

REQUEST FOR QUALIFICATIONS

BY THE

KENTUCKY TRANSPORTATION CABINET

FOR THE

OPERATION AND MAINTENANCE OF THE

EAST END CROSSING TUNNEL

THROUGH AN OPERATION AND MAINTENANCE AGREEMENT

Contract ID: 22-9001

ISSUED

August 16, 2022

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1 INTRODUCTION

The Kentucky Transportation Cabinet (Cabinet) is issuing this Request for Qualifications (RFQ) for the purpose of soliciting Statements of Qualifications (SOQs) from qualified entities (Proposers) to provide operation and maintenance (O&M) services associated with the East End Crossing Tunnel.

The scope of work includes the operation and maintenance of approximately three miles of KY 841(I-265) in Jefferson County, KY, between I-71 and the Ohio River, which includes operation and maintenance of the East End Crossing Tunnel (Work).

2 PROCUREMENT PROCESS

2.1 Overview

The Cabinet will follow a two-phase procurement process for this solicitation. The phases will be an RFQ Phase and a Request for Proposal (RFP) Phase.

2.2 RFQ-Phase

The first phase is the solicitation of SOQs, which is the purpose of this RFQ. A Proposer that submits a SOQ in response to this RFQ will be evaluated based on the criteria identified in Section 5 (Evaluation Process and Criteria).

Based on the SOQs, the Cabinet will prepare a short-list of Proposers to participate in the second phase of the procurement process. The Cabinet anticipates selecting no more than four Proposers submitting a SOQ to be short-listed.

2.3 RFP-Phase

The second phase of the procurement will begin once the Cabinet has developed a list of short-listed Proposers. This RFP-Phase will require each short-listed firm to prepare a technical and price proposal. Details of what will be required in the proposal will be provided at a later date.

The Cabinet will solicit input from the short-listed Proposers on a draft RFP, inclusive of the O&M Agreement, prior to the issuance of a final RFP. The Cabinet may conduct one or more individual meetings with short-listed Proposers prior to or after issuance of the RFP. The criteria for evaluating proposals in response to the RFP will be identified in the RFP.

Following receipt and evaluation of proposals, the Cabinet will determine which Proposer's proposal provides the apparent best value to the Cabinet.

Although not prerequisite for short-listing, each Proposer will be required to be prequalified in the following work categories in order for its Proposal to be considered responsive. Additionally, subcontractors shall be required to be prequalified in the work item which they are performing as a subcontractor. Note that the list of pre-qualifications below may change, however, any change will be communicated as part of the RFP with accommodations to the time required to receive the prequalification.

- ITS – System, Maintenance, Management and Operations
- I44 – Integrated Traffic Management Systems
- I37 – Traffic Control

2.4 RFQ-Phase Schedule

The Cabinet anticipates carrying out the RFQ-phase in accordance with the following schedule, which is subject to modification from time to time at the sole discretion of the Cabinet:

Table 1: Anticipated Schedule

Activity	Anticipated Date
Issue Request for Qualifications	August 16, 2022
Pre-Submittal Conference	August 19, 2022, 11:00 a.m. local time (virtual)
Deadline for questions regarding the RFQ	August 26, 2022
Issue Request for Qualifications Addendum #1	September 9, 2022
SOQ Due Date	September 20, 2022
Short list determination	October 7, 2022

Proposers are responsible for monitoring the Cabinet’s website, www.transportation.ky.gov/Construction-Procurement/Pages/Alternative-Delivery.aspx, for addenda, revisions, or other information related to this RFQ and the process designated herein.

The Cabinet intends to issue the RFP shortly after selection of the short-listed Proposers and anticipates execution of an O&M Agreement in the spring of 2023.

2.5 Questions Concerning this RFQ

Proposers may submit written questions and requests for clarification to the Cabinet at any time prior to 3:00 pm local time August 26, 2022.

