

Arkansas State Highway and Transportation Department

Request for Qualifications

30 Crossing



**From: I-530/I-440 Interchange
To: I-40/Hwy 67 Interchange**

CAP Project No: CA0602
[Addendum #1](#)

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1. GENERAL

1.1 Introduction

The Arkansas State Highway and Transportation Department (the “Department”) hereby requests submittal of sealed Statements of Qualifications (“SOQs”) from firms or assemblies of firms (“Respondents”) desiring to design and construct the CA0602 I-530-Hwy. 67 (Widening & Reconst.) (I-30 & I-40) (F) project which is generally described as I-30 from Interstate 530 (I-530) to Interstate 40 (I-40) and I-40 from Pike Avenue to Highway 67/167 (the “Project” or the “30 Crossing Project”). The Department has concluded that harnessing private-sector creativity through a design-build approach is the best way to ensure cost-effective and expedited delivery of this Project and provide needed safety improvements, congestion relief and other benefits to the public.

The Department is issuing this Request for Qualifications (“RFQ”) in accordance with applicable Law. Upon evaluation of the SOQs, the Department intends to select a Short-List of Respondents (each a “Proposer”) in accordance with the terms of this RFQ. The Department then intends to release a Request for Proposals (“RFP”) to the shortlisted Proposers.

Capitalized terms or abbreviations included in Appendix A and used herein have the meaning given in Appendix A. By submitting an SOQ, each Respondent agrees to be bound by the requirements of this RFQ. The Respondent must comply with all Laws that are applicable and govern this procurement. It is the responsibility of the Respondent to be aware of, and comply with, all current applicable Laws. Any Respondent who delivers a non-responsive SOQ or fails to comply with this RFQ or applicable Law may be disqualified from the Procurement Process.

1.2 Project Description and Status

The Department is proposing to improve Interstate 30 (I-30) from Interstate 530 (I-530) to Interstate 40 (I-40) and I-40 from Pike Avenue to Highway 67/167. The “30 Crossing Project” (Project) is approximately 7.3 miles and includes the junctions of multiple interstates in North Little Rock and Little Rock that form a crucial part of the nation’s interstate highway system. Refer to Appendix B for the additional Project information, status of the Project and the Project Footprint.

1.3 Project Funding

The Department expects that approximately \$525 million to \$575 million will be made available for the Project (the “Available Public Funds Amount”). The actual maximum Available Public Funds Amount will be identified in the RFP. The Available Public Funds Amount will be the only funds available to the Department to make payments to the Design-Builder under the DBA.

1.4 Project Goals

The primary mission of the Department is to complete the Project within the Available Public Funds Amount and desired schedule while providing the maximum amount of Project improvements to be constructed within those limitations. While the Department’s goals for the Project will be outlined more specifically in the RFP, such goals include the following:

1. Maximize mobility and safety improvements in the Project corridor;
2. Minimize inconvenience to travelers during Project construction;
3. Deliver the Project within the program budget;
4. Deliver the Project on schedule, which the Department anticipates will be within 4 years of the

first notice to proceed; and

5. Uphold the Department's stakeholder and public trust in delivering the Project.

1.5 Contract Type

The contract type anticipated for this Project is "Fixed Price-Best Value", whereby the Department will establish the target price for the Project within the Available Public Funds Amount. The Design-Builder, or entities comprising the Design-Builder, as applicable, will be required to perform a combined minimum of 30 percent of the price under the DBA with their own organizations, forces and resources.

1.6 Rules of Contact

The rules of contact described herein apply from release of the RFQ until selection of the best-value Proposer or until the formal cancellation of the procurement by the Department. Respondents and each associated Component Firm must comply with all applicable Laws and refrain from lobbying any Governmental Authority in connection with the Procurement Process. During the Procurement Process, no employee, member, agent, advisor or consultant of the Respondent or a Component Firm may undertake any ex-parte communications, directly or indirectly, regarding this procurement with any representative of the State, Department, or FHWA, including their staff, advisors, contractors, or consultants, except for communications expressly permitted by this RFQ.

After submission of the SOQ, no Respondent or Component Firm may communicate with another Respondent or Component Firm associated with another Respondent with regard to the Project, the SOQ, or any other Respondent SOQ, except that a Respondent may communicate with an individual or Component Firm that is included in more than one Respondent organizations, so long as those Respondents have an established, documented protocol to ensure that such individual person or firm will not act as a conduit of information between the respective Respondent organizations.

All official Project communications will be provided from the Project Director (PD):

Benjamin Browning, P.E.
Alternative Project Delivery Director
Arkansas State Highway and Transportation Department
10324 Interstate 30
Little Rock, AR 72209
E-mail: 30crossing@ahtd.ar.gov

The Respondent shall identify a Procurement Point of Contact (PPC) to be responsible for initiating or receiving all communication with the Department throughout the Procurement Process. The PPC must be delegated the full authority of the Respondent to communicate with the Department throughout the Procurement Process. The Department will not be responsible for any oral communication or any other information or contact that occurs outside the official communication process specified in this RFQ. Any contact determined by the Department, at its sole discretion, to violate these rules of contact may result in the Respondent's disqualification from the Procurement Process.

1.7 RFQ Addendum

The Department reserves the right to revise this RFQ by an addendum at any time before the SOQ due date specified in the Procurement Schedule.

1.8 Respondent Costs & Stipend

The Department will not provide any Respondent with reimbursement for any costs incurred in connection with the RFQ Stage of this procurement, and the Respondent is solely responsible for all costs and expenses, of any nature, associated with responding to the RFQ, including attending briefing(s) and providing supplemental information. The Department intends to provide a competitive Stipend consistent with market practice in exchange for a Proposal at the conclusion of the RFP Stage for each Proposer that submits a complete and responsive Proposal and is not selected to enter into the DBA. The amount and terms of the Stipend will be established in the RFP.

1.9 Respondent Organization; Organizational Conflicts

The Department will permit Respondents and Proposers to be legally incorporated entities or unincorporated joint ventures, consortia or teams, thus allowing unsuccessful Respondents and Proposers to avoid unnecessary costs associated with legal formation of such an entity. The Design-Builder, as of the time of execution of the DBA, will be required to be a legally formed entity, qualified to do business in the State.

Component Firms may participate in more than one Respondent team; however, to the extent that any Component Firm qualifies as a Major Participant, a Principal Participant or the Lead Quality Assurance Firm, such Component Firm may participate with respect to only one Respondent. Furthermore, no individual nominated to serve in a Key Personnel role by a Respondent team may be nominated to serve as a Key Personnel with respect to any other Respondent team.

Respondents are directed to 23 CFR Section 636, Subpart A and, in particular, to Subsection 636.116 regarding organizational conflicts of interest. Respondents are advised that such rules may preclude certain firms and their subsidiaries from participating as a Component Firm for a Respondent. Firms that are prohibited from proposing or joining a Respondent team include (but are not limited to) each of the CAP Program Management Consultants and the Environmental Design Consultants.

Respondents are advised that other Department consultants working on the Project may have an organizational conflict of interest. Respondents are encouraged to review the applicable rules and discuss potential conflicts of interest with prospective team members. By submitting its SOQ, each Respondent agrees that, if an organizational conflict of interest is thereafter discovered, the Respondent must make an immediate and full written disclosure to the Department that includes a description of the action that the Respondent has taken or proposes to take to avoid or mitigate such conflicts. If an organizational conflict of interest that the Respondent knew or should have known about but, did not disclose, is determined to exist during the procurement process, the Department may, at its discretion, disqualify the Respondent.

1.10 Debarment or Suspension

No firm may participate in any Respondent organization as a Principal Participant or a Major Participant to the extent that such firm is currently debarred, suspended, disqualified, or removed from bidding (including having been removed from bidding by the Department on account of pending liquidated damages on other projects) or performing work for the State of Arkansas, the federal government or more than three state governments or is subject to any proposed, pending, or past debarment, suspension, or similar actions, in the past three (3) years prior to the SOQ due date. Each Respondent will be required to acknowledge and certify that all Principal Participants and all Major Participants meet the requirements of this section at the time of SOQ submission.

1.11 Business Integrity

The Department considers the integrity of all firms and personnel involved in the Project to be of high importance. No Principal Participant, Major Participant, nor any owner, officer, partner, director, or financial controller of such firms, or respective employee involved in the Project, may participate as a part of a Respondent team if such firm or person has, within the past three (3) years prior to the SOQ due date:

1. Been convicted or included as the defendant in a criminal or civil judgment rendered against the firm or relevant individual by a court of competent jurisdiction in any matter involving fraud, anti-trust violations, theft, official misconduct, or other offenses indicating a lack of business integrity or business honesty;
2. Been indicted or otherwise criminally or civilly charged by a Governmental Authority with fraud, anti-trust violations, theft, official misconduct, or other offenses indicating a lack of business integrity or business honesty; or
3. Participated as a prime contractor or equity partner in ~~one or more contracts with a Governmental Authority~~(i) a contract that was terminated for cause or default by the State of Arkansas or the federal government or (ii) contracts that were terminated for cause or default by two or more other Governmental Authorities.

Each Respondent will be required to acknowledge and certify that all Principal Participants and all Major Participants and their respective employees meet the requirements of this section at the time of SOQ submission.

1.12 Public Disclosure

The Procurement Process will be conducted in accordance with the Arkansas “Freedom of Information Act of 1967,” as amended through A.C.A. § 25-19-101 et seq (FOIA). To the extent consistent with FOIA, all records related to this Procurement Process including, but not limited to, SOQs and any records created during the evaluation and selection process, will remain protected records until the DBA has been executed by all necessary officials of the Design-Builder and the Department, except for the Department’s right to publically disclose certain information about the SOQs, such as the name and Component Firms of each Respondent.

All records pertaining to this Procurement Process will become public information after execution of the DBA, unless such records are determined to qualify for an exemption under FOIA, including but not limited to, the following:

1. State income tax records;
2. Documents protected from disclosure by an order of a court;
3. Documents that, if disclosed, would “give advantage to competitors or bidders”; or
4. Personnel records to the extent that disclosure would constitute clearly unwarranted invasion of personal privacy.

Any records marked as “confidential” by a Respondent in its SOQ in accordance with this RFQ and protected under FOIA will be returned to the unsuccessful Respondent after the DBA with the Design-Builder has been executed. The Respondent will be responsible for all costs resulting from any challenge based on the records exempted.

