

STATE OF LOUISIANA

LA 3241: I-12 TO BUSH

PUBLIC-PRIVATE PARTNERSHIP

PROJECT

ST. TAMMANY PARISH

STATE PROJECT NO. H.004985

REQUEST FOR QUALIFICATIONS

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1.0 INTRODUCTION AND GENERAL INFORMATION

The purpose of this Request for Qualifications (RFQ) is to seek Statements of Qualifications (SOQ) from a limited number of qualified Proposers for the design, construction, finance, and other identified activities for the LA 3241: I-12 to Bush Public-Private Partnership (PPP) Project (the “Project”).

Statements of Qualifications will only be accepted from Proposers that have submitted a Letter of Interest (LOI) and that intend to provide services required under the Comprehensive Agreement. Responses from individual engineering, construction, or consultant firms not offering to provide all required services will not be accepted.

After receipt of SOQs in response to the RFQ, the LA DOTD will evaluate Proposers’ qualifications. Based upon the evaluation of qualifications, the LA DOTD will determine a Short-List of no more than three of the most highly qualified Proposers. The Draft Request for Proposals (the “Draft RFP”) and the Final Request for Proposals (the “Final RFP”) will only be issued to, and Proposals will only be considered from, those Proposers that have been notified of their inclusion on the Short-List.

1.1 ABBREVIATIONS AND DEFINITIONS

This Request for Qualifications includes abbreviations and specific defined terms as indicated below.

1.1.1 Abbreviations

DB	Design-Build
DBE	Disadvantaged Business Enterprise
EIS	Environmental Impact Statement
ITP	Instructions to Proposers
JV	Joint Venture
LA DOTD	Louisiana Department of Transportation and Development
LLC	Limited Liability Company
LOI	Letter of Interest
NEPA	National Environmental Policy Act
NOI	Notice of Intent
NTP	Notice to Proceed
PPP	Public-Private Partnership
RFP	Request for Proposals
RFQ	Request for Qualifications
ROD	Record of Decision
SOQ	Statement of Qualifications
US	United States

1.1.2 Definitions

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

“Advertisement” means a public announcement in the form of the Notice of Intent (NOI) inviting prospective Proposers to obtain an RFQ and submit an SOQ. The Advertisement includes a brief description of the Work proposed to be the subject of the procurement with an announcement where the RFQ may be obtained, the terms and conditions under which SOQs will be received, and such other matters as the LA DOTD may deem advisable to include therein. The Advertisement for this Project was published on July 11, 2019.

“Affiliate” means any of the following:

- A) A Person which directly or indirectly, through one or more intermediaries, controls, is controlled by, or is under common control with the Proposer; or
- B) A Person for which ten percent or more of the equity interest in such Person is held directly or indirectly, beneficially or of record, by the following:
 - 1) The Proposer; or
 - 2) Any Affiliate of the Proposer 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.

“Clarification” means a written exchange of information that takes place between a Proposer and the LA DOTD after the receipt of all SOQs during the evaluation process. The purpose of Clarifications is to address ambiguities, omissions, errors or mistakes, and clerical revisions in an SOQ.

“Comprehensive Agreement” means the written agreement between the LA DOTD and the successful Proposer setting forth the obligations of the parties thereunder, including, but not limited to, the performance of the Work, the furnishing of labor and material, financing, and the basis of payment. The Comprehensive Agreement includes the Contract Documents identified in the Request for Proposals (RFP); the successful Proposer’s Technical Proposal; the successful Proposer’s Financial/Price Proposal; the Notice to Proceed (NTP); and any amendments, supplemental agreements, and change orders that are required to complete the design, construction, and financing of the Project, including authorized extensions thereof, all of which constitute one instrument.

“Construction Subcontractor” means any member of the Proposer’s team, other than the Lead Contractor, that will be responsible for 20% or more of the construction work on the Project.

“Contract Documents” means the Comprehensive Agreement, Technical Provisions, the successful Proposer’s Technical Proposal, the successful Proposer’s Financial/Price Proposal,

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and all provisions required by law to be inserted in the Comprehensive Agreement whether actually inserted or not. Whenever separate publications, including the LA DOTD's Standard Specifications, are referenced in the Contract Documents, it is understood to mean the publication, as amended, which is current as of the Proposal due date, unless otherwise noted.

“Design-Build Work” means the portion of the Work for the design, construction, maintenance, alteration and repair of the Project performed during the design and construction period.

“Developer” means the Person selected pursuant to the RFP that enters into the Comprehensive Agreement with the LA DOTD to design, construct, and finance the Project.

“Financial Advisor” means the Person employed by, or contracted to, the Proposer primarily responsible for structuring and implementing the financing plan for the Project.

“Instructions to Proposers” means those documents containing directions for the preparation and submittal of information by the Proposers in response to the RFP.

“Lead Contractor” means the member of the Proposer, whether a single entity or joint venture, primarily responsible for the construction of the Project.

“Lead Designer” means the member of the Proposer, whether a single entity or joint venture, primarily responsible for the design and engineering of the Project.

“Louisiana Department of Transportation and Development” means the agency or its representatives.

“Person” means any individual, firm, corporation, company, Joint Venture (JV), Limited Liability Company (LLC), or partnership.

“Project” means the improvements to be designed, constructed, and financed by the Developer and all other Work product to be provided by the Developer in accordance with the Contract Documents.

“Proposal” means the offer (in response to the RFP) of the Proposer for the Work, when executed and submitted in the prescribed format and on the prescribed forms.

“Proposer” means a Person submitting an SOQ for the Project in response to this RFQ, and, if selected for the Short-List, an entity submitting a Proposal.

“Public-Private Partnership” means a project delivery methodology by which the LA DOTD contracts with a Person that has responsibility for the design, construction, financing, operations, and/or maintenance of a project under a single contract with the LA DOTD.

“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

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Contract Documents and are provided to the Proposers for informational purposes and for use in the Proposer's Proposal preparation, at the Proposer's discretion.

“Request for Proposals” means a written solicitation issued by the LA DOTD seeking Proposals to be used to identify the successful Proposer. The RFP includes the Instructions to Proposers (ITP), Contract Documents, and Reference Documents. This document is issued only to Proposers that are on the Short-List.

“Request for Qualifications” means the written solicitation issued by the LA DOTD seeking SOQs to be used to identify and short-list the most qualified Proposers to receive the RFP for the Project.

“Secretary” means the Secretary of the Louisiana Department of Transportation and Development.

“Short-List” means the list of those Proposers that have submitted SOQs that the LA DOTD determines, through evaluation of the SOQs, are the most qualified Proposers and that will be invited to submit Proposals in response to an RFP.

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

“Weakness” means a flaw in the SOQ that increases the risk of unsuccessful performance under the Comprehensive Agreement. A significant Weakness in the SOQ is a flaw that appreciably increases the risk of unsuccessful performance under the Comprehensive Agreement.

“Work” means the furnishing of all labor, material, equipment, and other incidentals necessary or convenient to the successful completion of the Project and the carrying out of all the duties and obligations imposed by the Comprehensive Agreement.

1.2 PROJECT POLICY STATEMENT AND GOALS

1.2.1 Project Policy Statement

Louisiana Highway 21 (“LA 21”) is the primary north-south facility presently serving the area. The current four-lane section of LA 21 moves traffic onto a series of two-lane, rural arterials to traverse St. Tammany Parish from north to south. While vehicles travel through rural areas often unimpeded, their presence in urbanized areas places additional demand on existing congested roadways. That can lead to increased frequency of congestion, travel time delays, and crashes. The Project would provide an alternative to the older, two-lane, rural roadway system. A four-lane principal arterial that meets today’s design guidelines would shift a portion of the travelers that are contributing to congestion and delays and provide them with a faster and safer means to reach their destinations. Additionally, this Project will contribute to minimizing the outmigration of a rural region while supporting the rural economy of that region as originally intended. The Project provides for the design, construction, and financing of a new four-lane highway between Interstate-12 (I-12) north of Bush, Louisiana.

The Project was planned as part of the Transportation Infrastructure Model for Economic Development (“TIMED”) Program, for which legislation was passed in 1989. The 30-year delay in delivering this project is attributable to poor financial forecasting that resulted in an overextended debt service extending to 2045 that, when combined with a prolonged permitting process, caused an unacceptable delay to this very critical project. The Federal Highway Administration (“FHWA”) issued a Record of Decision in 2016, and preconstruction activities are currently underway.

It is the LA DOTD’s position that this Project provides an opportunity to involve private-sector partners in the development, design, construction, and financing of a transportation facility through a PPP. The LA DOTD is seeking a private partner to work together to innovate design and construction means and methods in order to efficiently meet the goal of an urban and rural four-lane roadway from I-12 to Bush, Louisiana, with an initial two-lane facility for the full length of the Project required at a minimum. The phasing and timing of the ultimate build-out is dependent upon the timing and availability of funding.

1.2.2 Project Goals

The Louisiana Department of Transportation and Development’s goals for the Project are as follows:

- A) Design, construction, and financing of a logical direct four-lane principal arterial highway connecting I-12 to the southern terminus of LA 21 in Bush, Louisiana;
- B) A Project that reduces congestion and delays for those traveling from northern St. Tammany Parish and Washington Parish to I-12;
- C) A well designed and constructed facility that is safe, durable, and maintainable throughout its service life;
- D) Maintenance of traffic (MOT) and construction sequencing on all state highway crossings within the Project limits that minimizes impacts to the surrounding property owners, businesses, and traveling public;
- E) A Project that is responsive and addresses the items listed in the Summary of Permits, Mitigation, and Commitments of the approved Record of Decision (ROD);
- F) A Project that includes innovative means and methods of construction while remaining within the corridor established by the National Environmental Policy Act (NEPA) document that has community support;
- G) Utilization of private financing to accelerate delivery of the Project.

1.3 ROLE OF THE LOUISIANA DEPARTMENT OF TRANSPORTATION AND DEVELOPMENT

In the context of the Project, the LA DOTD is responsible for the following activities:

- A) Obtain environmental clearances and permits except those specifically assigned to the Developer;
- B) Prepare the RFQ and RFP, evaluate the SOQs and Proposals, determine the Short-List, and select the Developer;
- C) Procure and administer the Comprehensive Agreement;
- D) Provide due diligence information and data included in the Request for Proposals; and
- E) Approve and accept Work and payment for Work.

1.4 PROJECT DESCRIPTION

See Appendix A.

1.5 PROJECT SCHEDULE

The anticipated time of issuance of the Draft RFP is February 2020.

See Section 2.2 for the procurement schedule.

1.6 GOVERNING LAW

The laws of the State of Louisiana will govern the RFQ, RFP, and Comprehensive Agreement.

1.7 RULES OF CONTACT

The following rules of contact shall apply during this procurement. Contact includes face-to-face, telephone, facsimile, Electronic-mail (E-mail), or formal written communications.

The rules are designed to promote a fair, unbiased, legally defensible procurement process. The LA DOTD is the single source of information regarding this procurement.

The selection process began on July 11, 2019, with the publication of the NOI, and is anticipated to be completed with the execution of the Comprehensive Agreement. These rules of contact are now in effect. The specific rules are as follows:

- A) After submittal of SOQs, no Proposer or any of its members may communicate with another Proposer or members of another Proposer with regard to the Project or the SOQs, except that a Proposer may communicate with a subcontractor that is on both its team and another Proposer's team, so long as those Proposers establish a protocol to ensure that the subcontractor will not act as a conduit of information between the Proposers. (Communications among Proposers and their members is

- allowed during LA DOTD sponsored workshops and meetings);
- B) Contact between the Proposers and the LA DOTD (questions and responses to questions) must only be through the process identified in Section 1.8;
 - C) The Proposers shall not contact LA DOTD employees, including, department heads, members of the evaluation and short-list and/or evaluation and selection organization, and any official regarding the Project except through the process identified in Section 1.8;
 - D) The Proposers shall not contact stakeholder staff or any official regarding the Project or procurement;
 - E) Any contact determined to be improper, at the sole discretion of the LA DOTD, may result in disqualification;
 - F) Any official contact regarding the Project will be disseminated from the LA DOTD on LA DOTD letterhead. Any official contact will be in writing and signed by the LA DOTD's designated representative; and
 - G) The LA DOTD will not be responsible for any verbal communication or any other information or contact that occurs outside the official communication process specified herein.

1.8 PROPOSER QUESTIONS

The LA DOTD will only consider questions submitted in writing by Proposers regarding the RFQ, including requests for clarification and requests to correct errors. All such requests must be submitted in writing in the format shown on Form Q (Appendix C) to P3LA3241I-12toBush@la.gov.

Questions will not be considered unless submitted in accordance with this Section 1.8. All responses shall be in writing and shall be delivered without attribution to all Proposers.

Only questions regarding the RFQ received by 2:00 p.m. (Central Time) on the date specified in Section 2.2 will be addressed. Questions will not be accepted by telephone. Only E-mailed inquiries will be accepted.

RFQ questions must include the requestor's name, address, E-mail address, and telephone and facsimile numbers and the Proposer he/she represents.

A response to RFQ questions will be issued without attribution and sent to all recipients of this RFQ not later than the date specified in Section 2.2.

1.9 REQUEST FOR QUALIFICATIONS ADDENDA

If necessary, the LA DOTD will issue Addenda to modify conditions or requirements of this RFQ to recipients of this RFQ not later than the date identified in Section 2.2.

