REQUEST FOR QUALIFICATIONS
RELATING TO THE
I-64 HAMPTON ROADS BRIDGE-TUNNEL EXPANSION PROJECT

UNDER THE
VIRGINIA PUBLIC-PRIVATE TRANSPORTATION ACT OF 1995 (AS AMENDED)

VIRGINIA DEPARTMENT OF TRANSPORTATION

December 15, 2017

KEY DATES

PROJECT INFORMATION MEETING JANUARY 19, 2018
RFQ QUESTION DEADLINE JANUARY 26, 2018
SOQ DUE DATE MARCH 2, 2018
ANNOUNCEMENT OF SHORT-LIST APRIL 2018
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PART A
INTRODUCTION AND GENERAL PROVISIONS

1. INTRODUCTION

1.1 Introduction

The Virginia Department of Transportation ("Department"), an agency of the Commonwealth of Virginia (the "Commonwealth," or "Virginia"), hereby requests sealed statements of qualifications ("SOQs") from private entities ("Offerors") desiring to design and construct improvements to the Interstate 64 ("I-64") corridor between Interstate 664 ("I-664") in Hampton and Interstate 564 ("I-564") in Norfolk to provide additional capacity throughout the corridor, including a new bridge-tunnel complex approximately 3.5 miles long and generally parallel to the existing Hampton Roads Bridge-Tunnel (the "Project"). The Project will be undertaken pursuant to a Comprehensive Agreement to be entered into in accordance with the Public-Private Transportation Act of 1995, as amended, Va. Code Ann. §§ 33.2-1800 et seq. ("PPTA"). The Department is issuing this Request for Qualifications ("RFQ") in accordance with the PPTA and the 2017 PPTA Implementation Manual and Guidelines ("PPTA Guidelines") (available at: www.p3virginia.org/ppta-resources), issued by the Department’s Office of Public-Private Partnerships.

1.2 Definitions

Capitalized terms and acronyms used in this RFQ have the meanings set forth in Appendix A (Definitions).

1.3 Responsible Public Entity

The Department is undertaking the Project in conjunction with the Hampton Roads Transportation Accountability Commission ("HRTAC"). The Department, which currently owns and operates the existing Hampton Roads-Bridge Tunnel complex, is responsible for delivery of the Project and will serve as the Responsible Public Entity (as defined in the PPTA) for the procurement.

1.4 Project Delivery Method

The Department has determined, and the Transportation Public-Private Partnership Steering Committee has concurred with the Department’s determination, that delivery of the Project will be advanced via the design-build delivery method pursuant to the PPTA.
2. PROCUREMENT PROCESS

2.1 Overall Process

2.1.1 Two-Phase Procurement Process

The Department intends to follow a two-phase procurement process to select a Preferred Proposer to deliver the Project.

(a) The RFQ Phase: The first phase (the “RFQ Phase”) commenced with the release of this RFQ to solicit responses, in the form of SOQs, that the Department will evaluate to determine which Offerors are best qualified to successfully design and construct the Project. The Department will evaluate the SOQs in accordance with the criteria set forth in this RFQ, and will select Offerors to be involved in the second phase (the “RFP Phase”).

(b) The RFP Phase: The RFP Phase will commence when the Department issues a Request for Proposals (“RFP”) to the short-listed Offerors, including Instructions to Proposers, Technical Requirements, and the draft Comprehensive Agreement. The Department will evaluate Proposals submitted in response to the RFP in accordance with the criteria set forth in the RFP and will select the Preferred Proposer to conduct limited negotiations with the Department to become the Design-Builder for the Project.

2.1.2 RFQ Phase

(a) The RFQ Phase involves the submission of SOQs by Offerors who desire to design and construct the Project.

(b) In responding to the RFQ, Offerors must demonstrate their general qualifications to design and construct the Project and their specific technical qualifications to design and construct the tunnel portion of the Project using one of two construction methods: (1) the bored tunnel method (using a tunnel boring machine) or (2) the immersed tube tunnel method (each a “Tunnel Construction Method” and collectively, the “Tunnel Construction Methods”). Offerors who wish to be considered for both Tunnel Construction Methods must submit qualifications information for both Tunnel Construction Methods.

(c) The Department will review, score, and rank all responsive SOQs. The Department will select the short-listed Offerors (each, a “Proposer”) who will be eligible to participate in RFP Phase. The Department expects to select no more than four Proposers.
If the Department receives only a single responsive SOQ, then the Department will conduct an evaluation and market assessment to determine if the responsive SOQ can achieve the objectives of the Project and bring value to the Commonwealth or if the procurement should be terminated. If the evaluation and market assessment demonstrate that proceeding with a single responsive SOQ can bring value, the Department may, in its sole discretion, proceed with the procurement and request a Proposal from the sole Offeror.

### 2.1.3 RFP Phase

(a) Following selection of the Proposers, the Department anticipates releasing a draft RFP to the Proposers for comment. The draft RFP will include instructions to the Proposers on the required content for their Proposals and a description of how the Preferred Proposer will be selected, together with a draft Comprehensive Agreement for the Project. The draft RFP process will include disclosure of materials by the Department that are confidential in nature, and each Proposer will be required to execute a confidentiality agreement, the form of which will be provided prior to circulation of the draft RFP. In conjunction with the receipt of written comments on the draft RFP, the Department intends to schedule one-on-one meetings to discuss issues and comments identified by the Proposers. Specific details concerning the review process will be made available in the draft RFP. The Department plans to issue the RFP in final form for responses to be due at the date and time set forth in the RFP.

(b) Based on its evaluation of Proposals and following certification of the Finding of Public Interest, the Department anticipates selecting a Proposer as the Preferred Proposer and finalizing a Comprehensive Agreement.

### 2.2 Schedule

The Department anticipates carrying out the RFQ Phase in accordance with the schedule set forth below. The schedule is subject to modification at the sole discretion of the Department. Prospective Offerors will be notified of any change to the schedule by addenda to this RFQ, which will be published in accordance with Part A, Section 2.6.4 (Questions and Requests for Clarification; Addenda). All times shown below are the prevailing local times in Richmond, Virginia.
<table>
<thead>
<tr>
<th>Event</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>RFQ Released</td>
<td>December 15, 2017</td>
</tr>
<tr>
<td>Project Information Meeting</td>
<td>January 19, 2018 at 10:00 AM</td>
</tr>
<tr>
<td>Deadline to Submit Questions on RFQ</td>
<td>January 26, 2018 at 4:00 PM</td>
</tr>
<tr>
<td>SOQs Due</td>
<td>March 2, 2018 at 4:00 PM</td>
</tr>
<tr>
<td>Announcement of Short-Listed Offerors</td>
<td>April 2018</td>
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2.3 No Stipend

No stipends will be paid for costs of submitting SOQs. The Department assumes no obligations, responsibilities, or liabilities, financial or otherwise, to reimburse any of the costs incurred or alleged to have been incurred by those parties responding, or considering a response, to this RFQ.

During the RFP Phase, the Department intends to pay a stipend to each Proposer who submits a responsive Proposal but who is not selected as the Preferred Proposer. Further details regarding the RFP Phase stipend will be set forth in the RFP.

2.4 Term Sheet

The Department has published a term sheet setting out select commercial terms the Department anticipates including in the Comprehensive Agreement (the “Term Sheet”). The Term Sheet may be viewed on the Project Website.

2.5 Procurement Reference Documents

2.5.1 The Department has assembled a set of documents relating to the Project (the “Procurement Reference Documents”) that will be made available to prospective Offerors upon request after the Project information meeting described in Part A, Section 2.7 (Project Information Meeting) is held. The Procurement Reference Documents include, among other documents, the Final Supplemental Environmental Impact Statement (the “Final SEIS”), the Record of Decision (the “ROD”), studies, surveys, and geotechnical information relating to the Project.

2.5.2 The Procurement Reference Documents and references in this RFQ to any website, including the Project Website, are provided for reference and background information only. The information contained in the Procurement Reference Documents or set forth in any referenced website, including the Project Website, reflects information as of any date or time identified therein. The Department intends to provide accurate and
complete information to the extent possible, but cannot guarantee the accuracy or completeness of the Procurement Reference Documents or any of the information on the Project Website. To the extent that any such information is inconsistent with the RFQ, prospective Offerors should rely on the information contained in the RFQ.

2.5.3 The statements made in the Procurement Reference Documents or in any referenced website, including the Project Website, that are not purely historical are forward-looking statements, including the Department’s expectations, intentions, or strategies regarding the future. These statements are based on information currently available to the Department. The Department assumes no obligation to update any such forward-looking statements.

2.6 Questions and Requests for Clarification; Addenda

2.6.1 The Department’s sole point of contact for all matters relating to this RFQ is:

Mr. Morteza Farajian, Ph.D.
Virginia Department of Transportation
Office of Public-Private Partnerships
1401 East Broad Street, Suite 1306
Richmond, Virginia 23219
Telephone: 804-786-0470
E-mail: HRBTproject@vdot.virginia.gov

2.6.2 To facilitate the receipt of questions and requests for clarification, and the processing of responses, prospective Offerors must submit all questions and requests for clarification regarding this procurement (including the RFQ and the Term Sheet) in writing to the Department’s point of contact identified in Part A, Section 2.6.1 above.

2.6.3 Offerors are responsible for ensuring that any written communications clearly indicate on the first page or in the subject line, as applicable, that the material relates to the Project. The Department will provide on the Project Website, at its discretion, responses to Offeror clarification requests. Offerors are encouraged to submit questions and requests for clarification as early as possible and must submit their questions using Form P (Offeror Questionnaire Form).

2.6.4 The Department reserves the right to revise this RFQ by issuing addenda to this RFQ (“Addenda”). The Department will post any Addenda on www.HRBTexpansion.org (the “Project Website”) and eVA, the Commonwealth’s digital procurement portal (www.eva.virginia.gov).
2.6.5 Offerors are encouraged to monitor the Project Website for information concerning this procurement as teams responding to this RFQ will be required to acknowledge on Form B (Acknowledgement of RFQ and Addenda) as part of their SOQ that they have received all Addenda.

2.7 Project Information Meeting

The Department will hold a Project information meeting for potential Offerors on the date and time shown in Part A, Section 2.2 (Schedule). The Department is finalizing arrangements for a venue for the Project information meeting, which will be in the Hampton Roads area. The Department will provide further details on the Project Website.

2.8 Federal Requirements

Offerors are advised that the RFP and the Comprehensive Agreement will conform to federal law, regulations, and policies as required by applicable federal assistance programs. The Department reserves the right to modify the procurement process described in this RFQ to address any concerns, conditions, or requirements of federal agencies with oversight of the Project, including the Federal Highway Administration (“FHWA”).

2.9 Department Civil Rights Requirements

The Department anticipates that participation goals for disadvantaged business enterprises (“DBE”) and small, woman, and minority-owned (“SWaM”) businesses will apply to the Project. This means that DBE and SWaM businesses must have opportunities to participate in the Project as service providers, vendors, contractors, subcontractors, advisors, and consultants. The Department has adopted the definition of DBEs set forth in 49 C.F.R. § 26.5. Regulations regarding the registration of SWaM businesses pursuant to Va. Code Ann. §§ 2.2-1603 et seq. may be found in 7VAC13-20 of the Virginia Administrative Code. Further information regarding DBE and SWaM requirements and goals will be included in the RFP.

2.10 Miscellaneous Qualification Requirements

2.10.1 Department Prequalification

(a) Any team member a Proposer anticipates will perform construction work on the Project (including the Proposer itself) must be prequalified under the Department’s Rules Governing Prequalification Privileges, which can be found at http://www.virginiadot.org/business/const/prequal.asp. Each team member (i.e., each business entity) performing construction work on the Project must be prequalified individually, without regard to whether it is undertaking the Project work as part of a Joint Venture. The timing by which each team member must be prequalified by the Department is as follows:
(i) Offerors must be prequalified before the SOQ due date; and

(ii) Other team members performing construction work on the Project must be prequalified before beginning work on the Project.

(b) If an Offeror intends to submit a Proposal as part of a Joint Venture, then it must submit a completed Form O (Joint Venture Bidding Agreement) to the Department’s Construction Division Prequalification Office as part of its prequalification application prior to the SOQ due date. The purpose of Form O is to establish a managing venturer who will act as point of contact on behalf of the Joint Venture throughout the procurement process, and to establish the federal tax identification number the Joint Venture will use. In addition, each individual member of such Joint Venture must be registered with the Virginia State Corporation Commission in accordance with Va. Code Ann. 2.2-4311.2.

(c) If an Offeror is not prequalified before the SOQ due date, then such Offeror must provide a written statement to the Department with its SOQ stating its efforts to become prequalified, the reasons it has not been prequalified, and its plan to become prequalified.

(d) Construction management and professional consultant engineering firms providing services to the Proposer are not required to be prequalified; provided, such firms must comply with all other relevant local, state, and federal requirements and regulations relating to construction management or professional consultant engineering firms.

2.10.2 Licensure; Eligibility to Conduct Business

(a) All business entities and individuals designated as Key Personnel that are part of an Offeror team must meet the licensure requirements set forth in this RFQ and be eligible to conduct business in the Commonwealth at the time the Proposer submits its Proposal.

(b) Proposers will be responsible for determining which registrations, certifications, or licenses are required for each team member to be eligible to conduct business in the Commonwealth. Such registration, certification, and licensure requirements include, but are not limited to, those requirements of the Virginia State Corporation Commission and the Virginia Department of Professional and Occupational Regulation ("DPOR"). In particular:
(i) Each firm a Proposer intends to use to provide design or engineering services for the Project must hold a corporate professional engineering license from DPOR at the time such Proposer submits its Proposal; and

(ii) With respect to the Key Personnel positions listed in Appendix C (Key Personnel) which require a professional engineering license issued by the Commonwealth, the individuals designated by a Proposer to hold such Key Personnel positions each must hold an individual professional engineering license from DPOR at the time such Proposer submits its Proposal.

3. THE PROJECT

3.1 Project Objectives

The Department intends to enter into a Comprehensive Agreement with a Design-Builder to achieve the Project objectives, which include, but are not limited to, the following:

3.1.1 Provide mobility enhancements and travel-time reliability along the Project corridor by:

(a) Managing congestion along the I-64 corridor by maximizing throughput across the Hampton Roads Bridge-Tunnel;

(b) Improving mobility by enhancing the operational efficiency of bus transit options; and

(c) Providing an integrated solution that promotes efficient traffic flow at interfaces with adjoining regional transportation network elements.

3.1.2 Minimize impacts on adjacent communities by:

(a) Minimizing adverse impacts to historic and cultural resources along the Project corridor;

(b) Maximizing the use of existing Department right-of-way to minimize the need for acquisition of additional right-of-way; and

(c) Managing construction operations to minimize disruptions to adjacent communities and highway and marine traffic.

3.1.3 Improve transportation operations and safety throughout the Project corridor by:
(a) Reducing the effect of geometric deficiencies on the operation of the existing roadways and tunnels;

(b) Ensuring the new facilities comply with current engineering design standards, as practicable;

(c) Improving emergency evacuation capabilities by providing a resilient crossing that can withstand severe marine conditions and extreme natural events, including floods and hurricanes; and

(d) Providing an adaptable transportation solution that neither precludes future capacity enhancements nor impedes incorporation of the Project into a regional network of Express Lanes.

