

Massachusetts Bay Transportation Authority

Request for Qualifications

For

**Construction Manager/General Contractor
(CM/GC) Services**

MBTA Program No. CMGC-E22

Green Line Extension Project

Cambridge, Somerville, Medford, Massachusetts

ADDENDUM NO. 3

February 4, 2013

Statement of Qualification (SOQ) Submission Deadline: February 14, 2013 at 2:00 PM

Submit Statement of Qualifications to:

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1 GENERAL

The Massachusetts Bay Transportation (MBTA), a body politic and corporate and a political subdivision of the Commonwealth of Massachusetts, existing pursuant to MGL Chapter 161A (as amended), is pleased to present this Request for Qualifications (“RFQ”) to any entities or groups of entities (“Proposers”) interested in submitting Statements of Qualifications (“SOQs”) for the preconstruction services and construction of the Green Line Extension (GLX) Project through the utilization of the Construction Manager/General Contractor (CM/GC) project delivery method. Refer to Section 2 for a more detailed description about the CM/GC process.

Proposers interested in responding to the RFQ may submit questions and requests for clarification regarding this RFQ in writing to the address shown in Section 3.3 of the RFQ. The MBTA must receive any such correspondence not later than the date indicated in Section 3.4. The MBTA will post its responses on the website.

The MBTA will evaluate the SOQs and issue a Request for Proposals (RFP) to Proposers having the highest qualification scores.

Proposers must submit a SOQ no later than the date and time specified in Section 3.4. The MBTA looks forward to receiving and reviewing the SOQs, to receiving Proposals from the most qualified Proposers and to working with the selected Proposer in the successful development of the Project.

1.1 Project Goals

The purpose of the GLX Project is to improve corridor mobility, boost transit ridership, improve regional air quality, ensure equitable distribution of transit services, and support opportunities for sustainable development. The GLX Project will extend the MBTA Green Line from a relocated Lechmere Station in East Cambridge to College Avenue in Medford, with a branch to Union Square in Somerville.

The following are goals identified for the Green Line Extension Project:

- Deliver the Project to bring safe, reliable, accessible, clean, and affordable transportation to our valued customers and communities.
- Meet or exceed MBTA design/service/quality standards.
- Initiate construction in the fall of 2012 (by a separate design-bid-build not part of this CM/GC Contract).
- CM/GC to provide Preconstruction Services as soon as possible, likely in the 2nd quarter of 2013.
- Deliver project within the cost range modeled (\$1.04B to \$1.21B) with a target of being below the \$1.115B budget number (excluding project financing) set in Summer 2011.
- Initial Phase Revenue Service before the end of 2016 or early 2017.
- Deliver the entire project at the earliest point possible and in agreement with the modeled range of fall 2018 to the summer of 2020.
- Complete in compliance with impact/mitigation requirements in the FEIR/EA.
- Utilize New Starts Funding.
- Minimize adverse impact to community and natural environments.
- Achieve Disadvantaged Business Enterprise (DBE) and workforce participation goals for both the pre-construction and construction phases while ensuring a ‘level playing field’.

- Support opportunities for smart growth initiatives and sustainable development in the corridor cities of Cambridge, Somerville and Medford, while avoiding , minimizing, and/or mitigating the project's effects on neighborhoods and the environment.
- An incident and injury free environment for employees, workers, riders and the community.
- Establish CM/GC as a contract delivery method by which future Commonwealth transportation projects can be delivered by a more effective, efficient, innovative, and collaborative approach.

1.2 Project Description

The Green Line Extension Project is proposed to extend the MBTA Green Line Service northwest from a relocated Lechmere Station (opposite side of Monsignor O'Brien Highway) in Cambridge, MA. to College Avenue in Medford, MA. and to Union Square area in Somerville, MA.. The scope of work includes the relocation of commuter rail tracks along most of the corridor, the construction of 4.3 miles of Light Rail track and systems, the relocation of Lechmere Station, the construction of 6 new stations, reconstruction of bridges along the corridor, construction of new viaducts, construction of retaining and noise walls, signal and communication systems, traction power and substations, and development of a new maintenance/transportation facility with a vehicle layover/storage facility.

The Medford Branch and Union Square Branch extensions will be located primarily within the MBTA Lowell Line Commuter Railroad and Fitchburg Line rights-of-way, respectively. Existing commuter rail and freight tracks used by the MBTA, Pan Am Railways and CSX will be relocated and modified to create the space within the right-of-way to accommodate the proposed light rail transit facilities for the Green Line.

The project improvements are further described in Section 1.3. Figure 1-1, Preliminary Contract Implementation Plan, depicts the approximate limits of work.

1.3 Project Improvements

1.3.1 Proposed Stations

New Green Line stations are currently proposed for:

- **Lechmere Station, Cambridge** – Lechmere Station will be relocated to a location across McGrath Highway from the existing location.
- **Washington Street, Somerville** – Located within the footprint of the Washington Street Bridge, proximate to Somerville's Brickbottom, Inner Belt, and Cobble Hill areas. The station platform will be located south of the Washington Street undergrade crossing of the MBTA Lowell Line. Access to the station will be provided via entrances located under or adjacent to the south abutment of the bridge, in conjunction with improved sidewalk and street-crossings in the area. The proposed extension of the Somerville Community Path will be located in close proximity to the station.
- **Gilman Square, Somerville** – Located in the vicinity of the Medford Street crossing of the MBTA Lowell Line, behind Somerville City Hall, Public Library, and High School. The station platform will be located on the north side of the Medford Street Bridge, which crosses over the MBTA Lowell Line. Access to the station will be provided from Medford Street. The proposed

extension of the Somerville Community Path will be located in close proximity and with a connection to the station, and a traction power substation needed to support the Extension will also be installed adjacent to the Community Path on the south side of the corridor.

- **Lowell Street, Somerville** – Located at the Lowell Street Bridge, which crosses over the MBTA Lowell Line adjacent to the proposed extension of the Somerville Community Path. The station platform will be located on the north side of the Lowell Street Bridge. Access to the station will be provided from Lowell Street.
- **Broadway/Ball Square, Medford/Somerville** – Located at the intersection of Broadway and Boston Avenue on the north side of Ball Square. The station platform will be located on the north side of the Broadway Bridge, which crosses over the MBTA Lowell Line. Access to the station will be provided from both Boston Avenue and Broadway. An electrical substation, needed to support the Green Line Extension, will likely be installed at this location.
- **College Avenue, Medford** – Located at the intersection of College Avenue and Boston Avenue in Medford, adjacent to Tufts University. The station platform will be located on the north side of the College Avenue Bridge, which crosses over the MBTA Lowell Line. Access to the station will be provided from both Boston Avenue and College Avenue, as well as from the Burget Avenue neighborhood, which lies northeast of the station site.
- **Union Square, Somerville** – Located east of Prospect Street in the vicinity of Union Square in Somerville. The station platform will be located within the MBTA Fitchburg Line right-of-way east of Prospect Street. Access to this station will be provided from both the street and bridge levels of Prospect Street.

The conceptual design of the stations, including the relationship of the stations to the pedestrian, bicycle, and bus networks around them, are well developed. The MBTA completed two rounds of public meetings in order to engage the public in developing the ‘look and feel’ of the stations and the areas around the stations. These Design Workshops occurred in late spring /summer 2011, and winter 2011-2012. The MBTA has used the information collected at the Workshops and from work with the Green Line Extension Design Working Group to inform the ongoing station design and engineering work, which has received positive feedback.

1.3.2 Vehicle Storage and Maintenance Facility

The Green Line Extension will also require the construction of a new light rail vehicle storage and maintenance facility in the vicinity of the Green Line Extension. MassDOT has identified a location known as ‘Option L’ in the Inner Belt area of Somerville as its preferred alternative for the location of the vehicle support facility. The MBTA has completed the programming and is advancing the design of the civil/site components of the maintenance facility and its associated vehicle storage areas. The MBTA must acquire certain parcels of private property and relocate select businesses in order to clear the site and construct the vehicle facility at the Option L location. Acquisition of the parcels is ongoing.

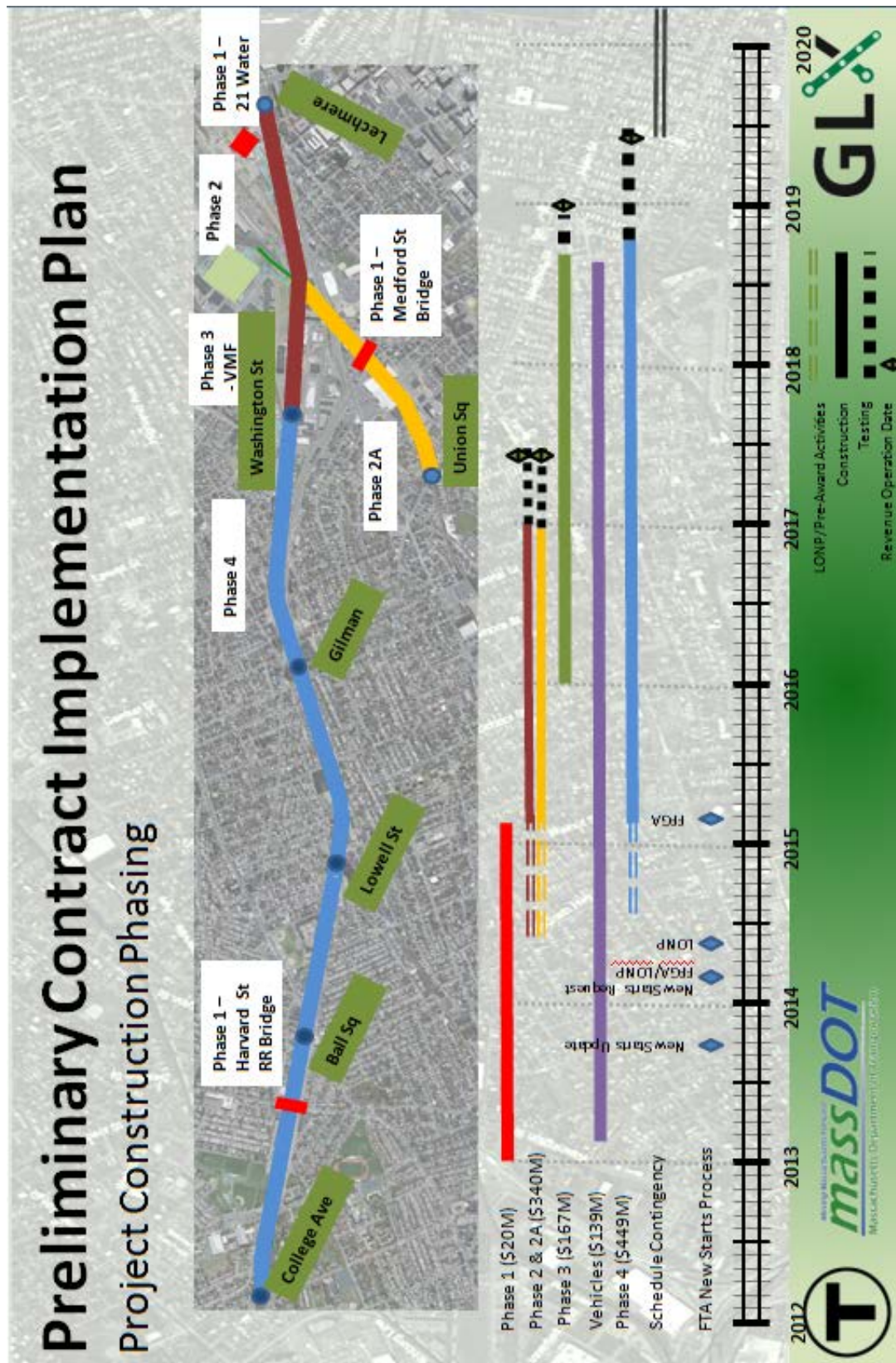


Figure 1-1: Preliminary Contract Implementation Plan

1.3.3 Somerville Community Path/Accessibility Route

In addition, the GLX Project includes the design of the proposed extension of the Somerville Community Path/Accessibility Route from south of Lowell street to the Inner Belt area of Somerville. The construction of the Community Path/Accessibility Route will be performed by others, except for the portions for which the elements would require the MBTA to suspend operations on the Green Line in order to build.

1.4 Project Phasing Strategy

The Preliminary Contract Implementation Plan divides the project into a number of specific phases (“Phases”) as described below and depicted in Figure 1-1. The project phasing strategy includes 4 phases. Each phase has been developed to address different project goals and project risks. The phasing approach includes utilizing Design-Bid-Build for Phase 1 and CM/GC contract delivery for the remainder of the phases.

The following sections describe the scope of work anticipated for each phase. Refer to Section 1.7 for the anticipated delivery schedule.

1.4.1 Phase 1 (By Others)

Phase 1 is not a CM/GC contract responsibility. Phase 1 is an adjacent contract, to be constructed by others, that will be on-going during the work of the CM/GC. Phase 1 will be constructed using Commonwealth of Massachusetts funds, while trying to maintain future federal participation. Phase 1 was designed by the PM/CM Team. The Phase 1 construction was let using a Design-Bid-Build contract delivery.

The scope of work for Phase 1 includes:

- Reconstruction & widening of Harvard Street Railroad Bridge
- Reconstruction & widening of Medford Street Railroad Bridge
- Associated Track Relocations & Grade Adjustments
- Retaining Walls & Noise Walls Adjacent to Harvard Street Bridge
- Noise Mitigation Activities Adjacent to Harvard Street Bridge
- MBTA Commuter Rail Signal & System Relocations
- Utility Relocations
- Traffic Management
- Demolition and Site Preparation at 21 Water Street

1.4.2 Phase 2

Phase 2 will construct the new extension of service from Lechmere Station to Washington Street. The Design Consultant will prepare the final design with Phase 2 construction using CM/GC contract delivery.

The Phase 2 activities include:

- Construction of viaduct and guideway from Land Boulevard to the new Lechmere Station
- Construction of the new Lechmere Station (including bus station)
- Construction of the Washington Street Station
- Construction of track facilities for relocated Green Line vehicle storage

- Construction of Green Line viaduct, track and guideway
- Reconstruction of the Washington Street railroad bridge
- Demolition of existing Lechmere Station and viaduct
- Improvements to area roadway traffic and pedestrian systems
- Construction of the drainage system
- Relocations of utilities
- Construction of traction power substation in the Red Bridge area and provisions of traction power from the North Station substation
- Construction of transit signals and communication systems
- Construct Communications connections to the MBTA Operations Control Center (45 High Street, Boston, MA.)

