



**THE CITY OF WINNIPEG**

# **REQUEST FOR QUALIFICATION**

**RFQ NO. 80-2023A**

DESIGN BUILD OF HYDROGEN GENERATION AND DISPENSING PROJECT AT 421  
OSBORNE STREET (FORT ROUGE GARAGE), WINNIPEG, MANITOBA

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## PART B - REQUEST FOR QUALIFICATION INFORMATION

### B1. TERMS AND DEFINITIONS

- B1.1 In this Request for Qualifications (RFQ), words in the singular include the plural and vice-versa and words in one gender include all genders, all references to dollar amounts are to the lawful currency of Canada, and the words “include”, “includes” or “including” means “include without limitation”, “includes without limitation” and “including without limitation”, respectively, and the words following “include”, “includes” or “including” will not be considered to set forth an exhaustive list.
- B1.2 When used in this Request for Qualification:
- (a) “**Affiliate**” is as defined in The Corporations Act (Manitoba);
  - (b) “**Break Payment**” means the amount determined by the City to be payable to each Prequalified Proponent for proposal development costs in the event that the procurement process commenced by issuance of this RFQ is terminated by the City after issuance of the RFP at a time when the City recognizes that Prequalified Proponents have expended significant time and effort preparing to respond to the RFP as contemplated by and consistent with B11;
  - (c) “**Business Day**” means any Calendar Day, other than a Saturday, Sunday, or a statutory or civic holiday observed by the City;
  - (d) “**Calendar Day**” means the period from one midnight to the following midnight on every day of the year;
  - (e) “**Certificate of Recognition (COR)**” means the Manitoba (COR) certificate and Letter of Good Standing as issued under the COR program administered by the Construction Safety Association of Manitoba (CSAM) or by the Manitoba Heavy Construction Association (MHCA), WORKSAFETY™, COR™ program;
  - (f) “**City**” means The City of Winnipeg as continued under The City of Winnipeg Charter, Statutes of Manitoba 2002, c. 39, and any subsequent amendments thereto;
  - (g) “**City Project Team**” is defined in B25;
  - (h) “**Colliers**” means Colliers Project Leaders, who is the owner’s advocate engineer for the Project;
  - (i) “**Commissioning Team**” means the Team Member(s) who will plan and perform testing and commissioning activities for the Project;
  - (j) “**Commissioning Team Lead(s)**” means the Team Member(s) that will lead and be principally responsible for planning and performing the testing and commissioning activities for the Project;
  - (k) “**Conflict of Interest**” is as defined in B17;
  - (l) “**Construction Team**” means the Proponent Team Member(s) who will plan and perform construction activities for the Project;
  - (m) “**Construction Team Lead(s)**” means the Proponent Team Member(s) that will lead and be responsible for the Construction Team and the construction of the Project;
  - (n) “**Contact Person**” means the person authorized to represent the City in communicating with the Proponent with respect to this RFQ, unless otherwise specified hereinafter;
  - (o) “**Council**” means the Council of the City of Winnipeg;
  - (p) “**CTE**” means Center for Transportation and the Environment Inc, who is the consultant the City has engaged to develop the procurement documents
  - (q) “**DB**” means Design Build ;
  - (r) “**Design Build Agreement**” or “**DBA**” means the contract intended to be entered into between the City and the Design Builder with all its related documents and schedules

to be issued for performance of the Project as a result of the procurement process commenced by issuance of this RFQ;

- (s) **“Design Builder”** means the Preferred Proponent who, if selected as a result of the procurement process, commenced by issuance of this RFQ (including the RFP Process), will be in contract with the City for performance of the Project under the terms of the Design Build Agreement;
- (t) **“Design Team”** means the Proponent Team Member(s) who will perform the professional engineering and design role(s) for the Project and will perform compliance certification for their work;
- (u) **“Design Team Lead(s)”** means the Proponent Team Member(s) that will lead the Design Team and be principally responsible for the engineering and design of the Project;
- (v) **“Final Completion”** means completion of the entire Works of the Project in accordance with the requirements of the Design Build Agreement;
- (w) **“Final Completion Date”** is the calendar date that Final Completion has occurred;
- (x) **“Guarantor”** means a Person providing financial and/or performance support to a Proponent by way of a financial guarantee or a commitment to provide equity or dedicated credit facilities to support the participation of that Proponent in the procurement process and for performance of the Project if the Proponent becomes the Design Builder;
- (y) **“HAZOP”** means hazard and operability study;
- (z) **“Ineligible Person”** is defined in B22, and includes Affiliates of Ineligible Persons, unless the City provides a waiver of ineligibility as set out therein;
- (aa) **“Key Individual”** means an individual designated in a Proponent’s Qualification Submission to perform a lead role for the Proponent or its Proponent Team Members;
- (bb) **“may”** indicates an allowable action or feature;
- (cc) **“must”** or **“shall”** indicates a mandatory requirement;
- (dd) **“Notice to Proceed (NTP)”** means the formal notice issued by the City to the Design Builder to commence the performance of the Project. This notice may be integral to execution of the Design Build Agreement;
- (ee) **“Notice to Proceed Date”** is the calendar date that the Notice to Proceed indicates or represents when the Design Builder is authorized to proceed to perform the Project;
- (ff) **“Officer”** means an individual authorized by a Person to represent their interests and bind the Person;
- (gg) **“Person”** means an individual, firm, partnership or corporation, or any combination thereof, or other legal entities and includes heirs, administrators, executors or legal representatives of a person;
- (hh) **“Preferred Proponent”** means the Prequalified Proponent that is recommended as a result of the RFP Process to be awarded the Project and to enter into the Design Build Agreement with the City, and is designated as such by the City in a formal notice issued to said Prequalified Proponent;
- (ii) **“Prequalified Proponents”** is defined in B5.3;
- (jj) **“Project”** means the design build of hydrogen generation and dispensing infrastructure at 421 Osborne Street (Fort Rouge Garage), Winnipeg, Manitoba summarized in B2.5;
- (kk) **“Project Management Team”** means the Proponent and / or Proponent Team Member(s) who will perform the project management roles during the Project;
- (ll) **“Project Management Team Lead”** means the Proponent Team Member that will lead the Project Management Team and be principally responsible for the Proponent’s overall project management for the Project;

- (mm) **“Proponent”** means the Person(s) who is applying to be a Prequalified Proponent for the purpose of being shortlisted to participate in the RFP Process and if selected as a result of the procurement process commenced by the issue of this RFQ (including the RFP Process) to be the Preferred Proponent, may enter into the Design Builder Agreement with the City to be the Design Builder;
- (nn) **“Proponent Representative”** means the Person authorized by the Proponent to be responsible for the Proponent’s communications with the City with respect to the RFQ and this RFQ Process, identified as such and which signs the declaration Form A-1 (Master RFQ Submission Form);
- (oo) **“Proponent Representative Contact Individual”** means the individual who shall be responsible for all of the Proponent’s communications with the City with respect to this RFQ and the RFQ Process, and shall be identified as such in all communications with the City during the RFQ Process;
- (pp) **“Proponent Team”** means all team members that join the Proponent in the RFQ Process to become prequalified by the City;
- (qq) **“Proponent Team Lead(s)”** means the team member(s) that will lead and be principally responsible for each of the following: the Project Management Team, Design Team, Construction Team, and Commissioning Team;
- (rr) **“Proponent Team Member”** means a Person included in the Proponent Team;
- (ss) **“Proposal Submission Fee”** means the sum of money referred to in B11, payable to certain unsuccessful Prequalified Proponents under the RFP Process under the specific conditions set out in B11;
- (tt) **“Qualification Submission”** is as defined in B5.6;
- (uu) **“Request for Information”** or “RFI” is as defined in B13;
- (vv) **“Reserve Prequalified Proponent”** is defined in B5.8;
- (ww) **“RFP”** means the Request for Proposals in respect of the Project;
- (xx) **“RFP Process”** is defined in B5.4;
- (yy) **“RFP Submission”** is the submission by a Prequalified Proponent provided in response to the RFP;
- (zz) **“RFP Submission Deadline”** means the time and date that will be set out in the RFP by which RFP Submissions must be received by the City;
- (aaa) **“RFQ”** means the body of this document including appendices to this document and addenda to this RFQ, if any;
- (bbb) **“RFQ Process”** is defined in B5.3;
- (ccc) **“should”** indicates a desirable action or feature;
- (ddd) **“Site”** means the lands and other places on, under, in or through which the Work of the Project will be performed;
- (eee) **“Submission Deadline”** means the latest time and date as indicated in B9.3 which is permissible for final receipt of Proponent’s Qualification Submissions;
- (fff) **“Substantial Completion”** means the point at which the Works other than minor deficiencies have been completed in accordance with the requirements of the Design Build Agreement;
- (ggg) **“Substantial Completion Date”** means the date when the Works have achieved Substantial Completion;
- (hhh) **“Substantial Performance”** shall have meaning attributed to it in the Manitoba Builders Liens Act (Manitoba), or any successor legislation thereto and includes completion of all requirements to operate and maintain the Project for its intended purpose, specifically those requirements listed to meet Substantial Performance in the DB Agreement;

- (iii) **“Substantial Performance Date”** means the calendar date upon which Substantial Performance has occurred, as determined by the City in its sole judgement;
- (jjj) **“Technical Requirements”** means the technical representation provided in the RFP consisting of narrative descriptions, narrative and data criteria, specifications, and the like that convey the City’s intent for the scope, quality and performance of the Project; and
- (kkk) **“Total Performance”** means completion of the entire Works of the Project in accordance with the requirements of the DB Agreement, as determined by the City in its sole judgement and as evidenced by a Total Performance Certificate issued by the City;
- (lll) **“Total Performance Date”** is the calendar date that Total Performance has occurred, as solely determined by the City;
- (mmm) **“Transit”** means Winnipeg Transit
- (nnn) **“Work”** or **“Works”** means the carrying out and the doing of all things, whether of a temporary or permanent nature, that are to be done by the Design Builder pursuant to the Design Build Agreement and, without limiting the generality of the foregoing, includes the furnishing of all plant, material, labour, and services necessary for or incidental to the fulfilment of the requirements of the Design Build Agreement, including all changes in the Work made in accordance with the requirements of the Design Build Agreement.

B1.2.1 The aforementioned definitions utilized in this RFQ document are provided for reference during the RFQ Process. When the Design Build Agreement is issued, any conflicts or differences between these definitions and those in the Design Build Agreement will be governed by Design Build Agreement;

## **B2. BACKGROUND AND PROJECT SUMMARY DESCRIPTION**

### **Background**

- B2.1 City of Winnipeg Public Service has received Council approval to proceed with procurement of Hydrogen Generation and Dispensing Infrastructure at 421 Osborne Street (Fort Rouge Garage), Winnipeg, Manitoba (the Project). The City has decided to proceed with a procurement process using a competitive fixed price DB approach for the delivery of the Project.
- B2.2 The City has engaged Colliers to provide advice and professional services and to assist in the delivery of the Project as a member of the Winnipeg Transit team. Colliers will be participating in all aspects of procurement and execution of the Project.
- B2.3 The City has engaged the Center for Transportation and the Environment (CTE) to provide the procurement documents including the technical scope and performance requirements for the Project in order to obtain a detailed technical approach and competitive fixed price proposal from Prequalified Proponents in the RFP Process.
- B2.4 Winnipeg Transit is planning for an incremental transition to zero-emission buses over several years and across several facilities. In the first phase, hydrogen infrastructure will be installed on the property of the transit garage located at 421 Osborne St., here to be referred as Fort Rouge Garage. The hydrogen infrastructure will be installed to align with the arrival of the first hydrogen fuel cell buses in June 2024.
- B2.4.1 The proposed hydrogen infrastructure is considered “Major Utility Facility” which has limited permitted zoning districts (M2 and M3) and conditional use districts (A, MMU, M1). The land at Fort Rouge Garage is zoned C3, and the City’s Planning Department has indicated that an accessory use classification to the existing C3 zoning would be considered to avoid rezoning.

- B2.4.2 The proposed Site was previously used as a propane refueling station, but has recently been resurfaced with gravel and repurposed as a PayByPhone parking lot. The Site will require grading to ensure it drains to the existing land drainage system
- B2.4.3 There is no anticipated rerouting of utilities (water, gas, drainage) in the area for the installation of the proposed equipment, however, the close proximity of existing utilities including natural gas lines to the proposed installations will require hand digging during the installation of the new utility connections.
- B2.4.4 There is a recently upgraded City owned 25 kV three phase service which feeds four customer-owned 25 kV/600 V transformers. No electrical service updates are anticipated to be needed for the Project.

### **Project Summary Description**

- B2.5 The following is a summary description of the Project. It is not inclusive of all aspects of the Project, and is generally representative of the extent of the scope and intent of the Works. Further details will be described within the RFP.
- B2.5.1 The Project will consist of new hydrogen infrastructure, including a PEM electrolyzer, on-site hydrogen storage, 350 bar dispensing equipment and associated civil works, and continued service and maintenance of the station for a period of 2 years.
- B2.5.2 The new hydrogen station is anticipated to include at minimum:
- (a) hydrogen production, compression, storage and dispensing equipment (may also include pre-cooling in order to meet fueling specifications) installed in compliance with all relevant hydrogen fuelling and production codes and standards, including, but not limited to NFPA 2, NFPA 30A, and NFPA 55;
  - (b) one SAE J2601-2 compliant dispenser with single high flow TK 16 HF nozzle with an SAE J2799 FCEV-compliant IrDA communications interface capable of back-to-back fueling of up to 30 New Flyer XHE40 and XHE60 buses at 350 Bar at settled pressure at an average fueling flow rate of 3.6 kg/min;
  - (c) production of at least 500 kg of SAE J2719 grade hydrogen per day via electrolysis;
  - (d) capacity of up to 1000kg of 450 bar hydrogen storage;
  - (e) the ability to for receive, store, and dispense delivered gaseous hydrogen;
  - (f) operation in temperatures of -40°C to 40°C;
  - (g) accessibility for 40-foot and 60-foot buses which have curb weights up to 16,000 kg and 25,000 kg, respectively;
  - (h) provisions for life safety systems, such as fire and gas detection, manually operated emergency stop devices including a remote Emergency Shutdown Device (ESD), and an automated station shutdown in response to continuously monitored safety breaches;
  - (i) integration with Transit's existing fuel management system such that it operates with the system in a reasonably similar manner as Transit's other fueling stations operate;
  - (j) the ability to consistently fuel 40-foot and 60-foot transit buses to states of charge of greater than 95% of bus hydrogen storage capacity by mass as measured by a bus's onboard fuel gauge at settled pressure of 35 MPa;
  - (k) remote real-time monitoring and station control systems; and
  - (l) data reporting capabilities that include the amount of hydrogen produced, dispensed, and the speed of fueling.
- B2.5.3 The following civil works for the Project are anticipated:
- (a) site development:
    - (i) grading;



- (ii) concrete pad;
  - (iii) fencing with screening;
  - (iv) canopy over the dispensing equipment;
  - (v) trenching;
  - (b) soil remediation;
  - (c) potable water connection;
  - (d) sanitary drainage connection;
  - (e) stormwater drainage connection;
  - (f) electrical service connection; and
  - (g) internet connection.
- B2.5.4 Service, operations, maintenance of refuelling infrastructure, including production, storage, compression, and dispensing equipment will be provided for a period of 2 years.
- B2.5.5 The Project is funded through the City's Transition to Zero-Emission Bus capital budget with funds in the approximate amount of ten million Canadian Dollars (\$10,000,000 CAD) and anticipated to be complete by December 31, 2024.
- B2.5.6 It is anticipated that the Project will use milestone payments.

