

**DALLAS HORSESHOE PROJECT RFQ  
Q & A MATRIX #4**

**(January 13, 2012)**

<u>No.</u>	<u>RFQ Section/ Page No.</u>	<u>Question/Comment</u>	<u>Response</u>
1.	Part A, Section 3.3, Page 3	If possible, please provide preliminary target dates for any or all of the following: Proposal Submission Date, Final RFP Issue Date, Draft RFP Issue Date, Notification of Shortlisting Date.	Please see the Pre-QS Workshop PowerPoint presentation posted on the Project Website for a preliminary schedule.
2.	Part A, Section 4.2(c), page 6	Can size 10 font be used on other graphics other than tables such as diagrams and organization charts?  <b>Existing text:</b> The font size in Volume 1 shall be no smaller than twelve-point, other than in tables which may be in ten-point.  <b>Suggested text:</b> The font size in Volume 1 shall be no smaller than twelve-point, other than in tables, <u>diagrams, organization charts and other such graphics</u> which may be in ten-point.	The requested change will be made in Addendum #2.
3.	Part B, Section 1, Page 1	Do Major Non-Equity Members include all named subcontractors or just the teams' Lead Engineering Firm, Lead Contractor, and Capital maintenance Firm?	The term "Major Non-Equity Members" includes only those entities specifically described in the definition set forth in Part B, Section 1 of the RFQ: "Any or all of the Proposer teams' Lead Engineering Firm, Lead Contractor, and Capital Maintenance Firm, except where these entities qualify as an Equity Member."
4.	Part B, Section 1,	The term "Team Member" is used on page 5 regarding legal issues but is not defined with	The term "team member" is used throughout the RFQ to refer to any member of the Proposer team, including the

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	Page 1 and Page 5 e	Part B page 1. Please define the term Team Member.	Lead Engineering Firm, Lead Contractor, and Capital Maintenance Firm.
5.	Part B, Volume 1, Section A(a) Page 3, Form A - Transmittal Letter	The RFQ requires letters from each JV entity authorizing statements made in the SOQ.  Are major non-equity members required to also submit this letter (such as our lead designer)?	No. The letters are only required to be submitted by each entity holding an equity interest in the Proposer.
6.	Part B, Volume 1, Section B(b), Page 4 Management Structure	The RFQ states, "The narrative will be supported by up to three charts, on paper up to 11 x 17..."  Are these charts included in the 5 page maximum allowed in this section, or are they in addition to the 5 pages?	The Organizational Charts are in addition to and not counted toward the 5-page limit for the Management Structure.
7.	Part B, Volume 1, Section B(b), Page 4	Please clarify that the three organizational charts are not counted against the 5 page limit for the Management Structure Narrative.  <b>Existing text:</b> "Provide a narrative of no more than 5 pages....The narrative will be supported by up to three charts..."	Please see response to Question #6.
8.	Part B, Volume 2, Section A, page 7	Financial statements are required by proposer and equity members of the proposer. Are they also required by non-equity (major) members? (i.e. from our Lead Designer)	Financial statements are required to be provided for the Proposer and Equity Members of the Proposer. The Lead Engineering Firm and other team members are only required to provide financial statements if such firms are also Equity Members of the Proposer.
9.	Part B, Volume 2, Section A	Responding Team seeks approval from the Sponsor to waive the submission of a letter from the certified public accountant addressing the areas of financial statements that would be	No change will be made.

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		affected by a conversion to U.S. GAAP pursuant to Volume 2 Section A point (a) of the RFQ.	
10.	Part B, Volume 2, Section A	Responding Team desires to present the consolidated financial statements from the ultimate parent company of [Major Non-Equity Member] and [Equity Member] and [Guarantor], prepared under International Financial Reporting Standards (IFRS). The financial statements include the opinion letter of the auditor, balance sheet, income statement, statement of changes in cash flow and footnotes as requested in section Volume 2 Section A of the RFQ.	TxDOT will accept financial statements prepared in accordance with International Financial Reporting Standards; however, if any financial statements included in the QS are prepared in accordance with International Financial Reporting Standards, the QS must also include the required letter from a certified public accountant discussing the areas of the financial statements that would be affected by a conversion to U.S. GAAP.
11.	Part B, Volume 2, Section A	<p>On December 21, 2007 the SEC adopted as a final rule Securities Act Release No. 8879 Acceptance from Foreign Private Issuers of Financial Statements Prepared in Accordance with International Financial Reporting Standards without Reconciliation to U.S. GAAP. The final rule became effective March 4, 2008. Under this rule, a potential foreign issuer would not be requested to reconcile the IFRS financial statements to U.S. GAAP any more than in the case of a public or private placement in the US capital markets.</p> <p>Considering the above provision of law, we would kindly ask the Sponsor to accept the financial statements prepared under IFRS to of Statement of Qualifications without an audit letter addressing U.S. GAAP.</p>	No change will be made. Please see response to Question #10.

