



## *Florida Department of Transportation*

CHARLIE CRIST GOVERNOR	1109 South Marion Avenue Mail Station 2015, District Two Lake City, FL 32025-5874	STEPHANIE C. KOPELOUSOS SECRETARY
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February 18, 2008

To: Prospective Proposers

### **Addendum No: 3, E2L04**

Request for Qualification to Develop, Design, Construct, Finance, Maintain, Operate and Toll the First Coast Outer Beltway, through a Concession Agreement (A Public Private Partnership)

Please see attached:

1. RFQ Question and Answers Matrix, Number 2; and
2. a further amended and restated Request for Qualifications, incorporating changes in response to questions asked by prospective Proposers and additional clarification changes included by this Addendum No. 3. All amendments incorporated by this Addendum No. 3 are clearly marked in the attached restatement.

In addition, a set of the updated RFQ forms will be posted on the Website in word format.

A copy of this addendum with an executed copy of this cover letter, together with an executed copy of the cover letter for Addendum No: 1 and an executed copy of the cover letter for Addendum No. 2, must be submitted with Form A (TRANSMITTAL LETTER).

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Proposer Name

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Date

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Signature

Thanks,  
Jane Jones-Redd

**First Coast Outer Beltway Project**

**RFQ Question and Answers Matrix, Number 2.**

No.	Issue	RFQ Section	Question/Comment	Answer/Response
1.	Addendum 2 Cover Letter	Addendum 2 Cover Letter	Is it FDOT's intent for the Proposer to attach the whole RFQ Addendum 2 or just the Addendum 2 Cover Letter?	As outlined in the cover letter for this Addendum # 3, please attach a copy of the full Addendum # 3, including the cover letter together with the cover letter for Addendum # 1 and the cover letter for Addendum # 2, to the Transmittal Letter submitted with the SOQ.
2.	Lead Contractor	Definition of "Lead Contractor" and Section 5.1.1.3.(d)	The RFQ defines Lead Contractor as "The member(s) on a Proposer team primarily responsible for the construction work for the Project and who shall be qualified in the types of work proposed in the RFP if selected). This member(s) will be responsible to FDOT for the construction of the Project." Also, the RFQ asks for a proposed Project Manager and a Superintendent for the	Please see the updated definition of "Lead Contractor" in the Amended and Restated RFQ document issued on February 6, where it is clarified that there can be only one Lead Contractor (although it can be a joint venture). On this basis, even where the Lead Contractor is a joint venture, it is required to have one single Project Manager and one single Superintendent. The Lead Contractor can have multiple other sub-managers and sub-superintendents (as required) for different sections of the work on the Project, but these should not be referenced in the SOQ and their experience will not be taken into account in the SOQ evaluation process for the Lead Contractor and Superintendent.

No.	Issue	RFQ Section	Question/Comment	Answer/Response
			<p>Lead Contractor. If a Proposer envisions using two Lead Contractors, each of them responsible for an independent section of the Project, it is our understanding that the Proposer should submit two Project Managers and two Superintendents qualifications. We assume that FDOT will consider the average score of both individuals when evaluating the Personnel Qualifications.</p>	
3.	Permitting	Section 3.2	<p>What kind of permits will the Concessionaire be responsible for? What is the current status of those permits and the price to be paid to FDOT for wetland mitigation costs?</p>	<p>Section 3.2 of the RFQ outlines the current FDOT position as regards permitting. The RFP will provide further details regarding permits (including the status of those that FDOT is noted in the RFQ as taking responsibility for obtaining and the fixed price payable by the Concessionaire to FDOT with respect thereto) and allocation of permit responsibility.</p>

No.	Issue	RFQ Section	Question/Comment	Answer/Response
4.	Right of Way	Section 3.3	Why can the ROW definition not be provided to the Concessionaire before starting the definitive project design and the construction itself? We respectfully request FDOT to review this since there is a huge risk for the project development if the definition is not provided earlier	The required rights-of-way will be identified in the RFP. However, the land required for the right-of-way so identified will be provided to the Concessionaire by FDOT at pre-determined times during the construction program. As outlined in the RFQ document, further information on the right of way acquisition process will be included in the RFP.
5.	Participation on More than One Proposer Team	Section 4.1.5	Is a subcontractor that is not an Equity Member or a Non-Equity Member forbidden from participating on another Proposer team while both such Proposer teams are involved in the procurement process?	In accordance with Section 4.1.5, it is only Equity and Major Non-Equity Members that are prevented from being involved with more than one Proposer team.
6.	Qualification of Constructors	Section 4.1.6.1	Does the vendor need to be registered before the SOQ submittal?	Registration at: <a href="http://dms.myflorida.com/egovernment_tools/myflorida_marketplace">http://dms.myflorida.com/egovernment_tools/myflorida_marketplace</a> Should be undertaken prior to the submission of a Detailed Proposal

No.	Issue	RFQ Section	Question/Comment	Answer/Response
	and Professional Consultant Firms Generally			by a Short-Listed Proposer.
7.	Qualification of Constructors and Professional Consultant Firms Generally	Section 4.1.6.1	The first paragraph of this section states that "[t]he vendor number assigned to the firm as a result of this registration should be provided at time of Application submittal." The term "Application" is not defined in the RFQ. Does this term refer to an application for prequalification by FDOT pursuant to the procedure in Chapter 14-91, Florida Administrative Code, or is it referring to a SOQ in response to the RFQ? If the later, where is the vendor number to be identified in the SOQ, and for which entities (Equity Members,	The term "Application" refers to the application to be made for prequalification of contractors (under FAC Rule 14-22) and qualification of professional consultant firms (under FAC Rule 14-75) with FDOT, in accordance with the second paragraph of Section 4.1.6.1. and Section 4.1.6.2.

No.	Issue	RFQ Section	Question/Comment	Answer/Response
			Non-Equity Members, etc.) must a vendor number be provided?	
8.	Organizational Tables	Section 5.1.1.1 (d)	Is Table 4 to show the relationship between Equity Members and Major Non-Equity Members, Equity Members and Guarantors, and Major Non-Equity Members and Guarantors respectively or just between the Equity Members/Major Non-Equity Members and their respective Guarantors?	Table (4) should show separately the relationship between each Equity Member / Non-Equity Member and its respective Guarantor.
9.	Confidentiality of Financial Statements	Section 5.1.1.2 (c)	<p>We have some concerns regarding the confidentiality of the Financial Statements for members of our Team that are privately held companies.</p> <p>1. Is it necessary for each submitted SOQ</p>	<p>1. Both the original and each copy of the SOQ should include the required financial statements.</p> <p>2. Each SOQ will be reviewed by a series of scoring committees and expert panels and the ultimate review and evaluation will be made by a selection committee. Details of the make up of these groups will be made a available via the Website in due course following submission of the SOQs.</p> <p>3. As set out in Section 5.1.2.1 of the RFQ, financial statements</p>

No.	Issue	RFQ Section	Question/Comment	Answer/Response
			<p>(both Original and Copies) to contain financial statements and information?</p> <p>2. Who at FDOT will have access to and review the financial statements and information, both non-confidential and confidential?</p> <p>3. For confidentiality purposes, is it possible to submit confidential financial statements and information separately rather than including them in the required binders?</p> <p>4. Is it acceptable to submit confidential financial statements and information in sealed envelopes inserted into the</p>	<p>may be included in Volume II of the SOQ, citing the specific statutory exemption that the Proposer team is relying on in order to avoid public disclosure under Chapter 119 of Florida Statutes.</p> <p>4. See answer to # 3, above.</p>

No.	Issue	RFQ Section	Question/Comment	Answer/Response
			Volume 2 confidential binder?	
10.	Financial Statements	Section 5.1.1.2 (c)	This paragraph encourages Proposers to submit financial statements electronically. It also requires electronic links to the latest 10-K and 10-Q to be provided. How can a Proposer submit financial statements electronically or provide electric links to the latest 10-K and 10-Q and comply with the format requirements of Section 5.2 of the RFQ?	Financial statements should be provided within the SOQ in electronic form, in accordance with the requirements of Section 5.1.1.2(c), rather than in hard copy in compliance with Section 5.2. This is the only exception to the format requirements of Section 5.2, unless otherwise stated in the RFQ.
11.	Financial Statements	Section 5.1.1.2 (c)	The first paragraph indicates: (c) Financial Statements (except for non public companies to the extent confidential and therefore included in Volume 2) shall be provided in a separate	Please see the answer to Question 10, above.

No.	Issue	RFQ Section	Question/Comment	Answer/Response
			<p>notebook. Proposers are encouraged to submit financial statements electronically and to avoid large and unwieldy notebooks to the extent possible.</p> <p>Can firms submit only a PDF of applicable financial statements on a CD instead of hard copies in any binder?</p>	
12.	Financial Statements	Section 5.1.1.2 (c)	Please clarify if the Financial Statements should be submitted in a separate book or only electronically?	Please see the answer to Question 10, above.
13.	Financial Statements	Section 5.1.1.2 (c)	If the financial statements are provided electronically vs a hard copy, does the fact that they are in searchable PDF meet that requirement, or would FDOT like to see them on a separate CD?	All financial statements provided with the SOQ should be submitted as searchable PDFs. All such searchable PDFs may be included on the same CD Rom.

No.	Issue	RFQ Section	Question/Comment	Answer/Response
14.	Financial Statements	Section 5.1.1.2 (c)	Should a Parent Company also submit Financial Statements?	Please see the requirement in Section 5.1.1.2(c) of the Amended and Restated RFQ that requires that, "If the relevant entities have received full parent company guarantees as evidenced in Form B and by parent guarantee letters as described in Section 5.1.1.2(e), then the Proposer shall submit financial statements for the parent entity funding the guarantee in lieu of submitting financial statements for the guaranteed subsidiary."
15.	Parent Company vs Guarantor	Section 5.1.1.2 (c) and (e)	Please confirm that an entity that provides a Letter of Company Support and supporting Form B is not automatically seen as a Guarantor.	In accordance with Section 5.1.1.2(c), Proposers are required to identify which entity would perform the role of Guarantor for each Equity Member or Non-Equity Member, but the submission of a Letter of Parent Company Support by a parent does not automatically make them a Guarantor.
16.	Letters of Bank Support	Section 5.1.1.2 (e)	Does FDOT want 3-5 letters per Proposer or per Equity Member?	FDOT requires a total of at least three (3) and no more than five (5) letters from banks or monoline insurers with respect to the Proposer Team.
17.	Lead Contractor Experience	Section 5.1.1.3 (b)	Please consider the possibility of the Lead Contractor, a company or a JV, having the primary responsibility for the construction work of the Project, entering into a firm and irrevocable agreement	FDOT will not consider the experience of sub-contractors in making its short-list determinations. Therefore please only list the experience of the Lead Contractor. If the experience of the party that is currently proposed as subcontractor is critical to the SOQ, such party should be included within the Lead Contractor joint venture (and such party must therefore fulfil all requirements in the RFQ as a member of the Lead Contractor joint venture) and then, in accordance with the RFQ, such party's experience may be included within the SOQ.

No.	Issue	RFQ Section	Question/Comment	Answer/Response
			<p>with a subcontractor for the execution of, at least, 30% of the works.</p> <p>In such case, can the experience of said subcontractor (to the Lead Contractor, not to the Concessionaire) be presented in Form D-2 and count as the construction experience for the Lead Contractor? If yes, what are the documents required to be presented for such subcontractor in the SOQ?</p>	
18.	Key Personnel	Section 5.1.1.3 (d) vi, vii	Please confirm that there is no Form to be filled out for Key Personnel under the referenced section.	Resumes are required with respect to those individuals referenced in Section 5.1.1.3 (d) vi and vii, but there is no requirement to fill out a Form H-1 or Form H-2 with respect to such individuals.
19.	Pass/Fail	Section 5.1.1.4	Should the reference in paragraph (b) to "Form F – Proposer Experience Summary" really be a reference to Form G?	<p>The reference in Section 5.1.1.4(b) to "Form F", should be read as a reference to "Form G".</p> <p>Form H-1 is part of the pass/fail requirements and the reference in Section 5.1.1.4(j) to "Form H-2", should be read as a reference to</p>

No.	Issue	RFQ Section	Question/Comment	Answer/Response
			<p>Is form H-1 part of the pass/fail requirements? Section 5.1.1.4 of the RFQ only refers to form H-2.</p> <p>Should the references in paragraph (p) to 5.1.1.1(i) and Section 5.1.1.1 (j) really be references to Sections 5.1.1.1(j) and (k)?</p>	<p>"Form H-1 and Form H-2".</p> <p>The references in Section 5.1.1.4(p) to "Section 5.1.1.1(i)" and "Section 5.1.1.1(j)" should be read as references to "Section 5.1.1.1(j)" and "Section 5.1.1.1(k)", respectively.</p>
20.	Pass/Fail	Section 5.1.1.4	<p>Under the Pass/Fail section (b) it states "Form F - Proposer Experience Summary". Please confirm that this should be Form G according to the amended RFQ.</p>	<p>Please see the first paragraph of the answer to Question 19, above.</p>
21.	Paper type for SOQ	Section 5.2	<p>FDOT has not specified a paper type other than "white paper 8.5" x 11"". Are there any other specificities such as recycled percentage; weight, etc?</p>	<p>There are no other paper type specifications.</p>

No.	Issue	RFQ Section	Question/Comment	Answer/Response
22.	Page numbering of SOQ	Section 5.2	Due to the fact that there was not a page limitation set for the SOQ in general, would it be acceptable to sequentially number the sectional dividers of the SOQ rather than the pages of the entire volume?	In accordance with Section 5.2 of the RFQ, each page of the SOQ should be sequentially numbered, not just the sectional dividers.
23.	Font size of Exhibits	Section 5.2	Please clarify which font size "Exhibits" falls into: 10pt font or 12pt font?	<p>Proposers are not required to submit copies of the Exhibits (A through E) to the RFQ as part of their SOQ other than as part of the Amended and Restated RFQ and Addenda to be attached to the Transmittal Letter in accordance with the requirements established with the issue of each addendum to the RFQ. Such copy of the RFQ document should be in the font in which it appears in downloadable form on the Website.</p> <p>In accordance with the requirements of Section 5.2 of the RFQ, tables included in the SOQ should be prepared in 10 point font size but all other sections of the SOQ should be prepared in 12 point font size.</p>
24.	Requested electronic documents	Section 5.2	FDOT has requested 3 electronic documents: (a) searchable PDF; (b) unlocked Microsoft Excel workbook covering all references	Each of items (a) to (c) should be provided on a separate CD Rom.

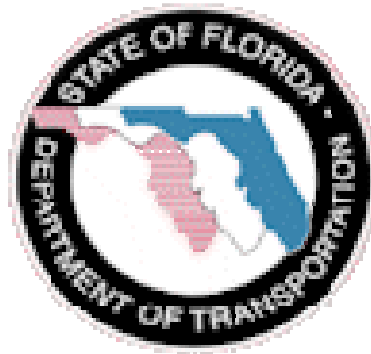
No.	Issue	RFQ Section	Question/Comment	Answer/Response
			for Form C and D; (c ) unlocked Microsoft Excel workbook containing all Form E personnel reference information. Is it acceptable for all of these items to be located on the same CD?	
25.	Pass/Fail	Section 6.2	Should the references in paragraph (k) to Section 5.1.1.1(i) and Section 5.1.1.1(l) really be references to Sections 5.1.1.1(j) and (k)? There is no paragraph (l) in Section 5.1.1.1.	The references in Section 6.2(k) to "Section 5.1.1.1(i)" and "Section 5.1.1.1(l)" should be read as references to "Section 5.1.1.1(j)" and "Section 5.1.1.1(k)", respectively.
26.	Project Experience	Section 6.2 (d) iii and iv	Is it correct to assume that it should read “no less than two (2) and no more than ten (10)?	References to "at least ten (10)" in Section 6.2(d) iii and iv, should, be read as references to "no more than ten (10)"
27.	Evaluation Criteria and Weighting	Section 6.3	Will FDOT be providing more detailed information regarding the scoring of SOQs prior to the submission deadline, including	No further information regarding the scoring of SOQs will be provided prior to deadline for the submission of the SOQs.

No.	Issue	RFQ Section	Question/Comment	Answer/Response
			information regarding the total points to be awarded for each of the evaluation criteria?	
28.	Project Selection Committee	Section 6.4	Will prospective Proposers be notified of the members of the Project Selection Committee so that they can ensure compliance with the requirements of this section to the extent that members of the Project Selection Committee are not also part of FDOT's administration, staff, or consultants?	<p>A chart detailing the currently proposed membership of the Project Selection Committees is a matter of public record and will be posted on the Website.</p> <p>The attention of all Proposer teams is drawn to the third and fourth paragraphs of Section 6.4, where the restrictions on communications with those involved in the Project on behalf of FDOT are set out.</p>
29.	Transmittal Letter	Form A – Transmittal Letter	The last sentence of page 2 states: "Proposer represents and warrants that it has read the RFQ and agrees to abide by the contents and terms of the RFQ and the RFP." How can a Proposer represent and warrant that it agrees to	The representation is with respect to the first part of the sentence and that the Proposer has read the RFQ, the second part of the sentence is intended to be a covenant that the Proposer agrees to abide by the terms of the RFQ and RFP. Any Short-listed Proposer is free to withdraw from the selection process it feels that it is not able to abide by the terms of the RFP, once issued.

