

**SH 249 Extension
RFQ Q&A Matrix No. 2
June 26, 2015**

No.	Document	Section and Reference	Question/Comment	Response
1	RFQ	Part A, Section 4.2(a), QS Format, Number of Copies	Are we to provide an original and 9 copies of Volume 2? The financial statements are confidential and TxDOT has reduced the number required on past qualification statements to help control them. We ask that you reduce the number of copies for Volume 2 to whatever TxDOT needs to perform the evaluation.	Please see revisions to Part A, Section 4.2(a) in Addendum #2 to the RFQ. The Volume 2 requirements will be reduced from one (1) original and nine (9) copies to one (1) original and three (3) copies.
2	RFQ	Part A, Section 4.2(b), QS Format, General Format Requirements	The general format requirements limit the use of 11" x 17" pages and do not allow them to include narrative text, except for brief captions. Can this be modified to allow half of an 11" x 17" sheet (no larger than 8-1/2" x 11") to have narrative and the other half to contain schematics, organizational charts, other drawings, tables and/or schedules? Having this flexibility in formatting the document allows us to present TxDOT with a concise package that is more easily reviewed and understood.	No change will be made.

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3	RFQ	Part A, Section 5.1, Responsiveness	Within the last paragraph of Section 5.1 Responsiveness, TxDOT indicates that, other than the Lead Quality Control Manager, Key Personnel must be employed by either an Equity Member, Lead Engineering Firm or Lead Contractor. Can you please confirm that this requirement does not apply to the Lead Quality Assurance Manager and Maintenance Manager and that these positions may be employed by a firm independent of the Proposer and Lead Engineering Firm?	<p>Please refer to Addendum #1 to the RFQ, revising Part A, Section 5.1 to state:</p> <p>"Other than the Lead Quality Assurance Control Manager, Key Personnel must be employed by either: (a) Equity Member..."</p> <p>The Lead Maintenance Manager and Lead Quality Control Manager do need to be employed by either: (a) Equity Member, Lead Engineering Firm or Lead Contractor itself; or (b) a controlled subsidiary of such Equity Member, Lead Engineering Firm or Lead Contractor, or (c) a parent company of an Equity Member if such parent company serves as a Guarantor.</p>
4	RFQ	Part A, Section 5.1, Responsiveness	Section 5.1 states that "Other than the Lead Quality Control Manager, Key Personnel must be employed by either: (a) Equity Member, Lead Engineering Firm or Lead Contractor itself; or (b) a controlled subsidiary of such Equity Member, Lead Engineering Firm or Lead Contractor, or (c) a parent company of an Equity Member if such parent company serves as a Guarantor." Should Lead Quality Control Manager be the Lead Quality Assurance Manager ?	<p>Yes. Please refer to Addendum #1 to the RFQ, revising Part A, Section 5.1 to state:</p> <p>"Other than the Lead Quality Assurance Control Manager, Key Personnel must be employed by either: (a) Equity Member..."</p>

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5	RFQ	Part A, Section 5.2(f), Pass/Fail Review	Section 5.2 (f) requires the QS to include an express written statement from the Proposer committing the Key Personnel designated in the QS. TxDOT has not specified where this express written statement should be located. Is it acceptable to make this statement within Section D or would TxDOT prefer a formal letter accompanying the resumes in Section H?	The Key Personnel commitment statements should be included as part of Volume 1, Section H behind the Resumes and References as will be reflected in Addendum #2 to the RFQ.
6	RFQ	Part A, Section 6.3, Organizational Conflicts of Interest	A firm is a subconsultant on the SH 249 Design Build team and respectfully requests written approval from TxDOT, per the RFQ, to contact Montgomery County to offer assistance in the County's acquisition of ROW for the SH 249 project, in addition to its role on this proposed team. Would such subconsultant be free to do so, or would TxDOT consider this a conflict of interest? Please advise.	No, TxDOT would consider this to be a conflict of interest.
7	RFQ	Part B, Section 2, Organization	Part C, Volume 2 requires Material Changes in Financial Condition to be included as Section B. The outline does not include a Section B for Volume 2. Please confirm that Section B is to be included in Volume 2 after Section A.	The outline will be revised to include Section B in Volume 2.

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8	RFQ	Part B, Volume 1, Section D, Proposer Information/ Project Experience/ Management Structure	Within the third Paragraph of Section D, Proposer Information / Project Experience / Management Structure, TxDOT indicates that, "Other relevant personnel may also be shown in the organizational chart; however, only the qualifications of Key Personnel shall be submitted (in accordance with Part B, Volume 1, Section H) and evaluated by TxDOT." In the past, TxDOT has allowed us to provide resumes within the Appendix for those non-Key Personnel who provided additional value to TxDOT and helped to demonstrate the true strength of our team. Will TxDOT confirm that resumes for these added value personnel may be included within the appendix?	No; as stated in the RFQ, only the qualifications/ resumes of Key Personnel shall be submitted and evaluated by TxDOT. No change will be made.
9	RFQ	Part B Volume 1 Section E, Technical Qualifications	No forms are provided to show Relevant Experience by the Maintenance Firm. Can TxDOT provide a form similar to forms D-1 or D-2 so we can best demonstrate our team's experience with maintenance?	No; additional forms will not be provided. The Maintenance Firm will not be identified until the RFP stage.

