Statement of Qualifications

DESIGN + BUILD

I-64 SOUTHSIDE WIDENING AND HIGH RISE BRIDGE, PHASE I

City of Chesapeake, Virginia
State Project No. 0064-131-811, P101, R201, C501, B662-B669, D637, D638
Federal Project No. NHPP-064-3(488)
Contract ID Number: C00106692DB93

OCTOBER 13, 2016
3.2. LETTER OF SUBMITTAL
October 13, 2016

Jeffrey A. Roby, P.E., DBIA
I-64 Southside Widening and High Rise Bridge, Phase 1
1401 East Broad Street
Richmond, VA 23219

REFERENCE: Statement of Qualifications for I-64 Southside Widening and High Rise Bridge, Phase 1

Dear Mr. Roby:

The Dragados | Flatiron High Rise Joint Venture (Dragados | Flatiron JV) Team is pleased to submit its Statement of Qualifications to the Virginia Department of Transportation (VDOT) for the design and construction of the I-64 Southside Widening and High Rise Bridge, Phase 1 Project (I-64 High Rise Bridge Project). A Joint Venture of Dragados USA, Inc. (Dragados) and Flatiron Constructors, Inc. (Flatiron) will be the Lead Contractor for this Project. HDR Engineering, Inc. (HDR) will be the Lead Designer with support from Moffatt & Nichol (M&N) and other local specialty firms in the role of Design Subconsultants.

Our Team offers the right combination of nationally recognized industry leaders with local knowledge, dedicated resources ready to address critical project elements, and successful national and international design-build experience in highway and bridge projects similar to the I-64 High Rise Bridge Project. Combined, the Lead Contractor and Lead Designer firms bring over 315 years of outstanding design and construction experience as premier highway and bridge design-builders in the United States and overseas and have built over 150 design-build projects globally.

We thrive on the design and construction of highway and bridge projects. Dragados’ design-build project experience includes the award-winning, $1.2B I-595 Corridor Roadway Improvements in Florida, the $820M SH-288 Toll Lanes in Texas, and the $760M Parallel Thimble Shoal Tunnel in the Hampton Roads area of Virginia which is being managed out of Dragados’ Virginia Beach office. The ACS Group, Dragados’ parent company, has been consistently ranked #1 over the last three years in Engineering News-Record’s (ENR) magazine.

Flatiron is one of the largest highway and bridge builders in North America and is proud to have constructed some of our nation’s landmarks, including the $541M Arthur Ravenal, Jr. Bridge over the Cooper River in South Carolina, the $334M Audubon Bridge in Louisiana, and the fast-tracked $234M St. Anthony Falls I-35W Bridge in Minnesota. Flatiron is ranked #13 in Transportation, #5 in Highways, and #9 in Bridges in the country by ENR.

Dragados’ and Flatiron’s shared design-build roadway and bridge experience is underscored by the recently completed $1.0B Northeast Anthony Henday Drive project in Alberta, Canada and the ongoing $898M Harbor Bridge Replacement project in Texas, the longest main span cable-stayed bridge in the United States at 1,655 feet.

As for our Lead Designer, HDR’s national and Virginia experience incorporates some of the most challenging technical design and innovation in highway and bridge projects; including the lead design of the $3.4B Tappan
Zee Bridge project in New York, the $2.2B I-4 Ultimate project in Florida, and the $726M 95 Express Lanes Segment 1 project in Northern Virginia, among many others. HDR’s large presence in the Hampton Roads area has been successfully servicing VDOT for over 30 years.

Our Team includes the following specialty subcontractors:

- **Alpha Construction and Engineering Corporation** – Responsible Charge Engineer
  - SWaM Certification No. 009964

- **Kleinfelder, Inc.** – Construction Quality Assurance

Major Design Subconsultant, M&N, has served as the lead designer of more than ninety VDOT bridges, the recently completed and iconic $6.4B San Francisco Oakland East Bay Bridge (in joint venture) in California, and is widely recognized as the expert on Navy, port, vessel, and marine construction issues in the Hampton Roads area.

Other subconsultants in our Team will be:

  - SWaM Certification No. 652784

- **Mattern & Craig, P.C.** – Signage, Pavement Marking, Lighting, and Signals
  - SWaM Certificate No. 625972

- **Precision Measurements, Inc.** – Surveying
  - DBE Certificate No. 005346
  - SWaM Certificate No. 5346

- **Harris Miller Miller & Hanson, Inc.** – Noise Abatement Analysis
  - DBE Certificate No. 665488

Dragados | Flatiron JV looks forward to working in partnership with VDOT to deliver a high quality, durable, reliable, and safe facility that will be an outstanding success to all the stakeholders and communities in the Tidewater area.

Sincerely,

[Signature]

Rafael de la Barreda
Dragados USA Executive Vice President
3.2.1 Full Legal Name and Address of the Offeror
Dragados | Flatiron High Rise Joint Venture
810 7th Avenue, 9th Floor. New York, NY 10019

3.2.2 Name, Title, Address, Phone/Fax Numbers, and Email for Offeror’s Point of Contact
**Rafael de la Barreda** – Dragados USA Executive Vice President
810 7th Avenue, 9th Floor. New York, NY 10019
Phone: 212-779-0900 / Fax: 212-764-6032 / Email: Rbarreda@Dragados-USA.com

3.2.3 Name, Title, Address, and Phone/Fax Numbers for Offeror’s Principal Officer
**Ignacio Segura** – Dragados USA Chief Executive Officer
810 7th Avenue, 9th Floor. New York, NY 10019
Phone: 212-779-0900 / Fax: 212-764-6032

3.2.4 Offeror’s Legal Structure
Design-Build Joint Venture between Dragados USA, Inc. and Flatiron Constructors, Inc. The Dragados | Flatiron High Rise JV will be joint and several. Due to this, the bonding approach will be to provide a single payment and performance bond to VDOT upon Project award.

3.2.5 Full Legal Name of Lead Contractor and Designer
**Lead Contractor for the Project:** Dragados | Flatiron High Rise Joint Venture, comprised of Dragados USA, Inc. and Flatiron Constructors, Inc.

**Lead Designer for the Project:** HDR Engineering, Inc.

3.2.6 Affiliated and Subsidiary Companies
The Affiliated and Subsidiary Companies Form can be found in the Appendix.

3.2.7 Debarment Forms
Certification Regarding Debarment Form(s) Primary Covered Transactions and Certification Regarding Debarment Form(s) Lower Tier Covered Transactions can be found in the Appendix.

3.2.8 Offeror’s VDOT Prequalification Status and Certification

<table>
<thead>
<tr>
<th>Firm Name</th>
<th>VDOT Prequalification No.</th>
<th>VDOT Prequalification Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dragados USA, Inc.</td>
<td>D1145</td>
<td>Probationary*</td>
</tr>
<tr>
<td>Flatiron Constructors, Inc.</td>
<td>F319</td>
<td>Currently Inactive*</td>
</tr>
<tr>
<td>Dragados</td>
<td>Flatiron High Rise JV (EIN No. 61-1802910)</td>
<td>JV079</td>
</tr>
</tbody>
</table>

* VDOT waiver letters are attached to the Certificates of Prequalification and can be found in the Appendix.

3.2.9 Surety Letter
Letter of Surety for the Dragados | Flatiron JV can be found in the Appendix.

3.2.10 DPOR Licenses and SCC Registrations
Full size copies of the DPOR Licenses and SCC Registrations and Attachment 3.2.10 can be found in the Appendix.

3.2.11 DBE Commitment
The Dragados | Flatiron JV is committed to achieving an eight percent (8%) DBE participation goal for the entire value of the contract. We also understand Virginia SWaM goals per the Governor’s Executive Order No.20 and are committed to assisting VDOT in meeting those goals by maximizing SWaM subcontracting opportunities on this Project.
3.3 OFFEROR’S TEAM STRUCTURE
3.3 Offeror’s Team Structure

3.3.1 Key Personnel Identity and Information

The Dragados | Flatiron High Rise JV (Dragados | Flatiron JV) brings to the I-64 Southside Widening and High Rise Bridge Project world-class North American and international design and construction experience for major design-build infrastructure projects. Design-Build Project Manager Jose L. Conesa will lead the Dragados | Flatiron JV for the I-64 High Rise Bridge Project. Jose brings more than 31 years of project management having worked as a Design-Build Project Manager (DBPM) on a number of highway and bridge design-build projects with an average value of $730 million, and he was also the Project Manager, from beginning to end, on the $1.5 billion Autoroute 30 DBFOM project in Montreal, Canada, completed in 2013. Jose will be supported by carefully selected Key Personnel design-build delivery experts to successfully deliver the project to the Virginia Department of Transportation (VDOT). Our Key Personnel are all current employees of the Dragados | Flatiron JV (Lead Contractor), HDR Engineering (Lead Designer), Alpha Construction and Engineering Corporation (Responsible Charge Engineer), and Kleinfelder, Inc. (independent construction Quality Assurance firm).

Our JV Executive Committee, comprised of senior members of our Team, will oversee the Project’s quality and safety programs, operating independently from production staff to ensure critical project elements are not compromised by production interests. Please see Table 3.3.1 on the following page for further information on Key Personnel responsibilities. For the reporting relationship among Key Personnel, refer to the Project Organizational Chart in Section 3.3.2.1.

3.3.2 Management Structure

Dragados USA, Inc. (Dragados) and Flatiron Constructors, Inc. (Flatiron) have formed The Dragados | Flatiron High Rise Joint Venture to meet Project challenges by using the collective expertise of more than 145 years of heavy civil, highway, and bridge experience, including over 150 design-build projects completed globally. As a subcontractor to our Team, Kleinfelder, Inc. (Kleinfelder) will provide independent construction quality assurance services while Alpha Corporation (Alpha) will serve in the Responsible Charge Engineer role.

Bringing 100 years of extensive transportation design experience, HDR serves as Lead Designer and will be further supported by major design subcontractor Moffatt & Nichol (M&N) and locally experienced engineering firms Mattern & Craig (signing, pavement marking, lighting, and signaling), Precision Measurements (surveying), and Harris Miller Miller & Hanson (noise abatement). Rinker Design Associates will provide utility coordination, landscape design, and right-of-way services.

3.3.2.1 Organizational Chart

The Project Organizational Chart reflects the contractual relationships that govern the flow and management responsibilities of the Dragados | Flatiron JV (Lead Contractor), HDR (Lead Designer) and subcontractors and subconsultants. Multi-disciplinary task forces ensures coordination among the design, quality management, and construction disciplines.

Design and construction personnel are committed to the Project from Day 1 and will develop the design and identify constructability issues so that mitigation measures can be found early and the Team can proceed to optimize the design to better realize future benefits for the Project. Key Personnel from the design team will continue to stay committed to the Project after design is complete to support the construction team’s efforts. The reporting relationships and chain of command for the Dragados | Flatiron JV are shown in the Project Organizational Chart found on page 7.

3.3.2.2 Functional Relationships

Dragados and Flatiron will enter into a joint venture agreement for the execution of the I-64 High Rise Bridge Project. The Dragados | Flatiron JV, as the Lead Contractor, will enter into a design-build agreement with VDOT, and is responsible for executing and completing the Project according to the agreement.

VDOT will benefit from vertical corporate integration, the inherent alignment of interests, and facilitated decision-making process that stems from Dragados and Flatiron’s participation in the development and execution of all project disciplines. This vertically integrated approach comes from previous successful design-build experience, such as the $898 million Harbor Bridge Replacement in Texas, where this organizational structure ensures alignment and shared objectives among disciplines.

This vertical alignment benefits the Project, VDOT, and
Table 3.3.1 – Key Personnel Responsibilities.

<table>
<thead>
<tr>
<th>Role</th>
<th>Name</th>
<th>Firm</th>
<th>Responsibilities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Design-Build Project Manager (DBPM)</td>
<td>Jose L. Conesa</td>
<td>Dragados</td>
<td>Jose will provide overall project design, construction, quality management, and contract administration. He will be the single point of contact for the VDOT and will promote efficient communication and coordination between the design and construction teams and enforce safety and environmental compliance. Jose will use his design-build expertise in fostering innovative solutions to project design and construction means and methods.</td>
</tr>
<tr>
<td>Responsible Charge Engineer (RCE)</td>
<td>Fred Crozier, PE</td>
<td>Alpha</td>
<td>Fred will supervise and exercise a degree of independent control for design and construction. He will take full professional responsibility for engineering decisions related to the final product and be fully integrated into the Project Team. Fred will respond to issues related to design and/or construction engineering decisions. Fred has 25 years of experience working on large transportation programs and design-build projects for VDOT.</td>
</tr>
<tr>
<td>Quality Assurance Manager (QAM)</td>
<td>Richard Clarke, PE</td>
<td>Kleinfelder</td>
<td>Richard will report to the JV Executive Committee on all quality issues to ensure independence from construction operations and will coordinate with the JV’s Quality Manager on Quality Assurance inspection, testing, and monitoring of the Lead Contractor’s QC Program. Any item of work failing to meet minimum standards will be rejected and corrected immediately. Construction personnel will have no authority over QA inspection staff, and Richard (and the DBPM) will resolve issues raised by construction personnel. As QAM, Richard will hold the authority to stop work if quality issues warrant. QA Inspectors will report directly to him, and together with Richard will be assigned to the Project on a full-time basis for the duration of the construction operations. Richard has 39 years in construction on major highway transportation projects and acting as QAM on design-build projects for VDOT.</td>
</tr>
<tr>
<td>Design Manager (DM)</td>
<td>Mike Tugman, PE</td>
<td>HDR</td>
<td>Mike will report directly to the DBPM. He will maintain close communication with the DBPM and the Design-Build Coordinator and will coordinate all design disciplines, including subconsultants, ensuring the overall Project design conforms to the contract. All design disciplines report directly to Mike, who will provide VDOT with design plans for review and approval. He will also oversee the Design QA/QC program and communicate with the CM. He will be supported by Design Principal, Ken Aducci, PE; Deputy Design Manager, Claudia Walsh, PE; and Design QM Tom Morreale, PE, who will provide the independent design QA functions. Mike has 30 years of experience working on large transportation programs and design-build projects for VDOT.</td>
</tr>
<tr>
<td>Construction Manager (CM)</td>
<td>Steve DiMuro</td>
<td>Flatiron</td>
<td>Steve will report directly to the DBPM and will be on-site full-time for the duration of construction operations. His daily duties include managing the construction process through an accurate project baseline schedule that includes all QC activities to ensure materials used and work performed meet contract requirements and approved construction plans. He will coordinate weekly meetings with the QAM and QM to discuss all ongoing construction activities. Steve’s heavy civil experience, with over 20 years serving on CM and General Superintendent roles in roadway and bridge construction, will be very valuable for this Project.</td>
</tr>
<tr>
<td>Lead Structural Engineer</td>
<td>Vijay Modi, PE</td>
<td>HDR</td>
<td>Vijay will report directly to the DM and be responsible for the design of all structures – the High Rise Bridge, other interstate overpass bridges, retaining walls, and drainage structures. He will be responsible for implementing the quality checking program for all structural design and plan production. An expert in VDOT standards, Vijay will be supported by expert structural engineers from HDR and M&amp;N with experience on long-span bridges over navigable waterways, curved girder, and movable bridges. Vijay has 27 years of experience working for VDOT and HDR, all in the Hampton Roads Area, and his deep background managing new and movable bridge projects across Virginia makes him an unmatched choice to fill this role.</td>
</tr>
<tr>
<td>Incident Management Coordinator (IMC)</td>
<td>Brian Ballard</td>
<td>Flatiron</td>
<td>Brian will directly report to the CM and will be accountable for responding to all incidents within the project limits and serve as VDOT’s IMC applying National Incident Management System principles and practices. Brian will be the point of contact for issues arising relative to incident management issues and will be onsite, full time, for the duration of construction operations. Brian’s design-build experience since 2002 as a field superintendent and Maintenance of Traffic (MOT) supervisor will provide valuable expertise to this role.</td>
</tr>
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</table>
all other project stakeholders by providing:

- **A commitment to quality and best value solutions that is embedded within our Team.** At all levels of the organization, the ultimate goal focuses on the long-term success of the Project.
- An efficient allocation of project risks within the Dragados | Flatiron JV that is driven by the **common goal of universal project success.**
- An effective partner comprised of experienced firms accustomed to working together across multiple disciplines. Please see Section 3.4 for our Teams shared project experience across the United States.

**Project Understanding**

The Dragados | Flatiron JV understands that VDOT seeks to improve capacity, enhance safety, improve ability for emergency evacuation routes, and increase the long-term viability of the entire I-64 corridor, and specifically with the I-64 High Rise Bridge Project. We have implemented a single integrated design-build team to collaborate with VDOT and all project stakeholders to provide innovative and environmentally sensitive design and construction solutions that support the widening of I-64 and the construction of a new High Rise Bridge. Our approach to achieve this relies on:

- Focused and efficient design-build management
- Team-based coordination of disciplines and quality of design
- Effective monitoring of environmental compliance and regulatory standards
- Dedicated and experienced Key Personnel
- Demonstrated project experience on numerous similar complex infrastructure projects
- Fulfillment of all commitments included in the Environmental Assessment
- Collaborative design-build partnership with VDOT and Project stakeholders

**Project Technical Approach**

The Dragados | Flatiron JV fosters and encourages collaborative discussions throughout the design-build process allowing VDOT unimpeded access to our design and construction. During our procurement phase One-on-One meetings and Alternative Technical Concept reviews with VDOT, we will present clear and focused concepts that help clarify design intent, demonstrate our project understanding, address potential critical construction design elements, and present solutions to mitigation of project risks.

Our Lead Designer HDR will apply to the I-64 High Rise Bridge Project innovative and practical roadway and bridge designs that effectively address project challenges.

As constructors, the Dragados | Flatiron JV understands the design-build philosophy and the type of constructability thinking that must guide both project design and construction. Our Team is committed to implementing means and methods appropriate for this type of work and evaluating associated cost, schedule, and impact risks. Recognizing the complexity of the Project, we will seek active, early engagement between our Team and VDOT to address constructability through comprehensive risk review and mitigation.

This same approach was taken by several team members on the $1.2 billion DBFOM I-595 Corridor Roadway Improvements in Florida, a project that went through a dynamic Alternative Technical Concept (ATC) process during the Procurement Phase that was able to reduce over $200 million in cost from the FDOT's estimate and help alleviate an already aggressive schedule.

The Dragados | Flatiron JV brings to your Project world-class North American and international design and construction experience for major roadway and bridge design-build projects. In addition to the outstanding track record that HDR and M&N brings to bridge and roadway project design in the Hampton Road Region, we count on the support and participation of Dragados and Flatiron technical engineering departments to work closely with our design team to deliver a cost-effective, buildable solution.

The combined resources offer international lessons learned and engineering acumen, multi-level technical
experience in all design-build project that include multi-span high clearance bridges and managed lane roadways, and access to nearly 1,000 engineering constructability experts worldwide.

3.3.2.3 Communication Among Participants
Our Design-Build Project Manager Jose L. Conesa will be VDOT’s single point-of-contact and will have the authority to fulfill all design, construction, quality management, and contract administration provisions in the agreement.

The interface between design and construction staff will begin early in the Procurement Phase as we work to define our preliminary design and start the development of innovative ATCs. Regularly scheduled Task Force meetings will be held during the procurement phase as we endeavor to find efficient and achievable design alternatives that create a positive impact on the overall project risk, cost and schedule.

Figure 3.3.2 – Scope/ Key Personnel Interface

To enhance interface and communication between the design and construction teams, the Dragados | Flatiron JV appointed Santos Valladolid, PE, as the Design-Build Coordinator. Santos, who brings over 10 years of experience working as the liaison between the design and construction teams, was Dragados’ Design-Build Coordinator on the $558 million Southern Ohio Veterans Memorial Highway in Southern Ohio where he worked with HDR. Santos’ involvement will start during the Procurement Phase and continue until final design is completed. He will meet with the Design Manager (DM), at a minimum on a weekly basis, to review the status of design, interface segments, and coordination elements, provide constructability input from the construction team, and resolve any outstanding matters.

