

**THE PORT AUTHORITY TRANS HUDDON CORPORATION**  
**REQUEST TO QUALIFY (“RTQ”)**

**FOR**

**RTQ#53476: PATH – Replacement of Substation No. 8 Contract PAT-773.216 and  
Replacement of Substation No. 14 Contract PAT-773.217**

**August 2018**

The Contract(s) awarded as a result of bids received from bidders deemed qualified through this Request to Qualify (“RTQ”) may be funded in whole or in part by the Federal Transit Administration (“FTA”). Accordingly, all Bidders must comply with the applicable FTA provisions set forth in the Bid Documents. Bid Documents will only be provided to prequalified bidders and any Contract awarded as a result of the bids will contain applicable FTA provisions that the Contractor will be required to comply with.

**I. INTRODUCTION**

The Port Authority of New York and New Jersey (the “Port Authority” or the “Authority”) is a body corporate and politic created by the States of New York and New Jersey with the consent of the Congress of the United States. The Port Authority, together with its wholly-owned subsidiaries, including the Port Authority Trans-Hudson Corporation (“PATH”), provides the region with integrated transportation and trade services and operates facilities in connection therewith, including, but not limited to, four major regional airports, four bridges and two tunnels that serve interstate traffic, a bus terminal, a bus station, the PATH rapid transit system, the Hoboken-lower Manhattan ferry service, the World Trade Center site and certain New York - New Jersey port facilities.

Responses to this RTQ are due beginning on the Response Due Date set forth in the advertisement of this RTQ.

Please note that the submission of qualifications under the referenced RTQ shall remain open throughout the solicitation period(s). Firms will be qualified on a rolling, ongoing basis up until the bid due date(s). It is presently anticipated, but it is not guaranteed, that Bid Documents be available for both contracts to prequalified Bidders by the first quarter of 2019. At which time, the Port Authority of New York and New Jersey anticipates releasing bid documents to the qualified list. **Firms are encouraged to submit their qualification information early, as the evaluation process and security screening process may take time, and may result in a delay to receipt of bid documents.**

Responses to this RTQ may be used to prequalify for one or both of the following solicitations:

1. Replacement of Substation No. 8 Contract PAT-773.216
2. Replacement of Substation No. 14 Contract PAT-773.217

As per Section III. B.1(d) Respondent shall include a letter request stating whether it is requesting to be prequalified for one or both of the above mentioned Contracts. Submissions do not need to be duplicated in order to request prequalification for both.

**Only prequalified firms who have received written approval from the Authority will be asked to respond to future solicitations on the specific project(s) described below.**

**Note:** In this RTQ, “firm,” “contractor,” “you,” “bidder,” “Respondent” and “Proposer” shall refer to the same party/parties.

The Authority will be accepting bids for Contract PAT-773.216- “PATH - Replacement of Substation No. 8” and Contract PAT-773.217- “PATH - Replacement of Substation No. 14” following a 2 Step Bid process as follows:

Step (1): Interested Respondents must respond to the referenced RTQ in order to qualify to receive Bid Documents; and

Step (2): Respondents that meet the qualifications outlined in this RTQ, and are deemed prequalified by the Authority to bid on one or both of the Contracts, will be qualified to receive Bid Documents, in response to which they will be invited to submit lump sum Bid(s).

## **II. PROJECT DESCRIPTION**

The Authority wishes to prequalify prospective firms to submit Bids for Contract PAT-773.216- “PATH - Replacement of Substation No. 8” and/or Contract PAT-773.217- “PATH - Replacement of Substation No. 14” The work will be performed at PATH facilities located in Kearny, New Jersey and Harrison, New Jersey. It is anticipated, but not guaranteed, that the Work required by the Contracts may include, but may not necessarily be limited to, the following:

### **A. Scope of work**

1. PAT-773.216 Replacement of existing Substation No. 8 located in Kearny, NJ:
  - a. Construction of new two-story steel framed building for the new substation and related exterior stairs and platforms.
  - b. Furnish, install and commission, two (2) new 2,000 KW heavy-duty traction power transformer/rectifier units and DC switchgear. The transformer/rectifier units shall be capable of providing nominal operating voltage of 650V DC in conformance with current PATH traction power system and 750V DC for future operation.
  - c. Furnish and install Supervisory Control and Data Acquisition (SCADA) system, Synchronous Optical Network (SONET) equipment, and security/access control.
  - d. Furnish, install and commission auxiliary power system consisting of two (2) 300KVA, 26.4KV/480V transformers, 480V switchboard with main-tie-main configuration and automatic power transfer scheme to provide power for a low tension AC network to feed compressor plant, station batteries, UPS, lighting, HVAC and ventilation equipment.
  - e. Furnish, install and commission HVAC, plumbing/fire protection, fire alarm and lighting systems.
  - f. Furnish & install compressor plant including all equipment & related items.

- g. Furnish and install sub-surface utilities such as electric service and storm water under active railroad.
  - h. Furnish and install utility platform related to traction power, communication, and mechanical utilities.
  - i. Furnish, install and splice new 27KV power feed cables from PSE&G manhole to the new substation.
  - j. Coordinate with local, city and state agencies with respect to acquiring all necessary approvals and permits.
  - k. De-energize, de-commission and demolish the existing Substation No. 8 building and outdoor switch yard after new substation is commissioned into service.
  - l. Perform all site work including site grading, access roadway re-alignment, curbs and walkways, parking, landscape areas, perimeter fencing, site drainage systems and all related civil and exterior lighting scope.
2. PAT-773.217 Replacement of existing Substation No. 14 located in Harrison, NJ:
- a. Construction of new two-story steel framed extension to the existing substation.
  - b. Phased decommissioning and removal of existing substation equipment following the installation and commissioning of new replacement substation equipment. Furnish, install and commission, two (2) new 4,000 KW heavy-duty traction power transformer/rectifier units for Main Line Tracks and associated DC switchgear. The transformer/rectifier units shall be capable of providing nominal operating voltage of 650V DC in conformance with current PATH traction power system and 750V DC for future operation.
  - c. Furnish, install and commission, two (2) 2000 KW heavy-duty traction power transformer/rectifier units for Maintenance Facility Tracks and associated 750V DC switchgear.
  - d. Furnish and install Supervisory Control and Data Acquisition (SCADA) system, Synchronous Optical Network (SONET) equipment, and security/access control.
  - e. Furnish, install and commission auxiliary power system consisting of two (2) 3,750KVA, 26.4KV/4160V transformers, 4160V switchboard with main-tie-main configuration and automatic power transfer scheme to provide power for Harrison Car Maintenance Facility and substation auxiliary power distribution.
  - f. Furnish, install and commission auxiliary power system consisting of two (2) 500KVA, 4160V/480V transformers, 480V switchboard with main-tie-main configuration and automatic power transfer scheme to provide power for a low tension AC network to feed Station Batteries, UPS, lighting, HVAC and ventilation equipment.

- g. Furnish, install and commission HVAC, plumbing/fire protection, fire alarm and lighting systems.
  - h. Furnish and install sub-surface utilities such as electric service, water, and storm water under active streets, sidewalks and railroads.
  - i. Furnish, install and splice new 27KV power feed cables from PSE&G manhole to the new substation.
  - j. Coordinate with local, city and state agencies with respect to acquiring all necessary approvals and permits.
  - k. Perform all site work including site grading, roadways, curbs and walkways, parking, landscape areas, site drainage systems and all related civil and exterior lighting scope.
3. All installation work is to be done without any interruption to PATH train service and facility operations.

## **B. Estimated Total Contract Costs**

For informational purposes only, the Authority estimates that the total Work required under the Contract PAT-773.216 Replacement of existing Substation No. 8 will be in the range of \$25 to \$50 million and Contract PAT-773.217 Replacement of existing Substation No. 14 will be in the range of \$25 to \$50 million.

