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Santa Clara Valley Water District
Notification of this Addendum is transmitted via email to all current plan holders.
This Addendum is posted on the Valley Water website at
<https://www.valleywater.org/construction>

June 9, 2021

ADDENDUM NO. 2
TO REQUEST FOR QUALIFICATION FOR THE
PUBLIC-PRIVATE-PARTNERSHIP FOR THE DESIGN, CONSTRUCTION, FINANCING, OPERATION, AND MAINTENANCE OF THE PURIFIED WATER
PROJECT
Project No. 91304001 Contract No. C0674

Notice is hereby given to Prospective Design-Build Entities that the Request for Qualification Document is modified as hereinafter set forth.

No.	RFQ Reference	Question	Clarification
13	Section 3.7.2 Exclusivity	Section 3.7.2 of the RFQ requires consortiums' Major Participants be exclusive to their respective teams. Given the pending merger of SUEZ North America and Veolia, will Valley Water allow for Suez and Veolia to participate in the RFQ process on separate teams?	Valley Water has verified that the combination agreement reached by and between SUEZ SA and Veolia Environment S.A. on May 14, 2021 sets out the basic parameters for an eventual merger of the two firms; however, SUEZ and Veolia remain competitors until such time as the tender-offer transaction is completed, which is expected around year end. Accordingly, until such time that the merger is finalized (including the closing of Veolia's public offer), SUEZ North America and Veolia remain separate, non-affiliated entities, satisfying the Exclusivity requirement set out in the RFQ. If and when the merger is finalized, then Valley Water will make a determination as to whether such merger results in a potential violation of any Exclusivity requirements. Such determination will depend in great part on whether Suez and Veolia are Major Participants on competing shortlisted teams.

No.	RFQ Reference	Question	Clarification
14	Appendix A - Volume 1, 2.5 Key Personnel, 3.6 Key Personnel	Valley Water has listed specific roles for Key Personnel and the RFQ as single individuals per role. Our organization is structured to bring the highest quality team to Valley Water and features two (2) design-builders to execute different scope portions of the Project. As such, we intend to designate two (2) Design-Build Principal-in-Charge Key Personnel and two (2) Construction Manager Key Personnel, one from each Lead Design-Builder Member. Please confirm Valley Water will accept two Key Personnel per role.	While Valley Water can appreciate the different Respondents may wish to structure their organizations differently, for purposes of this RFQ, the requirements to designate one person as Key Personnel per role remains as originally set forth. Nevertheless, Respondents are welcome to include additional resumes and discuss in their proposed organizational approaches in section 2.4 "Organizational Narrative Report" or Section 3.8 "Technical Approach" of their SOQ.
15	Form F-2 (Technical Experience – O&M)	Form F-2 and its corresponding narrative are intended to demonstrate the qualifications and project experience of the "Lead Operator" and/or "each Lead Operator Member" (if any). These entities are defined in Section 1.5 (Definitions) as Major Participants. As a result, the experience of an O&M team member that is not a Major Participant is ineligible to submit relevant project experiences as part of Form F-2. We request that Valley Water amend the description of Form F-2 to allow teams to include other O&M team members' experience outside of just Major Participants.	The RFQ remains as originally written. Form F-2 is limited to the experience of Major Participants; however, Respondents are welcome to discuss the qualifications and experience of subcontractors in other sections of their SOQ (i.e., section 3.5 "Technical Capabilities Narrative").
16	Technical Narrative Attachments for Forms F1 and F2	The RFQ states a limit of 5 pages for the Technical Narrative Attachments for Forms F1 and F2. Please clarify whether this page limit is per project or for the entirety of each Form.	The page limit refers to the entirety of each narrative, which works out to a narrative of approximately 1-page per project.