The Dragados | Flatiron JV will develop its technical proposal using Dragados’ Hampton Roads office at 5700 Thurston Avenue, Virginia Beach, VA 23455. To best integrate the Team during the design-build phase, we propose to co-locate during this period with VDOT, designers and construction personnel. Co-location expedites decisions, promotes team meetings, and improves communication between the integrated design-build team and project stakeholders. We will begin the co-located mobilization process for an office facility close to the I-64 High Rise Bridge worksite soon after Project Award.

Key to cohesion and successful communication among our Team during the design-build process is our Project Management Plan (PMP). The PMP provides the basic structure of our organization, personnel roles and responsibilities, and a summary of daily management practices and procedures. It will ensure effective operational communication regardless of discipline, responsibility, or location.

PMP MAIN OBJECTIVES
- Reinforce commitment to safety as a primary goal
- Integrate design and construction into a cohesive team
- Minimize duplication of effort and create efficiency
- Simplify coordination efforts between various functions
- Establish interface procedures and protocols
- Establish an atmosphere of partnership with VDOT
- Achieve accountability, quality and value
- Comply with FHWA major project requirements

3.3.2.4 Quality Assurance/Quality Control Program
The Dragados | Flatiron JV’s approach to quality management is founded on the tenet that quality, safety, and environmental stewardship are fundamental core values within our organizations. Quality is deeply ingrained within our Team culture. From JV Executive Committee members to field personnel, every employee is empowered and strives to monitor and maintain quality in every aspect of the work.

Our Quality Management System (QMS) is based on a total lifecycle approach to quality planning and processes. We ensure that the design and construction work is performed to meet the objectives of the Project through a continuous quality improvement process.

Our Quality Management Plan (QMP), based on the principles of our QMS, stresses that quality is the responsibility of everyone involved in the Project. The three pillars of our QMS are:

- **Commitment:** Quality starts with having the right people for the right job. We have the right experience
and skills to implement our QMS, and we will do so in this Project.

**Planning:** Before execution of the Work, the Team will ensure all Project requirements are incorporated in the QMP. Planning for quality requires an educated workforce that facilitates constant improvement.

**Evaluation:** The Team will track, measure, and assess the design and the construction work performed, whether self-performed or subcontracted by means of daily inspection reports, testing results, and Weekly Quality Meetings.

The QMP consists of the Design Quality Management Plan (DQMP) and the Construction Quality Management Plan (CQMP). The following members of the Dragados | Flatiron JV will be provide the following people for these quality management roles:

- **Design Quality Manager Tom Morreale, PE (HDR):** Manages the design quality team and coordinates all design QA review activities for each discipline. Tom will report to the Design Manager and will govern the DQMP.
- **Quality Manager Tomas Almonte, PE (Dragados):** Oversees construction QC scope of work and administers the CQMP for the I-64 High Rise Bridge Project. Tomas will coordinate QA and QC testing and inspection activities with the construction team.
- **Quality Assurance Manager Richard Clarke, PE (Kleinfelder):** Working for an independent firm with no contractual relationship with the QC firm, Richard will conduct QA inspection and testing of all materials used and work performed on the Project. This includes monitoring the Dragados | Flatiron JV QC Program.

Tomas and Richard will both report directly to the JV Executive Committee to ensure full independence with the design and construction teams and at the same time full separation between construction QC and QA activities (See Project Organizational Chart in Section 3.3.2.1).

The QMP relies on input from both our design and construction teams as shown in the adjacent Scope/Key Personnel Interface chart. As experienced design-builders, we know that the benefits of a sound QMP start during the procurement phase through Final Acceptance by VDOT.

**Processes and Procedures**

Our Team’s commitment to the QMS begins with the JV Executive Committee and cascades through the entire project organization. Simply put, we provide the right people for each task, give them the organizational support to succeed, then guide their performance and assess the outcome. This process results in quality projects that are simple to construct, easy to maintain, and durable.

Our inspection, testing, and monitoring program within our CQMP provides a uniform context for scheduling QC and QA inspection, testing, and sampling activities that result in identification of potential problems early on and provides quantitative data to facilitate selection of mitigating solutions. **We strive for “zero rework” and our processes and procedures are designed to do the work right the first time.** Examples of past construction quality procedures that we have developed and implemented include:

- Testing and Sampling Request Activities, a procedure that served to coordinate and schedule QC and QA testing and sampling activities in the field.
- Witness and Hold Point Inspection, a procedure that established the witness and hold point activities for QC and QA inspection on site.

Dragados successfully implemented this approach on the $1.2 billion I-595 Corridor Roadway Improvements and $558 million Southern Ohio Veterans Memorial design-build projects, on which proposed Quality Manager Tomas Almonte, PE, served in the same role.

Jose L. Conesa, our DBPM, will lead the QMP implementation to meet the Project and VDOT’s quality standards (VDOT’s Minimum Requirements for QA and QC on Design-Build & Public-Private Transportation Act Project) and all statutory and regulatory requirements governing the Project. Our Team’s integrated communication model ensures that relevant information is transmitted throughout our organization in a timely and consistent manner. Regular meetings between key team members are central to this approach.

**Improving the Quality Program**

Our QMS will undergo continuous improvement. We will plan the activities, execute the work, verify the quality, and make the necessary adjustments to the process so that the QMP improves. The identification of root causes of nonconformities is a fundamental part of this process. We utilize periodic QA audits to verify that all aspects of our QMP are being met, and to identify potential areas of improvement. In addition, our management regularly reviews and audits the QC process through our independent QA firm.
3.4 EXPERIENCE OF OFFEROR’S TEAM
3.4 Experience of the Offeror’s Team

The Dragados | Flatiron High Rise Joint Venture Team (Dragados | Flatiron JV or Team) has successfully delivered some of the most challenging roadway and bridge projects in the United States, many of which are design-build projects similar in scope and size to the I-64 Southside Widening and High Rise Bridge (I-64 High Rise Bridge Project) project. Our Team has a proven history of partnering with clients to provide exceptional results when faced with technical, environmental, and stakeholder challenges. As a result, we deliver high-quality projects safely, on time, and at a significantly lower price than our competitors.

We also have unmatched experience delivering large, complex projects in congested urban areas and providing major infrastructure enhancements economically, efficiently, and with minimal impact to mobility, resources, and the community. For each project, we bring valuable lessons learned and an experienced team of local design-build experts who understand the Virginia Department of Transportation (VDOT) and the goals of this project. Together, the Dragados | Flatiron Team currently has over $10 billion worth of work in North American transportation projects, primarily design-build projects.

Our Team combines Dragados’ international heavy civil expertise with Flatiron’s North American bridge expertise. Dragados USA, Inc. (Dragados) is a wholly owned subsidiary of Dragados, S.A., the construction arm of the ACS Group, one of the world’s leading infrastructure contractors that has been ranked #1 on Engineering News-Record (ENR) Top 250 International Contractors for the last three years.

Flatiron is a leading transportation, energy, and water infrastructure contractor in North America, and has completed two design-build projects valued at over $6.5 billion, as well as over $2.5 billion in DBFOM projects including the southern access to the Golden Gate Bridge (120,000 AADT) in California as part of the $400 million DBFOM Presidio Parkway Project. Flatiron, consistently ranked as a Top 10 Bridge Builder by ENR, has extensive project experience in constructing bridges over navigable waterways.

Dragados has been active in civil construction since its inception in 1941, and our employees are experts at managing large, complex roadway and bridge design-build projects. Dragados is the largest design-build contractor in the world with more than 100 design-build projects executed. Dragados has constructed more than 1,500 bridges of all types totaling 932 miles in length, as well as 8,389 miles of new roads and highways delivered worldwide. Recently concluded projects include $1.2 billion DBFOM-595 Corridor Roadway Improvements Project in Florida, and the $1.5 billion DBFOM Autoroute 30 Project in Montreal, Quebec. Currently, Dragados is working with Flatiron Constructors, Inc. (Flatiron) to construct the $898 million DBOM Harbor Bridge Replacement in Texas, a cable-stayed bridge that, once completed, will be the longest main span in the United States. In addition, Dragados has other design-build managed lane projects underway in Florida and Texas for a combined project cost of $1.13 billion (see Table 3.4.1 for a list of similar projects).

Top 250 International Contractors

<table>
<thead>
<tr>
<th>Rank</th>
<th>Firm</th>
<th>2014 Total Revenue ($Million)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>ACS Group (Dragados Holding Co.)</td>
<td>$46,081.1</td>
</tr>
<tr>
<td>2</td>
<td>Hochtief AG (Flatiron Holding Co.)</td>
<td>$31,118.8</td>
</tr>
</tbody>
</table>

Dragados has been active in civil construction since its inception in 1941, and our employees are experts at managing large, complex roadway and bridge design-build projects. Dragados is the largest design-build contractor in the world with more than 100 design-build projects executed. Dragados has constructed more than 1,500 bridges of all types totaling 932 miles in length, as well as 8,389 miles of new roads and highways delivered worldwide. Recently concluded projects include $1.2 billion DBFOM-595 Corridor Roadway Improvements Project in Florida, and the $1.5 billion DBFOM Autoroute 30 Project in Montreal, Quebec. Currently, Dragados is working with Flatiron Constructors, Inc. (Flatiron) to construct the $898 million DBOM Harbor Bridge Replacement in Texas, a cable-stayed bridge that, once completed, will be the longest main span in the United States. In addition, Dragados has other design-build managed lane projects underway in Florida and Texas for a combined project cost of $1.13 billion (see Table 3.4.1 for a list of similar projects).

Flatiron is a leading transportation, energy, and water infrastructure contractor in North America, and has completed two design-build projects valued at over $6.5 billion, as well as over $2.5 billion in DBFOM projects including the southern access to the Golden Gate Bridge (120,000 AADT) in California as part of the $400 million DBFOM Presidio Parkway Project. Flatiron, consistently ranked as a Top 10 Bridge Builder by ENR, has extensive project experience in constructing bridges over navigable waterways.

I-35W MINNEAPOLIS BRIDGE REPLACEMENT

“With the completion of the I-35W project, we have proven what many people at the start of the project thought not possible. Working together as partners, we’ve achieved excellence in design, construction, and communication.” – Jon Chiglo, Project Manager, MNDOT

With the tragic collapse of the I-35W Bridge, MNDOT moved quickly to execute a design-build contract that called for completion of the new bridge in 15 months. A typical bridge project of this scale would be expected to take three years to complete. Construction work was performed in shifts with as many as 400 workers during the day, and 200 at night. On April 8, 2008, Flatiron reached the construction half-way point, and went on to construct the $234 million bridge three months ahead of schedule and on budget, with no lost time due to safety accidents.
and in environmentally sensitive areas, such as the $199 million design-build Washington Bypass in North Carolina, which was completed eight months ahead of schedule. Flatiron also has used innovative bridge construction techniques, like an overhead gantry for pile driving and beam erecting in top-down construction. Most recently, Flatiron teamed with HDR Engineering, Inc. (HDR) and was awarded the $99 million design-build Winston-Salem I-40 Business/U.S. 421 project in North Carolina.

As a major subcontractor to the Dragados | Flatiron JV, Kleinfelder, Inc. (Kleinfelder) will be assisting the Team as our independent Construction Quality Assurance Firm, as well as providing key Quality Assurance Manager, Richard Clarke, PE. **Kleinfelder is an ENR Top 100 CM-for-Fee firm with the collective expertise of nearly 2,000 available employees and 70 global offices.** Alpha Construction and Engineering Corporation (Alpha) will be our Team’s subcontractor providing the Responsible Charge Engineer role. **Alpha is an ENR Top 100 PM/CM firm and has managed a multitude of VDOT project specific and district-wide projects** with an aggregate construction value of over $3 billion over the past 25 years.

Our Lead Designer HDR will manage the overall design for this project. Known worldwide for providing value-added, innovative solution for almost 100 years, **HDR is one of the largest design firms in the United States, ranked #6 by ENR in the Top 50 Transportation Designers listing, #2 by ENR in the Top 5 Bridge Designers, and #9 in the overall Top 500 Design Firms.** Led by its Hampton Roads-based staff, **HDR has extensive design-build experience with VDOT**, with the existing facility and with the communities around the Project. Successfully completed projects by HDR include the $726 million 95 Express Lanes Segment 1 and the $67 million I-495/Dulles Toll Road Interchange in Virginia.

As a major Design Subconsultant to HDR, Moffatt & Nichol (M&N) will be providing Stakeholder Coordination, Roadway, Bridge, and Marine Foundation design support. Working for VDOT since 1996, **M&N has completed more than 90 VDOT projects.** HDR and M&N have successfully teamed to deliver over 25 projects nationwide. Additionally, the **HDR and M&N team was the original consultant selected by VDOT to design the High Rise Bridge project** before the project was delayed and ultimately cancelled.

**Recent Tide Gate Experience**

M&N has designed tide gates, ranging from small passive systems (which are usually spec’d systems from a manufacturer) to much larger systems. Some examples of this experience include:

- Preliminary design of flood gates at The Hague and Pretty Lake as part of flood mitigation study for City of Norfolk, VA
- Pipemaker’s Canal – designed new bridge and tide gate at confluence with Savannah River in Georgia.

Under subcontract to HDR are the following highly qualified and local subconsultants:

- **Rinker Design Associates, P.C. (RDA):** Utility Coordination and right-of-way (SWaM Certification # 652784). RDA has successfully managed the coordination of utilities on over 10 design-build projects in Virginia. Their ROW/land acquisition design-build experience includes appraisals, negotiations, and reviews on nearly 500 individual parcels over the past several years.
- **Mattern & Craig, P.C. (M&C):** Signing, Pavement Marking, Lighting, and Signaling (SWaM Certification # 625972). **M&C has been designing roadway projects for VDOT since 1986** and has worked with HDR for over 13 years.
- **Harris Miller Miller & Hanson, Inc. (HMMH):** Noise Abatement Analysis (DBE Certification # 665488). HMMH prepares acoustical designs of highway noise barriers. Recent VDOT experience in this role includes the I-66 Spot 2 and 3 Improvements Barrier Designs in Fairfax and Arlington Counties.
- **Precision Measurements, Inc. (PMI):** Surveying (SWaM Certification #5346/ DBE Certification #005346). Established in 1995, and with offices in Virginia Beach, Newport News, Richmond, and Chantilly, VA, PMI’s current VDOT assignments include Route 33 multiple bridge replacement project in West Point.

**Our Team is firmly committed to meeting the 8% DBE participation goal for the entire value of the project** and will take all necessary and reasonable steps so that SWaM firms have the maximum opportunity to compete for and perform services on this project.
### VDOT’s 2015 DBE Consultant of the Year, HDR has performed as Lead Designer on many of VDOT’s previous design-build projects, including the I-95 Express Lanes in Northern Virginia. HDR also has a significant history of working with Dragados and Flatiron. For instance, HDR joined Flatiron to form an award-winning team on the highly successful I-85 Yadkin River Bridge project in North Carolina.

We bring a team with prior working experience on similar projects to the I-64 High Rise Bridge Project and under similar geotechnical and environmental features. Table 3.4.1 below summarizes our extensive experience working together along with other relevant managed lanes projects performed by any of our Team members. Each of these projects reflects our commitment to schedule, innovation, safety, and client partnership.

Members of the Dragados | Flatiron Team JV have currently 17 offices and over 200 employees staffed in Virginia, so design-build resources can be deployed immediately after Project Award.

#### 3.4.1 Lead Contractor Work History Forms
Please see Attachment 3.4.1(a) for our Team’s recent relevant roadway and bridge construction experience.

#### 3.4.2 Lead Designer Work History
Please see Attachment 3.4.1(c) and 3.4.1(d) for our relevant roadway and bridge design experience.

### Table 3.4.1: Experience Successfully Delivering Similar Projects

<table>
<thead>
<tr>
<th>Project Name and Location</th>
<th>Team Members</th>
<th>Cost</th>
<th>Delivery Method</th>
<th>Roadway Const/Widening</th>
<th>Bridge over Navigable Channel</th>
<th>Bridge Structures</th>
<th>Environmentally Sensitive Areas</th>
<th>Managed Lanes</th>
<th>Utility Relocation</th>
<th>Permitting</th>
<th>Complex MOT</th>
<th>Drainage/Stormwater</th>
<th>Stakeholder Relations</th>
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<tbody>
<tr>
<td>Harbor Bridge Replacement, Corpus Christi, TX</td>
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<td>DBOM</td>
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<td>DBFOM</td>
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<td>DBFOM</td>
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<td>Southern Ohio Veterans Memorial Highway, Scioto County, OH</td>
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3.5 SAFETY
### 3.5 Safety

#### 3.5.1 Lead Contractor Qualifications

The Dragados | Flatiron High Rise Joint Venture Team (Dragados | Flatiron JV or Team) is **firmly committed to maintaining a safe and healthy work environment for construction personnel and the traveling public.** The practices and standards contained in our Team’s Safety Manual, based on ISO-14001 and OHSA 18001, will be implemented together with those of the Virginia Department of Transportation (VDOT) to develop a project specific Safety, Health and Environmental Management Plan (SHEMP).

As design and construction move forward, work activities are continually evaluated for safety hazards and environmental risks. Procedures in the SHEMP will be updated, as necessary, throughout the Project to reflect the most up-to-date policies to perform the work safely. The Safety Manager Ollie Taylor (Flatiron), reporting to the JV Executive Committee to ensure full independence from construction operations, will lead this review effort under the overall responsibility of the Design-Build Project Manager. Ollie has performed on the same role at the $136 million award-winning Yadkin River Bridge in North Carolina.

Our goals for this project include:

- Safety will be our number one priority
- Zero fatalities, zero lost time injuries and zero recordable accidents
- Minimize the extent of personal injuries and other losses through an effective Crisis Management Plan
- Prevent recurring accidents/incidents through a program of analysis, lessons learned, and corrective actions

All contractor/subcontractor personnel share responsibility for safety and make safety the highest priority of their day-to-day work assignments. Our Team will implement a site specific SHEMP plan aimed at eliminating accidents, injuries, and property damage through stringent safety standards and behavior-based safety processes. Safety program highlights include:

- **Compliance**: All contractor/subcontractor employees are trained and educated to comply with all Team, VDOT, state, federal and industry standards as a mandatory condition of employment. Compliance inspections and audits will be performed daily.
- **Orientations & Regular Meetings**: Each subcontractor employee will review the Safety Guidelines/Rules and Regulations and will receive the Team Site Specific Safety Orientation prior to start of work. Regular daily and weekly safety meetings are held with safety-specific topics that include reviewing project safety inspections and project specific safety information. Special training and education will be provided in regards to new programs and directives.
- **Inspections**: Scheduled and unscheduled safety inspections/audits will be conducted. Inspection findings and corrective actions taken or recommended will be provided to all employees at the daily and weekly Tool Box meetings.
- **Job Safety Analysis (Risk Assessments)**: A Job Safety Analysis (JSA) and review is provided to ensure all crewmembers have the knowledge and tools required to complete each assigned task without incident on all field jobs.

A Crisis Management Plan will cover the project and emergency response information, evacuation, assembly and reporting procedures. Our design, scheduling, and construction methods will avoid exposure to risk for both workers and the traveling public. Our Team, including traffic management staff, will work with construction Management, VDOT Traffic and Operations staff, and emergency response agencies to develop the safest delivery of a successful I-64 High Rise Bridge project. For example, we will analyze the phasing plans for barricaded separation between workers and the traveling public, and work to limit the amount of construction access points that cause merging and confusion to highway users.

For the Dragados | Flatiron Team JV’s past safety performance, please see Appendix for Attachment 3.5 – Lead Contractor Safety Qualifications Form.
3.6 PROJECT RISKS
3.6 Project Risks

The design-build reconstruction of I-64 High Rise Bridge Project presents numerous challenges and associated unique risks. The Dragados | Flatiron High Rise Joint Venture Team (Dragados | Flatiron JV or Team) has identified the three most relevant and critical risks that could potentially negatively impact the successful delivery of this Project. **The risks are Corridor Access, Environmental Permitting and Mitigation, and Geotechnical.**

3.6.1 Three Unique Project Risks

Risk 1 – Corridor Access

**Risk Identity**

Our Team believes the **most critical risk for this Project is what we term Corridor Access.** The I-64 High Rise Bridge corridor is unique in its criticality to a variety of populations and services within the Hampton Roads area: public safety, maritime and roadway freight, national defense, local tourism economy, and residents. **Corridor access and work zone safety are also critical to our Team as we move construction materials into and out of the Tidewater area.** Preservation of corridor capacity to provide access to all of these issues and services is a significant risk to the Project’s success.