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12.	Part B, Volume 3, Section C	Regarding Key Personnel as listed in the RFQ, can the lead engineering firm provide the environmental compliance manager?	Yes. Please note that Key Personnel are subject to the specific requirements set forth in the Part B, Volume 3, Section C of the RFQ.
13.	Part B, Volume 3, Section C	May we provide a resume for other relevant personnel significant to the project?	<p>Yes, Proposers should include the resumes of Key Personnel, as well as any other relevant personnel they include in the organization chart described in Part B, Volume 1, Section B(b) of the RFQ. If resumes are submitted for non-Key Personnel, they must be submitted in the same format as for Key Personnel set forth in Part B, Volume 3, Section C of the RFQ. The first paragraph in Part B, Volume 3, Section C of the RFQ will be revised in Addendum #2 as follows:</p> <p>Proposers are required to provide separate resumes for all Key Personnel, <u>as well as other relevant personnel</u> who <del>should be</del> <u>are</u> shown in the Organization Chart included in Volume 1, and whose qualifications and experience will be evaluated as described in <u>Part A, Section 5</u>.</p>
14.	Part B, Volume 3, Section C, page 10	Proposers are required to provide resumes for all key personnel. Proposers are also permitted to show other personnel on the Org Chart. Are resumes required for "other personnel" and if so, will they be required to follow the required resume format for key personnel?	Please see the response to Question #13.
15.	Part B, Volume 3, Section D page 12	The RFQ requires express written commitments regarding key personnel. Are commitments required from each team member that employs the proposed key personnel or is an overall commitment statement sufficient?	A commitment statement should be provided by the employer of the person who will serve in the Key Personnel role/position. If the individual is employed by more than one employer, each employer should provide a commitment statement. If there is a single employer that employs multiple Key Personnel, a single commitment statement that identifies each person by name, as well as that person's Key

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			Personnel role/position, will be sufficient.
16.	Part C, Exhibit C, Draft Capital Maintenance Agreement Term Sheet	My understanding is that the CMA does not include "most" routine maintenance items, such as litter, debris, mowing, small signs, guardrail, end treatments and emergency response. Is this correct?	The full scope of the capital maintenance requirements will be set forth in the CMA that will be included in the RFP.
17.	Part C, Form A	Does a Joint Venture entity need to sign as Attorney in fact?	No. As set forth in Part B, Volume 1, Section A(a) of the RFQ, a duly authorized official of the joint venture must execute the transmittal letter and each Equity Member of the joint venture must also provide a letter on its letterhead stationary, executed by an authorized official of such Equity Member, stating that the representations, statements and commitments made by the lead firm on behalf of the Equity Member's firm have been authorized by, are correct, and accurately represent the role of the Equity Member's firm in the Proposer team.
18.	Part C, Form C, Page 12	<p>Question 3 is not bound to a specific time frame like question #1 is. Will TxDOT please confine this question to a relevant period of time as it was on the Grand Parkway RFQ? (i.e.. the last 10 years)</p> <p><b>Existing text:</b> 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?</p> <p><b>Suggested text:</b> Has the firm or any affiliate* ever been disqualified, removed, debarred or suspended from performing work for the federal</p>	The requested change will be made in Addendum #2.

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		government, any state or local government, or any foreign governmental entity <u>within the past ten years?</u>	
19.	Part C, Form C, Page 12	<p>Question 4 is not bound to a specific time frame like question #1 is. Will TxDOT please confine this question to a relevant period of time as it was on the Grand Parkway RFQ? (i.e.. the last 10 years)</p> <p><b>Existing text:</b> 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?</p> <p><b>Suggested text:</b> 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 <u>within the past ten years?</u></p>	The requested change will be made in Addendum #2.
20.	Part C, Form C, Page 12-14	<p>As drafted, the requested disclosure is overly broad and unpractical, as the members of the Proposer providing Form C are often engaged in many joint ventures with otherwise unrelated third parties and the efforts necessary to diligence such third parties would be difficult given the time frame for the prequalification submission. Further, it is unclear what the term “financially liable parties” encompasses. Please revise the definition of affiliate as it is stated in Addendum #1 of the Grand Parkway RFQ.</p> <p><b>Existing text:</b> The term “Affiliates” includes</p>	<p>The definition of “Affiliates” in Part C, Form C will be revised as follows:</p> <p>The term “Affiliates” includes parent companies, subsidiary companies, joint venture members and partners, and <del>other financially liable parties for that entity</del> <u>partners in which the entity has more than a 15% financial interest.</u></p>