3.1.4 Develop public infrastructure in a financially responsible manner by:

(a) Delivering a quality project safely, on schedule, and within budget using the most cost-effective means available;

(b) Applying value-generating innovation that reduces maintenance requirements and operating costs; and

(c) Providing best value to the Commonwealth by optimizing long-term quality, life-cycle cost, and construction efficiency.

3.2 General Description of the Project

3.2.1 The Project consists of the design and construction of improvements along approximately 12 miles of the I-64 corridor between I-664 in Hampton (Exit 264) and I-564 in Norfolk (Exit 276) to provide at least six lanes of capacity throughout the corridor. The Project includes a new bridge-tunnel crossing, approximately 3.5 miles long and generally parallel to the existing Hampton Roads Bridge-Tunnel. An overview of the Project location is set out in Appendix B (Project Location).

3.2.2 Within the Project corridor, I-64 is currently six lanes between I-664 and the Settlers Landing Road Interchange in Hampton (Exit 267), where an eastbound lane ends. Eastbound I-64 continues with two lanes across the existing Hampton Roads-Bridge Tunnel to I-564 in Norfolk. In the westbound direction, I-64 is currently two lanes from I-564 across the existing Hampton Roads Bridge-Tunnel to the South Mallory Street Interchange in Hampton (Exit 268), where a third westbound lane begins.

3.2.3 The Project will add a third lane to I-64 in each direction, beginning at the current transition point from three to two lanes in Hampton, and continuing southeastward approximately eight miles to the I-564 interchange in Norfolk. Over the water, the Final SEIS concept design proposed a new eastbound bridge-tunnel just west of the existing crossing,
with the existing eastbound Hampton Roads Bridge-Tunnel being converted to westbound lanes.

3.2.4 To optimize congestion management and increase travel time reliability along the I-64 corridor, and consistent with an October 2016 resolution of the Commonwealth Transportation Board (“CTB”) authorizing the use of dynamic tolling, the new capacity created by the Project will include one or more high-occupancy toll lanes ("Express Lanes") in each direction. The Department anticipates that such lanes will be included as part of a larger regional Express Lanes network.

3.3 Cost Estimate

The Department’s planning-level cost estimate for the Project, as scoped in the Final SEIS, is $3.3 billion (2016 dollars), which includes the costs of construction, right-of-way acquisition, utility relocations, and Department oversight costs.

3.4 Background Information

3.4.1 Project Environmental Status

(a) In June 2015, the Department and FHWA initiated work on a supplemental environmental impact statement to re-evaluate the Hampton Roads Crossing Study, which was originally documented in 2001. The supplemental environmental impact statement reexamined the three alternatives that were retained for analysis in the original Hampton Roads Crossing Study, as well as an additional alternative, while also providing the option for new or hybrid alternatives to be identified as the study progressed. The supplemental environmental impact statement also considered updated information on natural, historic, and social resources and current engineering and scientific standards.

(b) Following a public review of the draft supplemental environmental impact statement, the CTB identified a preferred alternative (the so-called “Alternative A,” comprising the expansion of the Hampton Roads Bridge-Tunnel and other improvements to the I-64 corridor) in December 2016. On April 25, 2017, FHWA approved the Final SEIS. The Final SEIS documented the preferred alternative, incorporated additional analyses, and set forth responses to substantive public comments on the draft. FHWA issued the ROD on June 12, 2017.

3.4.2 Commitments with Respect to Right-of-Way Acquisition

To the extent additional right-of-way is required for the Project, the Design-Builder will be required to comply with design commitments included in the Final
SEIS and incorporated into the ROD to address potential right-of-way impacts to specific resources. These commitments include:

(a) No permanent impacts to, or acquisition of, Hampton University property, including in the vicinity of the Emancipation Oak;

(b) No permanent impacts to, or acquisition of, the Willoughby Boat Ramp property located adjacent to eastbound I-64 on the Willoughby Spit;

(c) No permanent impacts to, or acquisition of, property owned by the United States Navy, which abuts the eastbound lane of I-64 in the City of Norfolk; and

(d) Minimizing impacts, including avoiding relocations, within the Phoebus-Mill Creek Terrace Neighborhood Historic District.

The RFP will provide further details regarding the right-of-way acquisition process and the responsibilities of the Design-Build in connection with that process.

3.4.3 Geotechnical Investigations

The Department will make available landside and marine geotechnical data for locations along the Project corridor for the Design-Build’s reference. The Design-Build shall conduct additional geotechnical investigations specific to its Tunnel Construction Method, construction means and methods, and Project alignment.

More information about the Department’s marine geotechnical investigation program, including proposed boring locations, is available on the Project Website.

3.4.4 Additional Studies

The Department is also conducting additional studies, including but not limited to the following, and anticipates making the results available to Proposers:

(a) Corridor survey;

(b) Wetland delineation;

(c) Soil sampling for design of roadway features;

(d) Soil sampling for disposal of excavated material;

(e) Cultural resources/archeology survey;

(f) Wildlife study;
4. COMMUNICATIONS, PUBLIC INFORMATION, AND ORGANIZATIONAL CONFLICTS OF INTEREST

4.1 Improper Communications and Contacts

The following rules of contact shall apply beginning with the posting of the RFQ and will continue until the earliest of (i) award and execution of the Comprehensive Agreement, (ii) rejection of all Proposals by the Department, or (iii) cancellation of the procurement. These rules are designed to promote a fair and unbiased procurement process. Contact includes face-to-face, telephone, text or chat applications, e-mail, or formal written communication.

4.1.1 After submittal of SOQs, no Offeror or any of its team members is permitted to communicate with another Offeror or its team members with regard to the RFQ or any team’s SOQ, except that subcontractors that are shared between two or more Offeror teams may communicate with their respective team members; provided, that such subcontractor will not act as a conduit of information between the teams. Contact among Offeror organizations is allowed during the Department-sponsored informational meetings, but any such contact must not include prohibited exchanges of information.

4.1.2 The Offerors shall correspond with the Department regarding the RFQ only through the Department’s and Offeror’s designated representatives. The Department’s designated representative is identified in Part A, Section 2.6 (Questions and Requests for Clarification; Addenda).

4.1.3 Commencing with the posting of the draft RFQ and continuing until the earliest of (i) award and execution of the Comprehensive Agreement, (ii) rejection of all Proposals by the Department or (iii) cancellation of the procurement, no Offeror or representative thereof shall have any communications regarding the RFQ or the procurement described herein with the stakeholders identified in Part A, Section 4.1.4 below. This limitation on communication shall not apply to communications with the Department consultants who have completed their services for the Project and been released in writing by the Department, communications expressly permitted by the RFQ, or communications approved in advance by the Department, in its sole discretion. The foregoing restriction shall not preclude or restrict communications with regard to matters unrelated to the RFQ or the procurement or from participating in public meetings of the Department or any public or Offeror workshop related to this RFQ. Any Offeror engaging in such prohibited communications may be disqualified at the sole discretion of the Department.
4.1.4 Neither an Offeror nor its agents are permitted to contact the following stakeholders regarding the Project, including employees, representatives, and members of the entities listed below, except as specifically approved in advance by the Department in writing or as set forth in this Part A, Section 4.1 (Improper Communications and Contacts):

(a) Any elected or appointed official or the Commonwealth, political subdivision of the Commonwealth, or local government body or locality within the Commonwealth that, in each case, has an interest in the Project, including, but not limited to, the City of Hampton and the City of Norfolk;

(b) the United States Navy;

(c) the United States Army Corps of Engineers;

(d) the United States Department of Transportation, including FHWA;

(e) HRTAC;

(f) the CTB;

(g) the Department (except as otherwise provided in this RFQ) and

(h) the entities identified in Part A, Section 4.3.2(b) (Organizational Conflicts of Interest);

4.1.5 Any contact by an Offeror determined by the Department to be improper, in the Department’s sole discretion, may result in disqualification of the Offeror.

4.1.6 The Department will not be bound by any oral communication or any other information or exchange that occurs outside the official communication protocol specified in this RFQ.

4.1.7 During the RFP Phase, the Department will organize one-on-one meetings with Proposers and key stakeholders, including the United States Army Corps of Engineers and utility owners whose facilities are likely to be impacted by the Project.

4.2 Virginia Freedom of Information Act

4.2.1 Disclosure Waiver

All SOQs submitted to the Department become the property of the Commonwealth and are subject to the disclosure requirements of the Virginia Freedom of Information Act, Va. Code Ann. §§ 2.2-3700 et seq. ("VFOIA"). Offerors are advised to familiarize themselves with the provisions of the VFOIA,
in particular Va. Code Ann. § 2.2-3705.6(11), to ensure that documents identified as confidential are exempt from disclosure under the VFOIA. In no event shall the Commonwealth, the Commissioner, or the Department be liable to an Offeror for the disclosure of all or any portion of such Offeror’s SOQ.

4.2.2 **Claimed Exemptions to Disclosure**

(a) If an Offeror has special concerns about information it desires to make available to the Department but which it believes constitutes a trade secret, proprietary information, or other confidential information exempted from disclosure, such Offeror must designate that information as such.

(b) Failure to take such precautions prior to submission of an SOQ may subject confidential information to disclosure under the VFOIA.

(c) Blanket designations that do not identify the specific information to be exempted will not be acceptable and may be cause for the Department to treat the entire SOQ as public information. Nothing contained in this provision modifies or amends any requirements and obligations imposed on the Department by applicable law, and the applicable law(s) shall control in the event of a conflict between the procedures described above and any applicable law(s).

(d) Where interpretation of applicable law is required, the policy goals of transparency and accountability as set forth in the PPTA Guidelines shall prevail.

4.2.3 **Public Disclosure of SOQs**

Offerors are advised that all portions of an SOQ may be disclosed publicly by the Department at any time and at the Department’s sole discretion. The Department will determine whether any records an Offeror requests to be treated as confidential under the VFOIA will be exempt from disclosure.

4.3 **Conflicts of Interest**

4.3.1 **Determination of Conflicts of Interest**

The Department, in its sole discretion, will make a determination relative to potential organizational conflicts of interest or a real or perceived unfair competitive advantage, and its ability to mitigate such a conflict. An organization determined, in the Department’s sole discretion, to have a conflict of interest or unfair competitive advantage relative to this procurement that cannot be mitigated shall not be allowed to participate as part of any Offeror’s team for the Project.
4.3.2 Organizational Conflicts of Interest

(a) Conflicts of interest, including “organizational conflicts of interest,” as defined under 23 C.F.R. § 636.103, will be addressed in accordance with the Instructional and Informational Memorandum on Organizational Conflict of Interest Guidelines for Procurement of Public-Private Partnership (P3) Projects (IIM-OP3-1.0).

(b) Under 23 C.F.R. § 636.103, an “organizational conflict of interest” is defined as follows:

“Organizational conflict of interest means that because of other activities or relationships with other persons, a person is unable or potentially unable to render impartial assistance or advice to the owner, or the person’s objectivity in performing the contract work is or might be otherwise impaired, or a person has an unfair competitive advantage.”

(c) Due to engagements with the Department and/or HCTRA related to the Project, the following entities are currently deemed to have a conflict which prevents such entities from participating as a member of any Offeror’s team:

(i) Ames & Gough;


(iii) C&M Associates, Inc.;

(iv) Capital Project Strategies, LLC;

(v) Cardno, Inc.;

(vi) CDM Smith;

(vii) CH2M Hill;

(viii) EA Engineering, Science, and Technology, Inc.;

(ix) Jacobs Engineering Group, Inc.;

(x) HNTB Corporation;

(xi) Hunton & Williams LLP;

(xii) Kaufman & Canoles, P.C.;
(xiii) KPMG;
(xiv) Public Financial Management;
(xv) RK&K;
(xvi) RS&H;
(xvii) Versar, Inc.;
(xviii) Virginia Commonwealth University Rice Rivers Center;
(xix) Virginia Tech Department of Fish and Wildlife Conservation; and
(xx) Warren George, Inc.

The Department will assess, on an ongoing basis and in accordance with the Instructional and Informational Memorandum on Organizational Conflict of Interest Guidelines for Procurement of Public-Private Partnership (P3) Projects (IIM-OP3-1.0), whether each of the entities listed above ceases to have a conflict following completion of each entity’s engagement.

(d) Part A, Section 4.3.2(c) is not, and is not intended to be, an exhaustive list of entities that have a conflict of interest. Offerors are responsible for determining whether or not any of their team members has a conflict of interest. If an Offeror believes any of its team members may have a conflict of interest, the Offeror must contact the Department’s designated representative in writing to request a determination of the entity’s conflict status. Failure to abide by the Department’s determination in this matter may result in an SOQ being declared non-responsive.

5. DEPARTMENT RESERVED RIGHTS

In connection with this procurement, the Department reserves to itself all rights, which rights shall be exercisable by the Department in its sole discretion, available to it under the PPTA, the PPTA Guidelines, and applicable law, including without limitation, with or without cause and with or without notice, the right to:

5.1.1 Develop the Project in any manner that the Department, in its sole discretion, deems necessary. If the Department is unable to negotiate a Comprehensive Agreement to its satisfaction with the Preferred Proposer, it may negotiate with the next highest rated Proposer, terminate this procurement and pursue other development or solicitations relating to the Project, or exercise such other rights under the PPTA and other provisions of Virginia law, as it deems appropriate.
5.1.2 Cancel this RFQ or the subsequent RFP, in whole or in part, at any time prior to the execution by the Department of a Comprehensive Agreement, without incurring any cost obligations or liabilities, except for any stipend required in accordance with the RFP.

5.1.3 Issue a new RFQ after withdrawal of this RFQ or a subsequent RFP.

5.1.4 Select fewer than four Proposers.

5.1.5 Not issue an RFP.

5.1.6 Reject any and all submittals, responses, and SOQs received at any time.

5.1.7 Modify all dates set or projected in this procurement.

5.1.8 Terminate evaluations of responses received at any time.

5.1.9 Suspend and terminate Comprehensive Agreement discussions at any time, elect not to commence Comprehensive Agreement negotiations with any responding Proposer, or engage in negotiations with any Proposer other than the Preferred Proposer.

5.1.10 Issue Addenda to this RFQ.

5.1.11 Appoint evaluation panel members to review SOQs, make recommendations to the Department, or seek the assistance of outside technical experts and consultants in the evaluation of SOQs.

5.1.12 Require confirmation of information furnished by an Offeror, require additional information from an Offeror concerning its SOQ, or require additional evidence of qualifications to perform the work described in this RFQ.

5.1.13 Seek or obtain data from any source that has the potential to improve the understanding and evaluation of the responses to this RFQ.

5.1.14 Add or delete Offeror responsibilities or Project scope from the information contained in this RFQ or any subsequent RFP.

5.1.15 Waive deficiencies in an SOQ, accept and review a non-conforming SOQ, or permit clarifications or supplements to an SOQ.

5.1.16 Disqualify any Offeror that changes its submittal without the Department approval.

5.1.17 Exercise any other right reserved or afforded to the Department under this RFQ.
This RFQ does not commit the Department to enter into a Comprehensive Agreement or proceed with the procurement described herein. The Department and the Commonwealth assume no obligations, responsibilities, or liabilities, fiscal or otherwise, to reimburse all or part of the costs incurred or alleged to have been incurred by parties considering a response to and/or responding to this RFQ. All such costs shall be borne solely by each Offeror.