## **C. Contract Schedule**

It is presently anticipated, but it is not guaranteed, that Bid Documents be available for both contracts to prequalified Bidders by the first quarter of 2019. It is the present intention of the Authority to have all Work under the Contract PAT-773.216 "Replacement of existing Substation No. 8" completed within 30-40 months after Award of the Contract and Contract PAT-773.217 "Replacement of existing Substation No. 14" completed within 38-48 months after Award of the Contract.

# **III. SUBMITTAL INSTRUCTIONS AND CONTENT**

## **A. Requirements**

To be considered for prequalification, the Respondent must demonstrate to the satisfaction of the Chief Engineer of the Authority that it meets the minimum requirement of the RTQ as stated in Paragraphs III A.1. and III. A.2. Company brochures alone shall not be submitted for the purpose of demonstrating experience and technical expertise. Submittals must be tailored to the specific requirements of this RTQ. If the Respondent cannot demonstrate that it meets all of the below mentioned qualifications, then the Respondent may with others form a joint venture and request that the joint venture be pre-qualified as set forth in Paragraph B.5 below.

### **1. Minimum Experience of the Firm**

The firm seeking to be pre-qualified should have:

- a) A minimum of ten (10) years construction experience, as prime contractor or if a member of a joint venture, the contractor responsible for performing a majority of the construction work.
- b) Experience:
  - i. Working on contracts comparable in size, type and complexity to that described in Paragraphs II. A and B.
  - ii. Installing, testing and commissioning medium voltage substation equipment, or similar facility, involving 60% to 70% electrical work.
- c) Completed, or substantially completed, as a prime or general contractor, at least two (2) contracts of size, type and complexity comparable to that indicated in Paragraph II. A and B within the last 20 years. Alternatively, the prospective Respondent may also meet this minimum experience requirement if, within the last 20 years, the prospective Respondent has (or persons or entities owning and controlling the prospective bidding firm have) satisfactorily performed, as owning and controlling another firm, and completed at least two (2) contracts of size, type and complexity comparable to that indicated in Paragraph II. A and B within the last 20 years.

The examples of work must have been completed skillfully in a satisfactory manner and on time.

In the event a joint venture seeks to be prequalified, each entity comprising the joint venture must independently meet the “Minimum Experience of the Firm” detailed in this III.A.1.

## **2. Minimum Qualifications of the Project Manager and Superintendent**

The prospective Respondent’s Project Manager and Superintendent must have a minimum of ten (10) years construction experience on contracts comparable in size, type and complexity to that outlined in Paragraphs II. A and B.

## **B. Submittals**

The following items must be submitted in response to this RTQ in order to be considered for prequalification on this project:

### **1. Attachments**

Respondents must complete and submit the attached documents listed below. Responses that fail to adhere to this requirement may be excluded from consideration.

- a. Contractor's Qualification Statement
- b. Attachment I – Agreement on Terms of Discussion
- c. PA 4354 – “Code of Ethics for Port Authority Vendors- Compliance Certification.”
- d. Letter stating whether Respondent is requesting prequalification or one or both Contracts specified above.

### **2. Performance and Payment Bond**

The Contractor, upon award, will be required to obtain and provide a Performance and Payment Bond for the lump sum Bid amount from a surety company whose name

appears on the current list of the Treasury Department of the United States as acceptable as a surety upon federal contracts. A letter from the surety company must be submitted with your response to this RTQ.

### **3. Experience Modification Rate**

The Respondent must submit a copy of its Experience Modification Rate (EMR) as a measure of the Respondent's safety record. If the rate exceeds 1.2, a written explanation shall be provided.

### **4. Information Security Handbook Requirements**

Only firms that can satisfactorily demonstrate that they meet the requirements of the Port Authority of New York and New Jersey's Information Security Handbook (<http://www.panynj.gov/business-opportunities/pdf/Corporate-Information-Security-Handbook.pdf>) can view and/or obtain the Contract Documents.

