



REQUEST FOR QUALIFICATIONS
AIRTRAIN LAGUARDIA PROJECT

MARCH 22, 2021



The Federal Aviation Administration (FAA) is currently conducting an environmental impact review of the Port Authority's proposed AirTrain LaGuardia Program pursuant to the National Environmental Policy Act (NEPA). The Port Authority is commencing this procurement at its own risk. Final authorization to proceed with the AirTrain LaGuardia Program is subject to completion of the NEPA review and issuance of a Record of Decision (ROD) by the FAA approving the AirTrain project. Some of the design details discussed in Section 2 of this document below may be subject to change based on the ongoing FAA NEPA review process. The Port Authority's issuance of this document is not intended to modify, limit, influence, or otherwise constrain the ongoing environmental review process the FAA is undertaking for the AirTrain LaGuardia Program in any manner whatsoever.

AIRTRAN LAGUARDIA PROGRAM PROJECT FACT SHEET

PROJECT DESCRIPTION:	<p>The Port Authority’s preferred alignment for AirTrain LaGuardia is a 2.3-mile elevated automated fixed guideway transit system that will provide convenient, predictable, and reliable access to LaGuardia Airport for customers, employees, and all other users. The system will provide customers with a direct connection between the Airport’s Terminals B and C and the region’s existing mass transit system, including the Long Island Rail Road (LIRR) and the New York City Subway (NYCT). The ultimate decision on the alignment depends on the results of the FAA-led NEPA process. The system will be designed to maximize customer convenience with seamless connections to other forms of transportation and provide modern amenities in AirTrain stations and in vehicles (e.g., high-speed Wi-Fi, count-down clocks, and real-time flight information) to enhance the customer’s end-to-end journey.</p> <p>The Program also includes several “Associated Projects,” which will be undertaken on the behalf of non-Port Authority Project Stakeholders:</p> <ul style="list-style-type: none">• Metropolitan Transportation Authority (MTA) LIRR Mets – Willets Point Station Improvements, including associated trackwork• Replacement of LIRR Flushing Creek Culvert¹• Replacement and relocation of New York City Department of Parks and Recreation’s (“NYC Parks”) Passerelle Pedestrian Bridge• Relocation of certain NYC Parks World’s Fair Marina Facilities• Permanent relocation of up to 200 spaces of CitiField parking that will be displaced by AirTrain support structures (permanent relocation to be within Operations, Maintenance, and Storage Facility (OMSF) parking structure).• Temporary replacement during construction of certain other CitiField parking (to be returned to existing location upon construction completion)• Permanent relocation (within OMSF) of certain MTA employee parking spaces• Temporary replacement during construction of certain other MTA-Bus and employee parking spaces (to be returned to existing location upon construction completion)
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¹ The Flushing Creek Culvert replacement is an LIRR state-of-good-repair project not related to the AirTrain and funded entirely by the LIRR.

OPERATIONS AND MAINTENANCE DURATION:	<ul style="list-style-type: none"> • 30 years – 10-year initial term with two 10-year options
OPERATIONAL OBJECTIVES:	<ul style="list-style-type: none"> • 24 hours per day and 7 days per week/year-round passenger service • 2,300 passengers per hour per direction (nominal line capacity) • Target 4 minute or better headway peak service
INFRASTRUCTURE & SYSTEM COMPONENTS:	<ul style="list-style-type: none"> • An approximate 2.3-mile elevated guideway • 3 stations • Operations, Maintenance, and Storage Facility (OMSF), or similar facility as required • Grade-separated pedestrian connections from stations to terminals • Approximately 15-20 vehicles or as otherwise proposed to meet throughput and depending on technology • Power distribution system including substations, depending on technology • Automated train control system, if required • Supervisory control and data acquisition systems
TOTAL PROJECT COST:	<p>Port Authority has budgeted \$2.05 billion for the Project, including owner soft costs and contingency. In addition, the costs of select Associated Projects will be funded by other sources, including the MTA and the City of New York.</p>
MBE/WBE/SDVOB and LBE PARTICIPATION:	<p>The Contractor selected to deliver the Project will be responsible for meeting the Port Authority’s MBE/WBE/SDVOB participation goals (20% MBE, 10% WBE, 3% SDVOB) 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 including good faith efforts to be undertaken, from the earliest phases and throughout the design, construction, and operations and maintenance phases of the AirTrain. The Contractor will be responsible for developing and implementing a workforce development program for local residents, with a target of 80% local (zip codes to be specified in the RFP) hiring for AirTrain operations, maintenance and management jobs.</p>

SUMMARY OF KEY RFQ INFORMATION

RFQ TITLE	<p>The title of this RFQ is:</p> <p>Request for Qualifications for the AirTrain LaGuardia Project through a Design-Build-Operate-Maintain (DBOM) Agreement</p> <p>RFQ #92777</p> <p>Respondents should reference the RFQ # in all correspondence.</p>
CONTACT PERSON	<p>The Contact Person for this RFQ is:</p> <p>Timothy J. Pullen Manager, Alternative Project Delivery Procurement Department The Port Authority of New York and New Jersey 4 World Trade Center, 21st Floor 150 Greenwich Street E-Mail: tpullen@panynj.gov</p>
RESTRICTION ON COMMUNICATION	<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, Project Stakeholder 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 firms listed in Section 5.4. These firms are precluded from communicating with or working with Respondent teams.</p>
SOQ DUE DATE	<p>Before 12 p.m. Eastern Standard Time on May 3, 2021.</p>
SURETY LETTER, FORM B AND FORM C DUE DATE	<p>Before 2 p.m. Eastern Standard Time on April 26, 2021.</p>
SOQ SUBMITTAL LOCATION	<p>The SOQ must be submitted electronically in accordance with the instructions set out in the RFQ. Physical copies of the SOQ will not be accepted by the Port Authority.</p>

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1. INVITATION TO RESPOND

1.1 The Opportunity

Through this Request for Qualifications ("RFQ"), we are seeking Statements of Qualifications ("SOQs") from Respondents who are qualified and prepared in all respects to design, construct, and thereafter operate and maintain a new automated people mover system ("AirTrain" or the "Project") at LaGuardia Airport ("LGA" or the "Airport"). For the purpose of this RFQ, the Port Authority seeks any automated fixed guideway system, including innovative technologies that meet our performance and service criteria.

The Project presents a unique opportunity for a Contractor team to undertake the work necessary to deliver the AirTrain at LaGuardia Airport, including performing work for specifically identified Associated Projects (as defined below in Section 2.5) that will support the development of the AirTrain. The AirTrain Program also includes the opportunity to enhance a main entrance to Flushing Meadows Corona Park through the design and construction of a new Mets-Willets Point LIRR station and construction of a new Passerelle Pedestrian Overpass, along with other Associated Projects.

This RFQ is the first step of a two-step Best Value procurement process. Our issuance of the Request for Proposals ("RFP") to Shortlisted Respondents will commence the second step. At the conclusion of the RFP process, we will seek authorization to enter into a DBOM Agreement ("DBOM Agreement") with the Preferred Proposer ("Contractor") for the delivery of the Project. The term of the DBOM Agreement will include a 30-year Operation and Maintenance agreement, structured through an initial term of 10 years and, if the Port Authority elects in its discretion, up to two additional 10-year terms.

1.2 Vision for AirTrain LaGuardia

AirTrain LGA will become "*the*" way to get to LGA with a visionary operator on the Contractor team responsible for delivering an end-to-end customer experience between LGA and Midtown Manhattan, as well as the entire region via both the LIRR and subway. Through elements such as single-ticketing, digital tools and innovative marketing and branding, the Contractor will consider each part of the customer journey (despite only operating the two-mile AirTrain link). Seamless, intuitive and fast, with the reliability and predictability Airport passengers require, AirTrain LaGuardia will provide a premier opportunity for the industry to design and deliver a state-of-the-art customer experience that will transform access to the Airport. The top priority of the customer experience vision will be the construction and operation of a convenient, seamless AirTrain connection at the LIRR Mets-Willets Point Station.

The Contractor, in collaboration with the Port Authority and the MTA, will drive design and delivery of a unified, end-to-end customer experience from both Penn Station and Grand Central Terminal, with specific focus on the Long Island Rail Road (LIRR) – AirTrain journey between Midtown Manhattan and the Airport. The passenger journey will include a seamless transfer between LIRR and AirTrain and an "at-the-Airport" look and feel at the transfer station. While midtown Manhattan is the largest passenger market for trips to and from the Airport, the AirTrain will also link to the entire subway system and LIRR network, improving access to the Airport from across the region. We seek innovative customer experience concepts from the selected Contractor, who will design, deliver, operate and

maintain a state-of-the-art customer experience for all AirTrain passengers, under oversight from the Port Authority. The alignment and design details are subject to the completion of the NEPA review and issuance of a Record of Decision (ROD) by the FAA.

1.2.1 Focus on the Customer Experience

The selected Contractor must focus on the customer journey and customer experience in all planning, design, construction, fabrication, installation, testing and commissioning of the AirTrain and related infrastructure. The AirTrain should be a complete and integrated system.

During design and construction, the following areas are to be given significant attention by the Contractor:

- Designing stations and connections that prioritize the customer experience in every facet of their journey to and from the Airport, and in particular at the LIRR Mets-Willets Point Station;
- Providing the modern technology customers expect and improves the customer convenience by providing the latest consumer communications technology available (e.g., 5G) in AirTrain stations and on trains, real-time information access on connections to transit and airlines, provision of digital displays to stream content;
- Planning for irregular operations in the design of the infrastructure inclusive of bus pick up areas at the Willets Point AirTrain station and appropriate digitized signage in all areas to facilitate alternative service information;
- Displaying intuitive customer wayfinding and state-of-the-art signage; and
- Minimizing disruption during the construction of the AirTrain, including fully coordinating construction with all other ongoing redevelopment at the Airport, and minimizing disruption to overall operations at the Airport.