All questions concerning this RFQ must be submitted via email to KYTC.EECTOM@ky.gov, attention Tracy Nowaczyk. The email must include “East End Crossing Tunnel” in the subject line and have Appendix B –Questions and Answers completed as an attachment. RFQ questions must:

- Be listed separately;
- Not identify the Proposer in the body of the comment;
- Be sequentially numbered; and
- Specifically reference the relevant RFQ section and page number (include the exact language in question) unless it is a general question.

The Cabinet intends to provide responses to RFQ questions on the date shown for the addendum to the RFQ in Table 1. The Cabinet may rephrase RFQ questions as it deems appropriate and may consolidate similar questions. The Cabinet may issue multiple sets of responses at different times during the RFQ phase.

Responses to questions will be posted on the procurement website for the benefit of all potential Proposers and can be identified by looking for a file that includes “Questions & Answers” in the filename. The Cabinet is under no obligation to respond to questions submitted by Proposers as part of this RFQ.

2.6 Clarifications and Addenda

RFQ clarifications and addenda will be available whenever necessary prior to the SOQ submittal date. Proposers are responsible for monitoring the website, www.transportation.ky.gov/Construction-Procurement/Pages/Alternative-Delivery.aspx for information, updates, or announcements regarding this RFQ.

2.7 RFQ Pre-Submittal Conference

The Cabinet will host a virtual RFQ pre-submittal conference on the date listed in Table 1. Attendance is not a condition of submitting a SOQ or being short-listed, however, the conference will neither be recorded nor made available at a later date. The purpose of the conference is for the Cabinet to respond to questions about the Project, including questions about the process for submitting a SOQ.

Interested parties must submit a request to attend by 10:00 a.m. local time the day before the conference. Requests must be submitted to KYTC.EECTOM@ky.gov, attention Tracy Nowaczyk and include “EECT RFQ Pre-Submittal Conference” in the subject line. All respondents will be sent an invitation to attend by the morning of the conference.

2.8 Proposer and Person

When any requirement of this RFQ requires information to be provided, items to be certified, or representations to be made by the Proposer, such reference shall mean the Proposer collectively including:

1. The Proposer if the Proposer is a single entity;
2. All members of a joint venture if the Proposer is a joint venture;
3. Any Subcontractor that is anticipated to perform more than 25 percent of the value of the Work;
4. Any Subcontractor whose involvement is necessary to meet the Project requirements or whose qualifications and experience the Proposer wants to be considered in evaluation of the SOQ;
5. Any Person that directly or indirectly, through one or more intermediaries, controls, is controlled by, or is under common control with a Person meeting the requirements in [1] – [4] above; and
6. Any Person for which 15 percent or more of the equity interest in such Person is held directly or indirectly, beneficially or of record, by any Person meeting the requirements of [1] - [4] above.

As used in this Section 2.8, the term “control” means the possession, directly or indirectly, of the power to cause the direction of the management of a Person, whether through voting securities, by contract, by family relationship, or otherwise.

Person shall mean, any individual, corporation, company, voluntary association, partnership, trust, unincorporated organization, or Governmental Person, including the Cabinet.