### **B3. WINNIPEG**

- B3.1 Winnipeg is an important Canadian city, and the capital of the Province of Manitoba. Located in Western Canada, Winnipeg plays a prominent role in transportation, finance, manufacturing, agriculture and education. It is known as the Gateway to the West. The City is located near the geographic centre of North America. It lies in a flood plain at the confluence of the Red and Assiniboine rivers and started around the point now commonly known as The Forks. It is protected from flooding by the Red River Floodway. Winnipeg covers an area of 663 square kilometers.
- B3.2 For information on City demographics, refer to the City of Winnipeg website at: [https://www.winnipeg.ca/cao/pdfs/CommunityTrendsandPerformanceReportVolume1\\_2019.pdf](https://www.winnipeg.ca/cao/pdfs/CommunityTrendsandPerformanceReportVolume1_2019.pdf)
- B3.3 For information related to the City's political structure, refer to the City of Winnipeg website at: <https://winnipeg.ca/council/default.stm>
- B3.4 For information related to the City's administrative structure and services refer to the City of Winnipeg website at: <https://winnipeg.ca/interhom/toc/departments.asp>
- B3.5 For information related to the City's finances refer to the City of Winnipeg website at: <https://winnipeg.ca/finance/default.stm>

### **B4. PURPOSE OF THE REQUEST FOR QUALIFICATIONS DOCUMENT**

- B4.1 The purpose of this RFQ is to identify and prequalify experienced and capable Proponents with their respective Proponent Teams to:
- (a) confirm that there is sufficient interest among suitably qualified participants to proceed effectively with the Project procurement process; and
  - (b) identify a maximum of three (3) Prequalified Proponents to participate in the RFP Process.
- B4.2 The City invites interested Proponents to submit a Qualification Submission in response to this RFQ.
- B4.3 After receiving the Qualification Submissions in response to this RFQ, the City will review and evaluate all Qualification Submissions to select the Prequalified Proponents to be invited to

participate in the RFP Process. Only Prequalified Proponents will be invited to submit an RFP Submission and participate in the RFP Process.

## **B5. PROCUREMENT PROCESS**

- B5.1 All communications for the procurement process, all documentation, responses, meetings and presentations will be conducted in the English language.
- B5.2 The City objectives for the procurement process and for the Project include the following:
- (a) to conduct a fair, competitive selection process for award of a Design Builder Agreement which appropriately allocates risks and rewards between the City and the Design Builder;
  - (b) to complete design, construction and commissioning of the Project to meet the schedule in the Design Builder Agreement with the least possible disruption to Transit Operations and the public;
  - (c) to obtain an innovative technical approach from the Design Builder that provides the best value possible for public money to be invested in the Project;
  - (d) to ensure that the Project is designed and built in an efficient and quality manner that:
    - (i) complies with all applicable Canadian and Manitoba codes and regulations;
    - (ii) allows for continuous operation of Fort Rouge Garage throughout the duration of the Project;
    - (iii) provides a Project that can be operated safely and maintained at an acceptable cost;
    - (iv) provides a safe working environment for all parties, including the Design Builder, other contractors at the site, City staff, the City Project team staff, and the public.
    - (v) To ensure that the station maintains a near 100% availability during the established fueling window, a maximum rate of bus refueling, and a minimized fuel cost; and
  - (e) to ensure that the Project delivers completely functional hydrogen infrastructure for the electrolytic production of hydrogen fuel and the fueling of hydrogen fuel cell electric heavy duty transit buses with high fuel availability and minimal fueling times while also minimizing operating costs on the station.
- B5.3 The RFQ is the first stage in the procurement process for the Project. The process set out in this RFQ (the “RFQ Process”) which begins with the issuance of this RFQ is intended, subject to B41, to conclude with identification of the Proponents that will be eligible to participate further in the RFP phase of this competitive procurement process (the “Prequalified Proponents”).
- B5.4 This RFQ will be followed by the issuance of the RFP, which will set out the RFP process (the “RFP Process”). Prequalified Proponents will be invited to provide detailed proposals in response to an RFP that will be structured following best practices used in other Canadian jurisdictions. It is anticipated that the RFP will include several submission stages related to technical, financial and, if needed, innovation components. The City will evaluate the detailed proposals received from the Proponents and select a Preferred Proponent for the purposes of executing the Design Build Agreement.
- B5.5 Upon completion of the RFP Process, the City intends to provide the appropriate award authority with a recommendation of a Preferred Proponent for award of the Design Build Agreement. Award of the Design Build Agreement to a Preferred Proponent will be subject to final approval by the appropriate award authority of the City.
- B5.6 Person(s) providing a Qualification Submission in responding to this RFQ are referred to as Proponents as defined in B1.
- (a) Person(s) indicated in each Qualification Submission who are not the Proponent (such as subconsultants and subcontractors) are referred to collectively, as the Proponent Team, and individually as a Proponent Team Member, all as defined in B1.

- (b) The Proponent's submission in response to this (RFQ) is referred to as a "Qualification Submission".
  - (c) For ease of reference, both prospective Proponents, as referred to prior to submission, and those Proponents that submit a Qualification Submission are referred to as "Proponents".
  - (d) A Proponent shall be represented by a Proponent Representative. The Proponent Representative shall have the power and authority to bind the Proponent and all Proponent Team Members for purposes of this RFQ Process.
    - (i) The City shall be entitled to rely on any communication from the Proponent Representative Contact Individual as having been duly authorized by the Proponent to act on behalf of the Proponent and all of its Proponent Team Members;
    - (ii) A Proponent may change its Proponent Representative only by written notice to the Contact Person signed either by:
      - (i) the previous Proponent Representative; or
      - (ii) by an Officer of the Proponent whose authority to do so is affirmed to the satisfaction of the City.
    - (iii) The Proponent Representative may substitute a new Proponent Representative Contact Individual only by a written notice to the Contact Person signed either by:
      - (i) the previous Proponent Representative's Contact Individual; or
      - (ii) by an Officer of the Proponent Representative whose authority to do so is affirmed to the satisfaction of the City.
- B5.7 The City intends to select a maximum of three (3) Prequalified Proponents. However, the City may, in its sole discretion, either prior to or after the issuance of the RFP, replace a Prequalified Proponent that has informed the City it cannot or does not intend to participate in the RFP Process, or if that Prequalified Proponent becomes ineligible to participate based on the provisions of the RFQ or the RFP, with the next highest ranked Proponent.
- B5.8 Each Proponent who is not shortlisted as one of the Prequalified Proponents to participate in the RFP Process, but who is eligible to be added to the list of Prequalified Proponents pursuant to B5.7, becomes a "Reserve Prequalified Proponent". This provision shall survive the cancellation or conclusion of the RFQ Process and will be applied in a manner which recognizes the legitimate interest of the City to maintain a competitive marketplace during the RFP Process while respecting the principles of fairness to all Proponents.
- B5.9 Upon notification by the City and prior to being added to the selection of Prequalified Proponents to receive the RFP, a Reserve Prequalified Proponent will be required to:
- (a) confirm in writing, in a form satisfactory to the City, that the Reserve Prequalified Proponent wishes to participate in the RFP Process; and
  - (b) provide the City with confirmations of any material changes pursuant to B42.14 in a form satisfactory to the City; and
  - (c) either,
    - (i) provide the City with a written confirmation that its Proponent Team Members have not changed; or
    - (ii) make application pursuant to requirements of B38, for changing a Proponent Team Member.
- B5.10 The City is committed to a fair and open competitive procurement process while understanding the Proponents' need for protection of confidential commercial information.
- B5.10.1 The City expects to disclose the following information to the public during the RFQ Process:
- (a) the RFQ; and

- (b) the names and address(es) of Prequalified Proponents will be available on the MERX website at [www.merx.com](http://www.merx.com).

B5.10.2 The City expects to disclose the following information to the public during the RFP Process:

- (a) the RFP when issued to the Prequalified Proponents;
- (b) a draft of the Design Build Agreement when first issued to the Prequalified Proponents;
- (c) the RFP and the draft Design Build Agreement will be redacted to protect sensitive confidential information about the Project;
- (d) the name of the Preferred Proponent selected for the Project award, and to enter into a Design Build Agreement with the City; and
- (e) the contract value after execution of the Design Build Agreement.

## **B6. DESIGN BUILD AGREEMENT**

B6.1 A draft form of Design Build Agreement will be issued with the RFP.

B6.1.1 Each Prequalified Proponent participating in the RFP Process will be afforded at least two (2) opportunities during the RFP Process to provide written comments on the draft form of the Design Build Agreement, and engage in commercial confidential meetings with the City Project Team with respect to the draft Design Build Agreement. Additional meeting time may be arranged at the City's sole discretion.

B6.1.2 Each Prequalified Proponent participating in the RFP process will be afforded at least two (2) opportunities during the RFP Process to engage in technical confidential meetings with the City Project Team with respect to proposed technical innovations or substitutions to the Technical Requirements. Additional meeting time may be arranged at the City's sole discretion.

B6.1.3 The final draft of the Design Build Agreement will be issued by addenda prior to the RFP Submission Deadline and the Prequalified Proponents will be required to base their RFP Submissions on the said final draft of the Design Build Agreement;

B6.1.4 There will be no further negotiations concerning the Design Build Agreement with any Prequalified Proponent following issuance of the final draft Design Build Agreement unless initiated by the City. The only expected changes to the Design Build Agreement will be those required to conform the document to include all RFP addenda items and City decisions during the selection process, to complete the forms, and to append relevant portions of the Preferred Proponent's RFP Submission in order to complete the Design Build Agreement.

## **B7. DESIGN BUILDER GENERAL SCOPE OF RESPONSIBILITIES**

B7.1 The Design Builder's responsibilities in respect of the Project are anticipated to include:

- (a) providing overall project management services to manage and control cost, quality, schedule and safety, contract and subcontract management, and risk management, as well as providing systems for document control, progress monitoring, and progress reporting;
- (b) providing professional services for the planning, engineering, design (certified by professional engineers registered in the Province of Manitoba), surveying, permitting, site investigations, and technical support;
- (c) obtaining required permits;
- (d) procurement of materials and equipment (including standardized instrumentation and control equipment from City pre-selected suppliers), construction / installation, subcontracting;

- (e) providing construction management and supervision of trade labour, construction equipment and the procurement and logistics of materials and equipment for the construction;
- (f) providing testing, start-up and commissioning services for plant equipment and systems, performance guarantee testing, and commissioning of the Project to meet all Technical Requirements under the Design Build Agreement;
- (g) providing service plans and operations and maintenance manuals, including manuals and data for the City asset management system together with operator and maintenance training for plant staff to facilitate ongoing operations and maintenance;
- (h) providing a service support team and readily accessible spare parts inventory in order to effectively and quickly respond to unscheduled maintenance and repair events and to ensure a minimum disruption to operations;
- (i) providing a system for the real-time monitoring and reporting of performance data for hydrogen production and fueling equipment;
- (j) providing maintenance and operations services for a period of not less than two years following the successful commissioning of the hydrogen infrastructure;
- (k) working with the bus OEM to ensure maximum fill capacities and fueling speeds are attained during system commissioning and operation
- (l) coordinating with the City to minimize the cost of electricity associated with operation of the station
- (m) facilitating the City's transit service operations during the implementation of the Project to preserve and maintain safe continuous transit service operations within constraints;
- (n) developing an Emergency Response Plan in coordination with the City that defines alarm system responses involving City staff, City fire, and the station provider and specifies how all these parties will communicate with each other during an emergency.

### **Operational Performance Requirements**

B7.2 The City intends to include operational performance criteria in the Design Build Agreement to ensure that the operating costs as a result of the Project are included as a consideration during design. It is anticipated that the Design Builder will demonstrate the Project meets with these performance guarantee criteria through testing and demonstration periods. The anticipated performance guarantee criteria may include fuel quality, fueling flow rate, fuel production output, system efficiency, bus state of charge at settled pressure, fueling event duration, power consumption, water consumption, and station availability..

### **B8. PROPONENTS' CONFERENCE AND SITE TOUR**

- B8.1 The City will hold a Proponents' conference and site tour for interested Proponents and their respective Proponent Team Members.
- B8.2 Proponents wishing to attend the Proponents' conference are required to notify the Contact Person by email a minimum of five (5) Business Days prior to the date of the conference with each individual's name and company name.
- B8.3 The Proponent conference will be conducted at the 421 Osborne Street, Winnipeg Manitoba, R3L 2A2, at the date and time indicated in B9.3.
- B8.4 The purpose of the Proponents' conference is to present an overview of the Project and to respond to questions regarding the RFQ and the Project. Attendance at the Proponents' conference is optional. Proponents and Proponent Team Members are encouraged to attend.
  - (a) Proponents shall not be entitled to rely on any information, written or oral, or any interpretations or opinions offered at the Proponents' conference unless that information or interpretation is provided formally by the City by addendum to the RFQ.

- (b) The anticipated agenda for the conference is as follows:
  - (i) introductions;
  - (ii) safety orientation;
  - (iii) Project overview;
  - (iv) facilities and processes;
  - (v) procurement process overview;
  - (vi) procurement schedule
  - (vii) RFQ Process, including RFI procedure;
  - (viii) site tour overview;
  - (ix) Q&A; and
  - (x) Wrap-up.
- (c) The City may disclose the identification/name of Persons attending the Proponent conference.

