

**PHOENIX METROPOLITAN AREA  
FREEWAY LIGHTING PROJECT P3**

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**Questions and Answers Matrix #2  
Issued September 14, 2017**

<b>ADOT No.</b>	<b>Doc/Sec/Page</b>	<b>Questions/Comments</b>	<b>Response</b>
2.	RFQ Section No. 4.6.6	Please confirm if the SOQ Section for the Supplemental Technical and Commercial Forms on page 24 of 58 should reference "Volume III Appendix III-A" instead of "Volume II Appendix III-A".	Confirmed. See revised <a href="#">Section 4.6.6</a> of the RFQ in Addendum #3.
3.	Appendix B	Please provide the RFQ in Microsoft Word format, including Appendix A and B.	See word version provided with Addendum #3.
4.	Appendix B - Form A	Please confirm that "N/A - Proposer entity not yet formed" would be acceptable to the Department with respect to State or Country of Incorporation/Formation/Organization if the Proposer entity is not formed by the SOQ Due Date.	We confirm this would be acceptable.
5.	RFQ Section No. 3.3 Procurement Schedule	As of the scope of the RFQ is quite large and P3 arrangements are very complex, we are requesting an extension of the SOQ due date at least 6 weeks.	Proposers are advised that the SOQ Submittal Date will be extended to Friday, October 20, 2017 at noon Arizona time. See revised <a href="#">Section 3.3</a> of the RFQ in Addendum #3.
6.	RFQ Section No. or Appendix  Addendum 1	Addendum 1 schedule lists "Deadline for Proposers questions to RFQ" is 5PM September 8 <sup>th</sup> and also lists "Final Date for Receipt for Proposers' Questions" as 5PM September 18 <sup>th</sup> . Which date is applicable for submissions of questions?	5pm September 8 is the initial deadline for questions which ADOT will consider for Addendum #3. The final deadline for Proposer questions has been amended to Friday, September 21, 2017 after which ADOT will consider if a further Addendum is required.
7.	RFQ Section No.	With respect to the revised Procurement Schedule provided in Addendum No.	See response to Question #6.

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	3.3	1, please clarify the difference between the "Deadline for Proposers questions to RFQ" and "Final Date for Receipt of Proposers' Questions."  Given the SOQ Due Date, we respectfully request that Proposers are allowed to submit questions to the Department until September 18, 2017.	
8.	RFQ Section No. 4.5	Please confirm if digital, searchable pdf of the SOQ can be provided on USB drives, instead of CDs.	Confirmed. See revised <u>Section 4.5</u> of the RFQ in Addendum #3.
9.	RFQ Section No. 4.6.2	Please confirm that if Proposers include a Table of Contents, it would not be counted towards any page limit.	Confirmed. See revised <u>Section 4.6.2</u> of the RFQ in Addendum #3.
10.	RFQ Section No. 4.6.6	Please remove the requirement for Volume III part f) Safety Information as the completed Form S for the Lead Contractor and Lead O&M Firm is to be included in Volume II (sic) Appendix III-A part h).	See revised <u>Section 4.6.6</u> of the RFQ in Addendum #3.
11.	RFQ Section No. 5.2.2	Financial Statements in sealed envelopes. With respect to the requirement to provide a digital copy of the SOQ, per Section 4.5, please confirm that Proposers can include the digital copies of the Financial Statements required per Section 5.2.2 in the sealed envelope containing the hardcopy of the respective Financial Statements in the binder identified as "Original."	Confirmed. See revised <u>Section 5.2.2</u> of the RFQ in Addendum #3.
12.	3.3	It is kindly requested that a 3 week extension be provided to the SOQ Submission Date, which would align better and be consistent with other RFQ Lighting P3 solicitations that have been tendered.	See response to Question #5.
13.	3.3	RFC due date is very close to the SOQ date. Prior experience has demonstrated that substantial changes are made to the RFQ when responding to the RFCs that will be difficult to incorporate in the current timeline. Please consider changing RFC due date to Friday, September 15, 2017 and providing final RFC responses by Tuesday, September 19, 2017 to allow proposers to accommodate changes into the SOQ production schedule.	See revised <u>Section 3.3</u> of the RFQ in Addendum #3.
14.	4.5	Please allow the submission of the digital, searchable PDF on (5) separate USB thumb drives as an alternative to CDs.	See response to Question #8.
15.	4.6.3	Is there a specific format requested for page numbering? Is the "1-1, 1-2...." Intended to be provided as an example?	No specific format is required other than consecutive/sequential.

