

THE PORT AUTHORITY OF NY & NJ

THE PORT AUTHORITY OF NEW YORK & NEW JERSEY
PROCUREMENT DEPARTMENT
4 WORLD TRADE CENTER, 150 GREENWICH STREET, FLOOR 21
NEW YORK, NY 10007

Date: May 24, 2017

ADDENDUM # 2

TO PROSPECTIVE RESPONDENTS TO RFQ #49625 REQUEST FOR QUALIFICATIONS FOR OPERATIONS, MAINTENANCE AND CONCESSION MANAGEMENT SERVICES RELATING TO THE NEWARK LIBERTY INTERNATIONAL AIRPORT TERMINAL A REDEVELOPMENT PROJECT

We have made the following changes to the subject RFQ:

1. In Section 7.9 (*Procurement Schedule*), replace “23 May 2017” with “1 June 2017” for “Deadline for RFQ Questions.”
2. In Appendix C, Section 3.2, Part 1: SOQ Submittal Requirements, replace the due date under “Evidence of Submittal of Background Qualifications Questionnaire (BQQ)” from “May 31, 2017” to “June 5, 2017”.
3. **See attached responses to potential Respondents’ questions.**

Note: The attached document contains responses to questions submitted by prospective Respondents. The responses should not be deemed to answer all questions that have been submitted by Respondents to the Port Authority. It addresses only those questions that the Port Authority has deemed to require additional information or clarification. The fact that information has not been supplied with respect to any questions asked by a Respondent does not mean or imply, nor should it be deemed to mean or imply, any meaning, construction, or implication with respect to the terms.

The Port Authority makes no representations, warranties or guarantees that the information contained herein is accurate, complete or timely or that such information accurately represents the conditions that would be encountered during the performance of the Project. The furnishing of such information by the Port Authority shall not create or be deemed to create any obligation or liability upon it for any reason whatsoever and each Respondent, by submitting its Statement of Qualifications, expressly agrees that it has not relied upon the foregoing information and that it shall not hold the Port Authority liable or responsible therefor in any manner whatsoever. Accordingly, nothing contained herein and no representation, statement or promise, of the Port Authority, its Commissioners, officers, agents, representatives, or employees, oral or in writing, shall impair or limit the effect of the warranties of the submittals required by this Request for

Qualifications, and the Respondent agrees that it shall not hold the Port Authority liable or responsible therefor in any manner whatsoever.

This communication should be initialed by you and annexed to your Statement of Qualifications upon submission.

In case any Responding Teams fails to conform to these instructions, its Statement of Qualifications will nevertheless be construed as though this communication had been so physically annexed and initialed.

THE PORT AUTHORITY OF NEW YORK & NEW JERSEY

RESPONDENT'S NAME: _____

INITIALED: _____

DATE: _____

**QUESTIONS / REQUESTS FOR CLARIFICATIONS / COMMENTS
REGARDING REQUEST FOR QUALIFICATIONS (RFQ #49625)
FOR OPERATIONS, MAINTENANCE AND CONCESSION MANAGEMENT SERVICES
RELATING TO THE NEWARK LIBERTY INTERNATIONAL AIRPORT TERMINAL A REDEVELOPMENT PROJECT**

Question #	RFQ Section Reference	Question/Request for Clarification/Comment	Port Authority's Response
7.	Section 1.4	We are seeking guidance as to who you would expect to see as the Respondent where the Terminal Concession Firm, a domestic corporation is an existing, wholly owned domestic investment of an international Terminal O&M Firm. Please confirm that it is sufficient for the Terminal Concession Firm to respond to the RFQ. In addition to the Terminal Concession Firm details the Terminal Concession Firm will provide the O&M experience and details of its investor company.	<ul style="list-style-type: none"> • It is up to Respondents to determine how to organize themselves so as to comply with the RFQ and ensure that relevant qualifications and experience may be evaluated. This includes determining which firms should be part of the Respondent's Team and identified as the Terminal O&M Firm and the Terminal Concession Firm. As noted in Section 8.3(b) of the RFQ, we will be evaluating the experience of members of the Respondent's Team, and therefore the experience included in the SOQ should be experience of members of the Respondent's Team. The definition of Respondent's Team is "For each Respondent, the entities and persons identified in its SOQ as the Respondent, the Terminal O&M Firm, the Terminal Concessions Firm, and Key Personnel." • We also note that the Terminal O&M Firm and the Terminal Concessions Firm must each be a member of any joint venture or other legal entity formed to act as the Respondent, and will be jointly and severally liable for the Respondent's obligations under the Advisory Agreement and the OM&C Agreement (refer to Section 1.4 of the RFQ).
8.	Section 4	In Section 4 "OPERATIONS, MAINTENANCE AND CONCESSION MANAGEMENT SERVICES", and in particular subchapter 4.3 "New Terminal O&M Services" the first service requested" is "a) Coordinate with the Port Authority and the Design-Builder on commissioning, testing, integrating and finalizing the	<ul style="list-style-type: none"> • Section 4 discusses generally the anticipated operations, maintenance and concession management services the Terminal Operator will be required to perform under the OM&C Agreement. For purposes of the RFQ, the Terminal O&M Firm must provide the information requested in Appendix C. Note we will not review any

