

*Request for Qualifications & Conceptual Proposals*  
*Public Private Education Facilities & Infrastructure Act of 2002*



on Behalf of the Southside Network Authority

Southside Hampton Roads Regional Fiber  
Connectivity Ring

RFP No. SNA-RFP-2021-02

May 20, 2021



## **I. PURPOSE & GENERAL PROCESS**

This is a solicitation issued by the Southside Network Authority (the “Authority”) for one or more private partner(s) to partner with the Authority to design, build, finance, operate, and maintain the Regional Connectivity Ring (RCR), a fiber optic network that will interconnect the five cities of South Hampton Roads. This solicitation is issued under the Authority’s powers as a responsible public entity under the Public-Private Education Facilities and Infrastructure Act of 2002 (the “Act”).

This solicitation covers the Conceptual Phase of the process of selecting a proposer or proposers to partner with the Authority on the project. In the Conceptual Phase, the proposer should provide conceptual information as set forth in this solicitation, focusing on qualifications and experience, project characteristics, project financing, and project benefits and compatibility with the Authority’s goals.

The Authority may, but need not, proceed to the Detail Phase with one or more proposers. In the Detail Phase, the proposer(s) will be invited to submit further details, enter into formal negotiations with the Authority on formation of a public private partnership, and enter into a public input process. If this leads to an agreement that appears, in the judgment of the Authority, to provide the necessary public services and provide a substantial benefit to the public and to the region, the Authority may elect to enter into an interim or comprehensive agreement.

Following the Detail Phase, the Authority may enter into Interim Agreement(s) with one or more proposers. At least 30 days prior to entering the Interim Agreement, the Authority will hold one or more public hearings to obtain input on the project. During the Interim Phase, the Authority and the proposer will work collaboratively to design the project, obtain real estate interests and licenses, obtain governmental permits and approvals, put in place financing, and negotiate the specifics of construction and long-term operation of the project.

The Interim Phase may be followed by the Comprehensive Phase, in which the Authority and its partner will complete design and construct, finance, operate, and maintain the project.

## **II. BACKGROUND**

### ***A. Background on Region***

The Authority is a regional political subdivision of the Commonwealth of Virginia formed by five cities in South Hampton Roads: the Cities of Chesapeake, Norfolk, Portsmouth, Suffolk, and Virginia Beach. Collectively, the five cities have over 1.1 million citizens and cover approximately 1,400 square miles. They are part of the larger, 17-locality Hampton Roads region, the population of which approaches 2 million.

The port of Hampton Roads is the largest seaport on the east coast of the United States. In recent years, however, it has also become a large digital port as a result of the construction of a number of undersea cables beginning in Virginia Beach and connecting to locations in South America as well as Europe. The trans-Atlantic undersea cables provide unprecedented internet speeds to the region and provide an enormous internet hub opportunity similar to Ashburn, Virginia, providing our fiber ring customers with direct access to the internet super-highway and

contributing to additional fiber ring demand. Our region is the only digital port between New York and Miami, and we will be able to handle more data than the older infrastructure serving those regions. This capacity will facilitate smart community development and accelerate equitable economic growth. Additionally, the combination of undersea cables and our regional connectivity ring will facilitate the growth of data centers within the region. For example, once completed, the Globalinx Carrier Hotel in Corporate Landing will provide high capacity, reliable connectivity options to carriers, data center, and colocation facility operators.

### ***B. History of Project***

In 2018 and 2019, the Cities, working with the Hampton Roads Planning District Commission (HRPDC), formed a regional broadband working group to consider the best methods of moving forward with a regional solution to the Cities' broadband issues. These issues included a need for more and more affordable internal connectivity for governmental operations, equity and affordability concerns in general as compared to similar metropolitan areas, a perceived lack of responsiveness by incumbent providers to the needs of the business community and economic development prospects, a relative lack of broadband infrastructure by comparison to comparable metropolitan areas, and concerns about the security and scalability of existing, privately-owned regional networks.

Initially, the working group retained Broadband Telecom–CAS Severn, a broadband consultant, to assist it in needs analysis, feasibility analysis, and initial scoping. A report entitled *Hampton Roads Regional Connectivity Ring Master Plan*, dated December 31, 2018 (the “30% Design Plan”), laid out background, important considerations, and a 30% conceptual design for a 104-mile regional fiber ring. That year, the working group also retained the law firm of Guynn, Waddell, Carroll, and Lockaby to assist it in assessing options and forming a regional governance and collective decision-making mechanism. After careful analysis of several options and the limitations presented by state and federal law, the Cities decided on a public service authority under the Virginia Wireless Service Authorities Act as the appropriate vehicle for regional decision-making on behalf of the Cities.

The Southside Network Authority was created effective November 15, 2019. In 2020, it hired its first Executive Director, Steven DeBerry, to spearhead administration of the project. In summer 2020, it released a request for proposals for a design professional to provide engineering expertise as the plan for the fiber ring project matured. The Authority retained CTC Technology & Energy, which has provided a 60% design, feasibility analysis, and a predicted price for the regional connectivity ring (the “60% Design”) as well as several business case analysis strategies for funding, designing, constructing, operating and managing the regional connectivity ring. This design slightly extended the length of the ring to approximately 120 miles, in order to provide connections to regional anchor institutions. CTC has been retained for potential scopes of work that include either being the A/E on traditional delivery of the project, or providing as design oversight and project management expertise on a public-private partnership. CTC is anticipated to be the project manager and ongoing design professional for the Authority on this project.

Ultimately, the Authority envisions its work encompassing the entire 17-locality HRPDC region. After the initial fiber ring, future build-out to the Peninsula localities<sup>1</sup> and the inland Southside localities<sup>2</sup> will follow. While as yet undetermined, some of these localities may wish to join the Authority as members, while others may work collaboratively with it to achieve mutual goals without taking on full membership commitments.