The customer-first focus is to continue for the 30-year operations and maintenance period of the AirTrain. The Contractor's approach to operations and maintenance must result in providing end-to-end exceptional customer experience, including items such as:

- Dedicated, visible on-site customer experience personnel to focus on continual customer service improvements;
- Services during irregular operations and outages to maintain the same high level of customer convenience (e.g. use of bus-bridging);
- Use of modern technology-based applications for journey planning, including ticketing, wayfinding, and finding food and beverage and other conveniences;
- Transit service with high levels of safety, security and reliability, with minimal wait times and maximum convenience;
- Modern asset management practices to manage efficiently capital expenditures and minimize operation and maintenance costs; and
- A diverse and inclusive team and workforce reflective of the local community.

1.2.2 Prioritize Ease of Customer Connections

The selected Contractor must consider in its approach to the customer experience, the ease of customer's connections (connectivity) throughout the Project. This includes

working with the Port Authority to support the interconnections to other transit services at New York Penn Station, where customers can connect to NYCT Bus and Subway, Long Island Rail Road, Metro North, New Jersey Transit, and Amtrak; at Grand Central Terminal, where customers can connect to NYCT Subways and Buses, Long Island Rail Road, and Metro North; and at Woodside where customers can connect to NYCT Subways and Buses and Long Island Rail Road. While some of these physical facilities are outside of the scope of the Program there must be a focus on seamless accessibility (e.g. digital information, ticketing, etc.) to and from all areas to ease the customer's end-to-end journey.

This focus on customer connectivity includes, but is not limited to:

- Assessing and simplifying physical infrastructure connections;
- Minimizing level changes;
- Incorporating innovative, intuitive wayfinding and ensuring signage clarity;
- Reducing physical and technological barriers to access;
- Simplifying fare media and fare controls with multi-fare system integration;
- Using technology-based applications for journey planning, including ticketing; and
- Looking at the end-to-end travel path, not just the AirTrain segment of the customer's journey, to develop improvements in signage and access to the AirTrain as a gateway to the Airport.

1.2.3 **State-of-the-Art and Reliable Technology**

The AirTrain Program will provide for an Automated People Mover (“APM”) system that utilizes the latest advances in autonomous technology and can demonstrate delivery of highly reliable efficient service for customers. For the purpose of this RFQ, the term "APM" is generic and may encompass any automated fixed guideway system (e.g. cable-pull, group rapid transit (GRT), rubber-tire, steel-wheel or similar system) providing mass transit services and all other infrastructure to provide a full, functional APM that meets reliability and safety requirements.

The APM system technology to be utilized is to:

- Be open, and encompass any rubber, steel, or cable-pull technology shown to work in an application with similar requirements to those of the Program;
- Provide leading edge innovation in APM solutions and flexibility to incorporate future improvements in technology, vehicles, and controls such as autonomous vehicle protocols and other yet to be conceived advances over the 30 years of operation;
- Provide service levels and headways necessary to carry the required throughput; and
- Operate reliably in all weather conditions that exist at the Airport.

1.2.4 **Deliver Excellence in Design, Construction, and Operations and Maintenance**

The Contractor is expected to deliver excellence in every aspect of the Program, including items such as:

- Well thought out design delivery that allows for early actions in appropriate areas and sufficient review times for more complex design elements;
- Efficient construction techniques and logistics that minimize disruption and speed delivery;
- Focus on quality control and assurance throughout the design, construction, operations and maintenance of the Project;
- Use of advanced systems technology to assure reliability;
- Deliver all work while embracing community and environmentally responsible behaviors; and
- Meets all safety and regulatory requirements.

1.3 Focus on the Local Community

The Project will be constructed in an urbanized area with several residential neighborhoods, public parks, public transportation systems and other public areas in the vicinity. As such, the Contractor will be required to develop innovative solutions that minimize disruptions to the local community, park users and the general public. The Contractor will also make a good faith effort to partner with local community organizations throughout the construction and operation of the AirTrain system. This includes, but is not limited to, responsibility for developing and implementing a workforce development program for local residents, with a target of 80% local (zip codes to be specified in the RFP) hiring for AirTrain operations, maintenance and management careers.

In addition, the Contractor will work in collaboration with the Port Authority and other Program Stakeholders to ensure coordination of activities to address event day operations during both construction and operation to minimize impacts to large events, such as the U.S Open, New York Mets' games, concerts and other major events taking place throughout the year in Flushing Meadows Corona Park.

1.4 Intent to Respond

We encourage potential Respondents to notify the Contact Person via e-mail as soon as possible after we publish this RFQ of their intent to respond to this RFQ ("**Intent to Respond**") in order to receive important updates regarding the procurement process when they become available. The potential Respondent should provide the Contact Person with the following information: (i) an affirmative statement of intent to (or not to) respond and identification of anticipated Key Members, (ii) contact name and title, (iii) firm name and location, including mailing address, (iv) contact phone number, and (v) the Respondent's e-mail address.

1.5 The Respondent

A Respondent to this RFQ must be controlled or managed by one or more Principal Participants. For purposes of this procurement, except for the entity designated as the Lead System Supply Contractor, none of the Principal Participants, Key Members, or Key Personnel may be on another Respondent Team or otherwise participate in another Respondent's SOQ. However, any other Subcontractors (including Named Subcontractors), providers, advisors, such as those providing financial, legal, and bonding

services, and the entity designated as the Lead System Supply Contractor are not prohibited from teaming with more than one Respondent, provided such Person satisfies the requirements in Section 5.10(c).

2. THE AIRTRAIN LAGUARDIA PROGRAM

2.1 LaGuardia Airport at a Glance

LaGuardia Airport (LGA or Airport) is a 680-acre airport situated in the northern part of the Borough of Queens (Queens), New York City. The Airport is approximately six miles northeast of midtown Manhattan in a densely developed metropolitan area consisting of Airport, commercial, and residential areas. Other transportation facilities in the area include a parkway, interstate highways, city streets, subway transit, and commuter rail facilities.

LGA is currently the only major U.S. East Coast airport without direct rail mass transit access. Under current congested traffic conditions, travel times are unpredictable for automobiles, taxis, and buses, creating the potential for missed flights. With passenger demand at LGA expected to reach 35 million passengers annually in 2030, adding a convenient, predictable, and reliable AirTrain connection to LGA is a crucial component of modernizing the Airport for an improved customer experience, reducing the Airport's impact on the environment and on the congestion-plagued roadway network leading to and from the Airport.

2.2 The AirTrain Program

The AirTrain Program includes the following elements. These elements are subject to change and refinement pending the ongoing NEPA process:

- The Port Authority's preferred alignment is an elevated automated fixed guideway transit system connecting the Airport to the Metropolitan Transportation Authority's (MTA) LIRR Port Washington Branch and New York City Transit (NYCT) Subway 7 Line (Subway). The alignment is subject to the completion of the NEPA review and issuance of a ROD, inclusive of applicable mitigation requirements, by the FAA.
- Three new climate-controlled passenger stations with world-class amenities that complement a 21st century airport; two stations on-Airport and one transfer station at Mets-Willets Point. The transfer station must provide best-in-class ease of transfer for all groups of travelers (e.g., with baggage, families with children, travelers with disabilities, the elderly, etc.).
- A new robust, fully automated, service-proven, operating system that exceeds the projected ridership demands by providing a premium level of customer experience.
- Passenger walkway corridors, with necessary vertical circulation (elevators, escalators, and stairs), connecting the stations to passenger terminals, parking garages, public transportation and ground transportation facilities that meet or exceed reliability requirements.
- Vehicles and systems sufficient for safe, convenient, automated travel on the fixed guideway.
- An operations, maintenance, and storage facility (OMSF) or similar as required to support the solution proposed.
- Necessary power substations, depending on technology.

- Relocation of parking for employees of the Airport and parking for AirTrain employees, and the creation of replacement parking for specified existing spaces displaced by AirTrain infrastructure, to be located within the footprint of the OMSF.
- Utilities infrastructure, both new and modified, to support the AirTrain Program. Associated Projects, inclusive of applicable mitigation requirements, to allow construction of the AirTrain, such as the LIRR Mets-Willets Point Station and the Passerelle Pedestrian Bridge, as described further in Section 2.5.

2.3 AirTrain Project Goals

The Port Authority intends to enter into the DBOM Agreement with the Contractor in order to achieve the following goals ("**Project Goals**"):

- (1) Providing a best-in-class level of customer-focused service, with seamless, easy and enjoyable connection for customers traveling to the Airport via public transit, particularly at the LIRR Mets-Willets Point Station, and traveling between Willets Point and the airport terminals with world-class, innovative amenities and services during their journey.
- (2) Creating an enduring and contemporary design for all aspects of the Project that fits the campus of the Airport and leverages the reimagination of the Airport that began with the LaGuardia Redevelopment Program; the design at Willets Point will also incorporate historic elements, such as reflecting the 1939 and 1964 World's Fairs, per the requirements described further in Section 2.4.3.
- (3) Partnering with the Port Authority and the MTA to deliver a 30-minute or less total trip time from Penn Station and Grand Central to Terminals B and C.
- (4) Maximizing the investment made in the AirTrain to provide the best service and experience and asset management over the total life of the AirTrain system.
- (5) Providing a service-proven, fit-for-environment system that is safe, reliable and dependable for our customers.
- (6) Providing infrastructure and systems that accommodate innovations and the near and long-term planning and reconfiguration of the Airport.
- (7) Providing an O&M team and approach that focuses on safety, reliability, and the customer experience through use of technologies, service innovations and other items to maximize convenience of the system to customers throughout every phase of their journey from origin to destination.
- (8) Maximizing the Airport customers' experience by minimizing disruption to our customers during the construction of the AirTrain, including fully coordinating construction with all other ongoing redevelopment at LGA, and minimizing disruption to overall Airport operations.
- (9) Providing services during irregular operations and outages to maintain the same high level of customer convenience (e.g. use of bus-bridging).
- (10) Expediting Project design, construction, fabrication, installation and commission scheduling to allow for system commissioning to be completed in 2025.

2.4 An Automated People Mover System – The AirTrain LaGuardia Project

The Port Authority seeks to construct a world-class automated fixed guideway transit system at the Airport capable of providing an exceptional customer experience. The Project will be conceived, designed, delivered and operated in a manner that ensures the AirTrain becomes the mode of choice for customers traveling to and from the Airport. To accomplish this, the AirTrain will provide passengers with the highest levels of amenities, services, and innovation to be expected of a modern, world-class APM.