**B8.5** The site tour will be conducted at 421 Osborne Street, Winnipeg Manitoba, R3L 2A2, the date and time is indicated in B9.3.

- (a) Proponents wishing to attend the site tour are required to notify the Contact Person by email a minimum of five (5) Business Days prior to the date of the site tour with each individual's name and company name.
- (b) The City reserves the right to limit attendees per Proponent Team Member.
- (c) Attendees for the site tour are encouraged to carpool due to limited visitor parking spots at the site.
- (d) Site tour attendees are expected to bring proper Canadian Standards Association compliant personal protection equipment including hard hat, protective footwear, safety glasses and high-visibility vest.
- (e) Temperatures in Winnipeg in April can be cold and Proponents should dress appropriately.
- (f) Photography and video will be permitted on a very limited basis under guidelines provided prior to site tour. Any individual not complying with such guidelines will be required to leave the site tour.
- (g) Site tour attendees will be expected to walk, climb and descend stairs during some portions of the site tour. No spaces defined as confined spaces will be examined or entered.
- (h) Site tours will last approximately two (2) hours. All individuals participating must stay with the tour group during the entire site tour.

**B9. PROJECT PROCUREMENT SCHEDULE**

**B9.1** The City intends to conduct the RFQ Process and RFP Process in accordance with the schedule in B9.3.

**B9.2** Further details on the RFP schedule will be provided to the Prequalified Proponents in the RFP.

**B9.3** Schedule

EVENT	DATE
Conference	April 27, 2023 8:00--am details included in B8

Site tour	May 2, 2023 9:00--am details included in B8
Last day to request permission to participate in more than one Proponent Qualification Submission as set out in B20.4	May 5, 2023
Last day for submission of information related to eligibility as set out in B22.4.	May 5, 2023
Last day for submission of information related to early assessment of a Conflict of Interest as set out in B17.4.	May 5, 2023
Last day for RFIs as set out in B13.1.	May 12, 2023
Last day for City to issue Addenda as set out in B16.2.	May 19, 2023
<b>Submission Deadline</b>	<b>May 26, 2023, 4:00 pm Winnipeg Time</b>
Last day for submission of business information as set out in B36.2.	<b>June 9, 2023, 4:00 pm Winnipeg Time</b>
<b>EVENT</b>	<b>ANTICIPATED DATE(S)</b>
Checking of references	June 2023
Shortlist of Prequalified Proponents	June 2023
RFP Issue	June 2023
Commencement of Work	September 2023

B9.3.1 The events and dates set forth in B9.3 are subject to change or cancellation by the City at any time, in its sole discretion.

**B10. RISK ALLOCATION**

B10.1 A high level preliminary risk matrix to indicate the City's intent for allocating risk between the City and the Design Builder is indicated in Appendix C. The risk matrix indicates certain major risks that have been identified to date and is not exhaustive of all possible Project risks. The City shall not be held responsible for the omission of any Project risks from the risk matrix or for consistency of the risk matrix with respect to the final Design Build Agreement.

**B11. PROPOSAL SUBMISSION FEE AND BREAK PAYMENT**

B11.1 No Proposal Submission Fee or compensation will be paid by the City to any Proponent in consideration of any costs or expenses incurred by a Proponent or its Proponent Team Members in responding to the RFQ or in providing any additional information necessary for the evaluation of its Qualification Submission.

B11.2 It is anticipated that a Proposal Submission Fee for proposal development costs of twenty-five thousand Canadian Dollars (\$25,000 CAD) the "Proposal Submission Fee" will be paid to each of the unsuccessful Prequalified Proponents, who have submitted a responsive proposal to the RFP and have agreed to transfer to the City all intellectual property rights (including waiving of moral rights) contained within the Prequalified Proponent's RFP Submission.

- B11.3 No Proposal Submission Fee will be provided to the Prequalified Proponent who is the Preferred Proponent and enters into the Design Build Agreement with the City. Notwithstanding the aforementioned, no Proposal Submission Fee will be provided to a Preferred Proponent who fails to enter into the Design Build Agreement with the City not due to any act or omission of the City.
- B11.4 In the event that the City cancels the current procurement process for any reason, after issuance of the RFP, the City will pay a Break Payment to each Prequalified Proponent of up to twenty-five thousand Canadian Dollars (\$25,000 CAD) including all applicable taxes for proposal development costs provided that the Proponent first submits its proposal development work together with a transfer of all intellectual property rights (including waiver of moral rights).
- B11.5 Factors in calculating the amount of the Break Payment are expected to include:
- (a) the amount of work completed by a Prequalified Proponent as part of its participation in the RFP Process; and
  - (b) the date on which the procurement process is cancelled, with the maximum Break Payment being payable when cancellation occurs after RFP Submissions have been submitted to the City.
- B11.6 For the avoidance of doubt, if the City cancels the procurement process after issuance of the RFP, a Prequalified Proponent will be eligible to receive a Break Payment only and will not be eligible to receive the Proposal Submission Fee.
- B11.7 The City may pay the Proposal Submission Fee for the unsuccessful Prequalified Proponents through the Design Builder.
- B11.8 Further details related to the Proposal Submission Fee and Break Payment will be included in the RFP.

## **B12. DISCLOSURE**

- B12.1 Various Persons provided information or services with respect to the Project; these are listed in Appendix A as follows:
- (a) Certain Persons provided technical input which informed CTE in order to develop the technical specification, which will be disclosed during the RFP process.
  - (b) Certain Persons provided budgetary pricing information which was used by the City to develop the cost estimates for the Project, which are included in a report to Council and part of the City's public budget; and
  - (c) Certain Persons provided information or reports, which will be made available during the RFP Process.
- B12.2 Accordingly, all information has been or is being disclosed. In the City's opinion, this relationship or association with the Persons listed in Appendix A does not create a conflict of interest because of this full disclosure.

## **B13. REQUESTS FOR INFORMATION**

- B13.1 The Proponent Representative Contact Individual shall submit all requests for information or clarification with respect to the RFQ, the RFQ Process, or the Project ("Requests for Information" or "RFIs"), in the RFI Form set out in Appendix B, to the Contact Person identified in B14 by e-mail, no later than the last day for RFIs as indicated in B9.3.
- (a) The City intends to provide all RFIs and the associated responses (without identifying the Proponent or Proponent Team Member that submitted the RFI) to all Proponents by posting RFIs and associated responses to the City Bid Opportunity Website.
  - (b) The City will not answer any RFI, or any other type of inquiry with respect to the RFQ, RFQ Process or Project, that is not submitted in accordance with this provision.



- B13.2 Any Proponent or their Proponent Team Members who have questions as to the meaning or intent of any part of the RFQ or, who believe this document contains any error, inconsistency or omission, should submit a RFI through its Proponent Representative Contact Individual in accordance with B13.1.
- B13.3 Responses to RFIs prepared and provided by the City are not part of the RFQ, and do not amend the RFQ. If, in the City's sole discretion, determines responses to RFIs require an addendum to the RFQ, such addendum will be prepared and provided in accordance with B16.
- B13.4 Any oral or written response provided by the City or its advisors in connection with this RFQ, including any response to any RFI, will neither be binding on the City nor will it change, modify, amend or waive the requirements of this RFQ in any way. Proponents shall not be entitled to rely on any response provided by the City other than if such response is contained in an addendum issued by the City.

#### **B14. CONTACT PERSON**

- B14.1 The Contact Person for the Project is Kevin Sim of Colliers Project Leaders .

Email: Kevin.Sim@colliersprojectleaders.com  
Attention: Kevin Sim

#### **B15. PROPONENT DUE DILIGENCE**

- B15.1 This RFQ and the information supplied and/or made available by the City as part of the RFQ Process may not contain all of the information that a Proponent or its Proponent Team Members need in deciding whether to submit a Qualification Submission or needed in the development of a Qualification Submission.
- B15.2 The City and its advisors make no representations or warranties, and there are no representations, warranties or conditions, either express or implied, statutory or otherwise, in fact or in law, with respect to the accuracy or completeness of this RFQ or any information, data, materials or documents (electronics or otherwise) provided or made available to the Proponents or their Proponent Team Members in this RFQ or during this RFQ Process with respect to the RFQ or the Project.
- B15.3 The City and its advisors shall not be liable for any claim, action, cost, loss, damage or liability of any kind whatsoever arising from any Proponent's or Proponent Team Member's reliance on or use of this RFQ or any other information, data, materials or documents (electronic or otherwise) provided or made available to Proponents or their Proponent Team Members by the City or its advisors during this RFQ Process or with respect to the RFQ or the Project.
- B15.4 Each Proponent and each Proponent Team Member is responsible for obtaining its own independent financial, legal, accounting, engineering, environmental, architectural and other technical and professional advice with respect to the RFQ, the RFQ Process, and the Project. Each Proponent and each Proponent Team Member is responsible with respect to any information, data, materials, or documents (electronics or otherwise) provided or made available to the Proponents or their Proponent Team Members by the City or its advisors during the RFQ Process or with respect to the RFQ or the Project.
- B15.5 Each Proponent and each Proponent Team Member is responsible for ensuring that it has all of the information necessary to prepare its Qualification Submission in response to this RFQ and for independently informing and satisfying itself with respect to the information contained in this RFQ, or provided during this RFQ Process with respect to the RFQ or the Project and with respect to any conditions that may in any way affect its Qualification Submission.

## **B16. ADDENDA**

- B16.1 The City may, at any time prior to the Submission Deadline, issue addenda amending the RFQ, including without limitation correcting errors, discrepancies or omissions in the RFQ, or clarifying the meaning or intent of any provision therein.
- B16.2 Addenda will be issued at least five (5) Business Days prior to the Submission Deadline, or the City will extend the Submission Deadline so that a minimum of five (5) Business Days are available until the Qualification Submission is due.
- B16.2.1 Addenda will be available on the MERX website at [www.merx.com](http://www.merx.com).
- B16.2.2 Each Proponent is responsible for ensuring that it has received all addenda and is advised to check the MERX website for addenda regularly and shortly before the Submission Deadline, as may be amended by addendum.
- B16.3 Each addendum will be considered to form an integral part of the RFQ. In the event of any conflict discrepancy or inconsistency between an addendum and the RFQ, the most recent addendum shall prevail over the RFQ and any prior addendum.
- B16.4 The Proponent Representative Contact Individual should acknowledge and document receipt of each addendum on Form A-1 Master RFQ Submission Form.

## **B17. CONFLICT OF INTEREST AND GOOD FAITH**

- B17.1 Each Proponent Representative, on behalf of the Proponent and Proponent Team Members, and including Key Individuals, must declare, and is under a continuing obligation to declare, all Conflicts of Interest that exist or may exist in the future.
- B17.2 "Conflict of Interest" means any situation or circumstance where a Proponent or Proponent Team Member or Key Individual:
- (a) has other commitments, relationships, financial interests or involvement in ongoing litigation that,
    - (i) could or could be seen to exercise an improper influence over the objective, unbiased and impartial exercise of the independent judgment of the City; or
    - (ii) could or could be seen to compromise, impair or be incompatible with the effective performance of a Proponent's obligations under the Design Build Agreement;
  - (b) has contractual or other obligations to the City that could or could be seen to have been compromised or impaired as a result of its participation in the RFQ, the RFP Process or the Project; or
  - (c) has knowledge of confidential information (other than confidential information disclosed by the City in the normal course of the RFQ Process) of strategic and/or material relevance to the RFQ Process or to the Project that is not available to other Proponents and that could or could be seen to give that Proponent an unfair competitive advantage.
- B17.3 In connection with its Qualification Submission, each Proponent, Proponent Team Member and Key Individual shall:
- (a) avoid any perceived, potential or actual Conflict of Interest in relation to the Project;
  - (b) upon discovering any perceived, potential or actual Conflicts of Interest at any time during the RFQ Process, promptly disclose a detailed description of the Conflict of Interest to the City in a written statement to the Contact Person; and
  - (c) provide the City with the proposed means to avoid or to mitigate and minimize, to the greatest extent practicable, any perceived, potential or actual Conflict of Interest and shall submit any additional information to the City that the City considers necessary to properly assess the perceived, potential or actual Conflict of Interest.

- B17.4 If a Proponent believes that a Proponent or a Person who has had or who will have significant involvement in the preparation and/or oversight of the preparation of the Qualification Submission may have a perceived, potential or actual Conflict of Interest prior to the submission of Qualification Submission, then that Proponent should deliver to the Contact Person no later than the last day as indicated in B9.3 all necessary information regarding that perceived, potential or actual Conflict of Interest.
- B17.4.1 The information provided by the Proponent in B17.4 will be used by the City in its assessment of the presence of a perceived, potential or actual Conflict of Interest involving any Proponent or any employee or advisor of the City.
- B17.4.2 The City will provide a response after receipt of the information outlined in B17.4 within ten (10) Business Days.
- B17.4.3 For clarity, all Proponents are still required to submit Form A-3 – Conflict of Interest, Confidential Information and Litigation Declaration as part of their Qualification Submissions.
- B17.4.4 Following submission of its Qualification Submission, if a Proponent discovers any perceived, potential or actual Conflict of Interest, the Proponent shall promptly disclose such Conflict of Interest to the Contact Person.
- B17.5 Without limiting B17.3, the City may, in its sole discretion, waive any and all perceived, potential or actual Conflicts of Interest. The City's waiver may be based upon such terms and conditions as the City, in its sole discretion, requires to satisfy itself that the Conflict of Interest has been avoided or appropriately mitigated and minimized, including requiring the Proponent and/or Prequalified Proponent, as applicable, to put into place such policies, procedures, measures and other safeguards as may be required by and be acceptable to the City, in its sole discretion, to avoid or mitigate the impact of such Conflict of Interest.
- B17.6 Without limiting B17.3, and in addition to all contractual or other rights or rights at law or in equity or legislation that may be available to the City, the City may, in its sole discretion:
- (a) disqualify a Proponent that fails to disclose a perceived, potential or actual Conflict of Interest of the Proponent or any of its Proponent Team Members or Key Individuals;
  - (b) require the removal and replacement of any Proponent Team Member or Key Individual that has a perceived, actual or potential Conflict of Interest that the City, in its sole discretion, determines cannot be avoided or cannot be mitigated or minimized;
  - (c) disqualify a Proponent or Proponent Team Member or Key Individual that fails to comply with any requirements prescribed by the City pursuant to B17.4 to avoid or to mitigate, manage or minimize a Conflict of Interest; and
  - (d) disqualify a Proponent if the Proponent, or one of its Proponent Team Members or Key Individuals, has a perceived, potential or actual Conflict of Interest that, in the City's sole discretion, cannot be avoided or cannot be mitigated manage or minimize, or otherwise resolved.
- B17.7 The final determination of whether a perceived, potential or actual Conflict of Interest exists shall be made by the City, in its sole discretion.