2. PROCUREMENT PROCESS

2.1 Overall Procurement Process

The Procurement Process intended to be used by the Department is described below; provided that the Department reserves the right, in its sole discretion, to modify the Procurement Process to comply with applicable Law and/or to address the best interests of the Department and the State of Arkansas, including canceling the procurement. The Department will evaluate the SOQs it receives in response to this RFQ and intends to establish, according to criteria generally outlined herein, a Short-List of parties that are eligible to receive the RFP.

The Department may issue one or more draft versions of the RFP to the shortlisted Proposers. After any such draft RFP releases, the Department plans to issue a final RFP to the shortlisted Proposers. The final RFP will include technical provisions, contract documents, and the objective methodology for determining the overall best value Proposal. Following receipt and evaluation of Proposals, the Department may select a Proposer for conditional award, based on a determination of apparent best value, to finalize a DBA for award and execution. If the Department and the apparent best value Proposer do not execute a DBA, the Department may award the Project to the next highest rated Proposer. Alternatively, the Department may modify and re-issue the RFP, or terminate the procurement.

2.2 Request for Clarification

In order to facilitate receipt, processing and response, Respondents (through its PPC) must submit all questions and requests for clarification regarding this procurement in writing via email to 30crossing@ahtd.ar.gov prior to the date and time specified in the Procurement Schedule, using the form of Request for Clarification found in Appendix D.

Respondents are responsible for ensuring that any written communications clearly indicate on the first page or in the subject line, as applicable, that the material relates to the Project. The Department may make edits in addenda to this RFQ in response to clarification requests. Alternatively, the Department may respond to those questions that the Department deems to be material and not adequately addressed through potential addenda to the RFQ. The Department will post any such responses and/or addenda to this RFQ on the Department website. The Department is not obligated to respond to each Request for Clarification.

2.3 Changes in Organization and Key Personnel

The Respondent is advised that, in order to remain qualified to submit a Proposal, its organization, including all Principal Participants, Major Participants, Lead Designers, Lead Quality Assurance Firms, and Key Personnel identified in the SOQ must remain unchanged for the duration of the Procurement Process. A Respondent may propose substitutions for participants during the subsequent RFP Stage; however, any such changes will require prior written approval of the Department. Approval may be granted or withheld in the Department's final and sole discretion.

2.4 Department Prequalification Process

All Major Participants responsible for construction services on the Project must be prequalified prior to the SOQ due date in accordance with the Department's Standard Specifications Edition of 2014, Section 102. Information concerning Prequalification may be found on the Department website at:

http://www.arkansashighways.com/ProgCon/General/Prequalification%20Questionnaire_2015.pdf.

The Respondent should allow a minimum of two (2) weeks for the Department to process a Prequalification application. Information on the Department Prequalification process and copies of the Prequalification questionnaire are available from the Construction Contract Procurement Section of the Department Program Management Division. The Respondent is responsible for ensuring all Major Participants responsible for construction services on the Project are prequalified with the Department prior to the SOQ due date. Failure by the Respondent to meet the requirements of Prequalification may result in the Respondent being disqualified from the Procurement Process.

2.5 Procurement Schedule

The following represents the current Procurement Schedule at the time of the release of this RFQ, which may be modified by addenda or other written notice at the sole discretion of the Department.

Procurement Schedule

Activity	Due Date	Time
Final Day for Request for Clarification Submission	June 9, 2017	3:00 p.m.
Statement of Qualifications Due	June 30, 2017	3:00 p.m.
Release Short-List	September 6, 2017	--
Anticipated Release of RFP	First quarter of 2018	--

3. **EVALUATION PROCESS FOR THE SOQ**

3.1 General

Each SOQ will be reviewed for: (a) conformance to the RFQ instructions regarding organization; (b) format and the responsiveness of the Respondent to the requirements set forth in this RFQ; and (c) the substantive quality of the SOQ in relation to the evaluation criteria set forth in this RFQ.

Those SOQs not responsive to this RFQ may be excluded from further consideration, and the Respondent will be so advised. The Department may also exclude from consideration any Respondent whose SOQ contains a material misrepresentation.

3.2 Review and Evaluation of the SOQ

The Respondent must submit all information requested in the RFQ in accordance with the criteria provided in Section 4. The information will be evaluated in accordance with the Evaluation Scoring Criteria (ESC) for pass/fail evaluation (Pass/Fail Criteria) listed in Section 3.3.1 and for the technical evaluation (Technical Criteria) listed in Section 3.3.2.

3.3 Evaluation Scoring Criteria for the SOQ

The ESC is comprised of Pass/Fail Criteria and Technical Criteria. Following, or in conjunction with, evaluation of each SOQ for responsiveness, the Department will evaluate each SOQ based on the Pass/Fail Criteria. An SOQ must be determined to be responsive and obtain a “pass” on all Pass/Fail items in order for such SOQ to be evaluated qualitatively under the Technical Criteria.

3.3.1 Responsiveness; Pass/Fail Criteria

The following are the Pass/Fail Criteria:

1. The SOQ contains all material RFQ requirements set forth herein, subject to the Department's determination (in its sole discretion) to disregard minor informalities, irregularities or apparent clerical mistakes.
2. The Respondent has provided evidence of its legal organization, or if the Respondent is unincorporated, the Respondent has provided evidence of the legal organization of the Principal Participants.
3. No Principal Participant nor Major Participant is currently disqualified, removed, debarred or have been suspended, in the past three (3) years prior to the SOQ due date, in accordance with Section 1.10. (See Form C-1).
4. No Principal Participant nor Major Participant nor any owner, officer, partner, director, or financial controller of such firms, or any respective employee included in the SOQ, has been convicted or indicted in civil or criminal cases or judgments, or participated as a prime contractor or equity partner in contracts terminated for cause or defaults within the past three (3) years prior to the SOQ due date. (See Form C-2).
5. The Respondent has provided a letter from a surety company that meets the following requirements:
 - (a) The letter includes a statement that the Respondent is capable of obtaining a performance bond and payment bond for a minimum amount of \$500 million, and may not state that the Respondent has "unlimited" bonding/security capability;
 - (b) Such surety company is listed in the current United States Secretary of the Treasury, Fiscal Service, Circular 570, Companies Holding Certificates of Authority as Acceptable Sureties on Federal Bonds and as Acceptable Reinsuring Companies;
 - (c) Such surety company has an A.M. Best rating level of A- or better and Financial Size Category of Class X or better, and evidence of the surety company's rating must be attached to the letter; and
 - (d) The letter must include a statement that the surety company has read the RFQ and has evaluated the backlog of the Respondent and work-in-progress in determining its bonding capacity.
6. The Respondent must have provided (i) financial statements for all Major Participants for the three (3) most recent fiscal years and (ii) a completed and signed Form E for all Major Participants. The financial information provided by the Respondent in the SOQ will be evaluated based on whether the Major Participant reasonably possesses the financial capacity to meet and complete the responsibilities of the Project.

Should an SOQ obtain a pass rating on all of the Pass/Fail Criteria and be determined to be responsive, the SOQ will be further evaluated utilizing the Technical Criteria. Any SOQ that fails to achieve a pass rating on any Pass/Fail Criteria 1 through 5 or is determined non-responsive will not be evaluated further and the Respondent will be unable to be selected for the Short-List. Furthermore, if the Major Participants' financial statements or information provided on Form E include information that, in the Department's sole discretion, has the potential to adversely impact a Respondent's financial capacity to meet and complete the responsibilities of the Project, the Department reserves the right to further evaluate financial capacity as part of Technical Criteria, Item 2. Experience of the Firms. The

Department will view more favorably those SOQs that provide evidence of a greater level of financial stability, flexibility, and capability of assuring a firm and fixed price and schedule commitments for a construction project of the magnitude of the Project, as determined by the Department.

3.3.2 Technical Criteria

The Technical Criteria will be evaluated as follows:

1. *Organization and Key Personnel (350 Points Max.):* The background, experience, and past performance of the identified Key Personnel and the ability to produce quality work on projects of similar size, scope and complexity will be evaluated on: (a) the Qualifications of Key Personnel and management positions, including any licensing, certifications, education, and experience; and (b) the past history and depth of relevant experience of the Key Personnel in successfully designing and constructing projects of similar size, scope and complexity. The extent to which the organizational chart and narrative includes all pertinent disciplines required for the Project and demonstrates a well-integrated organization to accomplish the design and construction of the Project.
2. *Experience of the Firms (350 Points Max.):* The demonstrated experience of the Respondent relevant to the size, complexity, and composition of the Project. The experience of the Lead Designer, Lead Quality Assurance Firm, Principal Participants, and Major Participants will be evaluated relative to the level of design experience, construction experience, quality assurance experience and experience working together as a team. Experience on completed projects will be given more weight than projects in progress.
3. *Project Risks (300 Points Max.):* The extent to which the Respondent and its Component Firms have identified critical Project risks in addition to those identified by the Department that could adversely impact Project objectives, explained the impact of each risk identified by the Department and by the Respondent and developed an appropriate mitigation strategy that will promote the successful delivery of the Project and will minimize the likelihood of additional efforts needed by the Department or other Governmental Authority.

3.4 Right to Contact

The Department reserves the right to contact the references on past projects and Key Personnel provided by the Respondent in the SOQ, and any other agencies and contacts known to have recent history with the Respondent, Component Firms, or Key Personnel assigned to the Project.

3.5 Department Request for Clarification

Respondents will provide accurate and complete information to the Department. If information is not complete, the Department will either declare the SOQ non-responsive or notify the Respondent, that the Department may allow the Respondent to participate further in the procurement if all required information is provided within the timeframe established by the Department. The Department may waive irregularities in the form of the SOQ of the Respondent that do not alter the quality or quantity of the information provided.

The Department may, at its sole discretion, request clarifications and/or supplemental information from Respondents during the SOQ evaluation process. All responses must be in writing and submitted by email. Responses must be limited to answering the specific information requested by the Department. Respondents' responses must be submitted to the Department within three business days of receipt of the request from the Department except as otherwise specified in writing by the Department.

3.6 Selection of the Short-List

The Department anticipates selecting three Respondents for the Short-List. However, the Department reserves the right to select a different amount of Respondents for the Short-List or to not select any Respondents for the Short-List.

4. **SOQ SUBMITTAL REQUIREMENTS**

4.1 Date and Time of Receipt

The SOQ must be received no later than the time and due date specified in the Procurement Schedule. The SOQ must be enclosed in sealed boxes including electronic media necessary to provide a duplication of all items included in the paper submission. An SOQ delivered after the date/time specified in the Procurement Schedule will not be accepted and will be returned to the Respondent unopened to the address indicated on the cover of the package.