The Contractor will be responsible for the design, construction, operations and maintenance of the APM. The APM will be an automated fixed guideway transit system that will provide convenient, predictable, and reliable access to the Airport for all passengers, employees, and other users. The Port Authority's preferred alignment will provide a direct connection between Airport Terminals B and C and the region's existing mass transit system at Willets Point, including the LIRR and NYCT Subway. The ultimate alignment and design details are subject to the completion of the NEPA review and issuance of a Record of Decision (ROD) by the FAA.

The system will be a grade-separated system consisting of an elevated dual-lane/track fixed guideway with three stations. The system must be designed to initially accommodate a projected passenger demand for initial revenue service of approximately 1,000 passengers, with luggage, per hour per direction (nominal line capacity) with service operations to match the Airport flight schedules. The system must provide flexibility for expansion to accommodate future growth of up to 2,300 passengers, with luggage, per hour per direction (nominal line capacity). Additional throughput line capacity may be required to process the peak volumes from the 7 line and Willets Point passengers as well as LIRR volumes of 100-175 passengers every 15 minutes at the Willets Point Station. The system must be designed to operate at target service headways of four minutes or less on a dedicated guideway that connects the Airport to an off-Airport station where passengers can transfer to the NYCT Subway or LIRR for the remainder of their trip. Pedestrian bridges and vertical circulation cores will be provided to ensure a convenient, direct transfer between these modes. The system will typically operate 24 hours a day (with necessary maintenance intervals), seven (7) days per week, with a fare charged for using the off-Airport station.

2.4.1 Operating System

The Contractor will be responsible for installing the operating system and the production, delivery, and testing of vehicles. The operating system will comprise various subsystems (including vehicles, automated train control, power distribution, guidance, and propulsion, where applicable) to create a fully functional, automated, and driverless system.

2.4.2 Guideway

The Contractor will be responsible for the design and construction of the guideway. The guideway will be approximately 2.3 miles in length. The top of the dedicated guideway's running surface will be elevated between approximately 30 to 75 feet above the ground (approximately 45 to 85 feet above sea level). Stations are anticipated to provide center platforms of adequate size to allow for boarding and alighting from both platform sides for peak passenger demand. The guideway will have no other pedestrian or vehicle traffic.

2.4.3 Stations and Pedestrian Walkways

Three stations will provide access to the system:

- **Central Hall Station:** the on-Airport Central Hall Station is the **northern** terminus of the guideway, situated on the eastern end of the Central Hall. This station connects with and will serve the future Central Hall and the Airport's Terminal B. Central Hall and Terminal B are currently under construction as part of an unrelated Airport project.
- **East Station:** the on-Airport East Station is located to the south of the Airport's existing East Garage. This station serves the Airport's future Terminal C via a connection to the Garage-Terminal passenger connector. The Garage-Terminal passenger connector is also currently under construction as part of an unrelated Airport project.
- **Willets Point Station:** The Off-Airport Willets Point Station is the **southern** terminus of the guideway, located between the Mets-Willets Point Subway Station and the LIRR Station. This station provides connections to public transportation, including the Port Washington LIRR branch and the NYCT 7 Line Subway and local buses.

The stations are planned to facilitate the transfer of passengers and employees to and from the terminals or other transportation connections. The Willets Point Station must feature best-in-class ease of transfer between the AirTrain Station and the LIRR. The stations will include features such as escalators, elevators, stairs, wayfinding and signage. The on-Airport stations will provide access between the APM and passenger terminals. All stations will include customer amenities commensurate with world-class airports including fully integrated information systems, wayfinding, Wi-Fi, and flexibility to accommodate fare payment systems for transfer to MTA services. The Central Hall Station will be built adjacent to the Central Hall which will connect to Terminal B. The East Station will connect to Terminal C via passenger connector that is expected to be existing and occupied prior to award of the DBOM contract. All AirTrain facilities will be fully ADA (Americans with Disabilities Act) accessible. The Willets Point Station will have vertical circulation directly connecting to the LIRR Mets-Willets Point Station on one end of the station and a walkway to the NYCT 7 Line Subway platform on the other end of the station. Upon completion of the NEPA review and issuance of a favorable Record of Decision (ROD), early work on-airport may be completed by other contractors. Further information will be provided in the Request for Proposal (RFP).

Section 106 of the National Historic Preservation Act (NHPA) requires agencies with jurisdiction over a proposed project to consider the effects of the undertaking on historic resources listed in or eligible for listing in the National Register of Historic Places (NRHP). As part of the Section 106 process for the Project, the Passerelle Pedestrian Bridge has been identified as eligible for listing on the NRHP. Due to the proximity of the Willets Point Station to the Passerelle Bridge, the design for the station is subject to consultation with the State Historic Preservation Office and consulting parties as part of the ongoing Section 106 process associated with the NEPA review for the Project. An executed version of the Section 106 Memorandum of Agreement will be included in the Final EIS.

Walkway sizes and dimensions will vary according to the station location but must safely accommodate the anticipated ridership. The area available for each station will accommodate a platform and tail track zone of approximately 300-foot total length. This allows for a range of technologies, train lengths and operating headways to meet the needs of the system on opening day and for its anticipated life.

2.4.4 Operations, Maintenance and Storage Facility (or similar as required)

The Contractor will be responsible for the design and construction of the Operations, Maintenance, and Storage Facility (OMSF). The OMSF is a component of the system, where the vehicles can be cleaned and repaired and where the system operating center can be located. The OMSF will provide space for vehicle storage and for regular and periodic maintenance. The Port Authority's preferred alignment includes an OMSF that will be located within the existing MTA NYCT Casey Stengel Bus Depot and the existing Southfield Parking Lot. The OMSF will include a new parking structure providing at least 1,000 parking spaces. The ultimate alignment and design details are subject to the completion of the NEPA review and issuance of a favorable Record of Decision (ROD) by the FAA.

2.5 Associated Projects

The construction of the AirTrain system will require the Contractor to perform work for certain Associated Projects along with other state of good repair projects not related to the Project.

These Associated Projects and other non-Project related state of good repair projects include:

- LIRR Mets – Willets Point Station Improvements, including the associated trackwork
- Replacement of LIRR Flushing Creek Culvert²
- Replacement and relocation of NYC Parks Passerelle Pedestrian Overpass (“**Passerelle Pedestrian Bridge**”)
- Relocation of certain NYC Parks World’s Fair Marina Facilities
- Permanent relocation of up to 200 spaces of CitiField parking that will be displaced by AirTrain support structures (permanent relocation to be within Operations, Maintenance, and Storage Facility (OMSF) parking structure)
- Temporary replacement during construction of certain other CitiField parking (to be returned to existing location upon construction completion)
- Permanent relocation (within OMSF) of certain MTA employee parking spaces
- Temporary replacement during construction of certain other MTA-Bus and employee

² The Flushing Creek Culvert replacement is an LIRR state-of-good-repair project not related to the AirTrain and funded entirely by the LIRR.

parking spaces (to be returned to existing location upon construction completion)

2.5.1 Long Island Rail Road Mets – Willets Point Station Improvements

The Contractor will be responsible for the design and construction of improvements at the LIRR Rail Road Mets-Willets Point Station, based on preliminary design documents. In 2017, LIRR advanced the preliminary design for a new Mets-Willets Point Station and its associated infrastructure in order to modernize the facility and provide for full ADA compliance. However, in order to support the development of the AirTrain, several additional improvements, both physically and operationally, will be required for the Mets-Willets Point Station. Operation of the AirTrain is dependent on the Mets-Willets Point Station being upgraded from an event-only station to a full-time station, which requires additional trains to operate to and from the station to Penn Station and Grand Central Terminal and provide service approximately every 15 minutes in both directions.

The Contractor will be required to construct the following infrastructure at the station to support the AirTrain:

- Two new 27-foot wide platforms capable of handling 12 car trains and two new station accessways (west and east) providing connections to the AirTrain and Passerelle
- Four new tracks within the station along with a maintenance track
- A modified crossover to the west, two new station turnouts, and a new universal interlocking to the east
- New signaling equipment and signal bridges
- Back-of-house operations and equipment buildings for essential station personnel to support ticket selling, collection, gating/queuing, and security, and to support the new station, platform and track elements

In addition, an existing culvert structure which LIRR trains travel over when passing Flushing Creek, immediately east of the Mets-Willets Point Station, needs to be replaced. The replacement of the Flushing Creek Culvert is a long-established state of good repair investment need identified by the LIRR that is independent from those related to the AirTrain but would be required by the Contractor to design and construct given the proximity and potential for efficiency.

2.5.2 Passerelle Pedestrian Bridge

The Contractor will be responsible for the construction of a new NYC Parks-owned Passerelle Pedestrian Bridge based on construction documents provided by the Port Authority. The Passerelle Pedestrian Bridge is an existing wood-plank boardwalk and overpass that connects Roosevelt Avenue and the Mets-Willets Point NYCT 7 Line Subway Station to the LIRR Station at Mets-Willets Point and the roof of the Passerelle Administration Building. It also provides access into Flushing Meadows-Corona Park via David Dinkins Circle. The existing Passerelle Pedestrian Bridge and Administration Building are eligible for listing on the NRHP. A section of the bridge is partially located within the footprint of the planned APM guideway and the LIRR Mets-Willets Point Station. In order to maintain access between the Mets-Willets Point NYCT Line Subway Station, the

LIRR Station, and Flushing Meadows Corona Park and to avoid interference with the AirTrain guideway and station, a new Passerelle Pedestrian Bridge alignment will be constructed to the east of the existing alignment; the existing pedestrian bridge, which is eligible for listing in the NRHP, will be demolished upon completion and commissioning of the new pedestrian bridge.