No.	RFQ Reference	Question	Clarification
17	Form F Technical Experience	Form F -Technical Experience of the RFQ limits experience to projects on which the Major Participant was at least 50% responsible for delivery of the project. We request Valley Water modify the RFQ to allow projects on which the Major Participant was at <i>least 30% responsible</i> for delivery of the project.” Many complex multi-billion projects have been developed by teams consisting of more than two members where the percentage of participation for each team member was less than 50%. This requested adjustment will allow such applicable material experience from comparable complex projects, while the 30% participation will still ensure the Major Participant played a material role.	The RFQ has been amended to allow for the inclusion of projects in which the Major Participant was at least 30% responsible for the delivery of the project.
18	4.3 Delivery	Due to team members of various proponent teams being located across the country with varying levels of restrictions due to the COVID-19 pandemic, we kindly ask Valley Water to remove the requirement of submitting hard copies of the submission, and instead require teams to submit either (i) USB flash drives with the full submission to the specified location, or (ii) an electronic copy of the submission uploaded to Valley Water’s system.	Valley Water is unable to accept electronic submissions at this time. As such, the submission requirements remain as originally written.
19	2.1.5 “Virtual Data Room	Section 2.1.5 of the RFQ references a Virtual Data Room, which location has not been specified within the document. Can Valley Water please confirm the location of the Virtual Data Room?	In addition to the information provided on Valley Water’s website at: http://www.valleywater.org/Construction , a FTA link has been provided to all RFQ holders with access the "Virtual Data Room". The Virtual Data Room will include the latest RFQ application document, addenda and pertinent documents.
20	Volume 1- Part 3 Technical Exp., Capabilities and Project Understanding	Is Valley Water willing to receive resumes in addition to the seven (7) requested in the RFQ?	Yes, additional resumes of key individuals (as designated by a Respondent) may be provided. Section 3.6 of Volume 1 – Part 3 has been amended accordingly.

No.	RFQ Reference	Question	Clarification
21	Volume 1 – Part 3 Sections 3.8 and 3.9	Please clarify the difference in information requested in Section 3.8 Technical Approach and Section 3.9 Project Understanding & Technical Approach on page 52. Both seek Approach narratives.	The RFQ has been amended to address this confusion. The Project Understanding is intended to be broader in nature, including project considerations, risks and opportunities that go beyond purely technical issues (such as cost control, financing, management, etc.). The Technical Approach should focus more on the Respondent's intended approach to (i) design and construction, (ii) operations and maintenance, and (iii) life-cycle asset maintenance of the Project under a DBFOM structure, as described in RFQ Section 2 .2.
22	General	Will Valley Water pay a stipend to the shortlisted teams during the RFP phase?	Valley Water anticipates offering a stipend to shortlisted Proposers, however, the precise amount and conditions have yet to be determined and will depend in part on the submission requirements set out in the RFP.
23	Section 2.1.4 Investigations	Section 2.1.4 details ongoing studies that will be provided to Proposers prior to the response to the RFP. Our understanding is that these studies cannot be relied upon for accuracy. To get the most economic responses, have you considered identifying areas of significant risk and creating an allowance so that the respondents each have a quantifiable amount and understanding of the risk?	The identification and allocation of risks, rights and responsibilities will be detailed and defined in the Project Agreement and RFP.
24	Section 2.2.8	Section 2.2.8 states that Valley Water is currently negotiating a PLA for construction labor. Please confirm that this does not include O&M labor.	Additional details will be provided in the Project Agreement. A PLA applying to O&M labor has not been addressed at this time.
25	Section 1.5 Definitions	The definition of Guarantor references parent company guarantee obligations and would seem to contemplate that these types of guarantees will be required. If so, who would they be required by and what obligations are contemplated?	The involvement of a Guarantor is not a requirement. The inclusion of a Guarantor is quite common in project finance when a parent company or affiliate provides support and/or a guarantee to a Major Participant (i.e., Equity Member, Lead Design-Builder, Lead Design-Builder Member, Lead Operator or Lead Operator Member) to enable it to successfully satisfy its obligations with respect to the Project. The potential role of a Guarantor is set out in over 40 instances in the RFQ. Respondents should carefully review the RFQ in its entirety before determining their need for a Guarantor.

