

REQUIREMENTS FOR PREPARING AND SUBMITTING STATEMENT OF QUALIFICATIONS (SOQ)

FOR

Pilot Sewer System Evaluation Survey (SSES)

July 31, 2013

**Pilot Sewer System Evaluation Survey (SSES) –
SOQ No. 179821.13.SS0001**



City of Memphis, Tennessee

Black & Veatch and Overland Contracting Inc. (OCI), a subsidiary of Black & Veatch, are the Program Manager and Construction Manager respectively, for the Wastewater Collection and Transmission System (WCTS) Assessment and Rehabilitation Program for the City of Memphis.

Request for Statement of Qualifications (SOQ)

Issue Date: July 31, 2013

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1.0 SOQ Submittal Instructions

Sealed Responses will be received in the office of:

City of Memphis
Attention: WCTS Assessment & Rehabilitation Program Manager
125 North Main Street, Room 620
Memphis, TN 38103

DATE: August 13, 2013

TIME: Until 3:00 PM local time
(Responses will NOT be accepted after 3:00 PM)

SOQ SUBMITTAL

The SOQ submittals will be received up and until 3:00 PM local time on August 13, 2013 at City Hall, 125 North Main Street, Room 620, Memphis, TN 38103.

The Sealed Envelope or other container containing the SOQ shall be marked at a minimum with the Respondent's name, the name of the Project and the SOQ number. Sealed Statements that are sent through the mail or other such delivery service shall be sent in such a manner so as to allow the opening of the "Mailing Container" and still have intact the sealed SOQ. On the Mailing Container the sender shall state the words that a "**SEALED RESPONSE IS ENCLOSED**" and the SOQ number.

Firms desiring to submit a Statement of Qualifications should carefully review these instructions. Compliance with all requirements will be solely the responsibility of the Respondent.

One original and three (3) copies of all Responses shall be prepared and submitted in accordance with these instructions.

REQUEST FOR STATEMENT OF QUALIFICATIONS DEFINITIONS

Terms used in this Request for Statement of Qualifications documents are defined and have the meanings assigned to them as follows. The term "OCI" means the Overland Contracting Inc. The term "Respondent" or "Firm" or "Company" or "Subcontractor" means one who submits a Response directly to OCI for the purpose stated in this Solicitation Request for Statement of Qualifications documents. The terms "Statement of Qualifications", "Response", "SOQ", or "Respondent's Response" mean all submittal documents provided by the Respondent as required by this Request for Statement of Qualifications. The terms "Request for SOQ" or "SOQ Documents" means the documents included in this Request for Statement of Qualifications.

Every effort has been made to use industry-accepted terminology in this Request for Statement of Qualifications. Any statement in this document, which uses words such as "must", "shall", "should", "provide for" or "have/provide the capability of/for", means that compliance with the intent of the statement is mandatory and that failure by the Respondent to satisfy that intent may be cause for the Response to be rejected.

FALSE OR MISLEADING STATEMENTS

If a Response contains false or misleading statements or references that do not support a function, attribute, capability or condition requested by the Responder, the entire Response may be rejected.

CLARIFICATION OF PROPOSAL

OCI reserves the right to obtain clarification of any point in a Response or to obtain additional information as necessary to properly evaluate a particular Response. Failure to respond to such a request for additional information or clarification in a timely manner may result in rejection of the Response.

ACCEPTANCE OF PROPOSAL CONTENT

The contents of any SOQ submitted for consideration will become, at OCI's option, a part of any future contract agreement. Failure to accept this condition may result in rejection of the Response.

RESPONSIVENESS

Respondents should respond to all requirements of the SOQ to the maximum extent possible and are required to clearly identify any limitations or exceptions to the requirements.

EXAMINATION OF REQUEST for SOQ DOCUMENTS

Before submitting a Response, each Respondent must:

- A. Consider federal, state and local laws, ordinances, and any other rules and regulations that may in any manner affect the Response, including but not limited to: Executive Orders 11625, 11246, 12138, 12432 and Davis-Bacon Act.
- B. Study and carefully correlate the Respondent's observations with the SOQ Documents.
- C. Notify OCI, of all conflicts, errors and discrepancies, if any, in the SOQ document submitted.

Respondents, by and through the submission of their Response, agree that they shall be held responsible for having therefore familiarized themselves with the nature and extent of the requirements in the SOQ Documents.