2.5.3 World's Fair Marina Facilities

This Project area includes the existing marine facilities near the World's Fair Marina Pier 3 site and a new site where certain marina facilities will be relocated. The Contractor will be responsible for the relocation of certain World's Fair Marina facilities to a new site approximately 1,600 feet to the southeast. The current scope of work includes demolition of a shed and in-water finger pier [approximately 200 feet long], construction of a 2-story office building (approximately 4000 square ft. footprint), an in-kind replacement of the in-water finger pier, and reconstruction of landscape components at two sites which are located adjacent to the Flushing Bay Promenade on the north edge of Flushing Meadows Corona Park. The Marina relocation will accommodate the APM guideway. These existing ancillary components will be demolished, wholly or in part, to enable construction of the APM guideway. New marina operations, offices, boat lift, and boat storage area will be constructed in an existing parking lot approximately 1,600 feet southeast of the current location. Certain other marina facilities, such as the building housing the Marina Restaurant and Banquet Hall, will remain in their existing location. The Contractor will be required to minimize operational impacts to these facilities during construction. The existing marina site parking lot will be reconstructed following relocation of the marina facilities. Due to the nature of the Marina services, all Marina facilities being relocated must be commissioned for use prior to demolition of the existing Marina facilities.

2.5.4 Required Mitigation

The Federal Aviation Administration (“**FAA**”) has analyzed the potential impacts of the proposed AirTrain project and identified measures that may mitigate the effects of the project in the Final Environmental Impact Statement (“**FEIS**”). The FEIS presents a detailed analysis of many environmental impact categories and outlines mitigation, avoidance and minimization measures where applicable. The Record of Decision (“**ROD**”) will set forth the FAA’s requirements for mitigation and monitoring, should a favorable finding be issued.

Subject to the completion and results of the FAA’s environmental review, described further in Section 2.6, improvements to the Flushing Bay Promenade (“**Promenade**”) will be required. While the ultimate AirTrain alignment and design details are subject to the completion of the NEPA review and issuance of a ROD by the FAA, the Port Authority is committed to a major investment in the Promenade should its preferred alignment be identified and approved in the FEIS and ROD. The Port Authority would collaborate with the NYC Parks, the owner of the Promenade, to develop a robust community engagement process to gather input on the nature of these improvements from all community stakeholder groups who wish to participate in the process, including a Community Advisory Committee (CAC). The Port Authority is fully committed to these improvements, should the FAA approve the Project and upon Port Authority proceeding with the Project. Since these improvements will be procured separately, the Contractor or another party

may be responsible for all or a portion of these Promenade improvements, and other mitigation requirements arising out of the environmental review process or consultation with other stakeholders.

2.6 Environmental Review Status

The FAA formally began the environmental process for the proposed AirTrain project in May 2019 and held public scoping meetings in June 2019. The FAA published the Draft Environmental Impact Statement in August 2020, which identified the Port Authority's proposed AirTrain alignment as the FAA's preferred alternative and evaluated impacts and identified mitigation measures. The DEIS was available for public review for 60 days and two public workshops and three public hearings were held in September 2020. The FAA published the Final EIS on March 15, 2021, and a Record of Decision is anticipated in April 2021. Further information is available at www.lgaaccessseis.com.

2.7 MBE/WBE/SDVOB and Local Business Enterprise Participation

The Port Authority is strongly committed to minority business enterprises ("MBE") and women-owned business enterprises ("WBE") and service-disabled veteran-owned business enterprises ("SDVOB") participation in all facets of the business activities of the Port Authority, consistent with applicable laws and regulations. The Port Authority also requires Respondents to make good faith efforts to use local business firms located in the vicinity of the Project.

Firms should be mindful that the Port Authority's organizational MBE/WBE participation goals are 20% (MBE) and 10% (WBE), and the Contractor will be required to make a good-faith effort to achieve these goals. It is also Port Authority policy to encourage SDVOBs to participate in agency contracts. As such, the Contractor will be required to make a good-faith effort to achieve an SDVOB subcontracting goal of 3%. Furthermore, the Contractor, in connection with any Work for the Project, will throughout the term of the DBOM Agreement, commit itself to, and use good faith efforts to, implement an extensive program to utilize local business enterprises, with "local business enterprises" to be defined within the DBOM Agreement.

As part of the ongoing engagement of MBE/WBE/SDVOB and local business enterprises, shortly after the Port Authority announces the Shortlisted Respondents, the Port Authority will convene an MBE/WBE/SDVOB and local business enterprise industry forum (virtual or in person as the case may be), which will serve as a networking event, connecting the Shortlisted Respondents to the MBE/WBE/SDVOB and local business community. The Shortlisted Respondents will be required to attend this forum and to provide presentations and information to the MBE/WBE/SDVOB and local business community. We will provide additional details regarding the time of this forum and its agenda after announcing the Shortlisted Respondents.

2.8 Project Stakeholders

There are several important stakeholders for the Project. These "Project Stakeholders" (governmental entities involved with review, approval or oversight of one or more elements of the Project or non-governmental entities involved with funding any element of the Project) include, but are not limited to:

- City of New York and its agencies
- The Borough of Queens
- State of New York and its agencies
- Metropolitan Transportation Authority and its subsidiaries
- Airlines operating at the Airport
- New York City Economic Development Corporation
- Other government, non-governmental and community organizations, as applicable

The Contractor's roles, responsibilities and interaction with these Project Stakeholders will be established in the RFP.

3. PROCUREMENT STRATEGY

3.1 Summary of the Procurement Process

Our overall procurement strategy for the Project includes the following steps:

- Issuance of the RFQ
- Receipt of Respondents' Intent to Respond
- Respondents' submittal of SOQs
- Shortlisting the most qualified Respondents
- MBE/WBE/SDVOB and local business enterprise industry forum
- Draft RFP issued to Shortlisted Respondents, with the draft DBOM Agreement term sheet
- Project site tour for Shortlisted Respondents
- Confidential collaborative dialogue meetings (CDMs) with Proposers
- Proposers' submittal of initial Proposals for discussion during CDMs
- Final RFP issued to Proposers
- Proposers' submittal of final Proposals (including acceptance of DBOM Agreement attached to final RFP)
- Port Authority evaluation of Proposals
- Selection of the Preferred Proposer
- Authorization and execution of the DBOM Agreement.

3.2 Procurement Schedule

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

Activity	Date
RFQ Phase	
RFQ documents issued publicly	Monday, March 22, 2021
Deadline for Respondent Questions	April 26, 2021
Deadline for Respondents to provide details of electronic platform to be used to submit SOQ	April 29, 2021
SOQ Due Date	12:00 PM EST on May 3, 2021
Shortlisted Respondents Notified	May 2021
RFP Phase	
RFP Issued to Proposers Access to Data Room	Q2 2021
MBE/WBE/SDVOB and Local Business Enterprises Industry Forum	Q2 2021
Collaborative Dialogue Meetings (CDMs) with Proposers	Q2 2021 – Q1 2022
Technical & Price Proposal Due Date	Q1 2022
Board of Commissioners Authorization	Q2 2022
Agreement Date – Notice to Proceed	Q2 2022

3.3 Request for Qualifications and Shortlisting

This RFQ is the first step in the procurement process for the selection of a Contractor to perform the Work for the Project. The purpose of this RFQ is to allow the Port Authority to determine, based on our review and evaluation of the SOQs, a Shortlist of three (but potentially up to four, at its discretion) of the most highly qualified Respondents to participate in the RFP Phase. The Port Authority will notify each Respondent officially in writing via e-mail whether it has been selected for the Shortlist. It will post the Shortlist on the Procurement Website after all Shortlisted Respondents have been notified.

We anticipate that we may host informational clarification meetings with Respondents before the SOQ Due Date. We may also host a community briefing on the Project to facilitate MBE/WBE/SDVOB and local business enterprise receiving early information and networking with other industry members that may be interested in this RFQ.

3.4 Request for Proposals

During the second phase of the procurement ("**RFP Phase**"), we will issue the RFP to Shortlisted Respondents (referred to as "**Proposers**" during the RFP Phase) for review and comment by Proposers. The RFP will specify the requirements for submission of a technical proposal and a price proposal by each Proposer. We intend to host a series of commercially confidential collaborative dialogue meetings with Proposers ("**CDMs**") during the RFP Phase to discuss commercial, legal, and technical issues. During these meetings, we may also discuss any alternative technical concepts submitted by Proposers.

3.5 Evaluation of Proposals

As part of the RFP process, Proposers will be required to submit Proposals for our evaluation. We will first evaluate the Proposals for compliance with the RFP requirements and then evaluate all compliant Proposals using the RFP evaluation criteria and selection methodology that will be included in the RFP.

We plan to include, at a minimum, the following evaluation criteria in the future RFP to assess Proposals submitted during the RFP Phase:

- (a) The Proposer's customer experience centered approach to planning, design, construction, operations and maintenance that will result in providing end-to-end, world-class customer service;
- (b) The Proposer's application of reliable innovative technology to meeting the Project performance criteria and technical requirements;
- (c) The Proposer's design of the LIRR Mets-Willets Point Station and AirTrain complex to achieve ease of transfer for travelers;
- (d) The Proposer's approach to developing and implementing innovative approaches to minimize impacts from the design and construction on the surrounding communities, reduce inconvenience to the traveling public and accelerate the construction schedule – all while maintaining high safety and quality standards;
- (e) The capital expenditure for delivery of the Project and Associated Projects, as well as the O&M costs and Best Value with regards to total cost of ownership;

- (f) The Proposer's approach to delivery excellence in planning, designing and constructing the Project and Associated Projects on the expected timeline;
- (g) The Proposer's preliminary MBE/WBE/SDVOB participation plan that outlines the Proposer's strategy to meet or exceed the MBE/WBE/SDVOB goals, and engage local business enterprises;
- (h) Any material changes to the Proposer's team or financial capacity from that indicated in the SOQ; and
- (i) Other evaluation factors, as will be specified in the RFP.

With respect to our assessment of the Proposer's financial capacity, our assessment will focus on whether the Proposer has experienced a decline in financial strength during the period from the announcement of the Shortlisted Respondents to the submittal of Proposals.

3.6 Best Value Determination

We will evaluate each Proposal to determine which Proposal is most advantageous to the Port Authority ("**Best Value**") by evaluating and comparing factors in addition to price.