No.	RFQ Reference	Question	Clarification
26	Section 2.1.3 Source Water and Project Site	Please provide Geotech information for each route, as available. In addition, please advise if any Serpentine rock formations have been identified.	In addition to information found in the reference documents, as discussed at the Industry Day Technical Workshop, Valley Water is developing additional geotechnical information that will be furnished at the RFP stage. More information can be found at 2021 Virtual Public-Private Partnerships (P3) Industry Day Santa Clara Valley Water
27	Section 2.1.3 Source Water and Project Site	Please advise on any communication Valley Water has had with any jurisdiction regarding the anticipated pipe route(s) and the following permit requirements: <ul style="list-style-type: none"> • Traffic Plan requirements; • Areas/roads that can be shut down for construction; • Work hours; • Noise Ordinance requirements 	Valley Water has been meeting with the various cities to discuss the proposed pipeline routes. Details of Project Technical Requirements will be provided to shortlisted Proposers in the RFP and Project Agreement.
28	Section 2.1.4 Investigations	Please advise if a complete Environmental Impact Report (EIR) has been performed for each pipe route. If so, provide any findings, including any historical or archeological discoveries or special requirements	Valley Water is in the process of preparing the EIR for the project (see Notice of Preparation at Final NOP All Files.pdf (valleywater.org)). A draft EIR is anticipated for October/November 2021.
29	Section 4.3.4.1. Formatting	In addition to tables, graphics, and charts, please confirm footnotes can be in 9-point font as well.	Confirmed. Footnotes may be in 9-point font.
30	Appendix A: Submittal Requirements	In addition to the specific resumes requested, are bidders allowed to submit additional resumes of other staff which the bidder considers as key personnel, so long as each resume does not exceed two pages?	Yes, in addition to required resumes, additional resumes of key individuals (as designated by a Respondent) may be provided. Section 3.6 of Volume 1 – Part 3 has been amended accordingly. Each resume must conform to the 2-page limit set forth therein.
31	Appendix A: Submittal Requirements	Please confirm the Project Understanding & Technical Approach section can be labeled as 3.9 instead of 3.8 to ensure proper numerical sequencing.	Confirmed. The RFQ has been corrected accordingly.
32	Appendix A: Submittal Requirements	Please confirm the Excel workbook and financial statements do not have to be printed and provided as part of the hardcopy binder materials and can be submitted in electronic format only.	Confirmed. As set forth explicitly in the Notes and Instructions to Volume 2, Section 5.2, the excel workbook and financial statements do not need to be printed and should be provided only in electronic format.

No.	RFQ Reference	Question	Clarification
33	Appendix B: Proposal Forms	Most forms provided are in Arial 11-point font or smaller. Although a 12-point response font was noted as required, please confirm for all forms it is acceptable to keep forms and their respective response content in alignment with the original font size provided.	Confirmed. On forms, it is acceptable for Respondents to utilize a font size consistent with the original font size of the Form, as provided in the RFQ.
34	Appendix B: Proposal Forms	Form F-1 appears to have footnote #8 markers in the "Start date" and "Completion date" areas of the form. However, there is no corresponding footnote reference visible. Please advise if there is any footnote information currently missing that bidders should be aware of.	The Start Date and Completion Date should only reflect the period of time in which the Major Participant was involved in the project. The footnote has been re-inserted into the Form.
35	Appendix B: Proposal Forms, page 87	Please confirm the Operations and Maintenance provider is not required to complete Form H, and that the form is only required of the Design-Builder firm(s) proposed as currently indicated.	Confirmed. Form H is only required for the Design-Builder.
36	Appendix B: Proposal Forms, page 87,	The bottom of Form H notes to "Provide a brief (maximum 2 pages) description of your occupational health and safety program." Is this page limit per completed form/vendor? In addition, Form H is part of Section 3.7 which has a 2-page limit for the whole section per page 52. Please clarify whether the Form H forms are included as part of the page limit and whether questions a through d required in 3.7 is a separate 2-page maximum for those 4 questions.	A brief description of a company's occupational health and safety program should be completed for each form/vendor. The page limit indicated for Section 3.7 of Volume 1 Part 3 refers only to the corresponding description (required by section 4 of Form H). Form H itself is not included in the page limit.
37	Volume 1 Part 3 Notes to Part 3; Appendix B, Form F and Appendix B Form F-1 and F-2	<p>The instructions in Appendix B, Volume 1 Part 3 and on Form F imply that each Respondent should provide at least 1 Form F1/F2 for a total of 5 projects. This assumption is further validated by the 10-page limit for Sections 3.1 and 3.3.</p> <p>However, the Notes to Part 3 imply each Major Participant is to submit a minimum of 5 projects, which could lead to many more than 5 projects on each form (in the case of a JV). Please clarify this requirement.</p>	The RFQ requests a total of five projects to be submitted on Form F-1 and five projects on Form F-2. Additional projects may be submitted as part of a summary table and discussed in the Technical Capabilities narrative, but Valley Water requests that Respondents limit their F-1 and F-2 submissions to the five projects requested for each category. Please note that this section has been amended to clarify this requirement.