In no event shall the Department be bound by, or liable for, any obligations with respect to the Project until such time, if at all, as a Comprehensive Agreement has been executed and authorized by the Department and, then, only to the extent set forth therein.

6. **SUBMITTAL OF SOQs**

6.1.1 All packages constituting the SOQ must be individually labeled as follows:

Response to the
Request for Qualifications
for the I-64 Hampton Roads Bridge-Tunnel Expansion Project

6.1.2 SOQs will be delivered by hand or courier to:

Virginia Department of Transportation
Office of Public-Private Partnerships
1401 East Broad Street, Suite 1306
Richmond, Virginia 23219

Attn: Morteza Farajian, Ph.D.

6.1.3 The Department will not accept SOQs submitted electronically.

6.1.4 Acknowledgment of receipt of SOQs will be evidenced by the issuance of a receipt by a member of the Department’s staff.

6.1.5 SOQs will be accepted and must be received by the Department during normal business hours before the SOQ due date and time specified in Part A, Section 2.2 (Schedule). Any SOQs received after such date or time will be rejected and returned to the sending party unopened.

6.1.6 Offerors are solely responsible for assuring that the Department receives their SOQs by the specified delivery date and time at the address listed above. The Department is not responsible for delays in delivery caused by weather, difficulties experienced by couriers or delivery services, misrouting of packages by courier or delivery services, improper, incorrect or incomplete addressing of deliveries, or any other occurrences.
PART B
STATEMENTS OF QUALIFICATIONS

1. SOQ CONTENT, SUBMITTAL, AND DELIVERY REQUIREMENTS

1.1 General

SOQs submitted in response to this RFQ must provide sufficient information about the requested items to allow the Department to evaluate Offerors and their qualifications to deliver the Project based on the criteria set forth herein.

1.2 Overview of SOQ Organization

1.2.1 Organization

(a) Each Offeror is required to assemble its SOQ in the following volumes and in accordance with the submittal requirements set forth in Part B, Section 4 (SOQ Submittal Requirements):

(i) Volume 1 – General Information

(A) Part 1 – Transmittal Letter; Acknowledgement of RFQ and Addenda

(B) Part 2 – Confidential Contents Index

(C) Part 3 – SOQ Contents Checklist

(D) Part 4 – Executive Summary

(E) Part 5 – Offeror Information

(F) Part 6 – Legal Information

(G) Part 7 – Certification

(H) Part 8 – Surety Letter(s)

(I) Part 9 – Lead Contractor Safety Qualifications Form

(ii) Volume 2 – Technical Experience and Qualifications

(A) Part 1 – General Technical Qualifications

(B) Part 2 – Tunnel Delivery Qualifications

(iii) Volume 3 – Financial Qualifications and Capabilities
1.2.2 References and Experience

For purposes of completing Forms I (Construction Experience), J (Design Experience), K (Tunnel Construction Experience), L (Tunnel Design Experience) and M (Key Personnel Resume Form), Offerors must not include references from any of the Department personnel identified below. All other Department personnel may be included for such purposes.

<table>
<thead>
<tr>
<th>Department Personnel</th>
</tr>
</thead>
<tbody>
<tr>
<td>C. Jacob Brown</td>
</tr>
<tr>
<td>Jacqueline H. Cromwell</td>
</tr>
<tr>
<td>John C. Daoulas, P.E.</td>
</tr>
<tr>
<td>Morteza Farajian, Ph.D.</td>
</tr>
<tr>
<td>Martha E. Gross, P.E.</td>
</tr>
<tr>
<td>Faizan Habib</td>
</tr>
<tr>
<td>Jeong Yun Kweun, Ph.D.</td>
</tr>
<tr>
<td>Marguerite Lucila</td>
</tr>
<tr>
<td>Raymond T. Partridge</td>
</tr>
<tr>
<td>Shailendra G. Patel, P.E.</td>
</tr>
<tr>
<td>Spencer Townsend</td>
</tr>
<tr>
<td>James S. Utterback, PMP</td>
</tr>
<tr>
<td>Bradley A. Weidenhammer, P.E.</td>
</tr>
</tbody>
</table>

1.3 Formatting and Page Limits

1.3.1 Formatting

(a) SOQs must be submitted exclusively in the English language, use United States customary units of measure (or show conversions to these units), and specify monetary amounts in United States dollars.

(b) SOQs must be formatted using black, 12-point Arial or Times New Roman font; provided, 10-point font may be used in tables, graphs, and charts.

(c) SOQs must be printed on 8.5” x 11” sized white paper, with at least 1” margins for narrative text; provided, 11” x 17” sized pages are
allowed (and included in the page counts as one page for each 11” x 17” page) for Forms I (Construction Experience), J (Design Experience), K (Tunnel Construction Experience), L (Tunnel Design Experience), and for organizational charts.

(d) Double-sided printing and the use of paper composed of recycled materials are encouraged.

1.3.2 Page Limits

(a) Offerors are encouraged to be succinct, to the extent possible, and must otherwise comply with the page limits set out in Part B, Section 4 (SOQ Submittal Requirements).

(b) For the purposes of determining compliance with any page limit:

(i) each printed side of a page will be considered one page; and

(ii) a divider that contains information, other than a section title, that should be considered in the review and evaluation of the SOQ will be counted as one page.

(c) The Department may, in its discretion, discard pages that exceed the page limits or that fail to follow the content or format instructions outlined in this RFQ.

1.4 Delivery

1.4.1 Manner of Delivery

Each Offeror must submit in sealed packages:

(a) hard copies of its SOQ in loose-leaf three ring binders clearly marked with the Offeror’s name and volume number, and with the original SOQ clearly marked “Original” on its face and spine and each copy numbered sequentially on its spine, including:

(i) For Volumes 1 and 2, which may be included in the same binder, one original and nine additional hard copies; and

(ii) For Volume 3, which must be included in a separate binder, one original and three additional hard copies; and

(b) five USB flash drives each marked with the Offeror’s name and containing electronic copies of all volumes of the SOQ in PDF (searchable) format,
to the Department submission location described in Part A, Section 6 (Submittal of SOQs). Other than in the hard copy SOQ materials designated as originals, scanned signatures are acceptable.

1.4.2 Time for Delivery

SOQs must be received by the Department on or before the date and time specified in Part A, Section 6 (Submittal of SOQs).

2. OVERVIEW OF SOQ EVALUATION PROCESS

2.1 General Evaluation Process

2.1.1 The Department anticipates utilizing an evaluation panel to review and evaluate SOQs in accordance with the evaluation criteria set forth in this RFQ.

2.1.2 During the evaluation process, the Department may issue requests for written clarifications to individual Offerors to enhance the Department’s understanding of the SOQs.

2.1.3 The Department will use a two-step process to evaluate SOQs. First, the Department will evaluate each SOQ to determine whether each SOQ (i) is responsive to the requirements set forth in this RFQ and (ii) passes each of the pass/fail criteria. Second, the Department will carry out a qualitative evaluation of each responsive SOQ that passes each of the pass/fail criteria.

2.1.4 Following the qualitative evaluation, the Department will rank the Offerors and select the Proposers.

2.1.5 The evaluation and ranking of Offerors and the selection of the Proposers are subject to the sole and absolute discretion of the Department.

2.2 Overview of Qualitative Evaluation of Technical Qualifications and Capability

2.2.1 The total score for the Offeror’s technical qualifications and capability (the “Total Score”) will equal the sum of:

(a) the Offeror’s general technical qualifications score (the “General Score”); and

(b) the Offeror’s tunnel delivery qualifications score (the “Tunnel Score”).
2.2.2 An Offeror must receive a score of at least 20 points (out of 50 points) for each of its General Score and Tunnel Score to be eligible for selection as a Proposer.

2.2.3 For an Offeror who submits tunnel delivery qualifications for both Tunnel Construction Methods, the Department will carry out a qualitative evaluation of the tunnel delivery qualifications for each Tunnel Construction Method independently. The Department will use the tunnel delivery qualifications for the Tunnel Construction Method receiving the higher score in calculating such Offeror’s Total Score. The Department will rank the Offerors based on their Total Scores and will use this ranking to select the Proposers.

2.2.4 If an Offeror submits tunnel delivery qualifications for both Tunnel Construction Methods and is selected as a Proposer but receives less than 20 points for its Tunnel Score for a particular Tunnel Construction Method, then such Offeror may submit a Proposal only for the Tunnel Construction method for which it received a score of more than 20 points.

2.2.5 Each Offeror who submits tunnel delivery qualifications for both Tunnel Construction Methods will be eligible to submit a Proposal for either Tunnel Construction Method if:

(a) the Offeror is selected as a Proposer; and

(b) the Offeror received at least 20 points for its Tunnel Score for both Tunnel Construction Methods.

2.3 Notification of Selection as a Proposer

The Department will notify each Offeror in writing whether the Offeror has been selected as a Proposer and, if so, which Tunnel Construction Method(s) the Proposer is eligible to propose to use to deliver the tunnel portion of the Project.

3. SOQ EVALUATION PROCESS AND CRITERIA

3.1 Responsiveness Review

3.1.1 Each SOQ will be reviewed for:

(a) conformance to the RFQ instructions regarding organization and format; and

(b) the responsiveness of the Offeror to the requirements set forth in this RFQ.

3.1.2 SOQs not responsive to this RFQ may be excluded from further consideration and the Offerors will be so advised. The Department also
may exclude from consideration any Offeror whose SOQ contains a material misrepresentation.

3.2 Pass/Fail Review

Following or in conjunction with evaluation of each SOQ for responsiveness, the Department will evaluate each SOQ based upon the pass/fail criteria set forth below. An Offeror must obtain a “pass” on all pass/fail items in order for its SOQ to be evaluated qualitatively under Part B, Section 3.3 (SOQ Qualitative Evaluation).

3.2.1 The SOQ contains an original executed (i) transmittal letter (Form A) and (ii) acknowledgement of RFQ and Addenda (Form B).

3.2.2 The SOQ contains the surety letter(s) described in Part B, Section 4.2.1(h) (Part 8—Surety Letters).

3.2.3 The Lead Contractor demonstrates the financial capability to deliver a project of the Project’s size and complexity, as set forth in the materials provided in response to Part B, Section 4.2.3 (Volume 3).

3.2.4 Neither the Offeror nor any other entity referenced in Form G (Certification) (i) has been disqualified, removed, debarred or suspended from performing or bidding on work for the Commonwealth or any local government within the Commonwealth or (ii) is currently disqualified, removed, debarred, or suspended from performing or bidding on work for (x) the federal government or (y) any other state or local government.

3.2.5 The information disclosed in Form G (Certification), Form H (Lead Contractor Safety Qualifications Form), or in response to Part B, Section 4.2.1(f) (Part 5—Legal Information) does not materially or adversely affect the Offeror’s ability to carry out the Project responsibilities potentially allocated to it.

3.2.6 The Offeror makes the required written commitments regarding the availability of Key Personnel, as set forth on Form N (Key Personnel Commitment Form).

3.3 SOQ Qualitative Evaluation

Each responsive SOQ that passes all of the “pass/fail” requirements set forth above in Part B, Section 3.2 (Pass/Fail Review) will be evaluated and scored according to the following criteria:
### Evaluation Criteria

<table>
<thead>
<tr>
<th>General Technical Qualifications (General Score)</th>
<th>Total Points</th>
</tr>
</thead>
<tbody>
<tr>
<td>Experience and Organization</td>
<td>40</td>
</tr>
<tr>
<td>Statement of Technical Approach (General)</td>
<td>10</td>
</tr>
</tbody>
</table>

| Tunnel Delivery Qualifications (Tunnel Score)   |              |
| Experience                                     | 40           |
| Statement of Technical Approach (Tunnel)       | 10           |

### Maximum Points Available

| Maximum Points Available                        | 100          |

#### 3.3.1 General Technical Qualifications

(a) Experience and Organization (40 Points Maximum)

(i) Experience

The background and experience of the Offeror and individual team members in developing, designing, and constructing comparable projects will be evaluated in accordance with the criteria set forth in this Part B, Section 3.3.1(a) (*Experience and Organization*).

(A) Lead Contractor. The extent to which the Lead Contractor demonstrates the following experience through its management of five recent, relevant transportation projects (preferably, each with a value greater than $250 million):

1. Experience in design-build project delivery;

2. Experience in widening heavily-traveled highways in urban environments requiring complex maintenance of traffic;

3. Experience in managing bridge construction in marine environments on and in close proximity to existing structures and bridges;

4. Experience in managing the delivery of large diameter roadway or rail tunnels constructed in soft soils, as demonstrated in at least one of the five transportation projects required above;
(5) Experience in land reclamation/island construction in a tidal marine environment; and

(6) Experience in managing construction in an active navigation channel.

(B) **Lead Designer.** The extent to which the Lead Designer demonstrates the following experience through its management of the design of five recent, relevant transportation projects (preferably, each with a construction value greater than $250 million):

(1) Experience in design-build project delivery;

(2) Experience in managing the design of widening high-speed, heavily traveled highways in urban environments requiring complex maintenance of traffic;

(3) Experience in managing the design of bridge projects constructed in marine environments on and in close proximity to existing structures and bridges;

(4) Experience in the design of large diameter roadway or rail tunnels constructed in soft soils, as demonstrated in at least one of the five transportation projects required above; and

(5) Experience in designing land reclamation/island construction projects in a tidal marine environment.

For projects/contracts listed for design firms that were traditional consultant/engineering services contracts as opposed to, for example, design-build contracts, the information sought above shall be limited only to the consultant/engineering services contract, rather than any ensuing construction contract where such entity had limited or no involvement.

(ii) **Offeror Organization**
The extent to which the Offeror’s management approach and team structure demonstrates:

(A) Experience of team members working together successfully as an integrated team tasked with delivering a complex transportation project;

(B) A well-integrated organization that can effectively manage the design and construction of the Project;

(C) Logical and clearly defined reporting lines incorporating all aspects of the design and construction of the Project; and

(D) A clear separation of quality assurance and quality control programs for construction activities.

(iii) Key Personnel

The extent to which the qualifications and experience of each of the individuals assigned to the Key Personnel positions (as shown in Table 1 of Appendix C (Key Personnel)) demonstrate the ability of such individuals to carry out the responsibilities and duties required of such Key Personnel positions.

(b) Statement of Technical Approach (General) (10 Points Maximum)

The Statement of Technical Approach (General) will be evaluated in accordance with the criteria set forth in this Part B, Section 3.3.1(b) (Statement of Technical Approach (General)).

(i) The extent to which the Statement of Technical Approach (General) demonstrates a full understanding of the Project’s scope and complexity, in particular:

(A) The performance of roadway construction work in a constrained, urban environment with heavy traffic congestion;

(B) The performance of bridge construction work in a marine environment including an active navigation channel; and

(C) The performance of construction work on and in close proximity to existing structures and bridges; and
(ii) The extent to which the Statement of Technical Approach (General) demonstrates an understanding of Project risks and potential solutions, regardless of ownership, during all phases of the Project.

3.3.2 Tunnel Delivery Qualifications

The background and experience of the Offeror and individual team members in designing and constructing tunnels will be evaluated in accordance with the criteria in this Part B, Section 3.3.2 (Tunnel Delivery Qualifications). Offerors must demonstrate their qualifications to design and construct the tunnel portion of the Project using at least one of the two Tunnel Construction Methods.