3.7 Proposal Stipend

At the conclusion of the RFP process, we intend to offer a stipend in the amount of \$2.5 million to each Proposer that is not invited to enter into the DBOM Agreement with the Port Authority. In order to receive a stipend, a Proposer must have submitted a responsive, compliant Proposal in response to the RFP and entered into a stipend agreement with the Port Authority, which stipend agreement will be included with the RFP. The Proposer that enters into the DBOM Agreement with the Port Authority will not be eligible for the stipend payment. We will provide details and a form of stipend agreement as an exhibit to the RFP. Among other things, the stipend agreement will provide for the transfer of the intellectual property rights contained in each unsuccessful Proposer's Proposal to the Port Authority.

3.8 Early Works Agreement

We may elect to enter into an early works agreement with each Proposer (or the Lead System Designer directly) for vehicle design services in order to advance the design of the vehicles during the RFP Phase and prior to submission of Proposals.

4. COMMERCIAL FRAMEWORK

4.1 Contractual Framework

We expect to enter into the DBOM Agreement with the selected Contractor for the performance of the Work (which includes the Associated Projects) for the Project. Under the DBOM Agreement, the Contractor will, subject to Port Authority oversight, assume full responsibility for the design, construction, fabrication, installation, testing and commissioning of the AirTrain. The Contractor will also be responsible for the operations and maintenance (O&M) of the AirTrain.

During the operating period for the AirTrain, the Contractor will have overall responsibility for ensuring high levels of availability, safety, security, customer service, proper maintenance of all elements to ensure appropriate standards of asset condition, customer experience, and proper compliance with all environmental and aesthetic standards for the AirTrain. Specific requirements related to these responsibilities will be specified in the RFP and the DBOM Agreement.

4.2 Parties to the DBOM Agreement

The DBOM Agreement will be a lump sum fixed price contract with respect to the design-build costs for the Project. O&M payments are expected to be comprised of: (1) regular monthly payments for operations and routine and corrective maintenance and (2) payments for renewal and major maintenance work against an agreed payment profile and conditional upon major maintenance work completed. Scaled payments using Key Performance Indicators (KPIs) and Service Level Agreements (SLAs) will be used and applied to the O&M payments to incentivize performance and planned maintenance.

Furthermore, the Port Authority expects that the selected Contractor will be established as a special purpose vehicle that is thinly capitalized and therefore in need of suitable support from parent companies in the performance of all its duties under the DBOM Agreement. The Port Authority's primary goal is to have a single point of responsibility and recourse with respect to this support, and so that the Port Authority is not required to intermediate or determine fault among different members of the Contractor's team in the event of a breach, failure or other issue in connection with the Project. This single point of responsibility must ensure and secure performance of all of the Contractor's obligations under the DBOM and include both: (i) responsibility for the integration of the civil infrastructure and the systems during construction in order to achieve First Passenger Service Date on schedule; and (ii) responsibility for operation and maintenance of the Project (including maintenance of the civil infrastructure and remediation of any structural defects) so as to meet the performance requirements set out in the DBOM Agreement throughout the Term. Throughout the Term the Contractor must be structured in a manner (including appropriate allocation of risks to different members of the Proposer Team) to enable it to perform all obligations under the DBOM Agreement and remedy any issues that arise in connection with the Project, and the Port Authority must be able to rely on the support structures surrounding the Contractor to deliver this should the Contractor fail to do so under the DBOM Agreement for any reason.

During the RFP Phase, Shortlisted Respondents (Proposers) will be required to submit to the Port Authority a written explanation of its proposed structure that will achieve the Port Authority's objectives during both the construction period and the O&M period.

4.3 Performance Security

We expect to require performance security throughout the term of the DBOM Agreement. During the construction period, we expect performance and payment bonding to be provided by the Contractor, to be determined by the Port Authority based on a percentage of the total design-build price. Further, we expect some form of liquid security during the construction period (such as retainage). During the operating period, we expect to require ongoing performance security (such as performance and payment bonds or letters of credit). Performance security requirements for the DBOM Agreement remain under review and we are open to discuss alternative protections that provide Best Value to the Port Authority during the RFP Phase.

4.4 Draft Risk Allocation

We have attached to this RFQ a draft risk allocation matrix (Appendix A) which indicates our present position regarding certain Project risks. We will further develop the draft risk allocation matrix prior to release of the RFP and Project risks and allocation will be subject to discussion with Proposers during the CDMs during the RFP Phase.

5. INSTRUCTIONS TO RESPONDENTS

5.1 Contact Person

The Port Authority's "Contact Person" for this procurement process is:

Timothy J. Pullen
Manager, Alternative Project Delivery | Procurement Department
The Port Authority of New York & New Jersey
4 World Trade Center, 21st Floor
150 Greenwich Street | New York, NY 10007
E-mail: tpullen@panynj.gov

The Contact Person is the Port Authority's and the Respondents' single point of contact and source of information for this procurement.

5.2 Rules of Contact

The following rules of contact apply during the procurement process, which commenced upon initial issuance of this RFQ, and will be completed with the execution of the DBOM Agreement. These rules are designed to promote a fair and unbiased procurement process. "Contact" includes any form of communication.

The specific rules of contact include:

- Subject to the immediately subsequent paragraph, after the SOQ Due Date, neither a Respondent nor any member of its Respondent Team may communicate with another Respondent or members of another Respondent' Team about the procurement for the Project, the Project or the Proposals. A Respondent may communicate with any Subcontractor that is not a Principal Participant, Key Member or Key Personnel of any other Respondent, provided that the Respondent has obtained (in advance of any such communication) a written certification from the Subcontractor that the Subcontractor will not act as a conduit of information between the Respondent Teams and is not a Principal Participant, Key Member, or Key Personnel of any Respondent Team. Respondents must provide the Contact Person with all required written certifications received from its Subcontractors when the Respondent submits its SOQ.
- If a Respondent's Lead System Supply Contractor is a member of another Respondent Team, the Respondent and all members of its Respondent Team will be prohibited from communicating with the Lead System Supply Contractor in its capacity as a member of another Respondent Team, including in connection with the other Respondent Team's approach to procurement for the Project, the Project, the Proposals, any other Respondent Team or the Lead System Supply Contractor's role on any other Respondent Team. The Respondent will be required to obtain a written certification from the Lead System Supply Contractor that the Lead System Supply Contractor will not act as a conduit of information between the Respondent Teams. Respondents must provide the Contact Person with this required certification, if applicable, when the Respondent submits its SOQ.

- Unless we permit otherwise, contact between each Respondent and the Port Authority (including questions and responses to questions) must only be through the Contact Person, through e-mail.
- The Respondent's contact with us must only be made through the Respondent's designated representative, who must be authorized to bind the Respondent.
- Any contact by a Respondent that we determine to be improper may result in us disqualifying that Respondent.
- Neither (1) any oral communication, nor (2) any other information or contact that occurs outside the official communication process specified in this RFQ will modify the terms of this RFQ, unless confirmed in writing by the Contact Person.
- Neither a Respondent nor its agents may contact any Federal, State, or City official or Project Stakeholder staff regarding the Project. Project Stakeholders include any Federal or State agency involved with the Project, or otherwise having jurisdiction over the Project, as well as any additional Project Stakeholders identified in Section 2.8. If a Respondent wishes to communicate with a Project Stakeholder during the RFP Phase, they may only do so through the Port Authority.

5.3 Questions and Clarifications

Respondents may make inquiries regarding this RFQ only by submitting questions or requests for clarification to the Contact Person by e-mail no later than the date and time set out in the Procurement Schedule. Questions submitted to anyone other than the Contact Person or by any means of communication other than e-mail will not be answered. Any Respondent that has questions as to the meaning of any part of this RFQ or the Project, or believes this RFQ contains any error, inconsistency, ambiguity, or omission, must submit its concern by e-mail to the Contact Person.

We may provide all questions or requests for clarification submitted by potential Respondents, without expressly identifying the originator, along with our answers, through the Procurement Website. Any oral or written response we provide in connection with this RFQ will neither be binding on us nor will it change, modify, amend or waive the requirements of this RFQ in any way unless such response is contained in a formal addendum to this RFQ. Potential Respondents must not rely on any response provided other than a formal addendum to this RFQ.

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:

- AKRF, Inc.
- Barbara Thayer
- Herrick Feinstein LLP

- Jacobs Engineering Group
- Lea + Elliot, Inc.
- Nossaman LLP
- Rozario Touma P.C.
- Sive, Paget, Riesel
- STV, Inc.
- WSP Global Inc.

The FAA has retained Ricondo & Associates to assist the FAA with the environmental review process (as further described in Section 2.6). Ricondo & Associates and all their sub-consultants are not eligible to assist or participate on a Respondent team. Moreover, Ricondo & Associates is not available to provide any services or information to a Respondent on the Project without our prior written approval.³

5.5 Conflicts of Interest

If a Respondent, or any member of a Respondent Team, has or may have a possible Conflict of Interest related to the Project, or whose participation in this procurement may give the appearance of a possible Conflict of Interest, the Respondent must inform the Port Authority in writing as soon as possible, detailing the nature of the conflict. We reserve the right to either disallow a Respondent member's participation in the procurement, or disqualify the Respondent in its entirety if, in our discretion, any interest disclosed from the Respondent, or any other source, creates a Conflict of Interest or gives the appearance of a Conflict of Interest. Our determination regarding a Respondent's Conflict of Interest will be considered final.

5.6 Amendments to the RFQ

If necessary, we will issue addenda to this RFQ to amend conditions or requirements of this RFQ. We will disseminate any addenda to those firms who have expressed their Intent to Respond to this RFQ by posting such addenda on the Procurement Website. Respondents are advised to visit the Procurement Website regularly to check for addenda. We will post the final addendum on the Procurement Website not later than seven calendar days prior to the SOQ Due Date. If an addendum is issued within seven days of the SOQ Due Date and the addendum modifies any of the submittal requirements under this RFQ, then we may revise the SOQ Due Date to allow additional time for Respondents to consider the addendum and submit their SOQs.

We anticipate that we may also use the Procurement Website to present general market-related inquiries and to receive replies to these inquiries from industry practitioners. These general questions-and-answers will not form a part of the RFQ process for the Project, and any replies we receive will not be included within the SOQ evaluation for any Respondent.