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16.	4.6.3	<p>Please consider requiring that that pages should be numbered consecutively within each Volume and not each “section” as mentioned in the RFQ. Sequentially numbering a large quantity of sections within each Volume will be an onerous process in SOQ development. Furthermore, certain sections may not end or begin on a new page, making it difficult to manage page numbering by sections. Proposed format option (Volumes 2 and 3 similar):</p> <ul style="list-style-type: none"> <li>• Volume I – Page X of XX</li> <li>• Volume I, Appendix-IA – Page X of XX</li> </ul>	See revised <u>Section 4.6.3</u> of the RFQ in Addendum #3.
17.	4.6.6/5.2.2	Section 4.6.6 says financial statements “may” be provided in sealed envelopes, while Section 5.2.2 states that financial statements “shall” be provided in sealed envelopes. Please confirm if a sealed envelope is mandatory for financial statements.	Financial statements shall be provided in sealed envelopes. See revised <u>Section 4.6.6</u> of the RFQ in Addendum #3.
18.	5.1.5	RFQ states that “Proposer must be a legal entity.” Please consider it acceptable to list the proposer as a to-be-formed legal entity that will be formed at a later date to avoid requiring a consortium to establish a formal legal entity prior to the selection of shortlisted proposers.	See response to Question #4.
19.	5.2	Shall information provided in sealed envelopes be hole punched and inserted into the three-ring binders for Volume II, or shall the sealed envelopes be kept separate from the binders? If so, are there any specific requirements for packaging and labeling of sealed envelopes.	Information provided in sealed envelopes may either be hole punched and inserted into the three-ring binders for <u>Volume II</u> or provided separately.
20.	5.2	Please consider making Volume II – Financial Information requirements only necessary for Equity Members, the Lead Contractor, and the Lead O&M Firm, which is in-line with P3 market precedence for RFQs.	See revised <u>Section 5.2</u> of the RFQ in Addendum #3.
21.	5.2	In addition to Financial Statements, please consider allowing member firms to include Surety Letters, Credit Ratings, Material Changes in Financial Condition, and Financially Responsible Party Letters of Support in a sealed envelope as well. The information provided in these sections is equally as confidential as the financial statements and should be treated in a similar manner.	See revised <u>Section 5.2</u> of the RFQ in Addendum #3 noting that placing such documents in a sealed envelope does not determine confidentiality and will not limit the application of any Public Records law or other confidentiality requirements.

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22.	5.2	Please consider allowing Proposers to organize Volume II so that each respective firm financial information is separated under one tab. (i.e. Firm 1 – Surety Letters, Financial Statements, Credit Ratings.....; Firm 2 – Surety Letters, Financial Statements, Credit Ratings.....) This will simplify SOQ organization, production, evaluation of the relative financial information for various firms included in Volume II.	See revised <u>Section 5.2</u> of the RFQ in Addendum #3.
23.	5.3.1(b)(1)/ Form E-5	<p>Form E-5 currently requests for Name of Firm in addition to Name of Proposer. Please confirm that the RFQ and Form E-5 may include a maximum of 3 projects per Proposer, and not up to 3 projects per Firm.</p> <p>If 3 projects per Firm is intended, please consider allowing a Respondent Team to submit one form E-5 that encompasses the entire team experience instead of an individual Form E-5 for each Firm.</p>	See revised <u>Form E-5</u> of the RFQ in Addendum #3.
24.	5.3.2	Please consider removing the Organization Charts from the 40-page limit of Volume III – Technical and Commercial Information.	See revised <u>Section 5.3.2</u> of the RFQ in Addendum #3.
25.	5.3.3	The RFQ states that the Design Manager is to be “under the direct supervision of the Project Manager.” In a DBFOM P3, the Lead Engineering Firm is typically under a Design Agreement with the Lead Contractor to deliver the scope of work. We imagine a similar scenario on this Project, in which case the Construction/Installation Manager (who is an employee of Lead Contractor and under the direct supervision of the Project Manager) would be the direct supervisor of the Design Manager. Please eliminate the language “under the direct supervision of the Project Manager” from Design Manager to provide necessary flexibility in team structuring.	See revised <u>Section 5.3.3</u> of the RFQ in Addendum #3.
26.	5.3.3	The RFQ states that the O&M Manager “Serves as the point of contact during the operations and maintenance phase of the Project.” In a DBFOM P3, the Lead O&M Firm may be under an O&M Agreement with the Developer to deliver the scope of work. We imagine a similar scenario on this Project, in which case the Project Manager (employee of the Developer) would act as the single point of contact during the O&M Phase and be the direct supervisor of the O&M Manager. Please eliminate the language “Serves as the point of contact during the operations and maintenance phase of the Project” from the O&M Manager description to provide necessary flexibility in team structuring	See revised <u>Section 5.3.3</u> of the RFQ in Addendum #3.