Risk to maintaining current levels of service to these populations comes from the very construction which will ultimately reduce and mitigate these risks when complete. Construction along and adjacent to the corridor has the potential to reduce the currently poor daily Level of Service (LOS) further, resulting in potential emergency response delays and evacuation capacity in the event an evacuation is required from the Hampton Roads area.

**Risk Impact**

Our Team recognizes the significant impacts that would ripple throughout the region if access to the I-64 corridor was impacted or disrupted. The I-64 corridor is a critical lifeline to Hampton Roads and from Hampton Roads to the nation. The project corridor has an Annual Average Daily Traffic volume in excess of 89,000 vehicles per day; has a high commercial truck percentage; is a busy commuter route; is a designated hurricane evacuation route; and is located in a popular tourist destination region.

Maintenance of Traffic (MOT) will be a significant consideration and therefore a major component of our characterization of corridor access. When the Dragados | Flatiron JV begins construction operations, the risk of degraded corridor access for all users becomes much higher on a roadway that already experiences low levels of service. The current traffic LOS rating is a “D” or worse for the corridor, with the eastern approach to the High Rise Bridge being rated as “F”. The lack of lane continuity is largely a factor in the existing congestion. Also, the current crash rates on this corridor exceed the regional annual averages as well, compounding risk of degraded corridor access.

**Safe and efficient access to the work zone is critical to advancing construction activities on schedule while not further reducing the LOS for the traveling public.** Within this corridor, there are four interchanges (I-464, George Washington Highway, South Military Highway, and I-264/I-664) that will allow the Team access to additional roadways. While providing additional access points, these interchanges produce merge and weave areas within the work zone that can increase the likelihood of incidents. **Our Team will take great care in planning the work zone and monitoring these locations during construction.** For example, the HDR-designed 95 Express Lanes project added managed lanes to the I-95 median while providing safe access for over 150,000 vehicles per day. HDR worked closely with Virginia Department of Transportation (VDOT) throughout design and construction to develop and implement a thorough MOT plan and monitor it closely as the work advanced.

![Figure 3.6.1: 95 Express Lanes Segment 1 Interior Median Design (VDOT)](image-url)
seasonal and weekend impacts. As part of this effort, we will consider existing I-64 traffic patterns, high crash locations and daily and seasonal peak travel times to develop emergency and incident response contingency plans for the overall corridor access.

I-64 corridor has been identified as a Virginia Hurricane Evacuation route for the communities of Virginia Beach, Suffolk, Norfolk, Chesapeake, and Portsmouth, in the event of a major storm occurrence. Impacts to this route for egress could create a significant safety risk. Safe, organized and efficient egress out of the potential storm landfall areas through an active construction zone is indeed a challenge.

Mitigation Strategy

Our Team will develop and employ innovative strategies (listed below) to limit impacts to the traveling public, minimize congestion and maintain mobility throughout the I-64 corridor for the duration of the construction. We will partner with VDOT to look at all options to preserve and maintain corridor access and ensure safety.

a. Coordination, MOT, and Rapid Response

The Dragados | Flatiron JV will work alongside VDOT’s operational professionals to coordinate proposed work along the corridor. This is of particular importance as VDOT looks to proactively evaluate the impacts planned lane closures have on the regional network and how these activities affect other operational, maintenance and construction work in the region.

Portable changeable message boards can suggest alternate routes and quickly communicate accurate, real time traffic conditions to the traveling public. We will provide an experienced Incident Management Coordinator who will be onsite full time for the duration of construction operations. We will identify and meet regularly with third party stakeholders in the region, including first responders, VDOT Traffic Operations Management, Virginia Department of Emergency Management, the USACOE, and the United States Coast Guard (USCG). An effective Public Communications Plan and strong Public Outreach effort led by HDR’s Megan O’Reilly will help keep motorists and other stakeholders informed of construction progress as well as upcoming changes to the traffic pattern. In addition to traditional communication methods, our Team will utilize social media to apprise motorists and first responders of incidents, traffic pattern changes, lane closures or other events and information.

The above mitigation strategies were successfully used by members of our Team on the $1.2 billion I-595 DBFOM Corridor Roadway Improvements project in Florida. The scope of work on this project was very similar to the I-64 High Rise Bridge Project. A three pronged management approach was key in mitigating impacts to the traveling public during construction:

- A comprehensive coordination with transportation authorities, community groups, utility owners, and environmental agencies to avoid delays in the execution of the work
- Detailed Traffic Control Plans that minimized lane closures, maintained the speed on the corridor especially during peak hours, and promote a safe and efficient traffic flow
- A close collaboration between Dragados’ Safety/MOT Team and the Concessionaire’s Road Rangers provided rapid response in clearing accidents from the interstate roadway

These mitigation strategies resulted in maintaining high LOS during construction on this 10.5 mile corridor serving express lanes, express bus service, and a bike/pedestrian greenway.

b. Emergency Egress and Open Water

A potential major storm occurrence evacuation plan will be carefully developed and continually modified as the construction process advances to ensure egress in the event of a potential storm, and to recognize changing policies regarding mass evacuation, shelter-in-place, and lane reversal options. Similarly, our design team has significant experience working with third parties in Hampton Roads.
to avoid unplanned openings of the existing High Rise Bridge or major delays in marine construction activities due to industrial, military, or commercial activities on the Elizabeth River.

Our Team is well equipped to put together thoughtful and actionable emergency management plans for unique projects. An example of one of these unique projects is the $760 million design-build Parallel Thimble Shoal Tunnel Project in the Chesapeake Bay, Virginia. Corridor Access and Egress, especially during major storm events in the Tidewater Region, is among the critical risks to successfully deliver this Project to the Chesapeake Bay Bridge-Tunnel District.

**VDOT/ Other Agency Roles**

Given the potential of significant overlap among major construction and maintenance projects in the region, VDOT can provide a clearinghouse for ALL major construction and maintenance projects, latest storm and seasonal traffic projections, and any major military, industrial or freight movements in the region (i.e. I-64 Peninsula, I-64/264 Interchange, major bridge openings, tunnel maintenance). Providing this information in an open forum will help us build our individual strategies for lane closures, construction sequencing, public and stakeholder outreach, and avoidance of unplanned bridge openings or unnecessary limitations on marine construction.

**Risk 2 – Project Schedule**

**Risk Identity**

Our Team identifies Environmental Permitting and associated Mitigation as the second significant risk to the project. In accordance with the Request for Qualifications, the environmental work shall address all items necessary for the acquisition of water quality permits in the name of the Design-Builder for the Project. As discussed in the Natural Resources Technical Report, permits are anticipated as a result of unavoidable impacts to streams and wetlands. Once 90% engineering design is complete, a Joint Permit Application (JPA) will be submitted and the wetland impacts will be calculated. The JPA will provide the basis upon which wetland compensation will be determined. Mitigation options for tidal stream or river impacts will be determined during the permitting stages through coordination with the appropriate agencies.

An Individual Permit will likely be required and will be acquired by following the JPA process. The application will be submitted to Virginia Marine Resources Commission (VMRC), which acts as the clearinghouse and forwards the application to all appropriate agencies for comment and/or permit issuance, including the USACE, Virginia DEQ, and Local Wetland Boards. Furthermore, according to the Center for Coastal Resource Management, VMRC acts as the Local Wetland Board in the City of Chesapeake. Permits for grading and land disturbance, erosion and sediment control and stormwater management also will be required from the DEQ Virginia Stormwater Management Program and from City of Chesapeake.

Permitting for this Project will involve review from several agencies, each concerned with different resources. Below we describe potential areas of the permitting process which could affect the issuance of necessary permits and hence impact project schedule.

**a. Waters of the US (WOUS)**

The revised Environmental Assessment (EA) indicated that potential over 20.0 acres of wetlands, approximately 5,000 linear feet of non-tidal streams and approximately 2.0 acres of tidal streams could be affected by this project. In addition, ditching within the study area may be jurisdictional. Prior to the submittal of a permit application, a jurisdictional determination by USACE to identify all WOUS including wetlands, utilizing the current methodology at that time, will be required. USACE’s review may result in changes in the delineation and possibly changes in the estimated impacts. Additionally, permanent impact of bridge protection dolphins to the river will be included in the permitting process. Obtaining the jurisdictional confirmation depends on the availability of USACE staff and there is the potential for impacts to project schedule if USACE staff is not readily available.

**b. Removal/ Redistribution of Elizabeth River Sediment**

The Elizabeth River has a long history of industrial activities and as such, the sediment of the river near the project location may contain hazardous constituents. Permitting agencies may be concerned with any removal or redistribution/ re-suspension of river sediment during the construction of the project. Due to the potential for hazardous materials in the sediment, regulatory agencies may require testing prior to construction and potential water quality monitoring during in water construction activities. It is possible that regulatory agencies could require temporary construction shut-down of in water operations.
work if potential monitoring requirements are not met, which could affect project schedule.

We understand that options for disposal of dredge material must be explored since the USACE will not be able to accept the material at Craney Island Dredge Material Management Area, as this is for dredge disposal on navigation-related projects only. **We will coordinate with VDOT to develop an acceptable disposal plan.**

c. **Threatened and Endangered Species**
The revised EA indicates that the following species were identified as potentially present within two miles of the study area: Canebrake rattlesnake, Dismal Swamp southeastern shrew, Peregrine falcon, Atlantic sturgeon, and Northern long-eared bat.

The permitting agencies could request additional information or studies for any protected species in the project area during the permitting process. Of particular concern to project schedule is the Northern long-eared bat. Potential habitat occurs in the Project area and will be impacted. There is a potential that US Fish and Wildlife Service could require that a survey for presence of this bat in the project area be conducted and/or the implementation of a Time of Year Restriction on tree clearing from April 15 – September 15.

**Close coordination with the USFWS and the National Oceanic and Atmospheric Administration Fisheries Protected Resources Division will be necessary to secure necessary permits.**

d. **Coast Guard Permit**
USCG does not foresee anything that would prevent a bridge permit from being issued and has provided a Preliminary Navigation Clearance Determination (PNCD). This PNCD is not binding and does not constitute an approval or final agency action. The USCG is a cooperating agency and a final determination can only be made in accordance with regulation and after a complete bridge permit application is submitted.

e. **Submarine Cables**
Submarine cables have a bigger impact on the span lay out and schedule if they are in conflict or if damaged during construction.

**Mitigation Strategy**
A WOUS mitigation plan will be required as part of the JPA process and obtaining permits for the project. Although the Dragados | Flatiron JV will make every effort to avoid or minimize potential impacts to wetlands and streams, unavoidable impacts to WOUS will occur. **Our mitigation strategy involves avoiding and minimizing direct impacts, and compensating for unavoidable impacts. Non-tidal stream impacts would be compensated through purchase of stream credits or onsite restoration of degraded streams.** The Unified Stream Methodology will be used to determine stream quality, assess stream impacts, and determine the compensation requirements. Mitigation of tidal stream or river impacts would be determined during the permitting stages with the appropriate agencies during the Section 404 permitting process with VMRC, USACE and DEQ.

Unavoidable impacts to wetlands from widening the existing roadway will occur adjacent to I-64. During final design, additional avoidance and minimization measures may be required by the USACE. **Our Team has extensive successful experience with providing avoidance and minimization measures through direct coordination with the USACE on the Route 460 project in southeast Virginia.** Once final design is complete, surface water impacts will be calculated and provide the basis for wetland and stream mitigation. Typical mitigation options include onsite mitigation and/or the purchase of mitigation credits. The purchase of wetland and/or stream mitigation credits from a commercial mitigation bank, or the use of existing credits from one of VDOT’s mitigation banks, could be used to meet the mitigation requirements. Additionally, we understand that there is a commercial wetland bank along Liberty Road. The roadway widening of Liberty Road will be designed to ensure no impacts will occur to until additional design is performed and additional coordination with agencies is completed. For example, a final noise abatement study is required to be furnished and the noise barrier locations will not be known until completed. During the 95 Express Lanes project, an additional mile long noise barrier was required based on the final noise study that was not included in the draft evaluation. **Our Team has been successful in previous projects in working with the permitting agencies to negotiate permit conditions which will maintain construction schedule while still providing adequate protection to the natural environment.**
the bank.

We understand that compensation will be required for unavoidable wetland and stream impacts, so **we will begin to identify potential compensation options and locations** for both tidal and non-tidal wetlands and streams within the impacted watersheds immediately. **We will also coordinate with the Elizabeth River Project to discuss their insight.**

While the facility currently does not have stormwater treatment facilities, **we will locate required stormwater quality facilities outside of jurisdictional waters. We will also incorporate the use of Low Impact Development facilities wherever feasible.**

For submarine cables, **the Team will consider performing underwater inspection upfront to confirm the cables location.**

**VDOT/ Other Agency Roles**

**Coordination between the Project Team and VDOT during the environmental permitting and mitigation process is crucial.** Field crews will be accessing the project site early for the jurisdictional determination. VDOT assistance along with coordination among cooperating agencies to assist our Team in navigating the challenging permitting process will facilitate timely permit approvals and mitigation acceptance. It is critical that we partner with VDOT to effectively and efficiently work with the key jurisdictional agencies such as the USACE, USCG, USFWS, VDEQ, VDGIF and VMRC in order to successfully meet the project schedule and environmental permitting requirements.

**Risk 3 – Geotechnical**

**Risk Identity**

Our Team identifies Geotechnical risk as the third significant risk to successful completion of the project. Geotechnical risk on a transportation project of this magnitude is critical because it begins at the earliest stages of the project and continues to broadly influence multiple design disciplines (roadway, bridge, drainage, hydraulics, environmental), as well as the earthwork, foundation installation, and pavement phases of construction.

Specifically, **our geotechnical engineering expertise is strongly founded in solving the unique set of Coastal Plain of Virginia challenges posed by soft marine sediments of high compressibility and low shear strength.** We recognize and understand the adverse impact these conditions have on subgrade suitability, embankment stability, deep foundations, construction schedules, and long-term performance of pavements. These challenges are compounded when working in close proximity to existing roadway and structures.

The subsurface conditions presented in the provided Geotechnical Data Report confirm our identification of this substantial risk. Significant thicknesses of very soft to soft fine-grained soils, as well as highly organic soils are concentrated in the vicinity of the Route 13, Route 17, Route 190 and I-464 interchanges with I-64. Similar soils were also observed in lesser thicknesses throughout the corridor. Accordingly, the Team believes that poor foundation soils are the primary geotechnical risk to the project.

**Risk Impact**

Poor foundation soils in the Chesapeake area of Virginia commonly have high compressibility and low shear strength. **Figure 3.6.3** provides an example of how poor foundation soils can negatively impact a project’s schedule, cost, and long-term performance.

![Figure 3.6.3: Borings on poor foundation soils in Virginia](image-url)
Undesirable or unsuitable soils near planned subgrade will be encountered within the project corridor. Inappropriate management of these materials can cause construction delays, particularly when a solution is widely and conservatively applied to project areas without considering spatial variation in subsurface conditions. Additionally, disposal of unsuitable materials will impact corridor access as well as safety, since the trucks required to haul the materials offsite will have to travel along public roadways.

Placing new embankment fill against an existing embankment for roadway widening can induce differential settlement. In our experience on past projects, this differential settlement will typically manifest itself along the longitudinal boundary between new and old embankments. While this may not become evident until years after construction, the differential movement can lead to cracks in the pavement and disruptions in drainage that are costly to maintain or mitigate over the design life of the pavement structure.

Mitigation Strategy

The strategy to mitigate geotechnical risk on the project begins with planning an appropriate subsurface investigation. Our geotechnical investigation will supplement the existing data, as well as comply with the most recent version of VDOT’s Manual of Instruction. We will submit our design-level exploration plan and approach document to VDOT for concurrence at this early stage to reduce the potential for schedule delays.

A multi-faceted exploration consisting of traditional soil test borings and in-situ testing (such as Cone Penetrometer Test (CPT) and Dilatometer soundings) can characterize subsurface conditions more efficiently along the alignment. Once critical areas are identified with the CPT soundings, the sampling efforts of the drilling rigs can be directed more efficiently. The laboratory testing program will be designed to augment the field explorations and provide important site-specific data relative to the identified risks. Our thorough geotechnical characterization will support less conservative analysis and more efficient design.

HDR executed this approach on the I-64/I-264 Interchange project in nearby Norfolk and Virginia Beach, VA. This allowed us to identify thick layers of highly compressible material early in the design phase of the project and complete preliminary feasibility analyses. When HDR presented its findings to VDOT, the originally planned tall embankments were changed to bridge structures supported by deep foundations. The large predicted settlements, long wait periods, and costly ground improvements were the major drivers behind the change in design direction.

Soft and compressible soils are typically mitigated using above- or below-ground improvement technologies and methods. Options may include stone columns to reinforce soft soils, prefabricated vertical drains to speed up consolidation settlement, surcharging to reduce secondary settlements, or lighter / lightweight fill materials to reduce driving loads. Secondary compression can be controlled to within the contract tolerances through the use of surcharging placed to the appropriate height and duration. Field monitoring of settlement and movements is critical to confirm design assumptions and guide the scheduling of earthwork and paving operations.

Identification of unsuitable materials is critical to a successful management plan. Through appropriately detailed site investigations and characterization of materials, the Team will work to maximize the reuse of excavated materials. This may include the augmentation of soft, wet clay soils with lime/admixtures to produce reusable material.

On the 95 Express Lanes project, HDR identified unsuitable soils consisting of Potomac Formation clays and silts and chemically aggressive weathered rock during the design phase of the project. HDR successfully engineered the reuse of some of these materials into embankment fills onsite, thus reducing the costs associated with hauling and disposing material offsite. On the same project, HDR used lightweight aggregate to construct a portion of embankment widening over a culvert extension to control differential settlement and ensure the drainage element performed as designed.

VDOT/ Other Agency Roles

VDOT’s role in the geotechnical aspects of the project begins with providing a Geotechnical Design Report and Pavement Condition Report. The Team will review the preliminary data thoroughly to aid in identification of major geotechnical risk factors that influence the design and schedule aspects of the project. The Team will work with VDOT during the scope validation period to determine if the preliminary data adequately characterizes the geotechnical risk factors at the site. Coordination between our Team and VDOT during
the subsurface exploration program is critical. Crews will be accessing the project site via the existing interstate roadway, which will require limited MOT that is coordinated through VDOT Traffic Operations Center. **The Dragados | Flatiron JV understands the importance of early coordination with Norfolk Southern and the Belt Line railroads.** HDR and M&N are currently leading extensive rail coordination efforts for the Department of Rail and Public Transportation, and both firms have worked directly on Norfolk Southern and Belt Line projects in the Hampton Roads area. Flatiron and HDR are currently executing the ILEX project in Colorado, a $69 million design-build project involving extensive railroad coordination.

**Conclusion**  
The Dragados | Flatiron JV carefully considered the major elements of work for the I-64 High Rise Bridge Project and determined that the three most critical risks for our Team to mitigate for a successful delivery of the project are **Corridor Access, Environmental Permitting and Mitigation and Geotechnical.** In making this determination we considered many other potential risks – including utility relocation, right-of-way acquisition, public and agency coordination, stormwater management, etc. Continual risk evaluation, assessment and mitigation will be required. Therefore, we proposed to conduct formal Risk Workshops in partnership with VDOT and other stakeholders at key points during the project. These workshops will allow us to formulate a comprehensive Risk Management Plan that will include a Risk Register which will track and monitor project risk and its associated mitigation strategies throughout the Design-Build Phase. **Table 3.6.1,** below, highlights our experience mitigating these three risks on previous projects.

### TABLE 3.6.1: Risk Mitigation on Similar Projects

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APPENDICES
3.1.2 SOQ CHECKLIST
ATTACHMENT 3.1.2

Project: I-64 SOUTHSIDE WIDENING AND HIGH RISE BRIDGE, PHASE 1

STATEMENT OF QUALIFICATIONS CHECKLIST AND CONTENTS

Offerors shall furnish a copy of this Statement of Qualifications (SOQ) Checklist, with the page references added, with the Statement of Qualifications.

