

THE PORT AUTHORITY OF NY & NJ

**PROCUREMENT DEPARTMENT
2 MONTGOMERY STREET, 3RD FL.
JERSEY CITY, NJ 07302**

Date: December 12, 2012

ADDENDUM # 3

**TO PROSPECTIVE RESPONDENTS TO RFQ# 31224:
LAGUARDIA AIRPORT CENTRAL TERMINAL BUILDING
REPLACEMENT PROJECT**

The following information is available in response 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 and/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 NY & NJ

RESPONDENT'S NAME: _____

INITIALED: _____ DATE: _____

**QUESTIONS / REQUESTS FOR CLARIFICATIONS / COMMENTS
REGARDING THE REQUEST FOR QUALIFICATIONS
LAGUARDIA AIRPORT CENTRAL TERMINAL BUILDING REPLACEMENT PROJECT
(RFQ #31224)**

Ques #	RFQ Section Reference	Question/Request for Clarification/Comment	Authority Response
1	Clause number 5.2.3 (a) (i) (a)	<p><i>“All operating and maintenance responsibility for at least one Airport Terminal building serving at least 2 million enplaned passengers annually (post-completion and open to passengers) for which responsibility has been held for five (5) years or longer”.</i> This clause read in conjunction with the definition of the term Airport Terminal gives an impression that the requirement has to be fulfilled by a given terminal building continuously for at least 5 years. We request that the Authority clarify that an airport operator would meet the experience requirement if it has served more than the specified number of enplaned passengers at an airport continuously for more than 5 years and the operational passenger terminal buildings at the airport individually served not less than 2Mn enplaned passengers per annum.</p>	<p><i>No, the airport operator as specifically defined in the question does not meet the qualifications listed in section 5.2 in the RFQ. An airport operator would meet the experience requirement if it has operated an airport (with multiple terminal buildings) serving more than 2 million passengers continuously for more than 5 years and if it had a meaningful role in the operation and maintenance of one or more of the terminals.</i></p>
2	N/A	<p>May we join a team now even if we were not part of one of the RFI respondent teams submitting in January 2012?</p>	<p><i>Yes. It is not a requirement to have responded to the RFI in order to participate in the RFQ.</i></p>
3	N/A	<p>Should we approach only airport developers who were part of the successful respondent teams in January, or may we approach other potential developers?</p>	<p><i>No. Because the RFI was not a procurement process, there are no “successful respondent teams”.</i></p> <p><i>See also response to Question #2 above.</i></p>
4	N/A	<p>Has a design concept been completed for the</p>	<p><i>As provided in the “Anticipated Program Schedule” (see</i></p>

		Terminal Replacement?	<i>Section 15.3 of the Project Briefing Book), the Authority anticipates CTB Conceptual Design Completion in the first quarter of 2013.</i>
5	N/A	If a design concept has been completed, will the concept design information be provided to proposers, beyond what is contained within the Project Briefing Book?	<i>The CTB Conceptual Design will be shared with Prequalified Respondents.</i>
6	Definitions and Forms	Can the Lead Design Firm be an Association, with one architect a sub-consultant to the other, whose combined experience meets the experience requirements stated in the RFQ? The RFQ mentions only Joint Ventures, Partnerships or Consortia.	<i>If the Lead Design Firm is an Association with a sub-consultant structure, the experience of the sub-consultant would not count towards meeting the requirements set forth in Section 5.2.2 of the RFQ.</i>
7	PBB	<p>The scope is very broad regarding Operations and Maintenance and we are trying to determine how closely your expectations follow the Canadian or UK models of P3. Is it the intent of the PANYNJ to include the following elements into the final scope and contract?</p> <ul style="list-style-type: none"> Fully operational responsibility with penalties (or performance deductions) for substandard performance (also known as the 'availability model' of P3) All Capital Expenditures (also known as Lifecycle) to be included in the proposal and contract for the life of the contract term. Energy Consumption guarantees for the entire life of the contract. 	<p><i>This is not an availability model in that the Authority would not compensate the Project Company via an availability payment. Rather, the Project Company would be compensated from net revenues of the terminal after payment of Authority ground rent (see the Project Briefing Book, Section 14.2) operation and maintenance expenses, debt service and debt related obligations (e.g., funding of reserves) which would be the responsibility of the Project Company. However, the Project Company shall be expected to meet certain performance standards and would incur a penalty for failure to comply with those standards. The penalty would be reflected in an adjustment to the annual sharing of residual revenues between the Authority and the Project Company for the period when the Project Company was not in compliance with such standards.</i></p> <p><i>All necessary Capital Expenditures during the term of the lease will be the responsibility of the Project Company. A comprehensive conditions survey would be undertaken prior to the expiration of the lease and any identified areas of deferred maintenance would need to be addressed prior to the return of the asset to the Authority.</i></p>