1.4.3 Phase 2A

Phase 2A would be advanced concurrently with Phase 2, but tracked as a separate milestone. This phasing strategy allows for the management of risk associated with particular real estate acquisitions at Union Square and the complexity of the track work coordination in the Fitchburg Commuter Rail Line corridor.

The scope of Phase 2A activities include:

- Construction of viaduct to accommodate movement from Union Square Branch
- Site preparation of Fitchburg Line Right-of-Way (including retaining wall construction)
- Relocation of Fitchburg Commuter Rail Line
- Construction of Green Line infrastructure on Union Square Branch
- Construction of the Union Square Station

1.4.4 Phase 3

Phase 3 includes the construction of the Vehicle Maintenance Storage Facility and Yard, including systems that coordinate with the rail system. Phase 3 construction relies upon the availability of real estate, which requires acquisitions and relocations.

The scope of work to be conducted during Phase 3 includes the following:

- Demolition and site preparation of existing properties
- Construction of new Vehicle Maintenance and Storage Facility
- Track yard and systems
- Transportation building
- Maintenance of Way building
- Employee parking lot and deck structure

1.4.5 Phase 4

Phase 4 includes the remainder of the project along the Medford Branch extending north from Washington Street, Somerville. Phase 4 is the largest and will require the longest duration for both design and construction.

Phase 4 includes the following activities:

- Preparation of Lowell Line Right-of-Way (including retaining wall and noise wall construction)
- Reconstruction of four bridges to widen the corridor

- Relocation of utilities and drainage systems
- Relocation of 4 miles of the dual-track Lowell Commuter Rail Line (including systems)
- Construction of the 4 Green Line stations at Gilman Square, Lowell Street, Ball Square, and College Avenue.
- Construction of Green Line infrastructure on Medford Branch (guideway, track and systems)
- Improvements to roadway, traffic and pedestrian systems
- Construction of Signal and Communication Systems
- Construction of new traction power and substations at Ball Square and Gilman Square and the relocation of an existing substation (NSTAR) at Gilman Square.

1.5 Planning Goals

The Green Line Extension project has been included in all relevant transportation planning documents, including Transportation Improvement Programs for the Boston Region MPO, the MBTA Program for Mass Transportation, and the Regional Transportation Plans of the Boston Region MPO.

1.6 Project Environmental Status

Environmental Assessment: The Commonwealth of Massachusetts Department of Transportation (MassDOT) submitted an Environmental Assessment and Section 4(f) evaluation to FTA for review. The public review under the Massachusetts Environmental Protection Act (MEPA) was completed in July 2010. Federal-level environmental review (NEPA) documents were submitted to FTA in September, 2011, a public hearing was held on October 20, 2011 and a Finding of No Significant Impact (FONSI) was issued by FTA in June, 2012, which concluded the federal-level environmental review process.

1.7 Project Schedule

The projected schedule for major activities is noted below, unless noted as an actual date (a). The dates are provided for information and are subject to changes as the project is developed.

1.7.1 Environmental Planning and FTA Approvals

- | | |
|---|-------------------|
| a. Massachusetts Environmental (MEPA) review | June, 2010 (a) |
| b. Federal Environmental (NEPA) review | October, 2011 (a) |
| c. FTA approval to enter into Preliminary Engineering | June, 2012 (a) |
| d. Environmental Approval (FONSI) | July, 2012 (a) |
| e. FTA considers project in Engineering under MAP-21 | January, 2013 (a) |
| f. Anticipated receipt of a FTA New Starts Full Funding Grant Agreement | February, 2015 |

1.7.2 Design Phase

- | | |
|---|------------------|
| a. Advanced Conceptual Design (ACD) completed | August, 2012 (a) |
| b. Advanced Preliminary Engineering (APE) | |
| • Phase 2 | September, 2013 |
| • Phase 2A | September, 2013 |
| • Phase 3 | September, 2013 |
| • Phase 4 | September, 2013 |

- c. Final Design (overall completion dates will depend on contract packages)
 - Phase 1 July, 2012 (a)
 - Phase 2 mid 2014 to early 2015
 - Phase 2A mid 2014 to early 2015
 - Phase 3 late 2014 to late 2015
 - Phase 4 mid 2014 to early 2016

1.7.3 Construction Phase

Phase 1 was let using the traditional design-bid-build contract delivery and is not part of the CM/GC's scope of work. Phases 2-4 are planned to be constructed using the CM/GC contract delivery method with the following anticipated dates.

- a. Phase 1 (not by CM/GC) January, 2013 to March, 2015
- b. Phase 2 May, 2014 to May, 2017
- c. Phase 2A May, 2014 to May, 2017
- d. Phase 3 January, 2016 to January, 2019
- e. Phase 4 July, 2014 to June, 2019

2 CM/GC PROGRAM AND SCOPE OF WORK

2.1 General

The Construction Manager/General Contractor (CM/GC) delivery method is a process in which the schedule overlaps the design and construction phases for several benefits. The CM/GC work is separated into two distinct phases. The first phase is for Preconstruction Services, for which the CM/GC provides construction expertise, guidance, and collaborative input during the design process. The scope of services includes input into the packaging of the work, schedule assistance, and cost estimating support in an estimate reconciliation and bidding process. The second phase is the construction work, which will be completed similar to traditional design-bid-build projects.

One advantage is completing the construction earlier than traditional design-bid-build projects by beginning construction before the whole project is completely designed. Another advantage is integrating the contractor's expertise and guidance on the construction methods, detailing, and risk analysis during the design (i.e. preconstruction) phase, which will increase efficiencies and reduce project costs.

Procurement of the CM/GC will be a two step best-value selection based on a combination of their qualifications/expertise and a price component. The price component is limited to the CM/GC Multiplier, which is competitively priced. The design is not sufficiently completed to estimate a binding guaranteed maximum price (GMP).

The MBTA executes separate contracts with the Design Consultant and the CM/GC contractor. The CM/GC will execute a Master Agreement with the MBTA that sets forth the principal terms, conditions, and the CM/GC's rights to perform work with respect to the GLX Project. The CM/GC will also execute a Preconstruction Services Contract, for services provided during the design phase, and will execute Interim GMP contracts for the construction work.

During the Design Phase, the CM/GC will assist the MBTA in establishing the construction packages and their associated scopes of work. The Design Consultant will design each construction package, for which the CM/GC will provide a price proposal and schedule. If the MBTA and CM/GC agree on these fundamentals, then an Interim GMP contract will be executed for that scope of work. The GMP for the Project is the summation of Interim GMPs.

The Interim GMP contract amount is the CM/GC's Interim GMP price proposal accepted by the MBTA. The MBTA intends to procure an Independent Cost Estimator (ICE) who will participate in the estimate reconciliation process used to reach agreement on the price of each Interim GMP. In summary, CM/GC will submit cost estimates to the MBTA for review and comparison with an Engineer's Estimate (prepared on behalf of the MBTA) and the ICE estimate, which will be held "in the blind" until the successful or unsuccessful completion of the process. The significant differences will be discussed and costs may be reconciled and updated. If the CM/GC's final price proposal is less than 110% of the ICE estimate, then that price will be used for the Interim GMP contract amount. If the final price is greater than 110% of the ICE estimate, further cost reconciliation will occur and if still unsuccessful the CM/GC's contract and rights to perform the work will be terminated.

The MBTA prepared a *CM/GC Procurement Manual* for the Green Line Extension Project. The manual provides the MBTA's procurement process, procedures and an overview of the services to be provided. The manual is available on the MBTA web site

(http://www.mbta.com/business_center/bidding_solicitations/current_solicitations/) and is part of this procurement by reference.

2.2 Preconstruction Services (During Design)

The objective of the preconstruction services is to obtain the contractor-of-record's guidance and recommendations for the construction of elements of the Project. The MBTA is seeking to enter into a preconstruction services contract with the CM/GC to provide cost estimates, schedule, phasing, constructability, materials, cost, options analysis, and risk evaluation/reduction throughout the design phase of the project. The detailed services required will be specified and defined in the Preconstruction Services Contract scope of services, which will be provided with the RFP.

As the design progresses from 60% completion to final design, the CM/GC will provide preconstruction services. When the design for a specified scope of work achieves 90% completion, the CM/GC will provide a cost proposal for the Interim GMP contract amount for construction of that scope. After successfully agreeing on the construction contract amount, the MBTA and CM/GC will execute an Interim GMP contract and the CM/GC will function like a general contractor and will be responsible for completing the work on schedule at, or below, the guaranteed maximum price for that scope.

The CM/GC will be paid for preconstruction services based on the staff's direct labor with an overhead multiplier of 50% applied to the direct labor. Expenses will not be reimbursed, except for allowable travel expenses for MBTA approved staff traveling from out-of-state.

2.3 Construction Phase

The CM/GC is responsible for construction of the elements of work agreed upon in the Interim GMP construction contracts.

The construction phase is expected to begin before all activities of the preconstruction services phase are complete. The CM/GC will remain obligated to complete the scope of the preconstruction services previously contracted.

2.4 Project Funding and FTA New Starts Grants

The GLX Project is programmed to be completed under the State Transportation Improvement Program (SIP). The approximate cost of the Green Line Extension Project is presently estimated to be \$1.115 billion. MassDOT/MBTA currently has \$662 million of non-federal aid available in the SIP to implement the GLX Project and other projects required under the SIP. The construction cost portion of the GLX program is estimated to be approximately \$700 million.

The MBTA plans to continue to pursue federal funding through FTA's New Starts program. However, the Commonwealth of Massachusetts is committed to fully funding the GLX Project with bonds if New Starts funding is not awarded.

2.5 CM/GC Prequalification Requirements

The CM/GC Proposers are required to include the Prequalification Certificate issued by the MBTA with their SOQ. CM/GC Proposers, including Joint Ventures, that need to request prequalification are strongly encouraged to submit their "Contractor Prequalification Statement" to the MBTA by the date noted in Section 3.4 in order to provide time for the MBTA to review and approve the request. Refer to the MBTA's *Procedures Governing Classification and Rating of Prospective Bidders* for

prequalification statement requirements, which can be obtained on the MBTA website (http://www.mbta.com/business_center/bidding_solicitations/design_and_construction/?id=8612&title=MBTA%20Contract%20Guidlines).

Joint venture entities must submit a Prequalification Statement for the entity by the date noted in Section 3.4 of this RFQ. The CM/GC Joint Ventures must submit the following documentation:

1. A letter identifying the makeup of the Joint Venture as well as describing how each CM/GC team will be meeting the Prequalification requirements. This may include the use of key subcontractors. A table is provided for your convenience.
2. A copy of current MBTA Prequalification Certificates from each team member
3. A copy or draft of the Joint Venture Agreement, if available.
4. Power -of -Attorney designating an individual the authority to act on behalf of the Joint Venture, if available.

The CM/GC Proposers must satisfy the MBTA Construction Contractor Pre-Qualification requirements for construction work in the following classifications and limits. The MBTA intends the CM/GC prequalification limits to be the cumulative amount of the respective firms, including key subcontractors, comprising the entity. Refer to Table 2-1 for an example of how the prequalification limit may be satisfied. Entities may refer to the MBTA website to obtain the Prequalification Statement.

- a. Class 1: General Transit Construction (\$350,000,000),
- b. Class 3: Track work (\$40,000,000),
- c. Class 4A: Steel Bridges (\$40,000,000), and
- d. Class 7 : Buildings (\$70,000,000)

Table 2-1: Example Prequalification Limit Summary

Contractor Name	Class 1	Class 3	Class 4A	Class 7
Contractor A	\$150,000,000	\$40,000,000	\$20,000,000	\$30,000,000
Contractor B	\$ 30,000,000			\$20,000,000
Contractor C	\$170,000,000		\$20,000,000	\$20,000,000
TOTAL	\$350,000,000	\$40,000,000	\$40,000,000	\$70,000,000

CM/GC Proposers should note that the MBTA Prequalification process occasionally requires contractor resubmittals based on incomplete packages or clarification requirements. Therefore, the MBTA strongly encourages contractor submittals by the date noted in Section 3.4 to allow adequate time for review and possible resubmittal. If a CM/GC Proposer submits its prequalification request after that date, the MBTA will still accept submittals up to the Statement of Qualifications due date noted in Section 3.4 of this RFQ. Any documents submitted after the January 29th date may not allow for any opportunity for inaccuracies to be addressed between the CM/GC Proposer and the MBTA. Finally, if the CMGC Proposer submits its Prequalification request on the due date of the SOQ, the prequalification committee will strictly review only the documents submitted, and **will not** communicate any further regarding inaccuracies. CMGC Proposers shall note that the decisions of the prequalification committee are at the discretion of the MBTA.

2.6 DBE Requirements

DBE participation requirements are being developed for FTA approval, for which the CM/GC will be committed to meeting the overall project DBE goal. Individual DBE goals will be set for each contract, the preconstruction services contract and multiple Interim GMP construction contracts, based on a review of available participation for each particular scope of work with consideration to the overall contract goal. The project will use the MBTA's approved Annual DBE goal of 13.5% until the overall DBE goal is established. In responding to this RFQ, a CM/GC Proposer team may include team members to satisfy DBE goals. The MBTA's policy is to encourage the participation of DBEs in all facets of the business activities of the MBTA, consistent with applicable laws and regulations.

The MBTA has adopted a Disadvantaged Business Enterprise (DBE) Program, in accordance with 49 Code of Federal Regulation Part 26 and is a requirement of the U.S. Department of Transportation (USDOT) as a condition of receiving federal assistance. The DBE Program promotes business opportunities for firms owned by disadvantaged individuals and which are certified as DBEs through the Commonwealth of Massachusetts Supplier Diversity Office (SDO). The objective of the DBE Program is to support equal access to MBTA contracting opportunities for DBE firms to compete for awards and procurements as contractors, subcontractors, suppliers and providers of goods and services. The MBTA's Office of Diversity and Civil Rights (ODCR) is responsible for the development, implementation, monitoring, and enforcement of the DBE Program. ODCR's Government Compliance Unit manages all aspects of the DBE Program and works together with MBTA's procurement departments to identify business opportunities for certified DBEs.