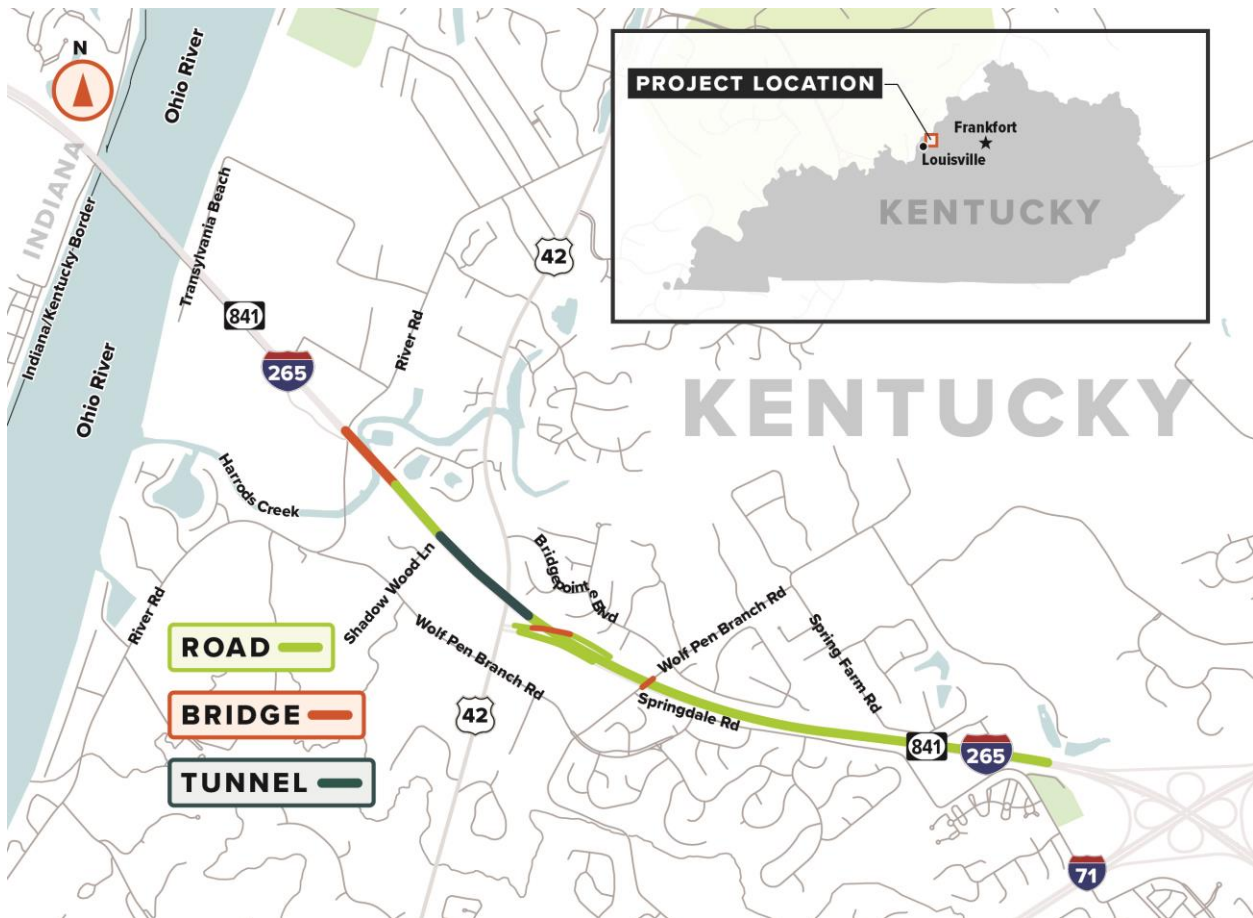
3 PROJECT INFORMATION AND STATUS

The East End Crossing Tunnel is currently being managed by Peraton. Upon selection of a Contractor through this procurement process, the O&M service obligations will ultimately be transferred to the selected Contractor, and a transition plan will be jointly prepared by the selected Contractor and the Cabinet to transition all responsibilities over a period of no more than 60 days.

3.1 Project Scope

The Contractor shall provide Routine Maintenance and Renewal Work for the East End Crossing Tunnel and related transportation facilities along KY 841 (I-265) between MP 35.15 and MP 37.75, as shown in Figure 1 (the Project). This includes providing all items of equipment, materials, supplies, and resources required for performance of the Work.

Figure 1: East End Crossing Tunnel Project Limits



3.2 Reference Information Documents

The Cabinet has assembled Reference Information Documents (RID) that will be made available to short-listed Proposers. The RID will include items such as the existing O&M Manual, as-built drawings, maintenance logs, and third-party agreements and is for information only.

4 SUBMITTAL AND CONTENT OF THE SOQ

As further discussed in Section 6 (Submittal Requirements), Proposers shall submit two PDFs, one for team qualifications and one for financial qualifications (max file size of 10 MB). Files should be named “ProposerName_Volume 1” and “ProposerName_Volume 2”.

SOQs must contain the information set forth in this Section 4 and must be submitted in conformance with the procedures set forth herein.