			<p><i>At this time, the Authority does not anticipate that energy consumption guarantees will be a requirement of the lease. However, sustainability is a central concern. Please see Section 10.0 of the Project Briefing Book.</i></p>
8	BQQ - Question 14 (dates)	Do we have to provide dates during which key people served as a shareholder only or during which they served in any position?	<p><i>Please provide the dates during which key people served as shareholders in Question 14, and include dates when they served in any other position on an Attachment (see last page of the BQQ).</i></p>
9	RFQ	Can certain projects be listed in response to more than one question? E.g. on page 33, questions ii. (a.) and ii. (b.) are identical with the sole exception of the age of the project.	<p><i>Yes. A project listed in 5.2.2(ii)(b) may also be listed in 5.5.5(ii)(a) if the Respondant has only three projects that meet the criteria of 5.2.2(ii)(a).</i></p>
10	RFQ – Page 34	In the requirements for the Terminal Manager, is it required that the last 5 years in a Senior Management Role are also in an airport with more than 2 million enplaned passengers? Would a candidate with more than 10 years experience in terminals with more than 2 million passengers and in a Senior Management role for the last 5 years but in a smaller airport be qualified? Please confirm.	<p><i>As set forth in Section 5.2.3(b) of the RFQ, the Terminal Manager must have at least 10 years experience in the operation, maintenance and management of an Airport Terminal with at least 2 million enplaned passengers annually, including the last five years in a senior management role.</i></p> <p><i>The senior management role must be at an airport enplaning at least 2 million passengers annually.</i></p>
11	PBB – Section 3.2.1, Page 6	Can you please provide more detail on the FAA's Final Congestion Management Rule and if or when we can expect the FAA to issue it.	<p><i>In 2010, the Department of Transportation (DOT) began developing a “Slot Management and Transparency” rule for JFK, LaGuardia, and Newark Liberty to replace the temporary slot control rules under which they have been operating since 2006 for LaGuardia and since 2008 for JFK and Newark. DOT has not submitted a Notice of Proposed Rulemaking as of this date. The temporary rules have been extended twice since 2006 and 2008.</i></p> <p><i>The current rules can be found here: <u>JFK and EWR:</u> 74 Fed. Reg. 52132 (Oct. 9, 2009)</i></p>

