Request for Qualifications
# 2016-02-M

Guaranteed Energy Performance Contracting Services (GEPC Services)

Issued June 10, 2016
DEFINITIONS AND INTERPRETATIONS

DEFINITIONS

The following terms in this Solicitation shall be defined as follows:

“Agreement” or “Contract” means the Agreement that is to be entered into between the Authority and the selected Proposer pursuant to this RFQ.

“Authority” means the Metropolitan Pier and Exposition Authority.

“ESCO” refers to an Energy Service Company qualified and experienced in designing, financing, and installing energy conservation measures.

“ECM” is the abbreviation for Energy Conservation Measure.

“GEPC” is the abbreviation for Guaranteed Energy Performance Contract, which refers to an agreement that may be entered into between the MPEA and ESCO.

“IGA Agreement” is the abbreviation for Investment Grade Audit, which refers to an agreement that may be entered into between the MPEA and ESCO.

"Include" Whenever the term "include" (in any of its forms) is used, it means "include, without limitation."

“Laws” means City, State and Federal statutes, ordinances, codes, rules and regulations.

“MBE” means Minority Owned Business Enterprise.

“MPEA” means Metropolitan Pier and Exposition Authority.

"Proposal" means all materials submitted in response to this RFQ.

"Proposer" or “Provider” or “Respondent” means the firm(s), individual(s), corporation(s), partnership(s) and joint venture(s) that submit Proposals pursuant to this RFQ.

“Responsive” – Responsiveness is determined by the Authority and relates to compliance with the provisions of the solicitation, including specifications, and contractual terms and conditions. Absolute or precise conformity is not required. Conformity in material respects – that is, substantial compliance – suffices. The Authority reserves the right to reject any Proposal that it deems materially non-responsive.

“Responsible” – Responsibility is determined by the Authority and relates primarily to the ability of a Proposer/Bidder to successfully carry out a proposed contract, and whether the Proposer/Bidder has the character, reputation, and integrity to receive an award. For instance, the Authority may determine in its sole discretion that a Proposer/Bidder that is otherwise able to perform, but who has been convicted of a felony or violation of the public procurement requirements of any federal or state governmental entity, is not responsible and therefore disqualified from the RFQ process. Other considerations bearing on a determination of responsibility can include experience, past performance, business and financial capabilities, skills, technical organization, and reliability. Some of the mechanisms available to measure a Proposer’s/Bidder’s responsibility are reference checks, vendor performance on previous contracts, and availability of financial credit information.
"RFQ" means this Request for Qualifications, including all Exhibits and addenda.

"RFP" means the Request for Proposal issued to one or more companies selected pursuant to this RFQ to submit a proposal for the second phase of this procurement for GEPC Services

"Selected Proposer" or "Successful Proposer" or "Successful Contractor" means the Proposer selected for award of an Agreement.

"Trade Reference" means a reference concerning the creditworthiness of a Proposer given by another business that extends credit to a Proposer, such as a supplier.

"WBE" means Women Owned Business Enterprise

INTERPRETATIONS

A. Any headings in this RFQ are for convenience of reference only and do not define, limit, control or affect the meaning of the RFQ provisions. In this RFQ, unless the context otherwise requires, the terms "hereby," "herein," "hereof," "hereto," "hereunder" and any similar terms used in this RFQ refer to this RFQ. All section references, unless otherwise expressly indicated, are to sections of this RFQ. Words of any gender shall be deemed and construed to include correlative words of the other genders. Words indicating the singular number shall include the plural number and vice versa, unless the context shall otherwise indicate. All references to any exhibit or document shall be deemed to include all supplements and/or amendments to any such exhibits or documents entered into in accordance with the terms and conditions of this RFQ and such documents. All references to any person or entity shall be deemed to include any person or entity succeeding to the rights, duties, and obligations of such persons or entities in accordance with the terms and conditions of this RFQ.

B. Unless a contrary meaning is specifically noted elsewhere, the words “as required,” “as directed,” “as permitted” and similar words used in the RFQ mean that requirements, directions of, and permission of MPEA are intended; similarly, the words “approved,” “acceptable,” “satisfactory” or words of like import mean “approved by,” “acceptable to” or “satisfactory to” MPEA. The words “necessary,” “proper,” or words of like import as used with respect to extent, conduct or character of Services specified shall mean that the Services must be conducted in a manner or be of character which is “necessary” or “proper” in the judgment of MPEA.

C. Unless a contrary meaning is specifically noted elsewhere, the words “approved,” “reasonable,” “suitable,” “acceptable,” “properly,” “satisfactory,” or words of like effect and import used in the RFQ mean reasonable, suitable, acceptable, proper or satisfactory in the judgment of MPEA.
The Metropolitan Pier and Exposition Authority, hereinafter referred to as the “Authority” or “MPEA” is a political subdivision, unit of local government, body politic, and Municipal Corporation existing under the laws of the State of Illinois pursuant to the Metropolitan Pier and Exposition Authority Act, as amended, 70 ILCS 210/1 et seq. (the “MPEA Act”). The Authority was established to promote, operate and maintain fairs, expositions, meetings, and conventions in Cook County, Illinois. The Authority owns McCormick Place®, an exhibition and convention center located at 23rd Street and Martin Luther King Drive in the City of Chicago.

McCormick Place® is North America’s premier convention facility. The McCormick Place Complex (“MPC”) comprises 4 state-of-the-art buildings, the North, South, and West buildings and the Lakeside Center. These buildings have a combined total of more than 2.6 million square feet of exhibit space and over 600,000 square feet of meeting rooms, making it the nation’s largest convention center. McCormick Place® hosts approximately 125 - 150 events and attracts more than 4 million trade and public show visitors annually. McCormick Place® features the Arie Crown® Theater, a renovated proscenium arch theatre which seats 4,250. Two separate buildings, the Energy Center and the Corporate Center, are also part of the MPC.

The Authority also owns the Hyatt Regency McCormick Place, a recently renovated and expanded 1262-room hotel and conference center located adjacent to McCormick Place. The Hyatt Corporation is responsible for the operation and management of this Hotel under a management agreement with the Authority.

New development projects are in progress to expand the McCormick Place campus by constructing a 1206-room Marriott Marquis Chicago Hotel, rehabilitating the historic American Book Company (“ABC”) Building, and constructing an approximately 10,000-seat Event Center, a multi-purpose facility that will serve as a first-class NCAA basketball arena and a general assembly hall for large business meetings and other major special events. The Event Center is being jointly developed by DePaul University and the MPEA, and DePaul will be the anchor tenant in the facility. The facility will host DePaul NCAA men’s and women’s home basketball games, tournaments, and other DePaul events. Prairie District® ("PD3") Partners, a joint venture team led by Clark Construction Group-Chicago, is the Design-Builder (“DB”) for these two projects, and it is the Authority’s goal to complete the construction of the Marriott Marquis Chicago hotel and the Event Center in 2017.

Additional information about the MPEA can be viewed at:

http://www.mpea.com/

Information about scheduled events at McCormick Place may be found at:

http://www.mccormickplace.com/events.php

Information about the facility, including floor plans may be found at:

REQUEST FOR QUALIFICATIONS & PROPOSALS
GUARANTEED ENERGY PERFORMANCE CONTRACTING SERVICES

The MPEA is soliciting proposals through this Request for Qualifications ("RFQ") from energy service companies ("ESCOs") interested in providing comprehensive energy management and energy-related capital improvement services for MPEA's Guaranteed Energy Performance Contracting Program ("Program"), to be managed by the MPEA or its representative.

This Program includes the following objectives:
(a) incur no initial capital cost,
(b) achieve significant, long-term, measurable and verifiable savings through the reduction of energy consumption and emissions of greenhouse gases
(c) obtain an annual savings guarantee which will be equal to or greater than the total annual Program financing costs,
(d) obtain consistent levels of occupant comfort and system functionality, and
(e) finance the Program over an extended contract term.

The Program involves a comprehensive effort to reduce energy costs at the McCormick Place Campus by installing/implementing energy conservation measures (ECMs). The Program will include the following buildings/facilities: North Building, South Building, West Building, Lakeside Center, Energy Center, and the Corporate Center. The Authority reserves the right to add or delete any facilities from the scope of the Program.

The Program is designed to proceed in multiple phases. The initial phase of the Program, the evaluation, selection, and contracting process which is detailed below, contemplates the selection of up to three ESCOs who will each enter into an Investment Grade Audit Services Agreement ("IGA Agreement") with the MPEA. Projects may be grouped and prioritized by type of ECM or by building.

Through the investment grade audit process, the ESCO will identify which types of projects should be prioritized both in terms of feasibility, need, and specifically which energy conservation measures will provide the best return on investment. The MPEA may elect to add or delete facilities or projects to or from the Program, and future project groups/locations may be added. MPEA may elect to award a Guaranteed Energy Performance Contract ("GEPC") to a single ESCO, multiple ESCOs or none at all.

Concurrently with the execution of the GEPCs, the MPEA will evaluate the most advantageous financing method, whether through the ESCO, issuing its own bonds, or partnering with a third party such as the Chicago Infrastructure Trust.

The MPEA is a unit of local government and may qualify for funding of cost effective energy efficiency measures through the Public Sector Electric Efficiency Program administered by the State of Illinois Department of Commerce and Economic Opportunity (DCEO) for energy improvement Programs. ESCOs are expected to pursue any and all grant opportunities available through programs offered by DCEO. Similarly, ESCOs are also expected to submit all renewable energy Programs to DCEO's Renewable Energy Resources Program for available grants and rebates. ESCOs are not limited to these sources of grants or rebates and should explore all potential sources of funding for the Program.

IGA AGREEMENT AND GEPC SCOPE
The MPEA has established the following assumptions and parameters for the IGA Agreements and GEPCs for the Program:

a) MPEA may only enter into the IGA Agreements and GEPCs upon approval of the MPEA Board. The MPEA anticipates a guarantee term for the GEPCs of no longer than 20 years.

b) The objectives for the Program include the reduction of greenhouse gas emissions through the reduction in energy consumption. The ESCOs must provide for the measurement and reporting of reduced emissions resulting from the Program.

c) The MPEA will benchmark building energy performance using the ENERGY STAR benchmarking system. The ESCO must be able to assist with the benchmarking process.

d) The MPEA may seek LEED for Existing Buildings (LEED-EB) certification from the United States Green Building Council (USGBC) for one or more buildings within the Program. If requested, the ESCO should be prepared to propose ECMs that either help achieve prerequisites under LEED-EB and/or earn points towards a level of certification specified by the MPEA.
e) If feasible within the Program cash flow, the Program should incorporate a standardized, open-protocol building energy monitoring system that will aggregate energy use and metering data across all buildings in the Program and provide "dashboard" reporting for the MPEA.

f) Performance Guarantee

1. The Program must result in a guaranteed minimum annual energy and operations and maintenance ("O&M") savings guarantee, as well as defined levels of occupant comfort, maintenance, monitoring, training or other services. The Program must achieve savings sufficient to cover all Program costs, including financing payments, payments and fees for maintenance, monitoring, training, and other services. If the Program does not generate the guaranteed level of savings in any given year, the ESCO will be responsible for reimbursing the amount of any shortfall. Program savings will be verified and reconciled on an annual basis. Achievement of the performance guarantee will be determined on an annual basis during the guarantee term, with no provision for the carry-over of "excess savings" if the ESCO exceeds the guarantee savings level in any year.

2. The MPEA will pay particular attention to an ESCO's approach to "measured" and "stipulated" categories of savings. Measured categories of savings are those determined through calculations of actual reductions in energy or utility use, measured using the meters and processes specified in the GEPC. Stipulated categories of savings include items such as avoided maintenance, deferred capital investments, operational savings, or avoided personnel costs that are assumed each year without any method for calculation. The MPEA expects that stipulated savings will only be used in limited circumstances where a high cost for measurement warrants the use of a stipulated figure.

g) Other Contractual Requirements

1. The ESCOs will be required to work with the MPEA and its contractors and property management agents to coordinate construction and maintenance activities. ECM installation activities must avoid disruption to the operations of the buildings to the maximum extent possible.