		Design-Builder's work under the Design- Build Project and coordinate and execute an Operational Readiness Activation and Transition (ORAT) plan.” Please clarify the information that the Port Authority expects to be included in the SOQ document, in order to demonstrate the capabilities of the tenderer in this particular area.	superfluous material submitted by a Respondent, or the qualifications of any proposed subconsultant to the Terminal O&M Firm.
9.	Section 4	Is it possible for a consultancy company, with ORAT capabilities, to team up with more than one different tenderer?	<ul style="list-style-type: none"> ▪ See our response to Question 8.
10.	Appendix C, 3.2, Part 1, Section 1.	With reference to Appendix C, 3.2, Part 1, Section 1 General Information Evidence of Submittal of BQQ we are seeking guidance how the Submission Evidence can be provided via an email from the OIG, as in the BQQ Instructions (see attached), as a receipt confirmation by OIG is explicitly excluded. Is a receipt by the selected mail carrier sufficient?	<ul style="list-style-type: none"> ▪ We will provide a separate email confirmation, but in order to do so, the Respondent must be sure to include in the subject line with their BQQ to the OIGBQQP@panynj.gov the title of the RFQ, namely, Request for Qualification (RFQ) No. 49625 for Operations, Maintenance and Concession Management Services.
11.	Appendix C, 3.2., Part 1, Section 3 (a)	With reference to Appendix C, 3.2, Part 1, Section 3 (a) Financial Information we are seeking guidance for which fiscal year(s) Form G needs to be provided. Is the submission of Form G for the last fiscal year sufficient?	<ul style="list-style-type: none"> • The Respondent must provide the last <i>three</i> fiscal years of financial information (not just the last year).
12.	Appendix C., 3.2	We note that the Closing Time for submittal of SOQs has been extended to June 7. Can you confirm that the BQQ submission is also postponed to June 7th, 2017?	<ul style="list-style-type: none"> ▪ The deadline for Respondent submission of BQQs is no later than June 5, 2017. This will allow OIG to provide the Respondent with a confirmation that is required to be submitted with the Respondent’s SOQ.
13.	Appendix C., 3.2	Is the confirmation email regarding the submission of the BQQ sent after the receipt of the electronic copy or only after the receipt of the hard copy?	<ul style="list-style-type: none"> ▪ The confirmation email regarding the submission of the BQQ is sent <i>after</i> the receipt of the electronic copy.

14.	Appendix C., 3.2	Can the Financial Statements in a foreign currency with respect to the exchange rate to USD be certified by our Head of Treasury instead of a certified public accountant?	<ul style="list-style-type: none"> ▪ If Financial Statements are stated in a foreign currency, we require a third party certification that exchange rates were accurately applied to any foreign currency conversions.
15.	Section 7.5	Do the Collaborative Dialogue Meetings have any bearing on the RFQ evaluation?	<ul style="list-style-type: none"> ▪ No. Please note that collaborative dialogue meetings will not occur during the RFQ phase. These meetings will occur during the RFP Phase.
16.	Section 8	Will the Port Authority provide the weights of the Technical Evaluation subfactors?	<ul style="list-style-type: none"> ▪ No.
17.	Section 8	If a single firm is proposing to perform the role of Terminal O&M Firm and Terminal Concessions Firm, please confirm it is acceptable for the proposer to subcontract out the entire O&M Services. If so, please confirm the subcontractor will not be required to complete any of the Forms on behalf of the Terminal O&M Firm.	<ul style="list-style-type: none"> • Refer to our response to Question 7. As noted in Section 8.3(b) of the RFQ we will be evaluating the experience of members of the Respondent's Team, and therefore the experience included in the SOQ should be experience of members of the Respondent's Team. Although we anticipate that delivery of the Terminal Operator Services may include some sub-contracting by the Respondent, the experience of any proposed subcontractors not identified as part of the Respondent's Team will not be evaluated. Subcontractors not identified as part of the Respondent's Team are not required to complete the RFQ forms.
18.		If a single firm is proposing to perform the role of Terminal O&M Firm and Terminal Concessions Firm, and subsequently subcontracts out the entire O&M Services, please confirm an executed teaming agreement will not be required among the proposer and its subcontractor?	<ul style="list-style-type: none"> ▪ See response to (a) and (c) above. Teaming agreements with subcontractors are not required.
19.		What is the anticipated threshold for which the Port Authority will begin assuming liability for capital repairs/replacement, Terminal asset damages and	<ul style="list-style-type: none"> ▪ This information will be provided in the RFP.

		general liability (non-negligence related) from the Terminal Operator Services?	
20.	Section 1.4	<p>Section 1.4 states that “[t]he Respondent’s team should be comprised of one or more firms that may be a joint venture or other legal entity formed (or that will be formed) to perform the Terminal Operator Services.” (Emphasis added.) Addendum #1 added that if the Respondent is a “single firm” it may subsequently create a special purpose entity if it becomes the Preferred Proposer.</p> <p>Please confirm that, if the Respondent is comprised of two firms that intend to form a joint venture as a separate legal entity, a joint venture Respondent can also subsequently form as a separate legal if it becomes the Preferred Proposer.</p>	<ul style="list-style-type: none"> ▪ If the Respondent becomes the Preferred Proposer, the Preferred Proposer may create a special purpose entity to enter into the Advisory Agreement and the OM&C Agreement so long as those entities which were pre-qualified during the RFQ are guarantors of the special purpose entity's obligations and performance under the Advisory Agreement and OM&C Agreement or otherwise remain jointly and severally liable with the special purpose entity.