

**NOTICE TO PROSPECTIVE PROPOSERS ON ORGANIZATIONAL CONFLICTS OF INTERESTS  
FOR OVERSIGHT ASSISTANCE FOR THE DOWNTOWN CROSSING AND SECTION 4 OF THE EAST  
END CROSSING OF THE LOUISVILLE SOUTHERN-INDIANA OHIO RIVER BRIDGES PROJECT**

Prospective proposers interested in assisting the Kentucky Transportation Cabinet (KYTC) in the design-build contract administration of the Downtown Crossing of the Louisville-Southern Indiana Ohio River Bridges (LSIORB) Project and in the review of project development and delivery activities on the East End Crossing of the LSIORB Project are hereby put on notice that they are required to submit information regarding any and all potential organizational conflicts of interest no later than 4:00 (EST) on **September 7<sup>th</sup>, 2012**. A draft of the Commonwealth of Kentucky, Department of Highways' Request for Proposals (RFP) concerning these services is attached.

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The LSIORB Project is a federally funded highway transportation project jointly sponsored by the Commonwealth of Kentucky and the State of Indiana. As detailed in the attached RFP, the Commonwealth of Kentucky, by and through KYTC, is utilizing a design-build contract for the Downtown Crossing portion of the LSIORB Project. KYTC will also be reviewing and providing comment on the State of Indiana's development and delivery of Section 4 of the East End Crossing, for which KYTC will accept operations and maintenance responsibility upon final acceptance by Indiana of their developer's work.

The Federal Highway Administration has promulgated administrative regulations governing design-build contracts at 23 CFR Part 636, which provides the basic ground rules for any design-build approach. Potential organizational conflicts of interest are addressed at 23 CFR § 636.116. 23 CFR § 636.116 applies to any design-build procurement, as well as any "contract for engineering services, inspection or technical support in the administration of the design-build contract." Thus, KYTC must evaluate any potential organizational conflicts of interest for the LSIORB Project in light of the requirements of 23 CFR § 636.116 and 23 CFR § 637.209(c).

**KYTC now places all prospective proposers for the attached RFP on notice that they must submit all information concerning any and all potential organizational conflicts of interest in writing to KYTC no later than 4:00 p.m. (EST) on **September 7<sup>th</sup>, 2012**.** The submittal must include all relevant facts concerning any past, present or currently planned interests which may present an organizational conflict of interest. In addition, the prospective proposers

must state how their interests, or those of their chief executives, directors, key project personnel, or any proposed consultant, contractor or subcontractor may result, or could be viewed as, an organizational conflict of interest. Further, if potential organizational conflicts of interest are identified, the prospective proposer must describe any actions that can be taken to avoid, neutralize, or mitigate such conflict. Should the prospective proposer have no potential organizational conflict of interest, the prospective proposer must submit certification stating that no such conflict exists.

(For a more thorough discussion of organizational conflicts of interest, prospective proposers may consult “Questions and Answers Regarding Organizational Conflicts of Interest Under 23 CFR § 636.116” at <http://www.kyinbridges.com/pdfs/conflict-of-interest-qa.pdf>.)

Based on a review of the above information, and any other reliable information available to KYTC, KYTC shall determine by September 14<sup>th</sup>, 2012 whether an actual or potential organizational conflict of interest exists. KYTC shall conduct a blind review of the submittals, utilizing KYTC staff that has not previously worked on the LSIORB Project to make the determination. Such a determination shall not serve as a binding commitment from KYTC that the prospective proposer will be selected pursuant to any subsequent RFP process. In addition, such a determination shall not be considered binding on KYTC if any of the material facts regarding the prospective proposer’s past, present or current interests change, or if its proposed role in the LSIORB Project changes in any material manner.

KYTC’s determination shall generally fall within three categories: (1) there is no organizational conflict of interest; (2) there is an organizational conflict of interest, but it can potentially be mitigated; or (3) there is an organizational conflict of interest and it cannot be mitigated. Upon concurrence of KYTC, prospective proposers that fall within the first two categories may submit proposals on the attached RFP and shall attach their potential organization conflicts of interest submittals to their proposals. **Prospective proposers that fall within the third category are not eligible to respond to the attached RFP and any response provided to the attached RFP shall be disqualified from consideration.**

All potential organizational conflicts of interest submittals, including all supporting information, shall clearly state "CONFLICTS OF INTEREST DETERMINATION, LOUISVILLE-SOUTHERN INDIANA OHIO RIVER BRIDGES PROJECT" and shall be sent to the following address:

Kentucky Transportation Cabinet  
Attention: Michael Hill, P.E.  
Division of Professional Services  
200 Mero Street, 3<sup>rd</sup> Floor  
Frankfort, KY 40622

**Failure to submit information regarding any and all potential organizational conflicts of interest, or failure to submit certification stating that no such conflict exists, shall disqualify prospective proposers from submitting a proposal on the attached RFP. Omission of material facts shall also disqualify prospective proposers from submitting a proposal on the attached RFP.**

Up to four (4) working days prior to the submission deadline, a prospective proposer may submit specific questions about the conflicts of interest submission requirements in writing via e-mail or post to Michael L. Hill, P.E., Director, Division of Professional Services at the address above or at [Michael.Hill@ky.gov](mailto:Michael.Hill@ky.gov).