OCI is an affirmative action employer. Accordingly, the parties hereby incorporate by reference the requirements of Executive Order 11246, as amended, and the applicable regulations contained in 41 C.F.R. Parts 60-1 through 60-60; 29 U.S.C. Section 793 and the applicable regulations contained in 41 C.F.R. Part 60-741; 38 U.S.C. Section 4212 and the applicable regulations contained in 41 C.F.R. Part 60-250 and/or 60-300; and 29 C.F.R. Part 471, Appendix A to Subpart A.

INTERPRETATIONS AND ADDENDA

If any prospective Firm is in doubt as to the true meaning of any part of the Requirements For Preparing and Submitting Statement of Qualifications for the requested services, they may submit a written request (verbal requests will not be accepted) for an interpretation up to five (5) business days prior to the due date of the submittal. The person submitting the request will be responsible for its prompt delivery. Any interpretation of the proposed documents will be made only by addendum transmitted to each party receiving a set of such documents. OCI will not be responsible for any other explanations or interpretations of the proposed documents.

SUBMIT ALL QUESTIONS IN WRITING OR BY E-MAIL TO:

Overland Contracting Inc.

Attn: Bently Green

3485 Poplar Avenue, Suite 230

Memphis, TN 38111

E-Mail: GreenB2@bv.com

Reference Pilot Sewer System Evaluation Survey (SSES):--SOQ No. 179821.13.SS0001

Each written request must reference the Statement of Qualifications name and number "Pilot Sewer System Evaluation Survey (SSES) SOQ No. 179821.13.SS0001" in the subject line and mailed (or e-mailed) to the attention of Bently Green, Program Manager. All requests or questions should be clearly marked and must be received no later than the date and time listed in the Selection Schedule herein.

Once clarified and/or answered, a response will be returned to all Firms with the original question via addendum.

There shall be no communication between the Firm, their employees or subcontractors concerning this Statement of Qualifications to anyone within Black & Veatch or OCI except through Bently Green. Selection Committee members, other Black & Veatch or OCI personnel, are not to be contacted prior to OCI's decision to approve or reject the Selection Committee's recommendation. Failure to comply with this requirement will be grounds for disqualification.

Firms meeting pre-qualification requirements will be asked to submit a follow-up and more detailed proposal for the "Pilot Sewer System Evaluation Survey (SSES) SOQ No. 179821.13.SS0001" project. All firms that qualify for this project will automatically be qualified for future project opportunities as well.

Specifically, this NO-CONTACT PERIOD shall commence on the initial date of the advertisement for the Statement of Qualifications and continue through and include the date OCI makes its determination to approve or reject the Selection Committee's recommendation. Failure to meet any of these requirements may disqualify your Firm from consideration.

MODIFICATION OR WITHDRAWAL OF SUBMITTALS

Responses may be modified or withdrawn by an appropriate document duly executed (in the same manner that a Response must be executed) and delivered to the place where Responses are to be submitted at any time prior to the submission deadline. A request for withdrawal or a modification must be in writing and signed by an authorized person. Evidence of such authority must accompany the request for withdrawal or modification. Withdrawal of a Response will not prejudice the rights of a Responder to submit a new Response prior to the Response deadline. After expiration of the period for receiving Responses, OCI may request clarifications or additional information.

AWARD

Firms meeting the qualification requirements for condition assessment (i.e., SSES and similar) work may be asked to submit a detailed proposal for the "Pilot Sewer System Evaluation Survey (SSES) SOQ No. 179821.13.SS0001" project, as well as future projects of similar scope and complexity.

REJECTION OF RESPONSES

To the extent permitted by applicable local, state and federal laws and regulations, OCI reserves both the right to reject any and all Responses, to waive any and all informalities not involving price, time, or changes in the work with the successful Respondent, and the right to disregard all non-conforming, non-responsive, unbalanced or conditional Responses. Also, OCI reserves the right to reject a Response, in its sole discretion, if the City of Memphis believes that it would not be in its best interest to make an award to that Respondent.

OCI reserves the right to reject any Response if the evidence submitted by the Responder, or if the investigation of such Respondent, fails to satisfy OCI that such Respondent is properly qualified to carry out the obligations and to complete the work contemplated therein. All Responses will be rejected if there is reason to believe that collusion exists among Respondents. Responses will be considered irregular and may be rejected if they show serious omissions, alterations in form, additions not called for, conditions or unauthorized alterations, or irregularities of any kind.