## **B18. CONFIDENTIALITY AND PRIVACY**

- B18.1 Information provided to a Proponent and Proponent Team Members by the City or acquired by a Proponent or Proponent Team Members by way of further inquiries, RFIs or through investigation is confidential. Such information shall not be used or disclosed in any way without the prior written authorization of the City. The Proponents and their respective Proponent Team Members shall not make any statement of fact or opinion regarding any aspect of the RFQ and any subsequent proposal to the media or any member of the public without the prior written authorization of the City.

- B18.2 The protection of personal information and privacy will be fundamental aspects of the RFQ Process, RFP Process and the Project. Proponents and their respective Proponent Team Members shall comply with all applicable privacy legislation, including but not limited to the Personal Information Protection and Electronic Documents Act (Canada) (“PIPEDA”). In addition, Proponents are advised that the City is subject to The Freedom of Information and Protection of Privacy Act (Manitoba) (“FIPPA”) and that the Proponent and Proponent Team Members will be expected to comply with the obligations imposed upon the City pursuant to FIPPA.
- B18.3 To the extent permitted, the City shall treat all Qualification Submissions as confidential. However, Proponents and Proponent Team Members are advised that any information contained in any Qualification Submission may be released if required by City policy or procedures, by FIPPA, by other authorities having jurisdiction, or by law.
- B18.4 Subject to B18.3, all Qualification Submissions and all information contained therein will become and remain the property of the City; none will be returned. Proponents and Proponent Team Members are advised to indicate in writing which portions, if any, of their Qualification Submissions contain any proprietary or trade secret information.
- B18.5 The City reserves the right to post names of Prequalified Proponents on its website, or otherwise make such names public at the end of the RFQ Process.

**B19. NON-DISCLOSURE**

- B19.1 Proponents and their respective Proponent Team Members must not disclose any details pertaining to their Qualification Submission and any confidential meetings and interviews in the RFQ Process in whole or in part to anyone not specifically involved in their Qualification Submission, without the prior written approval of the City. Proponents and their Proponent Team Members shall not issue a news release or other public announcement pertaining to details of their Qualification Submission or the selection process without the prior written approval of the City, which consent may be withheld in the City’s sole discretion.
- B19.2 Breach of any of the provisions of B19 may result in disqualification from the RFQ Process or, if the City becomes aware of a Proponent’s or Proponent Team Member’s breach of these provisions after the RFP has been issued, from the RFP Process.

**B20. NO COLLUSION**

- B20.1 Upon making a Qualification Submission to this RFQ, each Proponent declares that they and their Proponent Team Members have not participated in any collusive scheme or combine.
- B20.2 Proponents must ensure that their participation in this RFQ is conducted without collusion or fraud on their part, or any of their Proponent Team Members.
- B20.2.1 Proponents and their Proponent Team Members shall not engage in discussions or other communications with any other Proponent or its respective Proponent Team Members regarding the preparation or submission of their responses to this RFQ.
- B20.2.2 Each Proponent shall prepare and submit its Qualification Submission independently and without any connection, knowledge, comparison of information, or arrangement, direct or indirect, with any other Proponent.
- B20.3 A Proponent, including its Affiliates, cannot submit more than one (1) Qualification Submission. A Proponent Team Lead Member, specifically, the Project Management Team Lead, Design Team Lead, Construction Team Lead and Commissioning Team Lead including their respective Affiliates and all Key Individuals cannot participate as part of more than one (1) Proponent or Proponent Team in any capacity, except as indicated in B20.4.
- B20.4 The City may, in its sole discretion, permit a Proponent Team Member or Key Individual to participate in the Qualification Submission of more than one Proponent if the Proponent applies for such permission by notifying the Contact Person not later than the day set in B9.3 with such

notice including a supporting explanation and documentation demonstrating to the City's satisfaction that:

- (a) the Proponent Team Member or Key Individual in question is a specialist contractor or consultant or Key Individuals for which there is a shortage of such specialist contractors or consultants or Key Individuals; and
- (b) the Proponent Team Member in question is not and will not be a Proponent Team Lead for the other Proponent.

B20.4.1 If the City exercises its discretion pursuant to B20.4, the City may, in its sole discretion:

- (a) impose conditions on Proponents with respect to the Proponent Team Member or Key Individual in question; and
- (b) prohibit Proponents and Proponent Team Members from entering into agreements that oblige a Proponent Team Member or Key Individual to agree to provide services exclusively to a particular Proponent or Proponent Team Member.

B20.5 The City will provide a response after receipt of the information outlined in B20.4 within five (5) Business Days.

B20.6 Breach of any of the provisions of B20 may result in disqualification from the RFQ Process or, if the City becomes aware of any breach of these provisions by a Proponent or Proponent Team Member after the RFP has been issued, disqualification from the RFP Process.

## **B21. NO LOBBYING**

B21.1 Any form of political or other lobbying whatsoever by a Proponent or its Proponent Team Members in relation to the Project or with a view to influencing the outcome of the RFQ or RFQ Process is strictly prohibited.

B21.2 Other than as expressly permitted or required in this RFQ, any contact or attempted contact by any Proponent or any Proponent Team Member, or any of their respective representatives, with the following Persons, directly or indirectly, with respect to the RFQ, the RFQ Process or the Project is prohibited:

- (a) any Person employed or engaged by the City, other than the Contact Person;
- (b) any member of the evaluation committee;
- (c) any expert or advisor assisting the City or the evaluation committee;
- (d) any member of the municipal Council of the City or any member of a councillor's staff; and
- (e) the Mayor of Winnipeg or any member of the Mayor of Winnipeg's staff.

B21.3 Failure to comply with any of the provisions of B21 may result in disqualification from the RFQ Process or, if the City becomes aware of a breach of this provision after the RFP has been issued, disqualification from the RFP Process.

## **B22. ELIGIBILITY**

B22.1 Subject to B22.5, no Persons involved with the City, or acting as a consultant or subconsultant to the City with respect to the Hydrogen Generation And Dispensing Project At 421 Osborne Street (Fort Rouge Garage), Winnipeg, Manitoba Project, are eligible to submit a Qualification Submission for this RFQ or participate in any manner whatsoever as a participant or advisor to any Proponent or Proponent Team Member participating in this RFQ Process or subsequent RFP Process ("Ineligible Person(s)").

B22.1.1 As a result of their involvement in the Project, the Persons listed in B25.2 are Ineligible Persons.

- B22.1.2 The City may, from time to time, add other firms or persons that may be contracted or retained by the City to work on the Project to the list of Ineligible Persons set out in B25.2. Breach of this B22.1 may result in disqualification of the affected Proponent or Proponent Team Member from all further participation in the RFQ Process.
- B22.2 Affiliates of an Ineligible Person are not eligible to participate as a Proponent or Proponent Team Member without the prior written consent of the City.
- B22.3 The City may, in its sole discretion, provide its prior written consent for an Ineligible Person that is not listed in B25.2 to participate for or on behalf of any Proponent or Proponent Team Member, or provide advice or services to a Proponent or Proponent Team Member with respect of any part of the RFQ Process provided such Person formally contacts the City Contact Person and requests such consent on the basis that its involvement in the Project was not sufficiently significant or relevant to the Project at this time to cause a conflict of interest in the procurement process.
- B22.4 To request the City's consent, in accordance with B22.2 or B22.3, the Person shall submit the following information to the Contact Person no later than the last day as indicated in B9.3.
- (a) the full legal name of the Person that the Proponent wishes to include as a Proponent Team Member;
  - (b) in the case of an Affiliate of an Ineligible Person, information regarding the Affiliate's relationship to the Ineligible Person; and
  - (c) a description of the policies and procedures that will be put in place to avoid or mitigate, manage and minimize, any perceived, potential or actual Conflict of Interest.
- B22.4.1 Upon receipt of a request pursuant to B22.2 the City shall, in its sole discretion, make a determination as to whether,
- (a) it considers there to be a real, perceived or potential Conflict of Interest; and
  - (b) such a Conflict of Interest can be avoided or satisfactorily mitigated.
- B22.4.2 If the City has determined, in its sole discretion, that the Person has a Conflict of Interest that cannot be avoided or satisfactorily mitigated, managed and minimized, the City will not provide its consent and, for the avoidance of doubt, add the name of the Person to the list of Ineligible Persons.
- B22.4.3 The City may, in its sole discretion, provide its consent in accordance with B22.2 or B22.3 on such terms and conditions as the City, in its sole discretion, may require, including that the Proponent has put into place adequate safeguards to avoid or to mitigate, manage and minimize the impact of any Conflict of Interest including provisions to ensure that any and all confidential information of the City that the Person may have continues to be kept confidential and not disclosed or used except as expressly allowed by the City.
- B22.4.4 The City will provide a response after receipt of the information outlined in B22.4 within ten (10) Business Days.
- B22.5 A Proponent and a Proponent Team Member that is engaged by the City under the City of Winnipeg's contract for Supply and Delivery of Heavy-Duty Low Floor Zero Emission Transit Buses , with the exception of any Person identified in B22.1 and B25.2, are eligible to participate in the procurement process for the Project. In the City's opinion, this relationship or association does not create a Conflict of Interest and is not likely to create a perception of a Conflict of Interest. The contract to Supply and Delivery of Heavy-Duty Low Floor Zero Emission Transit Buses is a separate project from this Project.

## **B23. DESIGN BUILD AGREEMENT SECURITY**

- B23.1 The City intends to require the Design Builder to:
- (a) provide and maintain contract security upon execution of the DBA until the expiration of the warranty period, consistent with B37.3.1(a)(i);

- (b) provide and maintain a labour and material payment bond upon execution of the DBA until one (1) year following the Final Completion Date, consistent with B37.3.1(a)(i); and
- (c) provide a letter of credit in the amount of five hundred thousand Canadian Dollars(\$500,000 CAD) to be in place as a condition of Substantial Completion and to remain in place until the successful completion of all performance testing and demonstrations, consistent with B7.2, are performed by the Design Builder and are determined by the independent certifier as meeting all performance guarantee criteria in the Design Build Agreement. The amount, if any, that the City retains from the letter of credit will be calculated based upon the results of the successful completion of the performance guarantee testing and demonstrations and their impact on ongoing operating costs.

## **B24. INSURANCE**

- B24.1 At this time, it is planned that the Proponent, or other parties as stated below, shall exhibit insurability and provide and maintain the following insurance coverage at all times during the performance of the Work:
- (a) Professional liability insurance in the minimum amount of five million Canadian Dollars (\$5,000,000 CAD) per claim and in the aggregate to remain in place during the performance of the Work and for twenty-four (24) months after the Final Completion Date.
  - (b) Commercial general liability insurance, in the minimum amount of two million Canadian Dollars (\$2,000,000 CAD) inclusive per occurrence five million Canadian Dollars (\$5,000,000 CAD) general aggregate. The said commercial general liability insurance shall include a cross liability clause, coverage for products and completed operations, blanket contractual, sudden and accidental pollution liability, non-owned automobile and unlicensed motor vehicle liability. Such policy shall not contain any exclusions or limitations for work at a hydrogen production and fueling facility and shall name the City and Manitoba and its Minister, officers, employees and agents as additional insureds; and
  - (c) Automobile liability insurance for licenced automobiles used for or in connection with the Work in the amount of no less than five million Canadian Dollars (\$5,000,000 CAD).
- B24.2 All policies must be with insurers licenced to carry on business in the Province of Manitoba with a Best's rating of A-X or higher or S&P equivalent (not applicable to insurance provided by Manitoba Public Insurance).
- B24.3 Final details about the insurance requirements will be set out in the Design Build Agreement.

## **B25. CITY'S PROJECT TEAM**

- B25.1 The City Project team will oversee all aspects of the procurement and execution of the Project.
- B25.2 The following firms have been retained by the City to provide specific advice to the City Project team on technical, financial, fairness, procurement process, project administration and communication issues. The City's advisors are:
- (a) Technical Advisors:
    - (i) Center for Transportation and the Environment Inc.
    - (ii) Colliers Project Leaders.

## **B26. INTELLECTUAL PROPERTY**

- B26.1 Proponents will be required to represent and warrant that they and their Proponent Team Members have the sole and unrestricted right, title and interest or good and sufficient power, authority and right to use any intellectual property they require for performance of their

obligations pursuant to this RFQ and will pay all applicable fees associated with the use of such intellectual property including any required licence fees and royalties.

## **B27. COMPLIANCE WITH TRADE AGREEMENTS**

B27.1 The procurement process will be competitive, fair and transparent and will be consistent with the Canadian Free Trade Agreement, The Comprehensive Economic and Trade Agreement and New West Partnership Trade Agreement as they apply (or may apply in the future) to the City, and all other applicable federal, provincial and municipal laws, policies and procedures.

## **B28. SUBMISSION DEADLINE**

B28.1 It is the sole responsibility of each Proponent to ensure that its Qualification Submission is received, by the City no later than the Submission Deadline as set out in B9.3.

B28.2 The Qualification Submission shall be submitted electronically through MERX at [www.merx.com](http://www.merx.com).

B28.2.1 Qualification Submissions will **only** be accepted electronically through MERX.

B28.3 The City may, at its sole discretion, extend the Submission Deadline by issuing an Addendum at any time prior to the Submission Deadline specified in B9.3.

B28.4 Qualification Submissions will not be opened publicly.

## **B29. QUALIFICATION SUBMISSION**

B29.1 The Qualification Submission shall consist of the following Sections:

- (a) Section A - Qualification Application Submission Forms A1 – A3
- (b) Section G – Business Information; and
- (c) Section H – Financial Information

B29.2 The Qualification Submission should consist of the following Sections:

- (a) Table of Contents
- (b) Section B - Executive Summary;
- (c) Section C - Project Organizational Approach;
- (d) Section D - Past Project Experience;
- (e) Section E - Qualifications & Experience of Key Individuals; and
- (f) Section F - Project Management Methodology;

B29.3 All requirements of the RFQ should be fully completed or provided, and submitted by the Proponent no later than the Submission Deadline, with all required entries made clearly and completely to constitute a responsive Qualification Submission.