5.7 SOQ Due Date

We must receive SOQs no later than the date and time set forth in the Procurement Schedule ("**SOQ Due Date**"), with the exception of Form B, Form C and the Surety Letters which must be received no later than the date and time set forth in the Procurement

³ The eligibility restriction is applicable to the RFQ and any pre-ROD bidding or procurement process.

Schedule, in each case as may be extended in accordance with this RFQ. Respondents must submit their SOQ electronically to the Contact Person, on or before 12pm ET on the SOQ Due Date. Respondents must provide the Contact Person with a link to a secure password-protected web-based electronic file storage platform (such as SharePoint, Dropbox or an FTP site) so that the Contact Person may access and download the Respondent's SOQ. We will not accept SOQs submitted physically in hard copy or sent by facsimile, electronic mail, or any other telegraphic means. It is the sole responsibility of each Respondent to (i) ensure that the web-link and necessary access credentials for the electronic file storage platform are received by the Contact Person; and (ii) ensure that its completed SOQ is available for download on its approved web-based electronic file storage platform in a form accessible by the Contact Person on or before 2 p.m. on the SOQ Due Date. We reserve the right, but are not obliged, to accept a SOQ received after the SOQ Due Date (or, with respect to Form B, Form C and the Surety Letters, received after the date specified in the Procurement Schedule). We may extend the SOQ Due Date for any period we deem appropriate to ensure a competitive and fair procurement process.

Respondents must notify the Contact Person as soon as possible (and by not later than May 15, 2021) of the electronic platform they intend to use to submit their SOQ and provide the Contact Person with access details for testing and approval by the Contact Person.

5.8 SOQ Submission

We will not consider a SOQ to be complete until we receive the electronic copy of the SOQ. We reserve the right, but are not obliged, to consider a SOQ received after the SOQ Due Date. If we do not consider a SOQ received after the SOQ Due Date we will notify the relevant Respondent.

5.9 Costs and Expenses of Respondent

We accept no liability for the costs and expenses incurred by the Respondents in responding to this RFQ, responses to clarification requests and CDMs, resubmittals, and any other activities included as part of this procurement process. Each Respondent that enters into the procurement process must prepare the required materials and submittals at its own expense and with the express understanding that they cannot make any claims whatsoever for reimbursement from the Port Authority for the costs and expenses associated with the process, including, but not limited to, costs of preparation of the SOQ, loss of anticipated profits, loss of opportunity or for any other loss, cost or expense.

6. RESPONDENT ORGANIZATIONAL REQUIREMENTS

6.1 Key Members

The selected Contractor will be responsible for the design and delivery of the overall Project as a complete and integrated system, the ongoing operations and maintenance of the Project, and all other obligations to the Port Authority under the DBOM Agreement. Each Respondent Team must therefore have the necessary experience to deliver all aspects of the Project, and each Respondent Team must include the following Key Members:

Key Members	Responsibility
Lead Civil/Infrastructure Contractor	The entity or entities primarily responsible for the construction of the Project excluding the scope of the Project supplied and installed by the Lead System Supply Contractor.
Lead System Supply Contractor	<p>The entity or entities primarily responsible for the supply of all systems components of the system (including the vehicles, train control, power distribution, communication, supervisory control and data acquisition systems) and all other operations systems necessary to make the AirTrain function, as well as the integration of all such systems and delivery of a fully operating system.</p> <p>The Respondent must identify in its SOQ the Lead System Supply Contractor and any other entities that will supply the vehicles, train control system (or equivalent), power distribution system, communications system, supervisory control system and data acquisition systems (if not manufactured and supplied by the Lead System Supply Contractor).</p>
Lead Interface Designer	The entity or entities primarily responsible for the proper integration and interface of all civil/infrastructure and system elements of the design to provide a new, fully functioning AirTrain Project.
Lead Infrastructure Designer	The entity or entities primarily responsible for the completion of project design for architectural and civil infrastructure work and ensuring conformance with design criteria excluding the scope of the Project designed by the Lead System Designer.
Lead System Designer	The entity or entities primarily responsible for completion of Project design and ensuring conformance with design criteria with respect to all

	systems components of the system (including the vehicles, train control, power distribution, communication, supervisory control and data acquisition systems, where applicable).
Lead O&M Contractor	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 AirTrain (including but not limited to all vehicles, systems, guideway infrastructure, passenger stations and maintenance and control facility) and how these firms will interface with the Lead O&M Contractor.
Lead Customer Experience Contractor	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.

6.2 Key Personnel

Respondents must also identify the individuals who will constitute the following "Minimum Key Personnel" (see requirements in Appendix B):

- 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
- LIRR Work Area 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.

While the Port Authority has defined certain specific Key Personnel positions and their responsibilities, Respondents may propose different positions and titles within their

organizational structure, so long as (1) the Respondent's equivalent positions are each considered as Key Personnel positions; (2) every responsibility of every Key Personnel position defined by the Port Authority is assigned to a Respondent Key Personnel position (with a clear cross-walk of those requirements provided in the proposal); and (3) any subsequent changes to the proposed Key Personnel positions and their responsibilities is subject to Port Authority approval.

6.3 Principal Participants

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. 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.

- (a) 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).
- (b) Additional Subcontractors (including Named Subcontractors), suppliers and designers may also be included on the Respondent Team, as the Respondent deems necessary to deliver the Project.
- (c) As described in Section 1.5, other than the entity designated as the Lead System Supply Contractor, none of a Respondent's Principal Participants, Key Members, or Key Personnel may be on another Respondent Team or otherwise participate in another Respondent's SOQ, but any other Subcontractors (including Named Subcontractors), providers and advisors, such as those providing financial, legal, and bonding services, are not prohibited from teaming with more than one Respondent, provided such Person has established reasonable protocols to ensure that such Respondent Team members will not act as a conduit of information between competing Respondent Teams. In addition, the entity designated as the Lead System Supply Contractor is not prohibited from teaming with more than one Respondent, provided that (i) it has established protocols reasonably acceptable to the Port Authority to ensure that it will not act as a conduit of information between competing Respondent Teams and (ii) a detailed description of such protocols are included in the SOQ for each Respondent Team of which the entity designated as the Lead System Supply Contractor is a member.
- (d) If a Respondent is not shortlisted as part of the RFQ evaluation process, the members of that unsuccessful Respondent Team are thereafter free to participate on Proposer teams, subject to the requirements of the RFP.
- (e) After the SOQ Due Date, no changes will be permitted to a Respondent's Principal Participants, Key Members, Named Subcontractors, Key Personnel and Project Guarantors, except for limited reasons and good cause, all of which are subject to our express written approval. We expect that a Respondent's Principal Participants, Key Members, Named Subcontractors, Key Personnel and Project Guarantors identified in the Respondent's SOQ will be carried forward to the RFP Phase and to the DBOM Agreement, subject to changes permitted by this RFQ and the RFP. If a Respondent

wishes to make any alterations to this structure, it must be for limited reasons and good cause, and any alterations will be subject to our express written approval. If any of a Respondent's Principal Participants, Key Members, Named Subcontractors, Key Personnel or Project Guarantors withdraw or are removed from the Respondent' Team, the Respondent must immediately notify us, and we retain the right to unqualify the Respondent. For this reason, the Respondent should carefully consider the makeup of its Respondent Team prior to submitting its SOQ to reduce the likelihood of the Respondent requesting approval from us for a team member change during the RFP Phase and throughout the term of the DBOM Agreement. Our approval to any change request may be granted or withheld in our discretion.

- (f) We may disqualify from any further participation in the procurement process any Respondent or member of a Respondent Team that fails to comply with the restrictions contained in this Section 6.

7. EVALUATION OF SOQS

7.1 SOQ Evaluation

We will review each SOQ to ensure responsiveness to the requirements of this RFQ. We may reject any SOQ that does not include all the required elements completed in full. Respondents are advised that we reserve the right to conduct an independent investigation of any information, including prior experience, identified in a SOQ by contacting project references, accessing public information, contacting independent parties, or any other means. A Respondent's SOQ score may be negatively impacted by our inability to contact and verify references.

7.2 Mandatory Evaluation Criteria

Prior to our review of the Respondent's full SOQ, we will evaluate each SOQ based on the following "**Mandatory Evaluation Criteria**":

CRITERIA		ASPECT BEING EVALUATED
1	Responsiveness	The SOQ does not deviate from the RFQ requirements in any material respect. All requested information is provided for in the SOQ.
2	Legal	The Respondent has presented evidence showing its organization has the legal ability to enter into the DBOM Agreement and perform the Work to design and build, operate and maintain the Project for the term noted and comply with the applicable laws and professional licensing requirements.
3	Financial	The Respondent has demonstrated its ability to provide required bonds, and acceptable guarantees, and to meet other financial requirements of undertaking and completing the Work, including the ability to satisfy any contingent liabilities or obligations under the DBOM Agreement.
4	Parent Company Guarantor	If any Principal Participant or any Key Member is a subsidiary of a parent company, the Respondent must state when the subsidiary was formed and its place in the corporate structure of the parent company. If a subsidiary is newly created for the purposes of responding to the RFQ, the reasons for this action must be fully disclosed. Respondents are on further notice that as a condition to award of the DBOM Agreement, the Port Authority may require the Contractor to provide additional security in the form of parent company guarantees from any Principal Participant if any Principal Participant is not deemed by the Port Authority to have sufficient financial capability. The

		form and requirements for any such guarantees will be as set forth in the RFP.
5	Bonding Capacity	The Respondent must provide a notarized letter from its surety acknowledging, among other things, that the Respondent's surety company has reviewed and understands the requirements of this RFQ, that the Respondent's bonding capacity for performance and payment bonds is at least \$1.6 billion for the construction period, (notwithstanding that the Port Authority may accept a performance bond sized at less than 100% of the design-build price), and that the surety company intends to furnish the performance and payment bonds in favor of the Port Authority as security for the performance of the Respondent's design and construction obligations as the Contractor under the DBOM Agreement in the event that the Respondent becomes the Contractor and executes the DBOM Agreement with the Port Authority based on this RFQ, the RFP and the Proposal. The Respondent's surety (or sureties) must have a rating of A- or better in the latest revision of the A.M. Best Company's Insurance Report, must be authorized by law to do business in the State of New York, and must be listed in the U.S. Department of Treasury Circular 570. The surety letter must be included in the Respondent's SOQ.

