that is a consortium, partnership or other form of joint venture, the requirements of this section shall be satisfied if: (a) at least 50% of the members of the consortium, partnership or joint venture acting as the Lead Contractor meet the prequalification requirements set forth herein and (b) the remaining members of the Lead Contractor are prequalified by PennDOT as contractors or consultants capable of performing Professional Services.

With respect to any Lead Contractor that is a consortium, partnership or other form of joint venture the requirements of 67 Pa. Code § 457.15 shall not apply to this Project.

Answer – See Addendum 4 issued 12/23/13. To the extent that the Lead Contractor is a joint venture, consortium or any other form of partnership, each member of the Lead Contractor needs to be prequalified as a “general highway contractor” with “unlimited financial capacity” by the date that Short-listed Proposers are required to submit their Proposals. Prequalification is a requirement for any private entity that anticipates performing construction, there is no prequalification requirement for non-construction activities such as professional design services.

4. **Question** – Proposers comprised of joint ventures or consortiums include multiple firms, each will be required to submit respective Forms. Please clarify that all of the Forms (A, B, C, D, E) and the information in Appendix 6 required for Volume I are excluded from the prerequisite 80 page maximum. [General]

Answer – See Addendum 6 issued January 6.

5. **Question** – Please clarify what constitutes “any letters required to be appended to Form A.” [Ref: RFQ p. 15 5.2(a)]

Answer – See Addendum 6 issued January 6.

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6. **Question** – Please provide the responsibilities and minimum qualifications for the Key Personnel. [Ref: RFQ pp.31&32 4(a) thru 4(f)(iv)]

Answer – Respondents are responsible for putting together a management team at the Development Entity, Major Non-Equity Member or other levels that demonstrates capability and experience in financing, delivering and maintaining projects of similar scale, nature and complexity while ensuring alignment of incentives with the different firms in the Proposer team.

7. **Question** – We request that the confidential financial information, financial statements and reports of material changes, be provided in separate sealed envelopes for the private corporation members of the Proposer or Lead Contractor. We propose that the financial statements required by Appendix 4 paragraph 1.(a), the report of material changes in financial condition required by Appendix 4 paragraph 2, and Form F be submitted in separate sealed envelopes for each private corporation and make part of Volume 2 of the SOQ along with the other information required in Volume 2. [Ref: RFQ p.37]

Answer – PennDOT is unable to accommodate this request.

8. **Question** – We request the requirement for 16 copies of Volume 2, Financial Capacity and Bonding Requirements, in the SOQ be reduced in number considering the confidential nature of the information. [General]

Answer – PennDOT is unable to accommodate this request.

9. **Question** – This question refers to Page 3 Part A.1. and Page 33 Appendix 2 Part 1 of the RFQ. Given the unique nature of the maintenance requirements of the Project, we request that the experience of a Lead Maintenance Contractor’s exclusive maintenance subcontractor be taken into account in evaluating the Lead Maintenance Contractor’s relevant experience. One way of effecting this change would be to introduce the definition of a “Major Maintenance Contractor” as follows:

“Major Maintenance Contractor” means an exclusive subcontractor to the Lead Maintenance Contractor who will be responsible for a material portion of responsibilities of the Lead Maintenance Contractor.

Appendix 2 (Relevant Experience), Section 1 would also be amended to include the experience of any Major Maintenance Contractor.

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Answer – No amendment will be made to the RFQ.

- 10. Question** – 01, Section 5.2, page 15: Teaming arrangements and entities involved in this project are complex and involve detailed responses. The completion of Forms B and C alone will consume more than the 80 page count defined for Volume 1. Please exclude Forms B and C from the page count defined for Volume 1.

Answer – See Addendum 6 issued January 6.

- 11. Question** – Please clarify the instructions if this response is to address safety and protection of individual bridges during the construction of each (i.e. general construction means and methods) or only of the Replacement Bridges post-construction (during the O&M period)

Answer – Via Section 2.(e) of Appendix 3, PennDOT would like to know the Proposer’s general approach to safety during construction of the Replacement Bridge Project and the safety of the project post construction during the maintenance period.