No.	Issue	RFQ Section	Question/Comment	Answer/Response
			abide by the contents and terms of the RFP when the RFP has not yet been developed?	
30.	PPP Experience	Form C-1	RFQ Q&A 2-6-2008 #16 refers to the date for percentage of work completed being changed to Dec 31, 2007. This change is not reflected in the Form. Please clarify.	The reference in Form C-1, Form D-1 and Form D-2 to "June 30, 2007" should be read in each case as a reference to "December 31, 2007", in accordance with the answer to question 16 in the RFQ Question and Answers Matrix, Number 1.
31.	Project Size	Form C-1, Note 6	Is it FDOT's intent for private sector equity to be excluded from Project Size?	Private sector equity contributions may be included for the purposes of establishing project size, however Proposers should identify (in US dollars) the amount of such project size which is made up of private sector equity.
32.	Form C-2	Form C-2	Total assets column is duplicated. Please confirm that this will remain this way?	Only one of the "Total Assets" columns need be completed.
33.	Form F – Certification	Form F – Certification	What constitutes a "serious misdemeanor" as that term is used in Question No. 1?	Members of Proposer teams are asked to make their own judgment of whether they have been indicted or convicted of anything that could be considered to be a serious misdemeanour and are encouraged to consult their own legal counsel if they have any doubts or concerns.
34.	Form H-1	Form H-1	Form H-1 requests a list	The requirements for the listed experience on Form H-1 to be in

No.	Issue	RFQ Section	Question/Comment	Answer/Response
			of highway and bridge PPP projects involved in, starting with the most recent. Some key lead individuals may have relevant design or construction experience that has not been with PPP projects. Would it be acceptable to list relevant projects that are not PPP projects, but that reflect the proposed key individual's proposed role?	relation to "highway and bridge PPP projects" only applies when completing a Form H-1 for a key individual for an Equity Member. When completing a Form H-1 for a key individual for a Major Non-Equity Member the reference to "highway and bridge PPP projects" should be read as, "highway and bridge projects".
35.	Form H-1, H-2 – Personnel Qualifications	Form H-1, H-2 – Personnel Qualifications	If a Major Non-Equity Member is a joint venture, should the SOQ include personnel qualifications for a proposed lead individual for each member of the joint venture, or just a single proposed lead individual for the joint venture?	If a Major Non-Equity Member is a joint venture a Form H-1 need only be completed for the one person that will be the lead individual with respect to such Major Non-Equity Member and there is no need to complete a separate Form H-1 with respect to an individual from each member of the joint venture.

**AMENDED AND RESTATED REQUEST FOR  
QUALIFICATION  
TO  
DEVELOP, DESIGN, CONSTRUCT,  
FINANCE,  
MAINTAIN, OPERATE AND TOLL  
THE FIRST COAST OUTER BELTWAY  
Through A Concession Agreement  
(A Public Private Partnership)**



**FROM INTERSTATE 95 TO INTERSTATE 10  
ST. JOHNS, CLAY, AND DUVAL COUNTIES**

**Contract #: E2L04**

**Financial Project #: 422938-1**

FLORIDA DEPARTMENT OF TRANSPORTATION  
District 2  
1109 South Marion Avenue  
Lake City, Florida 32025  
Jane Jones-Redd, CPPB, Florida Certified Purchasing Agent,  
Florida Certified Negotiator & Contract Manager  
Purchasing Director

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Form H-1	Experience of Key Individuals
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## **1. INTRODUCTION**

The Florida Department of Transportation (“FDOT”), an agency of the State of Florida, hereby requests the sealed submittal of Statements Of Qualification (“SOQ”) from Entities (“Proposers”) desiring to Develop, Design, Construct, Finance, Maintain, Operate and Toll the First Coast Outer Beltway (the “Project”) through a Public Private Partnership, Concession Agreement.

FDOT is issuing this Request for Qualification (“RFQ”) in accordance with the provisions of Florida Statutes Section 334.30 and other applicable provisions of law. Proposers short-listed in response to this RFQ will be invited to submit Detailed Proposals (“Detailed Proposals”) in response to a Request for Proposals (“RFP”).

FDOT has assembled documents relating to the project, (the “Project Documents by Project Information Memorandums – PIM”). These documents and any additional documents contained within an additional PIM will be posted on the website available to prospective Proposers at the official website <http://www.fdotfirstcoastouterbeltway.com> (the “Website”). To request copies, obtain a fax order request form (icon located on the official website), fill it out and fax to the facsimile number below or by the email address below. The physical address is identified if Proposers want to pick up a copy of the requested Project Document.

Florida Department of Transportation  
Procurement  
1109 South Marion Avenue  
Lake City, Florida 32025  
Attn: Jane Jones-Redd  
Facsimile: (386) 758-3798  
E-Mail: [FCOBprocurement@dot.state.fl.us](mailto:FCOBprocurement@dot.state.fl.us)

FDOT will charge for the costs of providing copies at its standard rate.

## **2. CERTAIN DEFINITIONS**

**AADT** – Annual average daily traffic.

**Calendar of Events** – Schedule of important events occurring during the Procurement process.

**CEI Work** – Construction Engineering and Inspection work to be provided as stipulated in the RFP.

**Code** – Section 334.30 of the Florida Statutes applicable to the Procurement process.

**Concession Agreement** – The agreement between the Concessionaire and FDOT to develop, design, construct, finance, operate, maintain, and toll the Project.

**Cone of Silence** – The period of time that communication with FDOT must be by email, see section 6.4.

**The email address is:** [FCOBprocurement@dot.state.fl.us](mailto:FCOBprocurement@dot.state.fl.us)

**Concessionaire** – The Short-Listed Proposer determined by FDOT to have submitted the detailed Proposal that presents the best value to the State of Florida and who thereafter executes a Concession Agreement with FDOT.

**Detailed Proposals** – Proposals submitted by Short-Listed Proposers in response to the RFP.

**Engineer of Record** – The Professional Consultant(s) on a Proposer team whose firm is technically qualified and is responsible for any Professional Consultant Type of Work for the Project and which (if such Proposer is selected) will be responsible to FDOT to perform such work. Any such firm may or may not be the same as the Lead Engineering Firm. (See how to qualify in section 4.1.6.3)

**Equity Member** – The member(s) of a Proposer team that will contribute equity or subordinated debt to the Concessionaire as part of the financing plan for the Project.

**Exhibit A** – Project Document information.

**FAC** – The Florida Administrative Code, the administrative code by which Florida operates.

**FDOT** – The Florida Department of Transportation, a state of Florida agency.

**FHWA** – The Federal Highway Administration, a federal agency.

**FOIA** – The Federal Freedom of Information Act, as set forth in 5 United States Code, Section 552.

**GAAP** – Accounting principles generally accepted in the United States.

**Government in the Sunshine Laws** - Collectively, the Public Records Law, Chapter 119, Florida Statutes, and the Public Meetings Law, Section 286.011, Florida Statutes.

**Guarantor** – Any entity that provides a guarantee pursuant to Section 5.1.1.2(c) of this RFQ. A Guarantor must be the parent company of the entity that is the subject of the guarantee pursuant to Section 5.1.1.2(c) of this RFQ.

**ITS Work** – Intelligent Transportation System, a part of this project to be described in the RFP.

**Lead Contractor** – The member on a Proposer team primarily responsible for the construction work for the Project and who shall be qualified in the types of work proposed in the RFP (if selected). (See how to qualify in section 4.1.6.2.) There may be only one Lead Contractor per Proposer team, although the Lead Contractor may be a joint venture comprised of more than one entity.

**Lead Engineering Firm** – The member of a Proposer team primarily responsible for the design and engineering of the Project, who shall be qualified as a Florida Professional Consultant in the types of work proposed (if selected). (See how to qualify in section 4.1.6.3.) There may be only one Lead Engineering Firm per Proposer team, although the Lead Engineering Firm may be a joint venture comprised of more than one entity.

**Lead Operation and Maintenance Firm** – The member of a Proposer team primarily responsible for the maintenance and operation obligations as set forth in the Concession Agreement, (if selected) and who meets the qualifications as specified in this Project. There may be only one Leader Operation and Maintenance Firm per Proposer team, although the Lead Operation and Maintenance Firm may be a joint venture comprised of more than one entity.

**Major Non-Equity Member** – To the extent they are not Equity Members of a Proposer team, Proposer's Lead Engineering Firm, Lead Contractor, and Lead Operation and Maintenance Firm.

**PD&E Study** – The Project Development and Environment Study being developed by the FDOT for the Project.

**PIM** – The Project Information Memorandum prepared by FDOT to provide general information regarding the Project.

**Preliminary Right of way Plans** – The Right of Way Plans prepared by FDOT to identify temporary and permanent right of way needed for the Project and the construction thereof. The Preliminary Right of Way Plans will be provided for information only. FDOT does not warrant that the Preliminary Right of Way Plans will depict all right of way necessary for the Project, including temporary right of way needed for construction purposes.

**Project** – This is the project that is being advertised for as the First Coast Outer Beltway.

**Project Documents** – The Project information documents, posted on the website. These documents may be amended from time-to-time prior to the submission of Detailed Proposals by the Short-Listed Proposers.

**Project Selection Committee** – The group of individuals authorized by FDOT to select the Short-Listed Proposers based on the evaluation criteria identified.

**Proposer** – A joint venture, partnership, consortium or other team submitting an SOQ.

**RFP** – The Request for Proposal that FDOT will release to the Short-Listed Proposers for this Project.

**RFQ** – This Request for Qualification, a part of this advertisement for this Project.

**Short-Listed Proposers** – Proposers submitting SOQs who are selected by FDOT as qualified to submit detailed proposals in response to the RFP.

**SOQ** – A Statement of Qualification submitted by a Proposer in response to this RFQ.

**SOQ Due Date** – Refer to the Calendar of Events for the actual date. The time of day will be at or before 2:00 PM, Eastern Standard Time.

**Stipend - Contractual Services Agreement** – The agreement between a Short-Listed Proposer and FDOT pursuant to which FDOT will pay a stipend to the Short-Listed Proposer if the Short-Listed Proposer submits a fully responsive Detailed Proposal but is not chosen by FDOT as the Concessionaire.

**Website** – Official Project website: <http://www.fdotfirstcoastouterbeltway.com>

### **3. PROJECT OPPORTUNITY**

#### **3.1 Project Description**

The Project is at a minimum a proposed four-lane limited access toll facility from Interstate 95 in St. Johns County, crossing the St. Johns River in the vicinity of the existing SR-16 crossing (Shands Bridge) of the St. Johns River to Interstate 10 in Duval County. The Project is comprised of the St. Johns River Crossing segment in St. Johns and Clay Counties and the Branan Field-Chaffee Road segment in Clay and Duval Counties. The total length of the Project is approximately 46.5 miles.

The major construction components of the Project include: roadway pavement, bridges (including an approximate 10,000 foot crossing of the St. Johns River), earthwork, drainage, approximately thirteen interchanges, toll facilities, and the partial removal of the existing two-lane Shands Bridge across the St. Johns River. Interested parties may obtain information regarding the Project by referring to the PIM and the advertised websites.

FDOT seeks to enter into a Concession Agreement with a Concessionaire to develop, design, construct, finance, operate, maintain, and toll the Project. The Concessionaire will be required to design, build, and finance the Project, and then to operate, maintain, and toll the Project during the concession period. FDOT is seeking a private partner experienced in undertaking large transportation (road and bridge) infrastructure projects under a concession approach and who is willing to share risks. The successful Proposer must have proven ability to arrange and close financing on favorable terms, as well as a demonstrated skill in designing, building, managing and operating complex transportation (road and bridge) projects on behalf of public sector owners.

FDOT expects the Concessionaire to be compensated by means of the collection of toll revenue from the Project during the concession period. With the cooperation of local government agencies, FDOT may also compensate the Concessionaire through other mechanisms. If relevant, further details regarding mechanisms may be presented in the RFP. The Concessionaire may present alternative financing options as apart of the RFP written proposal.

#### **3.2 Responsibility for Permits**

FDOT is currently working on obtaining an Individual Environmental Resource Permit from the St. Johns River Water Management District and an Individual Permit for the Dredged or Fill Material from the United States Army Corps of Engineers. These permits will identify the storm water requirements and the wetlands fill in and associated mitigation requirements. FDOT will be responsible for the obtaining of these permits and the Concessionaire will be required to pay a fixed price to FDOT in respect to wetland mitigation costs. The Concessionaire will generally be responsible for identifying and securing all other necessary regulatory, construction and operation permits. The Concessionaire will be responsible for permitting any deviations from the FDOT obtained permits. The RFP will provide further details regarding permits and allocation of permit responsibility.

#### **3.3 Acquisition of Right of Way**

FDOT is currently working on identifying and acquiring right-of-way for the ~~project~~[Project](#). The right-of-way ~~identified by FDOT~~[for the Project proposed by FDOT will be identified by FDOT in the RFP. The land required for this right-of-way identified in the RFP](#) (including land necessary for the construction of storm water ponds) will be provided to the Concessionaire by FDOT at pre-determined times during the construction program, subject to payment by the Concessionaire ~~by~~[of](#) a fixed price to FDOT. Any Concessionaire proposed deviations to the FDOT identified right-of-way may be acquired by FDOT at the Concessionaire's risk and expense. FDOT will have sole discretion to approve or reject any proposed right-of-way deviations. The RFP will provide further details regarding the right-of-way acquisition process.

## **4. PROCUREMENT PROCESS**

### **4.1 Overall Process**

#### **4.1.1 Statement of Qualification (SOQ)**

FDOT will evaluate the SOQ it receives in response to this RFQ and will determine, according to criteria outlined herein, the identity of the Short-Listed Proposers selected to receive the RFP, and be invited to provide FDOT with Detailed Proposals.

FDOT expects to short-list three (3) Proposers with an option to short-list a maximum of four (4) Proposers. If less than three responsive SOQs are received, FDOT may either:

(a) proceed with the procurement of a smaller number of listed Proposers or

(b) terminate this procurement process;

provided that this stated right to terminate shall not in any way conflict with Section 8 of this document.

#### **4.1.2 Request for Proposals (RFP)**

Following the determination of Short-Listed Proposers, FDOT anticipates releasing an RFP, which will include instructions to such Short-Listed Proposers, the scope of work, technical provisions, and draft contract documents or summaries/terms sheets in respect to the contract documents into which the Concessionaire will be expected to enter. Following receipt of written comments from the Short-Listed Proposers, FDOT may schedule one-on-one and/or group meetings to exchange ideas and to discuss issues raised by such comments. Specific details concerning this process will be made available to the Short-Listed Proposers at the time of the distribution of the RFP.

#### **4.1.3 Final Discussions/Clarifications**

Based upon the Detailed Proposals received in response to the RFP, FDOT may, in accordance with applicable law and based on a determination of apparent best value, select a Short-Listed Proposer for final, limited discussions and clarifications to finalize a Concession Agreement for award and execution. If such final discussions are not successful, FDOT may conduct limited discussions with and seek clarifications from the next highest rated Short-Listed Proposer. Alternatively, FDOT at its sole discretion may terminate the process; provided that this stated right to terminate shall not in any way prejudice FDOT's right to terminate the procurement process at any time in accordance with Section 8 of this document.

#### **4.1.4 Stipends**

FDOT intends to pay partial compensation to each fully responsive but unsuccessful Short-Listed Proposer for the work product it produces in developing and submitting a Detailed Proposal. The amount of this partial compensation will be at least \$1,000,000 and in no way is intended to compensate the responsive but unsuccessful Short-Listed Proposer(s) for the total cost of preparing a Detailed Proposal. The stipend amount will be set in the Request for Proposal document. FDOT reserves the right to use, as it deems appropriate, any of the concepts or ideas contained within the Detailed Proposals submitted by unsuccessful Short-Listed Proposers. The RFP with a separate Contractual Services Agreement shall set forth specific provisions regarding FDOT's payment of this stipend amount.

#### **4.1.5 Participation on More than One Proposer Team**

To ensure a fair procurement process, Equity Members and Major Non-Equity Members involved in a Proposer team, are forbidden from participating, in any capacity, on another Proposer team while both such Proposer teams are involved in the procurement process. If a Proposer is not short-listed as part of the RFQ evaluation process, the members of any such

unsuccessful Proposer team are free to participate on Short-Listed Proposer teams, subject to the requirements of Section 4.1.7. Any Proposer that fails to comply with the prohibition contained in this Section 4.1.5 may be disqualified from further participation as a Proposer for the Project. Subcontractors and banks or monoline insurers providing letters of support, are free to be involved with more than one Proposer team.

#### 4.1.6 FDOT Qualification of Constructors and Professional Consultant Firms

##### 4.1.6.1 Generally

All vendors wishing to be awarded a contract with FDOT must register at the following web site, prior to the submission of a Detailed Proposal: [http://dms.myflorida.com/egovernment\\_tools/myflorida\\_marketplace](http://dms.myflorida.com/egovernment_tools/myflorida_marketplace). The vendor number assigned to the firm as a result of this registration should be provided at the time of ~~Application submittal~~ the application submittal for prequalification or qualification with FDOT, as outlined in the following paragraph and Section 4.1.6.2.

Consistent with the intent of the FDOT prequalification process outlined in FAC Rule Chapter 14-91, Short-Listed Proposer teams shall satisfy the technical qualification requirements for the Project as required by FAC Rule 14-75 and 14-22, and become qualified with FDOT no later than the date for receipt of Detailed Proposals in accordance with the RFP and must maintain such qualifications until they are no longer involved in the procurement process for the Project. Members of a Proposer team that do not already meet the pre-qualification requirements of FDOT shall initiate the application process as soon as practical after reviewing the technical qualification requirements set forth in this RFQ. These requirements do not apply to any classification or Type of Work that is not proposed to be undertaken within the Proposer's design for the project.