The Authority Board of Directors is composed of five voting members and five alternate members, two from each of the five Cities:

<b>City</b>	<b>Voting Director</b>	<b>Alternate Director</b>
Chesapeake	Hon. Susan Vitale, City Councilor, Chair	Scott Fairholm, City Chief Information Officer
Norfolk	Hon. Andria McClellan, City Councilor, Vice-Chair	Catheryn Whitesell, Deputy City Manager
Portsmouth	Daniel Jones, City Chief Information Officer	Angel Jones, City Manager
Suffolk	Albert Moor, City Manager	Regina Chandler, City Chief Information Officer
Virginia Beach	Hon. Rosemary Wilson, City Councilor	Peter Wallace, City Chief Information Officer

Steven DeBerry is the Executive Director and Secretary/Treasurer of the Board of Directors. Michael Lockaby of Guynn, Waddell, Carroll & Lockaby, P.C., is counsel to the Authority. Matthew DeHaven of CTC Technology & Energy is the primary design professional for this project.

### **III. STATUS OF PROJECT AND RESPONSIBLE PUBLIC ENTITY PRIORITIES**

On February 26, 2021, the Board of Directors of the Authority authorized its staff to pursue and find as much information as possible regarding two potential options for constructing the project: (1) traditional delivery, and (2) a public-private partnership. This solicitation is intended to open the path to a public-private partnership. You may submit parallel proposals in response to both procurement tracks.

#### ***A. Status of Project Design.***

The Authority has completed the 60% Design of the RCR, reflecting a final determination of planned fiber routes and construction specifications for the traditional delivery construction approach. As designed, the estimated construction cost for the RCR is \$23.8M, with annual maintenance costs of approximately \$750K required to maintain the physical network and deliver data transport and internet connectivity services required for the internal governmental purposes of the Five Cities.

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<sup>1</sup> The cities of Hampton, Newport News, Poquoson, and Williamsburg, and the counties of York, James City, and Gloucester.

<sup>2</sup> The city of Franklin, town of Smithfield, and Isle of Wight, Southampton, and Surry counties.

The full 60% design is confidential because it contains critical infrastructure information relating to public telecommunications equipment and systems. However, interested proposers may review technical information under appropriate safeguards by making arrangements with the Authority's Executive Director.

***B. Priorities of the Authority.***

The Authority is interested in ensuring that the approach of the public-private partnership effectively serves community needs and addresses the initial concerns that led the Cities to form it. Important priorities are:

- Reliable and secure backhaul communications connectivity to support the needs of public safety entities and national security institutions.
- Availability of dark fiber for internal governmental needs of the Cities.
- Foster an ecosystem for low-cost internet service providers to meet demand for affordable internet to address both the business and the residential Digital Divide in the Cities.
- Provide bandwidth to support growing educational needs (e.g., virtual classrooms).
- Provide affordable access to underserved and unserved citizens to address the residential Digital Divide. (Affordability/availability of service to low- and moderate-income households and households with poor credit).
- Attract new enterprises with high-paying jobs to region (i.e. Biomed, cyber security, corporate headquarters, and financial services).
- Enable strategic partnerships between commercial providers leveraging subsea cables and data centers and anchor institutions such as colleges, universities, hospitals, the Commonwealth of Virginia, and the armed forces.
- Expedited service availability or arrangements to benefit economic development prospects or other community development needs.
- Provide competitive and non-discriminatory access to middle-mile fiber to promote investment by commercial providers in innovative and competitively priced last-mile broadband services—the RCR is not to be used exclusively for the proposer and the Authority and its members, rather it must be available to facilitate competitive delivery of broadband services on an open access basis.
- Expand accessibility to subsea cables and related localized commercial data center infrastructure.
- Support broadband needs of business incubators, technology innovators, product accelerators, and data centers.
- Expand advanced technology business creation and retain newly educated/skilled workforce.

The Authority also may take into consideration innovative concepts, and the scalability of the project to serve the entire HRPDC region.

#### IV. CONCEPTUAL PROPOSAL SUBMISSION REQUIREMENTS

This section contains information for how to respond to this RFP. You may decide to offer only some of the project functions (design, build, finance, operate, maintain). For example, you may wish only to carry out design and construction, or you may wish to provide only financing, operations, and maintenance. If so, please omit the irrelevant information required in this section of the RFP. However, your proposal must still cover significant expectations and limiting factors regarding each of these areas that you wish to have the Authority or other partners handle.

You are required to comply with the following provisions in preparing your proposal. Where instructions appear to conflict and no order of precedence is specified, the most stringent requirement applies. Any information given to one prospective proposer will be provided promptly to all other prospective proposers who are known to have expressed interest. If the information is necessary to submit an offer, or if the lack of the information appears, in the sole judgment of the Authority, to be prejudicial to any other prospective proposers, the information will be furnished as an amendment or addendum to this solicitation. The following sections should be included in any conceptual proposal:

Section	Description
	Cover Letter & Executive Summary
Part A	Background on Firm & Team Qualifications
Part B	Project Characteristics and Approach
Part C	Proposed Long-Term Operations & Maintenance Strategy
Part D	Proposed Legal Structure & Financing Strategy
Part E	Project Experience & References
Part F	Unique or Unusual Capabilities of the Firm
Part G	Other Matters Deemed Relevant by the Firm
Part H	Procurement Forms

##### ***A. Instructions on Part A—Background on Firm & Team Qualifications.***

In Part A, you should address the legal structure of the firm or consortium of firms making the proposal. Identify the organizational structure for the team that you envision carrying out the project, the management approach, and how each partner and major subcontractor in the structure fits into the overall team. Describe the experience of the firm or consortium of firms making the proposal and the key principals involved in the proposed project, including experience with projects in the same industry of comparable size and complexity, preferably also delivered through an alternative, non-traditional delivery process. Describe the length of time in business, business experience, public sector experience, and other engagements of the firm or consortium of firms. Include the identity of any firms that will provide design, construction and completion guarantees and warranties, and a description of such guarantees and warranties.