If an Offeror wishes to be qualified to use both Tunnel Construction Methods, then such Offeror must include in its SOQ the qualifying information described in this Part B, Section 3.3.2 (Tunnel Delivery Qualifications) for both Tunnel Construction Methods.

(a) Bored Tunnel Delivery Qualifications

(i) Experience (40 Points Maximum)

The background and experience of the Tunnel Constructor, Tunnel Designer, and certain Key Personnel with respect to the design and construction of bored tunnels will be evaluated in accordance with the criteria set forth in this Part B, Section 3.3.2(a)(i) (Experience).

(A) Tunnel Constructor. The Tunnel Constructor has constructed large diameter bored tunnels in soft soils for roadway or rail lines for at least two recent projects.

(B) Tunnel Designer. The Tunnel Designer has designed large diameter bored tunnels constructed in soft soils for roadway or rail lines for at least two recent projects.

(C) Experience of Key Personnel: The extent to which the qualifications and experience of each of the individuals assigned to the Key Personnel positions shown in Table 2 of Appendix C (Key Personnel) demonstrate the ability of such individuals to carry out the responsibilities and duties required of such Key Personnel positions.
(ii) **Statement of Technical Approach (Tunnel)** (10 Points Maximum)

The Statement of Technical Approach (Tunnel) with respect to the design and construction of a bored tunnel for the Project will be evaluated in accordance with the criteria set forth in this Part B, Section 3.3.2(a)(ii) (*Statement of Technical Approach (Tunnel)*).

(A) The extent to which the Statement of Technical Approach (Tunnel) demonstrates a full understanding of the scope and complexity of the tunnel portion of the Project; and

(B) The extent to which the Statement of Technical Approach (Tunnel) demonstrates an understanding of Project risks and potential solutions, regardless of ownership, that may arise during the design and construction of the tunnel portion of the Project, including:

1. The specification, delivery, and operation of a tunnel boring machine capable of completing the tunnel and addressing unexpected circumstances during the tunnel boring machine drive;
2. Addressing very soft soils near the beginning or end of the tunnel boring machine drive;
3. The appropriate disposal of excavated material;
4. The timely acquisition of permits from, and effective coordination with, third-party stakeholders; and
5. The control of damage to existing facilities due to short-term and long-term settlement.

(b) **Immersed Tube Tunnel Delivery Qualifications**

The background and experience of the Tunnel Constructor, Tunnel Designer, and certain Key Personnel with respect to the design and construction of immersed tube tunnels will be evaluated in accordance with the criteria set forth in this Part B, Section 3.3.2(b) (*Immersed Tube Tunnel Delivery Qualifications*).
(i) **Experience (40 Points Maximum)**

(A) **Tunnel Constructor.** The Tunnel Constructor has constructed immersed tube tunnels for roadway or rail lines for at least two recent projects.

(B) **Tunnel Designer.** The Tunnel Designer has designed immersed tube tunnels for roadway or rail lines for at least two recent projects.

(C) **Experience of Key Personnel.** The extent to which the qualifications and experience of each of the individuals assigned to the Key Personnel positions shown in Table 2 of Appendix C (Key Personnel) demonstrate the ability of such individuals to carry out the responsibilities and duties required of such Key Personnel positions.

(ii) **Statement of Technical Approach (Tunnel) (10 Points Maximum)**

The Statement of Technical Approach (Tunnel) with respect to the design and construction of an immersed tube tunnel for the Project will be evaluated in accordance with the criteria set forth in this Part B, Section 3.3.2(b)(ii) (Statement of Technical Approach (Tunnel)).

(A) The extent to which the Statement of Technical Approach (Tunnel) demonstrates a full understanding of the scope and complexity of the tunnel portion of the Project; and

(B) The extent to which the Statement of Technical Approach (Tunnel) demonstrates an understanding of Project risks and potential solutions, regardless of ownership, that may arise during the design and construction of the tunnel portion of the Project, including:

1. The fabrication, transport, and placement of the tunnel elements (including mitigating water intrusion into the tunnel);
2. The appropriate disposal of dredged material;
3. The coordination of dredging and marine construction operations with other marine traffic;
(4) The timely acquisition of permits from, and effective coordination with, third-party stakeholders; and

(5) The control of damage to existing facilities due to short-term and long-term settlement.

4. SOQ SUBMITTAL REQUIREMENTS

4.1 Organization of SOQ

Offerors are required to assemble their SOQs in the order prescribed and following the outline set forth in the table below. Portions of the SOQ that are exempt from applicable page limitations are marked with an “E”. For documents that must be completed for multiple people or projects (e.g., Project Descriptions), the page limit shown is the maximum number of pages for each document.

<table>
<thead>
<tr>
<th>SOQ Organization</th>
<th>Page Limit</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Volume 1 – General Information</strong></td>
<td>Total: E</td>
</tr>
<tr>
<td>Part 1 Transmittal Letter (Form A)</td>
<td>E</td>
</tr>
<tr>
<td>Acknowledgement of RFQ and Addenda (Form B)</td>
<td>E</td>
</tr>
<tr>
<td>Part 2 Confidential Contents Index (Form C)</td>
<td>E</td>
</tr>
<tr>
<td>Part 3 SOQ Contents Checklist (Form D)</td>
<td>E</td>
</tr>
<tr>
<td>Part 4 Executive Summary</td>
<td>5</td>
</tr>
<tr>
<td>Part 5 Offeror Information (Forms E and F)</td>
<td>E</td>
</tr>
<tr>
<td>Part 6 Legal Information</td>
<td>E</td>
</tr>
<tr>
<td>Part 7 Certification (Form G)</td>
<td>E</td>
</tr>
<tr>
<td>Part 8 Surety Letter(s)</td>
<td>E</td>
</tr>
<tr>
<td>Part 9 Lead Contractor Safety Qualifications Form (Form H)</td>
<td>E</td>
</tr>
<tr>
<td><strong>Volume 2 – Technical Experience and Qualifications</strong></td>
<td>Total: 90*</td>
</tr>
<tr>
<td>Part 1 General Technical Qualifications</td>
<td>E</td>
</tr>
<tr>
<td>Section A. Experience of Offeror Team</td>
<td></td>
</tr>
<tr>
<td>Form I (Construction Experience)</td>
<td></td>
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<tr>
<td>Form J (Design Experience)</td>
<td></td>
</tr>
<tr>
<td>Section B. Project Descriptions</td>
<td>2</td>
</tr>
<tr>
<td>Section C. Offeror Organization</td>
<td>5</td>
</tr>
<tr>
<td>Section D. Key Personnel Qualifications (Form M)</td>
<td>3</td>
</tr>
<tr>
<td>(per person)</td>
<td></td>
</tr>
<tr>
<td>Section E. Key Personnel Commitment (Form N)</td>
<td>E</td>
</tr>
<tr>
<td>Section F. Statement of Technical Approach (General)</td>
<td>10</td>
</tr>
<tr>
<td>Part 2 Tunnel Delivery Qualifications</td>
<td></td>
</tr>
</tbody>
</table>
SOQ Organization | Page Limit
---|---
Section A. | Experience of Offeror Team | E
Form K *(Tunnel Construction Experience)* | 
Form L *(Tunnel Design Experience)* | 
Section B. | Project Descriptions | 2**
Section C. | Organizational Structure | 2**
Section D. | Key Personnel Qualifications (Form M) | 3**
(per person) | 
Section E. | Key Personnel Commitment (Form N) | E
Section F. | Statement of Technical Approach (Tunnel) | 5**

Volume 3 – Financial Qualifications and Capabilities | Total: E
---|---
Part 1 | Financial Statements and Credit Ratings | E
Part 2 | Material Changes in Financial Condition | E
Part 3 | Off Balance Sheet Liabilities | E

*The 90-page limit assumes submission of qualifying information for one Tunnel Construction Method. The page limit for a Volume 2 that addresses both Tunnel Construction Methods is 115 pages.

**Page limit applies to materials provided with respect to each Tunnel Construction Method.

### 4.2 Contents of SOQ

#### 4.2.1 Volume 1

Volume 1 of the SOQ must contain the following:

(a) Part 1—Transmittal Letter and Acknowledgement of RFQ and Addenda

(i) Transmittal Letter (Form A)

A duly authorized official of the Offeror or the Offeror’s Lead Contractor must execute the transmittal letter (in the form set forth in Form A) in blue ink. The letter must state that representations, statements, and commitments made by the lead firm on behalf of the Offeror have been duly authorized, are correct, and accurately represent the role of the lead firm in the Offeror team.

(ii) Acknowledgement of RFQ and Addenda (Form B)

A duly authorized official of the Offeror or the Offeror’s Lead Contractor must execute Form B *(Acknowledgement of RFQ and Addenda)* in blue ink, certifying that the Offeror has received the RFQ and any Addenda to the RFQ.
(b) Part 2—Confidential Contents Index

Offerors must include a completed Form C (Form of Confidential Contents Index) that sets forth the specific items (if any) in the SOQ, and the section and page numbers within the SOQ at which such items are located, that the Offeror requests the Department to determine to be confidential, trade secret, or proprietary information protected by the VFOIA. Blanket designations that do not identify the specific information are not acceptable and may be cause for the Department to treat the entire SOQ as public information. Notwithstanding the foregoing, the list required under this Part B, Section 4.2.1(b) (Part 2—Confidential Contents Index) is intended to provide input to the Department as to the confidential nature of an Offeror’s designated information, but in no event will such list be binding on the Department, determinative of any issue relating to confidentiality or a request under the PPTA, or override or modify the Department’s responsibilities under the VFOIA.

(c) Part 3—SOQ Contents Checklist

Offerors must include a completed Form D (SOQ Contents Checklist).

(d) Part 4—Executive Summary

The Executive Summary must provide a general overview of the following: (i) the identity and role of each member of the Offeror’s team; (ii) the Offeror’s general qualifications; and (iii) the Offeror’s qualifications related to bored tunneling and/or immersed-tube tunneling, as applicable. The Executive Summary will be posted publicly after completion of SOQ evaluations, and the Offeror should not include any information or material in the Executive Summary the Offeror deems to be confidential, proprietary, or otherwise protected from disclosure.

(e) Part 5—Offeror Information

(i) Provide an original of Form E (Offeror Team Member Information) executed in blue ink for each of the Offeror, the Lead Contractor, and the Lead Designer. Form E (Offeror Team Member Information) should be limited to one page for each entity. Provide a completed Form F (Offeror Team Member Affiliates and Subsidiaries) for the Offeror.

Offerors are advised that Form E may be posted publicly shortly after the submission of SOQs.

(ii) Information Regarding the Offeror
Identify the legal name of the Offeror. If an entity has a fictitious name, identify the entity’s true legal name. If the Offeror entity has not been legally formed yet, state that a legal entity has not yet been created, provide a temporary name for Offeror and describe the expected timing for creating a legal entity for Offeror. Identify a sole point of contact (a real person) as the Offeror’s designated representative and include the following information: name, title, address, telephone number, and e-mail address. Identify the legal name and nature of the Offeror and the state within which it was organized, or for Offerors that have not formed a legal entity yet, identify the temporary name and nature of the Offeror and the state within which Offeror expects to organize the entity.

(f) Part 6—Legal Information

The following information must be submitted regarding legal issues affecting the Offeror and its team members. If the Offeror is an entity that has not yet been legally formed, the information described in this Part B Section 4.2.1(f) (Part 6—Legal Information) shall be submitted for the Lead Contractor, the Lead Contractor Members (as applicable), and the Lead Designer.

(i) Legal Issues

Identify and explain any significant anticipated legal issues (based on laws applicable within the United States) that the Offeror must resolve in order to carry out the Project and its obligations that are customary under a design-build contract for a large, complex civil infrastructure project.

(ii) Legal Liabilities

Provide a list and a brief description of all instances during the last five years involving transportation projects in which the Offeror (or any other organization that is under common ownership with the Offeror), the Lead Contractor, the Lead Contractor Members (as applicable), or the Lead Designer were (x) determined, pursuant to a final determination in a court of law, arbitration proceeding or other dispute resolution proceeding, to be liable for a material breach of contract or (y) terminated for cause. For each instance, identify an owner’s representative who is knowledgeable of the circumstances with a current phone number and e-mail address.
(iii) Legal Proceedings

Provide a list and a brief description, including a description of the resolution of, of each arbitration, litigation, dispute review board and other formal dispute resolution proceeding occurring during the last five years related to a transportation project between the public owner and the Offeror (or any other organization that is under common ownership with the Offeror), the Lead Contractor, the Lead Contractor Members (as applicable), or Lead Designer involving an amount in excess of $5 million.

Include a similar list for all projects included in the response to Part B, Section 4.2.1(f)(i) (Legal Issues) regardless of whether the dispute occurred during the past five years or involved the same organization that is on the Offeror’s team. For each instance, identify an owner’s representative who is knowledgeable of the circumstances with a current phone number and e-mail address.

(g) Part 7—Certification

Provide an original of Form G (Certification) executed in blue ink for each of the Offeror, its Lead Contractor, its Lead Contractor Members (if any), and its Lead Designer.

(h) Part 8—Surety Letters

(i) The Lead Contractor or at least one Lead Contractor Member must provide a letter from a surety stating that the Lead Contractor or such Lead Contractor Member is capable of obtaining a performance bond and a payment bond each in an amount no less than $1,750,000,000. Letters stating the Lead Contractor or the Lead Contractor Member has unlimited bonding capacity are not acceptable. The surety providing such letter must be (x) rated in one of the two top categories by two nationally recognized rating agencies or (y) rated at least A- (A minus) or better or Class VIII or better by “AM Best & Company.”

(ii) The surety letter must clearly state the surety’s rating categorization and reference the minimum bond amount set forth in Part B, Section 4.2.1(h)(i) in a manner similar to the language provided below:

“As surety for [the above-named contractor], [XYZ Company], with an A.M. Best Financial Strength Rating of [rating] and a Financial Size Category of [Size Category], we confirm that the [the above-named contractor] is...
capable of obtaining a Performance Bond and a Labor and Materials Payment Bond each in the amount of $1,750,000,000 and said bonds will cover the Project and any warranty periods provided for in the Comprehensive Agreement, in the event that such firm is selected as the Preferred Proposer and enters into a Comprehensive Agreement for this Project.”

The Department has not yet determined the specific amount or form of security that it will require for the Project. Offerors are advised that the RFP may require payment security, performance security, or guarantee amounts in excess of the amount referenced above.

(i) Part 9—Lead Contractor Safety Qualifications Form

Provide a completed Form H (Lead Contractor Safety Qualifications Form) for the Lead Contractor and/or each Lead Contractor Member, as applicable.

4.2.2 Volume 2

Volume 2 of the SOQ must contain the following:

(a) Part 1—General Technical Qualifications

Provide the following information relevant to qualifications of the Offeror, its Lead Contractor, and its Lead Designer.

(i) Section A: Experience of Offeror Team

The SOQ must contain Forms I (Construction Experience) and J (Design Experience) completed in accordance with the instructions set out in such forms.

(A) Form I (Construction Experience): Provide details for five projects best meeting the evaluation criteria set forth in Part B, Section 3.3.1(a)(i)(A) (Lead Contractor).