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		for the Project.	
27.	5.3.3	Please consider revising O&M Manger Relevant Experience to the following: "5 years coordinating operations and maintenance programs on major roadway or lighting projects."	No change.
28.	5.3.3(c)	Please consider removing the Express Commitment Regarding Key Personnel from the 40-page limit and including it in Volume III Appendix III-B along with the resumes of Key Personnel. Express commitments from individual team members of a consortium will occupy several pages that should not count against the 40-page limit.	See revised <u>Section 4.6.2</u> of the RFQ in Addendum #3.
29.	2.2.2/ 5.3.3/ 6.3.2(h)	Section 2.2.2 mentions that a DBE Outreach and Compliance Manager is required at the RFP Stage, yet Section 6.3.2(h) is an evaluation point regarding the experience of a DBE Outreach and Compliance Manager. Section 5.3.3 does not call for the DBE Outreach and Compliance Manager to be listed as key personnel. Please confirm whether a DBE Outreach and Compliance Manager is necessary to include at the SOQ stage and if so, please provide a description and desired relevant experience similar to the examples provided for other key personnel.	See revised <u>Section 6.3.2(h)</u> . Please note that such position will be required as part of the RFP.
30.	6.3.1(e)	Equity Members are a critical component to effective P3 delivery and the collaboration of Equity Members with the rest of the team is critical to Project success. Please add the Equity Members as a participant in Alternative Delivery Experience and Proposer Team Integration	See revised <u>Section 6.3.1(e)</u> of the RFQ in Addendum #3.
31.	Form E-5	Please revise Note (2) to include design-build and design-build-maintain (in addition to DBOM and DBFOM) projects in agreement with the criteria set forth in Section 5.3.1(d)(8).	See revised <u>Section 6.3.1(e)</u> of the RFQ in Addendum #3. There are other opportunities to show design-build experience in Sections 6.3.1(a)-(d).
32.	Form PP-1	Is there a date limitation regarding awards to be listed in Form PP-1? (i.e. past 10 years?)	See revised <u>Form PP-1</u> in Addendum #3
33.	Form PP-1	Can a Respondent Team submit one form PP-1 that encompasses the entire team awards instead of an individual PP-1 for each member firm?	See revised <u>Form PP-1</u> in Addendum #3.
34.	Addendum 1 – 3.3	Per Addendum 1, please confirm whether Respondents will be allowed to	

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		submit questions after 5:00 pm on September 8, 2017. Inclusion of both "Deadline for Proposers questions to RFQ" and "Final Date for Receipt of Proposers' Questions" on September 18, 2017 needs further clarification.	
35.	RFQ Section 1.4; Page 7 of 58	Will the proposer be responsible for technology selection, installation and maintenance of the remote monitoring and control system?	Yes. Additional information will be provided at the RFP stage.
36.	RFQ Section 1.4; Page 7 of 58	Will ADOT provide remote monitoring specifications to include security requirements in the RFP?	This information will be provided at the RFP stage.
37.	RFQ Section 3.3; Page 16 of 58	Due to the level of effort required in forming P3 teams, specifically the gathering of all required legal, financial and relevant experience materials, will ADOT grant an extension of at least 15 business days for the RFQ submission?	See response to Question #5.
38.	RFQ Appendix B	Will ADOT please provide the forms in Appendix B in an editable format?	See response to Question #3.
39.	3.3 Procurement Schedule	Please consider extending the submittal deadline by at least 3 (three) weeks.  This will allow us to prepare a comprehensive qualification package that fully represents our team's capabilities and to adjust our SOQ based on any potential amendments resulting from the RFC process.	See response to Question #5.
40.	4.6.2.(c) and 5.3.3.(c)	Executed statements by both the Proposer and the individual's employers may be provided as signed letters from authorized employer representatives.  Please consider excluding 5.3.3.(c) Express Commitment Regarding Key Personnel from the page count.	See response to Question #28.
41.	5.2.2 Financial Statements	Considering that the RFQ requires a "Performance Bond and a Payment Bond each in an amount of at least \$100 million for the Lead Contractor" (5.2.1), please consider eliminating the requirement of providing financial statements for the Lead Engineering Firm.	See revised <a href="#">Section 5.2.2</a> of the RFQ in Addendum #3.
42.	5.3.3 – Project Manager	The Project Manager's job description states that it will be "Responsible for the overall design, construction/installation, quality, operations and maintenance and contract administration for the Project". Based on this description, we understand that the Project Manager will be the lead person of the Developer and should have experience in general project management, external affairs, and overseeing construction and O&M.	See revised <a href="#">Section 5.3.3</a> of the RFQ in Addendum #3.