3 DESCRIPTION OF PROCUREMENT PROCESS

3.1 Overall Process

The procurement involves a two phase process: this Request for Qualifications (RFQ) followed by a Request for Proposals (RFP).

3.1.1 Request for Qualifications

Phase One is the qualifications phase, in which the MBTA evaluates the Statement of Qualifications (SOQ) submitted in response to this RFQ and selects the most qualified Proposers to receive and respond to the RFP. In Phase One, the MBTA will issue a RFQ, interested firms will submit a SOQ by the established deadline, and the MBTA will evaluate and rank the respondents. The MBTA will endeavor to identify at least three CM/GC proposers that it deems the most qualified to perform the work and will request these qualified proposers to participate in Phase Two of the selection process. Only those firms determined to be the most qualified by the MBTA will be invited and permitted to submit a proposal in response to the Request for Proposals (RFP). Firms that are not selected as qualified by the Prequalification Committee and firms that do not participate in the RFQ phase will be precluded from participating in Phase Two, the RFP selection phase.

The MBTA has appointed a prequalification committee (“Prequalification Committee”) to review and evaluate the SOQs received. Based upon its review and evaluation, the Prequalification Committee will prepare a written evaluation that provides an overall composite rating and a specific rating for each of the evaluation criteria for each of the CM/GC firms that have submitted complete materials as required by this RFQ. The Prequalification Committee shall rank the respondents based on the composite ratings. MBTA shall complete the Phase One process by written notice to all firms advising them as to whether they were deemed the most qualified or not and those CM/GC firms deemed qualified will be invited to participate in Phase Two (RFP). MBTA anticipates concluding the RFQ evaluation process within 30 days from submission of SOQs.

If only one responsive SOQ is received, MBTA may either (a) proceed with the procurement and request a Proposal from the sole Proposer or (b) terminate this procurement.

3.1.2 Request for Proposals

In Phase Two, a Request for Proposals will be issued to the most qualified Proposers selected in Phase One, requesting a Technical Proposal and a Price Proposal. The MBTA has appointed a selection committee (“Selection Committee”) to review and evaluate the proposals based on the criteria included in the RFP. Each Proposer’s Technical Score and Price Score will be combined to determine their Total Score. The Proposers will be ranked and the best-value Proposer will be determined based on the highest score. The Selection Committee will make a recommendation for the best-value Proposer to the MBTA Board of Directors for approval and commence negotiations with that firm.

In the event negotiations with the highest ranked firm will not result in a contract acceptable to MBTA, negotiations will be terminated and negotiations will commence with the next highest ranked firm, and the process will continue until MBTA can reach an acceptable contract with one of the CM/GC Proposers that submitted an advantageous proposal. Alternatively, MBTA may terminate the procurement.

3.2 Project Documents

The available Project Documents are listed in the below noted link to the MBTA GLX Project website. Additional Project Documents may be made available to prospective Proposers upon issuance of the RFP.

http://greenlineextension.eot.state.ma.us/docs_contractor.html

3.3 Designated Project Representative

Except as provided in Section 3.7 below, Proposers must submit all questions and requests for clarification in writing to MBTA's designated Project representative, in order to facilitate receipt, processing and response. MBTA's designated Project representative is:

Massachusetts Bay Transportation Authority
Design and Construction
500 Arborway
Jamaica Plain, MA 02130
Attn: Ms. Mary R. Ainsley
Email: mainsley@mbta.com
Fax: 617-222-4011

Proposers shall provide a copy of all correspondence to:

Massachusetts Bay Transportation Authority
Contract Administration
Ten Park Plaza, 6th Floor
Boston, MA 02116
Attn: Ms. Margaret H. Hinkle
Email: mhinkle@mbta.com
Fax: 617-222-5299

3.4 Procurement Schedule

MBTA anticipates carrying out the first phase of the procurement process contemplated hereby in accordance with the schedule noted in Table 1.

TABLE 1 – Procurement Schedule

CM/GC Request for Qualifications (RFQ) issued	January 9, 2013
Deadline for Proposers to submit their CM/GC entity's Contractor Prequalification Statement	January 29, 2013 4:00 p.m. Eastern Standard Time (EST)
Deadline for questions and requests for clarification regarding the RFQ	January 29, 2013 2:00 p.m. EST
Deadline for questions and requests for clarification relating to any Addendum issued by MBTA after February 5, 2012	three days after the Addendum is issued (but no later than the SOQ Due Date)
Deadline for Proposers to submit SOQ	February 14, 2013 2:00 p.m. EST
MBTA Prequalification Committee's SOQ evaluation and selection of the most qualified Proposers	February 28, 2013
CM/GC RFP issued	March 6, 2013

This schedule is subject to modification at the sole discretion of MBTA. Proposers will be notified of any change by an addendum to this RFQ.

3.5 Questions and Requests for Clarification; Addenda

Proposers must submit all questions and requests or issues for clarification in writing to MBTA's designated Project Representative (noted in §3.2), in order to facilitate receipt, processing, development of a response, and distribution of the responses. Proposers 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. MBTA will provide responses to Proposer clarification requests within a reasonable time following receipt, subject to the cut-off dates set forth in Section 3.4. MBTA will post responses to those questions of general application and requests for clarifications which MBTA deems to be material and not adequately addressed in previously provided documents on the following website: http://www.mbta.com/business_center/bidding_solicitations/current_solicitations/ (the "Website").

MBTA reserves the right to revise this RFQ by issuing addenda to this RFQ at any time before the SOQ Due Date. All addenda will be considered part of this RFQ and will be posted on the website. It will be the sole responsibility of the proposer to ascertain the existence of any and all addenda issued by the MBTA (checking the MBTA web site frequently). As a courtesy, the MBTA may also email a notice of the addenda being posted only to the official authorized by the proposer in their Response to Letters of

Interest (RLOI). However, proposers may not rely upon receipt or non-receipt of this letter as the form of communication.

All proposers are warned that oral and other clarifications not issued through an addendum will be without legal effect.

CM/GC shall be required to acknowledge receipt of all addenda through the SOQ. Proposers are responsible for monitoring the Website identified above for information concerning this procurement as teams responding to this RFQ will be required to acknowledge in the transmittal letter (Attachment C, Form A) that they have reviewed all materials posted thereon.

4 SUBMITTAL REQUIREMENTS

4.1 General

MBTA expects SOQs submitted in response to this RFQ to provide enough information about the requested items so as to allow MBTA to evaluate, competitively rank, and identify the most qualified Proposers to receive the RFP based on the criteria set forth herein.

SOQs shall be submitted exclusively in the English language inclusive of English units of measure, and cost terms in United States of America dollar denominations.

4.2 Format

Each responding Proposer shall submit one 1 original and 15 copies (for a total of 16) of its SOQ Volume 1 and 1 original and 2 copies (for a total of 3 copies) of the SOQ Volume 2 and one original and one copy (for a total of 2) of Volume 3 in ~~two (each SOQ consists of two volumes)~~ loose-leaf three ring binders, contained in sealed packages. The original must be clearly marked "Original" on its face and spine. Each copy must be ~~numbered 1 through 15 sequentially~~ numbered 2 through 16/5/2 on its spine. The Proposer's name and volume number must also be clearly marked on the spine. The Proposer shall also include a CD containing the contents of the SOQ.

Submittals must be prepared on 8-1/2" x 11" sized, white paper, and shall be double-sided. Volume 1 (as described in RFQ Attachment A) shall have all pages sequentially numbered and not to exceed 60 pages, excluding the cover, transmittal letter (From A), table of contents and dividers. Each printed side shall be considered one page. The font size in Volume 1 shall be no smaller than twelve-point, except for graphic elements such as organization charts, flow charts, other charts/tables, and photo captions, which must remain legible. The Volume 1 appendices, ~~and~~ Volume 2, and Volume 3 (as described in RFQ Attachment A) do not have page numbering, page limitation or type font size requirements. 11" x 17" pages are allowed (included in the page count contained in Volume 1) for schematics, organizational charts, other drawings or schedules, but not for narrative text. Printed lines may be single-spaced. Insofar as is practical or economical, all paper stock used shall be composed of recycled materials.

Standard corporate brochures, awards, licenses and marketing materials should not be included in a SOQ.

4.3 Contents and Organization

Proposers must organize their SOQ in the order set forth in RFQ Attachment A. If a Proposer is compelled to include material in addition to the information specifically requested, the Proposer shall append that material to the end of the most appropriate defined section of the outline. Additional material is subject to the page limitation. Each volume may be subdivided as needed.

4.4 SOQ Submission Requirements

All packages constituting the SOQ shall be individually labeled as follows:

Response to the
Request for Qualifications
for the Green Line Extension
through a Construction Manager/General Contractor

SOQs shall be delivered by hand or courier to:

Massachusetts Bay Transportation Authority
Contract Administration
Ten Park Plaza, 6th Floor
Boston, MA 02116
Attn: Margaret H. Hinkle

MBTA will not accept facsimile or other electronically submitted SOQs.

Acknowledgment of receipt of SOQs will be evidenced by the issuance of a receipt by a member of MBTA staff.

SOQs will be accepted and must be received by MBTA during normal business hours before 2:00 p.m. (Eastern Standard Time) on the SOQ Due Date specified in Section 3.4. Any SOQs received after that date and time will be rejected and returned to the sending party unopened.

Proposers are solely responsible for assuring that MBTA receives their SOQs by the specified delivery date and time at the address listed above. MBTA shall not be 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 and other occurrences beyond the control of MBTA.

5 EVALUATION PROCESS AND CRITERIA

5.1 PREQUALIFICATION COMMITTEE

The MBTA will establish a Prequalification Committee for the purpose of reviewing and evaluating SOQs submitted in response to the RFQ to select the most qualified CM/GC Proposers for issuance of the RFP. The Prequalification Committee scores will be tabulated and a ranked to select the most qualified CMGC firms to proceed to Phase 2 of the selection process.

The committee will be comprised of the below noted individuals and will be chaired by a representative of MBTA Contract Administration:

1. Assistant General Manager for Design & Construction,
2. Senior Director of Design and Construction,
3. Director of Design & Construction – Commuter Rail
4. Engineering & Maintenance Representative
5. Commuter Rail Operations Representative
6. Light Rail Representative
7. Director of Contract Administration
8. Program Manager/Construction Manager Representative
9. Design Consultant Representative

The committee may be supported with Technical Advisors, who are non-voting members from the MBTA or MBTA consultants. The role of the Technical Advisors is to provide ‘subject matter’ advice that is considered non-routine to the committee. Technical Advisors may be assigned to assist, inform, advise, and make recommendations to the committees voting members, who will make their own judgment for the scoring of the proposed material. The Office of Diversity and Civil Rights (ODCR) will provide a Technical Advisor for the evaluation of the diversity related (i.e. DBE and AA/EEO) requirements of the RFQ for inclusion in the score sheet by each of the voting committee members.

All Prequalification Committee members and Technical Advisors will be informed that any interest in the project or association that can be construed as a conflict of interest with potential contractors, designers or their subcontractors will be prohibited.

5.2 Responsiveness Review

Each SOQ will be reviewed for (a) minor informalities, irregularities and apparent clerical mistakes which are unrelated to the substantive content of the SOQ, (b) conformance to the RFQ instructions regarding organization and format, and (c) the responsiveness of the Proposer to the requirements set forth in this RFQ. Those SOQs not responsive to this RFQ may be excluded from further consideration and the Proposer will be so advised. MBTA may also exclude from consideration any Proposer whose SOQ contains a material misrepresentation.

5.3 Pass/Fail Review

Following or in conjunction with evaluation of each SOQ for responsiveness, the MBTA will evaluate each SOQ based upon the following pass/fail criteria. The CM/GC Proposers must obtain a “pass” on all pass/fail items in order for its SOQ to be evaluated qualitatively under Section 5.3.

- a) The SOQ contains an original executed transmittal letter as required in SOQ Volume 1, General.
- b) The CM/GC Proposer is capable of obtaining payment and performance bonds or a letter of credit in the amount up to \$700 million from a surety or bank, as applicable, rated in the top two categories by two nationally recognized rating agencies or at least A minus (A-) or better and Class VIII or better by A.M. Best Company.
- c) Neither the CM/GC Proposer nor any other member of the team that has submitted Form D as required by this RFQ has been disqualified, removed, debarred or suspended from performing or bidding on work for the federal government or any state or local government where such disqualification, removal, debarment or suspension would preclude selection and award. MBTA Contract Administration will at this time check the federal Excluded Parties Listing System (EPLS) to confirm no prime or subcontractors are debarred as required in FTA Circular 4220.1F.
- d) The CM/GC Proposer has the financial capability to carry out the Project responsibilities potentially allocated to it as demonstrated by the materials as provided SOQ Volume 2.

The evaluation will take into account the following considerations

- Profitability
 - Capital structure
 - Ability to service existing debt
 - Other commitments and contingencies
- e) The CM/GC Proposer team has the design and construction capacity to carry out all Project responsibilities.
 - f) The information disclosed in Form D and/or in response to RFQ Attachment A, Volume 1, Appendix D does not materially adversely affect the Proposer’s ability to carry out the Project responsibilities that will be allocated to it should it be selected.
 - g) The CM/GC Proposer makes the express, written commitments as required in RFQ Attachment A, Volume 1, Section 1.

5.4 Qualification Evaluation Criteria and Weighting

Each responsive SOQ passing all of the “pass/fail” qualification requirements set forth above will be evaluated and scored according to the criteria set forth below. The order in which the evaluation criteria appear within each category (i.e., General/Experience, Conceptual Project Development Plan, etc.) is not an indication of weighting or importance. Refer to RFQ Attachment A for a description of the submittal requirements and Attachment B for the SOQ evaluation criteria.