			<p>https://www.federalregister.gov/articles/2009/10/09/E9-24235/congestion-management-rule-for-john-f-kennedy-international-airport-and-newark-liberty-international</p> <p><u>LGA:</u></p> <p>74 Fed. Reg. 52134 (Oct. 9, 2009)</p> <p>https://www.federalregister.gov/articles/2009/10/09/E9-24232/congestion-management-rule-for-laguardia-airport</p>
12	PBB – Section 11.0, Page 42	Can you please describe the status of the environmental process.	<i>Details of the Environmental Process will be further described in the RFP.</i>
13	PBB – Section 14.4, Page 49	Can you please clarify the extent of discussions that have taken place between the Authority and the airlines regarding the Project.	<i>As noted in Section 14.1 of the Project Briefing Book, the Authority “has engaged in preliminary discussions with airlines at LGA about the Project”. Input from the airlines has been reflected in the development of the RFQ.</i>
14	PBB – Other	What are the plans with the PANYNJ’s employees working directly at LGA? Would they be given the opportunity to be transferred to ProjectCo? Could the PANYNJ distribute an org chart showing the number and positions of employees working directly at LGA?	<i>Details about Authority staffing will be provided in the RFP.</i>
15	PBB – Other	Are there any shared systems or centralized systems that would need to be separated once the lease agreement is signed? We understand the Procurement, IT, Engineering, Financial, Legal and Public Safety areas are centralized. Are there any other areas centralized or shared amongst PANYNJ entities? Could PANYNJ provide a list of IT systems centralized that would need to be separated from the new leasee?	<i>Details regarding shared or centralized systems will be provided in the RFP.</i>

16	PBB – Other	What would be the expected level of maintenance and service levels for the existing terminal operation before and during construction?	<i>In the Project Briefing Book (see Section 14.4) it is expressly stated that: “The Authority’s standards for the management and operation of the New CTB will be set forth in the Project Documents”.</i>																																								
17	PBB – Other	Could the PANYNJ provide a detailed breakdown of the rates and fees currently in place affecting tenants and airlines?	<table border="1"> <thead> <tr> <th colspan="4">Authority Fees Charged to Airlines in the CTB as of 2012</th> </tr> <tr> <th><u>Charge</u></th> <th><u>Rate</u></th> <th><u>Annual Increase</u></th> <th><u>Comment</u></th> </tr> </thead> <tbody> <tr> <td>Gate Apron</td> <td>\$3.02 per sq ft</td> <td>3%</td> <td>Rates set from 2013-2015</td> </tr> <tr> <td>Building Rent</td> <td>\$58.26 per sq ft</td> <td>2%</td> <td>Rates set from 2013-2015</td> </tr> <tr> <td>CHRP</td> <td>\$15.00 per sq ft</td> <td>--</td> <td>Annual estimate</td> </tr> <tr> <td>Common Gate Fee</td> <td>\$910.35 per turn</td> <td>2%</td> <td>Rates set from 2013-2015</td> </tr> <tr> <td>Paved Land</td> <td>\$2.50 per sq ft</td> <td>3%</td> <td>Rates set from 2013-2015</td> </tr> <tr> <td>Unpaved Land</td> <td>\$1.25 per sq ft</td> <td>3%</td> <td>Rates set from 2013-2015</td> </tr> <tr> <td>Flight Fee for signatory airlines</td> <td>\$7.25 per 1,000 lbs of gross landing weight</td> <td>--</td> <td>Annual estimate</td> </tr> <tr> <td>In-flight Catering</td> <td>8%</td> <td>--</td> <td>On-airport</td> </tr> </tbody> </table>	Authority Fees Charged to Airlines in the CTB as of 2012				<u>Charge</u>	<u>Rate</u>	<u>Annual Increase</u>	<u>Comment</u>	Gate Apron	\$3.02 per sq ft	3%	Rates set from 2013-2015	Building Rent	\$58.26 per sq ft	2%	Rates set from 2013-2015	CHRP	\$15.00 per sq ft	--	Annual estimate	Common Gate Fee	\$910.35 per turn	2%	Rates set from 2013-2015	Paved Land	\$2.50 per sq ft	3%	Rates set from 2013-2015	Unpaved Land	\$1.25 per sq ft	3%	Rates set from 2013-2015	Flight Fee for signatory airlines	\$7.25 per 1,000 lbs of gross landing weight	--	Annual estimate	In-flight Catering	8%	--	On-airport
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			Third party service providers	5% of all gross receipts	--	Ex. aircraft maintenance, GSE svcs, snow removal
18	PBB – Other	Is there any equipment/facility within the CTB and Project Boundaries owned by the airlines or any other third party? Who would be maintaining such equipment?	<i>Please assume that any equipment in the existing CTB located within current airline exclusive leaseholds is owned and maintained by the airlines. Additional information will be provided in the RFP.</i>			
19	PBB – Other	Could the PANYNJ provide a breakdown of the commercial areas assigned under the Federal regulations for Minority, Women and Disabled owned businesses?	<i>Disadvantaged Business Enterprises participation requirements are established by federal law and regulation. Please see section 3.2.6 and 3.2.7 of the RFQ.</i>			
20	N/A	Who is currently responsible for Apron Control? Is the Authority doing this with internal staff or through a third party? Are any of the airlines currently operating from LGA CTB taking on this responsibility themselves?	<i>Ramp Control at the existing CTB is handled by the airlines.</i>			
21	RFQ Page 6	The RFQ document states that "Respondents must periodically monitor the Authority website at TO BE PROVIDED BY PROCUREMENT". Could you please advise which website address this should be.	<i>The website address appears in Section 2.2 of the RFQ. That address is: http://www.panynj.gov/business-opportunities/bid-proposal-advertisements.html</i>			
22	RFQ Page 5	"Transportation Project": Can you further elaborate on the interpretation of "construct" in this context please. We would assume that the relevant interpretation, especially in the context of the Project Executive and Project Director roles and their scoring against the points criteria, is the 'management of a public transportation asset, including construction of infrastructure, with particular focus on an Airport Terminal'.	<i>Your interpretation is correct.</i> <i>The Executive Director and the Project Director must have at least 20 years' and 15 years' experience, respectively, in the management of a public transportation asset, including the construction of infrastructure, with particular focus on an Airport Terminal. The last five years of that experience should have been in a senior executive role.</i>			