Respondents must demonstrate that they meet the requirements of the Information Security Handbook in order to be prequalified. **The requirements and instructions for submitting documentation that the requirements have been met are available online at <http://www.panynj.gov/business-opportunities/information-security-requirements.html>. The submission should be sent to [egoldberg@panynj.gov](mailto:egoldberg@panynj.gov).**

**Interested respondents should complete the Information Security Requirements submission as soon as possible, as the process may take several weeks**

### **5. Code of Ethics for Port Authority Vendors**

The Respondent's attention is directed to the Port Authority's "Code of Ethics for Port Authority Vendors" (the "Code"). Vendors must certify in writing that they will comply with every aspect of this Code. The Compliance Certification is a material and integral part of this Contract. The Contractor's Compliance Certification must be executed, and provided to the Port Authority, before the Contractor begins work under this Contract and before it receives payment in connection with a Port Authority project. The Code of Ethics and the Compliance Certification can be found on the Port Authority's website at <https://www.panynj.gov/business-opportunities/become-vendor.html>. An executed Compliance Certification should be submitted with the response.

### **C. Performance Evaluation for Construction Contractor Source Selection Policy**

In accordance with the Authority's "Performance Evaluation for Construction Contractor Source Selection Policy," which can be found at <https://www.panynj.gov/business-opportunities/become-vendor.html>, Respondents should be aware that Port Authority will consider any Respondent's Unsatisfactory or Marginal Performance Evaluation as an important factor in determining whether the Respondent is deemed qualified.

### **D. Required Licenses/Certifications**

The Contractor and/or proposed sub-contractors must, upon award, have all required New York and New Jersey certifications and/or licenses to perform the work in accordance with applicable codes, rules and regulations.

## **E. Joint Ventures**

The Authority will entertain requests for prequalification from a joint venture. A joint venture itself may be prequalified if it submits its prequalification package as such, and is prequalified in accordance with this RTQ.

If two or more entities separately are prequalified and elect to submit a proposal as a joint venture, all participants in the joint venture shall be bound jointly and severally and each participant shall execute the Bid/proposal. (i.e., members of the joint venture may meet the qualification requirements collectively.)

## **IV. SUBMISSION INSTRUCTIONS**

**Respondents must clearly indicate the RTQ# and Title on the outside of any package or document submitted in connection with this RTQ.**

**RTQ#53476: PATH - Replacement of Substation No. 8 Contract PAT-773.216 and Replacement of Substation No. 14 Contract PAT-773.217**

**The Respondent shall submit eight (8) copies of the required prequalification information or, preferably, one (1) hard copy and eight (8) copies in CD-Rom format to eegoldberg@panynj.gov in sufficient time so that the Authority receives it no later than 2:00 p.m. on October 16th, 2018.**

### **PLEASE NOTE THE FOLLOWING-**

All Responses must be delivered in sealed envelopes and/or packages.

The Procurement Department is located at 4 World Trade Center (4 WTC), located at 150 Greenwich St., 21st Floor, New York, New York, 10007.

**PLEASE READ THE FOLLOWING DELIVERY REQUIREMENTS CAREFULLY. Respondents assume all responsibility for delays or problems in delivery.**

Responses will be received at:

The Port Authority of New York and New Jersey  
Attention: Bid/Proposal Custodian

Procurement Department

4 World Trade Center  
150 Greenwich Street, 21st Floor  
New York, NY 10007

**At this address, Responses will be accepted only when submitted via the United States Postal Service, UPS or hand delivery.**

**Clearly mark the solicitation number on the outermost package.**

- A. There is extensive security at the World Trade Center Site. You must present a valid government-issued photo ID to enter 4 WTC. Individuals without packages or carrying small packages, envelopes or boxes that can be conveyed by hand or on a hand truck may enter through the lobby. All packages, envelopes and boxes may be subject to additional security screening.
  
