

**NORTH TARRANT EXPRESS PROJECT RFQ
QUESTIONS AND ANSWERS MATRIX #1**

The following Matrix includes TxDOT's response to questions and comments regarding the North Tarrant Express RFQ received prior to the deadline for questions and requests for clarification on January 31, 2007.

NO.	DOC SECTION PAGE NO.	QUESTION/COMMENT	RESPONSE
1.	RFQ <u>Exhibit A</u>	<p>We have not been able to find a tin file for Segment 1 on the TxDOT information disc (Exhibit A). Segment 2 tin was provided, but it doesn't cover the Segment 1 project.</p> <p>Could TxDOT clarify if this information was made available in the CD and where is it included in the CD? Otherwise, please provide all of the other Segment 1 information.</p>	<p>A tin file was not made available for Segment 1 on the CD. Tin files of varying specifications may be created through the use of the digital terrain model (DTM) files for Segment 1. The DTM files for Segment 1 are located in the following folder within the CD for your use in developing the desired tin file: NorthTarrantExpressData\6PreDesignInfo\Seg1\TOPO\3d</p>
2.	RFQ <u>Part B</u> <u>Vol. 1</u> <u>1.6 & 1.7</u>	<p>It is requested to submit certain information referring to "all such projects in which the entity played a significant role during the past five years" for a series of areas. The information requested in section 1.7 may be lengthy if there are several Team Members and each of those members have several projects.</p> <p>Due to limit in the total number of pages for Volume 1 (60 pages including Executive Summary), we would like to provide only a brief description and minimal reference details in Volume 1 and expand that information in Volume 3 (as allowed in the section 1.7).</p> <p>Please confirm if this is acceptable to TxDOT, and, in that case, which is the minimum reference information that TxDOT would like to have included in Volume 1.</p>	<p><u>Part B, Section 1.7</u> specifically provides that detailed project information and reference information may be contained in <u>Volume 3, Section D</u> of the QS, which is not included in the 60-page limit. As described in <u>Part B, Section 1.6</u>, the minimum requirement is for <u>Volume 1</u> is "a brief paragraph under the project description describing the relevance of the project and the entity's experience to the project and why that experience will provide value to TxDOT should the Proposer be selected." The project description in <u>Volume 1</u> should include sufficient information to highlight the reasons that the Proposer believes the project is relevant to this particular procurement. Further detailed information regarding the projects and all detailed reference information may be contained in <u>Volume 3</u>.</p>

3.	RFQ <u>Part A, Section 2.3.1</u>	<p>The text states that TxDOT anticipates that the CDA will..."(iii) operate and maintain the Project and associated frontage roads..."</p> <p>Please clarify the extent of the operation and maintenance activities that is anticipated, i.e., does that include all and every activity (routine and major maintenance and capital expenditures)?</p> <p>Please clarify the maintenance limits.</p>	<p>The scope of the operation and maintenance responsibilities under the Concession Opportunity are more specifically described in <u>Part A, Section 2.4.1</u>, but TxDOT anticipates it will include operation and maintenance of all facilities within the right-of-way limits for Segment 1. This includes both routine and major maintenance as well as capital expenditures for reconstruction and rehabilitation to meet contract requirements. TxDOT anticipates that the obligation to perform operation and maintenance activities will commence at the time that Developer begins construction on Segment 1. These responsibilities will be further defined in the draft Comprehensive Development Agreement and Technical Documents that will be shared with the short-listed Proposers during industry review.</p> <p>See also Addendum 1, which clarifies that TxDOT currently anticipates that the Developer will have the responsibility to operate and maintain Segment 1 under the Concession Opportunity (not the entire North Tarrant Express Project area). The Developer will not have responsibility to operate and maintain the Segments included within the scope of the Pre-Development Opportunity, unless and until TxDOT and the Developer enter into subsequent agreements providing for development of those other Segments.</p>
4.	RFQ <u>Part B, Vol. 2 Section A</u>	<p>The companies involved in our consortium use calendar year as fiscal year. Therefore, financial statements for 2006 are currently being prepared and are yet to be approved. Also, due to the fact that our financial statements are prepared in another language, it's going to be materially impossible to have financial statements for 2006 ready before the submission of our prequalification. Therefore, it is our understanding that we should submit financial statements for fiscal years 2003, 2004 and 2005. We request your confirmation upon this assumption.</p>	<p>If financial statements for fiscal year 2006 will not be available at the time of submitting your response to the RFQ, please submit the latest unaudited interim financial statements for 2006 certified as true, correct and accurate by the Chief Financial Officer or Treasurer of your entity.</p> <p>See also Addendum #1 which requires Proposers and Equity Members to submit quarterly, unaudited financial statements for the period since the most recent completed fiscal year for which the Proposer and Equity Members</p>