- 12. Question** – Can the RFQ be also provided in editable document (MSWord) format to facilitate completion of the required forms?

Answer – Some forms are now available in an alternative format at www.P3forPA.com on the “Updates, Current Advertisements” page.

- 13. Question** – Section 7.2.3. states that financial capability information included in Volume 2 is exempt from public disclosure. Please verify that all information requested in Appendix 4 of the RFQ will be exempt from disclosure under the Freedom of Information Act.

Answer – All requested financial information included in Volume 2 and elsewhere in the SOQ is legally exempt from public records disclosure under 65 P.S. § 67.708(b) (26) and Section 9111 of the Public-Private Transportation Partnership Law, 74 Pa.C.S. § 9111.

- 14. Question** – This question is in reference to Section 4 of Appendix 1 on Pages 31 and 32 of the RFQ: “Section 4(a) through 4(f) of the RFQ includes a requirement to name various key personnel. Recognizing that different DBFM teams are structured in different ways and therefore have different titles/positions, we request clarification on the list you provide and PennDOT’s understanding of the different titles requested.

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Does PennDOT envision the personnel in 4(a) through (d) - [Project Executive, Project Manager, Deputy Project Manager, and Financial lead] all directly report to the overall DBFM Special Purpose Vehicle and not the lead DB Contractor entity or others? Similarly, is the position in 4(f)(i) [Construction Manager] envisioned by PennDOT to be the lead person for the DB Contractor entity?"

Answer – Respondents are responsible for putting together a management team at the Development Entity, Major Non-Equity Member or other levels that demonstrates capability and experience in financing, delivering and maintaining projects of similar scale, nature and complexity while ensuring alignment of incentives with the different firms in the Proposer team.

15. In Section 5.2 on Page 15 of the RFQ please clarify whether Forms B and Forms C submitted in Volume 1 of the SOQ will be counted towards the 80 page limit for Volume 1.

Answer – See Addendum 6 issued January 6.

16. In Section 5.2 on Page 15 of the RFQ please confirm that 11” x 17” pages are allowed in Volume 1 for Form D, Form E, Form F, schematics, organizational charts, other drawings, or schedules.

Answer – Confirmed.

17. In Section 5.2 on Page 15 of the RFQ Pursuant to the above question [Question 16], if 11” x 17” pages are allowed in Volume 1, please confirm that each side is considered one (1) page towards the 80 page limit for Volume 1.

Answer – Confirmed.

18. **Question** – This question is general in nature and is in reference to anywhere the RFQ requests an “original” signed document. Definition of “original” – in light of the timeframe to respond to the RFQ, Respondent requests that PennDOT accepts signatures in blue ink, scanned and then printed or photocopied in color for inclusion as an “original” in the hardcopies of the SOQ.

Answer – PennDOT is unable to accommodate this request.

19. **Question** – This question is in reference to Appendix 1 on Pages 31 and 32. Please clarify the number of references required for the Project Executive in Appendix 1.

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Answer – Please refer to Addendum 6 issued January 6. PennDOT requires 3 references for the Project Executive in Appendix 1.

20. Question – This question is in reference to Appendix 1 on Pages 31 and 32. Appendix 1 reads “An express, written statement from each entity employing such individuals committing that the individuals designated in the SOQ for the positions or roles described in (a) through I above shall be available to serve the role so identified in connection with the Project.”

- Please clarify which roles are required to be included in the in the written statement.

Answer – (a) through (d)

- Please clarify whether these commitment letters will be counted towards the 80 page limit for Volume 1.

Answer – Commitment letters will count towards the 80 page limit.