- B. There is no parking available at 4 WTC/150 Greenwich Street, and parking in the surrounding area is extremely limited.
  
- C. Express carrier deliveries by commercial vehicles may be made only via vendors approved by Silverstein Properties, the WTC Property Manager, through the Vehicle Security Center (VSC). Presently, UPS is the only delivery vendor with approved recurring delivery times. UPS makes deliveries to 4 WTC around 9:30 a.m. each day. Please plan your submission accordingly.
  
- D. As additional express carriers may be approved by Silverstein Properties and scheduled for recurring delivery times with the VSC, this information may be updated.
  
- E. Under certain circumstances, a solicitation may allow for a commercial vehicle to be approved to make a delivery in accordance with VSC procedures. If applicable, the specific solicitation document will include that information.
  
- F. The Authority assumes no responsibility for delays, including, but not limited to, delays caused by any delivery services, building access procedures, or security requirements.
  
- G. All Responses must be delivered in sealed envelopes and/or packages. Address the Response as provided above. In case of conflict, the reproducible original of the Response shall take precedence over material on the compact discs.
  
- H. In each submission to the Authority, including any return address label, information on the compact disc and information on the reproducible original and copies of the Proposal,

the Respondent shall use its **FULL LEGAL NAME WITHOUT ABBREVIATIONS**. Failure to comply with this requirement may lead to delays in contract award and contract payments, which shall be the responsibility of the Proposer.

- I. Provide the address of your firm to which any written correspondence should be sent.
- J. The cover of your submittal must include the RTQ Number and Contract Number(s) (as stated above) and the respective title(s). The Authority assumes no responsibility for delays caused by any delivery services.
- K. If your Response is to be hand-delivered, please note that only individuals with proper identification (e.g. photo identification) will be permitted access to the Authority's offices. Individuals without proper identification will be turned away and their packages not accepted. It is necessary to carry valid photo identification when attempting to gain access into the building to hand-deliver proposals.

Late submittals may be rejected.

Any questions concerning this RTQ shall be directed to Emily Goldberg at [egoldberg@panynj.gov](mailto:egoldberg@panynj.gov). Neither Ms. Goldberg nor any employee of the Port Authority is authorized to interpret the RTQ or give additional information as to its requirements. Such interpretation or additional information will only be given by written addendum to this RTQ.

## **V. CONFLICT OF INTEREST**

If the Respondent or any employee, agent or subcontractor of the Respondent may have, or may give the appearance of having, a possible conflict of interest, the Respondent shall include in its proposal a statement indicating the nature of the conflict. The Authority reserves the right to disqualify the Respondent if, in the Authority's sole discretion, any interest disclosed from any source could create, or give the appearance of, a conflict of interest. The Authority's determination regarding any question(s) of conflict of interest shall be final.

## **VI. NOTIFICATION**

Notification as to whether a Respondent has been prequalified will be made only by a notice in writing, signed by the Chief Procurement Officer or her designated representative on behalf of the Authority and mailed or delivered to the office designated by the Respondent in its response to this RTQ.

# THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY

## CONTRACTOR'S QUALIFICATION STATEMENT FOR REQUEST TO QUALIFY – RTQ #53476

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### A. Contractor's General Business Information

- Statement submitted by:

**Name of Firm:**

**Name of Principal:**

**Business Address:**

**Telephone No:**

**Fax No:**

**E-mail:**

**Name & Telephone No. of contact person if not individual mentioned above:**

Check how bid will be submitted:  Single Entity  Joint Venture

**If a Joint Venture, each participant in such Joint Venture must submit all the information that is required for a single entity.**

Indicate the type of work generally performed with your own work force.

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- Indicate which part of the work indicated in Paragraphs II.A and II.B of the attached Request to Qualify Information ("RTQ") you plan on performing with your own forces and what work you plan on sub-contracting to another firm.