##### 4.1.6.2 FDOT Required Classification of Work for Contractors

Except to the extent expressly provided otherwise in this RFQ, qualification with FDOT in accordance with Rule 14-22, will be required by at least one team member of each Short-Listed Proposer team (lead or sub) for each of the following:

##### **Construction** Type and Description of Work Classes:

1. Major Bridge
  - g. Bridges of conventional construction which are over a water opening of 1,000 feet or more
2. Intermediate Bridge
3. Minor Bridge
5. Grading
6. Drainage
7. Flexible Pavement
8. Portland Cement Concrete Paving
9. Hot Plant-Mix Bituminous
- 10z. Intelligent Transportation Systems (ITS)

Florida Law (Chapter 337.14 F. S.) And Rules of the State of Florida, Department of Transportation, Chapter 14-22, require contractors to be prequalified with the Department for the performance of road, bridge, or public transportation construction contracts greater than \$250,000.00. Prequalification is accomplished by using an application process. The Contractor Prequalification process results in the issuance of a Certificate of Qualification for each successful applicant which lists the approved work classes and the Maximum Capacity Rating in dollars. The qualification process involves submitting to FDOT a completed contractor qualification form and audited financial statements. These statements must be within four (4) months of the qualifying entity's fiscal year end. If the 2006/2007 audited financial statements are not available at the time of submission, the entity shall submit its latest available audited financial statement and then submit 2006/2007 audited

financial statements as soon as they become available but in no event later than four (4) months of its fiscal year end. The website for prequalification information is:

<http://www.dot.state.fl.us/cc-admin/prequalified.htm>

#### 4.1.6.3 FDOT Required Types of work for Professional Consultant Firms

Except to the extent expressly provided otherwise in this RFQ, qualification with FDOT in accordance with FAC Rule 14-75, will be required by at least one team member of each Short-Listed Proposer team (lead or sub) for each of the following:

##### Design Type and Description of Work:

- 3.2 Major Highway Design
- 3.3 Controlled Access Highway Design
- 4.2.1 Major Bridge Design – Concrete
- 4.2.2 Major Bridge Design – Steel
- 4.2.3 Major Bridge Design – Segmental
- 9.3 Highway Material Testing
- 10.1 Roadway CEI
- 10.3 Construction Material Testing
- 10.4 Minor Bridge and Miscellaneous Structures CEI
- 10.5.1 Major Bridge CEI-Concrete
- 10.5.2 Major Bridge CEI-Steel
- 10.5.3 Major bridge CEI – Segmental
- 4.1.1 Miscellaneous Structures
- 4.1.2 Minor Bridge Design
- 5.1 Conventional Bridge Inspection
- 5.3 Complex Bridge Inspection
- 5.4 Bridge Load Rating
- 6.1 Traffic Engineering Studies
- 6.2 Traffic Signal Timing
- 6.3.1 Intelligent Transportation Systems Analysis and Design
- 6.3.2 Intelligent Transportation Systems Implementation
- 6.3.3 Intelligent Transportation Traffic Engineering Systems Communications
- 6.3.4 Intelligent Transportation Systems Software Development
- 7.1 Signing, Pavement Marking and Channelization
- 7.2 Lighting
- 7.3 Signalization
- 8.2 Design, Right of Way and Construction Surveying
- 8.4 Right of Way Mapping
- 9.1 Soil Exploration
- 9.2 Geotechnical Classification Lab Testing
- 9.4.1 Standard Foundation Studies
- 9.4.2 Non-Redundant Drilled Shaft Foundation Studies
- 9.5 Geotechnical Specialty Lab testing
- 14 Architect
- 15. Landscape Architect

Prerequisites for qualification (as detailed in FAC Rule 14-75) and forms (including the Request for Qualification application form for the Professional Consultant types of work required for the Project) are available at the website address: <http://www.dot.state.fl.us/procurement/doingbus.htm#services>

Qualification requirements for types of work required for the Project include having experienced Professional Consultants (Engineers, Architects, Surveyors, etc.) that are registered with the Florida Board of Professional Engineers (“FBPE”). International and domestic Professional Consultant firms interested in participating in the Project that do not have professionals within their firm that are currently registered with the FBPE are strongly encouraged to contact the FBPE at (850) 521-0500.

In addition, Professional Consultant firms intending to undertake Professional Consultant Type Work must be authorized to do business in the State of Florida. This can be accomplished by contacting the Division of Corporations within the Florida Department of State at (850) 245-6051. This is in addition to being registered with Florida Department of Management Services as a vendor in MyFloridaMarketPlace as referenced in section 4.1.6.1.

Lead Engineering Firms unable to meet qualification requirements prior to the qualification deadline mentioned in the next paragraph may partner with an Engineer of Record that is qualified and in responsible charge of all Professional Consultant Type Work associated with the types of work to be performed by a Lead Engineering Firm unable to meet FDOT qualifications.

Each Short-Listed Proposer team must complete the qualification process for the entities proposing to undertake the Professional Consultant Type Work by the date for receipt of Detailed Proposals in accordance with the RFP and such firms proposing to undertake the Professional Consultant Type Work must maintain such qualifications until they are no longer involved in the procurement process for the Project.

#### **4.1.6.4 Pre-qualification Assistance**

Contractors:

Contact the FDOT Contract Administration Office at (850) 414-4000, explain the project you are working on and request special assistance with the qualification process for the Construction Work Classes.

Engineers:

Contact the FDOT Procurement Office at (850) 414-4485, explain the project you are working on and request special assistance with the qualification process for the Professional Consultant Type Work.

#### **4.1.7 Changes in Proposer Team**

In the event that a Short Listed Proposer seeks to change the composition of its team (including additions to a Proposer team) or the percentage of equity participation of one or more Equity Members of its team following the Proposer team's submission of a SOQ in response to this RFQ, the Short Listed Proposer shall promptly seek FDOT's approval of the proposed change and provide FDOT with sufficient written details of the proposed change so as to facilitate FDOT's consideration thereof. FDOT may in its sole discretion accept, reject, or seek additional information regarding any such request for FDOT approval of proposed changes in its team, based on its assessment of whether such Proposer as a whole still meets the minimum criteria contained in this RFQ and whether it would still have been short-listed if the change had occurred prior to the submission of the SOQ. If a Proposer seeks to add a new Equity or Major Non-Equity Member to its team, they shall provide all of the information that is required in this RFQ for Equity and Major Non-Equity Member of a its team. No change can be made in the Lead Engineering Firm or Lead Contractor, without FDOT approval.

#### 4.1.8 Construction Engineering and Inspection (CEI) Work

FDOT has not made a determination whether to include, or to what level to include CEI Work as a part of the Project scope of work. Regardless of the decision as to what extent to include CEI Work in the Project scope of work, FDOT reserves the right to oversee and/or perform the CEI Work.

#### 4.1.9 Intelligent Transportation System (ITS) Work

FDOT has determined that ITS Work will be a required component for the Project. The ITS equipment shall be compatible, meet the standards of Florida at all times and be maintained throughout the Project.

#### 4.2 Procurement Schedule

FDOT anticipates carrying out the first phase of the procurement process for the Project in accordance with the schedule identified in the Calendar of Events, Exhibit A.

FDOT reserves the right at its sole discretion to revise the schedule and other aspects of the RFQ by issuing addendums to the RFQ at any time before the due date. FDOT will post addendums to the RFQ on the advertised websites. Proposers are responsible for monitoring websites for information concerning the Project. All Proposers responding to this RFQ will be required to acknowledge that they have received and reviewed all materials posted on the advertising websites.

#### 4.3 Clarification Questions

Proposers may submit written clarification questions to FDOT at any time prior to 5:00 PM EST on the last date for clarification requests, identified as such in the Calendar of Events. Proposers must submit questions and clarification requests to FDOT by e-mail or facsimile. The facsimile number and email address is below. If faxing, please call to verify the we have received your question or clarification requests.

Florida Department of Transportation  
District Procurement  
1109 South Marion Avenue  
Lake City, Florida 32025-5874  
Attn: Jane Jones-Redd  
Facsimile: (386) 758-3791  
Phone: (386) 758-3798  
Email: [FCOBprocurement@dot.state.fl.us](mailto:FCOBprocurement@dot.state.fl.us)

FDOT reserves the right at its sole discretion to revise the Calendar of Events and other aspects of the RFQ by issuing addendums to the RFQ before the SOQ due date. FDOT will post addendums to the websites that advertised the Project.

- a) MyFlorida.com, Department of Management Services, Vendor Bid System  
[http://vbs.dms.state.fl.us/vbs/main\\_menu](http://vbs.dms.state.fl.us/vbs/main_menu)
- b) MyFlorida.com, Department of Transportation, Professional Services  
(no addendums will be posted to this website and must be obtained from one of the other sites.)  
<http://www2.dot.state.fl.us/procurement/ads/advnew.htm#dist2>
- c) MyFlorida.com, Department of Transportation, Contract Administration  
<http://www.dot.state.fl.us/cc-admin/>

d) MyFlorida.com, Department of Transportation, District 2 District Contracts  
<http://www.dot.state.fl.us/contractsadministrationdistrict2/>

e) MyFlorida.com, Department of Transportation, District 2 Design  
<http://www.fdotfirstcoastouterbeltway.com>

#### **4.4 Federal Requirements**

FDOT does not currently anticipate that it will expend federal funds in connection with construction of the Project. However, FDOT recognizes that Proposers may wish to consider federal programs, including the Transportation Infrastructure Financing and Innovation Act (TIFIA) and Private Activity Bonds (PABs), as part of their financing plans. To this extent if the Concessionaire's financing plan includes use of federal funds, the eventual Concessionaire will be obligated to comply at its cost with any corresponding federal laws, regulations, or other conditions applicable to the selected federal funding source.

#### **4.5 Liability, Insurance and Bonds**

FDOT anticipates that the Concession Agreement will require the Concessionaire to assume liabilities, to provide bonds and insurance coverage, and to indemnify and defend FDOT against third party claims as shall be specified in the Concession Agreement. FDOT, as owner of the Project, will have the benefit of tort liability limitations to the extent permitted by Florida law. FDOT is prohibited by state law from indemnifying any Proposer. The State of Florida and FDOT do not intend that there be any waiver of their respective sovereign immunity protections under State law. Specific provisions concerning bonding, insurance, and indemnity will be set forth in the RFP and the Concession Agreement. These provisions will take into account both legal and commercial considerations.

#### **4.6 Disadvantaged Business Enterprises ("DBE")**

It is the policy of FDOT to encourage the participation of DBEs, women-owned business enterprises (WBE), and minority business enterprises ("MBE") in all facets of the business activities of FDOT, consistent with applicable laws and regulations. Pursuant to the provisions of Section 339.0805, Florida Statutes, and FAC 14-78.005, FDOT has adopted rules to provide certified DBE's opportunities to participate in the business activities of FDOT as service providers, vendors, contractors, subcontractors, advisors, and consultants. FDOT has adopted the DBE definition set forth in 49 CFR § 26.5. The DBE policy of FDOT applies to all FDOT contracts and purchases paid with funds received from the U.S. Department of Transportation through the FHWA, the Federal Transit Administration, and the Federal Aviation Administration. Therefore, to the extent the Concessionaire's financial plan contemplates any federally-sourced funding, the Concessionaire will be obligated to comply with applicable federal laws and regulations, including those related to DBEs. FDOT's annual overall DBE goal is eight and one-tenth percent (8.1%).

#### **4.7 Deviations from Existing Standards and Existing Approvals**

It is anticipated that the Concession Agreement will require the Concessionaire, upon receiving a notice to proceed from FDOT, to assume substantially all development obligations arising from and after execution of the Concession Agreement and to cause the Project to be completed in accordance with certain contractually mandated standards and specifications.

FDOT anticipates that the RFP will include a proposed set of Project criteria and performance. The RFP may permit Proposers to propose, for FDOT consideration in FDOT's sole discretion, exceptions and deviations from certain of these standards. Proposers should note, however, that there may be restrictions on deviations from existing environmental approvals or from certain FDOT mandated design, construction and maintenance standards.

## **5. SOQ CONTENT AND SUBMITTAL REQUIREMENTS**

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

SOQs shall be submitted exclusively in the English language, cost and revenue references provided in United States dollar denominations.

### **5.1 Contents and Organization**

Proposers must organize their SOQ in the order set forth in this Section 5.1. The SOQ shall contain at least two separate bound and labeled volumes including the information described in this Section 5.1. Each volume shall be subdivided.

#### **5.1.1 Volume 1**

Volume 1, divided into four (4) sections, each section in a separate binder, marked appropriately. Do not include any confidential or proprietary information:

- 1) **General and Legal**
- 2) **Financial**
- 3) **Technical**
- 4) **Pass/Fail**

Proposers shall verify all reference contact information (e.g. reference information related to Form C, Form D, Lead Contractor's Superintendent, etc.) to confirm that it is both current and will be available during the evaluation process prior to including it in and submitting its SOQ.

##### **5.1.1.1 General and Legal**

(a) **Proposer's Contact Information.** On company letterhead list the Proposer name, official address, telephone number, facsimile number, and email address. State the Proposer's point of contact (the person to be contacted on the Proposer's team who the Proposer wishes to receive notices in relation to the Project) with the title, address, telephone and facsimile number, email address and a cellular phone number. The Proposer's Federal Employers Identification number is to be given if available at the time of submittal of the SOQ.

(b) **Form A – Transmittal Letter.** This official transmittal letter on company letterhead must be signed in blue ink by a duly authorized official or representative of the Proposer. Joint ventures, partnerships, limited liability companies, consortia, or other associations must have one transmittal letter stating the members and accompanying letters, one from each member on the stationary letterhead including each Equity Member. These must be executed by authorized officials of such Equity Member, stating representations, statements and commitments made by the signatory of the transmittal letter on behalf of the Equity Member have been authorized by, are correct and accurately represent the role of, the Equity Member in the Proposer team.

(c) **Form B – Information on the structure of the Proposer and its Equity Members, Major Non-Equity Members and Guarantors** with a clear concise definition of the role of each such entity. Give complete contact information for each member, including cellular telephone number and email address.

(d) **Organizational Tables** – Organizational tables showing the following:

- (1) the roles of the Equity Members and Major Non-Equity Members;
- (2) the proposed percentage shareholding among the Equity Members in any entity to be established by the Proposer for the purpose of the Project;
- (3) to the extent any Major Non-Equity Member is a joint venture, the identity of the entities involved in any such joint venture and the percentage participation for each of such entities; and
- (4) the relationship between ~~the~~each Equity ~~Members and the~~Member / Major Non-Equity ~~Members~~Member and ~~their~~its respective ~~Guarantors~~Guarantor.

(e) **Form F – Certification.** Complete a separate Form F for each Equity Member and Major Non-Equity Member of the Proposer and the Guarantor(s) of these entities (if any). If any of these entities is a partnership, joint venture, consortium or limited liability company, complete a separate Form F for each partner, joint venturer or consortium member of that entity. Failure to answer the questions or provide the information requested in Form F, or provision of conditional or qualified responses (i.e., “to our knowledge”, “to the extent of available information”, “such information is not readily available”, “such information is not maintained in the manner requested”, etc.), incomplete, inaccurate or non-responsive responses or failure to provide information enabling FDOT to contact owner representatives may, in the sole discretion of FDOT, lead to a lower evaluation score and/or a “fail” rating for the team or disqualification from the procurement process.

(f) **Form G – Proposer Experience Summary.**

(g) **Teaming Agreement – Lead Contractor, Lead Engineering Firm or Lead Operation and Maintenance Firm** (if applicable). See Section 6.2(g) for submission requirements.

(h) **Teaming Agreement – Proposer** (if applicable) See Section 6.2(h) for submission requirements.

(i) **Joint and Several Liability Letter** – See Section 6.2(i) for submission requirements.

(j) A list and a brief description of all instances during the last five years involving transportation (road and bridge) projects in which the Proposer, any Equity Member or any Major Non-Equity Member (or any other organization that is under common ownership with any of foregoing) was (i) determined, pursuant to a final determination in a court of law, arbitration proceeding or other dispute resolution proceeding, to be liable for a material breach of contract or (ii) terminated for cause under any contract. For each instance, identify an owner’s representative with a current phone and fax number (and email address if available).

(k) A list and a brief description (including the resolution) of each arbitration, litigation, dispute review board and other dispute resolution proceeding occurring during the last five years involving Proposer, any Equity Member or any Major Non-Equity Member or any other organization that is under common ownership with any of the foregoing and involving an amount in excess of \$500,000 related to performance on public infrastructure projects with a contract value in excess of \$250 million. For each instance, identify an owner’s representative with a current phone, fax number and email address if available.

With respect to the information solicited in Sections 5.1.1.1(j) and (k), failure to provide this information, or provision of conditional or qualified submissions (e.g., “to our knowledge”, “to the extent of available information”, “such information is not readily available”, “such information is not maintained in the manner requested”, etc.) to requests or questions posed or incomplete, inaccurate or non responsive submissions or failure to provide information enabling FDOT to contact owner

representatives may, in the sole discretion of FDOT, lead to a lower evaluation score and/or a “fail” rating for the team or disqualification from the procurement process entirely.

### 5.1.1.2 Financial

The Financial Section of Volume 1 shall contain the information described in this Section 5.1.1.2.

(a) **Form C-1 - Financial Qualifications** – Description of the experience of the Proposer in financing Transportation Infrastructure Concessions and Public-Private-Partnerships (including Form C-1-R).

(b) **Form C-2 - Financial Qualifications** – Summary Financial Information for all Equity Members and Major Non-Equity Members of the Proposer. Form C-2 shall be certified as complete, true, and correct by the Chief Financial Officer of each reporting entity.