Points and Weighting of RFQ Components

SOQ EVALUATION CATEGORIES	Available Points
1. TEAM EXPERIENCE	30
a) JV / Team Experience (organization structure)	
b) Working with Design Consultant (during design of transit projects)	
c) Key Staff / Organization Structure	
2. GENERAL CONTRACTOR EXPERIENCE	30
a) Rail and Transit Experience	
b) Bridges and Viaducts Experience	
c) Maintenance Facilities Experience	
d) Stations Experience	
e) Commuter Rail & Light Rail Systems/Signals Construction	
f) Innovative Construction Methods	
3. SKILLS CRITERIA	20
a) Cost Control and Job Cost Accounting	
b) Construction Scheduling Integration / Competency Narrative	
c) Constructability Reviews	
4. SAFETY	10
a) Construction and Public Safety	
b) Transit Operations Safety	
c) Experience Modification Factor	
d) OSHA Incident Rate (OSHA 300 summary) for the last 3 years	
5. CORPORATE EEO PROFILE / AFFIRMATIVE ACTION PLAN	10
a) EEO Profile / Affirmative Action Plan	
b) Diversity within Team	
c) Labor Workforce History	
d) DBE Performance History	
TOTAL SECTION POINTS	100

5.5 SOQ Evaluation Procedures

The scoring process entails each scoring Prequalification Committee member to provide a numerical score for each SOQ. The scores are based on the scoring criteria published in the RFQ. Scorers will fill out their scoring sheets individually and then the scores will be totaled to determine the final scores and ranking.

Each major category will be evaluated by each evaluator and rankings will be determined using a numerical rating system as follows:

1. A relative numerical weight has been established by the MBTA for each major category. The sum of the weights equals the total points allocated for the SOQ (100 points). All committee members will use these values.
2. The relative weighting assigned to each major category will be the maximum any criterion (subcategory) in the major category can receive.
3. Each subcategory is equally weighted, using the same number of points assigned to its major category. Three degrees of quality (poor (0%-59%), fair (60%-79%), and good (80%-100%)) shall be considered when scoring each subcategory. Each evaluator is required to provide a description that explains the rationale (strengths and weaknesses) used in determining their score.
4. The major category score is determined by summing the subcategory evaluation scores within each major category and dividing by the number of subcategories in the major category. The major category score will be rounded to two decimal places.
5. The SOQ Score is determined by summing the major category scores.
6. The Proposer's SOQ score is calculated by averaging each evaluator's score.

Evaluations and rankings of SOQs are subject to the sole discretion of the MBTA, MBTA staff and such professional and other advisors as MBTA may designate. MBTA will make the final determinations of the Proposers selected as the most qualified to receive the RFP, as it deems appropriate, in its sole discretion, and in the best interests of the Commonwealth of Massachusetts.

5.6 Selection of Most Qualified Proposers

All Proposers submitting Proposals will be notified in writing of the results of the evaluation process. Proposers will be ranked by their SOQ scores. Firms determined by the MBTA to be the most qualified will be notified and invited to submit a proposal in response to the RFP. Firms not identified as the most qualified will be notified and will be precluded from participating in the RFP.

5.7 Debriefings

Proposers not selected for award may request a debriefing. Debriefings shall be provided at the earliest feasible time after issuance of the RFP. The debriefing shall be conducted by a procurement official familiar with the rationale for the determination of the most qualified Proposers and selection decision.

Debriefings shall:

- (a) Be limited to discussion of the unsuccessful Proposer's SOQ and may not include specific discussion of a competing SOQ;
- (b) Be factual and consistent with the evaluation of the unsuccessful Proposer's SOQ; and
- (c) Provide information on areas in which the unsuccessful Proposer's SOQ had weaknesses or deficiencies.

Debriefing may not include discussion or dissemination of the thoughts, notes, or rankings of individual members of the Prequalification Committee, but may include a summary of the rationale for the selection decision.

5.8 RFP Procedure and Evaluation

The MBTA will define the RFP and negotiation process with specificity, which may include, at an appropriate time, industry review of a draft RFP and contract documents, among other information. Proposers are advised that the evaluation methodology, criteria and/or weightings for the evaluation of the Proposals may differ from that set forth herein to evaluate SOQs. In addition, the rankings, scores and evaluations of the SOQs shall not carry over or be used in any way in the evaluation of the Proposals.

6 COMMUNICATIONS, PUBLIC INFORMATION AND ORGANIZATIONAL CONFLICTS OF INTEREST

6.1 Improper Communications and Contacts

The following rules of contact shall apply during the procurement for the Project, which began upon the date of issuance of this RFQ and will be completed with the execution of the CM/GC Master Agreement, Preconstruction Services Contract, or Interim GMP Contracts. These rules are designed to promote a fair and unbiased procurement process. Contact includes face-to-face, telephone, facsimile, electronic-mail (e-mail), or formal written communication.

The specific rules of contact are as follows:

- (A) After submittal of SOQs, no Proposer or any of its team members may communicate with another Proposer or its team members with regard to the RFP or either team's Proposal, except that subcontractors that are shared between two or more Proposer teams may communicate with their respective team members so long as those Proposers establish a protocol to ensure that the subcontractor will not act as a conduit of information between the teams (limited contact among Proposer organizations is allowed during MBTA sponsored informational meetings);
- (B) The Proposers shall correspond with MBTA regarding the RFQ and RFP only through MBTA's and Proposer's designated representatives. MBTA's designated Project representative shall be as identified in Section 3.3.
- (C) Commencing with the issuance of this RFQ and continuing until the earliest of (i) award and execution of the CM/GC Master Agreement, (ii) rejection of all Proposals by MBTA or (iii) cancellation of the procurement, no Proposer or representative thereof shall have any ex parte communications regarding the RFQ, RFP, the CM/GC Master Agreement, Preconstruction Services Contract, or Interim GMP Contracts, or the procurement described herein with any member of the MBTA Board of Directors or with any MBTA staff, advisors, contractors or consultants involved with the procurement, except for communications expressly permitted by the RFQ or RFP or except as approved in advance by the MBTA Assistant General Manager for Design and Construction or the designated project representative, in his/her sole discretion. The foregoing restriction shall not, however, preclude or restrict Proposers from communicating with regard to matters unrelated to the RFQ, RFP, contract or the procurement or from participating in public meetings of the MBTA Board of Directors or any public or Proposer workshop related to this RFQ or the RFP. Any Proposer engaging in such prohibited communications may be disqualified at the sole discretion of MBTA;
- (D) The Proposers shall not contact the following identified stakeholders regarding the Project, including employees, representatives and members of the entities listed in Tables 6-1 through 6-3:
- (E) Any communications determined to be improper, at the sole discretion of MBTA, may result in disqualification;
- (F) Any official information regarding the Project will be disseminated from MBTA's office on MBTA letterhead. Any official correspondence will be in writing and signed by MBTA's authorized representative or designee;

Table 6-1: Program Manager/Construction Manager (PM/CM) Team

- HDR Engineering, Inc.
- Gilbane Building Company
- Kleinfelder
- Fort Hill Infrastructure Services, LLC
- Crosby Schlessinger Smallridge, LLC
- Harris Miller Miller & Hanson, Inc.
- TMP Consulting engineers, Inc.
- Maintenance Design Group
- Bryant Associates, Inc.
- RM Engineering, Inc.
- Keville Enterprises, Inc.
- Triunity Engineering, & Management, Inc.

Table 6-2: Design Consultant Team

- AECOM Technical Services, Inc. (and its former subsidiary firms and acquisitions)
- HNTB Corporation
- Arora Engineers, Inc.
- Cambridge Systematic, Inc.
- CDW Consultants, Inc.
- City Point Partners, LLC
- Fennick | McCredie Architecture
- Halvorson Design Partnership
- KM Chng Environmental, Inc.
- Nobis Engineering, Inc.
- Regina Villa Associates
- Rolf Jensen & Associates, Inc.
- Shaw Environmental & Infrastructure, Inc.
- VJ Associates, Inc.

Table 6-3: Owner's Representative (OR) Team

- Hatch Mott MacDonald
- Patrick Engineering
- CDM/Smith
- Green International Affiliates
- Baker/Wohl Architects
- PMA Consultants, LLC

- (G) MBTA will not be responsible for any oral exchange or any other information or exchange that occurs outside the official process specified herein; and
- (H) Proposers shall not contact any FTA project or program office, representative or FTA consultant regarding any issues relating to the Project, including the New Starts application process, the fund allocation for the Project, or any environmental, or other applications that may be submitted to FTA or USDOT.

6.2 Public Records Law

Subject to the requirements of Massachusetts General Laws Chapter 66 (the Massachusetts Public Records Law (MPRL)) and the terms of this RFQ, SOQs will not be publicly opened or evaluated.

All written correspondence, exhibits, reports, printed material, photographs, tapes, electronic disks, and other graphic and visual aids submitted to MBTA during this procurement process, including as part of the response to this RFQ, become the property of the Commonwealth of Massachusetts upon their receipt by MBTA and will not be returned to the submitting parties. Except as provided by MPRL, these materials are subject to the MPRL. Proposers shall familiarize themselves with the provisions of the MPRL. In no event shall the Commonwealth of Massachusetts, MBTA, or any of their agents, representatives, consultants, directors, officers or employees be liable to a Proposer or Proposer team member for the disclosure of all or a portion of a SOQ submitted under this RFQ.

If MBTA receives a request for public disclosure of all or any portion of a SOQ, MBTA will use reasonable efforts to notify the applicable responding Proposer team of the request and give such responding Proposer team an opportunity to assert, in writing and at its sole expense, a claimed exception under the MPRL or other applicable law within the time period specified in the notice issued by MBTA and allowed under the MPRL.

If a Proposer has special concerns about information which it desires to make available to MBTA but which it believes constitutes a trade secret, proprietary information, or other information excepted from disclosure, such responding Proposer team shall specifically and conspicuously designate that information **by placing “CONFIDENTIAL” in the header or footer of each such page affected**. Nothing contained in this provision shall modify or amend requirements and obligations imposed on MBTA by the MPRL or other applicable law. The provisions of the MPRL or other laws shall control in the event of a conflict between the procedures described above and the applicable law.

All prospective Proposers should obtain and thoroughly familiarize themselves with the MPRL. All SOQs shall conform to and contain the detailed information required by the MPRL. Questions on the content and meaning of the MPRL shall be submitted in writing as provided herein. MBTA intends to follow procedures established by FTA to avoid disclosure of such information under the Freedom of Information Act.

6.3 Organizational Conflicts of Interest

Massachusetts General Law Chapter 268A (Conflict of Interest Law) governs the conduct of all public officials and employees, including all dealings with potential contractors. Therefore, it is the responsibility of Contractor to ensure compliance with the Commonwealth’s Conflict of Interest Laws and avoid any conduct which might result in or give the appearance of creating for Board members, officers or employees of the MBTA in their relationship with the Contractor any conflicts of interest or favoritism and/or the appearance thereof or any conduct which might result in a Board member, officer

or employee failing to comply with M.G.L., c. 268A. Non-compliance with these Conflict of Interest terms shall constitute a material breach of this provision and may result in disqualification

For purposes of this solicitation, it is understood and agreed that no gift, loan or other thing has been or will be given to any employee, agent or officer of the MBTA by the Proposer, Proposer's employees, subcontractors, or agents in connection with the award or performance of this Contract. It is further understood and agreed that no Board member, officer, or employee of the MBTA; no officer or employee of any independent authority or political subdivision of the Commonwealth of Massachusetts, no officer, employee, or elected official of the Commonwealth of Massachusetts, executive or legislative of any city, county, or town within the 175 cities and towns serviced by the MBTA; and no member or delegate to the Congress of the United States, during his/her tenure shall have any financial interest, direct or indirect, in this Contract or the proceeds thereof.

By submitting its SOQ, each Proposer agrees that, if an organizational conflict of interest is thereafter discovered, the Proposer must make an immediate and full written disclosure to MBTA that includes a description of the action that the Proposer has taken or proposes to take to avoid or mitigate such conflicts. If an organizational conflict of interest that the Proposer knew or should have known about but did not disclose is determined to exist during the procurement process, MBTA may, at its discretion, disqualify the Proposer. If an organizational conflict of interest that the Proposer knew or should have known about but did not disclose exists and the Proposer has entered into a contract, MBTA will cancel the contract. In either case, MBTA shall avail itself of any remedies it may have at law.

Proposers are also advised that MBTA's policy is intended to augment applicable federal and state law, including federal laws and rules related to organizational conflict of interest and NEPA. Such applicable law will also apply to Proposer teams and teaming and may preclude certain firms and their entities from participating on a Proposer team.

The CM/GC shall not subcontract any portion of the contract to an entity that is, or has been, employed by the Program Manager/Construction Management (PM/CM), Owner's Representative (OR), or Design Consultant. Firms and affiliates who are restricted from proposing or joining a Proposer team are noted in Tables 6-1 through 6-3. Appeals to this restriction must be submitted to the MBTA Contract Administration Department (noted in Section 3.3) and must contain a copy of a notification to their current team about their intention to appeal the restriction in order to participate on the CM/GC's team. The MBTA Legal Department will review the appeal and make a final decision, which is not subject to further appeal.

7 PROTEST PROCEDURES

7.1 Applicability

This Section 7 and the Uniform Procurement Act (MGL Chapter 30B) set forth the exclusive protest remedies available with respect to this RFQ. To the extent that any provisions in this Section 7 are inconsistent with those set forth in the Uniform Procurement Act, as it may be amended, the provisions in the Uniform Procurement Act that are current at the time of the protest shall govern. These provisions prescribe the exclusive procedures for protests regarding:

1. allegations that the terms of the RFQ are wholly ambiguous, contrary to legal requirements applicable to the procurement, or exceed MBTA's authority;
2. a determination as to whether a SOQ is responsive to the requirements of the RFQ; and
3. short listing determinations.

7.2 Required Early Communication for Certain Protests

Protests concerning the issues described in Section 7.1(1) may be filed only after the Proposer has informally discussed the nature and basis of the protest with MBTA, following the procedures prescribed in this Section 7.2. Informal discussions shall be initiated by a written request for a one-on-one meeting delivered to the address specified in Section 3.3. The written request should include an agenda for the proposed one-on-one meeting. MBTA will meet with the Proposer as soon as practicable to discuss the nature of the allegations. If necessary to address the issues raised in a protest, MBTA may, in its sole discretion, make appropriate revisions to the RFQ documents by issuing addenda.