2. A local registered professional engineer must, at a minimum, review and approve design work for the Program.

3. The MPEA will provide a sales tax exemption certification for purchases of equipment, tools, materials, and supplies relating to the Program. Program construction activities may also be exempt from City of Chicago permit fees for demolition, construction, alteration, repair, renovation, rehabilitation, and inspections. However, while Program construction activities are exempt from fees, the ESCOs must still abide by the City's permitting processes and requirements.

4. The selected ESCOs must provide appropriate training for building personnel in operations and maintenance of all installed improvements. Maintenance responsibilities shall be detailed in the GEPCs. No equipment or other improvements will be installed that would require the hiring of additional personnel unless explicitly agreed to by the MPEA.

5. During the RFP Phase, the MPEA may also request pricing proposals for the operation and maintenance of the ECMs over the term of the financial payback.

6. In the performance of the services under the GEPC, the selected ESCOs must use every reasonable effort to comply with the project participation guidelines applicable to MPEA projects.

7. Under 70 ILCS 210/23.1(b) (the "Act"), the Authority has adopted and maintains a minority and women owned business enterprise procurement program that establishes subcontracting goals to facilitate the participation of minority and women owned business enterprises on Authority contracts. The Authority has set goals of 25% MBE and 5% WBE for any work performed pursuant to a negotiated Investment Grade Audit or GEPC. As part of the proposal, a compliance plan including MBE and WBE firms for the build out portion must be submitted (see Exhibit I for details regarding the Special Conditions for the MBE/WBE goals). Note: Proposers are not required to submit an MBE/WBE compliance plan at this time.

8. Each GEPC will require the ESCO to furnish bonds covering performance of the installation period work under the GEPC and payment of obligations arising from the installation period work under the GEPC. In addition, the ESCO must provide security in a form acceptable to the MPEA for the performance of obligations arising during the guarantee period of the GEPC. The standard contract terms and conditions provided to the Semi-Finalists will include a number of other requirements applicable to the services, such as insurance requirements, warranty, indemnification requirements, etc.
EVALUATION AND SELECTION PROCESS

A. Overview

ESCOs responding to this RFQ ("Respondents") must have the demonstrated technical and managerial capabilities to provide a comprehensive set of energy performance services including, but not limited to, an investment grade audit, design, acquisition, installation, training, and commissioning of new and/or existing energy systems as well as project monitoring and savings measurement and verification. Additional services will include operation and maintenance for all improvements and training of building staff on routine maintenance and operation of systems. Monitoring and verification services shall include appropriate measurement and timely reporting of the performance and savings from the Program.

The MPEA will evaluate responses to this RFQ in two phases. During Phase 1 review of Qualification Submittals, MPEA will evaluate each Respondent's experience and qualifications pursuant to the required submittals. After completing the evaluation of the Respondents' Phase 1 Qualification Submittals, MPEA will select Semi-Finalists who will then be invited to submit Phase 2 Proposals.

The Phase 2 Proposals will include preparation of a Preliminary Energy Analysis. Depending on the qualifications, expertise, and experience of the Respondents, MPEA may elect to complete this phase by ECM type or by building/facility.

Semi-Finalists will walk through the building(s) with knowledgeable representatives of MPEA who will work with the Semi-Finalists to ensure they have sufficient information to prepare a comprehensive and quality proposal.

MPEA will then evaluate the Phase 2 Proposals and anticipates selecting up to three ESCO finalists for negotiation of an IGA Agreement. MPEA reserves the right to conduct concurrent negotiations for an IGA Agreement with more than one ESCO.

Upon completion of the IGA, if the ECMs and guarantee terms in the IGA are accepted, MPEA intends to negotiate and execute a Guaranteed Energy Performance Contract (GEPC). MPEA reserves the right to execute one or more GEPCs, prioritizing projects by criteria including ECM type, scope, and/or return on investment.

Responses to this RFQ may be rejected if the Respondent fails to perform any of the following:

- To adhere to one or more of the provisions established in this RFQ;
- To demonstrate competence, experience, and ability to provide the services described in this RFQ;
- To submit a response on or before the deadline and complete all required forms; or
- To respond to any written request for clarification or additional information.

MPEA may hold discussions with Respondents to obtain clarifications or request additional information, or make a request for clarifications in writing. All submittals will be afforded fair and equal treatment with respect to any opportunity for discussion. In conducting discussion, there will be no disclosure of information derived from submittals by competing Respondents. MPEA reserves the right to amend or withdraw this RFQ at any time.

B. ESCO Questions and Pre-Submittal Conference

1. Questions. All questions submitted by Respondents must be in writing via email to mpeaprocurement@mpea.com. Answers will be posted on the MPEA website. No written answers will be provided until after the pre-submittal conference.

2. Pre-Submittal Conference. All ESCOs interested in performing services for MPEA are encouraged to attend a Pre-Submittal Conference on June 22, 2016 at 2:00 P.M. at MPEA Corporate Office, 301 E Cermak Road, Chicago, IL 60616, 5th Floor Conference Room.

C. Estimated Procurement and Contracting Schedule

The procurement and contracting schedule below is intended only as an estimate, and does not represent a commitment to any particular timeframe.
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<td>IGA Agreement Execution</td>
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<td>13</td>
<td>Performance of Investment Grade Audit</td>
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<td>14</td>
<td>Review of IGA; negotiation of Guaranteed Energy Performance Contracts (EPCs)</td>
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<tr>
<td>15</td>
<td>Execution of GEPCs and Tax Exempt Lease Purchase Agreement or other Financing Vehicle; Notice of Award</td>
<td>TBD</td>
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**IV. REQUIRED SUBMITTALS**

The MPEA requires the following submittals in a two-phase process. Submittals under Phase 1 are required for all Respondents to this RFQ.

Only those Respondents designated by MPEA as “Semi-Finalists” will be required to submit Phase 2 proposals to be submitted at a date to be determined by MPEA and in accordance with further instructions to be provided by MPEA.

Each Respondent must identify any information contained in the response to this RFQ that is considered by it to be confidential or proprietary. All information submitted shall be made available to the MPEA and other organizations and individuals that may be asked to assist with the proposal review; however, no designated confidential or proprietary information will be disclosed outside of the proposal review process unless the Respondent consents to such disclosure. Notwithstanding the foregoing, each Respondent, by its submission of its proposal, acknowledges that the MPEA is subject to the Illinois Freedom of Information Act, 5 ILCS 140/1 et seq..

**A. Phase 1 Qualification Submittals**

All Respondents to this RFQ must submit a "Phase 1 Qualification Submittal" addressing the requirements in this Section A. Phase 1 Qualification Submittals should generally describe the ESCO’s experience, background, and qualifications, and should not include detailed information on the Respondent's proposed approach to the specific MPEA facilities. The ESCO's response to the following sections of the Part I Qualification Submittals cannot collectively exceed fifteen (15) pages (where a page is a single side of text):

1. **ESCO Description and Company Overview**
   
   a) Describe the complete range of energy/utility services and capabilities offered by the Respondent.
   
   b) Complete and include Form B–Statement of Business Organization and Form C–Statement of
2. **Energy Performance Contracting Approach**

   a) Provide a summary description of how the Respondent's background and experience bear on the goals and objectives for the Program, as described in the Program Overview in this RFQ.

   b) Provide a summary description of how the Respondent generally approaches energy performance contracting services, particularly for projects involving multiple buildings.

   c) Describe Respondent's technical capability to address a broad range of systems including, but not limited to:

      i) **Mechanical Systems.** Heating, ventilating and air conditioning (HVAC) systems, energy management and control systems, domestic hot water systems, distribution systems, etc.

      ii) **Power Plants.** MPEA's energy center currently uses anhydrous ammonia; describe experience/capability in converting/building safer and cleaner power plants, including but not limited to cogeneration, etc.

      iii) **Lighting systems.** Indoor and outdoor lighting systems, lighting controls, daylighting strategies.

      iv) **Building envelope systems.** Windows, insulation, weatherization, etc.

      v) **Water and Sewage Systems.** Automatic controls, low-flow faucet aerators, low-flow toilets, cooling tower modifications, fountain and irrigation system controls or modifications.

      vi) **Renewable Energy Systems.** Experience with solar, wind, or other renewable energy systems.

   d) MPEA requires ESCOs to provide transparent pricing for costs imposed by the ESCO on the building owner. Describe whether Respondent commonly uses open-book pricing, and how it interprets the term.

   e) Indicate how the Respondent has sourced or intends to source materials and technologies to ensure the best quality and prices.

   f) Describe the Respondent's general approach to project team organization and its general approach to project management, with a description of how these general approaches bear on the goals for the Program.

   g) Describe the Respondent's approach to developing and implementing training programs for building management staff. Indicate whether the Respondent has a training site in Chicago that can be used for the Program.

   h) List all training and services the Respondent typically performs with its own employees.

   i) Describe the services the Respondent typically subcontracts, and the Respondent's process of subcontractor selection.

3. **Prior Project Information and Experience**

   a) Provide a summary description of prior projects involving phasing and the evaluation of multiple buildings, including building types, localities, and financing information for each project. Each summary description should include the project name, client name, and client contact information; include telephone number and e-mail address, value of the project and date project was completed.

4. **Plan for Addressing MPEA Participation Guidelines**

   a) Describe the Respondent's bidding/procurement/subcontracting strategies and plan to achieve its commitments to the MPEA Project Participation Guidelines for MBE/WBEs.

a) While the Phase 1 Proposals will generally include the Respondent's proposed approach for implementing the Program, MPEA requests that all Respondents provide information and propose strategies for addressing the following Program objectives:

i) The implementation of an open-protocol building energy monitoring system that is interoperable across all of the buildings in the Program. The objective is to create a system that allows for simplified tracking of energy use by MPEA with "dashboard" reporting and visual data that will permit MPEA to spot trends and act upon them. Ideally, this system could be integrated/extended to any new buildings added to the McCormick Place Campus (such as the Event Center, Marriott Hotel, and ABC Building).

ii) The implementation of a system to measure and report greenhouse gas emissions reduced as the result of the Program, in a manner aligned to the City's tracking of reductions under the Chicago Climate Action Plan. http://www.chicagoclimateaction.org/

In the Phase 1 Qualifications Submittal, the MPEA is not seeking specific vendor solutions. Rather, the MPEA is seeking information that can be used to develop and further refine the approach to these Program objectives. All information submitted in response to this Section of the RFQ will be deemed non-proprietary, non-confidential, and can be used by the MPEA at its discretion to further refine and develop the Program specifications. Respondents acknowledge that the MPEA will not seek any further approval to use such information, and agree that further approval is not necessary.

6. Corporate Financial Information

a) Provide a copy of the Respondent’s last 3 audited annual financial statements.

b) Provide a Balance Sheet and Cash Flow statement not more than fifteen (15) months old. Provide the name, address, and the telephone number of the firm(s) that prepared the statement.

c) Provide a letter from a surety company licensed to do business in the State of Illinois demonstrating the Respondent’s capability to provide a payment and performance bond for installation services under the GEPC equal or greater than $50 million. The letter should also state the Respondent’s bonding capacity.

7. Disclosures/Certifications

a) Complete Forms D and E, adding additional pages as needed.

b) Confirm the Respondent’s current licensing status and ability to conduct business in Illinois, and its compliance with all applicable Illinois rules and regulations (e.g. equal employment opportunity, ownership disclosures, etc.).

c) The selected Respondent must maintain and evidence insurance as needed for an IGA Agreement or GEPC, which will be determined based on the agreed upon scope of services; as such, each submission must be accompanied by written evidence of the Respondent’s ability to procure insurance and include a certificate of insurance for a current GEPC that Respondent is performing, with evidence of current limits.

8. Additional Information and Questions

a) Provide any additional information that may aid MPEA in comparing qualifications and proposals.

B. Semi-Finalist Phase 2 Proposals – NOTE – DO NOT SUBMIT AT THIS TIME

Respondents designated as Semi-Finalists by MPEA must submit a "Phase 2 Proposal" addressing the requirements in this Section B. The Phase 2 Proposals will specifically describe the Respondent's proposed approach to the Program. Each Respondent's response to the following sections of the Phase 2 Proposal cannot collectively exceed fifty (50) pages (where a page is a single side of text):
1. **Executive Summary of Program Plan**

   a) Describe the Respondent’s overall plan for undertaking the Program and meeting the objectives and requirements of the MPEA, as described in this RFQ.

