



**ORANGE COUNTY TRANSPORTATION AUTHORITY**

**Approval to Release Request for Qualifications for the  
Interstate 405 Improvement Design-Build Project**

**Staff Report**



**October 27, 2014**

**To:** Members of the Board of Directors  
**From:** Darrell Johnson, Chief Executive Officer *Y. Kenneth Ruiz for*  
**Subject:** Approval to Release Request for Qualifications for the Interstate 405 Improvement Design-Build Project

### **Overview**

As part of the two-step best value design-build procurement for the Interstate 405 Improvement Project, staff has developed a request for qualifications to initiate a competitive procurement process to retain design-build services for the Interstate 405 Improvement Project. Staff is requesting Board of Directors' approval of the release of this request for qualifications.

### **Recommendations**

- A. Approve the proposed evaluation criteria and weightings for Request for Qualifications 4-1595 for the short-listing of design-build teams for the Interstate 405 Improvement Project.
- B. Approve the release of the Request for Qualifications 4-1595 for the design and construction of the Interstate 405 Improvement Project through a design-build contract.

### **Discussion**

On October 22, 2012, the Orange County Transportation Authority (OCTA) Board of Directors (Board) recommended Alternative 1, which adds a general purpose (GP) lane in each direction, as the locally preferred alternative (LPA) for the Interstate 405 (I-405) Improvement Project (Project) to the California Department of Transportation (Caltrans). On December 9, 2013, the Board reaffirmed the recommendation of Alternative 1 as the LPA to Caltrans and directed that Alternative 1 be built in a manner that does not preclude additional freeway capacity in the future. On July 25, 2014, Caltrans informed OCTA that Alternative 3, implemented in a phased approach, would be the recommended Project preferred alternative. In addition to the GP lanes previously recommended by OCTA, Alternative 3 adds additional tolling

capacity combined with existing high-occupancy vehicle (HOV) lanes on I-405 between State Route 73 (SR-73) and Interstate 605 (I-605). Under this phased approach, OCTA would construct one GP lane in each direction from Euclid Street to I-605, consistent with the voters-approved Measure M2 (M2) Project K, as the first phase of the Project. Caltrans intends to pursue funding for the second phase, which entails Caltrans constructing an additional lane in each direction that would combine with the existing HOV lane to provide dual express lanes in each direction on I-405 from SR-73 to I-605. The proposed second phase is currently unfunded and the timing of implementation is unknown. On September 22, 2014, the Board reasserted its position allowing staff to proceed with the first phase, which is consistent with the M2 commitment of one additional GP lane in each direction.

A project of this size and complexity typically lends itself to the potential of being constructed using design-build (DB) delivery methodology. This methodology is used to expedite the completion of the Project, minimize cost escalation while taking advantage of the existing competitive bidding market, and share the risks associated with the design and construction with private contractors. With the DB delivery methodology, it is estimated that the Project can be completed at least two years sooner than with the traditional design-bid-build methodology. Based on these important factors, on October 22, 2012, the Board authorized the implementation of the Project using a DB delivery methodology and approved a \$1.3 billion funding plan for the Project.

OCTA staff, general counsel, and the I-405 program management consultant team reviewed legal statutes and the advantages and disadvantages of the methods by which OCTA can award a DB contract. The team examined potential approaches for contract award on the basis of either "lowest responsive and responsible bid" or "best value". The team concluded that the two-step best value award process, allowed by the Federal Highway Administration and described in detail in Assembly Bill (AB) 401, (Chapter 586, Statutes of 2013) for selecting a DB team, is the overall best method for the procurement and award of the DB contract. This is similar to the DB method OCTA employed on the project to widen State Route 22, and with the method currently being utilized by the Riverside County Transportation Commission to widen State Route 91.

The first step consists of issuance of a request for qualifications (RFQ), receipt of statements of qualifications (SOQ) from DB joint ventures or other types of entities, and development of a short-list based on defined pass/fail requirements, such as legal, financial, safety program, and scored evaluation criteria, including those noted in the procurement approach section of this staff report. The second step consists of the issuance of the request for proposals (RFP)

document to the short-listed teams and the receipt and evaluation of price and technical proposals submitted in response to the RFP. This “best value” selection process allows OCTA to select a DB contractor based on objective criteria, including price, features, functionality, life-cycle costs, technical design and construction experience, construction time, and other factors as deemed applicable by OCTA. This combination of qualifications and price allows for the short-listing and selection to be made based on an overall best value.

OCTA released an industry outreach letter for the Project on October 1, 2014, soliciting voluntary letters of interest from companies interested in providing DB services for the design and construction of the Project.

### ***Procurement Approach***

OCTA procurement policies and procedures require that the Board approve all procurements over \$1,000,000, as well as approve the evaluation criteria and weighting. Staff is submitting for Board approval the RFQ and the evaluation criteria and weights which will be used to evaluate the SOQ received in response to the RFQ (Attachment A).

AB 401 designates specific criteria in the RFQ process, including criteria for the initial pass/fail screening, which are summarized in Attachment B. The following proposed evaluation criteria and weights will be used to evaluate the SOQ which pass the initial screening to develop a short-list:

- Qualifications of the DB Teams 15 percent
- Past Project Performance 10 percent
- Proposer’s Organization and Key Personnel 40 percent
- Project Understanding and Approach 15 percent
- Quality Management Program 20 percent

The evaluation criteria are consistent with the requirements of AB 401 which provides OCTA the authority to proceed with the DB implementation of the Project. Several factors were considered in developing the criteria weights inclusive of these AB 401 legislative requirements. Staff has assigned the greatest level of importance to the proposer’s organization and key personnel, as the qualifications of the DB team and key task leaders are of most importance to the successful and timely delivery of the Project. Likewise, staff assigned a high level of importance to the proposer’s quality management program as this is critical to the proposer’s successful performance of the Project. The qualifications of the DB team, past project performance on similar work and project understanding and approach in performing the required work for the Project are also critical to developing realistic schedules and work approaches.

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The evaluation of the SOQ will be performed by staff from OCTA and Caltrans and one or more representatives from other public agencies to develop the short-list of teams. Proposers that receive a total score of less than 70 points will not be eligible for the short-list.

RFQ 4-1595 will be released upon Board approval of these recommendations.

**Fiscal Impact**

The Project is included in OCTA's Fiscal Year 2014-15 Budget, Capital Programs Division, Account 0017-9085-FK101-0DY, and is funded with M2 and federal funds.

**Summary**

Staff requests Board of Directors' approval to release Request for Qualifications 4-1595 for design-build services for the Interstate 405 Improvement Project.

**Attachments**

- A. Draft Request for Qualifications (RFQ) 4-1595 for the Design and Construction of the Interstate 405 Improvement Project Through a Design-Build Contract
- B. Assembly Bill 401 Legislative Requirements for the Request for Qualifications for the Interstate 405 Improvement Project

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**ORANGE COUNTY TRANSPORTATION AUTHORITY**

**Approval to Release Request for Qualifications for the  
Interstate 405 Improvement Design-Build Project**

**Attachment A**

**DRAFT REQUEST FOR QUALIFICATIONS (RFQ) 4-1595**  
**FOR**  
**THE DESIGN AND CONSTRUCTION**  
**OF THE INTERSTATE 405 IMPROVEMENT PROJECT**  
**THROUGH A DESIGN-BUILD CONTRACT**



**ORANGE COUNTY TRANSPORTATION AUTHORITY**  
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Key RFQ Dates

RFQ Issue Date:	October 27, 2014
Pre-proposal Conference Date:	November 4, 2014
Questions Submittal Date:	November 12, 2014
Authority Responses Date:	November 24, 2014
Statement of Qualifications Due Date:	December 18, 2014
Anticipated Short-list Date:	March 9, 2015

Federal Highway Administration Funded Project

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**Appendix B: Format and Organization of Statement of Qualifications .....**

**Appendix C: Conflict of Interest Policy for I-405 Improvement Project .....**

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- FORM A: TRANSMITTAL LETTER**
- FORM B: PROPOSER SOQ CERTIFICATION**
- FORM C: SUBCONTRACTOR INFORMATION**
- FORM D: PROPOSED KEY PERSONNEL INFORMATION**
- FORM E: PROPOSER’S ORGANIZATION INFORMATION**
- FORM F: PROPOSER’S OVERALL DBE PROJECT GOAL DECLARATION AFFIDAVIT**
- FORM G: DESIGN-BUILD QUESTIONNAIRE**
- FORM H: PARTY AND PARTICIPANT FORMS**
- FORM I: CERTIFICATION OF RESTRICTIONS ON LOBBYING**
- FORM J: CERTIFICATION OF CONSULTANT, COMMISSIONS & FEES**
- FORM PP-1: PAST PERFORMANCE**
- FORM PP-2: ENVIRONMENTAL PAST PERFORMANCE**

## 1 INTRODUCTION AND GENERAL INSTRUCTIONS

Pursuant to Public Contract Code §6820 *et seq.*, the California Legislature has authorized regional transportation agencies, in cooperation with Caltrans, to award design-build contracts for highway, bridge, or tunnel projects for the Transportation Design-Build Program. The contracts are to be awarded on the basis of the lowest responsible bid or best value, as determined by the regional transportation agency.

The procurement process authorized by Section 6820 *et seq.* includes the following steps: issuance of a request for qualifications (“RFQ”), submittal of a statement of qualifications (“SOQ”), evaluation of submittals and short-listing of Proposers, issuance of a request for proposals (“RFP”) to short-listed proposers, submittal of proposals, evaluation of proposals, proposer selection, and award and execution of contract.

The Orange County Transportation Authority (the “Authority”) hereby requests Statements of Qualifications (SOQs) from qualified firms (“Proposers”) interested in submitting proposals for the design and construction of the I-405 Improvement Project (the “Project”) through a design-build contract. The Project, further defined in [Appendix A](#), is intended to improve travel conditions for work, recreation, school, and commerce by increasing freeway capacity, reducing congestion, improving traffic and interchange operations, and enhancing safety.

This document specifies the requirements of the submittal and the evaluation process to be used by Authority to short-list the most highly qualified Proposers.

Proposers short-listed in response to this RFQ will be invited to submit proposals when Authority issues an RFP for the Project.

### 1.1 Acronyms

The following acronyms used in this document shall have the meanings shown below:

<b>Caltrans</b>	California Department of Transportation
<b>DB</b>	Design-Build, Design-Builder
<b>DBE</b>	Disadvantaged Business Enterprise
<b>EEO</b>	Equal Employment Opportunity
<b>FHWA</b>	Federal Highway Administration
<b>OCTA</b>	Orange County Transportation Authority
<b>QA</b>	Quality Assurance
<b>QC</b>	Quality Control
<b>RFP</b>	Request for Proposals
<b>RFQ</b>	Request for Qualifications
<b>SEC</b>	Securities and Exchange Commission
<b>SOQ</b>	Statement of Qualifications

## 1.2 Definitions

The following terms used in this document shall have the meanings shown below:

<b>Term</b>	<b>Definition</b>
<b>Addenda/Addendum</b>	Supplemental additions, deletions, and modifications to the provisions of the RFQ after issuance of the RFQ.
<b>Affiliate</b>	As defined in <u>Appendix C</u> (Conflict of Interest Policy for I-405 Improvement Project).
<b>Authority</b>	Orange County Transportation Authority
<b>Caltrans</b>	California Department of Transportation
<b>Contract</b>	The written agreement between Authority and the Design-Builder as contemplated by this RFQ, and any and all amendments thereto.
<b>Department</b>	California Department of Transportation
<b>Design-Builder</b>	The legal entity, if any, that is selected pursuant to the RFP by Authority to design and construct the Project.
<b>Designated Contact</b>	The Authority's designated contact identified in <u>Section 1.7.5</u> , or other representative designated in writing by Authority as such.
<b>Designer</b>	The Major Participant that has primary responsibility for design services for the Project. The designer is the engineering firm of record who will have primary responsibility for design work under the Contract.
<b>Disadvantaged Business Enterprise</b>	As defined in 49 CFR Part 26.
<b>GAAP</b>	Generally Accepted Accounting Principles
<b>IFRS</b>	International Reporting Financial Standards
<b>Key Personnel</b>	Individuals from the Proposer's organization, as identified in the Proposer's SOQ, to fill the positions specified in <u>Section 3.2.5</u> of the RFQ. Additional key personnel positions for the Project may be identified in the RFP.

<b>Term</b>	<b>Definition</b>
<b>Major Participant</b>	<p>Each of the following entities on the Proposer's team:</p> <ul style="list-style-type: none"> <li>• All Principal Participants that will perform work under the Contract;</li> <li>• The primary bridge, grading, and paving contractor(s);</li> <li>• The lead engineering/design firm(s) (firms, partnerships, or joint venture members); and/or</li> <li>• Any Subcontractor expected to accomplish in excess of 15% of the construction work on the Project and any engineering/design sub-consultant that will perform 20% or more of the design work.</li> </ul> <p>Notwithstanding the foregoing, references to a Major Participant's experience refer to experience of the entity and not to any individuals working for such entity.</p>
<b>Principal Participant</b>	<p>Any of the following entities: The Proposer; and/or If the Proposer is a partnership, limited partnership, joint venture, limited liability company, or other privately held company: each of the partners, joint venture members or other equity owners or members known at the time of SOQ.</p>
<b>Project</b>	I-405 Improvement Project as described in <u>Appendix A</u> .
<b>Proposal</b>	The proposal submitted by the Proposer in response to the RFP, including any revisions thereto.
<b>Proposer</b>	The entity, which may be a partnership, limited partnership, joint venture, limited liability company, or other form of business entity capable of obtaining a general contractor's license under State law, participating in the short-listing and procurement process for the Project and that, if successful, will enter into the Contract with Authority to design and construct the Project.
<b>Quality Assurance</b>	All systematic monitoring and evaluation of various aspects of the Project to ensure that standards of quality are being met, thereby providing confidence that all Work complies with the Contract and that all materials incorporated in the Work, all equipment, and all elements of the Work will perform satisfactorily for the purpose intended. Quality assurance includes all quality activities performed by the DB and by the Authority.

<b>Term</b>	<b>Definition</b>
<b>Quality Control</b>	The total of all activities that are performed by the Design-Builder, Designer, Subcontractor, producer, or manufacturer operational techniques and activities (process controls) that are performed or conducted to fulfill the Contract requirements.
<b>Quality Validation</b>	Design-Builder's activities that are independent of Quality Control and are performed by the Quality Manager or their representatives to ensure the quality of the product.
<b>Quality Verification</b>	The total of all activities performed by the Authority, Caltrans and the Authority's representatives to provide confidence that the requirements of the Contract are being met.
<b>Request for Proposals</b>	A written solicitation issued by Authority seeking Proposals to undertake the Project to be used to identify the Proposer offering the best value to Authority. The RFP will be issued only to short-listed Proposers.
<b>Request for Qualifications</b>	The written solicitation issued by Authority requesting statements of qualifications from interested proposers, as a means to identifying the most highly qualified Proposers.
<b>State</b>	The State of California.
<b>Statement of Qualifications</b>	The Proposer's response to this RFQ.
<b>Subconsultants, Subcontractors</b>	Any person or entity with whom Design-Builder will enter into any subcontract and any other person with whom any Subcontractor will further subcontract any part of the Work, at any tier.
<b>Work</b>	The furnishing of labor, materials, equipment, and other incidentals necessary to, or convenient for the successful completion of, the design-build services for the Project and the carrying out of the duties and obligations imposed by the Contract.

### 1.3 CAMM NET: RFQ and Addenda

Firms interested in obtaining a copy of this Request for Qualifications (RFQ) may do so by downloading the RFQ from Authority's procurement website at [www.octa.net/cammnet](http://www.octa.net/cammnet) (CAMM NET). All firms interested in doing business with Authority are required to register their business on-line at CAMM NET.

Authority may add, delete, or amend documents in CAMM NET at any time. Each Proposer is solely responsible for ensuring that it has the appropriate software that allows the Proposer to access and download the materials from CAMM NET. Registration to CAMM NET will enable Proposer to receive notifications of any updates or new documents uploaded to CAMM NET; however, each Proposer is solely responsible for checking CAMM NET frequently for the addition, deletion, or amendment of the materials in CAMM NET. Proposers are responsible for monitoring the website identified above for information concerning this procurement, as

Proposers responding to this RFQ will be required to acknowledge in the transmittal letter (Appendix D, Form A) that they have reviewed all materials posted thereon. Failure to acknowledge receipt of Addenda may cause the SOQ to be deemed non-responsive to this RFQ and be rejected.

Proposers are advised that Authority is now on Facebook, at: [www.facebook.com/Cammnetconnect](http://www.facebook.com/Cammnetconnect). Cammnet Connect was created by Authority to provide a tool for firms to build business and partnering relationships with other firms interested in business opportunities with the Authority.

To receive all further information regarding this RFQ, firms and subconsultants must be registered on CAMM NET with at least one of the following commodity codes for this solicitation selected as part of the vendor's on-line registration profile:

<u>Category</u>	<u>Commodity</u>
Professional Consulting	A & E Design Consulting Construction Consulting Environmental Consulting
Professional Services	Engineering – Architectural Engineering – Civil Engineering – Environmental Engineering – General Engineering – Right-of-Way Engineering – Structural Engineering – Traffic Engineering Drawings Land Surveying Environmental – Architectural Inspection – Testing & Analysis Inspection-Steel/Welding Landscape Architecture
Rental & Lease	Equipment Rental or Lease
Professional Services Construction	Inspection - Testing & Analysis Carpentry Concrete Construction (General) Construction-Design/Build Construction - Electrical Installation Earthwork / Paving Equipment - Rental / Supplies Excavation Fencing Contractor

General Contractor  
Inspection Services  
Landscape Contractor  
Masonry  
Metals - Fabricated / Structural  
Painting Contractor  
Pipeline  
Railroad  
Road / Highway Building  
Materials  
Traffic Control Devices  
Traffic Control Services  
Utility Installation / Relocation  
Welding  
Wrecking / Demolition

## **1.4 Project Opportunity**

### **1.4.1 Project Description**

The Project is located in Orange County, in the Cities of Costa Mesa, Fountain Valley, Huntington Beach, Seal Beach and Westminster. Other cities in the immediate area include the City of Long Beach and the community of Rossmore. The proposed project would generally add one general-purpose lane in each direction of I-405 from approximately Euclid Street to Interstate 605 (I-605). A more detailed description of the Project is contained in Appendix A.

The estimated construction cost of this Design-Build project (in 2014 U.S. dollars) is \$900,000,000.

### **1.4.2 Project Goals**

Authority's goals for the Project are:

- Enhance safety during and after construction;
- Construct a high-quality Project that minimizes future maintenance;
- Adhere to environmental compliance requirements of the Project;
- Minimize impacts to the public during Project construction;
- Maintain positive public relations during construction through an effective public information program and efficient maintenance of traffic;
- Successfully deliver the Project and complete construction on schedule; and
- Complete the Project within the programmed budget.

## **1.5 Design-Builder Responsibilities and Project Status**

See Appendix A for general descriptions of the Project, the Design-Builder responsibilities, and current project status. These general descriptions are currently under further development by Authority and could be changed, modified, reduced, or expanded with the release of the RFP.



## 1.6 Federal Requirements

Proposers are advised that the RFP will be drafted based on the assumption that the Project includes federal-aid funding and federal oversight, and that Authority's plan of finance for the Project will include federal-aid funding. Therefore, the procurement documents and any agreements there under must conform to requirements of applicable federal law, regulations, and policies. These include, but are not limited to, Equal Employment Opportunity (Title VI of the Civil Rights Act of 1964, as amended), Disadvantaged Business Enterprises (DBE, Title 49 Code of Federal Regulations Part 26, as amended), Buy America requirements (49 Code of Federal Regulations Part 661), and Davis-Bacon requirements including prevailing wage rates. Details as to the extent and applicability of federal requirements to the entire Project will be set forth in the RFP. Authority reserves the right to modify the procurement process described in this RFQ to address any concerns, conditions, or requirements of federal agencies, including FHWA.

## 1.7 Short-listing and Procurement Process

### 1.7.1 Two-Step Process

Authority intends to use a two-step process to select a design-build contractor to deliver the Project. The process will include the following two steps:

- a) Request for Qualifications: This RFQ is issued as part of the first step to solicit information, in the form of SOQs that Authority will evaluate to determine which Proposers are the most highly qualified to successfully deliver the Project.
- b) Request for Proposals: Subject to the approval of FHWA and Caltrans, Authority will then issue an RFP to the short-listed Proposers, requesting submittals of Proposals that Authority will evaluate to determine which offers the best value. Authority, in its sole discretion, will award a design-build contract for the Project to the Proposer offering the best value Proposal. Specific details concerning the RFP step of the procurement and any modifications to the above will be set forth in the RFP.

### 1.7.2 Contract Type

The Contract will be a firm, fixed-price, lump-sum, design-build Contract.

### 1.7.3 Pre-proposal Conference

A pre-proposal conference will be held on November 4, 2014 at 8:30 a.m. at the Authority's Administrative Office, 600 South Main Street, Orange, California, in Conference Room 103/104. All prospective proposers are encouraged to attend the pre-proposal conference.

### 1.7.4 Questions and Requests for Clarification

Proposers may submit written questions to Authority at any time no later than 5:00 p.m. Pacific Time on the final date for receipt of proposers' questions listed in Section 2.1 (Procurement Schedule). No responses will be provided for inquiries received after 5:00 p.m. on the due date set forth in Section 2.1.

Written requests for clarification, questions, and comments from Proposers may be presented by any of the following methods:

- 1) Email: I405DesignBuild@octa.net;
- 2) Personal delivery: Contracts Administration and Materials Management Department, Attention: Ms. Reem Hashem, Orange County Transportation Authority, 600 South Main Street,

4th Floor, Orange, California 92863;

3) U.S. Mail: Contracts Administration and Materials Management Department, Attention: Ms. Reem Hashem, Orange County Transportation Authority, 550 South Main Street, P.O. Box 14184, Orange, California 92863-1584.

Authority will post responses to those inquiries which Authority deems to be material and that were not previously addressed. Responses from the Authority will be posted on CAMM NET no later than the date set forth in Section 2.1 of this RFQ. Proposers may download responses from CAMM NET at [www.octa.net/cammnet](http://www.octa.net/cammnet).

To receive email notification of Authority responses when they are posted on CAMM NET, firms and Subcontractors must be registered on CAMM NET with at least one of the commodity codes listed in Section 1.3.

### **1.7.5 Authority's Designated Contact**

Authority's Designated Contact identified below, or other person subsequently identified by the Authority in writing as such, will serve as the primary point of contact during the RFQ step of the process. As the Authority's point of contact, the Designated Contact is Authority's sole contact person and addressee for receiving all communications regarding the Project during the RFQ process, and Proposers are prohibited from contacting any Authority employee or any of the groups listed in Section 2.3, regarding the Project or this RFQ. Any and all inquiries and comments regarding the Project must be delivered by e-mail or letter. Only written inquiries will be accepted:

Ms. Reem Hashem, Principal Contract Administrator  
Contracts Administration and Materials Management Department  
Orange County Transportation Authority  
550 South Main Street  
P.O. Box 14184  
Orange, CA 92863-1584  
Phone: 714.560.5446  
E-mail: I405DesignBuild@octa.net

### **1.7.6 Rules of Contact**

Except for communications expressly permitted by this RFQ, the Designated Contact is Authority's single contact and source of information. The rules of contact set forth in this Section 1.7.6 shall apply beginning on the date of issuance of this RFQ, and remain in effect through the award of the Contract. These rules are designed to promote a fair, unbiased, and legally defensible procurement process. Contact includes face-to-face, telephone, electronic-mail (e-mail) or formal written communication.