ERRORS IN RESPONSES

Responders or their authorized representatives are expected to fully inform themselves as to the conditions, requirements and specifications before submitting Responses; failure to do so will be at the Responder's own risk.

ADDENDA

Addenda may be issued prior to the receipt of the Responses for the purpose of changing or clarifying the intent of this document. All addenda will become a part of the SOQ and the Respondent shall acknowledge receipt of all addenda in their Response.

OTHER ITEMS

This SOQ does not commit OCI to enter into a contract, nor does it obligate OCI to pay for any costs incurred in the preparation and submission of Responses or in anticipation of a contract. Costs of preparing the Statement of Qualification in response to this request are solely the responsibility of the Respondent.

By responding to this solicitation, the respondent attests that no employee of Black & Veatch, OCI, Allen & Hoshall, Allworld Project Management, Gresham Smith and Partners, Carter-Malone Group, or City of Memphis employee or any such person's spouse, child, parent, brother, sister, dependent or person assuming a relationship being the substantially equivalent of the above, has an existing or pending, direct or indirect, financial interest in the respondent's business.

No Respondents to this solicitation shall discriminate against any employee or applicant for employment because of race, religion, color, sex, age, or national origin.

2.0 SOQ SUBMITTAL REQUIREMENTS

STATEMENT OF PURPOSE

Black & Veatch and Overland Contracting (a subsidiary of Black & Veatch), as the Program Manager and Construction Manager for the Wastewater Collection and Transmission System (WCTS) Assessment and Rehabilitation Program on behalf of the City of Memphis, is soliciting qualification packages for conducting a Pilot Sewer System Evaluation Survey (SSES) in two areas in the sanitary sewer collection system within the City. The inspection and condition assessment activities for the SSES are to be undertaken by the selected contractor for the purpose of documenting the existing condition of approximately 150,000 to 200,000 linear feet of the sanitary sewer system.

Following the prequalification process outlined in this SOQ document, OCI will solicit a detailed proposal from all of the prequalified Firms and in its sole discretion will award a contract to the Firm(s) most suited for the project. OCI reserves the right to issue all or portions of the bid work to prequalified Firms.

SCOPE OF WORK DESCRIPTION

The sewer inspection services for which qualifications are being sought include:

- Location of the manhole(s) in the designated areas of the collection system and documentation of manhole inspections in compliance with NAASCO's Manhole Assessment Certification Program (MACP) compliant protocols and formats. These inspections will be supplemented by the following;
 1. Location of manhole structures based on various map source documents of varying quality.
 2. Gathering of sub-meter Global Positioning System (GPS) coordinates for each manhole cover, and;
 3. The use of a pole camera inspection to digitally document the manhole wall and pipe connections, and;
 4. Perform pole camera inspections from the manhole of each adjacent pipe attached to the manhole (incoming and outgoing).
- Coordinate field operations with the City and Program Manager and conduct customer outreach prior to the execution of smoke-testing and subsequent dyed water flooding of selected smoke release points of the designated portions of the wastewater collection system. Confirmed smoke release locations from the collection system on both public and private property will be documented with digital, written records and sub-meter GPS coordinates of the smoke release location.
- Perform light cleaning preceding CCTV inspections conducted in accordance with NASSCO's Pipeline Assessment Certification Program (PACP) compliant protocols and formats. Digitally record the inspections in a non-proprietary video format. Heavy cleaning of any pipe segment would need to be pre-approved by the Program Manager.
- Perform selected larger diameter sanitary sewer inspections using optional sonar/radar/CCTV as directed.
- Portions of the collection will be both in public rights of ways, backyards and in wooded easements. Traffic control and access to the variety of different collection system assets to be inspected and assessed will be a contractor responsibility.
- Delivery of digital MACP/PACP compliant database records in Geographic Information System (GIS) ready formats (specifications to be provided), digital site inspection photographs / videos, and other associated digital records.