2. **Preliminary Energy Analysis**

   a) Prepare a Preliminary Energy Analysis for the McCormick Place Campus. The MPEA reserves the right to designate all or a portion of the facilities to each Semi-Finalist.

   The Preliminary Energy Analysis must meet the requirements for an ASTM Tier 1 Energy Audit, provided data is made available by MPEA for the Tier 1 requirements. The Preliminary Energy Analysis must also include, at a minimum, all of the following:

   i) Survey and review of available utility data and facility mechanical equipment, operating parameters, and systems;

   ii) An estimate of annual potential energy savings over a specified term, with a detailed description of assumptions governing energy savings estimates;

   iii) Recommended Energy Conservation Measures ("ECMs");

   iv) Estimated maximum cost of the Program for each of ECM type or building;

   v) A description of grants or incentive programs the Respondent recommends pursuing for the Program and an estimate of the potential grant/incentive funds available;

   vi) Estimated annual measurement and verification costs for each ECM type or building;

   vii) Proposed cost of the IGA for each of ECM type or building if no GEPCs are entered into ("walkaway fee"); and

   viii) Analysis and recommendations on whether a standardized, open-protocol building energy monitoring system can be implemented in light of projected Program cash flows.

   Note that the results of the Preliminary Energy Analysis will be the basis of negotiations of the Investment Grade Audit (IGA) Agreement, and it is in both parties’ best interest to identify projects that meet the financial goals set herein. The IGA Agreement will require that, at the conclusion of the IGA, the Respondent must be able to propose a project that meets all of the following requirements (unless otherwise agreed to by MPEA in its sole discretion):

   i) the Respondent must be able to guarantee annual and total energy savings equal to or greater than 90% of the annual and total energy savings estimate included within the Preliminary Energy Analysis;

   ii) the Respondent must be able to undertake a project where the annual and total savings are sufficient to cover all costs within a financing term agreed to by the parties; and

   iii) the Respondent must be able to guarantee a maximum price for the project equal to or less than the guaranteed maximum price included within the Preliminary Energy Analysis.

   If any of the preceding requirements are not met, the MPEA will not be obligated to pay any amount to the Respondent for services performed or expenses incurred under the IGA Agreement.

3. **Program Personnel**

   a) Briefly describe the relevant experience, qualifications, and educational background for only those primary team members (no more than 10 individuals) who will be directly working on this Program. Do not include individual resumes. The descriptions should include, at minimum, the team members with primary technical responsibility for:

   i) utility analysis;

   ii) engineering and design work;

   iii) contract negotiation;

   iv) construction management;
4. **Program Team Organization**

a) Identify the services, the name of the principal for overall team, the names of the firms involved, and the principal contact(s) for each of the services the Respondent will subcontract for the Program.

b) Provide a Program organization chart listing each subcontract team member and their area of responsibility for the Program.

c) Describe Programs that the Respondent and its proposed subcontractors have jointly performed, including those of similar size and complexity to the Program.

5. **Program Management Plan**

a) Describe the Respondent's approach to the following Program elements:
   i) Engineering and design;
   ii) Code Compliance;
   iii) Quality Assurance;
   iv) Safety;
   v) Procurement;
   vi) Construction;
   vii) Submittal drawings, equipment manuals, and warranties;
   viii) Commissioning;
   ix) Measurement and verification; and
   x) Timely completion of all Program elements.

b) Describe how the Respondent will manage subcontractors, including processes for:
   i) Assignment of tasks;
   ii) Program scheduling;
   iii) Budget control;
   iv) Certificate of insurance tracking; and
   v) Assuring capability to provide all required construction and implementation services on a performance-contracting basis.

c) Equipment:
   i) Identify and describe any business associations with equipment manufacturers or suppliers that might be specified for the Program.
   ii) List any equipment manufactured by the Respondent that may be included in the Program.
   iii) State the Respondent's position regarding the identification, selection and installation of any competitor's equipment (if applicable), including examples of the Respondent installing a competitor's equipment on past Programs.

d) Describe any risk minimization strategies by the Respondent which are intended to protect MPEA.

6. **Savings and Guarantee**

a) Describe the expected methods for computing baseline energy use for this Program, including any computerized modeling programs used by the Respondent to establish baseline consumption.

b) Describe the factors that would necessitate a baseline adjustment, and the methods used by the Respondent to adjust the guaranteed level of savings from any material changes that occur due to such factors as weather, occupancy, facility use changes, etc. Describe the occurrences, if any, which would void or require an adjustment to the guarantee.

c) Provide a summary of the procedures, formulas, and methodologies, including any special metering or equipment, typically used by the Respondent to measure and calculate energy savings. The response should indicate how the Respondent identifies, documents, and measures
operational cost savings opportunities; the Respondent's proposed approach to the treatment of savings achieved during construction; and how those savings are documented and verified.

d) Describe the annual measurement and verification services the Respondent anticipates for the Program, and the cost (on an annual basis, and as a percentage of overall Program costs) for these services.

7. **ENERGY STAR Benchmarking Plan**

   a) Describe the Respondent's ENERGY STAR benchmarking plan for the Program.

8. **Greenhouse Gas Emissions Reduction Calculation and Reporting Plan**

   a) Describe the Respondent's greenhouse gas emissions reduction calculation and reporting plan for the Program.

9. **Training and Maintenance**

   a) Describe the training programs the Respondent anticipates for the MPEA and its staff pursuant to the Program, including specific discussion of the following areas:

   i) Types of training;
   ii) Location of training;
   iii) Frequency of training;
   iv) Types of training media;
   v) Ownership of training media;
   vi) Training provided by the Respondent's personnel; and
   vii) Training provided by others.

10. **Standard Contract Terms and Conditions**

    The MPEA will provide to Semi-Finalists proposed contract terms and conditions for both the IGA Agreement and the GEPC. Within its Phase 2 Proposal, the Respondent must:

   a) Identify any of the standard contract provisions the Respondent requests to modify. The Respondent will be deemed to have waived the right to assert any objections not identified within the Phase 2 Proposal.

   b) Identify any additional contract terms and conditions the Respondent wishes to include.

    The Respondent's willingness to adhere to the proposed contract terms and conditions will be an important consideration for the selection of the finalist.

11. **Example Supporting Technical Documents**

    The following documents must also be submitted from a project or projects of similar scope and nature as the Program:

    a) Sample Investment Grade Audit;
    b) Sample Commissioning Plan;
    c) Sample Measurement & Verification Plan;
    d) Sample Maintenance Plan;
    e) Sample Customer Savings Report; and
    f) Sample Design Documentation.
EVALUATION AND SELECTION CRITERIA

The MPEA will conduct a comprehensive, fair, and impartial evaluation of all proposals received in response to this RFQ. Proposals will be analyzed to determine overall responsiveness and qualifications under the RFQ.

The MPEA reserves the right to select Semi-Finalists and award contracts based on the proposals that are, in their judgment, the best and most favorable to the interests of MPEA; to accept any item of any proposal; to reject any and all proposals; to accept and incorporate corrections, clarifications or modifications following the proposals when to do so would not, in their opinion, prejudice the bidding process or create any improper advantage to any Respondent; and to waive irregularities and informalities in the bidding process or in any proposal submitted. The criteria described below will be applied and interpreted solely at the discretion of the MPEA.

A. Criteria for Selection of Semi-Finalists

Respondents will be selected as Semi-Finalists based on their experience, background, and qualifications, including but not limited to consideration of the following criteria (listed in no order of preference):

1) How well the Respondent's background and experience bear on MPEA's goals and objectives for the Program;
2) Experience with the full range of responsibilities and systems contemplated for this Program;
3) Respondent's experience with projects of a comparable nature to the Program;
4) Depth of experience in business and business unit dedicated to performance contracting;
5) Presence in Illinois and Cook County, and the office location(s) and number of locally-based full-time employees that will be involved with the Program;
6) Project team organization and project management methodology;
7) Training and service capabilities;
8) Quality and completeness of past project documentation;
9) Documented energy savings on past projects similar to the proposed Program;
10) Client references;
11) Commitment to and plan to fulfill the MPEA Project Participation Guidelines;
12) Financial soundness and stability and bonding capacity; and
13) Disclosures relating to prior performance, contract terminations, prior litigation, and bankruptcy.

B. Additional Criteria for Selection of Finalists

Among the Semi-Finalists, finalists will be selected by the MPEA for negotiation of the IGA Agreements and, potentially, the GEPCs. In addition to continued consideration of the criteria for Phase 1, criteria for the selection of the finalist(s) will also include the following (listed in no order of preference):

1) Evaluation of the Phase 2 Proposal, including, but not limited to, consideration of the following:
   a) Quality of the Preliminary Energy Analysis, including the proposed ECMs, estimated savings, assumptions governing savings estimates, and estimated maximum cost of the Program;
   b) Background and professional qualifications of personnel assigned to the Program, including subcontract personnel;
   c) Ability to assign responsibility and coordinate all services necessary for the Program;
   d) Ability to adhere to Program schedules and complete all elements of the performance contracting program in a timely manner;
   e) The Respondent's establishment of valid and reliable processes and methodologies for energy savings calculations;
   f) Quality of the proposed ENERGY STAR benchmarking plan and greenhouse gas emissions reduction calculation and reporting plan;
   g) Quality of the proposed training program;
   h) The Respondent's willingness to adhere to the proposed standard terms and conditions for the IGA Agreement and GEPC; and
   i) Quality of the example supporting technical documents.

2) Financial Terms
   a) Reasonableness of the walkaway fee for the IGA Agreement;
b) Cost and pricing for the ECMs;
c) Annual measurement and verification costs during the guarantee term; and
d) Terms of the guarantee.

3) Interview performance

C. **Criteria for Award of Projects in Subsequent Phases of the Program**

One or more subsequent phases of the Program may be commenced at any time within four (4) years after the date of issuance of this RFQ. Each subsequent phase of the Program may involve the award of additional groups of ECMs and/or building(s) to one or more of the selected ESCOs. MPEA will require a Preliminary Energy Analysis for all or a representative sample of the additional buildings, and may require such other submittals as MPEA deems necessary in its sole discretion. The award of additional groups of buildings will be made in accordance with the following criteria:

1) The ESCO’s performance to date under the GEPC, including its performance of the required services on schedule and within budget;
2) The ESCO’s achievement to date of its guaranteed minimum annual energy, water, and O&M savings;
3) The ESCO’s capacity to expand its services under the GEPC, as determined by MPEA in light of the ESCO’s management of its Program obligations;
4) The quality of the Preliminary Energy Analysis and the other submittals provided as part of the subsequent phase scoping process; and
5) The ESCO’s Financial Terms, including the cost and pricing for the proposed ECMs and the terms of the guarantee.
To be duplicated and completed on Proposer's company letterhead

(Date)
Metropolitan Pier and Exposition Authority
301 East Cermak Road
Chicago, Illinois 60616
Attention: Dao Ngo

Re: GEPC Services RFQ # 2016-02-M

Dear Ms. Ngo:

On behalf of (Full legal name of Proposer), I submit with this letter its response to the Metropolitan Pier and Exposition Authority's Request for Proposals (“RFQ”) for GEPC Services. In this connection, I state the following:

1. I have full authority to bind Proposer with respect to this response to the Request for Qualifications and any oral or written presentations and representations made to the Authority.

2. (Full legal name of Proposer) has read and understands the Request for Qualifications and is fully capable and qualified to provide the goods and or services as described within this Request for Qualifications.

3. I have read and understand the Request for Qualifications, including addenda numbers ________. If none were issued, indicate “NONE”.

4. (Full legal name of Proposer) understands that the Metropolitan Pier and Exposition Authority will rely on Proposer’s response to the Request for Qualifications and Proposer agrees to be bound by its representations and statements made in its response and in any oral or written presentation(s) made during the evaluation and selection process.

5. (Full legal name of Proposer) agrees to hold its Proposal open for a period of 60 days from the date and time established for notification of award, and, if requested by the Authority, for an additional 30 days thereafter.

6. If requested by the Authority, Proposer agrees to furnish additional information or documentation or to make one or more oral presentations or demonstrations to assist the Authority in evaluating its Proposal.