1.10 PRE-SOQ MEETINGS AND SUBMITTALS

The LA DOTD reserves the right to hold either joint informational meetings or individual one-on-one meetings with all Proposers at any time prior to the SOQ due date identified in Section 2.2.

1.10.1 Joint Informational Meetings

Prior to submission of Proposals, the LA DOTD will conduct a joint informational meeting with Proposers on the date specified in Section 2.2 and may hold additional joint informational meetings as it deems necessary.

The purpose of the joint informational meeting is for the LA DOTD to present information regarding the Project to Proposers. The joint informational meeting is scheduled for ~~Thursday, August 22~~ Tuesday, August 27, 2019, from 1:00 to 3:00 p.m. (Central). The joint informational meeting will be held at the LA DOTD's Headquarters Auditorium, located at 1201 Capitol Access Road in Baton Rouge, LA. The joint informational meeting is anticipated to last no more than two hours and will include a question and answer period.

Attendance at the joint informational meeting is not mandatory. Attendance at the joint informational meeting constitutes the Proposer's waiver of protest rights related to these meetings. Further, each Proposer, by submittal of its SOQ, acknowledges the opportunity to attend the joint informational meeting was offered to all Proposers, and waives any right to challenge this procurement based on its failure to attend any joint informational meetings.

Proposers may bring no more than three representatives to the joint informational meeting. ~~In order to qualify to attend the joint informational meeting, The LA DOTD requests that Proposers are required to confirm their attendance at this meeting, including the names of the Proposer's attendees, no later than five calendar days prior to the meeting date identified in Section 2.2.~~

Nothing stated at any joint informational meeting will modify the RFQ unless it is incorporated into the RFQ via an addendum issued pursuant to Section 1.9. The LA DOTD reserves the right to disclose to all Proposers any issues raised during joint informational meetings.

1.10.2 One-on-One Meetings

The LA DOTD may hold one-on-one meetings with individual Proposers at any time prior to the SOQ due date specified in Section 2.2.

If the LA DOTD determines that one-on-one meetings are in the best interest of this procurement, an invitation to a one-on-one meeting will be issued identifying the eligibility of firms to participate in the one-on-one meetings; specifics of the time, date, and location; attendees; and whether or not attendance at the one-on-one meetings is mandatory.

Any information and documents necessary for the preparation of SOQs that are disclosed by the LA DOTD during the course of a one-on-one meeting will be made available to all Proposers as soon as practicable, provided that the LA DOTD will not disclose such information if doing so

would reveal a Proposer's confidential business strategy. All Proposers and the LA DOTD agree that any other communications exchanged during the course of a one-on-one meeting will remain confidential until execution of the Comprehensive Agreement, unless records are exchanged that are proprietary or trade secret information. Should the LA DOTD receive a request for the release of information, not already protected, prior to execution of the Comprehensive Agreement, the Proposer whose information is requested will defend and hold harmless the LA DOTD as set forth in Section 4.4(D).

1.11 NOTIFICATION OF FIRMS ON THE SHORT-LIST

Each Proposer will be notified in writing whether or not it has been selected for the Short-List. Notifications may be expected not later than the date specified in Section 2.2.

1.12 COSTS

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

1.13 INELIGIBLE FIRMS

The Proposer is responsible to disclose all potential organizational conflicts of interest in its SOQ. A potential organizational conflict of interest may occur where consultants and/or subcontractors that assisted the LA DOTD in the preparations of this RFQ or the RFP will not be allowed to participate as a Proposer or a member of a Proposer in response to that RFQ/RFP. The following firms are determined to have a potential organizational conflict of interest for this Project:

- A) Nossaman LLP;
- B) APS Design and Testing, LLC;
- C) Ardaman & Associates, Inc.;
- D) BDS Enterprises, Inc.;
- E) Breazeale, Sachse & Wilson, LLP;
- F) Cardno, Inc.;
- G) CBRE, Inc.;
- H) CSRS, Inc.;
- I) ELOS Environmental, LLC;
- J) Ernst & Young Infrastructure Advisors, LLC;
- K) Evans-Graves Engineers, Inc.;
- L) Forestland Associates, LLC;
- M) Fugro USA Land, Inc.;

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- N) G.E.C., Inc.;
- O) GEM-JKM Construction Consultants, LLC;
- P) GOTECH, Inc.;
- Q) Gulf South Research Corporation;
- R) Hartman Engineering, Inc.;
- S) Lamont, Inc.;
- T) Maurin Enterprises, LLC;
- U) Picou Appraisals, LLC;
- V) Resource Environmental Solutions (RES), LLC;
- W) Right of Way Services, Inc.;
- X) Robinson Appraisal Services, LLC;
- Y) Shread-Kuyrkendall & Associates, Inc.;
- Z) SWCA Environmental Consultants;
- AA) T. Baker Smith, LLC;
- BB) Vectura Consulting Services, LLC; and
- CC) Volkert, Inc.

However, the LA DOTD may determine that there is not an organizational conflict of interest for a consultant or subcontractor under the following circumstances:

- 1) Where the role of the consultant or subcontractor 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 the development of the ITP or evaluation criteria at either the RFQ or RFP phase; and
- 2) Where all documents and reports that were delivered to LA DOTD by the consultant or subcontractor are made available to all the Proposers through the RFQ or the RFP.

The Proposer is required to provide information concerning potential organizational conflicts of interest in its SOQ. The successful Proposer must disclose all relevant facts concerning any past, present, or currently planned interests which may present an organizational conflict of interest. The Proposer must state how its interests, or those of its chief executives, directors, key Project personnel, or any proposed subcontractor may result in, or could be viewed as, an organizational conflict of interest.

In addition, any firm that is rendered ineligible through any state or federal action is ineligible to participate with any Proposer/Proposal. A Proposer must not submit an SOQ or Proposal, nor will an SOQ or Proposal be considered, if the Proposer, including those entities identified in

Section 1.13(A) through (D), is on the LA DOTD's list of Disqualified Contractors or Consultants or is debarred by the LA DOTD, any other agency of the State of Louisiana, or the federal government at any time prior to execution of the Comprehensive Agreement.

1.14 ORGANIZATIONAL REQUIREMENTS

Only prospective Proposers that are capable of completing this Project in its entirety will be eligible for the Short-List.

Participation by any of the following Persons on more than one Proposer's team shall be deemed an organizational conflict of interest disqualifying the affected Proposers:

- A) The Lead Contractor;
- B) The Lead Designer;
- C) A subcontractor responsible for performing more than 15% of the design or subcontractor responsible for performing more than 20% of the construction; or
- D) An Affiliate of any Person identified in Section 1.14(A) through (C) on another Proposer's team.

All Proposers affected by the conflict of interest will be disqualified, even if the Person or Affiliate causing the conflict is intended to have a different or lesser role than that described above.

It is a requirement of the LA DOTD that the Proposer's organization, including, team members and key management personnel, identified in the SOQ remain intact for the duration of the procurement process including the subsequent Comprehensive Agreement. A Proposer may propose substitutions for participants after the SOQ submittal. However, such changes will require written approval by the LA DOTD, which approval may be granted or withheld in the LA DOTD's sole discretion. Requests for changes must be made in writing no later than 30 working days prior to the due date for submittal of the Proposals. Requests for changes in any of the key personnel, the Lead Contractor, the Lead Designer, or other firms meeting criteria listed in Section 1.14 will be particularly scrutinized.

1.15 PROPOSAL STIPEND

The LA DOTD will provide a stipend to Proposers on the Short-List that submit a Proposal. The stipend amount, stipend eligibility, and requirements for receipt of the stipend will be disclosed in the RFP. The LA DOTD has the authority to use the concepts contained in the Proposal of any Proposer that accepts a stipend.

1.16 FEDERAL REQUIREMENTS

It is anticipated that the Project will be funded using federal-aid programs. Therefore, the procurement documents and the Comprehensive Agreement must conform to requirements of

applicable federal law, regulations, and policies, including, but not limited to, Buy America, Davis-Bacon wage rates, and Disadvantaged Business Enterprise (DBE) requirements. The RFP will include DBE requirements, including DBE participation goals for the Project.

1.17 COMPLIANCE WITH APPLICABLE LAWS

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

2.0 PROCUREMENT PROCESS

2.1 OVERALL PROCUREMENT PROCESS

The process for procurement of the Comprehensive Agreement will be in accordance with Louisiana Revised Statutes Title 48 Sections 250.4 and 2084 *et seq.*

The procurement process will include the following two phases:

- A) Request for Qualifications (determination of the Short-List); and
- B) Request for Proposals (selection of the Developer from the Proposers on the Short-List that submit Proposals).

Following the shortlisting of Proposers, the LA DOTD anticipates releasing a Draft RFP for Proposer review and comment. Following receipt of written comments, the LA DOTD may schedule one-on-one and/or group meetings with the Short-List to discuss issues and comments identified by the shortlisted Proposers.

Evaluation of the SOQs and Proposals will be based on information submitted in the SOQs and Proposals or otherwise available to the LA DOTD.

Pass/fail and qualitative evaluation factors will be present in both the RFQ and RFP phases.

The selection of the Developer for the Comprehensive Agreement will be based on both pass/fail evaluation factors and a combined evaluation of the Technical Proposal and Financial/Price Proposal.

2.1.1 Request for Qualifications Phase

Statements of Qualifications submitted in response to this RFQ must include a response to each pass/fail and qualitative evaluation factor. The Short-List of Proposers that will be invited to submit Proposals will be determined based on evaluation of the pass/fail and qualitative evaluation factors set forth herein. This RFQ sets forth what is required to be included in the SOQ (*see* Section 4.0 for SOQ submittal requirements).

At the end of the SOQ evaluations, the LA DOTD will determine the Short-List. Proposers on the Short-List will then be invited to provide Proposals in response to the Final RFP.

2.1.2 Request for Proposals Phase

The Draft RFP and Final RFP will only be issued to, and Proposals will only be considered from, those Proposers that have been notified of their inclusion on the Short-List.

The RFP will provide further specific instructions on what to submit, the evaluation factors, the objectives and requirements for evaluation, and the evaluation rating and scoring guidelines for the RFP phase of the procurement.

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2.2 PROCUREMENT SCHEDULE

The following represents the current schedule for the procurement. The schedule is subject to change at the discretion of the LA DOTD.

Activity	Due Date
Issue Request for Qualifications	August 13, 2019
Proposer joint informational meeting	August 22 27, 2019 1:00 p.m. (Central)
Final Date for Receipt of Proposer's Questions related to the RFQ	2:00 p.m. (Central) August 27 September 324 , 2019
Issue Date for Final Addendum and/or Answers to Proposer's Questions related to the RFQ	September 31 October 1 , 2019
Statement of Qualifications Due Date	2:00 p.m. (Central) September 10 17October 8, 2019
Short-List Announced	October 8 29, 2019
Issue Draft Request for Proposals	February 4, 2020

3.0 EVALUATION PROCESS FOR THE STATEMENT OF QUALIFICATIONS

3.1 EVALUATION OBJECTIVE

The objective of the RFQ phase of the procurement is to create a Short-List of no more than three of the highest rated Proposers with the general capability (technical, financial, and management), capacity, and experience necessary to successfully undertake and complete the Work. The Developer will have primary responsibility to plan, design, manage, control, construct, and finance the Project. The LA DOTD has set high responsibility standards for the Developer that are reflected in the qualitative evaluation factors of this RFQ and will be reflected in the RFP and the Comprehensive Agreement. Specific objectives relating to each of the qualitative evaluation factors listed in Appendix B – Statement of Qualifications Instructions.

3.2 REVIEW AND EVALUATION OF THE STATEMENT OF QUALIFICATIONS

The information submitted in accordance with Section 4.0 will be evaluated in accordance with both the pass/fail evaluation factors listed in Section 3.3.2 and the qualitative evaluation factors provided in Section 3.3.3.

The written SOQs will be evaluated by the PPP RFQ Evaluation Committee on the Pass/Fail Evaluation Factors and Qualitative Evaluation Factors identified in this RFQ.

3.3 EVALUATION FACTORS FOR THE REQUEST FOR QUALIFICATIONS/STATEMENT OF QUALIFICATIONS

This Section 3.3 outlines the evaluation factors for the RFQ phase of the procurement.

The LA DOTD has identified for this Project the following evaluation factors that are of particular importance to the LA DOTD. This information is provided here to assist Proposers in organizing their teams and preparing their SOQs.

3.3.1 Statement of Qualifications Responsiveness

An initial responsiveness review of the SOQ will be performed prior to any evaluation in order to determine that all information requested in this RFQ is provided and in the format specified in Appendix B.

3.3.2 Pass/Fail Evaluation Factors

The pass/fail evaluation factors are as follows:

- A) Legal; and
- B) Minimum Financial Capacity.

If a Proposer passes all pass/fail evaluation factors, its SOQ will be further evaluated using the factors for qualitative rating in Section 3.3.3. If a Proposer fails any single pass/fail evaluation factor, the SOQ will be rated a fail and the Proposer will not be included on the Short-List.

3.3.3 Qualitative Evaluation Factors and Subfactors and Their Relative Importance

The following are the qualitative evaluation factors:

- A) Technical Evaluation Factor; and
- B) Financial Evaluation Factor.