SOQs must include:

1. Proposer Qualifications and Experience (as discussed in Section 4.1)
2. Proposer Financial Qualifications (as discussed in Section 4.2)

4.1 Proposer Qualifications and Experience

The following information regarding the Proposer's qualifications, experience, technical competence, specific role the Proposer or its subcontractors, as defined in Section 2.8 (Proposer and Person), have performed on prior projects, and collective capability to perform the O&M responsibilities shall be included in the response to the RFQ:

1. Submit a narrative no longer than 5 pages showing how Proposer is qualified to perform the O&M work as outlined in the draft O&M Agreement. The narrative should generally include:
 - a. A minimum of 3 years documented experience related to O&M of tunnels including specific experience similar to what is necessary for this Project; and
 - b. A minimum of 3 years documented experience related to O&M projects for road or highway projects including specific experience similar to what is necessary for this Project.

2. Prior Experience, Disputes, and Debarment:

Each Proposer and subcontractor, as required under Section 2.8, shall complete Appendix A – Prior Experiences, Disputes and Debarment with respect to certain prior experience, disputes, and debarment, including further explanation of any "yes" answers, as required.

Each Proposer and subcontractor, as required under Section 2.8, shall acknowledge that no member of its team who has been debarred by the Cabinet or any federal or state entity, will work on the Project. This debarment requirement shall remain in force throughout the life of the Project.

3. Identification and description of the following:
 - a. Proposer – including registration number with the Commonwealth of Kentucky.
 - b. Subcontractors, acting as part of Proposer as defined in Section 2.8, anticipated to play a significant role in the Project, if applicable – including registration number with the Commonwealth of Kentucky.
4. Description of the legal nature (or anticipated legal nature) of the Proposer (i.e., partnership, corporation, joint venture, etc.), including a description of the teaming arrangements (if applicable), organizational structure, management structure, management approach, and the state of formation and domicile.
 - a. Include a description of how the team's management structure will operate to manage the Project.
 - b. Include an organizational chart showing the Proposer's team. Indicate which firm will perform which duties for the Project.

4.2 Proposer Financial Qualifications

Proposer as well as subcontractors, as defined under Section 2.8, shall provide the following:

1. Financial statements for the three most recent fiscal years, audited by a certified public accountant in accordance with generally accepted accounting principles (GAAP). If audited

financials are not available, the Proposer shall include unaudited financials. Unaudited financials shall include an Income Statement and Balance Sheet and Cash Flow Statement, certified as true, correct, and accurate by the chief financial officer or treasurer of the entity. The Proposer shall identify any information that it believes is entitled to confidentiality, by placing the word "confidential" or "PROPRIETARY DATA" on each page and segregating that information in a separate, identifiable portion of the SOQ.

2. If the Proposer for which financial information is submitted as required hereby files reports with the Securities and Exchange Commission, then such financial reports 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.
3. Information on any material changes in financial condition for the Proposer for the past three years and anticipated for the next reporting period. If no material change has occurred and none is pending, the Proposer and subcontractor, as applicable, shall provide a letter from its chief financial officer or treasurer so certifying. Set forth below are examples of material changes requiring disclosure. This list is indicative and is not intended to be exclusive:
 - a. An event of default or bankruptcy involving the affected entity, a related business unit within the same corporation, or the parent corporation of the affected entity;
 - b. A change in tangible net worth of 10% or more of shareholder equity;
 - c. A sale, merger or acquisition exceeding 10% of the value of shareholder equity prior to the sale, merger or acquisition which in any way involves the affected entity, a related business unit, or parent corporation of the affected entity;
 - d. A change in a credit rating for the affected entity, a related business unit, or parent corporation of the affected entity;
 - e. Inability to meet conditions of loan or debt covenants by the affected entity, a related business unit or parent corporation of the affected entity which has required or will require a waiver or modification of agreed financial ratios, coverage factors or other loan stipulations, or additional credit support from shareholders or other third parties;
 - f. 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.
4. A letter from the certified public accountant, chief financial officer, or treasurer, identifying all material off balance sheet liabilities. Label the information separately for each Person with a cover sheet identifying the name of the organization and its role on the Project.
5. Provide evidence of bonding capacity from a surety or an insurance company indicating that the responding Proposer is capable of obtaining a performance bond and payment bond in an amount of at least \$10 million. The evidence regarding bonding capacity shall take the form of a letter from a surety or insurance company indicating that such capacity exists for the Proposer. Letters indicating "unlimited" bonding capability are not acceptable. The surety or insurance company providing such letter must be registered to do business in the Commonwealth of Kentucky and must be rated in the top two categories by two nationally recognized rating agencies or A.M. Best rating of at least A- (Excellent) or better.