7. Neither I nor Proposer has any beneficial interest in or relationship with any other party working or performing services for or otherwise affiliated with the Authority and no conflict of interest which could interfere with the provision of services to the Authority.

8. Proposer understands that the Authority will rely upon the material representations set forth in the Request for Qualifications and that Proposer has a continuing obligation to update any information which changes or which Proposer learns to be incorrect. If the Authority determines that any information provided in response to this Request for Qualifications is false, incomplete or inaccurate, or if any provision of the requirements of the Request for Qualifications is violated, the Contract may be void or voidable, and the Authority may pursue any remedies under the Contract, at law, or in equity, including terminating the Proposer’s participation in the project or transaction and/or declining to allow the Proposer to participate in future transactions with the Authority.

9. It is understood that an original and multiple copies of the Request for Qualifications have been submitted for consideration. Proposer warrants that all copies are identical to the original in all respects.

10. If selected by the Authority, Proposer agrees to negotiate and enter into an Investment Grade Audit Agreement with the Authority. MPEA will provide such form of agreement to short listed respondents during the RFP phase.

12. I declare that all requirements set forth in the Request for Qualifications have been examined by me and to the best of my knowledge and belief are true, correct, and complete.
13. Proposer understands and acknowledges that the certifications, disclosures and acknowledgments contained in the Proposal and provided in will become a part of any contract awarded to the Proposer by the Authority in connection with RFQ #2016-02-M.

Signed: ________________________________

______________________________
Typed/lettered name of signatory

As: ________________________________

(relationship to Proposer/Title/etc.)
NAME OF PROJECT: GEPC Services

PROJECT NUMBER: RFQ # 2016-02-M

Note: Each Proposer is obligated to notify the Authority of any changes in its ownership or in its officers and directors at the time such changes occur if the change occurs during bid evaluation or during the Contract term.

1. If the Proposal is submitted by an individual, answer questions listed below:

   (a) Name______________________________

   (b) Official Address__________________________

   (c) Telephone_________________ Email address ______________________

   (d) Fax Number______________________________

   (e) FEIN______________________________

   (f) Is the individual authorized to do business in Illinois? □ YES □ NO

2. If the Proposal is submitted by a partnership, answer questions listed below:

   (a) Firm Name______________________________

   (b) Official Address__________________________

   (c) Fax Number______________________________

   (d) Telephone Number________________________

   (e) FEIN______________________________

   (f) List each individual or business entity having a beneficial interest directly or indirectly, of more than seven and one-half percent (7 ½%) in the business organization.

      Holding firms: Where owners are themselves a corporation, LLC, partnership or other business entity, list the business entity’s name and each individual or business entity having a beneficial interest directly or indirectly, of more than seven and one-half percent (7 ½%) in such “holding firm”. (Use a separate page if necessary). If no individual does, indicate “NONE”.

      Affiliated entities: List each individual or business entity having a beneficial interest directly or indirectly, of more than seven and one-half percent (7 ½%) in any affiliated entities. (Use a separate page if necessary). If no individual does, indicate “NONE”.

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REQUIRED FORM B – STATEMENT OF BUSINESS ORGANIZATION
(g) List the names of all managing partners:

__________________________________________________________

__________________________________________________________

__________________________________________________________

(h) Is partnership authorized to do business in Illinois?  □ YES  □ NO

3. If the Proposal is submitted by a corporation or limited liability company (LLC), answer questions listed below:

(a) Corporate or Company Name_____________________________________

(b) Date of Incorporation __________________________________________

(c) State of incorporation__________________________________________

(d) If incorporated in another State, are you authorized to do business in the State of Illinois?  □ YES  □ NO

(e) Name and address of registered agent ______________________________

__________________________________________________________

__________________________________________________________

(f) Fax Number____________________________________________________

(g) Telephone_________________________ Email address ____________________

(h) FEIN __________________________________________________________

(i) List the names of all officers and directors:

__________________________________________________________

__________________________________________________________

__________________________________________________________
(j) List each individual having a beneficial interest directly or indirectly, of more than seven and one-half percent (7 ½%) in the business organization.

**Holding firms:** Where owners are themselves a corporation, LLC, partnership or other business entity, list the business entity’s name and each individual or business entity having a beneficial interest directly or indirectly, of more than seven and one-half percent (7 ½%) in such “holding firm”. (Use a separate page if necessary). If no individual does, indicate “NONE”.

**Affiliated entities:** List each individual or business entity having a beneficial interest directly or indirectly, of more than seven and one-half percent (7 ½%) in any affiliated entities. If no individual does, indicate “NONE”. (Use a separate page if necessary)

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REQUIRED FORM C – STATEMENT OF QUALIFICATIONS

NAME OF PROJECT:  GEPC Services

PROJECT NUMBER:  RFQ # 2016-02-M

PROPOSER:  

Proposer must furnish all of the following information relative to its ability, experience, and financial resources available for the fulfillment of the Contract.

1. The number of consecutive years that Proposer has been engaged in the business under the present firm name.

   Number of consecutive years at this location: ___________.
   Date when business was organized ________________.

2. List all pertinent organizations and associations of which Proposer is currently a member:

   __________________________________________________________
   __________________________________________________________
   __________________________________________________________
   __________________________________________________________

3. Provide the overall ratio of managers to personnel. ________________________________

4. List below two (2) trade references:
   A. Company Name______________________________________________
      Contact____________________________________________________
      Title_______________________________________________________
      Address____________________________________________________
      Telephone____________________ Email address__________________
      Length of Relationship_______________________________________
   B. Company Name______________________________________________
      Contact____________________________________________________
      Title_______________________________________________________
      Address____________________________________________________
      Telephone____________________ Email address__________________
      Length of Relationship_______________________________________
REQUIRED FORM C – STATEMENT OF QUALIFICATIONS

PROPOSER: 

5. List below one (1) bank reference:

   Company Name

   Contact

   Title

   Address

   Telephone Email address

   Length of Relationship

6. Identify all union contracts to which you are a signatory.

   

   

7. Has Proposer ever refused to sign a contract? Y ____ N ____ At the original price? Y ____ N ____

   If yes to either question, provide details.

   

   

8. Has Proposer ever been terminated for cause? _____ If yes, provide details.

   

   

9. Has Proposer ever defaulted on a contract? _____ If yes, provide details.

   

   


PROPOSER:

10. Has Proposer or any related or affiliated entity ever been adjudged bankrupt, been subject to a receivership or an order of reorganization, or other similar action involving the rights of creditors against vendors? If yes, provide details.

11. Is Proposer or any related or affiliated entity at this time subject to any court order relating to bankruptcy, receivership, liquidation, reorganization, or similar relief? If yes, provide details.

12. Detail any criminal or civil investigation or pertinent litigation pending or that has concluded within the last three (3) years against Proposer’s organization or individuals within the organization.


14. Proposer has attached copies of its annual financial statement, such as balance sheets, profit and loss statement, or financial report, for the last three (3) years. □ Yes □ No

15. Proposer has attached a completed IRS W-9 □ Yes □ No

16. Identify how Proposer was made aware of this RFQ: Newspaper Ad _____ Website _____ Email Notification _____ Other ______________________________________

17. Identify below the Proposer’s contact person for purposes of responding to any questions the Authority may have:

Contact Name ________________________________________________________________

Title ____________________________________________________________

Address ________________________________________________________________

Telephone_________________________Email address______________________________
REQUIRED FORM D – PROPOSER CERTIFICATIONS

NAME OF PROJECT: GEPC Services

PROJECT NUMBER: RFQ # 2016-02-M

PROPOSER:

CHECK BOX(ES) TO CERTIFY:

[ ] Proposer certifies that it is fully authorized to enter into an Agreement with the Authority, has no known conflicts of interest as described in the MPEA Act (70 ILCS 210/25.3), or otherwise, and further specifically certifies that:

[ ] Neither Proposer nor its agents, officers or employees, has entered into any agreement or arrangement with any individual or entity to refrain from bidding, or to do any act or omit to do any act, the result of which would restrain free competition among Proposers.

[ ] Pursuant to 70 ILCS 210/25.3, neither Proposer nor its agents, officers or employees, has made any offer to, nor been solicited by, any member of the Board, officer or employee of the Authority, either directly or indirectly, regarding any money or other thing of value as a gift or bribe or means of influencing his or her vote or action in his or her official character.

[ ] Pursuant to 70 ILCS 210/25.5, neither Proposer nor any affiliated entities or affiliated persons of Proposer’s organization has made any contributions to any political committees established to promote the candidacy of any declared candidate for the office of Mayor of Chicago or Governor of Illinois.

[ ] Neither Proposer, nor its agents, officers or employees, is barred from contracting with any unit of state or local government as a result of being convicted of bid-rigging, as defined in Section 33E-3 of the Illinois Criminal Code of 1961 (720 ILCS 5/33E-3) or of bid-rotating, as defined in Section 33E-4 (720 ILCS 5/33E-4) or of any similar offenses of any state or the United States that contain the same elements as the offenses of bid-rigging or bid-rotating.

[ ] Proposer will, pursuant to 720 ILCS 5/33E-6, report to the Illinois Attorney General and Cook County State’s Attorney any prohibited communication that would constitute interference with contract submission and award by a public official.

[ ] Pursuant to 775 ILCS 5/2 105, Proposer complies with the Illinois Department of Human Rights Act and rules applicable to public contracts, including equal employment opportunity, refraining from unlawful discrimination, and having written sexual harassment policies.

[ ] Proposer will, pursuant to the Drug Free Workplace Act (30 ILCS 580), provide a drug free workplace. Proposer certifies that it will not engage in the unlawful manufacture, distribution, dispensation, possession or use of a controlled substance in the performance of the contract. This requirement applies to contracts of $5000 or more with individuals, and to entities with twenty-five (25) or more employees.

[ ] Proposer or its employees and subcontractors shall comply with applicable provisions of the U.S. Civil Rights Act, Section 504 of the Federal Rehabilitation Act, and the rules applicable to each as well as the Americans with Disabilities Act (42 U.S.C. 12101 et seq.) and the regulations thereunder (28 CFR 35.130).
REQUIRED FORM D – PROPOSER CERTIFICATIONS

PROPOSER: ________________________________________________________________

[ ] Proposer, nor any of its affiliates, subsidiaries, officers, directors, managerial employees, or any individual who, directly or indirectly, holds a pecuniary interest in the Proposer’s organization has been convicted of a criminal offense incident to the application for or performance of a contract or subcontract with a governmental entity in the State of Illinois, or has been convicted of a criminal offense, or held liable in a civil proceeding, that negatively reflects on the entity’s or individual’s business integrity, based on a finding of embezzlement, theft, forgery, bribery, falsification, or destruction of records, receiving stolen property, or violation of state or federal antitrust statutes or similar laws.

[ ] Proposer is not in arrears to the State of Illinois for any debts whatsoever (including but not limited to back taxes). Further, the undersigned certifies that the Proposer has not defaulted on any other project with the State of Illinois, US Federal Government, or any governmental entity of Cook County or the City of Chicago.
The Board of the Metropolitan Pier and Exposition Authority ("MPEA") has determined that all bids, proposals and contracts requiring Board approval must be accompanied by a statement disclosing information about Lobbyists, as that term is defined in Section A below. Lobbyists retained in connection with the award of the Contract are agents of the Proposer and are therefore subject to the same rules as the Proposer, including but not limited to the prohibition of conflicts of interest and the prohibition of direct contact with any official, employee or agent of the MPEA regarding outstanding procurement projects, except as provided herein. The only officials, employees or agents of the MPEA who may be contacted regarding outstanding procurement projects are the Director of Procurement, to whom questions for clarification regarding an outstanding procurement may be submitted in writing, and members of the MPEA's Business and Workforce Diversity Department, who may be contacted regarding the Proposer’s Minority and Women’s Business Enterprise participation.