(c) **Financial Statements** (except for non public companies to the extent confidential and therefore included in Volume 2) shall be provided in a separate notebook. Proposers are encouraged to submit financial statements electronically [as a searchable PDF document](#) and to avoid large and unwieldy notebooks to the extent possible. [Except for non public companies to the extent confidential and therefore included in Volume 2, copies of all financial statements submitted in electronic searchable PDF document format may be included on the same CD Rom.](#)

Financial statements of the type described in paragraphs (i) to (v) below for the Proposer (if available) and Equity Members and Major Non-Equity Members of the Proposer team for the three (3) most recent fiscal years, audited by a certified public accountant in accordance with GAAP or accompanied by a letter in the form specified in paragraph (vi) below. If the Proposer is a newly formed entity and does not have independent financial statements, financial statements for its equity owners shall be sufficient (and the Proposer shall expressly state that the Proposer is a newly formed entity and does not have independent financial statements). Financial statements must be provided in U.S. dollars. If audited financials are not available for an Equity Member or Major Non-Equity Member, the SOQ shall include un-audited financials for such member, certified as true, correct and complete by the chief financial officer or treasurer of such member. If the relevant entities have received full parent company guarantees as evidenced in Form B and by parent guarantee letters as described in Section 5.1.1.2(e), then the Proposer shall submit financial statements for the parent entity funding the guarantee in lieu of submitting financial statements for the guaranteed subsidiary.

Proposers are advised that if any Equity Member or Major Non-Equity Member of the Short-Listed Proposer’s team selected as Concessionaire does not have audited financials, or if it fails to meet the minimum financial requirements stated in this RFQ and/or in the RFP, FDOT may require the affected member to provide a guarantee of the Concession Agreement and/or financial obligations under the Concession Agreement and/or an other Project-related contracts to which it is party, executed in a form and by a Guarantor acceptable to FDOT. The SOQ shall identify the proposed Guarantor for each

Equity Member or each Major Non-Equity Member that does not have audited financials and shall include audited financials for each proposed Guarantor. Proposers shall also note that FDOT may, in its discretion based upon the review of the information provided under this Section 5.1.1.2, also specify that an acceptable Guarantor is required as a condition of short-listing.

If the team or any other entity for which financial information is submitted as required hereby files reports with the Securities and Exchange Commission, the electronic links to the latest 10-K and 10-Q shall be provided.

Required financial statements shall include:

- i. Opinion Letter (Auditor's Report)
- ii. Balance Sheet
- iii. Income Statement
- iv. Statement of Changes in Cash Flow
- v. Footnotes
- vi. If financial statements are prepared in accordance with principles other than U.S. GAAP, the Proposal must include a letter from the certified public accountant of the applicable entity, generally addressing in detail the areas of the financial statements that would be affected by a conversion to U.S. GAAP, and the financial impact thereof. A restatement of the financial information in U.S. GAAP is not required for the SOQ, but FDOT reserves the right to make this a requirement under the RFP.

(d) **Credit Rating** – Provide the credit rating for the Proposer (if available) and for each Equity Member and Major Non-Equity Member and, if applicable, each of member of any joint venture comprising any Major Non-Equity Member.

(e) **Letter of Parent Company Support** - Where an Equity Member or Major Non-Equity Member of a Proposer team is a subsidiary of another company, provide a letter from the parent company, signed by a parent company officer, confirming its intention to provide support to the subsidiary's participation in the Project. This letter must clearly state that the parent company will provide the financial support and human resources needed by the subsidiary to successfully carry out the Project. If a letter and supporting Form B are not provided by the parent company, the member will be assessed solely on the basis of its own financial standing and experience and will not consider the experience of the parent company or the parent company's other subsidiaries.

(f) **Letters of Bank Support** – Letters from no less than three (3) and no more than five (5) monoline insurers or Equity Members' principal banks are required. These letters must be from monoline insurers or banks that possess long-term, unsecured debt ratings of not less than "A" or "A2", as applicable, issued by at least two of the three major rating agencies (Fitch Ratings, Moody's Investor Service and Standard & Poors Ratings Group) and the monoline or bank's long term, unsecured debt rating shall be indicated in the letter. These banks must support the Proposer or the Equity Members and indicate that the identified entity is capable of securing, managing and bringing to financial close the financing of a project of this size and nature involving a public-private partnership. Each letter shall indicate any experience the monoline insurer or bank has with the identified Proposer or Equity Member in connection with public-private partnership concession financing packages in the transportation (road and bridge) sector that have closed within the last seven (7) years and that are relevant to the Project. Each letter must be on bank stationery, signed by an official, with the title, address, telephone number, facsimile number and email address for verification purposes. Each experience that the lender identifies the letter must contain contact information on that project, with phone, facsimile number and email address and name of contact for the reference.

(g) **Surety Letter** - Evidence must be provided that demonstrates the surety is authorized to issue bonds in the state of Florida. It shall also indicate without conditions and/or qualifications that the Proposer is capable at the time of SOQ submission of obtaining a Performance Bond and Payment Bond in an amount of at least \$250 million. The evidence regarding bonding capacity shall take the form of a letter from a surety indicating (not a broker) indicating that such capacity exists for the Proposer. **Letters indicating "unlimited" bonding capability are not acceptable.** The surety providing such letter must be rated at least "A" or better and Class VIII or better by A.M. Best and Company. Evidence of the surety's rating shall be attached to the letter. The letter must specifically state the surety has read this RFQ, evaluated the Proposer's backlog and work-in-progress in determining its bonding capacity. If a Proposer is a joint venture/consortium, partnership, limited liability company, or other association, separate letters for one or more of the individual Equity Members or Major Non-Equity Members are acceptable, as is a single letter covering all Proposer team members. As an alternative to the surety letter required by this section, Proposer may

submit a letter from a bank that must have long-term, unsecured debt ratings of not less than “A” or “A2”, as applicable, issued by at least two of the three major rating agencies (Fitch Ratings, Moody’s Investor Service, and Standard & Poors Ratings Group) indicating a willingness, without conditions and/or qualifications to issue a letter of credit in the amount of \$250 million at the time of SOQ submission. The bank’s long term, unsecured debt ~~ruling~~rating shall be indicated in the letter of ~~the~~ bank support. FDOT has not yet determined the specific amount or form of payment and performance bonds, guarantees, or other security that it will require for the Project. Proposers are advised that the RFP may require a package of bonds and other security in a total amount greater than the \$250 million amount referenced above.

FDOT shall delineate such requirements, which will be consistent with applicable law and acceptable commercial practices in the RFP. FDOT will provide Short-Listed Proposers with information indicating the structure and component parts of the security package during the industry review process that will precede the issuance of the full draft of the RFP.

(h) A statement of the Proposer’s financial approach to the Project, including identification of any perceived challenges to financing the Project and proposed innovations to meet these challenges. The statement of financial approach may be no longer than 4 pages. **THE STATEMENT PROVIDED WILL BE A PUBLIC DOCUMENT SUBJECT TO RELEASE UNDER THE GOVERNMENT IN THE SUNSHINE LAWS UNLESS AN EXEMPTION FROM DISCLOSURE EXISTS. PROPOSERS SHOULD PREPARE THE REQUIRED STATEMENT WITH THE UNDERSTANDING THAT IT MAY BECOME AVAILABLE TO THE PUBLIC PRIOR TO SELECTION OF A CONCESSIONAIRE.**

### 5.1.1.3 Technical

The Technical Section of Volume 1 shall contain the information described in this Section 5.1.1.3

- (a) **Form D-1 – Technical Qualifications in Design** (including Form D-1-R)
- (b) **Form D-2 – Technical Qualifications in Construction** (including Form D-2-R)
- (c) **Form D-3 – Technical Qualifications in Operation and Maintenance, including Tolling** (including Form D-3-R)
- (d) **Form H-1, H-2 – Personnel Qualifications** - Separate resumes of no more than two pages each for the following key personnel and management staff (include the present location of these staff members, as well as telephone numbers and email addresses for verification purposes), together with a completed Form H-1 with respect to each of those individuals referred to in i and a completed Form H-2 with respect to each of those individuals referred to in ii, iii, iv and v:
  - i. Proposed lead individual from each Equity Member and Major Non-Equity Member.
  - ii. Proposed Project Manager for the Lead Contractor:  
The individual proposed for this position must have no less than ten (10) years transportation (road and bridge) project management experience and such experience must be as the primary project manager for at least two (2) transportation (road and bridge) projects each having a construction value in excess of \$100 Million; Name the projects, who to contact for verification with telephone numbers and email addresses ~~as the Contractor’s project manager~~. These contacts must be able to speak English.
  - iii. Proposed Superintendent for the Lead Contractor:

The individual proposed for this position must have no less than ten (10) years transportation (road and bridge) construction experience as a superintendent with experience as the primary superintendent on at least two (2) transportation (road and bridge) projects each having a construction value in excess of \$100 Million. Name the projects, who to contact for verification with telephone numbers and email addresses. These contacts must be able to speak English.

iv. Proposed lead Design Engineer for the Lead Engineering Firm:

The individual proposed for this position may be an employee or a sub-consultant of the Lead Engineering Firm and must have no less than ten (10) years experience in the design and engineering of transportation (road and bridge) projects and such experience must be as the primary lead design engineer with responsibility for the final design accepted by the requesting agency or firm, of at least two (2) transportation (road and bridge) projects, each having a construction value in excess of \$100 Million. Name the projects, who to contact for verification with telephone numbers and email addresses. These contacts must be able to speak English.

v. Proposed Operation Manager for the Lead Operation and Maintenance Firm:

The individual proposed for this position must have no less than ten (10) years experience in the operations and maintenance of limited access roadway facilities with AADT of 20,000 or more vehicles, including tolling. Name the projects, who to contact for verification with telephone numbers and email addresses. These contacts must be able to speak English.

vi. Any other key members of the Proposer's management team.

vii. Any other individual that the Proposer wishes to identify at this time.

(e) **Form E – Personal References** – The Lead Contractor's Project Manager, the Lead Contractor's Superintendent, the Lead Engineering Firm's Lead Design Engineer and the Lead Operation and Maintenance Firm's Operation Manager shall have at least three written references set out in the format provided for in Form E. These references shall be from previous owners or clients from projects which meet the experience thresholds for these individuals set out in Section 5.1.1.3(d)(ii) through (v) above with whom such persons have worked within the past ten (10) years (including at least one reference from the past five (5) years) and shall include the projects they worked on with a description of each project, value of the project, what position they held, etc. The reference shall contain the company or agency, addresses, current telephone and facsimile numbers, and email addresses. Further, the Proposer should contact each listed person(s) in advance to make them aware that FDOT will be contacting them with respect to the reference. It is the responsibility of the Proposer to verify that the information provided in Form E is accurate and up to date. Inaccurate information in Form E, including inaccurate contact information, may result in FDOT excluding the experience from consideration and therefore a lower score for its SOQ.

(f) An express, written statement committing that the individuals designated in the SOQ for the positions or roles described in Section 5.1.1.3(d) shall be available to serve the role so identified in connection with the Project. While FDOT recognizes personnel availability and scheduling issues impact the Proposers, Proposers are urged only to identify and list personnel that they believe will be available for, and intend to assign to work on, the Project for the positions identified. Procedures concerning changes of such personnel will be set forth in the RFP; however, requests to implement such changes will be reviewed very carefully by FDOT and shall be subject to prior FDOT approval. Failure to obtain FDOT approval for such changes may result in disqualification of the Proposer by FDOT during any part of the process.

(g) A statement of the Proposer's technical approach to the Project, including identification of any perceived technical challenges and proposed innovations to meet these challenges. The statement may address, in the

Proposer's discretion, any or all of the technical elements of the Project opportunity, including design, construction, and operations and maintenance, including tolling. The statement of technical approach may be no longer than four pages. **THE STATEMENT PROVIDED WILL BE A PUBLIC DOCUMENT SUBJECT TO RELEASE UNDER THE GOVERNMENT IN THE SUNSHINE LAWS UNLESS AN EXEMPTION FROM DISCLOSURE EXISTS. PROPOSERS SHOULD PREPARE THE REQUIRED STATEMENT WITH THE UNDERSTANDING THAT IT MAY BECOME AVAILABLE TO THE PUBLIC PRIOR TO SELECTION OF A CONCESSIONAIRE.**

#### 5.1.1.4 Pass/Fail

The Pass/Fail section of Volume 1 shall contain the information described in this Section 5.1.1.4.

- (a) **Form A - Transmittal Letter.** See Section 5.1.1.1 for submission requirements.  
Proposer may submit a copy of the Form A it submits pursuant to Section 5.1.1.1.
- (b) **Form [FG](#) - Proposer Experience Summary** - (Information from Forms C-1, D-1, D-2, and/or D-3)
- (c) **Form C-1 - Financial Qualifications - Transportation Infrastructure Concession and PPP Experience.**
- (d) **Form C-2 - Financial Information Qualifications - Summary Financial**
- (e) **Form D-1 - Technical Qualifications - Design.**
- (f) **Form D-2 - Technical Qualifications - Construction.**
- (g) **Form D-3 - Technical Qualifications - Operation and Maintenance.**
- (h) Teaming Agreement - Lead Contractor, Lead Engineering Firm or Lead Operation and Maintenance Firm (if applicable). See Section 6.2(g) for submission requirements.
- (i) Teaming Agreement - Proposer (if applicable) See Section 6.2(h) for submission requirements.
- (j) **[Form H-1](#) and [Form H-2](#)** and Resumes - See Section 5.1.1.3(d) for submission requirements.
- (k) **Form E – Personnel References** - See Section 5.1.1.3(e) for submission requirements.
- (l) Key Personnel Commitment - See Section 5.1.1.3(f) for submission requirements.
- (m) Surety Letter / Bank Letter (as applicable) - See Section 5.1.1.2(g) for submission requirements.
- (n) Letters of Bank Support - See Section 5.1.1.2(f) for submission requirements.
- (o) Joint and Several Liability Letter - See Section 6.2(i) for submission requirements.
- (p) **Form F** - Certification and the information set out in 5.1.1.1([i](#)) and Section 5.1.1.1([j](#),[k](#)). Proposers may submit a copy of the Form F and other information it submits pursuant to Section 5.1.1.1(i) and Section 5.1.1.1(j).

## 5.1.2 Volume 2

Volume 2 of the SOQ shall contain:

### 5.1.2.1 Confidential Proprietary Information

(a) The first page of each binder for Volume 2 shall be a page executed by the Proposer that sets forth the specific items that the Proposer deems confidential, trade secret, or proprietary information protected from public disclosure under Chapter 119, Florida Statutes. Each entry shall list the specific statute that the Proposer believes would protect that item from public disclosure. Blanket designations that do not identify the specific information shall not be acceptable and may be cause for FDOT to treat the entire SOQ as public information. Notwithstanding the foregoing, the list required under this Section 5.1.2.1 is intended to provide input to FDOT as to the confidential nature of a Proposer's SOQ, but in no event shall such list be binding on FDOT or determinative of any issue relating to confidentiality.

(b) In the event a Proposer includes in its SOQ submission a list as described in this Section 5.1.2.1, each specified item must be included in Volume 2 and labeled "Attachment to SOQ Confidential Material". The included items must be separated into technical information and financial information, and bound separately so as to facilitate the evaluation process. The Proposer shall label each binder. Label "Volume 2: Confidential and Proprietary Information - Technical" or "Confidential and Proprietary Information - Financial", as appropriate. The Proposer must identify in the confidential attachment the specific Florida Statute that authorizes exemption from the Public Records Law. Any claim of confidentiality on materials the Proposer asserts to be exempt from public disclosure and placed other than in the confidential attachment will be considered waived by the Proposer upon submission, effective upon opening.

(c) In the event FDOT is requested to disclose any of the materials identified by the Proposer as confidential in the confidential attachment, FDOT will promptly notify the Proposer so that Proposer may seek a protective order or other appropriate remedy. The Proposer shall seek court protection immediately on an emergency basis. In the event that such protective order or other remedy is not timely sought or obtained by the Proposer, FDOT will be free to release the requested information.

(d) FDOT will consider the Proposer to have waived any claims of confidentiality and exemption from public disclosure for any material placed in any other location in the SOQ other than Volume 2, even if the Proposer includes that item in the list described in Section 5.1.2.1.(a).

## 5.2 Format

Each responding Proposer shall submit one (1) original and twenty-nine (29) copies (for a total of thirty (30)) of its SOQ in loose-leaf three ring binders, together with (to the extent provided in electronic form) thirty (30) copies of any CD Rom containing the financial statements required in accordance with Section 5.1.1.2(c), contained in sealed packages. To help protect the confidentiality of financial and proprietary information, Volumes 1 and Volume 2 of the SOQ shall be submitted in separate sealed packages. All confidential material shall be provided in Volume 2, and marked appropriately.

Submittals must be prepared on 8-1/2" x 11" sized, white paper, except for forms, which may be presented on 11" x 17" white paper, folded to letter size and included in the applicable binder. All volumes shall have all pages sequentially numbered and each section shall be separated with a binder tab, and shall be prepared using twelve-point font size, other than tables which may be prepared using ten point font size. Some of the required documents have specified page limitations. FDOT may disregard documents not complying with these page limitations. Standard corporate brochures, awards, licenses and marketing materials shall not be included in a SOQ and shall not be evaluated by FDOT.

In addition to the hard copies of the SOQs described above, each Proposer shall submit the following, [each on a separate CD Rom](#):

- (a) one (1) searchable "PDF" file for each volume of the SOQ, with bookmarks for each section within a volume;
- (b) one (1) standard, unlocked Microsoft Excel workbook covering all Form C and Form D reference information (organized in the same manner as Form C and Form D, with each Form C and Form D chart within separate sheets within the workbook); and
- (c) one (1) standard, unlocked Microsoft Excel workbook containing all Form E personnel reference information (organized in the same manner as Form E).