<table>
<thead>
<tr>
<th>Statement of Qualifications Component</th>
<th>Form (if any)</th>
<th>RFQ Cross reference</th>
<th>Included within 20-page limit?</th>
<th>SOQ Page Reference</th>
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# ATTACHMENT 3.1.2

## Project: I-64 SOUTHSIDE WIDENING AND HIGH RISE BRIDGE, PHASE 1

### STATEMENT OF QUALIFICATIONS CHECKLIST AND CONTENTS

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## ATTACHMENT 3.1.2

**Project:** I-64 SOUTHSIDE WIDENING AND HIGH RISE BRIDGE, PHASE 1

**STATEMENT OF QUALIFICATIONS CHECKLIST AND CONTENTS**

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# ATTACHMENT 3.1.2

Project: I-64 SOUTHSIDE WIDENING AND HIGH RISE BRIDGE, PHASE 1

## STATEMENT OF QUALIFICATIONS CHECKLIST AND CONTENTS

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2.10 FORM C-78-RFQ
ACKNOWLEDGEMENT OF RFQ, REVISION AND/OR ADDENDA

Acknowledgement shall be made of receipt of the Request for Qualifications (RFQ) and/or any and all revisions and/or addenda pertaining to the above designated project which are issued by the Department prior to the Statement of Qualifications (SQQ) submission date shown herein. Failure to include this acknowledgement in the SQQ may result in the rejection of your SQQ.

By signing this Attachment 2.10, the Offerer acknowledges receipt of the RFQ and/or following revisions and/or addenda to the RFQ for the above designated project which were issued under cover letter(s) of the date(s) shown hereon:


2. Cover letter of RFQ Addendum No. 1 09/16/2016

3. Cover letter of RFQ Addendum No. 2 10/04/2016

October 11, 2016

Authorized Officer of DragadosFlatiron High Rise JV

Rafael de la Barreda Mingot

PRINTED NAME

A-5
3.2.6 LIST OF AFFILIATED AND SUBSIDIARY COMPANIES
**ATTACHMENT 3.2.6**

State Project No. 0064-131-811, P101, R201, C501, B662-B669, D637, D638

**Affiliated and Subsidiary Companies of the Offeror**

Offerors shall complete the table and include the addresses of affiliates or subsidiary companies as applicable. By completing this table, Offerors certify that all affiliated and subsidiary companies of the Offeror are listed.

- The Offeror does not have any affiliated or subsidiary companies.
- Affiliated and/or subsidiary companies of the Offeror are listed below.

<table>
<thead>
<tr>
<th>Relationship with Offeror (Affiliate or Subsidiary)</th>
<th>Full Legal Name</th>
<th>Address</th>
</tr>
</thead>
<tbody>
<tr>
<td>Affiliate (Grandparent)</td>
<td>Actividades de Construccion y Servicios, S.A. (ACS)</td>
<td>Avenida de Pio XII, 102 28036 Madrid, Spain</td>
</tr>
<tr>
<td>Affiliate (Parent)</td>
<td>Dragados, S.A.</td>
<td>Ave. Camino Santiago, 50, 28050 Madrid, Spain</td>
</tr>
<tr>
<td>Affiliate (Sister)</td>
<td>Dragados Inversiones USA, Inc.</td>
<td>810 Seventh Ave. 9th Floor, New York, NY 10019</td>
</tr>
<tr>
<td>Affiliate (Sister)</td>
<td>Dragados Construction USA, Inc.</td>
<td>810 Seventh Ave. 9th Floor, New York, NY 10019</td>
</tr>
<tr>
<td>Affiliate (Sister)</td>
<td>Geotecnia y Cimientos, S.A.</td>
<td>Ave. Camino Santiago, 50, 28050 Madrid, Spain</td>
</tr>
<tr>
<td>Affiliate (Sister)</td>
<td>Vias y Construcciones, S.A.</td>
<td>Orense, 11 - 2nd Floor 28020 Madrid, Spain</td>
</tr>
<tr>
<td>Affiliate (Sister)</td>
<td>Drace Infraestructuras, S.A.</td>
<td>Ave. Camino Santiago, 50, 28050 Madrid, Spain</td>
</tr>
<tr>
<td>Affiliate (Sister)</td>
<td>Dragados Canada, Inc.</td>
<td>150 King St. W, Toronto, OntarioM5H1J9 Canada</td>
</tr>
<tr>
<td>Affiliate (Sister)</td>
<td>Newark Real Estate Holdings, Inc.</td>
<td>810 Seventh Ave. 9th Floor, New York, NY 10019</td>
</tr>
<tr>
<td>Affiliate (Sister)</td>
<td>Schiavone Construction Co. LLC</td>
<td>150 Meadowlands Pkwy Secaucus, NJ 07094</td>
</tr>
<tr>
<td>Affiliate (Sister)</td>
<td>John P. Picone, Inc.</td>
<td>31 Garden Lane, Lawrence, NY 11559</td>
</tr>
<tr>
<td>Affiliate (Sister)</td>
<td>Pulice Construction, Inc.</td>
<td>2033 W Mountain View Rd., Phoenix, AZ 85021</td>
</tr>
<tr>
<td>Affiliate (Sister)</td>
<td>Prince Contracting LLC</td>
<td>10210 Highland Manor Dr, Tampa, FL 33610</td>
</tr>
<tr>
<td>Affiliate (Sister)</td>
<td>J.F. White Contracting Company</td>
<td>10 Burr Street, Farmingham, MA 01701</td>
</tr>
<tr>
<td>Affiliate (Sister)</td>
<td>Geocisa USA, Inc.</td>
<td>810 Seventh Ave. 9th Floor, New York, NY 10019</td>
</tr>
</tbody>
</table>
## Affiliated and Subsidiary Companies of the Offeror

<table>
<thead>
<tr>
<th>Affiliate (Sister)</th>
<th>Company Name</th>
<th>Address</th>
</tr>
</thead>
<tbody>
<tr>
<td>VIAS USA, Inc.</td>
<td>810 Seventh Ave. 9th Floor, New York, NY 10019</td>
<td></td>
</tr>
<tr>
<td>VIAS Canada, Inc.</td>
<td>20 Bay Street, Toronto, Ontario M5J2N8 Canada</td>
<td></td>
</tr>
<tr>
<td>Electren S.A.</td>
<td>Avenida de Brasil, 6, 28020 Madrid, Spain</td>
<td></td>
</tr>
<tr>
<td>Drace Infrastructures USA LLC</td>
<td>810 Seventh Ave. 9th Floor, New York, NY 10019</td>
<td></td>
</tr>
<tr>
<td>Flatiron/Dragados LLC</td>
<td>8505 Freeport Parkway, Irving, TX 75063</td>
<td></td>
</tr>
</tbody>
</table>
Offerors shall complete the table and include the addresses of affiliates or subsidiary companies as applicable. By completing this table, Offerors certify that all affiliated and subsidiary companies of the Offeror are listed.

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</tr>
</thead>
<tbody>
<tr>
<td>Affiliate</td>
<td>Flatiron Corp.</td>
<td>385 Interlocken Crescent, Suite 900 Broomfield, CO 80021</td>
</tr>
<tr>
<td>Subsidiary</td>
<td>Flatiron West, Inc.</td>
<td>385 Interlocken Crescent, Suite 900 Broomfield, CO 80021</td>
</tr>
<tr>
<td>Subsidiary</td>
<td>FECO Equipment LLC</td>
<td>385 Interlocken Crescent, Suite 900 Broomfield, CO 80021</td>
</tr>
<tr>
<td>Subsidiary</td>
<td>Flatiron Constructors Canada Limited</td>
<td>385 Interlocken Crescent, Suite 900 Broomfield, CO 80021</td>
</tr>
<tr>
<td>Subsidiary</td>
<td>Flatiron Equipment Company Canada Limited</td>
<td>385 Interlocken Crescent, Suite 900 Broomfield, CO 80021</td>
</tr>
<tr>
<td>Affiliate</td>
<td>Flatiron/Dragados LLC</td>
<td>385 Interlocken Crescent, Suite 900 Broomfield, CO 80021</td>
</tr>
</tbody>
</table>
3.2.7 DEBARMENT FORMS
ATTACHMENT NO. 3.2.7(a)

CERTIFICATION REGARDING DEBARMENT
PRIMARY COVERED TRANSACTIONS

State Project No. 0064-131-811, P101, R201, C501, B662-B669, D637, D638

1) The prospective primary participant certifies to the best of its knowledge and belief, that it and its principals:

   a) Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal department or agency.

   b) Have not within a three-year period preceding this proposal been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State or local) transaction or contract under a public transaction; and have not been convicted of any violations of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification, or destruction of records, making false statements, or receiving stolen property;

   c) Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State or local) with commission of any of the offenses enumerated in paragraph 1) b) of this certification; and

   d) Have not within a three-year period preceding this application/proposal had one or more public transactions (Federal, State or local) terminated for cause or default.

2) Where the prospective primary participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this form.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

[Signature] September 29, 2016 [Executive Vice President]

Date Title

Dragados USA, Inc.

Name of Firm
EXPLANATION TO CERTIFICATION REGARDING DEBARMENT

Dragados USA, Inc. ("DUSA"), maintains the highest standards of integrity, responsibility, and business ethics in its operations, has an ethics and compliance department implementing comprehensive policies and procedures, and has accurately certified to its responsibility in the accompanying form. In the interest of complete transparency, the following information is provided:

(i) On or about March 1, 2010, Yonkers Contracting Co., Inc. ("Yonkers"), received a records subpoena from the United States Attorney for the Southern District of New York and addressed to Yonkers and/or Yonkers/Dragados Joint Venture (a joint venture between Yonkers and Dragados USA, Inc.) in connection with certain Disadvantaged/Minority/Women Business Enterprise subcontractors for the New York State Department of Transportation I-287 (Cross-Westchester Expressway) Project D260081 and the Metropolitan Transportation Authority Bridges and Tunnels Contract TN-83 (Orthotropic Deck Rehabilitation at the Throgs Neck Bridge). Dragados USA, Inc., was not served with said subpoena and was not involved with the Throgs Neck Bridge project. Upon information and belief, Yonkers has complied with the subpoena and Yonkers dealt with the investigation in an ongoing manner. Moreover, the United States of America (the "Government") had informed Yonkers/Dragados Joint Venture (the "Joint Venture") that the Government was investigating certain potential civil causes of action against Yonkers and the Joint Venture under the False Claims Act, 31 U.S.C. §§ 3729 et seq., other federal statutes, and the common law, arising in connection with the submission of claims regarding the use of Disadvantaged Business Enterprises ("DBEs") on the Cross-Westchester Expressway/I-287 (Contract SH CWE 56-1) Project. Upon information and belief, on November 3, 2015, the US Attorney commenced a federal civil law suit against Yonkers only, alleging DBE fraud/False Claims Act and seeking treble damages (neither DUSA or the Joint Venture are named as defendants). Upon information and belief, on November 6, 2015, Yonkers entered into a civil settlement agreement and non-prosecution agreement with the US Attorney for $2.6 Million (neither DUSA nor the Joint Venture are parties to these agreements).
ATTACHMENT NO. 3.2.7(a)

CERTIFICATION REGARDING DEBARMENT PRIMARY COVERED TRANSACTIONS

State Project No. 0064-131-811, P101, R201, C501, B662-B669, D637, D638

1) The prospective primary participant certifies to the best of its knowledge and belief, that it and its principals:

   a) Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal department or agency.

   b) Have not within a three-year period preceding this proposal been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State or local) transaction or contract under a public transaction; and have not been convicted of any violations of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification, or destruction of records, making false statements, or receiving stolen property;

   c) Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State or local) with commission of any of the offenses enumerated in paragraph 1) b) of this certification; and

   d) Have not within a three-year period preceding this application/proposal had one or more public transactions (Federal, State or local) terminated for cause or default.

2) Where the prospective primary participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this form.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

__________________________ 10/6/16  Vice President, Large Projects Division
Signature                           Date       Title

Flatiron Constructors, Inc.
Name of Firm
ATTACHMENT NO. 3.2.7(b)

CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

State Project No. 0064-131-811, P101, R201, C501, B662-B669, D637, D638

1) The prospective lower tier participant certifies, by submission of this proposal, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any Federal department or agency.

2) Where the prospective lower tier participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this form.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

_______________________________ 09/26/2016  Kenneth Aducci, PE, Sr. Vice President
Signature               Date                       Title

HDR Engineering, Inc.
Name of Firm
ATTACHMENT NO. 3.2.7(b)

CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

State Project No. 0064-131-811, P101, R201, C501, B662-B669, D637, D638

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__________________________
Signature

__________________________
Date

__________________________
President & CEO

__________________________
Title

Harris Miller Miller & Hanson Inc.

Name of Firm
ATTACHMENT NO. 3.2.7(b)

CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

State Project No. 0064-131-811, P101, R201, C501, B662-B669, D637, D638

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The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

[Signature]  9/29/2016  [President]
[Date]       [Title]

Precision Measurements, Inc.
Name of Firm
CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

State Project No. 0064-131-811, P101, R201, C501, B662-B669, D637, D638

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[Signature] 10/10/16 [Date] [Title]

KLEINFELDER, INC.

Name of Firm
ATTACHMENT NO. 3.2.7(b)

CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

State Project No. 0064-131-811, P101, R201, C501, B662-B669, D637, D638

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Signature 28-Sept-2016  Southeast Regional Manager

Title

Name of Firm
ATTACHMENT NO. 3.2.7(b)

CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

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Signature Date Title

Moffatt & Nichol
Name of Firm
ATTACHMENT NO. 3.2.7(b)

CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

State Project No. 0064-131-811, P101, R201, C501, B662-B669, D637, D638

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__________________________
Signature

9/23/16

Date

__________________________
Vice President

Title

Mattern & Craig, Inc.

Name of Firm
ATTACHMENT NO. 3.2.7(b)

CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

State Project No. 0064-131-811, P101, R201, C501, B662-B669, D637, D638

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9/27/2016  
Signature  
Date  
CEO

Title

Rinker Design Associates, P.C.

Name of Firm
OFFEROR’S VDOT PREQUALIFICATION CERTIFICATE
Divita, Isabel

From: Heredero Rodriguez, Gabriel Santiago
Sent: Monday, October 03, 2016 2:36 PM
To: Zozaya, Victor; Divita, Isabel; Walker, Jodi; Sandman, Tonya; Pamplona Gardeta, Angel; Stoddard, Denny
Subject: FW: Your assigned Joint Venture # is JV079

Follow Up Flag: Follow up
Flag Status: Flagged

Gabriel Heredero | DRAGADOS USA | 810 Seventh Avenue, 9th Floor | New York, NY 10019
Phone: 212-779-0900 Ext. 217 | Mobile 305-215-6593 | Email: gsherederor@dragados-usa.com

From: Prequalification (VDOT) [mailto:Prequalification@VDOT.Virginia.gov]
Sent: Monday, October 03, 2016 2:22 PM
To: Barreda Mingot, Rafael de la
Cc: Heredero Rodriguez, Gabriel Santiago; DePorter, Katie
Subject: Your assigned Joint Venture # is JV079

Dear Dragados USA, Inc.
And Flatiron Constructors, Inc.

Thank you for submitting the Joint Venture agreement to the Prequalification Office.
We have processed the paperwork and the Joint Venture: Dragados|Flatiron High Rise JV and is assigned the # JV079.

Please feel free to contact me if there are any concerns.

Thank-you

Suzanne Lucas, CAPM

State Prequalification Supervisor
Construction Division
Virginia Department of Transportation
1401 East Broad Street
Richmond, Virginia 23219
(804)-786-2941

Email: Prequalification@VDOT.Virginia.gov
I have reviewed the qualifications of Dragados USA and I find them acceptable to perform this work. I therefore waive the bidding restriction imposed by your current prequalification status. I look forward to your Proposal.

Don E. Silies
Director of Contracts
(804) 786-1630
Virginia Department of Transportation

Suzanne, Don,

Please find attached a revised waiver request package with projects completed by Dragados USA.

Best regards,

Gabriel Heredero | DRAGADOS USA | 810 Seventh Avenue, 9th Floor | New York, NY 10019
Phone: 212-779-0900 Ext. 217 | Mobile 305-215-6593 | Email: gsherederor@dragados-usa.com

Dear Don,

Attached please find the formal letter from Dragados requesting the letter of waiver for the I-64 Southside Widening and High Risebridge, Phase 1, along with 3 projects sheets and owner testimonials.

Please don’t hesitate to contact me direct with any questions, concerns or additional information needed.

We look forward to hearing from you.
Divita, Isabel

**Subject:** FW: Vendor # D1145: Dragados USA, Inc. / Your firm is Prequalified (Probationary) level with VDOT

**Attachments:** Prequal_Probationary_12102015.pdf

---

**From:** Prequalification (VDOT) [mailto:Prequalification@VDOT.Virginia.gov]

**Sent:** Friday, September 30, 2016 2:23 PM

**To:** Barreda Mingot, Rafael de la

**Cc:** Silies, Don E. (VDOT); Motley, Dennis W. (VDOT); Heredero Rodriguez, Gabriel Santiago

**Subject:** Vendor # D1145: Dragados USA, Inc. / Your firm is Prequalified (Probationary) level with VDOT-

Dragados USA, Inc.

According to our records your firm meets the requirements to be assigned the “Prequalified (Probationary)” Level. Attached is an informational worksheet how this level was determined for your firm’s review.

Your firm’s expiration date will be posted online by next Friday at 2pm on the "Current Prequalified Highway Contractors’ List”.

This email is official notification that your firm is prequalified with VDOT. It may take 3 weeks to receive a certificate from our office.

Please let me know if your firm needs for me to send an email to notify anyone else of your firm’s prequalification.

Thank-you for being prequalified with VDOT.

**Suzanne Lucas**

State Prequalification Supervisor
Construction Division
Virginia Department of Transportation
1401 East Broad Street
Richmond, Virginia 23219
(804)-786-2941

Email: Prequalification@VDOT.Virginia.gov

From: Silies, Don E. (VDOT) [mailto:Don.Silies@VDOT.Virginia.gov]
Sent: Tuesday, September 13, 2016 11:55 AM
To: DePorter, Katie
Cc: Lucas, Suzanne F., CAPM (VDOT); Patel, Shailendra G., P.E. (VDOT)
Subject: RE: I-64 High Rise Request for Waiver

Good afternoon Katie,

I am so pleased to learn that your firm is interested in working with VDOT again. I have reviewed the qualifications of Flatiron Constructors, Inc. and I find them acceptable for the purpose of bidding this project. Therefore, I hereby waive the bidding restriction on your firm for this project. I look forward to your bid.

Don E. Silies
Director of Contracts
(804) 786-1630

From: DePorter, Katie [mailto:KDeporter@flatironcorp.com]
Sent: Tuesday, September 13, 2016 12:24 PM
To: Silies, Don E. (VDOT)
Subject: I-64 High Rise Request for Waiver

Good Morning Don,

Attached please find the formal letter from Flatiron requesting the letter of waiver for I-64 High Rise, along with 3 projects sheets and owner testimonials. We have additional projects we are happy to submit if you feel there is a need. Please feel free to contact me direct with any questions, concerns or additional information needed.

We look forward to hearing from you

Have a Great Day!

Katie DePorter
Flatiron Small and Disadvantage Business Manager/
Licensing Manager
385 Interlocken Crescent Blvd.
Suite 900
Broomfield, CO 80021

Office: 720-494-8095
Mobile: 970-371-5177
Fax: 720-494-8095

Build the Best. Be the Best
FLATIRON CONSTRUCTORS, INC.