You must also provide the names, addresses, and telephone numbers of persons within the firm or consortium of firms who may be contacted for further information. You should also provide

resumes or curricula vitae of key personnel who would be assigned to the project. Each resume or curriculum vitae should not exceed three pages in length and should highlight relevant experience.

You must also provide a current or most recently audited financial statement of the firm or firms and each partner with an equity interest of 20% or greater (a “Principal Member” of the consortium). You should also provide evidence from the entity that will provide construction services of financial capability to provide construction and payment bonds for the project as required by the Act.<sup>3</sup>

You must also identify any persons involved with the Authority that you know would be obligated to disqualify themselves from participation in any transaction arising from or in connection to the project pursuant to the Virginia State and Local Government Conflict of Interests Act, Chapter 31 (§ 2.2-3100 et seq.) of Title 2.2.

Finally, you and each Principal Member must provide both background and qualifications on the firm and of key individuals in the firm who would be principal members of the team working on the project. Please indicate experience both of the firm and key individuals with: (1) public/private partnerships; (2) construction and operation of internet projects, with specific attention to fiber-optic systems; and (3) experience with the regulatory agencies with authority over this type of project. A form for you to use to provide this information is attached as **Attachment A**. You may attach additional pages as necessary to provide the required information.

## ***B. Instructions on Part B—Project Characteristics and Approach.***

### *1. Design.*

The current design of the RCR entails the construction of underground communications conduit and fiber optic cables to meet the internal needs of the Cities and near-term requirements for partners and customers. The physical routes were selected to coincide with particular requirements for internal connectivity and candidate targets for potential economic development and digital equity initiatives. The design includes placement of underground vaults to enable access to the RCR conduit and fiber infrastructure on a frequent basis, and includes spare conduit to enable expansion of fiber capacity to meet longer term needs of the region.

Identify how your design approach will leverage the existing RCR design or provide similar infrastructure to meet the specified priorities of the Authority, and describe the proposed process for completion of the design in terms of (1) who will be responsible for contracting or completing the final designs and permitting; (2) to what degree the Authority will be able to specify design attributes, including but not limited to physical routes, conduit capacity, and fiber capacity; and (3) how fiber and conduit capacity will be allocated to the Authority for its internal purposes.

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<sup>3</sup> Va. Code §§ 56-575.9(A)(1), 2.2-4337.

## 2. Construction.

Describe your proposed approach to construction of the network in terms of who will be responsible for contracting or providing the necessary material and labor resources for construction, management, and oversight.

To the extent your proposal entails the provision of construction services, describe and provide any relevant internal documents demonstrating that your organization has the capabilities, capacity, and established processes necessary to perform the required work in a manner that ensures worker safety and quality control, including:

- Technical approach to construction of fiber optic infrastructure detailing, at a minimum, the partner's (1) approach to utility locates and test pitting; (2) methods for protection of fiber optic cable and related materials from damage during installation; (3) equipment to be used; (4) approach to work area protection; (5) approach to material sourcing and warehousing to facilitate timely delivery to meet project timelines; and (6) approach to project status reporting and communications with the Authority.
- A proposed Management Plan to include a staffing plan indicating the number and qualifications of in-house personnel; a subcontracting plan indicating the proposed subcontractors to be used; a quality control plan that identifies key roles and responsibilities; and a safety plan demonstrating compliance with OSHA and other applicable requirements.
- Quality control and safety policies, processes, and procedures.
- An inventory of local staffing and equipment resources available to support construction and maintenance efforts, identifying any subcontractor resources anticipated to be used.

### ***C. Instructions on Part C—Proposed Long-Term Operations & Maintenance Strategy.***

Describe the proposed approach to operations and maintenance of the RCR in relation to the following:

- Capabilities and capacity of personnel and equipment to effect repairs, perform routine maintenance, and perform locates in response to utility locate requests through the Virginia 811 system;
- Target timeframes for damage response and repairs of the RCR fiber infrastructure;
- Types of services and rates structures for any services anticipated to be provided using the RCR infrastructure;
- Anticipated roles and responsibilities of any contractors in relation to maintenance and provision of services over the RCR; and
- High-level profile of target market and marketing strategy for services to be provided over the RCR.

## ***D. Instructions on Part D—Proposed Legal Structure & Financing Strategy.***

### ***1. Legal Structure of Public-Private Partnership.***

Identify the legal structure of the proposed project. Potential ownership structures include, but are not necessarily limited to:

- (1) Authority ownership with the private partner primarily providing financing and long-term operating and maintenance services.
- (2) Authority ownership on long-term lease or concession to the private partner or a special purpose entity. If this option is chosen, identify the general structure of the lease or concession. If a special purpose entity, identify the type and potential legal structure of the entity, including the relative control interests of the Authority and the private entity within its management structure.
- (3) Ownership by a special purpose entity with multiple membership or control interests of the Authority and the private entity. If this option is chosen, identify the type and potential legal structure of the entity, including the relative control interests of the Authority, the private entity, and any other partners within its management structure.
- (4) Ownership by an operating arm of the private entity.

Because of the changing nature of the telecommunications industry and the long-term nature of this partnership, the proposal should pay special attention to shared long-term control mechanisms of the project and the tax consequences of different possible legal structures. For example, a discussion of tax consequences might include reference to federal and state income taxes both with regard to revenue streams and taxable or tax-exempt financing, communications sales and use tax, and local property and business license taxes.

### ***2. Capital for Design/Build Phase.***

Submit a proposed plan for obtaining and providing the capital necessary to the construction phase of the project as laid out in subsection B, above, and provide initial working capital until the project becomes self-supporting. Identify any local, state, or federal resources that the proposer contemplates requesting for the project. This should also include a discussion of the envisioned weighted cost of capital for the project. Interest rate and rate of return assumptions used to determine feasibility of financing alternatives and the projected weighted cost of capital should be stated and explained. The plan should include discussion of the decision to include or omit the following elements, at a minimum:

- (1) Private equity investments. This should include a discussion of the nature of the equity investment, whether it is private equity, equity directly or indirectly provided by publicly-traded entities, leveraged equity, or other forms of equity.
- (2) Debt. Identify debt components, their nature, proposed cost, and types of security interests tied to the debt component. Identify if you envision use of bank loans, negotiated bond placements, competitively bid bonds, mezzanine debt, financing

leases, or other debt instruments, their potential costs, and the potential for any debt to be convertible to equity interests (if applicable).