### **5.3 SOQ Submittal Requirements**

Packages constituting the SOQ shall be individually labeled and each package shall be numbered (ex: 1 of X ) as follows:

Project # E2L04, Financial Management #422938-1,  
"Request for Qualifications to Develop, Design, Construct, Finance, Maintain, Operate, and Toll the First Coast Outer Beltway through a Concession Agreement"

The SOQ shall be delivered no later than 2:00 P.M. EST on the SOQ due date to:

Florida Department of Transportation  
Attn: Procurement Office (Jane Jones-Redd)  
1109 South Marion Avenue, Mail Room  
Lake City, Florida 32025

Any SOQs received after the due date and time will be rejected and not considered. Proposers are solely responsible for assuring that FDOT receives their SOQs by the due date at the time and address listed above. FDOT shall not be responsible for delays in delivery caused by weather; difficulties experienced by couriers or delivery services; misrouting of packages by courier or delivery services; improper, incorrect, or incomplete addressing of deliveries; and other occurrences beyond the control of FDOT.

## **6. EVALUATION PROCESS AND CRITERIA**

### **6.1 Responsiveness**

Each SOQ will be reviewed for:

- (a) minor informalities, irregularities, and apparent clerical mistakes which are unrelated to the substantive content;
- (b) conformance to the RFQ instructions regarding organization and format; and
- (c) the responsiveness of the Proposer to the requirements set forth in this RFQ.

Responses to this RFQ may be excluded from further consideration and the Proposer will be so advised. FDOT may, in its sole discretion, also exclude from consideration any Proposer whose response contains a material misrepresentation. FDOT may, in its sole discretion, request clarifications of the information submitted.

## 6.2 Pass/Fail Review

In conjunction with evaluation of each SOQ for responsiveness, FDOT will evaluate based upon the following requirements. A Proposer must submit the information in Section 5 and meet each requirement to be evaluated qualitatively by FDOT under Section 6.3. Note that inaccurate or out of date project or personnel reference information (e.g. references related to Form C, Form D or Form E) may result in FDOT excluding the related experience from consideration and negatively impact the pass/fail review.

- (a) The Proposal must contain an original executed Form A in accordance with Section 5.1.1.1(b).
- (b) The Proposer shall demonstrate that they are capable of obtaining payment and performance bonds in the amount of \$250 million from a surety rated at least “A” or better and Class VIII or better by A.M. Best and Company or, in the alternative, the Proposer is capable of obtaining a letter of credit in compliance with Section 5.1.1.2(g).
- (c) The Proposer shall demonstrate that they nor any other entity submitting Form C-2 as required has been disqualified, removed, debarred, or suspended from performing or bidding on work for the federal government or any state or local government where such disqualification, removal, debarment, or suspension would preclude selection and award under Section 337.165 of the Florida Statutes.
- (d) The Proposer team must submit information showing, at a minimum, the following Equity Members or Non-Equity Members:
  - i. One or more Equity Members responsible for providing and/or securing equity and debt financing for the Project, with collective experience over the last seven (7) years in closing financing for at least three (3) and no more than ten (10) roadway public-private financings each in excess of \$350 million. The examples provided in respect of the above must be relevant to the Project and justification for why such examples are relevant to the Project should be provided. Only financing packages actually closed and in-place will be considered. At least one (1) of the projects meeting these requirements must have been operating and under the control of the Equity Member for at least five (5) years. For projects with a public subsidy or co-financing, only the private portion of the project finance package (equity plus project finance debt) will be considered. To be eligible for consideration in these requirements, all experience must be on projects where the Equity Member held a minimum ten percent (10%) equity interest at financial close (not including any shares held by public entities) in the entity actually securing the financing package.
  - ii. The Lead Contractor must have completed at least two (2) and no more than ten (10) roadway projects each having a construction value in excess of \$100 million. To meet this requirement, all experience must be on projects where the Lead Contractor held a minimum thirty percent (30%) of the ultimate responsibility for the listed construction experience. The examples provided in respect of the above must be relevant to the Project and justification for why such examples are relevant to the Project should be provided. If the Lead Contractor is a joint venture the experience must be from members of the joint venture that will perform at least thirty percent (30%) of the Lead Contractor’s potential construction work for the Project.
  - iii. The Lead Engineering Firm, must have experience in the design and engineering and no less than two (2) and ~~at least~~no more than ten (10) roadway projects, each having a construction value in excess of \$100 million, and that achieved final design in the last seven (7) years (meaning that the design has been completed and the owner has accepted the design as ready for construction). To meet this requirement all

experience must be on projects where the Lead Engineering Firm held a minimum thirty percent (30%) of the ultimate responsibility for the listed design and engineering experience. The examples provided in respect of the above must be relevant to the Project and justification for why such examples are relevant to the Project should be provided. If the Lead Engineering Firm is a joint venture, the experience must be from members of the joint venture that will perform at least thirty percent (30%) of the Lead Engineer's potential engineering work for the Project.

iv. The Lead Operation and Maintenance Firm must have experience in the operation and maintenance of at least two (2) and ~~at least~~no more than ten (10) limited access roadway facilities projects/contracts. The Lead Operation and Maintenance Firm must be the current company of at least one (1) limited access roadway facility/project/contract. To meet the experience requirement, all experience must be on projects/contracts where the Lead Operation and Maintenance Firm performed a minimum fifty percent (50%) of the work for the listed experience, and where the project/contract term was no shorter than five (5) years. The examples provided in respect of the above must be relevant to the Project and justification for why such examples are relevant to the Project should be provided. The Lead Operation and Maintenance Firm must have average annual revenues of no less than \$25 million over the past five (5) years for limited access roadway projects/facilities. If the Lead Operation and Maintenance Firm is a joint venture the experience must be from a member of the joint venture (e.g., the compilation of the individual partners' experience) must surpass the aforementioned experience criteria. Additionally by signing the transmittal letter (Form A) the Proposer certifies that its Lead Operation and Maintenance Firm shall have a Florida registered Professional Engineer on staff to make final and binding engineering decisions as necessary during the operation and maintenance phase of the project.

(e) The proposed Project Manager and Superintendent for the Lead Contractor and the Design Engineer for the Lead Engineering Firm, and the proposed Operation Manager for the Lead Operation and Maintenance Firm must meet the minimum experience requirements as set forth in Section 5.1.1.3(d) ii, iii, iv and v respectively.

(f) If the Proposer is a consortium, partnership or any other form of joint venture, the Proposal must indicate an authorized representative for the Proposer in Form A.

(g) If any of the Lead Contractor, Lead Engineering Firm or Lead Operation and Maintenance Firm is a joint venture, the Proposal must contain an executed teaming agreement or, if an executed teaming agreement does not exist, a summary of the key terms of the anticipated teaming agreement for the members of the joint venture. This summary must contain the percentages of ownership and roles of the various team members of the joint venture. Proposers may not include more than one (1) Lead Contractor, Lead Engineering Firm or Lead Operations and Maintenance Firm (although, as stated herein, each may be a joint venture). [FDOT will not consider the experience and qualifications of subcontractors as part of its evaluation of SOQs.](#)

(h) If the Proposer is a consortium, partnership, or any other form of joint venture, the SOQ must contain an executed teaming agreement, or, if the members making up the Proposal team do not have an executed teaming agreement, a summary of the key terms of the anticipated agreement.

(i) If the Proposer is a consortium, partnership, or any other form of joint venture, the SOQ must contain a letter signed by each member indicating a willingness to accept joint and several liability until the point at which the Proposer creates a special purpose entity to act as Concessionaire, as will be allowed in the Concession Agreement. Federal employers identification numbers must be supplied before execution of a concession agreement.

(j) The Proposal must contain three references each for the Lead Contractor's Project Manager and Superintendent, as well as the Lead Engineering Firm's Lead Design Engineer, Lead Operation and Maintenance Manager and those references meet the requirements set forth in Section 5.1.1.3(e).

(k) The information disclosed in Form F, Section 5.1.1.1(d), and in response to Section 5.1.1.1.(j) and Section 5.1.1.1.(k) demonstrates that it does not materially adversely affect the Proposer's ability to carry out the Project responsibilities potentially allocated to it, as determined by FDOT in its sole discretion.

(l) The Proposer must show the express, written commitments regarding the availability of personnel as required in Section 5.1.1.3(f).

(m) The Proposer must include the submitted letters of bank support as described in Section 5.1.1.2(f).

### 6.3 Evaluation Criteria and Weighting

Each responsive SOQ meeting all of the "pass/fail" qualification requirements set forth above will be evaluated and scored according to the criteria set forth below. The order in which the evaluation criteria appear within each category (i.e., Financial Qualifications and Capacity, Technical Qualifications and Capability, Statement of Financial Approach, and Statement of Technical Approach) is not an indication of weighting or importance.

Note that inaccurate or out of date project and personnel reference information (e.g. references related to Form C, Form D, Form E, Lead Contractors Superintendent etc.) may result in FDOT excluding the related experience from consideration and negatively impact the Proposers SOQ score.

#### 6.3.1 Financial Qualifications and Capacity (45% Weighting)

(a) The relevance and comparability of the ~~Proposers~~ Proposer's experience in closing the financing of, constructing and completing large transportation road and bridge concession projects efficiently on terms favorable to public owners, and with an emphasis on roadway public-private partnerships;

(b) The ~~Proposers~~ Proposer's demonstrated experience in the successful sharing of substantial risks associated with design, construction, finance, operation, maintenance, and toll for large public transportation road and bridge infrastructure projects;

(c) The financial capability of the Proposer as demonstrated by the financial statements included in the SOQ; and

(d) The specificity and degree of unqualified financial support for the Proposer from lenders and parent company letter of support as indicated by bank and/or ~~monoline insurer~~ monoline insurance provider letters of support indicating willingness to finance the Project, parent company letters of support, and letters from sureties/banks confirming the financial capacity of the Proposer, and their willingness to provide a surety bond or letter of credit to the Proposer.

#### 6.3.2 Technical Qualifications and Capability (45% Weighting)

(a) The technological capability of

(i) the Lead Contractor;

(ii) the Lead Engineering Firm; and

(iii) the Lead Operations and Maintenance Firm,

in transportation (road and bridge) design, construction, and operations and maintenance as demonstrated by the documents included in the SOQ;

(b) The extent and depth of the Proposer's comparable experience in successfully managing the design process for large road civil works projects, including their success in carrying out comparable projects and responsibilities, independently, with each other and in combination with other firms;

(c) The extent and depth of the Proposer's comparable experience in successfully managing the construction process for large road civil works projects, including their success in carrying out comparable projects and responsibilities, independently, with each other and in combination with other firms;

(d) The extent and depth of the Proposer's comparable experience in successfully managing the operation and ~~maintance~~maintenance of large road civil works projects, including their success in carrying out comparable projects and responsibilities, independently, with each other and in combination with other firms;

(e) The extent and depth of the Proposer's management team and the stability and likelihood of success of the proposed management structure; and

(f) The extent and depth of relevant experience of the management team and:

(i) the Lead Contractor's Project Manager;

(ii) the Lead Contractor's Superintendent;

(iii) the Lead Engineering Firm's Lead Design Engineer; and

(iv) the Lead Operation and Maintenance Firm's Operation Manager,

as required by Section 5.1.1.3(d);

### **6.3.3 Statement of Financial Approach (5% Weighting)**

(a) The extent to which the Statement of Financial Approach demonstrates an understanding of the financial complexity of the Project; and

(b) The extent to which the Statement of Financial Approach identifies Project financing problems and challenges and suggests innovative solutions to these problems and challenges.

### **6.3.4 Statement of Technical Approach (5% Weighting)**

(a) The extent to which the Statement of Technical Approach demonstrates an understanding of the technical complexity of the Project; and

(b) The extent to which the Statement of Technical Approach identifies Project technical problems and challenges and suggests innovative solutions to these problems and challenges.

## **6.4 SOQ Evaluation Procedure**

FDOT anticipates utilizing one or more advisory subcommittees to review and evaluate the SOQs in accordance with the above criteria and to make recommendations to the Project Selection Committee based upon such analysis. FDOT may also schedule interviews with one or more Proposers on a one-on-one basis for the purpose of enhancing the understanding of the response and obtaining clarifications of the contents. FDOT may at any time request additional information or clarification from the Proposer or may request the Proposer to verify or certify certain aspects of its response. The scope, length, and topics to be addressed shall be prescribed by, and subject to the discretion of, FDOT and applicable law. At the conclusion of this process, Proposers may be required to submit written confirmation of any new information and clarifications provided during an interview. Upon receipt of requested clarifications and additional information as described above, FDOT shall consider the additional information and or clarifications in the evaluation process.

Evaluations and rankings of SOQs are subject to the sole discretion of FDOT taking into account the information from advisors as FDOT may designate. FDOT will make the final determination of the selected Short-Listed Proposers, as it deems appropriate, in its sole discretion, taking into account the best interests of the State of Florida.

Proposers are required to conduct the preparation of their SOQs with professional integrity and free of lobbying activities. Proposers and their respective agents and consultants are not permitted to contact, directly, or indirectly, any member of the Project Selection Committee, FDOT's administration, staff, or consultants regarding the subject matter during the advertisement period of this RFQ, except as specifically permitted hereby or approved in advance by the Secretary of FDOT or her designee. Directions for questions are addressed in the RFQ. Any verified allegation that a responding Proposer team, team member, agent, or consultant of the foregoing has made such contact or attempted to influence the evaluation, ranking, and/or selection of Short-Listed Proposers may be cause for FDOT to disqualify the Proposer team from submitting a SOQ or to disqualify the team member from participating in a Proposer team, and/or to discontinue further consideration of such Proposer team and to return its SOQ.

Following the selection of the Short-Listed Proposers, FDOT anticipates that certain communications and contacts will be permitted. The RFP and/or other written communications from FDOT will set forth the rules and parameters of such permitted contacts and communications. To the extent any Proposer intends at any time to initiate contact with the general public regarding the Project, the nature of such intended contact and the substance thereof must be approved in writing by FDOT prior to the commencement of such activities.

## **6.5 Public Records Laws**

All written correspondence, exhibits, photographs, reports, printed material, tapes, electronic disks, and other graphic and visual aids submitted to FDOT during this procurement process, including any part of the SOQs are, upon their receipt by FDOT, the property of the State of Florida, may not be returned to the submitting parties, and are subject to the Public Records Law (Chapter 119, Florida Statutes) and FOIA. In no event shall the State of Florida, FDOT, or any of their agents, representatives, consultants, directors, officers, or employees be liable to a Proposer or Proposer team member for the disclosure of all or a portion of a SOQ submitted under this RFQ.

If FDOT receives a request for public disclosure of all or any portion of the materials identified as confidential and included in Volume 2 of an SOQ, FDOT will use reasonable efforts to notify the applicable Proposer team of the request and give such responding Proposer team an opportunity to seek a protective order or other appropriate remedy. The Proposer shall seek court protection immediately on an emergency basis. In the event that such protective order or other remedy is not obtained within the time period specified in the notice issued by FDOT and allowed under applicable law, FDOT will be free to release the requested information.

Nothing contained in this provision shall modify or amend requirements and obligations imposed on FDOT by the Government Sunshine Laws, FOIA or other applicable law, and the provisions of the Government Sunshine Laws, FOIA or other laws shall control in the event of a conflict between the procedures described above and the applicable law.

## 6.6 Organizational Conflicts of Interest

Proposers are advised that the following entities and individuals are precluded from submitting an SOQ and from participating as an Equity Member, Major Non-Equity Member, or subcontractor/sub-consultant to a Proposer:

- (a) Any consultant firm that has been contracted by FDOT to serve as Owner's Representative, Legal Advisor, or Financial Advisor; or to aid in the development of the RFQ, RFP, estimates, or scope of services for the Project; or to participate in any manner in the evaluation of SOQs or Detailed Proposals;
- (b) Any entity that is a parent, affiliate, or subsidiary of any of the foregoing entities, or that is under common ownership, control or management with any of the foregoing entities;
- (c) Any consultant firm or its affiliate that is under contract with FDOT to provide construction engineering inspection services on the Project; and
- (d) Any employee or former employee of any of the foregoing entities who was involved with the Project while serving as an employee of such entity.

Refer to FDOT Policy No. 001-375-020-a, Public Private Partnership (PPP) Conflicts of Interest for additional requirements.

Refer to the Website: <http://www.fdotfirstcoastouterbeltway.com/index.asp> for a list of conflicted entities and individuals as of the date of Addendum No. 1 to this RFQ.

## **7. PROTEST PROCEDURES**

Any person whose substantial interest will be determined by the requirements contained in this RFQ has the right pursuant to Section 120.57(3)(b), Florida Statutes, to protest the requirements. Those wishing to protest the RFQ requirements must file a notice of intent to protest in writing pursuant to Sections 120.569 and 120.57(3), Florida Statutes within seventy-two (72) hours of the posting of the RFQ. Saturdays, Sundays, and state holidays shall be excluded in the computation of the 72-hour time periods.

Any person who files a notice of protest shall post with FDOT, at the time of filing the notice of protest, a bond payable to FDOT in the amount of \$5,000. The formal written protest shall be filed within ten (10) days after the date of the notice of protest is filed.