7.3 Deadlines and Protests

1. Protests concerning the issues described in Section 7.1(1) must be filed as soon as the basis for the protest is known, but no later than 14 calendar days prior to the SOQ Due Date, unless the protest relates to an Addendum to the RFQ, in which case the protest must be filed no later than 5 business days after the Addendum is issued.
2. Protests concerning the issues described in Section 7.1(2) must be filed no later than 5 business days after receipt of the notification of non-responsiveness.
3. Protests concerning the issues described in Section 7.1(3) must be filed no later than 10 days after the earliest of the notification of the shortlist and the public announcement of the shortlist.

7.4 Content of Protest

Protests shall completely and succinctly state the grounds for protest, its legal authority, and its factual basis, and shall include all factual and legal documentation in sufficient detail to establish the merits of the protest. Statements shall be sworn and submitted under penalty of perjury.

7.5 Filing of Protest

Protests shall be filed by hand delivery on or before the applicable deadline to the Director of Contract Administration, Massachusetts Bay Transportation Authority, 10 Park Plaza – Room 6720, Boston, MA 02116, as soon as the basis for protest is known to the Proposer. For any protests filed after the SOQ submittal date, the Proposer filing the protest shall concurrently file a copy of the protest with the other Proposers whose addresses may be obtained from MBTA's website.

7.6 Comments from Proposers

Other Proposers may file statements in support of or in opposition to the protest within 7 days of the filing of the protest. MBTA shall promptly forward copies of all such statements to the protestant. Any statements shall be sworn and submitted under penalty of perjury.

7.7 Burden of Proof

The protestant shall have the burden of proving its protest. MBTA may, in its sole discretion, discuss the protest with the protestant and other Proposers. No hearing will be held on the protest. The protest shall be decided on the basis of written submissions.

7.8 Pre-SOQ Submittal Decision of Protest

1. If it is the opinion of any interested party that the proposed procurement requirements are in any way ambiguous, incorrect, incomplete or restrictive, the interested party shall contact the MBTA, in writing, via U.S. Mail and facsimile, at least 14 calendar days prior to the SOQ submittal date. The letter should be addressed to the Director of Contract Administration of the MBTA at 10 Park Plaza – Room 6720, Boston, MA 02116 (fax: 617-222-5299). The letter should identify the procurement that is underway (Contract/RFP number and description) and the specific issue to be addressed. Any protest about the content of a specification is waived if not filed prior to the SOQ submittal date. The Director of Contract Administration will review the interested party's protest and will respond, in detail, to each substantive issue raised by the interested party within three (3) business days. If the matter requires further evaluation, the Director of Contract Administration will notify the protesting party in writing (by facsimile and U.S. Mail) of the extended review period. A final response will be issued by the Director of Contract Administration upon final review of the matter. One of the following steps will be taken prior to the SOQ submittal date:
 - a. The MBTA may elect to conduct an informal conference on the merits of a protest with interested parties;
 - b. If, upon review, the MBTA determines that a change should be made to the procurement documents, an addendum will be issued to all interested parties;
 - c. If the MBTA determines that no change should be made to the procurement documents, but that it is necessary to clarify any point made by the interested party, a Letter of Clarification will be issued to all interested parties; or
 - d. If the MBTA determines that neither a change nor a clarification should be made to the procurement documents, then, the interested party should be notified in a timely

fashion in writing (by facsimile and telephone, if possible) of the MBTA's determination.

2. If the interested party does not believe that the response addressed his/her concerns, he/she may appeal this decision to the MBTA's General Counsel, in writing, prior to the bid opening date or the proposal submittal date. The matter will be reviewed and a response will be made in accordance with steps a. through d. above. The proposals may be opened and the MBTA may elect to proceed with an award during the pendency of a protest, if the MBTA determines that:
 - a. The items to be procured are urgently required; or
 - b. Delivery or performance will be unduly delayed by failure to make the award promptly; or
 - c. Failure to make prompt award will otherwise cause undue harm to the MBTA.
3. ONCE THE GENERAL COUNSEL'S DETERMINATION HAS BEEN MADE, THE MBTA'S DECISION IS FINAL AND WILL NOT BE RECONSIDERED UNLESS THERE IS ADDITIONAL INFORMATION WHICH WAS NOT AVAILABLE TO THE APPEALING PARTY AT THE TIME THE APPEAL WAS MADE.

7.9 Post SOQ Submittal Decision of Protest

1. Post -Bid appeals by an interested party shall be made in writing via U.S. Mail and facsimile within three (3) business days of the bid opening date or the notification date of a selected proposer, whichever is later, and shall be made as follows:
 - a. The initial protest or appeal shall be made to the Director of Contract Administration of the MBTA at 10 Park Plaza – Room 6720, Boston, MA 02116 who will collect the factual information pertaining to the appeal.
 - b. After discussion and appropriate -review, the Director Contract Administration will forward a recommendation to the Assistant General Manager for Design and Construction (AGM).
 - c. If the AGM does not concur with the recommendation, the AGM shall obtain any other additional information required so that a determination can be made, at which time the interested party will be notified in writing of the MBTA's determination within five (5) business days. If the matter requires further evaluation, the AGM shall notify the protesting party in writing (by facsimile and U.S. Mail) of the extended review period. A final response will be issued by the AGM upon final review of the matter.
 - d. If the interested party does not agree with the determination, he/she may appeal directly to the MBTA's General Counsel in writing within three (3) business days of the AGM's determination.
 - e. The General Counsel will review all facts of the appeal and will make a final determination and will advise the interested party of her decision within five (5) business days. If the matter requires further evaluation, the General Counsel shall

notify the protesting party in writing (by facsimile and US Mail) of the extended review period. A final response will be issued by the General Counsel upon final review of the matter.

2. ONCE THE GENERAL COUNSEL'S DETERMINATION HAS BEEN MADE, THE MBTA'S DECISION IS FINAL AND WILL NOT BE RECONSIDERED UNLESS THERE IS MATERIAL ADDITIONAL INFORMATION WHICH WAS NOT AVAILABLE TO THE APPEALING PARTY AT THE TIME THE APPEAL WAS MADE.

7.10 Federally Funded Procurements

In the event that the subject contract procurement is federally funded, all prospective interested parties are notified of the following:

- a. FTA's review of the protest will be limited to the MBTA's failure to have or follow its written protest procedures. The appeal to FTA must be received by the cognizant FTA regional or Headquarters Office within five (5) working days of the date the protester knew or should have known of the violation. The protest/appeal is to be in accordance with FTA Circular 4220.1F (as periodically updated).
- b. Note: The interested party must exhaust all administrative remedies with the MBTA before electing to pursue a protest with the Federal Transit Administration (FTA).

7.11 Protester's Payment of Cost

If a protest is denied, the Proposer filing the protest shall be liable for MBTA's costs reasonably incurred to defend against or resolve the protest, including legal and consultant fees and costs, and any unavoidable damages sustained by MBTA as a consequence of the protest.

7.12 Rights of the MBTA with pending protests

The MBTA reserves the right to proceed with the procurement, which may include the opening of bids or proposals and the subsequent award of a contract, regardless of the existence of a protest that is pending, in the event that a determination has been made that:

- a. The supplies or services to be contracted for are urgently required;
- b. Delivery or performance will be unduly delayed by failure to make award promptly;
- c. Failure to make a prompt award will otherwise cause undue harm to the MBTA or the Federal Government.
- d. If award is made, the procurement file will be documented to explain the basis of award. Written notice of the decision to proceed with the award will be sent to the protester and other interested parties.

7.13 Rights and Obligations of Proposers

Each Proposer, by submitting its SOQ, expressly recognizes the limitation on its rights to protest provided in this Section 7 and the Uniform Procurement Act and expressly waives all other rights and

remedies and agrees that the decision on the protest is final and conclusive. If a Proposer disregards, disputes, or does not follow the exclusive protest remedies provided in this section, it shall indemnify and hold MBTA and its officers, employees, agents, and consultants harmless from and against all liabilities, fees and costs, including legal and consultant fees and costs, and damages incurred or suffered as a result of such Proposer's actions. Each Proposer, by submitting a SOQ, shall be deemed to have irrevocably and unconditionally agreed to this indemnity obligation.

8 MBTA RESERVED RIGHTS

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

1. Modify the procurement process in its sole discretion to address applicable law and/or the best interests of MBTA and the Commonwealth of Massachusetts;
2. Develop the Project in any manner that it, in its sole discretion, deems necessary. If MBTA is unable to negotiate a Master Agreement to its satisfaction with a 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 provisions of Massachusetts law as it deems appropriate.
3. Cancel this RFQ or the subsequent RFP in whole or in part at any time prior to the execution by MBTA of a Master Agreement, without incurring any cost, obligations or liabilities.
4. Issue a new request for qualifications after withdrawal of this RFQ or a subsequent RFP.
5. Not issue an RFP.
6. Reject any and all submittals, responses and SOQs received at any time.
7. Modify all dates set or projected in this RFQ.
8. Terminate evaluations of responses received at any time.
9. Exclude any potential Proposer from submitting any response to the RFQ or RFP based on failure to comply with any requirements of those documents.
10. Suspend and terminate contract negotiations at any time, elect not to commence contract negotiations with any responding Proposer and engage in negotiations with other than the highest ranked Proposer.
11. Issue addenda, supplements and modifications to this RFQ.
12. Appoint evaluation committees to review SOQs, make recommendations to the MBTA Board of Directors and seek the assistance of outside technical experts and consultants in SOQ evaluation.
13. Require confirmation or clarification of information furnished by a Proposer, require additional information from a Proposer concerning its SOQ and require additional evidence of qualifications to perform the work described in this RFQ.
14. Seek or obtain data from any source that has the potential to improve the understanding and evaluation of the responses to this RFQ.

15. Add or delete Proposer responsibilities from the information contained in this RFQ or any subsequent RFP.
16. Negotiate with a Proposer without being bound by any provision in its proposal.
17. Waive deficiencies in a SOQ, accept and review a non-conforming SOQ or permit clarifications or supplements to a SOQ.
18. Disqualify any Proposer that changes its submittal without MBTA approval.
19. Disqualify any Proposer under this RFQ, the RFP or during the period between the RFQ and the RFP for violating any rules or requirements of the procurement set forth in this RFQ, the RFP or in any other communication from MBTA.
20. Award one or more CM/GC Master Contracts and resultant Preconstruction Services Contracts and Interim GMP Contracts for the entire Project, or any Phases, or for any other portions of the Project in MBTA's sole discretion.
21. Not issue a notice to proceed after execution of any CM/GC Master Agreement, Preconstruction Services Contract, or Interim GMP Contract.
22. Develop or construct some or all of the Project itself.
23. Exercise any other right reserved or afforded to MBTA under this RFQ.

This RFQ does not commit MBTA to enter into a contract or proceed with the procurement described herein. MBTA and the Commonwealth of Massachusetts assume no obligations, responsibilities, and liabilities, fiscal or otherwise, to reimburse all or part of the costs incurred or alleged to have been incurred by parties considering a response to and/or responding to this RFQ, or any subsequent RFP. All of such costs shall be borne solely by each Proposer.

In no event shall MBTA be bound by, or liable for, any obligations with respect to the Project until such time (if at all) as a contract, in form and substance satisfactory to MBTA, have been executed and authorized by MBTA and, then, only to the extent set forth therein.

ATTACHMENT A

STATEMENT OF QUALIFICATION (SOQ) SUBMISSION REQUIREMENTS

SOQ SUBMISSION REQUIREMENTS

VOLUME 1 of ~~2~~ 3

General

1. Team Experience
2. General Contractor Experience
3. Skills Criteria
4. Safety Criteria
5. Corporate EEO and Affirmative Action Plans

Appendix A Forms

Appendix B Prequalification Certification

Appendix C Surety Letter

Appendix D Legal Qualifications

Appendix E Personnel Qualifications

Appendix F ~~Affirmative Action/EEO Plan~~ Reference Projects

Appendix G Joint Venture Agreement

Appendix H ~~Accident Prevention Program~~ Affirmative Action/EEO Plan

VOLUME 2 of ~~2~~ 3

Section A. Financial Statements and Credit Ratings

Section B. Material Changes in Financial Conditions

Section C. Off Balance Sheet Liabilities

VOLUME 3 of 3

Accident Prevention Program

STATEMENT OF QUALIFICATION (SOQ)

SUBMISSION REQUIREMENTS

Proposers are required to assemble their SOQs in the order prescribed and following the outline form contained in this attachment. Italics indicate explanations or instructions to the Proposer as opposed to a request for information.

VOLUME 1 OF ~~2~~ 3

Volume 1 of the SOQ shall contain the following:

General

- a) **Form A** (transmittal letter): A duly authorized official of the Proposer or lead firm must execute the transmittal letter in blue ink. Refer to RFQ Attachment for a template of Form A. For Proposers that are joint ventures, partnerships, limited liability companies or other associations, the transmittal shall have appended to it letters on the letterhead stationery of each entity holding an equity interest in the Proposer, executed by authorized officials of each equity member, stating that representations, statements and commitments made by the lead firm on behalf of the equity member's firm have been authorized by, are correct, and accurately represent the role of the equity member's firm in the Proposer team. The transmittal letter shall state the name, title, address, email, fax and telephone number of the primary point of contact for the submittal.

The transmittal letter shall contain the entity's primary contact information, including:

Name,
Title,
Entity Name,
Contact Address,
Contact Email Address,
Contact Telephone Number,
Contact Facsimile Number

- b) **Executive Summary:** An Executive Summary, not exceeding 8 pages. The Executive Summary shall be written in a non-technical style and shall contain sufficient information for reviewers with both technical and non-technical backgrounds to become familiar with the Proposer's SOQ and its ability to satisfy the financial and technical requirements of the Project.
- c) **Confidential Contents Index:** A page executed by the Proposer that sets forth the specific items (and the section and page numbers within the SOQ at which such items are located) that the Proposer deems confidential, trade secret or proprietary information protected by the Massachusetts Public Records Law (MPRL), as described in Section 6.2 of the RFQ. Blanket designations that do not identify the specific information shall not be acceptable and may be cause for MBTA to treat the entire SOQ as public information. Notwithstanding the foregoing, the list required under this Subsection (c) is intended to provide input to MBTA as to the confidential nature of a Proposer's SOQ, but in no event shall such list be binding on MBTA, determinative of any issue relating to confidentiality or a request under the MPRL or override or modify the provisions of Massachusetts General Law Chapter 66 or MBTA's responsibilities thereunder. The MBTA will treat the identified information as confidential to the extent practicable under the law.