4.2 Submittal Address

The SOQ must be hand-delivered to the Department to the following location:

Arkansas State Highway and Transportation Department
10324 Interstate 30
Little Rock, AR 72209

labeled to the attention of Mr. Benjamin Browning, P.E., Alternative Project Delivery Director.

It is the Respondent's sole responsibility to deliver the SOQ to the above location and contact party and to obtain a written receipt at the time of delivery. The Department bears no liability, and accepts no responsibility, for a Respondent failing to satisfy the submittal requirements of this RFQ.

4.3 SOQ Format Requirements

The SOQ must use standard black type, with no smaller than 10 pt. Times New Roman font. Lines should be single-spaced. Font sizes smaller than 10 pt. and colors other than black may be used in charts, exhibits and other illustrative and graphical presentations, provided that all the text is readily legible.

Each page should be numbered consecutively within each section, in a consistent location at the bottom of each page. The SOQ must be printed on 8 ½ x 11-inch white paper; provided that charts, exhibits and other illustrative and graphical materials may be prepared on white, 11 x 17 inch pages and submitted Z-folded and punched to fit along with the 8 ½ x 11 inch paper. Double-sided printed paper is encouraged, and each side of a double-sided page shall count as one page for numbering and page limitation purposes. While there is not an overall page limitation, page limitations do apply to individual sections as noted herein. Individual sections should be separated with numbered dividers. Section dividers will not be counted for any page limitation.

Each Respondent must submit one original hard copy of the SOQ, with original signatures and labeled as "Original." Additionally, each Respondent must submit 6 individually numbered hard copies. Finally, each Respondent must provide one electronic copy in a single bookmarked PDF file on a DVD or other electronic media device. The original SOQ and each copy should be delivered in a three-ring binder, labeled with the Respondent's name and designated as "Original" or "Copy ___ of 6." Each binder must, at a minimum, reference the Project Name [30 Crossing], Project Number [CA0602] on the cover, and within the Cover Letter and the executive summary.

4.4 SOQ Organization

The SOQ must be organized in the following order and comply with any noted page limitations identified in Section 4.5:

1. Cover Letter
2. Executive Summary
3. Body Sections:
 - Section 1 – Legal
 - Section 2 – Organization and Key Personnel
 - Section 3 – Experience of the Firms
 - Section 4 – Project Risks
 - Section 5 – Financial Capacity
4. Appendices:
 - Exhibit A – Legal Documents

4.5 General Content of SOQ

Each Respondent should make every effort to present information clearly and concisely. Documentation that is difficult to read may be disregarded or rejected as insufficient and may lead to the SOQ being considered as non-responsive.

The required forms for the SOQ submittal are contained in Appendix C of this RFQ. The forms are available in Word format for input by the Respondent. Respondents may only fill-out the blank items on each applicable form; no substantive alterations to these forms are allowed by the Respondent without the prior approval of the Department.

4.5.1 Cover Letter

Provide and sign a letter (not more than two pages) indicating the Respondent's desire to be considered for the Project and satisfying the following requirements:

1. Include the business name, business address, business type (e.g. corporation, partnership, joint venture), or anticipated business type, and roles of each Principal Participant and Major Participant; and
2. Signed by an authorized officer of the organization (Authorized representatives of all Principal Participants must sign the letter if the Respondent is not yet a legal entity or is a joint venture or general partnership).

Attach a completed Form A to the letter which acknowledges receipt of the RFQ, all RFQ addenda, and all releases of the Request for Clarification matrix issued by the Department throughout the RFQ Stage.

4.5.2 Executive Summary

Provide an executive summary (not more than four pages), written as a narrative, in a non-technical style, containing supplemental information for evaluators addressing the Respondent's experience, qualifications, and approach to the Project.

4.5.3 Body Section 1 - Legal

For all Respondents, provide the following information in Section 1 of the SOQ:

1. Respondent's organization information, including the identity of (i) all Principal Participants and the respective percentages of equity share (or other form of participation) in the Respondent to be held by each Principal Participant and (ii) all Major Participants (Form B, not more than six pages);
2. Debarment/suspension certification (Form C-1, ~~not more than one page per firm~~1) with respect to the Principal Participants and Major Participants;
3. Business integrity certification (Form C-2, ~~not more than two pages per firm~~2) with respect to the Principal Participants and Major Participants;
4. A signed statement by the Respondent (not more than one page) attesting that all Major Participants responsible for construction services on the Project are currently prequalified with the Department;
5. Conflict of Interest statement form (Form F, not more than one page per firm) with respect to all Component Firms; and
6. Conflict of Interest disclosure form (Form F-1, not more than one page per firm) with respect to all Component Firms.
7. For any Respondent not legally formed or formed as a partnership or joint venture, a signed statement of joint and several liability (not more than one page), signed by each of the Principal Participants, which establishes the individual firms' liability for the Respondent obligations under the SOQ.

For all Respondents, provide the following (no page limitations) as Exhibit A to the SOQ:

1. For a Respondent legally established at the time of SOQ submission, provide the full details of the Respondent organization structure and supporting organization/formation documents including a copy of the joint venture agreement, limited liability company operating agreement, partnership agreement, or articles of incorporation and bylaws, as applicable and the state of incorporation.
2. For a Respondent not legally formed at the time of SOQ submission, provide a brief description of the proposed legal structure and draft copies of any teaming agreements or other joint venture documents describing the significant terms of the organization.

4.5.4 Body Section 2 - Organization and Key Personnel

For all Respondents, provide the following information in Section 2 of the SOQ:

1. The Respondent organization chart (~~no~~not more than one 11 x 17 inch page) and narrative (not more than one 8 ½ x 11 inch page) that reflects relationship structure among the Respondent and the Principal Participants, Major Participants, Lead Designer and the Designers, the Lead Quality Assurance Firm and Quality Assurance Firms, Key Personnel, and other Component Firms.
2. Resume and references for each of the Key Personnel (not more than two pages) that are proposed for the Project. For each of the Key Personnel, provide the current firm name along with total experience, total requisite Design-Build experience overall, and license numbers and state where issued. Provide three (3) references for the proposed Project Manager and provide two (2) references for all other Key Personnel. Indicate the name, position, agency, current phone number, and e-mail address for each reference. References must be owners or clients for whom the Key Personnel have performed project work in the past ten (10) years prior to the SOQ due date and must not be current or past employers of the Key Personnel. Respondents are prohibited from identifying a reference that is a current Department employee. Each proposed Key Personnel must have the minimum qualifications and experience and satisfy the requirements identified in the following chart:

Key Personnel Position	Minimum Qualifications and Experience
Project Manager	Must be a Professional Engineer as of Proposal Submission. The Project Manager

	<p>(“PM”) must possess a minimum of 15 years’ experience, including a minimum of five (5) years Design-Build experience, in construction and management of design and construction on highway projects that included work of a similar scope, nature, and complexity as required for the Project. The PM is designated as the Single Point of Contact (“SPC”) throughout the Project and must be delegated with the authority to make decisions affecting any aspect of the Project.</p>
Construction Manager	<p>The Construction Manager (“CM”) must be a direct, full-time employee of a Principal Participant, and must possess a minimum of ten (10) years’ experience, including a minimum of five (5) years Design-Build experience, in construction and management of construction on highway projects with similar scope, nature, and complexity as required for the Project. The CM experience should include an emphasis on Design-Build construction and experience with interstate highways, interstate bridges, bridge widening, and projects of similar size as the Project.</p>
Design Manager	<p>Must be a Professional Engineer as of Proposal Submission. The Design Manager (“DM”) must be a direct, full-time employee of a Lead Designer and must possess a minimum of ten (10) years’ experience in managing design for multidisciplinary highway projects with similar scope, nature, and complexity as required for the Project. The DM experience should include an emphasis on Design-Build design experience and experience with interstate highways, interstate bridges, bridge widening, and projects of similar size as the Project.</p>
Roadway Design Manager	<p>Must be a Professional Engineer as of Proposal Submission. The Roadway Design Manager must possess a minimum of ten (10) years’ experience in roadway design on highway projects that included work of a similar scope, nature, and complexity as required for the Project.</p>
Structures Design Manager	<p>Must be a Professional Engineer as of Proposal Submission. The Structures Design Manager must possess a minimum of ten (10) years’ experience in bridge design, including steel and concrete superstructures, continuous multi-span bridges, curved bridges, and bridges over navigable waterways on highway projects that included work of a similar scope, nature, and complexity as required for the Project.</p>
Design Quality Assurance Manager	<p>Must be a Professional Engineer as of Proposal Submission. The Design Quality Assurance Manager (“DQAM”) must possess a minimum of ten (10) years’ experience in highway design including at least five (5) years’ experience in quality assurance activities, including a minimum of three (3) years Design-Build experience preparing and implementing quality plans and procedures for design, on highway projects that included work of a similar scope, nature, and complexity as this Project.</p> <p>The DQAM must be employed by an independent non-Affiliate performing quality acceptance on the Project whose associated personnel do not participate in the production activities or Quality Control tasks on the Project. The DQAM may hold only this Key Personnel position.</p>
Construction Quality Assurance Manager	<p>Must be a Professional Engineer as of Proposal Submission. The Construction Quality Assurance Manager (“CQAM”) must possess a minimum of ten (10) years’ experience in highway construction including at least five (5) years’ experience in quality assurance activities, including a minimum of three (3) years Design-Build experience preparing and implementing quality plans and procedures for construction, on highway projects that included work of a similar scope, nature, and complexity as this Project.</p> <p>The CQAM must be employed by an independent non-Affiliate performing quality acceptance testing and inspection on the Project whose associated personnel do not participate in the production activities or Quality Control tasks on the Project. The CQAM may hold only this Key Personnel position.</p>
Project Controls Manager	<p>The Project Controls Manager (“PCM”) must be a direct, full-time employee of a</p>

	Principal Participant or Major Participant, and must possess a minimum of five (5) years' experience in project controls and scheduling of transportation projects using Primavera software, including at least three (3) years on Design-Build type projects of a similar scope, nature, and complexity as this Project.
DBE Coordinator	The DBE Coordinator must be a direct, full-time employee of a Principal Participant or a Major Participant, and must possess a minimum of three (3) years of experience in DBE outreach or mentorship program for complex construction projects.

4.5.5 Body Section 3 - Experience of the Firms

For all Respondents, Section 3 of the SOQ should include a project reference form (Form D) for the Respondent and each Principal Participant, Major Participant, Lead Designer and Lead Quality Assurance Firm documenting each firm's experience (no more than two projects per firm and no more than two pages per project). The reference projects must ~~have reached substantial completion within~~ be from the past ten (10) years prior to the SOQ due date, and experience on completed projects will be given more weight than projects in progress. Attach a completed Form D for each past project for each firm.