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		<p>parent companies, subsidiary companies, joint venture members and partners, and other financially liable parties for that entity.</p> <p><b>Suggested text:</b> The term “Affiliates” includes parent companies, subsidiary companies, joint venture members and partners <u>in which the entity has more than a 15% financial interest, and other financially liable parties for that entity.</u></p>	
21.	Part C, Form E-1	May we include relevant experience from non-lead engineering firm team members (Form E-1)?	Relevant project experience from non-Lead Engineering Firm team members may only be included in Form E-1 if the non-Lead Engineering Firm is a controlled subsidiary of the Lead Engineering Firm as set forth in Part A, Section 5.1 of the RFQ, as amended.
22.	Part C, Form E-2	May we include relevant project experience from non-equity contractors (Form E-2)?	Relevant project experience from non-equity contractors may only be included in Form E-2 if the non-equity contractor is a Lead Contractor (as defined in Part B, Section 1 of the RFQ) or a controlled subsidiary of the Lead Contractor as set forth in Part A, Section 5.1 of the RFQ, as amended.
23.	Part C, Page 17, Form E-2, Note (3)	<p>Please clarify this note as it relates where Lead Contractor is a joint venture and which projects we may list that members of the joint venture Proposer team (Equity Members) have participated in when the listed project was also performed by a joint venture.</p> <ul style="list-style-type: none"> <li>Does the first sentence mean that an Equity Member has to have held 30% or more respective interest in the joint venture that performed the listed project?</li> </ul>	No change will be made. Proposers are to include only the projects in which the Joint Venture Member held at least 30% of the joint venture that had ultimate responsibility for construction of the project and only if such Joint Venture Member is the entity that will perform at least 30% of the Lead Contractor’s construction work for the Project.

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		<ul style="list-style-type: none"> <li>Does the second sentence in this note allow a Lead Contractor joint venture that will perform as a Fully Integrated Team (not a line-item joint venture) to list projects by any Equity Member? Or does it mean that the Equity Member who performed the listed project must have 30% or more respective interest in the joint venture Proposer team for this Horseshoe Project? If possible we would like to list project(s) from each Equity Member to show, and let TxDOT evaluate, the strength of our joint venture Team.</li> </ul>	
24.	Addendum 1	We were curious about the reasoning for postponing the Horseshoe RFQ submittal date and if this new deadline looks to be the final date for the RFQ part of this submittal. I read in the addendum that the postponing was in response to industry comments and other information, so we just wanted to follow-up on that statement.	TxDOT does not anticipate any further extensions to the QS submittal date.
25.	General	Will the team selected be required to maintain the Margaret McDermott Bridges, including special elements such as the supporting cables?	The full scope of the capital maintenance requirements will be set forth in the CMA that will be included in the RFP.
26.	General	Can you tell me what time the Pre-QS Workshop begins on Jan. 9? Will it be an all-day workshop?	The Pre-QS Workshop started at the time listed in Part A, Section 3.3 of the RFQ.
27.	General	I'm interested in attending the workshop on January 9th. Is it necessary to pre-register or "sign-up" in order to attend, or is the workshop	Registration was not required. The workshop was open to all interested parties. The PowerPoint presentation is now posted on the Project Website.



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		open to all?	
28.	General	I will be attending the workshop on Monday morning at the Hampton Inn in Mesquite. What time does it start?	Please see response to Question #26.
29.	General	We are having difficulty viewing the Workshop Presentation posted to the Horseshoe Project Website. Can TxDOT please post a pdf version for easier downloading and viewing or provide guidance on how to view the posted documents?	The pdf PowerPoint presentation is now posted on the Project Website. Please note that because the PowerPoint presentation has animation contained within the presentation, TxDOT recommends viewing the presentation as a PowerPoint slide show.
30.	General	I would like to know if there is a "Buy America" clause for this project.	Per Part A, Section 3.7 of the RFQ, due to anticipated federal funding, Buy America requirements will apply.
31.	General	Is there a requirement to place a PFC on the pavement for sound abatement or other reasons?	A pavement design will be provided with the RFP. Noise abatement requirements will be determined through the environmental process.