The factors listed in Sections 3.3.3(A) and (B) are of equal importance.

3.3.3.1 Technical Evaluation Factor

The Technical Evaluation Factor is made up of the following subfactors:

- A) Technical Organization and Key Managers Evaluation Subfactor;
- B) Proposer Technical Experience Evaluation Subfactor;
- C) Initial Statement of Technical Approach Evaluation Subfactor; and
- D) Past Performance Evaluation Subfactor.

The subfactors listed in Sections 3.3.3.1(A) through (D) are of equal importance.

Specific information to be submitted is identified in Section B4.0 of Appendix B – Statement of Qualifications Instructions.

3.3.3.2 Financial Evaluation Factor

The Financial Evaluation Factor is made up of the following subfactors:

- A) Finance Experience Evaluation Subfactor; and
- B) Conceptual Project Finance Plan Evaluation Subfactor.

The subfactors listed in Sections 3.3.3.2(A) through (B) are of equal importance.

Specific information to be submitted is identified in Section B5.0 of Appendix B – Statement of Qualifications Instructions.

The ratings assigned to the qualitative evaluation factors will be compiled to determine an overall qualitative rating for the SOQ. Numerical scores will not be assigned. Ratings for each qualitative evaluation factor and the overall qualitative rating for the SOQ will be based on the following adjectival 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 quality. Weaknesses, if any, are very minor and no correction is necessary.

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 readily corrected.

UNACCEPTABLE: The Proposer has presented information relative to its qualifications that contains significant Weaknesses and/or unacceptable quality. The SOQ fails to meet the stated objectives and/or requirements and/or lacks essential information and is conflicting and/or unproductive. Weaknesses 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 qualitative rating.

Any SOQ that receives a rating of unacceptable in one or more qualitative evaluation factor shall receive an overall SOQ qualitative rating of unacceptable and shall not be included on the Short-List.

3.4 REQUESTS FOR CLARIFICATION

The Proposer shall provide accurate and complete information to the LA DOTD. If information is not complete, the LA DOTD shall either declare the SOQ non-responsive or notify the Proposer through a request for Clarification that it will not be allowed to participate further in the procurement of this Project until all information required is provided. Any insufficient statements or incomplete affidavits will be identified by the LA DOTD with a request for Clarification, which may include a request for submittal of corrected, supplemental, or missing documents. If a Clarification is not provided prior to the deadline for submission of the Clarification, the SOQ may be declared non-responsive. Proposers should take special notice of the fact that the LA DOTD is not obligated to request any Clarifications from any Proposer not submitting accurate and complete information, nor is the LA DOTD obligated to conduct multiple rounds of requests for Clarifications with any Proposer.

The LA DOTD may waive technical irregularities in an SOQ of the Proposer that do not alter the quality or quantity of the information provided.

The LA DOTD may, at its sole discretion, request Clarifications and/or supplemental information from Proposers during the SOQ evaluation and Short-List process.

All requests for Clarifications and responses thereto must be in writing via E-mail. Clarifications are limited to answering the specific information requested by the LA DOTD.

The LA DOTD does not anticipate conducting interviews during the RFQ phase, but reserves the right to do so. If the LA DOTD elects to conduct interviews, the Proposers shall be notified in writing.

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

3.5 DETERMINATION OF THE SHORT-LIST

The LA DOTD will establish a Short-List of no more than three of the highest rated Proposers in order to ensure adequate competition. The Short-List will be created by eliminating the lowest rated Proposers until an appropriate number of acceptable Proposers remain. Neither the overall qualitative ratings nor the ranking of the Proposers on the Short-List will be disclosed to Proposers during the procurement process.

3.6 CHALLENGE

The decision of the LA DOTD on the Short-List and the subsequent selection of the successful Proposer shall be final and shall not be appealable, reviewable, or reopened in any way, except as provided in Section 5.0 of this RFQ (for challenges to the Short-List) or as provided in the RFP (for the selection of the successful Proposer). Parties participating in the RFQ phase of this procurement shall be deemed to have accepted this condition and the other requirements of this RFQ.

Subject to applicable Louisiana state law, contents of SOQs, less proprietary information, to the extent protected under applicable Louisiana state law, will remain confidential until execution of the Comprehensive Agreement.

4.0 STATEMENT OF QUALIFICATIONS SUBMITTAL REQUIREMENTS

4.1 DATE AND TIME OF RECEIPT

All SOQs must be received no later than 2:00 p.m. (Central Time) on the SOQ due date specified in Section 2.2. The SOQs must be clearly identified as such and be enclosed in sealed containers. Late submittals will not be considered and will be returned unopened to the address indicated on the cover of the package.

4.2 SUBMITTAL ADDRESS

The Statements of Qualifications shall be submitted to the following address:

Louisiana Department of Transportation & Development
Attention: Peggy Jo Paine, P.E.
Innovative Procurement Manager

<u>Courier</u>	<u>Mail</u>
Room 302-CC	P.O. Box 94245
1201 Capitol Access Road	Baton Rouge, LA 70802-9245
Baton Rouge, LA 70802-4438	

Each Proposer shall be responsible for obtaining a written receipt appropriate to the means of delivery from the LA DOTD 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 LA DOTD at the time and place specified herein and the LA DOTD will have no liability or responsibility therefore.

4.3 PAGE LIMIT, FORMAT, AND QUANTITIES

The SOQ must be limited to no more than **100 pages** in Sections 3 through 8 of the SOQ (*see* Appendix B), including required forms (with the exception of Form PP) but exclusive of tabs and divider pages, the cover letter, the Executive Summary, Form PP, calculations, specifications, and drawings or sketches. One original and **15 copies** of each binder shall be provided. The signed original copy of each binder must be identified as the original on the cover(s) and all subsequent copies of that binder must be marked as “Copy ____ of 15 Copies,” starting with “Copy 1 of 15 Copies.” All copies shall be provided in loose-leaf binders. Bound copies will not be accepted. The document must be organized to correspond with the outline presented in Appendix B.

In addition, one digital copy of the Proposer’s SOQ shall be submitted in read-only format on USB drive or other appropriate electronic medium, as determined by the LA DOTD.

4.4 CONTENT OF THE STATEMENT OF QUALIFICATIONS

This section 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

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contained in Appendix C. **Any material modification to the forms may result in the SOQ being declared non-responsive.**

Proposers should only provide brief, concise information in their SOQs that addresses the objectives and the requirements of the Project consistent with the evaluation factors described in Section 4.4.3. Lengthy narratives containing extraneous information are discouraged.

The LA DOTD will maintain a confidential process for the duration of this procurement in accordance with Section 9.0 of the LA 3241: I-12 to Bush Public-Private Partnership Procurement Guidelines.

The Proposer may be given access to records which are confidential under state laws solely for the purpose of performing the required services under the Comprehensive Agreement. The Proposer shall be required to sign a nondisclosure statement prior to its receipt of such documents 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.

Further, if the Proposer submits information in its SOQ that it wishes to protect from disclosure, the Proposer must do the following:

- A) Clearly mark all proprietary or trade secret information as such in its SOQ at the time the SOQ is submitted and include a cover sheet stating “DOCUMENT CONTAINS CONFIDENTIAL PROPRIETARY OR TRADE SECRET INFORMATION” and identifying each section and page which has been so marked;
- B) Include a statement with its SOQ justifying the Proposer’s determination that certain records are proprietary or trade secret information for each record so defined;
- C) Submit one full copy of the SOQ that has all the proprietary or trade secret information deleted from the SOQ and label such copy of the SOQ “Public Copy”; and
- D) Defend any action seeking release of the records it believes to be proprietary or trade secret information and indemnify, defend, and hold harmless the LA DOTD and the State of Louisiana and its agents and employees from any judgments awarded against the LA DOTD and its agents and employees in favor of the party requesting the records, including any and all costs connected with that defense. This indemnification survives the LA DOTD’s cancellation or termination of this procurement or subsequent execution of a Comprehensive Agreement. In submitting an SOQ, the Proposer agrees that this indemnification survives as long as the confidential business information is in possession of the State.

All records pertaining to this procurement will become public information after execution of the Comprehensive Agreement, unless such records are proprietary or trade secret information.

4.4.1 Cover Letter

The Proposer shall provide a one-page letter indicating its desire to be considered for the Project and stating the official names and roles of all members, if the Proposer is a joint venture or partnership, and the Lead Contractor and Lead Designer and subconsultants and subcontractors meeting the criteria in Section 1.14. Authorized representatives of the Proposer's organization must sign the letter. If the Proposer is not yet a legal entity or is a JV or general partnership, authorized representatives of all proposed members shall sign the letter. "Authorized representatives" are those representatives that possess notarized Powers of Attorney as set forth in Section 4.4.3.1(B)(6) and (7).

The Proposer shall identify a single point of contact for the Proposer and the address, E-mail address, and telephone and facsimile numbers where questions should be directed. The single point of contact identified in the cover letter shall be the same person identified on Form L-1 (*see* Section 4.4.3.1(B)(1)). All communication regarding the procurement process and Project shall be conducted with the Proposer's single point of contact.

The Proposer shall attach the Acknowledgment of Receipt (Appendix C) acknowledging receipt of the RFQ and any Addenda and/or responses to questions issued by the LA DOTD.

4.4.2 Executive Summary

An Executive Summary, not to exceed five pages, highlighting the positive elements of the Proposer's SOQ must be included with its submission. While there is no specific format for the Executive Summary beyond the page limit identified in this Section 4.4.2, the Executive Summary should identify the strengths of the Proposer's qualifications, emphasizing why it should be considered for the Short-List. The Executive Summary will not be considered confidential and, as such, should not contain any confidential proprietary or trade secret information. The Executive Summary of any or all Proposers may be made public, at the sole discretion of the LA DOTD, prior to the execution of the Comprehensive Agreement.

4.4.3 Evaluation Factor Objectives and Requirements

In providing the SOQ, Proposers should be guided by the Project goals in Section 1.2 and the objectives listed in Appendix B – Statement of Qualifications Instructions, Sections B2.0 through B5.0. An objective is stated for each evaluation factor to provide Proposers the expectations of the LA DOTD. The requirements for each evaluation factor and the information to be submitted are also listed and described in detail in Appendix B – Statement of Qualifications Instructions, Sections B2.0 through B5.0. The SOQ evaluations will be based on how well the SOQ responds to the requirements and meets or exceeds the Project goals and the objectives for each of the evaluation factors.

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, will be final and conclusive. 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 LA DOTD and its 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. Protests shall be submitted to Geoffrey Rodriguez, (Protest Official) at P3LA3241I-12toBush@la.gov. 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 LA DOTD in an effort to remove the grounds for protest.

The Protest Official may, in his 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 designee whose decision shall be final and conclusive. The Protest Official or his designee shall issue a written decision regarding any protest to each Proposer.

5.2 PROTEST CONTENTS

All Protests must include the following information:

- A) The name and address of the Proposer;
- B) The State Project number(s);
- C) A detailed statement of the nature of the protest and the grounds on which the protest is made; and
- D) All factual and legal documentation in sufficient detail to establish the merits of the protest. Evidentiary statements must be provided under penalty of perjury.

The protestor must demonstrate or establish a clear violation of a specific law or regulation.

The Protest Official will not be obligated to postpone the SOQ due date or Short-List announcement in order to allow a protestor an opportunity to correct a deficient protest or appeal unless otherwise required by law or regulation.

If the protest is denied, the protestor shall be liable for the LA DOTD's 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 LA DOTD as a consequence of the protest. If the protest is granted, the LA DOTD shall not be liable for payment of the protestor's costs.

5.3 PROTEST PRIOR TO THE STATEMENT OF QUALIFICATIONS DUE DATE

Not less than seven calendar days prior to the SOQ due date, all protests, including protests based upon alleged restrictive specifications or alleged improprieties in the solicitation, must be filed with the Protest Official.

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. 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 therefor.

If the protest is determined to be valid, the Protest Official will respond in writing to the protestor to each material issue raised in the protest in a timely manner prior to the LA DOTD proceeding further with the RFQ. Should a protestor wish to appeal the decision of the Protest Official, the protestor shall follow the procedures as outlined in Section 5.6.

The failure of a Proposer to file a basis for a protest regarding this RFQ will preclude consideration of that ground in any protest regarding the Short-List decision unless such ground was not and could not have been known to the Proposer in time to protest prior to the final date for such protests.

5.4 PROTEST PRIOR TO ANNOUNCING THE SHORT-LIST

When a protest or appeal has been timely filed with the Protest Official prior to announcing the Short-List, the LA DOTD will not announce the Short-List, except in the case of emergency as determined by the Secretary, until after the resolution of the protest or appeal.

5.5 PROTEST REGARDING SHORT-LIST DECISION

If the Short-List 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 Short-List. 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 Short-List considered for revision.

If the procurement is delayed, all Proposers will be notified of the delay. The Protest Official will respond in writing to the protestor to each material issue raised in the protest in a timely manner prior to proceeding further with the procurement.

The LA DOTD 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.

Should a protestor wish to appeal the decision of the Protest Official concerning any Short-List decision, a protestor shall follow the procedures as outlined in Section 5.6.

5.6 RIGHT OF APPEAL

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 Secretary or designee within seven calendar days after receipt of the decision of the Protest Official.