B29.4 Proponents are advised that inclusion of terms and conditions inconsistent with the RFQ document will be evaluated in accordance with B39.

B29.5 Proponents shall prepare their Qualification Submission in the English language and all contents of Qualification Submissions shall be in English. If any Qualification Submission materials appear in any other language, they will not be evaluated.

B29.6 Proponents should not submit any information other than what is specifically required by this RFQ.

B29.7 The Proponent should comply with the following with respect to B29.1



- (a) There is no maximum page count for the entire Qualifications Submission; however individual maximum page counts are indicated for certain items of the Qualifications Submission such as the Executive Summary, Past Project Experience Form, Key Individuals Form, and the Project Management Methodology. **Where maximum page counts are indicated, any material submitted that exceeds the maximum will not be considered in the evaluation;**
- (b) All parts of the Qualifications Submission should be clearly legible with numbered pages; and
- (c) Spreadsheets 11 inches x 17 inches may be utilized for tables and charts where applicable.

B29.8 The City reserves the right to print copies of all or parts of Qualification Submissions for its internal review process, and to provide such copies to its staff and advisors.

B29.9 Each Proponent is reminded that the objective of its Qualification Submission is to assist the City in selecting the most qualified Proponents to be shorted-listed. In this regard, Proponents should endeavor to demonstrate in their Qualification Submission how the Proponent is highly qualified to address the particular challenges, requirements, and opportunities of the Project and meet the City objectives.

### **B30. FORMS A1-A3: QUALIFICATION APPLICATION SUBMISSION FORMS (SECTION A)**

B30.1 Further to B29.1, the Proponent shall complete the following forms, making all required entries:

- (a) Form A-1 – Master RFQ Submission Form;
- (b) Form A-2 – Proponent Team Member Consent Declaration; and
- (c) Form A-3 – Conflict of Interest, Confidential Information and Litigation Declaration;

B30.2 The name and official capacity of all individuals signing Form A-1 Master RFQ Submission Form should be printed below the related signature.

B30.3 If a Qualification Submission is submitted jointly by two or more Persons, the term “Proponent” shall mean each and all such Persons, and the undertakings, covenants and obligations of such Persons in the Qualification Submission shall be both joint and several.

### **B31. EXECUTIVE SUMMARY (SECTION B)**

B31.1 Proponent to limit Section B to a **maximum of five (5) pages**.

B31.2 Each Proponent may utilize the Executive Summary to present in summary its Proponent Team capabilities, experience, strengths and the advantages which it brings to the challenges, risks and opportunities of the Project to meet the City objectives. This section should highlight the information already included in a Proponent’s Qualification Submission that the Proponent considers most significant to present in this section.

### **B32. PROJECT ORGANIZATIONAL APPROACH (SECTION C)**

B32.1 Proponents should limit Section C to a **maximum of ten (10) pages**.

- (a) Only the first ten pages of information required from Section C will be evaluated.
- (b) The page count excludes Forms C1-C4.

B32.2 The Proponent should provide information and include required details of the Proponent and individual Proponent Team Members by completing and submitting the following forms:

- (a) Form C-1 Proponent Representative and Proponent Representative Contact Individual;
- (b) Form C-2 – Proponent and Proponent Lead Team Member Composition;

- (c) Form C-3 – Proponent Team Members Roles and Responsibilities; and
- (d) Form C-4 – Proponent Member(s) – Legal Status.

B32.3 The Proponent should provide its proposed Proponent and Proponent Team organizational structure as follows:

- B32.3.1 Provide an organizational chart of the Proponent and all Proponent Team Members that identifies the name(s) of the Proponent and the Proponent Team Members; role and proposed reporting relationships pertaining to the following:
- (a) the Proponent reporting to the City of Winnipeg, and direct reports to the Proponent;
  - (b) Project Management Team Lead and any related Proponent Team Members, and direct reports to the Project Management Team Lead;
  - (c) Design Team Lead and related Proponent Team Members, and direct reports to the Design Team Lead;
  - (d) Construction Team Lead and related Proponent Team Members, and direct reports to the Construction Team Lead; and
  - (e) Commissioning Team Lead and related Proponent Team Members, and direct reports to the Commissioning Team Lead.
  - (f) Operations and Maintenance Team Lead and related Proponent Team Members and location, and direct reports to the Operations and Maintenance Team Lead.

B32.3.2 Provide a separate functional organization chart that identifies the personnel in each Proponent Team performing various organizational functions, indicating their name and employer and personnel reporting relationships.

- (a) The chart should identify all key Individuals indicated in B34.
- (b) In addition to B32.3.2(a), include all critical personnel, lead engineers/personnel, disciplines, lead trades that the Proponent requires to:
  - (i) manage the Project, such as but not limited to, the quality manager;
  - (ii) design the Project, such as but not limited to, the project design Manager;
  - (iii) construct the Project, such as but not limited to, site construction superintendent(s);
  - (iv) commission the project, such as but not limited to the lead commissioning manager; and
  - (v) operate and maintain the project, such as but not limited to the lead operations and maintenance manager.

B32.4 Describe the relationship to be established by the Proponent.

- B32.4.1 If a Qualification Submission is submitted jointly by two or more Persons, the Proponent should indicate the following with respect to the Persons comprising the Proponent and their Proponent Team where applicable:
- (a) a brief description of the Proponent and Proponent Team Members explaining the management structure, interface arrangements, dispute resolution mechanisms, and roles and responsibilities;
    - (i) indicate the communication plan among the Proponent and between the Proponent and the Proponent Team members;
    - (ii) the planning, supervision and decision-making responsibilities of the Proponent, Proponent Team Lead(s) and Proponent Team Members;
    - (iii) indicate the equity share of the respective Persons;
    - (iv) indicate the joint and several liability of the Persons;
    - (v) indicate the risk allocation plan among the Persons; and

- (vi) provide a chart or table that lists the projects where the Proponent and Proponent Team Members have previously worked together, and in what role / capacity.

- B32.4.2 If the Qualification Submission is not submitted jointly by two or more Persons, the Proponent should indicate the following:
- (a) a brief description of the Proponent and Proponent Team Members explaining the management structure, interface arrangements, dispute resolution mechanisms including roles and responsibilities;
  - (b) the Proponent communication plan and coordination among the Proponent and their Proponent Team;
  - (c) the planning, supervision and decision-making responsibilities of the Proponent, Proponent Team Leads and Proponent Team Members;
  - (d) indicate the risk allocation plan for the Project among the Persons comprising the Proponent;
  - (e) provide a chart or table that lists the projects where the Proponent and Proponent Team Members have previously worked together, and in what role / capacity; and
  - (f) describe the commercial relationship(s) to be established between the Proponent and Proponent Team Members.
- B32.5 The Proponent should describe the following capabilities or capacities substantiating with projects where applicable:
- (a) approach to ensuring suitable and effective integration of the functions of the Proponent and Proponent Team Members;
  - (b) how the Proponent intends to take on the challenge of successfully completing this Project at every stage of the Work and why the City should select their team. Address the advantage that the Proponent and the Proponent Team brings to the City indicating key differences and value proposition; and
  - (c) the Proponent's approach to developing a successful working relationship with the City and City Project Team.

### **B33. PAST PROJECT EXPERIENCE (SECTION D)**

- B33.1 Proponents should complete Form D-1 – Past Project Experience to demonstrate their similar experience to the Project.
- (a) The Proponent may expand the form to only a **maximum of six (6) pages**.
  - (b) Only the first 6 pages of Form D-1 will be evaluated.
  - (c) Only narratives for Section D included in Form D-1 will be evaluated.
- B33.1.1 Using Form D-1, submit three (3) projects per Proponent Team Member indicated below that demonstrate the criteria as indicated in B33.2, B33.3, and B33.4.
- (a) Project Management Team;
  - (b) Design Team;
  - (c) Construction Team;
  - (d) Commissioning Team; and
  - (e) Operations and Maintenance Team.
- B33.1.2 Each form should clearly indicate the Proponent, Proponent Team Leads and/ or Proponent Team Member, identifying their role in each past project experience, and the respective scope of work and services performed.

- B33.1.3 The required past projects for each of the Project Management, Design, Construction, Commissioning, or Operations and Maintenance teams may be submitted by either the Proponent, Proponent Team Leads or Proponent Team Members.
- (a) The same project may be submitted by either the Project Management, Design, Construction, Commissioning or Operations and Maintenance teams provided separate forms are used to demonstrate and address the required role.
  - (b) Proponents should not cross reference projects.
  - (c) Separate forms are required even if the projects have been used in response to a previous section or for another Proponent Team Member, and even if some of the information or data is repeated on multiple forms.
  - (d) The City will not be responsible for unavailable references.
- B33.2 **Past Projects for the Proponent's Project Management Team** will be evaluated according to the following criteria:
- (a) carried out within the last five (5) years in which the project has reached Final Completion and the warranty period has lapsed;
  - (b) turnkey construction, maintenance, and operation of an integrated hydrogen refueling and electrolytic hydrogen production system;
  - (c) refueling of heavy-duty transit buses or trucks with hydrogen fuel cell propulsion systems at a rate of approximately 500kg/day;
  - (d) refueling of New Flyer heavy-duty transit buses with hydrogen fuel cell propulsion systems;
  - (e) Teams understanding of the characteristics of hydrogen as a fuel;
  - (f) constructed in winter temperatures similar to that of Winnipeg ([http://climate.weather.gc.ca/climate\\_data/daily\\_data\\_e.html?StationID=27174](http://climate.weather.gc.ca/climate_data/daily_data_e.html?StationID=27174)) which can be consistently below -20oC for a number of weeks;
  - (g) delivered as Design Build or Design Build variation (such as DBO, DBFO, DBFMO and other Public – Private - Partnership (P3) projects) procurement method;
  - (h) met project schedules and budgets;
  - (i) conducted effective safety health and environmental program; minimum accidents and lost time accidents;
  - (j) met project quality objectives; and
  - (k) describes how and when worked together previously with the Proponent and / or Proponent Team Leads and other Proponent Team Members on each indicated past project.
- B33.2.1 If the teams have not completed past projects that match the criteria, consideration will be given to projects that most closely match the criteria. For example, if a team has not previously worked on a hydrogen fueling station project but has worked on a compressed natural gas fueling station project, describe that project. Or, if a team has not previously worked on a fueling station for heavy-duty vehicles but has worked on a fueling station for light-duty vehicles, describe that project.
- B33.3 **Past Projects for the Proponent's Design Team** will be evaluated according to the following criteria:
- (a) carried out within the last ten (10) years in which the design aspect has been completed;
  - (b) turnkey construction, maintenance, and operation of an integrated hydrogen refueling and electrolytic hydrogen production system;
  - (c) refueling of heavy-duty transit buses or trucks with hydrogen fuel cell propulsion systems at a rate of approximately 500kg/day;

- (d) refueling of New Flyer heavy-duty transit buses with hydrogen fuel cell propulsion systems;
- (e) Teams understanding of the characteristics of hydrogen as a fuel;
- (f) design for projects with construction in winter temperatures similar to that of Winnipeg ([http://climate.weather.gc.ca/climate\\_data/daily\\_data\\_e.html?StationID=27174](http://climate.weather.gc.ca/climate_data/daily_data_e.html?StationID=27174)) which can be consistently below -20°C for a number of weeks;
- (g) delivered as a Design Build or Design Build variation (such as DBO, DBFO, DBFMO and other Public – Private - Partnership (P3) projects) procurement method;
- (h) demonstrates how the team complied with applicable building codes and regulations (if past projects were not located in Canada, Proponent must also demonstrate how the team will familiarize themselves and comply with Canadian building codes and regulations in the execution of the Project, if successful);
- (i) demonstrates how the team complied with codes and regulations for the fueling of hydrogen or other compressed gases, including codes such as NFPA 2, NFPA 30A, and NFPA 55;
- (j) describes how operability, cost controls, including the control of production input costs such as electricity, maintainability were incorporated in the design;
- (k) demonstrates use of quality management system in a DB or DB variation environment;
- (l) experience working with third-party reviewers during the design phase to ensure that the design is compliant with safety best practices and codes;
- (m) demonstrates how the team can design a fueling system that can consistently and rapidly fill a compressed gas fueled heavy-duty vehicle to states of charge or fill by mass of 95% or greater at settled pressure;
- (n) designed a refueling system to successfully integrate with an already existing and proprietary fuel management system, such as Fuel Master or Fleetwatch;
- (o) designed a refueling system that successfully deployed IrDA based communications systems for fueling applications;
- (p) designed an integrated fuel production and refueling station with the ability to be scaled to support a growing vehicle fleet, including the ability to readily expand fuel production, fuel storage, and fuel dispensing equipment;
- (q) designed an integrated fuel production and dispensing system that provided a performance reporting solution which included online access, analysis tools, and real-time monitoring capabilities.
- (r) designed multiple tie-ins of infrastructure and systems; and
- (s) describes how and when worked together previously with the Proponent and / or Proponent Team Leads and/or other Proponent Team Members on each indicated past project.

B33.3.1 If the teams have not completed past projects that match the criteria, consideration will be given to projects that most closely match the criteria. For example, if a team has not previously worked on a hydrogen fueling station project but has worked on a compressed natural gas fueling station project, describe that project. Or, if a team has not previously worked on a fueling station for heavy-duty vehicles but has worked on a fueling station for light-duty vehicles, describe that project.

B33.4 **Past Projects for the Proponent's Construction Team** will be evaluated according to the following criteria:

- (a) carried out within the last ten (10) years in which the projects have attained Substantial Completion;
- (b) turnkey construction, maintenance, and operation of an integrated hydrogen refueling and electrolytic hydrogen production system;

- (c) refueling of heavy-duty transit buses or trucks with hydrogen fuel cell propulsion systems at a rate of approximately 500kg/day;
- (d) refueling of New Flyer heavy-duty transit buses with hydrogen fuel cell propulsion systems;
- (e) Teams understanding of the characteristics of hydrogen as a fuel;
- (f) past projects constructed in winter temperatures similar to that of Winnipeg ([http://climate.weather.gc.ca/climate\\_data/daily\\_data\\_e.html?StationID=27174](http://climate.weather.gc.ca/climate_data/daily_data_e.html?StationID=27174)) which can be consistently below -20° C for a number of weeks;
- (g) delivered as a Design Build or Design Build variation (such as DBO, DBFO, DBFMO and other Public – Private - Partnership (P3) projects) procurement method;
- (h) demonstrates how the team complied with applicable building codes and regulations (if past projects were not located in Canada, Proponent must also demonstrate how the team will familiarize themselves and comply with Canadian building codes and regulations in the execution of the Project, if successful);
- (i) planned and managed construction with a large workforce of subcontractors and trades personnel;
- (j) construction on existing transit garage site that operated continuously (24/7)
- (k) conducted an effective safety health and environmental program; minimum accidents and lost time accidents; and
- (l) describes how and when worked together previously with the Proponent and / or Proponent Team Leads and other Proponent Team Members on the submitted past projects.