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		<p>Please consider eliminating “10 years managing the design and construction/installation of major roadways or lighting systems”, as this requirement is applicable to the Construction/Installation Manager.</p>	
43.	5.3.3 – Construction / Installation Manager	<p>The Construction/Installation Manager’s job description states it will be “Responsible for construction/installation of the Project under the direct supervision of the Project Manager”. Based on this description, we understand that a successful Construction Manager will be one with extensive construction/installation of lighting infrastructure.</p> <p>Please consider eliminating “5 years of major DBOM or DBFOM project management of roadway or lighting projects” as this requirement is applicable to the Project Manager.</p>	No change.
44.		<p>The schedule indicate two dates by which questions must be submitted, September 8 and September 18.</p> <p>Understanding that ADOT would like to receive questions at the earliest date possible, please clarify the date by which questions must be submitted.</p>	See response to Question #6.
45.	Section 1.2 Acronyms and Definitions, pg. 6; Section 6.3.1(a)(3) and (4) Proposer Team Experience and Past Performance, pg. 42-43	<p>In regards to the criteria set forth in Section 6.3.1(a)(3) and (4) Proposer Team Experience and Past Performance relating to Lead Contractor experience and in the use of the defined term “Similar Projects,” we would like you to consider that related precedent projects (the Metro Region Freeway Lighting P3 Project in Michigan and the Smart Street Lighting P3 Project in Washington DC) were much less limiting in the requirements for comparable projects.</p> <p>The requirements for the Phoenix Metropolitan Area Freeway Lighting Project (“freeway lighting projects with 5,000+ luminaires, and/or tunnel lighting projects with 500+ luminaires”) is very restrictive. The impact of this level of restriction is likely a reduced number of bidders that can meet these requirements and, therefore, a less competitive process for the state of Arizona. We believe strong consideration should be given by Arizona DOT to eliminate these strictly qualitative requirements and follow more of the approach taken in Michigan and DC.</p> <p>We suggest removing the definition of “Similar Project” and replacing the</p>	See change to definition of Similar Projects. The defined term Similar Projects is used in limited instances throughout the RFQ where ADOT considers its use is appropriate.

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		defined term throughout with the undefined term “similar project.” Likewise, we suggest removing criteria (3) and (4) from Section 6.3.1(a).	
46.	Section 1.2 Acronyms and Definitions, pg. 6; Section 5.3.4(a) Understanding and Approach to Freeway Lighting Conversion Projects under DBFOM Contracting, pg. 39; Section 6.3.1(a)(1), (3) and (4), (b)(1) Proposer Team Experience and Past Performance pg. 42-43,	<p>Please confirm our understanding that the meaning of “freeway lighting projects” as used in Section 1.2 Acronyms and Definitions; Section 6.3.1(a)(1) and (3) Proposer Team Experience and Past Performance is intended to mean projects that include freeway lighting as part of the scope.</p> <p>Likewise, please confirm our understanding that “tunnel lighting projects” as used in Section 1.2 Acronyms and Definitions; Section 5.3.4(a) Understanding and Approach to Freeway Lighting Conversion Projects under DBFOM Contracting; Section 6.3.1(a)(4), (b)(1) Proposer Team Experience and Past Performance is intended to mean projects that include tunnel lighting as part of the scope.</p>	Confirmed.
47.	Section 3.3 – Procurement Schedule, pg. 16	Key members of our team are directly impacted by Hurricane Irma, and we therefore respectfully request an extension of 1 week to the SOQ Due Date, to 4:00pm October 6, 2017. We believe this extension will help to ensure that ADOT receives quality submissions from all interested parties.	See response to Question #5.
48.	Section 4.5 – Quantities, pg. 21	Section 4.5 - Quantities lists the requirement for an identical digital, searchable pdf of the SOQ copied on to 5 identical read-only CDs. We request this requirement be altered to permit USB Flash Drives in lieu of the CD's	See response to Question #8.
49.	Section 4.5 – Quantities, pg. 21; Section 5.2.2 – Financial Statements, pg. 30	Section 5.2.2 - Financial Statements lists the requirement to provide financial statements for Proposer, the Equity Members and the Major Non-Equity Members for the three (3) most recently completed fiscal years. Due to the voluminous nature of the financial statements, we respectfully request that the required financial statements only be provided within the 5 identical digital, searchable pdf copies of the submission and removed from the SOQ hardcopies.	See revised <a href="#">Section 5.2.2</a> of the RFQ in Addendum #3.
50.	Section 4.6.6 – Specifications for	Section 4.6.6 – Specifications for SOQs lists the RFQ Reference for Legal Information as “5.2.” Please clarify that should be “5.1.”	See revised <a href="#">Section 4.6.6</a> of the RFQ in Addendum #3.