The Secretary will notify the protestor in writing in a prompt manner of his decision regarding the protest and the appeal. If the protest and appeal were filed prior to the release of the Short-List, the LA DOTD will not announce the Short-List for seven calendar days after the decision of the Secretary, unless an emergency is determined to exist, in the sole opinion of the Secretary.

If the matter is not resolved after the appeal, the protestor may continue the protest only by appeal to judicial authority.

6.0 LOUISIANA DEPARTMENT OF TRANSPORTATION AND DEVELOPMENT RIGHTS AND DISCLAIMERS

6.1 LOUISIANA DEPARTMENT OF TRANSPORTATION AND DEVELOPMENT RIGHTS

The LA DOTD 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 design, construct, and finance the Project. The LA DOTD reserves the right, in its sole and absolute discretion, to any of the following:

- A) Rejection of any or all Statements of Qualifications;
- B) Issuance of a new Request for Qualifications;
- C) Cancellation, modification, or withdrawal of the Request for Qualifications;
- D) Issuance of Addenda, supplements, and modifications to this Request for Qualifications;
- E) Modification of the Request for Qualifications process (with appropriate notice to Proposers);
- F) Appointment of evaluators to review SOQs and seek the assistance of outside technical experts in the SOQ evaluation;
- G) Approval or disapproval of the use of particular subcontractors and/or substitutions and/or changes in SOQs;
- H) Revision and modification, at any time before the SOQ due date, of the factors it will consider in evaluating SOQs and to otherwise revise or expand its evaluation methodology. If such revisions or modifications are made, the LA DOTD will circulate an Addendum setting forth the changes to the evaluation factors or methodology. The LA DOTD may extend the SOQ due date if such changes are deemed by the LA DOTD, in its sole discretion, to be material and substantive;
- I) Addition to or deletion of Proposer responsibilities from those initially identified in the RFQ;
- J) Correspondence with the Proposers responding to this SOQ, including holding meetings, to seek Clarifications and an improved understanding and evaluation of the SOQs;
- K) Waiver of deficiencies in a Statement of Qualifications;
- L) Seeking or obtaining data from any source that has the potential to improve the understanding and evaluation of the SOQs;
- M) Disqualification of any team that changes its SOQ without LA DOTD written approval;
- N) Termination of evaluation of Statements of Qualifications at any time;
- O) A determination to not issue a subsequent Request for Proposals; and/or

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- P) Refusal to issue an RFQ to a prospective Proposer and to refuse to receive or open an SOQ, once submitted, or reject an SOQ if such refusal or rejection is based upon, but not limited to, the following:
- 1) Failure on the part of the Proposer or a member, if the Proposer is a joint venture or partnership, 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 LA DOTD (or the State of Louisiana);
 - 2) Default (wherein a surety has been notified to assume performance of the contract) on the part of the Proposer, or one of its members if it is a joint venture or partnership; the Lead Contractor; or the Lead Designer under previous contracts with the LA DOTD (or the State of Louisiana);
 - 3) Unsatisfactory performance by the Proposer, or one of its members if it is a joint venture or partnership; the Lead Contractor; and/or the Lead Designer under previous contracts with the LA DOTD (or the State of Louisiana);
 - 4) Issuance of a notice of disqualification, debarment, or suspension to the Proposer, or one of its members if it is a joint venture or partnership; the Lead Contractor; and/or the Lead Designer;
 - 5) Submittal by the Proposer of more than one SOQ in response to the RFQ under the Proposer's own name or under a different name;
 - 6) Existence of an organizational conflict of interest under Section 1.14 or evidence of collusion between a prospective Proposer (or any member if the Proposer is a joint venture or partnership, the Lead Contractor, or the Lead Designer) and other Proposer(s) (or members of other Proposers, other Proposers' Lead Contractors, or other Proposers' Lead Designers) in the preparation of an SOQ, proposal, or bid for any LA DOTD project; and/or
 - 7) Uncompleted work or default on a contract in another jurisdiction for which the prospective Proposer, or a member if the Proposer is joint venture or partnership, is responsible which, in the judgment of the LA DOTD, might reasonably be expected to hinder or prevent the prompt completion of additional work if awarded.

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

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

Louisiana Department of Transportation and Development

the Louisiana State Legislature for performance of a Comprehensive Agreement between the successful Proposer and the LA DOTD.

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

6.2 LOUISIANA DEPARTMENT OF TRANSPORTATION AND DEVELOPMENT DISCLAIMERS

In issuing this RFQ and undertaking the procurement process contemplated hereby, the LA DOTD specifically disclaims the following:

- A) Any obligation to award or execute a Comprehensive Agreement pursuant to this Request for Qualifications; 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.

STATE OF LOUISIANA

LA 3241: I-12 TO BUSH PUBLIC-PRIVATE PARTNERSHIP PROJECT

ST. TAMMANY PARISH

STATE PROJECT No. H.004985

REQUEST FOR QUALIFICATIONS

APPENDIX A

PROJECT DESCRIPTION

CONFORMED COPY



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1.0 PROJECT DESCRIPTION

The proposed LA 3241: I-12 to Bush Public-Private Partnership (PPP) Project (the "Project") will provide an alternative north-south connection for those traveling from Bush, Louisiana, in northern St. Tammany Parish to Interstate-12 (I-12). The proposed highway would increase safety by reducing the amount of traffic and congestion on existing routes (LA 41 and LA 21/LA 59/US 190), and thereby reduce the potential for accidents. In addition, travel time savings could help support and enhance potential economic development in northern St. Tammany and Washington Parishes. The Project is an urban and rural four-lane roadway with an initial two-lane facility for the full length of the Project required at a minimum. The phasing and timing of the build-out is dependent upon the timing and availability of funding.

The alignment for the Project follows the abandoned railroad corridor from Bush to a point north of LA 36, from which point it will leave the railroad corridor and connect to LA 434, which ties into I-12 at an existing interchange. The alignment is approximately 19.8 miles long, about 1.3 miles of which is on existing roadway. The majority of the alternative is in wetlands with a typical right-of-way (ROW) width of 250 feet and controlled access, except for the segment through Talisheek and where the highway crosses LA 435 and LA 36 and connects to LA 434. *See* Attachment 1 – LA 3241: I-12 to Bush Alternative Q Alignment, to this Appendix A – Project Description.

To provide transportation planning context, it is noted that the Project is included in both the 2015 Louisiana Statewide Transportation Plan as a Priority A Megaproject and the 2018 Louisiana Freight Mobility Plan as a Priority A Megaproject that addresses freight transportation needs. It is also included in the Regional Planning Commission's ("RPC") Fiscal Year ("FY") 2019-2022 Transportation Improvement Plan (Tier I). The RPC serves as the planning commission for St. Tammany Parish. Upon completion of construction, the route will be designated as part of the National Highway Freight Network and the National Highway System. The major elements of the Project are identified in the Environmental Impact Statement (EIS) and Record of Decision (ROD) issued in 2016 and re-evaluated in April 2019.

The Project consists of the development, design, financing, and construction of the following major elements as proposed in the preliminary plans:

- A) Control-of-access along portions of the corridor from realigned LA 434 to the southern terminus of LA 21 in Bush, Louisiana;
- B) Construction of new roundabouts at the intersection of LA 3241 with the following:
 - 1) I-12 westbound ramps;
 - 2) Realigned North Dixie Road and Krentel Road;
 - 3) Legend Boulevard;
 - 4) Tamanend Way; and
 - 5) Provision Landing and the realigned LA 434;

- C) Construction of bridges at the following locations:
 - 1) Fire Tower Road;
 - 2) Bayou Lacombe Tributary;
 - 3) Bayou Lacombe; and
 - 4) Talisheek Creek;
- D) Since majority of the construction will be in wetland areas, coordination with the United States Army Corp of Engineers (USACE) is needed for any deviations from the approved permitted activities; and
- E) Utility coordination.

2.0 PROJECT SCOPE

It is anticipated that the Comprehensive Agreement for the Project, as described in Section 1.0, will obligate the Developer to (A) develop, design, and construct the Project and (B) provide necessary financing for such improvements.

The scope of the Developer's obligations for the Project will include the development, design, right-of-way acquisition services, utility relocation coordination, construction, and financing, of the Project under the terms set forth in the Comprehensive Agreement.

3.0 PROJECT PLAN DEVELOPMENT STATUS

Plan development is currently underway for the Project. For the design phase, the Project has been broken out into the following three segments:

- A) Segment 1 (H.004957) - The project limits are from the I-12/LA 434 interchange to LA 36. The plans are currently at 30% final design ~~with anticipated 100% final plans in last quarter of 2020~~. Right-of-way maps are in-progress ~~and anticipated to be complete the first quarter of 2020~~.
- B) Segment 2 (H.004435) – The project limits are from LA 36 to LA 435. The plans are currently at 60% final design ~~with anticipated 100% final plans in the first quarter of 2020~~. Right-of-way maps were completed in March 2019.
- C) Segment 3 (H.004113) - The project limits are from LA 435 to LA 40/LA 41. The plans are currently at 95% final design ~~with anticipated 100% final plans in last quarter of 2019~~. Right-of-way maps were completed in March 2019.

4.0 PROJECT ENVIRONMENTAL STATUS

The LA DOTD completed an Environmental Impact Statement (EIS) and received a Record of Decision in 2016, and conducted a re-evaluation of the EIS in April 2019. Any Work described herein is subject to adjustment due to any determinations as a result of any required permits.

In addition, the LA DOTD anticipates the following permits at a minimum will be required prior to construction of the Project.

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PERMITTING AGENCY	PERMIT TYPE	PURPOSE
United States Army Corps of Engineers (USACE)	Rivers and Harbor Act Section 404 permit	Impacts to wetlands and other waters of the United States determined to be jurisdictional
Issued by the Louisiana Department of Environmental Quality (LaDEQ)	Clean Water Act Section 401 Water Quality Certification (WQC)	Impacts to jurisdictional wetlands
	Louisiana Pollutant Discharge Elimination System	Stormwater discharge for construction activities over five acres

The LA DOTD has initiated the permitting process, which is anticipated to be completed prior to Notice to Proceed (NTP). If changes are required to the permits due to the design and construction of the Project, the Developer will be required to re-evaluate and complete any necessary updates to the permits.

It will be the responsibility of the Developer to comply with mitigation requirements and any other requirements or general conditions of any permits. If the Developer chooses to modify the data on which any permits are based or a permit itself, a modification in the mitigation requirements may ensue. The Developer will be responsible to construct or pay for any and all required permit modifications/mitigation.

5.0 COST ESTIMATE AND PUBLIC FUNDS

Cost estimates will continue to be developed and refined during the development of the Project. The total capital cost of the Project is estimated to be approximately \$250 million.

The LA DOTD anticipates that approximately \$25 million per year of funding from public sources will be available for the Project for payment to the Developer, with a scale down to smaller annual funding amounts anticipated in each of the out-years of the annual payment schedule. In addition, the LA DOTD anticipates that the Project will be allocated a total of \$50 million of public funding, which will also be available for the Project for payment to the Developer.

The Developer will be responsible for financing the remaining amounts needed to fund the design and construction costs.

Proposers are advised that private participation and funding is anticipated to be essential to complete all Project elements. The Proposer's ability to secure or provide private financing in an amount sufficient to complete the Project will be a key element considered in the determination of the successful Proposer.

6.0 RIGHT-OF-WAY ACQUISITION

The LA DOTD is in the process of conducting Right-of-Way (ROW) acquisition services for Segments 2 and 3. It is anticipated that the acquisition of the ROW needed for Segments 2 and 3 for EIS Preferred Alternative Q/preliminary design will be complete by NTP.

The Design-Builder will be responsible for ROW acquisition services for Segments 1 and 2.

The Developer will determine the additional ROW needs for its design solution and will be responsible for any necessary ROW acquisition services per federal requirements included in the Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970, as amended (42 USC Chapter 61), in 23 Code of Federal Regulations Part 710, and Louisiana law.. The Developer will be responsible for all work leading up to the ROW purchase.

7.0 GEOTECHNICAL INVESTIGATION

The LA DOTD has performed subsurface exploration within the Project limits. This information will be provided to the Proposers in the RFP.

If Proposers wish to conduct their own geotechnical investigations on LA DOTD ROW, Proposers must coordinate their activities with the LA DOTD. Proposers must obtain permits through LA DOTD's normal permitting process prior to performing any drilling on LA DOTD ROW. If Proposers wish to conduct their own geotechnical investigations on other public ROW not owned by the LA DOTD, Proposers must coordinate their activities with the applicable stakeholder and obtain any required permits. If Proposers wish to conduct their own geotechnical investigations within the Project corridor on privately-owned ROW, Proposers must coordinate their activities with the individual property owners and must adhere to LA DOTD and other regulatory guidelines for clearing and drilling.

Note that destructive testing or drilling/coring of pavements will not be permitted.

8.0 UTILITY RELOCATIONS

It is expected that the Developer will be responsible for coordinating with utilities affected by the Project and, as needed, performing necessary utilities relocations in accordance with applicable standards and for the costs associated with utility relocations, except to the extent the utilities are legally responsible for such costs.

It is the responsibility of Proposers to perform any utility investigations necessary for preparation of the Proposal.