The specific rules of contact are as follows:

A) After submittal of SOQs, neither a Proposer nor any of its team members may communicate with another Proposer or members of another Proposer's team with regard to the Project or the SOQs. This prohibition does not apply to (1) Proposer communication with an entity that is on both its team and another Proposer's team, provided that the entity shall not act as a conduit of information between the two Proposers; and (2) public discussion regarding the

procurement at Authority-sponsored informational meetings.

- B) Unless otherwise specifically noted in this RFQ or authorized by the Designated Contact, all Proposer communication with Authority will be between the Proposer Representative and the Designated Contact. All such communication must be in writing (by mail or e-mail).
- C) Following delivery of the SOQs, the Designated Contact may contact a Proposer through the Proposer's representative identified in the SOQ.
- D) Commencing with Authority's release of this RFQ and continuing until the earliest of (1) execution and delivery of the Contract, (2) Authority's rejection of all Proposals or (3) cancellation of the Project procurement, neither a Proposer nor its agents may have ex parte communications with employees or staff of Authority, Caltrans, California Transportation Commission, Federal Highway Administration, U.S. Department of Transportation, the cities or counties listed in Section 1.4; any other person who will evaluate Proposals; or any person identified in RFQ Section 2.3, regarding the Project, except for communications expressly permitted in this RFQ or through the process identified above. The foregoing restriction shall not, however, preclude or restrict communications regarding matters unrelated to the Project or from participating in public meetings or any public or Authority workshops related to the Project. Authority may, in its sole discretion, disqualify any Proposer engaging in such prohibited communications.
- E) Any contact by a Proposer determined to be improper, at the sole discretion of Authority, may result in disqualification of the Proposer.
- F) Authority will disseminate written communications regarding the Project on Authority letterhead via the Designated Contact. Alternatively, the Designated Contact may communicate via e-mail originating from Authority's server or post information on CAMM NET (cammnet.octa.net).
- G) Unless confirmed in writing by the Designated Contact, Authority will not be responsible for or bound by (1) any oral communication or (2) any other information or contact that occurs outside the official communication process specified herein.
- H) If Proposer has meetings or discussions with agencies or entities other than Authority during the short-listing and procurement process, Proposer shall be responsible for verifying with Authority's Designated Contact any Project-related information it so receives.

### **1.8 Pre-Contractual Expenses and Stipend**

Proposers are solely responsible for all costs and expenses of any nature associated with responding to this RFQ, including attending meeting(s) and providing supplemental information.

Subject to Authority's Board of Directors' approval, Authority intends to establish a stipend for the Project during the RFP phase of the process. The stipend is intended to be provided to each short-listed Proposer that submits a responsive Proposal and is not chosen as the successful Proposer. Specific details regarding the maximum stipend amount to be paid by Authority during the RFP phase, a Proposer's eligibility to receive a stipend, the timing of stipend release to eligible Proposers, and the terms of stipend acceptance will be described in the RFP.

## 1.9 Organizational Conflict of Interest and Code of Conduct

### 1.9.1 Conflict of Interest

Authority has developed a Conflict of Interest policy for the Project. A copy of the current policy is enclosed as Appendix C of this RFQ.

The Proposer, Principal Participants, Major Participants, other Subcontractors, and employees of such entities must conform to Federal and State conflict of interest rules and regulations.

Federal Highway Administration (FHWA) regulations address organizational conflicts of interest related to design-build projects financed in whole or in part with federal funds and provides guidance and minimum standards to identify, mitigate or eliminate apparent or actual organizational conflicts of interest (23 CFR 636.116).

The California Board for Professional Engineers and Land Surveyors has established conflict of interest rules applicable to those professionals licensed by the Board (Board Rules 475 and 476).

Refer to Section 2.3 for a list of entities and individuals precluded from participating on Proposer teams. This list is not exclusive and each Proposer is required to ascertain whether potential team members, even though not listed, are subject to organizational conflicts of interest or contractual agreements that preclude them from participating on the Proposer's team.

The Conflict of Interest Checklist Instructions included as Exhibit 2-A to Appendix C and the Conflict of Interest Checklist included as Exhibit 2-B to Appendix C in this RFQ may be used by the Proposer in screening for potential organizational conflicts of interest. The checklist will not be submitted with the SOQ.

The Proposer must complete the Disclosure of Potential Conflict of Interest Certification included as Exhibit 3 to Appendix C in this RFQ, and include it as part of the SOQ submittal. Additional pages may be attached to the disclosure as necessary. If the Proposer determines a potential conflict of interest exists for itself or a Principal Participant, Major Participant, or other Subcontractor, or an employee, the Proposer must disclose the relevant facts relating to the potential conflict, including the work performed or to be performed by the entity associated with the potential conflict, and propose measures to avoid, neutralize, or mitigate the potential conflict. Authority will review the Disclosure of Potential Conflict of Interest Certification and the proposed mitigation measures to determine if the Proposer may submit a SOQ or Proposal, or be awarded the Contract. Disclosure of a potential conflict of interest will not necessarily disqualify a Proposer. The evaluation of team composition with regard to conflicts of interests will be done on a case-by-case basis.

If an organizational conflict of interest is identified after award of the contract, the Proposer will make an immediate and full written disclosure to Authority that includes a description of the action that the Proposer has taken or proposes to take to avoid or mitigate the potential conflict.

The Proposer, Principal Participants, Major Participants, Subcontractors, and employees of such entities who provide design services for this Project are prohibited from competing or participating in an agreement to provide construction inspection services for this Project. However, any Subcontractor whose sole responsibility on a Proposer team is to conduct surveying and materials testing may provide construction services for other Proposers.

Authority has sole discretion to determine whether a conflict of interest exists, resulting in an

unfair competitive advantage and the resolution of a potential or actual conflict of interest. Authority reserves the right to cancel or amend the resulting contract if the successful Proposer failed to disclose a potential conflict which it knew or should have known about, or if the Proposer provided information on the Disclosure of Potential Conflict of Interest Certification that is false or misleading.

### **1.9.2 Code of Conduct**

Proposers agree to comply with the Authority's Code of Conduct as it relates to third-party contracts which is hereby referenced and by this reference is incorporated herein. Proposers agree to include these requirements in all subcontracts for the Project.

### **1.10 Proposer Requirements**

Only prospective Proposers that have demonstrated the capability to complete this Project in its entirety will be eligible for short-listing.

**Organizational and Personnel Changes:** Proposers are advised that, in order for a Proposer to remain qualified to submit a Proposal after it has been short-listed, its organization, including all Principal Participants, Major Participants, Subcontractors, and Key Personnel identified in the SOQ, must remain intact for the duration of the short-listing and procurement process and thereafter throughout the term of the Contract. A Proposer may propose substitutions for participants after the SOQ submittal; however, such changes will require prior written approval by Authority, which may be granted or withheld in Authority's sole discretion. To qualify for Authority's authorization, the Proposer must submit a written request explaining the reason for change and must document that the proposed removal, replacement, or addition will provide management of the project equal to or better than that submitted with the SOQ. Authority will use the criteria specified in this RFQ and the qualifications submitted by the Proposer to evaluate all requests. Requests for removals, replacements and additions must be submitted in writing to Authority's Designated Contact. Requests for changes must be made in writing no later than 30 days prior to the due date for submittal of Proposals. The Proposer should carefully consider the make-up of its team prior to submittal of the SOQ. Changes to the Proposer's organization will be justification for Authority to revoke a previous determination short-listing a Proposer.

**Minimum Requirements:** In order to be short-listed, the Proposer must submit a completed and verified Appendix D, Form G (Design-Build Questionnaire). Separate questionnaires must be included for Proposer, each Principal Participant and each Major Participant. Instructions for completing the Design-Build Questionnaire are included in Appendix D, Form G. The Proposer must also meet all SOQ responsiveness as set forth in Section 5.3.1, meet the minimum passing criteria for legal, financial, and safety requirements as set forth in Section 5.3.2 for non-scored elements of the SOQ, and be among the most highly qualified Proposers for the scored elements of the SOQ as set forth in Section 5.3.3.

**Non-Disclosure Requirement:** The Proposer may be given access to records, which are confidential under State laws, solely for the purpose of performing the required services under the Contract. The Proposer shall be required to sign a non-disclosure statement prior to its receipt of such documents obligating each employee, agent, or Subcontractor of the Proposer not to make inappropriate use of or improperly disclose any of the contents of such documents.

### **1.11 Equal Employment Opportunity and Nondiscrimination**

In connection with this RFQ and the Contract, Proposers shall not discriminate against any employee or applicant for employment because of race, religious creed, national origin, ancestry, physical disability, mental disability, medical condition, genetic information, marital status, sex, gender, gender identity, gender expression, age, sexual orientation, or military or veteran status. Proposers shall take affirmative action to ensure that all employees and employment applicants are treated without regard to their race, religious creed, national origin, ancestry, physical disability, mental disability, medical condition, genetic information, marital status, sex, gender, gender identity, gender expression, age, sexual orientation, or military or veteran status. Such action shall include, but not be limited to, the following: layoff or termination; rates of pay or other forms of compensation; employment; job assignment; upgrading; demotion; transfer recruitment/recruitment advertising; and selection for training, including apprenticeship, pre-apprenticeship, and/or on-the-job training. For Federal-Aid contracts, non-discrimination requirements of FHWA Form 1273 will apply.

### **1.12 DBE Goal**

This solicitation is subject to the U.S. Department of Transportation's Disadvantaged Business Enterprise (DBE) Program, set forth in Title 49 CFR Part 26. Proposers shall be fully informed of the requirements of the regulations and Authority's DBE Program developed pursuant to these regulations. Design-Builders involved in the performance of work resulting from this RFQ shall take all necessary and reasonable steps to ensure that DBEs have the maximum opportunity to compete for and perform on this contract.

As a part of the SOQ submission, Proposers responding to this RFQ must include with their submission a signed affidavit acknowledging the Proposer's commitment to comply fully with U.S. DOT DBE Design-Build provisions as set forth under Title 49 CFR Part and the Overall Project DBE Goal requirements as further defined in the RFP, when issued. Proposers shall complete and return Appendix D, Form F as part of the SOQ. The "Provisional" Overall Project DBE Goal is anticipated to be 13 percent.

Proposers will be required to comply with all the requirements set forth in "RACE -CONSCIOUS DBE CONTRACT PROVISIONS FOR FHWA-ASSISTED CONSULTANT CONTRACTS DISADVANTAGED BUSINESS ENTERPRISE (DBE) PARTICIPATION," which will be provided with the RFP.

### **1.13 Integrated Project Office**

The objective of the integrated project office is to prepare, submit, review, and process project plans and working drawings in the shortest and most efficient manner possible. Authority and Caltrans will make their personnel assigned to the Design-Build phase of the project available for consultation and "over the shoulder reviews" on site with the Proposer's engineers and detailers who are preparing the plans and working drawings. The Proposer will be required to provide the office facility; full time, on-site staff; and a computer system compatible with the Proposer's and the Authority's systems. The effort will focus on the most critical and time-dependent plans and working drawings first to prevent delay to the project schedule. Specifications for the Integrated Project Office will be included in the RFP.

## **1.14 Labor Policies**

State prevailing wages will apply to this Contract. For federal-aid contracts, federal prevailing wages will also apply. The applicable prevailing wages will be specified in the RFP.

## **1.15 Insurance, Bonds, and Guarantees**

### **1.15.1 Bond Requirements**

The selected Proposer will be required to submit payment and performance bonds upon execution of the Contract. The payment bond will be in the amount of 100 percent of the Contract price. The performance bond will be up to 100 percent of the Contract price. A bid bond and a guarantee will also be required. Proposers will be required to demonstrate their capacity to obtain the required bonds.

### **1.15.2 Insurance Requirements**

Proposers shall provide evidence of capability to provide insurance as provided in Section 3.3.2. Proposers shall provide insurance certifications, either a certificate of insurance evidencing current policies of, or written evidence from, an insurance company or broker indicating that the Proposer is capable of obtaining the following types of insurance: Commercial General Liability, Professional Liability including Errors and Omissions, Auto Liability, Workers' Compensation and Employers Liability, Pollution Liability, Flood and Earthquake, Environmental, Aircraft, Builders Risk, and Railroad Protective Liability Insurance. Policy limit requirements will be specified in the RFP.

In addition, the selected Design-Builder will be required to indemnify Authority, Authority's consultants, Caltrans, Caltrans' staff and consultants, Cities of Costa Mesa, Fountain Valley, Huntington Beach, Seal Beach and Westminster, and others with respect to claims arising out of the Contract or Work.

### **1.15.3 Guarantees**

Proposers are advised that if the Proposer is a newly formed entity or a limited liability entity, or if it fails to meet the minimum financial requirements stated in this RFQ and/or the RFP, Authority may require the Proposer to provide a guarantee covering performance and financial obligations by a separate entity acceptable to Authority. Proposers shall also note that Authority may, in its discretion based upon the review of the information provided under Section 3 and Appendix D, Form G, also specify that an acceptable guarantor is required as a condition of a determination of short-listing. Requirements for additional financial security will be included in the RFP.

## **1.16 Prime and Lower Tier Debarment**

Proposers are advised that by submitting a signed SOQ, each Proposer certifies they and their proposed Subcontractors are not debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any federal department or agency.

## **2 BACKGROUND INFORMATION**

### **2.1 Procurement Schedule**

Authority anticipates the following dates as Project milestones leading to Contract award. This schedule is subject to revision by the RFP and Addenda.

Issue RFQ	October 27, 2014
Final Date for Receipt of Proposers' Questions	November 12, 2014
SOQ Due Date	December 18, 2014
Anticipated Short-listing of Proposers	March 9, 2015
Anticipated Issuance of Draft RFP	First Quarter of 2015
Anticipated Issuance of RFP	Third Quarter of 2015
Anticipated Proposal Due Date	First Quarter of 2016
Anticipated Notice of Award	Second Quarter of 2016
Anticipated Notice to Proceed	Second Quarter of 2016
Anticipated Completion of Project	2021

## 2.2 Communication

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 officers, administrators, staff or consultants of Authority or Caltrans regarding the subject matter of this RFQ after the issuance date of this RFQ, except as specifically permitted hereby or approved in advance by Authority. Any verified allegation that a responding Proposer team or team member or an 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 the cause for Authority to disqualify the Proposer team from submitting an SOQ, to disqualify the team member from participating in a Proposer team and/or to discontinue any further consideration of such Proposer team.

Following the Authority's Board of Directors' approval of the short-listed Proposers, Authority anticipates that certain communications and contacts will be permitted. The RFQ and/or other written communications from Authority 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 Authority prior to the commencement of such activities.

## 2.3 Authority Advisors/Consultant Support

Authority has engaged several consultants and advisors to assist and participate in the Project development stages, as well as assist Authority during the procurement process for the Project. All of the following are considered Category 1 consultants for the purposes of conflict of interest as defined in Appendix C:

1. Parsons Transportation Group, Inc.
2. HNTB Corporation
3. Nossaman, LLP
4. BA, Inc., Los Angeles, CA
5. Coast Surveying, Inc.



6. Christopher Jean & Associates, Inc.
7. DG Construction Management Inc.
8. D.R. McNatty & Associates, Inc.
9. Falcon Engineering Services, Inc.
10. GCAP Services, Inc.
11. Gordon Bricken & Associates, Inc.
12. Group Delta Consultants, Inc.
13. Hatch Mott MacDonald
14. Hennessey & Hennessey, LLC
15. Johnson & VerCliff, LLC
16. Lenax Construction Services, Inc.
17. MARRS Services, Inc.
18. McLean & Schultz
19. Overland, Pacific & Cutler, Inc.
20. PQM, Inc.
21. PSOMAS
22. Spec Services, Inc.
23. Tom Warne & Associates, LLC

The following are known Category 2 consultants:

1. A Cone Zone, Inc.
2. Albert Grover and Associates
3. C&L Drilling Inc.
4. Curt Pringle & Associates
5. Heidi Stamm Public Affairs
6. Panacea, Inc.
7. Paragon Partners Ltd.
8. Stantec, Inc.
9. TEC Management Consultants, Inc.
10. Terry A. Hayes Associates, Inc.
11. Tri-County Drilling, Inc.
12. URS Corporation
13. Value Management Strategies, Inc.

#### 14. Wagner Engineering & Survey, Inc.

Authority anticipates releasing a construction management RFP for field oversight. The firm and subconsultants selected for this assignment will be precluded from serving on the Design-Builder team.

Proposers are further advised that the evaluation of team composition with regards to actual, potential or perceived conflicts of interest will be done on a case-by-case basis in accordance with Appendix C.

### 3 CONTENT OF STATEMENT OF QUALIFICATIONS

This section describes the significant factors that the Authority expects to consider in evaluating qualifications related to technical design expertise, construction expertise, skilled labor force availability, and other non-price-related factors along with the organization and information that must be included in the SOQ. Proposers shall provide brief, concise information that addresses the requirements of the Project consistent with the evaluation criteria described in this RFQ. Failure of a Proposer to submit a complete SOQ may result in the SOQ submittal being determined nonresponsive. SOQs shall be organized in accordance with the following:

- 1) Transmittal Letter and Proposer SOQ Certification
- 2) SOQ Organization:
  - Section 1 – Legal Structure;
  - Section 2 – Safety Program;
  - Section 3 – Firm Experience;
  - Section 4 – Past Performance;
  - Section 5 – Proposer Organization and Key Personnel;
  - Section 6 – Project Understanding and Approach; and
  - Section 7 – Quality Management Program.
- 3) Attachments:
  - Attachment A (Resumes); and
  - Attachment B (Legal and Financial Documents).

Additional requirements regarding organization and format of the SOQ are included in Appendix B.

#### 3.1 Proposer's Transmittal Letter and Proposer SOQ Certification

The Proposer shall complete Appendix D, Form A (Transmittal Letter). A duly authorized representative of the Proposer's organization shall sign the letter. For Proposers that are joint ventures, partnerships, or other associations, authorized representatives of all equity members of the Proposer shall sign the letter.

The Proposer shall complete Appendix D, Form B (Proposer SOQ Certification), verifying the accuracy of the information submitted as part of the SOQ. For Proposers that are joint ventures, partnerships, or other associations, authorized representatives of all equity members of the

Proposer shall sign the Proposer SOQ Certification.

## 3.2 SOQ Organization

### 3.2.1 Legal Structure

In order to demonstrate that Proposer's organization, legal structure, team members, and history demonstrate an ability to remain stable and viable for the duration of the Project, and be contractually bound to Authority, Proposers shall address the following and submit relevant information in Section 1 of the SOQ, with specified documents included in Attachment B:

- 1) Legal structure of the Proposer and its organization. Provide a brief description of the proposed legal structure. If the Proposer organization has already been formed, provide complete copies of the organizational documents and, if available, evidence of the Proposer's right to conduct business in the State in Attachment B. If the Proposer organization has not yet been formed, provide draft copies of the underlying agreements, if available, in Attachment B. In the event that final agreements relating to participation of Principal Participants have not been finalized at the time of the SOQ submittal, Principal Participants shall submit, in Attachment B, letters of agreement signed by an authorized officer of each Principal Participant describing the organization to be formed and committing to finalize the organizational documents prior to the Proposal submittal. If Proposer is a partnership, joint venture, limited liability company or other privately held company, the SOQ must identify the percentage equity interest of each equity member and include a statement that the Principal Participants will be fully liable for performance under the Contract if the Proposer is selected;
- 2) Name and describe all Principal/Major Participants as defined in this RFQ;
- 3) A statement from the Proposer identifying any actual and/or potential conflicts of interests the firm may have with other clients they represent (refer to Section 1.9);
- 4) In cases where any participants on different Proposer organizations belong to the same parent company, each Proposer must describe how conflicts of interest would be avoided by the participants through the qualification and proposal phases of the Project. Authority may disqualify a Proposer if any of its Principal/Major Participants belong to more than one Proposer organization and may require changes in Proposer's organization if conflict of interest mitigation measures are not satisfactory to Authority;
- 5) Proposer, all Principal Participants, and the Designer shall complete Appendix D, Form E (Proposer's Organization Information) and provide in Attachment B of the SOQ; and
- 6) Proposer and each Principal Participant shall complete Appendix D, Form F (Proposer's Overall DBE Project Goal Declaration Affidavit) and provide in Attachment B of the SOQ.

#### 3.2.1.1 Legal Pass-Fail Requirements

A Proposer must satisfy the following legal pass-fail requirements in order to be eligible for consideration for the short-list:

- 1) The Proposer must have the legal capability to carry out the Project responsibilities potentially allocated to it, as demonstrated by the materials provided in Section 1 and Attachment B of the SOQ;
- 2) The Proposer has agreed to adhere to the Project's DBE requirements as provided in Appendix D, Form F; and
- 3) The information disclosed in the SOQ (including Appendix D, Forms D and E) shall not materially adversely affect the Proposer's ability to carry out the Project responsibilities potentially allocated to it.

### **3.2.2 Safety Program**

Proposer shall provide the Proposer's safety record for the most recent three-year period, providing an average experience modification rate, an average total recordable injury/illness rate; and average lost work rate. The safety record shall also indicate whether Proposer is a party to an alternative dispute resolution system as provided for in Labor Code §3201.5. Proposer shall provide information on Form G regarding any California Occupational Safety and Health Administration (Cal-OSHA) or Occupational Safety and Health Administration (OSHA) citations and assessed penalties against the respondent for any serious, willful or repeat violations of its safety or health regulations in the past five years.

Proposer shall also provide information on Proposer's workers' compensation experience history for the last three years and submit a summary of the Proposer's worker safety program, which shall include a description of how the Proposer will provide protection to prevent damage, injury, or loss to employees of the Proposer and its Subcontractors and other persons who are on the project site and will minimize lost or restricted workdays due to injuries.

#### **3.2.2.1 Safety Program Pass-Fail Requirements**

A Proposer must satisfy the following safety pass-fail requirements in order to be eligible for further consideration toward possible short-listing:

- 1) Evidence of an acceptable safety record; and
- 2) Demonstration of an understanding of an effective safety program.

Proposer's safety record shall be deemed acceptable if its experience modification rate for the most recent three-year period is an average of 1.00 or less, and its average total recordable injury/illness rate and average lost work rate for the most recent three-year period does not exceed the applicable statistical standards for its business category or if the Proposer is a party to an alternative dispute resolution system as provided for in Labor Code §3201.5.

### **3.2.3 Firm Experience**

To demonstrate design-build experience, expertise, competence, capability, and capacity in, and a record of producing quality work on projects similar to the Project, the following shall be submitted under Section 3 of the SOQ:

- 3) Provide a brief narrative summary of the capability and capacity of the Proposer, each Major Participant and the environmental compliance firm. Summaries shall be a maximum of two pages for each firm; the format is at the discretion of the Proposer.