Do not include a Form D for a Subcontractor, Designer, or Quality Assurance Firm not designated as a Principal Participant, Major Participant, or lead firm. Such firms may be modified after the RFQ Stage without the prior approval of the Department.

For all Respondents, provide a company profile (not more than two pages per firm) for each Principal Participant and Major Participant. With respect to the past ten (10) years, provide with the company profile such information as deemed relevant by the Respondent for each firm, including awards, citations and commendations.

4.5.6 Body Section 4 - Project Risks

For all Respondents, provide sufficient information (not more than four pages) to enable the Department to understand and evaluate the Respondent's understanding of the Project's risks that could adversely impact the Project goals described in Section 1.4.

All Respondents must address the following two risks that have been selected by the Department:

1. Maintaining the same level of service during construction
2. Potential delays resulting from utility conflicts/relocation

Respondents should refer to Appendix B for additional information regarding the Project with respect to these required Project risks. In addition, all Respondents should identify and discuss two more unique risks for the Project, focusing on what the Respondent considers the most relevant and critical to the success of the Project.

For each risk identified by the Department and by the Respondent, Respondents must provide a narrative that describes why the risk is critical, indicates the impact the risk will have on the Project, and discusses the mitigation strategies the Respondent may implement to address the risk. Each Respondent must describe the role that the Respondent expects the Department or other Governmental Authority may have in addressing these Project risks. Each risk identified by the Respondent should be a unique, singular risk and should not include multiple subsets under a risk category. If subsets of a critical risk are provided, only the first risk subset will be evaluated.

4.5.7 Body Section 5 – Financial Capacity

For all Respondents, Section 5 of the SOQ should include:

- (a) A letter from a surety company that meets the requirements listed in Section 3.3.1.
- (b) Financial statements for the three (3) most recent fiscal years for all Major Participants. If a Major Participant is the parent company of the Respondent or one of the other Major Participants, only financial statements on a consolidated basis for the parent company should be provided. Two sets of financial statements for the parent company and the relevant subsidiary firm are not required. The financial statements shall include an auditor's report or opinion letter, balance sheet, income statement, cash flow statement, and all applicable footnotes for clarity of the information provided. Financial statement submissions must comply with the following requirements:
 - (i) **Audited Financial Statements:** Financial statements must be audited by a certified public accountant. If audited financial statements are not available for any firm, provide unaudited financial statements for such firm, certified as true, correct and complete by its chief financial or equivalent officer;
 - (ii) **United States GAAP/IFRS:** Financial statements must be prepared in accordance with the United States Generally Accepted Accounting Principles (US GAAP) or the International Financial Reporting Standards (IFRS). If any firm provides financial statements that are prepared in accordance with principles other than US 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 US GAAP or IFRS. The Department reserves the right to request a clarification or additional information, as needed, in order to facilitate its review of those financial statements.
 - (iii) **New Firms:** If any firm required to submit financial statements is newly formed and does not have independent financial statements, such firm shall expressly state that it is newly formed and does not have independent financial statements meeting the requirements above and shall provide financial statements otherwise consistent with those required hereby for each of its shareholders/equity members.
 - (iv) **SEC Filings:** If any firm for whom financial statements are submitted files reports with the United States Securities and Exchange Commission (SEC), then such firm must provide electronic links to the most recently filed Forms 10-K, 10-Q and 8-K for all such reporting firms.
 - (v) **English/U.S. Dollar:** Information in the financial statements should be provided in English and United States dollars (USD), as applicable. If financial statements are prepared in a language other than English, an English translation must be provided. If financial statements are converted from a foreign currency into USD, the conversion method(s) must be explained in an attachment. If errors or incompatibilities occur between the original language and the English translation or in the conversion to USD, the English translation and reported USD values shall control without regard to subject, purpose, or party that provided the translation, and it is not subject to appeal or protest.

- (vi) Format: In addition to all other electronic information requested in this RFQ, the Respondent must submit standard unlocked Microsoft Excel workbooks (.xlxs) containing the balance sheet, income statement and cash flow statement as disclosed in each set of the audited financial statements. For each firm providing financial statements, one worksheet within the workbook shall be used for each of the balance sheet, income statement and cash flow statement, with data for each of the three (3) most recent years in separate columns, in chronological order in the worksheet, increasing from left to right.
- (c) The Respondent must have completed Form E in accordance with the Form E notes for each Major Participant and executed by the Chief Financial Officer (or equivalent) of each submitting firm dated not earlier than seven (7) calendar days prior to the SOQ due date. The document shall provide relevant information about the firm not typically available from the audited financial statements in order to support the Department's assessment of financial capacity of the firm. To the extent that a Form E is provided for a firm acting solely as a "guarantor" for the Respondent or any one or more of the Major Participants, the form must provide confirmation of such intention to act as "guarantor" and support the Respondent or Major Participants with the financial support and human resources needed by such firm to successfully satisfy its obligations in respect of the Project, sufficient to complete construction and any warranty obligations for the Project.

5. PROTESTS

This section sets forth the exclusive Protest remedies available with respect to the RFQ. By the submission of the SOQ, the Respondent expressly recognizes the limitation on its rights to file a Protest to only those rights and provisions contained herein. The Respondent expressly waives all other rights, remedies, and agrees that this Section 5 sets forth all rights and remedies of the Respondent regarding Protests. The provisions included in this RFQ are provided in consideration of such waiver and agreement by the Respondent. If a Respondent disputes, or does not follow the exclusive protest remedies set forth in the RFQ, the Respondent must indemnify, defend, and hold harmless the Department, its directors, officers, officials, employees, agents, representatives, and consultants from and against all liabilities, expenses, costs (including attorneys' fees and costs), fees, and damages incurred or suffered as a result of such Respondent action. The submission of an SOQ by a Respondent is deemed to include the Respondent's irrevocable and unconditional agreement with respect to such indemnification obligation.

5.1 Written Protests Only

A Protest from a Respondent must be submitted to the Department in writing and contain all information described below in Section 5.2. The written Protest must be mailed to the following address:

Arkansas State Highway and Transportation Department
10324 Interstate 30
Attn: Mr. Randy Ort, Assistant Chief of Administration
Little Rock, AR 72209

Any Protest not received in writing by the Protest Official within seven (7) days of the action on which the Protest is based will be considered null and void and will not be considered for investigation or resolution. In addition, any Protest may be filed only after the respective Respondent has first discussed the nature and basis of the Protest with the PD in an effort to resolve the matter through discussion.

The Protest Official may, in his discretion, discuss the written Protest with the respective Respondent prior to issuance of the Protest Official's written decision. The Respondent shall possess, and maintain throughout the Protest process, the burden of proof regarding the Protest by clear and convincing evidence. No hearing will be assembled on the Protest and the Protest Official will resolve the Protest in a written decision issued to the protesting Respondent. The Respondent may appeal the decision of the Protest Official by filing a written appeal as described in Section 5.4.

It is the Respondent's sole responsibility to deliver the Protest to the Protest Official at the location noted and for obtaining a written receipt appropriate to the means of delivery at the time of delivery. The Department bears no liability, and accepts no responsibility, for a Respondent not meeting the appropriate deadline(s) for any such Protest or appeal.

5.2 Protest Contents

A Protest must include the following:

3. The name and address of the Respondent;
4. The Project name and Contract number (CA0602);
5. A detailed statement of the nature of the Protest;
6. All factual and legal documentation in sufficient detail to establish the merits of the Protest. Any Protest information and documentation provided under oath could result in a penalty of perjury, should the information be proven to be inaccurate, whether intentional or unintentional.

The Respondent must demonstrate or establish a clear violation of a specific Law or regulation, or impropriety within the Procurement Process. The Protest Official will not be obligated to postpone the public announcement of the Short-List or RFP release date in order to allow the respective Respondent an opportunity to file or correct a Protest or appeal, unless otherwise required by Law.

5.3 Protest Process

Upon receipt, the Protest Official will promptly make a determination, in writing, regarding the validity of the Protest and whether or not the Procurement Process should be delayed or the Department should reconsider the selection of the Short-List. If the Department determines that a delay in the Procurement Process is appropriate, all Respondents will be notified of the delay.

The Respondent agrees that if an appeal of the Protest Official's decision is not submitted within seven (7) days of the Protest Official's written decision, the decision of the Protest Official will be deemed to be final action and non-appealable. Any appeal within seven (7) days will be handled as described in Section 5.4 below.

5.4 Right of Appeal

If the Respondent disagrees with the written decision of the Protest Official, the Respondent may appeal the decision by submitting a written appeal to the Department Deputy Director & Chief Operating Officer within seven (7) calendar days after receipt of the decision of the Protest Official. The written Appeal must be mailed to the following address:

Arkansas State Highway and Transportation Department
10324 Interstate 30
Attn: Ms. Lorie Tudor, P.E., Deputy Director & Chief Operating Officer
Little Rock, AR 72209

The Deputy Director & Chief Operating Officer will provide a final decision on the Protest, either concurring with the decision of the Protest Official or amending the decision and will notify the respective Respondent in writing in a prompt manner of its decision.

If the Protest is not resolved after the appeal to the Deputy Director & Chief Operating Officer, the Respondent may continue the Protest only by appeal of the final decision in the same manner as provided in A.C.A. §25-15-207 for declaratory judgment regarding the validity or applicability of a rule. The Department's decision after review of the appeal by the Deputy Director & Chief Operating Officer will constitute final action by the Department. If the Respondent appeals the final action by the Department, the Department may, in its sole discretion, proceed with the Procurement Process, unless otherwise directed or ordered by a judicial authority.

6. RIGHTS AND DISCLAIMERS

In addition to the reserved rights articulated throughout this RFQ, the Department reserves the right, in its sole and absolute discretion, to do the following: (i) reject any or all SOQs; (ii) issue a new RFQ; (iii) cancel, modify, or withdraw the RFQ; (iv) appoint an evaluation team to review SOQs and seek the assistance of outside technical experts in the SOQ evaluation; (v) revise and modify, at any time before the SOQ due date, the ESC; (vi) extend the SOQ due date; (vii) seek or obtain data from any source that has the potential to improve the understanding and evaluation of the SOQ on one or all the Respondents; and (viii) refuse to receive or open an SOQ, once submitted, or reject an SOQ if such refusal or rejection is based on, but not limited to, any of the following: (A) failure on the part of a Principal Participant or Major Participant to pay, satisfactorily settle, or provide security for the payment of claims for labor, equipment, material, supplies, or services legally due on previous or ongoing contracts; (B) violation of the terms of this RFQ on the part of a Principal Participant or Major Participant; (C) issuance of a notice of debarment or suspension to a Principal Participant or Major Participant; (D) submittal by the Respondent of more than one SOQ under the Respondent's own name or under a different name; (E) existence of a conflict of interest or evidence of collusion in the preparation of a statement of qualifications, proposal, or bid for any design or construction project by a Principal Participant or Major Participant.