9.0 HAZARDOUS MATERIALS

A Phase 1 Environmental Site Assessment (ESA) was performed as part of the environmental process. Any additional information discovered during the ROW acquisition process, if available, will be included in the RFP.

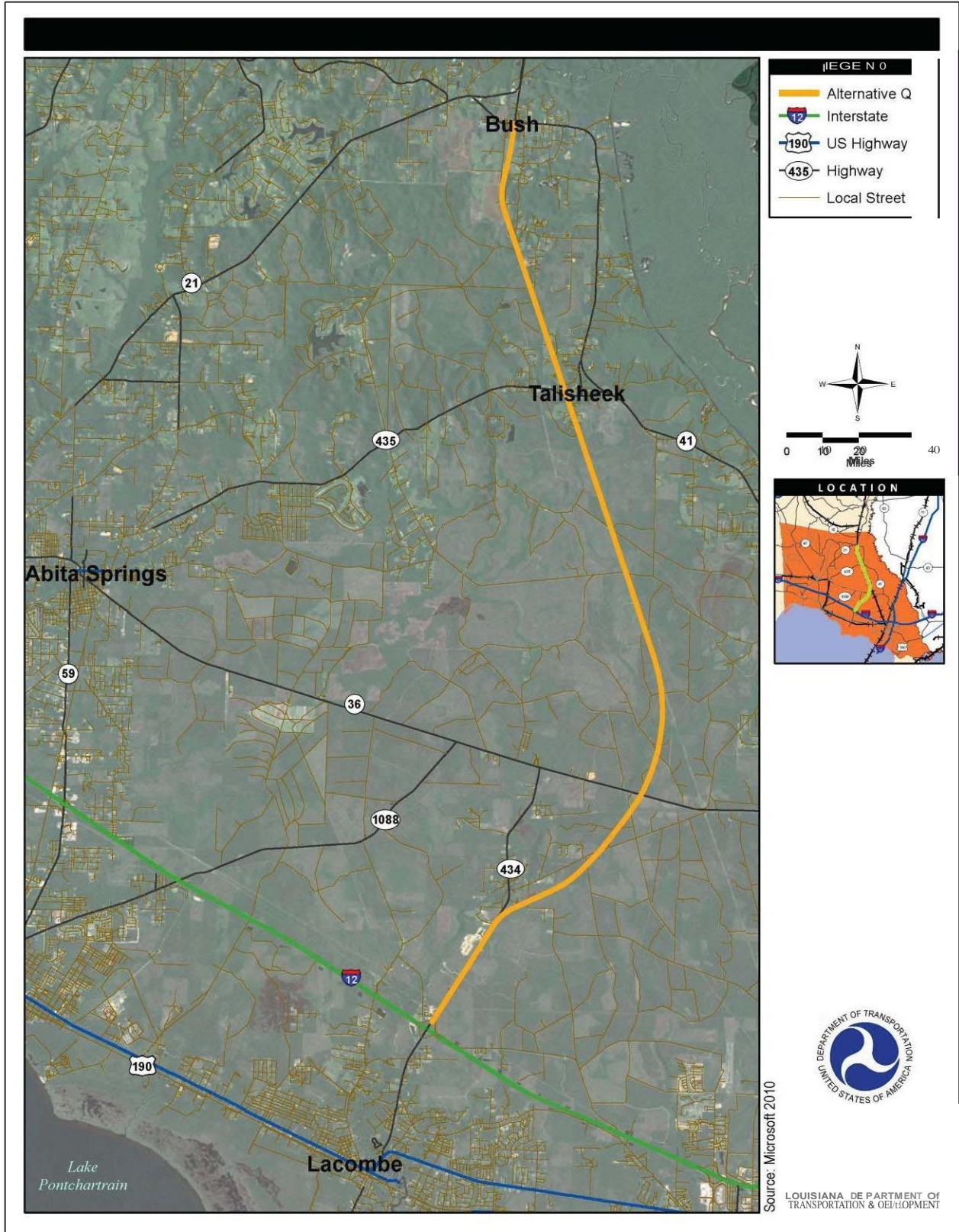
10.0 THREATENED AND ENDANGERED SPECIES

The Project is unlikely to adversely affect threatened and endangered species; however, any requirements or conditions related to threatened and endangered species will be provided by the LA DOTD.

11.0 OTHER DUE DILIGENCE ACTIVITIES

The LA DOTD is currently assessing what, if any, additional site and due diligence information will be conducted for the Project.

Attachment 1- La 3241:1-12 to Bush
 Alternative Q Alignment



STATE OF LOUISIANA
LA 3241: I-12 TO BUSH
PUBLIC-PRIVATE PARTNERSHIP
PROJECT

ST. TAMMANY PARISH

STATE PROJECT NO. H.004985

REQUEST FOR QUALIFICATIONS

APPENDIX B
STATEMENT OF QUALIFICATIONS
INSTRUCTIONS

CONFORMED COPY



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B1.0 GENERAL INSTRUCTIONS

This Appendix B – Statement of Qualifications Instructions to the Request for Qualifications (RFQ) describes the specific instructions for preparing the Statements of Qualifications (SOQ).

The Proposer shall submit the information required by this Appendix B – Statement of Qualifications Instructions in the organization and format, and using the forms, specified herein. Failure to provide the requested information on the forms and in the format specified may result in the Louisiana Department of Transportation and Development (LA DOTD) declaring the SOQ non-responsive.

The Statement of Qualifications must be packaged into a cover letter (*see* Section 4.4.1 of the RFQ), Executive Summary (*see* Section 4.4.2 of the RFQ), and the following eight separate sections:

- A) Section 1 – Legal;
- B) Section 2 – Minimum Financial Capacity;
- C) Section 3 – Technical Organization and Key Managers;
- D) Section 4 – Proposer Technical Experience;
- E) Section 5 – Initial Statement of Technical Approach;
- F) Section 6 – Past Performance;
- G) Section 7 – Finance Experience; and
- H) Section 8 – Conceptual Project Finance Plan.

The sections and appendices must consist of loose-leaf pages. The eight sections must be organized as follows in three-ring binders:

- 1) Binder 1 – Section 1;
- 2) Binder 2 – Section 2;
- 3) Binder 3 – Sections 3 through 6; and
- 4) Binder 4 – Sections 7 through 8.

All SOQ information submitted in the SOQ will be used for evaluating the SOQs.

All forms named herein are found in Appendix C – Statement of Qualifications Forms unless otherwise noted.

Text shall be in English in a standard font, a minimum of 12 points in height except for tables, which may be prepared using 10 point font, single-spaced. Financial terms shall be in United States of America (U.S.) dollar denominations.

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Pages shall be 8½ inch by 11 inch white paper, with simple lettered/numbered dividers for each section/subsection. Single-sided pages must be used except for pre-printed information, such as corporate brochures. 11 inch by 17 inch pages are allowed (and included in the page count for Sections 3 through 9) for schematics, organizational charts, other drawings, or schedules, but not for narrative text. Printed lines may be single-spaced. Each printed side shall be considered one page.

The Proposer shall number each page in each section consecutively (i.e., 1-1, 1-2; 2-1, 2-2). The Proposer shall include page numbers centered at the bottom of each page.

The Proposer shall present information clearly and concisely. Documentation that is illegible may be rejected and may lead to disqualification.

The information must be easily reproducible by normal black and white photocopying machines. Color photographs, renderings, and brochures must be adequately bound and suitably protected for handling and circulation during review.

Statements of Qualifications will become the property of the Louisiana Department of Transportation and Development (LA DOTD). Copies of each SOQ will be retained after the SOQ evaluation process for the Project files.

B2.0 LEGAL PASS/FAIL EVALUATION FACTOR

B2.1 OBJECTIVES

The objective of the Legal Pass/Fail Evaluation Factor is to identify legally constituted Proposers able to submit Proposals, enter into the Comprehensive Agreement, and complete the Work and that have obtained all required licenses or committed to do so prior to execution of the Comprehensive Agreement.

B2.2 LEGAL INFORMATION FOR SECTION 1 OF THE STATEMENT OF QUALIFICATIONS

The Proposer shall submit the following legal information:

- A) Form L-1 (Appendix C), Proposer's Organization Information, for the Proposer's organization. The Proposer shall identify a single point of contact for the Proposer and the address, E-mail address, and telephone and facsimile numbers where questions should be directed on Form L-1. The single point of contact identified on Form L-1 shall be the same person identified in the cover letter (*see* Section 4.4.1 of the RFQ). All communication regarding the procurement process and Project shall be conducted with the Proposer's single point of contact;
- B) Form L-2 (Appendix C), Proposer, Lead Designer, and Lead Contractor Certification, for the Proposer, Lead Designer and the Lead Contractor covering the last five years. If the Proposer is a joint venture or partnership, each of the members of the Proposer shall also submit Form L-2;

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- C) Evidence of the Proposer's registration with the Louisiana Secretary of State indicating that the Proposer is registered to do business in the State of Louisiana, or a commitment to become registered prior to execution of the Comprehensive Agreement;
- D) Evidence that one or more members of the Proposer team (i.e., partner, member, coventurer, or subcontractor), or the Proposer itself, holds the appropriate licenses from the Louisiana Professional Engineering and Land Surveying Board and the State Licensing Board for Contractors or a commitment signed by authorized representatives of the Proposer to become licensed prior to execution of the Comprehensive Agreement. "Authorized representatives" are those representatives that possess notarized Powers of Attorney as set forth in Section B2.2(F) and (G);
- E) If a Joint Venture or partnership, include the following:
 - 1) Identity of the lead member of the entity, if any (Form L-1, Appendix C);
 - 2) Percent equity share held by each member. Each member of a JV or partnership must be an equity partner in the organization; and
 - 3) An express statement from each of the equity members of the entity as to their joint and several liability;
- F) Notarized Power(s) of Attorney, board resolution, or equivalent evidence of authority for each member of the Proposer, if the Proposer is a joint venture or partnership, indicating the authority of the member's representative to sign for that member; and
- G) Notarized Power(s) of Attorney from the Proposer or, if the Proposer is a joint venture or partnership, each member, indicating the authority of the Proposer's designated point of contact to sign documents for and on behalf of the Proposer's organization.

B3.0 MINIMUM FINANCIAL CAPACITY PASS/FAIL EVALUATION FACTOR

B3.1 OBJECTIVES

The objective of the Financial Pass/Fail Evaluation Factor is to identify Proposers with demonstrated capability to undertake the financial responsibilities associated with the Project, including bonding.

B3.2 MINIMUM FINANCIAL CAPACITY INFORMATION FOR SECTION 2 OF THE STATEMENT OF QUALIFICATIONS

The Proposer shall submit the following financial information:

A) Surety Letter

A letter from a surety(ies) indicating that the Proposer is capable of obtaining Proposal, performance, and payment bonds covering the Design-Build Work. In the event the Proposer is unable to obtain such letter for any of the bonds, a letter from a surety(ies) indicating that the Lead Contractor is capable of obtaining Proposal, performance, and/or payment bonds, as applicable, covering the Design-Build Work may be submitted.

The bonding/security capacity levels in Table 3 represent minimum levels. The Proposer or Lead Contractor, as applicable, shall submit a letter from a qualified surety as provided by Louisiana Revised Statutes 48:255(D). The letter must specifically state that the surety/insurance company has evaluated the Proposer’s or Lead Contractor’s, as applicable, backlog and work-in-progress in determining its bonding capacity. If the letter is submitted by co-sureties or a joint venture of sureties, the letter must clearly state that the sureties making up the co-surety or the joint venture are bound in solido for the full amount of the bond. **Letters indicating “unlimited” bonding/security capability are not acceptable.**

Table 3

Proposal Security	Payment Bond or Bonds	Performance Bond or Bonds
Five Percent of the aggregate value of the Design-Build Work	100% of the aggregate value of the Design-Build Work	100% of the aggregate value of the Design-Build Work

B) Financial Statements

Financial statements for the Proposer, any Guarantor (if applicable), and the Lead Contractor of the Proposer for the three most recent completed fiscal years and any interim (e.g., quarterly, half-yearly) financial statements prepared after the most recent yearly financial statement must be provided consistent with the requirements below to demonstrate financial capability of the Proposer.

Information for each entity should be packaged separately and include a cover sheet identifying the name of the organization and its role as the Proposer, a Guarantor, or the Lead Contractor.

The Proposer may include a parent company or other affiliate company as a guarantor with respect to the Proposer’s financial capabilities (a “Guarantor”). In addition, the LADOTD may, in its discretion based upon the review of the

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information provided specify that an acceptable Guarantor is required as a condition of shortlisting, in which case the information required of such Guarantor shall be submitted upon request by the LA DOTD.

Financial statement information must include the following information:

- a) Opinion Letter (Auditor's Report);
- b) Balance Sheet;
- c) Income Statement;
- d) Statement of Changes in Cash Flow; and
- e) Footnotes.