- 4) Firm Experience: Demonstrate each Major Participant's experience by providing a minimum of two but no more than four project descriptions for each. If any Major Participant is a joint venture or partnership, each member or general partner of the firm shall submit independent project descriptions. Highlight experience in the past 10 years on projects having a scope comparable to that anticipated for the Project. For the projects in which several of the proposed Major Participants were involved, Proposers may provide a single project description. Project descriptions shall be a maximum of two pages and shall include the following:

Each project description must include the following information as appropriate:

- i) Name of the project, contract number, the owner's contact information (Construction Manager or Engineer name, phone number, e-mail address), and project number. If the owner's contact is no longer with the owner, provide an alternative contact at the agency who is familiar with the project. The alternative contact must have played a leadership role for the owner during the project;
- ii) Dates of design, construction, management, and/or warranty periods;
- iii) A narrative describing the project;
- iv) Description of the work or services provided and percentage of the overall project actually performed by Proposer and (each of) the Major Participant(s). In the case of design, provide the percentage of design performed;
- v) Description of the design and construction integration process used, innovative designs, methods and materials used, quality management roles, and environmental compliance roles;
- vi) Description of original scheduled completion deadlines and actual completion dates; and
- vii) Initial construction bid price and final construction contract price for the project, including the quantity and dollar value of contract modifications and claims, and an explanation of the causes for construction contract change(s), whether upward or downward.

### **3.2.3.1 Proposer Experience Evaluation Criteria**

The Authority will perform a qualitative evaluation of the following:

- 1) Experience in successfully managing, designing, and constructing projects of the size and complexity of this Project (design-build preferred);
- 2) Experience in successfully designing and constructing major highways in sensitive environmental areas and community areas, managing the maintenance of traffic, roadway design and construction, bridge design and construction, environmental permitting, and implementing community relations and outreach programs of projects of the size and complexity of this Project. Experience in coordinating with utility owners and flood control to obtain and meet required permits;
- 3) Experience with similar roles in planning, organizing, and executing the design, construction, quality management and safety; and

- 4) Experience successfully managing the schedule and cost for comparable projects.

### 3.2.4 Past Performance

To demonstrate a record of successfully managing contracts to minimize delays, claims, dispute proceedings, litigation and arbitration, the following shall be submitted under Section 4 of the SOQ:

- 1) Using Appendix D, Form PP-1 (Past Performance), provide the information requested in the bulleted subparagraphs (i-ix) below for the parties as requested. If a Proposer has no record of relevant past performance or if specific information relative to a category is not available, enter a declarative statement to that effect on Form PP-1 and include a statement providing information regarding the firm's past performance history, including a summary of the firm's arbitration, dispute review board and litigation matters during the past five years for which the dispute exceeded \$1 million in value. Attach additional sheets to Form PP-1 as necessary. For each instance or combination of litigation (whether a judgment was rendered or not), claims against a performance bond, a proceeding subject to arbitration where a judgment was rendered, assessment of liquidated damages, notice of default or suspension (other than suspension for convenience of the owner), termination for cause, or disciplinary action, provide the owner's name and the name of its current representative (and current phone and fax number and/or e-mail address) who can be contacted for additional information. With respect to the information solicited in this Section 3.2.4, such information shall be provided for the past five years from date of issuance of the RFQ. Failure to provide this information, conditional or qualified submissions to requirements, requests or questions posed (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 or inaccurate submissions, or nonresponsive submissions will lower the evaluation rating for this quality factor or result in a deficiency sufficient to cause the Authority to declare the SOQ nonresponsive.
  - i. Arbitration Proceedings: For the Proposer and each Principal Participant, provide a list of all disputes that went to arbitration with a project owner where the value of the dispute was in excess of \$1 million. Include the subject of dispute and the outcome.
  - ii. Awards, Citations, and/or Commendations: List awards, citations, and/or commendations for performance relevant to this Project received by any Major Participant within the past five years. Describe the work for which the awards, citations, and/or commendations were received.
  - iii. Dispute Review Board (DRB) History: For the Proposer and each Principal Participant, provide a list of all disputes that went before a DRB or similar review panel where the value of the dispute was in excess of \$1 million. Include the subject of dispute and the outcome.
  - iv. Disciplinary Action: Indicate any disciplinary action taken against the Proposer or any Major Participant by any governmental agency

- or licensing board, including both the suspension from the right to propose or bid and the removal from any Proposer/bid list.
- v. Liquidated Damages: For any Major Participant, provide a list of all projects where Liquidated Damages were assessed by the owner. Include the number of days of delay, the total amounts assessed, the cause of the delays as determined by the owner, whether the assessment was disputed by the firm and status of the dispute, and the total amount paid.
  - vi. Litigation: For each Principal Participant, provide a list of all litigation (including all complaints or responses to complaints filed) involving its performance or participation on a project in excess of \$1 million. Include the nature of the litigation, the amount asserted, the parties involved, and the resolution (including current status for unresolved litigation).
  - vii. Successful Claims against the Surety: For any Principal Participant or Major Participant, provide a list of all projects where the owner asserted a successful claim against a bid, performance, or warranty bond. A successful claim is considered one in which the bonding company made any payment or performed any obligation, regardless of the position taken by the bonding company or ultimate finding made by the judicial authority. Provide the value of the amount assessed or work performed, the type and nature of the claim, the parties involved, and the resolution of the claim (including current status for unresolved claims).
  - viii. Suspension or Notice of Default: For the Proposer and each Major Participant, identify any suspension directed by the owner that was not for the convenience of the owner, and any default notice provided by an owner that relates to any performance or non-performance of a contractual obligation. Describe the reasons specified by the owner for any such suspension or notice of default, whether the firm disputed the owner's position, and the outcome of the dispute.
  - ix. Termination for Cause: Describe the conditions surrounding any contract (or portion thereof) entered into by the Proposer or each Major Participant that has been terminated for cause or which required completion by another party. Describe the reasons for termination or notice. Describe the reasons specified by the owner for any such termination, whether the firm disputed the owner's position, and the outcome of the dispute.
- 2) Provide Appendix D, Form PP-2 (Environmental Past Performance), for the Proposer and each Major Participant. Limit this information to the office(s) and or division(s) of the firms that will be performing Work on the Project.

### 3.2.4.1 Past Performance Evaluation Criteria

The Authority will review the information provided in the SOQ, including Forms PP-1, PP-2, and G, and may also contact third parties with respect to relevant information, and will perform a qualitative evaluation of the following:

- 1) Proposer's record of legal and financial performance and its effectiveness at minimizing issues that could adversely impact the Project;
- 2) Proposer's record of completing contracts on time and within the fixed price;
- 3) Proposer's record of managing contracts so as to minimize delays, claims, dispute proceedings, litigation, and arbitration; and
- 4) Proposer's record of meeting environmental compliance requirements.

### 3.2.5 Proposer Organization and Key Personnel

Proposer shall identify the qualified personnel for key positions with demonstrated experience and expertise and a record of producing quality work on projects of a similar nature to this Project. The key positions for the purposes of this RFQ are identified in Section 3.2.5.1.

The following information shall be submitted under Section 5 of the SOQ:

- 1) **Organizational Chart(s):** Provide an organizational chart(s) showing the "chain of command," with lines identifying participants who are responsible for major functions to be performed, and their reporting relationships, in managing, designing, and building the Project. The chart(s) must show the functional structure of the organization down to the design discipline leader or construction superintendent level and must identify Key Personnel by name. Key Personnel must be committed to the Project. Identify all Principal/Major Participants in the chart(s). Identify the critical support elements and relationships of Project management, Project administration, construction management, quality management, safety, environmental compliance, and Subcontractor administration. For each organizational chart, provide a brief, written description of significant functional relationships among participants and how the proposed organization will function as an integrated design-build team. Changes to the Proposer's SOQ organization chart shall abide by the requirements identified in Sections 1.10 and 3.2.5.2;
- 2) **Key Personnel:** Using Appendix D, Form D (Proposed Key Personnel Information), list appropriate information on each Key Personnel position described in Section 3.2.5.1;
- 3) **Required Resumes:** Resumes of Key Personnel, limited to three pages for the Design Build Project Manager and two pages for all other Key Personnel. Resumes will not be counted toward the overall SOQ page limit. If an individual fills more than one position, only one resume is required. Resumes for Key Personnel shall include the following items on each resume:
  - i) Relevant licensing and registration
  - ii) Years of experience performing work comparable to that anticipated for the Project



- iii) Actual work examples (include the capacity on the project in which the person worked (e.g. lead design engineer, utility coordinator)). Including duties performed and percent of time on the job. For each project listed, include:
- a) Name of the project, the owner's contract information (project manager name, phone number, e-mail address), and project number. If the owner project manager is no longer with the owner, provide an alternative contact at the agency who is familiar with the project. The alternative contact must have played a leadership role for the owner during the project.
  - b) Dates of work performed on the project
  - c) Detailed description of the work or services provided and role on the project. If more than one role was played, identify the dates and duration of each role
  - d) Relevant licensing and registration

The listing below describes the minimum Key Personnel for the Project. Personnel to staff these key functions, listed below in Section 3.2.5.1, shall be identified in the required Organizational Chart;

- 4) **Required Licenses:** Evidence that the Proposer and all Major Participants have, or at the time of Contract award will have, all licenses, registrations, and credentials required to design and construct the Project, including date(s) obtained or anticipated to be obtained, type, number, classification, issuing agency, and expiration date. Such information shall include any information on the revocation or suspension of any license, credential, or registration, and provide specific details including date(s), reason(s), for revocation or suspension, whether same was reinstated, and any conditions thereto. At the time the Contract is awarded, the Design-Builder shall be properly licensed in accordance with the laws of the State. Any contractor not so licensed shall be subject to all legal penalties imposed by law, including, but not limited to, any appropriate disciplinary action by the Contractors' State License Board. Failure of the Proposer to obtain proper and adequate licensing for an award of a contract shall constitute a failure to execute the Contract and shall result in the forfeiture of the security of the Proposer; and
- 5) **Subcontractor Information:** Using Appendix D, Form C (Subcontractor Information), identify Subcontractors, except for the designated Designer (which is included on Appendix D, Form E), that the Proposer plans to use, including Major Participants, construction Subcontractors, specialty Subcontractors, and Subcontractors that will perform professional services. Indicate what portion of the Work each Subcontractor is anticipated to undertake.

### 3.2.5.1 Qualifications of Key Personnel

The following provides a brief job description and duties of the Key Personnel functions assigned to the Project. All Key Personnel will be required to be on-site 100% of the time during activities that involve their areas of responsibility. Except as noted, an individual may not fill more than one functional position. The experience listed for each Key Personnel represents a target goal for evaluation purpose for that position.

## 1) Project Manager:

- Responsible for overall design, construction, quality management, and contract administration. The Project Manager shall be assigned to the Project full time and will be required to be on-site for the duration of the Project.
- Reports directly to DB executive management of Proposer
- Has authority to bind DB on all matters relating to the Project
- Fifteen years of experience managing complex infrastructure projects
- Ten years of experience managing the design and construction of major urban freeway projects
- Five years of project management experience in design-build on major urban freeway projects
- Recent experience as Project Manager for design and construction of highway projects similar in scope and complexity
- License as Professional Civil Engineer in California preferred, but not required

## 2) Quality Manager

- Responsible for the development and implementation of the DB quality management program. The Quality Manager shall be assigned to the Project full time and will be required to be on-site for the duration of the Project.
- Reports directly to DB Executive Management
- Has authority to stop work, including construction that does not meet the standards, specifications, or criteria established for the Project
- Must not be assigned any other duties or responsibilities on the production side of the Project
- Recent experience in quality management of design and construction of projects similar in scope and complexity
- Fifteen years of experience managing complex infrastructure projects.
- Five years of major design-build construction management of major urban freeways
- Must be a registered Professional Civil Engineer in the State of California now or by the time the initial notice to proceed is issued

## 3) Design Manager:

- Responsible for coordinating the overall design of the individual design disciplines and ensuring that the overall Project design is completed and design criteria requirements are met. The Design Manager must be on-site full time until the design is 100% complete and as required during the construction phase of the Project.
- Reports directly to Project manager
- Fifteen years of experience managing complex infrastructure projects
- Ten years of experience in managing the design of major urban freeways
- Five years of major design-build project management of major urban freeway systems

- Must be a registered Professional Civil Engineer in the State of California now or by the time the initial notice to proceed is issued
- 4) Construction Manager:
- Responsible for ensuring that the Project is constructed in accordance with the design and Project requirements. Shall be assigned to the Project full time and will be required to be on-site for the duration of the Project.
  - Reports directly to Project Manager. Has authority to stop work.
  - Fifteen years of experience managing complex infrastructure projects.
  - Ten years' experience managing the construction of major urban freeway systems
  - Five years of design-build construction management of major urban freeways
  - License as Professional Civil Engineer in California preferred, but not required
- 5) Design Lead Engineer – Roadway (Engineer of Record):
- Responsible for ensuring that the roadway design is completed in accordance with the Contract and design criteria are met
  - Reports directly to Design Manager
  - Engineer of Record for the roadway design
  - Responsible for following the Quality processes and activities
  - Must be present at all review and design coordination meetings
  - Ten years of recent experience as Engineer of Record and in roadway design on the California State Highway System
  - Ten years of recent experience in the design of roadways in major urban freeway systems similar in scope and complexity
  - Must be a registered Professional Civil Engineer in the State of California now or by the time the initial notice to proceed is issued
- 6) Design Lead Engineer – Structures (Engineer of Record)
- Responsible for ensuring that the structure design is completed in accordance with the contract and design criteria are met
  - Reports directly to Design Manager
  - Engineer of Record for the structure design
  - Responsible for following the Quality processes and activities
  - Must be present at all review and design coordination meetings
  - Ten years of experience as Engineer of Record in the design of complex bridges and other structures similar in scope and complexity on the California State Highway System
  - Ten years bridge design and seismic design experience on California State Highway System
  - Must be a registered Professional Civil Engineer in the State of California now or by the time the initial notice to proceed is issued

## 7) Safety Manager

- Responsible for developing, implementing and managing the DB safety program. Works directly for the Design-Builder and reports directly to the Project Manager. Assigned to the Project full time and will be required to be on-site for the duration of the Project
- Ten years of experience managing complex infrastructure projects
- Certification from a recognized organization of industry standard such as the Board of Certified Safety Professionals (BCSP), The National Examination Board in Occupational Safety and Health (NEBOSH), or a similar recognized Professional Health, Safety and Environmental (HSE) organization
- Five years of construction safety management experience in implementing and managing safety programs and maintaining compliance with health, safety, and environmental regulations during construction activities on major urban freeways.
- Must have authority to stop work and past experience in authorizing to stop work.
- Must be familiar with FHWA work zone safety regulations and must have at least ten (10) years of experience working with roadway work zone safety and OSHA regulation

## 8) Utility Coordinator

- Responsible for coordination of utility requirements of the Design-Builder and for ensuring that utility issues are resolved prior to start of construction work
- Assigned to the Project full time and will be required to be on-site for the duration of the Project
- Ten years of experience with complex infrastructure projects with direct management of utility coordination function
- Five years of management of utility coordination function on major urban freeways

## 9) Project Scheduler

- Works directly for the Design-Builder
- Fifteen years of experience in scheduling complex infrastructure projects
- Five years of experience of schedule management on major urban freeways

## 10) Environmental Compliance Manager

- Previous experience on more than one project that required substantial permitting and coordination with agencies such as the Army Corps of Engineers, California State Regional Water Quality Control Board, California Department of Fish and Wildlife (including preparation of permit applications), implementing measures addressing impacts to threatened and endangered species, implementing measures addressing impacts to waters, and implementing measures addressing cultural and paleontological resources (including on-site monitoring related to all of the above)
- Certification from a recognized organization such as the Institute of Hazardous Materials Management (IHMM), the Academy of Board Certified Environmental

- Professionals (ABCEP), or a similar recognized professional environmental organization
- Previous experience with National Environmental Policy Act (NEPA) Assignment per Title 23 United States Code 327
  - Experience requiring implementation of environmental commitments and mitigation measures to address resources such as air quality, noise, and hazardous waste compliance requirements
  - Previous experience developing measures to satisfy permitting requirements, including Section 401, 404, and 1602 requirements as identified by the corresponding resource agency

#### 11) Traffic Manager

- Ten (10) years recent experience providing maintenance of traffic design on similar complex types of projects
- Must be a registered Professional Civil Engineer in the State of California now or by the time the initial notice to proceed is issued

#### 12) Public Information Manager

- Responsible for providing accurate schedule information to the Authority Community Outreach Project Manager in a timely manner, reviewing project schedule and alerting outreach staff of common construction activities that may disturb Project stakeholders such as dust, pile driving, vibration, and night work.
- Must be familiar with and be able to provide content for communication mediums such as construction alerts, press releases, neighborhood meetings, digital communications and social media
- Must alert outreach staff of any activities involving crisis communications such as a fatality, accident in job zone (related and un-related) to construction activity
- Experience on multiple highway transportation projects as a liaison between the contractor, field staff and owner
- Experience translating technical information into layman's terms for inclusion into public outreach process.

In addition to resumes, provide the following information for each Key Personnel:

1. Percent time committed to the Project, including percent of time during design, post design and construction activities.
2. Percent time committed to other projects (including a description of these other projects)

#### **3.2.5.2 Changes in Proposer Organization and Key Personnel**

Authority wants to ensure that Proposers are able to develop and attract the greatest range and depth of expertise as may be necessary to participate in the procurement, design, and construction of the Project in an innovative, effective, and efficient manner. Accordingly, Authority shall permit Proposers to add team members and reorganize the Proposer entity through the procurement process until submittal of the Proposals as described herein.

Notwithstanding the foregoing, and subject to Section 1.14, following submittal of the SOQs, the following actions may not be undertaken without Authority's prior written consent, in its sole discretion:

- Deletion or substitution of a Proposer team member identified in its SOQ (i.e., Principal/Major Participants, Designer);
- Deletion or substitution of Key Personnel identified in Section 3.2.5.1 of this RFQ and Appendix D, Form D (Proposed Key Personnel Information) of its SOQ;
- Deletion or substitution of a Principal Participant or any other entity that will bear financial responsibility or liability for the performance of the Proposer; and
- Other changes in the equity ownership or team membership of a Proposer.

Should a Proposer wish to make such a change, it shall notify and request Authority's consent in writing and shall provide, for any new or substitute entity, the same information required under this RFQ for such entity had it been part of the Proposer team as of the SOQ submission (including, without limitation, legal, financial, and qualifications/experience). If a Proposer wishes to delete an entity, the Proposer shall provide Authority with information establishing that the Proposer's qualifications are not adversely affected and that it is appropriate for the Proposer to remain on the short-list. Failure to secure the consent of Authority may, at Authority's sole discretion, result in the Proposer being disqualified.

### **3.2.6 Project Understanding and Approach**

To demonstrate an understanding of the Project and provide an approach to successful delivery of the project, Proposers shall submit the following under Section 6 of the SOQ:

- 1) Provide a narrative describing the Proposer's understanding of the Project scope;
- 2) Identify the top construction risks of the Project, the Proposer's understanding of the risks, and potential solutions to address the risk;
- 3) Identify the top design risks of the Project, the Proposer's understanding of the risks, and potential solutions to address the risk;
- 4) Identify the top environmental risks associated with the Project, the Proposer's understanding of the risks, and potential solutions to address the risk;
- 5) Narrative description of the Design-Builder's approach to managing design-build Project delivery. The narrative should describe the organization, roles and responsibilities and communication in providing efficient and effective delivery.
- 6) Narrative description of how the Proposer will use its organization and the design-build process to meet the Authority's Project goals listed in Section 1.4.2; and
- 7) Demonstration of skilled labor force availability. Skilled labor force availability shall be determined by the existence of an agreement with a registered apprenticeship program, approved by the California Apprenticeship Council, that has graduated at least one apprentice in each of the preceding five years. This graduation requirement shall not apply to programs providing apprenticeship training for any craft that was first deemed

by the Department of Labor and the Department of Industrial Relations to be an apprenticeable craft in the past five years.

### **3.2.7 Quality Management Program**

Proposer shall demonstrate its approach in implementing a Quality Management Program under a design-build project in which construction verification and design verification functions are managed and performed by the Authority and Caltrans in accordance with applicable law, while the Proposer is responsible for overall quality management that includes quality control and validation of administration, design and construction.

Requirements and information to be submitted under Section 7 of the SOQ include a written approach with respect to administration, design and construction quality management. The Proposer's approach should demonstrate an understanding of the following attributes:

- 1) Narrative description of the Proposer's approach to quality control and validation of administrative functions;
- 2) Narrative description of the Proposer's approach to quality control and validation during design;
- 3) Narrative description of the Proposer's quality control and validation during construction;
- 4) Narrative description of the coordination between Authority and the Design-Builder organization; and
- 5) Narrative description of the coordination with other agencies.

## **3.3 SOQ Attachments**

### **3.3.1 Resumes (Attachment A)**

Proposers shall provide resumes in Attachment A as described in Section 3.2.5 (Proposer Organization and Key Personnel).

### **3.3.2 Legal and Financial Documents (Attachment B)**

Proposers shall provide legal and financial documents as follows:

#### **3.3.2.1 Legal Documents**

Proposer shall submit in Attachment B applicable documents specified in Section 3.2.1 (Legal Structure) and in Appendix B (Format and Organization of Statement of Qualifications).

#### **3.3.2.2 Financial Documents**

To demonstrate Proposer's team members possess the financial capacity to enter into a contract with Authority and the resources to successfully complete the Project, Proposer shall submit the following in Attachment B of the SOQ:

- 1) Financial statements for the three most recent fiscal years, audited by a certified public accountant in accordance with GAAP or IFRS, for each of the following entities: (1) the Proposer (if available); (2) each joint venture member or general partner of the Proposer (if applicable); and (3) any other entity that will be financially responsible for the Contract. Each financial statements shall include:

- (i) Opinion letter (auditor's report);
- (ii) Balance sheet;
- (iii) Income statement;
- (iv) Statement of changes in cash flow; and
- (v) Footnotes.

If financial statements are prepared in accordance with principles other than GAAP or IFRS, the proposal must include a letter from the certified public accountant of the applicable entity, addressing the areas of the financial statements that would be affected by a conversion to GAAP or IFRS, and the financial impact thereof.

If the Proposer is a newly formed entity and does not have independent financial statements, financial statements for the Principal Participants 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 US dollars. If audited financial statements are not available for an entity, the SOQ shall include unaudited financial statements for such entity, certified as true, correct and complete by the chief financial officer or treasurer of that entity.

The Proposers are advised that, if the SOQ includes unaudited financial statements for any Principal Participant, a parent company of such Principal Participant will be required to provide a guaranty of the Design-Builder's obligations under Contract. The SOQ shall identify each proposed guarantor and shall include audited financial statements for each proposed guarantor. The Proposers shall also note that even if a Principal Participant provides audited financial statements and meets the minimum financial requirements stated in this RFQ, the Owner reserves the right, in its discretion and based upon the review of the information provided in response to this Section 3.3.2, to require that the Proposer identify a parent company of such Principal Participant to act as a guarantor and provide acceptable financial statements for the proposed guarantor.