B33.4.1 If the teams have not completed past projects that match the criteria, consideration will be given to projects that most closely match the criteria. For example, if a team has not previously worked on a hydrogen fueling station project but has worked on a compressed natural gas fueling station project, describe that project. Or, if a team has not previously worked on a fueling station for heavy-duty vehicles but has worked on a fueling station for light-duty vehicles, describe that project.

B33.5 **Past Projects for the Proponent's Commissioning Team** will be evaluated according to the following criteria:

- (a) carried out within the last ten (10) years in which the projects have attained Substantial Completion;
- (b) turnkey construction, maintenance, and operation of an integrated hydrogen refueling and electrolytic hydrogen production system;
- (c) refueling of heavy-duty transit buses or trucks with hydrogen fuel cell propulsion systems at a rate of approximately 500kg/day;
- (d) refueling of New Flyer heavy-duty transit buses with hydrogen fuel cell propulsion systems;
- (e) Teams understanding of the characteristics of hydrogen as a fuel;
- (f) past projects constructed in winter temperatures similar to that of Winnipeg ([http://climate.weather.gc.ca/climate\\_data/daily\\_data\\_e.html?StationID=27174](http://climate.weather.gc.ca/climate_data/daily_data_e.html?StationID=27174)) which can be consistently below -20° C for a number of weeks;
- (g) deployed and integrated station data reporting with the customer's existing data reporting systems, such as a fuel management system
- (h) describes how and when worked together previously with the Proponent and / or Proponent Team Leads and other Proponent Team Members on the submitted past projects; and
- (i) demonstrates how the team created an effective testing strategy to validate the performance requirements of an integrated fuel production and fuel dispensing system,

including production output, production input cost controls, fueling speed, fuel quality, fueling event completion, reporting capabilities and data accuracy, and system uptime. Example systems with IrDA communication capabilities are preferred.

B33.5.1 If the teams have not completed past projects that match the criteria, consideration will be given to projects that most closely match the criteria. For example, if a team has not previously worked on a hydrogen fueling station project but has worked on a compressed natural gas fueling station project, describe that project. Or, if a team has not previously worked on a fueling station for heavy-duty vehicles but has worked on a fueling station for light-duty vehicles, describe that project.

B33.6 **Past Projects for the Proponent's Operations and Maintenance Team** will be evaluated according to the following criteria:

- (a) turnkey construction, maintenance, and operation of an integrated hydrogen refueling and electrolytic hydrogen production system;
- (b) refueling of heavy-duty transit buses or trucks with hydrogen fuel cell propulsion systems at a rate of approximately 500kg/day;
- (c) refueling of New Flyer heavy-duty transit buses with hydrogen fuel cell propulsion systems;
- (d) Teams understanding of the characteristics of hydrogen as a fuel;
- (e) past projects constructed in winter temperatures similar to that of Winnipeg ([http://climate.weather.gc.ca/climate\\_data/daily\\_data\\_e.html?StationID=27174](http://climate.weather.gc.ca/climate_data/daily_data_e.html?StationID=27174)) which can be consistently below -20° C for a number of weeks;
- (f) involved the operation of an electrolyzer for the production of hydrogen fuel or similar system with varying demand, varying input costs, and the requirement to maintain fuel supply to ensure maximum vehicle uptime while limiting the cost of production inputs such as electricity and water;
- (g) demonstrates the team's ability to create and implement a cost management system for a fuel production system to work around fluctuating operating costs, while maintaining system output and uptime;
- (h) demonstrates the team's ability to develop and implement a preventative maintenance program for an integrated hydrogen fuel production and dispensing system; and
- (i) cites specific examples of the team's experience responding to and addressing unexpected maintenance issues affecting integrated hydrogen fuel production or dispensing systems in less than 48 hours.
- (j) monitor and optimize fueling speeds and bus state of charge or fill to reach greater than 95% of capacity by mass during operation of the station, including as seasonal variation occurs. Example systems with IrDA communication are preferred

B33.6.1 If the teams have not completed past projects that match the criteria, consideration will be given to projects that most closely match the criteria. For example, if a team has not previously worked on a hydrogen fueling station project but has worked on a compressed natural gas fueling station project, describe that project. Or, if a team has not previously worked on a fueling station for heavy-duty vehicles but has worked on a fueling station for light-duty vehicles, describe that project.

## B34. **QUALIFICATIONS & EXPERIENCE OF KEY INDIVIDUALS (SECTION E)**

B34.1 Proponent should complete Form E-1 – Key Individual Qualifications and Experience.

B34.1.1 Form E-1 may be expanded to a **maximum of six (6) pages per Key Individual** and should include:

- (a) only two (2) past projects and one (1) Form E-1 per Key Individual; and
- (b) client reference contact information.

- B34.1.2 If one individual is fulfilling multiple key roles, separate forms are required per role to outline the scope of services for each specific role.
- B34.1.3 Only the first two (2) past projects information in the first 6 pages of Form E-1 will be evaluated.
- B34.1.4 Other critical personnel that may be required under the Project should be identified as stated in B32.3.2(b).
- B34.1.5 If any Key Individual role is not being provided, indicate “not being provided” and provide an explanation in the form for how that Key Individual role will be carried out.
- B34.2 Using Form E-1, provide detailed information for each Key Individual indicated below that demonstrates the criteria as indicated in B34.2.1, B34.2.2, B34.2.3, B34.2.4, B34.2.5, B34.2.6, or B34.2.7:
- (a) Project Management Team:
    - (i) Design Build Project Manager
  - (b) Design Team
    - (i) Project design Manager
    - (ii) Lead civil engineer
    - (iii) Lead mechanical Engineer
    - (iv) Lead electrical Engineer
  - (c) Construction Team:
    - (i) Project construction manger
  - (d) Commissioning Team:
    - (i) Project commissioning manager
  - (e) Operations and Maintenance Team
    - (i) Lead Operations and Maintenance Manager
- B34.2.1 Past Projects for the Design Build project manager will be evaluated according to the following criteria:
- (a) reflects similar role as Design Build project manager;
  - (b) demonstrates using quality management system in a DB or DB variation (such as DBO, DBFO, DBFMO and other Public – Private - Partnership (P3) projects) environment; and
  - (c) includes criteria indicated in B33.4(a) to B33.4(l)
- B34.2.2 Past Projects for the Project design manager will be evaluated according to the following criteria:
- (a) reflects similar role as design manager;
  - (b) carried out within the last ten (10) years in which the design aspect has been completed;
  - (c) large integrated hydrogen production and dispensing system or a similar system; approximately ten million Canadian Dollars(\$10,000,000 CAD);
  - (d) familiarity with hydrogen production, compression, storage and dispensing equipment installed in compliance with all relevant hydrogen fuelling and production codes and standards, including, but not limited to NFPA 2, NFPA 30A, and NFPA 55;
  - (e) outdoor fueling station design for heavy-duty fleet vehicles;
  - (f) refueling of heavy-duty transit buses or trucks with hydrogen fuel cell propulsion systems at a rate of approximately 500kg/day;
  - (g) refueling of New Flyer heavy-duty transit buses with hydrogen fuel cell propulsion systems;



- (h) delivered as a Design Build of Design Build variation (such as DBO, DBFO, DBFMO, and other Public – Private – Partnership (P3) projects) procurement method;
- (i) Provisions for life safety systems, such as fire and gas detection, manually operated emergency stop devices including a remote ESD, and an automated station shutdown in response to continuously monitored safety breaches; and
- (j) demonstrates using quality management system in a DB or DB variation environment

#### B34.2.3

Past Projects for the lead civil engineer will be evaluated according to the following criteria:

- (a) reflects similar role as lead civil engineer
- (b) carried out within the last ten (10) years in which the design aspect has been completed;
- (c) demonstrates using quality management systems in a DB or DB variation environment;
- (d) demonstrates how the Key Individual complied with applicable building codes and regulations (if past projects were not located in Canada, Proponent must also demonstrate how the Key Individual will familiarize himself and comply with Canadian building codes and regulations in the execution of the Project, if successful);
- (e) familiarity with hydrogen production, compression, storage and dispensing equipment installed in compliance with all relevant hydrogen fuelling and production codes and standards, including, but not limited to NFPA 2, NFPA 30A, and NFPA 55;
- (f) design for projects with construction in winter temperatures similar to that of Winnipeg ([http://climate.weather.gc.ca/climate\\_data/daily\\_data\\_e.html?StationID=27174](http://climate.weather.gc.ca/climate_data/daily_data_e.html?StationID=27174)) which can be consistently below -20° C for a number of weeks;
- (g) demonstrated experience in site development at an operating facility including multiple tie-ins of civil infrastructure and drainage systems;
- (h) Fencing design for protection of high voltage equipment;
- (i) soil remediation related to development of land at an operating heavy duty fleet facility with diesel fuelling; and
- (j) reinforced concrete slab foundation design.

#### B34.2.4

Past Projects for the lead mechanical engineer will be evaluated according to the following criteria:

- (a) reflects similar role of lead mechanical engineer;
- (b) carried out within the last ten (10) years in which the design aspect has been completed;
- (c) design of an integrated hydrogen production and dispensing systems for heavy-duty fleet vehicles delivering approximately 500kg/day of hydrogen;
- (d) demonstrates how the Key Individual complied with applicable building codes and regulations (if past projects were not located in Canada, Proponent must also demonstrate how the Key Individual will familiarize himself and comply with Canadian building codes and regulations in the execution of the Project, if successful);
- (e) familiarity with hydrogen production, compression, storage and dispensing equipment installed in compliance with all relevant hydrogen fuelling and production codes and standards, including, but not limited to NFPA 2, NFPA 30A, and NFPA 55;
- (f) delivered as a DB or DB variation (such as DBO, DBFO, DBFMO and other Public – Private - Partnership (P3) projects) procurement method; and
- (g) designed similar hydrogen production and dispensing processes to the Project;
- (h) designed upgrades to existing transit garage site that operate continuously (24/7);
- (i) performed HAZOP or other safety-in-design methodologies;

- (j) incorporated operability and maintainability in the design; and
- (k) designed multiple tie-ins of infrastructure and systems to an existing plant.

B34.2.5 Past Projects for the lead electrical engineer will be evaluated according to the following criteria:

- (a) reflects similar role of lead electrical engineer;
- (b) carried out within the last ten (10) years in which the design aspect has been completed;
- (c) demonstrates how the Key Individual complied with applicable building codes and regulations (if past projects were not located in Canada, Proponent must also demonstrate how the Key Individual will familiarize himself and comply with Canadian building codes and regulations in the execution of the Project, if successful);
- (d) familiarity with hydrogen production, compression, storage and dispensing equipment installed in compliance with all relevant hydrogen fuelling and production codes and standards, including, but not limited to NFPA 2, NFPA 30A, and NFPA 55;
- (e) design of an integrated hydrogen production and dispensing systems for heavy-duty fleet vehicles delivering approximately 500kg/day of hydrogen;
- (f) delivered as a Design Build or Design Build variation (such as DBO, DBFO, DBFMO and other Public – Private - Partnership (P3) projects) procurement method;
- (g) design of electrical systems for municipal transit garage site facilities;
- (h) electrical experience in design of all voltage systems especially voltage systems  $\leq$  25kV;
- (i) demonstrates knowledge and proficiency in protection systems related to 25kV;
- (j) demonstrated knowledge of fiber optic network communication system design;
- (k) demonstrates ability to troubleshoot electrical systems;
- (l) Provisions for life safety systems, such as fire and gas detection, manually operated emergency stop devices including a remote ESD, and an automated station shutdown in response to continuously monitored safety breaches; and
- (m) demonstrates critical planning capability with respect to connections in a continuously transit garage site facility. Such as installation, switching etc.

B34.2.6 Past Projects for the Project commissioning manager will be evaluated according to the following criteria:

- (a) reflects similar role of commissioning manager;
- (b) demonstrates using quality management system in a DB or DB variation (such as DBO, DBFO, DBFMO and other Public – Private - Partnership (P3) projects) environment; and
- (c) includes criteria indicated in B33.5(a) to B33.5(i)

B34.2.7 Past Projects for the Project operations and maintenance manager will be evaluated according to the following criteria:

- (a) reflects similar role of operations and maintenance manager
- (b) demonstrates using quality management system in a DB or DB variation (such as DBO, DBFO, DBFMO and other Public – Private - Partnership (P3) projects) environment; and
- (c) includes criteria indicated in B33.6(a) to B33.6(j)

B34.3 Provide the following charts or tables:

- (a) a chart or table indicating projects where Key Individuals have previously worked together with other Key Individuals or with other Proponent Team Members, and in what role / capacity.

- (b) a chart where the Key Individuals have worked on the reference projects listed in Form D.

B34.3.1 Proponents will be scored more favorably if their Key Individuals have previously worked together with other Key Individuals or with other Proponent Team Members; and also if they have worked on projects referenced in Form D.

**B35. PROJECT MANAGEMENT METHODOLOGY (SECTION F)**

B35.1 Proponent should respond to the inquiries indicated in B35.2 to B35.6, by describing the Proponent's, Proponent Team Lead's, or Proponent Team Member's methodology used on past projects.

B35.1.1 Response to all the information required in this section **should not exceed thirty (30) pages.**

- (a) Only the first 30 pages of information required from Section F will be evaluated.

B35.1.2 The Proponent should state each clause the response is associated with (e.g. B35.2(a), or B35.5(a)) and clearly respond below each clause.

B35.1.3 The Proponent should indicate the name of the Proponent, Proponent Team Lead or Proponent Team Member represented in each response and their respective role.

B35.1.4 The Proponent or its Proponent Team Members should indicate if they have no experience with a specific item, and explain how they will implement measures to address shortfalls in experience or capacity.

B35.1.5 Indicate the project owner that the methodology was used.

B35.1.6 Projects submitted in response to this section may be of any procurement method.