The notice of intent and the formal written protest must be

sent to:	with a copy to:
Clerk of Agency Proceedings	Office of General Counsel
Florida Department of Transportation	Florida Department of Transportation
Haydon Burns Building	Hayden Burns Building
605 Suwannee Street, MS 58	605 Suwannee Street, MS 58
Tallahassee, Florida 32399-0458	Tallahassee, Florida 32399-0458

The formal written protest shall state with particularity the facts and law upon which the protest is based, should include a copy of the RFQ, must be legible, prepared on 8½ by 11 inch white paper, and contain the following:

- (a) The name; address; telephone number; any FDOT identifying number on the RFQ; the name and identification number of each agency affected; and the name, address, and telephone number of your representative, if any, which shall be the address for service purposes during the course of the proceeding;
- (b) An explanation of how your substantial interests will be affected by the protested action;
- (c) A statement of when and how you received the RFQ;
- (d) A statement of all disputed issues of material fact. If there are none, this must be indicated;
- (e) A concise statement of the ultimate facts alleged, including the specific facts the petitioner contends warrant reversal or modification of FDOT's proposed action, as well as an explanation of how the alleged facts relate to the specific rules and statutes the petitioner contends require reversal or modification of FDOT's proposed action;
- (f) A statement of the relief sought, stating precisely the desired action the petitioner wishes FDOT should take in respect to FDOT's proposed action; and
- (g) Conform to all other requirements set out in Chapter 120, Florida Statutes, and FAC, Chapter 28-106, including but not limited to Section 120.57, Florida Statutes and FAC Rules 28-106.201(2), 28-106.301(2) and 28-110, as may be applicable.

A formal hearing will be held if there are disputed issues of material fact. If a formal hearing is held, this matter will be referred to the Division of Administrative Hearings, where witnesses and evidence may be presented and other witnesses may be cross examined before an administrative law judge. If there are no disputed issues of material fact, an informal hearing will be held, in which case the person filing the protest will have the right to provide FDOT with any written documentation or legal arguments which they wish FDOT to consider.

Mediation, pursuant to Section 120.57(3), Florida Statutes, may be available if agreed to by all parties, and on such terms as may be agreed upon by all parties. The right to an administrative hearing is not affected when mediation does not result in a settlement.

A petition for an administrative hearing shall be dismissed, if it is not in substantial compliance with the requirements of either FAC Rule 28-106.201(2) or 28-106.301(2), or if the petition has not been timely filed. Failure to file a protest within the time prescribed in Section 120.57(3), Florida Statutes, shall constitute a waiver of proceedings under Chapter 120, Florida Statutes. If the RFQ advises of the bond requirement but a bond or statutorily authorized alternate is not posted when required, the agency shall summarily dismiss the petition. If the petition is dismissed, the petitioner will have waived its right to have the intended action reviewed pursuant to Chapter 120, Florida Statutes, and the action set forth in the notice shall be conclusive and final.

## **8. FDOT RESERVED RIGHTS**

In connection with this procurement, FDOT reserves to itself all rights (which rights shall be exercisable by FDOT in its sole discretion) available to it under applicable law, including without limitation, with or without cause and with or without notice, the right to:

- (a) Develop the Project in any manner that it, in its sole discretion, deems necessary. If FDOT does not execute a Concession Agreement to its satisfaction with the apparent best-value Proposer, it may negotiate with the next highest rated Proposer, terminate this procurement and pursue other development or solicitations relating to the Project, or exercise such other rights under the provisions of Florida law as it deems appropriate.
- (b) Cancel this RFQ or the subsequent RFP in whole or in part at any time prior to the execution by FDOT of a Concession Agreement, without incurring any cost obligations or liabilities.
- (c) Not issue an RFP.
- (d) Reject any and all submittals, responses, and SOQs received at any time.
- (e) Modify all dates set or projected in this RFQ.
- (f) At any time terminate evaluations of SOQs received.
- (g) Suspend and terminate Concession Agreement discussions and clarifications at any time, elect not to commence Concession Agreement discussions and clarifications with any responding Proposer, and engage in discussions and clarifications with other than the highest ranked Proposer.
- (h) Issue addenda, supplements, and modifications to this RFQ or any subsequent RFP.
- (i) Appoint evaluation committees to review SOQs, make recommendations to the Project Selection Committee, and seek the assistance of outside technical experts and consultants in SOQ or Detailed Proposal evaluations.
- (j) Require confirmation of information furnished by a Proposer; require additional information from a Proposer concerning its SOQ; and require additional evidence of qualifications to perform the work described in this RFQ or any subsequent RFP.
- (k) Seek or obtain data from any source that has the potential to improve the understanding and evaluation of the responses to this RFQ or any subsequent RFP.
- (l) Add or delete Proposer responsibilities from the information contained in this RFQ, or any subsequent RFP.
- (m) Waive administrative and otherwise immaterial deficiencies in a SOQ, accept and review a non-conforming SOQ, or permit clarifications or supplements to a SOQ.
- (n) Disqualify any Proposer who changes its SOQ without FDOT approval.
- (o) Not issue a notice to proceed after execution of the Concession Agreement.
- (p) Exercise any other right reserved or afforded to FDOT under this RFQ or a subsequent RFP or applicable law.

This RFQ does not commit FDOT to determine the Short-Listed Proposers, to enter into a Concession Agreement, or to proceed with the procurement described herein. Except as expressly set forth in Section 4.1.4, FDOT and the State of Florida assume no obligations, responsibilities, and liabilities, fiscal or otherwise, to reimburse all or part of the costs incurred or alleged to have been incurred by parties considering a response to and/or responding to this RFQ, or any subsequent RFP. All of such costs shall be borne solely by each Proposer.

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

**EXHIBIT A** (page 1 of 2)

**CALENDAR OF EVENTS**

**Procurement Schedule**

\* Public Meetings to be held at FDOT  
D-2 District Office Complex  
1109 South Marion Avenue  
Lake City, Florida 32055

December 4, 2007		Advertisement for the Request for Qualification (RFQ) on the Internet:  a) MyFlorida.com, Department of Management Services, Vendor Bid System <a href="http://vbs.dms.state.fl.us/vbs/main_menu">http://vbs.dms.state.fl.us/vbs/main_menu</a>  b) MyFlorida.com, Department of Transportation, Professional Services <a href="http://www2.dot.state.fl.us/procurement/ads/advnew.htm#dist2">http://www2.dot.state.fl.us/procurement/ads/advnew.htm#dist2</a> (no addendums will be posted to this website, must be obtained from one of the other sites.)  c) MyFlorida.com, Department of Transportation, Contract Administration <a href="http://www.dot.state.fl.us/cc-admin/">http://www.dot.state.fl.us/cc-admin/</a>  d) MyFlorida.com, Department of Transportation, District 2 District Contracts <a href="http://www.dot.state.fl.us/contractsadministrationdistrict2/">http://www.dot.state.fl.us/contractsadministrationdistrict2/</a>  e) MyFlorida.com, Department of Transportation, District 2 Design <a href="http://www.fdotfirstcoastouterbeltway.com">http://www.fdotfirstcoastouterbeltway.com</a>
February 11, 2008	5:00 pm	Deadline for technical questions to be received by email <a href="mailto:FCOBprocurement@dot.state.fl.us">FCOBprocurement@dot.state.fl.us</a>
February <del>18</del> , <u>19</u> , 2008		Deadline for FDOT to reply to technical questions, to be posted on websites, a, c, & d.
March 5, 2008	*2:00 pm	<b>Deadline for Receipt of Statements of Qualification (SOQ).</b> <b>A public meeting will be held for the purpose of reading of Proposers.</b>

**EXHIBIT A** (page 2 of 2)

**CALENDAR OF EVENTS**

April 4, 2008	* 9:00 am	Scoring Committee evaluation meeting
April 8, 2008	* 8:30 am	PD to present to Selection Committee, the Proposers for Short-listing
April 8, 2008	4:15 pm	Begin 72 hour Posting period for Short-listed Proposers in scoring order
April 11, 2008	5:00 pm	End Posting period for Short-listed Proposers
April 23, 2008	*2:00 pm	Mandatory Meeting for RFP Draft release to Short-listed Proposers
May 14, 2008	*9:00-4:00	Meeting w/ Proposers for information discussion in draft RFP
June 18, 2008		<del>Cutoff</del> <u>Cut-off</u> for submittal of the Draft RFP document comments from Short-listed Proposers by email: <a href="mailto:FCOBprocurement@dot.state.fl.us">FCOBprocurement@dot.state.fl.us</a>
July 16, 2008	*2:00 pm	Mandatory Meeting to distribute and discuss the final RFP document to be released to Short-listed Proposers
September 24, 2008	*2:00 pm	<b>Deadline for Receipt of RFP Responses</b>
October 20-24, 2008	*9:00-4:00	Meetings with Proposers (one on one) for questions and answers to Technical Advisors for clarification of RFP response
November 19, 2008	*2:00 pm	Scoring Committee Meeting for evaluation of the RFPs
November 25, 2008	*8:30 am	<b>PD to present to Selection (Award) Committee, in scoring order</b>
November 25, 2008	4:15 pm	Begin of Posting period for Award (begins 72 protest period)
December 2, 2008	5:00 pm	End of Posting period for Award
December, 2008		Meetings with the Awarded Proposer for Preparation of the Concessionaire Agreement (Contract)
January, 2009		Contract to Concessionaire for signing/Signed contract due back; Contract to FDOT Officials for signing for execution Executed Contract to Concessionaire and FDOT Officials

EXHIBIT B (page 1 of 2)

*Florida Department of Transportation*

CHARLIE CRIST  
GOVERNOR

605 Suwannee Street  
Tallahassee, FL 32399-0450

STEPHANIE C. KOPELOUSOS  
SECRETARY

POLICY

Effective: November 15, 2007  
Office: State Highway Engineer

Topic No.: 001-375-020-a

**PUBLIC PRIVATE PARTNERSHIP (PPP)  
CONFLICTS OF INTEREST**

**1. INTRODUCTION**

It is the intent of the Florida Department of Transportation (“FDOT”) to maximize competition on Public Private Partnership (“PPP”) Projects while ensuring that the procurement of the project is open and fair. To this end, FDOT has developed the following conflicts of interest policy to provide guidance to firms and individuals directly or indirectly performing services for FDOT in connection with the PPP Projects either solicited or unsolicited. All firms and individuals performing work or contemplating the performance of work for FDOT on PPP Projects are also expected to understand and comply with existing FDOT conflicts of interest policies and Florida law, including laws related to conflicts of interest.

This *Conflict of Interest Policy* shall not be applicable to Design-Build-Finance (DBF) Projects. DBF Projects are governed by *Procedure No. 375-030-006, Restriction on Consultants’ Eligibility to Compete for Department Contracts*.

It is the responsibility of each firm and individual to understand and comply with this policy. As a tool to assist in such compliance, FDOT will include in the *Request for Qualification* for each PPP Project a list of Firms that the Department believes, at the time of issuance of the RFP, to have a Conflict of Interest for that project pursuant to this policy (the “RFQ List”). The RFQ List will be as inclusive as possible based on the information reasonably available to FDOT at the time the RFQ List is published. If a firm otherwise subject to this policy is not on the RFQ List, such non-inclusion shall not excuse a failure to comply with this policy. FDOT will reasonably consider requests for exceptions to this policy on a case-by-case basis upon a showing of good cause for the exception. Please see *Section 5* below for further details. 001-375-020-a

**2. OWNER’S REPRESENTATIVES**

**2.1 FIRMS**

A firm serving as one of FDOT’s primary technical consultants in the development of procurement documents, evaluation criteria, or technical criteria for an FDOT PPP Project (collectively, “Owner’s Representative”) is prohibited from participating in ~~any capacity~~ any capacity on a proposer team for that PPP Project or any other PPP Project under procurement by FDOT. This prohibition extends to the Owner’s Representative’s subsidiaries and affiliates, and shall remain in place for a period up to and including from the date FDOT executes a *Concession Agreement* for that PPP Project (the “Closing Date”) or when the FDOT determines that any such conflicts no longer exists, whichever is earlier.

It is the intent of the Department to separately procure an Owner’s Representative for each PPP Project. A District General Engineering Consultant (GEC) is eligible to participate in such procurement, but FDOT will not allocate an Owner’s ~~Representatives~~ Representative’s scope of work to a GEC unless the GEC consents to serve in such role and agrees to be bound by this *Conflicts of Interest Policy*.

**EXHIBIT B** (page 2 of 2)

**2.2 INDIVIDUALS**

Any individual who works or has worked for an Owner's Representative and was involved in the development of procurement documents, evaluation criteria, or technical criteria for the PPP Project is prohibited from participating in any capacity on a proposer team for that PPP Project or any other PPP Project under procurement by FDOT. This prohibition shall remain in place until the Closing Date for the PPP Project with which the individual was involved in or when the FDOT determines that any such conflicts no longer exists, whichever is earlier.

**3.0 SUBCONSULTANTS**

**3.1 FIRMS**

A firm serving as a subconsultant to an Owner's Representative (a "Subconsultant") for the PPP Project is prohibited from participating in any capacity on a proposer team for that PPP Project until after the Closing Date or when the FDOT determines that any such conflicts no longer exists, whichever is earlier. This prohibition extends to the subsidiaries and affiliates of the Subconsultant.

**3.2 INDIVIDUALS**

An individual who works or has worked for a Subconsultant and was involved in the development of procurement documents, evaluation criteria, or technical criteria for the PPP Project is prohibited from participating in any capacity on a proposer team for that PPP Project until the Closing Date or when the FDOT determines that any such conflicts no longer exists, whichever is earlier.

**4.0 TRAFFIC AND REVENUE CONSULTANTS**

**4.1 FIRMS**

No traffic and revenue consultant or subconsultant working for FDOT on the PPP Project may directly or indirectly serve in any capacity for a proposer team on that PPP Project or any other PPP project under procurement by FDOT until after the Closing Date or when the FDOT determines that any such conflicts no longer exists, whichever is earlier. This prohibition extends to the subsidiaries and affiliates of such traffic and revenue consultants/subconsultants.

**4.2 INDIVIDUALS**

An individual who works for or has worked for a FDOT traffic and revenue consultant/subconsultant and who had a role during such employment involving a FDOT PPP Project may not directly or indirectly serve in any capacity for a proposer team on that PPP Project or any other PPP Project under procurement by FDOT until after the Closing Date for the PPP Project with which the individual was involved in or when the FDOT determines that any such conflicts no longer exists, whichever is earlier.

**5.0 REQUESTS FOR EXCEPTIONS**

A firm or an individual may seek an exception to the above policy by submitting a written request for exception to the applicable District Procurement Office. The decision to approve or deny a request shall be made by the FDOT Secretary of Transportation or his or her designee within a reasonable time after submission of a complete request. The request shall describe the facts and circumstances of the requestor's involvement on the PPP Project and the nature of its proposed participation for a proposer team on other PPP Project under procurement by FDOT. The request shall specifically disclose whether the requestor at any time (i) was involved in the preparation of procurement documents, technical criteria, or evaluation criteria for the PPP Project; or (ii) participated in PPP Project-related meetings or conference calls with an Owner's Representative or with FDOT's legal advisors or financial advisors. FDOT retains the right to accept or deny any request for exception to this policy in its sole and absolute discretion. END OF POLICY #001-375-020-A

**EXHIBIT C**

**RFQ FORMS**

- Form A - Transmittal Letter.**
- Form B - Information Regarding Equity and Major Non-Equity Members and Guarantors.**
- Form C-1 - Financial Qualifications-Transportation Infrastructure Concession/PPP Experience.**
- Form C-2 – Financial Qualifications – Summary Financial Information.**
- Form D1 - Technical Qualifications - Design.**
- Form D2 - Technical Qualifications - Construction.**
- Form D3 - Technical Qualifications - Operation and Maintenance.**
- Form E – Personnel References.**
- Form F - Certification.**
- Form G - Proposer Experience Summary.**
- Form H-1 - Experience of Key Individuals.**
- Form H-2 - Experience of Project Manager / Superintendent / Lead Design Engineer / Operations Manager.**

**EXHIBIT D**

**PROJECT MAP**

## **EXHIBIT E**

### **LIST OF PROJECT DOCUMENTS**

Proposers may find the most recent list of Project Documents on the Website <http://www.fdotfirstcoastouterbeltway.com>, divided in the following major headings:

- a. PROJECT INFORMATION MEMORANDUM (PIM)
- b. INDUSTRY FORUM
- c. MISCELLANEOUS PROJECT INFORMATION
- d. PROJECT DEVELOPMENT AND ENVIRONMENTAL (PD&E) INFORMATION
- e. FAX REQUEST FORM

**FORM A** (page 1 of 4)

**TRANSMITTAL LETTER (on company letterhead)**

PROPOSER: \_\_\_\_\_ SOQ Date: \_\_\_\_\_

Florida Department of Transportation  
Procurement Office, District 2  
1109 South Marion Street, Mail Station 2015  
Lake City, Florida 32025  
Attn: Jane Jones-Redd  
Contract # E2L04  
Financial management # 422938-1

Ladies and Gentlemen:

The undersigned (“Proposer”) submits this qualification submittal (this “SOQ”) in response to that certain Request for Qualifications dated as of December 4, 2007, together with addenda thereto (the “RFQ”), issued by the Florida Department of Transportation (“FDOT”) to design, construct, finance, operate and maintain the First Coast Outer Beltway Roadway Improvements Project (the “Project”) through a Concession Agreement (“Concession Agreement”). Initially capitalized terms not otherwise defined herein shall have the meanings set forth in the RFQ.