The issuance of the RFQ is not a commitment by the Department to enter into the DBA, nor does it obligate the Department to pay for any costs incurred in preparation and submission of the SOQ or in anticipation of the DBA. By submitting an SOQ, a Respondent disclaims any right to seek compensation for such costs from the Department. By submission of an SOQ in response to this RFQ, the Respondent thereby specifically acknowledges acceptance of the above rights and disclaimers.

7. DISADVANTAGED BUSINESS PROGRAM AND EQUAL EMPLOYMENT OPPORTUNITY

7.1 DBE Requirements

The Department has determined that Disadvantaged Business Enterprise (DBE) requirements will apply to the Project in accordance with 49 CFR Part 26 and other applicable Laws. The DBE goal will be established in the RFP; however, the Department estimates that the overall DBE goal for the Project will be 10% or less. Information regarding DBE requirements and goals will be included in the RFP. Specific provisions concerning DBE requirements will be set forth in the RFP and the DBA.

The Department participates in the "Arkansas Unified Disadvantaged Business Enterprise Certification Program," which provides a "one-stop" statewide certification process for disadvantaged business owners. Under the program, firms that provide primarily transit or highway construction services must

submit applications for DBE designation to the Department. The Department then reviews all such applications and makes an eligibility determination following an on-site review at the firm's headquarters and a project site review. Additional details regarding the program, including a DBE certification application and a directory of all firms authorized as DBEs under the program are available at <http://www.arkansashighways.com/dbe/dbe.aspx>.

7.2 Equal Employment Opportunity

Equal employment opportunity requirements to not discriminate and to take Affirmative Action to assure equal employment opportunity apply to the Design-Builder. The specific Affirmative Action requirements for the DBA are imposed pursuant to 41 CFR Part 60, 23 CFR Part 230, 23 CFR Part 633, FHWA Form 1273, the Americans with Disabilities Act of 1990 as amended in 2008 and 28 CFR Part 36.

By submission of an SOQ, a Respondent agrees to the following, if selected as the Design-Builder:

1. To comply with all Laws and to not discriminate against any person because of race religion, color, sex, disability, national origin or ancestry, or age in the admission or access to, or treatment or employment in, the programs or activities.
2. To include in all solicitations or advertisements for employees, the phrase "Equal Opportunity Employer."
3. To comply with the reporting requirements established in the RFQ, RFP, and any Law.
4. To include those provisions in every subcontract or purchase order so that all parties, Subcontractor or vendor, regardless of tier, are bound by such requirements.

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Appendix A

Abbreviations and Definitions

1. Abbreviations and Definitions

The following abbreviations and capitalized terms used in this RFQ have the meanings indicated below.

Affiliate:

1. Any person, organization or firm that directly or indirectly, through one or more intermediaries, controls, is controlled by, or is under common control with the Respondent or any Principal Participant; or
2. Any organization or firm for which 10 percent or more of the interest in such organization or firm is held directly or indirectly, beneficially or of record, by (a) the Respondent; (b) any Principal Participant; or (c) any Affiliate under part (1) 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 an organization or firm, whether through voting securities, by contract, by family relationship, or otherwise.

Available Public Funds Amount: Has the meaning given in Section 1.3.

CAP Program Management Consultant: Individually or collectively, any of the following: Garver LLC, HNTB Corporation, Mayer Brown LLP, Ernst & Young Infrastructure Advisors LLC, High Street Consulting Group, Inc., and Stephens, Inc.

Certificate of Authorization: The certificate issued by the State Board that firms practicing or offering engineering services in the State are required to obtain under A.C.A. § 17-30-303.

Component Firm: Any firm associated with the Respondent that is contemplated by the Respondent to perform work on the Project, including the Respondent, Principal Participants, Major Participants, Designers, Quality Assurance Firms, and Subcontractors that perform design or construction activities.

Construction Manager (CM): The individual employed by the Respondent or a Principal Participant, who is designated as having the lead responsibility for managing the construction on the Project.

Construction Quality Assurance Manager (CQAM): The individual employed by a Quality Assurance Firm designated as having the lead responsibility for managing all construction quality assurance activities on the Project.

Department: The Arkansas State Highway and Transportation Department.

Design-Build Agreement (DBA): The compilation of documents that represents the entire agreement between the Department and the Design-Builder for the design, ~~and~~ construction ~~and partial financing~~ of the Project, establishing all the rights and obligations of the parties.

Design-Builder: The entity or entities that execute the DBA with the Department with the responsibility to design, construct, and otherwise meet all requirements for the Project.

Design Manager (DM): The individual employed by a Lead Designer, and satisfying the requirements of such position, designated as having with the lead responsibility for managing the design on the Project.

Design Quality Assurance Manager (DQAM): The individual employed by a Quality Assurance Firm designated as having the lead responsibility for managing all design quality assurance activities on the Project.

Designer: A professional engineering firm, who has obtained a current valid Certificate of Authorization from the State Board, and provides professional engineering services for the Design-Builder on the Project up to and including providing signed-sealed final design plans and specifications for the Project.

Disadvantaged Business Enterprise (DBE): A for-profit small business firm, as defined in 49 CFR Part 26, certified as a DBE by the requirements and criteria of the Department.

DBE Coordinator: The individual employed by a Principal Participant, who is designated as having the

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Abbreviations and Definitions

lead responsibility for coordinating outreach to DBE firms associated with the Project.

Environmental Design Consultant: Individually or collectively, any of the following: CH2M Hill, Inc., Terracon Consultants LLC, NTB Associates, Inc., Flat Earth Archeology LLC, Harbor Environmental, Inc., and J. Kelly Referrals and Information Services, Inc.

Evaluation Scoring Criteria (ESC): The established evaluation information provided in this RFQ whereby each SOQ will be uniformly and objectively evaluated including the Pass/Fail Criteria and Technical Criteria.

Fixed Price-Best Value (FP-BV): The form of Design-Build contracting selected for this Project whereby the expected target price is established by the Department as the Available Public Funds Amount.

FOIA: The Arkansas “Freedom of Information Act of 1967”, as amended through A.C.A. § 25-19-101 et seq.

Governmental Authority: Any (a) Federal, State, or local government, and any political subdivision of any of them, and (b) any interstate, governmental, quasi-governmental, judicial, public, regulatory, statutory instrumentality, administrative agency, authority, body, or entity of, or formed by, any such government or subdivision thereof; in each case other than the Department.

Key Personnel: The persons employed by the Respondent or a Component Firm, as defined by this RFQ, as essential and important to the management and delivery of the Project. Subject to revision in accordance with the RFP, the list of Key Personnel includes the following: Project Manager, Construction Manager, Design Manager, Roadway Design Manager, Structures Design Manager, DQAM, CQAM, Project Controls Manager and DBE Coordinator.

Law (or Laws): Any statute, law, regulation, ordinance, rule, judgment, order, decree, permit, concession, grant, franchise, license, agreement, directive, guideline, policy requirement or other governmental restriction or any similar form of decision of or determination by, or any interpretation or administration of any of the foregoing by, any Governmental Authority, which is applicable to the Project, whether now or hereafter in effect.

Lead Designer: The Component Firm(s) designated on Form B to bear primary and lead responsibility for design services on the Project. The Lead Designer must be the Respondent, a Principal Participant, or Major Participant, and perform a minimum of 15 percent of the design services on the Project. If multiple Lead Designers are designated by the Respondent, the areas of primary responsibility must be clearly defined on Form B and in the executive summary of the SOQ.

Lead Quality Assurance Firm: The Component Firm designated on Form B to bear primary and lead responsibility for quality assurance services for the Respondent on the Project. The Lead Quality Assurance Firm must perform a minimum of 15 percent of the quality assurance services for the Respondent on the Project. If multiple Lead Quality Assurance Firms are designated by the Respondent, the areas of primary responsibility must be clearly defined on Form B and in the executive summary of the SOQ.

Major Participant: Any Component Firm on a Respondent team that is contemplated to be responsible for performing more than 15 percent of the design or more than 20 percent of the construction of the Project.

Pass/Fail Criteria: Has the meaning given in Section 3.3.1.

Prequalification: The Department process described in the Department’s Standard Specifications Edition of 2014, Section 102 whereby a contracting firm submits financial and experience information to the Department for review and appraisal to receive a Department rating to qualify to bid on a project. Information concerning Prequalification may be found on the Department website at

http://www.arkansashighways.com/ProgCon/General/Prequalification%20Questionnaire_2015.pdf.

Appendix A

Abbreviations and Definitions

Principal Participant: With respect to the Respondent, any of the following entities:

1. Any joint venture, partner, or firm holding an interest in the Respondent if the Respondent is a joint venture, partnership or other form of unincorporated legal entity; and/or
2. Any person or firm holding (directly or indirectly) a 15 percent or greater interest in the Respondent if the Respondent is a corporation, limited liability company or other form of incorporated legal entity; or
3. A parent company or Affiliate of the Respondent or another Principal Participant that will provide financial support to such firm (guarantor) to meet the financial obligations of the DBA.

Procurement Point of Contact (PPC): The authorized representative of the Respondent identified as the sole representative for communication with the Department during the Procurement Phase.

Procurement Process or Procurement Phase: The entire process by which the Department offers to outside parties an opportunity to undertake the Project, including the RFQ and RFP, beginning with the release of the RFQ until the selection of the Design-Builder to design and construct the Project.

Procurement Schedule: The schedule prepared by the Department that includes key activity dates throughout the Procurement Process.

Professional Engineer: An individual licensed by the State Board to practice engineering in the State.

Project Controls Manager (PCM): The individual employed by the Respondent, a Principal Participant, or Major Participant satisfying the requirements of such position, designated as having the lead responsibility for managing scheduling controls for the Project and responsible for planning, scheduling, cost controls, contract change management, and monitoring/managing project controls and scheduling personnel.

Project Director (PD): The individual selected by the Department to manage and administer the Project and represent the Department in all matters except those matters that require a higher authority by Law.