Work to be performed with own forces:

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Work to be performed by sub-contractors:

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### B. Relevant Experience and Past Performance:

- On **Schedule A**, below, list construction contracts completed by your firm which document **your firm's meeting of the requirements indicated in the RFQ**. If a joint venture, list each joint venture partner's projects separately. Indicate if the contract was performed by your firm's own forces or by a sub-contractor. Submit each project on one page in the following format.

**SCHEDULE A- CONTRACTS COMPLETED:**

<b>Project Name, Location and Description</b>	<b>Name of Owner(s), Address, Tel No. &amp; Email</b>	<b>Design Engineer*</b>	<b>Date Completed</b>	<b>Contract Amount**</b>	<b>Percentage of Work Completed by Own Forces</b>

**\*Include Name, Address and Phone No. of Reference Contact**

**\*\*Indicate amount of Firm's contract and if work was done as prime contractor**

- On **Schedule B**, below, list the name and qualifications of the individual who will function as the **Project Manager** as well as those of any other **key construction supervision personnel** to be assigned to the Contract along with the anticipated function and relevant experience of each person in the format below. Attach resumes.

**SCHEDULE B - KEY CONSTRUCTION SUPERVISION PERSONNEL:**

Name	Position	Date Started with Organization	Date Started in Construction Field	Prior Positions and Experience in Construction



- On **Schedule D**, below, list Bids submitted by your firm. If a joint venture, list each joint venture partner's projects separately. Please follow format below, one page per contract.

**SCHEDULE D: CURRENT BIDS SUBMITTED:**

**FIRM NAME:** \_\_\_\_\_

<b>Project Name, Location and Description</b>	<b>Name of Owner(s) Address, Tel No. &amp; Email</b>	<b>Design Engineer*</b>	<b>Bid Amount</b>	<b>Low Bidder (Y/N)</b>	<b>Anticipated Award Date/Contract Duration (If Applicable)</b>

**\*Include Name, Address, Phone No. and Email of Reference Contract**

- On **Schedule E**, below, provide information about past Performance Evaluations on Port Authority or PATH contracts. Submit a copy of this Schedule E completed for each entity that comprises the joint venture. Attach additional pages as necessary.

**SCHEDULE E: CONTRACTOR PAST PERFORMANCE**

**Firm Name:** \_\_\_\_\_

Indicate below whether your firm’s performance on a past Port Authority or PATH contract(s) has been rated less than satisfactory (e.g., received a Performance Evaluation rating of “Marginal” or “Unsatisfactory”) within three years prior to submission of this RTQ.

- No.
- Yes. Further information (including rating(s) and contract(s)):

\_\_\_\_\_  
\_\_\_\_\_.

Indicate below whether an affiliate, subsidiary or parent company of your firm has been rated less than satisfactory (e.g., received a Performance Evaluation rating of “Marginal” or “Unsatisfactory”) within three years prior to submission of this RTQ on a past Port Authority or PATH contract(s).

- No.
- Yes. Further information (including rating(s) and contract(s)):

\_\_\_\_\_  
\_\_\_\_\_.

Indicate below whether an entity in which your firm was a substantial component or over which your firm exerted substantial control has been rated less than satisfactory (e.g., received a Performance Evaluation rating of “Marginal” or “Unsatisfactory”) within three years prior to submission of this RTQ on a past Port Authority or PATH contract(s).

- No.
- Yes. Further information (including entity (ies), rating(s) and contract(s)):

\_\_\_\_\_  
\_\_\_\_\_.

Indicate below whether an entity which has some of the same key senior personnel as your firm has been rated less than satisfactory (e.g., received a Performance Evaluation rating of “Marginal” or “Unsatisfactory”) within three years prior to submission of this RTQ) on a past Port Authority or PATH contract(s).

