



Date: March 5, 2020

**AIRTRAIN NEWARK REPLACEMENT PROJECT | (RFQ NO.60249)  
ADDENDUM #2**

**TO PROSPECTIVE RESPONDENTS TO RFQ #60249  
REQUEST FOR QUALIFICATIONS  
AIRTRAIN NEWARK REPLACEMENT PROJECT**

We have made the following changes to the subject RFQ and Appendix B (SOQ Template).

1. With respect to the RFQ, we have revised the following sections, as shown in the comparison attached as Appendix A:
  - a. The "Restrictions on Communication" in the Summary of Key RFQ Information and Section 5.4 of the RFQ have been revised to include Morgan, Lewis & Bockius LLP as shown in the attached comparison.
  - b. Section 5.10(b) (Respondent Organizational Requirements) has been revised to clarify that the role of Lead Systems Design & Integration Manager(s) may be fulfilled by two individuals as shown in the attached comparison.
  - c. Section 3.2 (Procurement Schedule) has been revised to extend the Deadline for Respondent Questions as shown in the attached comparison.
2. With respect to Appendix B (SOQ Template), we have revised the following sections, as shown in the comparison attached as Appendix B:
  - a. The index of the SOQ Template under the instructions table "SOQ Format" has been revised to include additional instructions as shown in the attached comparison.
  - b. Section 1.2 (Legal Form of Respondent Entity) has been revised to require each Principal Participant to provide a Certificate of Good Standing and Authorization to Do Business in New Jersey as shown in the attached comparison.
  - c. Sections 2.2 through 2.12 and 2.16 have been revised to clarify that the relevant Key member must submit three projects using Form D as shown in the attached comparison.
  - d. Section 4.1 (Requirements for Key Personnel) and Section 4.4 (Lead Civil/ Infrastructure Design Manager (LCIDM), Lead Systems Design and Integration Manager (LSDIM), Architect of Record (AOR) and Engineer of Record (EOR)) have been revised to clarify that the role of Lead Systems Design & Integration Manager(s) may be fulfilled by two individuals as shown in the attached comparison.

- e. Section 10 (Licenses and Certificates) has been revised to clarify the licenses and certificates that are required to be submitted as shown in the attached comparison.

**Appendix A: RFQ Revised Sections Comparison**

**AIRTRAN NEWARK REPLACEMENT PROJECT  
PROJECT FACT SHEET**

<b>PROJECT DESCRIPTION:</b>	The New AirTrain Newark will be a 2.5-mile elevated guideway train system and the centerpiece of the modernization of Newark Liberty International Airport. The New AirTrain will replace the existing AirTrain, which opened in 1996 and is reaching the end of its useful life which makes it susceptible to more frequent breakdowns and delays. The New AirTrain will be designed to maximize customer convenience with seamless connections to other forms of transportation and provide modern wayfinding, digital tools and amenities in AirTrain stations and in vehicles.
<b>OPERATIONS AND MAINTENANCE DURATION:</b>	30 years – 10-year initial term with two 10-year options
<b>NEW AIRTRAIN OPERATIONS:</b>	<ul style="list-style-type: none"> <li>• 2-3.5 minute headway Peak service</li> <li>• 20 hours a day and 7 days a week/year-round passenger service</li> <li>• 2,000 to 3,500 passengers per hour per direction</li> </ul>
<b>INFRASTRUCTURE &amp; SYSTEM COMPONENTS:</b>	<ul style="list-style-type: none"> <li>• ~2.5-mile elevated guideway</li> <li>• 3 stations</li> <li>• Maintenance Control Facility</li> <li>• Grade-separated pedestrian connections from stations to terminals</li> <li>• 15-20 vehicles</li> <li>• Power distribution system including substations</li> <li>• Automated train control system</li> <li>• Supervisory control and data acquisition systems</li> </ul>
<b>TOTAL PROJECT COST:</b>	\$2.05 billion (\$1.4-\$1.6 billion for design-build construction costs)
<b>MBE/WBE/SDVOB and LBE PARTICIPATION:</b>	The Contractor selected to deliver the Project will be responsible for meeting the Port Authority’s MBE/WBE/SDVOB participation goals (20% MBE and 10% WBE) for the Project – and engaging the Port Authority’s Office of Diversity and Inclusion in developing a MBE/WBE/SDVOB participation plan that meets (or exceeds) these goals. The Contractor will also be responsible and fully committed to engaging local business enterprises during the design, construction, and operations and maintenance of the New AirTrain.

## SUMMARY OF KEY RFQ INFORMATION

<b>RFQ TITLE</b>	<p>The title of this RFQ is:</p> <p><b>Request for Qualifications for the AirTrain Newark Replacement Project through a Design-Build-Operate-Maintain (DBOM) Agreement</b></p> <p>RFQ #60249</p> <p>Respondents should reference the RFQ # in all correspondence.</p>
<b>CONTACT PERSON</b>	<p>The Contact Person for this RFQ is:</p> <p>Timothy J. Pullen E-Mail: <a href="mailto:tpullen@panynj.gov">tpullen@panynj.gov</a></p>
<b>RESTRICTION ON COMMUNICATION</b>	<p>A restricted period is currently in effect for this procurement and will remain in effect until the Port Authority's Board of Commissioners authorizes the DBOM Agreement, as further described in Section 3.2. Respondents are prohibited from contact related to this procurement with any Port Authority employee, Project Advisor or Commissioner other than the designated Contact Person listed above. In addition, and as further described in Section 5.4, the Port Authority has retained the following team of advisors for the Project:</p> <ol style="list-style-type: none"><li>1. Lea+Elliot, Inc.</li><li>2. HNTB Corporation</li><li>3. Ashurst LLP</li><li>4. Love and Long LLP</li><li>5. <a href="#">Morgan, Lewis &amp; Bockius LLP</a></li></ol> <p>These entities are precluded from communications and work with the Respondent teams.</p>
<b>SOQ DUE DATE</b>	<p>Before 2 p.m. Eastern Standard Time on March 24, 2020.</p>
<b>SOQ SUBMITTAL LOCATION</b>	<p>The SOQ Submittal Location is:</p> <p>Procurement Department The Port Authority of New York and New Jersey 4 World Trade Center, 21st Floor 150 Greenwich Street New York, NY 10007 Attention: RFQ Custodian Re: RFQ #60249 - AirTrain Newark Replacement Project</p>

### 3.2 Procurement Schedule

The anticipated schedule ("**Procurement Schedule**") for the Project is as follows:

Activity	Date
<b>RFQ Phase</b>	
RFQ documents issued publicly	January 28, 2020
Community Briefing	February 2020
Respondent Informational/Clarification Meetings	February 2020
Deadline for Respondent Questions	March 4 <del>17</del> , 2020
SOQ Due Date	2:00 PM EST on March 24, 2020
Shortlisted Respondents Notified	May 2020
<b>RFP Phase</b>	
Access to Data Room Granted	Q2 2020
MBE/WBE/SDVOB and Local Business Enterprises Industry Forum	Q2 2020
RFP Issued to Proposers (Shortlisted Respondents Only)	Q2 2020
Project Site Visit	Q2 2020
Collaborative Dialogue Meetings (CDMs) with Proposers	Q2-Q4 2020
Technical & Price Proposal Due Date	Q1 2021
Board of Commissioners Authorization	Q2 2021
Agreement Date – Notice to Proceed	Q2 2021

#### **5.4 Project Advisors**

We have retained a team of Project Advisors under exclusivity arrangements to assist us in the procurement process and the delivery of the Project. Our Project Advisors are not eligible to assist or participate on a Respondent Team. Moreover, our Project Advisors are not available to provide any services or information to a Respondent on the Project without our prior written approval.