In addition, financial statements must meet the following requirements:

- i. **United States Generally Accepted Accounting Principles** – Financial statements must be prepared in accordance with United States Generally Accepted Accounting Principles (U.S. GAAP) or International Financial Reporting Standards (IFRS). If financial statements are prepared in accordance with principles other than U.S. GAAP or IFRS, a letter must be provided from a certified public accountant discussing the areas of the financial statements that would be affected by a conversion to U.S. GAAP or IFRS.
- ii. **United States Dollars** – Financial statements must be provided in United States (U.S.) dollars. If financial statements are not readily available in U.S. dollars, the Proposer must convert the financial statements to U.S. dollars and provide a summary of the conversion methods and applicable foreign exchange rates used to do so.
- iii. **Audited** – Financial statements must be audited by an independent party qualified to render audit opinions (e.g., a certified public accountant). If audited financials are not available for the Proposer, a Guarantor (if applicable), or the Lead Contractor, the SOQ shall include unaudited financial statements for the Proposer or such Guarantor, or Lead Contractor, certified as true, correct, and accurate by the chief financial officer (CFO) or equivalent position or role.
- iv. **English** – Financial statement information must be prepared in English. If audited financial statements are prepared in a language other than English, translations of all financial statement information, including footnotes, must be provided.
- v. **Newly Formed/Not Yet Formed Entity** – If the Proposer is a newly formed entity or has not yet formed a legal entity and does not have independent financial statements, financial statements for the Lead

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Contractor and Guarantors (if applicable) shall be provided (and the Proposer shall expressly state that the Proposer is a newly formed entity or not yet formed entity, as applicable, and does not have independent financial statements).

- vi. **Securities and Exchange Commission Filings** – If the Proposer or any other entity for which financial information is submitted hereby files reports with the Securities and Exchange Commission (SEC), then such financial statements shall be provided through a copy of its annual report on Form 10K. For all subsequent quarters, a copy of any report filed on Form 10Q or Form 8-K which has been filed since the latest filed Form 10K shall be provided. Instead of providing hard copies of such forms, Proposers may submit digital copies of such information in a read-only format on a USB drive with each submission.

C) Financial Officer's Certificate

Provide a certificate ("Financial Officer's Certificate") using Form FOC, with all annexes, executed by the CFO (or similar financial officer) from each of the following entities:

- 1) the Proposer and all team members, if the Proposer is a joint venture or partnership;
- 2) to the extent that the Proposer and the Lead Contractor of the Proposer are not the same entity or entities, the Lead Contractor (and if the Lead Contractor is a joint venture (unincorporated or incorporated), all entities comprising the joint venture); and/ or
- 3) each Guarantor (if any).

Each entity noted above should provide its own separate certificate. However, if any company has a Guarantor, only one consolidated certificate is required for such Guarantor and its guaranteed entity.

D) Financing Party Support Letters

- 1) Provide support letters from no less than two and no more than three potential lenders, underwriters, private placement lenders, or other providers of debt financing ("Financing Parties").
 - a) Any bank and/or other financial institution (excluding underwriters) providing a letter must have long-term, unsecured debt ratings of not less than "A-/A3" or its equivalent issued by at least two of the three major rating agencies (Fitch Ratings, Moody's Investor Service, and Standard & Poor's Ratings Group).

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- b) Any underwriter providing a letter must have acted as a book running senior manager on over \$200 million (USD) of bonds issued within the past five years to finance transportation infrastructure projects located in the USA, including those of a similar nature to the Project and including project and receivables financings.
 - c) In addition to the two required letters, the remaining letter may demonstrate the Proposer's desire and ability to self-finance, if any.
- 2) Letters must include, at a minimum, the following:
- a) Details regarding any experience the Financing Party has with the Proposer, Lead Contractor, or Guarantor, if any, in connection with any private financing committed or provided for an infrastructure project in the past ten years.
 - b) Evidence of the Financing Party's long-term, unsecured debt rating. Any underwriter providing a letter must have or evidence that the book running senior manager on the Proposer's underwriting team has acted as a book running senior manager on over \$200 million (USD) of bonds issued within the past five years to finance transportation infrastructure projects located in the USA, including those of a similar nature to the Project and including project and receivables financings; that were privately financed or delivered under public-private partnership (PPP) frameworks or similar structure and had a rating in the "BBB+," "BBB," or "BBB-" categories, as applicable;
 - c) Explicit support for the Proposer and interest in providing a loan or underwriting debt for the Project;
 - d) A discussion of how the Financing Party's interest would be impacted if the financing were subject to construction completion risk;
 - e) Description of the Financing Party's experience financing a DBF(s) or other PPP project(s) of similar or greater size and nature to the Project; and
 - f) Any assumptions regarding the provision of support for the Proposer, Lead Contractor, or Guarantor, if any.
- 3) Each letter must be on the Financing Party's official letterhead, signed by a duly authorized signatory, and include title, telephone number, and E-mail address for verification purposes.

B4.0 TECHNICAL QUALITATIVE EVALUATION FACTOR

B4.1 TECHNICAL ORGANIZATION AND KEY MANAGERS QUALITATIVE EVALUATION SUBFACTOR

B4.1.1 OBJECTIVES

The following are the objectives for the Technical Organization and Key Managers Qualitative Evaluation Subfactor:

- A) To identify Proposers that will effectively manage all aspects of the Comprehensive Agreement in a quality, timely, and effective manner and will integrate the different parts of its organization collectively with the LA DOTD in a cohesive and seamless manner.
- B) To identify the best personnel for key management positions with demonstrated experience and expertise in and record of producing quality work on projects of a similar nature to this Project. The key manager positions for the purposes of this RFQ are the Principal-in-Charge, the Developer's Project Manager, the Design Manager, and the Construction Manager.
- C) To identify key managers with the length and depth of experience working on projects of similar scope and complexity to this Project.

B4.1.2 TECHNICAL ORGANIZATION AND KEY MANAGERS INFORMATION FOR SECTION 3 OF THE STATEMENT OF QUALIFICATIONS

The Proposer shall submit the following information related to its technical organization and key managers:

- A) A narrative describing the Proposer's teaming arrangements and its management structure. The narrative should include at a minimum a discussion of the following:
 - 1) How the Proposer will institutionally operate;
 - 2) The experience of team members working together on other projects and the results of that experience; and
 - 3) How the management structure will facilitate the management of Project risks.

The narrative shall be supported by up to three additional organization charts demonstrating the following:

- a) The Proposer and, if the Proposer is a joint venture or partnership, the Proposer's team members (and any Guarantors, if applicable); and

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- b) The Proposer's management structure and "chain of command" with key managers shown together with any other relevant personnel Proposer wishes to identify at this time, and identifying major functions to be performed and their reporting relationships in managing, designing, and constructing the Project;
- B) Resumes of the key managers identified in Section B4.1.1(B). Resumes shall be limited to two pages per proposed key manager (exclusive of licenses and/or license applications) and only one individual shall be designated to fill each position. The key manager's relevant licensing and registration (copies of licenses and/or application for licenses where applicable must be attached) shall be provided. A minimum of three individual projects and references shall be provided for each resume. For each of the three projects listed on a resume the following information shall be included:
 - 1) Name of the project, the public owner's contact information (project manager name, telephone number, and E-mail address), and project number (if any) and dates of work performed on the project. If the owner's project manager is no longer employed by the owner, current contact information for that project manager may be provided so long as (a) that project manager is not employed by an entity making up the Proposer's team and (b) an alternative contact at the owner/agency that played a leadership role for the owner and is familiar with the project is also provided. The LA DOTD may elect to use the information provided to verify the experience claimed for an individual. Proposers are requested to verify that reference contact information is correct, and are advised that if the reference contact information provided is not current, the LA DOTD may elect to exclude the experience represented by that project in determining the key manager's qualifications; and
 - 2) Description of the work or services provided and role on the project. If more than one role was played, identify the dates and duration of each role; and
- C) An express, written statement committing that the key managers designated in the SOQ for the positions or roles described this Section B4.0 shall be available to serve in the role so identified in connection with the Project. While the LA DOTD recognizes personnel availability and scheduling issues impact the Proposers, Proposers are urged only to identify and provide personnel that they believe will be available for, and intend to assign to work on, the Project for the positions identified. Procedures concerning changes of such personnel will be set forth in the Request for Proposals (RFP); however, requests to implement such changes will be subject to prior LA DOTD approval, in its sole discretion. Failure to obtain LA DOTD approval for such changes may result in disqualification of the Proposer by the LA DOTD.

The responsibilities of each key manager are identified in Table 4 below.

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Table 4 Key Manager Responsibilities	
Position	Description
Principal-in-Charge	Shall be the person who can legally bind the Developer during the course of the Comprehensive Agreement and oversee the Developer team’s performance of all aspects of the Comprehensive Agreement. The Principal-in-Charge is not required to be assigned to the Project full time, but will have primary responsibility for resolving any issues that cannot be resolved with the Developer’s Project Manager.
Developer’s Project Manager	Shall lead the Developer’s efforts and be responsible for overall design, construction, and contract administration on behalf of the Developer, assigned to the Project full time and co-located/on-site until Final Acceptance.
Design Manager	Responsible for ensuring that the overall Project design is completed and design criteria requirements are met. Co-located whenever design activities are being performed, including design activities related to field design changes.
Construction Manager	Responsible for ensuring that the Project is constructed in accordance with the Project requirements, assigned to the Project full time and co-located/on-site until Partial Acceptance.

B4.2 PROPOSER TECHNICAL EXPERIENCE QUALITATIVE EVALUATION SUBFACTOR

B4.2.1 OBJECTIVES

The following are the objectives for the Proposer Technical Experience Qualitative Evaluation Subfactor:

- A) To identify the best design and construction firms available with demonstrated experience, expertise, and capacity in and record of producing quality Work on projects similar in nature to the Project;
- B) To identify Proposers which have the following attributes:
 - 1) A superior record of completing contracts on time and within budget; and
 - 2) A superior record of managing construction that minimizes disruption to the traveling public;

- C) To identify Proposers that have the technical and management experience and expertise to plan, organize, and execute the design and construction and assure the quality and safety of the Project; and
- D) To identify the depth of experience of Proposer team members working together successfully as an integrated team.

B4.2.2 PROPOSER TECHNICAL EXPERIENCE INFORMATION FOR SECTION 4 OF THE STATEMENT OF QUALIFICATIONS

Using Form E (Appendix C), Past Project Description, the Proposer shall provide no more than ten and a minimum of two descriptions of past projects per the Proposer or, if the Proposer is a joint venture or partnership, its team members; the Lead Designer; the Lead Contractor, and Construction Subcontractors highlighting experience in the last ten years relevant to the Project. The Proposer shall describe those projects having a scope comparable to or more complex than that anticipated for the Project, any challenges presented during those projects, and how resolution was achieved to those challenges.

B4.3 INITIAL STATEMENT OF TECHNICAL APPROACH QUALITATIVE EVALUATION SUBFACTOR

B4.3.1 OBJECTIVES

The following are the objectives for the Initial Statement of Technical Approach Qualitative Evaluation Subfactor:

- A) To identify the Proposer that demonstrates a full understanding of the Project's scope and complexity;
- B) To identify the Proposer that demonstrates an understanding of Project risks and potential solutions, regardless of ownership, that may arise during all Project phases, including design and construction; and
- C) To identify the Proposer's approach to PPP contracting and successful delivery of the Project using a PPP model.

B4.3.2 INITIAL STATEMENT OF TECHNICAL APPROACH INFORMATION FOR SECTION 5 OF THE STATEMENT OF QUALIFICATIONS

The Proposer shall provide an initial statement of the Proposer's technical approach to the Project. This statement shall include the following:

- A) Understanding of the Project scope;
- B) Approach to PPP contracting and to successfully delivering the Project using PPP contracting;

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- C) Identification and understanding of the top Project risks and potential solutions to address the risks, including the following:
 - 1) Risks with consequences arising during design; and
 - 2) Risks with consequences arising during construction; and
- D) Description of a minimum of three risk scenarios encountered on past projects of similar scope and nature to this Project and the mitigations and solutions used by the Proposer to mitigate those risks.

B4.4 PAST PERFORMANCE QUALITATIVE EVALUATION SUBFACTOR

B4.4.1 OBJECTIVES

The following are the objectives for the Past Performance Qualitative Evaluation Subfactor:

- A) To avoid Proposers with firms or personnel with a history of legal and financial issues that could adversely impact the Project generally; and
- B) To obtain the commitment of the Proposer or, if the Proposer is a joint venture or partnership, the Proposer's team members; the Lead Designer, and the Lead Contractor regarding representations made in the SOQ.

B4.4.2 PAST PERFORMANCE INFORMATION FOR SECTION 6 OF THE STATEMENT OF QUALIFICATIONS

Using Form PP (Appendix C), Past Performance, the Proposer shall provide the information requested in Section B4.4.2(A) through (C). If a Proposer has no record of relevant past performance or if the information relative to a category is not available the Proposer shall enter a declarative statement to that effect on Form PP. If the record of relevant past performance does not exist and/or is not available, the Proposer shall receive a technical rating of acceptable- for this subfactor The Proposer shall attach additional sheets to Form PP as necessary. For each instance of litigation, arbitration, or termination for cause or default, the Proposer shall provide the owner's name and the name of its current representative (and current telephone number and E-mail address) who can be contacted for additional information. With respect to the information solicited in this Section B4.4, failure to provide this information, conditional or qualified submissions to requests or questions posed (i.e., "to our knowledge," "to the extent of available information," "such information is not readily available," or "such information is not maintained in the manner requested,"), incomplete or inaccurate submissions, or non-responsive submissions may, in the sole discretion of the LA DOTD, lead to a lower evaluation rating for this qualitative evaluation subfactor or may cause the LA DOTD to declare the SOQ non-responsive.