No.	RFQ Reference	Question	Clarification
38	2.1.3 Source Water and Project Site	Please confirm if the Proposers will get access to the Inter-governmental Agreement with the Source Water provider, and if that is possible, please confirm at what stage of the process will it be provided.	As set forth in section 2.1.3, the Board anticipates selecting the Project alternative in the third quarter of 2021, prior to issuing the RFP, at which time the relevant terms and conditions of the Inter-Governmental Agreement with the Source Water provider will be provided to Proposers.
39	2.1.3 Source Water and Project Site	Would it be possible to get the source water specifications from the two alternatives that are currently being evaluated?	Historical characterization of the treated wastewater will be provided with the RFP for the selected site for operational and regulatory parameters. These will be downloaded from the <i>C/WQS</i> database and supplemented with other sources.
40	2.2.4 Recharge Ponds	We understand that the pond management depends on seasons and drought conditions, but would it be possible to have a draft approach on how the recharge ponds will be managed? Specifically, which will be available and how often if possible.	It is anticipated that the Purified Project will be operated at its nameplate capacity the majority of the time. Circumstances under which flow will be curtailed are being identified (e.g., maintenance, water quality excursion, significant local water runoff, etc.), along with the associated communications protocol between VW and the Purified Water project operator. Additional information will be provided in the RFP.
41	Appendix B Form H	Please confirm Respondents should provide Form H at the beginning of Section 3.7 in Volume 1 – Part 3	Confirmed.
42	Appendix A Volume 1 Part 3 3.5 Technical Capabilities Narrative; Appendix B, Form F-1	Please confirm that the summary tables for DB and O&M experience requested in Section 3.5 Technical Capabilities Narrative and the instructions for Forms FI and F2 are excluded from the 10-page limit for this section.	Confirmed.
43	4.3.4 Formatting and Page Limits	Please confirm 11x17 pages may be used for tables.	Confirmed. A stand-alone table may be presented on a 11x17 page.
44	4.3 Delivery	We would appreciate if Valley Water considered electronic submissions only.	Valley Water is unable to accept electronic submissions at this time. As such, the submission requirements remain as originally written.

No.	RFQ Reference	Question	Clarification
45	Appendix B, Form F, Form F-1	On Form F-1, please confirm that the fields “Project Duration [start and completion dates]” and “Start date (month/year) ⁸ Completion date (month/year) ⁸ ” are duplicative and that one should be deleted. Also, please provide the footnote that corresponds to superscript 8.	The Start Date and Completion Date should only reflect the period of time in which the Major Participant was involved in the project. The footnote was inadvertently removed during document formatting. The amended RFQ has corrected this omission.
46	RFQ Section 3.2, Anticipated Procurement Timeline	Considering the size and complexity of the project and associated teaming arrangements as well as Valley Water’s current plan to launch the RFP not until November 2021, we respectfully request a four-week extension to the SOQ due date.	Section 3.2 has been amended. The new submission deadline has been extended to 2 p.m. PDT on July 23, 2021.
47	Appendix A, Submittal Requirements, Notes to Part 3	We request that Valley Water reduce the 50% responsible for delivery requirement for Form F1 and F2 projects? Typically, on large infrastructure design-build projects as many as three or four contractors will form a joint venture, where each member has joint and several responsibility to deliver the project, with each entity assigned a particular percentage of equity interest. We propose reducing the requirement to 25% responsibility so long as such team member was a member of the prime contractor entity.	The RFQ has been amended to allow for the inclusion of projects in which the Major Participant was at least 30% responsible for the delivery of the project.
48	Appendix A, Submittal Requirements, Notes to Part 3	A relatively small number of indirect and direct potable reuse water treatment plants have been constructed over the past 20 years, with even fewer in the past 10 years. While technology has changed and improved for operations in this timeframe, the experience gained in the design and construction of these treatment plants is still applicable today. For this reason, we request that Valley Water expand relevant design-builder experience to the past 20 years.	The RFQ does not limit relevant Respondent experience to indirect and potable reuse projects but instead allows for a diversity of project types. While Valley Water is rightly focused on recent relevant experience in Forms F-1 and F-2, Respondents may highlight older projects in section 3.5 “Technical Capabilities Narrative”.