A. DEFINITIONS AND DISCLOSURE REQUIREMENTS
1. "Lobbyist" means any person (i) who, for compensation or on behalf of any person other than himself, undertakes to influence any legislative or administrative action, or (ii) of whose duty, or any part of whose duty, as an employee of another includes undertaking to influence any legislative or administrative action. Sub Consultants or sub-contractors hired by the Proposer who do not fit this definition are not considered Lobbyists.
2. In particular, the Proposer must disclose the name of each such person, his/her business address, the nature of the relationship, and the amount of the fees paid or estimated to be paid.
3. If the Proposer is uncertain whether a disclosure is required, the Proposer must either ask the MPEA whether disclosure is required or make the disclosure. The Proposer is not required to disclose employees who are paid solely through the Proposer’s regular payroll or sub-contractors that will be assisting in performance of the work without providing GEPC Services.
4. MPEA prohibits the participation of Lobbyists when the payment to the Lobbyist is contingent on the award to the party of a contract, namely through contingency fee agreements.

B. CERTIFICATION
Each and every Lobbyist or other person retained or anticipated to be retained directly by the Proposer is listed below [begin list here, add sheets as necessary]. Indicate by check below if any such person is retained for or in connection with lobbying for the award of the contract that is the subject of this RFQ.

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[ ] CHECK HERE IF NO SUCH PERSON HAS BEEN RETAINED DIRECTLY BY THE APPLICANT OR IS ANTICIPATED TO BE RETAINED DIRECTLY BY THE APPLICANT.
NAME OF PROJECT: GEPC Services

PROJECT NUMBER: RFQ # 2016-02-M

PROPOSER: ________________________________

Is Proposer a minority or woman owned business enterprise? □ YES □ NO

If Yes, complete 1 – 4 below:

1. Check the Status of Proposer:
   [ ] Minority-Owned Business Enterprise (MBE)
   [ ] Women-Owned Business Enterprise (WBE)

2. Gender: Race/Ethnicity: Type of Firm:
   [ ] Male [ ] Black/African American [ ] Partnership
   [ ] Female [ ] Hispanic American [ ] Sole Proprietorship
   [ ] Asian American [ ] Corporation
   [ ] Native American [ ] Limited Liability Company (LLC)
   [ ] White American [ ] Other _____________________

3. If Proposer is certified as a MBE or WBE, please attach a copy of all current certifications.

   MPEA neither certifies nor decertifies a firm's MBE/WBE status. Rather, it accepts the current certifications of other agencies whose policies and procedures are consistent with the requirements of Section 23.1(b) of the Act. MPEA presently accepts certifications from the City of Chicago, Chicago Minority Business Development Council, County of Cook, Women's Business Development Center, and the State of Illinois through its Central Management Services Division.

4. If Proposer’s certification is pending, check this box [ ]

   Identify Agency certification is pending with: ________________________________

   Please attach a copy of the letter from the Agency verifying that certification is pending.
FORMS G AND H OMITTED
REQUIRED FORM I - SPECIAL CONDITIONS REGARDING MINORITY AND WOMEN OWNED BUSINESS ENTERPRISES

NAME OF PROJECT: _________________________________________________________
PROJECT NUMBER:   ______________________________
PROPOSER: _______________________________________________________________

SECTION I. POLICY STATEMENT AND TERMS

In accordance with the Metropolitan Pier and Exposition Authority Act, 70 ILCS 210/1 et seq., Section 23.1(b) (hereinafter referred to as “Act”); the Authority has adopted and maintains a Business Diversity Program. Goals established pursuant to the adoption of such a program include the award of not less than 25% of the annual dollar value of all contracts, purchase orders, or other agreements (collectively referred to as “contracts”) to minority owned businesses (MBE) and 5% of the annual dollar value of all contracts to women owned business enterprises (WBE).

It is the policy of the Authority that a Contractor take affirmative steps to ensure that minority and women owned businesses have the maximum opportunity to compete for and perform subcontracts for the supply of goods and services. Further, no contractor shall discriminate against any person or business on the basis of race, color, religion, ancestry, age, marital status, physical or mental disability, military discharge status, parental status, sexual orientation, national origin, sex or any other protected status in connection with the purchase of goods and services or the subcontracting of work required by an agreement awarded by the Authority.

SECTION II. DEFINITIONS

For purposes of this Bid or Proposal, the following terms shall have the definitions set forth in this Section II. If there is any discrepancy between the definitions set forth in these Special Conditions and the Act, the provisions of the Act control.

a. “Area of Specialty” means the description of a MBE or WBE firm’s business which has been determined by the Director of Procurement to be most reflective of the MBE or WBE firm’s claimed specialty or expertise. Each MBE and WBE letter of certification must contain a description of the firm's Area of Specialty. This information is also contained in each directory published by the Certifying Entities identified in Section III. Credit towards MBE and WBE participation goals on a contract shall be limited to the participation of firms performing within their Area of Specialty.

b. “Bid” or “Proposal” means a bid, proposal, or submittal detailing a description of the services or work to be provided by the Contractor in response to a bid solicitation, request for proposal, request for qualification or task order request issued by the Authority.

c. “Bidder” or “Proposer” means any person or business entity that submits a bid, proposal, qualification or submittal that seeks to enter into a contract with the Authority, and includes all partners, affiliates and joint ventures of such person or entity.
d. “Broker” means any person or entity that fills orders by purchasing or receiving supplies rather than out of its own existing inventory and provides no substantial service other than acting as a conduit between his or her supplier and his or her customer.

e. “Commercially Useful Function” means responsibility for the execution of a distinct element of the work of the contract, which is carried out by actually performing, managing, and supervising the work involved, evidencing the responsibilities and risks of a business owner.

f. “Compliance Monitoring System” means the computer-based system established by the Authority to monitor Contractor compliance in meeting MBE/WBE goals for a contract.

g. “Consultant” means an expert who is called on for professional or technical advice or opinions.

h. “Contract Specific Goals” means the subcontracting goals for MBE and WBE participation established for a particular contract.

i. “Contractor” means any person or business entity that has entered into a contract with the Authority as described herein, and includes all partners, affiliates, and joint ventures of such person or entity.

j. “Coordinator” means the Authority’s Business Diversity Program Coordinator.

k. “Direct Participation” means the total value of payments made to MBE or WBE firms for work that is completed in their Area of Specialty directly related to the performance of the subject matter of the contract.

l. “Directory” means a directory of certified minority business enterprises and women business enterprises maintained and published by a Certifying Entity. The Directory identifies firms that have been certified as MBEs and WBEs, and includes both the date of the firm’s last certification and the Area of Specialty in which the firm is certified. Contractors are responsible for verifying the current certification status of all proposed MBE and WBE firms.

m. “Good Faith Efforts” means actions undertaken by a bidder or contractor to achieve a Contract Specific Goal in accordance with Section VIII(b).

n. “Joint Venture” means an association of at least one MBE or WBE firm and one or more other firms to carry out a single, for-profit business enterprise, for which each Joint Venture partner contributes property, capital, efforts, skills and knowledge, and in which the MBE or WBE is responsible for a distinct, clearly defined portion of the work of the contract and whose share in the capital contribution, control, management, risks, and profits of the Joint Venture are commensurate with its ownership interest.

o. “Minority Business Enterprise” or “MBE” shall be defined in accordance with the Business Enterprise for Minorities, Females, and Persons with Disabilities Act, 30 ILCS 575/2.01, et. seq., and means a business concern which is at least 51% owned by one or more minority persons, or in the case of a corporation, at least 51% of the stock in which is owned by one or more minority persons; and the management and daily business operations of which are controlled by one or more of the minority individuals who own it.

p. “Special Conditions” means the terms and conditions of the Authority’s Business Diversity Program as set forth in this document.
q. “Supplier” means a firm who manufactures or fabricates from raw materials or substantially alters the materials / supplies; or a firm that is the wholesale/retail distributor of materials or supplies.

r. “Women Business Enterprise” or “WBE” shall be defined in accordance with the Business Enterprise for Minorities, Females, and Persons with Disabilities Act, 30 ILCS 575/2.01, et. seq., and means a business concern which is at least 51% owned by one or more females, or, in the case of a corporation, at least 51% of the stock in which is owned by one or more females; and the management and daily business operations of which are controlled by one or more of the females who own it.

SECTION III. CERTIFICATION

The Authority neither certifies nor decertifies a firm’s MBE or WBE status. Rather, it accepts the current certifications of other agencies whose policies and procedures are consistent with the requirements of Section 23.1(b) of the Act. The Authority presently accepts certifications from the City of Chicago, Chicago Minority Business Development Council, County of Cook, Women’s Business Development Center through a partnership with the Women’s Business Enterprise National Council, and the State of Illinois through its Central Management Services Division. Other certifications will be reviewed on a case-by-case basis. To be eligible for credit towards meeting the MBE and WBE goals, a firm must be certified by the time of contract award.

The Authority does not make any representation concerning the ability of any MBE or WBE to perform work within the firm’s Area of Specialty. It is the responsibility of all Contractors to determine the capability and capacity of MBEs and WBEs to satisfactorily perform the work proposed.

Bidder or Proposer must confirm that neither it nor any of its proposed subcontractors have been decertified by any of the certifying agencies listed above. If an MBE or WBE firm loses its certification from any of the certifying agencies above during the contract term, the Contractor and the MBE or WBE must immediately notify the Authority. The Authority has the right to demand the substitution by a certified MBE or WBE or take other appropriate action.
SECTION IV. CONTRACT GOALS

The Authority has established the following Contract Specific Goals for this contract:

<table>
<thead>
<tr>
<th>MBE PERCENTAGE</th>
<th>WBE PERCENTAGE</th>
</tr>
</thead>
<tbody>
<tr>
<td>25%</td>
<td>5%</td>
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</tbody>
</table>

These goals shall apply to the contract, unless Bidder or Proposer requests an appropriate waiver at the time of the submission of the Bid or Proposal and such request is granted in writing by the Authority.

SECTION V. OBLIGATIONS OF BIDDERS AND PROPOSERS

a. Each Bidder or Proposer must commit to utilize MBE and WBE firms to meet the goals stated above relative to the total contract price (inclusive of any and all modifications and amendments). Evidence of such commitment shall be the responsibility of the Bidder or Proposer. MBE and WBE commitments may be met by one or a combination of the following:

1. Bidder or Proposer status as a certified MBE or WBE firm;
2. Subcontracting part of the work to one (1) or more certified MBE or WBE firms; or
3. A joint venture as prime contractor with one (1) or more certified MBE or WBE firms to the extent of the MBE and WBE participation in such joint venture; or
4. Purchasing materials or supplies used in performing the contract from one (1) or more certified MBE or WBE firms.

b. Bidders or Proposers that are unable to meet the goals set forth in Section IV above must request a waiver or reduction at the time of Bid or Proposal submission and demonstrate Good Faith Efforts pursuant to Section VIII(b) herein;

c. Bids or Proposals may be rejected as non-responsive if:

1. Bids or Proposals do not include a detailed MBE or WBE commitment or a request for a waiver accompanied by evidence of Good Faith Efforts;
2. Bidder or Proposer fails to cooperate with Authority requests regarding MBE or WBE participation efforts; or
3. False or misleading statements are made regarding MBE or WBE participation.

d. Bidders or Proposers are encouraged to contact the Coordinator early in the process of preparing their Bids or Proposals to obtain assistance identifying qualified and certified MBE and WBE firms. Direct requests to:

Metropolitan Pier and Exposition Authority
301 East Cermak Road, Chicago, Illinois 60616
Telephone: (312) 791-6333 ~ Facsimile: (312) 791-7125
Attention: Tiffany M. Petties
Business Diversity Program Compliance Coordinator
a. **Required Documents.** The following documents must be submitted to the Authority with the Bid or Proposal:

1. **Schedule A: Affidavit of Bidders or Proposers Commitments.** The Bidder or Proposer must complete this form to warrant to the Authority the Bidder’s or Proposer’s commitment to use specific MBE/WBE firms in performing the contract. Bidder or Proposer must detail a specific MBE/WBE plan on Schedule A and submit it along with the appropriate certification letters for all MBE and WBE firms in accordance with Section III. All Bidders and Proposers are required to submit a completed Schedule A. Any Bid or Proposal submitted without Schedule A and the relevant supporting documents will be rejected unless the Authority deems it appropriate to grant a waiver in accordance with Section VIII.