23	RFQ Page 32 – Section 5.2.2 (a)	Is this text meant to include "Table of Organization" as well as "Technical Organization Chart" (as Lead Firms and Other Key Firms are mentioned and they are more clearly covered in the Table of Organization)	<i>Yes. The Table of Organization, as well as the Technical Organization Chart and Statement of Functional Relationships, will be evaluated pursuant to Section 5.2.2(a) of the RFQ.</i>
24	N/A 11/26	Are there going to be any small business requirements for this solicitation? And if so, do the business have to be located within New York, New Jersey or Pennsylvania? Is Certification in one of those states going to be a requirement for a small business?	<i>No decision has been made regarding small business requirements.</i>
25	N/A 11/26	Once the RFP is released, will there be a pre-proposal conference?	<i>The RFP will be released to Prequalified Respondents only, and therefore attendance at pre-proposal meetings will be limited to Prequalified Respondents.</i>
26	RFQ	We have a deadline for submission of the BQQs on 3 December. Can you clarify please if that deadline is for the electronic submission (email or fax) or for the hard copies?	<i>The BQQ will be accepted by any means by the due date. Please see Addendum No. 2 for revised dates.</i>
27	RFQ	<p>Are BQQ's required of ONLY those firms on our team listed in our SOQ as Equity Members, Non-Equity Members, Lead Firms and Guarantors, and Other Key Firms? There are other non-key firms we are in discussion with but not formally teamed with at this time. It is anticipated that those firms qualifications and experience will be ADDED to our team during the RFP/Proposal phase. Would this assumption potentially disqualify our team based on the below?</p> <p style="text-align: center;">Page 40 of the RFQ, Item 8. RESERVED RIGHTS:</p> <p style="text-align: center;">The Authority reserves to itself all rights (which rights are exercisable by the</p>	<p><i>Yes. BQQs are not required for non-key firms for the RFQ.</i></p> <p><i>No. We are not looking at the non-key firms as part of the RFQ. Other requirements will be addressed in the RFP.</i></p>

		<p>Authority in its sole and absolute discretion) available to it under applicable law, including without limitation, with or without cause and with or without notice, the right to:</p> <p>1. states “Disqualify and Respondent which changes the team structure outlined in its SOQ without Authority Approval.”</p>	
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