- (3) Equity, loans, or guarantees from the Authority or any of its members, covering the total commitment, if any, expected from governmental sources and the timing of any anticipated commitment. Your discussion should include any direct or indirect guarantees or pledges of the Authority's or its members' credit or revenue.
- (4) Any grants from public or private sources, the probability of obtaining any such grants, and the impact a grant would have on the feasibility of the project, the weighted cost of capital, and the required revenue stream.

Include a list and discussion of assumptions underlying all major elements of the financing plan, including any projections for required revenues from service fees generated by the network required to support the financing of its construction. Address issues that might arise with financing due to federal and state tax issues. Stated assumptions should include all significant transactional fees or costs of issuance associated with financing under the recommended financing approach.

### *3. Project Revenues in Operation and Maintenance Phase.*

Identify the amounts and the terms and conditions for any revenue sources. Explain how sufficient revenue would be realized to ensure payment of operating and maintenance costs as laid out in subsection C above, and provide for repayment of debt and payment of desired rates of return on equity based on the financing plan in subsection D.2. Explain a proposed plan of pricing for service or of determining pricing to the public or anchor entities for wholesale or retail service or dark fiber leasing. If a revenue conversion factor is assumed, explain the bases for the revenue conversion rate assumption. Show your anticipated requirements for working capital until the project becomes cash-flow positive. If the revenue is dependent on contingencies occurring, state the contingencies.

If the business plan includes revenue sharing between the Authority and the private entity, explain the terms and conditions of the revenue sharing. If an availability fee from the Authority or its members is contemplated, state the terms and conditions under which it could occur.

### *4. Windup.*

If the proposed financing plan includes a concession, explain how the project would be turned over to the Authority at the close of the concession. Regardless of the ownership form, explain the terms and conditions for unwinding the project in the event it fails, either due to technical or financial reasons, as required by the Act.<sup>4</sup>

### ***E. Instructions on Part E—Project Experience & References.***

The proposer should provide details on not more than three previous experiences with similar projects, either in terms of legal/financial structure, the technical approach, the business approach or all three. Include a description of the scope and type of project, and the name and

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<sup>4</sup> Va. Code § 56-575.11(A).

contact information of a person involved in the project who does not work for your firm whom the Authority can contact to discuss your performance. A form to report on similar projects is attached as **Attachment A**.

***F. Instructions on Part F—Unique or Unusual Capabilities of the Firm.***

Describe any unusual or unique capabilities, experience, tools, or perspectives the proposer has related to the project. This section may expand on items covered in previous sections or introduce new information on the firm or on team members.

***G. Instructions on Part G—Other Matters Deemed Relevant by the Firm/Consortium.***

A proposer may submit further information it considers necessary and appropriate for the consideration of the Authority.

***H. Instructions on Part H—Procurement Forms.***

Proposers must submit the following forms attached to this solicitation:

- Attachment A — Experience
- Attachment B — Financial Responsibility
- Attachment C — Non-Collusion Statement
- Attachment D — Certification of Compliance with Immigration Laws and Regulations
- Attachment E — State Corporation Commission Certification
- Attachment F — SWaM/DBE Certification Form
- Attachment G — Partner Responsibility Matrix

**V. COPIES & SUBMISSION**

Each proposer should submit **one original** and **seven paper copies** of its proposal, signed by an official of the proposer with actual authority to sign the proposal, together with **one electronic copy**, which may be submitted upon a CD- or DVD-ROM, or upon a flash drive.

Deliver proposals by mail or hand delivery to:

Hampton Roads Planning District Commission  
Attn: Danetta Jankosky, Procurement Officer  
723 Woodlake Drive  
Chesapeake, VA 23320

The Authority reminds proposers that changes to this solicitation, in the form of addenda or written clarifications, will be issued as late as August 13, 2021. Notice of the addenda will be posted to the Hampton Roads Planning District Commission's website at <https://www.hrpdca.gov/page/procurement/>.

The proposer has the responsibility to identify and describe clearly the services it proposes. Proposers should take into account that not only the content, but also the form and clarity of their proposals are considerations the Authority will take into account. If the Authority cannot determine

what is being proposed, it is likely to reject the proposal. All information should be submitted in an organized, easy-to-understand manner.

No fee or bond is required to submit a conceptual proposal. The Authority reserves the right to require a fee or bond at subsequent stages in the PPEA process.

The Authority will reject proposals received after the date and time of closing and return them to the proposer unopened. Timely submission of proposals is the sole responsibility of the proposer.

## **VI. SELECTION PROCESS AND CRITERIA**

In accordance with the Authority’s PPEA Guidelines, the Authority has created and appointed a selection committee to advise the Board of Directors on technical aspects of proposals. The function of the PPEA Selection Committee is to work with the Executive Director to evaluate the PPEA proposals and to make a recommendation to the Board of Directors on whether and with whom the Board should proceed to the Detail Phase and possibly authorize negotiation and entry of an Interim or Comprehensive Agreement.

The selection process will generally follow the process for procurement of non-professional services by competitive negotiation under the Virginia Public Procurement Act. It should choose the proposal that is the “best value,” that is, the proposal that represents the overall combination of quality, price, and various elements of required services that in total are optimal relative to the Authority’s needs.