Project Footprint: The project footprint established by the preliminary design work undertaken by the Department shown graphically on Appendix B.

Project Manager (PM): The individual employed by the Respondent, or a Principal Participant, who is designated as having the lead responsibility for managing the Respondent (and Design-Builder) organization including authority to provide full direction and control for the Project.

Proposal: The offer submitted by a Proposer for the Project in compliance with the RFP.

Proposer: A Respondent selected through the SOQ evaluation process to be invited to submit a Proposal in response to the RFP.

Protest: The formal action filed with the Department by a Respondent objecting an issue within the Procurement Process or to the selection of the Short-List for the Project in accordance with Section 5 of this RFQ.

Protest Official: The individual appointed by the Department to be an objective party to review a Protest by a Respondent and determine whether the Protest is warranted and whether the Short-List selection should be reevaluated or modified.

Quality Assurance Firm: The Component Firm(s) that is(are) identified in the SOQ as responsible for performing independent quality assurance material testing, inspection, and audits on the Project and that employ either the DQAM and/or CQAM.

Quality Assurance (QA): All planned and systematic actions necessary to provide confidence sufficient to certify to the Department that all work complies with the requirements of the DBA and that all materials incorporated in the work, all equipment used, and all elements of the work will perform satisfactorily for the purpose(s) intended, for the time period(s), as defined in the DBA. Such actions include reviews,

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Abbreviations and Definitions

inspections and tests.

Quality Control (QC): The total of all activities performed to provide confidence that all work meets the requirements of the DBA. QC includes design reviews and checks, inspection of material handling and construction, calibration and maintenance of sampling and testing equipment, working plan review, document control, production process control, and any inspection, sampling, and testing performed for these purposes including all documentation of such efforts.

Request for Proposals (RFP): The solicitation issued by the Department requesting the submission of a detailed Proposal from the Proposers for the purpose of determining the best value Proposal for the Project.

Request for Clarification: A formal request from a Respondent for additional information or clarification of previously released information.

Request for Qualifications (RFQ): This solicitation issued by the Department requesting the submission of Statements of Qualification (SOQ) for the purpose of selecting Respondents to be added to the Short-List and subsequently receive the RFP for the Project.

Respondent: Any legal entity or team or consortium of unincorporated entities that submits a SOQ for the Project in response to the RFQ.

RFP Stage: The period within the Procurement Phase including all activities beginning with the first release or issuance of the RFP through the submission of the Proposals, and evaluation thereof, ending with the announcement of the selected Design-Builder.

RFQ Stage: The period within the Procurement Phase including all activities beginning with the first release or issuance of the RFQ through the submission of the SOQ, and evaluation thereof, ending with the announcement of the Short-List.

Roadway Design Manager: The individual employed by a Component Firm, and satisfying the requirements of such position, designated as having with the lead responsibility for managing the roadway design on the Project.

Short-List: The list of those Respondents that have submitted an SOQ that the Department determines, through the evaluation of the SOQ, are eligible to submit a Proposal in response to the RFP.

Single Point of Contact (SPC): The authorized representative of a Design-Builder, identified as the sole representative for communication with the Department for the Project.

State: The State of Arkansas.

State Board: The Arkansas Board of Licensure for Professional Engineers that has the responsibility to regulate, license, and monitor the practices of Professional Engineers in the State.

Statement of Qualifications (SOQ): The information prepared and submitted by a Respondent in response to the RFQ.

Stipend: A payment to be offered to the unsuccessful Proposers by the Department, subject to the terms and conditions that will be set forth in the RFP.

Structures Design Manager: The individual employed by a Component Firm, and satisfying the requirements of such position, designated as having the lead responsibility for managing the structural design on the Project.

Subcontractor: A subcontractor or subconsultant associated with the Respondent or Design-Builder organization that does not meet the qualifications of the Principal Participant, Major Participant, Designer, or Quality Assurance Firm that will perform a specific role or provide a particular element of the Work.

Technical Criteria: Has the meaning given in Section 3.3.2.

Appendix A
Abbreviations and Definitions

Appendix B

Project Information, Status and Project Footprint

Project Information

The Department is proposing to improve Interstate 30 (I-30) from Interstate 530 (I-530) to Interstate 40 (I-40) and I-40 from Pike Avenue to Highway 67/167. The “30 Crossing Project” (Project) is approximately 7.3 miles and includes the junctions of multiple interstates in North Little Rock and Little Rock that form a crucial part of the nation’s interstate highway system. Throughout most of the corridor, there are three main lanes in each direction and parallel one-way frontage roads. There are seven service interchanges providing access to local streets and six grade separations of local streets. The I-30 Bridge provides one of three traffic crossings between Little Rock and North Little Rock. The Arkansas River is a navigational shipping channel.

Proposed 30 Crossing improvements address roadway safety, structural and functional roadway deficiencies, structural and functional bridge deficiencies, navigational safety, and existing and projected traffic conditions. The Project’s purpose is to reduce congestion, improve mobility, and increase safety of vehicular traffic on I-30 and I-40 by increasing capacity and correcting geometric deficiencies. The identified method of project delivery is Design-Build.

Project Status

The Department will perform, or intends to perform, certain preliminary activities to varying extents. The following is a status of these activities for informational purposes only and may be modified and updated in the RFP.

Preliminary Design. A preliminary design is currently under development by the Department to identify Project environmental and regulatory issues, identify baseline project limits, and identify right of way required to implement such design.

Environmental. The Department is currently performing the analysis and preparing the documentation necessary for all required environmental approvals.

Permitting. The Department will develop information to initiate coordination activities and receive preliminary approval from the following agencies based on the preliminary design. The Design-Builder will be responsible to continue coordination and obtain final approval from the agencies based on the final design. The following is a list of permits, not all inclusive, are anticipated to be required for the Project.

1. United States Army Corps of Engineers (C of E) – Section 10 of the Rivers and Harbors Act (RHA), Section 404 of the Clean Water Act (CWA), and Section 408 Permits
2. Federal Emergency Management Agency (FEMA) - Conditional Letter of Map Revision (CLOMR)
3. Arkansas Department of Environmental Quality (ADEQ) - 401 Water Quality Certification, Section 402 of the CWA, National Pollutant Discharge Elimination System (NPDES) Permit and a Short Term Activity Activation (STAA) Permit
4. United States Coast Guard (USCG) – USCG Bridge Permit

Agency Approvals. The Department anticipates the following FHWA approvals will be acquired by the Department based on the preliminary design prior to the commencement of the work under the DBA. This list may not include all FHWA documentation and approvals required for the Project.

Appendix B
Project Information, Status and Project Footprint

1. NEPA
2. Certain Design Exceptions
3. Interchange Justification/Modification Reports
4. Project Management Plan
5. Financial Plan

Railroad Coordination and Agreement. The Department will develop preliminary plans for the overpass(es) of the Union Pacific Railroad (“UPRR”) North Little Rock and Biddle rail yards based on coordination with UPRR. The Department will provide the preliminary plans and documentation in connection with the RFP. The Department anticipates signing a railroad agreement with UPRR based on the final design provided by the Design-Builder.

Right of Way. The Department will acquire the baseline right of way based on the preliminary design. The Department anticipates such right of way will be acquired and available to the Design-Builder prior to the commencement of work under the DBA. Any additional right of way acquisition requested by the final design of the Design-Builder will be the sole responsibility of the Design-Builder, both in terms of cost and any schedule impacts.

Utilities. The Department will provide a utility strip map in connection with the RFP, showing all known utilities in the Project right-of-way. The Department will indicate on the map which utilities the Department will be responsible for relocating prior to the start of construction at the Department’s cost, and the utilities for which the Design-Builder is responsible for relocating at the Design-Builder’s cost. The Department shall be responsible for additional costs of relocations of underground utilities located within the ROW that are not indicated at all or with reasonable accuracy on the utility map, unless the Design-Builder could have identified the location with a surface inspection. Additionally, with respect to any utilities that are entitled to compensation or reimbursement for relocation of their utilities, the Department shall be responsible to make all such payments.

The Department will enter into utility agreements with respect to all utilities that will need to be relocated in connection with the Project. The Design-Builder will be responsible for notifying the Department when it has identified that particular utilities need to be relocated, and the Department will confirm it has executed utility agreements with the relevant utility owners of such utilities, and, if it has not, it shall negotiate and execute additional necessary utility agreements within a certain period of time. The Department shall ensure that each such utility agreement contains a deadline by which all relocation activities must be completed.

Utility owners shall be responsible for performing all relocations related to their respective utilities pursuant to the terms of the relevant utility agreements. Notwithstanding the foregoing, if agreed between the Design-Builder and a particular utility owner, the Design-Builder may perform utility relocation work pursuant to the terms of the agreement between such parties, which work will be outside the scope of the Work.

Geotechnical. The Department will perform a preliminary geotechnical investigation in the vicinity of the Project including geologic and geotechnical data acquisition, borings, and tests that will be released in connection with the RFP.

Traffic Data. The Department will perform traffic studies in the vicinity of the Project and prepare certain traffic documents and reports for the Project, including traffic volume maps, origin/destination

