

**IH 35E Project  
Request for Qualifications  
Q&A Matrix #2**

**(February 17, 2012)**

<b><u>No.</u></b>	<b><u>RFQ Section/ Page No</u></b>	<b><u>Question/Comment</u></b>	<b><u>Responses</u></b>
6.	Part A, Section, 4.2(d), Page A-19	Per the attached table and considering the composition of our team, the RFQ allocates 69 of the 75 page limit for Volume 2. This leaves only 6 pages to include resumes for additional personnel called for in Part B 2(a), or to describe the attributes of our remaining team. Additional pages are needed to adequately describe the team required to execute a project of the magnitude and complexity of I-35E. Please consider removing the Resumes and Project Descriptions from the page limited sections.	<p>The last sentence of Part A, Section 4.2(d) will be revised to read as follows:</p> <p>“Pages submitted to meet the requirements of the following sections of Volume 2 do not count toward the page limit listed above:</p> <ul style="list-style-type: none"> <li>• Section B (2) (a) d), relevant licensing and registrations and/or application for licenses where applicable;</li> <li>• Section B (2) (b), Express Commitment Regarding Technical Key Personnel; and</li> <li>• Section B (4), Information Regarding Equity Members, Major Identified Non-Equity Members and Guarantors.”</li> </ul>

7.	Part A 2.9	Please clarify the date of expected completion and availability for the Level III Traffic and Revenue Study.	The full investment grade traffic and revenue study will not be posted on the Project Website. The full study is confidential under Section 371.052 of the Texas Transportation Code and may not be disclosed until the execution of the P3A.
8.	Part A 5.5.1(a)(iii)	Under Experience of Proposer Team Firms, in reference to The Lead Operations and Maintenance Firm, please confirm that respondents may include example projects in which they currently do not hold 50% of the ultimate responsibility for operations and maintenance work, but at one time did (within the last 10 years).	Respondents may include example projects in which they currently hold, or held within the last 10 years, 50% of the ultimate responsibility for operation and maintenance work.
9.	Part A 4.2 (d)	<p>4.2 Format (d) Volume 2 requirements – given the 75-page limit for this volume, we ask that pages submitted to meet the requirements of the following sections of Volume 2 <b>do not count</b> towards the page limit listed:</p> <ul style="list-style-type: none"> <li>• Section B (2)(b) Express Commitment Regarding Technical Key Personnel – such that there may be one commitment from each entity proffering Technical Key Personnel, as these entities may not be holding an equity interest in Proposer (and, therefore, have not signed an attachment letter to Form A – Transmittal Letter, as required in Volume 1, Section A), so that such commitments will not decrease the number pages of information responsive to the remainder of Volume 2.</li> <li>• Section B (3) Management Structure – up to three charts (as these were excluded from the page count for the Grand Parkway RFQ)</li> </ul>	Please see response to Question 6, above.

10.	Part A 4.2 (e)	4.2 Format (e) Volume 3 requirements – given the volume of responsive financial information and the goal of the State of Texas agencies to be more sustainable, we ask that TxDOT consider accepting Volume 3 in electronic format, or, at the least, accepting 1 original hard copy + 15 e-copies of Volume 3	Please see response to Question 2 in Q&A Matrix #1.
11.	Part A 4.2 (f)	<p>4.2 Format (f) Volume 4 requirements – given the 25-page limit for this volume, we ask that pages submitted to meet the requirements of the following sections of Volume 4 do not count towards the page limit listed:</p> <ul style="list-style-type: none"> <li>• Section B (2)(b) Express Commitment Regarding Financial Key Personnel – such that there may be one commitment from each entity proffering Financial Key Personnel, as these entities may not be holding an equity interest in Proposer (and, therefore, have not signed an attachment letter to Form A – Transmittal Letter, as required in Volume 1, Section A), so that such commitments will not decrease the number pages of information responsive to the remainder of Volume 4.</li> </ul>	<p>The last sentence of Section 4.2(f) will be revised to read as follows:</p> <p>Pages submitted to meet the requirements of the following sections of Volume 4 do not count toward the page limit listed above:</p> <ul style="list-style-type: none"> <li>• Section A (2) (a) d), relevant licensing and registrations and/or application for licenses where applicable; and</li> <li>• Section A (2) (b), Express Commitment Regarding Financial Key Personnel</li> </ul>
12.	Part A 5.6	Please clarify the number of shortlisted teams that will be prequalified for the RFP stage for the D&B model and full concession model, respectively	TxDOT has not identified a specific number of teams that will be shortlisted.

<p><b>13.</b></p>	<p>Part B, Volume 2, Section B 2(a)</p>	<p>Please clarify if, for a full concession model, the “Project Manager” position is equivalent to a CEO that is normally appointed by the developer (concessionaire).</p> <p>Please clarify if, for a full concession model, the “Superintendent” position is envisioned to be appointed by the lead contractor or by the developer (concessionaire). In the Grand Parkway RFQ, this position was attached to the lead contractor; please clarify if the deletion of this language now indicates that the position should be filled by personnel attached to the developer.</p> <p>Please clarify if, for a full concession model, the “Lead Quality Manager” position is envisioned to be appointed by the lead contractor or by the developer. Please clarify this role in relation to the “Design Quality Manager,” who appears to be attached to the lead Contractor.</p> <p>Please clarify if, for a full concession model, the Environmental Compliance Manager is envisioned to be appointed by the lead contractor or by the developer.</p>	<p>The Project Manager is defined in the RFQ in the chart on page B-11. Proposers should identify the persons filling the roles and performing the functions described in the charts on pages B-11 and B-22.</p>
<p><b>14.</b></p>	<p>Part B, Volume 3, Section A</p>	<p>Please clarify whether a Proposer, who is submitting a QS for the toll concession model as a consortium (and not as an existing or newly formed entity), is permitted, under RFQ Part B, Volume 3, Section A, to submit financial statements of (i) each of its consortium equity members and (ii) the equity member of each of its consortium equity members. If so, would it be correct to understand that the equity members of the Proposer's consortium members are not Guarantors under the RFQ?</p>	<p>If the Proposer is a consortium that intends, if selected to develop the Project, to form an SPV or other new entity, the Proposer shall provide financial statements for the Equity Members, in this case, the members of the consortium. The QS may include financial statements for parent companies of the members of the consortium to show financial capacity. TxDOT reserves the right to require a Guarantor or additional Equity Member as a condition to shortlisting, however the equity members of the consortium equity members would not automatically be required to be Guarantors.</p>

15.	Part B, Volume 4, Section B	Please clarify the terminology: "brownfield concession projects." Does this refer to projects in which additional capacity is added to existing roadways? (I.E. the LBJ Express project) Please note that experience in financing greenfields (where TIFIA and PABs are available) is much more relevant to this project than experience in financing pure brownfields (where construction is not involved) where those ways of financing are not available.	Brownfield projects are projects in which additional capacity is added to existing roadway corridors.
16.	Section 2.9, Page number A-12	<p>TxDOT states that it is currently updating its Level III T&amp;R study and that it will be completed in the "near-future."</p> <p><i>Does TxDOT anticipate releasing this T&amp;R study before the SOQs are submitted?</i></p>	Please see response to Question 7, above.