The Executive Director will forward proposals to the Committee members following closing of the submission period. The Committee will hold at least one meeting at which it will evaluate, discuss, and rank proposals. It will make memoranda of its meetings and the proceedings and any decisions made. The point values of the criteria are:

<b>Item</b>	<b>Points</b>
Qualifications and experience of the proposer.....	25
Design/construction approach.....	20
Operation and maintenance approach.....	20
Financing strategy.....	25
Community impacts.....	10

The Committee will then interview top conceptual proposers in an effort to understand, clarify, and narrow their choices and the scope of the proposals. The number of proposers to interview is in the discretion of the Committee.

In making its final recommendation to the Board of Directors, the Committee will rescore the proposers who have been interviewed, taking into account both the initial proposals as clarified and supplemented by the proposers’ interviews. The Committee may recommend to the Executive Director and the Board of Directors: (1) That the Authority not move forward with any conceptual proposer; (2) that it move forward to the Detailed or Interim Phase with one proposer; or (3) that the Authority should choose between two or more proposers who it has qualified to move to the Detailed or Interim Phase. In making its final recommendation, the Committee shall provide the

Board a memorandum detailing its rationale for its recommendation with reference to these criteria.

The members of the Selection Committee are:

Hon. Susan Vitale, Board Chair, Chesapeake City Councilor  
Hon. Rosemary Wilson, Virginia Beach City Councilor  
Daniel Jones, City of Portsmouth Chief Information Officer  
Peter Wallace, Virginia Beach Chief Information Officer  
Scott Fairholm, Chesapeake Chief Information Officer  
Catheryn Whitesell, Norfolk Deputy City Manager  
Steven DeBerry, Southside Network Authority Executive Director

Without limitation, the Committee will consider, in making its evaluation, the following elements:

**Qualifications and Experience of the Proposer:**

1. Experience with similar projects;
2. Demonstration of ability to perform work;
3. Leadership structure;
4. Project manager's experience;
5. Business integrity and track record;
6. Management approach; and
7. Financial condition.

**Design/Construction Approach:**

1. Quality of project approach;
2. Original delivery concepts;
3. Proposed project schedule;
4. Estimated cost, both initial and life-cycle;
5. Technology and technical feasibility;
6. Conformity to laws, regulations, and standards;
7. Cost escalation risk or sharing of savings;
8. Environmental impacts; and
9. State and local permits.

**Operation and Maintenance Approach:**

1. Quality of service to customers;
2. Affordability and digital equity;
3. Availability to unserved, underserved, and bad-credit customers;
4. Scalability of the project business model to other areas of the HRPDC region;
5. Security of the system and usefulness for secure and armed forces-related purposes;
6. Marketing skill and last-mile strategy;
7. Open access for potential last-mile providers; and
8. Planning for relationships with anchor institutions.

**Project Financing Approach:**

1. Cost and benefit to the Authority;
2. Financing and the impact on the debt burden of the Authority;
3. Financial plan, including the degree to which the proposer has conducted due diligence investigation and analysis of the proposed financial plan and the results of any such inquiries or studies;
4. Weighted cost of capital and other terms and conditions of capital;
5. Legal structure of the public-private partnership arrangement and long-term control of the project for the Authority;
6. Risk and revenue-sharing provisions;
7. Quality of assumptions and scope of revenue risk, both to the Authority and to the project;
8. Opportunity costs assessment; and
9. The identity, credit history, past performance of any third party that will provide financing for the project and the nature and timing of its commitment, as applicable.

**Community Impacts**

1. Impacts, interactions, and future plans with the County's existing providers;
2. Comments at the public hearing on the proposals;
3. Scalability and spinoff benefits to the entire HRPDC region;
4. Anticipated impact on availability and price of internet throughout the HRPDC region;
5. Neighborhood and community development impacts, if any; and
6. Economic development impacts.

**Original Concepts**

One of the great benefits of procurement under the Act is that it opens the possibility of a firm adding original concepts or approaches. The original concepts category allows the Committee to award points for approaches and possibilities that had not occurred to the Authority but that have substantial promise to advance the project.

## **VII. TRADE SECRETS & PROPRIETARY INFORMATION**

All information submitted by proposers is presumed to be open to public inspection following the deadline for submissions in accordance with the Virginia Freedom of Information Act. However, proposers may designate information that it believes is proprietary and confidential, which will not be disclosed, in accordance with applicable law. However, this is subject to the following criteria:

- The proposal must reasonably and thoughtfully differentiate confidential from non-confidential information and mark confidential pages accordingly. Proposals that are designated confidential in their entirety will not be protected from disclosure.
- The proposer must clearly invoke this protection, in writing, in its cover letter and executive summary.
- The proposer must submit a letter or memorandum stating the reasons why protection is necessary.

Upon receipt of a proposal that designates portions as confidential and proprietary, the Authority's Agent will make a determination of the applicability of the exclusions, and send a proposer a written determination of the scope and applicability of the protection. The proposer may then remove its entire proposal or the unprotected information from consideration, at its election, by taking prompt action.

## **VIII. MISCELLANEOUS**

All proposers must submit the non-collusion form attached to this proposal. Proposers are reminded that collusion, kickbacks, attempts to contact and influence decision-makers on this solicitation, and other activity designed to improperly influence the process not only will disqualify any proposer from consideration, but may be prosecuted criminally and civilly as violations of the Virginia Conflicts of Interests Act, the Virginia Governmental Frauds Act, and may be considered embezzlement or attempted embezzlement of federal funds, if they are used in any proposal. **Proposers or potential proposers should not contact or attempt to contact any member of the Selection Committee or the Board of Directors. All such inquiries should be directed to the Executive Director.**

## Attachment A

### Experience

Provide information on similar projects carried out by your firm/consortium below. If the consortium has formed for the purpose of the present project, provide project and references for key members of the consortium.

If you believe additional information on projects is desirable, please attach further information.