(B) Form J (Design Experience): Provide details for five projects best meeting the evaluation criteria set forth in Part B, Section 3.3.1(a)(i)(B) (Lead Designer).

Form I and Form J must include only single projects. Projects with multiple phases, segments, elements, or contracts will not be considered single projects. If the Lead Contractor or Lead Designer
chooses to submit work performed as part of a Joint Venture or partnership, the Lead Contractor or Lead Designer, as applicable, must describe how the Joint Venture or partnership was structured and the portion of such work performed by the Lead Contractor or Lead Designer, as applicable. A failure to complete Form I or Form J properly may cause an SOQ to be deemed non-responsive.

(ii) Section B: Project Descriptions

The SOQ must include narrative descriptions for each project listed on Forms I (Construction Experience) and J (Design Experience). The narrative descriptions should, at a minimum, give an overview of the project and explain why the experience gained on the project is relevant to the evaluation criteria provided in Part B, Section 3.3.1(a)(i) (Experience).

Offerors must provide the current contact information (name, telephone number, and email address) for a knowledgeable individual for each listed project that will permit the Department to obtain reference information and confirm the information provided by Offerors with regard to each listed project.

(iii) Section C: Offeror Organization

Provide a narrative describing the Offeror’s teaming arrangements and its organizational structure. The narrative should include at a minimum a discussion of the following:

(A) How the Offeror will operate institutionally, particularly in light of the complexity of Project development and the geographic distance between team members’ executive decision-makers;

(B) The functional relationships and communication among team members;

(C) The experience of team members working together on other projects and the results of that experience;

(D) How independence will be maintained between quality control and quality assurance programs for construction activities; and

(E) How the organizational structure will facilitate the management of Project risks.
Organization charts are to be included in Volume 2, Part 2, Section C of the SOQ.

(iv) **Section D: Key Personnel**

(A) Provide separate resumes for all individuals who will serve in the Key Personnel positions described in Table 1 of Appendix C (*Key Personnel*). Offerors must submit resumes using Form M (*Key Personnel Resume Form*) and may not modify the format or appearance of the form. Each resume may be up to three pages in length.

(B) Each completed Form M (*Key Personnel Resume Form*) must include references for all project experience described in the form. Offerors should verify that contact information for each reference is correct. If the contact information provided is not current, the Department may elect to exclude the experience represented in determining the Key Personnel’s qualifications.

(C) Individuals who will serve in the Key Personnel positions must be employed on a full-time basis by the respective firms shown on the Offeror’s organizational chart(s) at the time of submission of the SOQ.

(v) **Section E: Key Personnel Commitment**

(A) Offerors must provide Form N (*Key Personnel Commitment*), executed by the respective employer, for each individual designated as Key Personnel for the positions described in Appendix C (*Key Personnel*).

(B) Procedures with respect to changes in Key Personnel will be set forth in the RFP. Offerors are advised that any such changes will be subject to the Department’s prior approval and that failure to obtain such approval may disqualify the Offeror from further participation in the procurement. Offerors are further advised that unauthorized changes in Key Personnel by the Preferred Proposer may result in the imposition of liquidated damages.
(vi) **Section F: Statement of Technical Approach (General)**

Provide a narrative statement of the Offeror’s overall technical approach to the Project that addresses the Offeror’s:

(A) Understanding of the Project scope and objectives;

(B) Approach to managing an integrated team responsible for the design and construction of the Project;

(C) Approach to managing roadway construction work in a constrained, urban environment with heavy traffic congestion;

(D) Approach to managing bridge construction work in a marine environment that includes an active navigation channel;

(E) Approach to managing construction work taking place on or in close proximity to existing structures and bridges; and

(F) Understanding of risks that may arise during all phases of the Project and potential solutions.

(b) **Part 2—Tunnel Delivery Qualifications**

Offerors must demonstrate their qualifications to deliver the tunnel portion of the Project using at least one of the two Tunnel Construction Methods. The required qualifying information for each Tunnel Construction Method is set forth below. If any Offeror wishes to be considered to deliver the tunnel portion of the Project using both Tunnel Construction Methods, then such Offeror must submit in its SOQ information with respect to its tunnel delivery qualifications for both Tunnel Construction Methods.

(i) **Bored Tunnel Delivery Qualifications**

(A) **Section A: Experience of Offeror Team**

(1) **Form K (Tunnel Construction Experience):** Provide details for two projects best meeting the evaluation criteria set forth in Part B, Section 3.3.2(a)(i)(A) *(Tunnel Constructor).*

(2) **Form L (Tunnel Design Experience):** Provide details for two projects best meeting the
evaluation criteria set forth in Part B, Section 3.3.2(a)(i)(B) (Tunnel Designer).

Form K and Form L must include only single projects. Projects with multiple phases, segments, elements, or contracts shall not be considered single projects. If the Tunnel Constructor or Tunnel Designer chooses to submit work performed as part of a Joint Venture or partnership, the Tunnel Constructor or Tunnel Designer, as applicable, must describe how the Joint Venture or partnership was structured and the portion of such work performed by the Tunnel Constructor or Tunnel Designer, as applicable. A failure to complete Form K or Form L properly may cause the SOQ to be deemed non-responsive.

(B) Section B: Project Descriptions

The SOQ must include narrative descriptions for each project listed on Forms K (Tunnel Construction Experience) and L (Tunnel Design Experience). The narrative descriptions should, at a minimum, give an overview of the project and explain why the experience gained on the project is relevant to the evaluation criteria provided in Part B, Section 3.3.2(a) (Bored Tunnel Qualifications).

(C) Section C: Organizational Structure

Offerors are to provide up to two additional charts, on paper up to 11” x 17” size, showing the “chain of command” of all entities, including individuals responsible for pertinent disciplines, included as part of the Offeror’s team. The organizational chart(s) should identify major functions to be performed and their reporting relationships in managing, designing, and constructing the Project. The organizational chart(s) should show a clear separation and independence between quality control and quality assurance programs for construction activities.

(D) Section D: Key Personnel Qualifications

(1) Offerors must provide separate resumes for all individuals who will serve in the Key Personnel positions described in Table 2 of Appendix C (Key Personnel). Resumes must
be completed using Form M (*Key Personnel Resume Form*). In completing Form M (*Key Personnel Resume Form*), Offerors may not modify the format or appearance of the form. Each resume may be up to three pages in length.

(2) Each completed Form M (*Key Personnel Resume Form*) must include references for all project experience described in the form. Offerors should verify that contact information for each reference is correct.

(E) **Section E: Key Personnel Commitment**

(1) Offerors must provide Form N (*Key Personnel Commitment*), executed by the respective employer, which confirms that each of the individuals designated as Key Personnel for the positions described in Table 2 of Appendix C (*Key Personnel*) will be available to serve in the specified role for the Project.

(2) Procedures with respect to changes in Key Personnel will be set forth in the RFP. Offerors are advised that any such changes will be subject to the Department’s prior approval and that failure to obtain such approval may disqualify the Offeror from further participation in the procurement. Offerors are further advised that unauthorized changes in Key Personnel by the Preferred Proposer may result in the imposition of liquidated damages.

(3) Individuals who will serve in the Key Personnel positions must be employed on a full-time basis by the respective firms shown on the Offeror’s organizational chart(s) at the time of submission of the SOQ.

(F) **Section F: Statement of Technical Approach (Tunnel)**
Provide a narrative statement of the Offeror’s technical approach to delivering the tunnel portion of the Project that addresses the Offeror’s:

(1) Understanding of the scope of the tunnel portion of the Project; and

(2) Understanding of risks relating to the design and construction of the tunnel portion of the Project, including:

− The specification, delivery, and operation of a tunnel boring machine capable of completing the tunnel and addressing unexpected circumstances during the tunnel boring machine drive;

− Addressing very soft soils near the beginning or end of the tunnel boring machine drive;

− The appropriate disposal of excavated material;

− The timely acquisition of permits from, and effective coordination with, third-party stakeholders; and

− The control of damage to existing facilities due to short-term and long-term settlement.

(ii) Immersed Tube Tunnel Delivery Qualifications

(A) Section A: Offeror Team Experience

(1) Form K (Tunnel Construction Experience): Provide details for two projects best meeting the evaluation criteria set forth in Part B, Section 3.3.2(b)(i)(A) (Tunnel Constructor).

(2) Form L (Tunnel Design Experience): Provide details for two projects best meeting the evaluation criteria set forth in Part B, Section 3.3.2(b)(i)(B) (Tunnel Designer).
Form K and Form L must include only single projects. Projects with multiple phases, segments, elements, or contracts will not be considered single projects. If the Tunnel Constructor or Tunnel Designer chooses to submit work performed as part of a Joint Venture or partnership, the Tunnel Constructor or Tunnel Designer, as applicable, must describe how the Joint Venture or partnership was structured and the portion of such work performed by the Tunnel Constructor or Tunnel Designer, as applicable. A failure to complete Form K or Form L properly may cause the SOQ to be deemed non-responsive.

(B) Section B: Project Descriptions

The SOQ must include narrative descriptions for each project listed on Forms K (Tunnel Construction Experience) and L (Tunnel Design Experience). The narrative descriptions should, at a minimum, give an overview of the project and explain why the experience gained on the project is relevant to the evaluation criteria provided in Part B, Section 3.3.2(b) (Immersed Tube Tunnel Qualifications).

Offerors must provide the current contact information (name, telephone number, and email address) for a knowledgeable individual for each listed project that will permit the Department to obtain reference information and confirm the information provided by Offerors with regard to each listed project.

(C) Section C: Organizational Structure

Offerors are to provide up to two additional charts, on paper up to 11” x 17” size, showing the “chain of command” of all entities, including individuals responsible for pertinent disciplines, included as part of the Offeror’s team. The organizational chart(s) should identify major functions to be performed and their reporting relationships in managing, designing, and constructing the Project. The organizational chart(s) should show a clear separation and independence between quality control and quality assurance programs for construction activities.
Section D: Key Personnel

(1) Offerors must provide separate resumes for all individuals who will serve in the Key Personnel positions described in Table 2 of Appendix C (Key Personnel). Resumes must be completed using Form M (Key Personnel Resume Form). In completing Form M (Key Personnel Resume Form), Offerors may not modify the format or appearance of the form. Each resume may be up to three pages in length.

(2) Each completed Form M (Key Personnel Resume Form) must include references for all project experience described in the form. Offerors should verify that contact information for each reference is correct.

(3) Individuals who will serve in the Key Personnel positions must be employed on a full-time basis by the respective firms shown on the Offeror’s organizational chart(s) at the time of submission of the SOQ.

Section E: Key Personnel Commitment

(1) Offerors must provide Form N (Key Personnel Commitment), executed by the respective employer, which confirms that each of the individuals designated as Key Personnel for the positions described in Table 2 of Appendix C (Key Personnel) will be available to serve in the specified role for the Project.

(2) Procedures with respect to changes in Key Personnel will be set forth in the RFP. Offerors are advised that any such changes will be subject to the Department’s prior approval and that failure to obtain such approval may disqualify the Offeror from further participation in the procurement. Offerors are further advised that unauthorized changes in Key Personnel by the Preferred Proposer may result in the imposition of liquidated damages.
Section F: Statement of Technical Approach (Tunnel)

Provide a narrative statement of the Offeror’s technical approach to delivering the tunnel portion of the Project that addresses the Offeror’s:

(1) Understanding of the scope of the tunnel portion of the Project; and

(2) Understanding of risks relating to the design and construction of the tunnel portion of the Project, including:

− The fabrication, transport, and placement of the tunnel elements (including mitigating water intrusion into the tunnel);

− The appropriate disposal of dredged material;

− The coordination of dredging and marine construction operations with other marine traffic;

− The timely acquisition of permits from, and effective coordination with, third-party stakeholders; and

− The control of damage to existing facilities due to short-term and long-term settlement.

4.2.3 Volume 3

Volume 3 of the SOQ shall contain the following:

(a) Part 1—Financial Statements and Credit Ratings

(i) Financial statements for the Offeror, the Lead Contractor, and the Lead Contractor Members for the three most recent completed fiscal years must be provided consistent with the requirements below to demonstrate financial capacity of the Offeror. If the Lead Contractor or the Lead Contractor Members is a subsidiary of a larger corporation whose
financial obligations will be supported by the parent company or an affiliate company (a “Financially Responsible Party”), only financial statements of the parent or affiliate need be submitted.

(ii) If Financial Statements of a Financially Responsible Party are provided to demonstrate financial capability of Offeror, the Lead Contractor, or the Lead Contractor Members, an appropriate letter from the applicable Financially Responsible Party must be provided confirming that it will financially support all the obligations of Offeror, the Lead Contractor, or the Lead Contractor Members, as applicable, with respect to the Project. This letter must be signed by the chief executive, chief financial officer, or treasurer (or equivalent position or role) of the Financially Responsible Party.

(iii) If a Financially Responsible Party is identified for the Lead Contractor or the Lead Contractor Members, such Financially Responsible Party may, in the Department’s sole discretion, be required to guarantee financially the obligations of the Lead Contractor or the Lead Contractor Members.

(iv) If any of the Lead Contractor or a Lead Contractor Member is a limited liability entity or a newly formed entity, a Financially Responsible Party must be identified and included with respect to the Lead Contractor’s or the Lead Contractor Member’s obligations relating to the Project (and all information required of Financially Responsible Parties must be provided).

(v) For purposes of this Part B, Section 4.2.3(a) (Volume 3), (x) “parent company” means parent companies at any tier and (y) “affiliate company” means (1) subsidiary companies at any tier, (2) entities under common ownership, (3) Joint Ventures and partnerships involving such entities, and (4) other Financially Responsible Parties for the entity.

(vi) Information for each entity should be packaged separately and include a cover sheet identifying the name of the organization and its role as either the Offeror, the Lead Contractor, or a Lead Contractor Member.

(vii) Financial statement information must include:

(A) Opinion Letter (Auditor’s Report);
In addition, financial statements must meet the following requirements:

(A) **GAAP/IFRS** – Financial statements must be prepared in accordance with U.S. Generally Accepted Accounting Principles (“U.S. GAAP”) or International Financial Reporting Standards (“IFRS”). If financial statements are prepared in accordance with principles other than U.S. GAAP or IFRS, a letter must be provided from a certified public accountant discussing the areas of the financial statements that would be affected by a conversion to U.S. GAAP or IFRS.

(B) **United States Dollars** – Financial statements must be provided in United States dollars. If financial statements are not readily available in United States dollars, the Offeror must convert the balance sheet, income statement, and statement of changes in cash flow to United States dollars and provide a summary of the conversion methods and applicable foreign exchange rates used to do so.

(C) **Audited** – Financial statements must be audited by an independent party qualified to render audit opinions (e.g., a certified public accountant). If audited financials are not available for the Lead Contractor or a Lead Contractor Member, the SOQ shall include unaudited financial statements for such Lead Contractor or Lead Contractor Member certified as true, correct and accurate by the chief financial officer or treasurer of the entity.

(D) **English** – Financial statement information must be prepared in English. If audited financial statements are prepared in a language other than English, translations of all financial statement information, including footnotes, must be provided.
(E) **Newly Formed/Not Yet Formed Entity** – If the Offeror is a newly formed entity or has not yet formed a legal entity and does not have independent financial statements, financial statements for the Lead Contractor Members shall be provided. The Offeror shall state expressly that the Offeror is a newly formed entity or not yet formed entity, as applicable, and does not have independent financial statements.