7.3 Comparative Evaluation Criteria

If a Respondent satisfies all the Mandatory Evaluation Criteria, we will further evaluate the SOQ using the Comparative Evaluation Criteria detailed below in this Section 7.3. If a SOQ does not meet a Mandatory Evaluation Criterion, we may rate that SOQ as "unacceptable" and discontinue our review of that SOQ. We may allow certain deficiencies in a SOQ relating to the Mandatory Evaluation Criteria and submitted materials to be corrected through clarifications, but we are under no obligation to do so.

We will evaluate each SOQ that has satisfied the Mandatory Evaluation Criteria in Section 7.2 above, against the following "**Comparative Evaluation Criteria**":

CRITERIA		ASPECT BEING EVALUATED
1.	Experience and Past Performance	<ul style="list-style-type: none"> • Demonstrated experience in delivering innovation and excellence in customer focused designs and operating initiatives in all aspects of an APM or other transportation project. • Experience and performance record in complex transportation projects involving infrastructure and systems scope within the last 15 years, whether such

		<p>projects have been completed in such period or are ongoing.</p> <ul style="list-style-type: none"> • Experience in forming and managing large multi-disciplinary teams to successfully work together and deliver the Project satisfactorily. • Experience in working in major metropolitan areas with similar traffic/density and operating requirements as the Airport. • Record of completing projects on schedule and within budget. • Demonstrated experience in use of efficient construction techniques that minimize disruption to existing operations and speed delivery. • Demonstrated experience in use of innovative technology to delivery people mover solutions in a cost- efficient manner, on time and on budget. • Demonstrated ability to deliver projects in design, construction, and operations and maintenance with a culture of embracing community and environmentally responsible behaviors. • Experience and performance record in delivering world-class operations and maintenance of a transportation service. • Record of successful operations and maintenance activities with documented on-time service and completion of maintenance activities. • Experience in asset management and maintenance of transit systems that maximize the investment and result in the highest level of customer satisfaction due to reliability, asset condition and level of service.
2.	Team Approach and Structure	<ul style="list-style-type: none"> • Respondents' approach to delivering the Project that demonstrates how the proposed team will achieve the Project Goals. • Proposed organization and project team structure, including Key Personnel, for appropriateness for the successful performance of the Work required to deliver the Project.

		<ul style="list-style-type: none"> • Extent the team structure demonstrates the ability to achieve operational excellence in customer facing design and services and operational efficiency with modern asset management practices. • Capacity of the Respondent Team (firms and personnel) to deliver the work assigned in the structure. • The extent to which the Respondent Team is structured to minimize risk and contains appropriate allocation of responsibility. • The extent to which the Respondent Team's Key Member's current workload or backlog of future work will impact the Respondent Team's ability to deliver the Project.
3.	Key Personnel	<ul style="list-style-type: none"> • The extent to which the response includes all Minimum Key Personnel required by this RFQ. • The extent to which the identified Key Personnel are sufficient to complete all aspects of the Project based on the Respondent's proposed team structure. • The quality of the proposed Key Personnel and their demonstrated experience and performance on Similar Projects in similar roles being proposed for this Project. • The extent to which the Personnel's current workload or backlog of future work will impact their ability to be available to the Project.
4.	State-of-the-Art and Reliable Technology	<ul style="list-style-type: none"> • The Respondent's approach to providing cutting edge, and reliable technology for all aspects of the Project. • The extent to which technology provides innovation, utilizing the latest advances in autonomous technology, and flexibility to migrate to future technology upgrades such as autonomous vehicle protocols, and other advances over 30 years of operation. • The extent to which Respondent's solution capitalizes on technology to ensure a cost-efficient solution for the Project during both the capital construction and the operational phases of the Program. • The extent to which technology is able to provide service levels and headways necessary to meet or

		<p>exceed the Project demand</p> <ul style="list-style-type: none"> • The extent to which the technology, and its components can be demonstrated to be able to operate reliably in all weather conditions that exist at the Airport. • The extent to which the proposed technical solution has been used for transit service, can meet required regulatory safety certifications, and contains components that have been successfully integrated.
5.	MBE/WBE/SDVOB Participation	<ul style="list-style-type: none"> • The Respondent's approach to encouraging and incorporating MBE/WBE/SDVOB and local business enterprise participation from the earliest phases and throughout the design, construction, operations and maintenance phases of the Project. • Demonstrated past performance in incorporation and support of the MBE/WBE/SDVOB goals on projects.
6.	Customer Experience	<ul style="list-style-type: none"> • The Respondent's approach to how the Port Authority's Vision as described in Section 1.2 (<i>The Vision for AirTrain LaGuardia</i>), will be realized. This Vision is the hallmark of the Project and emphasizes simplifying and enhancing the customer's journey through all transition points. • The Respondent's experience and record in developing and implementing a world-class customer focus in project planning, design, construction and service delivery. • The Respondent's demonstrated record in developing and implementing ease of connections for transit customers throughout their end-to-end journey. • Experience in developing and incorporating innovation into projects that enhanced the transit customer experience.
7.	Innovation to Reduce Construction Disruption and Effects from Design and Construction	<ul style="list-style-type: none"> • The Respondent's experience and approach to designing, developing and implementing innovative solutions that minimize disruptions and effects to the local community and the general public, and reduce inconvenience to ongoing transit operations, and accelerate the construction schedule.

7.4 Scoring and Ranking of the SOQs

We will evaluate and rank each responsive SOQ by evaluating the SOQ against the Comparative Evaluation Criteria described in Section 7.3. For purposes of our scoring, the Comparative Evaluation Criteria are listed below, in no order of importance:

- Experience and Past Performance
- Team Approach and Structure
- Qualifications of Proposed Minimum Key Personnel
- Proposed State-of-the-Art and Reliable Technology
- MBE/WBE/SDVOB Participation
- Customer Experience
- Innovation to Reduce Construction Disruption and Effects from Design and Construction

7.5 Request for Clarification

The SOQ Template (Appendix B) provided in this RFQ is designed to facilitate Respondents' presentation of accurate and complete information in a format conducive to the Respondent's preparation of their SOQ, and our efficient review and evaluation of SOQs. If information in an SOQ is not complete, we may either declare the SOQ non-responsive or notify the Respondent, who may be allowed to participate further in the procurement process for the Project if the Respondent provides all information that we require within the timeframe we establish. We will promptly notify the Respondent of any insufficient statements or incomplete information in a request for clarification (via e-mail). We may also request supplemental information from a Respondent regarding its SOQ at any time prior to finalizing the Shortlist. A Respondent's response must be limited to answering the specific information that we request. If the Respondent does not provide a timely response, we may declare its SOQ non-responsive.

7.6 Respondent Informational/Clarification Meetings

We may conduct informational/clarification meetings as part of the RFQ process. If we elect to conduct these meetings, we will notify each Respondent via e-mail to arrange a date and time to conduct these meetings.

The objective of each meeting will be to:

- (i) Assist Respondents in understanding this RFQ, the Project and the Port Authority's Project Goals and objectives for the Project;
- (ii) Enable the Port Authority to engage in dialogue with the Respondents with the intention of discussing concerns regarding the requirements of this RFQ or the delivery of the Project; and
- (iii) Clarify any unanswered questions about what is expected from the Respondent throughout the procurement process.

8. RETAINED RIGHTS

Our issuance of this RFQ constitutes only an invitation to Respondents to present their qualifications. This RFQ is not a tender, offer or request for proposals, and issuing this RFQ does not constitute our intention to make an offer.

The rights reserved by us, which we may exercise in our discretion, include, without limitation, the right to:

- (a) Require one or more Respondents to clarify the SOQs submitted, or require additional information from the Respondent (which can be sought from any Principal Participant), in which case the Respondent must provide that information within a reasonable time from the date of our request;
- (b) Conduct investigations with respect to the Respondent's qualifications and experience;
- (c) Visit and examine the Respondents' Similar Projects, and any of the other projects referenced in the SOQs, and to observe and inspect the operations at these projects;
- (d) Waive any defect or technicality in any SOQ received;
- (e) Determine which Respondents are qualified to be shortlisted to receive the RFP and submit Proposals in response to the RFP;
- (f) Refuse to consider or evaluate and ultimately eliminate any Respondent that submits an incomplete or inadequate response, is not responsive to the requirements of this RFQ or either directly or through any Respondent Team member fails to meet any of our directions or requirements under this RFQ;
- (g) Supplement, amend, or otherwise modify this RFQ, prior to the date of submission of the SOQs;
- (h) Issue one or more amendments to this RFQ extending the SOQ Due Date;
- (i) Receive questions concerning this RFQ from Respondents and provide these questions, and our responses, to all Respondents;
- (j) Cancel this RFQ in whole or in part with or without substitution of another RFQ, if determined in our discretion to be in our best interest;
- (k) Change any Evaluation Criteria upon giving reasonable notice to Respondents;
- (l) Take into consideration during our evaluation of SOQs:
 - (i) our knowledge and previous experience and dealings with the Respondent, any Principal Participant, any Key Member, any Key Personnel, any Named Subcontractor or any other Respondent Team member;
 - (ii) without limiting such clause, information (including opinions, representations and advices) about the past and current performance of the Respondent or any Principal Participant (where the Respondent is comprised of more than one Principal Participant) under any other contract, arrangement or dealing between the Respondent or that Principal Participant and a government party; and

- (iii) information concerning the Respondent or any Principal Participant, Key Member, Key Personnel or and Named Subcontractor that is in the public domain or that is obtained by us through investigations or however else obtained;
- (m) Remove or add a Shortlisted Respondent;
- (n) Discuss with the Respondent any matter arising out of this RFQ or its SOQ;
- (o) Publish the names of the Respondent and its Principal Participants, Key Members, Key Personnel, Named Subcontractors and other Respondent Team member or key advisors;
- (p) Waive any requirement or obligation under this RFQ; and
- (q) Take any action affecting the RFQ process or the Project that would be in our best interest, including, without limitation, cancel, suspend or change the Project, the procurement method for the Project, or any aspect of the procurement process, or take any other action as we consider, in our discretion, appropriate in relation to the procurement process for the Project.