If a Proposer or any Proposer team member who submits a financial statement, as required herein, files a report with the Securities and Exchange Commission (SEC), then electronic links to the latest SEC Form 10-K and SEC Form 10-Q shall be provided.

- 2) A letter or other written documentation signed by an authorized representative of a surety or insurance company stating that the Proposer is capable of obtaining a Performance Bond and Payment Bond (refer to Section 1.15.1 for bond amounts) covering the Project, notarized and accompanied by appropriate evidence of authorization. Letters indicating "unlimited" bonding capability are not acceptable;
- 3) Insurance certifications, either a certificate of insurance evidencing current policies of, or written evidence from an insurance company or broker indicating that the Proposer is capable of complying with Section 1.15.2 (Insurance Requirements).

### **3.3.2.3 Financial Pass-Fail Requirements**

A Proposer must satisfy the following financial pass-fail requirements in order to be eligible for consideration for the short-list:



- 1) Financial statements meeting the requirements specified in Section 3.3.2.2 (1) show that the Proposer has financial capacity to enter into a design-build contract and the resources to successfully complete the Project;
- 2) Letter meeting the requirements of Section 1.15 is from a surety or insurance company admitted to do business in the State of California, rated in the top two categories by two nationally recognized rating agencies, or have a “Best’s Credit Rating” of at least “A minus” and “Class VIII” or better by A.M. Best Company; and
- 3) Proposer has provided evidence of capability to provide insurance as provided in Section 3.3.2.2 (3).

#### **4 SOQ SUBMITTAL REQUIREMENTS**

The following sections describe requirements that all Proposers must satisfy in submitting SOQs. Failure of any Proposer to submit its SOQ as required in this RFQ may, at Authority’s sole discretion, result in rejection of its SOQ. All rejected SOQs will be returned to the contact person identified in the SOQ.

##### **4.1 General Requirements**

Required forms for the SOQ are contained in Appendix D of this RFQ. Any material modification to the forms may result in the SOQ being declared non-responsive.

Proposers shall provide brief, concise information that addresses the objectives and the requirements of the Project consistent with the evaluation factors described in Section 5.3. Lengthy narratives containing extraneous information are discouraged.

If the Proposer submits information in its SOQ that it believes to be protected records under the Public Records Act and that it wishes to protect from disclosure, the Proposer shall mark such information as provided in Section 6.2.

##### **4.2 Quantities, Due Date, Time, and Location**

One original and nine (9) copies of the SOQ must be provided. The original copy must be marked “Original” on its front cover. Each copy must be identified on its front cover, in the upper right hand corner as (Copy \_\_\_ of 9 Copies). In addition to the above, Proposers shall also include two electronic copies of the entire SOQ submittal package in PDF format, each on a separate CD or DVD.

The outside of the sealed SOQ packages must be clearly identified and labeled as follows:

- 1) Return address: Proposer’s name, contact person’s name, mailing address
- 2) Date of submittal
- 3) Packages labeled as “RFQ 4-1595,” “Statement of Qualifications,” and “DO NOT OPEN.”

All SOQs must be received by 5:00 p.m. Pacific Time on the day specified in Section 2.1 and delivered to the following address, if in-person delivery is made:

Orange County Transportation Authority  
Contracts Administration and Materials Management  
550 South Main Street, 4<sup>th</sup> Floor

Orange, CA 92863-1584

Attention : Ms. Reem Hashem, Principal Contract Administrator:

Proposals delivered by the U.S. Postal Service shall be addressed as follows:

Orange County Transportation Authority

Contracts Administration and Materials Management

P.O. Box 14184

Orange, CA 92863-1584

Attention: Ms. Reem Hashem, Principal Contract Administrator

One copy of each completed Questionnaire (Appendix D, Form G) and one copy of each completed Disclosure of Potential Conflict of Interest Certification (Appendix C, Exhibit 3) are to be provided in a separate sealed package and delivered with the original and all copies of the SOQ.

For hand-delivered SOQ submittals to Authority, Proposer must request a date-stamp and time-stamp upon arrival and maintain such information for their records.

SOQ submittals will be considered non-responsive if all required copies are not received in the specified locations by the date and time specified in this RFQ.

Copies of the SOQ delivered by fax or email will not be accepted.

Any SOQ delivered after the deadline will be rejected without opening, consideration, or evaluation and will be returned, unopened, to the sender.

#### **4.3 SOQ Format Requirements**

A Proposer's SOQ format must adhere to the requirements outlined in Appendix B. Additional information beyond those requirements contained in Appendix B may be provided; however, the evaluation will be based only on those materials identified in Appendix B.

The front cover of each SOQ must be labeled with "I-405 Improvement Project" "Statement of Qualifications," and the date of submittal.

#### **4.4 Protest of Short-Listing and Award**

The decision of Authority as to Proposer short-listing and the subsequent award of the Contract shall be final and shall not be appealable, reviewable, or re-evaluated in any way, except as provided in Section 6. Parties participating in the RFQ phase of this procurement shall be deemed to have accepted this condition and the other requirements of this RFQ.

### **5 EVALUATION PROCESS**

Section 5 outlines the evaluation factors for the RFQ phase of the procurement. This information is intended to assist Proposers in organizing their teams and preparing their SOQs.

#### **5.1 SOQ Evaluation**

Authority will evaluate all responsive SOQs and measure each Submitter's response against the Project goals and selection criteria set forth in this RFQ, resulting in a numerical score for each SOQ.

## 5.2 Evaluation Objective

The objective of the RFQ step of the procurement is to short-list the most highly qualified Proposers with the legal, technical, financial, and management capability, capacity, and experience necessary to successfully undertake and complete the Work. The Design-Builder will have primary responsibility to plan, design, manage, and control the Project and to complete the Project on or ahead of schedule.

## 5.3 SOQ Evaluation Factors

The information submitted in accordance with Section 3 will be evaluated by the Authority in accordance with the initial responsiveness review as defined in Section 5.3.1, the pass-fail categories listed in Section 5.3.2, and the scored categories as set forth in Section 5.3.3.

### 5.3.1 Initial Responsiveness Review

Each SOQ will initially be reviewed for: (i) minor informalities, irregularities, and apparent clerical mistakes that are unrelated to the substantive content of the SOQ; (ii) the Proposal's conformance to the RFQ instructions regarding organization and format; and (iii) the responsiveness of the Proposer to the requirements set forth in the RFQ. Proposers submitting SOQs not responsive to this RFQ may be excluded from further consideration. Authority may also exclude from consideration any SOQ that contains a material misrepresentation.

### 5.3.2 Pass-Fail Categories

Each SOQ will be reviewed to determine compliance with the legal, financial, and safety pass-fail criteria specified in specified in Sections 3.2.1, 3.2.2, and 3.2.3.

### 5.3.3 Scored SOQ Categories

Each scored category of a responsive SOQ will be evaluated and scored by the Authority according to the following:

- 1) **Firm Experience (15 Points)**: Demonstrated experience relevant to the size, complexity, and composition of the anticipated Project and the experience of the Proposer, Principal Participants, Major Participants, and other subcontractors and consultants, including Specialty Subcontractors, with emphasis on design-build; environmental and quality compliance; highway and highway structures; reconstruction using innovative designs; complex structures; methods and materials; and construction in environmentally sensitive areas.
- 2) **Past Performance (10 Points)**: Demonstrated record of performance over the past five years, including (i) claims history (to include arbitration, disputes review board, litigation, performance claims brought against the surety, termination for cause, suspension for cause, and defaults); (ii) disciplinary action; (iii) client references; and (iv) awards, citations, and commendations.
- 3) **Proposer Organization and Key Personnel (40 Points)**: Demonstrated an effective organization for delivery of the Project. Key personnel experience and qualifications relevant to the size, complexity and composition of the Project.
- 4) **Project Understanding and Approach (15 Points)**: Demonstrated understanding of the Project and the risks involved with successful delivery. Demonstrated effective strategies

for risk mitigation. Demonstrated effective approaches to managing and delivering the Project.

- 5) **Quality Management Program (20 Points):** Demonstrated understanding of quality management on design-build projects and interaction with the Authority. Provided effective approach to quality management in administration, design and construction.

#### **5.4 Evaluation and Scoring Process**

The Authority will ascertain whether the SOQ has satisfied the pass-fail criteria as described in Section 5.3.2. The Authority will evaluate the SOQs using the scored categories defined under Section 5.3.3 to arrive at a total score for each SOQ, and a short-list of Proposers. Proposers that receive a total score of less than 70 points will not be eligible for the short-list.

#### **5.5 Notification of Short-listing**

Upon completion of the SOQ evaluation and scoring process, Authority will publish the list of short-listed Proposers on its CAMM NET website:

[www.octa.net/cammnet](http://www.octa.net/cammnet)

Announcement of short-listing is anticipated on the date specified in Section 2.1.

## **6 PROTEST PROCEDURES AND PUBLIC RECORDS ACT**

### **6.1 Protest Procedures**

Any Proposer advised that it has not been short-listed hereunder may file a protest in accordance with these provisions. No protests may be filed by the short-listed Proposers regarding the ranking received in the short-list.

#### **6.1.1 Submission of Protest**

Any protest regarding short-listing shall be filed with the Director of Contracts Administration and Materials Management (“Director of CAMM”), addressed as follows:

If delivered using the U.S. Postal Service:

**Orange County Transportation Authority  
Contracts Administration and Materials Management Department  
550 South Main Street, P.O. Box 14184  
Orange, California 92683-1584  
Attention: SHORT-LIST PROTEST**

If delivered by other means:

**Orange County Transportation Authority  
Contracts Administration and Materials Management Department  
600 South Main Street  
Orange, California 92863  
Attention: SHORT-LIST PROTEST**

The protest must be filed no later than seven (7) calendar days following notification by the Authority to the Proposers of the Board's approval of the list of short-listed Proposers and shall include the name and address of the Proposer, the solicitation number and project description, a statement of the grounds for protest and the resolution to the protest desired from the Authority.

The protest may request that the Director of CAMM provide notification to the Proposer, in writing, of the basis for the disqualification. If such a request is made, the Director of CAMM shall provide the requested information to the Proposer within five (5) business days.

Within five (5) calendar days following (a) the date of filing the protest, or (b) the date on which the Director of CAMM provides notification of the basis for disqualification, whichever is later, the Proposer shall file with the Director of CAMM a detailed statement of the grounds, legal authority and facts, including all documents and evidentiary statements, in support of its protest. The Authority shall provide copies of said protest to all other Proposers. Evidentiary statements, if any, shall be submitted under penalty of perjury. The Proposer shall have the burden of proving its protest. No additional material will be accepted for consideration during the protest review unless specifically requested by the Director of CAMM. If additional material is requested, it must be submitted by the requested date.

The Director of CAMM shall issue a recommended decision regarding the protest within five (5) calendar days following the filing of the Proposer's detailed statement of protest. Unless otherwise required by law, no evidentiary hearing or oral argument shall be provided, except that in the sole discretion of the Director of CAMM, a hearing or argument may be permitted if necessary or for protection of the public interest or an express, legally recognized interest of a Proposer.

#### **6.1.2 Review by Authority's Chief Executive Officer ("CEO")**

In the event of an adverse recommended decision by the Director of CAMM, the Proposer may request in writing a review by the CEO no later than five (5) calendar days after the Director of CAMM has rendered the recommendation. The Proposer shall submit only the information previously submitted to the Director of CAMM by the Proposer and any other person, as well as the Director of CAMM's recommendation. Only material that was previously submitted to the Director of CAMM will be considered. It shall be the responsibility of the Director of CAMM to see that all information regarding any protest is made available to the CEO upon his/her request.

The CEO will render a written final recommended decision within five (5) calendar days after receipt of the request for review of the protest by the CEO.

#### **6.1.3 Final Decision**

If the Proposer does not timely request a review of the recommended decision made by the Director of CAMM, then the recommended decision shall become the final decision and shall not be subject to further challenge.

#### 6.1.4 General Provisions

If a protest is denied, the Proposer shall be liable for the Authority's costs reasonably incurred in defending against the protest, including legal and consultant fees, and any unavoidable damages sustained by the Authority as a consequence of the protest. If the protest is granted, the Authority shall not be liable for payment of the Proposer's costs unless the Authority acted fraudulently or in bad faith in opposing the protest. Except as provided in the previous sentence, the Authority shall not be liable for any damages to the entity filing the protest or to any participant in the protest, on any basis, express or implied.

Nothing contained herein shall be construed to act as a limitation on Authority's choice of remedies nor confer any right upon any interested party to a remedy.

Any Proposer that does not file a timely protest waives any and all rights to challenge the short-listing decision of the Authority, whether by administrative process, judicial process or any other legal process or proceeding. The failure of any reviewing party to issue a determination on the protest within the required period of time shall be deemed a denial of the protest.

The Authority has no obligation to modify the procurement schedule to allow for completion of a protest process. However, any Proposer that files a protest hereunder will be allowed to participate in the industry review process for the Project pending a final decision on the protest.

#### 6.2 Public Records Act

All written correspondence, exhibits, photographs, reports, printed material photographs, tapes, electronic disks, and other graphic and visual aids submitted to Authority during this procurement short-listing process, including as part of the response to this RFQ, are, upon their receipt by Authority, the property of Authority and are subject to the California Public Records Act (Chapter 3.5, commencing with Section 6250, of Division 7 of Title I of the Government Code) (the "Act"), except as otherwise provided in the Act. None of the aforementioned materials will be returned to the submitting parties. Proposers should familiarize themselves with the provisions of the Act. In no event shall Authority, or any of its agents, representatives, consultants, directors, officers or employees be liable to Proposer or member of a Proposer for the disclosure of all or a portion of a SOQ submitted under this RFQ.

If a responding Proposer has special concerns about information which it desires to make available to Authority but which it believes constitutes a trade secret, proprietary information, or other information excepted from disclosure under Public Contract Code §6824(c) or otherwise, such responding Proposer team should specifically and conspicuously designate that information as "TRADE SECRET" or "CONFIDENTIAL" in its filed response to this RFQ. Blanket, all-inclusive identifications by designation of whole sections as containing proprietary information, trade secrets or confidential commercial or financial information shall not be permitted and shall be deemed invalid. The specific proprietary information, trade secrets or confidential commercial and financial information must be clearly identified as such.

The Authority will endeavor to advise the submitter of any request pursuant to the California

Public Records Act and any other applicable laws for the disclosure of any material properly labeled as proprietary, trade secret or confidential so as to allow the submitter the opportunity to seek a court order to protect such materials from disclosure. Under no circumstances, however, will the Authority be responsible or liable to the submitter or any other party for the disclosure of any such labeled materials, whether the disclosure is deemed required by law, by an order of court, or occurs through inadvertence, mistake or negligence on the part of the Authority or its officers, employees, contractors or consultants.

The Authority will not advise a submitting party as to the nature or content of documents entitled to protection from disclosure under the California Public Records Act or other applicable laws, as to the interpretation of the California Public Records Act, or as to the definition of trade secret. The submitting party shall be solely responsible for all determinations made by it under applicable laws, and for clearly and prominently marking each and every page or sheet of materials with "TRADE SECRET" or "CONFIDENTIAL" as it determines to be appropriate. Each submitting party is advised to contact its own legal counsel concerning the California Public Records Act, other applicable laws and their application to the submitting party's own circumstances.

In the event of litigation concerning the disclosure of any material submitted by the submitting party, the Authority's sole involvement will be as a stakeholder retaining the material until otherwise ordered by a court, and the submitting party shall be responsible for otherwise prosecuting or defending any action concerning the materials at its sole expense and risk. The submitting party shall reimburse the Authority for any expenses it incurs in connection with any such litigation

## **7 NOTIFICATION OF SHORT-LISTING AND DEBRIEFING**

Proposers who submit an SOQ in response to this RFQ shall be notified via CAMM NET of the short-listing. Such notification shall be made within three (3) business days of the date the short-listing is determined.

Once Authority awards the Contract to a Design-Builder, Authority will arrange meetings with each of the Proposer organizations if requested by a Proposer. These debriefing meetings give Proposers and Authority an informal setting to discuss the RFQ and RFP procurement process. Proposers who wish to be debriefed must request the debriefing in writing or email, and the Authority must receive it within seven (7) business days of notification of the short-listing.

## **8 AUTHORITY RESERVED RIGHTS**

Authority reserves to itself all rights available to it under the Public Contract Code and applicable law, including without limitation, the following, with or without cause and with or without notice:

- 1) Withdraw or cancel this RFQ in whole or in part at any time prior to the execution by Authority of a Design Build contract, without incurring any cost obligations or liabilities
- 2) Issue a new RFQ
- 3) Accept or reject any and all submittals
- 4) Modify dates set or projected in this RFQ

- 5) Terminate evaluations of submittals received
- 6) Waive any informalities, irregularities or omissions in a SOQ
- 7) Permit clarifications or supplements to an SOQ, or accept and review a non-conforming SOQ;
- 8) 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 a subsequent RFP; and
- 9) Issue addenda to this RFQ, and issue addenda to the RFP

SOQs must not be copyrighted, and once received become the property of the Authority.

Authority assumes 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 responding to this RFQ. All such costs shall be borne solely by the Proposer. In no event shall Authority be bound by, or liable for, any obligations with respect to the project until such time (if at all) as the Contract, in form and substance satisfactory to Authority, has been authorized and executed by Authority and, then, only to the extent set forth therein. Authority makes no representations that any contract will be awarded based on this procurement.

If only one Proposer responds to the RFQ or if the Authority determines that an insufficient number of Proposers are qualified to perform the work, Authority may re-advertise or cancel the Project as Authority deems necessary.

### **8.1 Authority Disclaimers**

In issuing this RFQ and undertaking the procurement process contemplated hereby, Authority specifically disclaims the following:

- 1) Any obligation to award or execute a Contract pursuant to this RFQ or the RFP or to issue an RFP; and
- 2) Subject to Section 1.8, any obligation to reimburse a Proposer for any costs it incurs under this procurement.

In submitting an SOQ in response to this RFQ, the Proposer is specifically acknowledging these disclaimers.



**Appendix A: Project Description, Design-Builder Responsibilities, and Project Status**

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**Appendix A – Table of Contents**

- 1 Project Description**
- 2 Design and Construction Requirements**
- 3 Design-Builder Responsibilities**
- 4 Project Status**
- 5 Additional Project Documentation**

## 1 Project Description

OCTA, in partnership with Caltrans, proposes to improve I-405 between SR-73 and I-605. On July 25, 2014, Caltrans informed OCTA that Alternative 3, in a phased approach, would be the recommended preferred alternative (PA). Under this phased approach, OCTA will construct the first phase of the PA, generally consisting of one general purpose lane in each direction from Euclid Street to I-605 (the Project). This first phase is fully funded and is the basis for the design-build contract scope of work. Caltrans intends to pursue funding for the second phase, which entails the construction of an additional lane in each direction that would combine with the existing high-occupancy vehicle lane to provide dual tolled express lanes in each direction on I-405 from SR-73 to I-605. Therefore, the proposed Project will consist of designing and constructing an improvement that generally adds one general-purpose lane in each direction of I-405 from approximately Euclid Street to (I-605) and also consists of the following:

1. Auxiliary lanes at appropriate locations
2. Generally standard shoulders for freeway and interchange ramps
3. Reconfiguration of various interchange ramps for increased ramp storage capacity
4. Additional thru and turn lanes at ramp intersections
5. Improvements to nearby arterial street intersections affecting interchange operations
6. Removal of HOV preferential lane from on-ramps to increase ramp storage capacity
7. A new on-ramp from eastbound Euclid Street/Ellis Avenue to southbound I-405
8. New, replaced, and modified structures including railroad overheads
9. Upgrades to existing flood channels, a new storm drain bypass system, and other drainage improvements

The scope of the Project may be revised during the development of the Request for Proposals (RFP) but is anticipated to include the following:

1. Maintenance of traffic during construction;
2. Drainage systems, including stormwater treatment systems;
3. New pavement and rehabilitation of existing pavement;
4. New structures and modification/rehabilitation of existing structures;
5. Construction surveying;
6. Coordination with other construction projects within the corridor to increase mobility;
7. Coordination with the local cities and county;
8. Coordination with Union Pacific Railroad and US Navy;
9. Coordination with Authority's public involvement management team, including development and implementation of a public information plan as part of the construction phase of this Project;
10. Coordination with utility companies, and (as required) relocation and protection of existing utilities
11. Obtaining necessary environmental permits and authorizations and/or preparing all required documentation for issuance of same, from federal and State agencies such as Army Corps of Engineers, United States Fish and Wildlife Service, United States Forest Service, Orange County Flood Control District, and California Department of Fish and Wildlife, and also, including noise permits from local agencies (if necessary), National Pollutant Discharge Elimination System (NPDES) permit, etc.; and
12. Maintaining the roadway and roadway facilities within the Project limits during construction.

## 2 Design and Construction Requirements

**Design:** The Project shall be designed to current Caltrans and AASHTO standards. The Design-Builder will have as much flexibility in the design of the Project as applicable standards and environmental requirements allow. However, major changes to roadway geometry will be subject to Authority and Caltrans approval, which will include consideration of environmental, and right-of-way impacts, as well as impacts caused by various Federal and State agencies' requirements for review and approval.

**Construction:** It is anticipated that the Project will be constructed within the highway right-of-way proposed to be acquired. The Project must be constructed so as to maintain traffic flow throughout the construction process. It is anticipated that the *Caltrans May 2010 Standard Specifications* and *2010 Standard Plans* will apply.

### 3 Design-Builder Responsibilities

The successful Design-Builder will be responsible for furnishing all labor, material, plant, equipment, services, and support facilities for the following Project elements, including but not limited to:

1. Design and construction of all Project components;
2. Management of the Project, design, and construction;
3. Project-related public involvement activities;
4. Coordination with Project stakeholders, other contractors, and utility owners;
5. Design quality;
6. Construction quality;
7. Implementation of all environmental avoidance, minimization, and/or mitigation measures, including compliance monitoring;
8. Environmental permitting;
9. Development and implementation of additional environmental investigations, monitoring, and investigation along with any resultant additional measures, including monitoring associated with or resulting from Design-Builder's activities;
10. Maintenance and protection of traffic, including both temporary and permanent access to properties;
11. Project safety and security;
12. Preliminary engineering, such as surveys and geotechnical investigations;
13. Remediation of harmful and/or hazardous materials caused by the Design-Builder during design and construction;
14. Drainage analysis and design, including floodplain evaluation studies, location hydraulics studies, hydraulics and hydrology calculations, remediation strategies for hydroplaning due to widening;
15. Erosion control;
16. Construction waste disposal and handling;
17. Required clearances, licenses, construction easements, and permits for Design-Builder Work, Work sites, storage areas, etc., both on- and off-site;
18. Ancillary works, such as temporary fencing, relocation of drainage, Work sites, and temporary works;
19. Material location, acquisition, permits, and transportation including all required environmental investigations and compliance;
20. Utility coordination and (as required) relocation, and protection of existing utilities; and
21. Site clearance.

## 4 Project Status

The status of the Work being completed for the Project by Authority is summarized as follows.

**Survey:** The RFP will include preliminary Topographic Map (in 2D format) of the corridor in an electronic format.

**Preliminary Engineering:** Authority is preparing preliminary engineering documentation for the Project. The RFP will include these preliminary engineering documents for Proposers' information.