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	SOQs, pg. 23		
51.	Section 4.6.6 – Specifications for SOQs, pg. 24	Section 4.6.6 – Specifications for SOQs lists the SOQ Section for Supplemental Technical and Required Information as “Volume II Appendix III-A.” Please clarify that should be “Volume III Appendix III-A.”	See response to Question #2.
52.	Section 5.1.6 Form L-1 – Proposer’s Organization Information, pg. 29; Section 5.1.7 Form L-2 – Certification/Questionnaire, pg. 29; Section 6.2(a) Pass/Fail Evaluation, pg. 41	<p>Section 5.1.6 Form L-1 – Proposer’s Organization Information states “The SOQ shall include an executed original of Form L-1 for Proposer, each Equity Member, each Major Non-Equity Member, and each Financially Responsible Party.”</p> <p>Section 5.1.7 Form L-2 – Certification/Questionnaire states “The SOQ shall include an executed original of Form L-2 for Proposer, each Equity Member, each Major Non-Equity Member, and any parent or sister company of the Lead Contractor or Lead O&amp;M Firm if such company’s project experience is used in Form E-2 or E-3.”</p> <p>Section 6.2(a) Pass/Fail Evaluation states “The SOQ contains an original Transmittal Letter (Form A) signed by the lead Equity Member, supplemental letters (Form A-1) signed by each other Equity Member on its firm letterhead, and, if necessary, copies of powers of attorney, as required in Section 5.1.9;”</p> <p>Please confirm that electronic (scans of) signatures in blue ink will be acceptable as originals if included in the SOQ..</p>	See revised <a href="#">Section 5.2</a> of the RFQ in Addendum #3.
53.	Section 5.3.3 (c) Express Commitment Regarding Key Personnel, pg. 39	Section 5.3.3 (c) Express Commitment Regarding Key Personnel requires written statements in regards to each of the Key Personnel designated in the SOQ. As these statements are just confirmations that the personnel will be available to serve their respective roles, we request that these commitments be moved to Appendix III-A, and thus being removed from the 40 page requirement of Volume III submittal.	See response to Question #28.
54.	Section 5.3.6 – Safety Information, pg. 40	The requirements for Section 5.3.6 - Safety Information only state the completed Form S for the Lead Contractor and the Lead O&M Firm. Because this item is listed in Table 4.6.6 to be included as part of Volume II Appendix III-A, please confirm our understanding that this the extent of the requirements for Section 5.3.6, thus leaving no additional narrative requirement as part of the 40 page Volume III submittal.	See response to Question #10.
55.	Section 6.3.1(e) –	Section 6.3.1(e) – Proposer Team Experience and Past Performance looks for	See response to Question #31.

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	Proposer Team Experience and Past Performance, pg. 44	<p>experience working together on “DBFOM and/or DBOM roadway or Similar Projects.” As the working relationship between design and construction in a P3 is also similar in a DB contract, please expand these criteria to include DB, as follows:</p> <p>(1) The extent to which Proposer’s Lead Engineering Firm, Lead Contractor and Lead O&amp;M Firm have worked on DBFOM, DBOM and/or DB roadway or Similar Projects in the last five (5) years; and</p> <p>(2) The extent to which Proposer’s Lead Engineering Firm, Lead Contractor and Lead O&amp;M Firm individual team members have worked together in successful, DBFOM, DBOM and/or DB roadway or Similar Projects in the last five (5) years.</p>	
56.	Appendix B - Forms	We request an editable version of all forms required by the SOQ in order to preserve proper formatting.	See response to Question #3.
57.	Form E-3 – Relevant Operations and Maintenance Experience	<p>Consistent with Forms E-1 – Relevant Design Experience and Form E-2 Relevant Construction/Installation Experience that each permit projects where the entity held a minimum 30% of the ultimate responsibility for the design and engineering work, or construction work, respectively, please make the following change in footnote (3) of Form E-3 – Relevant Operations and Maintenance Experience:</p> <p>Only list projects where the entity, joint venture members of the entity, or such parent or sister company held a minimum 30% of the ultimate responsibility for the maintenance work.</p>	See revised <u>Form E-3</u> of the RFQ in Addendum #3.