1 Team Experience

The following information is relevant to qualifications of the Proposer, its equity owners, the lead or managing entity member of the Proposer team, and any other team members that the Proposer wishes to identify in its SOQ.

1.1 Joint Venture/Team Experience

A. The CM/GC Proposer

1. Identify the legal name of the Proposer. If the name is a DBA (doing business as), identify underlying names. Identify an individual who will act as a sole point of contact and include the following information: name, title, address, telephone and fax numbers and electronic mail address. Identify the legal name and form of the Proposer and the state of its organization. (Proposers are required to include their Prequalification Certificate issued by the MBTA as SOQ Appendix B.)
2. Provide a brief description of the history and structure of the entity, including the prior experience (if any) of the Proposer and equity members working together in managing projects similar in size, scope, and complexity.
3. If the entity is a joint venture, specify the degree of control each member of the Joint Venture will exercise, the distribution of profit and loss, and identification of work responsibilities each member will exercise. Joint venture entities shall include a signed copy of the joint venture agreement as part of the RFQ Proposal in SOQ Volume 1, Appendix G.

B. Equity Members

1. For each equity member of the Proposer, identify the entity's role and the entity's legal structure, and a brief history and structure of the entity.

C. Organizational Structure

1. Describe the organizational structure of the entity, including its teaming arrangements and how the Proposer will institutionally operate. Describe how the Proposer's management structure will facilitate completion of all work, including preconstruction services and construction. Identify how the organizational structure will result in an integrated and cohesive team for managing the project.
2. Describe your entity's past successful approach for completing projects including any joint venture or organizational changes that may affect the project.
3. Provide an Organizational Chart that sets forth the Proposer structure, teaming arrangements and reporting requirements that cover both the Preconstruction phase and the Construction phases. Also identify the management staff and Key Personnel.
4. Certify no organizational conflicts of interest exist as they may pertain to this project.

1.2 Working with Design Consultant

Describe the most relevant experience your entity has had working with designers during the design phase of transit projects, if any, that would benefit the MBTA / GLX project.

1.3 Key Personnel

- a) List the Proposer's key personnel for the staff to be assigned to this project in the positions noted below. Describe the relevance of each individual's experience to their identified role in the Project and why the experience will provide value to the Proposer becoming the CM/GC. Identify how long they will be committed to the project (by phase if applicable).
1. Principle-In-Charge,
 2. Project Manager,
 3. Construction Engineer,
 4. Site Supervisors,
 5. Chief Estimator,
 6. Chief Scheduler,
 7. CM/GC Compliance Officer, and
 8. any other key staff that the Proposer wishes to identify at this time. (Proposers are encouraged to identify and submit resumes for those individuals that will perform key functions in the Proposers development plans.)
- b) Provide resumes for the proposed Key Personnel in the Volume 1 Appendix E. Resumes should include the years of experience, licenses, certifications, description of comparable projects and their role, and other relevant information.

List at least three references for the Project Manager and two references for each of the other individuals identified above for comparable projects in which the key personnel have played a primary role. References shall be previous owners or clients with whom the individuals have worked within the last 10 years and shall include the name, position, company or agency, current address, and phone and fax numbers.

Proposer shall include in Volume 1, Appendix E an express, written commitment that the individuals designated in the SOQ for the positions or roles described in clauses (a)-(c) of this Section 1 shall be available to serve the role so identified in connection with the Project. While MBTA recognizes personnel availability and scheduling issues impact the Proposers, Proposers are urged only to identify and proffer personnel that they believe will be available for, and intend to assign to work on, the Project for the positions identified. Procedures concerning changes of such personnel will be set forth in the RFP; however, requests to implement such changes will be reviewed very carefully by MBTA and shall be subject to prior MBTA approval. Failure to obtain MBTA approval for such changes may result in disqualification of the Proposer by the MBTA.

(By listing personnel as a Key Person, the CM/GC agrees to make the personnel listed available to complete work on the Contract at whatever level the Project requires. Personnel changes will be reviewed by the MBTA's Project Manager to assure the replacement is equally qualified and has adequate experience. The MBTA will only allow changes in key personnel when caused by circumstances outside the control of the Contractor (i.e. employee leaves employment with the CM/GC).)

- c) Describe the key personnel who have previously worked together as a team, if ever.

2 General Contractor Experience

Describe the relevant experience held by the Proposer or each equity member with the construction of projects noted in Sections 2.1 - 2.5. Reference project data and information may be included in Volume 1 Appendix F.

2.1 Relevant Experience - Rail and Transit Construction

Identify at least 2 comparable projects within the past 10 years in which the entity(s) served as the prime contractor for construction of rail and transit. For each project identified, provide the following:

- a) A description of the project (with a comparison of similarities to the current project – schedule demands and transportation elements). Identify whether the rail or transit projects are on new construction or on an operating system.
- b) A narrative of the roles of the entity(s) – Specify amount of work sub-contracted vs self-performed the relationships of the contracting parties.
- c) The value of the initial construction cost by the Owner, the initial estimate/bid by the entity, and final construction cost - with a brief summation of the cost increases that were beyond the control of the entity(s).
- d) Dates of work performed and original contract construction duration and actual duration – with details of reason, if any, project durations extended beyond the original completion date.
- e) Project owner, contact name, telephone number, address, and current email address.
- f) List the name of the Designer/Engineer that your entity worked with and describe the relationship and roles existed to accomplish the goals of the Owner. Provide contact name, current telephone numbers and addresses.

2.2 Relevant Experience - Bridge and Viaduct

Identify at least 2 comparable projects within the past 10 years in which the entity(s) served as the prime contractor for construction of viaducts or bridges. For each project identified, provide the following:

- a) A description of the project (with a comparison of similarities to the current project – schedule demands and transportation elements).
- b) A narrative of the roles of the entity(s) – Specify amount of work sub-contracted vs self-performed the relationships of the contracting parties.
- c) The value of the initial construction cost by the Owner, the initial estimate/bid by the entity, and final construction cost - with a brief summation of the cost increases that were beyond the control of the entity(s).
- d) Dates of work performed and original contract construction duration and actual duration – with details of reason, if any, project durations extended beyond the original completion date.
- e) Project owner, contact name, telephone number, address, and current email address.
- f) List the name of the Designer/Engineer that your entity worked with and describe the relationship and roles existed to accomplish the goals of the Owner. Provide contact name, current telephone numbers and addresses.

2.3 Relevant Experience - Maintenance Facility

Identify at least 2 comparable projects within the past 10 years in which the entity(s) served as the prime contractor for construction of maintenance facilities. For each project identified, provide the following:

- a) A description of the project (with a comparison of similarities to the current project – schedule demands and transportation elements).
- b) A narrative of the roles of the entity(s) – Specify amount of work sub-contracted vs self-performed the relationships of the contracting parties.
- c) The value of the initial construction cost by the Owner, the initial estimate/bid by the entity, and final construction cost - with a brief summation of the cost increases that were beyond the control of the entity(s).

- d) Dates of work performed and original contract construction duration and actual duration – with details of reason, if any, project durations extended beyond the original completion date.
- e) Project owner, contact name, telephone number, address, and current email address.
- f) List the name of the Designer/Engineer that your entity worked with and describe the relationship and roles existed to accomplish the goals of the Owner. Provide contact name, current telephone numbers and addresses.

2.4 Relevant Experience - Stations

Identify at least 2 comparable projects within the past 10 years in which the entity(s) served as the prime contractor for construction of rail or transit stations. For each project identified, provide the following:

- a) A description of the project (with a comparison of similarities to the current project – schedule demands and transportation elements).
- b) A narrative of the roles of the entity(s) – Specify amount of work sub-contracted vs self-performed the relationships of the contracting parties.
- c) The value of the initial construction cost by the Owner, the initial estimate/bid by the entity, and final construction cost - with a brief summation of the cost increases that were beyond the control of the entity(s).
- d) Dates of work performed and original contract construction duration and actual duration – with details of reason, if any, project durations extended beyond the original completion date.
- e) Project owner, contact name, telephone number, address, and current email address.
- f) List the name of the Designer/Engineer that your entity worked with and describe the relationship and roles existed to accomplish the goals of the Owner. Provide contact name, current telephone numbers and addresses.

2.5 Relevant Experience Commuter Rail & Light Rail Systems and Signal Construction

Identify at least 2 comparable projects within the past 10 years in which the entity(s) served as the prime contractor for construction of commuter rail or light rail communication systems and identify at least 2 comparable projects within the past 10 years in which the entity(s) served as the prime contractor for construction of signal systems. For each project identified, provide the following:

- a) A description of the project (with a comparison of similarities to the current project – schedule demands and transportation elements). Identify whether the systems and signal projects were on new construction or on an operating system.
- b) A narrative of the roles of the entity(s) – Specify amount of work sub-contracted vs self-performed the relationships of the contracting parties.
- c) The value of the initial construction cost by the Owner, the initial estimate/bid by the entity, and final construction cost - with a brief summation of the cost increases that were beyond the control of the entity(s).
- d) Dates of work performed and original contract construction duration and actual duration – with details of reason, if any, project durations extended beyond the original completion date.
- e) Project owner, contact name, telephone number, address, and current email address.
- f) List the name of the Designer/Engineer that your entity worked with and describe the relationship and roles existed to accomplish the goals of the Owner. Provide contact name, current telephone numbers and addresses.
- g) Describe your entity's past experience working with on similar transit projects and your role in system start-up and commissioning.

2.6 Innovative Construction Experience

Describe your entity's successes in the utilization of innovative construction methods for transportation projects and provide a maximum of 5 examples with photos and narratives describing the benefits of cost, schedule, and quality.

Proposers are requested to verify that contact information is correct, and are advised that if the contact information provided is not current, MBTA may elect to exclude the experience represented by that project in determining the Proposer's qualifications. For any entity identified in the SOQ for which experience and qualifications have not been provided, the Proposer may, but is not required to, briefly describe their qualifications and experience in performing the role the Proposer proposes to allocate to them. The description need not be lengthy or go into the level of detail sought in Sections 2.1 - 2.5.

3 **Skills Criteria**

3.1 Cost Control and Job Cost Accounting Reporting

- a. Provide an example Job Cost report that your entity proposes to use to keep track of all costs that the CM/GC self performs. State how the entity establishes cost control measures for projects, how the entity monitors cost growth, and what the entity's general approach is to managing budgetary issues as the project progresses.
- b. Describe your entity's Cost Estimating and what software package you would prefer to use in the development of the GMP. If appropriate, provide examples or demonstrations of why you believe that your software is the best product for all members to use to help in the development of the GMP. *The MBTA would like the CM/GC to use a construction cost estimating software that is, commercially available, and comparable to aspects that Heavy Construction Systems Specialist (HCSS) and Timberline can perform*
- c. Provide an example of what your direct construction cost estimate report will include, showing loaded labor rates, material costs, and equipment costs – broken out from each other. Also detail crew composition and production rates to demonstrate that your firm fully understands the level of detail required for a successful GMP negotiation.

3.2 Project Scheduling Competency

- a) Describe the Proposer's approach to project scheduling.
 1. Describe how your entity has collaboratively integrated and optimize the construction schedule with outside constraints such as utilities, owner's activities, designer's activities, and the overall monitoring of a program management schedule.
 2. Describe how your entity integrates construction cost estimates, into the construction planning process, and how these aspects will be utilized, including the use of 3D and 4D scheduling and/or the use of linear scheduling.
 3. Describe the most important aspects of construction scheduling that your entity utilizes to develop, update, and report on the construction progress, for the life of the project.
- b) Provide two examples of past projects in which your entity implemented acceleration and schedule recovery efforts with a detailed description of the events that lead to the need to take this action and the outcome of those efforts.

3.3 Constructability Reviews

Describe your entity's approach for Constructability reviews as part of the design review process and as input to the applicable Interim GMPs.

4 Safety Criteria

4.1 Construction and Public Safety

- a) Provide a narrative of your overall approach and commitment to safety during construction.
- b) Describe the entity's overall approach to construction zone safety. Detail number of lost time accidents and number of fatalities.
- c) Describe the entity's approach and commitment to the public's safety.
- d) Accident Prevention Program: Submit two copies of your entity's Accident Prevention Program in SOQ Volume 3.

4.2 Transit Operations Safety

Describe similar plans, from past transit experience, that you may recommend to alleviate any issues with safety during construction

4.3 Experience Modification Rating (EMR)

- a) Safety History: Provide the Experience Modification Rating (EMR) for each Proposer entity on RFQ Form I.
- b) Provide statistics to demonstrate your entity's safety record while self-performing work and while managing sub-contractors.
- c) List any references from your insurance company that the MBTA may call to validate aspects of your firm's/entity's safety record.

4.4 Safety History

Provide the OSHA Incident Rate (OSHA 300 Summary) for the last 3 years for the CM/GC Entities and major subcontracting participants on RFQ Form I.

5 Corporate EEO and Affirmative Action Plan

5.1 Equal Employment Opportunity / Affirmative Action Plan

Submit a copy of the Affirmative Action/EEO Plan for the employment of minorities and women in response to the RFQ in SOQ Volume 1 Appendix ~~F~~ H. This submittal requirement is applicable to Proposer entities and identified subcontractors that employ 50 or more persons and will be entering into a contract in an amount of \$50,000 or more.

The Proposer will identify a person to be responsible for securing compliance with and reporting progress on all EEO efforts initiated and taken.

5.2 Employee Profile

Provide Employee Profiles for each Proposer entity identified in the SOQ by the ethnic and gender composition of their firm on RFQ Form K-1.

5.3 Diversity within the CM/GC Team

Provide the Proposer's Management Team diversity ~~and employee~~ profile, illustrating the ethnic and gender composition of the proposed organization for the Project on RFQ Form K-2.

Volume 1 Appendices

The appendices to Volume 1 of the SOQ shall contain the following:

Appendix A Forms

Refer to RFQ Attachment C for the forms.