(F) **SEC Filings** – If the team or any other entity for which financial information is submitted hereby files reports with the Securities and Exchange Commission, then such financial statements shall be provided through a copy of their annual report on Form 10K. For all subsequent quarters, provide a copy of any report filed on Form 10Q or Form 8-K that has been filed since the latest filed 10K. Instead of providing hard copies of such forms, Offerors may submit electronic copies of such information in a read-only format on a flash drive with each submission.

(G) **Confidentiality** – The Offeror shall identify any information which it believes is entitled to confidentiality in a manner consistent with Part A, Section 4.2 (*Virginia Freedom of Information Act*).

(H) **Credit Ratings** – Appropriate credit ratings must be supplied for Lead Contractor and each Lead Contractor Member, to the extent such entities have credit ratings. Credit ratings also shall be provided for any Financially Responsible Party to the extent a Financially Responsible Party is included in Offeror’s SOQ or is required by the Department pursuant to the foregoing. If no credit ratings exist, include a statement specifying that no credit ratings exist for that entity.

(b) **Part 2—Material Changes in Financial Condition**

(i) Information regarding any material changes in financial condition for the Lead Contractor and the Lead Contractor Members for the past three years and anticipated for the next reporting period must be provided. If no material change has occurred and none is pending, the Lead Contractor or the Lead Contractor Members, as applicable,
shall provide a letter from its chief financial officer or treasurer so certifying.

(ii) At the discretion of the Department, any failure to disclose a prior or pending material change may result in disqualification from further participation in the selection process. In instances where a material change has occurred, or is anticipated, the affected entity shall provide a statement describing each material change in detail, the likelihood that the developments will continue during the period of performance of the Project development, and the projected full extent of the changes likely to be experienced in the periods ahead. Estimates of the impact on revenues, expenses and the change in equity must be provided separately for each material change as certified by the CFO or treasurer. References to the notes in the financial statements are not sufficient to address the requirement to discuss the impact of material changes.

(iii) Where a material change will have a negative financial impact, the affected entity shall provide a discussion of measures that would be undertaken to insulate the Project from any recent material changes, and those currently in progress or reasonably anticipated in the future.

(iv) If the financial statements indicate that expenses and losses exceed income in each of the three completed fiscal years, even if there has not been a material change, the affected entity shall provide a discussion of measures that will be undertaken to make the entity profitable in the future and an estimate of when the entity will be profitable.

(v) Set forth below is a representative list of events intended to provide examples of what the Department considers a material change in financial condition. This list is intended to be indicative only.

(A) An event of default or bankruptcy involving the affected entity, a related business unit within the same corporation, or the parent corporation of the affected entity;

(B) A change in tangible net worth of 10% of shareholder equity;

(C) A sale, merger or acquisition exceeding 10% of the value of shareholder equity prior to the sale, merger
or acquisition which in any way involves the affected entity, a related business unit, or parent corporation of the affected entity;

(D) A change in credit rating for the affected entity, a related business unit, or parent corporation of the affected entity;

(E) Inability to meet conditions of loan or debt covenants by the affected entity, a related business unit or parent corporation of the affected entity which has required or will require a waiver or modification of agreed financial ratios, coverage factors or other loan stipulations, or additional credit support from shareholders or other third parties;

(F) In the current and three most recent completed fiscal years, the affected entity, a related business unit in the same corporation, or the parent corporation of the affected entity either: (x) incurs a net operating loss; (y) sustains charges exceeding $10 million due to claims, changes in accounting, write-offs or business restructuring; or (z) implements a restructuring/reduction in labor force exceeding 200 positions or involves the disposition of assets to unrelated entities exceeding $10 million; and

(G) Other events known to the affected entity, a related business unit or parent corporation of the affected entity that represents a material change in financial condition over the past three years or may be pending for the next reporting period.

(c) Part 3—Off-Balance Sheet Liabilities

A letter from the chief financial officer or treasurer of the entity or the certified public accountant for each entity for which financial information is submitted, identifying as applicable each off-balance sheet liability exceeding $25 million and its associated dollar amount and providing an explanation for such off-balance sheet treatment.
PART C

APPENDICES
APPENDIX A
DEFINITIONS

“Addenda” means supplemental additions, deletions, and modifications to the provisions of this RFQ issued by the Department pursuant to Part A, Section 2.6 (Questions and Requests for Clarification; Addenda).

“Commissioner” means the Commissioner of Highways.

“Commonwealth” means the Commonwealth of Virginia.

“Comprehensive Agreement” means Comprehensive Agreement to be entered into between the Design-Builder and the Department for the design and construction of the Project.

“CTB” means the Commonwealth Transportation Board.

“Department” means the Virginia Department of Transportation.

“Design-Builder” means the private entity identified, or otherwise established, by the Preferred Proposer to enter into the Comprehensive Agreement.

“Disadvantaged Business Enterprise” or “DBE” is defined in Part A, Section 2.9 (Department Civil Rights Requirements).

“DPOR” means the Commonwealth’s Department of Professional and Occupational Regulation.

“Express Lanes” is defined in Part A, Section 3.1 (General Description of the Project).

“FHWA” means the Federal Highway Administration.

“Final SEIS” is defined in Part A, Section 2.5 (Procurement Reference Documents).

“Financially Responsible Party” is defined in Part B, Section 4.2.3(a) (Part 1—Financial Statements and Credit Ratings).

“Finding of Public Interest” means the finding of public interest with respect to the Project made pursuant to Va. Code Ann. § 33.2-1803.1.

“General Score” is defined in Part B, Section 2.2.1(a) (Overview of Qualitative Evaluation of Technical Qualifications and Capability).

“HRTAC” means the Hampton Roads Transportation Accountability Commission.

“Joint Venture” means an arrangement where two or more business entities team to perform a contract under which each teaming business entity is a signatory to the contract and is liable for the full or partial performance of the contract, and each teaming business entity retains its distinct identity. For the avoidance of doubt, a Joint Venture does not include an arrangement where two or more business entities team to create a new, sole purpose business entity
(including, for example, a limited liability company) to serve as the counterparty to, and undertake the performance of, a contract.

“Lead Contractor” means the member of the Offeror’s team, whether a single entity or Joint Venture, that will serve as the prime/general contractor responsible for overall construction of the Project.

“Lead Contractor Member” means, where the Lead Contractor is a Joint Venture, each member or Joint Venturer in the Lead Contractor.

“Lead Designer” means the member of the Offeror’s team responsible for the overall design of the Project. The Lead Designer must be a single entity and shall not be structured as a Joint Venture.

“Offeror” means an entity that submits an SOQ in response to this RFQ.


“PPTA Guidelines” is defined in Part A, Section 1.1 (Introduction).

“Preferred Proposer” means the Proposer selected by the Department to enter into the Comprehensive Agreement with the Department, in accordance with the RFP.

“Procurement Reference Documents” is defined in Part A, Section 2.5 (Procurement Reference Documents).

“Project Website” means www.HRBTExpansion.org.

“Proposal” means a proposal submitted by a Proposer in response to the RFP.

“Proposer” means an Offeror selected by the Department pursuant to this RFQ to submit a Proposal in response to the RFP.

“Record of Decision” or “ROD” is defined in Part A, Section 2.5 (Procurement Reference Documents).

“Request for Proposals” or “RFP” means the solicitation that may be issued by the Department to Proposers, and all applicable addenda.

“Request for Qualifications” or “RFQ” means this Request for Qualifications and all applicable addenda.

“RFP Phase” is defined in Part A, Section 2.1.1(a) (Two-Phase Procurement Process).

“RFQ Phase” is defined in Part A, Section 2.1.1(a) (Two-Phase Procurement Process).

“Statement of Qualifications” or “SOQ” means a qualifications package submitted to the Department by an Offeror in response to this RFQ.
“SWaM” is defined in Part A, Section 2.9 (Department Civil Rights Requirements).

“Term Sheet” is defined in Part A, Section 2.4 (Term Sheet).

“Total Score” is defined in Part B, Section 2.2.1(b) (Overview of Qualitative Evaluation of Technical Qualifications and Capability).

“Tunnel Construction Method” is defined in Part A, Section 2.1.2(b) (RFQ Phase).

“Tunnel Constructor” means the member of the Offeror’s team that will serve as the contractor primarily responsible for construction of the tunnel portion of the Project.

“Tunnel Designer” means the member of the Offeror’s team responsible for the design of the tunnel portion of the Project. The Tunnel Designer must be a single entity and may not be structured as a Joint Venture.

“Tunnel Score” is defined in Part B, Section 2.2.1 (Overview of Qualitative Evaluation of Technical Qualifications and Capability).

APPENDIX B
PROJECT LOCATION

*This image represents the Project’s general location as described in the Final SEIS.
**APPENDIX C**  
**KEY PERSONNEL**

**Table 1 – Key Personnel, General Technical Qualifications**

The Department prefers that all Key Personnel have experience on projects of a similar size, type of work, and complexity as the Project and possess the qualifications described below.

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<tr>
<th>Position</th>
<th>Responsibilities</th>
<th>Preferred Qualifications</th>
</tr>
</thead>
<tbody>
<tr>
<td>Project Executive</td>
<td>This individual represents the Design-Builder at the executive level, is responsible for the overall delivery of the Project, and has the authority to make decisions for and oversee the performance of the Design-Builder. Shall be assigned to the Project on site full-time until completion of the construction work.</td>
<td>Demonstrated experience in similar roles in construction and management-of-construction for tunnel and/or major transportation infrastructure projects with similar size, type of work, and complexity as this Project. Experience with design-build delivery is preferred.</td>
</tr>
<tr>
<td>Project Manager</td>
<td>This individual is responsible for meeting the Design-Builder’s contract obligations and is responsible for the overall Project design, construction, and contract administration, including avoiding and resolving any disputes. Shall supervise and exercise control over the design and construction work, including safety, quality management, contract administration, and timely provision of all materials, equipment, services, and labor reasonably inferable from the Comprehensive Agreement. Shall be assigned to the Project on site full-time until completion of the construction work.</td>
<td>Demonstrated experience in similar roles in construction and management-of-construction for tunnel and/or major transportation infrastructure projects with similar size, type of work, and complexity as this Project. Experience with design-build delivery is preferable. Experience should include projects with environmental sensitivity, compressed timelines, and community information requirements.</td>
</tr>
<tr>
<td>Position</td>
<td>Responsibilities</td>
<td>Preferred Qualifications</td>
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<tr>
<td>Construction Manager</td>
<td>This individual is responsible for all aspects of Project construction, to include all quality control activities to ensure the materials used and work performed meet contract requirements and the “approved for construction” plans and specifications. Shall be responsible for proactive utility relocation, erosion and sediment control, safety of multiple concurrent work zones, and maintenance of traffic. Shall be responsive to public and environmental sensitivities. Reports directly to Project Manager and has the authority to stop work. Shall be assigned to the Project on site full-time for the duration of the Project once construction activities begin.</td>
<td>Demonstrated construction management experience for major transportation infrastructure projects with similar size, type of work, and complexity as this Project. Experience should include projects with design-build delivery, including management roles on large, complex highway and marine construction projects. Shall hold a Virginia Department of Environmental Quality “Responsible Land Disturber Certification” and a Department “Erosion and Sediment Control Contractor Certification,” or the Offeror must include a statement in its SOQ acknowledging that this individual will hold these certifications prior to the commencement of construction.</td>
</tr>
<tr>
<td>Quality Assurance Manager</td>
<td>This individual is responsible to assure the Design-Builder’s adherence to quality management processes, as well as implementing quality plans for design and construction. Shall be responsible for the quality assurance inspection and testing of all materials used and work performed on the Project, including monitoring the Design-Builder’s construction quality control program. Shall ensure that all work, materials, testing, and sampling are performed in conformance with the contract and the</td>
<td>Demonstrated experience in quality assurance and quality control activities for highway and tunnel and/or major infrastructure construction, including preparation and implementation of quality plans and procedures. Experience with the Department’s quality assurance and quality control program is preferred. Shall be a licensed professional engineer in the Commonwealth.</td>
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<tr>
<td>Position</td>
<td>Responsibilities</td>
<td>Preferred Qualifications</td>
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<tr>
<td>Safety Manager</td>
<td>This individual is responsible for carrying out the Design-Builder’s safety plan and all safety-related activities, including training and enforcement of safety operations.</td>
<td>Demonstrated experience developing and executing safety programs for large, complex projects.</td>
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<td></td>
<td>Shall be available to review designs, and suggest modifications to the designs, means, and methods and to work collaboratively with appropriate parties for any necessary modifications based on field conditions and construction activities.</td>
<td>Experience should include safety management of marine projects and projects with heavy highway traffic. Should be familiar with marine safety, roadway work zone safety, and regulations of the Occupational Safety and Health Administration.</td>
</tr>
<tr>
<td>Position</td>
<td>Responsibilities</td>
<td>Preferred Qualifications</td>
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<tr>
<td>Environmental Manager</td>
<td>This individual is responsible for proactively managing environmental permitting and compliance. Shall be available to review designs, and suggest modifications to the designs, means, and methods and to work collaboratively with appropriate parties for any necessary modifications based on field conditions and construction activities. Shall be independent of construction operations team. Reports directly to Project Manager and has the authority to stop work. Shall be assigned to the Project on site full-time for the duration of the Project once construction activities begin.</td>
<td>Demonstrated experience in environmental permitting on large, complex public works projects requiring compliance with federal, state and local regulations. Experience with Virginia permitting requirements for environmentally-sensitive areas is preferable. Should also have experience in erosion and sediment control, protection of endangered species, marine resources, wetlands, and dredging. Experience on marine projects in a similar environment is preferable.</td>
</tr>
<tr>
<td>Responsible Charge Engineer</td>
<td>This individual holds full professional responsibility for Project engineering decisions and speaks as the Design-Builder’s final authority on engineering issues. Shall be directly involved in or have supervisory direction and control authority in making and approving engineering decisions during design and construction. Shall be capable of answering inquiries about all such engineering decisions. Shall ensure engineering services are performed by qualified</td>
<td>Demonstrated experience in the management of engineering disciplines relevant to the Project and reasonable knowledge and proficiency in these areas. Should have the necessary expertise and experience required to supervise and exercise control over design and construction. Shall be a licensed professional engineer in the Commonwealth.</td>
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<tr>
<td>Position</td>
<td>Responsibilities</td>
<td>Preferred Qualifications</td>
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</table>
| Design Manager   | This individual is responsible for coordinating the individual design disciplines and ensuring the overall Project design is in conformance with the contract and design criteria requirements are met.  
Shall be responsible for establishing and overseeing a quality assurance/quality control program for all pertinent disciplines involved in the design of the Project, including the review of design, working plans, shop drawings, specifications, field design changes, requests for information, non-conforming work, and the constructability of the Project.  
Shall be an employee of the Lead Designer and shall be assigned to the Project on site full-time whenever design activities are being performed. | Demonstrated experience in managing design for multi-disciplinary infrastructure, highway, tunnel, and marine projects of similar scope and complexity as this Project.  
Should have specific experience in highway design, marine structure design, complex foundations, designs in environmentally-sensitive areas (natural and community), earth retaining structures and drainage structures, on projects of similar size and type. Experience should include design-build delivery.  
Shall be a licensed professional engineer in the Commonwealth. |
<p>| Geotechnical Manager | This individual oversees all geotechnical design for the Project and is available to review designs and to verify and modify designs,                                                                                           | Demonstrated experience in projects of similar scope and complexity with geotechnical conditions similar to those encountered at the Project                                                                                           |</p>
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<th>Position</th>
<th>Responsibilities</th>
<th>Preferred Qualifications</th>
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<td>if necessary, based on field conditions and construction activities.</td>
<td>location.</td>
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<td>Should have experience with the geotechnical design of tunnels in soft soils,</td>
<td>Should have experience with the geotechnical design of tunnels in soft soils, marine</td>
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<td>marine conditions, support of excavation, retaining walls, foundations, slopes,</td>
<td>conditions, support of excavation, retaining walls, foundations, slopes, embankments,</td>
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<td>embankments, ground improvements, geotechnical instrumentation, and means and</td>
<td>ground improvements, geotechnical instrumentation, and means and methods to monitor and</td>
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<td>methods to monitor and minimize ground movements.</td>
<td>minimize ground movements.</td>
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<td></td>
<td>Shall be a licensed professional engine in the Commonwealth.</td>
<td>Shall be a licensed professional engine in the Commonwealth.</td>
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Table 2 – Key Personnel, Tunnel Delivery Qualifications

The Department prefers that the following Key Personnel demonstrate they have previously successfully performed the same role on at least one project of equivalent Tunnel Construction Method, size, and complexity as the tunnel to be designed and constructed for the Project.