Vendor Number: F319

In accordance with the Regulations of the Virginia Department of Transportation, your firm is hereby notified that the following Rating has been assigned to your firm:

PREQUALIFIED (CURRENTLY INACTIVE)

Your firm specializes in the noted Classification(s):

MAJOR STRUCTURES; MARINE CONSTRUCTION; BRIDGE REPAIRS; EXCAVATING

Issue Date: August 18, 2016

Suzanne FR Lucas, State Prequalification Officer

It is not permissible to alter this document, use after posted expiration date, or use by persons or firms other than those named on this certificate.
SURETY LETTER
September 29, 2016

Commonwealth of Virginia - Department of Transportation (VDOT)
Central Office Mail Center - Loading Dock Entrance
1401 E. Broad Street
Richmond, Virginia 23219
Attention: Brenda L. Williams

RE: The joint venture Contractor “Dragados | Flatiron High Rise JV” consisting of:
    Dragados USA, Inc., and
    Flatiron Constructors, Inc.
Request for Qualifications – I-64 Southside Widening and High Rise Bridge, Phase 1 – Design-Build Project
Anticipated Contract Value: $480 million

To Whom It May Concern:

We understand that Dragados | Flatiron High Rise JV is submitting a Statement of Qualifications (SOQ) for the captioned project and this surety letter is written in support of this team. The undersigned surety companies (“the Co-Sureties”) are pleased to consider contract bonds for Dragados | Flatiron High Rise JV for this project.

The Co-Sureties for Dragados | Flatiron High Rise JV hereby confirm that this team is capable of obtaining the 100% Performance and 100% Labor and Material Payment Bond in the amount of the anticipated contract value for this Project and any warranty periods as provided in the Contract Documents in the event that this team is the successful bidder and enters into a contract for this Project.

The Co-Sureties have the pleasure of extending surety credit to Dragados | Flatiron High Rise JV. We have complete confidence in the technical ability and financial capacity of this team and we have regularly supported the companies making up this team individually on projects considerably larger than this Project. We have no doubt in their ability to satisfactorily complete the referenced project. Each of the Co-Sureties is licensed to conduct surety business in the Commonwealth of Virginia and each surety company below exceeds the minimum requirements of an A.M. Best Company rating of A minus and Financial Size Category VIII or better.

Actual approval of performance and payment bonds will be subject to review and approval of the contract terms, conditions and bond forms and the application of such other underwriting criteria as may be pertinent at the time such bonds are requested by Dragados | Flatiron High Rise JV

Sincerely,

Liberty Mutual Insurance Company A.M. Best Rating A Financial Size Category XV
Zurich American Insurance Company A.M. Best Rating A+ Financial Size Category XV
Fidelity and Deposit Company of Maryland A.M. Best Rating A+ Financial Size Category XV
The Continental Insurance Company A.M. Best Rating A Financial Size Category XV
Berkshire Hathaway Specialty Insurance Company A.M. Best Rating A++ Financial Size Category XV
American Home Assurance Company A.M. Best Rating A Financial Size Category XV
Travelers Casualty and Surety Company of America A.M. Best Rating A+ Financial Size Category XV
Federal Insurance Company A.M. Best Rating A+ Financial Size Category XV

Andrea E. Gorber, Attorney-In-Fact
ACKNOWLEDGEMENT OF SURETY

STATE OF New York,
COUNTY OF Nassau,

ON THE 29th DAY OF September, 2016, BEFORE ME PERSONALLY CAME Andrea E. Gorbert TO ME KNOWN, WHO, BEING BY ME DULY SWORN, DID DEPOSE AND SAY THAT (S)HE RESIDES AT Suffolk County, NY THAT (S)HE IS THE ATTORNEY-IN-FACT OF Zurich American Insurance Company, Fidelity and Deposit Company of Maryland, Liberty Mutual Insurance Company, The Continental Insurance Company, Berkshire Hathaway Specialty Insurance Company, Travelers Casualty and Surety Company of America, Federal Insurance Company, American Home Assurance Company THE CORPORATION DESCRIBED IN AND WHICH EXECUTED THE ABOVE INSTRUMENT; THAT (S)HE KNOWS THE SEAL OF SAID CORPORATION; THAT ONE OF THE SEALS AFFIXED TO THE FOREGOING INSTRUMENT IS SUCH SEAL; THAT IT WAS SO AFFIXED BY ORDER OF THE BOARD OF DIRECTORS OF SAID CORPORATION; AND THAT (S)HE SIGNED HIS/HER NAME THERETO BY LIKE ORDER.

[Signature]
Notary Public

ANNIE L. POTTER
NOTARY PUBLIC-STATE OF NEW YORK
No. 01PO6283845
Qualified in Queens County
My Commission Expires June 17, 2017
THIS POWER OF ATTORNEY IS NOT VALID UNLESS IT IS PRINTED ON RED BACKGROUND.

This Power of Attorney limits the acts of those named herein, and they have no authority to bind the Company except in the manner and to the extent herein stated.

American Fire and Casualty Company
The Ohio Casualty Insurance Company
Liberty Mutual Insurance Company
West American Insurance Company

Certificate No. 7459305

POWER OF ATTORNEY

KNOWN ALL PERSONS BY THESE PRESENTS: That American Fire & Casualty Company and The Ohio Casualty Insurance Company are corporations duly organized under the laws of the State of New Hampshire, that Liberty Mutual Insurance Company is a corporation duly organized under the laws of the State of Massachusetts, and West American Insurance Company is a corporation duly organized under the laws of the State of Indiana (herein collectively called the "Companies"), pursuant to and by authority herein set forth, does hereby name, constitute and appoint, Andrea E. Gorbert; Anne Potter; Beverly A. Woolford; Jennifer L. Jakaitis; Nancy Schnee; Susan A. Welch; Valerie Spates each individually if there be more than one named, its true and lawful attorney-in-fact to make, execute, seal, acknowledge and deliver, for and on its behalf as surely and as its act and deed, any and all undertakings, bonds, recognizances and other surety obligations, in pursuance of these presents and shall be as binding upon the Companies as if they have been duly signed by the president and attested by the secretary of the Companies in their own proper persons.

IN WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Companies and the corporate seals of the Companies have been affixed thereto on the 17th day of August, 2016.

American Fire and Casualty Company
The Ohio Casualty Insurance Company
Liberty Mutual Insurance Company
West American Insurance Company

By: David M. Carey, Assistant Secretary

STATE OF PENNSYLVANIA
COUNTY OF MONTGOMERY

On this 17th day of August, 2016, before me personally appeared David M. Carey, who acknowledged himself to be the Assistant Secretary of American Fire and Casualty Company, Liberty Mutual Insurance Company, The Ohio Casualty Insurance Company, and West American Insurance Company, and that he, as such, being authorized so to do, execute the foregoing instrument for the purposes therein contained by signing on behalf of the corporations by himself as a duly authorized officer.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my notarial seal at Plymouth Meeting, Pennsylvania, on the day and year first above written.

Teresa Pastella
Notary Public
Plymouth Township, Montgomery County
My Commission Expires March 28, 2017

By: Teresa Pastella, Notary Public

COMMONWEALTH OF PENNSYLVANIA

This Power of Attorney is made and executed pursuant to and by authority of the following By-laws and Authorizations of American Fire and Casualty Company, The Ohio Casualty Insurance Company, Liberty Mutual Insurance Company, and West American Insurance Company which resolutions are now in full force and effect reading as follows:

ARTICLE IV - OFFICERS - Section 12. Power of Attorney. Any officer or other official of the Company authorized for that purpose in writing by the Chairman or the President, and subject to such limitations as the Chairman or the President may prescribe, shall appoint such attorneys-in-fact, as may be necessary to act in behalf of the Corporation to make, execute, seal, acknowledge and deliver as surely any and all undertakings, bonds, recognizances and other surety obligations. Such attorneys-in-fact, subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the Corporation by their signature and execution of any such instruments and to attach thereto the seal of the Corporation. When so executed, such instruments shall be as binding as if signed by the President and attested by the Secretary. Any power or authority granted to any representative or attorney-in-fact under the provisions of this article may be revoked at any time by the Board, the Chairman, the President or by the officer or officers granting such power or authority.

ARTICLE XIII - Execution of Contracts - SECTION 5. Surety Bonds and Undertakings. Any officer of the Company authorized for that purpose in writing by the chairman or the president, and subject to such limitations as the chairman or the president may prescribe, shall appoint such attorneys-in-fact, as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surely any and all undertakings, bonds, recognizances and other surety obligations. Such attorneys-in-fact subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the Corporation by their signature and execution of any such instruments and to attach thereto the seal of the Company. When so executed such instruments shall be as binding as if signed by the president and attested by the Secretary.

Certificate of Designation - The President of the Company, acting pursuant to the By-laws of the Company, authorizes David M. Carey, Assistant Secretary to appoint such attorneys-in-fact as may be necessary to act on behalf of the Company to make, execute, seal, acknowledge and deliver as surely any and all undertakings, bonds, recognizances and other surety obligations.

Authorization - By unanimous consent of the Company's Board of Directors, the Company consents that facsimile or mechanically reproduced signature of any assistant secretary of the Company, wherever appearing upon a certified copy of any power of attorney issued by the Company in connection with surety bonds, shall be valid and binding upon the Company with the same force and effect as though manually affixed.

I, Gregory W. Davenport, the undersigned, Assistant Secretary, of American Fire and Casualty Company, The Ohio Casualty Insurance Company, Liberty Mutual Insurance Company, and West American Insurance Company do hereby certify that the original power of attorney of which the foregoing is a full, true and correct copy of the Power of Attorney executed by said Companies, is in full force and effect and has not been revoked.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seals of said Companies this day of SEP 29, 2016.

By: Gregory W. Davenport, Assistant Secretary

[Seals]
Liberty Mutual
SURETY

LIBERTY MUTUAL INSURANCE COMPANY
FINANCIAL STATEMENT — DECEMBER 31, 2015

Assets

Cash and Bank Deposits ........................................ $753,038,641
*Bonds — U.S Government .................................. 1,547,613,446
*Other Bonds .................................................. 11,088,162,545
*Stocks ................................................................ 9,919,835,033
Real Estate ........................................................... 295,926,247
Agents’ Balances or Uncollected Premiums .............. 4,487,501,643
Accrued Interest and Rents .................................. 120,872,424
Other Admitted Assets .......................................... 14,130,266,527

Total Admitted Assets .......................................... $42,343,216,506

Liabilities

Unearned Premiums .............................................. $6,580,520,311
Reserve for Claims and Claims Expense ............... 16,917,138,677
Funds Held Under Reinsurance Treaties ................. 210,794,503
Reserve for Dividends to Policyholders .................. 358,033
Additional Statutory Reserve ................................. 29,659,093
Reserve for Commissions, Taxes and
Other Liabilities .................................................. 2,789,478,276
Total .................................................................... $26,527,948,893

Special Surplus Funds .......................................... $67,890,944
Capital Stock ....................................................... 10,000,000
Paid in Surplus ..................................................... 8,829,183,823
Unassigned Surplus .............................................. 6,908,192,846
Surplus to Policyholders ....................................... 15,815,267,613
Total Liabilities and Surplus ................................. $42,343,216,506

* Bonds are stated at amortized or investment value; Stocks at Association Market Values.
The foregoing financial information is taken from Liberty Mutual Insurance Company’s financial
statement filed with the state of Massachusetts Department of Insurance.

I, TIM MIKOŁAJEWSKI, Assistant Secretary of Liberty Mutual Insurance Company, do hereby certify that the foregoing is a true, and
correct statement of the Assets and Liabilities of said Corporation, as of December 31, 2015, to the best of my knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Corporation at Seattle, Washington, this 15th day of
March, 2016.

[Signature]
Assistant Secretary
KNOW ALL MEN BY THESE PRESENTS: That the ZURICH AMERICAN INSURANCE COMPANY, a corporation of the State of New York, the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, a corporation of the State of Maryland, and the FIDELITY AND DEPOSIT COMPANY OF MARYLAND a corporation of the State of Maryland (herein collectively called the "Companies"), by GERALD F. HALEY, Vice President, in pursuance of authority granted by Article V, Section 8, of the By-Laws of said Companies, which are set forth on the reverse side hereof and are hereby certified to be in full force and effect on the date hereof, do hereby nominate, constitute, and appoint Nancy SCHNEE, Andrea E. GORBERT, Valorie SPATES, Beverly A. WOOLFORD, Anne POTTER and Susan A. WELSH, all of Jericho, New York, EACH its true and lawful agent and Attorney-in-Fact, to make, execute, seal and deliver, for, and on its behalf as surety, and as its act and deed: any and all bonds and undertakings, and the execution of such bonds or undertakings in pursuance of these presents, shall be as binding upon said Companies, as fully and simply, to all intents and purposes, as if they had been duly executed and acknowledged by the regularly elected officers of the ZURICH AMERICAN INSURANCE COMPANY at its office in New York, New York, the regularly elected officers of the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY at its office in Owings Mills, Maryland, and the regularly elected officers of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND at its office in Owings Mills, Maryland, in their own proper persons.

The said Vice President does hereby certify that the extract set forth on the reverse side hereof is a true copy of Article V, Section 8, of the By-Laws of said Companies, and is now in force.

IN WITNESS WHEREOF, the said Vice-President has hereunto subscribed his/her names and affixed the Corporate Seals of the said ZURICH AMERICAN INSURANCE COMPANY, COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, and FIDELITY AND DEPOSIT COMPANY OF MARYLAND, this 19th day of August, A.D. 2016.

ATTEST:

ZURICH AMERICAN INSURANCE COMPANY
COLONIAL AMERICAN CASUALTY AND SURETY COMPANY
FIDELITY AND DEPOSIT COMPANY OF MARYLAND

By:

Eric D. Barnes
Secretary

State of Maryland
County of Baltimore

On this 19th day of August, A.D. 2016, before the subscriber, a Notary Public of the State of Maryland, duly commissioned and qualified, GERALD F. HALEY, Vice President, and ERIC D. BARNES, Secretary, of the Companies, to me personally known to be the individuals and officers described in and who executed the preceding instrument, and acknowledged the execution of same, and being by me duly sworn, deposeth and saith, that he/she is the said officer of the Company aforesaid, and that the seals affixed to the preceding instrument are the Corporate Seals of said Companies, and that the said Corporate Seals and the signature as such officer were duly affixed and subscribed to the said instrument by the authority and direction of the said Corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year first above written.

Constance A. Dunn, Notary Public
My Commission Expires: July 9, 2019

POA-F 093-7165C

A-29
EXTRACT FROM BY-LAWS OF THE COMPANIES

"Article V, Section 8, Attorneys-in-Fact. The Chief Executive Officer, the President, or any Executive Vice President or Vice President may, by written instrument under the attested corporate seal, appoint attorneys-in-fact with authority to execute bonds, policies, recognizances, stipulations, undertakings, or other like instruments on behalf of the Company, and may authorize any officer or any such attorney-in-fact to affix the corporate seal thereto; and may with or without cause modify or revoke any such appointment or authority at any time."

CERTIFICATE

I, the undersigned, Vice President of the ZURICH AMERICAN INSURANCE COMPANY, the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, and the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, do hereby certify that the foregoing Power of Attorney is still in full force and effect on the date of this certificate; and I do further certify that Article V, Section 8, of the By-Laws of the Companies is still in force.

This Power of Attorney and Certificate may be signed by facsimile under and by authority of the following resolution of the Board of Directors of the ZURICH AMERICAN INSURANCE COMPANY at a meeting duly called and held on the 15th day of December 1998.

RESOLVED: "That the signature of the President or a Vice President and the attesting signature of a Secretary or an Assistant Secretary and the Seal of the Company may be affixed by facsimile on any Power of Attorney...Any such Power or any certificate thereof bearing such facsimile signature and seal shall be valid and binding on the Company."

This Power of Attorney and Certificate may be signed by facsimile under and by authority of the following resolution of the Board of Directors of the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY at a meeting duly called and held on the 5th day of May, 1994, and the following resolution of the Board of Directors of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND at a meeting duly called and held on the 10th day of May, 1990.

RESOLVED: "That the facsimile or mechanically reproduced seal of the company and facsimile or mechanically reproduced signature of any Vice-President, Secretary, or Assistant Secretary of the Company, whether made heretofore or hereafter, wherever appearing upon a certified copy of any power of attorney issued by the Company, shall be valid and binding upon the Company with the same force and effect as though manually affixed.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seals of the said Companies,

this ___ day of ___ 20__,

Michael Bond, Vice President
ZURICH AMERICAN INSURANCE COMPANY
COMPARATIVE BALANCE SHEET
ONE LIBERTY PLAZA, 165 BROADWAY, 32nd FLOOR, NEW YORK, NY 10006
As of December 31, 2015 and December 31, 2014

<table>
<thead>
<tr>
<th>Assets</th>
<th>12/31/2015</th>
<th>12/31/2014</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bonds</td>
<td>$17,260,128,973</td>
<td>$17,033,136,241</td>
</tr>
<tr>
<td>Preferred Stock</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Common Stock</td>
<td>3,457,254,146</td>
<td>3,213,286,911</td>
</tr>
<tr>
<td>Real Estate</td>
<td>743,791,691</td>
<td>-</td>
</tr>
<tr>
<td>Other Invested Assets</td>
<td>2,948,039,105</td>
<td>2,602,435,930</td>
</tr>
<tr>
<td>Short-Term Investments</td>
<td>463,020,083</td>
<td>707,396,303</td>
</tr>
<tr>
<td>Receivable for securities</td>
<td>86,823,468</td>
<td>20,354,654</td>
</tr>
<tr>
<td>Cash and cash equivalents</td>
<td>182,127,374</td>
<td>9,155,828</td>
</tr>
<tr>
<td>Security lending reinvested collateral assets</td>
<td>86,594,110</td>
<td>167,993,212</td>
</tr>
<tr>
<td>Employee Trust for Deferred Compensation Plan</td>
<td>133,274,854</td>
<td>140,606,132</td>
</tr>
<tr>
<td><strong>Total Cash and Invested Assets</strong></td>
<td>$24,422,653,801</td>
<td>$24,794,325,211</td>
</tr>
<tr>
<td>Premiums Receivable</td>
<td>$3,598,435,742</td>
<td>$3,317,513,374</td>
</tr>
<tr>
<td>Funds Held with Reinsurers</td>
<td>1,906,222</td>
<td>2,357,701</td>
</tr>
<tr>
<td>Reinsurance Recivable</td>
<td>521,790,582</td>
<td>492,689,841</td>
</tr>
<tr>
<td>Accrued Investment Income</td>
<td>122,257,421</td>
<td>116,594,177</td>
</tr>
<tr>
<td>Federal Income Tax Recoverable</td>
<td>1,045,367,647</td>
<td>941,023,188</td>
</tr>
<tr>
<td>Due from Affiliates</td>
<td>260,922,690</td>
<td>83,373,591</td>
</tr>
<tr>
<td>Other Assets</td>
<td>558,041,597</td>
<td>553,819,983</td>
</tr>
<tr>
<td><strong>Total Assets</strong></td>
<td>$50,471,456,005</td>
<td>$30,309,699,066</td>
</tr>
</tbody>
</table>

Liabilities and Policyholders' Surplus

<table>
<thead>
<tr>
<th>Liabilities:</th>
<th>12/31/2015</th>
<th>12/31/2014</th>
</tr>
</thead>
<tbody>
<tr>
<td>Loss and LAE Reserves</td>
<td>$14,173,584,657</td>
<td>$13,922,765,027</td>
</tr>
<tr>
<td>Unearned Premiums Reserve</td>
<td>4,483,409,342</td>
<td>4,562,895,039</td>
</tr>
<tr>
<td>Funds Held with Reinsurers</td>
<td>203,645,314</td>
<td>191,291,330</td>
</tr>
<tr>
<td>Loss in Course of Payment</td>
<td>386,200,390</td>
<td>306,093,345</td>
</tr>
<tr>
<td>Commission Reserve</td>
<td>120,630,088</td>
<td>79,637,248</td>
</tr>
<tr>
<td>Federal Income Tax Payable</td>
<td>93,480,741</td>
<td>115,512,376</td>
</tr>
<tr>
<td>Remittances and Items Unallocated</td>
<td>178,038,986</td>
<td>(23,750,621)</td>
</tr>
<tr>
<td>Payable to Parent, Subs and Affiliates</td>
<td>60,649,403</td>
<td>154,224,298</td>
</tr>
<tr>
<td>Provision for Reinsurance</td>
<td>44,928,436</td>
<td>59,189,897</td>
</tr>
<tr>
<td>Ceded Reinsurance Premiums Payable</td>
<td>939,196,923</td>
<td>721,700,356</td>
</tr>
<tr>
<td>Securities Lending Collateral Liability</td>
<td>86,554,110</td>
<td>167,993,212</td>
</tr>
<tr>
<td>Other Liabilities</td>
<td>1,947,276,015</td>
<td>1,949,229,453</td>
</tr>
<tr>
<td><strong>Total Liabilities</strong></td>
<td>$22,705,099,505</td>
<td>$22,294,290,202</td>
</tr>
</tbody>
</table>

Policyholders' Surplus:

<table>
<thead>
<tr>
<th>Policyholders' Surplus:</th>
<th>12/31/2015</th>
<th>12/31/2014</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Capital Stock</td>
<td>$5,000,000</td>
<td>$5,000,000</td>
</tr>
<tr>
<td>Paid-In and Contributed Surplus</td>
<td>4,394,131,321</td>
<td>4,394,131,321</td>
</tr>
<tr>
<td>Surplus Notes</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Special Surplus Funds</td>
<td>56,772,000</td>
<td>57,824,000</td>
</tr>
<tr>
<td>Cumulative Unrealized Gain</td>
<td>430,546,047</td>
<td>572,072,362</td>
</tr>
<tr>
<td>Unassigned Surplus</td>
<td>2,879,087,152</td>
<td>2,546,381,181</td>
</tr>
<tr>
<td><strong>Total Policyholders' Surplus</strong></td>
<td>$7,795,586,900</td>
<td>$8,015,408,864</td>
</tr>
</tbody>
</table>

**Total Liabilities and Policyholders' Surplus** | $30,471,456,005 | $30,309,699,066 |

I, Dennis F. Kerrigan, Corporate Secretary of ZURICH AMERICAN INSURANCE COMPANY do hereby certify that the foregoing statement is a correct exhibit of the assets and liabilities of the said Company, on the 31st day of December, 2015, according to the best of my information, knowledge and belief.