If a Proposer is a joint venture or a partnership, separate letters for each of the individual equity participants are acceptable, as is a single letter covering all equity participants. The Cabinet has not yet determined the specific amount or form of payment and performance bonds and guarantees that it will require for the Project. The Cabinet will delineate such requirements, consistent with applicable law, in the RFP.

5 EVALUATION PROCESS AND CRITERIA

Each SOQ will be reviewed for conformance to the RFQ instructions regarding organization and format and the content requirements set forth in Section 4 (Submittal and Content of the SOQ).

Minimal minor informalities, irregularities, and apparent clerical mistakes that are unrelated to the substantive content of the SOQ will not be considered negatively.

SOQs not responsive to the RFQ may be excluded from further consideration. The Cabinet may also exclude from consideration any SOQ that contains a material misrepresentation.

5.1 Evaluation Procedure

The Cabinet will review each SOQ to determine if it is responsive to the RFQ. Non-responsive SOQs may not be evaluated.

The SOQ responsiveness criteria are as follows:

1. The Proposer has provided audited financial information showing three years cumulative positive cash flow from operating activities. If financials do not show three years cumulative positive cash flow, include an explanation as to the cause and details outlining recovery plan.
2. The Proposer is capable of obtaining payment and performance bonds or a letter of credit in the amount of \$10 million from a surety or insurance company.
3. Neither the Proposer nor any subcontractor, as defined in Section 2.8 (Proposer and Person), is currently disqualified, removed, debarred, or suspended from performing or bidding on work for the Cabinet, or for any federal or state entity.

The Proposer has provided sufficient relative experience on similar projects.

Upon determination that it is responsive, each SOQ will be evaluated and ranked by the Cabinet based upon the evaluation criteria below:

Table 2: Evaluation Criteria

Part	Evaluation Criteria	Points
A	The extent to which information presented demonstrated an understanding of the Project	25
B	The extent to which the information presented demonstrates likelihood of successful performance of the O&M services required	25
C	The extent to which the information presented demonstrates risk to the Project	25
D	The extent to which the Proposer demonstrates financial stability	25

If, upon review of the SOQs, the Cabinet elects to move forward with the procurement, no more than four Proposers meeting all requirements will be selected to be short-listed.

6 SUBMITTAL REQUIREMENTS

6.1 Transmittal Letter

The SOQ shall be submitted electronically, in PDF format, via email with a transmittal letter on the letterhead stationery of the Proposer or the Proposer’s lead team member. A duly authorized official of the Proposer or the Proposer’s lead member shall execute the transmittal letter.

The transmittal letter shall have the name, title, address, phone number, and email address of the Point of Contact representing the Proposer. It shall list the volumes of material being transmitted, and list all attachments, forms, letters, statements, and certifications as described below in Table 3: SOQ Format Requirements.

The transmittal letter shall include attached letters from each Proposer and subcontractor as required under Section 2.8 (Proposer and Person). The letters shall be on the stationery of each member and executed by authorized officials of each member, stating that representations made by the Proposer on behalf of the subcontractor’s firm have been authorized by, are correct, and accurately represent the role of the subcontractor’s firm in the Proposer team submitting the SOQ.

6.2 Format of the SOQ

SOQs shall be presented in two PDFs, one for Volume 1 and one for Volume 2. Submittals shall be organized and formatted according to the guidelines in Table 2 (SOQ Format Requirements).