No.	RFQ Reference	Question	Clarification
49	Section 5.2.2.2. Organization & Management	Please consider adding a section where Major Participants can explain their corporate structures, apart from the Respondent organization.	While Valley Water is principally focused on the organization and management of the Respondent, entities that feel the need to provide additional information with regard to their corporate or ownership structure may do so in the form of an optional appendix to Volume 1, Part 2 "Organizational Management". Such appendix may not exceed 2 pages.
50	Section V, 5.2.2.3.1 a/b,	Is it acceptable for Design-Build Technical Experience and Capability to be provided by a Major Participant whose only role is Guarantor?	Valley Water cannot advance criteria on any proposed organizational structure.
51	Section V, 5.2.2.3.2 a/b,	Is it acceptable for Operations & Maintenance Technical Experience and Capability to be provided by a Major Participant whose only role is Guarantor?	Valley Water cannot advance criteria on any proposed organizational structure.
52	Section V, 5.2.2.4.1/2/3,	Is it acceptable for Equity Members' experience and financial capability to be provided by a Major Participant whose only role is Guarantor?	Valley Water cannot advance criteria on any proposed organizational structure.
53	Section V, 5.2.2.4.2 a	Please confirm that when a Major Participant is owned by a Guarantor (that is, part of a consolidated economical group), only financial statements of the Guarantor are required to be provided.	Confirmed. Please refer to instruction provided for Volume 2. To the extent that a <u>Form GG2 (Financial Information – Financial Officer Certificate)</u> is from a Guarantor, it shall include confirmation of such Guarantor's intention to support the Equity Member, Lead Design-Builder, Lead Design-Builder Member, Lead Operator or Lead Operator Member, as applicable, with the financial and human resources, and other support needed by such entity to successfully satisfy its obligations with respect to the Project. Also, as noted in the instruction to Section 5.2, if a Respondent has provided a completed <u>Form GG2 (Financial Information – Financial Officer Certificate)</u> from any Guarantors, the Respondent should provide financial statements, on a consolidated basis, only for each Guarantor (not for both the Guarantor and its subsidiary).

No.	RFQ Reference	Question	Clarification
54	Section V, 5.2.2.4.3 b. 2	Can evidence of the credit rating be presented either by the Guarantor or the Equity Member's parent company?	Evidence of the credit rating may be presented by either a Guarantor or any other Major Participant. If an Equity Member's parent company is not a Guarantor, however, its credit rating would not be deemed relevant.
55	Volume 2, Financial Information, 5.4	Is it acceptable for the total Surety amount \$600 million to be provided by a combination of Equity Members instead of the full amount by the Respondent? In this instance, each Equity Member could provide a portion of the Surety so that the sum of all Surety Letters combined reaches the total amount.	Yes, it is acceptable to evidence the Respondent's ability to meet the surety requirements through a combination of Equity Members' capacity.
56	Appendix A, Part 3	The table contains two sections numbered 3.8. Both sections appear to have similar content/response requirements, although they do have difference page counts. Please clarify.	The numbering and content have been amended. Section 3.8 references the Technical Approach, while Section 3.9 references Project Understanding.
57	Appendix A, Notes to Part 3, Page 53, Form F-1	Form F-1 projects are to be provided for Lead Design-BUILDER Member and Major Participants, but part of the evaluation criteria concerns design/engineering of similar projects. However, the team member entity with primary responsibility for design (i.e. – Lead Design Firm or Lead Engineering Firm) may not be part of the Lead Design-BUILDER. Please clarify.	Details regarding team members who are not a Major Participant may be included in Section 3.5 (Technical Capabilities), as well as in experience summary tables.
58	Appendix A, Notes to Part 3	Given the multiple entities necessary for DBF and O&M procurements, each with their own extensive experience with projects of similar complexity, will Valley Water consider increasing the maximum number of projects to be submitted for Forms F-1 and F-2 from five to ten, as well as their accompanying page counts?	The RFQ has been adjusted to allow for up to seven (7) projects on Forms F-1 and F-2. Any projects beyond that maximum should be included in the summary table and discussed in Section 3.5 "Technical Capabilities".
59	Appendix A, Part 3	The table contains two sections numbered 3.8. Both sections appear to have very similar content requirements, although they do have difference page counts. Please clarify.	Please refer clarification 55 above.