21. These questions are in reference to Appendix 3 on Pages 35 and 36.

In light of the sensitive financial information requested in Appendix 3, § 3 of the RFQ, Respondent requests that PennDOT move §3 of Appendix 3 to Volume 2, because this information is “financial capability information” and exempt from public records disclosure under 65 P.S. § 67.708(b)(26). Specific examples include:

- a) § 3(a) – “...shall also identify the origin of such funds and the internal process to be followed in order to secure their commitment.”
 - The origin identity and process of securing funds by the Respondent requests specific information concerning the Respondent’s financial capability and is exempt from public records disclosure under 65 P.S. § 67.708(b)(26).
- b) § 3(a) – “...shall indicate whether any foreseeable conditions, including but not limited to other investment opportunities pursued by the Equity Member, or its affiliates, may impact its ability to make the relevant equity investment.”

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Identifying other investment opportunities being pursued by any Equity Member and how these impact its ability to make an equity investment requests specific information concerning the Respondent's financial capability and is exempt from public records disclosure under 65 P.S. § 67.708(b)(26).

- c) § 3(b) – “A description of the recent financial performance and strength of each member of the Proposer team that is a Lead Contractor and each Proposed Guarantor of the same, including backlog, profitability, capital structure, ability to service debt, and other key commitments and contingencies”

Descriptions of the recent financial performance of members of the Respondent requests specific information concerning the Respondent's financial capability and is exempt from public records disclosure under 65 P.S. § 67.708(b)(26) .

- d) § 3(c) – “...identifying the potential sources of financing for the Project, as well as the benefits and potential challenges with each one of them”

The origin identity and process of securing funds by the Respondent requests specific information concerning the Respondent's financial capability and is exempt from public records disclosure under 65 P.S. § 67.708(b)(26).

- e) § 3(d) – “At least three, but no more than five letters from underwriters or from commercial banks, indicating that the Proposer team is capable of securing, managing and bringing to financial close the financing of a project of the size and nature comparable to the Project.”

- Statements from underwriters or other commercial banks discussing the Respondent's financial capabilities requests specific information concerning the Respondent's financial capability and is exempt from public records disclosure under 65 P.S. § 67.708(b)(26)

Answer – The requested financial information in items (a) through (e) above is exempt from public records disclosure under 65 P.S. § 67.708(b)(26) and Section 9111 of the Public-Private Transportation Partnership Law, 74 Pa.C.S. §9111. These exemptions are statutory and apply without regard to where the information is set forth in the SOQ. Also, to the extent that the information being provided constitutes a trade secret or confidential proprietary information, please refer to section 7.2.3 of the RFQ.

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22. Section 2.2.3. indicates that PennDOT is in the process of developing geotechnical information based on a “two borings per bridge” plan. Please confirm that this plan applies to not only the Early Completion Bridges but to all eligible bridges.

Answer – PennDOT confirms.

23. Appendix 1, Paragraph 4(f), SOQ page 32 indicates that references supplied for all Key Personnel resumes must be related to projects which took place within the past five years, unless a longer time horizon is needed to fulfill the total number of references required (3 in most cases). Is it the Department’s intent to consider an individual’s relevant experience only within the past five years, or may the resumes include projects from a larger portion of an individual’s career, provided that that the references included are related to projects which meet the five year time frame?

Answer – It is not the Department’s intent to consider an individual’s relevant experience only within the past five years.

24. Question – Reference SOQ Section 5.2 Second paragraph, Page 15 – Will page separators (tabs) count against the page limit for Volume 1?

Answer – No they will not, so long as any text is limited to title, page numbers or other information intended to help organize the document in a logical manner.

25. Question - Reference Appendix 2, Paragraph 1 SOQ page 33. RFQ Appendix 2 RELEVANT EXPERIENCE requires that projects included within Form D must have been constructed within the past eight years. Will PennDOT please modify this requirement to allow the inclusion of O&M project experience which has been performed on contracts within the past eight years, even though the maintained assets may have been constructed more than eight years ago? This request is being made to allow PennDOT to consider pertinent structures maintenance experience involving structures more than eight years old, which is pertinent to this project due to the 25+ year project Term.

Answer – PennDOT accepts this request, please refer to Addendum 6 issued January 6.

Except as clarified and amended by this Addendum, the terms, conditions, specifications, and instructions of the solicitation and any previous Addendum(s), remain as originally written.

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Regards,



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