[Signature]
Corporate Secretary

Off. Stamps
Notary Public - State of Illinois
My Commission Expires February 23, 2018

A-31
FIDELITY AND DEPOSIT COMPANY
OF MARYLAND
600 Red Brook Blvd., Suite 600, Owings Mills, MD 21117

Statement of Financial Condition
As Of December 31, 2015

ASSETS
Bonds ........................................................................................................ $ 142,878,497
Stocks ...................................................................................................... 22,315,096
Cash and Short Term Investments ......................................................... 337,835
Reinsurance Recoverable .................................................................. 24,731,651
Other Accounts Receivable .................................................................. 19,935,844
TOTAL ADMITTED ASSETS ............................................................... $ 210,198,923

LIABILITIES, SURPLUS AND OTHER FUNDS
Reserve for Taxes and Expenses .............................................................. $ 46,436
Ceded Reinsurance Premiums Payable .................................................. 40,456,309
Securities Lending Collateral Liability .................................................. 0
TOTAL LIABILITIES .................................................................................. $ 40,502,745
Capital Stock, Paid Up ......................................................................... 5,000,000
Surplus .................................................................................................. 164,696,178
Surplus as regards Policyholders ............................................................ 169,696,178
TOTAL .................................................................................................... $ 210,198,923

Securities carried at $57,996,983 in the above statement are deposited with various states as required by law.

Securities carried on the basis prescribed by the National Association of Insurance Commissioners. On the basis of market quotations for all bonds and stocks owned, the Company's total admitted assets at December 31, 2015 would be $212,137,793 and surplus as regards policyholders $171,635,049.

I, DENNIS F. KERRIGAN, Corporate Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, do hereby certify that the foregoing statement is a correct exhibit of the assets and liabilities of the said Company on the 31st day of December, 2015.

[Signature]
Corporate Secretary

State of Illinois
City of Schaumburg } SS:

Subscribed and sworn to, before me, a Notary Public of the State of Illinois, in the City of Schaumburg, this 15th day of March, 2016.

[Signature]
Notary Public

DARRYL JOSHER
OFFICIAL SEAL
Notary Public - State of Illinois
My Commission Expires February 24, 2018
POWER OF ATTORNEY APPOINTING INDIVIDUAL ATTORNEY-IN-FACT

Know All Men By These Presents, That The Continental Insurance Company, a Pennsylvania insurance company, is a duly organized and existing insurance company having its principal office in the City of Chicago, and State of Illinois, and that it does by virtue of the signature and seal herein affixed hereby make, constitute and appoint

Nancy Schnee, Valorie Spates, Andrea E Gorbert, Beverly Woolford, Anne Potter, Individually, of Jericho, NY
Debra A Deming, Vivian Carti, Evangelina L Dominick, Cynthia Farrell, Sandra Diaz, Edward Reilly, Peter Healy, Susan A Welsh, Individually, of New York, NY

its true and lawful Attorney(s) in Fact with full power and authority hereby conferred to sign, seal and execute for and on its behalf bonds, undertakings and other obligatory instruments of similar nature

- In Unlimited Amounts -

and to bind them thereby as fully and to the same extent as if such instruments were signed by a duly authorized officer of the insurance company and all the acts of said Attorney, pursuant to the authority hereby given is hereby ratified and confirmed.

This Power of Attorney is made and executed pursuant to and by authority of the By-Law and Resolutions, printed on the reverse hereof, duly adopted, as indicated, by the Board of Directors of the insurance company.

In Witness Whereof, The Continental Insurance Company has caused these presents to be signed by its Vice President and its corporate seal to be hereto affixed on this 26th day of August, 2016.

The Continental Insurance Company

[Signature]

Vice President

State of South Dakota, County of Minnehaha, ss:

On this 26th day of August, 2016, before me personally came Paul T. Bruffat to me known, who, being by me duly sworn, did depose and say: that he resides in the City of Sioux Falls, State of South Dakota; that he is a Vice President of The Continental Insurance Company, a Pennsylvania insurance company, described in and which executed the above instrument; that he knows the seal of said insurance company; that the seal affixed to the said instrument is said corporate seal; that it was so affixed pursuant to authority given by the Board of Directors of said insurance company and that he signed his name thereto pursuant to like authority, and acknowledges same to be the act and deed of said insurance company.

[Signature]

J. Mohr
Notary Public

My Commission Expires June 23, 2021

CERTIFICATE

I, D. Bult, Assistant Secretary of The Continental Insurance Company, a Pennsylvania insurance company, do hereby certify that the Power of Attorney herein above set forth is still in force, and further certify that the By-Law and Resolution of the Board of Directors of the insurance company printed on the reverse hereof is still in force. In testimony whereof I have hereunto subscribed my name and affixed the seal of the said insurance company this SEP 29, 2016.

[Signature]

D. Bult
Assistant Secretary

The Continental Insurance Company

Form F6850-4/2012
THE CONTINENTAL INSURANCE COMPANY  
Radnor, Pennsylvania  
Statement of Net Admitted Assets and Liabilities  
December 31, 2015

<table>
<thead>
<tr>
<th>ASSETS</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Bonds</td>
<td>$1,029,630,968</td>
</tr>
<tr>
<td>Stocks</td>
<td>154,739,571</td>
</tr>
<tr>
<td>Cash and short-term investments</td>
<td>246,391,807</td>
</tr>
<tr>
<td>Receivables for securities</td>
<td>18,845</td>
</tr>
<tr>
<td>Investment income due and accrued</td>
<td>14,125,269</td>
</tr>
<tr>
<td>Amounts recoverable from reinsurers</td>
<td>122,340,351</td>
</tr>
<tr>
<td>Funds held by or deposited with reinsured companies</td>
<td>1,850,091</td>
</tr>
<tr>
<td>Net deferred tax asset</td>
<td>73,791,202</td>
</tr>
<tr>
<td>Premiums and considerations</td>
<td>23,054,396</td>
</tr>
<tr>
<td>Other assets</td>
<td>1,019,110</td>
</tr>
<tr>
<td>Total Assets</td>
<td>$1,666,861,610</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>LIABILITIES AND SURPLUS</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Losses</td>
<td>$774,879,701</td>
</tr>
<tr>
<td>Loss adjustment expense</td>
<td>36,650,259</td>
</tr>
<tr>
<td>Other expenses</td>
<td>736,867</td>
</tr>
<tr>
<td>Uncollected premiums</td>
<td></td>
</tr>
<tr>
<td>Ceded reinsurance premiums payable (net of ceding commissions)</td>
<td>27,199,039</td>
</tr>
<tr>
<td>Provision for reinsurance</td>
<td>76,000,000</td>
</tr>
<tr>
<td>Other liabilities</td>
<td>(717,874,026)</td>
</tr>
<tr>
<td>Total Liabilities</td>
<td>$197,591,840</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Surplus Account</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Capital paid up</td>
<td>$53,566,360</td>
</tr>
<tr>
<td>Gross paid in and contributed surplus</td>
<td>1,423,436,994</td>
</tr>
<tr>
<td>Special Surplus</td>
<td>136,028,695</td>
</tr>
<tr>
<td>Unassigned funds</td>
<td>(143,702,279)</td>
</tr>
<tr>
<td>Surplus as regards policyholders</td>
<td>$1,469,269,770</td>
</tr>
<tr>
<td>Total Liabilities and Capital</td>
<td>$1,666,861,610</td>
</tr>
</tbody>
</table>

I, Troy Wray, Assistant Vice President of The Continental Insurance Company hereby certify that the above is an accurate representation of the financial statement of the Company dated December 31, 2015, as filed with the various Insurance Departments and is a true and correct statement of the condition of The Continental Insurance Company as of that date.

The Continental Insurance Company

By ___________________________

Assistant Vice President

Subscribed and sworn to me this 21st day of March, 2016.

My commission expires:

[Stamp: YGLANDA JIMENEZ OFFICIAL SEAL, State of Illinois]

A-34
BERKSHIRE HATHAWAY SPECIALTY INSURANCE COMPANY (BYLAWS)

ARTICLE V.

CORPORATE ACTIONS

EXECUTION OF DOCUMENTS:

Section 6. The President, any Vice President or the Secretary, shall have the power and authority:

1. To appoint Attorneys-in-fact, and to authorize them to execute on behalf of the Company bonds and other undertakings, and

2. To remove at any time any such Attorney-in-fact and revoke the authority given him.

NATIONAL INDEMNITY COMPANY (BY-LAWS)

Section 4. Officers, Agents, and Employees:

A. The officers shall be a President, one or more Vice Presidents, a Secretary, one or more Assistant Secretaries, a Treasurer, and one or more Assistant Treasurers none of whom shall be required to be shareholders or Directors and each of whom shall be elected annually by the Board of Directors at each annual meeting to serve a term of office of one year or until a successor has been elected and qualified, may serve successive terms of office, may be removed from office at any time for or without cause by a vote of a majority of the Board of Directors, and shall have such powers and rights and be charged with such duties and obligations as usually are vested in and pertain to such office or as may be directed from time to time by the Board of Directors; and the Board of Directors or the officers may from time to time appoint, discharge, engage, or remove such agents and employees as may be appropriate, convenient, or necessary to the affairs and business of the corporation.

NATIONAL INDEMNITY COMPANY (BOARD RESOLUTION ADOPTED AUGUST 6, 2014)

Resolved, That the President, any Vice President or the Secretary, shall have the power and authority to (1) appoint Attorneys-in-fact, and to authorize them to execute on behalf of this Company bonds and other undertakings and (2) to remove at any time any such Attorney-in-fact and revoke the authority given him.

NATIONAL LIABILITY & FIRE INSURANCE COMPANY (BY-LAWS)

ARTICLE IV

Officers

Section 1. Officers, Agents and Employees:

A. The officers shall be a president, one or more vice presidents, one or more assistant vice presidents, a secretary, one or more assistant secretaries, a treasurer, and one or more assistant treasurers, none of whom shall be required to be shareholders or directors, and each of whom shall be elected annually by the board of directors at each annual meeting to serve a term of office of one year or until a successor has been elected and qualified, may serve successive terms of office, may be removed from office at any time for or without cause by a vote of a majority of the board of directors. The president and secretary shall be different individuals. Election or appointment of an officer or agent shall not create contract rights. The officers of the Corporation shall have such powers and rights and be charged with such duties and obligations as usually are vested in and pertain to such office or as may be directed from time to time by the board of directors; and the board of directors or the officers may from time to time appoint, discharge, engage, or remove such agents and employees as may be appropriate, convenient, or necessary to the affairs and business of the Corporation.

NATIONAL LIABILITY & FIRE INSURANCE COMPANY (BOARD RESOLUTION ADOPTED AUGUST 6, 2014)

Resolved, That the President, any Vice President or the Secretary, shall have the power and authority to (1) appoint Attorneys-in-fact, and to authorize them to execute on behalf of this Company bonds and other undertakings and (2) to remove at any time any such Attorney-in-fact and revoke the authority given him.
Power Of Attorney

BERKSHIRE HATHAWAY SPECIALTY INSURANCE COMPANY
NATIONAL INDEMNITY COMPANY / NATIONAL LIABILITY & FIRE INSURANCE COMPANY

Know all men by these presents, that BERKSHIRE HATHAWAY SPECIALTY INSURANCE COMPANY, a corporation existing under and by virtue of the laws of the State of Nebraska and having an office at 100 Federal Street, 20th Floor, Boston, Massachusetts 02110, NATIONAL INDEMNITY COMPANY, a corporation existing under and by virtue of the laws of the State of Nebraska and having an office at 3024 Harney Street, Omaha, Nebraska 68131, and NATIONAL LIABILITY & FIRE INSURANCE COMPANY, a corporation existing under and by virtue of the laws of the State of Connecticut and having an office at 100 First Stamford Place, Stamford, Connecticut 06902 (hereinafter collectively the "Companies"), pursuant to and by the authority granted as set forth herein, do hereby name, constitute and appoint: Andrea E. Gortler, Beverly A. Woolford, Anne Pottor, Nancy Schnee, Valerie Spates, 390 North Broadway of the city of Jericho State of New York, to be true and lawful attorney(s)-in-fact to make, execute, seal, acknowledge, and deliver, for and on their behalf as surety and as their act and deed, any and all undertakings, bonds, or other such writings obligatory in the nature thereof, in pursuance of these presents, the execution of which shall be as binding upon the Companies as if it has been duly signed and executed by their regularly elected officers in their own proper persons. This authority for the Attorney-In-Fact shall be limited to the execution of the attached bond(s) or other such writings obligatory in the nature thereof.

In witness whereof, this Power of Attorney has been subscribed by an authorized officer of the Companies, and the corporate seals of the Companies have been affixed hereto this date of November 18, 2014. This Power of Attorney is made and executed pursuant to and by authority of the Bylaws, Resolutions of the Board of Directors, and other Authorizations of BERKSHIRE HATHAWAY SPECIALTY INSURANCE COMPANY, NATIONAL INDEMNITY COMPANY and NATIONAL LIABILITY & FIRE INSURANCE COMPANY, which are in full force and effect, each reading as appears on the back page of this Power of Attorney, respectively.

BERKSHIRE HATHAWAY SPECIALTY INSURANCE COMPANY

By: David Fields, Executive Vice President

NATIONAL INDEMNITY COMPANY, NATIONAL LIABILITY & FIRE INSURANCE COMPANY

By: David Fields, Vice President

NOTARY
State of Massachusetts, County of Suffolk, ss:
On this 18th day of November, 2014 before me appeared David Fields, Executive Vice President of BERKSHIRE HATHAWAY SPECIALTY INSURANCE COMPANY and Vice President of NATIONAL INDEMNITY COMPANY and NATIONAL LIABILITY & FIRE INSURANCE COMPANY, who being duly sworn, says that his capacity is as designated above for such Companies, that he knows the corporate seals of the Companies; that the seals affixed to the foregoing instrument are such corporate seals; that they were affixed by order of the board of directors or other governing body of said Companies pursuant to its Bylaws, Resolutions and other Authorizations, and that he signed said instrument in that capacity of said Companies.

[Notary Seal]

Village of, Notary Public

I, Brennan Neville, the undersigned, Assistant Secretary of BERKSHIRE HATHAWAY SPECIALTY INSURANCE COMPANY, NATIONAL INDEMNITY COMPANY and NATIONAL LIABILITY & FIRE INSURANCE COMPANY, do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies which is in full force and effect and has not been revoked. IN TESTIMONY WHEREOF, I have hereunto affixed the seals of said Companies this date of September 29, 2016.

[Assistant Secretary Seal]

BHSIC, NICO & NLF POA (2014)
## ADMIITTED ASSETS

<table>
<thead>
<tr>
<th></th>
<th>12/31/2015</th>
<th>9/30/2015</th>
<th>12/31/2014</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total invested assets</td>
<td>$3,186,498,049</td>
<td>$3,136,760,813</td>
<td>$3,496,596,431</td>
</tr>
<tr>
<td>Premium &amp; agent balances (net)</td>
<td>111,888,220</td>
<td>87,914,911</td>
<td>1,575,140</td>
</tr>
<tr>
<td>All other assets</td>
<td>73,200,653</td>
<td>57,838,866</td>
<td>23,436,525</td>
</tr>
<tr>
<td><strong>Total Admitted Assets</strong></td>
<td><strong>$3,371,586,922</strong></td>
<td><strong>$3,282,514,692</strong></td>
<td><strong>$3,521,608,096</strong></td>
</tr>
</tbody>
</table>

## LIABILITIES & SURPLUS

<table>
<thead>
<tr>
<th></th>
<th>12/31/2015</th>
<th>9/30/2015</th>
<th>12/31/2014</th>
</tr>
</thead>
<tbody>
<tr>
<td>Loss &amp; loss exp. unpaid</td>
<td>$33,586,302</td>
<td>$22,748,711</td>
<td>$7,856,614</td>
</tr>
<tr>
<td>Earned premiums</td>
<td>62,997,856</td>
<td>33,154,834</td>
<td>454,617</td>
</tr>
<tr>
<td>All other liabilities</td>
<td>230,891,273</td>
<td>195,785,652</td>
<td>279,153,594</td>
</tr>
<tr>
<td><strong>Total Liabilities</strong></td>
<td><strong>327,475,431</strong></td>
<td><strong>251,689,197</strong></td>
<td><strong>287,464,815</strong></td>
</tr>
<tr>
<td>Total Policyholders' Surplus</td>
<td>3,044,111,491</td>
<td>3,030,825,495</td>
<td>3,234,143,281</td>
</tr>
<tr>
<td><strong>Total Liabilities &amp; Surplus</strong></td>
<td><strong>$3,371,586,922</strong></td>
<td><strong>$3,282,514,692</strong></td>
<td><strong>$3,521,608,096</strong></td>
</tr>
</tbody>
</table>

*Assets, liabilities and surplus are presented on a Statutory Accounting Basis as promulgated by the NAIC and/or the laws of the company's domiciliary state.*

A.M. Best: A++ Rating  
Standard & Poor's: AA+ Rating
POWER OF ATTORNEY

American Home Assurance Company
National Union Fire Insurance Company of Pittsburgh, PA.
Principal Bond Office: 175 Water Street, New York, NY 10038

KNOW ALL MEN BY THESE PRESENTS:

That American Home Assurance Company, a New York corporation, and National Union Fire Insurance Company of Pittsburgh, PA., a Pennsylvania corporation, does each hereby appoint

---Nancy Solner, Beverly A. Woolford, Anne Potter, Valorie Spates, Andrew F. Gorbet, of Jericho, New York---

its true and lawful Attorney(s) in Fact, with full authority to execute on its behalf bonds, undertakings, recognizances and other contracts of indemnity and writings obligatory in the nature thereof, issued in the course of its business, and to bind the respective company thereby.

IN WITNESS WHEREOF, American Home Assurance Company and National Union Fire Insurance Company of Pittsburgh, PA, have each executed these presents.

this 17th day of June, 2016

Michael C. Fay, Vice President

STATE OF NEW YORK
COUNTY OF NEW YORK

On this 17th day of June, 2016 before me came the above named officer of American Home Assurance Company and National Union Fire Insurance Company of Pittsburgh, PA., to me personally known to be the individual and officer described herein, and acknowledged that he executed the foregoing instrument and affixed the seals of said corporations thereto by authority of his office.