B35.2 The Proponent should describe and demonstrate the experience of the **Proponent** in leading and providing overall responsibility in a DB or DB variation (such as DBO, DBFO, DBFMO and other Public – Private - Partnership (P3) projects) project:

- (a) provided overall management responsibility for an integrated hydrogen production and dispensing system or a similar system and achieved budget and schedule objectives that met or exceeded owner expectations. Indicate key elements that made that project successful;
- (b) managed operating funds on large projects approximately ten million Canadian Dollars (\$10 million CAD) which required internal financing or lines of credit to normally reimburse subcontractors and suppliers while obtaining only milestone event payments over duration of the project. Indicate example project where performed, financial structure for financial management and lessons learned;
- (c) established continuous effective communications and coordination with the owner to avoid or mitigate disputes and to keep the owner informed of design, construction commissioning and other activities;
- (d) provided performance guarantees for an integrated hydrogen production and dispensing fueling station performance. Indicate type and performance period for guarantees, and provide the project name and owner reference;
- (e) developed maintenance strategies and is capable of delivering asset information that includes failure mode effect and criticality analyses and maintenance plans;
- (f) provided warranty service for an integrated hydrogen production and dispensing system or a similar system project approximately ten million Canadian Dollars (\$10,000,000 CAD). Indicate the warranty support approach, including examples of warranty responses;
- (g) provided owner operator and maintenance training, including scope, materials, methods, documentation, and lessons learned; and
- (h) provided maintenance services after commissioning.

- B35.3 The Proponent should describe and demonstrate the experience of the **Proponent, Project Management Team Lead or a member of the Project Management Team** in planning and executing the overall project management as follows:
- (a) methodology used for identifying, evaluating and pro-actively managing Project risks,
  - (b) established and maintained progress in the project schedule, including actions to avoid delays and methodologies used for corrective action when delays were incurred. Indicate capabilities used in establishing and analysing the project critical path;
  - (c) established communication, coordination and documentation of work activities among the Proponent, Proponent Team Leads, other Proponent Team Members, and the owner;
  - (d) implemented a quality management plan including quality planning, control, resolution of non-conformance work, and quality assurance, and lessons learned; and
  - (e) implemented an environmental management plan.
- B35.4 The Proponent should describe and demonstrate the experience of the **Proponent, Design Team Lead(s)** or a member of the Design Team in planning and executing the project engineering and design for developing effective approaches to the following:
- (a) incorporated safety-in-design principles (e.g. HAZOP) and methods to ensure that the facility was designed with consideration toward safety in construction, and plant operations and maintenance, including examples which demonstrated initiative and innovation;
  - (b) incorporate failure mode analysis in design to ensure reliability during operations;
  - (c) defined and provided design submittals for owner review and compliance. Explain how submittals were planned, coordinated with the owner, and steps taken to expedite owner reviews to maintain project schedule. Indicate how owner comments were addressed and resolved, including lessons learned;
  - (d) administering and processing required permits for large including lessons learned to avoid surprises and delays;
  - (e) designed measures and activities into the project that incorporate life cycle costs;
  - (f) planned and integrated subconsultant's design deliverables in the overall project design to maintain design quality and avoid design errors and omissions, including lessons learned; and
  - (g) performed the role of the Design Team during construction, testing and commissioning by providing technical support and reviewing and validating quality and performance.
- B35.5 The Proponent should describe and demonstrate the experience of the **Proponent, Construction Team Lead(s) or a member of the Construction Team** in planning and executing the project construction management and construction for developing effective approaches to the following:
- (a) planned and executed construction tie-ins, as well as testing and commissioning those tie-ins, while maintaining existing operations, including lessons learned;
  - (b) planned and executed testing and commissioning those tie-ins in an existing continuously operating transit garage including lessons learned;
  - (c) resolved quality issues when non-conformance items were identified by the owner, and either re-work or replacement was involved;
  - (d) implemented strategies in planning and executing construction activities to keep staff and local residents advised with minimum disturbance, including lessons learned;
  - (e) planned for and provided a safe and secure work environment for trade labour, technical staff, supplier representatives and owner personnel during construction and installation in a continuous operating transit garage, including lessons learned;
  - (f) conducted testing and commissioning of similar integrated hydrogen production and dispensing systems for the project, including lessons learned;

- (g) proactively managed suppliers to meet delivery of long lead items; and
- (h) proactively managed subcontractors to meet quality and schedule requirements, and corrected subcontractor performance to address non-performance issues and potential schedule delays, including lessons learned.

**B35.6** Experience of the **Proponent, Commissioning Team Lead(s) or Commissioning Team** members in planning and executing an effective testing and commissioning program for developing effective approaches to the following:

- (a) Developed and executed a testing and commissioning plan, including a general outline and the time-frame for when that plan should be developed and reviewed with the owner, including lessons learned;
- (b) Planned for and provided a safe and secure work environment for trade labour, technical staff, supplier representatives and owner personnel while conducting testing and commissioning activities, including lessons learned;
- (c) Provided owner operator and maintenance training, especially for operation of advanced process technologies, including scope, materials, methods, documentation, and lessons learned; and
- (d) Conducted systems performance testing and commissioning of similar integrated hydrogen production and dispensing systems in this Project, including lessons learned.

**B36. BUSINESS INFORMATION (SECTION G)**

**B36.1** The Proponent shall submit the following information with respect to their Business Information:

- (a) the Proponent or the Proponent Team shall provide evidence(s) of insurability in a form that meets the criteria set out in B24.1 as required. The evidence(s) of insurability must indicate that the insurer(s) is licenced to carry on business in the Province of Manitoba with a Best's rating of A-X or higher or S&P equivalent (not applicable to insurance provided by Manitoba Public Insurance);
- (b) the Proponent Design Team Lead(s) and Design Team Members shall submit their current status as holder of a Certificate of Authorization with Engineers Geoscientists Manitoba (EGM) to provide design services within Manitoba or its plan to obtain registration as a practising entity to obtain such certificate;
- (c) the Proponent's Construction Team Lead(s) in the role as defined by the term "Prime Contractor" under The Workplace Safety & Health Act (Manitoba) shall submit either of the following:
  - (i) a copy of their valid Manitoba COR certificate and letter of good standing (or Manitoba equivalency) as issued under the Certificate of Recognition (COR) Program administered by the Construction Safety Association of Manitoba or by the Manitoba Heavy Construction Association's WORKSAFELY™ COR™ Program or;
  - (ii) a copy of their valid Manitoba SECOR™ certificate and letter of good standing (or Manitoba equivalency) as issued under the Small Employer Certificate of Recognition Program (SECOR™) administered by the Construction Safety Association of Manitoba or by the Manitoba Heavy Construction Association's WORKSAFELY™ COR™ Program; or
  - (iii) a letter/report from an independent reviewer that confirms that their safety and health certification meets SAFE Work Manitoba's SAFE Work Certified Standard (e.g., COR™ and SECOR™). A list of acceptable reviewers and the review template are available on the information connection page at The City of Winnipeg, Corporate Finance, Materials Management Division website at <http://www.winnipeg.ca/matmgt/>
- (d) If the Proponent's Construction Team Lead(s) comprises more than one Person, the requirements in B39.1(c)(i) to B39.1(c)(iii) is applicable to all members of the Construction Team Lead .

- B36.2** Proponents and their Proponent Team Members should note the following with regards to their Business Information and ensure the documents are received at the Submission Address as indicated in B29.8:
- (a) the Proponent or Proponent Team Member, as required in B24.1 shall have until the expiry of a fourteen (14) Calendar Day period following the Submission Deadline to submit to the City the document(s) indicated in B36.1(a). Failure to provide the required documents within this timeframe will lead to disqualification of the Proponent from the RFQ Process, at the sole discretion of the City;
  - (b) Proponent's Design Team Lead(s) and Design Team member(s) have until the expiry of a fourteen (14) Calendar Day period following the Submission Deadline to submit to the City the document indicated in B36.1(b). Failure to provide the required documents within this timeframe will lead to disqualification of the Proponent from the RFQ Process, at the sole discretion of the City; and
  - (c) Proponent's Construction Team Lead(s) have until the expiry of a fourteen (14) Calendar Day period following the Submission Deadline to submit to the City one of the three documents indicated in B36.1(c). Failure to provide one of the three documents within this timeframe will lead to disqualification of the Proponent from the RFQ Process, at the sole discretion of the City.

**B37. FINANCIAL INFORMATION (SECTION H)**

- B37.1** The following form should be completed:
- (a) Form H-1 – Proponent and Proponent Team Lead(s) Business Information Identification
  - (b) Form H-2 – Licenced Financial Institution Credit Reference;
  - (c) Form H-4 – Licenced Financial Institution Reference Letter;
  - (d) Form H-5 – Surety Reference Letter; and
- B37.2** Each of the following shall demonstrate suitable financial capability to meet obligations required by the Work, a good financial performance history and a strong financial standing:
- (a) the Proponent, including each Person comprising the Proponent if the Proponent is more than one (1) Person;
  - (b) each Proponent Team Lead Member(s) [Project Management, Design, Construction, Commissioning, and Operations and Maintenance Team Lead(s)];
  - (c) parent company guarantee or a Guarantor, if required to meet minimum net worth requirement for the Proponent.
    - (i) Provide evidence of the parent company or Guarantor willingness to provide a guarantee to the respective Proponent or Proponent Team Member.
- B37.3** The following financial information shall be submitted for each entity proposed in B37.2:
- (a) a current credit rating report from Dunn and Bradstreet or an equivalent rating agency;
  - (b) copies of audited financial statements for each of the last three (3) fiscal years.
    - (i) NOTE: Unaudited financial statements and annual reports or other similar financial information for each of the last three (3) fiscal years may be submitted if audited financial statements are not available. These must be signed by an Officer of each applicable Person indicated in B37.2.
  - (c) details of any material off-balance sheet financial arrangements currently in place that represents a liability in excess of two hundred fifty thousand Canadian Dollars (\$250,000 CAD);]
  - (d) Form H-2 – Financial Institution Credit Reference completed on the letterhead of a licenced financial institution that confirms length of time each required Person, indicated in B37.2, has been a client, and details of the relationship.

- (i) If the length of time at the current Institution does not equal or exceed five (5) years from the Submission Deadline, additional Form(s) H-2 shall be completed for the remaining period up to the last five (5) years;
- (e) details of any material events that may affect each required Person's, indicated in B37.2, financial standing since the last annual or interim financial statement provided; and
- (f) details of any bankruptcy, insolvency, company creditor arrangement or other major litigation of each required Person, indicated in B37.2, or other insolvency proceeding in the last three (3) financial years, including the current year.

B37.3.1 In addition to B37.3, only the Proponent shall submit the following:

- (a) Form H-4 – Licenced Financial Institution Reference Letter and Form H-5 – Surety Reference Letter, completed on the letterhead of a licenced financial institution or a surety as applicable:
  - (i) reference from a surety, licenced to do business in Manitoba, indicating the Proponent's ability to obtain performance bond and labour and materials payment bond each in the amount of five million Canadian Dollars (\$5,000,000 CAD) and in a form satisfactory to the City;
  - (ii) reference from a licenced financial institution indicating the Proponent has the capacity to access a minimum of five million Canadian Dollars (\$5,000,000 CAD) of debt or equity capital in a timely manner for the purposes of financing obligations of the Work over the Project period (anticipated as 18 months) and confirm that any other committed or proposed projects will not impair the capacity to access this minimum capital requirement;
  - (iii) reference from a licenced financial institution indicating the Proponent's ability to provide a letter of credit in the amount of two hundred and fifty thousand Canadian Dollars (\$250,000 CAD) against their RFP Submission or a reference from a surety licenced to do business in Manitoba, indicating the Proponent's ability to obtain a bid bond in the amount of five hundred thousand Canadian Dollars (\$500,000 CAD) and in a form satisfactory to the City; and
  - (iv) reference from a licenced financial institution indicating that the Proponent has the capacity to provide a letter of credit in the amount of five hundred thousand Canadian Dollars (\$500,000 CAD), in a form satisfactory to the City, to be in place as a condition of Substantial Completion and until the successful completion of all performance guarantee testing and demonstrations, consistent with B7.2.

B37.3.2 The form of proposal security or contract security will be provided in the RFP.

## **B38. SUBSTITUTIONS**

B38.1 A Proponent is not permitted to substitute or remove a Proponent Team Member or Key Individual, or change the role or scope of work of any Proponent Team Member or Key Individual after the RFQ Submission Deadline without the City's prior written consent. The City may, in its sole discretion, disqualify a Proponent that contravenes this provision.

B38.2 A Proponent wishing to substitute or remove a Proponent Team Member or Key Individual, or change the scope of work of any Proponent Team Member or Key Individual, shall submit a written request to the Contact Person that sets out, in detail, the proposed change to the Proponent's structure and a justification for such proposed change

B38.3 If a Proponent submits a request pursuant to this provision, the following shall apply:

- (a) if the Proponent's request is submitted prior to the completion of Step 2 of the RFQ evaluation process as set out in B43.1(b), the City may, in its sole discretion, permit the requested change and re-evaluate those portions of the Proponent's Qualification Submission that may be impacted by the change based on the following:

- (i) the replacement of a Proponent Team Member or Key Individual has equal or better qualifications and experience than the original Proponent Team Member or Key Individual; or
    - (ii) the proposed change in scope of work is likely to result in equal or better performance by the Proponent,
  - (b) if the Proponent's request is submitted after the completion of Step 2 of the RFQ evaluation process (as set out in B43.1(b)), to determine whether the City will, in its sole discretion, consent to the Proponent's request, the City may, in its sole discretion, review the proposed change to assess whether:
    - (i) the replacement Proponent Team Member has equal or better qualifications than the original Proponent Team Member; or
    - (ii) the proposed change in scope of work is likely to result in equal or better performance by the Proponent
- B38.4 The City will not be under any obligation to re-evaluate those portions of the Proponent's Qualification Submission that may be impacted by the change as a condition to providing its consent (or not) to the Proponent's request.
- B38.5 The Proponent must provide written notice to the Contact Person within five (5) Business Days after becoming aware of the following change in circumstance that occurs after the Submission Deadline, and for reasons beyond control of the Proponent or the applicable Proponent Team Member or Key Individual, that there is:
  - (a) a requirement to substitute or remove a Proponent Team Member or Key Individual;
  - (b) a material change in ownership affecting any Proponent Team Member; or
  - (c) a material change to the business of a Proponent Team Member or Key Individual.
- B38.6 The City may, in its sole discretion, disqualify the Proponent if the City, in its sole discretion, considers that there could be a material adverse impact on the Proponent's Qualification Submission as a result of any of the circumstances described in B38.5.
- B38.6.1 If the City determines, in its sole discretion, that it will not disqualify the Proponent in such circumstances, the City may permit the Proponent to propose a substitution for the applicable Proponent Team Member or Key Individual, for review and approval by the City.
- B38.6.2 The City will not be under any obligation to re-evaluate those portions of the Proponent's Qualification Submission that may be impacted by the change as a condition to providing its consent (or not) to the Proponent's request under B38.5.
- B38.7 Subject to the rules that will be contained in the RFP,
  - (a) Proponents are cautioned that, as a general principle, the Prequalified Proponents will not be permitted to substitute or remove any Proponent Team Member or Key Individual or to materially change the roles or scope of Work to be performed by any Proponent Team Member or Key Individual from the Proponent Team Members' and Key Individual's role and scope of work set out in their original Qualification Submissions, without the City's prior written consent; and
  - (b) The City may, in its sole discretion, disqualify a Prequalified Proponent that substitutes or removes any Proponent Team Member or Key Individual or materially changes the roles or scope of work of a Proponent Team Member or Key Individual without the City's prior written consent.
- B38.8 The City may, in its sole discretion, require a Proponent to remove and/or replace any Proponent Team Member and/or Key Individual pursuant to B17.6. Any such replacement Proponent Team Member and/or Key Individual is at the City's sole discretion, and shall require the City's prior written consent.
- B38.9 In exercising its sole discretion pursuant to B38.8, the City may make reference to the evaluation criteria set out in this RFQ and such other criteria as the City may consider relevant.