2. **Schedule B: Letter of Intent.** All MBE/WBE firms that will perform services under the contract must complete Schedule B to show the commitment between the Bidders or Proposers and each MBE/WBE participant. MBE and WBE firms that are party to a Joint Venture must also complete Schedule B.

3. **Schedule C: Joint Venture Affidavit and Agreement.** All Joint Ventures must complete Schedule C. Where all of the Joint Venture parties are MBE and WBE firms, a copy of the Joint Venture agreement and Schedule B are required, but Schedule C is not required.

4. **Schedule D-1 and D-2: Waiver Request and Unavailability Certification.** In the event that the Bidder or Proposer has been unable to identify any MBE/WBE firms to participate in the contract, Bidder or Proposer must complete these forms to demonstrate its Good-Faith Efforts to obtain MBE/WBE participation.

b. **Changes.** Once approved by the Authority, changes to Bidder or Proposer commitments certified in Schedules A-C are prohibited without prior written consent of the Authority. Bidder or Proposer may request, in writing, to substitute or add a new MBE or WBE or change the percentages among the MBE/WBE firms identified in Schedule A due to unforeseen circumstances in order to fulfill the requirements of the contract. All such requests are subject to the Authority’s written approval, subject to the terms of the contract.

### SECTION VII. COUNTING MBE/WBE PARTICIPATION TOWARD CONTRACT GOALS

a. **Limitations.** MBE and WBE participation generally counts toward MBE and WBE goals according to the total dollar value of the goods and services supplied by the certified MBE or WBE firm. Some restrictions to this general rule apply, as follows:

1. Credit toward MBE/WBE commitments is only given for work by firms performing within their Area(s) of Specialty as stated in the current letter of certification. Firms acting as brokers are not eligible to be counted for credit.

2. If a firm (including wholly-owned MBE/WBE Joint Ventures) is certified as both an MBE and a WBE, the Authority will determine whether to count the total dollar value of the contract toward the MBE or WBE goal, but not both at once.

3. Only payments to firms performing Commercially Useful Functions under the contract with the Authority are counted towards MBE/WBE goals. Commercially...
Useful Functions include actually performing, managing, and supervising a clear element of the contract. The amount of work subcontracted, industry practices, and other relevant factors are considered.

4. A MBE/WBE subcontractor is presumed not to perform a Commercially Useful Function when it subcontracts a significantly greater part of the contract than customary industry practice permits. MBE and WBE firms may present evidence to rebut this presumption.

b. Direct Participation.

1. Full credit towards the MBE or WBE commitment may be received for the purchase price of materials and supplies if the materials and supplies are wholly consumed in the performance of a contract and:

A. The MBE or WBE firm manufactures (i.e., fabricates from raw materials or substantially alters) the materials or supplies; or

B. The contract or subcontract with the MBE or WBE firm calls for the firm to furnish and install the supplies or materials; or

C. The MBE or WBE firm providing the materials or supplies performs some other Commercially Useful Function in the supply process (e.g., the MBE or WBE firm's Area of Specialty, as stated on the letter of certification, is a wholesale/retail distributor of the materials or supplies in question). The Authority, in its sole discretion, shall determine whether the MBE or WBE firm performs a Commercially Useful Function.

2. If the MBE or WBE subcontracts out any of its work:

A. The full value of the portion of the work subcontracted to other MBEs or WBEs performing work in its Area of Specialty may be counted toward the Contract Specific Goals.

B. None of the value of the work that an MBE or WBE subcontracts to a non-certified firm counts toward the Contract Specific Goals.

C. The fees or commissions charged for providing a bona fide service, such as professional, technical, consulting or managerial services or for providing bonds or insurance and assistance in the procurement of essential personnel, facilities, equipment, materials or supplies required for performance of the Contract, may be counted toward the Contract Specific Goals, provided that the fee or commission is determined by the Authority to be reasonable and not excessive as compared with fees customarily allowed for similar services.

c. Purchase of Materials. If the MBE or WBE firm has the actual and contractual responsibility for providing materials and supplies, then the contract price of those items may be counted towards Bidder or Proposer's MBE/WBE goals.

d. Joint Ventures

1. A Joint Venture that includes MBE/WBE partners may count towards a Bidder or Proposer's Contract Specific Goals, provided, however, that the MBE or WBE partner(s) must:
A. Be responsible for a clearly defined portion of the contract to be performed;

B. Perform a Commercially Useful Function;

C. Share in the capital contribution, control, management responsibilities, risks and profits of the Joint Venture are equal to its ownership interest;

D. Execute the Bid or Proposal along with the other Joint Venture partners;

E. Enter into a written Joint Venture agreement with the other Joint Venture partners that specifies the terms and conditions of the relationship between the partners and their relationship and responsibilities to the contract, and certifies that all such terms and conditions of the Joint Venture agreement are in accordance with Section VII(a)(1)-(3) above. Roles assigned between the Joint Venture partners should require activities that are performed on a regular, recurring basis rather than as needed. The roles must also be pertinent to the nature of the business for which credit is being sought.

2. If the conditions set forth in Section VII(d)(1) are met, credit for the Joint Venture will be applied in one (1) of the three (3) following manners:

A. If 51% or more of the ownership of the Joint Venture is held solely by MBE firms, or is held solely by WBE firms, then the Bidder or Proposer will receive credit for the full amount of the contract price towards the MBE or WBE commitment, respectively; or

B. If the Joint Venture includes both MBE and WBE firms, then the commitment to the MBE firm(s) will be counted towards the MBE goal, and the commitment to the WBE firm(s) will be counted towards the WBE goal; or

C. If the Joint Venture includes only MBE firm(s), or only WBE firm(s), and the MBE or WBE firm(s) own less than 51% of the Joint Venture, then the joint venture will be credited with the percentage of the contract price committed to the MBE or WBE firm(s).

3. A subcontract agreement between the Joint Venture and the MBE or WBE partner(s) to the Joint Venture clearly delineating the role of each firm in the performance of the contract must be included with the submission of the Bid or Proposal along with a Schedule A that has been completed by the Joint Venture and Schedule B that has been completed by all MBE/WBE firms.

SECTION VIII. GRANT OF RELIEF / REDUCTION OF MBE/WBE GOALS AND WAIVER PROVISIONS

The Coordinator shall determine whether the request for a reduction of MBE/WBE goals or waiver shall be granted. Bidder or proposer may be considered responsive to the terms and conditions of these schedules only if a reduction or waiver request is submitted at the time of the Bid or Proposal opening.

Failure to submit the request for reduction from the stated goals or waiver, sufficient to support the request for a reduction or to support the waiver request with the Bid or Proposal, will cause the Bid or Proposal to be found non-responsive by the Coordinator, and the Bid or Proposal will be rejected by the Director of Procurement.
a. **Required Documents.** To obtain relief/reduction of MBE/WBE goals, a Bidder or Proposer must submit the following:

1. A written request for reduction or waiver from the goals in the form of a signed petition submitted on the Bidder’s or Proposer’s letterhead;

2. Copies of the letters on the Bidder’s or Proposer’s company letterhead sent to at least two (2) assistance agencies requesting assistance in locating MBE/WBE firms (include also a notarized statement certifying that the original of each letter to an assist agency was mailed on the date stated in each letter);

3. Completed Schedules D-1 and D-2: Unavailability Certification for each MBE or WBE firm contacted for participation in the performance of the Bid or Proposal; and

4. Evidence of Good-Faith Efforts as set forth in Section VIII(b) demonstrating that all required efforts were taken to secure certified MBE/WBE firms to meet the goals.

b. **Good-Faith Efforts.** The following are examples of good-faith efforts. The list is not intended to be exhaustive, and a Bidder or Proposer may present additional information or documentation as evidence of its Good Faith Efforts. The Authority will review all such documentation on a case by case basis, but does not guarantee that documentation of the following factors will automatically qualify as Good Faith Efforts.

1. Having written affirmative action policies and demonstrating general success in implementing those policies.

2. Notifying assistance agencies in writing before Bids or Proposals are due to seek their assistance in identifying viable MBE and/or WBEs for specific work on a contract. (See Section XIV for a list of such agencies.).

3. The method, means, and date(s) by which the Contractor timely notified the MBE/WBEs of the potential for bidding or participation in the subject contract.

4. Documentation that the information Contractor provided to the MBE/WBEs about plans, specifications, requirements of the contract and scope of services was adequate to facilitate the MBE/WBE’s ability to provide a substantive bid response to the Contractor.

5. Evidence that the Contractor selected portions of the work to be performed by an MBE/WBE in order to increase the likelihood of participation, including, where appropriate, breaking down contracts into smaller, economically feasible units.

6. If the Bidder or Proposer has directly negotiated with MBE and/or WBEs for subcontracts, the following items must be reported. A detailed statement of the efforts made to negotiate in good faith with MBE/WBEs showing:

   A. The names, addresses and telephone numbers of the MBE/WBEs contacted;

   B. A description of the plans and specifications provided to MBE/WBEs; and

   C. A detailed statement of the reason(s) agreements with the MBE/WBEs were not possible;

   D. A detailed statement of efforts made to select work for an MBE/WBE.
7. Whether the contractor deemed the MBE/WBE as unqualified on a bona fide basis consistent with legitimate industry standards.

8. The Bidder and/or Proposer must research MBE and/or WBE involvement beyond customary roles. (Affidavits must be submitted stating why MBE/WBE participation was not possible).

9. Assisting MBE and/or WBEs in overcoming participation barriers, for example, by helping firms obtain bonding or insurance coverage.

c. **Price.** Price alone is not an acceptable reason for rejecting an MBE/WBE subcontractor. The bidder or proposer must demonstrate that no MBE and/or WBE offered a reasonable price based on objective factors establishing that the quote is excessively costly. In order to establish that a subcontractor’s quote is excessively costly, the Bidder or Proposer must provide the following information:

1. A detailed statement of the work identified for MBE/WBE participation for which Bidder or Proposer asserts the MBE/WBE quote(s) was excessively costly (in excess of 10%).

2. A list of all potential subcontractors contacted for a quote on the relevant work or service to be performed by the subcontractors and the prices quoted for the subcontract in question.

3. Other documentation that demonstrates to the satisfaction of the Coordinator that the MBE/WBE proposals are excessively costly, even though not in excess of 10% than the average price quoted. This determination will be based on factors that include, but are not limited to the following:

   A. The Authority’s estimate for the work under a specific subcontract;

   B. The Bidder’s or Proposer’s own estimate for the work under the subcontract;

   C. An average of the bona fide prices quoted for the subcontract;

   D. Demonstrated increase in other contract costs as a result of subcontracting to the MBE/WBE or other firm.

**SECTION IX. IMPRACTICABILITY**

If the Authority, determines that a lesser MBE/WBE percentage goal is appropriate with respect to a particular contract subject to competitive bidding or issuance of request for proposals prior to the Bid or Proposal solicitations for such contract, Bid or Proposal specifications shall include a statement of such revised standard. This determination may be made in connection with a particular contract, whether before the contract is let for Bid or Proposal, during the Bid or Proposal or award process, before or during award of the contract, or during the performance of the contract.

**SECTION X. RECORD KEEPING**

Records of all relevant data must be maintained for at least five (5) years after the work is accepted or the contract with the Authority ends whichever is later. The Authority shall have access to Contractor’s books and records, including without limitation payroll records, tax
returns and records and books of account, to determine the Contractor's compliance with its commitment to MBE/WBE participation and the status of any MBE/WBE performing any portion of the contract. This provision shall be in addition to, and not a substitute for, any other provision allowing inspection of the Contractor's records by any officer or official of the Authority for any purpose.

SECTION XI. REPORTING REQUIREMENTS DURING THE TERM OF THE CONTRACT

The Compliance Monitoring System is available at: https://mpea.diversitycompliance.com. The Coordinator will set up account access for the Contractor and all subcontractors following execution of the contract.

During the term of the contract, Contractor and all subcontractors will be responsible for submitting monthly reports to the Authority via the Compliance Monitoring System according to the following schedule:

<table>
<thead>
<tr>
<th>CONTRACTOR (PRIME)</th>
<th>Report all payment activity, including non-payments, to subcontractors for the prior month</th>
<th>15th day of each month</th>
</tr>
</thead>
<tbody>
<tr>
<td>SUBCONTRACTOR</td>
<td>Confirmation of all payments received from prime Contractor</td>
<td>20th of each month</td>
</tr>
</tbody>
</table>

All subcontract agreements between the Contractor and MBE/WBE firms must contain language requiring the MBE/WBE to respond to notifications from the Authority requiring the MBE/WBE firms to report payments received from a prime or a non-certified firm.

