ARTICLE 1: GENERAL NOTICE

1.01 The North Texas Municipal Water District (“Owner”) extends this Request For Proposals (“RFP”) to solicit a response (“Proposal”) from any interested party (“Proposer”) for Construction Manager at Risk (CMAR) Services (“Services”) for the construction of:
   A. Lower Bosi d’Arc Creek Reservoir Dam and Intake Project (“Project”), North Texas Municipal Water District
   B. Project consists of:
      1. A zoned-earth embankment approximately 2 miles long and 90 feet thick at its highest point and containing approximately 4.7 million cubic yards, and
      2. Approximately 420,000 square feet of a soil bentonite slurry trench cutoff for the foundation,
   C. Uncutaneous three-cell laitvanshi servptal spillway that is estimated to contain about 14,000 cubic yards of reinforced concrete and 16,000 cubic yards of roller compacted concrete, and
   D. Approximately 200,000 cubic yards of soil cement erosion protection for the dam and spillway.
   E. Reinforced concrete water supply intake tower, approximately 100 feet tall, with two 78-inch conduits through the dam that will feed the water supply pump station located on the downstream side of the dam. The pump station is not part of the scope of this Project, and
   F. Lake Bonham Dam improvements including expansion of the pilot channel in the emergency spillway and addition of a toe beam with erosion protection and modification of an existing toe beam in the emergency spillway system, and
   G. Leonard Dam modifications including expansion of the emergency spillway and raising the embankment.

The Owner’s budget for the Project is $58 Million. The Project is to be complete and in operation on or before December 31, 2018. Additional information related to this work can be found on the website cited in Article 2 of the 11-19 Documents. Include: “39% LCOR Intake Submission (22-3-2014)” and “2013-05-01-6-PDR cover – Final”.

B. The scope of work also includes a terminal storage reservoir (TSR) and impoundment area clearing

1.02 The Owner’s budget for the terminal storage reservoir and impoundment area clearing is $48 Million. The impoundment area clearing is to be complete by December 31, 2018 and the terminal storage reservoir is to be complete by May 2020.

A. Services required consist of preconstruction, procurement and construction services as described in the RFP. Selection of the CMAR will be made using a one-step procurement and selection process. The evaluation criteria, weightings and scoring methodology are further described in the Instructions For Proposers. The Owner intends to enter into a CMAR Agreement (“Agreement”) a copy of which is included in this RFP for the work described in 1.01 A and B above. For work described in 1.01 A, preliminary design documents have been completed, including a geotechnical data report, preliminary design report and preliminary design drawings. The 60% design drawings are scheduled to be complete by March 31, 2015.

1.03 For the work described in 1.01 A and B above, for the Terminal Storage Reservoir (TSR) it is anticipated that a significant amount of imported fill will be required due to the existing site’s elevations. This will be the first cell of a two-cell system. The second cell is a future project and not included in the scope of this Project. The TSR site is immediately adjacent to the NTMWD’s proposed Leonard WTF site and is located at the southwestern corner of US 69 and County Road 4965 just west of Leonard, Texas. The TSR will receive water from the Lower Bosi d’Arc Reservoir. It is anticipated that design initiation will be August 2017. For the impoundment area clearing the exact acreage to be cleared is not known at this time due primarily to the level of interest from the local community to harvest the timber. The current schedule contemplates design initiation in August 2017. Additional information related to this work can be found on the website. Documents include: “NTD13188-BALANCING RESERVOIR/HALF (Sheet BR 2-BR 7)”, “Reservoir Cleaning - E-Additional contours” and “TSR - Location J”. The Terminal Storage Reservoir will be similar to that described on sheets BR-2 and BR-9.

1.04 Services required consist of preconstruction, procurement and construction services as described in the Contract Documents. Selection of the CMAR will be made using a one-step process. The selection criteria include the following:

<table>
<thead>
<tr>
<th>Evaluation Criteria</th>
<th>Weight</th>
</tr>
</thead>
<tbody>
<tr>
<td>Financial Information, Ability to Provide Bonds and Insurance, Compliant Proposal</td>
<td>15</td>
</tr>
<tr>
<td>Transmittal Form</td>
<td>15</td>
</tr>
<tr>
<td>Organizational, CMAR, Team, CMAR Team Members and Key Personnel</td>
<td>20</td>
</tr>
<tr>
<td>On Time and On Budget Past Performance</td>
<td>20</td>
</tr>
<tr>
<td>Project Approach</td>
<td>20</td>
</tr>
<tr>
<td>Safety Program and Safety Performance</td>
<td>20</td>
</tr>
<tr>
<td>Cost Proposal</td>
<td>20</td>
</tr>
<tr>
<td>Total</td>
<td>100</td>
</tr>
</tbody>
</table>

1.05 The criteria are further defined in Section 0045.16 “Statement of Qualifications”.

1.06 The procurement and the provision of services will be in accordance with Texas Government Code Chapter 226 and the homeowner’s insurance and Payment Bonds will be required before construction of the Project begins. Proposal security in the form of a Bid Bond is required until Performance Bond and Payment bonds are provided.

ARTICLE 2: EXAMINATION AND PURCHASE OF DOCUMENTS

2.01 Advertisement and proposal information for the Project can be found at the following website: http://construction.keeve.com

2.02 The RFP may be downloaded or viewed free of charge at this website. It is the downloader’s responsibility to determine that a complete set of documents, as defined in the instructions for

00 11 19 REQUEST FOR PROPOSALS

2.03 This website will be updated periodically with Addenda, procurement and RFP information, additional reports or other information relevant to the procurement of the Project. Proposers are encouraged to routinely monitor the web site.