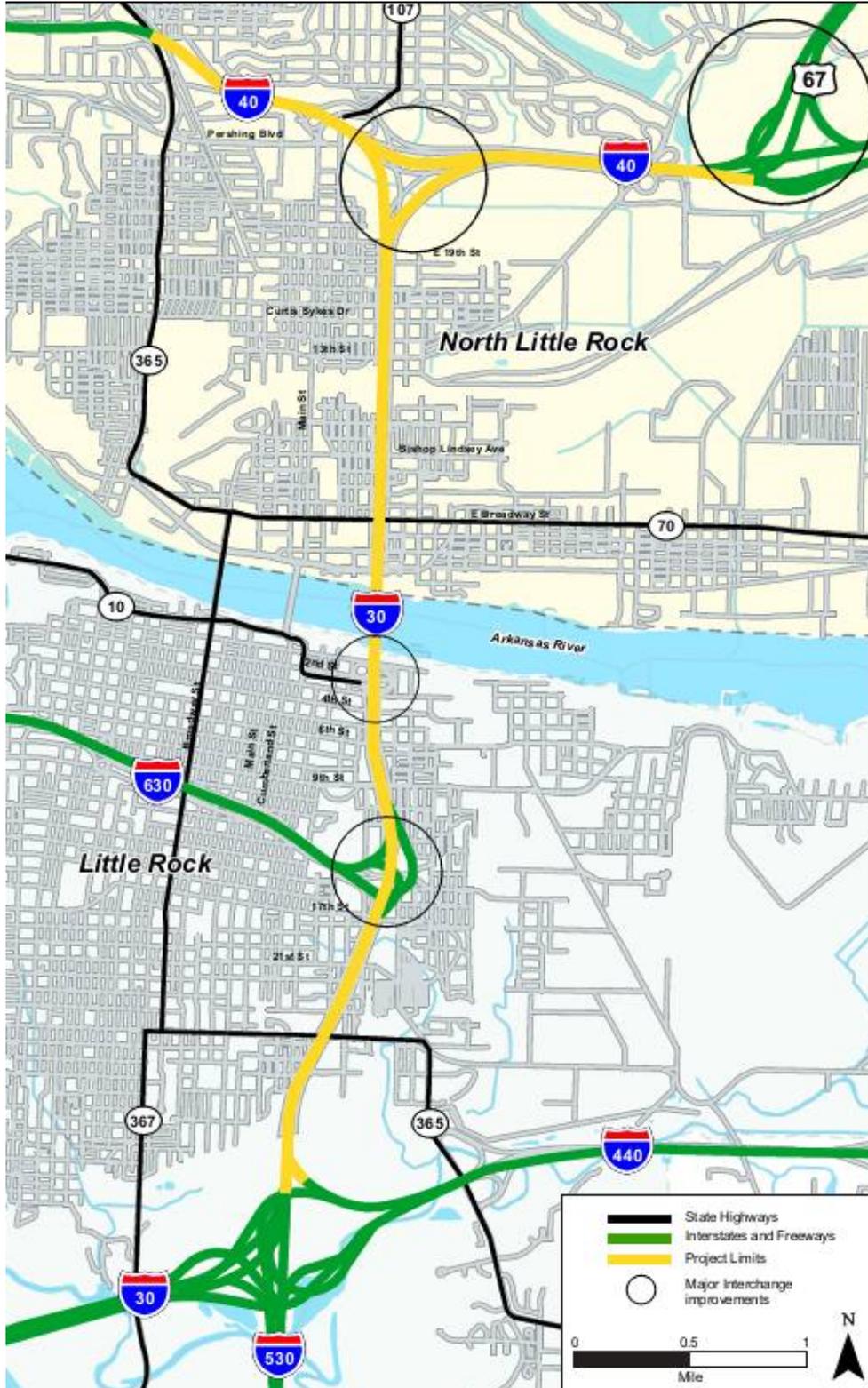
Appendix B

Project Information, Status and Project Footprint

information, travel demand model(s), and other various traffic data that will be released in connection with the RFP.

Maintenance of Traffic. The Department has made a public commitment to maintain three lanes of traffic on I-30 and four lanes of traffic on I-40 open in each direction during peak traffic hours. Specific maintenance of traffic requirements will be specified in the RFP.

Appendix B Project Information, Status and Project Footprint



Appendix C
Forms

FORM A
ACKNOWLEDGMENT OF RECEIPT

**Acknowledgment of Receipt of
RFQ, RFQ Addenda, and Request for Clarification Matrix Releases**
(To Be Attached to SOQ Cover Letter)

Name of Respondent: _____

Receipt of the following items from the Department for the **30 Crossing Project** is hereby acknowledged:

1. Request for Qualifications (RFQ) Release Date: _____, ____
2. RFQ Addenda, as listed below.

RFQ Addendum No.	Issue Date
1	
2	
3	
4	
5	

3. Request for Clarification Matrix releases, as noted below.

Request for Clarification Matrix Revision No.	Release Date
1	
2	
3	
4	
5	
6	
7	
8	

Attested By (Printed Name): _____ Date: _____

Signature: _____ Title: _____

Appendix C
Forms

FORM B
RESPONDENT'S ORGANIZATION INFORMATION

Name of Respondent: _____

Respondent (Individual Firm / Joint Venture / Partnership / LLC)	
Name of Respondent:	_____
Address:	_____ _____ _____ _____
Procurement Point of Contact¹	
Name:	_____
Address:	_____ _____ _____
Telephone:	() _____

¹ Note: Procurement Point of Contact (PPC) is the sole point of contact for the Respondent during the Procurement Process, not the Single Point of Contact (SPC), which is the sole point of contact for the Project.

Appendix C
Forms

FORM B - Continued
RESPONDENT'S ORGANIZATION INFORMATION

Name of Respondent: _____

Firm Name	Address, Telephone	State of Incorporation	Equity %	Type	Pre-qualified?	Commercial Contractor License?	DBE Participant?	
					Y/N	Y/N	Y/N	%
Principal Participant(s)								
			%					%
			%					%
			%					%
Major Participant(s)²								
								%
								%
								%
								%

Appendix C
Forms

									%
									%

² Note: Lead Designers should be included under the heading of “Designer” in this form.

FORM B - Continued
RESPONDENT’S ORGANIZATION INFORMATION

Name of Respondent: _____

Firm Name	Address, Telephone and E-Mail	State of Incorporation	Lead Firm?	Type	DBE Participant?	
					Y/N	%
Designer ³						
						%
						%
						%
						%
						%
Quality Assurance Firm ³						

Appendix C
Forms

						%
<u>Quality Assurance Firm</u> ³						
						%
						%
						%
						%

³ Note: Designers and QA firms not designated as “Lead” may be modified after the RFQ Stage as stipulated in Section 2.3

Appendix C
Forms

FORM C-1
DEBARMENT/SUSPENSION CERTIFICATION

Name of Respondent: _____

Name of Firm: _____

Complete one (1) copy of form to cover all Principal Participants and Major Participants as identified on Form B.¹
1. None of the Respondent, the Principal Participants and the Major Participants ¹ are currently debarred, suspended, disqualified, or is currently removed from bidding or performing work, voluntarily or involuntarily, for any Governmental Authority <u>the State of Arkansas, the federal government or more than three state governments</u> .
2. None of the Respondent, the Principal Participants and the Major Participants ¹ have been debarred suspended, disqualified, or removed from bidding or performing work, voluntarily or involuntarily, for any Governmental Authority <u>the State of Arkansas, the federal government or more than three state governments</u> during the past three (3) years. ²
3. None of the Respondent, the Principal Participants and the Major Participants ¹ are subject to any proposed or pending debarment, suspension, or similar actions.

Respondent Certification:

I hereby certify that, to the best of my knowledge, the three (3) above statements are valid, true, and represent a complete and accurate understanding of the condition of the firms represented and identified on Form B as a Principal Participant or Major Participant¹. It is understood and agreed upon that any false acknowledgement, misrepresentation, or inaccuracy may be cause for disqualification of the Respondent from the Procurement Process whether discovered during the Procurement Process or after the Design-Builder selection has been completed.

Respondent's Authorized Representative:

(Printed Name)

(Signature)

(Title)

Date: _____

¹ Note: Firm includes any Affiliate.

² Note: Prior to the SOQ due date listed in the Procurement Schedule.

Appendix C
Forms

FORM C-2

BUSINESS INTEGRITY CERTIFICATION

Name of Respondent: _____

Name of Firm: _____

Complete one (1) copy of form to cover all Principal Participants or Major Participants as identified on Form B.¹

1. None of the Respondent, the Principal Participants and the Major Participants ¹, nor any owner, officer, partner, director, or financial controller of such firms, or respective employee involved in the Project, have been convicted or included as the defendant in a criminal or civil judgment rendered against the firm or relevant individual by a court of competent jurisdiction in any matter involving fraud, anti-trust violations, theft, official misconduct, or other offenses indicating a lack of business integrity or business honesty in the past three (3) years².

If the Respondent takes exception with any portion of this statement, describe the circumstances below:

2. None of the Respondent, the Principal Participants and the Major Participants ¹, nor any owner, officer, partner, director, or financial controller of such firms, or respective employee involved in the Project, have been indicted or otherwise criminally or civilly charged by a Governmental Authority with fraud, anti-trust violations, theft, official misconduct, or other offenses indicating a lack of business integrity or business honesty in the past three (3) years².

If the Respondent takes exception with any portion of this statement, describe the circumstances below:

3. None of the Respondent, the Principal Participants and the Major Participants ¹, has participated as a prime contractor or equity partner in ~~one or more Governmental Authority contracts~~ (i) a contract that was terminated for cause or default by the State of Arkansas or the federal government or (ii) contracts that were terminated for cause or default by two or more other Governmental Authorities in the past three (3) years².

If the Respondent takes exception with any portion of this statement, describe the circumstances below:

Appendix C
Forms

FORM C-2 - Continued
BUSINESS INTEGRITY CERTIFICATION

Name of Respondent: _____

Name of Firm: _____

Respondent Certification:

I hereby certify that, to the best of my knowledge, the three (3) statements on Page CC-2-1 are valid, true, and represent a complete and accurate understanding of the condition of the firms represented and identified on Form B as Principal Participant or Major Participant¹. It is understood and agreed upon that any false acknowledgement, misrepresentation, or inaccuracy may be cause for disqualification of the Respondent from the Procurement Process whether discovered during the Procurement Process or after the Design-Builder selection has been completed.

Respondent's Authorized Representative:

(Printed Name)

(Signature)

Date: _____

(Title)

¹ Note: Firm includes any Affiliate.

² Note: Prior to the SOQ due date listed in the Procurement Schedule.

Appendix C
Forms

FORM D²
FIRM - PROJECT REFERENCE

Name of Respondent: _____

Name of Firm: _____

Role on this Project: _____

Complete a copy of this form for the Respondent and each Component Firm that qualifies as a Principal Participant, Major Participant, Lead Designer or Lead Quality Assurance Firm. Provide two (2) representative past projects per firm. ²

Past Project¹: _____ Design-Build: _____

Role on Past Project (include description of equity or lead role):

Type of Work on Past Project:
Streets/ Bridges/ Utilities

Past Project: Location, Description and Nature of Work for which Firm was Responsible:

Describe Past Project and Site Conditions:

Refer to the Form D Notes on the next page.