No.	RFQ Reference	Question	Clarification
60	Appendix B, Form F-1	Form F-1 does not contain footnote 8 referenced in Row 4, Column 2: "Start date (month/year):8 Completion date (month/year):8"	Please refer to clarification 33 above.
61	Appendix B, Form F-1	Please clarify the difference between the schedule information requested in Form F-1: Row 4, column 2, "Start date (month/year):8" "Completion date (month/year):8" Row 2, column 2, "Project Duration: [start and completion dates]"	Project duration refers to the overall project schedule, while the Row 4 Start and Completion dates refer to dates in which the Major Participant was directly involved in the Project.
62	Appendix B, Form G-1, Page 78	Given the multiple Equity Members necessary for P3 finance projects, each with their own extensive experience with similar financing mechanisms, will Valley Water consider increasing the maximum number of projects to be submitted for Forms G-1 from five to ten, as well as the accompanying page counts?	Valley Water clarifies that Respondents may include more than 5 reference projects on Form G-1. Note that Form G-1 requires a "minimum" of 5 projects but does not limit the total number of projects to 5. That said, the instructions in section 4.2 have been amended to allow for a general discussion of the Respondent's project finance experience, in addition to providing a narrative description of the five most relevant private financing experiences". For the sake of brevity, page limits remain as originally set forth in the RFQ.
63	Volume 2, Financial Information, Section 5.4	Is it acceptable for the Surety Letter to be provided by the Lead Design-Builder instead of the Respondent?	Yes, Volume 2 (Section 5.4.) expressly stipulates that the letter from a duly authorized surety company may be in support of either the Respondent or an applicable member of the Respondent team (Major Participant), so it acceptable that the Surety Letter be provided on behalf of the Lead Design-Builder.
64	Appendix A, Volume 1, Section 3.6, Resumes of Key Personnel / Principal Engineer	Please confirm that the proposed Principal Engineer is not required to hold the California license at time of SOQ submittal as long as the Proposer provides confirmation that this individual will hold the required license prior to contract execution.	Confirmed. The Principal Engineer is not required to hold a California license at the time of the SOQ submittal, however, will be required to do so by the date stipulated in the RFP and Project Agreement.
65	Definition / 6.1 Conflict of Interest	We note that "Conflict of Interest" is defined in Sections 1.5 and 6.1, and that such definitions differ.	Section 6.1 sets out the meaning of Conflict of Interest. The RFQ has been amended accordingly.

No.	RFQ Reference	Question	Clarification
66	2.2.4 O&M Scope	Confirm the extent of the operation, maintenance and life-cycle maintenance obligations over the term of the Project Agreement for the Los Gatos Recharge System (LGRS). We acknowledge that the definition of Project refers to Facilities which includes the LGRS.	As currently envisioned, the LGRS will continue to be operated by Valley Water. The Private Partner's responsibility would end at a designated demarcation point at the discharge facility. Additional details will be provided in the RFP and Project Agreement.
67	2.2.5 Compensation Structure	Confirm the Advanced Purified Water delivery point at the LGRS.	The delivery points at LGRS will be provided in the RFP and Project Agreement.
68	Various Respondent team	Please confirm if all uses to "Team" "Respondent Team" or "Respondent team" should be replaced with "Respondent." Otherwise, please provide a definition of Respondent Team.	Please note the definition of Team Member in Section 1.5. The terminology depends on the context of the term's usage.
69	5.2.2 Evaluation Categories and Maximum Points	Please provide a breakdown for the major subcategories for Organization and Management (5.2.2.2.a to 5.2.2.2.e) and Financial Qualifications and Capability (5.2.2.4.1 and 5.2.2.4.2).	Section 5.2.2 sets forth the weighting and scoring criteria.
70	3.2 Anticipated Procurement Timeline	For Respondents to plan SOQ-development efforts appropriately, could Valley Water please state the last date it plans to issue an addendum?	Valley Water does not anticipate any major changes or addendum after Addendum 2, however, in the event of required additional changes or amendments, Valley Water would grant prospective Respondents adequate time to adjust their SOQ.
71	3.7.4 Changes in Organization	Given the Project's scope of work will not be fully defined until the RFP stage, we request the following removing the provision related to " deleting, substituting or changing the composition of any Major Participant (as defined herein) or any other team member identified in its SOQ or change the role or scope of work of such Major Participant or team member".	The RFQ remains unchanged. The RFQ lays out the general scope and any organizational changes will be subject to approval by Valley Water.