**Utilities:** A preliminary Subsurface Utilities Engineering (SUE) analysis will be conducted by Authority. The RFP will include copies of SUE information collected by Authority, along with established constraints and responsibilities for impacted utilities.

**Environmental:** The Project is in the process of completing California Environmental Quality (CEQA) and National Environmental Policy Act (NEPA) requirements associated with the Preliminary Engineering phase of the project. The proposed Project currently remains in the environmental process, and a record of decision (ROD) has not been obtained. Additional alternatives, including a no-build alternative, are being considered in the environmental process, and it is possible that the Project scope may be modified through the environmental process or that a no-build alternative may be adopted. Nothing contained in this RFQ is intended to modify, limit, or otherwise constrain the environmental process or commit the Authority or any other entity to undertake any action with respect to the Project, including any procurement or the final design and construction of the proposed Project. Technical Studies prepared in support of the combined CEQA/NEPA Environmental Document (Environmental Impact Report [EIR] for CEQA and Environmental Impact Statement [EIS] for NEPA) will be included along with the Environmental Document [EIR/EIS] as part of the RFP. The Final EIR/EIS is expected to be completed in the first quarter of 2015 and the Notice of Determination for CEQA and a ROD for NEPA are anticipated to be obtained in the second quarter of 2015.

**Plans:** As-built plans for the existing highway facility are available for review by the Proposers. Copies will be made available to Proposers during the RFP.

**Geotechnical:** Soil boring information collected by Authority will be provided with the RFP.

**Permitting:** The Project will require various environmental, utility, and agency permits/approvals. The responsibility for obtaining each of the permits/approvals will be detailed in the RFP.

## 5 Additional Project Documentation

To provide additional information pertaining to Project development by Authority, the following documents are being made available to potential Proposers. These documents can be found on CAMM NET:

1. Draft Project Report
2. Supplemental Draft Project Report
3. Draft EIR/EIS
4. Supplemental Draft EIR/EIS

**Appendix B: Format and Organization of Statement of Qualifications**

## Appendix B

### FORMAT AND ORGANIZATION OF STATEMENT OF QUALIFICATIONS

#### 1 Organization

The SOQ shall be organized as follows and as depicted in Table B-1 below:

1. Transmittal Letter (Form A from this RFQ) and Proposer Certification (Form B from this RFQ)
2. Text sections:
  - 1) Section 1 – Legal Structure;
  - 2) Section 2 – Safety Program;
  - 3) Section 3 – Firm Experience;
  - 4) Section 4 – Past Performance;
  - 5) Section 5 – Proposer Organization and Key Personnel;
  - 6) Section 6 – Project Understanding and Approach; and
  - 7) Section 7 – Quality Management Program.
3. Attachments:
  - 1) Attachment A (Resumes); and
  - 2) Attachment B (Legal and Financial Documents).

#### 2 Pages and Binders

The sections and appendix shall consist of loose-leaf pages that are 8 ½” by 11” and white, except for charts, exhibits, and other illustrative and graphical information, which may be submitted on 11” by 17” paper and folded to 8 ½” by 11”. 11” by 17” pages will count as one page. There is a maximum limit of 20 pages total for Sections 6 and 7 of the Proposer’s SOQ package. Specific page limitations pertaining to Sections 1 through 5 and Attachments A and B of the Proposer’s SOQ package are defined in Table B-1 of this appendix. The cover letter and each section shall be combined in one three-ring binder, and the complete attachments shall be placed together in a separate three-ring binder. The sections (and, optionally, subsections) shall be separated with lettered or numbered dividers. Color photographs, renderings, and brochures, if any, shall be adequately bound and suitably protected for handling and circulation during review and evaluation.

#### 3 Page Format

Text shall be in a standard font that is a minimum of twelve points in size, single-spaced, and printed double-sided. Each page shall be numbered consecutively within each section (i.e., 1-1, 1-2...; 2-1, 2-2...; 3-1, 3-2..., etc.), and the page numbers shall be centered at the bottom of each page.

#### 4 Clarity and Conciseness

Proposers should make every effort to present information clearly and concisely. Documentation that is difficult to read may be rejected and may lead to disqualification.

#### 5 Reproducibility

All SOQ pages shall be easily reproducible in black and white by standard photocopying machines.

#### 6 Submittal

One original and nine (9) copies of the SOQs and attachments shall be provided. In addition, two electronic copies of the entire SOQ submittal in PDF format, each on a separate CD or DVD shall be provided.

Table B-1: Specifications for SOQs

SOQ Section	Section Title and Required Information	RFQ Reference
	<p><b>Transmittal Letter and Proposer SOQ Certification</b> <i>(no overall page limitation for this section):</i></p> <ul style="list-style-type: none"> <li>• Transmittal Letter (<u>Appendix D, Form A</u>), to be signed by duly authorized representatives of all equity members of the Proposer’s team; and</li> <li>• Proposer SOQ Certification (<u>Appendix D, Form B</u>), to be provided by all equity members of Proposer.</li> </ul>	<b>3.1</b>
<b>Section 1</b>	<p><b>Legal Structure</b> <i>(no overall page limitation for this section):</i></p> <ul style="list-style-type: none"> <li>• Description of proposed legal structure;</li> <li>• Identification of Principal/Major Participants;</li> <li>• Response to <u>Section 3.2.1 (3)</u> if required; and</li> <li>• Response to <u>Section 3.2.1 (4)</u> if required.</li> </ul>	<b>3.2.1</b>
<b>Section 2</b>	<p><b>Safety Program</b> <i>(no overall page limitation for this section):</i></p> <p>Safety Record for the most recent three-year period.</p>	<b>3.2.2</b>
<b>Section 3</b>	<p><b>Firm Experience</b> <i>(no overall page limitation for this section):</i></p> <ul style="list-style-type: none"> <li>• A brief narrative summary of each firm’s capability and capacity, a maximum of two pages for each firm is permitted;</li> <li>• Project description demonstrating each Major Participant’s experience.</li> </ul>	<b>3.2.3</b>
<b>Section 4</b>	<p><b>Past Performance</b> <i>(no overall page limitation for this section):</i></p> <ul style="list-style-type: none"> <li>• Past Performance (<u>Appendix D, Form PP-1</u>); and</li> <li>• Environmental Past Performance (<u>Appendix D, Form PP-2</u>).</li> </ul>	<b>3.2.4</b>
<b>Section 5</b>	<p><b>Proposer Organization and Key Personnel</b> <i>(no overall page limitation for this section):</i></p> <ul style="list-style-type: none"> <li>• Brief narrative of significant functional relationships among participants and how the proposed organization will function as an integrated design-build team, a maximum of four pages is permitted;</li> <li>• Organization Chart(s) (11” by 17”);</li> <li>• Evidence of Proposer’s ability to meet license requirements;</li> <li>• <u>Form C</u> Subcontractor Information and a maximum one-page summary of Subcontractor experience for each Subcontractor listed, including consultants, is permitted; and</li> <li>• <u>Form D</u>, Proposed Key Personnel Information.</li> </ul>	<b>3.2.5</b>
<b>Section 6</b>	<p><b>Project Understanding and Approach</b> <i>(a maximum of 20 pages total for Sections 6 and 7 are permitted):</i></p> <ul style="list-style-type: none"> <li>• Narrative describing proposed management approach and project understanding;</li> <li>• Identification of risks related to design, construction, and environmental issues;</li> <li>• Keys to ensuring a successful project; and</li> <li>• Skilled labor availability information.</li> </ul>	<b>3.2.6</b>



SOQ Section	Section Title and Required Information	RFQ Reference
<b>Section 7</b>	<p><b>Quality Management Program</b> (a maximum of 20 pages total for Sections 6 and 7 are permitted):</p> <ul style="list-style-type: none"> <li>• Proposed approach for quality assurance/control during design;</li> <li>• Proposed approach for quality assurance/control during construction;</li> <li>• Proposed approach for coordination between Authority and the Design-Builder's organization; and</li> <li>• Proposed approach for coordination with other agencies.</li> </ul>	<b>3.2.7</b>
<b>Attachment A</b>	<p><b>Resumes</b> (no overall page limitation for this section):</p> <p>Key Personnel Resumes, a limit of three pages for the Project Manager and two pages for all other Key Personnel will be permitted.</p>	<b>3.3</b>
<b>Attachment B</b>	<p><b>Legal and Financial Documents</b> (no overall page limitation for this section):</p> <ul style="list-style-type: none"> <li>• Powers of attorney;</li> <li>• Legal and financial documents identified in RFQ Sections 3.2 and 3.3.</li> <li>• Proposer's Organization Information (<u>Appendix D, Form E</u>).</li> <li>• Proposer's Overall DBE Project Goal Declaration Affidavit (<u>Appendix D, Form F</u>)</li> <li>• Party and Participant Forms (<u>Appendix D, Form H</u>);</li> <li>• Certification of Restrictions on Lobbying (<u>Appendix D, Form I</u>); and</li> <li>• Certification of Consultant, Commissions &amp; Fees (<u>Appendix D, Form J</u>).</li> </ul>	<b>3.2, 3.3</b>
<b>Separate Sealed Envelope with SOQ</b>	<ul style="list-style-type: none"> <li>• One copy of each completed Questionnaire (<u>Appendix D, Form G</u>) and one copy of each completed Disclosure of Potential Conflict of Interest Certification (<u>Appendix C, Exhibit 2</u>) are to be provided in a separate sealed package and delivered with the original and all copies of the SOQ.</li> </ul>	<b>4.2</b>

**Appendix C: Conflict of Interest Policy for I-405 Improvement Project**

**ORANGE COUNTY TRANSPORTATION AUTHORITY CONFLICT-OF-INTEREST POLICY  
COVERING DESIGN-BUILD PROJECTS**

The purpose of this document is to clarify the Orange County Transportation Authority's (Authority) position on potential conflicts of interest which may arise with respect to consultants (Consultants) who have worked for the Authority or the California Department of Transportation (Department) on a proposed design-build project or contractors interested in working for the Authority (Proposers) relating to such project.

Organizational conflicts of interest can occur when, because of existing or planned activities or because of relationships with other persons, (a) a firm that acts as a Consultant to the Authority or the Department is unable or potentially unable to render impartial assistance or advice to the Authority or the Department; (b) the objectivity of a firm that acts as a Consultant to the Authority or Department is or might be otherwise impaired; or (c) participation of a Consultant on a Proposer team creates an unfair competitive advantage. For projects on the State Highway System, an organizational conflict of interest can also occur with respect to a firm that acts as a Consultant to the Department with respect to such projects. Organizational conflicts of interest can also occur under other circumstances.

The policies and guidelines concerning the organizational conflicts of interest found herein will be specified or referenced in the design-build Request for Qualifications or Request for Proposal documents as well as any contract for the engineering services, inspection, or technical support in the administration of the Authority's design-build projects.

A conflict of interest checklist (including accompanying instructions) is attached as Exhibit 1. This checklist is to be used by all Proposers, including subconsultants, to assist in screening for potential organizational conflicts of interest. The checklist, which will provide various examples of conflicts, is for the internal use of the Proposers and does not need to be submitted to the Authority. The checklist will only serve as a guide, and there may be additional potential conflict situations not covered by the checklist. If a Proposer determines a potential conflict of interest exists that is not covered by the checklist, that potential conflict must still be disclosed.

After review of the checklist, the Proposers must complete the Disclosure of Potential Conflict of Interest in the form attached as Exhibit 2, and submit it along with its Statement of Qualifications (SOQ), with updated information to be included in its proposal. If the Proposer determines a potential conflict of interest exists, it must disclose the potential conflict of interest to the Authority; however, such a disclosure will not necessarily disqualify a Proposer from being awarded a contract. The Proposer shall propose measures to avoid, neutralize or mitigate all potential conflicts. To avoid any unfair taint of the selection process, the disclosure form will be provided separate from the bound SOQ or proposal, and it will not be provided to the selection committee members. The Authority's and Department's contract management personnel will review the disclosure and the appropriateness of the proposed mitigation measures to determine if the Proposer may be awarded the contract notwithstanding the potential conflict. In making such determination, the Authority's contract management personnel may consult with legal counsel. For projects on the State Highway System, the Authority's contract management personnel will also consult with the Department. Resolution of the conflict of interest issues is ultimately at the sole discretion of the Authority in consultation with the Department as applicable. The Authority reserves the right to cancel or amend the resulting contract if the successful Proposer failed to disclose a potential conflict, which it knew or should have known about, or if the Proposer provided information on the disclosure form that is false or misleading.

After award, conflict of interest guidelines and policies shall continue to be monitored and enforced. If an organizational conflict of interest is discovered after award, the Proposer will make an immediate and full written disclosure to the Authority that includes a description of the action that the Proposer has taken or proposes to take to avoid or mitigate such conflicts. If an organizational conflict of interest is determined to exist and the Proposer was aware of an organizational conflict of interest prior to award of the contract and did not disclose the conflict, the Authority may terminate for default. If the Proposer is terminated, the Authority assumes no obligations, responsibilities and liabilities to reimburse all or part of the costs incurred

or alleged to have been incurred by the Proposer.

The Authority recognizes that the Proposers must maintain business relations with other public and private sector entities in order to continue as viable businesses. The Authority will take this reality into account as it evaluates the appropriateness of proposed measures to mitigate potential conflicts. It is not the intent of the Authority to disqualify Proposers based merely on the existence of a business relationship with another entity, but rather only when such relationship causes a conflict that potentially impairs the Proposer's ability to provide objective advice to the Authority. The Authority would seek to disqualify Proposers only in those cases where a potential conflict cannot be adequately mitigated.

If the project includes federal funding, the Authority must comply with federal regulations and policies addressing organizational conflicts of interest related to design-build projects financed in whole or in part with federal funds. See 23 CFR 636.116 for applicable regulations promulgated by the Federal Highway Administration (FHWA). This regulation provides additional guidance and minimum standards to identify, mitigate or eliminate apparent or actual organizational conflicts of interest. The FHWA regulation states that to the extent that State-developed organizational conflict of interest standards are more stringent those contained in the federal regulations, the State standards shall prevail.

The California Board For Professional Engineers And Land Surveyors provide additional guidance and has established conflict of interest rules applicable to those professionals licensed by the Board (see Board Rules 475 and 476). These rules require full disclosure when a licensee has any business association or financial interest that may influence his or her judgment in connection with the performance of professional services and when a licensee provides professional services for two or more clients on a project or related project. The Authority and Proposers must also comply with certain California laws and regulations, including without limitation, Government Code §§1090 and 87100 et seq., and Public Contract Code §6822.

## APPROACH

Based upon the guidance of State and Federal laws, codes, regulations and policies, the following approach to conflict of interest will apply:

1. Consultants in Category 1 as described below will NOT be allowed to participate as a Proposer or to join a design-build team. Consultants in Category 2 will be allowed to participate as a Proposer or to join a design-build team only if Authority has provided a written determination under Section 2 allowing such participation.

### **Category 1**

- A. The Authority's general engineering consultant or project management consultant (collectively referred to as the PMC) for the project.
- B. A Consultant that has assisted the Authority in managing or assisting in the management of this project, including the preparation of Request for Qualifications (RFQ) or Request for Proposal (RFP) language or evaluation criteria.
- C. A Consultant that has performed work on a previous contract that specifically excludes them from participating as a Proposer or joining a design-build team.
- D. A Consultant that is under contract with any other entity or stakeholder to perform oversight on the project after letting.
- E. Other Consultants that the Authority determines should be included in Category 1.

### **Category 2**

- A. Subconsultants to the PMC who (i) did not work on the RFQ or RFP and (ii) whose work is complete or whose remaining work does not include professional services, as determined by OCTA.

- B. A Consultant that has conducted preliminary design services for the project such as geometric layouts, bridge-type selection, preliminary bridge design, etc.
  - C. A Consultant that has performed design work related to the project for other stakeholders.
  - D. A Consultant that has obtained any advice from, or discussed any aspect relating to the project or procurement of the project with any person or entity with an organizational conflict of interest, including but not limited to the Consultants of any entity who have provided technical support on the project.
2. Consultants in Category 2 and any other Consultants who may have potential conflicts of interest in relation to the project and wish to participate as a Proposer or join a design-build team must:
- A. Conform to federal and state conflict of interest rules and regulations.
  - B. Disclose all relevant facts relating to past, present or planned interest(s) of the Proposer's team (including the Proposer, Proposer's proposed consultants, and subconsultants and or subcontractors and their respective chief executives, directors and key personnel) which may result, or could be viewed as an organizational conflict of interest in connection with the proposed design-build procurement, including present or planned contractual or employment relationships with any current employee of the Authority.
  - C. Disclose in the response documents to a design-build Request for Qualifications (RFQ) and RFP, all of the work performed in relation to the project.
  - D. Provide ALL records of such work performed for the Authority so that all information can be evaluated and made available to all potential design-build teams, if necessary.
  - E. Ensure that the Consultant's contract with any related entity to perform services related to the project has expired or has been terminated.
  - F. In cases where Consultants on different Consultant teams belong to the same parent company, each Consultant describe how the Subconsultants and or subcontractors would avoid conflicts through the qualification bid phases of the project.

Upon review of the information provided above, the Authority will determine, in its sole discretion, if the Consultant has obtained an unfair competitive advantage or an organizational conflict of interest otherwise exists.

3. For other potential conflicts of interest not mentioned in Sections 1 or 2 above, (e.g., employee changing companies, merger/acquisitions of firms, property ownership, business arrangements, financial interest) Consultants shall disclose and address any conflicts of interest or potential conflicts of interest when participating as a Prime or joining a design-build team. The Authority will then determine if a conflict of interest exists.

4. The successful Proposer or firms affiliated with this Proposer are prohibited from competing on any agreement to provide construction inspection services for the project. An affiliated firm is one, which is subject to the control of the same persons, through joint ownership or otherwise. Except for subconsultants whose services are limited to providing surveying or material testing information, no subconsultants who provided design services in connection with the project shall be eligible to compete for any agreement to provide construction inspection services for the project.

Notes – The forgoing is provided by way of example, and shall not constitute a limitation on the disclosure obligations.

Unless otherwise stated, "Consultant" or "Proposers" shall mean prime consultant or prime contractor and subconsultants and subcontractors performing services for the prime.

## EXHIBIT 1

## CONFLICT OF INTEREST CHECKLIST INSTRUCTIONS AND DISCLOSURE FORM

**Purpose of the checklist.** A conflict of interest checklist will be provided to and is to be used by all Proposers to assist in screening for potential organizational conflicts of interest. The checklist is for the internal use of the Proposers and does not need to be submitted to the Orange County Transportation Authority (Authority).

**Definition of “Proposer.”** As used herein, the word “Proposer” includes both the Prime Contractor/Consultant and all proposed subcontractors/subconsultants.

**Checklist is not Exclusive.** Please note that this checklist serves as a guide only, and that there may be additional potential conflict situations not covered by this checklist. If a Proposer determines a potential conflict of interest exists that is not covered by this checklist, that potential conflict must still be disclosed.

**Use of the Disclosure Form.** After review of the checklist, the Proposers must complete the Disclosure of Potential Conflict of Interest Form, submit it along with the Proposer’s Statement of Qualifications (SOQ), and submit any updates along with the Proposer’s proposal. If the Proposer determines a potential conflict of interest exists, it must disclose the potential conflict of interest to the Authority; however, such a disclosure will not necessarily disqualify a Proposer from being awarded a contract. To avoid any unfair taint of the selection process, the disclosure form will be provided separate from the bound SOQ or proposal, and it will not be provided to the selection committee members. The Authority’s contract management personnel will review the disclosure and the appropriateness of the proposed mitigation measures to determine if the Proposer may be awarded the contract notwithstanding the potential conflict. Resolution of the conflict of interest issues is ultimately at the sole discretion of the Authority.

**Material Representation.** The Proposer is required to submit the attached disclosure form either declaring, to the best of its knowledge and belief, that no potential conflict exists, or identifying potential conflicts and proposing remedial measures to mitigate such conflicts. The Proposer is also responsible to update conflict information if such information changes after the submission of the SOQ. Information provided on this form will constitute a material representation as to the award of this contract. The Authority reserves the right to cancel or amend the resulting contract if the successful Proposer failed to disclose a potential conflict, which it knew or should have known about, or if the Proposer provided information on the disclosure form that is false or misleading.

**Approach to Reviewing Potential Conflicts.** The Authority recognizes that the Proposers must maintain business relations with other public and private sector entities in order to continue as viable businesses. The Authority will take this reality into account as it evaluates the appropriateness of proposed measures to mitigate potential conflicts. It is not the intent of an Authority to disqualify Proposers based merely on the existence of a business relationship with another entity, but rather only when such relationship causes a conflict that potentially impairs the Proposer’s ability to provide objective advice to the Authority. The Authority would seek to disqualify Proposers only in those cases where a potential conflict cannot be adequately mitigated.

**Additional Guidance for Professionals Licensed by the California Board For Professional Engineers and Land Surveyors.** The California Board For Professional Engineers And Land Surveyors provide additional guidance and has established conflict of interest rules applicable to those professionals licensed by the Board (see Board Rules 475 and 476). These rules require full disclosure when a licensee has any business association or financial interest that may influence his or her judgment in connection with the performance of professional services and when a licensee provides professional services for two or more clients on a project or related project.

## CONFLICT OF INTEREST CHECKLIST

**An organizational conflict of interest may exist in any of the following cases:**

- The Proposer, or its principals, own real property in a location where there may be a positive or adverse impact on the value of such property based on the recommendations, designs or other deliverable required by this contract.
- The Proposer is providing services to another governmental or private entity and the Proposer knows or has reason to believe, that the entity's interest are, or may be, adverse to the Authority's and state's interest with respect to the specific project covered by this contract. **Comment:** the mere existence of a business relationship with another entity would not ordinarily need to be disclosed. Rather, this focuses on the nature of services commissioned by the other entity. For example, it would not be appropriated to propose on a project if a local government has also retained the Proposer for the purposes of persuading the Authority or the Department to stop or alter the project plans.
- The Proposer is providing design services to a private entity, including but not limited to developers, whom the Proposer knows or has good reason to believe, own or are planning to purchase property affected by the project covered by this contract, when the value or potential uses of such property may be affected by the Proposer's performance of work pursuant to this contract. "Property affected by the project" includes property that is in, adjacent to, or in reasonable proximity to the current or potential right-of-way for a project. The value or potential uses of the private entity's property may be affected by the Proposer's work pursuant to the contract when such work involves providing recommendations for right-of-way acquisition, access control and the design or location of frontage roads and interchanges. **Comment:** this provision does not presume Proposers know nor have a duty to inquire as to all of the business objectives of their clients. Rather, it seeks the disclosure of information regarding cases where the Proposer has a reason to believe that its performance of work under this contract may materially affect the value or viability of a project it is performing for the other entity.
- The Proposer has a business arrangement with an Authority employee or immediate family member of such employee, including promised future employment of such person, or a subcontracting arrangement with such person, when such arrangement is contingent on the Proposer being awarded this contract. This item does not apply to pre-existing employment of current or former Authority employees, or their immediate family members. **Comment:** this provision is not intended to supersede any statutes or policies applicable to its own employees accepting outside employment. This provision is intended to focus on identifying situations where promises of employment have been made contingent on the outcome of this particular procurement. It is intended to avoid a situation where a Proposer may have unfair access to "inside" information.
- The Proposer has, in previous work for the Authority or the Department, provided design services and such professional services that potentially provide the Proposer with an unfair advantage in preparing an SOQ or proposal for this project. **Comment:** this provision will not, for example, necessarily disqualify a Proposer who provided surveying or material testing services for this project, however such work must be disclosed and all work products must be provided.
- The Proposer has, in previous work for the Authority or the Department, been given access to "data" relevant to this procurement or this project that is classified as "private" or "nonpublic" under the California Public Records Act (see GC 6250-6270), and such data potentially provides the Proposer with an unfair advantage in preparing a SOQ or proposal for this project. **Comment:** this provision is intended to avoid a situation where a Proposer has been provided information that cannot be provided to other Proposers.