ARTICLE 3: MANDATORY PRE-PROPOSAL CONFERENCE

3.01 A mandatory pre-proposal conference and tour will be held in Fannin County at the Council Chambers in Bonham City Hall, 514 Chestnut Street, Bonham, TX on January 22, 2015 beginning at 9:00 am. After the meeting a site tour will be conducted. Attendance at this conference is required to submit a Proposal.

ARTICLE 4: DELIVERY OF PROPOSALS

4.01 Deliver Proposals to the address shown below no later than 1:00 pm on February 18, 2015 at the NTMWD Office at 500 S. Boren Street, Wylie Texas 75098 for the Proposal to be accepted. In accordance with Texas law, the names of Proposers submitting a Proposal and the fees and costs charged by such Proposer will be read aloud at this time and place. There will be no further discussion of the Proposers or the procurement process and no questions or comments will be received at this time and place. Proposals received after this time will be returned unopened. Address Proposals to:

President and Board of Directors
North Texas Municipal Water District
500 S. Boren Street
Wylie, Texas 75098

4.02 Proposals will be evaluated, scored and ranked as set forth in this RFP. Proposals will include a Statement of Qualifications and a Cost Proposal and any other information required by the Owner to assist in selecting the Proposer that will offer the Owner the best value Proposal for the Project based on the published selection criteria and its ranking evaluation. The Owner may invite any or all Proposers to participate in an interview with the Owner to present information on their qualifications, approach and introduce their Key Personnel. The Owner may also invite any or all Proposers to confidential meetings to discuss the Proposal. Proposers may not be withdrawn within 90 days from the date on which Proposals are submitted.

Procurement Schedule

<table>
<thead>
<tr>
<th>Activity</th>
<th>Date (2015)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Issue RFP</td>
<td>January 14</td>
</tr>
<tr>
<td>Proposal Preparation Period</td>
<td>January 14 – February 18</td>
</tr>
<tr>
<td>Deadline for submission of questions</td>
<td>February 9</td>
</tr>
<tr>
<td>Submission of Proposals</td>
<td>February 18</td>
</tr>
<tr>
<td>Review and evaluation of proposals</td>
<td>February 13 – March 2</td>
</tr>
<tr>
<td>Interviews</td>
<td>March 4</td>
</tr>
<tr>
<td>Final Review and evaluation of proposals</td>
<td>March 5 – March 10</td>
</tr>
<tr>
<td>Selection Notification of highest ranked Proposer</td>
<td>March 13</td>
</tr>
<tr>
<td>Board Approval</td>
<td>March 26</td>
</tr>
<tr>
<td>Agreement execution</td>
<td>March 30</td>
</tr>
<tr>
<td>Notice to Proceed</td>
<td>March 31</td>
</tr>
</tbody>
</table>

4.03 The Owner assumes no obligations, responsibilities and liabilities, fiscal or otherwise, to reimburse all or part of the costs incurred or alleged to have been incurred by parties considering a response to and/or responding to this RFP. All such costs shall be borne solely by each Proposer.

ARTICLE 5: AWARD OF AGREEMENT

5.01 It is the intent of the Owner to award the Agreement to the Proposer who provides the best value Proposal for the Project based on the published selection criteria and its ranking evaluation. The Owner will attempt to negotiate an agreement with the selected Proposer. If the Owner is unable to negotiate a satisfactory agreement with the selected Proposer, the Owner will, through consultation and writing, and negotiations with both Proposer and proceed to negotiate with the next Proposer in the order of the selection ranking until an agreement is reached or negotiations with all ranked Proposers end.

ARTICLE 6: POINT OF CONTACT FOR QUESTIONS REGARDING PROCUREMENT PROCESS AND COMMUNICATION PROTOCOLS

6.01 To ensure fairness during the procurement process, until the Agreement is executed, Proposers and their employees, representatives and agents shall not contact an Owner staff, member of selection committee, Owner Board member, or any other official, employee, representative or consultant immediately or in writing to the Owner involved with this procurement process other than the Point of Contact identified below.

A. Owner Representatives and Consultants
   1. Fritze and Nichols, Inc.
   2. Cyraniewicz Geotechnical LLC
   3. Danell Zimbelman (Individual peer reviewer)
   4. Gorrondda and Associates
   5. Temple of Dallas, Inc.
   6. True North
   7. TRI Environmental
   8. Gehrig, Inc.
   9. Utah Water Research Laboratory

6.02 Direct questions regarding this RFP and Project are to be submitted in writing and using the process on the website. Modifications to the RFP prior to the award of the Agreement can only be made by Addenda.

Point of Contact
Douglas Hertz
Fritze and Nichols, Inc.
Website: http://construction.keeve.com

6.03 All communications are subject to distribution to all Proposers except that Owner will endeavor to prevent disclosure to other Proposers’ information unique to a particular Proposer or otherwise identified as proprietary or confidential by a Proposer. The Owner will share with all Proposers any Addenda to the RFP including any revisions based on its review of Proposer comments and questions concerning this RFP. The Owner does the accuracy of the information derived from any source other than the Point of Contact identified above, and the use of any such information, is at the sole risk of the Owner. All answers and responses issued by formal Addenda shall be final and binding upon the Owner. Oral and other interpretations shall be without legal effect and Proposer shall not rely on oral or other interpretations.

NORTH TEXAS MUNICIPAL WATER DISTRICT
By: Daniel Whiteside
Officer, President