No.	RFQ Reference	Question	Clarification
72	5.2.2.4.1 (b) Equity member exp. with U.S. municipal entities	Please provide clarification on “U.S. municipal entities”, or are these broadly defined as any “public-sector owner/entity”?	In this context, U.S. municipal entities refer to state and local governments, publicly owned utilities, public authorities and similar. Generally, any non-federal public sector owner or entity.
73	5.2.2.4.1 (d) Equity members’ water sector infras. Exp.	Please confirm that experience is not limited to the water sector, similar to the instructions provided under footnote 7, S.4.2, Volume 1 – Part 4	5.2.2.4.1 (d) specifically requests experience with water sector infrastructure. The referenced footnote refers to the broader provisions of 5.2.2.4.1 and 5.2.2.4.3, which allow for the inclusion of non-water related infrastructure projects.
74	5.2.2.4.2 (a) Financial capability	Please provide clarification on the “bank or financial institution” support, as underlined below: <i>a. The Respondent team has the overall financial strength and capability to carry out the Project responsibilities [...], as evidenced by the financial statements of the Equity [...], the level of support and financial statements of any Guarantor, <u>bank or financial institution</u> and information contained in the Financial Officer Certificates and Surety Letter [...].</i>	The RFQ has been amended to eliminate this reference to banks and financial institution.
75	Appendix A, 3.7 Safety Narrative	Please clarify which of the Respondent's Team Members the Safety Narrative Attachment for Form H applies to.	Form H is only required for the Lead Design-Builder and/or each Lead Design-Builder Member. It is not required for the Lead Operator and/or each Lead Operator Member.
76	Appendix A, 5.4 Letter of Credit	The title suggest Respondents must provide details on Letter of Credit capacity, but instructions are not provided in the RFQ. Please state the minimum Letter of Credit capacity that Respondents are expected of.	Whether in the form of a surety or letter of credit, Respondents must demonstrate the Respondent’s ability to obtain a performance bond and payment bond, each in an amount of at least \$600 million for the Project. The same provisions set forth in Section 5.4 of Volume 2 with regard to the Surety Letter would apply if the Respondent instead opts for the use of a Letter of Credit. The Letter of Credit must derive from an investment grade bank or financial institution. Evidence of the bank or financial institution’s rating shall be attached to the letter. The letter must specifically state that the bank or financial institution has reviewed this RFQ and is familiar with the transaction structure described in the RFQ and has evaluated the Respondent's backlog and work-in-progress in determining its bonding capacity.

No.	RFQ Reference	Question	Clarification
77	Appendix A, 5.4 Surety Letter	Appendix A. Submittal Requirements, Volume 2 – Financial Information, 5.4 contains unclear surety letter requirements. Please clarify the Request for Qualifications to only require a surety letter from the Lead Design-Builder in regard to its responsibilities for the Design & Construction Scope.	The RFQ remains as written with regard to the Surety requirement. As clearly stipulated in Section 5.4 of Volume 2 of the RFQ, the SOQ must include a letter from a duly authorized surety company, “stating without conditions or qualifications that the Respondent <u>or applicable member of the Respondent</u> ” is capable at the time of its SOQ submission of obtaining a performance bond and payment bond, each in an amount of at least \$600 million for the Project. As such, the surety may be provided by any Major Participant, including the Lead Design-Builder.
78	6.1 Conflict of Interest	We note the requirement in Section 6.1 to disclose information relating to business dealings with Valley Water. Please confirm if the intent is for each Respondent and its Major Participants to disclose all current business dealings with Valley Water and what information is request and where such information is to be included in the SOQ.	Respondents are required to submit Form I (<i>Conflict of Interest Disclosure Statement</i>), which has been added to the amended RFQ. Form I has been included in the amended RFQ.

THIS ADDENDUM NO. 2, WHICH CONTAINS 14 PAGES, IS ATTACHED TO AND IS A PART OF THE REQUEST FOR QUALIFICATION DOCUMENT FOR THIS PROJECT.

DocuSigned by:
Vincent Gin
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Date: 6/9/2021

Vincent Gin
Deputy Operating Officer
Water Supply Division