- The Proposer has, in previous work for the Authority, managed or assisted in the management of the procurement for this project, performing such work as: helping to create the ground rules for this solicitation, writing this solicitation, or preparing evaluation criteria or evaluation guides for this solicitation.
- If the procurement involves services to be provided by a Consultant, the Proposer, or any of its principals, because of any current or planned business arrangement, investment interest, or ownership interest in any other business, may be unable to provide objective advice to the Authority.



**EXHIBIT 2  
DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST FORM**

Having had the opportunity to review Organizational Conflict of Interest Checklist, the Proposer hereby indicates that it has, to the best of its knowledge and belief:

\_\_\_\_\_ Determined that no potential organizational conflict of interest exists.

\_\_\_\_\_ Determined a potential organizational conflict of interest as follows:

Attach additional sheets as necessary.

Describe nature of the potential conflict(s):

Describe measures proposed to mitigate the potential conflict(s):

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

If a potential conflict has been identified, please provide name and phone number for a contact person authorized to discuss this disclosure form with Orange County Transportation Authority contract personnel.

\_\_\_\_\_  
Name

\_\_\_\_\_  
Phone

**Appendix D: Forms**

**Form A**  
**TRANSMITTAL LETTER**

PROPOSER: \_\_\_\_\_

SOQ Date: [Note to Drafter: Insert Date]

Orange County Transportation Authority  
550 S. Main Street  
P.O. Box 14184  
Orange, CA 92863-1584  
Attn: Director of CAMM

The undersigned (“Proposer”) submits this proposal and statement of qualification submittal (this “SOQ”) in response to that certain Request for Qualifications dated as of [ ], 2014 (as amended, the “RFQ”), issued by Orange County Transportation Authority (“Authority”) to design and construct the related facilities within the I-405 Improvement Project, as described in the RFQ.

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

Transmittal Letter (this Form A)

Form B, Proposer’s SOQ Certification

Section 1: Legal Structure

Section 2: Safety Program

Section 3: Firm Experience

Section 4: Past Performance

Section 5: Proposer Organization and Key Personnel

Section 6: Project Understanding and Approach

Section 7: Quality Management Program

Attachment A (Resumes)

Attachment B (Legal and Financial Documents)

Separate sealed envelope - Questionnaire ([Appendix D, Form G](#)) and one copy of each completed Disclosure of Potential Conflict of Interest Certification ([Appendix C, Exhibit 2](#)).

Proposer acknowledges receipt, understanding, and full consideration of all materials posted on CAMM NET as set forth in [Section 1.3](#), and the following addenda and sets of questions and answers to the RFQ:

[Proposer to list any addenda to this RFQ and sets of questions and answers by dates and numbers prior to executing Form A.]

**Form A**  
**TRANSMITTAL LETTER**

Proposer represents and warrants that it has read the RFQ and agrees to abide by the contents and terms of the RFQ and the SOQ.

If the Proposer consists of more than one entity, all members of the Proposer entity agree to accept joint and several liability for performance under the Contract.

Proposer understands that Authority is not bound to pre-qualify any Proposer and may reject each SOQ Authority may receive.

Proposer further understands that 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, except to the extent of any payment made by Authority following short-listing determination, as described in Section 1.8 of the RFQ.

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

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

Proposer's business address:

_____			
(No.)	(Street)	(Floor or Suite)	
_____			
(City)	(State or Province)	(ZIP or Postal Code)	(Country)

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

*[insert appropriate signature block from following pages]*

**Form A**  
**TRANSMITTAL LETTER**

1. Sample signature block for corporation or limited liability company:

*[Insert Proposer's name]*

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

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

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

2. Sample signature block for partnership or joint venture:

*[Insert Proposer's name]*

*[Insert general partner's or equity member's name]*

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

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

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

*[Add signatures of additional general partners or equity members as appropriate. If a joint venture, signatures must be included for each joint venture member.]*

3. Sample signature block for attorney in fact:

*[Insert Proposer's name]*

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

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

Attorney in Fact

**Form B**  
**PROPOSER SOQ CERTIFICATION**

A COPY OF THIS CERTIFICATION MUST BE COMPLETED AND SIGNED BY AN AUTHORIZED REPRESENTATIVE OF THE PROPOSER. IF PROPOSER IS NOT YET FORMED, A COPY OF THIS CERTIFICATION MUST BE COMPLETED AND SIGNED BY AN AUTHORIZED REPRESENTATIVE OF EACH MEMBER OF THE PROPOSER AND SUBMITTED WITH THE STATEMENT OF QUALIFICATIONS.

**DECLARATION**

STATE OF \_\_\_\_\_ )

)SS:

COUNTY OF \_\_\_\_\_ )

I, (printed name) \_\_\_\_\_, being first duly sworn, state that I am the (title) \_\_\_\_\_ of the \_\_\_\_\_.

I certify that I have read and understood the information contained in the Request for Qualifications issued by the Orange County Transportation Authority for the I-405 Improvement Project and the attached Statement of Qualifications (SOQ), and that to the best of my knowledge and belief all information contained herein and submitted concurrently or in supplemental documents with this SOQ is complete, current, and true. I further acknowledge that any false, deceptive, or fraudulent statements in the SOQ will result in disapproval of the Firm's participation in the procurement. I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Name Printed)

**NOTICE TO APPLICANTS:**

A material false statement, omission, or fraudulent inducement made in connection with this Statement of Qualifications is sufficient cause for disapproval of the firm's participation in the procurement. In addition, such false submission may subject the person or entity making the false statement to criminal charges (Title 18 USC 1001, false statements; California Penal Code section 132, offering altered or antedated or forged documents or records; and section 134, preparing false documentary evidence).

**Form C**  
**SUBCONTRACTOR INFORMATION**  
(Including Consultants)

**Name of Proposer:**

---

**Instructions for Form completion:** Responses shall be addressed within the table below. Should additional space be needed to adequately respond, Proposers are advised to increase the number of lines within the table as appropriate. Form C has no SOQ page limitation.

Subcontractor Name <sup>1,2</sup>	Address and Telephone Number	Work Planned for the Project	DBE (Yes or No)

(1) At a minimum, list specialized Subcontractors except for the Designer.  
(2) Attach a maximum one-page summary of Subcontractor experience for each Subcontractor listed, including consultants.

**Form D**  
**PROPOSED KEY PERSONNEL INFORMATION**

Name of Proposer \_\_\_\_\_

Instructions for Form completion: Responses shall be addressed within the table below. Should additional space be needed to adequately respond, Proposer is advised to increase the number of lines within the table as appropriate. Form D has no SOQ page limitation.

<b>Position (Per Key Personnel Requirements in Section )</b>	<b>Name</b>	<b>Years of Experience</b>	<b>Education and Registrations</b>	<b>Parent Firm Name</b>
Project Manager				
Quality Manager				
Design Manager				
Construction Manager				
Design Lead Engineer – Roadway (Engineer of Record)				
Design Lead Engineer – Structures (Engineer of Record)				
Safety Manager				



**Form D**  
**PROPOSED KEY PERSONNEL INFORMATION**

<b>Position (Per Key Personnel Requirements in Section )</b>	<b>Name</b>	<b>Years of Experience</b>	<b>Education and Registrations</b>	<b>Parent Firm Name</b>
Utility Coordinator				
Project Scheduler				
Environmental Compliance Manager				
Traffic Manager				
Public Information Manager				

**Form E**  
**PROPOSER'S ORGANIZATION INFORMATION**

Name of Proposer:

**Instructions for Form completion:** Responses to each subject area shall be addressed within the table below. Should additional space be needed, Proposers are advised to increase space following question as appropriate. Form E shall have no SOQ page limitation.

<b>Proposer (Individual Firm / Joint Venture / Partnership / LLC)</b>			
Name of Entity: _____			
Address: _____			
Contact Name: _____ Title: _____			
Telephone No.: _____ Fax No.: _____ E-mail: _____			
<b>Local / Regional Contact</b>			
Name: _____			
Address: _____			
Telephone No.: _____ Fax No.: _____ E-mail: _____			
<b>Name(s) of Proposer Entity(ies)</b>			
Company Name	Address and Telephone & Fax Numbers	State of Incorporation:	Lead Participant? Yes No
<b>Principal Participant(s)</b>			
<b>Designer</b>			
<b>Other Firm(s)</b>			

Form F
PROPOSER'S OVERALL DBE PROJECT GOAL DECLARATION
AFFIDAVIT

Name of Proposer:

It is understood and agreed by the Proposer that it has carefully examined all documents that form this Request for Qualifications and acknowledges that Orange County Transportation Authority (Authority) has established a proposed Overall Project DBE Goal of 13% based on the total project value for this Design-Build Project.

It is further understood by the Proposer that in the event the Proposer commits to exceed the established Overall Project DBE Goal, the DBE goal of record will be that committed to by the Proposer. In fulfilling the Proposer's commitment to meet or exceed the established Overall Project DBE Goal, the Proposer will adhere to all DBE provisions set forth in the Authority's DBE Program, this solicitation, applicable regulatory requirements, and any contract which results there from.

STATE OF

COUNTY OF

Each of the undersigned, being first duly sworn, deposes and says that (Contact Name)

is the (Title) of (Company) and (Contact Name) is the (Title)

of (Company) which entity(ies) are the (Joint Venture/Partnership, Other)

of (Joint Venture Company), the entity making for forgoing Proposal.

The Proposer hereby affirms that it will either meet the Overall Project DBE Goal described in this solicitation and provide demonstrable evidence to satisfaction of the Orange County Transportation Authority (Authority) that it has assertively exercised Good Faith Efforts to do so in accordance with the Authority's defined DBE Program requirements, including contractual and regulatory provisions set forth under Title 49, Code of Federal Regulations (CFR), Part 26.

Signature Signature

Name Printed Name Printed

Title Title

Subscribed and sworn to before me this day of, 20.

Notary Public in and for said County and State:

[Seal]

My Commission expires:

[Duplicate or modify this form as necessary so that it accurately describes the entity making the proposal and so that it is signed on behalf of all partners/members of

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

Applicant Firm: \_\_\_\_\_

**FORM G**

**DESIGN-BUILD QUESTIONNAIRE**

**CONTRACT NO. [ ]**

Name of Applicant Firm: \_\_\_\_\_

Date Submitted: \_\_\_\_\_

Preparer's Name: \_\_\_\_\_

THIS PAGE MUST BE COMPLETED AND INCLUDED WITH THE COMPLETED QUESTIONNAIRE.

READ THE INSTRUCTIONS BEFORE FILLING OUT THE QUESTIONNAIRE.

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

Applicant Firm: \_\_\_\_\_

**DESIGN-BUILD QUESTIONNAIRE INSTRUCTIONS**

1. The questionnaire should be completed by a person in the firm who is knowledgeable of and duly authorized to attest to the past and present operations of the firm and its policies. A corporate officer of the firm, owner or partner, as appropriate, must sign the Questionnaire.
2. All questions must be answered completely and any "Yes" answers must be fully explained. Disclaimers, general statements with global qualifications, or notations of Not Applicable (N/A) are not acceptable. If "Yes" to any question in this Questionnaire, Proposer must provide details including a brief summary of causes of action; indicate if Applicant Firm, Key Person or Affiliate Firms were plaintiffs or defendants; define charges explicitly, by what authority, court or jurisdiction, etc. Information may be provided by referring to Form PP-1 if appropriate. Please note that a "Yes" answer to any question does not automatically result in ineligibility for short-listing for a particular procurement. In the case of tax liens, please indicate whether the liens were resolved with the tax authorities. Please submit proof of payment or agreements to pay the liens. Complete details are required.

**DEFINITIONS**

1. Applicant is defined as the Proposer to the RFQ for this Project, each Principal Participant and each Major Participant. If the Proposer is not yet a legal entity, it is not necessary to provide a questionnaire for the Proposer but a questionnaire is required for each Principal Participant.
2. Affiliate is defined as any one of the following:
  - a. any Firm other than Applicant Firm which owns 25% or more of Applicant Firm, such as parent companies or holding companies
  - b. a subsidiary or a Firm in which Applicant Firm owns 25% or more
  - c. a Firm in which a major stockholder or owner of Applicant Firm owns controlling interest
  - d. a Firm with which Applicant Firm has or has had an unseverable business or professional identity
  - e. any permanent or temporary common business enterprise relationship in which the parties share operating responsibility and profits such as joint ventures
3. For purposes of this questionnaire, a Key Person is:
  - a. any person in Applicant Firm who owns 10% or more of the Firm or those who make decisions with respect to its operations, finances, or policies, such as the President, CEO, CFO, COO, Corporate Secretaries, Treasurers, Directors and, in the case of partnerships, the General Partners
  - b. Division or Regional Business Managers who operate away and independently from the Applicant Firm, but only if the division or regional office is the Proposer or a Principal Participant

**QUESTIONNAIRE SUBMITTAL**

See Section 4.0 (SOQ Submittal Requirements) of the RFQ.

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

Applicant Firm: \_\_\_\_\_

**DESIGN-BUILD QUESTIONNAIRE**

**SECTION I – IDENTIFICATION**

**Identification of Applicant Firm**

\_\_\_\_\_  
Name of Applicant Firm

\_\_\_\_\_  
Address                      City                      State                      Zip Code

\_\_\_\_\_  
(Mailing Address, if different from above)

Tax ID or SSN: \_\_\_\_\_

\_\_\_\_\_  
(If doing business under a DBA or other name, include legal name of the company and Tax ID No., if different)

Primary Company Telephone No. (\_\_\_\_)-\_\_\_\_-\_\_\_\_

Fax No. (\_\_\_\_)-\_\_\_\_-\_\_\_\_

E-mail Address: \_\_\_\_\_

Applicant Firm's Contact Person (see RFQ):

\_\_\_\_\_  
Print or Type Name                      Position                      E-Mail                      Telephone Number

Has the Applicant Firm changed its address or has the Firm or its owner operated under any other names including other DBAs in the past five years? If yes, explain fully on a separate sheet of paper.

\_\_\_ No    \_\_\_ Yes

Type of business organization and state of organization:

\_\_\_\_\_  
YEAR organization established: \_\_\_\_\_

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

Applicant Firm: \_\_\_\_\_

NUMBER of current employees: \_\_\_\_\_

List general type of business in which Applicant Firm is engaged (may include more than one).

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

**SECTION II - OWNERSHIP/MANAGEMENT, PROJECT TEAM MEMBERS, AND RELATED ENTITIES**

**Owners/Key Persons**

List Owners and Key Persons of Applicant Firm. For large publicly traded companies, list only Key Persons. If the Owner is a partnership, joint venture, limited liability company, or other privately held company, list all of the members known at the time of submission of the SOQ.

Full Legal Name	Title	Ownership Percentage

[Use additional sheets if necessary]

**Related Entities (Affiliates/Subsidiaries/Joint Ventures)**

List Affiliates, subsidiaries, holding companies, joint ventures, etc., of Applicant Firm. If no affiliates, state NONE. N/A is not an acceptable answer. Provide organizational, geographical or functional chart, if it would assist in clarifying the lines of authority.

Affiliate Name & Address	Tel. #	% Owned	Top Executive's Name	*Type of Relation

\*Type of Relationship: 1. Joint Venture (JV), 2. Parent Co (PC), 3. Holding Co (HC), 4. Subsidiary (S), 5. Other (O), please explain.

At any time during the past five years have any Owners or Key Persons of Applicant Firm (if yes, explain fully):

1. Served as Key Person, Officer or Director, in any other Firm not affiliated with applicant Firm? If so, please explain in a separate sheet.

No     Yes

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

Applicant Firm: \_\_\_\_\_

- 2. Had any ownership interest in any other Firm other than shares of publicly owned companies? If so, please explain in a separate sheet.

No     Yes

**SECTION III - CONTRACTING HISTORY**

**Contracting History**

List the Applicant Firm's three largest government contracts or subcontracts. If none, list the three largest contracts with non-governmental entities.

	Contract #1	Contract #2	Contract #3
Agency/Owner			
Contract No.			
Name/Location			
Describe project			
Were you a Prime or Subcontractor?			
Start Date/Complete Date			
Contract Amount			
Agency/Owner Contact to Verify (Name/Telephone No.)			

NOTE: ANY "YES" ANSWERS BELOW MUST BE FULLY EXPLAINED ON A SEPARATE SHEET OF PAPER AND ATTACHED TO THIS QUESTIONNAIRE.

- 1. Is the Applicant Firm currently certified as a disadvantaged business entity?

No     Yes

- 2. Is the Applicant Firm currently certified as a California Small Business?

No     Yes

- 3. During the past five years, has Applicant Firm or any of its Key Persons had any certificates or certifications revoked or suspended, including disadvantaged business certifications?

No     Yes

- 4. Is the Applicant Firm or any of its Affiliates, Key Persons or any other known Subcontractors that Applicant Firm intends to use on the project ineligible to bid or work on, or be awarded, a public works



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

Applicant Firm: \_\_\_\_\_

project pursuant to Labor Code §§ 1777.1 or 1777.7?

No  Yes

5. In the past five years has the Applicant Firm or any Affiliate failed to complete a contract?

No  Yes

6. In the past five years has the Applicant Firm or any Affiliate Been denied a low-bid contract in spite of being the responsive low bidder?

No  Yes

7. In the past five years has the Applicant Firm or any Affiliate had a contract terminated for any reason, including default?

No  Yes

**SECTION IV - CIVIL ACTIONS**

**Violations of Civil Law**

1. In the past five years has Applicant Firm, any of its Key Persons, or any Affiliate been the subject of an investigation of any alleged violation of a civil antitrust law, or other federal, state or local civil law?

No  Yes

**Bankruptcy**

2. During the past five years, has the Applicant Firm or any Affiliate filed for bankruptcy or reorganization under the bankruptcy laws or has it been under a receivership?

No  Yes

**Judgments, Liens and Claims**

3. During the past five years, has the Applicant Firm been subject to a judgment, lien or claim of \$50,000 or more by a Subcontractor or supplier?

No  Yes

**Tax Liens**

4. During the past five years, has the Applicant Firm been subject to a tax lien by federal, state or any other tax authority?

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

Applicant Firm: \_\_\_\_\_

No  Yes

**SECTION V - COMPLIANCE WITH LAWS AND OTHER REGULATIONS**

**Criminal**

1. In the past five years has the Applicant Firm, any of its principals, officers, or Affiliates been convicted or currently charged with any of the following:

a. Fraud in connection with obtaining, attempting to obtain, or performing a public contract, agreement or transaction?

No  Yes

b. Federal or State antitrust statutes, including price fixing collusion and bid rigging?

No  Yes

c. Embezzlement, theft, forgery, bribery, making false statements, submitting false information, receiving stolen property, or making false claims to any public agency?

No  Yes

d. Misrepresenting minority or disadvantaged business entity status with regard to itself or one of its Subcontractors?

No  Yes

e. Non-compliance with the prevailing wage requirements of California or similar laws of any other State?

No  Yes

f. Violation of any law, regulation or agreement relating to a conflict of interest with respect to a government funded procurement?

No  Yes

g. Falsification, concealment, withholding or destruction of records relating to a public agreement or transaction?

No  Yes

h. Violation of a statutory or regulatory provision or requirement applicable to a public or private agreement or transaction?

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

Applicant Firm: \_\_\_\_\_

No     Yes

2. Do any Key Persons in Applicant Firm have any felony charges pending against them that were filed either before, during, or after their employment with the Applicant Firm?

No     Yes

**Regulatory Compliance**

1. In the past five years, has Applicant Firm, any of its Key Persons, or Affiliates:

- a. Been cited for a violation of any labor law or regulation, including, but not limited to, child labor violations, failure to pay wages, failure to pay into a trust account, failure to remit or pay withheld taxes to tax authorities or unemployment insurance tax delinquencies?

No     Yes

- b. Been cited for an OSHA or Cal/OSHA "serious violation"?

No     Yes

- c. Been cited for a violation of federal, state or local environmental laws or regulations?

No     Yes

- d. Failed to comply with California corporate registration, federal, state or local licensing requirements?

No     Yes

- e. Had its corporate status, business entity's license or any professional certification, suspended, or revoked, or otherwise been prohibited from doing business in the State of California, in the last three years?

No     Yes

- f. Been convicted of violating a state or federal law respecting the employment of undocumented aliens?

No     Yes

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

Applicant Firm: \_\_\_\_\_

**SECTION VI - ETHICS**

**Political, Charitable, and Other Contributions**

1. Has the Applicant Firm, any of its Key Persons, or Affiliates ever, regardless of amount:
  - a. Given (directly or indirectly), or offered to give on behalf of another or through another person, money, contributions (including political contributions), or other benefits, to any current State Official?  
  
    \_\_ No      \_\_ Yes
  - b. Given or offered to give on behalf of another, money, contributions, or other benefits, directly or indirectly, to any current or former State employee?  
  
    \_\_ No      \_\_ Yes
  - c. Been directed by any State employee, State official, or contractor to offer or give money, contributions or other benefits, directly or indirectly, to any current or former State employee or official?  
  
    \_\_ No      \_\_ Yes
  - d. Directed any person, including employees or Subcontractors, to give money, contributions or other benefits, directly or indirectly, to any current or former State employee or official, or to someone else in order to benefit an State employee or official?  
  
    \_\_ No      \_\_ Yes
  - e. Been solicited by any State employee or official to make a contribution to any charitable nonprofit organization?  
  
    \_\_ No      \_\_ Yes

IF YES TO ANY OF THE ABOVE, SUBMIT LIST OF CONTRIBUTIONS AND FULL DETAILS.

**SECTION VII – STATUTORY COMPLIANCE**

1. Has the Applicant Firm, any of its Key Persons, subsidiaries or Affiliates ever been an “expatriate corporation” as that term is defined in Public Contract Code (PCC) §10286.1(b)?  
  
    \_\_ No              \_\_ Yes

IF YES, provide the date such “expatriate corporation” was established: \_\_\_\_\_.

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

Applicant Firm: \_\_\_\_\_

If YES, does the entity meet the requirements of PCC §10286.1(b)(2)(A) or (B)?

No       Yes, the entity meets the requirements of PCC §10286.1(b)(2)(A); OR

Yes, the entity meets the requirements of PCC §10286.1(b)(2)(B).

2. Has the Applicant Firm, any of its Key Persons, Affiliates, officers, or any employee who has a proprietary interest in the Applicant Firm ever been disqualified, removed, or otherwise prevented from bidding on, or completing a federal, state, or local government project because of a violation of law or a safety regulation?