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10	RFQ	Part B Volume 1, Section H, Form G - Personnel Qualifications	Can the Lead Quality Control Manager substitute +20 years of experience in quality management in lieu of the PE License requirement? The quality teams for this type of project typically have two key personnel with a PE license, the Professional Services Quality Control Manager and the Lead Quality Assurance Manager. These managers are expected to use sound engineering judgment and the PE license is very applicable. The Lead Quality Control Manager is more focused on ensuring the quality programs are being followed and the work is being performed per the contract. This work assignment typically precludes the use of a licensed engineer. Increasing the experience requirement from 5-years to 20-years and removing the PE License requirement allows us to provide TxDOT with a more knowledgeable and effective manager who has the proven ability to administer the quality program.	No, experience cannot be substituted for a PE License for the Lead Quality Control Manager position requirements. No change will be made.

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11	RFQ	Part B Volume 1, Section H, Form G - Personnel Qualifications	<p>Could TxDOT consider the Lead Maintenance Manager experience requirements to be changed to:</p> <ul style="list-style-type: none"> • "Must have a minimum of three years of experience in maintenance of highways or highway systems for a defined geographical area of similar or greater size than the project. • Minimum two years of experience at a management level overseeing design, construction or maintenance on any project of similar size, or management of maintenance of a system of highways with subordinate supervisors or subcontractors. • Design-Build experience is not required. • Must be available to participate in project proposal, design and construction meetings through the life of the project • Shall be co-located/on-site as needed beginning 90 days prior to Substantial Completion and throughout the term of the COMA." 	<p>Yes, the experience requirements for the Lead Maintenance Manager will be revised in the forthcoming Addendum #2 to the RFQ as follows:</p> <p>"Responsible for all matters of comprehensive maintenance on the Project on behalf of the Design-Build Contractor, including, ensuring the Design-Build Contractor's design and construction is accurately reflected in the Design-Build Contractor's life cycle maintenance program throughout the term of the contract, and interfacing with TxDOT in compliance with the COMA.</p> <ul style="list-style-type: none"> • Must be a Professional Engineer.* • Must have a minimum three years of experience on maintenance projects and • <u>Must have a minimum</u> two years of managerial experience on any Design-Build or Public-Private-Partnership projects. <u>in design, construction, or maintenance on any road project of similar size, scope, and complexity.</u> <p>Shall be co-located/on-site as needed beginning 90 days prior to Substantial Completion and throughout the term of the COMA."</p> <p>To confirm, TxDOT does intend for the Lead Maintenance Manager to be involved in proposal, design, and construction phases of the Project.</p>

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12	RFQ		The RFQ is silent on proposed pavement options. Since some teams will be optimized for either concrete or asphalt pavement sections, can TxDOT provide additional information prior to the short-listing process so that teams can properly evaluate whether or not to pursue this project?	No, the pavement type selection and pavement design requirements will be provided in the RFP.
13	RFQ		<p>Exhibit B NOTE 1 states : "Additional language in the letter is permitted provided that the assurances required and given herein are not impacted, modified or diminished."</p> <p>Our Surety requests that the following language be added to the provided form after the last paragraph. This language has been used and has been accepted on past procurements:</p> <p>"Actual approval of performance and payment bonds will be subject to review and approval of the contract terms, conditions and bond forms, and the application of such other underwriting criteria as may be pertinent at the time such bonds are requested by (name of the developer). Please understand that any arrangement for bonds is a matter between us and (name of Developer). We assume no liability to anyone by issuance of this letter."</p>	Exhibit B will not be revised and any additional language included in the surety letter may not impact, modify or diminish the assurances. The requested addition is not permissible.

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14	RFQ		The RFQ anticipates a COMA with an initial mandatory 5 year term and four subsequent 5 year options, exercised at TxDOT's discretion. Due to the unavailability of bonds or insurance instruments to mitigate the Contractor's exposure during these terms, would TxDOT consider reducing or eliminating the option periods in the COMA?	No change will be made. The bonds will be required for the initial five-year maintenance term and thereafter will be required for each subsequent maintenance term, which will never be more than five years.
15	RFQ		Will any consideration be given to a limitation of liability (single event and aggregate) for contractor for 3rd party accident/incident damage to the facility during the maintenance period?	It is anticipated that the COMA will include a limitation of liability provision similar to those contained in TxDOT's other Comprehensive Maintenance Agreements.
16	RFQ		Form C, Certification and Legal Qualifications, only has boxes for the Proposer, Equity Member, Major Non-Equity Member, and Guarantor, and does not have a box for other, similar to Form B. Please confirm that TxDOT does not require a Form C for our subconsultants or subcontractors.	Confirmed. Form C must be filled out by Proposer, Equity Member, Major Non-Equity Member, and Guarantor as reflected in the Form.
17	RID		Current Text: "The term "affiliate" shall mean an entity that directly, or indirectly through one or more intermediaries, controls or is controlled by, or is under common control with, the Responding Party. The term "control" (including the terms "controlling," "controlled by" and "under common control with") means the possession, direct or indirect, of the power to direct or cause the direction of the management and policies of an entity, whether through the ownership of voting securities, by contract or otherwise."	Please see revisions to Form C in Addendum #2 to the RFQ.

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17			<p>Suggested Revision:</p> <p>We note that the definition of the term “Affiliate” in Form C is significantly broader than the definition used in previous TxDOT precedents on similar procurements. The definition, as currently drafted, is overly broad and would require a level of diligence and disclosure that would be impractical, as the members of the Proposer team providing Form C may be controlled by third parties, and the individual activities of such third parties that are unrelated to the member providing Form C or its activities are captured under the current definition, while should be irrelevant and does not provide any added value to TxDOT.</p> <p>As such, we suggest replacing the definition of the term “Affiliate” with the following definition which was used by TxDOT in a recent procurement of a similar project: “The term “Affiliates” includes parent companies, subsidiary companies, joint venture members and partners, and partners in which the entity has more than a 15% interest”.</p>	