JULIANA HALLENBECK
Notary Public - State of New York
No. 0946125671
Qualified in Bronx County
My Commission Expires April 16, 2017

CERTIFICATE


"RESOLVED, that the Chairman of the Board, the President, or any Vice President be, and hereby is, authorized to appoint Attorneys-in-Fact to represent and act for and on behalf of the Company to execute bonds, undertakings, recognizances and other contracts of indemnity and writings obligatory in the nature thereof, and to attach thereto the corporate seal of the Company, in the transaction of its surety business;"

"RESOLVED, that the signatures and attestations of such officers and the seal of the Company may be affixed to any such Power of Attorney or to any certificate relating thereto by facsimile, and any such Power of Attorney or certificate bearing such facsimile signatures or facsimile seal shall be valid and binding upon the Company when so affixed with respect to any bond, undertaking, recognizance and other contracts of indemnity and writings obligatory in the nature thereof;"

"RESOLVED, that any such Attorney-in-Fact delivering a secretarial certification that the foregoing resolutions will be in effect may insert in such certification the date thereof, said date to be not later than the date of delivery thereof by such Attorney-in-Fact."

I, Martin Bogue, Assistant Secretary of American Home Assurance Company and of National Union Fire Insurance Company of Pittsburgh, PA., do hereby certify that the foregoing excerpts of Resolutions adopted by the Boards of Directors of these corporations, and the Powers of Attorney issued pursuant thereto, are true and correct, and that both the Resolutions and the Powers of Attorney are in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the facsimile seal of each corporation.

this 29th day of September, 2016

Martin Bogue, Assistant Secretary

65166 (4/38)
## STATUTORY
### FINANCIAL STATEMENT
**as of DECEMBER 31, 2015**

<table>
<thead>
<tr>
<th>Assets</th>
<th>Liabilities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bonds</td>
<td>Reserve for Losses and Loss Expense. $13,170,909,334</td>
</tr>
<tr>
<td>Stocks</td>
<td>Reserve for Unearned Premiums. $3,180,709,950</td>
</tr>
<tr>
<td>Cash &amp; Short-Term Investments</td>
<td>Reserve for Expenses, Taxes,</td>
</tr>
<tr>
<td>Other Invested Assets</td>
<td>Licenses and Fees. $238,131,835</td>
</tr>
<tr>
<td>Agents' Balances or Uncollected Premiums</td>
<td>Provision for Reinsurance. $34,266,349</td>
</tr>
<tr>
<td>Funds Held by Ceding Reinsurers</td>
<td>Funds Held Under Reinsurance</td>
</tr>
<tr>
<td>Reinsurance Recoverable on Loss Payments</td>
<td>Treaties. $1,378,845,798</td>
</tr>
<tr>
<td>Equities &amp; Deposits in Pools &amp; Associations</td>
<td>Other Liabilities. $1,460,232,417</td>
</tr>
<tr>
<td>Other Admitted Assets</td>
<td>TOTAL LIABILITIES. $19,463,095,583</td>
</tr>
<tr>
<td>------------------------------</td>
<td>---------------------------------</td>
</tr>
<tr>
<td>TOTAL ASSETS</td>
<td>Capital Stock. $28,815,918</td>
</tr>
<tr>
<td></td>
<td>Surplus. $6,611,183,970</td>
</tr>
<tr>
<td></td>
<td>TOTAL POLICYHOLDERS' SURPLUS. $6,640,799,888</td>
</tr>
<tr>
<td></td>
<td>TOTAL LIABILITIES AND POLICYHOLDERS' SURPLUS. $26,103,895,571</td>
</tr>
</tbody>
</table>

Bonds and stocks are valued in accordance with the basis adopted by the National Association of Insurance Commissioners. Securities carried at $7,264,436,692 in the above statement are deposited as required by law or otherwise pledged.

### CERTIFICATE

Robert Scott Higgins Schimek, President, and Joseph Daniel Cook, Chief Financial Officer, of American Home Assurance Company being duly sworn, each for himself deposes and says that they are the above described officers of the said Company and that on the 31st day of December, 2015, the Company actually possessed the assets set forth in the foregoing statement and that such assets were available for the payment of losses and claims and held for the protection of its policyholders and creditors, except as hereinbefore indicated, and that the foregoing statement is a correct exhibit of such assets and liabilities of said Company on the 31st day of December, 2015, according to the best of their information, knowledge and belief respectively.

**STATE OF NEW YORK**
**COUNTY OF NEW YORK**

On this **23** day of March 2016, before me came the above named officers of American Home Assurance Company to me known to be the individuals and officers described herein, and acknowledged that they executed the foregoing instrument and affixed the seal of said corporation thereto by authority of their office.

**JOHN K. SCHILD**
Notary Public, State of New York
No. 015C0503075
Qualified in Kings County
Commission Expires December 11, 2017

A-39
POWER OF ATTORNEY

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company

Attorney-In Fact No. 231293
Certificate No. 006961131

KNOW ALL MEN BY THESE PRESENTS. That Farmington Casualty Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company are corporations duly organized under the laws of the State of Connecticut, that Fidelity and Guaranty Insurance Company is a corporation duly organized under the laws of the State of Iowa, and that Fidelity and Guaranty Insurance Underwriters, Inc., is a corporation duly organized under the laws of the State of Wisconsin (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint

Nancy Schnee, Andrea E. Gorbert, Valerie Spates, Beverly A. Woolford, Anne Potter, Jennifer L. Jakaitis, and Susan A. Welsh

of the City of Jericho, State of New York, their true and lawful Attorney(s)-in-Fact, each in their separate capacity if more than one is named above, to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed and their corporate seals to be hereto affixed, this 31st day of August, 2016.

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company

By: Robert L. Raney, Senior Vice President

State of Connecticut
City of Hartford ss.

On this the 31st day of August, 2016, before me personally appeared Robert L. Raney, who acknowledged himself to be the Senior Vice President of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of the corporations by himself as a duly authorized officer.

In Witness Whereof, I hereunto set my hand and official seal.
My Commission expires the 30th day of June, 2021.

Marie C. Terreault, Notary Public

58440-5-16 Printed in U.S.A.
This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company’s name and seal with the Company’s seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company’s seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature and facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or undertaking to which it is attached.

I, Kevin E. Hughes, the undersigned, Assistant Secretary, of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which is in full force and effect and has not been revoked.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seals of said Companies this Day of SEP 29, 2016, 20 .

[Signature]

Kevin E. Hughes, Assistant Secretary

To verify the authenticity of this Power of Attorney, call 1-800-421-3880 or contact us at www.travelersbond.com. Please refer to the Attorney-In-Fact number, the above-named individuals and the details of the bond to which the power is attached.
# TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA

HARTFORD, CONNECTICUT 06193

FINANCIAL STATEMENT AS OF DECEMBER 31, 2015

CAPITAL STOCK $ 8,480,000

<table>
<thead>
<tr>
<th>ASSETS</th>
<th>LIABILITIES &amp; SURPLUS</th>
</tr>
</thead>
<tbody>
<tr>
<td>CASH AND INVESTED CASH</td>
<td>$ 54,550,881</td>
</tr>
<tr>
<td>BONDS</td>
<td>3,600,572,038</td>
</tr>
<tr>
<td>STOCKS</td>
<td>245,001,111</td>
</tr>
<tr>
<td>INVESTMENT INCOME DUE AND ACCRUED</td>
<td>43,920,720</td>
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<tr>
<td>OTHER INVESTED ASSETS</td>
<td>3,560,075</td>
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<tr>
<td>PREMIUM BALANCES</td>
<td>200,920,615</td>
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<tr>
<td>NET DEPRECIATION TAX ASSET</td>
<td>68,751,156</td>
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<tr>
<td>REINSURANCE RECOVERABLE</td>
<td>22,532,968</td>
</tr>
<tr>
<td>SECURITIES LENDING REINVESTED COLLATERAL ASSETS</td>
<td>11,772,178</td>
</tr>
<tr>
<td>RECEIVABLES FROM PARENT, SUBSIDIARIES AND AFFILIATES</td>
<td>26,659,492</td>
</tr>
<tr>
<td>OTHER ASSETS</td>
<td>5,605,857</td>
</tr>
<tr>
<td><strong>TOTAL ASSETS</strong></td>
<td><strong>$ 4,184,903,769</strong></td>
</tr>
<tr>
<td><strong>UNEARNED PREMIUMS</strong></td>
<td><strong>$ 862,633,464</strong></td>
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<tr>
<td>LOSSES</td>
<td>736,726,171</td>
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<tr>
<td>LOSS ADJUSTMENT EXPENSES</td>
<td>276,900,106</td>
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<tr>
<td>COMMISSIONS</td>
<td>35,295,814</td>
</tr>
<tr>
<td>TAXES, LICENSES AND FEES</td>
<td>11,351,717</td>
</tr>
<tr>
<td>OTHER EXPENSES</td>
<td>30,490,561</td>
</tr>
<tr>
<td>CURRENT FEDERAL AND FOREIGN INCOME TAXES</td>
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<tr>
<td>REMITTANCES AND ITEMS NOT ALLOCATED</td>
<td>4,999,722</td>
</tr>
<tr>
<td>AMOUNTS WITHHELD / RETAINED BY COMPANY FOR OTHERS</td>
<td>33,560,553</td>
</tr>
<tr>
<td>RETROACTIVE REINSURANCE RESERVE ASSUMED</td>
<td>889,144</td>
</tr>
<tr>
<td>POLICYHOLDER DIVIDENDS</td>
<td>9,060,181</td>
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<tr>
<td>PROVISION FOR REINSURANCE</td>
<td>3,634,904</td>
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<tr>
<td>ADVANCE PREMIUM</td>
<td>1,572,635</td>
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<tr>
<td>PAYABLE FOR SECURITIES</td>
<td>10,000,000</td>
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<tr>
<td>PAYABLE FOR SECURITIES LENDING</td>
<td>11,772,178</td>
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<tr>
<td>CFDE REINSURANCE NET PREMIUMS PAIDABLE</td>
<td>29,036,328</td>
</tr>
<tr>
<td>ESCHET LIABILITY</td>
<td>864,227</td>
</tr>
<tr>
<td>OTHER ACCRUED EXPENSES AND LIABILITIES</td>
<td>1,858,650</td>
</tr>
<tr>
<td><strong>TOTAL LIABILITIES</strong></td>
<td><strong>$ 2,091,207,661</strong></td>
</tr>
<tr>
<td>CAPITAL STOCK</td>
<td>$ 6,480,000</td>
</tr>
<tr>
<td>PAID IN SURPLUS</td>
<td>435,003,760</td>
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<tr>
<td>OTHER SURPLUS</td>
<td>1,683,312,028</td>
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<tr>
<td><strong>TOTAL SURPLUS TO POLICYHOLDERS</strong></td>
<td><strong>$ 9,103,326,868</strong></td>
</tr>
<tr>
<td><strong>TOTAL LIABILITIES &amp; SURPLUS</strong></td>
<td><strong>$ 4,184,903,769</strong></td>
</tr>
</tbody>
</table>

STATE OF CONNECTICUT

COUNTY OF HARTFORD

CITY OF HARTFORD


SUBSCRIBED AND SWORN TO BEFORE ME THIS 15TH DAY OF MARCH, 2016

SECOND VICE PRESIDENT

NOTARY PUBLIC

SUSAN M. WEISSELEDER
Notary Public
My Commission Expires November 30, 2017

A-42
Know All by These Presents, That FEDERAL INSURANCE COMPANY, an Indiana corporation, VIGILANT INSURANCE COMPANY, a New York corporation, and PACIFIC INDEMNITY COMPANY, a Wisconsin corporation, do each hereby constitute and appoint Andrea E. Gorbert, Anne Potter, Nancy Schnee, Valerie Spates and Beverly A. Woolford of Jericho, New York—

each as their true and lawful Attorney-in-Fact to execute under such designation in their names and to affix their corporate seals to and deliver for and on their behalf as surety therein or otherwise, bonds and undertakings and other writings obligatory in the nature thereof (other than bail bonds) given or executed in the course of business, and any instruments amending or altering the same, and consents to the modification or alteration of any instruments referred to in said bonds or obligations. 

In Witness Whereof, said FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY have each executed and attested these presents and affixed their corporate seals on this 6th day of May, 2016.

Dawn M. Chioros, Assistant Secretary

David B. Norris, Jr., Vice President

STATE OF NEW JERSEY

SS.

County of Somerset

On this 6th day of May, 2016 before me, a Notary Public of New Jersey, personally came Dawn M. Chioros, to me known to be Assistant Secretary of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY, the companies which executed the foregoing Power of Attorney, and the said Dawn M. Chioros, being by me duly sworn, did depose and say that she is Assistant Secretary of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY and knows the corporate seals thereof, that the seals affixed to the foregoing Power of Attorney are such corporate seals and were thereunto affixed by authority of the By-Laws of said Companies; and that the signature said Power of Attorney as Assistant Secretary of said Companies was executed by authority, and that she is acquainted with David B. Norris, Jr., and knows him to be Vice President of said Companies; and that the signature of David B. Norris Jr., subscribed to said Power of Attorney is in the genuine handwriting of David B. Norris, Jr., and was thereunto subscribed by authority of said By-Laws and in deponent's presence.

Notarial Seal

KATHERINE J. ADELAAR
NOTARY PUBLIC OF NEW JERSEY
No. Z310665
Commission Expires July 16, 2019

CERTIFICATION

Extract from the By-Laws of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY:

"Except as otherwise provided in these By-Laws or by law or as otherwise directed by the Board of Directors, the President or any Vice President shall be authorized to execute and deliver, in the name and on behalf of the Corporation, all agreements, bonds, contracts, deeds, mortgages, and other instruments, either for the Corporation's own account or in a fiduciary or other capacity, and the seal of the Corporation, if appropriate, shall be affixed thereto by any of such officers or the Secretary or an Assistant Secretary. The Board of Directors, the President or any Vice President designated by the Board of Directors may authorize any other officer, employee or agent to execute and deliver, in the name and on behalf of the Corporation, agreements, bonds, contracts, deeds, mortgages, and other instruments, either for the Corporation's own account or in a fiduciary or other capacity, and, if appropriate, to affix the seal of the Corporation thereto. The grant of such authority by the Board or any such officer may be general or confined to specific instances."

I, Dawn M. Chioros, Assistant Secretary of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY (the "Companies") do hereby certify that

(i) the foregoing extract of the By-Laws of the Companies is true and correct;
(ii) the Companies are duly licensed and authorized to transact surety business in all 50 of the United States of America and the District of Columbia and are authorized by the U.S. Treasury Department; further, Federal and Vigilant are licensed in the U.S. Virgin Islands, and Federal is licensed in Guam, Puerto Rico, and each of the Provinces of Canada except Prince Edward Island; and
(iii) the foregoing Power of Attorney is true, correct and in full force and effect.

Given under my hand and seals of said Companies at Warren, NJ this SEP 29 2016

Dawn M. Chioros, Assistant Secretary

IN THE EVENT YOU WISH TO NOTIFY US OF A CLAIM, VERIFY THE AUTHENTICITY OF THIS BOND OR NOTIFY US OF ANY OTHER MATTER, PLEASE CONTACT US AT ADDRESS

LISTED ABOVE, OR BY Telephone (908) 932-3450  Fax (908) 932-3656  e-mail: surety@chubb.com

Form 15-10-0225R U GEN CONSENT (rev. 07-15)
FEDERAL INSURANCE COMPANY

STATEMENT OF ASSETS, LIABILITIES AND SURPLUS TO POLICYHOLDERS

Statutory Basis

DECEMBER 31, 2015

(in thousands of dollars)

<table>
<thead>
<tr>
<th>ASSETS</th>
<th>LIABILITIES</th>
<th>SURPLUS TO POLICYHOLDERS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash and Short Term Investments................</td>
<td>$ 687,917</td>
<td></td>
</tr>
<tr>
<td>United States Government, State and Municipal Bonds</td>
<td>9,544,097</td>
<td></td>
</tr>
<tr>
<td>Other Bonds.......................................</td>
<td>4,491,238</td>
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<tr>
<td>Stocks...........................................</td>
<td>692,901</td>
<td></td>
</tr>
<tr>
<td>Other Invested Assets..........................</td>
<td>2,187,839</td>
<td></td>
</tr>
<tr>
<td>TOTAL INVESTMENTS................................</td>
<td>17,603,992</td>
<td></td>
</tr>
<tr>
<td>Investments in Affiliates:</td>
<td></td>
<td></td>
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<tr>
<td>Chubb Investment Holdings, Inc.................</td>
<td>3,679,770</td>
<td></td>
</tr>
<tr>
<td>Pacific Indemnity Company.....................</td>
<td>2,930,246</td>
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</tr>
<tr>
<td>Executive Risk Indemnity Inc........................</td>
<td>1,287,144</td>
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<tr>
<td>Chubb Insurance Investment Holdings Ltd.......</td>
<td>1,020,650</td>
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<tr>
<td>CC Canada Holdings Ltd.........................</td>
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<tr>
<td>Great Northern Insurance Company..............</td>
<td>469,230</td>
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<td>Chubb Insurance Company of Australia Ltd.....</td>
<td>404,845</td>
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<td>Vigilant Insurance Company........................</td>
<td>308,232</td>
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<tr>
<td>Chubb European Investment Holdings SLP........</td>
<td>294,200</td>
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<tr>
<td>Other Affiliates................................</td>
<td>566,480</td>
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<tr>
<td>Premiums Receivable............................</td>
<td>1,859,749</td>
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<tr>
<td>Other Assets....................................</td>
<td>1,447,072</td>
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<tr>
<td>TOTAL ADMITTED ASSETS..........................</td>
<td>$ 32,240,565</td>
<td></td>
</tr>
<tr>
<td>Investments are valued in accordance with requirements of the National Association of Insurance Commissioners. At December 31, 2015, investments with a carrying value of $546,611,273 were deposited with government authorities as required by law.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

State, County & City of New York, — ss:

Dawn M. Chloros, Assistant Secretary of the Federal Insurance Company

being duly sworn, deposes and says that the foregoing Statement of Assets, Liabilities and Surplus to Policyholders of said Federal Insurance Company on December 31, 2015 is true and correct and is a true abstract of the Annual Statement of said Company as filed with the Secretary of the Treasury of the United States for the 12 months ending December 31, 2015. Subscribed and sworn to before me this March 11, 2016.

Jeanette Shipsey
Notary Public, State of New York
No. 02SH5074142
Qualifed in Nassau County
Commission Expires March 10, 2019
3.2.10 SCC AND DPOR INFORMATION TABLES
ATTACHMENT 3.2.10
State Project No. 0064-131-811, P101, R201, C501, B662-B669, D637, D638

SCC and DPOR Information

Offerors shall complete the table and include the required state registration and licensure information. By completing this table, Offerors certify that their team complies with the requirements set forth in Section 3.2.10 and that all businesses and individuals listed are active and in good standing.