Our current list of Project Advisors includes the following firms:

- Ashurst LLP (Legal Advisor)
- Love and Long LLP (Legal Advisor)
- HNTB Corporation (Technical Advisor)
- Lea+Elliott, Inc. (O&M Advisor)
- = [Morgan, Lewis & Bockius LLP \(Legal Advisor\)](#)

	criteria with respect to all systems components of the new APM System (including the vehicles, train control, power distribution, communication, supervisory control and data acquisition systems).
<b>Lead O&amp;M Contractor</b>	The entity or entities primarily responsible for the long-term operations and maintenance of the Project. Respondents should identify firms responsible for each component of the New AirTrain and Existing AirTrain (including but not limited to all vehicles, APM systems, guideway infrastructure, passenger stations and maintenance and control facility) and how these firms will interface with the Lead O&M Contractor.
<b>Lead Customer Experience Contractor</b>	The entity primarily responsible for developing the world-class customer experience and ensuring the team delivers a customer focused design, and construction project and continues to evolve the customer experience throughout the O&M period. This entity may also provide other services or be a specialized contractor.

(b) Respondents must also identify the individuals who will constitute the following "Minimum Key Personnel":

- Project Manager
- Architect of Record/Engineer of Record
- Lead Civil/Infrastructure Design Manager
- Lead Systems Design & Integration Manager(s)
- Lead Interface Manager
- Operational Experience & Readiness Manager
- QA/QC Manager for Design/Construction
- Testing & Commissioning Manager
- O&M Site Director
- O&M Maintenance Manager
- O&M Operations Manager

In addition to the above Minimum Key Personnel, Respondents must also identify other Key Personnel that Respondents intend to include as part of their Respondent Team, and must describe the roles, responsibilities and interaction of all Key Personnel within the Respondent Team's structure and how the Respondent will utilize its Key Personnel to perform the Work necessary for the Project.

(c) We expect that for each Respondent Team, the Lead Civil/Infrastructure Contractor, the Lead System Supply Contractor and the Lead O&M Contractor will all be named as Principal Participants. Each Principal Participant will be jointly and severally liable for the obligations of the selected Contractor to the Port Authority under, and throughout the term of, the DBOM Agreement. If any Principal Participant is a joint venture, each firm in the joint venture will be jointly and severally obligated. Subject to these requirements, the structure of the Respondent Team is the responsibility of the Respondent to determine, together with the split of scope between Respondent Team members.

(d) An entity may be designated with more than one Key Member role within the Respondent Team, as appropriate. Further, more than one entity may be designated for any Key Member role within a Respondent Team (except that only one entity may be designated as the Lead Customer Experience Contractor).

## **Appendix B: Appendix B (SOQ Template) Revised Sections Comparison**

**APPENDIX B  
SOQ TEMPLATE**

**INSTRUCTIONS:**

\* \* \*

<b>SOQ Format</b>		
•	SOQ Binding	All SOQ documents must be printed double-sided (except SOQ cover page) using 100% recycled copy paper. The Respondent must bind each SOQ copy using spiral (plastic or coil) binding. <b>Do not use clear plastic covers.</b> The Respondent may use card stock for SOQ backing.
•	Number of SOQ copies	12, including one original copy of SOQ.
•	Number of electronic copies	One Compact Disk (CD) of SOQ.
•	Original Copy of SOQ	One – with original signatures. The original copy of the SOQ should be clearly marked on the cover page, in red ink, <b>“ORIGINAL COPY.”</b> With respect to Form B and Form C, a copy of a parent company signature is acceptable in place of its original signature.
•	Respondent Financial Data Format	The Respondent is only required to provide the financial information listed in Section 8 ( <i>Respondent Financial Data</i> ) in <del>the original hard copy and</del> electronic copy versions of the SOQ. <a href="#">The Respondent may mark such materials as Confidential.</a>
•	Font	The font style and size of the SOQ must be Univers, size 10.
•	Organizational Chart Size	Respondents may submit 11x17 sized organizational charts.
•	Additional Materials	Respondents may append additional supporting material to the very end of their SOQs under a separate tab, subject to a maximum of ten pages. Such additional materials must not include any marketing materials or brochures.
•	<a href="#">Copies of Licenses and Certificates</a>	<a href="#">Respondents are only required to provide one copy of each license and certificate listed in Section 10 in the ORIGINAL COPY of Respondent's SOQ. Respondents</a>

		<a href="#"><u>do not need to include copies of such documents in the SOQ Copies.</u></a>
--	--	---

## 1.2 Legal Form of Respondent Entity

Please describe the Respondent's legal structure (joint venture, limited liability company, partnership, or consortium, or unincorporated entity or association). Please describe how the entity will operate administratively and technically and any agreed upon percentage ownership or control as between each of the Principal Participants. Please note if this structure will change over time.

~~Please provide evidence showing its organization has the legal ability to enter into the DBOM Agreement and perform the Work required for the Project for the term of the DBOM Agreement.~~ [Please provide a Certificate of Good Standing and a certificate certifying that the Respondent is authorized to do business in New Jersey.](#)