No       Yes

3. Has there been a settlement against the Applicant Firm for any serious or willful violation of Part 1 (commencing with Section 6300) of Division 5 of the Labor Code or the federal Occupational Safety and Health Act of 1970 (Public Law 91-596)?

No       Yes

4. Has the Applicant Firm been debarred, disqualified, or removed from a federal, state, or local government public works project?

No       Yes

5. Has there been any instance where the Applicant Firm, or its owners, officers, or managing employees submitted a bid on a public works project and were found to be nonresponsive or were found by an awarding body not to be a responsible bidder?

No       Yes

6. Has there been any instance where the Applicant Firm, or its owners, officers, or managing employees defaulted on a construction contract?

No       Yes

7. Has there been any violation of the Contractors' State License Law, as described in Chapter 9 (commencing with Section 7000) of Division 3 of the Business and Professions Code, including alleged violations of federal or state law regarding the payment of wages, benefits, apprenticeship requirements, or personal income tax withholding, or Federal Insurance Contribution Act (FICA) withholding requirements settled against any member of the Applicant Firm?

No       Yes

8. Has there been any settled adverse claim, dispute, or lawsuit between the owner of a public works project and any member of the Applicant Firm during the last five years in which the claim, settlement, or judgment exceeded fifty thousand dollars (\$50,000). Information shall also be provided concerning any work completed by a surety during this five-year period.

No       Yes

IF YES TO ANY OF THE ABOVE, PROVIDE A FULL DISCLOSURE WITH COMPLETE DETAILS. DISCLOSURE MAY BE MADE BY REFERENCE TO FORM PP-1.

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

Applicant Firm: \_\_\_\_\_

NOTE: The Authority reserves the right to ask for additional documentation if it is reasonably required to make a determination of integrity and responsibility relevant to the goods or services the Applicant Firm will provide to the Authority if awarded a contract.

I hereby certify that the above information is true and accurate to the best of my knowledge and belief. I understand false statements may result in denial of pre-qualification and possible debarment for a period of five years.

\_\_\_\_\_  
Signature of Owner or Officer

\_\_\_\_\_  
Date Signed

\_\_\_\_\_  
Company Name

\_\_\_\_\_  
For the Year Ended

\_\_\_\_\_  
Federal ID #

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

Applicant Firm: \_\_\_\_\_

**QUESTIONNAIRE CERTIFICATION**

A COPY OF THIS CERTIFICATION MUST BE COMPLETED AND SIGNED BY A GENERAL PARTNER, OWNER, PRINCIPAL OR CORPORATE OFFICER AUTHORIZED TO LEGALLY COMMIT THE APPLICANT FIRM, AND SUBMITTED WITH THE QUESTIONNAIRE.

The signer of this declaration recognizes that the information submitted in the questionnaire herein is for the express purpose to allow the Applicant Firm to participate in this Project as the Design-Builder, equity owner of the Design-Builder, or member of the Design-Builder’s team. The signer has read and understands the requirements of the program, and has read and understands the instructions for completing this form.

**DECLARATION**

I, (printed name) \_\_\_\_\_, state that I am the (title) \_\_\_\_\_ of Applicant Firm. I certify that I have read and understood the questions contained in the attached Questionnaire, and that to the best of my knowledge and belief all information contained herein and submitted concurrently or in supplemental documents with this Questionnaire is complete, current, and true. I further acknowledge that any false, deceptive or fraudulent statements on the Questionnaire may result in disapproval of the right to participate in this procurement. I declare under penalty of perjury under the laws of the State of \_\_\_\_\_ that the foregoing is true and correct..

I authorize Authority to contact any entity named herein, or any other internal or outside resource, for the purpose of verifying information provided in the questionnaire or to develop other information deemed relevant by Authority.

\_\_\_\_\_  
Signature of Certifying Individual

\_\_\_\_\_  
Date Signed

**NOTICE TO APPLICANTS**

A material false statement, omission or fraudulent inducement made in connection with this questionnaire is sufficient cause for disapproval of the firm’s participation in the procurement. In addition, such false submission may subject the person or entity making the false statement to criminal charges. (Title 18 USC 1001, false statements; California Penal Code Section 132, offering altered or antedated or forged documents or records; and Section 134, preparing false documentary evidence).

## **Required Forms on Federal Procurements**

- Party and Participant Disclosure Forms (Forms H)

In conformance with the statutory requirements of the State of California Government Code Section 84308, part of the Political Reform Act and Title 2, California Code of Regulations 18438 through 18438.8, regarding campaign contributions to members of appointed Boards of Directors, Proposer is required to complete and sign the Party and Participant Disclosure Forms provided in this RFQ and submit as part of the SOQ. Proposer is required to submit only one copy of the completed form(s) as part of its proposal and it should be included in only the original proposal. The Proposer, Principal Participants, Major Participants and subcontractors must complete the form entitled "Party Disclosure Form". The form entitled "Participant Disclosure Form" must be completed by lobbyists or agents representing such entities. Therefore, the prime consultant, subcontractors and agents will be required to report all campaign contributions from the SOQ submittal date up and until the Board of Directors makes a selection.

- Certification Regarding Debarment, Suspension and Other Responsibility Matters:  
Primary Participant and Lower-Tier Participants (No Forms Required)

### **Policy**

Unless otherwise permitted by law, any person or firm that is debarred, suspended, or voluntarily excluded, as defined in Title 2 C.F.R. Part 180 - Government-wide Debarment and Suspension (non-procurement), as adopted and supplemented by the Department of Transportation at 2 C.F.R. Part 1200, may not take part in any federally funded transaction, either as a participant or a principal, during the period of debarment, suspension, or voluntary exclusion. Accordingly, the Authority may not enter into any transaction with such debarred, suspended, or voluntarily excluded persons or firms during such period.

Proposers are advised that by signing the SOQ, they are certifying that they and their subconsultants are not debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any federal department or agency.

- Restrictions on Lobbying Form (Form I)

As a recipient of federal funds, the Authority is required to certify compliance with the influencing restrictions and efforts of Proposer to influence federal officials regarding specific procurements in excess of \$100,000.00 that must be disclosed pursuant to section 1352, Title 31, U.S. Code.

This RFQ includes, under Exhibit D, the following: a certification form entitled "Certification of Restrictions on Lobbying," the Office of Management and Budget (OMB) Standard Form LLL entitled "Disclosure of Lobbying Activities," and a document entitled "Limitation on Payments to Influence Certain Federal Transactions."

The Proposer will be required to complete and submit to the Authority in their proposal the certification form entitled "Certification of Restrictions on Lobbying" whether or not any lobbying efforts took place. If the Proposer did engage in lobbying activities, then OMB Standard Form LLL "Disclosure of Lobbying Activities" must also be completed and submitted to the Authority.

- Certification of Consultant, Commissions & Fees (Form J)

In receiving federal funds, Proposers are required to complete the Certification of Consultants, Commissions and Fees form. This form is to be included with the Proposer's SOQ.



**Form H**

**PARTY DISCLOSURE FORM**

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**Information Sheet**

**ORANGE COUNTY TRANSPORTATION AUTHORITY  
AND AFFILIATED AGENCIES**

The attached Party Disclosure Form must be completed by applicants for, or persons who are the subject of, any proceeding involving a license, permit, or other entitlement for use pending before the Board of Directors of the OCTA or any of its affiliated agencies. (Please see next page for definitions of these terms.)

**IMPORTANT NOTICE**

Basic Provisions of Government Code Section 84308

- A. If you are an applicant for, or the subject of, any proceeding involving a license, permit, or other entitlement for use, you are prohibited from making a campaign contribution of more than \$250 to any board member or his or her alternate. This prohibition begins on the date your application is filed or the proceeding is otherwise initiated, and the prohibition ends three months after a final decision is rendered by the Board of Directors. In addition, no board member or alternate may solicit or accept a campaign contribution of more than \$250 from you during this period.
- B. These prohibitions also apply to your agents, and, if you are a closely held corporation, to your majority shareholder as well. These prohibitions also apply to your subcontractor(s), joint venturer(s), and partner(s) in this proceeding. Also included are parent companies and subsidiary companies directed and controlled by you, and political action committees directed and controlled by you.
- C. You must file the attached disclosure form and disclose whether you or your agent(s) have in the aggregate contributed more than \$250 to any board member or his or her alternate during the 12-month period preceding the filing of the application or the initiation of the proceeding.
- D. If you or your agent have in the aggregate contributed more than \$250 to any individual board member or his/or her alternate during the 12 months preceding the decision on the application or proceeding, that board member or alternate must disqualify himself or herself from the decision. However, disqualification is not required if the board member or alternate returns the campaign contribution within 30 days from the time the director knows, or should have known, about both the contribution and the fact that you are a party in the proceeding. The Party Disclosure Form should be completed and filed with your proposal, or with the first written document you file or submit after the proceeding commences.
  - 1. A proceeding involving "a license, permit, or other entitlement for use" includes all business, professional, trade and land use licenses and permits, and all other entitlements for use, including all entitlements for land use, all contracts (other than competitively bid, labor or personal employment contracts), and all franchises.

**Form H**

2. Your "agent" is someone who represents you in connection with a proceeding involving a license, permit or other entitlement for use. If an individual acting as an agent is also acting in his or her capacity as an employee or member of a law, architectural, engineering, consulting firm, or similar business entity, both the business entity and the individual are "agents."
3. To determine whether a campaign contribution of more than \$250 has been made by you, campaign contributions made by you within the preceding 12 months must be aggregated with those made by your agent within the preceding 12 months or the period of the agency, whichever is shorter. Contributions made by your majority shareholder (if a closely held corporation), your subcontractor(s), your joint venturer(s), and your partner(s) in this proceeding must also be included as part of the aggregation. Campaign contributions made to different directors or their alternates are not aggregated.
4. A list of the members and alternates of the Board of Directors is attached.

This notice summarizes the major requirements of Government Code Section 84308 of the Political Reform Act and 2 Cal. Adm. Code Sections 18438-18438.8.

**Form H**

**Party Disclosure Form**

**ORANGE COUNTY TRANSPORTATION AUTHORITY**

**AND ITS AFFILIATED AGENCIES**

To be completed only if campaign contributions have been made in the preceding 12 months.

Prime Firm's Name: \_\_\_\_\_

Party's Name: \_\_\_\_\_

Party's Address: \_\_\_\_\_

Street

City

State

Zip

Phone

RFQ Number and Title: \_\_\_\_\_

Board Member(s) or Alternate(s) to whom you and/or your agent made campaign contributions and dates of contribution(s) in the preceding 12 months:

Name of Member: \_\_\_\_\_

Name of Contributor (if other than Party): \_\_\_\_\_

Date(s): \_\_\_\_\_

Amount(s): \_\_\_\_\_

Name of Member: \_\_\_\_\_

Name of Contributor (if other than Party): \_\_\_\_\_

Date(s): \_\_\_\_\_

Amount(s): \_\_\_\_\_

Name of Member: \_\_\_\_\_

Name of Contributor (if other than Party): \_\_\_\_\_

Date(s): \_\_\_\_\_

Amount(s): \_\_\_\_\_

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

\_\_\_\_\_  
Signature of Party and/or Agent

**Form H**

**ORANGE COUNTY TRANSPORTATION AUTHORITY  
AND AFFILIATED AGENCIES**

**Board of Directors**

**Shawn Nelson, Chairman**

**Jeff Lalloway, Vice Chairman**

**Patricia Bates, Director**

**Lori Donchak, Director**

**Matthew Harper, Director**

**Michael Hennessey, Director**

**Steve Jones, Director**

**Gary Miller, Director**

**John Moorlach, Director**

**Al Murray, Director**

**Janet Nguyen, Director**

**Miguel Pulido, Director**

**Tim Shaw, Director**

**Todd Spitzer, Director**

**Tom Tait, Director**

**Frank Ury, Director**

**Greg Winterbottom, Director**

**Form H**

**PARTICIPANT DISCLOSURE FORM**

**Information Sheet**

**ORANGE COUNTY TRANSPORTATION AUTHORITY  
AND AFFILIATED AGENCIES**

The attached Participant Disclosure Form must be completed by participants in a proceeding involving a license, permit, or other entitlement for use. (Please see next page for definitions of these terms.)

**IMPORTANT NOTICE**

Basic Provisions of Government Code Section 84308

- A. If you are a participant in a proceeding involving a license, permit, or other entitlement for use, you are prohibited from making a campaign contribution of more than \$250 to any board member or his or her alternate. This prohibition begins on the date you begin to actively support or oppose an application for license, permit, or other entitlement for use pending before the OCTA or any of its affiliated agencies, and continues until three months after a final decision is rendered on the application or proceeding by the Board of Directors.

No board member or alternate may solicit or accept a campaign contribution of more than \$250 from you and/or your agency during this period if the board member or alternate knows or has reason to know that you are a participant.

- B. The attached disclosure form must be filed if you or your agent has contributed more than \$250 to any board member or alternate for the OCTA or any of its affiliated agencies during the 12-month period preceding the beginning of your active support or opposition. (The disclosure form will assist the board members in complying with the law.)
- C. If you or your agent have made a contribution of more than \$250 to any board member or alternate during the 12 months preceding the decision in the proceeding, that board member or alternate must disqualify himself or herself from the decision. However, disqualification is not required if the member or alternate returns the campaign contribution within 30 days from the time the director knows, or should have known, about both the contribution and the fact that you are a participant in the proceeding.

**Form H**

The Participant Disclosure Form should be completed and filed with the proposal submitted by a party, or should be completed and filed the first time that you lobby in person, testify in person before, or otherwise directly act to influence the vote of the board members of the OCTA or any of its affiliated agencies.

1. An individual or entity is a "participant" in a proceeding involving an application for a license, permit or other entitlement for use if:
  - a. The individual or entity is not an actual party to the proceeding, but does have a significant financial interest in the Authority's or one of its affiliated agencies' decision in the proceeding.

**AND**

- b. The individual or entity, directly or through an agent, does any of the following:
  - (1) Communicates directly, either in person or in writing, with a board member or alternate of the OCTA or any of its affiliated agencies for the purpose of influencing the member's vote on the proposal;
  - (2) Communicates with an employee of the OCTA or any of its affiliated agencies for the purpose of influencing a member's vote on the proposal; or
  - (3) Testifies or makes an oral statement before the Board of Directors of the OCTA or any of its affiliated agencies.
2. A proceeding involving "a license, permit, or other entitlement for use" includes all business, professional, trade and land use licenses and permits, and all other entitlements for use, including all entitlements for land use; all contracts (other than competitively bid, labor, or personal employment contracts) and all franchises.
3. Your "agent" is someone who represents you in connection with a proceeding involving a license, permit, or other entitlement for use. If an agent acting as an employee or member of a law, architectural, engineering, or consulting firm, or a similar business entity or corporation, both the business entity or corporation and the individual are agents.

**Form H**

4. To determine whether a campaign contribution of more than \$250 has been made by a participant or his or her agent, contributions made by the participant within the preceding 12 months shall be aggregated with those made by the agent within the preceding 12 months or the period of the agency, whichever is shorter. Campaign contributions made to different members or alternates are not aggregated.
5. A list of the members and alternates of the Board of Directors is attached.

This notice summarizes the major requirements of Government Code Section 84308 and 2 Cal. Adm. Code Sections 18438-18438.8.

**Form H**

**Participant Disclosure Form**

**ORANGE COUNTY TRANSPORTATION AUTHORITY  
AND ITS AFFILIATED AGENCIES**

To be completed only if campaign contributions have been made in the preceding 12 months.

Prime's Firm Name: \_\_\_\_\_

Participant's Name: \_\_\_\_\_

Participant's Address: \_\_\_\_\_

Street

City

State

Zip

Phone

RFQ Number and Title: \_\_\_\_\_

Board Member(s) or Alternate(s) to whom you and/or your agent made campaign contributions and dates of contribution(s) in the preceding 12 months:

Name of Member: \_\_\_\_\_

Name of Contributor (if other than Party): \_\_\_\_\_

Date(s): \_\_\_\_\_

Amount(s): \_\_\_\_\_

Name of Member: \_\_\_\_\_

Name of Contributor (if other than Party): \_\_\_\_\_

Date(s): \_\_\_\_\_

Amount(s): \_\_\_\_\_

Name of Member: \_\_\_\_\_

Name of Contributor (if other than Party): \_\_\_\_\_

Date(s): \_\_\_\_\_

Amount(s): \_\_\_\_\_

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

\_\_\_\_\_  
Signature of Party and/or Agent



**Form H**

**ORANGE COUNTY TRANSPORTATION AUTHORITY  
AND AFFILIATED AGENCIES**

**Board of Directors**

**Shawn Nelson, Chairman**

**Jeff Lalloway, Vice Chairman**

**Patricia Bates, Director**

**Lori Donchak, Director**

**Matthew Harper, Director**

**Michael Hennessey, Director**

**Steve Jones, Director**

**Gary Miller, Director**

**John Moorlach, Director**

**Al Murray, Director**

**Janet Nguyen, Director**

**Miguel Pulido, Director**

**Tim Shaw, Director**

**Todd Spitzer, Director**

**Tom Tait, Director**

**Frank Ury, Director**

**Greg Winterbottom, Director**

**FORM I**  
**CERTIFICATION OF**  
**RESTRICTIONS ON LOBBYING**

I, \_\_\_\_\_, hereby certify on behalf (name of Proposer) of

\_\_\_\_\_ that:

(Firm name)

1. No Federal appropriated funds have been paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.
2. If any funds, other than Federal appropriated funds, have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal contract, grant, loan, or cooperative agreement, the undersigned shall complete and submit the attached Standard Form-LLL, "Disclosure of Lobbying Activities", in accordance with its instructions.
3. The undersigned shall require that the language of this certification be included in all subcontracts, and that all subcontractors shall certify and disclose accordingly.

This certification is a material representation of fact upon which reliance is placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by section 1352, title 31, U.S. Code. Any person who fails to file the required certification shall be subject to civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

Executed this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_

By \_\_\_\_\_

(Signature of authorized official)

\_\_\_\_\_  
(Title of authorized official)

**CERTIFICATION**

**LIMITATION ON PAYMENTS TO INFLUENCE CERTAIN**

**FEDERAL TRANSACTIONS**

**A. Definitions**

1. Authority, as used in this clause, means the Orange County Transportation Authority, acting on behalf of the Orange County Transit District.
2. Covered Federal action, as used in this clause, means any of the following Federal actions:  
The awarding of any Federal contract.
  - a. The making of any Federal grant.
  - b. The making of any Federal loan.
  - c. The entering into of any cooperative agreement.
  - d. The extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.
3. Indian tribe and tribal organization, as used in this clause, have the meaning provided in Section 4 of the Indian self-determination and Education Assistance Act (25 U.S.C. 4508) and include Alaskan Natives.
4. Influencing or attempting to influence, as used in this clause, means making, with the intent to influence, any communication to or appearance before an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with any covered Federal action.
5. Local government, as used in this clause, means a unit of government in a State and, if chartered, established, or otherwise recognized by a State for the performance of a governmental duty, including a local public authority, a special district, an intrastate district, a council of governments, a sponsor group representative organization, and any other instrumentality of a local government.
6. Officer or employee of an agency, as used in this clause, includes the following individuals who are employed by an agency:
  - (1) An individual who is appointed to a position in the Government under title 5, United States code, including a position under a temporary appointment.
  - (2) A member of the uniformed services, as defined in the subsection 101(3), Title 37, United States Code.
  - (3) A special Government employee, as defined in Section 202, Title 18, United States Code.
  - (4) An individual who is a member of a Federal advisory committee, as defined by the Federal Advisory Committee Act, Title 5, United States Code, Appendix 2.
7. Person, as used in this clause, means an individual, corporation, company, association, authority, firm, partnership, society, State, and local government, regardless of whether such entity is operated for profit, or not for profit. This term excludes an Indian tribe,

tribal organization or any other Indian organization with respect to expenditures specifically permitted by other Federal law.

8. Reasonable compensation, as used in this clause, means with respect to a regularly employed officer or employee of any person, compensation that is consistent with the normal compensation for such officer or employee for work that is not furnished to, not funded by, or not furnished in cooperation with the Federal Government.
9. Reasonable payment, as used in this clause means, with respect to professional and other technical services, a payment in an amount that is consistent with the amount normally paid for such services in the private sector.
10. Recipient, as used in this clause, includes the Proposer, Principal Participants, Major Participants, and all subcontractors. This term excludes an Indian tribe, tribal organization, or any other Indian organization with respect to expenditures specifically permitted by other Federal law.
11. Regularly employed, as used in this clause, means, with respect to an officer or employee of a person requesting or receiving by such person for at least 130 working days within one year immediately preceding the date of the submission that initiates agency consideration of such person for receipt of such contract. An officer or employee who is employed by such person for less than 130 working days within one year immediately preceding the date of the submission that initiates agency consideration of such person shall be considered to be regularly employed as soon as he or she is employed by such person for 130 working days.
12. State, as used in this clause, means a State of the United States, the District of Columbia, the Commonwealth of Puerto Rico, a territory or possession of the United States, an agency or instrumentality of a State, and a multi-State regional or interstate entity having governmental duties and powers.

**B. Prohibitions**

1. Section 1352 of Title 31, United States Code, among other things, prohibits a recipient of a Federal contract, grant, loan or cooperative agreement from using appropriated funds to pay any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with any of the following covered Federal actions: the awarding of any Federal contract; the making of any Federal grant; the making of any Federal loan; the entering into of any cooperative agreement; or, the modification of any Federal contract, grant, loan, or cooperative agreement.
  
2. The Act also requires consultant to furnish a disclosure if any funds other than Federal appropriated funds (including profit or fee received under a covered Federal transaction) have been paid, or will be paid, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with a Federal contract, grant, loan or cooperative agreement.
  
3. The prohibitions of the Act do not apply under the following conditions:
  - a. Agency and legislative liaison by own employees.
    - (1) The prohibition on the use of appropriated funds, in subparagraph B.1. of this clause, does not apply in the case of payment of reasonable compensation made to an officer or employee of a person requesting or receiving a covered Federal action if the payment is for agency and legislative liaison activities not directly related to a covered Federal action.
    - (2) For purposes of paragraph B.3.a.(1) of this clause, providing any information specifically requested by an agency or Congress is permitted at any time.
    - (3) The following agency and legislative liaison activities are permitted any time where they are not related to a specific solicitation for any covered Federal action:

Discussing with an agency (including individual demonstrations) the qualities and characteristics of the person's products or services, conditions or terms of sale, and service capabilities.

Technical discussions and other activities regarding the application of adaptation of the person's products or services for an agency's use.
  
- (1) The following agency and legislative liaison activities are permitted where they are prior to formal solicitation of any covered Federal action:

Providing any information not specifically requested but necessary for an agency to make an informed decision about initiation of a covered Federal action;

Technical discussions regarding the preparation of an unsolicited proposal prior to its official submission; and,

Capability presentations by persons seeking awards from an agency pursuant to the provisions of the Small Business Act, as amended by Public Law 95-507, and subsequent amendments.