<table>
<thead>
<tr>
<th>Position</th>
<th>Responsibilities</th>
<th>Preferred Qualifications</th>
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<tbody>
<tr>
<td>Tunnel Construction Manager</td>
<td>This individual is responsible for all aspects of tunnel construction, to include all quality control activities to ensure the materials used and work performed meet contract requirements and the “approved for construction” plans and specifications. Shall be assigned to the Project on site full-time for the duration of tunnel construction operations.</td>
<td>Demonstrated experience managing all work associated with construction of large-diameter and/or highway tunnels in soft soils and a marine environment.</td>
</tr>
<tr>
<td>Lead Tunnel Engineer</td>
<td>This individual is responsible for overall design of the tunnel and shall coordinate with related design disciplines to ensure the overall design of the tunnel portion of the Project is in conformance with the contract. This individual is responsible for establishing and overseeing a quality assurance/quality control program for all pertinent disciplines involved in the design of the tunnel, including the review of design, working plans, shop drawings, specifications, and the constructability of the tunnel. Shall be available to verify and modify designs, if necessary, based on field conditions and construction activities during.</td>
<td>Demonstrated experience in the design of large-diameter and/or highway tunnels in soft soils and a marine environment. Experience should preferably include design-build delivery and projects of similar size, complexity, and geologic conditions as the Project. Shall be a licensed professional engineer in the United States.</td>
</tr>
<tr>
<td>Position</td>
<td>Responsibilities</td>
<td>Preferred Qualifications</td>
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<tr>
<td>Lead Mechanical Engineer</td>
<td>This individual is responsible for design and integration of the tunnel systems for the Project, including ventilation, fire protection, drainage, and emergency egress.</td>
<td>Demonstrated experience in the design of systems for tunnels of similar scope and complexity as the Project. Experience should include design of ventilation, drainage, fire protection systems, emergency egress, computational fluid dynamics modeling, and application of the NFPA 502 standard for Road Tunnels, Bridges, and Other Limited Access Highways. Shall be a licensed professional engineer in the Commonwealth.</td>
</tr>
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</table>
FORM A
SOQ TRANSMITTAL LETTER

Offeror Name: ____________________________________________

SOQ Date: _______

Virginia Department of Transportation
Office of Public-Private Partnerships
1401 East Broad Street, Suite 1306
Richmond, Virginia 23219
Attn:  Morteza Farajian, Ph.D.

The undersigned (“Offeror”) submits this Statement of Qualifications (“SOQ”) in response to that certain Request for Qualifications dated as of December 15, 2017 (as amended, the “RFQ”), issued by the Virginia Department of Transportation (“the Department”) to deliver the I-64 Hampton Roads Bridge-Tunnel Expansion Project (the “Project”), through a Comprehensive Agreement (“CA”). Capitalized terms not otherwise defined herein shall have the meanings set forth in the RFQ.

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

Volume 1: General Information;
Volume 2: Technical Experience and Qualifications; and
Volume 3: Financial Qualifications and Capabilities

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

Offeror understands that the Department is not bound to determine that any Offeror is a Proposer and may reject each SOQ the Department may receive.

Offeror further understands that all costs and expenses incurred by it in preparing this SOQ will be borne solely by the Offeror.

Offeror agrees that the Department 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 Commonwealth of Virginia.
Offeror’s business address:

<table>
<thead>
<tr>
<th>(No.)</th>
<th>(Street)</th>
<th>(Floor or Suite)</th>
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</tbody>
</table>

(City)  (State or Province) (ZIP or Postal Code) (Country)

State or Country of Incorporation/Formation/Organization:

[insert appropriate signature block from following pages]
1. **Sample signature block for corporation or limited liability company:**

[Insert Offeror’s name]

By:

Print Name: ____________________________

Title: ________________________________

2. **Sample signature block for partnership or Joint Venture:**

[Insert Offeror’s name]

By:  [Insert general partner’s or member’s name]

By:

Print Name: ____________________________

Title: ________________________________

[Add signatures of additional general partners or members as appropriate]

3. **Sample signature block for attorney in fact:**

[Insert Offeror’s name]

By:

Print Name: ____________________________

Attorney in Fact

4. **Sample signature block for an Offeror not yet formed as a legal entity:**

[Insert lead team member entity name], on behalf of itself and the other team members expected to be a part of [Insert Offeror’s expected name]

By:

Print Name: ____________________________

Title: ________________________________
FORM B
ACKNOWLEDGEMENT OF RFQ AND ADDENDA

Acknowledgement shall be made of receipt of the Request for Qualifications ("RFQ") and Addenda pertaining to I-64 Hampton Roads-Bridge Tunnel Expansion Project issued by the Department prior to the Statement of Qualifications ("SOQ") due date. Failure to include this acknowledgement in the SOQ may result in the rejection of your SOQ.

By signing this Form B, the Offeror acknowledges receipt of the RFQ and the following revisions or Addenda (if any) to the RFQ for the above designated project which were issued under cover letter(s) of the date(s) shown hereon:

1. Cover letter of RFQ
   (Date)
2. Cover letter of
   (Date)
3. Cover letter of
   (Date)

_______________________________________________________ ________________
SIGNATURE       DATE

_______________________________________________________ ________________
PRINTED NAME       TITLE
FORM C
FORM OF CONFIDENTIAL CONTENTS INDEX

Offeror Name: ______________________________

Pursuant to Va. Code Ann. § 2.2-3705.6(11)(b), Offerors may request the Department to keep confidential: (i) trade secrets; (ii) financial information not generally available to the public through regulatory disclosure or otherwise; or (iii) other information submitted by an Offeror where if such information was made public prior to the execution of an interim agreement or a comprehensive agreement, the financial interest or bargaining position of the Offeror or the Department would be adversely affected.

For such information to be excluded from disclosure requirements under the VFOIA, the Offeror must make a written request to the Department (by submitting an executed version of the table below):

(1) Invoking such exclusion upon submission of the data or other materials for which protection from disclosure is sought;

(2) Identifying with specificity the data or other materials for which protection is sought; and

(3) Stating the reasons why protection is necessary.

The confidential material submitted must be identified by some distinct method within the body of the SOQ such as highlighting or underlining. Blanket classifications are not acceptable. In accordance with Va. Code Ann. § 2.2-3705.6(11), the Department will make a written determination of the appropriate scope and nature of the protection afforded to the Offeror.

<table>
<thead>
<tr>
<th>SECTION/TITLE</th>
<th>PAGE NUMBER(S)</th>
<th>REASON(S) FOR WITHHOLDING FROM DISCLOSURE</th>
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</table>

By: ______________________________

Title: ______________________________

Date: ______________________________

Virginia Department of Transportation
Request for Qualifications
I-64 Hampton Roads Bridge-Tunnel Expansion Project
## FORM D
### SOQ CONTENTS INDEX

Offerors shall furnish a copy of this Statement of Qualifications (“SOQ”) Contents Checklist, with the page references added, with their SOQs.

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<th>Form</th>
<th>RFQ Cross reference</th>
<th>SOQ Page Reference</th>
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<tr>
<td>Acknowledgement of RFQ and Addenda</td>
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<tr>
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<td>Form C</td>
<td>Part B, Section 4.2.1(b)</td>
<td></td>
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<tr>
<td>SOQ Contents Checklist</td>
<td>Form D</td>
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</tr>
<tr>
<td>Executive Summary</td>
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<td>Part B, Section 4.2.1(d)</td>
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<tr>
<td><strong>Offeror Information</strong></td>
<td>--</td>
<td>Part B, Section 4.2.1(e)</td>
<td></td>
</tr>
<tr>
<td>Information Regarding Offeror, Lead Contractor, and Lead Designer (including, if applicable, documentation showing the Department’s approval of the Offeror’s completed Form O (Joint Venture Bidding Agreement))</td>
<td>Forms E and F</td>
<td>Part B, Section 4.2.1(e)</td>
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<tr>
<td><strong>Legal Information</strong></td>
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<td>Part B, Section 4.2.1(f)</td>
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<tr>
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<td>Form G</td>
<td>Part B, Section 4.2.1(g)</td>
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<tr>
<td>Surety Letter(s)</td>
<td>--</td>
<td>Part B, Section 4.2.1(h)</td>
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<tr>
<td><strong>Lead Contractor Safety Qualifications Form</strong></td>
<td>Form H</td>
<td>Part B, Section 4.2.1(i)</td>
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<tr>
<td><strong>Volume 2 – General Technical Qualifications</strong></td>
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<tr>
<td>Experience of Offeror Team Firms</td>
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<td>Part B, Section 4.2.2(a)</td>
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<tr>
<td>Lead Contractor</td>
<td>Form I</td>
<td>Part B, Section 4.2.2(a)(i)(A)</td>
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<tr>
<td>Lead Designer</td>
<td>Form J</td>
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<td></td>
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<tr>
<td><strong>Project Descriptions</strong></td>
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<td>Part B, Section 4.2.2(a)(ii)</td>
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<tr>
<td><strong>Key Personnel Qualifications</strong></td>
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<td>Part B, Section 4.2.2(a)(iv)</td>
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<tr>
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<tr>
<td>Resume of Project Manager</td>
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<tr>
<td>Resume of Construction Manager</td>
<td>Form M</td>
<td>Appendix C</td>
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<tr>
<td>Resume of Environmental Manager</td>
<td>Form M</td>
<td>Appendix C</td>
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<tr>
<td>Resume of Safety Manager</td>
<td>Form M</td>
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<tr>
<td>Resume of Responsible Charge Engineer</td>
<td>Form M</td>
<td>Appendix C</td>
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<tr>
<td>Resume of Design Manager</td>
<td>Form M</td>
<td>Appendix C</td>
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<tr>
<td>Resume of Quality Assurance Manager</td>
<td>Form M</td>
<td>Appendix C</td>
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<tr>
<td>Resume of Geotechnical Manager</td>
<td>Form M</td>
<td>Appendix C</td>
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Virginia Department of Transportation  
Request for Qualifications  
I-64 Hampton Roads Bridge-Tunnel Expansion Project
<table>
<thead>
<tr>
<th>SOQ Component</th>
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<th>SOQ Page Reference</th>
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<tr>
<td>Statement of Technical Approach (General)</td>
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<td>Part B, Section 4.2.2(a)(vi)</td>
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<tr>
<td>Tunnel Delivery Qualifications</td>
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<td>Part B, Section 4.2.2(b)</td>
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<tr>
<td>Project Experience</td>
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<td>Part B, Section 4.2.2(b)</td>
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<tr>
<td>Tunnel Constructor</td>
<td>Form K</td>
<td>Part B, Section 4.2.2(b)</td>
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<td>Tunnel Designer</td>
<td>Form L</td>
<td>Part B, Section 4.2.2(b)</td>
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<td>Project Descriptions</td>
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<td>Part B, Section 4.2.2(b)</td>
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<td>Organizational Structure</td>
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<td>Part B, Section 4.2.2(b)</td>
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<td>Key Personnel</td>
<td>Form M</td>
<td>Part B, Section 4.2.2(b)</td>
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<tr>
<td>Resume of Tunnel Construction Manager</td>
<td>Form M</td>
<td>Appendix C</td>
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<tr>
<td>Resume of Lead Tunnel Engineer</td>
<td>Form M</td>
<td>Appendix C</td>
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<tr>
<td>Resume of Lead Mechanical Engineer</td>
<td>Form M</td>
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<td>Key Personnel Commitment</td>
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<tr>
<td>Statement of Technical Approach (Tunnel)</td>
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<td>Part B, Section 4.2.2(b)</td>
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<tr>
<td><strong>Volume 3 – Financial Qualifications and Capability</strong></td>
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<td>Financial Statements and Credit Ratings</td>
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<td>Part B, Section 4.2.3(a)</td>
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<td>Off-Balance Sheet Liabilities</td>
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<td>Part B, Section 4.2.3(c)</td>
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FORM E
OFFEROR TEAM INFORMATION
(for Public Release)

Offeror Name: ____________________________________________________________

Entity (check one box for entity completing Form E, as applicable):
☐ Offeror  ☐ Lead Contractor  ☐ Lead Designer

Name of Entity Completing Form E: ____________________________________________

Year Established: ______________ State of Organization: ________________________

Federal Tax ID No. (if applicable): ______________ Telephone No.: ______________

North American Industry Classification System Code (if applicable): __________

Type of Business Organization (check one):
☐ Corporation
☐ Partnership
☐ Joint Venture
☐ Limited Liability Company
☐ Other (describe)

A. Business Address: ________________________________________________________
   Contact Telephone Number: _______________________________________________

B. Complete a separate E and Form G for each entity (Offeror, Lead Contractor, or Lead Designer) on Offeror team and include it with the SOQ. In addition, identify the name of such entities in the space below.

Name
__________________________________
__________________________________
__________________________________

Under penalty of perjury, I certify that the foregoing is true and correct, and that I am an official representative of the firm duly authorized to executed and deliver this Form E:

By: _______________________________ Print Name: ____________________________
Title: ____________________________ Date: ________________________________

[Please make additional copies of this form as needed.]
FORM F
OFFEROR TEAM MEMBER AFFILIATES AND SUBSIDIARIES

Project Name:  I-64 Hampton Roads Bridge-Tunnel Expansion Project

Offeror Name: _____________________________

Affiliated and Subsidiary Companies of the Offeror

Offerors shall complete the table and include the addresses of affiliates or subsidiary companies, as applicable. By completing this table, Offerors certify that all affiliated and subsidiary companies (affiliated companies being companies that are owned at least 10% by the same parent, and subsidiary companies being companies that are wholly owned by the Offeror) of the Offeror that may participate in any way in the Project are listed.

☐ The Offeror does not have any affiliated or subsidiary companies.