Table 3: SOQ Format Requirements

Part of SOQ		Reference Section of this RFQ	Attachments, Organizational Charts, Forms, Letters, Statements and Certifications
Transmittal Letter		6.1	
Volume 1			
SOQ Narrative	Proposer and subcontractor experience (Volume 1)	4.1 (1)	Details of Experience and Qualifications
Appendix A	Prior experience, disputes, and debarment (Volume 1)	4.1 (2)	Outstanding claims or disputes
Attachment to Volume 1		4.1 (3-4)	Proposer Organization
Volume 2			
Part A – Financial Statements	Financial Statements (Volume 2)	4.2 (1)	Financial statements

Part of SOQ		Reference Section of this RFQ	Attachments, Organizational Charts, Forms, Letters, Statements and Certifications
Part B – Financial Reports (if applicable)	Financial Reporting (Volume 2)	4.2 (2)	Reports, as applicable
Part C – Material Changes in Financial Condition	Material Changes in Financial Condition (Volume 2)	4.2 (3)	Material changes in financial condition information / No change certification letter, as applicable.
Part D – Off-Balance Sheet Liabilities	Off-Balance Sheet Liabilities (Volume 2)	4.2 (4)	Certified letter identifying all material off balance sheet liabilities
Part E – Evidence of Bonding Capacity	Evidence of Bonding Capacity (Volume 2)	4.2 (5)	Surety Letter / Certifications, as applicable
Attachment to Volume 2			As Required

The attachment to Volume 1 may also include summaries of member firms, awards, licenses, and certifications. An attachment to Volume 2 may contain additional relevant financial information in fulfillment of the financial qualification requirements. Submittals shall use a minimum 12-point font size.

6.3 Delivery and Deadline for Submission of the SOQ

Proposers submitting a SOQ shall provide:

1. One PDF containing Transmittal letter and Volume 1 “Proposer Qualifications and Experience”
2. One PDF containing Volume 2 "Proposer Financial Qualifications”

The SOQ package, consisting of Volume 1 and Volume 2, shall be received by the Cabinet by **12:00 pm local time on the SOQ Date Due shown in Table 1**. SOQs must be submitted electronically by email to **Rachel.Mills@ky.gov**. The email must include “East End Crossing Tunnel SOQ” in the subject line.

Failure by a Proposer to submit a SOQ by the deadline established in the RFQ-Phase Schedule shall preclude such Proposer from consideration by the Cabinet.

7 MISCELLANEOUS PROVISIONS

7.1 Additional Information

The Cabinet reserves all rights available to it by applicable law in administering the procurement process, including without limitation, the rights identified in Section 7.5 (Reserved Rights).

Under no circumstance shall the Cabinet or any of its agents, representatives, consultants, directors, officers, or employees be liable for, or otherwise obligated to reimburse the costs incurred by Proposers in development of a SOQ.

Any and all information the Cabinet makes available to Proposers during the procurement process shall be as a convenience to the Proposers and without representation or warranty of any kind. Proposers may not rely on verbal responses to inquiries.

In submitting a SOQ, the Proposer (and each of its team members) shall be deemed to have unconditionally and irrevocably consented and agreed to the foregoing provisions and all other provisions of this RFQ.

7.2 Release of Information and Open Records

All SOQs will be deemed, once submitted, to be the property of the Cabinet. The Cabinet shall not disclose any portion of any SOQ prior to award to anyone outside the Cabinet, other than representatives of the federal government, if required, and the members of the awards committee or their designates. After a contract is awarded in whole or in part, the Cabinet shall have the right to duplicate, use, or disclose all SOQ data, except proprietary data, submitted by Proposers in response to this solicitation as a matter of public record. Although the Cabinet recognizes each Proposer's possible interest in preserving selected data which may be part of a SOQ, the Cabinet shall treat such information as provided by the Proposer pursuant to Kentucky's Open Records Act, KRS 61.870 et seq. Information which normally might be considered proprietary shall be limited to individual personnel data, customer references, selected financial data, formulae, and financial audits, which if disclosed would permit an unfair advantage to competitors. If an SOQ contains information that a Proposer declares proprietary in nature, each sheet containing such information shall be clearly designated as proprietary at the top and bottom of the page and shall be submitted under separate cover marked "Confidential" or "PROPRIETARY DATA". Records and other prequalification information confidentially disclosed as part of the bid process shall be exempt from disclosure as provided in KRS 61.878(1)(c).