SHORT-LIST PROCESS

OCI intends to prequalify one or more firm(s) based on experience and ability, including successful completion of similar projects; qualifications of personnel; and general construction performance; available bonding capacity; service experience including record keeping/administrative ability, critical path scheduling, cost control, quality control, and safety record, as described in the Selection Criteria below. Pre-qualified firms will then be asked to submit a detailed proposal on the "Pilot Sewer System Evaluation Survey (SSES) SOQ No. 179821.13.SS0001" project, as well as future projects of similar scope and complexity.

SELECTION SCHEDULE

The following schedule will be adhered to during the selection process. It is subject to change at the sole discretion of OCI.

Event	Completed By
Advertising date	July 30-31, 2013
Last date for questions	August 7, 2013
Issue Addendum for answers to questions	August 9, 2013
Receive all Statements of Qualifications (SOQs)	August 13, 2013 by 3:00 pm local time
Send notifications of short-listed firms to complete Step 2 of the Selection Criteria	No later than August 20, 2013

QUALIFICATIONS CRITERIA

The criteria that will be used to rank the firms will be based on a 100 point system and require applicable information as follows:

Step 1

- Profile and Capabilities
- Project Experience of the Firm
- Experience of the Project Manager(s)
- Experience of the Superintendent(s)

Step 2

- Successful completion of the City of Memphis' Vendor Registration process
- Successful completion of Black & Veatch's Supplier/Subcontractor Registry process

STATEMENT OF QUALIFICATIONS FORMAT

SOQs should be concise. Excessive language or unclear SOQ responses may jeopardize your Firm's chances of being approved for the project. The SOQ must comply with the format and content described in the following Tabs. Dividers with tabs should separate each section of the SOQ, and the tabs should be labeled with the Tab numbers listed below. The SOQ is to be limited to a maximum of 75 pages not including the front and back covers and the dividers. Do not include any information in the SOQ that is not specifically requested. Total scoring of qualifications is identified by each tab.

Tab 1: Cover Letter

The one-page cover letter should briefly introduce the firm. It should list three (3) reasons why the firm is uniquely qualified to undertake the work contemplated by OCI, and should also state that no conflicts of interest exist for the work to be performed.

Tab 2: Profile & Capabilities (15 points)

Provide the following information for the Firm:

- Number of years in business
- Corporate headquarters address
- Address of the local office where work on this project will be performed
- ~~Copy of Tennessee certifications pertinent to type of work~~N/A (duplicate to Tab 7 requirements)
- ~~Copy of Tennessee licenses pertinent to the type of work~~N/A (duplicate to Tab 7 requirements)
- Total number of employees overall and in the local office
- Breakdown of the number of employees by job classification. For example, list number of project managers, superintendents, trades, estimators, field people, clerical, etc., overall and in the local office.
- Equipment (# of trucks with CCTV, age of fleet, type)
- Provide any additional information (Limit 3 pages) you wish for OCI to consider in this proposal.
- To the extent possible, provide names and addresses of any subcontractors that are contemplated for the project, and the services they will provide.
- Brief description of all litigation and outcome(s) during the last three years, plus any pending litigation.
- Name of insurance carrier(s) and bonding companies (including bonding capacity), address, name and telephone number of contact person, and current liability insurance limits.

The following minimum insurance amounts or greater are provided as examples of required limits. Actual required limits may vary and will be indicated in subsequent RFP documents (this information is being provided for informational purposes only and submittal of insurance certificates is not required):

Commercial General Liability: \$2,000,000 in the aggregate and \$1,000,000 for each occurrence

Endorsements: **Indemnified Parties as additional insured, waiver of subrogation to Indemnified Parties**, cross-liability or severability of interest clause, a per project aggregate endorsement, and coverage for personal injury liability, contractual liability, products and completed operations (covering lawsuits brought in the USA and the country of the Jobsite), explosion, building collapse, and damage to underground property.

Umbrella Insurance: \$4,000,000 for each occurrence and in the aggregate.

Endorsements: Indemnified Parties as additional insured, waiver of subrogation to Indemnified Parties, cross-liability or severability of interest clause, a per project aggregate endorsement, and coverage for personal injury liability, contractual liability, products and completed operations (covering lawsuits brought in the USA and the country of the Jobsite), explosion, building collapse, and damage to underground property.

Workers Compensation: \$1,000,000

Endorsements: waiver of subrogation to Indemnified Parties, for US work "all states" or "other states" endorsement and employer's liability insurance protecting Subcontractor against claims for injury, disease or death of employees which are not covered by the worker's compensation insurance.