SECTION XII. EQUAL EMPLOYMENT OPPORTUNITY

Contractor shall comply with all applicable federal, state, and local Equal Employment Opportunity or Civil Rights laws, codes or ordinances, and regulations, and shall require compliance from all subcontractors.

SECTION XIII. AUTHORITY’S REMEDIES FOR NON-COMPLIANCE

Contractor acknowledges and agrees that the terms and conditions of these Special Conditions are material terms of the Bid or Proposal and that these Special Conditions including Affidavits A – D shall be incorporated by reference into Contractor's contract.

a. Material Breach. A material breach of the Special Conditions includes, but is not limited to, the following:

1. Contractor’s failure to satisfy the MBE/WBE percentage goals required by the contract.

2. Contractor or subcontractor disqualification as an MBE or WBE when such status was a factor in contract award and was misrepresented by the Contractor. In the event that the Contractor is determined not to have been involved in any misrepresentation of the status of the disqualified subcontractor or supplier, the Contractor shall seek to discharge the disqualified subcontractor or supplier, report such disqualification to the Coordinator, and make every effort to identify and engage a qualified MBE/WBE as its replacement.
3. Contractor or subcontractor failure to maintain MBE/WBE certification in good standing with the certifying agency.

b. Remedies. In the event of a material breach by Contractor, the Authority may invoke any or all of the following remedies. These remedies are not intended to be exclusive of any other remedies available, and every remedy is cumulative and in addition to any other remedy existing now or later at law, in equity or under the contract.

1. Rejection of the Bid or Proposal.

2. Termination of the contract.

3. Deem Contractor non-responsive for future contracts with the Authority.

4. Debarment of Contractor doing business with the Authority.

5. Referral of Contractor to the appropriate certifying and/or law enforcement agency(ies).

6. Withhold payments due to the Contractor until corrective action is taken.

7. Contractor acknowledges that its failure to engage in Good Faith Efforts, will harm the operations and reputation of the Authority, which is difficult to determine and accurately specify. Accordingly, Contractor agrees that if the Authority issues a notice to cure to Contractor with respect to Contractor’s failure to exercise Good Faith Efforts, Contractor shall pay to the Authority Five Thousand Dollars ($5,000) as liquidated damages, not as a penalty, for each instance of such failure to cure, and each thirty-day period thereafter that Contractor fails to establish Good Faith Efforts consistent with the requirements of these Special Conditions. The liquidated damages provided herein shall be in lieu of all liability for any and all extra costs, losses, expenses, claims penalties and all other damages of whatsoever nature incurred by the Authority which are occasioned by any failure of Contractor to establish Good Faith Efforts consistent with these Special Conditions. Any payment due to the Authority shall be deducted from the next payment due to Contractor under the contract and deposited in the Authority’s Affirmative Action Commitment Outreach Fund.
### A. Project Information

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<tr>
<th>RFP Number:</th>
<th>RFP Title:</th>
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</table>

### B. Bidder/Proposer Information

**Name of Bidder/Proposer:**

I HEREBY DECLARE AND AFFIRM, under penalty of perjury, that

1. I am a duly authorized representative of: ____________________________ (“Prime Contractor”);

2. I have personally reviewed information set forth in this Schedule A describing our proposed plan to achieve the MBE/WBE requirements of this contract (“Compliance Plan”) and any relevant supporting information;

3. I have conducted reasonable due diligence about the accuracy of the information set forth in the Compliance Plan;

4. I understand that the Compliance Plan contains material statements upon which the Metropolitan Pier and Exposition Authority (the “Authority”) will rely as part of its decision making regarding bid or proposal selection;

5. All MBE/WBE firms included in this Compliance Plan are certified, and that I have attached all letters of certification for all MBE/WBE firms including Prime Contractor if applicable;

6. Based on my knowledge and due diligence, this Compliance Plan does not contain any untrue information or omit any material fact necessary to make the information contained therein true and complete; and

7. I further declare and affirm that I have read and understand the Authority’s Special Conditions Regarding Minority and Women Owned Business Enterprises (the “Special Conditions”) and that the organization that I represent is in compliance with the Special Conditions. I further understand that if the Authority determines that any information provided in the Compliance Plan or any other document submitted to the Authority is intentionally false or misleading, the Authority may pursue any and all remedies at law or equity, including without limitation, termination of any and all contracts with my firm, designating my firm as non-responsible on future bid opportunities, debarment of my firm from doing business with the Authority, as well as referral of my firm to the appropriate certifying and/or law enforcement agency(ies), and liquidated damages.
**Metropolitan Pier and Exposition Authority**  
Special Conditions Regarding Minority and Women Owned Businesses  
**Schedule A: Affidavit of Bidder/Proposer Regarding MBE/WBE Commitments**

### C. Direct Participation of MBE/WBE Firms

The Prime Contractor shall, in determining the manner of MBE/WBE participation, first consider involvement with MBE/WBE firms as joint venture partners, subcontractors and suppliers of goods and services directly related to the performance of this contract.

If Bidder/Proposer is a joint venture and one or more joint venture partners are certified MBE and/or WBE, attach copies of certification letters, a copy of Joint Venture Agreement clearly describing the role of the MBE/WBE firm(s) and its ownership interest in the joint venture and list all MBE/WBE firms below.

List all MBE/WBE firms directly involved in the performance of this contract, including the Bidder/Proposer if MBE/WBE.

Attach certification letters and completed Schedule B for all MBE/WBE firms.

If awarded a contract by the Authority, the Prime Contractor shall enter into formal written agreements with all MBE/WBE firms listed in this Section C, within a reasonable amount of time upon Prime Contractor’s execution of the contract with the Authority.

Attach additional sheets if necessary.

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<tr>
<th>Name of Firm:</th>
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<tr>
<td>Address:</td>
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<td>Phone:</td>
<td>Fax:</td>
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<tr>
<td>Contact Person:</td>
<td>Email:</td>
</tr>
<tr>
<td>Dollar Amount of Participation:</td>
<td>Percentage of Participation:</td>
</tr>
<tr>
<td>Description of Service or Work:</td>
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<tr>
<th>Name of Firm:</th>
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<tr>
<td>Description of Service or Work:</td>
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</tbody>
</table>
**Metropolitan Pier and Exposition Authority**  
**Special Conditions Regarding Minority and Women Owned Businesses**  
**Schedule A: Affidavit of Bidder/Proposer Regarding**  
**MBE/WBE Commitments**

| Name of Firm: |  
| Address: |  
| Phone: | Fax: |  
| Contact Person: | Email: |  
| Dollar Amount of Participation: | Percentage of Participation: |  
| Description of Service or Work: |  

**D. Direct Participation of Non MBE/WBE Firms**

List all Non-MBE/WBE firms directly involved in the performance of this contract. Attach additional sheets as necessary.

| Name of Firm: |  
| Address: |  
| Phone: | Fax: |  
| Contact Person: | Email: |  
| Dollar Amount of Participation: | Percentage of Participation: |  
| Description of Service or Work: |  

| Name of Firm: |  
| Address: |  
| Phone: | Fax: |  
| Contact Person: | Email: |  
| Dollar Amount of Participation: | Percentage of Participation: |  
| Description of Service or Work: |
Name of Firm:

Address:

Phone: Fax:

Contact Person: Email:

Dollar Amount of Participation: Percentage of Participation:

Description of Service or Work:

E. Declaration and Affirmation

I do solemnly declare and affirm under the penalties of perjury that the statements made in this Schedule A, including the contents of all attachments, are true and correct, and that I am authorized on behalf of the Bidder/Proposer to make this Affidavit.

Signature of Affiant:

Print Name: Date:

IF PROPOSING AS A JOINT VENTURE

Name of Joint Venture Participant:

Signature of Affiant: Date:

Print Name: Date:

State of: County of

Subscribed and sworn to before me this day of , 20

________________________________________
NOTARY PUBLIC (SEAL)
**Metropolitan Pier and Exposition Authority**  
Special Conditions Regarding Minority and Women Owned Businesses  
Schedule B: MBE/WBE Statement of Intent to Perform as a Subcontractor, Supplier or Consultant

### A. Project Information

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<tr>
<th>RFP Number:</th>
<th>RFP Title:</th>
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### B. Statement of Intent

From (MBE/WBE Firm):

**Type of Certification:**  
□ MBE  □ WBE  
Certifying Entity:

To (Prime Contractor):

and the Metropolitan Pier and Exposition Authority

The undersigned MBE/WBE firm agrees that it intends to perform work in connection with the above-referenced project, and that:

1. The firm has attached to this Schedule B, a valid certification letter from one the Certifying Entities set forth in Section III of the Special Conditions, and if applicable, Schedule C: Joint Venture Affidavit.

2. The firm is prepared to provide the following services or supply the following goods in connection with the above referenced project. Attach additional sheets as necessary.

<table>
<thead>
<tr>
<th>Description of Services/Goods to be provided:</th>
<th>Fee/Cost</th>
<th>Percentage</th>
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3. The firm will be subcontracting a portion of the work described in this Schedule B as set forth below. If the MBE/WBE firm will not be subcontracting a portion of the work, 0% must be shown in the table. If more than 10% of the value of the MBE or WBE’s scope of work will be sub-contracted, attach a letter from the subcontractor (on subcontractor letterhead) indicating the dollar amount of participation and a brief description of the work to be subcontracted.

<table>
<thead>
<tr>
<th>Type of Firm</th>
<th>Percentage</th>
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<tr>
<td>MBE</td>
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<tr>
<td>WBE</td>
<td></td>
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<tr>
<td>Non MBE/WBE Firm</td>
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</tr>
</tbody>
</table>
C. Declaration and Affirmation

The undersigned MBE/WBE firm and the Bidder/Proposer agree that they will enter into a binding agreement to perform the work set forth in this Schedule B for the prices/percentages indicated. The undersigned firms also certify that before making any changes to the work to be provided under this Schedule B, they will notify the Authority. Any material misrepresentation will be grounds for terminating any contract that may be awarded and for initiating action under federal or state laws concerning false statements.

I do solemnly declare and affirm under the penalties of perjury that the statements made in this Schedule B, including the contents of all attachments, are true and correct, and that I am authorized on behalf of the undersigned to make this Affidavit.

<table>
<thead>
<tr>
<th>MBE/WBE Firm:</th>
<th>Non-MBE/WBE Firm:</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Signature of Affiant:</strong></td>
<td><strong>Signature of Joint Venture Partner:</strong></td>
</tr>
<tr>
<td><strong>Date:</strong></td>
<td><strong>Date:</strong></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>Print Name:</strong></th>
<th><strong>Title:</strong></th>
</tr>
</thead>
</table>

**IF PROPOSING AS A JOINT VENTURE (Attach Schedule C: Joint Venture Agreement)**

**Signature of Joint Venture Partner:**

<table>
<thead>
<tr>
<th><strong>Signature of Affiant:</strong></th>
<th><strong>Date:</strong></th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th><strong>Print Name:</strong></th>
<th><strong>Title:</strong></th>
</tr>
</thead>
</table>

State of: ______________________ County of ______________________

Subscribed and sworn to before me this ________ day of ________, 20___

__________________________________________

NOTARY PUBLIC (SEAL)

For MPEA Use

<table>
<thead>
<tr>
<th>Reviewed By:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Date:</td>
</tr>
</tbody>
</table>
**A. Project Information**

<table>
<thead>
<tr>
<th>RFP Number:</th>
<th>RFP Title:</th>
</tr>
</thead>
</table>

A Joint Venture is an association of two (2) or more business enterprises to constitute a single business enterprise to perform the services required pursuant to the above referenced RFP. A Joint Venture that includes MBE/WBE partners may count towards a Bidder or Proposer's Contract Specific Goals, provided, however, that the MBE or WBE partner(s) must: (a) be responsible for a clearly defined portion of the contract to be performed; (b) perform a Commercially Useful Function; (c) share in the ownership, control, management, risks and profits of the Joint Venture; (d) execute the Bid or Proposal along with the other Joint Venture partners; and (e) enter into a written Joint Venture agreement with the other Joint Venture partners that specifies the terms and conditions of the relationship between the partners and their relationship and responsibilities to the contract.