#### Representative Project 1:

Project Name: \_\_\_\_\_

Project Address:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Public Entity Name: \_\_\_\_\_

Public Entity Address:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Public Entity Phone: \_\_\_\_\_ Public Entity Fax: \_\_\_\_\_

Public Entity Email: \_\_\_\_\_

Describe key lessons learned:

**Representative Project 2:**

Project Name: \_\_\_\_\_

Project Address:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Public Entity Name: \_\_\_\_\_

Public Entity Address:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Public Entity Phone: \_\_\_\_\_ Public Entity Fax: \_\_\_\_\_

Public Entity Email: \_\_\_\_\_

Describe key lessons learned:

**Representative Project 3:**

Project Name: \_\_\_\_\_

Project Address:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Public Entity Name: \_\_\_\_\_

Public Entity Address:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Public Entity Phone: \_\_\_\_\_ Public Entity Fax: \_\_\_\_\_

Public Entity Email: \_\_\_\_\_

Describe key lessons learned:

**Attachment B**

**Financial Responsibility**

**I. Financial Responsibility**

For the partner in the consortium that will carry out construction activities, provide a letter from your surety company listing your organization’s current single Project and total Projects bonding capacity, including such information for the local or regional office that will be used in delivering the services to be provided on the Project; attach this letter to this Application. If you propose to bid out construction separately, this section may be omitted.

Name of Bonding Company:

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Address:

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Information on Attorney-in-Fact:

Telephone: \_\_\_\_\_

Fax: \_\_\_\_\_

Email: \_\_\_\_\_

Is the Bonding Company on the United States Department of the Treasury list of acceptable surety corporations?

- Yes
- No

Is the Bonding Company licensed to transact surety business in the Commonwealth of Virginia?

- Yes
- No

Describe the capacity of your organization to meet the project schedule and demands. Include an analysis of your current workload.

**II. Judgments**

This section should be completed by each principal entity within the consortium. In the last ten years, has your organization, or any officer, director, partner or owner, had judgments entered against it or them for the breach of contracts for construction?

- Yes
- No

If yes, on a separate attachment, state the person or entity against whom the judgment was entered, give the location and date of the judgment, describe the project involved, and explain the circumstances relating to the judgment, including the names, addresses and phone numbers of persons who might be contacted for additional information.

### III. Convictions and Debarment

This section should be completed by each principal entity within the consortium. If you answer yes to any of the following, on a separate attachment, state the person or entity against whom the conviction or debarment was entered, give the location and date of the conviction or debarment, describe the project involved, and explain the circumstances relating to the conviction or debarment, including the names, addresses and phone numbers of persons who might be contacted for additional information.

1. In the last ten years, has your organization or any officer, director, partner, owner, project manager, procurement manager or chief financial officer of your organization:
  - a. ever been fined or adjudicated of having failed to abate a citation for building code violations by a court or local building code appeals board?
    - Yes
    - No
  - b. ever been found guilty on charges relating to conflicts of interest?
    - Yes
    - No
  - c. ever been convicted on criminal charges relating to contracting, construction, bidding, bid rigging or bribery?
    - Yes
    - No
  - d. ever been convicted: (i) under Va. Code Section 2.2-4367 et seq. (Ethics in Public Contracting); (ii) under Va. Code Section 18.2-498.1 et seq. (Va. Governmental Frauds Act); (iii) under Va. Code Section 59.1-68.6 et seq. (Conspiracy to Rig Bids); (iv) of a criminal violation of Va. Code Section 40.1-49.4 (enforcement of occupational safety and health standards); or (v) of violating any substantially similar federal law or law of another state?
    - Yes
    - No

e. ever been convicted on charges relating to employment of illegal aliens on construction projects?

Yes

No

2. Is your organization or any officer, director, partner or owner currently debarred or enjoined from doing federal, state or local government work for any reason?

Yes

No

3. Has your organization or any officer, director, partner or owner ever been debarred or enjoined from doing federal, state or local government work for any reason?

Yes

No

#### **IV. Compliance**

If you answer yes to any of the following, on a separate attachment give the date of the termination order, or payment, describe the project involved, and explain the circumstances relating to same, including the names, addresses and phone numbers of persons who might be contacted for additional information.

1. Has your organization:

a. Ever been terminated on a contract for cause?

Yes

No

b. within the last five years, made payment of actual and/or liquidated damages for failure to complete a project by the contracted date?

Yes

No

2. Has your organization, in the last three years, received a final order for willful and/or repeated violation(s) for failure to abate issued by the United States Occupational Safety and Health Administration or by the Virginia Department of Labor and Industry or any other government agency of similar jurisdiction?

Yes

No

3. Have any Performance or Payment Bond claims ever been paid by any surety on behalf of your organization?

- Yes
- No

4. Has your organization been **more than thirty (30) days late, without good cause**, in achieving the contracted substantial completion date where there was no liquidated damages provision on more than two (2) projects in the last three (3) years?

- Yes
- No

5. Has your organization **finally completed a project** more than ninety (90) days after achieving substantial completion on two (2) or more projects in the last three (3) years, for reasons within the contractor's control? Documented delay of delivery of material necessary to perform remaining work or seasonal conditions that bear on performing the work or operating specific equipment or building systems shall be considered in mitigation.

- Yes
- No

6. Has your organization **received more than two (2) cure notices** on a single project in the past two (2) years and/or more than one (1) cure notice on five (5) separate projects in the past five (5) years?

- Yes
- No

7. For any partner within your consortium that anticipates carrying out construction work, has your organization **had repeated instances** on a project of **installation and workmanship deviations which exceed the tolerances of the standards referenced** in the contract documents? Documentation of such instances shall be the written reports and records of the Owner's representatives on the project.

- Yes
- No

**Attachment C**

**Non-Collusion Statement**

My signature certifies that the accompanying proposal is not the result of, or affected by, any unlawful act of collusion with another person or company engaged in the same line of business or commerce, or any act of fraud punishable under the Virginia Governmental Frauds Act, sections 18.2-498.1 et seq. of the *Code of Virginia*, 1950, as amended. Furthermore, I understand that fraud and unlawful collusion are crimes under the Virginia Governmental Frauds Act, laws against bid rigging (sections 59.1-68.6 et seq.), the Virginia Antitrust Act (sections 59.1-9.1 et seq.), and Federal laws regarding the same, and can result in fines, prison sentences, and civil damage awards.