*[Please provide narrative required above here]*

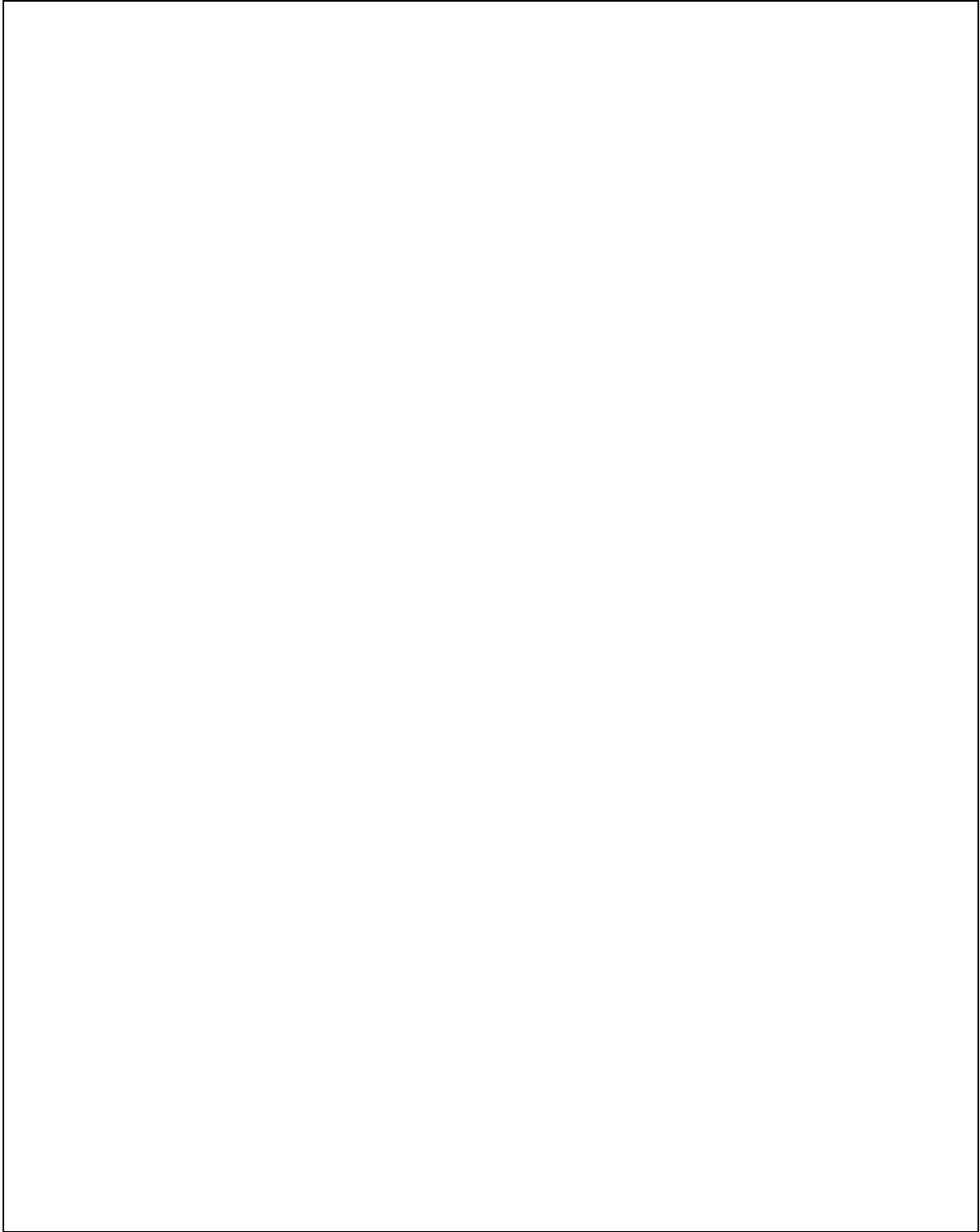
## **2.2 Lead Interface Designer Experience**

The Lead Interface Designer must provide its engineering and design experience for the development and implementation on ~~a minimum of~~ three key relevant projects worked on in the past 15 years (with a focus on Similar Projects and projects substantially involved in over the past 5 years) using Form D (*Key Members and Named Subcontractors – Project Experience*).

Please note any unique challenges, outcomes, or lessons learned on these projects that the Respondent believes is relevant to the performance of the design Work for the Project.

Please include below any information which may be relevant to the Port Authority's evaluation of the Lead Interface Designer's experience against the "Experience and Past Performance" Comparative Evaluation Criterion set out in Item 1 of Section 6.3 (*Comparative Evaluation Criteria*) of the RFQ.

***[Please provide narrative required above here]***



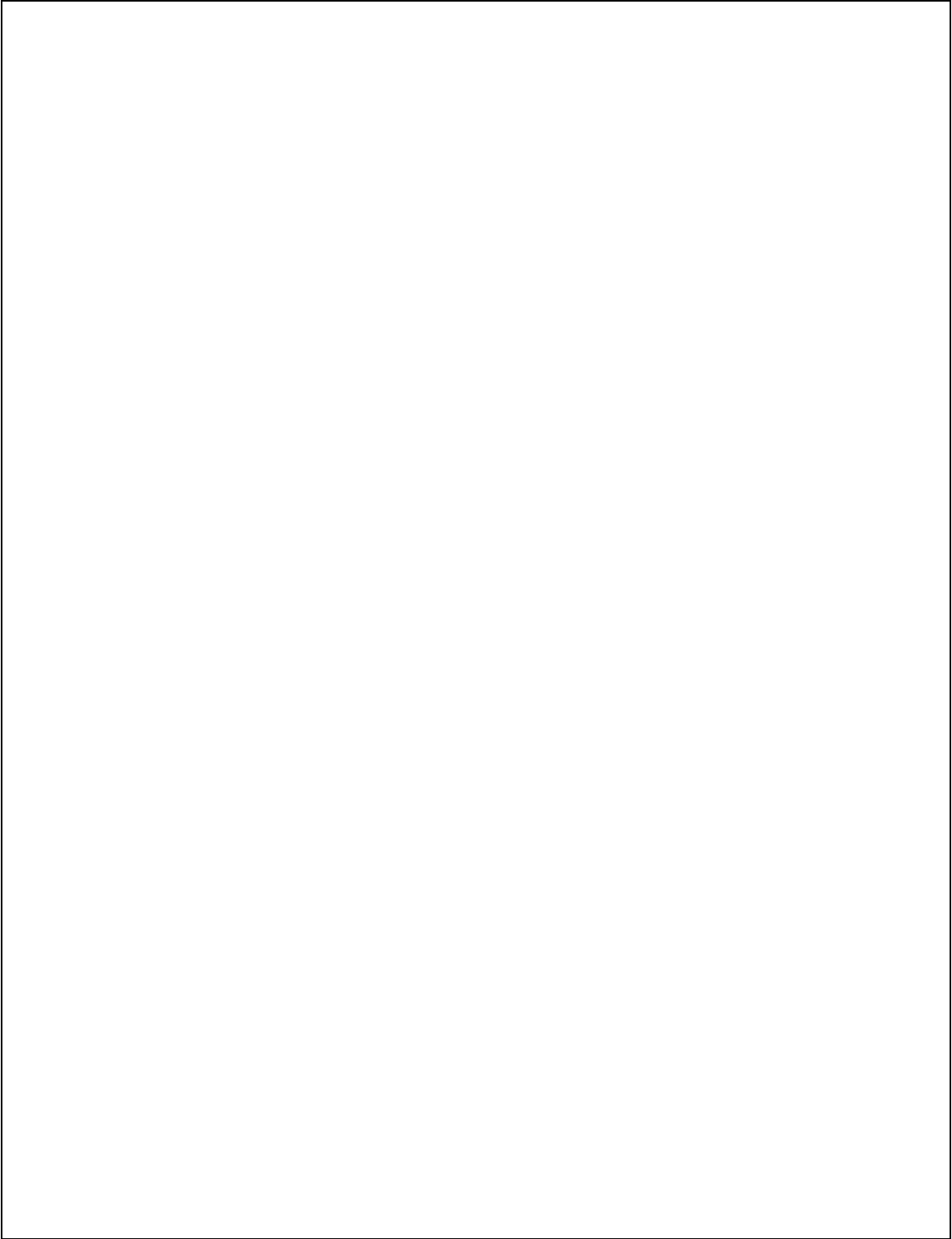
#### **2.4 Lead Infrastructure Designer Experience**

The Lead Infrastructure Designer must provide its engineering and design experience for the development and implementation on ~~a minimum of~~ three key relevant projects worked on in the past 15 years (with a focus on Similar Projects and projects substantially involved in over the past 5 years) using Form D (*Key Members and Named Subcontractors – Project Experience*).

Please note any unique challenges, outcomes, or lessons learned on these projects that the Respondent believes is relevant to the performance of the design Work for the Project.

Please include below any information which may be relevant to the Port Authority's evaluation of the Lead Infrastructure Designer's experience against the "Experience and Past Performance" Comparative Evaluation Criterion set out in Item 1 of Section 6.3 (*Comparative Evaluation Criteria*) of the RFQ.