- A) Litigation and Arbitration Proceedings

The Proposer shall provide a list of all litigation and arbitration proceedings involving amounts in excess of \$1 million and related to performance in which the Proposer or, if the Proposer is a joint venture or partnership, the Proposer's

team members; the Lead Designer; or the Lead Contractor has been involved during the past five years. The Proposer shall include all litigation and arbitration proceedings initiated by owners and federal, state, and local regulatory agencies against the Proposer (or its team members, if the Proposer is a joint venture or partnership), Lead Designer, or Lead Contractor, as well as all litigation and arbitration proceedings initiated against owners and federal, state, and local regulatory agencies by the Proposer, Lead Designer, or Lead Contractor, or by third parties in which any of these entities was involved. The Proposer shall indicate whether the litigation or arbitration proceeding was resolved against the participant(s) or its insurers/sureties or resulted in reduction in compensation to the participant. The Proposer shall indicate any unresolved, outstanding litigation and arbitration proceedings;

B) Termination for Cause or Default

The Proposer shall describe the conditions surrounding any contract (or portion thereof) entered into by the Proposer or, if the Proposer is a joint venture or partnership, the Proposer's team members; the Lead Designer; or the Lead Contractor over the past five years that has been terminated for cause or default or which required completion by another party. The Proposer shall describe the reasons for termination and the amounts involved; and

C) Disciplinary Action

The Proposer shall indicate any disciplinary action taken against the Proposer or, if the Proposer is a joint venture or partnership, the Proposer's team members; the Lead Designer; or the Lead Contractor within the past five years by any governmental agency or licensing board, including suspension from the right to propose/bid or removal from any proposer/bid list.

B5.0 FINANCIAL QUALITATIVE EVALUATION FACTOR

B5.1 FINANCE EXPERIENCE QUALITATIVE EVALUATION SUBFACTOR

B5.1.1 OBJECTIVES

The following are the objectives for the Finance Experience Qualitative Evaluation Subfactor:

- A) To demonstrate success in participating in and reaching financial close for DBF or other PPP projects of a similar size and complexity to this Project; and
- B) To identify experience in structuring and securing financing for projects of a similar size and complexity.

B5.1.2 FINANCE EXPERIENCE INFORMATION FOR SECTION 7 OF THE STATEMENT OF QUALIFICATIONS

The Proposer shall submit the following information related to its finance experience:

- A) Completed Form F, providing information regarding a minimum total of three and a maximum total of five projects that demonstrate ~~therelevant~~ experience ~~of the Proposer~~ in developing and implementing a plan of finance for DBF or other PPP projects of similar or greater size and complexity; and
- B) Case studies describing ~~therelevant~~ financial experience ~~of the Proposer~~, as noted in section (d) of the instructions on Form F. Each description shall, at a minimum, give an overview of the project; the type/sector of transportation infrastructure involved; and explain why the experience gained on the project is relevant to the objectives listed in Section B5.2.1. The case studies should highlight any unique financial challenges encountered and the approach to overcoming these challenges. Responses to this question shall include a case study for three of the projects referenced on Form F. These case studies shall illustrate specific experience with the following:
 - 1) Demonstrated success in reaching financial close for DBF or other PPP projects;
 - 2) Experience in structuring and securing financing commitments for DBF or other PPP projects, including from internal sources or other external sources;
 - 3) Demonstrated readiness, flexibility, and availability to arrange or provide financing for the Project; and
 - 4) Adequacy and availability of the Proposer's resources to develop and execute a financial plan on a timely basis and ability to overcome challenges that may cause delays in achieving financial close.

B5.2 CONCEPTUAL PROJECT FINANCE PLAN QUALITATIVE EVALUATION SUBFACTOR

B5.2.1 OBJECTIVES

The objective for the Conceptual Project Finance Plan Qualitative Evaluation Subfactor is to demonstrate the Proposer's in-depth understanding of key financial issues related to the Project, and their ability to participate constructively in the procurement process and to react flexibly as the Project's contractual and financial structure evolve.

B5.2.2 CONCEPTUAL PROJECT FINANCE PLAN INFORMATION FOR SECTION 8 OF THE STATEMENT OF QUALIFICATIONS

The conceptual Project finance plan is intended to provide Proposers an opportunity to demonstrate their knowledge and understanding of the financial tools, requirements, and critical

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considerations involved in developing and implementing a plan of finance for the Project. The Proposer shall provide a summary of the major factors that will be considered in the development of a finance plan for the Project, including at a minimum a discussion of the following topics:

- A) A broad description of the conceptual finance plan structure the Proposer may develop for the Project, including a discussion of expected financing sources and their availability for the Project;
- B) A description of the Proposer’s views on the anticipated key credit strengths and weaknesses of the Project;
- C) A description and discussion of the availability of security, bonding, insurance, or parent guaranties that may be required to successfully finance the Project; and
- D) An overview of the key milestones and potential challenges in reaching financial close and proposed strategies to mitigate such challenges for the Project.

B6.0 FORMAT AND ORGANIZATION OF THE STATEMENT OF QUALIFICATIONS

The SOQ must be submitted in the following format and on the forms contained in Appendix C – Statement of Qualifications Forms:

**TABLE A
OUTLINE FOR SUBMISSION OF THE STATEMENT OF QUALIFICATIONS**

Statement of Qualifications Section Number	Section Title and Required Information	Request for Qualifications Reference
	Cover Letter and Acknowledgment of Receipt	
	Executive Summary	
Section 1	Legal <ul style="list-style-type: none"> • Form L-1, Proposer's Organization Information; • Form L-2, Proposer, Lead Designer, and Lead Contractor Certification; • Louisiana Secretary of State registration; • Evidence of appropriate licensing or commitment to obtain prior to award; • Identity of lead member, if a JV or partnership; Lead Designer; Lead Contractor; and any other known firms on Form L-1, Proposer’s Organization Information; • Percent equity share of each member, if a JV or partnership on Form L-1, Proposer’s Organization Information; 	B2.2 B2.2(A) B2.2(B) B2.2(C) B2.2(D) B2.2(E)(1) B2.2(E)(2)

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Statement of Qualifications Section Number	Section Title and Required Information	Request for Qualifications Reference
	<ul style="list-style-type: none"> • Express statement of joint and several liability, if a JV or partnership; • If the Proposer is a joint venture or partnership, notarized Power(s) of Attorney for each member’s representative’s authority to sign for that member; and • Notarized Power(s) of Attorney for the Proposer or, if the Proposer is a joint venture or partnership, each member, for the Proposer’s designated point of contact. 	<p>B2.2(E)(3)</p> <p>B2.2(F)</p> <p>B2.2(G)</p>
Section 2	<p>Minimum Financial Capacity</p> <ul style="list-style-type: none"> • Surety(ies) letter(s); • Financial Statements for the Proposer, any Guarantor, and the Lead Contractor for the three most recent completed fiscal years <u>and any interim financial statements prepared after the most recent yearly financial statement</u>, including: <ul style="list-style-type: none"> – Opinion Letter (Auditor’s Report); – Balance Sheet; – Income Statement; – Statement of Changes in Cash Flow; and – Footnotes; • Financial Officer’s Certificate (Form FOC) for Proposer and all team members, if the Proposer is a joint venture or partnership; any Guarantor; and the Lead Contractor; and • Financing Support Letters from potential lenders, underwriters, private placement lenders, or other providers of debt financing. 	<p>B3.2</p> <p>B3.2(A)</p> <p>B3.2(B)</p> <p>B3.2(C)</p> <p>B3.2(D)</p>
Section 3	<p>Technical Organization and Key Managers</p> <ul style="list-style-type: none"> • Narrative describing the Proposers teaming arrangements and management structure; <ul style="list-style-type: none"> – Organization charts, including Proposer (and its team members) and any Guarantors; and – Proposer’s management structure and “chain of command” with key managers; 	<p>B4.1</p> <p>B4.1.2(A)</p> <p>B4.1.2(A)(a) and (b)</p>

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Statement of Qualifications Section Number	Section Title and Required Information	Request for Qualifications Reference
	<ul style="list-style-type: none"> • Resumes, including: <ul style="list-style-type: none"> – Principal-in-Charge; – Developer’s Project Manager; – Design Manager; and – Construction Manager; and • Express, written statement committing key managers to be available to serve in the identified role in connection with the Project. 	<p>B4.1.2(B)</p> <p>B4.1.2(C)</p>
Section 4	<p>Proposer Technical Experience</p> <ul style="list-style-type: none"> • Form E, Past Project Description. 	<p>B4.2</p> <p>B4.2.2</p>
Section 5	<p>Initial Statement of Technical Approach</p> <ul style="list-style-type: none"> • Understanding of the Project scope; • Approach to PPP contracting; • Identification and understanding of Project risks, including: <ul style="list-style-type: none"> – Design risks; and – Construction risks; and • Description of risk scenarios encountered on past projects. 	<p>B4.3</p> <p>B4.3.2(A)</p> <p>B4.3.2(B)</p> <p>B4.3.2(C)</p>
Section 6	<p>Past Performance</p> <ul style="list-style-type: none"> • Form PP, Past Performance. 	<p>B4.4</p> <p>B4.4.2</p>
Section 7	<p>Finance Experience</p> <ul style="list-style-type: none"> • Form F, Financing Experience; and • Case studies, including: <ul style="list-style-type: none"> – Demonstrated success in reaching financial close; – Experience in structuring and securing financing commitments; – Demonstrated readiness to arrange or provide financing; and – Adequacy of resources to develop financial plan. 	<p>B5.1</p> <p>B5.1.2(A)</p> <p>B5.1.2(B)</p>

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Statement of Qualifications Section Number	Section Title and Required Information	Request for Qualifications Reference
Section 8	Conceptual Project Finance Plan <ul style="list-style-type: none"> • Broad description of finance plan structure; • Description of Proposer’s views on the anticipated key credit strengths and weaknesses of the Project; • Description of availability of security; and • Overview of key milestones. 	B5.2 B5.2.2(A) B5.2.2(B) B5.2.2(C) B5.2.2(D)

STATE OF LOUISIANA

LA 3241: I-12 TO BUSH PUBLIC-PRIVATE PARTNERSHIP PROJECT

ST. TAMMANY PARISH

STATE PROJECT NO. H.004985

REQUEST FOR QUALIFICATIONS

APPENDIX C

STATEMENT OF QUALIFICATIONS FORMS

CONFORMED COPY



FORMS

	Acknowledgement of Receipt
<u>Form E</u>	Past Project Description
<u>Form F</u>	Financing Experience
<u>Form FOC</u>	Financial Officer's Certificate
	Annex A Company Information Summary
	Annex B Insolvency Event
	Annex C Material Change in Financial Condition
<u>Form L-1</u>	Proposer's Organization Information
<u>Form L-2</u>	Proposer, Lead Designer, and Lead Contractor Certification
<u>Form PP</u>	Past Performance
<u>Form Q</u>	Question

FORM E
PAST PROJECT DESCRIPTION

Name of Proposer: _____

Name of Firm: _____
Project Role: _____ Developer: ____ Lead Designer: ____ Lead Contractor ____ Other (Describe): _____
Years of Experience: _____ Roads/Streets: _____ Utility Relocations: _____
Project Name, Location, Description, and Nature of Work for which the firm was responsible: _____ _____ _____ _____ _____ _____ _____
Describe Site Conditions: _____ _____ _____ _____ _____
(Use additional sheets as necessary to describe project and site conditions)
List any awards, citations, and/or commendations received for the project: _____ _____ _____
Name of Client (Owner/Agency): _____ Address: _____ _____ Contact Name: _____ Telephone number: _____ Owner's Project or Contract No.: _____ E-mail Address: _____ Percent of Total Work Performed by Firm: _____ Commencement Date: _____ Planned Completion Date: _____ Actual Completion Date: _____ Amount of Claims: _____ Any Litigation? Yes ____ No ____

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FORM F (ADDENDUM NUMBER 3)

FINANCING EXPERIENCE

(expand as needed)

Name of Proposer/Lead Contractor/Guarantor: _____

Lead Contractor / Member Name	Project Name and Location	Name of and Relationship to Entity whose experience is cited	Project Type (1)	Role(s) On Project (2)	Project Construction Value (3)	Financing Size (3), (4)	Debt Amount and Source (3), (5)	Interest in Borrower (% And Type) (6)	Outcome or Status (7)
Sample entry: X Construction Co.	Interstate-X Corridor Project, [State], USA	X Conglomerate (guarantor of X Construction Co.)	DBFM (Availability Payments and Final Acceptance Payment)	Lead contractor	\$500,000,000	\$450,000,000	\$100,000,000 (senior bank loan) \$200,000,000 (TIFIA loan) \$100,000,000 (PABs)	50% equity ownership of project company	Financial close (Nov. 15, 2017)

INSTRUCTIONS:

- (a) Proposers may only list the experience(s) of the Proposer, Lead Contractor or any firm that comprises 20% or more of the Lead Contractor, ~~or~~ the Guarantor of such firms, or the Financial Advisor. Proposers may include the financing experience of Affiliates of such firms if a direct or indirect common parent is a Guarantor.
- (b) Proposers may list only projects: (i) which involved private financing; (ii) for which a proposal with committed financing was submitted within ten years of the SOQ due date (Proposers may list projects for which a proposal was submitted but not selected as the preferred proposal); and, (iii) the Proposer or Lead Contractor had at least 10% participation in the borrower or anticipated borrower as applicable.
- (c) Proposers must list a minimum of three projects, and may list up to a maximum of five projects.
- (d) Proposers must provide an attachment with more detailed narrative case studies of three of the projects listed on Form F. The selected projects should be those the Proposers consider are most similar to the Project and reflective of their financing experience.