Form A	Transmittal Letter – To be provided at the beginning of Volume 1, not in Appendix A
Form B	Information Regarding Proposer and Equity Members (to be filled out for the Proposer and each equity member). <i>Proposers are advised that Form B may be released to the public and media.</i>
Form C	Proposer. Certificate of Eligibility
Form D	Certification Regarding Debarment, Suspension Ineligibility, and Voluntary Exclusion
Form E	Affidavit of Compliance
Form F	Affidavit of Prevailing Wage Compliance
Form G	Certification of Tax Compliance
Form H	Terminations and Legal Proceedings
Form I	Safety Record
Form J	DBE Workforce Compliance Record
Form K-1	Firm's Employee Profile (EEO Profile)
<u>Form K-2</u>	<u>Proposer's Management Diversity Profile</u>
Form L	List of Key Personnel
Form M	Proposer's Checklist

Appendix B Prequalification Certification

Provide a copy of the CM/GC Proposer's Prequalification Certification issued by the MBTA, indicating the classifications and single project limit amounts approved by the MBTA.

Appendix C Surety Letter

Provide evidence from a surety or an insurance company indicating that the Proposer is capable of obtaining a Performance Bond and Payment Bond in an amount of up to \$700 million. Alternatively, the SOQ may include evidence from a bank indicating that the Proposer is capable of obtaining a standby letter of credit in the amount of up to \$700 million. The evidence shall take the form of a letter from a surety/insurance company or bank, as applicable, indicating that such capacity exists for the Proposer or the team member with the primary responsibility for construction. Letters indicating "unlimited" bonding capability or letter of credit capacity are not acceptable.

The surety/insurance company or bank providing such letter must be rated in one of the two top categories by two nationally recognized rating agencies or at least A- (A minus) or better or Class VIII or better by "AM Best Company," and must indicate the relevant rating in the letter. The letter must specifically state that the surety/insurance company or bank, as applicable, has read this RFQ and evaluated the Proposer's backlog and work-in-progress in determining its bonding or letter of credit capacity. In instances where the response to Attachment A, Volume 2, Section B contains descriptions of proposed or anticipated changes in the financial condition of the Proposer or any other entity for which financial information is submitted as required hereby for the next reporting period, a certification that the surety's/bank's analysis specifically incorporates a review of the factors surrounding such changes and identifying any special conditions which may be imposed before issuance of surety bonds or a letter of credit for the Project.

If a Proposer or team member responsible for construction, as applicable, is a joint venture, partnership, limited liability company or other association, separate letters for one or more of the individual equity participants of the Proposer or team responsible for construction, as applicable, are acceptable, as is a single letter covering all equity participants.

Appendix D Legal Qualifications

The following information regarding legal issues affecting the Proposer and its members shall be submitted:

1 Legal Issues

Identify and explain any significant anticipated legal issues which the Proposer must resolve in order to carry out the Project and its obligations under any CM/GC contract.

2 Legal Liabilities

Provide a list and a brief description of all instances during the last five years involving transportation projects in which the Proposer (or any other organization that is under common ownership with the Proposer), any equity member, or any Major Non-Equity Member was (i) 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 (ii) terminated for cause. For each instance, identify an owner's representative with a current phone and fax number (and e-mail address if available).

3 Legal Proceedings

Provide a list and a brief description (including the resolution) of each arbitration, litigation, dispute review board and other dispute resolution proceeding occurring during the last five years involving Proposer (or any other organization that is under common ownership with the Proposer), any equity member or any major non-equity member and involving an amount in excess of \$500,000 related to performance in capital transportation projects with a contract value in excess of \$25 million.

Include a similar list for all projects included in the response to Attachment A, Volume 1, Section 2, regardless of whether the dispute occurred during the past five years or involved the same organization that is on the Proposer's team. For each instance, identify an owner's representative with a current phone and fax number (and email address if available).

With respect to the information solicited in Attachment A, Volume 1 Appendix D, failure to provide this information, conditional or qualified submissions (i.e., "to our knowledge", "to the extent of available information", "such information is not readily available", "such information is not maintained in the manner requested", etc.) to requests or questions posed, incomplete or inaccurate submissions or non-responsive submissions, or failure to provide information enabling the MBTA to contact owner representatives may, in the sole discretion of the MBTA, lead to a lower evaluation score and/or a "fail" rating for the team or disqualification from the procurement process.

Appendix E Personnel Qualifications

Provide resumes for the each of the Key Personnel as noted in Volume 1, Section 1.3.

Proposer shall include an express, written commitment that the individuals designated in the SOQ for the positions or roles described in Attachment A, Volume 1, Section 1.3 shall be available to serve the role so identified in connection with the Project. While MBTA recognizes personnel availability and scheduling issues impact the Proposers, Proposers are urged only to identify and proffer personnel that they believe will be available for, and intend to assign to work on, the Project for the positions identified. Procedures concerning changes of such personnel will be set forth in the RFP; however, requests to implement such changes will be reviewed very carefully by MBTA and shall be subject to prior MBTA approval. Failure to obtain MBTA approval for such changes may result in disqualification of the Proposer by MBTA.

~~Appendix F Affirmative Action/Equal Employment Opportunity Plan~~

~~Provide a copy of the AA/EEO Plan, as noted in Attachment A, Volume 1, Section 5.1.~~

Appendix F Reference Projects

Provide the project descriptions for projects identified in Attachment A, Volume 1, Section 1 and 2.

Appendix G Joint Venture Agreement

Provide a copy of the Joint Venture Agreement, as noted in Attachment A, Volume 1, Section 1.1.A.3.

~~Appendix H Accident Prevention Program~~

~~Provide a copy of the Accident Prevention Program, as noted in Attachment A, Volume 1, Section 4.1.d.~~

Appendix H Affirmative Action/Equal Employment Opportunity Plan

Provide a copy of the AA/EEO Plan, as noted in Attachment A, Volume 1, Section 5.1.

VOLUME 2 OF ~~2~~ 3

Volume 2 of the SOQ shall contain the following information for each equity member of the Proposer:

Section A. Financial Statements and Credit Ratings

Financial statements for the Proposer and equity members of Proposer for the three most recent completed fiscal years, must be provided to demonstrate financial capability of the Proposer.

Financial Statement information must include:

- i. Opinion Letter (Auditor's Report)
- ii. Balance Sheet
- iii. Income Statement
- iv. Statement of Changes in Cash Flow
- v. Footnotes audited by a certified public accountant in accordance with generally accepted accounting principles (GAAP).

In addition, Financial Statements must meet the following requirements:

GAAP: Financial Statements must be prepared in accordance with U.S. Generally Accepted Accounting Principles (U.S. GAAP). If financial statements are prepared in accordance with principles other than U.S. GAAP, 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.

U.S. Dollars: Financial statements must be provided in **U.S. dollars**. If financial statements are not available in U.S. dollars, the Proposer must include summaries of the Income Statements and Balance Sheets for the applicable time periods converted to U.S. dollars by a certified public accountant.

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 an equity owner, the SOQ shall include unaudited financial statements for such member, certified as true, correct and accurate by the chief financial officer or treasurer of the entity.

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 must be accompanied with the original financial statement information.

Newly Formed Entity: If the Proposer is a newly formed entity and does not have independent financial statements, financial statements for the equity owners shall be provided (and the Proposer shall expressly state that the Proposer is a newly formed entity and does not have independent financial statements).

Guarantor Letter of Support: If Financial Statements of a parent company or affiliate company ("Guarantor") are provided to demonstrated financial capability of the Proposer or equity members of the Proposer, an appropriate letter from the Guarantor must be provided confirming that it will financially support all the obligations of the Proposer or equity member of the Proposer with respect to the Project. Proposers shall note that MBTA may, in its discretion based upon the review of the information provided, specify that an acceptable Guarantor is required as a condition of shortlisting.

SEC Filings: If the team or any other entity for whom 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 which has been filed since the latest filed 10K.

Confidentiality: The Proposer shall identify any information which it believes is entitled to confidentiality under M.G.L. Chapter 66, by placing the word “confidential” on each page as described in Section 6.2 of the RFQ.

Credit Ratings: Appropriate credit ratings must be supplied for each Proposer, equity member, and Guarantor to the extent such entities have credit ratings. If no credit ratings exist, include a statement specifying that no credit ratings exist for that entity.

Section B. Material Changes in Financial Condition

Information regarding any material changes in financial condition for Proposer, each equity owner, and Guarantor for the past three years and anticipated for the next reporting period. If no material change has occurred and none is pending, the Proposer, equity owner, or Guarantor as applicable, shall provide a letter from its chief financial officer or treasurer so certifying.

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

At the discretion of MBTA, 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 will 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.

Where a material change will have a negative financial impact, the affected entity shall also 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. If the financial statements indicate that expenses and losses exceed income in each of the 3 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.

List of Representative Material Changes

- 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;
- A change in tangible net worth of 10% of shareholder equity;
- 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;
- A change in credit rating for the affected entity, a related business unit, or parent corporation of the affected entity;
- 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;
- 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: (i) incurs a net operating loss; (ii) sustains charges exceeding 5% of the then shareholder equity due to claims, changes in accounting, write-offs or business restructuring; or (iii) implements a restructuring/reduction in labor force exceeding 200 positions or involves the disposition of assets exceeding 10% of the then shareholder equity;
- Other events known to the affected entity, a related business unit or parent corporation of the affected entity which represents a material change in financial condition over the past three years or may be pending for the next reporting period.

Section C. 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 all off balance sheet liabilities.

Package the information separately for each separate entity with a cover sheet identifying the name of the organization and its role in the Proposer's organization (i.e., equity member, lead design firm, subcontractor, etc.).

VOLUME 3 OF 3

Volume 3 of the SOQ shall contain a copy of the Proposer's Accident Prevention Program, as noted in Attachment A, Volume 1, Section 4.1.d.

ATTACHMENT B

SOQ EVALUATION CRITERIA (VOLUME 1)

The Request for Qualifications will be evaluated against the criteria set forth below. The Prequalification Committee may, as part of this selection process review the references and other pertinent information and specifically reserves the right to perform due diligence and investigate the prospective CM/GC Proposer and/or its team.

The Prequalification Committee will rate any proposal as incomplete that fails to include any information required in this RFQ.

1. Team Experience Criteria

The Prequalification Committee will rate highly CM/GC Proposers whose staffing plans set forth an effective organization for management of the project, clearly delineate all staff members experience on similar complex projects, and how the CM/GC Proposer's team will work collaboratively with the MBTA, the Program Management Team and the Designers. As part of the staffing plan, Joint Venture members and/or subcontractors, if any, must be identified and their roles delineated. Managerial and technical personnel for this project will have demonstrated experience in successful projects similar in size, duration and complexity. Resumes must be provided for all personnel anticipated to have a significant role in the project.

Additionally, the Prequalification Committee will rate highly CM/GC Proposers who demonstrate Key Personnel who have worked together on comparable projects. If a Joint Venture is proposed, the CM/GC Proposer should demonstrate that the JV entities and key personnel have worked in a joint venture on previous successful projects. The CM/GC Proposer should list JV experience together, JV experience with other partners, roles of JV entities, and key personnel experience working in a JV, if applicable.

2. General Contractor Experience

The Prequalification Committee will rate highly CM/GC Proposers who demonstrate their past experience on comparable rail and transit projects, as well as experience in projects involving bridges, viaducts, maintenance facilities and transit stations.

The Prequalification Committee will rate highly CM/GC Proposers who demonstrate their successful approach and execution on past similar projects and who executed innovative construction methods that saved time and money.

3. Skills Criteria

The Prequalification Committee will rate highly CM/GC Proposers whose schedule approach describes how the CM/GC Proposer will accomplish the preconstruction and construction activity for this project in a timely manner reflecting a practical understanding of the complexities of this project and of critical path activities.

Highly ranked CM/GC Proposers will demonstrate their successful approach, in past projects, to cost and schedule control and give examples of accelerated techniques used on past projects to keep within the budget and schedule.

4. Safety Criteria

The Prequalification Committee will rate highly CM/GC Proposers whose Experience Modification Rating (EMR), OSHA Incident Rate, and accident prevention programs demonstrate a corporate commitment to safety.

5. Corporate EEO Profile and Affirmative Action Plan

The Prequalification Committee will rate highly CM/GC Proposers whose Corporate Affirmative Action Plan, DBE performance history, labor workforce (MMU/FMU) history and the diversity of the proposed team demonstrate a corporate commitment to diversity and inclusion.

ATTACHMENT C

RFQ FORMS

List of Forms

Form A	Transmittal Letter
Form B	Informational Regarding Proposer and Equity Members
Form C	Certification of Eligibility
Form D	Certification Regarding Debarment
Form E	Affidavit of Compliance
Form F	Affidavit of Prevailing Wage Compliance
Form G	Certification of Tax Compliance
Form H	Terminations and Legal Proceedings
Form I	Safety Record
Form J	DBE Workforce Compliance Record
Form K-1	Firm's Employee Profile (EEO Profile)
<u>Form K-2</u>	<u>Proposer's Management Diversity Profile</u>
Form L	List of Key Personnel
Form M	Proposer's Checklist

FORM A

TRANSMITTAL LETTER

PROPOSER: _____

SOQ Date: [Insert Date]

Massachusetts Bay Transportation Authority
Contract Administration
10 Park Plaza, 6th Floor
Boston, MA. 02116

Attn: Margaret Hinkle

The undersigned ("Proposer") submits this proposal and qualification submittal (this "SOQ") in response to that certain Request for Qualifications dated as of January 9, 2013 (as amended, the "RFQ"), issued by the Massachusetts Bay Transportation Authority ("MBTA") to perform preconstruction services and construction on the Green Line Extension Project, as described in the RFQ. Initially 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: Transmittal Letter (this Form A), Executive Summary, Confidential Information List, Entity Qualifications, Appendix A (remaining SOQ Forms), Appendix B (Prequalification Certification), Appendix C (Surety Letter), Appendix D (Legal Qualifications), ~~and Appendix E (Project Descriptions), and Appendix F-E (Personnel Qualifications), Appendix F (Reference Projects), Appendix G (Joint Venture Agreements, and Appendix H (Affirmative Action/EEO Plan).~~

Volume 2: Financial Qualifications

Volume 3: Accident Prevention Program

Proposer acknowledges receipt, understanding and full consideration of all materials posted on the Website (http://www.mbtta.com/business_center/bidding_solicitations/current_solicitations/) as set forth in Section 3.6 of the RFQ, and the following addenda and sets of questions and answers to the RFQ:

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

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

Proposer understands that MBTA is not bound to select Proposers for issuance of an RFP and may reject each SOQ MBTA may receive.