***[Please provide narrative required above here]***



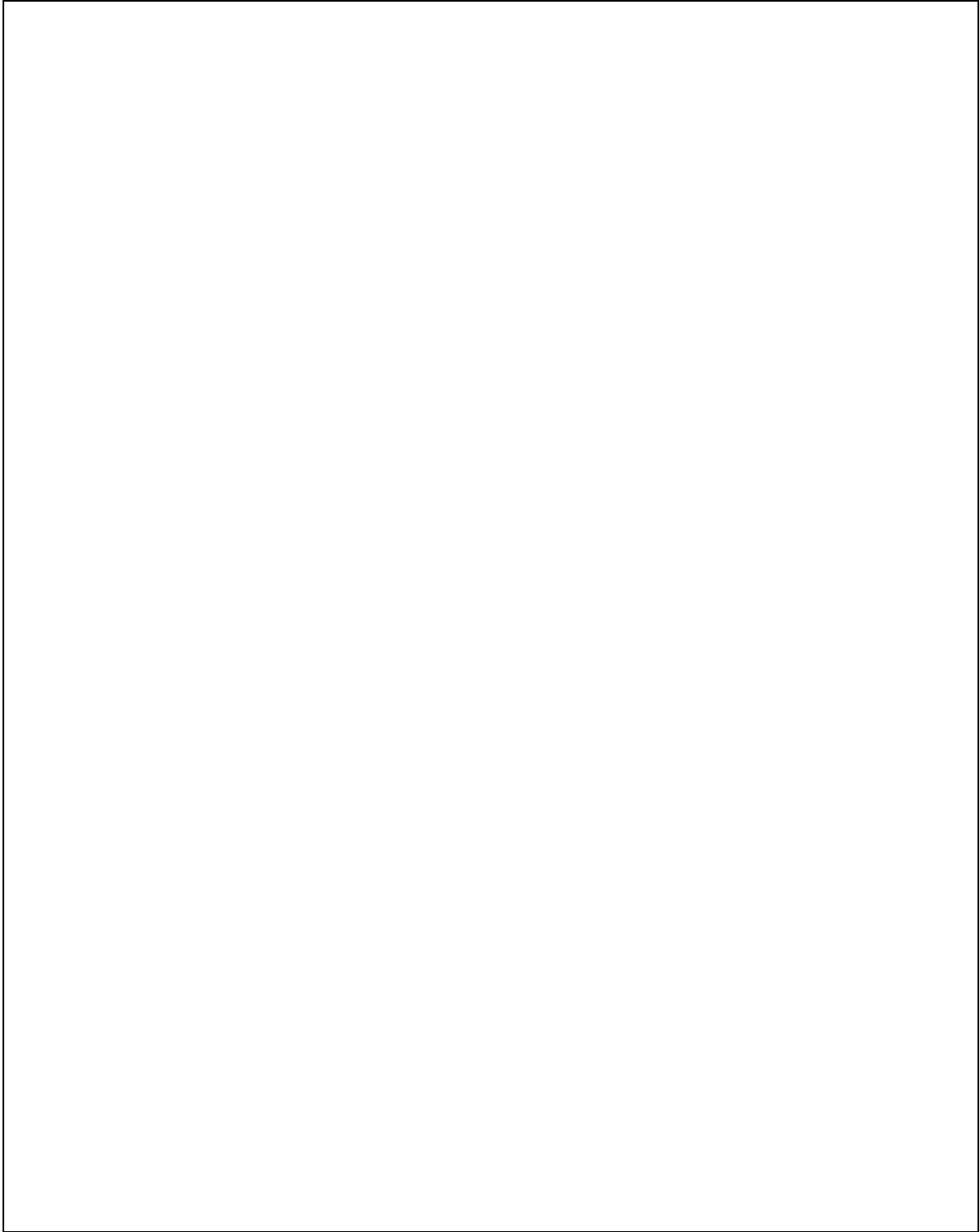
## **2.6 Lead System Designer Experience**

The Lead System Designer must provide its engineering and design experience for the development and implementation on ~~a minimum of~~ three key relevant projects worked on in the past 15 years (with a focus on Similar Projects and projects substantially involved in over the past 5 years) using Form D (*Key Members and Named Subcontractors – Project Experience*).

Please note any unique challenges, outcomes, or lessons learned on these projects that the Respondent believes is relevant to the performance of the design Work for the Project.

Please include below any information which may be relevant to the Port Authority's evaluation of the Lead System Designer's experience against the "Experience and Past Performance" Comparative Evaluation Criterion set out in Item 1 of Section 6.3 (*Comparative Evaluation Criteria*) of the RFQ.

***[Please provide narrative required above here]***



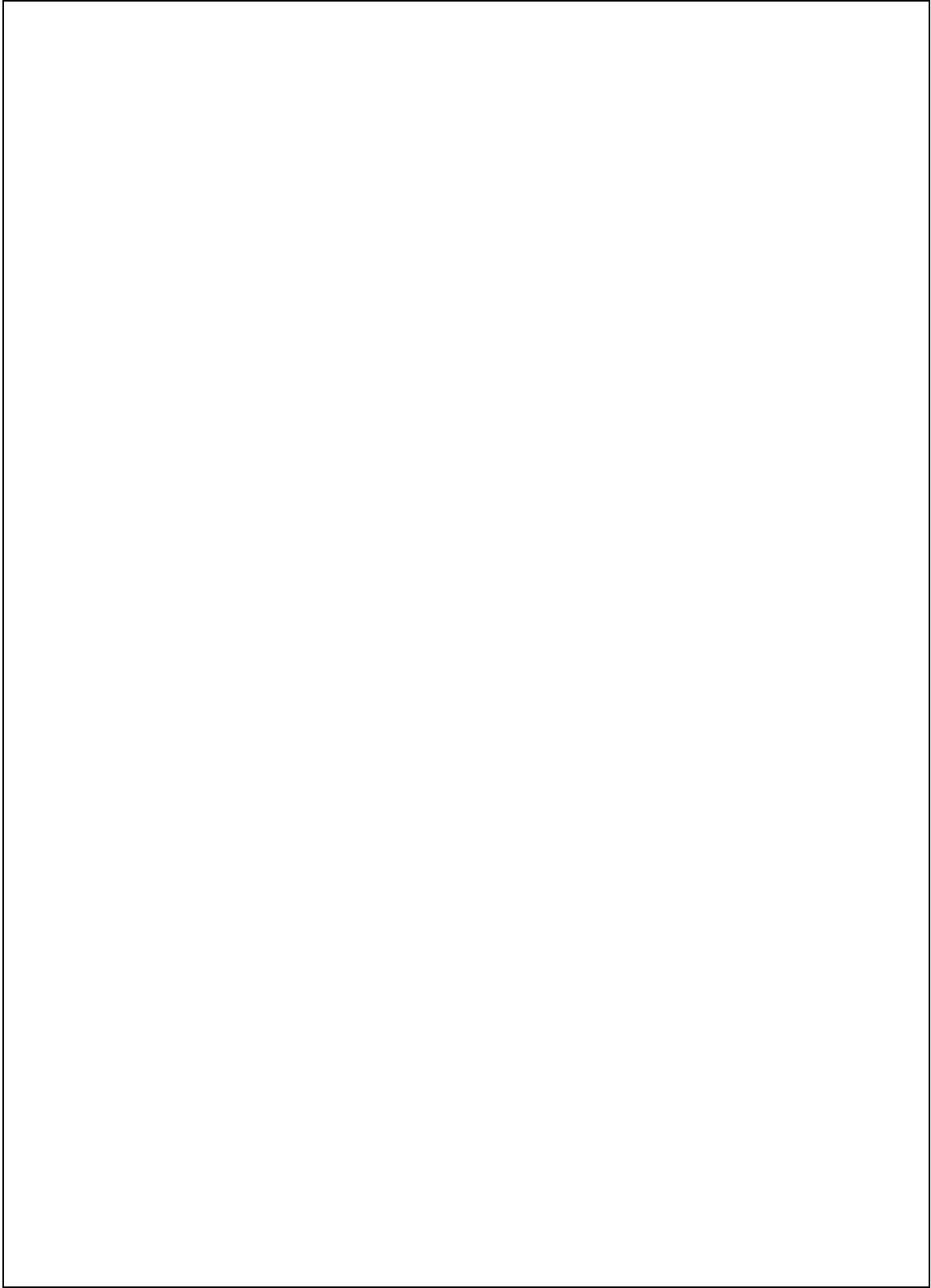
## 2.8 Lead Civil/Infrastructure Contractor Experience