Appendix C
Forms

FORM D – Continued
FIRM - PROJECT REFERENCE

Name of Respondent: _____

Name of Firm: _____

Role on this Project: _____

List Any Awards, Citations and/or Commendations Firm Received for Reference Project ¹:		
Name of Client (Owner/Agency, Contractor, etc.):		
Client Address:		
Contact Name:	Telephone: () -	
Owner’s Contract No.:	Project Contract Price ² :	
Commencement Date:	Completion Date:	
Project Firm Work		
Percentage of Design:	%	Percentage of Construction: % Value ² :
Project Change Orders		
Total Number & Value ^{3,2} :	Owner Initiated Number & Value ^{3,2} :	Contractor Initiated Number & Value ² :
/	/	/
Project QA/QC Program		
Percentage of Design Budget:	Percentage of Construction Budget:	Total Project Budget Value ² :
%	%	\$
Total Nonconformance Items ³ :	Owner Initiated:	Contractor Initiated:
Liquidated Damages/Claims/Litigation		
Total LDs and Claims ² : \$	Any Litigation? Yes/No	Unresolved Litigation? Yes/No

¹Note: Provide information on projects within the time period stipulated in Section 4.5.5.
²Note: Express values in millions (000,000s) of United States Dollars (USD).
³Note: Work items reported as non-compliant with the contract requirements through the project QA/QC program.

Appendix C
Forms
FORM E
FINANCIAL OFFICER CERTIFICATE

Name of Respondent: _____

Name of Major Participant (Firm): _____

I, _____ [Name], the _____ [Title]¹ of the above named Firm [and the _____ [Title] of _____ [Name of Guarantor Entity] (the Guarantor)]², do hereby certify as of the date signed below that:

1. This Certificate is being executed and delivered in connection with the Statement of Qualifications (SOQ) in response to the Request for Qualifications (RFQ) to design, construct, and perform the other required activities (the Work) for the 30 Crossing project issued by the Arkansas State Highway and Transportation Department (Department).

As to the matters herein set forth below that I either have personal knowledge or have obtained information from officers or employees of the Firm [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 Department pursuant to the requirements of Section 4 of the RFQ with the intent and understanding that the certifications will be relied upon by the Department as a basis for the evaluation of the SOQ contemplated by the RFQ.

2. Bankruptcy/insolvency proceedings: [There has been no Insolvency Event relating to the Firm [or Guarantor] or any of its Affiliates that has occurred within the most recent three (3) fiscal years whether or not such proceeding was ultimately dismissed.] [If such an event has occurred in the most recent three (3) fiscal years, attached hereto as Annex A is a detailed description of an Insolvency Event relating to the Firm [or the Guarantor].]³

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.

3. Material Changes in Financial Condition: [No material change in the financial condition of the Firm [or Guarantor] has occurred, or is projected to occur, as applicable (i) within the most recently completed three (3) 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 B is a detailed description of material changes in the financial condition of the Firm [or the Guarantor].]⁴

Refer to the Form E Notes on the next page.

Appendix C
Forms

FORM E - Continued
FINANCIAL OFFICER CERTIFICATE

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate as of the date below.

(Printed Name)

(Signature)

Date⁵: _____

(Title)

(Firm)

Form E Notes:

1. This Certificate must be provided by the Firm’s Chief Financial Officer, Treasurer, or other similar financial officer. If the Firm does not have this type of corporate officer internally and will rely on the financial officer of an Affiliate, such as an investment advisor or financial manager, both the financial officer delivering this certificate and a duly authorized signatory of the Firm must sign this certificate.
2. Each Major Participant Firm must provide its own separate Certificate; however, if any such Firm is proposing a Guarantor entity, only one consolidated Certificate is required for the Guarantor and its guaranteed Firm. If the Firm has no Guarantor, all references to “Guarantor” should be deleted from this Certificate.
3. Complete the appropriate certification and delete the sentence that is not applicable. Do not provide an Annex A if there is no Insolvency Event to disclose.
4. Complete the appropriate certification and delete the sentence that is not applicable. Do not provide an Annex B if there is no material change in financial condition to disclose. Further instructions regarding material changes are provided in Annex B.
5. The executed date must not be earlier than seven (7) days prior to the SOQ due date as shown on the Procurement Schedule.

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FORM E
FINANCIAL OFFICER CERTIFICATE
ANNEX A
INSOLVENCY EVENT SUMMARY

Name of Respondent: _____

Name of Principal Participant (Firm): _____

Role on this Project: _____

EVENT [A]	Date: [Begin] to [End]
[Provide relevant information and details concerning the event.]	

Appendix C
Forms
FORM E
FINANCIAL OFFICER CERTIFICATE
ANNEX B
MATERIAL CHANGE IN FINANCIAL CONDITION¹

Name of Respondent: _____

Name of Major Participant (Firm): _____

Role on this Project: _____

MATERIAL CHANGE [A]	Date: [Date]
[Provide description of material change including changes or disruptions in executive management.]	
[Provide actual and projected impacts on capacity to provide a complete and responsive Proposal.]	
[Provide detailed description of projected impacts during the term of the Project.]	

¹Note: Refer to the next page for instructions regarding Annex D.

Appendix C
Forms

FORM E
FINANCIAL OFFICER CERTIFICATE
ANNEX B - Continued
MATERIAL CHANGE IN FINANCIAL CONDITION

Name of Respondent: _____

Name of Major Participant (Firm): _____

Role on this Project: _____

Instructions:

If applicable, Annex B should include the following details regarding material changes in the Firm or Guarantor's financial condition:

1. A description of each material change, actual and projected, and any related changes or disruptions in executive management;
2. Actual and projected impacts on the affected Firm's organizational and financial capacity and its ability to remain engaged in the Procurement Process and submit a responsive proposal; and
3. 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. A reference to the notes in the financial statement is not sufficient to address the requirement to discuss the impact of any material change. Where a material change will have a negative financial impact, the Firm must describe measures to be undertaken to insulate the Project from any recent material change and any material change currently in progress or reasonably anticipated in the future. If the financial statement indicates that expenses and losses exceed income in each of the three (3) completed fiscal years (even if a material change has not occurred), the Firm must describe measures that will be undertaken to make the entity profitable in the future and an estimate of when the Firm will be profitable.

At the discretion of the Department, any failure to disclose a prior or pending material change may result in disqualification from the Procurement Process. The Department will consider a material change in financial condition to include:

1. An event of default or bankruptcy involving the Firm, its parent company, whether acting as a "guarantor" or not, or any controlled subsidiary or other Affiliate;
2. A change of 10% or more in the tangible net worth of net assets;
3. A sale, merger or acquisition exceeding 10% of the value of net assets prior to the sale, merger, or acquisition that in any way involves the Firm, its parent company, or Guarantor;
4. A negative change in credit rating for the Firm, its parent company, or Guarantor;
5. Inability to meet material conditions of loan or debt covenants by the Firm, its parent company, or Guarantor that 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; or
6. In the current and three (3) most recent completed fiscal years, the Firm or its parent company either:
 - a. Incurred a net operating loss;
 - b. Sustained charges exceeding 5% of the then shareholder equity due to claims, changes in accounting, write-offs or business restructuring; or
 - c. Implemented a restructuring/reduction in labor force exceeding 200 positions or involved the disposition of assets exceeding 10% of the then shareholder equity.

Appendix C
Forms

FORM F
CONFLICT OF INTEREST STATEMENT

Name of Respondent: _____

Name of Firm: _____

Attention is directed to 23 CFR Part 636 Subpart A, and in particular, to Subsection 636.116 regarding organizational Conflicts of Interest. Section 636.103 defines "organizational conflict of interest" as follows:

“Organizational conflict of interest means that because of other activities or relationships with other persons, a person is unable or potentially unable to render impartial assistance or advice to the owner, or the person’s objectivity in performing the contract work is or might be otherwise impaired, or a person has an unfair competitive advantage.”

Respondents are advised that in accordance with Department policy, firms that have assisted with the Project procurement and document preparation will not be allowed to participate in any Respondent organization.

This Conflict of Interest Statement, and any adjoining Form(s) F-1, must identify all Component Firms and document information relating to past, existing, anticipated, or potential interest(s) of the respective firm(s) including the Respondent, contractor, engineering, or subcontractor firms, their respective chief executives, directors, and Key Personnel that may result, or could be viewed as, an organizational conflict of interest in connection with this RFQ.

Respondent must disclose any past, present, or planned contractual or employment relationships with any Department employee, officer, or employee; or any member firm or employee of the CAP Program Management Consultant (Garver LLC, HNTB Corporation, Mayer Brown LLP, Ernst & Young Infrastructure Advisors LLC, High Street Consulting Group, Inc., and Stephens, Inc.) or the Environmental Design Consultant (CH2M Hill, Inc., Terracon Consultants LLC, NTB Associates, Inc., Flat Earth Archeology LLC, [Harbor Environmental, Inc.](#), and J. Kelly Referrals and Information Services, Inc.) and any other circumstances that might create a financial interest in the Respondent if the Respondent is awarded the DBA by the Department. The Respondent must also disclose whether it has an ownership interest of 10% or more of the stock of any other Respondent and whether it has any overlapping directors with any other Respondent. The Respondent must also disclose any contractual relationships with any other Respondent in the nature of a joint venture, as well as relationships wherein the Respondent is a contractor, consultant, subcontractor, or subconsultant to another Respondent or Component Firm. The foregoing is provided by way of example, and does not constitute a limitation on the disclosure obligations.

Certification

The undersigned hereby certifies that, to the best of his or her knowledge and belief, that there **ARE** __, or **ARE NOT** __, any Conflicts of Interest for the Respondent or any/all of the respective Component Firms. If selecting the affirmative response, the undersigned hereby affirms that all known Conflicts of Interest are identified on the following Form(s) F-1, and that the Form(s) F-1, in their totality as presented, represent the complete and factual representation of any involvement or conflict of any/all firms regarding this Project and that no other involvement or conflict exists, or is anticipated to exist.

Attested By (Printed Name): _____ Date: _____

Signature: _____ Title: _____

In the event that a conflict is identified, the Respondent must complete a Form F-1 for each firm conflict instance.

Appendix D



REQUEST FOR CLARIFICATION

PROJECT:	
RESPONDENT:	
REQUEST NO:	(TO BE ASSIGNED BY THE DEPARTMENT)

The below request for clarification is being submitted relative to:

Document:	Page No.:
Section:	
Section Name:	

Request for Clarification: Describe Request for Clarification here. Be clear and descriptive to fully explain the clarification requested.

Submitted By (PPC Name): _____ Date: _____

Submitted By (Signature): _____

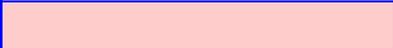
Representing: _____

E-mail: _____

Business Phone / Extension: (____) _____ - _____ / (____)

Document comparison by Workshare Professional on Thursday, June 01, 2017
9:32:07 AM

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Rendering set	Standard

Legend:	
Insertion	
Deletion	
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Moved to	
Style change	
Format change	
Moved deletion	
Inserted cell	
Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

Statistics:	
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Deletions	15
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Moved to	6
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Format changed	0
Total changes	47