Our team consists of the following members:

Equity Members

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Major Non-Equity Members

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**FORM A** (page 2 of 4)

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

**VOLUME 1: (see section 5 & 6)**

**Transmittal Letter** (this Form A)

**Form B – Information Regarding Equity Members, Major Non-Equity Members and Guarantors**

**Form C-1 – Financial Qualifications – Transportation Infrastructure Concession and PPP Experience**

**Form C-2 – Financial Qualifications – Summary Financial Information**

**Form D1 – Technical Qualifications –Design**

**Form D2 – Technical Qualifications –Construction**

**Form D3 – Technical Qualifications –Operation and Maintenance**

**Form E – Personnel References**

**Form F – Certification**

**Form G – Proposer Experience Summary**

**Form H-1 – Experience of Key Individuals**

**Form H-2 - Experience of Project Manager / Superintendent / Lead Design Engineer / Operations Manager**

Statement of Financial Approach

Statement of Technical Approach

Personnel Qualifications and References

Legal Qualifications

Financial Statements

Surety Letter

Letter of Parent Company Support

Letter(s) of Bank Support

Teaming Agreements/Summary of Anticipated Teaming Agreements

**VOLUME 2:**

Confidential Proprietary Information

Proposer acknowledges receipt, understanding and full consideration of all materials posted on website.

Proposer acknowledges receipt, understanding and full consideration of the following addenda and sets of questions and answers to the RFQ:

*[list any addenda to this RFQ and sets of questions and answers by dates and numbers]*

Proposer certifies that its Lead Operation and Maintenance Firm has the ability to have a Florida registered Professional Consultant Engineer on staff to make final and binding engineering decisions as required during the operations and maintenance phase of the Project.

Proposer represents and warrants that it has read the RFQ and, in addition, agrees to abide by the contents and terms of the RFQ and the RFP.

**FORM A** (page 3 of 4)

Proposer understands that FDOT is not bound to short-list any Proposer and may reject each SOQ received.

Proposer further understands that, except as set forth in the RFQ and RFP, all costs and expenses incurred by it in preparing this SOQ and participating in the Project procurement process will be borne solely by the Proposer.

Proposer agrees that FDOT will not be responsible for any errors, omissions, inaccuracies or incomplete statements in the RFQ or in this SOQ.

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

Authorized Representative of Proposer: \_\_\_\_\_ Date \_\_\_\_\_

By executing this form each Equity Member and Major Non-Equity Member of the Proposer confirms that the representative named above is authorized to act as agent on behalf of the Proposer and the principal contact for the Proposer in dealings with FDOT.

Proposer's business address:

\_\_\_\_\_  
(No.) (Street) (Floor or Suite)

\_\_\_\_\_  
(City) (State or Province) (ZIP or Postal Code) (Country)

\_\_\_\_\_  
(Phone number w/ area code) (Email address) (Fax number w/ area code)

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

**FORM A** (page 4 of 4)

1. Signature block for Corporation or Limited Liability Company:

By: \_\_\_\_\_  
[Insert Proposer's name. must be an officer of the Company.]

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

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

2. Signature block for partnership or joint venture:

By: \_\_\_\_\_  
[Insert Proposer's name, must be a Partner or a  
General Member of the Joint Venture.]

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

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

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

3. Signature block for attorney in fact:

By: \_\_\_\_\_  
[Insert Proposer's name]

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

**FORM B** (page 1 of 2)

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

Name of Proposer: \_\_\_\_\_ Federal Tax ID No.: \_\_\_\_\_

Name of Firm: \_\_\_\_\_ Year Established: \_\_\_\_\_

Individual Contact: \_\_\_\_\_

Name of Official Representative: \_\_\_\_\_

Name of Florida Contact: \_\_\_\_\_ Telephone No.: \_\_\_\_\_ Fax No.: \_\_\_\_\_

Business Organization (check one):

- Corporation (If yes, then indicate the State and Year of Incorporation.)
- Partnership
- Joint Venture/Consortium
- Limited Liability Company
- Other (describe)

A. Business Address: \_\_\_\_\_

Headquarters: \_\_\_\_\_

Office Performing Work: \_\_\_\_\_

Contact Telephone Number: \_\_\_\_\_

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\* Submit one (1) copy of Form B for the Proposer team generally (filling in the introductory information and Parts A, C and D). Submit one (1) copy of Form B for each Equity Member, each Major non-Equity Member and any Guarantor (filling in the introductory information and Parts A and B).

**FORM B** (page 2 of 3)

**B. Equity Member, Major Non-Equity Member and Guarantor Information** - If the Equity Member, Major Non-Equity Member and Guarantor Information to which this form relates is a joint venture, consortium, partnership or limited liability company, indicate the name and role of each member of the joint venture, consortium member, partner or limited liability company member (as applicable) in the spaces below.

<b>Name Address Phone #, Fax #, Email address</b>	<b>Proposed Role Within the Consortium, Joint Venture, Limited Liability Company or Partnership</b>	<b>Current or Envisioned Percentage of Shareholding and Type of Share (if applicable)</b>

**FORM B** (page 3 of 3)

C. **Proposer Team Information – Equity Members** - In the chart below, list the Equity Members of the Proposer team and the percentage interest of each Equity Member in the Proposer. If an Equity Member is a joint venture, consortium, partnership or limited liability company, indicate the entities making up the joint venture, consortium, partnership or limited liability company and their percentage interest in the Equity Member entity.

Equity Member Name (Composition of Equity Member)	Percentage Interest in Proposer
Equity Member 1:	
Equity Member 2:	
Equity Member 3:	

D. **Proposer Team Information – Major Non-Equity Members** - In the chart below, list the Major Non-Equity Members of the Proposer team in the appropriate box. If a Major Non-Equity Member is a joint venture, consortium, partnership or limited liability company, indicate the entities making up the joint venture, consortium, partnership or limited liability company and their percentage interest in the Major Non-Equity Member entity.

Major Non-Equity Member Name (Composition of Major Non-Equity Member)
Lead Engineering Firm:
Lead Contractor:
Lead Operations and Maintenance Firm:

AUTHORIZED REPRESENTATIVE: [Make additional copies of this form as needed.]

Under penalty of perjury, I certify that the foregoing is true and correct, and that I am the Official Representative of the entity to which this form relates:

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

Title: \_\_\_\_\_ Phone #: \_\_\_\_\_ Fax # \_\_\_\_\_ Email: \_\_\_\_\_

**FORM C-1**

**FINANCIAL QUALIFICATIONS – TRANSPORTATION INFRASTRUCTURE CONCESSION AND PPP EXPERIENCE**

**EXPERIENCE OF THE EQUITY MEMBERS(\*)  
IN TRANSPORTATION INFRASTRUCTURE CONCESSION CONTRACTS AND PUBLIC-PRIVATE PARTNERSHIPS**

COMPANY NAME, Complete Address, Telephone #, Email address	PROJECT NAME AND LOCATION (1), (2), (3)	PROJECT SIZE (5), (6)	DEBT AMOUNT & GEARING (5), (7)	DATE OF FINANCIAL CLOSE	START DATES	% OF WORKS COMPLETED BY <del>JUNE 30, 2007</del> <u>DECEMBER 31, 2007</u>	LEVEL OF COMPANY'S PARTICIPATION (8)	TYPE OF PAYMENT MECHANISM (9)

(\*)List only the experience of Equity Members who will be future shareholders of the Concessionaire

Notes :

- (1) List at least three (3) and no more than ten (10) projects in Form C-1. FDOT will evaluate these projects in order and will not take into consideration any projects listed in addition to this cap of ten (10) projects.
- (2) Only list transportation projects for which the Equity Member has arranged and closed (i.e. financial contracts duly signed and the initial drawdown has occurred) private financing (private debt and equity) above \$350 million United States Dollars within the past seven (7) years.
- (3) Attach to this form a maximum one-page narrative description for each project listed in this column (on separate 8-1/2" x 11" sized white paper). The description should, at a minimum, give an overview of the project, describe the type / sector of transportation infrastructure involved (road, airport, port, rail, or bridge), explain why the experience the company gained on the project is relevant, highlighting similarities in project financing, design, construction and/or operation and maintenance. If there was a real toll on the project, the description should clarify who set and collected the tolls as well as retained the toll revenues.
- (4) Complete Form C-1-R with the contract information for all listed project experience.
- (5) In thousands United States Dollars. Identify exchange rates of amounts in other currencies using the exchange rate as of December 4, 2007. Please identify the benchmark on which the exchange rate is based.
- (6) Project size means the total amount of the project financed under private finance / project finance scheme (i.e., without public debt, equity or capital grants). Please state the overall project size and also state the amount, in United States Dollars, of such project size that is made up of private equity.
- (7) Include in brackets the percentage of gearing and type of debt (bonds unwrapped or wrapped, bank debt, etc.).
- (8) Show company's equity investment in United States Dollars as a shareholder. The equity investment may take the form of either (A) shareholders' equity or (B) shareholder subordinated debt. Please indicate separately the United States Dollar amount and percentage to which the company's equity investment bears to the total of all private shareholders' equity investments for the listed project.
- (9) Specify the type of payment mechanism used (availability payment, shadow toll, real toll or combinations of these mechanisms).

**FORM C-1-R**

**REFERENCES – TRANSPORTATION INFRASTRUCTURE CONCESSION AND PPP EXPERIENCE  
EXPERIENCE OF THE EQUITY MEMBERS(\*)  
IN TRANSPORTATION INFRASTRUCTURE CONCESSION CONTRACTS AND PUBLIC-PRIVATE PARTNERSHIPS**

<b>PROPOSER TEAM</b>	<b>TEAM MEMBER</b>	<b>PROJECT NAME</b>	<b>NAME OF REFERENCE</b>	<b>REGIONAL LOCATION OF REFERENCE (1)</b>	<b>REFERENCE'S EMPLOYER</b>	<b>REFERENCE'S TITLE/POSITION</b>	<b>REFERENCE'S PHONE AND FAX NUMBERS (2)</b>	<b>REFERENCE'S ADDRESS</b>	<b>TOTAL PROJECT COST (3), (4)</b>	<b>CONSTRUCTION COMPLETION DATE</b>

Notes :

- (1) List one of the following regional locations, as applicable, to describe where the reference is located: North America; Central/South America; Europe; Asia; Africa; or Australia.
- (2) For international phone numbers, include the full dialing code for calling from the United States.
- (3) In thousands of United States Dollars. Identify exchange rates of amounts in other currencies using the exchange rate as of December 4, 2007. Please identify the benchmark on which the exchange rate is based.
- (4) Project Cost means the total construction cost budgeted or, if the project is complete, the total construction cost of the completed project.

**FORM C-2**

**FINANCIAL QUALIFICATIONS – SUMMARY FINANCIAL INFORMATION**  
**SUMMARY FINANCIAL INFORMATION (\*\*) FOR ALL EQUITY MEMBERS AND MAJOR NON-EQUITY MEMBERS OF THE PROPOSER**  
**FOR FINANCIAL YEARS 2004, 2005 AND 2006 (1)**

(If an Equity Member or a material Non-Entity Member has provided a full parent company guarantee, as entered in form B and a letter of parent company guarantee, then only the entry providing such guarantee should complete this form)

COMPANY NAME, Complete Address, Telephone #, Email address	ROLE/ RESPONSIBILITY WITHIN THE PROPOSER TEAM	TOTAL REVENUES	PRE-TAX PROFIT	RELEVANT REVENUES (2)	FIXED ASSETS	TOTAL ASSETS (3)	<del>TOTAL ASSETS</del> (3)	LONG TERM LIABILITIES	SHORT TERM LIABILITIES	NET WORTH	GEARING (4)

(\*) The Chief Financial Officer from the parent company for each reporting entity must certify the information on this form as complete, true and correct. Information should be derived from audited financial statements where possible. Audited financial statements will prevail over this table.

(\*\*) Expressed in thousands of United States Dollars. Where applicable, companies should indicate the conversion to United States Dollars. For income statement items, Proposers may use the average annual exchange rate in effect during the whole period covered by the income statement and for balance sheet items, Proposers should use the exchange rate prevailing on the last day of each financial year. Identify the benchmark on which the exchange rate is based.

Notes:

(1) Complete separate forms for each calendar year.

(2) Relevant revenue consists of revenue from design-build-finance-operate contracts on transportation projects.

(3) Excludes goodwill and intangibles.

(4) Long Term Liabilities / Net Worth

**FORM D-1**  
**TECHNICAL QUALIFICATIONS – DESIGN EXPERIENCE OF THE LEAD ENGINEERING FIRM\***  
**IN THE DESIGN AND ENGINEERING OF ROADWAY TRANSPORTATION PROJECTS**

(\* List the experience of the Lead Engineering Firm only, whether or not future shareholders of the Concessionaire.

COMPANY NAME, Complete Address, Telephone #, Email address	PROJECT NAME AND LOCATION (1), (2), (3)	PROJECT COST (6) & (7)	START/END DATES	% OF WORKS COMPLETED BY <del>JUNE 30,</del> <u>DECEMBER 31,</u> 2007	AADT (8)	LEVEL OF COMPANY'S PARTICIPATION (9)	ROLE OF COMPANY FOR THE PROJECT (10)

Notes:

- (1) List at least two (2) and no more than ten (10) projects in Form D-1. FDOT will evaluation these Projects in order and will not take into consideration any projects used in addition to this cap of ten (10) projects.
- (2) Only list projects with a value in excess of \$100 million United States Dollars on which the company worked within the past seven (7) years.
- (3) Only list projects where the Lead Engineering Firm held a minimum thirty percent (30%) of the ultimate responsibility for the design and engineering experience. If the Lead Engineering Firm is a joint-venture, only list projects from members of the joint-venture team that will perform at least thirty percent (30%) of the Lead Engineering Firm's potential design and engineering work for the Project.
- (4) Attach to this form a maximum one-page narrative description for each project listed in this column (on separate 8-1/2" x 11" sized white paper). The description should, at a minimum, give an overview of the project, explain why the experience the company gained on the project is relevant, highlighting similarities in project financing, design, construction and/or operation and maintenance.
- (5) Complete Form D-1-R with the contact information for all listed project experience.
- (6) In thousands of United States Dollars. Identify exchange rates of amounts in other currencies using the exchange rate as of December 4, 2007. Please identify the benchmark on which the exchange rate is based.
- (7) Project Cost means the total construction cost budgeted or, if the project is complete, the total construction cost of the completed project.
- (8) List the AADT prior to expansion works (if applicable) for the specific roadway ordered in the project.
- (9) Show company's participation in terms of money and percentage of the work.
- (10) Provide a brief summary of the role the company played in the listed project (scope of work).

**FORM D-1-R**

**REFERENCES - DESIGN**

**EXPERIENCE OF THE LEAD ENGINEERING FIRM IN THE DESIGN AND ENGINEERING OF ROADWAY TRANSPORTATION PROJECTS**

PROPOSER TEAM	TEAM MEMBER	PROJECT NAME	NAME OF REFERENCE	REGIONAL LOCATION OF REFERENCE (1)	REFERENCE'S EMPLOYER	REFERENCE'S TITLE/POSITION	REFERENCE'S PHONE AND FAX NUMBERS (2)	REFERENCE'S ADDRESS	TOTAL PROJECT COST (3), (4)	CONSTRUCTION COMPLETION DATE

Notes:

- (1) List one of the following regional locations, as applicable, to describe where the reference is located: North America; Central/South America; Europe; Asia; Africa; or Australia.
- (2) For international phone numbers, include the full dialing code for calling from the United States.
- (3) In thousands of United States Dollars. Identify exchange rates of amounts in other currencies using the exchange rate as of December 4, 2007. Please identify the benchmark on which the exchange rate is based.
- (4) Project Cost means the total construction cost budgeted or, if the project is complete, the total construction cost of the completed project.

**FORM D-2**  
**TECHNICAL QUALIFICATIONS - CONSTRUCTION**  
**EXPERIENCE OF THE LEAD CONTRACTOR\* IN THE CONSTRUCTION OF ROAD CIVIL WORKS PROJECTS**

COMPANY NAME, Complete Address, Telephone #, Email address	PROJECT NAME AND LOCATION (1), (2), (3)	PROJECT COST (6) & (7)	START/END DATES	% OF WORKS COMPLETED BY <del>JUNE 30</del> , <u>DECEMBER 31</u> , 2007	AADT (8)	LEVEL OF COMPANY'S PARTICIPATION (9)	ROLE OF COMPANY FOR THE PROJECT (10)

(\*) List the experience of the Lead Contractor only, whether or not future shareholders of the Concessionaire.

Notes:

- (1) List at least two (2) and no more than ten (10) projects in Form D-1. FDOT will evaluate these projects in order and will not take into consideration any projects used in addition to this cap of ten (10) projects.
- (2) Only list projects with a value in excess of \$100 million United States Dollars.
- (3) Only list projects where the Lead Contractor held a minimum thirty percent (30%) of the ultimate responsibility for the construction experience. If the Lead Engineering Firm is a joint venture, the experience must be from a member of the joint venture team that will perform at least thirty percent (30%) of the Lead Engineer's potential engineering work for the Project.
- (4) Attach to this form a maximum one-page narrative description for each project listed in this column (on separate 8-1/2" x 11" sized white paper). The description should, at a minimum, give an overview of the project, specify whether the construction contract included supply and installation of electronic toll systems, explain why the experience the company gained on the project is relevant, highlighting similarities in project financing, design, construction and/or operation and maintenance.
- (5) Complete Form D-2-R with the contact information for all listed project experience.
- (6) In thousands of United States Dollars. Identify exchange rates of amounts in other currencies using the exchange rate as of December 4, 2007. Identify the benchmark on which the exchange rate is based.
- (7) Project Cost means the total construction cost budgeted or, if the project is complete, the total construction cost of the completed project.
- (8) List the AADT prior to expansion works (if applicable) for the specific roadway ordered in the project.
- (9) Show company's participation in terms of money and percentage of the work.
- (10) Provide a brief summary of the role the company played in the listed project (scope of work).