The Lead Civil/Infrastructure Contractor must provide its experience with construction management, construction and maintaining quality control of construction on ~~a minimum of~~ three key relevant projects worked on in the past 15 years (with a focus on Similar Projects and projects substantially involved in over the past 5 years) using Form D (Key Members and Named Subcontractors – Project Experience). Of these projects, at least two Similar Projects must have been completed or commenced within in the last five years, ~~as identified using Form D (Key Members and Named Subcontractors – Project Experience)~~.

Please note any unique challenges, outcomes, or lessons learned on these projects that the Respondent believes is relevant to the performance of the construction work for the Project.

Please include below any information which may be relevant to the Port Authority's evaluation of the Lead Civil/Infrastructure Contractor's experience against the "Experience and Past Performance" Comparative Evaluation Criterion set out in Item 1 of Section 6.3 (*Comparative Evaluation Criteria*) of the RFQ.

***[Please provide narrative required above here]***



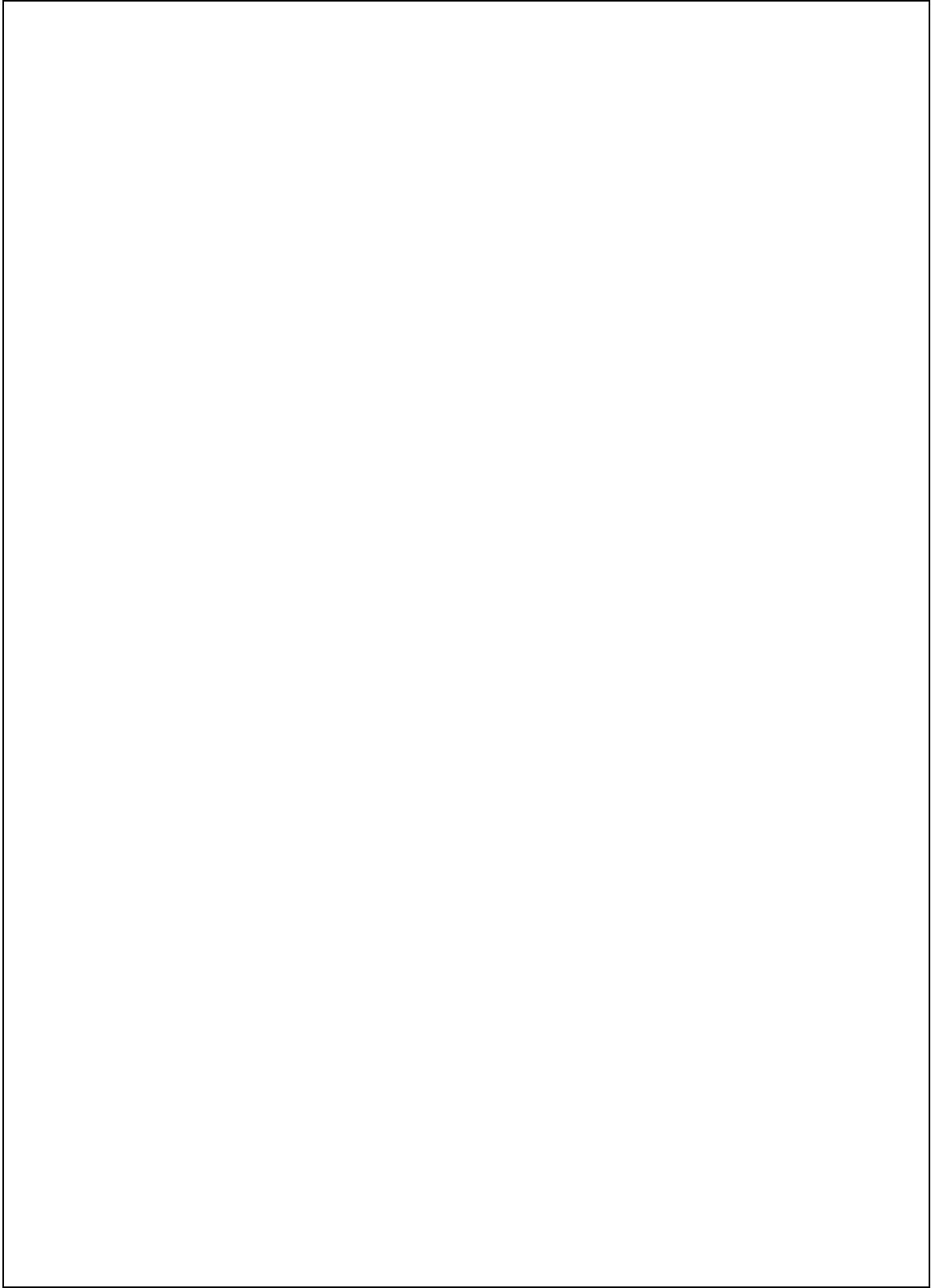
## **2.10 Lead System Supply Contractor Experience**

The Lead System Supply Contractor must provide its experience with system supply, manufacturing, implementation and related construction management, construction and maintaining quality control of system supply and construction on ~~a minimum of~~ three key relevant projects worked on in the past 15 years (with a focus on Similar Projects and projects substantially involved in over the past 5 years) using Form D (Key Members and Named Subcontractors – Project Experience). Of these projects, at least two Similar Projects must have been completed or commenced within the last five years, ~~as identified using Form D (Key Members and Named Subcontractors – Project Experience)~~.

Please note any unique challenges, outcomes, or lessons learned on these projects that the Respondent believes is relevant to the performance of the construction work for the Project.

Please include below any information which may be relevant to the Port Authority's evaluation of the Lead System Supply Contractor's experience against the "Experience and Past Performance" Comparative Evaluation Criterion set out in Item 1 of Section 6.3 (*Comparative Evaluation Criteria*) of the RFQ.