Proposer further understands that all costs and expenses incurred by it in preparing this SOQ and participating in the Project procurement process will be borne solely by the Proposer.

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

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

Proposer's business address:

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

State or Country of Incorporation/Formation/Organization: _____

[insert appropriate signature block from following pages]

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

[Insert Proposer's name]

By: _____

Print Name: _____

Title: _____

2. Sample signature block for partnership or joint venture:

[Insert Proposer's name]

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 Proposer's name]

By: _____

Print Name: _____

Attorney in Fact

FORM B

INFORMATION REGARDING PROPOSER AND EQUITY MEMBERS

(for Public Release)

Name of Proposer: _____

Name of Firm: _____

Year Established: _____ Individual Contact: _____

Individual's Title: _____

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

North American Industry Classification Code: _____ Fax No.: _____

Name of Official Representative (if applicable): _____

Business Organization (check one):

- ☐ Corporation (If yes, then indicate the State and Year of Incorporation.)
- ☐ Partnership (If yes, complete Sections A-C and the Certification form (FORM B) for each member.)
- ☐ Joint Venture (If yes, complete Sections A-C and the Certification form (FORM B) for each member.)
- ☐ Limited Liability Company (If yes, complete Sections A-C and the Certification form (FORM B) for each member.)
- ☐ Other (describe)

A. Business Name: _____

B. Business Address: _____

Headquarters: _____

Office Performing Work: _____

Contact Telephone Number: _____

- C. If the entity is a Joint Venture, Partnership or Limited Liability Company, indicate the name and role of each member firm in the space below. Complete a separate Information form (FORM B) for each member firm and attach it to the SOQ. Also indicate the name and role of each other financially liable party and attach a separate form.

Name of Firm

Role

- D. Identify any agreements between the Team Members as to how they will operate as the CM/GC. Include agreements on management, performance of work etc.....

Under penalty of perjury, I certify that the foregoing is true and correct, and that I am the firm's Official Representative:

By: _____ Print Name: _____

Title: _____ Date: _____

[Please make additional copies of this form as needed.]

FORM C

CERTIFICATION OF ELIGIBILITY

A BIDDER WILL NOT BE ELIGIBLE FOR CONSIDERATION OR AWARD OF A CONTRACT UNLESS SUCH BIDDER HAS SUBMITTED THE FOLLOWING CERTIFICATION PERTAINING TO INELIGIBLE CONTRACTORS WHICH WILL BE DEEMED A PART OF THE RESULTING CONTRACT.

A. The _____
(Name of Individual or Concern submitting this bid)

hereby certifies that **it is not included** on the U.S. Comptroller General's Consolidated **List of Parties Excluded from Federal Procurement and Nonprocurement Programs** for Violations of Various Public Contracts Incorporating Labor Standards Provisions.

OR

B. The _____
(Name of Individual or Concern submitting this bid)

hereby certifies that **it is included** on the U.S. Comptroller General's Consolidated **List of Parties Excluded from Federal Procurement and Nonprocurement Programs** for Violations of Various Public Contracts Incorporating Labor Standards Provisions.

(Signature of authorized representative of Bidder)

FORM D

**CERTIFICATION REGARDING DEBARMENT, SUSPENSION
INELIGIBILITY AND VOLUNTARY EXCLUSION**

The Primary Participant (potential contractor for a major third party contract) certifies to the best of its knowledge and belief, that it, and its principals:

1. Are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from covered transactions by any Federal, State or local department or agency.
2. Have not within a three-year period preceding this bid been convicted of or had a civil judgment, rendered against them 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 public transaction; violation 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;
3. Are not presently indicted for or otherwise criminally charged by a governmental entity (Federal, State or local) with commission of any of the offenses enumerated in paragraph, (2) of this certification; and
4. Have not within a three-year period preceding this bid had one or more public transactions (Federal, State or local) terminated for cause of default.

If the Primary Participant (potential contractor for a major third party contract) is unable to certify to any of the statements in this certification with respect to it or its principals, the Bidder shall attach an explanation to this certification).

THE PRIMARY PARTICIPANT (POTENTIAL CONTRACTOR FOR A MAJOR THIRD PARTY CONTRACT) CERTIFIES OR AFFIRMS THE TRUTHFULNESS AND ACCURACY OF THE CONTENTS OF THE STATEMENTS SUBMITTED ON OR WITH THIS CERTIFICATION AND UNDERSTANDS THAT THE PROVISIONS OF 31 U.S.C. SECTIONS 3801 ET SEQ. ARE APPLICABLE THERETO.

Primary Participant: _____
Signature

Title of Authorized Official

The undersigned chief legal counsel for the _____ hereby certifies
that _____ has authority under State and local law to comply with the
(Authorized Official)

subject assurances and that the certification above has been legally made.

Signature of Applicant's Attorney

Date

FORM D (continued)

**CERTIFICATION REGARDING DEBARMENT, SUSPENSION
INELIGIBILITY AND VOLUNTARY EXCLUSION (continued)**

Primary Covered Transactions

1. By signing and submitting this Proposal the prospective participant is providing the certification in accordance with 49 CFR Part 29.
2. The inability of a person to provide the certification will not necessarily result in denial of participation in this covered transaction. The prospective participant shall submit an explanation of why it cannot provide the certification. The certification or explanation will be considered in connection with the department or agency's determination whether to enter into this transaction. However, failure of this prospective primary participant to furnish a certification or an explanation shall disqualify such a person from participation in this transaction.
3. The certification is a material representation of fact upon which reliance was placed when the department or agency determined to enter into this transaction. If it is later determined that the prospective primary participant knowingly rendered an erroneous certification, in addition to other remedies available to the Federal Government, the department or agency may terminate this transaction for cause of default.
4. The prospective primary participant shall provide immediate written notice to the department or agency to whom this proposal is submitted if at any time the prospective primary participant learns that its certification was erroneous when submitted or has become erroneous by reason of changed circumstances.
5. The prospective primary participant agrees by submitting this proposal that, should the proposed covered transaction be entered into, it shall not knowingly enter into any lower tier covered transaction with a person who is debarred, suspended, declared ineligible, or voluntarily excluded from participation in this covered transaction, unless authorized by the department or agency entering into this agreement.
6. The prospective primary participant further agrees by submitting this proposal that it will include the clause titled "Certification regarding Debarment, Suspension, Ineligibility and Voluntary Exclusion - Lower Tier Covered Transaction", without modification, in all lower tier covered transactions and in all solicitations for lowered tier covered transactions.
7. Except for transactions authorized under paragraph (5) of these instructions, if a participant in a covered transaction knowingly enters into a lower tier covered transaction with a person who is suspended, debarred, ineligible, or voluntarily excluded from participation in this transaction, in addition to other remedies available to the Federal Government, the department or agency may terminate this transaction for cause or default.

FORM E

AFFADAVIT OF COMPLIANCE

_____ Massachusetts Business Corp. _____ Foreign Corp. _____ Non-Profit Corp.
I, _____, President _____ Clerk _____ of
_____, principal office is located at

I do hereby certify that the above named corporation has filed with the State Secretary all certificates and annual reports required by Chapter 156B Sec. 109 (business corporation), by Chapter 181, Sec. 4 (foreign corporation) or by Chapter 180, Sec. 26A (non-profit corporation) of the Massachusetts General Laws.

SIGNED UNDER THE PENALTIES OF PERJURY this ____ day of _____, 20__.

Signature of Duly Authorized Corporate Officer

FORM F

AFFADAVIT OF PREVAILING WAGE COMPLIANCE

I, _____, _____, of the
Name Title

_____, with a principal office is located at _____
Offeror's Company Name

do hereby certify that the above named corporation will comply with the prevailing wage laws as set forth in Sections 26 and 27 of the Massachusetts General Laws.

SIGNED UNDER THE PENALTIES OF PERJURY this ____ day of _____, 20 ____.

Signature of Duly Authorized Corporate Officer

FORM G

CERTIFICATION OF TAX COMPLIANCE

MASSACHUSETTS BAY TRANSPORTATION AUTHORITY

Pursuant to M.G.L. Ch. 62c. sec. 49a.

I, _____,
President, _____, Clerk, _____, Partner, of
_____, _____, hereby certify

Under the penalties of perjury that _____ has, to my best
knowledge and belief, filed all state tax returns and paid all state taxes required under law.

Federal Identification Number
or Social Security Number

Company Name

Signature

Name of Duly Authorized (type/print)

Title/Company Position

FORM H

TERMINATIONS AND LEGAL PROCEEDINGS

I, _____, _____, of the
Name Title

_____, with a principal office is located at _____
Proposer's Company Name

do hereby certify that attached hereto is a copy of Proposer's Schedule "E" Terminations and Legal Proceedings. :

SIGNED UNDER THE PENALTIES OF PERJURY this ____ day of _____, 20__.

Signature of Duly Authorized Corporate Officer:

ATTACH SCHEDULE "E" TO THIS AFFIDAVIT

FORM H (Continued)

Schedule E -Termination and Legal Proceedings

TERMINATIONS, INCOMPLETE PROJECTS, LIQUIDATED DAMAGES PAID

List each and every project on which the firm was **terminated, failed to complete the work,** or **paid liquidate damages** within the past five (5) years. Failure to provide a complete and accurate list may result in a firm being deemed unqualified and further action may be taken against the firm. Attach additional sheets if necessary.

Project Name & Location	Owner	Scope of Work	start/end dates performed	estimated Value	% Complete	Reason

CONVICTIONS AND FINES

List all convictions and fines incurred by the respondent firm or any of its principals for violation of any state or federal law within the past five (5) years. Failure to provide a complete and accurate list may result in a firm being deemed unqualified and further action may be taken against the firm. Attach additional sheets if necessary.

Project Name & Location	Matter Caption	List Enforcement Agency and all parties	Location of Proceedings	Description of Action	Start/End Dates	Status and Outcome

FORM H – Schedule E (Continued)

LEGAL PROCEEDINGS

List all litigation (excluding personal injury or workers' compensation) involving a construction project or contract in which the respondent firm was a named party, whether currently pending or concluded within the past five (5) years. Failure to provide a complete and accurate list may result in a firm being deemed unqualified and further action may be taken against the firm. Attach additional sheets if necessary.

Project Name & Location	Case Caption	List all Parties	Location of Proceedings	Description of Dispute	Start/End Dates	Status and Outcome

FORM I

SAFETY EXPERIENCE RECORD

PROPOSER: _____

Provide history of past three years for the firm's safety record.

1. Provide your team's Experience Modification Rate (EMR)

YEAR	EMR
2012	
2011	
2010	

2. Provide your team's OSHA Recordable Incident Rate

YEAR	OSHA Recordable Incident Rate
2012	
2011	
2010	

3. Has your company received any OSHA citations during the Past three (3) years? If so, please explain.

FORM J

DBE WORKFORCE COMPLIANCE RECORD

Proposer: _____

Provide the last five years of history in achieving DBE goals on projects. Identify project goal and the DBE % achieved at the completion of the project. This to be provided for the Proposer and all Equity Team Members.

[illegible]

Signature of Duly Authorized Corporate Officer

FORM K-1

FIRM'S EMPLOYEE PROFILE

Proposer: _____

Provide the ~~Proposer's Management Team diversity and~~ employee profile, illustrating the ethnic and gender composition for each JV entity of the proposed organization ~~for the Project~~.

Gender	<u>White</u> American <u>Native</u>	<u>Black</u> American	<u>Hispanic</u> American	<u>White</u> <u>Native</u> American	<u>Multi</u> <u>Subcont.</u> <u>Asian</u> American	<u>Asian-</u> Pacific <u>Island</u> American	<u>Not</u> <u>Specif</u> <u>ied</u> <u>Other</u>	Total
Male								
Female								
Total								

FORM K-2

PROPOSER'S MANAGEMENT DIVERISTY PROFILE

Proposer: _____

Provide the anticipated management team profile, illustrating the ethnic and gender composition for the Proposer's proposed organization.

<u>Gender</u>	<u>White American</u>	<u>Black American</u>	<u>Hispanic American</u>	<u>Native American</u>	<u>Subcont. Asian American</u>	<u>Asian- Pacific American</u>	<u>Other</u>	<u>Total</u>
<u>Male</u>								
<u>Female</u>								
<u>Total</u>								

FORM L
LIST OF KEY PERSONNEL

Proposer: _____

List the key personnel noted below to be assigned to the project.

1. Principle-in-Charge _____
2. Project Manager _____
3. Construction Engineer _____
4. Site Supervisors _____
5. Chief Estimator _____
6. Chief Scheduler _____
7. General Foremen _____
8. CM/GC Compliance Officer _____
9. Any other key staff that your team considers key to your operation.

\

FORM M

PROPOSER'S CHECKLIST

FOR INFORMATION ONLY

This checklist is provided to assist Bidders in determining that required signatures and submittals are included along with the Bid Proposal.

	ITEM	ACTION REQUIRED	CONFIRM IN
A	Transmittal letter	Proposer complete and attach.	
B	Information Regarding Proposer and Equity Members	Proposer complete and sign	
C	Certification of Eligibility	Proposer's authorized signature	
D	Certification Regarding Debarment	Proposer's authorized signature	
E	Affidavit of Compliance	Proposer's authorized signature	
F	Affidavit of Prevailing Wage Compliance	Proposer's authorized signature	
G	Certification of Tax Compliance	Proposer's authorized signature	
H	Terminations and Legal Proceedings	Proposer to furnish data	
I	Safety Record	Proposer to furnish data	
J	DBE Workforce Compliance	Proposer's authorized signature	
K	Firm's Employee Profile (EEO Profile)	Furnish firms employee profile	
L	List of Key Personnel	Furnish names, roles and duration.	
M	Proposer's Checklist	Proposer to Complete	