Employers Liability: \$1,000,000 for each occurrence and in the aggregate.

Endorsements: waiver of subrogation to Indemnified Parties, for US work "all states" or "other states" endorsement and employer's liability insurance protecting Subcontractor against claims for injury, disease or death of employees which are not covered by the worker's compensation insurance.

Automobile: \$1,000,000 for each occurrence and in the aggregate, covering owned, non-owned and hired vehicles. Endorsements: waiver of subrogation to Indemnified Parties

Professional Liability (if applicable): \$1,000,000 for each occurrence and in the aggregate.

Subcontractor shall give Purchaser ACORD insurance certificates evidencing the required coverage no later than 30 calendar days after Effective Date, or prior to mobilization, whichever is earlier.

Pollution Liability Insurance: This insurance shall protect Subcontractor and Indemnified Parties as additional insured against claims arising out of pollution and excluded from the commercial general liability and comprehensive automobile liability policies. This insurance shall be coordinated with the commercial general liability policy and provide bodily injury and property damage coverage similar to the commercial general liability policy. Coverage shall include contractual liability. The policy limits shall be in at least the amount of \$2,000,000 for each occurrence and \$5,000,000 in the aggregate.

Tab 3: Project Staffing (10 points)

- List the Primary Project Manager and Superintendent that the firm commits to use on this Contract.
- List additional Project Managers and Superintendents that may be utilized in the event that assignments overlap.
- Include the percent availability for the proposed staff.
- Provide resumes for key staff.
- Indicate the level of past experience key staff has with GPS and/or MACP/PACP inspections of sanitary sewer system assets.

Tab 4: Experience of the Firm (20 points)

- List at least 5 similar projects completed by the firm of at least \$500,000 or more.
- Detail how the firm has managed and partnered with DBE/MBE/WBE/SBE companies on other projects with similar scope and magnitude.
- Identify the specific year(s) projects were completed; owner name; owner contact person, telephone number and email address; brief project description, project size; project location; project completion date; initial and final contract price. List all local projects first.
- Recent projects are preferred.

Tab 5: Experience of the Project Manager(s) (5 points)

- List at least 2 similar projects completed by the Project Manager and Project Superintendent of at least \$500,000 or more for project construction.
- Identify the specific year(s) projects were completed; owner name; owner contact person, telephone number and email address; brief project description, project size; project location; project completion date; initial and final contract price. List all local projects first.
- Recent projects are preferred.

Tab 6: Financial Information (10 points)

- Provide the Firm's Dunn & Bradstreet number or the Annual Financial Report for the last two years, which may be submitted in a separate envelope and remain confidential.

Tab 7: Licenses (Pass/Fail)

- The Firm must be properly certified by the Tennessee Secretary of State to do business in Tennessee. Provide a copy of certification for proper incorporation from the Tennessee Secretary of State. State if company is a corporation, joint venture, or partnership.
- The Firm must be properly licensed at the time of submission. Provide copy of current Tennessee General Contractor license.

Tab 8: Safety Requirements (25 points)

Provide the following information for the Firm:

- Identify if the Firm has a written safety, health and accident prevention policy.
- Identify if the Firm has a full time Safety and Health Manager. If yes, provide resume.
- Identify if the Firm has a documented safety, health, and accident prevention program/system.
- Identify if the Firm's program has a documented safety and health training program.
- Identify if the Firm has a documented drug & alcohol free workplace program that includes pre-employment testing, post accident testing, for cause testing, random testing, and if program includes all employees.
- The Firm's present Experience Modification Rate (EMR).
- The Firm's EMR rate for the prior two years.
- Provide a copy of the last three years OSHA 300 and 300A logs.
- Provide all details of any federal or state plan OSHA citations received in the past 3 years.

Tab 9: Quality (15 points)

- Identify if the Firm has a written quality assurance policy.
- Identify if the Firm has a full time QA Manager. If yes, provide resume.

Maximum allowable score: 100 points

Cover Letter – No points

Profile & Capabilities – 15 points

Project Staffing – 10 points

Experience of the Firm – 20 points

Experience of the Project Manager – 5 points

Financial Information – 10 points

Safety – 25 points

Quality – 15 points

3.0 EXHIBIT INFORMATION

Attachment A – Pilot **Sewer System Evaluation Survey (SSES)** Area Overview Map