- No.
- Yes. Further information (including entity (ies), rating(s) and contract(s)):

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In accordance with the Authority’s “Performance Evaluation for Construction Contractor Source Selection” policy, which can be found at <https://www.panynj.gov/business-opportunities/become-vendor.html>, the Port Authority will not qualify, or recommend for award, any prospective bidder or bidder that has received one or more Marginal or Unsatisfactory ratings unless, in the sole discretion of the Chief Engineer or his or her designee with information from the evaluation committee, the prospective bidder or bidder has provided substantive information showing that the root cause of the adverse performance has been identified and definitively corrected or the circumstances giving rise to the Performance Evaluations have changed and will not reoccur. The determination of the Chief Engineer or his or her designee will be conclusive.

- Does your firm have the necessary certification(s) and/or license(s) required under the RTQ?

**Yes**                       **No**                       **Not Applicable**

- If Yes - Submit documentation of required certification(s) and/or license(s)
- If No, indicate how you plan on meeting this requirement:

- Has your firm ever failed to complete any construction contract awarded to it?  
 **Yes**                       **No**

If yes, describe the circumstances on a separate piece of paper.

- In the last five years, has your firm ever failed to substantially complete a contract as per the Contract requirements manner?  **Yes**                       **No**

If yes, describe the circumstances on a separate piece of paper.

- Identify prior contracts that contained stated goals for M/WBE participation and how such goals were met or exceeded:

Contract	Stated Goals	Actual % Obtained	Comments

**C. Financial Information:**

- Can your firm provide a Performance and Payment Bond for the full amount required?  
 **Yes**                       **No**

- Indicate approximate total bonding capacity: \_\_\_\_\_

- Indicate name of your proposed surety company and name, address and phone number of agent:

➤ Name: \_\_\_\_\_

➤ Address:

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➤ Telephone No.

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- **Submit letter from your surety documenting your ability to submit the required Bond.**

**E. Certification**

I hereby certify that the information submitted herewith, including attachments, is true to the best of my knowledge and belief.

\_\_\_\_\_  
(Type or print business name of Firm)

By: \_\_\_\_\_  
(Signature of Officer of Firm)

\_\_\_\_\_  
(Print name of Officer of Firm)

Dated: \_\_\_\_\_  
\_\_\_\_\_  
(Type or print title of officer of Firm)

Sworn to before me

this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_

\_\_\_\_\_  
Notary Public

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**ATTACHMENT A**

**AGREEMENT ON TERMS OF DISCUSSION**

The Port Authority's receipt or discussion of any information (including information contained in any proposal, vendor qualification, ideas, models, drawings, or other material communicated or exhibited by us or on our behalf) shall not impose any obligations whatsoever on the Port Authority or entitle us to any compensation therefor (except to the extent specifically provided in such written agreement, if any, as may be entered into between the Port Authority and us). Any such information given to the Port Authority before, with or after this Agreement on Terms of Discussion ("Agreement"), either orally or in writing, is not given in confidence. Such information may be used, or disclosed to others, for any purpose at any time without obligation or compensation and without liability of any kind whatsoever. Any statement which is inconsistent with this Agreement, whether made as part of or in connection with this Agreement, shall be void and of no effect. This Agreement is not intended, however, to grant to the Port Authority rights to any matter, which is the subject of valid existing or potential letters patent. The foregoing applies to any information, whether or not given at the invitation of the Authority.

Notwithstanding the above, and without assuming any legal obligation, the Port Authority will employ reasonable efforts, subject to the provisions of the Port Authority Freedom of Information Code and Procedure adopted by the Port Authority's Board of Commissioners on March 29, 2012, which may be found on the Port Authority website at: <http://www.panynj.gov/corporate-information/pdf/foi-code.pdf>, not to disclose to any competitor of the undersigned, information submitted which are trade secrets or is maintained for the regulation or supervision of commercial enterprise which, if disclosed, would cause substantial injury to the competitive position of the enterprise, and which information is identified by the Proposer as proprietary, which may be disclosed by the undersigned to the Port Authority as part of or in connection with the submission of a proposal.

\_\_\_\_\_  
(Company)

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Title)

\_\_\_\_\_  
(Date)

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DO NOT RETYPE.