9. DEFINITIONS

The following defined terms are used in this RFQ:

Addenda or Addendum	Written supplemental additions, deletions, and modifications to the provisions of this RFQ issued by the Port Authority, after the date the RFQ is issued.
Airport	Defined in Section 1.1.
Available Document	Any document or amendment to a document which is issued for information purposes only by the Port Authority to a Respondent as part of the procurement process for the Project and, at the time of issue, is expressly stated to be an "Available Document."
Best Management Practice	The exercise of the degree of skill, diligence, prudence and foresight that is reasonably and ordinarily expected from time to time from a skilled and experienced designer, engineer, construction contractor, civil/infrastructure contractor, system supply contractor, operations and/or maintenance contractor, or similar professional seeking in good faith to comply with its contractual obligations, all applicable laws, governmental approvals, and applicable standards and engaged in the same type of undertaking under similar circumstances and conditions.
Best Value	Defined in Section 3.6.
CDM	Defined in Section 3.4.
Comparative Evaluation Criteria	Defined in Section 7.3.
Conflict of Interest	A Person or organization that: (1) had or has relations with Persons ; (2) engaged or is engaging in activities; or (3) performed or is performing services for the Port Authority or another entity concerning the Project or a related project, that afford such Person or organization with a competitive advantage or that might otherwise impair the Person or organization's objectivity, or that render such Person or organization unable, or potentially unable, to render impartial assistance or advice on the Project.
Contact Person	The Port Authority staff member identified in Section 5.1.

Contract Documents	The DBOM Agreement (and all exhibits to the DBOM Agreement), including the technical requirements for the Project, and the Preferred Proposal.
Contractor	Defined in Section 1.1.
DBOM Agreement	Defined in Section 1.1.
Evaluation Criteria	The Mandatory Evaluation Criteria and the Comparative Evaluation Criteria.
FAA	Federal Aviation Administration.
Intent to Respond	Defined in Section 1.4.
Key Member	Each of the Lead Civil/Infrastructure Contractor, the Lead System Supply Contractor, the Lead Interface Designer, the Lead Infrastructure Designer, the Lead System Designer, the Lead O&M Contractor and the Lead Customer Experience Contractor.
Key Personnel	The Minimum Key Personnel identified in Section 6.2 and all other individuals identified by the Respondent in Section 2 of the SOQ Template (Appendix B).
Lead Civil/Infrastructure Contractor	Defined in Section 6.1.
Lead Customer Experience Contractor	Defined in Section 6.1.
Lead Infrastructure Designer	Defined in Section 6.1.
Lead Interface Designer	Defined in Section 6.1.
Lead O&M Contractor	Defined in Section 6.1.
Lead System Designer	Defined in Section 6.1.
Lead System Supply Contractor	Defined in Section 6.1.
Mandatory Evaluation Criteria	Defined in Section 7.2.
MBE	Defined in Section 2.7.
Minimum Key Personnel	The individuals identified in Section 6.2 as "Minimum Key Personnel."
Named Subcontractor	An entity included on a Respondent's Team that will perform design, construction, fabrication, supply, installation, testing, commissioning, operation or

maintenance, decommissioning or demolition services or any other services required for the Project.

NEPA

Defined in Section 2.6.

Person

Any individual, firm, corporation, company, sole proprietorship, limited liability company (LLC), joint venture, voluntary association, partnership, trust, unincorporated organization, or other legal entity.

Port Authority

The Port Authority of New York and New Jersey, a municipal corporate instrumentality and political subdivision of the States of New York and New Jersey, creating and existing by virtue of the Compact of April 30, 1921, made by and between the two States, and thereafter consented to by the Congress of the United States.

Preferred Proposal

The Proposal that is determined to be compliant with the requirements of the RFP, will deliver Best Value to the Port Authority for the Project and is selected by the Port Authority as the Preferred Proposal.

Preferred Proposer

The Proposer whose Proposal is determined by the Port Authority to be the Preferred Proposal.

Principal Participant

Any member of a Respondent's Team that is: (a) the Respondent; (b) if the Respondent is or will be a consortium, partnership or any other form of joint venture, each member of the consortium, partnership or joint venture; and (c) if the Respondent is or will be a limited liability company, each member or owner of such entity. The Principal Participants must include the Lead Civil/Infrastructure Contractor, the Lead System Supply Contractor, and the Lead O&M Contractor.

Procurement Schedule

Defined in Section 3.2.

Procurement Website

The Port Authority's website dedicated to providing the public with information regarding Port Authority procurement opportunities, located at the following address:

<https://www.panynj.gov/port-authority/en/business-opportunities/solicitations-advertisements/alternate-project-delivery.html>

Project

Defined in Section 1.1.

Project Advisors	The third-party consultants, lawyers or advisors to the Port Authority for the Project identified in Section 5.4.
Project Goals	Defined in Section 2.3.
Project Guarantor	An entity that will irrevocably, unconditionally, jointly and severally guarantee to the Port Authority the Contractor's payment and performance of all obligations under the DBOM Agreement.
Project Site	The limited and defined area identified in the DBOM Agreement for the Contractor's performance of the Work and delivery of the Project.
Project Stakeholder	Defined in Section 2.8.
Proposal	A proposal submitted by a Proposer in response to the RFP, including any revisions to the RFP.
Proposer	Defined in Section 3.4.
Request for Proposals (RFP)	The written solicitation document issued by the Port Authority (as amended by any Addenda) seeking Proposals to be evaluated to identify the Proposer offering Best Value to the Port Authority in connection with the Project. The RFP will be issued only to Shortlisted Respondents.
Request for Qualifications (RFQ)	Defined in Section 1.1.
Respondent	At any time prior to issuance of the Project's Shortlist, a Person comprised of the Principal Participants.
Respondent Team	The Respondent, Key Members, Named Subcontractors, Key Personnel and Project Guarantors.
RFP Phase	Defined in Section 3.4.
SDVOB	Defined in Section 2.7.
Shortlist	The list of Respondents that the Port Authority determines satisfy the Mandatory Evaluation Criteria in this RFQ and are the most qualified to potentially deliver the Project, based on an evaluation of the SOQs submitted by Respondents in accordance with the Comparative Evaluation Criteria.

Shortlisted Respondents	The list of Respondents that are selected for the Shortlist by the Port Authority in connection with this RFQ.
Similar Project	Transportation projects of similar complexity to this Project, in major metropolitan areas with similar traffic/density and operating requirements as the Airport.
SOQ Due Date	Defined in Section 5.7 of this RFQ.
SOQ Forms	Those forms included in the SOQ Template for completion by the Respondent as part of its SOQ.
SOQ Template	The SOQ Template attached as Appendix B to this RFQ.
Statement of Qualifications (SOQ)	The documents submitted by a Respondent in response to this RFQ.
Subcontractor	Any entity that is not a Principal Participant that enters into a subcontract to perform any portion of the Work for the Project.
Transmittal Letter	The Statement of Qualifications Transmittal Letter included in Appendix B, which Respondents are required to complete and submit with their SOQ in accordance with this RFQ.
WBE	Defined in Section 2.7.
Work	All of the administrative, design, engineering, utility support services, procurement, legal, professional, manufacturing, supply, fabrication, installation, construction, supervision, management, testing, commissioning, decommissioning, demolition, verification, labor, materials, equipment, operations, maintenance, warranty, documentation, and other duties and services to be furnished and provided, and any other obligations owed, by the Contractor as required by the Contract Documents, including all efforts necessary or appropriate to achieve final acceptance of the Project.

**Appendix A
Draft Risk Allocation Matrix**

Risk/Issue	Port Authority	Contractor	Comment
Completion/Commissioning Risk (including vehicle delivery)		●	The Contractor will be responsible for delivery of the fully operational system by a date certain.
Construction and systems costs overruns		●	The Contractor will be responsible for cost overruns for design-build of the Project.
Unforeseen Site Conditions	●		The Port Authority expects to include a "site validation period" during which the Contractor may enter the Project Site for the purpose of undertaking tests, inspections and investigations. The Contractor will only have access to cost and time relief for undisclosed geotechnical conditions if a claim is submitted before the end of the site validation period. If the Contractor identifies any undisclosed archaeological remains, undisclosed endangered species, undisclosed utilities or undisclosed hazardous environmental conditions at any time, the Contractor will have access to cost and time relief.
Site Acquisition	●		The Port Authority intends to acquire the required Project Site prior to execution of the DBOM Agreement.
Utilities and Third Parties	●	●	Subject to issues with respect to certain undisclosed utilities (for which the Contractor will be given cost and time relief related to issues caused by such undisclosed utilities), the Contractor will be responsible for coordinating and causing all utility relocations that are necessary in order to comply with its obligations under the DBOM Agreement. The Contractor will fulfill this responsibility either by performing the utility relocations itself, or by reimbursing the relevant utility owner for the utility relocation. The Port Authority intends to pursue and execute master utility and other agreements with third party stakeholders prior to the execution of the DBOM Agreement.

Risk/Issue	Port Authority	Contractor	Comment
Permits/Approvals	●	●	Except for NEPA environmental review, the Contractor will be responsible for obtaining all governmental approvals and permits (including any application, revision, modification, amendment, supplement, renewal or extension) required in connection with the Contractor's performance under the DBOM Agreement
AirTrain Ridership and Growth Projections	●		The Contractor will not take risk on ridership or revenue.
Project Funding	●		The Contractor is not responsible for financing for the Project.
Ongoing operation and maintenance of the New AirTrain and all other aspects of the Project		●	The Contractor's responsibilities will include the operation and maintenance of the New AirTrain system (including, but not limited to, guideway infrastructure, passenger stations, new vehicles, train control, power distribution and all other system components, and the maintenance and control facility). The Contractor will be responsible for any cost overruns relating to the O&M of the New AirTrain, subject to limited exclusions.
Energy unit price for operation of the AirTrain	●		The Contractor will not take risk on the price per unit of energy required to operate the AirTrain system.