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- Proposers are encouraged to include more detailed information about the project, the type/sector of transportation infrastructure involved; and explain why the experience gained on the project is relevant to the objectives of this Project. Additionally, please provide more details on its debt facilities/ financing structure than the information contained in the Form (e.g., debt structure and rationale).
- For each of the projects, Proposers must provide a reference at the procuring agency who was involved in the project's procurement and negotiation of commercial and financial terms. For each reference, Proposers should provide the individual's name, current telephone number, and e-mail address. Projects may not be considered if the designated reference for that project cannot be reached or does not respond to communications from LADOTD.
- These additional narrative descriptions and list of related references must be provided as a single attachment to this Form, and the attachment may not exceed one page per project, provided on separate 8-1/2" x 11" sized white paper.

OTHER NOTES:

- (1) Project type should be described as DBF, DBFM or similar, with additional information on basis for project payment approach in parenthesis (e.g. availability payments and final acceptance payments)
- (2) Indicate the role(s) and basis for participation in the project and it's financing (e.g. Lead Contractor, ~~equity investor~~ Financial Advisor, etc.)
- (3) In United States Dollars. Identify exchange rates of amounts in other currencies using the exchange rate as of August 13, 2019, including the benchmark on which the exchange rate is based.
- (4) "Financing Size" means the total amount of the project financed with private financing (i.e. excluding public debt, public equity or capital grants but including conduit debt that is recourse to the borrower). Include all debt and equity provided or arranged by the Lead Contractor and any concessionaire.
- (5) Indicate in parenthesis the type of debt (e.g., TIFIA loan, PABs or other bonds (unwrapped or wrapped), bank loan or private placement).
- (6) Indicate the percentage (%) of ownership or participation held by the company, its affiliate or guarantor in the borrower.
- (7) Indicate outcome of RFP process (Financial close, Financial close pending, Not selected, Other (please explain)). Include date of financial close (actual or expected date) if applicable. If the procurement was canceled or the proposal was not selected, provide the date of submission of the financial proposal.

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FORM FOC – FINANCIAL OFFICER’S CERTIFICATE

[Complete a separate Form FOC for the Proposer and each Lead Contractor (and each Guarantor, if any).^{1]}

I, [Name], the [Title] of [Name of Proposer or Lead Contractor] (the Member) [and the [Title] of [Name of Guarantor] (the Guarantor)], do hereby certify as of [Date]² that:

- (a) This certificate is being executed and delivered in connection with the Statement of Qualifications submitted by [Proposer Name] (the SOQ) in response to the Request for Qualifications to design, build, and finance the LA 3241: I-12 to Bush Public-Private Partnership Project (the Project), dated August 13, 2019, (the RFQ) issued by the Louisiana Department of Transportation and Development (LA DOTD).
- (b) As to the matters herein set forth below, I either have personal knowledge or have obtained information from officers or employees of the [Member] [and the Guarantor] in whom I have confidence and whose duties require them to have personal knowledge thereof. I make the certifications herein to the LA DOTD pursuant to the requirements of the RFQ with the intent and understanding that they will be relied upon by the LA DOTD as a basis for the evaluation of the SOQ contemplated by the RFQ.
- (c) **[Guarantor Support:** It is the intention of the Guarantor to support the Member with the financial, human resources, and other support needed by the Member to successfully satisfy its obligations in respect of the Project if Proposer were to become the Developer.]³
- (d) **Audited Financial Statements:** The audited financial statements provided by [the Member] [the Guarantor] in the SOQ for the fiscal years ended [___], [___], and [___] [and the interim financial statements for the following periods [___] and [___]] are complete and correct copies thereof. Where [the Member] [the Guarantor] has provided unaudited financial results, such financial results present fairly, in all material respects, the financial position and results of operations and cash flows of [the Member] [the Guarantor and its consolidated subsidiaries, including the Member,] as of such dates and for such periods. [The Member] [The Guarantor] has no material contingent liabilities or unusual forward or long-term commitments not disclosed therein.⁴
- (e) **Off-Balance Sheet Liabilities:** The [Member] [Guarantor] does not have any material off-balance sheet liabilities [other than as described in the financial statements referred to above] [other than the following: [_____]].
- (f) **Financial Information Summary:** Attached hereto as Annex A is a completed Company Information Summary relating to [the Member] [the Guarantor]. All the information provided in the attached Annex A is complete and correct to the best of my knowledge.

¹ The Proposer and the Lead Contractor should provide its own separate certificate. However, if any such company is proposing a Guarantor, only one consolidated certificate is required for the Guarantor and its guaranteed entity. If a company has no Guarantor, all references to “Guarantor” should be deleted from this certificate.

² Date must not be earlier than ten calendar days prior to the SOQ due date.

³ Delete if there is no Guarantor and not applicable.

⁴ For entities that do not prepare audited financial statements, Proposers should submit a question to the LA DOTD by the last day for Proposer questions indicated in the RFQ, outlining proposed information that would provide similar support to audited financial statements to seek confirmation of its appropriateness by the LA DOTD.

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(g) **Bankruptcy/insolvency proceedings:** [There has been no Insolvency Event relating to the Member [or Guarantor] or any person or entity which directly or indirectly through one or more intermediaries controls, or is controlled by, or is under common control with, the Member [or Guarantor] which has occurred within the most recent three fiscal years (whether or not such proceeding was ultimately dismissed).] [Attached hereto as Annex B is a detailed description of an Insolvency Event relating to [*Entity Name*].]⁵

For the purposes of this certification, Insolvency Event means any voluntary or involuntary bankruptcy, insolvency, liquidation, restructuring, suspension of payments, scheme of arrangement, appointment of provisional liquidator, receiver or administrative receiver, resolution or petition for winding-up, or similar proceeding, under any applicable law, in any jurisdiction.

(h) **Material Changes in Financial Condition:** [No material change in the financial condition of the Member [or Guarantor] has occurred or is projected to occur, as applicable (i) within the most recently completed three fiscal years that is not reflected in the its audited financial statements; (ii) since the date of its audited financial statements for its most recently completed fiscal year; or (iii) during the next fiscal quarter following the date of the SOQ.] [Attached hereto as Annex C is a detailed description of material changes in the financial condition of [the Member][the Guarantor].]⁶

IN WITNESS WHEREOF, the undersigned is the [Chief Financial Officer, Treasurer, or equivalent officer] of the entity to which this form relates,⁷ and has duly executed this certificate as of the date first written above.

Name:
Title:

⁵ Complete the appropriate certification. Delete the sentence that is not applicable. Do not provide an Annex B if there is no Insolvency Event to disclose.
⁶ Complete the appropriate certification. Delete the sentence that is not applicable. Do not provide an Annex C if there is no material change in financial condition to disclose. Further instructions regarding material changes are provided in Annex C.
⁷ If the Company does not have this type of corporate officer internally and will rely on the financial officer of an affiliated or unaffiliated entity, such as an investment advisor or financial manager, both the financial officer delivering this certificate and a duly authorized signatory of the Company must sign this certificate.

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Annex A to Financial Officer’s Certificate
COMPANY INFORMATION SUMMARY

Entity: _____

Designate whether Proposer, Lead Contractor, or Guarantor: _____

SHAREHOLDER ¹	INTEREST (%)
[Shareholder name]	
[No current shareholders or equivalent have a holding of 15% of greater]	

RATING AGENCY ²	CURRENT RATING	PREVIOUS RATING	DATE OF CHANGE IN RATING
[Rating agency name]			
[Debt of the [Member] [Guarantor] is not rated by any major credit rating agency.]			
[[Member][Guarantor] has no debt]			

¹ List current shareholders or equivalent holding a 15% or greater interest in the company (indicate their percentage interest), as well as those having the right to appoint one or more board director(s). If such interest is held by a holding company, a shell corporation, or other form of intermediary, also identify the ultimate or parent entity.

² If applicable, list all credit ratings available for the company and provide a copy of the most recent credit report up to the SOQ due date.

**Annex B to Financial Officer's Certificate
INSOLVENCY EVENT**

[PROPOSER OR LEAD CONTRACTOR TO PROVIDE DETAILS]

**Annex C to Financial Officer's Certificate
MATERIAL CHANGE IN FINANCIAL CONDITION**

[PROPOSER OR LEAD CONTRACTOR TO PROVIDE DETAILS]

INSTRUCTIONS TO PROPOSERS REGARDING ANNEX C:

If applicable, this Annex C must include the following details regarding material changes in the Member's or Guarantor's financial condition:

- (i) A description of each material change, actual and projected, and any related changes or disruptions in executive management;
- (ii) Actual and projected impacts on the affected entity's organizational and financial capacity and its ability to remain engaged in this procurement and submit a responsive proposal; and
- (iii) A detailed description of any other projected impacts, positive and negative, of the changes experienced and anticipated to be experienced in the periods ahead, including the likelihood that the circumstances of the change or impacts thereof will continue during the Project term.

Estimates of the impact on revenues, expenses, and the change in equity must be provided separately for each material change. **References to the notes in the financial statements are not sufficient to address the requirement to discuss the impact of material changes.** Where a material change will have a negative financial impact, the affected entity must describe measures that would be undertaken to insulate the Project from any recent material changes and those currently in progress or reasonably anticipated in the future. If its financial statements indicate that expenses and losses exceed income in each of the three completed fiscal years (even if there has not been a material change), the affected entity must describe measures that will be undertaken to make the entity profitable in the future and an estimate of when the entity will be profitable.

Set forth below is a list of examples of what the LA DOTD considers to be a material change in financial condition. **At the discretion of the LA DOTD, any failure to disclose a prior or pending material change may result in disqualification from the procurement process:**

- (i) A change in the tangible net worth of 10% or more of net assets;
- (ii) A sale, merger, or acquisition exceeding 10% of the value of net assets prior to the sale, merger, or acquisition which in any way involves the affected entity or its parent company or Guarantor;
- (iii) A change in credit rating for the affected entity or its parent company or Guarantor;
- (iv) Inability to meet material conditions of loan or debt covenants by the affected entity or its parent company or Guarantor that has required or will require a waiver or modification of agreed financial ratios, coverage factors, or other loan stipulations or additional credit support from shareholders or other third parties;
- (v) In the current and three most recent completed fiscal years, the affected entity or its parent company or Guarantor either: (i) incurred a net operating loss; or (ii) sustained charges exceeding 5% of the then net assets due to claims, changes in accounting, write-offs, or business restructuring; or (iii) implemented a restructuring/reduction in labor force exceeding

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- 5% of employees or involved the disposition of assets exceeding 10% of the then-net assets.;
and
(vi) Other events known to the affected entity which represents a material change in financial condition over the past three years, or may be pending for the next reporting period.

FORM L-1
PROPOSER'S ORGANIZATION INFORMATION
 (add boxes as needed)

PROPOSER:			
Name of Entity:			
Address:			
Contact Name:		Title:	
Telephone Number:		Facsimile Number:	E-mail:
NAME(S) OF PROPOSER TEAM MEMBERS			
Company Name	Address, E-mail Address, and Telephone Number	State of Incorporation	Lead Member (include percent) Yes No
Proposer and/or Member(s) (if Proposer is a joint venture or partnership)			
Lead Designer			
Lead Contractor			
Other Firms			

FORM L-2
PROPOSER, LEAD DESIGNER AND LEAD CONTRACTOR CERTIFICATION
(expand form as needed)

Complete this Form L-2 for the Proposer, the Lead Designer, and the Lead Contractor. If the Proposer is a joint venture or partnership, each of the members of the Proposer shall also submit this Form L-2.

1. 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, describe.

2. Has the firm* or any officer thereof been indicted or convicted of bid or other contract related crimes or violations or any felony or misdemeanor related to performance under a contract within the past five years? If yes, describe.

3. Has the firm* ever sought protection under any provision of any bankruptcy act? If yes, describe.

4. Has the firm* ever been debarred from performing work for the federal government or any state or local government? If yes, describe.

(Must be signed by an officer of the firm)

Firm: _____

By: _____

Title: _____

Name of Proposer: _____

* (Note: "Firm" includes any Affiliate, including a parent company or subsidiary companies.)

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**FORM PP
PAST PERFORMANCE
(expand as needed)**

Name of Proposer: _____

Firm Name: _____

Litigation and Arbitration

Project/Issue	Owner/Agency Initiated Action	Resolution/Outcome	Indicate if Unresolved or Outstanding Action	Current Owner Contact Name, Telephone Number, and E-mail Address

Termination for Cause or Default

Project	Describe Reason for Termination	Dollar Amount Involved	Current Owner Contact Name, Telephone Number, and E-mail Address

FORM PP
PAST PERFORMANCE
(expand as needed)

Disciplinary Action

Project	Describe Action Taken	Current Owner Contact Name, Telephone Number, and E- mail Address