### **B39. NON-CONFORMING SUBMISSIONS**

- B39.1 Notwithstanding B29.1, with exception of B29.5, if a Proponent's Qualification Submission is not strictly in accordance with any provision of this RFQ, the City may in its sole discretion:
- (a) waive the non-conformance if, in the City's sole discretion, the non-conformance is immaterial; or
  - (b) reject the Qualification Submission as non-responsive if, in the City's sole discretion, the non-conformance is material.
- B39.2 If the immaterial non-conformance is an omission, administrative error or oversight, the City may, at its sole discretion, give the Proponent up to five (5) Business Days to supply the omitted material by requesting the omitted material through a notice to the Proponent Representative Contact Individual.
- B39.3 If the requested information is not submitted by the time specified in B39.2, the Qualification Submission will be determined to be non-responsive.

### **B40. PROPONENT'S COSTS AND EXPENSES**

- B40.1 Proponents and Proponent Team Members are solely responsible for their own costs and expenses in preparing and submitting a Qualification Submission and participating in the RFQ Process, including the provision of any additional information or attendance at interviews or meetings.
- B40.2 Subject to B43.1, the City shall not be liable to pay any costs or expenses of any Proponent or any Proponent Team Member or to reimburse or compensate a Proponent in any manner whatsoever under any circumstances, including in the event of the rejection of any or all Qualification Submissions, the cancellation or deferral of the RFQ Process, or the cancellation or deferral of the Project prior to RFP issuance.

### **B41. NO CONTRACT AND CITY RIGHTS**

- B41.1 By submitting a Qualification Submission and/or participating in the process as outlined in this RFQ document, Proponents expressly agree that no offer to contractor or contract of any kind is formed under, or arises from this RFQ, and that no legal obligations will arise. For the avoidance of doubt, this RFQ is not intended to create a bidding contract (often referred to as "Contract A").
- B41.2 Notwithstanding that in accordance with B44.1, this RFQ is not intended to create a "Contract A", and the Proponent and all other entities participating in this RFQ Process agree that if the City is found to be liable, in any way whatsoever, for any act or omission in respect of this RFQ Process, the total liability of the City to any Proponent or Proponent Team Member or any other entity participating in this RFQ Process, and the aggregate amount of damages recoverable against the City for any matter relating to or arising from any act or omission, whether based upon an action or claim in contract, warranty, equity, negligence, intended conduct, judicial review or otherwise, including any action or claim arising from the acts or omissions, negligent or otherwise of the City shall be no greater than the Proponent's cost, including costs of all Proponent Team Members, of preparing its Qualification Submission or five thousand Canadian Dollars (\$5,000 CAD), whichever is less.
- B41.3 The City may, at any time and at its sole discretion:
- (a) disqualify any Proponent or Qualification Submission, if
    - (i) the Proponent or any of its Proponent Team Members has been disqualified from another competitive procurement process as the result of any convictions related to inappropriate bidding or procurement practices or unethical behaviour; or
    - (ii) the Proponent or one or more of its Proponent Team Members (or one of their Affiliates) has been convicted of carrying out inappropriate bidding or procurement

- practices or engaging in unethical behaviour in relation to a public sector procurement process in any Canadian jurisdiction;
- (b) consider, in the evaluation of the Qualification Submissions, any instances of poor performance of a Proponent, Proponent Team Member or Key Individual that the City has experienced.;
  - (c) accept or reject any Qualification Submission or reject all Qualification Submissions;
  - (d) disqualify a Proponent in accordance with B22;
  - (e) disqualify a Proponent in accordance with B38;
  - (f) disqualify a Proponent if the Proponent or one or more of the Proponent Team Members or Key Individuals has, or has failed to disclose, a perceived, potential or actual Conflict of Interest as required by the provisions of this RFQ;
  - (g) change the Project, including change(s) in scope;
  - (h) cancel this RFQ and reissue the same RFQ or a different request for qualifications in relation to the Project; or
  - (i) cancel or defer this RFQ, or cancel or defer the Project at any time.
- B41.4 The City's maximum aggregate liability to any Proponent if the City exercises any of the rights in B41.3 above shall be governed and limited by the provisions of B41.2.
- B41.5 B41.1, B41.2, B41.3 and B41.4 shall survive any cancellation of this RFQ and shall survive the conclusion of the RFQ Process.
- B41.6 Without limitation to any other rights of the City hereunder, in order to ensure the integrity, openness and transparency of the procurement process, the City may, in its sole discretion,
- (a) impose at any time on all Proponents and/or any Proponent Team Members additional conditions, requirements or measures with respect to submission or procurement practices or ethical behaviour of the Proponents or Proponent Team Members; and
  - (b) require that a Proponent and/or any Proponent Team Member provide the City with copies of their internal policies, processes and controls establishing ethical standards for its procurement practices and evidence of compliance by the Proponent and all Proponent Team Members with such policies, processes and controls.
- B41.7 Upon written request to the Contact Person from a Proponent that has not been identified as a Prequalified Proponent or called upon as a Reserve Prequalified Proponent, the City will provide the unsuccessful Proponent with an explanation of the reasons that the Proponent was not selected. The Proponents acknowledge that the information provided to a Proponent will relate solely to that Proponent and its Qualification Submission.

## **B42. EVALUATION CRITERIA**

- B42.1 Proponents will have their Qualification Submissions evaluated in accordance with B45.1(a) to B45.1(h) in the Table below. The evaluation of B45.1(c) to B45.1(f) will be carried out to two decimal places. The evaluation committee will evaluate each Qualification Submission based on the extent to which it meets or exceeds the evaluation criteria outlined in the RFQ.

Evaluation Criteria		RFQ Reference	Max Points	Comments
(a)	Qualification Application Submission Forms (Section A)	B29.1(a) / B30	Pass / Fail	Provide Forms A-1 to A-3
(b)	Executive Summary (Section B)	B31	None	Maximum 3 pages
(c)	Project Organizational Approach (Section C)	B32	10.00	Provide Forms C-1 to C-4  Section C is limited to a maximum of <b>10 pages</b> excluding: <ul style="list-style-type: none"> <li>Forms C-1 to C-4</li> </ul>
(d)	Past Project Experience (Section D)  Project Management Team; Design Team; Construction Team; Commissioning Team; Operations and Maintenance Team	B33	30.00  4.00 12.00 6.00 3.00 5.00	Provide Form D-1  Form D-1 is expandable to a maximum of <b>6 pages</b> per Proponent Team Member.
(e)	Qualifications & Experience of Key Individuals (Section E)  Project Management Team Project Design Team Construction Team Commissioning Team Operations and Maintenance Team	B34	35.00  4.00 14.00 7.00 4.00 6.00	Provide Form E-1  Form E-1 is expandable to a maximum of <b>6 pages</b> per Key Individual.
(f)	Project Management Methodology (Section F)  Proponent Project Management Team Design Team Construction Team Commissioning Team	B35	25.00  5.00 5.00 5.00 5.00 5.00	Section F is limited to a maximum of <b>30 pages</b> .
(g)	Business Information (Section G)	B36	Pass/Fail	
(h)	Financial Information (Section H)	B37	Pass/Fail	Provide Forms H-1, H-2, H-4 and H-5.  Provide other requested financial information as Indicated.
(i)	Total Score		100.00	
(j)	Pass Threshold		65.00	

B42.2 Proponents are cautioned that a Proponent which fails to meet:

- (a) the 65% minimum threshold applicable to the total score set out in B45.1(j) may, as a result, be prevented from becoming a Prequalified Proponent, in the City's sole discretion; and
  - (b) the Pass/Fail threshold applicable to the Business and Financial Information in B36 and B37 respectively will be prevented from becoming a Prequalified Proponent, in the City's sole discretion.
- B42.3 Further to B42.1(a) and B39, the City may reject a Qualification Submission as being non-responsive if the Qualification Submission is incomplete, obscure or conditional, or contains additions, deletions, alterations or other irregularities. The City may reject all or any part of any Qualification Submission, or waive technical requirements or minor informalities or irregularities if the interests of the City so require.
- B42.4 Further to B42.1(b), the information submitted will not be evaluated.
- B42.5 Further to B42.1(c), the Proponent will be evaluated considering the requirements set out in B32; and the information submitted in response to B32.
- B42.6 Further to B42.1(d), the Proponent will be evaluated considering the requirements set out in B32.5(c); and the information submitted in response to B33.
- B42.7 Further to B42.1(e) the Proponent will be evaluated considering the requirements set out in B34; and the information submitted in response to B34.
- B42.8 Further to B42.1(f), the Proponent will be evaluated considering the requirements set out in B35; and the information submitted in response to B35.
- B42.9 Further to B42.1(g), the Proponent will be evaluated considering the requirements set out in B36; and providing the required documents by the applicable Proponent Team Member.
- B42.10 Further to B42.1(h), the Proponent will be evaluated considering the requirements set out in B37; and the information provided in the required documents to demonstrate that the Proponent and appropriate Proponent Team Members have the financial capacity to undertake the Project.
- B42.11 The City has full power to conduct an independent verification of information in any Qualification Submission received and generally pertaining to the qualifications and experience of the Proponent and any proposed Proponent Team Members.
- B42.11.1 Reference checks may be used to confirm information provided and may not be restricted to only those submitted by the Proponent or Proponent Team Member, and may include organizations representing Persons known to have done business with the Proponent or Team Member;
  - B42.11.2 References submitted by the Proponent or Proponent Team Members are expected not to be employed by any Proponent or any Proponent Team Member or to financially benefit from the reference or success of the Proponent or Proponent Team Member in the RFQ and/ or RFP Process; and
  - B42.11.3 Incorrect or out of date contact information for a reference may negatively impact the evaluation.
  - B42.11.4 References provided by the Proponent or Proponent team should be able to communicate in English either directly or through a translator.
- B42.12 The City may, in its sole discretion, interview any or all Proponents and Proponent Team Leads and other Proponent Team Members during the evaluation process to provide clarification or additional information in relation to its Qualification Submission. The City may adjust its scoring of a Proponent Qualification Submission based on the clarification information received by the City during the interview.

- B42.13 During the time period from the end of the RFQ Process until the issuance of the RFP, the City may, in its sole discretion, request any Proponent or Proponent Team Lead(s) to confirm that there have been no material changes to the financial information submitted by the Proponent in its Qualification Submission.
- B42.13.1 If there have been any material changes to financial information contained in the Proponent's Qualification Submission, the Proponent shall provide details of such changes in accordance with any requirements the City may impose at that time;
- B42.13.2 The City shall evaluate the new financial information submitted by the Proponent and may revise the Proponent's score and ranking to reflect the results of that evaluation; and
- B42.13.3 If the Proponent's evaluation results in a change in its ranking, or in the Proponent not meeting the pass/fail threshold for B42.1(a), B42.1(g) and B42.1(h) the City may, in its sole discretion, invite a Reserve Prequalified Proponent, based on the rankings in this RFQ Process, to be added to the list of Prequalified Proponents to participate in the RFP Process, replacing the Proponent whose score or pass/fail result was re-evaluated.
- B42.14 During the time period from the Qualification Submission Deadline until the issuance of the RFP, each Prequalified Proponent shall immediately report any material change to the Financial or Business information submitted by that Prequalified Proponent during the RFQ Process and shall resubmit the applicable Financial information and Business Information as originally required by the terms of the RFQ, and the City will evaluate such re-submitted information.
- B42.15 If the Financial or Business Information submitted in B42.14 results in the Prequalified Proponent not passing the Pass/Fail criteria for Financial or Business Information, the City may, in its sole discretion, invite a Reserve Prequalified Proponent, based on the ranking in the RFQ Process, to replace the Proponent whose score or Pass/Fail status was re-evaluated and failed pursuant to the added Financial or Business Information as evaluated by the City.
- B42.16 In the event of a tie in the final aggregate score of two or more Proponents, their respective ranking will be re-established based on their total score for B42.1(e).

### **B43. EVALUATION PROCESS**

- B43.1 The City will not open Qualification Submissions publicly. The City will evaluate the Qualification Submissions in accordance with the following steps:
- (a) step 1: The Qualification Submissions will be reviewed to determine whether they are substantially complete. For clarity, "substantially complete" is not a test of "absolute completeness", and shall not be interpreted in a manner that restricts the City's rights under the RFQ.
  - (b) step 2: The evaluation committee established by the City will evaluate the relevant portions of those Qualification Submissions that pass the substantial completeness review. The teams will evaluate, score and rank the Qualification Submissions in accordance with the evaluation criteria set out in this RFQ;
  - (c) step 3: Reference checks may be carried out for the contemplated Prequalified Proponents; and
  - (d) step 4: With reference to B5.7 and B5.8 the City or Contact Person will contact all Proponents to inform them whether or not they were determined to be Prequalified Proponents.