5.	RFQ RFQ <u>Vol. 2</u> <u>Section A</u>	Both companies are owned by the same holding group (100% in the case of the construction company and 92% in the case of the concessionaire company). As mentioned above, the Proposer and equity members of the Proposer are requested to provide financial statements. We understand that the term "equity members of the Proposer" is referred to those members of a Consortium that hold part of its equity, and not to the equity holders (parent companies) of the different members of the Consortium. Therefore, we request clarification to the assumption that the financial statements of the holding group need not to be submitted within the prequalification documents.	have audited statements. Your understanding is correct. The equity members of the Proposer refer to all entities that will hold an equity stake in the Proposer and not necessarily the equity holders (parent companies) of the different members of the Consortium. Assuming that both your construction company and the concessionaire company will be equity members of your Proposer and that the holding group will not be an equity member of your Proposer, then the financial statements of the construction company and the concessionaire company are to be submitted, but the statements of the holding group do not need to be submitted. The holding group's financial statements may, of course, be submitted pursuant to Volume 2, Section A, Paragraph f of the RFQ, <u>Guarantor Letter of Support</u> , if you decide to support the financial capacity of the Proposer and its equity members with the resources available from the holding group.
6.	RFQ <u>Vol. 2</u> <u>Section A</u>	The financial statements for 2003, 2004 and 2005 have been prepared under the Accounting Principles in force in another country on the respective fiscal years, and have not been adapted to U.S. GAAP. Indeed, financial statements for 2003 and 2004 were prepared and audited under that country's "General Accounting Plan" standards. Financial statements for 2005 have been prepared following IAS (International Accounting Standards), currently in force in the European Union, which also include the conversion of the 2004 financial results to IAS, for comparison purposes. We understand that the correct way for us to proceed would be to submit those audited financial statements in English as they were originally prepared, with an attached letter for a certified public accountant discussing the areas of the financial statements that would be affected by a conversion to U.S. GAAP. We request your confirmation upon this assumption.	We confirm that financial statements prepared in accordance with principles other than U.S. GAAP, including IAS, may be submitted and are to be accompanied by a letter from a certified public accountant discussing areas of the financial statements that would be affected by a conversion to U.S. GAAP. The statements are to be in English and in U.S. dollars in accordance with Volume 2, Section A of the RFQ.

7.	RFQ Reference Documents	Please identify how to obtain available traffic and revenue information for the Project.	Available traffic and revenue information is included within the Project Documents listed in <u>Part C, Exhibit A</u> . Electronic copies of the Project Documents are available on compact disks, for a charge of \$50.00, as provided in <u>Part A, Section 3.2</u> .
8.	RFQ <u>Part A, Section 2</u>	Will the Developer selected through this procurement have responsibility for frontage roads?	As further described in <u>Part A, Section 2.2</u> and Table 1, all segments will include one-way frontage roads at identified locations and connections to new and existing facilities. TxDOT anticipates that the Developer will be responsible for construction or reconstruction of the frontage roads as well as other activities. See also the answer to question 3 regarding the anticipated limits of the operation and maintenance responsibilities. Further information is contained in the reference documents.
9.	RFQ <u>Part A, Section 2.5</u>	The RFQ states that the air conformity analysis, " <i>Mobility 2030</i> " is "being prepared by the North Central Texas Council of Governments and is expected to receive federal approval by Spring 2007." This statement should be clarified to state that FHWA approves the air quality conformity analysis, the North Central Texas Council of Governments approves the plan, which "will conform" in Spring 2007.	The commentator is correct. The North Texas Council of Governments approved the <i>Mobility 2030</i> Plan on January 18, 2007. See Addendum #1 which clarifies this section.
10.	RFQ <u>Part A, Section 3.7</u>	Is the Ombudsman provision a new element of the TxDOT CDA procurement program?	The Ombudsman provision is a new element designed to allow Proposers to submit questions, comments or complaints regarding a procurement to a TxDOT official who is not involved in the procurement, where they believe in good faith that confidentiality is essential to the fair consideration of the communication. See Addendum #1 which clarifies the Ombudsman provision.