(2) Only those services expressly authorized by paragraph B.3.a.(1) of this clause are permitted under this clause.

b. Professional and technical services

(3) The prohibition on the use of appropriated funds, in subparagraph B.1. of this clause, does not apply in the case of:

A payment of reasonable compensation made to an officer or employee of a person requesting or receiving a covered Federal action or an extension, continuation, renewal, amendment, or modification of covered Federal action, if payment is for professional or technical services rendered directly in the preparation, submission, or negotiation of any bid, proposal, or application for that Federal action or for meeting requirements imposed by or pursuant to law as condition for receiving that Federal action.

Any reasonable payment to a person, other than an officer or employee of a person requesting or receiving a covered Federal action or an extension, continuation, renewal, amendment, or modification of a covered Federal action if the payment is for professional or technical services rendered directly in the preparation, submission or negotiation of any bid, proposal, or application or that Federal action or for meeting requirements imposed by or pursuant to law as a condition for receiving that Federal action. Persons other than officers or employees of a person requesting or receiving a covered Federal action include contractors and trade associations.

- (2) For purposes of paragraph B.3.a.(1) of this clause, professional and technical services shall be limited to advise and analysis directly applying any professional or technical discipline. For example, drafting of a legal document accompanying a bid or proposal is allowable. Similarly, technical advice provided by an engineer on the performance or operational capability of a piece of equipment rendered directly in the negotiation of a contract is allowable. However, communications with the intent to influence made by a professional (such as a licensed lawyer) or a technical person (such as a licensed accountant) are not allowable under this section unless they provide advice and analysis directly applying their professional or technical expertise and unless the advice or analysis is rendered directly and solely in the preparation, submission, or negotiation of a covered Federal action. Thus, for example, communications with the intent to influence made by a lawyer that do not provide legal advice or analysis directly and solely related to the legal aspects of his or her client's proposal, but generally advocate one proposal over another are not allowable under this section because the lawyer is not providing professional legal services. Similarly, communications with the intent to influence made by an engineer providing an engineering analysis prior to the preparation or submission of a bid or proposal are not allowable under this section since the engineer is providing technical services but not directly in the preparation, submission, or negotiation of a covered Federal action.
- (3) Requirements imposed by or pursuant to law as a condition for receiving a covered Federal award include those required by law or regulation and any other requirements in the actual award documents.
- (4) Only those services expressly authorized by paragraph B.3.a.(1) and (2) of this clause are permitted under this clause.
- (5) The reporting requirements of FAR 3.803(a) shall not apply with respect to payments of reasonable compensation made to regularly employed officers or employees of a person.

c. Disclosure

- (1) The consultant who requests or receives from an agency a Federal contract shall file with that agency a disclosure form OMB standard form LLL, Disclosure of Lobbying Activities, (Attachment to the bid package) if such person has made or had agreed to make any payment using non appropriated funds (to include profits from any covered Federal action), which would be prohibited under subparagraph B.1. of this clause, if paid for with appropriated funds.
- (2) The consultant shall file a disclosure form at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the information contained in any disclosure form previously filed by such person under subparagraph II.A. of this clause. An event that materially affects the accuracy of the information reported includes:

A cumulative increase of \$25,000 or more in the amount paid or expected to be paid for influencing or attempting to influence a covered Federal action; or

A change in the person(s) or individual(s) influencing or attempting to influence a covered Federal action; or

A change in the officer(s), employee(s), or Member(s) contacted to influence or attempt to influence a covered Federal action.

- (6) The consultant shall require the submittal of a certification, and if required, a disclosure form by any person who requests or receives any subcontract exceeding \$100,000 under the Federal contract.
- (7) All subcontractor disclosure forms (but not certifications) shall be forwarded from tier to tier until received by the prime CONSULTANT. The prime CONSULTANT shall submit all disclosures to the District at the end of the calendar quarter in which the disclosure form is submitted by the subcontractor. Each subcontractor certification shall be retained in the subcontract file of the awarding CONSULTANT.

d. Agreement

The consultant agrees not to make any payment prohibited by this clause.

e. Penalties

- (1) Any person who makes an expenditure prohibited under paragraph a) of this clause or who fails to file or amend the disclosure form to be filed or amended by paragraph d) of this clause shall be subject to civil penalties as provided for by 31 U.S.C. 1352. An imposition of a civil penalty does not prevent the Government from seeking any other remedy that may be applicable.
- (2) Consultants may relay without liability on the representation made by their subcontractors in the certification and disclosure forms.

f. Cost Allowability:

Nothing in this clause is to be interpreted to make allowable or reasonable any costs, which will otherwise be unallowable or unreasonable. Conversely, costs made specifically unallowable by the requirements in this clause will not be made allowable under any other provisions.



<p><b>1. Type of Federal Action:</b></p> <p><input type="checkbox"/> a. contract</p> <p><input type="checkbox"/> b. grant</p> <p><input type="checkbox"/> c. cooperative agreement</p> <p><input type="checkbox"/> d. loan</p> <p><input type="checkbox"/> e. loan guarantee</p> <p><input type="checkbox"/> f. loan insurance</p>	<p><b>2. Status of Federal Action:</b></p> <p><input type="checkbox"/> a. bid/offer application</p> <p><input type="checkbox"/> b. initial award</p> <p><input type="checkbox"/> c. post-award</p>	<p><b>3. Report Type:</b></p> <p><input type="checkbox"/> a. initial filing</p> <p><input type="checkbox"/> b. material changes</p> <p>For Material Change Only:</p> <p>year _____ quarter _____</p> <p>date of last report _____</p>
<p><b>4. Name and Address of Reporting Entity:</b></p> <p><input type="checkbox"/> Prime                      <input type="checkbox"/> Subawardee</p> <p style="padding-left: 40px;">Tier _____, if known:</p> <p>Congressional District, if known:</p>	<p><b>5. If Reporting Entity in No. 4 is Subawardee, Enter Name and Address of Prime:</b></p> <p>Congressional District, if known:</p>	
<p><b>6. Federal Department/Agency:</b></p>	<p><b>7. Federal Program Name/Description:</b></p> <p>CFDA number, if applicable: _____</p>	
<p><b>8. Federal Action Number, if known:</b></p>	<p><b>9. Award Amount, if known:</b></p> <p>\$ _____</p>	
<p><b>10. a. Name and Address of Lobbying Entity</b> (if individual, last name, first name, MI)</p>	<p><b>b. Individuals Performing Services</b> (including address if different from No 10a) (last name, first name, MI):</p> <p style="text-align: center;">(attach Continuation Sheet(s) SF - LLL - A if necessary)</p>	
<p><b>11. Amount of Payment (check all that apply):</b></p> <p>\$ _____                      <input type="checkbox"/> actual                      <input type="checkbox"/> planned</p>	<p><b>13. Type of Payment (check all that apply):</b></p> <p><input type="checkbox"/> a. retainer</p> <p><input type="checkbox"/> b. one-time fee</p> <p><input type="checkbox"/> c. commission</p> <p><input type="checkbox"/> d. contingent fee</p> <p><input type="checkbox"/> e. deferred</p> <p><input type="checkbox"/> f. other specify: _____</p>	
<p><b>12. Forum of Payment (check all that apply):</b></p> <p><input type="checkbox"/> a. cash</p> <p><input type="checkbox"/> b. in-kind; specify                      nature: _____</p> <p style="padding-left: 40px;">value: _____</p>		
<p><b>14. Brief Description of Services Performed or to be Performed and Date(s) of Service, including officer(s), employee(s) or Member(s) contracted for Payment</b> indicated in Item, 11:</p> <p style="text-align: center;">(attach Continuation Sheet(s) SF-LLL-A if necessary)</p>		
<p><b>15. Continuation Sheet(s) SF-LLL-A attached:</b>                      <input type="checkbox"/> Yes                      <input type="checkbox"/> No</p>		
<p><b>16. Information requested through this form is authorized by Code 31 U.S.C. Section 1352. This disclosure of lobbying activities is a material representation of fact upon which reliance was placed by the tier above when this transaction was made or entered into. This disclosure is required pursuant to 31 U.S.C. 1352. This information will be reported to the Congress semi-annually and will be available for public inspection. Any person who fails to file the required disclosure shall be subject to a civil penalty of not less than \$10,000.00 and not more than \$100,000.00 for each such failure.</b></p>	<p>Signature: _____</p> <p>Print name: _____</p> <p>Title: _____</p> <p>Telephone No: _____                      Date: _____</p>	
<p>Federal Use Only</p>	<p>Authorized for Local Reproduction Standard Form - LLL</p>	

**INSTRUCTIONS FOR COMPLETION OF SF-LLL DISCLOSURE OF LOBBYING ACTIVITIES**

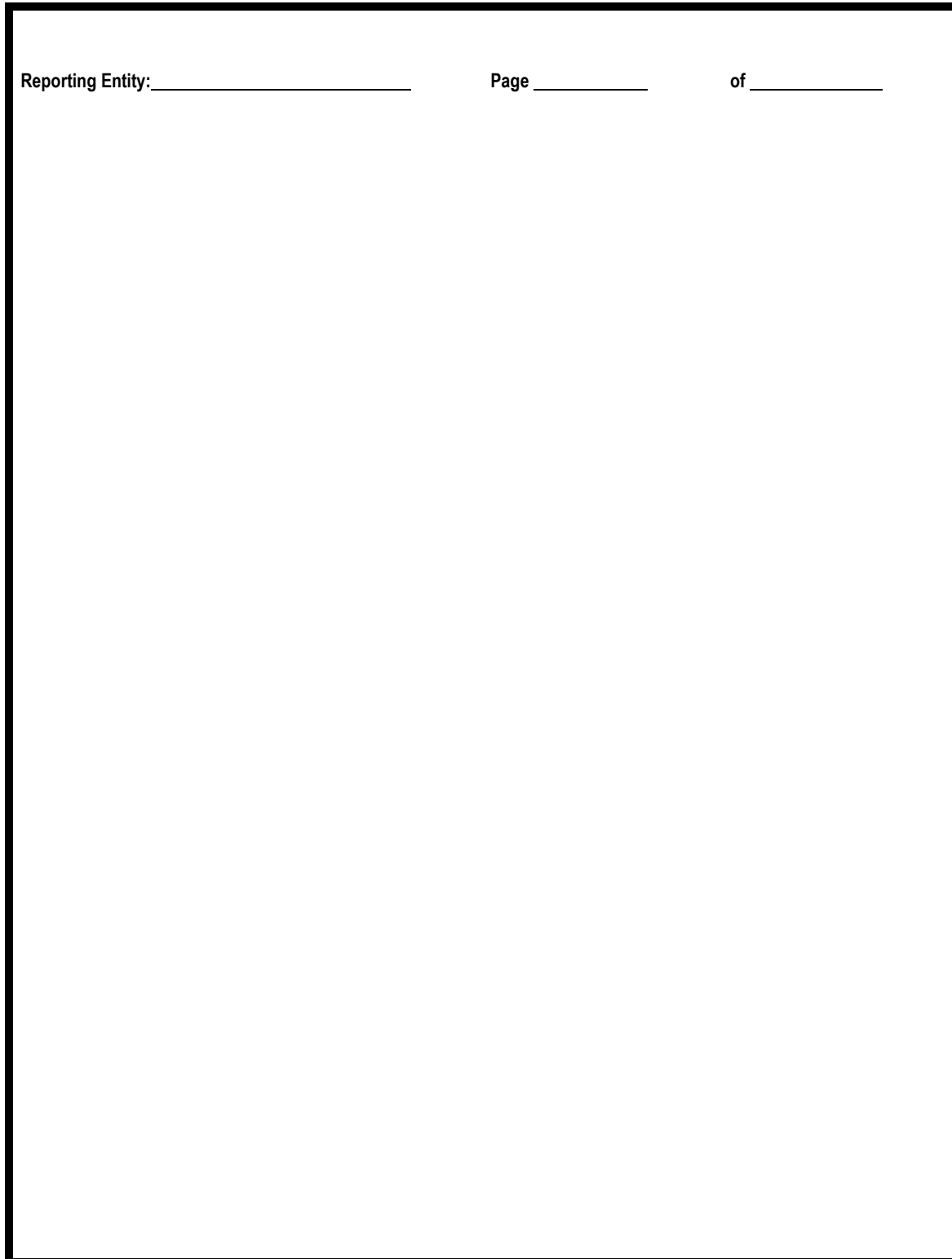
This DISCLOSURE FORMS SHALL BE COMPLETED BY the reporting entity, whether Subawardee or prime Federal recipient, at the initiation or receipt of a covered Federal action, or a material change to a previous filing, pursuant to title 31 U.S.C. section 1352. The filing of a form is required for each payment or agreement to make payment to any lobbying entity for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with a covered Federal action. Use the SF-LLL-A Continuation Sheet for additional information if the space on the form is inadequate. Complete all items that apply for both the initial filing and material change report. Refer to the implementing guidance published by the Office of Management and Budget for additional information.

1. Identify the type of covered Federal action for which lobbying activity is and/or has been secured to influence the outcome of a covered Federal action.
2. Identify the status of the covered Federal action.
3. Identify the appropriate classification of this report. If this is a follow-up report caused by a material change to the information previously reported, enter the year and quarter in which the change occurred. Enter the date of the last previously submitted report by this reporting entity for this covered Federal action.
4. Enter the full name, address, city, state and zip code of the reporting entity. Include Congressional District, if known. Check the appropriate classification of the reporting entity that designates if it is, or expects to be a prime or subaward recipient. Identify the tier of the subawardee e.g., the first subawardee of the prime is the first tier. Subawards include but are not limited to subcontracts, subgrants and contract awards under grants.
5. If the organization filing the report in item 4 checks "Subawardee" then enter the full name, address city, state, and zip code of the prime Federal recipient. Include Congressional District.
6. Enter the name of the Federal agency making the award or loan commitment. Include at least one organizational level below agency, name if known. For example, Department of Transportation, United State Coast Guard.
7. Enter the Federal program name for description of the covered Federal action (item 1). If known, enter the full Catalog of Federal Domestic Assistance (CFDA) number for grants, cooperative agreements, loans, and loan commitments.
8. Enter the most appropriate Federal identifying number available for the Federal action identified in item 1 (e.g. Request for Proposal (RFP) number, Invitation for Bid (IFB) number, grant announcement number, the contract, grant, or loan award number, the application/ proposal control number assigned by the Federal agency). Include prefixes, e.g., "RFP DE-90-001."
9. For a covered Federal action where there has been an award or loan commitment by the Federal agency, enter the Federal amount of the award/loan commitment for the prime entity identified in item 4 or 5.
10. (a) Enter the full name, address, city, state, and zip code of the lobbying entity engaged by the reporting entity identified in item 4 to influence the covered Federal action.  
  
(b) Enter the full names of the individual(s) performing services, and include full address if different from 10 (a.). Enter Last Name, First Name, and Middle Initial (MI).
11. Enter the amount of compensation paid or reasonably expected to be paid by the reporting entity (item 4) to the lobbying entity (item 10). Indicate whether the payment has been made (actual) or will be made (planned). Check all boxes that apply. If this is a material change report, enter the cumulative amount of payment made or planned to be made.
12. Check the appropriate box (es). Check all boxes that apply. If payment is made through an in-kind contribution, specify the nature and value of the in-kind payment.
13. Check the appropriate box (es). Check all boxes that apply. If other, specify nature.
14. Provide a specific and detailed description of the services that the lobbyist has performed, or will be expected to perform, and the date(s) of any services rendered. Include all preparatory and related activity, not just time spent in actual contact with Federal officials. Identify the Federal official(s) or employee(s) contacted or the officer(s), employee(s), or Member(s) of Congress that were contacted.
15. Check whether or not a SF-LLL-A Continuation Sheet(s) is attached.
16. The certifying official shall sign and date the form, print his/her name, title, and telephone number.

Public reporting burden for this collection of information is estimated to average 30 minutes per response, including time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding the burden estimate or any other aspect of this collection of information, including suggestions for reducing the burden, to the Office of Management and Budget Paperwork Reduction Project (0348-0446), Washington, D.C. 20503.

**DISCLOSURE OF LOBBYING ACTIVITIES CONTINUATION SHEET**

Reporting Entity: \_\_\_\_\_ Page \_\_\_\_\_ of \_\_\_\_\_



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**Form J: Certification of Consultant, Commissions & Fees**

I HEREBY CERTIFY that I am the \_\_\_\_\_, and duly authorized representative of the firm of \_\_\_\_\_, whose address is \_\_\_\_\_, and that, except as hereby expressly stated, neither I nor the above firm that I represent have:

- (a) employed or retained for a commission, percentage, brokerage, contingent fee, or other consideration, any firm or person (other than a bona fide employee working solely for me or the above consultant) to solicit or secure this contract; nor
  
- (b) agreed, as an express or implied condition for obtaining this contract, to employ or retain the services of any firm or person in connection with carrying out the contract; nor
  
- (c) paid, or agreed to pay, to any firm, organization or person (other than a bona fide employee working solely for me or the above consultant) any fee, contribution, donation, or consideration of any kind, for or in connection with, procuring or carrying out this contract.

I acknowledge that this Certificate is to be made available to the California Department of Transportation (Caltrans) in connection with this contract involving participation of federal-aid highway funds, and is subject to applicable state and federal laws, both criminal and civil.

\_\_\_\_\_  
(Date)

\_\_\_\_\_  
(Signature)

- Distribution:**
- 1) Local Agency Project File (Original & Contract)
  - 2) DLAE (with contract copy)

**FORM PP-1  
PAST PERFORMANCE**

**Name of Proposer:**

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**Firm Name:**

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Awards, Citations, and/or Commendations:

<b>Name of Award, etc.</b>	<b>Year Received</b>	<b>Project and Location</b>	<b>Work for Which Award, etc. Was Received</b>

Litigation, Arbitration Proceedings, and Bond Claims (additional information may be provided on subsequent pages):

<b>Project/Issue</b>	<b>Owner/Agency That Initiated Action</b>	<b>Resolution/Outcome</b>	<b>Is Unresolved or Action Outstanding?</b>	<b>Current Owner Contact Name, Telephone Number, and Email.</b>

Liquidated Damages Assessed (additional information may be provided on subsequent pages):

<b>Project Name</b>	<b>Cause of Delay(s)</b>	<b>Amount Assessed</b>	<b>Describe Outstanding Damage Claims by Any Owner</b>	<b>Current Owner Contact Name, Telephone Number, and Email.</b>

Termination for Cause, Suspension for Cause, and Notices of Default (additional information may be provided on subsequent pages):

<i>Project Name</i>	<b>Describe Reason for Termination /Suspension/Notice of Default</b>	<b>\$ Amount Involved</b>	<b>Current Owner Contact, Name, Telephone Number, and Email.</b>

Disciplinary Actions (additional information may be provided on subsequent pages):

<b>Project Name</b>	<b>Describe Action Taken</b>	<b>Current Owner Contact Name, and Telephone Number &amp; Email.</b>

Additional information from preceding pages:

**FORM PP-2  
ENVIRONMENTAL PAST PERFORMANCE**

**Name of Proposer:**

**Name of Firm:**

Environmental Awards and/or Commendations:

<b>Name of Award</b>	<b>Year Received</b>	<b>Project and Location</b>	<b>Work for Which Award Received</b>

Environmental Citations (additional information may be provided on subsequent pages):

<b>Name of Citations</b>	<b>Year Received</b>	<b>Project and Location</b>	<b>Work for Which Citation Received</b>



Additional information from preceding pages:



**ORANGE COUNTY TRANSPORTATION AUTHORITY**

**Approval to Release Request for Qualifications for the  
Interstate 405 Improvement Design-Build Project**

**Attachment B**

**Assembly Bill 401 Legislative Requirements for the Request for Qualifications  
for the Interstate 405 Improvement Project**

- 1.) Identification of the basic scope and needs of the project or contract, the expected cost range, the methodology to be used by the Orange County Transportation Authority (OCTA) to evaluate proposals, the procedure for final selection of the design-build (DB) entity, and any other information deemed necessary by OCTA to inform interested parties of the contracting opportunity.
- 2.) Significant factors that OCTA reasonably expects to consider in evaluating qualifications, including technical design and construction expertise, skilled labor force availability, and all other non-price-related factors. Other factors OCTA anticipates to evaluate include:
  - a. Legal Structure – pass/fail
  - b. Financial Capacity – pass/fail
  - c. Safety Program – pass/fail
  - d. Proposer Experience – scored element
  - e. Past Performance - scored element
  - f. Proposer Organization and Key Personnel – scored element
  - g. Project Understanding and Approach – scored element
  - h. Quality Management Approach – scored element
- 3.) A requirement to provide information including, but not limited to, all of the following:
  - a. If the DB entity is a partnership, limited partnership, joint venture, or limited liability company (“LLC”), a listing of all of the partners, general partners, or members known at the time of statement of qualification submission who will participate in the DB contract.
  - b. Evidence that the members of the DB entity’s team have completed, or demonstrated the experience, competency, capability, and capacity to complete projects of similar size, scope, or complexity, and that proposed key personnel have sufficient experience and training to competently manage and complete the design and construction of the project, and a financial statement that assures OCTA that the DB entity has the capacity to complete the project.
  - c. The licenses, registration, and credentials required to design and construct the project, including, but not limited to, information on the revocation or suspension of any license, credential, or registration, subject to the understanding that Federal Highway Administration funding requirements do not permit OCTA to require current licensure or registration prior to contract award.
  - d. Evidence that establishes that the DB entity has the capacity to obtain all required payment and performance bonding, liability insurance, and errors and omissions insurance.

**Assembly Bill 401 Legislative Requirements for the Request for Qualifications  
for the Interstate 405 Improvement Project**

- e. Information concerning workers' compensation experience history and a worker safety program.
- f. A full disclosure regarding all of the following that are applicable:
  - (i) Any serious or willful violation of Part 1 (commencing with Section 6300) of Division 5 of the Labor Code or the federal Occupational Safety and Health Act of 1970 (Public Law 91-596), settled against any member of the DB entity.
  - (ii) Any debarment, disqualification, or removal from a federal, state, or local government public works project.
  - (iii) Any instance where the DB entity, or its owners, officers, or managing employees submitted a bid on a public works project and were found to be nonresponsive or were found by an awarding body not to be a responsible bidder.
  - (iv) Any instance where the DB entity, or its owners, officers, or managing employees defaulted on a construction contract.
  - (v) Any violations of the Contractors' State License Law, as described in Chapter 9 (commencing with Section 7000) of Division 3 of the Business and Professions Code, including alleged violations of federal or state law regarding the payment of wages, benefits, apprenticeship requirements, or personal income tax withholding, or Federal Insurance Contribution Act withholding requirements settled against any member of the DB entity.
  - (vi) Any bankruptcy or receivership of any member of the DB entity, including, but not limited to, information concerning any work completed by a surety.
  - (vii) Any settled adverse claims, disputes, or lawsuits between the owner of a public works project and any member of the DB entity during the five years preceding submission of a bid under this article, in which the claim, settlement, or judgment exceeds fifty thousand dollars (\$50,000). Information shall also be provided concerning any work completed by a surety during this five-year period.
- g. If the proposed DB entity is a partnership, limited partnership, joint-venture, LLC or other form of business entity capable of obtaining a general contractor's license under State of California law, a copy of the organizational documents or agreement committing to form the organization, and a statement that all general partners, joint venture members, or members of the LLC or other business entity agree to be fully liable for the performance under the DB contract.
- h. The DB team must have an acceptable safety record.