**DO NOT** complete this form if all joint venture participants are MBE/WBE firms. Instead, submit a copy of the Joint Venture agreement clearly delineating the roles of all participants, Schedule A, Schedule B and copies of all valid certification letters.

Joint Ventures must provide requested answers in the spaces provided. Do not refer to your Joint Venture agreement except to expand on answers provided on this form. If additional space is required, additional sheets may be attached.

**B. Joint Venture Information**

<table>
<thead>
<tr>
<th>Name of Joint Venture:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Address:</td>
</tr>
<tr>
<td>Phone:</td>
</tr>
<tr>
<td>Contact Person:</td>
</tr>
</tbody>
</table>

Attach a copy of the Joint Venture agreement, promissory note or loan agreement (if applicable), and any and all written agreements between the Joint Venture participants. The Joint Venture Agreement must include specific details related to: (a) the contributions of capital and equipment; (b) work items to be performed by the MBE/WBE's own forces; (c) work items to be performed under the supervision of the MBE/WBE participant; and (d) the commitment of management, supervisory and operative personnel employed by the MBE/WBE to be dedicated to the performance of the project.

List all other business relationships between the Joint Venture participants, including other joint venture agreements in which the parties are jointly involved:
### C. Non MBE/WBE Joint Venture Participant(s)

<table>
<thead>
<tr>
<th>Name of Firm:</th>
<th>% Ownership:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Address:</td>
<td></td>
</tr>
<tr>
<td>Phone:</td>
<td>Fax:</td>
</tr>
<tr>
<td>Contact Person:</td>
<td>Email:</td>
</tr>
</tbody>
</table>

### D. MBE/WBE Joint Venture Participant(s)

<table>
<thead>
<tr>
<th>Name of Firm:</th>
<th>% Ownership:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Address:</td>
<td></td>
</tr>
<tr>
<td>Phone:</td>
<td>Fax:</td>
</tr>
<tr>
<td>Contact Person:</td>
<td>Email:</td>
</tr>
</tbody>
</table>

- **Type of Certification:**
  - [ ] MBE
  - [ ] WBE

- **Certifying Entity:**

- **Date:**

- **Area of Specialty:**

- **MBE/WBE initial capital contributions:** $  
  %

- **Future capital contributions (explain requirements):**

- **Source of funds for the MBE/WBE capital contributions:**

- **Specify the MBE/WBE’s share in the profits of the Joint Venture:**

- **Specify the MBE/WBE’s share in the risks of the Joint Venture:**
Specify other applicable ownership interests or other agreements, which restrict or limit ownership and/or control:

E. Control of and Participation in the Joint Venture

Identify by name and firm those individuals who are, or will be responsible for, and have the authority to engage in the following management functions and policy decisions. Indicate any limitations to their authority such as dollar limits and co-signatory requirements.

Joint Venture check signing:

Authority to enter into contracts on behalf of the Joint Venture:

Signing, co-signing and/or collateralizing loans:

Acquisition of lines of credit:

Acquisition and indemnification of payment and performance bonds:

Negotiating and signing labor agreements:

Management of contract performance (identify by name and firm):

<table>
<thead>
<tr>
<th>Task</th>
<th>Name</th>
<th>Firm</th>
</tr>
</thead>
<tbody>
<tr>
<td>Purchase of major items or supplies</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Estimating</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Supervision of field operations</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Marketing and sales</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other (please describe):</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

F. Financial Control of Joint Venture

Which firm or individual will be responsible for accounting functions relative to the Joint Venture's business?
Identify the managing partner, if any, and describe the means and measure of the individual’s compensation.

What authority does each party have to commit or obligate the other to insurance and bonding companies, financing institutions, suppliers, subcontractors and/or other parties participating in the performance of this contract or the work of this project?

### G. Personnel of Joint Venture

Please provide information relating to the approximate **number** of management, administrative, support and non-management employees that will be required to operate the business and indicate whether they will be employees of the MBE/WBE, non MBE/WBE or Joint Venture:

<table>
<thead>
<tr>
<th></th>
<th>Non MBE/WBE</th>
<th>MBE/WBE</th>
<th>Joint Venture</th>
</tr>
</thead>
<tbody>
<tr>
<td>Management</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Administrative</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Support</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Hourly Employees</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Identify by name and firm the person responsible for hiring employees for the Joint Venture:

Are any of the proposed Joint Venture employees currently employees of any of the Joint Venture participants?  □ Yes  □ No

If yes, please list the number and positions and indicate which firm currently employees the individual(s):

<table>
<thead>
<tr>
<th>Number of employees</th>
<th>Position</th>
<th>Employed by</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
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<tr>
<td></td>
<td></td>
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<td></td>
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<td></td>
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<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### H. Additional Information

Please state any material facts or additional information pertinent to the control and structure of this Joint Venture.
I. Declaration and Affirmation

I do solemnly declare and affirm under the penalties of perjury that the statements made in this Schedule C, including the contents of all attachments, are true and correct, and that I am authorized on behalf of the undersigned to make this Affidavit.

<table>
<thead>
<tr>
<th>MBE/WBE Firm:</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Signature of Affiant:</td>
<td></td>
</tr>
<tr>
<td>Print Name:</td>
<td>Date:</td>
</tr>
<tr>
<td>Non - MBE/WBE Firm:</td>
<td></td>
</tr>
<tr>
<td>Signature of Affiant:</td>
<td></td>
</tr>
<tr>
<td>Print Name:</td>
<td>Date:</td>
</tr>
</tbody>
</table>

State of: _________________________ County of ________________

Subscribed and sworn to before me this _______day of ______, 20__

__________________________________________
NOTARY PUBLIC (SEAL)
**Metropolitan Pier and Exposition Authority**  
**Special Conditions Regarding Minority and Women Owned Businesses**  
**Schedule D-1: Certification of Bidder/Proposer Regarding Unavailability of MBE/WBE Firms**

<table>
<thead>
<tr>
<th>A. Project Information</th>
</tr>
</thead>
<tbody>
<tr>
<td>RFP Number:</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>B. Bidder/Proposer Information</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name of Bidder/Proposer:</td>
</tr>
</tbody>
</table>

Each time Bidder/Proposer contacts an MBE/WBE that is not ready willing or able to perform the work you requested of the firm, for any reason, you must complete this form. Please have the MBE/WBE complete Schedule D-2 Statement of MBE/WBE on the following page.

The undersigned certifies that he/she contacted the following MBE/WBE firms to obtain bids for goods or services to be performed for the above referenced project (attach additional sheets if necessary).

<table>
<thead>
<tr>
<th>Name of Firm:</th>
<th>Address:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Phone:</td>
<td>Fax:</td>
</tr>
<tr>
<td>Contact Person:</td>
<td>Email:</td>
</tr>
</tbody>
</table>

Reason MBE/WBE was unavailable to work on this project or prepare a bid:

<table>
<thead>
<tr>
<th>Name of Firm:</th>
<th>Address:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Phone:</td>
<td>Fax:</td>
</tr>
<tr>
<td>Contact Person:</td>
<td>Email:</td>
</tr>
</tbody>
</table>
C. Declaration and Affirmation

I do solemnly declare and affirm under the penalties of perjury that the statements made in this Schedule D-1, including the contents of all attachments, are true and correct, and that I am authorized on behalf of the undersigned to make this Affidavit.

<table>
<thead>
<tr>
<th>Signature of Affiant:</th>
<th>Date:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Print Name:</td>
<td>Title:</td>
</tr>
</tbody>
</table>

State of: _________________ County of _________________

Subscribed and sworn to before me this _______ day of ______, 20___

__________________________
NOTARY PUBLIC (SEAL)

For MPEA Use

Reviewed By:

Date:
Metropolitan Pier and Exposition Authority  
Special Conditions Regarding Minority and Women Owned Businesses  
Schedule D-2: Statement of MBE/WBE Regarding Unavailability to  
Perform or Prepare a Bid

<table>
<thead>
<tr>
<th>A. Project Information</th>
</tr>
</thead>
<tbody>
<tr>
<td>RFP Number:</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>B. MBE/WBE Statement</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name of MBE/WBE Firm:</td>
</tr>
<tr>
<td>Bidder/Proposer Name:</td>
</tr>
<tr>
<td>The undersigned certifies that:</td>
</tr>
<tr>
<td>1. The above named MBE/WBE firm was offered an opportunity to bid on the above referenced project by the above named Bidder/Proposer.</td>
</tr>
<tr>
<td>2. The MBE/WBE firm is unavailable to perform the services or prepare a bid for the following reason:</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>D. Declaration and Affirmation</th>
</tr>
</thead>
<tbody>
<tr>
<td>I do solemnly declare and affirm under the penalties of perjury that the statements made in this Schedule D-1, including the contents of all attachments, are true and correct, and that I am authorized on behalf of the undersigned to make this Affidavit.</td>
</tr>
<tr>
<td>Signature of Affiant:</td>
</tr>
<tr>
<td>Print Name:</td>
</tr>
<tr>
<td>State of: County of:</td>
</tr>
<tr>
<td>Subscribed and sworn to before me this _______ day of ___<strong><strong>. 20</strong></strong></td>
</tr>
<tr>
<td>__________________________________________________________</td>
</tr>
<tr>
<td>NOTARY PUBLIC (SEAL)</td>
</tr>
</tbody>
</table>

For MPEA Use

Reviewed By:  
Date:
**Energy Performance Contracting Project History And Client References**

Using the forms on the following pages, list at least five energy performance contracting projects in repayment by and currently under contract with your firm. **Limit your response to ONLY those projects that have been managed directly by the specific branch, division, office or any individual in such branch, division or office who will be specifically assigned to work on the MPEA Program. Projects with installed costs of less than $500,000.00 or using a single technology (e.g. lighting only, controls only, etc.) will not be considered.** Attach additional sheets as necessary. Please put an asterisk by those project references involving projects with measures and buildings similar to those proposed for this project.

All information requested is **required.**

<p>| Program Name and Location Number and Description of Buildings |  |
| Primary Use |  |
| Total square footage |  |
| Program Dollar Amount (installed Program costs) Guarantee Term Source of Program Financing and Interest Rate |  |
| Primary ECMs Installed ESCO Services Provided |  |
| Construction Start &amp; End Dates |  |
| Contract Start &amp; End Dates |  |
| Dollar Value and Type of Annual Operational Cost Savings (if applicable) (e.g., outside maintenance contracts, material savings, etc.) |  |
| Ratio of measured to stipulated savings |  |
| Method(s) of Savings Measurement and Verification |  |</p>
<table>
<thead>
<tr>
<th><strong>Exhibit 1</strong></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Provide current telephone numbers, and email addresses of the owner(s)' representatives with whom your firm did business on this project. Ensure that all representatives are familiar with this project.</td>
<td></td>
</tr>
<tr>
<td>Describe the specific roles and responsibilities of ESCO personnel associated with the identified project, a description of services subcontracted, and identification of subcontractors</td>
<td></td>
</tr>
<tr>
<td>Describe the commitments made by ESCO (if any) and percentages actually achieved of: MBE and WBE Companies</td>
<td></td>
</tr>
<tr>
<td>ESCO Notes or Comments</td>
<td></td>
</tr>
</tbody>
</table>
ANNUAL ENERGY SAVINGS DATA FORM

Complete the following information for each of the projects listed above as references and demonstrative of Respondents’ experience and expertise.

Name of Project: ________________________________  Name of ESCO: __________________________
Date Installed  ________________________________

<table>
<thead>
<tr>
<th></th>
<th>Projected</th>
<th>Guaranteed</th>
<th>Achieved</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td>Year 1</td>
</tr>
<tr>
<td>KWH</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Therms</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>KW</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Water Gallons</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other (Specify)</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Information for each of the headings listed above **MUST** be completed using the above format. **DO NOT** provide savings data in terms of BTU’s or dollars. Data should be given in the form of fuel units which appear in the utility bills. Additional forms should be reproduced as needed.