***[Please provide narrative required above here]***



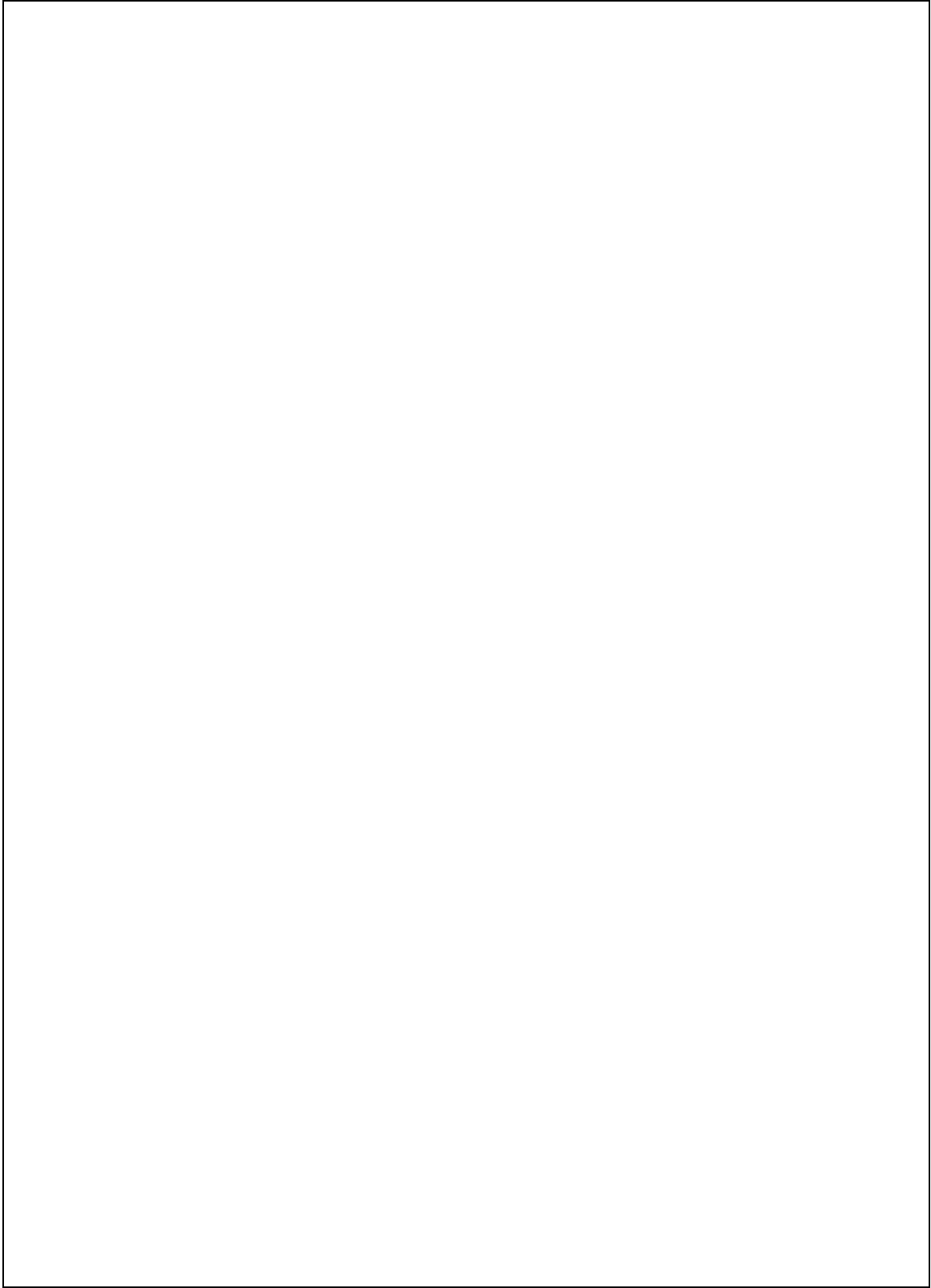
## 2.12 Lead O&M Contractor Experience

The Lead O&M Contractor must provide its experience with best-in-class operations and maintenance management, customer-focused initiatives, and maintaining quality control of operations and maintenance on ~~a minimum of~~ three key relevant projects worked on in the past 15 years (with a focus on Similar Projects and projects substantially involved in over the past 5 years) using Form D (Key Members and Named Subcontractors – Project Experience). Of these projects, at least two Similar Projects must have been completed or commenced within the last five years, ~~as identified~~ using Form D (Key Members and Named Subcontractors – Project Experience).

Please note any unique challenges, outcomes, or lessons learned on these projects that the Respondent believes is relevant to the performance of the construction work for the Project.

Please include below any information which may be relevant to the Port Authority's evaluation of the Lead O&M Contractor's experience against the "Experience and Past Performance" Comparative Evaluation Criterion set out in Item 1 of Section 6.3 (*Comparative Evaluation Criteria*) of the RFQ.