I hereby certify that I am authorized to sign, personally or as a Representative for the Firm:

Name of Firm or Individual: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Signature: \_\_\_\_\_

Name (type/print): \_\_\_\_\_

Title: \_\_\_\_\_

Telephone: \_\_\_\_\_

Fax: \_\_\_\_\_

FEI/FIN No. \_\_\_\_\_

Date: \_\_\_\_\_

## Attachment D

### Certification of Compliance with Immigration Laws and Regulations

Any person or entity doing business with the Authority, must include a sworn certification of compliance with all federal immigration laws and regulations. These laws include the *Federal Immigration Reform and Control Act*, which makes it unlawful for a person or other entity to hire, recruit or refer for a fee for employment in the United States, an alien knowing the alien is unauthorized, and § 40.1-11.1 of the *Code of Virginia*, which makes it unlawful for any employer to knowingly employ an alien who cannot provide documents indicating that he or she is legally eligible for employment in the United States. The state law, in particular, places an affirmative duty on employers to ensure that aliens have proof of eligibility for employment.

Accordingly, this certification shall be completed and attached to all contracts and agreements for goods and services made by the Authority. Failure to attach a completed certification renders the contract or agreement void.

Type or print legibly when completing this form.

Legal Name of Proposer: \_\_\_\_\_

(Note: This is your name as reported to the IRS. This should match your Social Security card or Federal ID number.)

Type of Business Entity:

- Sole Proprietorship (Provide full name and address of owner):
- Limited Partnership (Provide full name and address of all partners):
- General Partnership (Provide full name and address of all partners):
- Limited Liability Company (Provide full name and address of all managing members):

\_\_\_\_\_  
\_\_\_\_\_

- Corporation (Provide full name and address of all officers): *(on separate sheet, attached)*

Doing Business As (if applicable): \_\_\_\_\_

(Note: This is the name that appears on your invoices but is not used as your reporting name.)

Name and Position of Person Completing this Certificate:

Name: \_\_\_\_\_

Position: \_\_\_\_\_

Physical Business Address:

\_\_\_\_\_  
\_\_\_\_\_

Primary Correspondence Address (if different from physical address):

\_\_\_\_\_  
\_\_\_\_\_

Number of Employees: \_\_\_\_\_

Are all Employees Who Work in the United States Eligible for Employment in the United States?

- Yes
- No

Under penalties of perjury, I declare on behalf of the proposer listed above that to the best of my knowledge and based upon reasonable inquiry, each and every one of the proposer’s employees who work in the United States are eligible for employment in the United States as required by the *Federal Immigration Reform and Control Act of 1986* and § 40.1-11.1 of the *Code of Virginia*. I further declare on behalf of the proposer that I and my firm will use due care and diligence to ensure that all employees hired in the future who will work in the United States will be eligible for employment in the United States. I affirm that the information provided herein is true, correct, and complete.

Sworn this \_\_\_\_\_ day of \_\_\_\_\_, 2021, by \_\_\_\_\_,  
on behalf of \_\_\_\_\_ as evidenced by the following signature and seal:

Name of Contractor/Vendor: \_\_\_\_\_

Printed Name of Signatory: \_\_\_\_\_

Signature: \_\_\_\_\_ [seal]

Date: \_\_\_\_\_

STATE/Commonwealth of \_\_\_\_\_:

CITY/COUNTY OF \_\_\_\_\_ to wit:

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of \_\_\_\_\_,  
2021, by \_\_\_\_\_.

Notary Public: \_\_\_\_\_

Registration No. \_\_\_\_\_

My commission expires: \_\_\_\_\_

**Attachment E**

**State Corporation Commission Certification**

Pursuant to *Code of Virginia* § 2.2-4311.2(b), a proposer organized or authorized to transact business in the Commonwealth pursuant to Title 13.1 or Title 50 **is required to include in its proposal the identification number issued to it by the State Corporation Commission (SCC).** Any proposer that is not required to be authorized to transact business in the Commonwealth as a foreign business entity under Title 13.1 or Title 50 or as otherwise required by law is required to include in its proposal a statement describing why the proposer is not required to be so authorized.

SCC Identification Number: \_\_\_\_\_ **(REQUIRED)**

**Attachment F**

**SWaM/DBE Certification Form**

Each principal member of a proposing consortium should fill out this form separately.

Proposer Name: \_\_\_\_\_

Proposer Address: \_\_\_\_\_  
\_\_\_\_\_

Contact Person (Name/Title): \_\_\_\_\_

Contact's Direct Telephone Number: \_\_\_\_\_

Contact's Email Address: \_\_\_\_\_

**Certifications**

DBE Certification Certification No.: \_\_\_\_\_

NAICS Code: \_\_\_\_\_ Certifying Agency: \_\_\_\_\_

Description: \_\_\_\_\_  
\_\_\_\_\_

SWaM Certification Certification No.: \_\_\_\_\_

SWaM Type: \_\_\_\_\_

Service-Disabled Vet Certification No.: \_\_\_\_\_

Date: \_\_\_\_\_ Certifying Agency: \_\_\_\_\_

Exp. Date: \_\_\_\_\_ Years in Business: \_\_\_\_\_

**Minority Indicator**

- |  |  |   |
|--|--|---|
| <input type="checkbox"/> African-American  | <input type="checkbox"/> Asian-Indian    | <input type="checkbox"/> Asian-Pacific      |
| <input type="checkbox"/> Hispanic American | <input type="checkbox"/> Native American | <input type="checkbox"/> Non-minority woman |

**ATTACHMENT 1A**  
**NONDISCRIMINATION**  
**Contractor / Consultant / Supplier Agreement: USDOT 1050.2A – Appendix A**

During the performance of this contract, the contractor, for itself, its assignees and successors in interest (hereinafter referred to as the "contractor") agrees as follows:

- (1) **Compliance with Regulations:** The contractor shall comply with the Regulation relative to nondiscrimination in federally-assisted programs of the Department of Transportation (hereinafter, "DOT") Title 49, Code of Federal Regulations, Part 21, as they may be amended from time to time, (hereinafter referred to as the Regulations), which are herein incorporated by reference and made a part of this contract.
- (2) **Nondiscrimination:** The contractor, with regard to the work performed by it during the contract, shall not discriminate on the grounds of race, color, or national origin in the selection and retention of subcontractors, including procurements of materials and leases of equipment. The contractor shall not participate either directly or indirectly in the discrimination prohibited by section 21.5 of the Regulations, including employment practices when the contract covers a program set forth in Appendix B of the Regulations.
- (3) **Solicitations for Subcontractors, Including Procurements of Materials and Equipment:** In all solicitations either by competitive bidding or negotiation made by the contractor for work to be performed under a subcontract, including procurements of materials or leases of equipment, each potential subcontractor or supplier shall be notified by the contractor of the contractor's obligations under this contract and the Regulations relative to nondiscrimination on the grounds of race, color, or national origin.
- (4) **Information and Reports:** The contractor shall provide all information and reports required by the Regulations or directives issued pursuant thereto, and shall permit access to its books, records, accounts, other sources of information, and its facilities as may be determined by the *(Recipient)* or the *(Name of Appropriate Administration)* to be pertinent to ascertain compliance with such Regulations, orders and instructions. Where any information required of a contractor is in the exclusive possession of another who fails or refuses to furnish this information the contractor shall so certify to the *(Recipient)*, or the *(Name of Appropriate Administration)* as appropriate, and shall set forth what efforts it has made to obtain the information.
- (5) **Sanctions for Noncompliance:** In the event of the contractor's noncompliance with the nondiscrimination provisions of this contract, the *(Recipient)* shall impose such contract sanctions as it or the *(Name of Appropriate Administration)* may determine to be appropriate, including, but not limited to:
  - (a.) withholding of payments to the contractor under the contract until the contractor complies, and/or
  - (b.) cancellation, termination or suspension of the contract, in whole or in part.
- (6) **Incorporation of Provisions:** The contractor shall include the provisions of paragraphs (1) through (6) in every subcontract, including procurements of materials and leases of equipment, unless exempt by the Regulations, or directives issued pursuant thereto.

The contractor shall take such action with respect to any subcontract. or procurement as the *(Recipient)* or the *(Name of Appropriate Administration)* may direct as a means of enforcing such provisions including sanctions for non-compliance: Provided, however, that, in the event a contractor becomes involved in, or is threatened with, litigation with a subcontractor or supplier as a result of such direction, the contractor may request the *(Recipient)* to enter into such litigation to protect the interests of the *(Recipient)*, and, in addition, the contractor may request the United States to enter into such litigation to protect the interests of the United States.

**ATTACHMENT 1B  
NONDISCRIMINATION**

**Contractor / Consultant / Supplier Agreement: USDOT 1050.2A – Appendix E**

During the performance of this contract, the contractor, for itself, its assignees, and successors in interest (hereinafter referred to as the “contractor”) agrees to comply with the following non-discrimination statutes and authorities; including but not limited to:

**Pertinent Nondiscrimination Authorities:**

- Title VI of the Civil Rights Act of 1964 (42 U.S.C. § 2000d *et seq.*, 78 stat. 252), (prohibits discrimination on the basis of race, color, national origin); and 49 CFR Part 21;
- The Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970, (42 U.S.C. § 4601), prohibits unfair treatment of persons displaced or whose property has been acquired because of Federal or Federal-aid programs and projects);
- Federal-Aid Highway Act of 1973, (23 U.S.C. § 324 *et seq.*), (prohibits discrimination on the basis of sex);
- Section 504 of the Rehabilitation Act of 1973, (29 U.S.C. § 794 *et seq.*), as amended, (prohibits discrimination on the basis of disability); and 49 CFR Part 27;
- The Age Discrimination Act of 1975, as amended, (42 U.S.C. § 6101 *et seq.*), (prohibits discrimination on the basis of age);
- Airport and Airway Improvement Act of 1982, (49 U.S.C. § 471, Section 47123), as amended, (prohibits discrimination based on race, creed, color, national origin, or sex);
- The Civil Rights Restoration Act of 1987, (PL 100-209), (Broadened the scope, coverage and applicability of Title VI of the Civil Rights Act of 1964, The Age Discrimination Act of 1975 and Section 504 of the Rehabilitation Act of 1973, by expanding the definition of the terms “programs or activities” to include all of the programs or activities of the Federal-aid recipients, sub-recipients and contractors, whether such programs or activities are Federally funded or not);
- Titles II and III of the Americans with Disabilities Act, which prohibit discrimination on the basis of disability in the operation of public entities, public and private transportation systems, places of public accommodation, and certain testing entities (42 U.S.C. §§ 12131 – 12189) as implemented by Department of Transportation regulations at 49 CFR parts 37 and 38;
- The Federal Aviation Administration’s Non-discrimination statute (49 U.S.C. § 47123) (prohibits discrimination on the basis of race, color, national origin and sex);
- Executive Order 12898, Federal Actions to Address Environmental Justice in Minority Populations and Low-Income Populations, which ensures non-discrimination against minority populations by discouraging programs, policies, and activities with disproportionately high and adverse human health or environmental effects on minority and low-income populations;
- Executive Order 13166, Improving Access to Services for Persons with Limited English Proficiency, and resulting agency guidance, national origin discrimination includes discrimination because of limited English proficiency (LEP). To ensure compliance with Title VI, you must take reasonable steps to ensure that LEP persons have meaningful access to your programs (79 Fed. Reg. at 74087 to 74100);
- Title IX of the Education Amendments of 1972, as amended, which prohibits you from discriminating because of sex in education programs or activities (20 U.S.C. 1681 *et seq.*).