☐ Affiliated and/ or subsidiary companies of the Offeror are listed below.

<table>
<thead>
<tr>
<th>Relationship with Offeror (Affiliate or Subsidiary)</th>
<th>Full Legal Name</th>
<th>Address</th>
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Virginia Department of Transportation
Request for Qualifications
I-64 Hampton Roads Bridge-Tunnel Expansion Project
Project Name: I-64 Hampton Roads Bridge-Tunnel Expansion Project

Offeror Name: ________________________________________________________________

Name of Team Member and Role: ________________________________________________

1) The undersigned certifies that [NAME OF TEAM MEMBER]:

   a) is not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any federal department or agency;

   b) has not, within a three-year period preceding this SOQ, been convicted of or had a civil judgment rendered against it or any member of its executive management team for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (federal, state, or local) transaction or contract under a transaction with a public entity and has not been convicted of any violations of federal or state antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification, or destruction of records, making false statements, or receiving stolen property;

   c) is not (nor is any member of its executive management team) presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in paragraph 1(b) of this certification; and

   d) has not within a three-year period preceding this SOQ had one or more transactions with public entities (federal, state, or local) terminated for cause or default.

2) Where the Offeror team member is unable to certify any of the statements in this certification, such Offeror team member shall attach an explanation to this form.

The undersigned makes the foregoing statements to be filed with the SOQ submitted on behalf of the Offeror for contracts to be entered into by the Department.

__________________________________________ ___________________________
Signature   Date    Title
Company Name: | Date:
---|---
Number of Employees:

1. Workers’ Compensation Experience Modification Ratio (EMR) or Experience Modification Factor (EMF) for last 3 years

   | 2015 | 2016 | 2017 |
---|-----|-----|-----|
a. List your firm’s Worker’s Compensation EMR/EMF calculated by National Council on Compensation Insurance, Inc. or other similar advisory organization or rating bureau for each of the last 3 years.

If the EMR/EMF is greater than 1.0 for any of the last three years, please provide an explanation below.

2. Accident and Illness Statistics for last 3 years

   | 2015 | 2016 | 2017 |
---|-----|-----|-----|
a. Number of man-hours worked
b. Number of OSHA recordable injuries
c. OSHA recordable Incident Rate
d. Number of lost time accidents
e. Lost workday case rate
f. Number of fatalities (Provide details for each fatality on a separate sheet)
g. Number of citations by OSHA or other regulatory agencies (provide details for each citation on a separate sheet)
h. Was your company cited by a state department of labor for any safety violations (List YES or NO and provide details for each citation on a separate sheet)

Submit a copy of OSHA 300A Logs for the last 3 years

Non-U.S. companies that cannot provide the required OSHA and EMR records shall provide and explain equivalent safety data for the specified three-year period.
**FORM 1  CONSTRUCTION EXPERIENCE**

**EXPERIENCE OF THE LEAD CONTRACTOR IN THE CONSTRUCTION OF REFERENCE PROJECTS**

(Limit One Page Per Project)

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
<th>b. Name of the prime design consulting firm responsible for the overall project design.</th>
<th>c. Contact information of the Client or Owner and their Project Manager who can verify Firm’s responsibilities.</th>
<th>d. Contract Completion Date (Original)</th>
<th>e. Contract Completion Date (Actual or Estimated)</th>
<th>f. Project Value (in millions)</th>
<th>g. Dollar Value of work performed by the Firm identified as the Lead Contractor for this procurement (in millions)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name:</td>
<td>Name:</td>
<td>Name of Client/Owner: Phone: Project Manager: Phone: Email:</td>
<td>MM/YYYY</td>
<td>MM/YYYY</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

h. Narrative describing the work performed by the firm identified as the Lead Contractor for this procurement. If the Offeror chooses to submit work completed by an affiliated or subsidiary company of the Lead Contractor, identify the full legal name of the affiliate or subsidiary and the role they will have on this Project so the relevancy of that work can be considered accordingly. This form shall include only one singular project. Projects/contracts with multiple phases, segments, elements (projects), and/or contracts shall not be considered a single project. If a project listed includes multiple phases, segments, elements (projects), and/or contracts, it cannot be claimed as a single project on this form. If the Offeror chooses to submit work performed as a Joint Venture or partnership, identify how the Joint Venture or partnership was structured and provide a description of the portion of the work performed only by the Offeror’s firm. In any case, only the first phase, segment, element, and/or contract listed will be evaluated.
FORM J DESIGN EXPERIENCE

EXPERIENCE OF THE LEAD DESIGNER IN THE DESIGN AND ENGINEERING OF REFERENCE PROJECTS

(Limit One Page Per Project)

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
<th>b. Name of the prime/ general contractor responsible for overall construction of the project.</th>
<th>c. Contact information of the Client and its Project Manager who can verify Firm’s responsibilities.</th>
<th>d. Construction Contract Completion Date (Original)</th>
<th>e. Construction Contract Completion Date (Actual or Estimated)</th>
<th>f. Project Value (in millions)</th>
<th>g. Design Fee for the work performed by the Firm identified as the Lead Designer for this procurement. (in millions)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name:</td>
<td>Name:</td>
<td>Name of Client:</td>
<td>Phone:</td>
<td>Project Manager:</td>
<td>Phone:</td>
<td>Email:</td>
</tr>
</tbody>
</table>

h. Narrative describing the work performed by the firm identified as the Lead Designer for this procurement. Include the office location(s) where the design work was performed and whether the firm was the prime designer or a subconsultant. This form shall include only one singular project. Projects/contracts with multiple phases, segments, elements (projects), and/or contracts shall not be considered a single project. If a project listed includes with multiple phases, segments, elements (projects), and/or contracts, it cannot be claimed as a single project on this form. In any case, only the first phase, segment, element, and/or contract listed will be evaluated.
## FORM K  TUNNEL CONSTRUCTION EXPERIENCE

### EXPERIENCE OF THE TUNNEL CONSTRUCTOR IN THE CONSTRUCTION OF REFERENCE PROJECTS

(Limit One Page Per Project)

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
<th>b. Name of the prime design consulting firm responsible for the design of the tunnel.</th>
<th>c. Contact information of the Client or Owner and their Project Manager who can verify Firm’s responsibilities.</th>
<th>d. Contract Completion Date (Original)</th>
<th>e. Contract Completion Date (Actual or Estimated)</th>
<th>f. Contract Value (in millions)</th>
<th>g. Dollar Value of work performed by the Firm identified as the Tunnel Constructor for this procurement (in millions)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name:</td>
<td>Name:</td>
<td>Name of Client/Owner: Phone: Project Manager: Phone: Email:</td>
<td>MM/YYYY</td>
<td>MM/YYYY</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

h. Narrative describing the work performed by the firm identified as the Tunnel Constructor for this procurement. If the Offeror chooses to submit work completed by an affiliated or subsidiary company of the Tunnel Constructor, identify the full legal name of the affiliate or subsidiary and the role they will have on this Project so the relevancy of that work can be considered accordingly. This form shall include only one singular project. Projects/contracts with multiple phases, segments, elements (projects), and/or contracts shall not be considered a single project. If a project listed includes multiple phases, segments, elements (projects), and/or contracts, it cannot be claimed as a single project on this form. If the Offeror chooses to submit work performed as a Joint Venture or partnership, identify how the Joint Venture or partnership was structured and provide a description of the portion of the work performed only by the Offeror’s firm. In any case, only the first phase, segment, element, and/or contract listed will be evaluated.

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Virginia Department of Transportation
Request for Qualifications
I-64 Hampton Roads Bridge-Tunnel Expansion Project
# FORM L  TUNNEL DESIGN EXPERIENCE

**EXPERIENCE OF THE TUNNEL DESIGNER IN THE DESIGN AND ENGINEERING OF REFERENCE PROJECTS**

(Limit One Page Per Project)

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
<th>b. Name of the prime/ general contractor responsible for construction of the tunnel.</th>
<th>c. Contact information of the Client and their Project Manager who can verify Firm’s responsibilities.</th>
<th>d. Construction Contract Completion Date (Original)</th>
<th>e. Construction Contract Completion Date (Actual or Estimated)</th>
<th>f. Contract Value (in millions)</th>
<th>g. Design Fee for the work performed by the Firm identified as the Tunnel Designer for this procurement (in millions)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name: Location:</td>
<td>Name:</td>
<td>Name of Client: Phone: Project Manager: Phone: Email:</td>
<td>MM/YYYY</td>
<td>MM/YYYY</td>
<td></td>
<td><strong>h. Narrative describing the work performed by the firm identified as the Tunnel Designer for this procurement. Include the office location(s) where the design work was performed and whether the firm was the prime designer or a subconsultant. This form shall include only one singular project. Projects/contracts with multiple phases, segments, elements (projects), and/or contracts shall not be considered a single project. If a project listed includes with multiple phases, segments, elements (projects), and/or contracts, it cannot be claimed as a single project on this form. In any case, only the first phase, segment, element, and/or contract listed will be evaluated.</strong></td>
</tr>
</tbody>
</table>
# Form M
## Key Personnel Resume Form

<table>
<thead>
<tr>
<th>Brief Resume of Key Personnel for the Project.</th>
</tr>
</thead>
<tbody>
<tr>
<td>a. Name &amp; Current Title:</td>
</tr>
<tr>
<td>b. Key Personnel Position on Project:</td>
</tr>
<tr>
<td>c. Name of Firm with which you are now associated:</td>
</tr>
<tr>
<td>d. Years’ experience: With this Firm ___; Years With Other Firms ____ Years</td>
</tr>
<tr>
<td>Please list chronologically (most recent experience first) your employment history, position, general responsibilities, and duration of employment for the last fifteen (15) years. (NOTE: If you have less than 15 years of experience, please list the experience for those years you have worked. Project specific experience shall be included in Section (g) below):</td>
</tr>
<tr>
<td>e. Education: Name &amp; Location of Institution(s)/Degree(s)/Year/Specialization:</td>
</tr>
<tr>
<td>f. Active Registration: Year First Registered/ Discipline/Virginia Registration #:</td>
</tr>
<tr>
<td>g. References</td>
</tr>
<tr>
<td>1. Name of Project: Start/Finish Dates of Project:</td>
</tr>
<tr>
<td>Reference Name:</td>
</tr>
<tr>
<td>Reference Email:</td>
</tr>
<tr>
<td>Reference Telephone:</td>
</tr>
<tr>
<td>2. Name of Project: Start/Finish Dates of Project:</td>
</tr>
<tr>
<td>Reference Name:</td>
</tr>
<tr>
<td>Reference Email:</td>
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<tr>
<td>Reference Telephone:</td>
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<tr>
<td>3. Name of Project: Start/Finish Dates of Project:</td>
</tr>
<tr>
<td>Reference Name:</td>
</tr>
<tr>
<td>Reference Email:</td>
</tr>
<tr>
<td>Reference Telephone:</td>
</tr>
<tr>
<td>h. Document the extent and depth of your experience and qualifications relevant to the Project.</td>
</tr>
<tr>
<td>1. Note your specific responsibilities and authorities for each project, not those of the firm.</td>
</tr>
<tr>
<td>2. Note whether experience is with current firm or with other firm.</td>
</tr>
<tr>
<td>3. Provide beginning and end dates for each project; projects older than fifteen (15) years will not be considered for evaluation.</td>
</tr>
</tbody>
</table>
(List at least three (3), but no more than five (5) relevant projects* for which you have performed a similar function.)

<table>
<thead>
<tr>
<th>Project 1</th>
<th>Role 1</th>
<th>Duration 1</th>
</tr>
</thead>
<tbody>
<tr>
<td>Project 2</td>
<td>Role 2</td>
<td>Duration 2</td>
</tr>
<tr>
<td>Project 3</td>
<td>Role 3</td>
<td>Duration 3</td>
</tr>
</tbody>
</table>

* On-call contracts with multiple task orders (on multiple projects) may not be listed as a single project.

i. For Key Personnel required to be on site full time, provide a current list of assignments, role, and the anticipated duration of each assignment.
FORM N
KEY PERSONNEL COMMITMENT FORM

Letterhead

Date

Offeror Name: __________________________________________________

On behalf of [firm name], as the current employer of [Key Personnel name], a Key Personnel specifically represented and identified in the I-64 Hampton Roads Bridge-Tunnel Expansion Project Statement of Qualifications, I hereby attest that they are/will be made available upon award of said Project. The Key Personnel will be committed to this Project on a full-time basis for periods necessary to satisfactorily fulfill their programmatic responsibilities.

Signed:   _________________________________

Printed Name: _________________________________

Title:  _________________________________

Date:  _________________________________
FORM O

JOINT VENTURE BIDDING AGREEMENT

Joint Venture Bidding Agreement

_____________________________ and the following joint Venturers:

_____________________________ and ____________________________

This Joint Venture Bidding Agreement is entered into between:

_____________________________ Located at ____________________________

and

_____________________________ Located at ____________________________

and

_____________________________ Located at ____________________________

and

On this ___ of ____________, 20___ as the Joint Venture Name: ____________________________

The purpose of this Joint Venture is to bid on upon a solicitation/Contract issued by The Virginia Department of Transportation and if successfully awarded to provide services as listed under the contract.

_____________________________, the Managing Venturer, will submit all required bid documents and act as point of contact on behalf of this Joint Venture during the bidding process.

Venturer: ____________________________ Vendor #: ______________

Address: ____________________________ DUNS #: ______________

Authorized Signature: ____________________________ Date: ______________

Printed Name of Authorized Officer: (First, Middle, Last names spelled out) ____________________________

Title: ____________________________ Driver’s License #/State Issued: ____________________________

Tax ID: ____________________________ Percentage of Joint Venture ______________

Lead Contact Phone #: ______________ Lead Fax #: ______________ Email: ______________

Joint Venturer: ____________________________ Vendor #: ______________

Address: ____________________________ DUNS #: ______________

Authorized Signature: ____________________________ Date: ______________

Printed Name of Authorized Officer: (First, Middle, Last names spelled out) ____________________________

Title: ____________________________ Driver’s License #/State Issued: ____________________________

Reference Phone #: ______________ Reference Fax #: ______________ Percentage of Joint Venture ______________
Joint Venturer: __________________________ Vendor #: __________
Address: __________________________ DUNS #: __________

Authorized Signature: ______________ Date: ______________

Printed Name of Authorized Officer: (First, Middle, Last names spelled out) ______________
Title: __________________________ Driver’s License #: State Issued: ______________
Reference Phone #: __________ Reference Fax #: __________ Percentage of Joint Venture ______

State of __________________________
County of __________________________

On this ___ day of ________________ 20 __, before me, the undersigned officer, personally appeared
___________________ known and proven to me to be the person(s) whose name(s) are
subscribed to within the instrument and acknowledged that they executed the same for the
purposes therein contained.

Signature ____________________________ Venturer Firm ____________________________

In witness whereof I hereunto set my hand and official seal.

Notary Public __________________________ [Notary Seal]

Printed Name __________________________
My commission expires __________________

Revision 06/10/2016
FORM P
OFFEROR QUESTIONNAIRE FORM

Name of Offeror: _____________________________________________________________

Date: __________

<table>
<thead>
<tr>
<th>No.</th>
<th>Topic</th>
<th>RFQ Section</th>
<th>Question</th>
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<td>4.</td>
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<td>5.</td>
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