***[Please provide narrative required above here]***



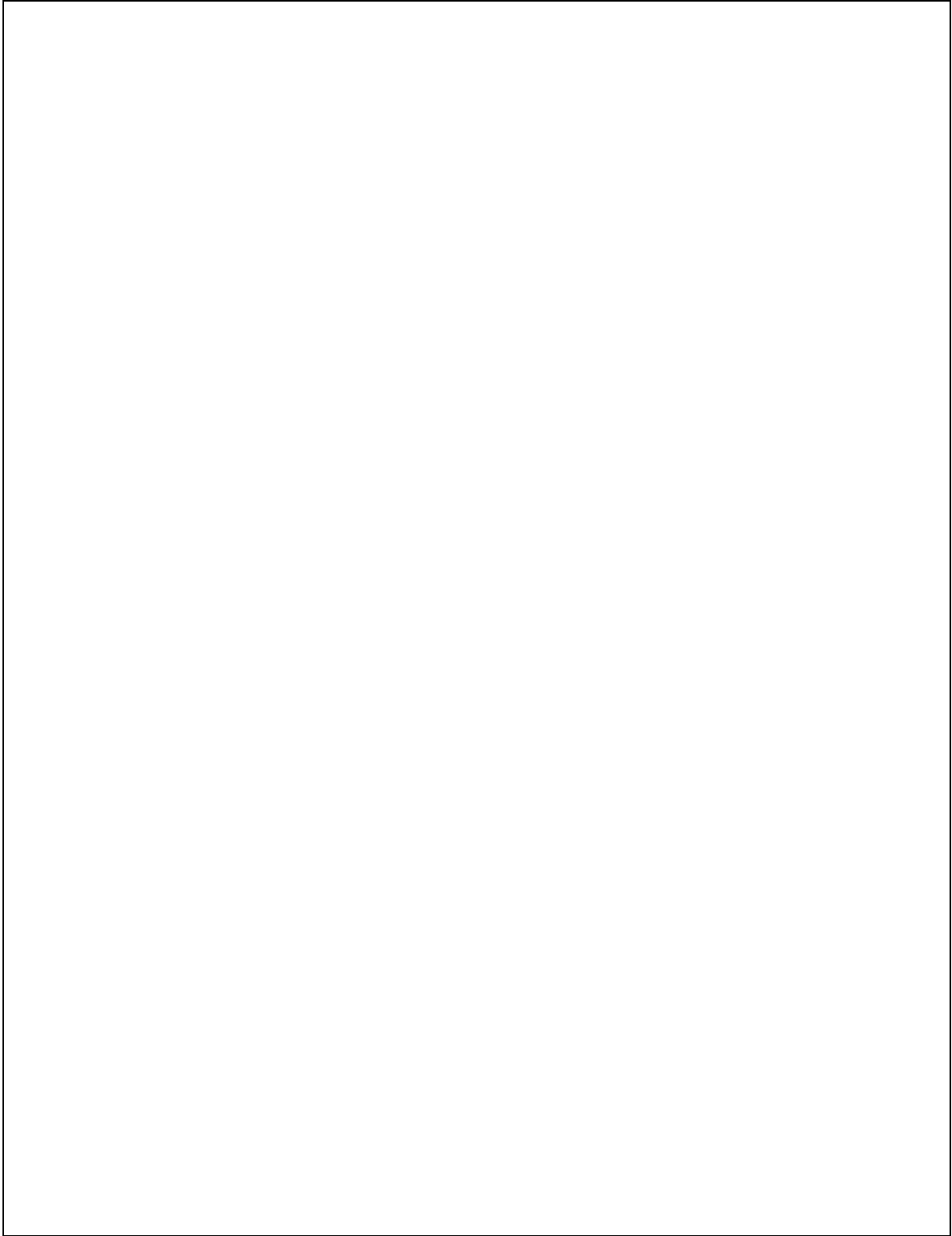
## 2.16 Named Subcontractors Experience

Each Named Subcontractor to any of the Lead Interface Designer, Lead Infrastructure Designer, Lead System Designer, Lead Civil/Infrastructure Contractor, Lead System Supply Contractor, Lead O&M Contractor and Lead Customer Experience Contractor must provide its experience with respect to its relevant professional discipline on ~~a minimum of~~ three key relevant projects worked on in the past 15 years (with a focus on Similar Projects and projects substantially involved in over the past 5 years) using Form D (Key Members and Named Subcontractors – Project Experience). Of these projects, at least two Similar Projects must have been completed or commenced within the last five years, ~~as identified using Form D (Key Members and Named Subcontractors – Project Experience)~~.

Please note any unique challenges, outcomes, or lessons learned on these projects that the Respondent believes is relevant to the performance of the construction work for the Project.

Please include below any information which may be relevant to the Port Authority's evaluation of any Named Subcontractor's experience against the "Experience and Past Performance" Comparative Evaluation Criterion set out in Item 1 of Section 6.3 (*Comparative Evaluation Criteria*) of the RFQ.

***[Please provide narrative required above here]***



## KEY PERSONNEL

### 4.1 Requirements for Key Personnel

Minimum Key Personnel roles for the Project are listed in Section 5.10(b) of the RFQ. The Respondent's proposed Respondent Team members for Minimum Key Personnel roles must meet the Key Personnel qualifications described in this Section 4. Any requirements described as "must have..." or "must be..." are determined to be minimum response requirements. The Respondent must also provide completed Forms G and H below for each of the proposed "**Minimum Key Personnel**" listed in Section 5.10(b) of the RFQ:

- Project Manager (PM)
- Architect of Record/Engineer of Record (AOR/EOR)
- Lead Civil/Infrastructure Design Manager (LCIDM)
- Lead Systems Design & Integration Manager(s) (LSDIM)
- Operational Experience & Readiness Manager (OERM)
- Lead Interface Manager (LIM)
- QA/QC Manager for Design/Construction (QA/QC MDC)
- Testing & Commissioning Manager (TCM)
- O&M Site Director (OMSD)
- O&M Maintenance Manager (OMMM)
- O&M Operations Manager (OMOM)

The Respondent is required to identify all other Key Personnel beyond the Minimum Key Personnel that are necessary to deliver the Project. The Respondent must also provide completed Forms G and H below for each of the additional Key Personnel that it identifies. Resumes for individuals who are not identified as Key Personnel should not be included in the Respondent's SOQ.

### 4.2 Key Personnel Commitment

We are seeking specific Key Personnel with demonstrated experience and expertise, and a record of producing satisfactory work on Similar Projects. The Key Personnel roles identified in this SOQ are considered important to the success of the Project. We may identify additional required Key Personnel positions in the RFP. Please provide a commitment statement for each Key Personnel proposed that they will be made available, as well as completion of the Form H – Key Personnel Availability Table.

**4.4 Lead Civil/Infrastructure Design Manager (LCIDM), Lead Systems Design and Integration Manager (LSDIM), Architect of Record (AOR) and Engineer of Record (EOR)**

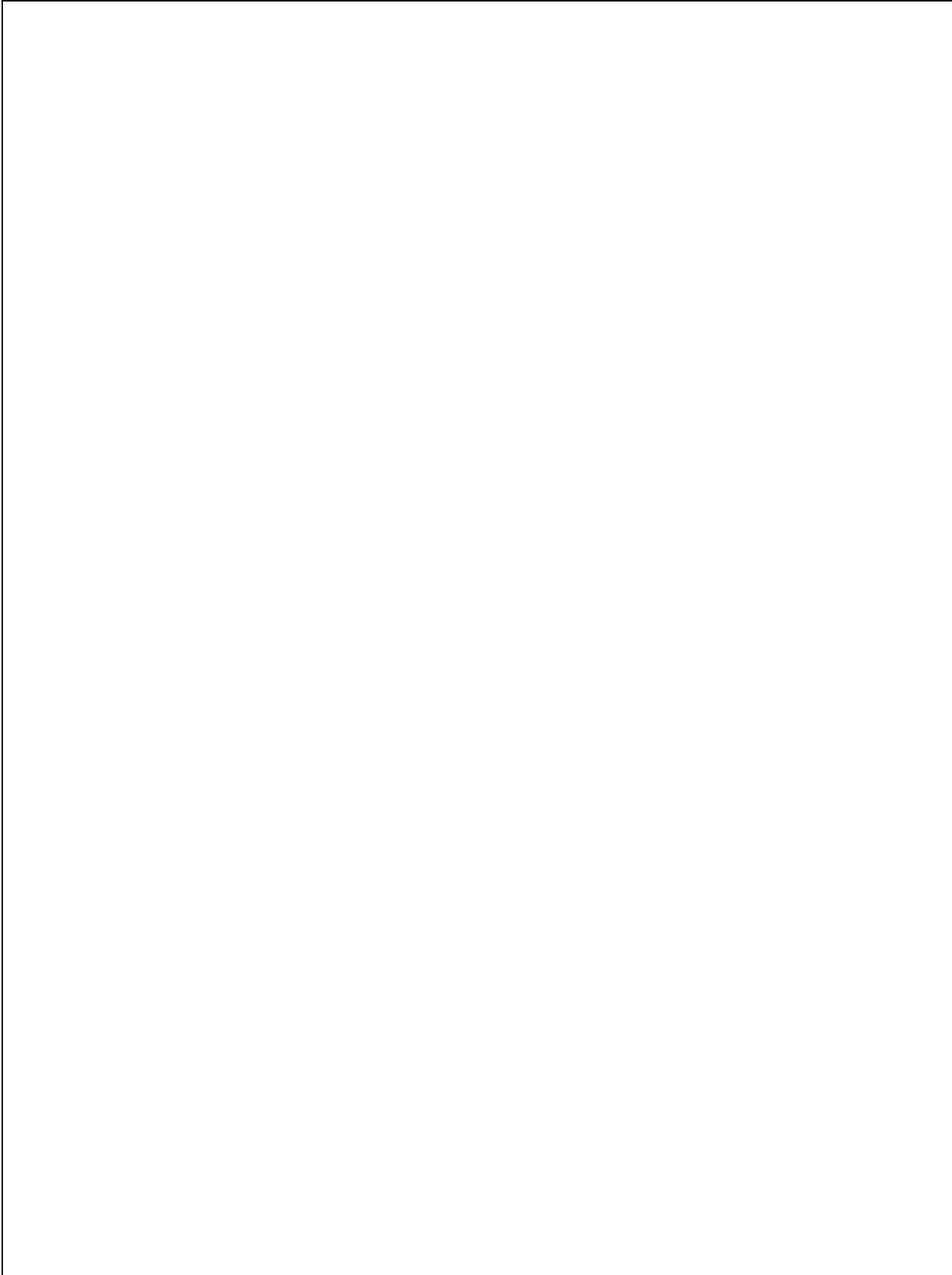
Each of the LCIDM, LSDIM, AOR and EOR will be full-time on the Project through to completion of all responsibilities assigned to this role. The LCIDM, LSDIM, AOR and EOR will be responsible for coordinating the individual design disciplines and ensuring the overall Project design is in conformance with the Contract Documents, applicable law and completed in accordance with Best Management Practice. The AOR and EOR, as applicable, will be responsible for signing and sealing all record drawings for the Project. The LCIDM and LSDIM, as applicable, will be responsible for executing a QA/QC program for all pertinent disciplines involved in the design of the Project, including, review of design, working plans, shop drawings, specifications, constructability, systems design, systems supply, and systems integration for the Project in coordination with the QA/QC MDC. Between the two of them, the LCIDM and LSDIM must develop a design for all design work for the Project. The LCIDM, LSDIM, AOR and EOR must be a registered, licensed, Professional Engineer or Architect in the State of New Jersey, or have said license in another state and is in the process of acquiring accreditation in the State of New Jersey, and have successfully completed Similar Projects within the past five years.