SOQs containing information declared by a Proposer to be proprietary, either in whole or in part, other than described in this [Section 7.2](#), may be deemed unresponsive to the solicitation and may be rejected. Except as provided in this RFQ the Cabinet shall have the right to use all ideas, or adaptations of those ideas, contained in any received response to the solicitation. Selection or rejection of the SOQ shall not affect this right.

7.3 Protests

The Secretary of the Kentucky Transportation Cabinet, or his designee, shall have authority to determine and resolve protests and other controversies of Proposers in connection with the solicitations or selection for award of a contract. Any Proposer who is aggrieved in connection with solicitation or selection for award of a contract, may file a protest with the Secretary of the Transportation Cabinet. A protest or notice of other controversy shall be filed promptly, and in any event within two calendar weeks after such aggrieved person knows or should have known of the facts giving rise thereto. All protests or notices of other controversies shall be in writing to:

Secretary, Transportation Cabinet c/o State Highway Engineer
200 Mero Street; 6th Floor Frankfort
KY 40622

The Secretary of the Kentucky Transportation Cabinet shall promptly issue a decision in writing. A copy of that decision shall be mailed or otherwise furnished to the aggrieved party and shall state the reason for the action taken. The decision by the Secretary of the Kentucky Transportation Cabinet shall be final and conclusive.

7.4 Proposer's Acknowledgement

By submitting a SOQ, each Proposer unequivocally acknowledges that the Proposer has read and fully understands the RFQ, and the Proposer has asked questions and received satisfactory answers from the Cabinet regarding any provisions of this RFQ with regard to which the Proposer desired clarification.

All written and electronic correspondence, printed material, exhibits, appendices, photographs, and reports submitted in response to all sections of this RFQ process are, upon their receipt by the Cabinet, the property of the Cabinet and will not be returned.

7.5 Reserved Rights

The Cabinet reserves to itself all rights (which rights shall be exercisable by the Cabinet in its sole discretion) described herein and available to it by law, including, without limitation, with or without cause, and with or without notice, the right to:

1. Modify, withdraw, or cancel this RFQ, or subsequent RFP, in whole or in part at any time prior to the execution of the O&M Agreement by the Cabinet, without incurring any costs, obligations, or liabilities.
2. Issue a new RFQ or RFP after withdrawal of this RFQ or subsequent RFP.
3. Accept or reject any and all submittals, responses, and proposals received at any time.
4. Modify the RFQ process (with appropriate notice to Proposers).
5. Issue addenda, supplements, and modifications to this RFQ.
6. Add or delete Proposer responsibilities from the information contained in this RFQ or any subsequent RFP.
7. Require confirmation of information furnished by a Proposer, require additional information from a Proposer concerning its SOQ, and require additional evidence of qualifications to perform the work described in this RFQ.
8. Waive any informalities, irregularities, or omissions in a SOQ, permit corrections, and seek and receive clarifications to a SOQ.
9. Terminate evaluation of any SOQ, submittal, response, or proposal at any time.
10. Negotiate with a Proposer without being bound by any provision in its SOQ or its detailed proposal.
11. Suspend, discontinue, or terminate negotiations with any Proposer at any time, or elect not to commence negotiations with any responding Proposer and engage in negotiations with other than the highest ranked Proposer, prior to the actual authorized execution of an agreement by all parties.

The Cabinet assumes no obligations, responsibilities, and liabilities, fiscal or otherwise, to reimburse all or part of the costs incurred or alleged to have been incurred by parties responding to this RFQ. All such costs shall be borne solely by the Proposer.