**FORM D-2-R**

**REFERENCES - CONSTRUCTION**

**EXPERIENCE OF THE LEAD CONTRACTOR IN THE CONSTRUCTION OF ROAD CIVIL WORKS PROJECTS**

<b>PROPOSER TEAM</b>	<b>TEAM MEMBER</b>	<b>PROJECT NAME</b>	<b>NAME OF REFERENCE</b>	<b>REGIONAL LOCATION OF REFERENCE (1)</b>	<b>REFERENCE'S EMPLOYER</b>	<b>REFERENCE'S TITLE/POSITION</b>	<b>REFERENCE'S PHONE AND FAX NUMBERS (2)</b>	<b>REFERENCE'S ADDRESS</b>	<b>TOTAL PROJECT COST (3), (4)</b>	<b>CONSTRUCTION COMPLETION DATE</b>

Notes:

- (1) List one of the following regional locations, as applicable, to describe where the reference is located: North America; Central/South America; Europe; Asia; Africa; or Australia.
- (2) For international phone numbers, include the full dialing code for calling from the United States.
- (3) In thousands of United States Dollars. Identify exchange rates of amounts in other currencies using the exchange rate as of December 4, 2007. Please identify the benchmark on which the exchange rate is based.
- (4) Project Cost means the total construction cost budgeted or, if the project is complete, the total construction cost of the completed project.

**FORM D-3** (page 1 of 2)  
**TECHNICAL QUALIFICATIONS – OPERATION AND MAINTENANCE**  
**EXPERIENCE OF THE LEAD OPERATION AND MAINTENANCE FIRM\* IN THE OPERATION AND MAINTENANCE OF ROADWAY FACILITIES**

COMPANY NAME, Complete Address, Telephone #, Email address	PROJECT NAME AND LOCATION (1), (2), (3) & (4)	PROJECT COST (6) & (7)	START/END DATES	LENGTH OF ROAD UNDER OPERATION	AADT (8)	LEVEL OF COMPANY'S PARTICIPATION (9)	ROLES OF COMPANY FOR THE PROJECT (10)

\*List the experience of Lead Operation and Maintenance Firm only, whether or not future shareholders of the Concessionaire.

Notes:

- (1) List at least two (2) and no more than ten (10) limited access roadway facilities/projects/contracts in Form D-3. FDOT will evaluate these projects in order and will not take into consideration any projects listed in addition to this cap of ten (10) projects. Only list projects that demonstrate the Lead Operation and Maintenance Firm experience maintaining limited access roadways.
- (2) Only list projects that had contract terms of five (5) years or longer.
- (3) Only list projects where the Lead Operations and Maintenance Firm performed a minimum fifty percent (50%) of the work for the listed experience. If the Lead Operations and Maintenance Firm is a joint-venture, only list projects where the members of the joint-venture performed work that surpasses the aforementioned experience criteria
- (4) Attach to this form a maximum one-page narrative description for each project listed in this column (on separate 8-1/2" x 11" sized white paper). The description should, at a minimum, give an overview of the project, specify the type of payment mechanism or type of revenue used by the project owner to pay the company, indicate whether the project was a public-private partnership or concession, state the current Annual Average Daily Traffic for the project, explain why the experience the company gained on the project is relevant, highlighting similarities in project financing, design, construction and/or operation and maintenance.
- (5) Complete Form D-3-R with the contact information for all listed project experiences.
- (6) In thousands of United States Dollars. Identify exchange rates of amounts in other currencies using the exchange rate as of December 4, 2007. Identify the benchmark on which the exchange rate is based.
- (7) Project Cost means the total construction cost budgeted or, if the project is complete, the total construction cost of the completed project.
- (8) List the current AADT for the specific roadway involved in the project.
- (9) Show company's participation in terms of money and percentage of the work.
- (10) Provide a brief summary of the role the company played in the listed project (scope of work).

**FORM D-3** (page 2 of 2)

**TECHNICAL QUALIFICATIONS – OPERATION AND MAINTENANCE**

COMPANY NAME, Complete Address, Telephone #, Email address	HEADCOUNT	TOTAL ROAD NETWORK OPERATED

Note:

Please provide the headcount (number of employees) and total road network (combined mileage) for the roadway projects currently operated by the Lead Operations and Maintenance Firm

**FORM D-3-R**

**REFERENCES - OPERATIONS AND MAINTENANCE**

**EXPERIENCE OF THE LEAD OPERATIONS AND MAINTENANCE FIRM IN THE OPERATION AND MAINTENANCE OF ROADWAY FACILITIES**

PROPOSER TEAM	TEAM MEMBER	PROJECT NAME	NAME OF REFERENCE	REGIONAL LOCATION OF REFERENCE (1)	REFERENCE'S EMPLOYER	REFERENCE'S TITLE/POSITION	REFERENCE'S PHONE AND FAX NUMBERS (2)	REFERENCE'S ADDRESS	TOTAL PROJECT COST (3), (4)	CONSTRUCTION COMPLETION DATE

Notes:

- (1) List one of the following regional locations, as applicable, to describe where the reference is located: North America; Central/South America; Europe; Asia; Africa; or Australia.
- (2) For international phone numbers, include the full dialing code for calling from the United States.
- (3) In thousands of United States Dollars. Identify exchange rates of amounts in other currencies using the exchange rate as of December 4, 2007. Please identify the benchmark on which the exchange rate is based.
- (4) Project Cost means the total construction cost budgeted or, if the project is complete, the total construction cost of the completed project.

**FORM E**  
**PERSONNEL REFERENCES**  
**INFORMATION REGARDING PERSONNEL REFERENCES (1)**

PROPOSER TEAM	POSITION WITH PROPOSER (2)	NAME OF INDIVIDUAL (3)	PROJECT NAME (4)	NAME OF REFERENCE	REGIONAL LOCATION OF REFERENCE (1)	REFERENCE'S EMPLOYER	REFERENCE'S TITLE/POSITION	REFERENCE'S PHONE AND FAX NUMBERS (2)	REFERENCE'S ADDRESS

Notes:

- (1) Provide the reference information described in Section 5.1.1.3(e) of the RFQ.
- (2) List the position to which this reference relates (Lead Contractor's project manager, Lead Contractor's superintendent, Lead Engineering Firm's lead design engineer or the Lead Operations and Maintenance Firm's operations manager).
- (3) List the name of the individual holding the position described in the 鑰osition with Proposer鑰column.
- (4) List the name of the project on which the reference worked with this individual. This project must meet the relevant project-level threshold(s) in Sections 5.1.1.3(d)(ii) through (v) in the RFQ.
- (5) List one of the following regional locations, as applicable, to describe where the reference is located: North America; Central/South America; Europe; Asia; Africa; or Australia.
- (6) For international phone numbers, include the full dialing code for calling from the United States.

**FORM F (page 1 of 4)**  
**CERTIFICATION**

Name of Submitter: \_\_\_\_\_ Date: \_\_\_\_\_

1. Has the firm, any affiliate\* or any current officer thereof, been indicted or convicted of bid (i.e., fraud, bribery, collusion, conspiracy, antitrust, etc.) or other contract related crimes, violations or any other felony or serious misdemeanor within the past five years?  
 Yes  No

If yes, please explain: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

2. Has the firm or any affiliate\* ever sought protection under any provision of any bankruptcy act?  
 Yes  No

If yes, please explain: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

3. Has the firm or any affiliate\* ever been disqualified, removed, debarred or suspended from performing work for the federal government, any state or local government, or any foreign governmental entity?  
 Yes  No

If yes, please explain: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**FORM F (page 2 of 4)**

**CERTIFICATION**

4. Has the firm or any affiliate\* ever been found liable in a civil suit or found guilty in a criminal action for making any false claim or other material misrepresentation to a public entity?

Yes  No

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

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**If “yes” is the answer to any of the questions 1 through 4, contact the FDOT Contract Administration Manager at 850-414-4000 prior to submitting the SOQ.**

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

Yes  No

If yes, please identify the firm or affiliate\* and the project(s), provide an explanation of the circumstances, and provide owner contact information, including current telephone and fax numbers (and email address if available). \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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

Yes  No

If yes, please explain: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**FORM F (page 3 of 4)**  
**CERTIFICATION**

7. Has the firm or any affiliate\* been found, adjudicated, or determined by any state court, state administrative agency, including, but not limited to, the Florida Department of Labor (or its equivalent), federal court or federal agency, to have violated or failed to comply with any law or regulation of the United States or any state governing prevailing wages (including but not limited to payment for health and welfare, pension, vacation, travel time, subsistence, apprenticeship or other training, or other fringe benefits) or overtime compensation?  Yes  No

If yes, please explain: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

8. Has the firm or any affiliate\* been determined, pursuant to a final determination in a court of law, arbitration proceeding or other dispute resolution proceeding, to be liable for a material breach of contract during the last five years with respect to a transportation project?  Yes  No

If yes, please identify (for each instance) the entity determined liable and the project name, provide an explanation of the circumstances and provide owner contact information, including telephone and fax numbers (and email address if available). \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

9. Has the firm or any affiliate\* been terminated for cause during the last five years with respect to a transportation project?  Yes  No

If yes, please identify (for each instance) the entity terminated for cause and the project name, provide an explanation of the circumstances and provide owner contact information, including telephone and fax numbers (and email address if available). \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**FORM F (page 4 of 4)**

**CERTIFICATION**

10. Has the firm or any affiliate\* been involved in any arbitration, litigation, dispute review board or other dispute resolution proceeding occurring during the last five years involving an amount in excess of \$500,000 related to performance on public infrastructure projects with a contract value in excess of \$250 million?

Yes  No

If yes, please provide a brief description (including the resolution) of each qualifying arbitration, litigation, dispute review board or other dispute resolution proceeding. For each instance, identify an owner's representative with a current telephone and fax number (and email address if available).\_\_\_\_\_

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11. With respect to each of Questions 1-10 above, if not previously answered or included in a prior response on this form, is any proceeding, claim, matter, suit, indictment, etc. currently pending against the firm or any affiliate\* that could result in the firm or affiliate\* being found liable, guilty or in violation of the matters referenced in Questions 1-10 above and/or subject to debarment, suspension, removal or disqualification by the federal government, any state or local government, or any foreign governmental entity.

Yes  No

If yes, please explain and provide the information requested as to such similar items set forth in Questions 1-10 above.

Note: The term "affiliates" includes parent company(ies), subsidiaries, organizations under common ownership, members of the joint venture team, partners, and other financially liable parties for that entity.\_\_\_\_\_

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

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

Type Name: \_\_\_\_\_ Title: \_\_\_\_\_

**FORM G** (page 1 of 9)

**PROPOSER EXPERIENCE SUMMARY**

All information provided in this Form G must be from information contained in Forms C-1, D-1, D-2, and/or D-3, as applicable.

1. Equity Member Experience\*

A. Identify at least three (3) and no more than ten (10) road civil works projects over the last seven (7) years in which any Equity Member has experience in closing financing, each in excess of \$350 million of private debt and equity that are relevant to the Project:

Table 1-A

COMPANY NAME, Complete Address, Telephone #, Email address	Project Name & Location

**FORM G** (page 2 of 9)

B. From the projects listed in Table 1-A, identify at least one (1) project and no more than two (2) projects that have been operating and under the control of the Equity Member for at least five (5) years, in particular any that utilized a real toll payment structure.

Table 1-B

COMPANY NAME, Complete Address, Telephone #, Email address	Project Name & Location	Date operations began

\* List only projects that meet the eligibility requirements set forth in Section 6.2(d)(i) of the RFQ.

**FORM G** (page 3 of 9)

2. Lead Contractor Experience\*

A. Identify at least two (2) and no more than ten (10) road civil works projects in which the Lead Contractor has experience as a lead contractor, each project having a construction value in excess of \$100 million.

Table 2-A

COMPANY NAME, Complete Address, Telephone #, Email address	Project Name & Location

**FORM G** (page 4 of 9)

B. From the projects listed in Table 2-A, identify at least one (1) and no more than three (3) projects in which the Lead Contractor completed in the past four (4) years.

Table 2-B

COMPANY NAME, Complete Address, Telephone #, Email address	Project Name & Location	Start/End Dates

**FORM G** (page 5 of 9)

C. Identify at least one (1) and no more than three (3) roadway expansion projects in the last seven (7) years that the Lead Contractor has completed as a lead contractor and that was open to traffic during the construction period, that each involved works with a value in excess of \$100 million, on a roadway that had AADT of more than 100,000 vehicles prior to the expansion works:

Table 2-C

Company	Project Name & Location

\* List only projects that meet the eligibility requirements set forth in Section 6.2(d)(ii) of the RFQ.

3. Lead Engineering Firm Experience\*

A. Identify the Lead Engineering Firm's experience in the design and engineering of no less than two (2) and no more than ten (10) road civil works projects, each with a construction value in excess of \$100 million and that achieved final design in the last five (5) years.

Table 3-A

COMPANY NAME, Complete Address, Telephone #, Email address	Project Name & Location

**FORM G** (page 6 of 9)

B. Identify the Lead Engineering Firm's experience in the design and engineering of at least one (1) and no more than three (3) limited access roadway projects and the number of years of such experience.

Table 3-B

COMPANY NAME, Complete Address, Telephone #, Email address	Project Name & Location

C. Identify the Lead Engineering Firm's experience in the design and engineering of no less than one (1) and no more than three (3) road civil works projects each with a construction value of in excess of \$100 million that reached substantial completion of construction in the last seven (7) years:

Table 3-C

Company	Project Name & Location

\* List only projects that meet the eligibility requirements set forth in Section 6.2(d)(iii) of the RFQ.

**FORM G** (page 7 of 9)

4. Lead Operation and Maintenance Firm Experience\*

A. Identify the Lead Operation and Maintenance Firm's experience in the operation and maintenance of at least two (2) and no more than ten (10) separate, limited access roadway facility projects (contracts) in the last seven (7) years.

Table 4-A

COMPANY NAME, Complete Address, Telephone #, Email address	Project Name & Location

**FORM G** (page 8 of 9)

B. From the projects listed in Table 4-A, identify at least one (1) and no more than five (5) limited access roadway facility project/contract that the Lead Operations and Maintenance Firm is still providing services.

Table 4-B

COMPANY NAME, Complete Address, Telephone #, Email address	Project Name & Location

C. From the projects listed in Table 4-A, identify at least one (1) and no more than three (3) projects on which the Lead Operation and Maintenance Firm is still providing services:

Table 4-C

Company	Project Name & Location

D. Identify the Lead Operation and Maintenance Firm's current work on at least one (1) and no more than three (3) roadway projects that it has operated for at least three (3) years that involves traffic management / operations on urban limited access facilities:

**FORM G** (page 9 of 9)

Table 4-D

Company	Project Name & Location

\* List only projects that meet the eligibility requirements set forth in Section 6.2(d)(iv) of the RFQ.

**FORM H-1** (page 1 of 2)

**EXPERIENCE OF KEY INDIVIDUALS**

**Lead Individual (check one):**  **Equity Member**  **Non Equity Member**

Firm Name: \_\_\_\_\_

Individual's Name: \_\_\_\_\_ Telephone # \_\_\_\_\_ Email Address \_\_\_\_\_

Present Location: \_\_\_\_\_ From (date): \_\_\_\_\_

Current Position Held: \_\_\_\_\_ Starting Date: \_\_\_\_\_

Responsible for: \_\_\_\_\_ Years of Experience in PPP Financing\*: \_\_\_\_\_

\_\_\_\_\_  
\* Only complete for Equity Members.

FORM H-1 (page 2 of 2)

List [highway and bridge PPP projects involved in]\* / [highway and bridge projects involved in]\*\* , starting with the most recent:

	Project	Role	Reference	Telephone Number
1.				
2.				
3.				
4.				
5.				
6.				
7.				
8.				
9.				
10.				

\* Delete as applicable. Insert for form completed for Equity Members only.

\*\* Delete as applicable. Insert for form completed for Major Non-Equity Members only.

**FORM H-2** (page 1 of 2)

**EXPERIENCE OF PROJECT MANAGER / SUPERINTENDENT / LEAD DESIGN ENGINEER / OPERATIONS MANAGER**

~~Check One~~  
Check One:

Project Manager for Lead Contractor

Superintendent for Lead Contractor

Lead Design Engineer for Lead Design Engineer

Operations Manager for Lead Operation and Maintenance Firm

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

Firm \_\_\_\_\_ Telephone # \_\_\_\_\_ Email Address \_\_\_\_\_

Present Location: \_\_\_\_\_

Current Position: \_\_\_\_\_ Starting Date: \_\_\_\_\_

Current Job Responsibilities: \_\_\_\_\_

Personal Reference \_\_\_\_\_ Telephone # \_\_\_\_\_ Email Address \_\_\_\_\_

**FORM H-2** (page 1 of 2)

Experience [with Highway and Bridge projects]<sup>\*</sup> / [in the operation and maintenance of limited access toll road facilities]<sup>\*\*</sup>, starting with most recent:

1.	Project Name:	Design Value/Year:		Location:	
	Role:	Brief Description of Job Responsibilities:		Dates Position Held:	
	Reference:		Telephone #:		Email Address:

*[REPEAT TABLE AS REQUIRED FOR EACH EXAMPLE OF EXPERIENCE TO BE TAKEN INTO ACCOUNT]*

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\* Delete as applicable. Insert for form completed for Lead Design Engineer, Project Manager and Superintendent only.

\*\* Delete as applicable. Insert for form completed for Operation Manager only.

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Input:	
Document 1	PowerDocs://NY/3265126/6
Document 2	PowerDocs://NY/3265126/7
Rendering set	Standard

Legend:	
<u>Insertion</u>	
<del>Deletion</del>	
<del>Moved from</del>	
<u>Moved to</u>	
Style change	
Format change	
<del>Moved-deletion</del>	
Inserted cell	
Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

Statistics:	
	Count
Insertions	52
Deletions	33
Moved from	0
Moved to	0
Style change	0
Format changed	0
Total changes	85