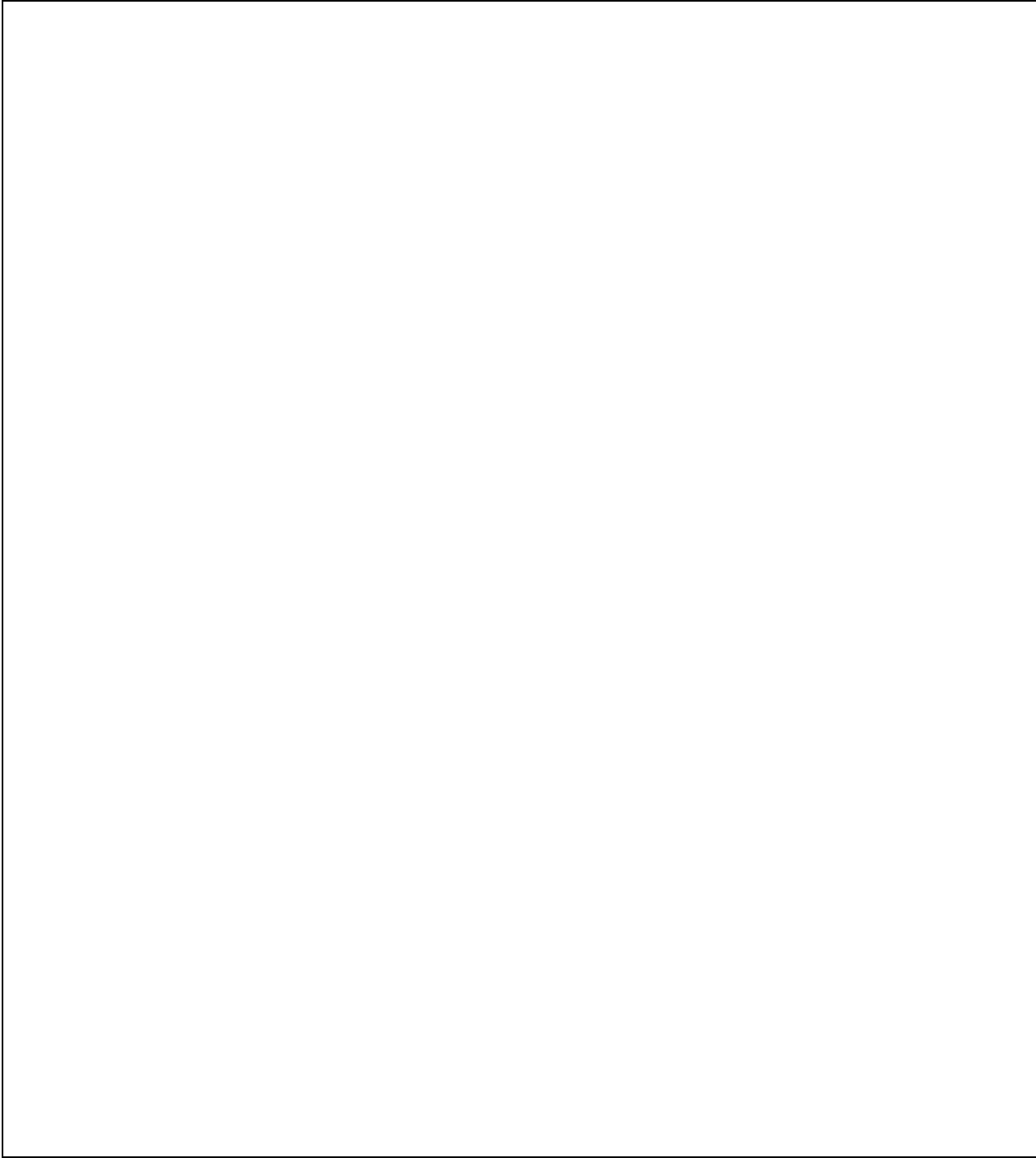
The LCIDM's, LSDIM's, AOR's and EOR's responsibility includes performing the design work and ensuring that all design work for the Project is completed in accordance with the Contract Documents and will meet or exceed the standard of care, skill and diligence as would be provided by an engineer or architect experienced in supplying similar services nationally in the United States of America to entities owning Similar Projects.

Please provide the name and title of each of the LCIDM, LSDIM, AOR and EOR, and describe why each of these individuals have been selected to participate on this Project. [The LSDIM may be divided into 2 positions: Lead Systems Design Manager and Lead Integration Manager.](#) Please also provide a list in the space provided below of (i) key relevant projects that each individuals has worked on in the past 15 years, where such individual has performed a similar role to their proposed role on this Project (with a focus on Similar Projects and projects substantially involved in over the past 5 years), and (ii) a list of the last three projects each individual has worked on. Please provide a brief description of the project, and each individual's role on the project.

***[Please provide narrative required above here]***







## 10. LICENSES AND CERTIFICATES

The Respondent must provide, in this Section 10 ~~copies,~~ one copy of ~~the~~ any professional licenses for Key Personnel and certificates ~~of registration~~ confirming authorization to do business in New Jersey for those members of the Respondent's Team leading the design and construction for the Project (Lead Civil/Infrastructure Contractor, Lead System Supply Contractor, Lead Interface Designer, Lead Infrastructure Designer, Lead System Designer, Lead Customer Experience Contractor and any Named Subcontractors or other Subcontractors included in the Respondent Team with design or construction responsibility).

*[Please provide licenses and certificates required above here]*