<table>
<thead>
<tr>
<th>Business Name</th>
<th>SCC Number</th>
<th>SCC Type of Corporation</th>
<th>SCC Status</th>
<th>DPOR Registered Address</th>
<th>DPOR Registration Type</th>
<th>DPOR Registration Number</th>
<th>DPOR Expiration Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dragados USA, Inc.</td>
<td>F1790874</td>
<td>Foreign Corporation</td>
<td>Active</td>
<td>810 Seventh Ave., 9th Floor</td>
<td>Class A Contractor H/H</td>
<td>2705143969</td>
<td>1/31/2018</td>
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<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>New York, NY 10019</td>
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<tr>
<td>Flatiron Constructors, Inc.</td>
<td>F1787565</td>
<td>Foreign Corporation</td>
<td>Active</td>
<td>385 Interlocken Crescent, Suite 900</td>
<td>Class A Contractor H/H</td>
<td>2705142856</td>
<td>9/30/2017</td>
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<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Broomfield, CO 80021</td>
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<tr>
<td>HDR Engineering, Inc.</td>
<td>F048460-2</td>
<td>Foreign Corporation</td>
<td>Active</td>
<td>249 Central Park Avenue, Suite 201</td>
<td>Engineering</td>
<td>0411000028</td>
<td>2/28/2018</td>
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<td></td>
<td></td>
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<td>Virginia Beach, VA 23462</td>
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<tr>
<td>HDR Engineering, Inc.</td>
<td>F048460-2</td>
<td>Foreign Corporation</td>
<td>Active</td>
<td>4470 Cox Road, Suite 200, Glen Allen, VA 23060</td>
<td>Engineering</td>
<td>0411000192</td>
<td>2/28/2018</td>
</tr>
<tr>
<td></td>
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<td></td>
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<td></td>
<td>Roanoke, VA 24019</td>
<td></td>
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<tr>
<td>HDR Engineering, Inc.</td>
<td>F048460-2</td>
<td>Foreign Corporation</td>
<td>Active</td>
<td>2660 Park Tower Drive, Suite 100</td>
<td>Engineering</td>
<td>0411000770</td>
<td>2/28/2016</td>
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<td></td>
<td></td>
<td></td>
<td></td>
<td>Vienna, VA 22180</td>
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<tr>
<td>Alpha Construction and Engineering Corp.</td>
<td>F0378606</td>
<td>Foreign Corporation</td>
<td>Active</td>
<td>21351 Ridgetop Cir. Suite 200</td>
<td>Engineering</td>
<td>0411000633</td>
<td>2/28/2018</td>
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<tr>
<td></td>
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<td>Dulles, VA 20166</td>
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<tr>
<td>HMMH</td>
<td>CIS0436</td>
<td>Foreign Corporation</td>
<td>Active</td>
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<td>N/A</td>
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<tr>
<td>Mattern &amp; Craig, Inc.</td>
<td>0231378-1</td>
<td>Domestic</td>
<td>Active</td>
<td>701 First St., S.W. Roanoke, VA 24016</td>
<td>Engineering/ Surveying</td>
<td>0407003038</td>
<td>12/31/2017</td>
</tr>
</tbody>
</table>
### ATTACHMENT 3.2.10

State Project No. 0064-131-811, P101, R201, C501, B662-B669, D637, D638

#### SCC and DPOR Information

<table>
<thead>
<tr>
<th>Name</th>
<th>Duns No.</th>
<th>Type</th>
<th>Status</th>
<th>Address</th>
<th>City, State</th>
<th>Zip Code</th>
<th>Phone Number</th>
<th>Date Active</th>
</tr>
</thead>
<tbody>
<tr>
<td>Moffatt &amp; Nichol</td>
<td>F0582397</td>
<td>Foreign Corporation</td>
<td>Active</td>
<td>1100 Boulders Parkway Suite 500</td>
<td>Richmond, VA</td>
<td>23225</td>
<td>0407002877</td>
<td>12/31/2017</td>
</tr>
<tr>
<td>Moffatt &amp; Nichol</td>
<td>F0582397</td>
<td>Foreign Corporation</td>
<td>Active</td>
<td>800 World Trade Center 101 West Main Street</td>
<td>Norfolk, VA</td>
<td>23510</td>
<td>0411000532</td>
<td>02/28/2018</td>
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<tr>
<td>Moffatt &amp; Nichol</td>
<td>F0582397</td>
<td>Foreign Corporation</td>
<td>Active</td>
<td>4700 Falls of Neuse Suite 300</td>
<td>Raleigh, NC</td>
<td>27609</td>
<td>0411001090</td>
<td>02/28/2018</td>
</tr>
<tr>
<td>Precision Measurements, Inc.</td>
<td>0450436-1</td>
<td>Domestic Corporation</td>
<td>Active</td>
<td>851 Seahawk Circle, Suite 103</td>
<td>Virginia Beach, VA</td>
<td>23452</td>
<td>0407003345</td>
<td>12/31/2017</td>
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<tr>
<td>Rinker Design Associates, P.C.</td>
<td>0227062-7</td>
<td>Domestic Corporation</td>
<td>Active</td>
<td>9385 Discovery Boulevard Suite 200</td>
<td>Manassas, VA</td>
<td>20109</td>
<td>0405000502</td>
<td>12/31/2017</td>
</tr>
<tr>
<td>Rinker Design Associates, P.C.</td>
<td>0227062-7</td>
<td>Domestic Corporation</td>
<td>Active</td>
<td>9385 Discovery Boulevard Suite 200</td>
<td>Manassas, VA</td>
<td>20109</td>
<td>4008001684</td>
<td>02/28/2017</td>
</tr>
<tr>
<td>Rinker Design Associates, P.C.</td>
<td>0227062-7</td>
<td>Domestic Corporation</td>
<td>Active</td>
<td>4301 Dominion Boulevard Suite 100</td>
<td>Glen Allen, VA</td>
<td>23060</td>
<td>0410000220</td>
<td>02/28/2018</td>
</tr>
<tr>
<td>Rinker Design Associates, P.C.</td>
<td>0227062-7</td>
<td>Domestic Corporation</td>
<td>Active</td>
<td>4301 Dominion Boulevard Suite 100</td>
<td>Glen Allen, VA</td>
<td>23060</td>
<td>4008001801</td>
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<tr>
<td>Rinker Design Associates, P.C.</td>
<td>0227062-7</td>
<td>Domestic Corporation</td>
<td>Active</td>
<td>927 Maple Grove Drive Suite 105</td>
<td>Fredericksburg, VA</td>
<td>22407</td>
<td>0410000156</td>
<td>02/28/2018</td>
</tr>
</tbody>
</table>

2 of 3

A-46
**ATTACHMENT 3.2.10**

State Project No. 0064-131-811, P101, R201, C501, B662-B669, D637, D638

**SCC and DPOR Information**

<table>
<thead>
<tr>
<th>Business Name</th>
<th>Individual's Name</th>
<th>Office Location Where Professional Services will be Provided (City/State)</th>
<th>Individual's DPOR Address</th>
<th>DPOR Type</th>
<th>DPOR Registration Number</th>
<th>DPOR Expiration Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rinker Design Associates, P.C.</td>
<td>0227062-7</td>
<td>Domestic Corporation Active</td>
<td>9385 Discovery Boulevard Suite 200 Manassas, VA 20109</td>
<td>Real Estate Appraisal Business</td>
<td>4008001684</td>
<td>02/28/2017</td>
</tr>
<tr>
<td>Kleinfelder, Inc.</td>
<td>F195490</td>
<td>Private Active</td>
<td>550 West C Street STE 1200, San Diego, CA 92101</td>
<td>Corporation</td>
<td>0407006943</td>
<td>12/31/2017</td>
</tr>
</tbody>
</table>

**DPOR INFORMATION FOR INDIVIDUALS (RFQ Sections 3.2.10.3 and 3.2.10.4)**

<table>
<thead>
<tr>
<th>Business Name</th>
<th>Individual's Name</th>
<th>Office Location Where Professional Services will be Provided (City/State)</th>
<th>Individual's DPOR Address</th>
<th>DPOR Type</th>
<th>DPOR Registration Number</th>
<th>DPOR Expiration Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>HDR Engineering, Inc.</td>
<td>Mike Tugman</td>
<td>Virginia Beach, VA</td>
<td>3237 Sunnybrook Lane Virginia Beach, VA 23452</td>
<td>PE</td>
<td>0402021470</td>
<td>07/31/2018</td>
</tr>
<tr>
<td>HDR Engineering, Inc.</td>
<td>Vijay Modi</td>
<td>Virginia Beach, VA</td>
<td>4540 Church Point Place Virginia Beach, VA 23455</td>
<td>PE</td>
<td>0402020733</td>
<td>01/31/2018</td>
</tr>
<tr>
<td>Alpha Construction and Engineering Corp.</td>
<td>Fred Crozier</td>
<td>Virginia Beach, VA</td>
<td>1436 Roosevelt Street Morgantown, WV 26505</td>
<td>PE</td>
<td>0402045291</td>
<td>10/31/2016</td>
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<tr>
<td>Rinker Design Associates, Inc.</td>
<td>Timothy Butler</td>
<td>Fredericksburg, VA</td>
<td>925 Dispatch Road Quinton, VA 23141</td>
<td>CGREA</td>
<td>4001001792</td>
<td>06/30/2018</td>
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<tr>
<td>Kleinfelder, Inc.</td>
<td>Richard Layne Clarke</td>
<td>Onsite - TBD</td>
<td>Williamsburg, VA 23188</td>
<td>PE</td>
<td>0402040981</td>
<td>05/31/2017</td>
</tr>
</tbody>
</table>
CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That Dragados USA, Inc., a corporation incorporated under the law of Delaware, is authorized to transact business in the Commonwealth of Virginia;

That it obtained a certificate of authority to transact business in Virginia from the Commission on May 18, 2009; and

That the corporation is in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:

July 1, 2016

Joel H. Peck, Clerk of the Commission
CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That Flatiron Constructors, Inc., a corporation incorporated under the law of Delaware, is authorized to transact business in the Commonwealth of Virginia;

That it obtained a certificate of authority to transact business in Virginia from the Commission on April 16, 2009; and

That the corporation is in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
July 14, 2016

Joel H. Peck, Clerk of the Commission

CISECOM
Document Control Number: 1607146051
STATE CORPORATION COMMISSION

Richmond, November 19, 1987

This is to Certify, that HDR Engineering, Inc., a corporation organized under the laws of Nebraska having complied with all the requirements of law, is hereby authorized to transact business in the State of Virginia in so far as not in conflict with and subject to the laws of the State.

State Corporation Commission

Attest:

William J. Bridge
FIRST ASSISTANT
Clerk of the Commission
STATE CORPORATION COMMISSION

Richmond, December 6, 2000

This is to certify that a certificate of authority to transact business in Virginia was this day issued and admitted to record in this office for

Harris Miller Miller & Hanson Inc.

a corporation organized under the laws of MASSACHUSETTS and that the said corporation is authorized to transact business in Virginia, subject to all Virginia laws applicable to the corporation and its business.

State Corporation Commission
Attest:

[Signature]
Clerk of the Commission

CIS0436
Commonwealth of Virginia

State Corporation Commission

I certify the following from the records of the Commission:

Mattern & Craig, Inc. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is July 01, 1982.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date: February 20, 1992

William J. Bridg, Clerk of the Commission
Commonwealth of Virginia

STATE CORPORATION COMMISSION

Richmond, January 24, 2014

This is to certify that a certificate of authority to transact business in Virginia was issued and admitted to record in this office for

Moffatt & Nichol, Inc. (USED IN VA BY: MOFFATT & NICHOL)
(Formerly known as: Moffatt & Nichol Engineers, Inc. (USED IN VA.
BY: Moffatt & Nichol, Engineers))
Date of Qualification: March 6, 2000

a corporation organized under the laws of California and that the said corporation is authorized to transact business in Virginia, subject to all Virginia laws applicable to the corporation and its business.

State Corporation Commission
Attest:

Joel H. Beck
Clerk of the Commission

licenses and certifications

99
Commonwealth of Virginia

State Corporation Commission

CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That PRECISION MEASUREMENTS, INC. is duly incorporated under the law of the Commonwealth of Virginia;

That the date of its incorporation is July 24, 1995;

That the period of its duration is perpetual; and

That the corporation is in existence and in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
May 23, 2014

Joel H. Peck, Clerk of the Commission

CISECOM
Document Control Number: 1405235693
I-64 Southside Widening and High Rise Bridge, Phase I | Statement of Qualifications

CISM0180 CORPORATE DATA INQUIRY

CORP ID: F195490 - 0 STATUS: 00 ACTIVE STATUS DATE: 04/10/15
CORP NAME: Kleinfelder, Inc.

DATE OF CERTIFICATE: 02/25/2014 PERIOD OF DURATION: INDUSTRY CODE: 00
STATE OF INCORPORATION: CA CALIFORNIA STOCK INDICATOR: S STOCK
MERGER IND: CONVERSION/DOMESTICATION IND:
GOOD STANDING IND: Y MONITOR INDICATOR:
CHARTER FEE: 2000.00 MON NO: MON STATUS: MONITOR DTE:
R/A NAME: CORPORATION SERVICE COMPANY

STREET: BANK OF AMERICA CENTER 16TH FL AR RTN MAIL:
1111 E MAIN ST
CITY: RICHMOND STATE : VA ZIP: 23219-0000
R/A STATUS: 5 B.E. AUTH IN VI EFF. DATE: 02/25/14 LOC : 216
ACCEPTED AR#: 216 52 5651 DATE: 07/08/16 RICHMOND CITY
CURRENT AR#: 216 52 5651 DATE: 07/08/16 STATUS: A ASSESSMENT INDICATOR: 0
YEAR FEES PENALTY INTEREST TAXES BALANCE TOTAL SHARES
16 1,700.00

(Screen Id:/Corp_Data_Inquiry)
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<thead>
<tr>
<th>License Details</th>
<th>Related Licenses</th>
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<td>Name</td>
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</tr>
<tr>
<td>License Number</td>
<td>0407003038</td>
</tr>
<tr>
<td>License Description</td>
<td>Business Entity Registration</td>
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<tr>
<td>Firm Type</td>
<td>Corporation</td>
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<tr>
<td>Rank</td>
<td>Business Entity</td>
</tr>
<tr>
<td>Address</td>
<td>701 FIRST STREET SW, ROANOKE, VA 24016</td>
</tr>
<tr>
<td>Initial Certification Date</td>
<td>1991-12-06</td>
</tr>
<tr>
<td>Expiration Date</td>
<td>2017-12-31</td>
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The license information in this application was last updated at Mon Sep 19 02:50:19 EDT.

License Lookup legal disclaimer
To Whom It May Concern:

The scope of services provided by Harris Miller Miller & Hanson Inc. (HMMH) is not a regulated profession licensed by the Department of Professional and Occupational Regulation (DPOR).

Sincerely yours,

Harris Miller Miller & Hanson Inc.

Mary Ellen Eagan
President and CEO
DPOR License Lookup License Number 0402021470

License Details

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<tr>
<th>Name</th>
<th>TUGMAN, MICHAEL FREDERICK</th>
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DPOR License Lookup build 1,192 (built 2016-06-23 09:13:05).
### DPOR License Lookup

**License Number**
0407006943

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### Related Licenses

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<td>0402041806</td>
<td>CRISP, JEFFERY B</td>
<td>Professional Engineer License</td>
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</table>

Showing 1 to 1 of 1 entries

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## DPOR License Lookup

**License Number**

0402040981

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<tr>
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DPOR License Lookup build 1,192 (built 2016-06-23 09:13:05).
3.3.1a and 3.3.1b
KEY PERSONNEL
RESUME AND
REFERENCE
FORMS
**Brief Resume of Key Personnel anticipated for the Project.**

| a. Name & Title: | Jose Luis Conesa  
| Project Manager |

| b. Project Assignment: | Design-Build Project Manager |

| c. Name of Firm with which you are now associated: | Dragados Canada, Inc.  
(Sister company of Dragados USA, Inc., Member of the Lead Contractor) |

| d. Employment History: With this Firm 31 Years With Other Firms 0 Years |

**Firm 1: Dragados Canada, Project Manager, 2008 – Present**

Jose Luis Conesa is an energetic leader with more than 31 years of bridge and highway engineering and construction experience with the Dragados’ Group of Companies. Over the 8 years that Mr. Conesa has spent with Dragados Canada, he has added to his already extensive experience in the construction of high profile design-build bridges and highways two of the most renowned North American transportation projects: the $2.0 billion Champlain Bridge Corridor Project and the $1.5 billion Autoroute 30 in Montreal, Canada. On these projects, Mr. Conesa served respectively as the Construction Manager and Project Manager and his duties included overseeing overall Project design, construction quality management and Contract administration.

**Firm 2: Dragados S.A., Project Manager, 1985-2008**

He joined Dragados S.A. in 1985 and was quickly promoted to Project Manager. Since then, Mr. Conesa has been in charge of major infrastructure projects in Europe, South America and Africa, totaling over $5B in construction. During his time with Dragados S.A., he was the Project Manager, among other design-build projects, for the $111 million M-45 Highway Connector in Spain and the $412 million N25 Waterford Bypass in Ireland. During his time with Dragados S.A., he overcame the challenges of working in unfamiliar settings, and was able to deliver his projects on time and on budget while meeting all Project Manager responsibilities.

| e. Education: Name & Location of Institution(s)/Degree(s)/Year/Specialization: |
| Jose Luis holds a Master's Degree in Civil Engineering from the Polytechnic University of Madrid in 1983. |

| f. Active Registration: Year First Registered/ Discipline/VA Registration #: |
| N/A |

| g. Document the extent and depth of your experience and qualifications relevant to the Project. |

**New Bridge for the St. Lawrence Corridor Project, Montreal, Canada**

| Key Personnel Role: | Construction Manager |
| Experience with Current Firm: | Yes |
| Project/Assignment Duration: | 2012-Present |
| Design/Construction Value: | $2.0 billion |

**Project Description:** The New Bridge for the St. Lawrence Corridor Project (NBSL Corridor Project) includes the design, build, finance, operation and maintenance of a 5 mile stretch of highway that includes the new 2.1-mile long Champlain Bridge, a cable-stayed bridge that spans the St. Lawrence River and links the Île des Soeurs in the St. Lawrence River to the Montreal borough of Verdun, as well as the replacement of the existing Île des Soeurs Bridge. A section of the Champlain Bridge spans an international seaway and navigation channel, the St. Lawrence Seaway. In addition, approximately 2.7 miles of highway links to these new bridges as well as an open road with electronic tolling system.

**Responsibilities:** Mr. Conesa is a leading expert in design-build segmental, cable-stayed, and steel girder bridges and highway transportation projects. He is currently the Construction Manager for the New Bridge for St. Lawrence project...
Dragados Canada is not the lead partner within the Lead Contractor so thus the reason why he is not serving on the Project Manager role), which is similar to the I-64 High Rise Bridge Project insofar both have a strong bridge component over a navigable channel and under sensitive environmental areas. He is responsible for the delivery of safe and durable bridge works, coordination between the various construction disciplines, environmental monitoring and compliance, scheduling, and mentoring and providing his technical expertise to the Design Team to maximize the Team’s efforts.

**Autoroute 30, Montreal, Canada:**
**Key Personnel Role:** Project Manager  
**Experience with Current Firm:** Yes  
**Project/Assignment Duration:** 2008-2012  
**Design/Construction Value:** $1.5 billion  
**Project Description:** The Autoroute 30 Project (A-30) was one of the largest projects in Canada and was funded partially by a significant contribution from the Canadian Government, making this an extremely high-profile job similar to the I-64 High Rise Bridge Project. The A-30 was designed to alleviate congestion through local routes in the City of Montreal by providing a direct route for through-traffic between Toronto, western Ottawa and eastern Quebec City. The Project involves the construction of a 26.5 mile, four-lane highway and the consolidation of highways 10,15, 20, 30, 40 and 540 into a more effective road network. The Project also includes the construction of two major bridges: one over the St. Lawrence River (1.16-mile, multi-span, concrete girder bridge) and the other over the Beauharnois Channel (1.53-mile, multi-span, concrete box-girder bridge). Similar to the I-64 High Rise Bridge Project, the A-30 involved the construction of a new highway in a urban setting and two major bridges over an international seaway and navigation channel.

**Responsibilities:** Mr. Conesa was the Project Manager where, aside from the overall management of the Project’s construction, he was responsible and accountable for all aspects of the project implementation, including environmental monitoring, safety, risk management, schedule, quality, cost, change management and stakeholders management. He successfully integrated and coordinated work between multiple disciplines and design-build teams in the Project. Mr. Conesa anticipated the Project challenges and constraints and timely provided innovative solutions and oriented approaches for the successful completion of the project. He leveraged relationships with labor unions and subcontractors to augment capacity towards meeting tight schedule deadlines.

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**The N25 Waterford Bypass, City of Waterford, Ireland:**
**Key Personnel Role:** Project Manager  
**Experience with Current Firm:** No  
**Project/Assignment Duration:** 2006-2008  
**Design/Construction Value:** $412 million  
**Project Description:** The N 25 Waterford Bypass, in the City of Waterford in Ireland, included the design and construction of a 14.5 mile, four-lane highway including 7.3 miles of access roads, and 27 reinforced concrete, precast concrete and composite overpass and underpass structures. A special feature of this project was a 1,452-foot cable-stayed bridge over the Suir River with a single 759-foot-tall pylon and a deck surface of 17,000 square yards. The Suir River Bridge, the longest span bridge and tallest bridge structure in Ireland, now serves as a landmark for the City of Waterford. So similar to the I-64 High Rise Bridge Project the N25 Waterford Bypass had a similar combination of high capacity roadway construction and signature bridge structures over a navigable channel under strict environmental regulation.

**Responsibilities:** Mr. Conesa's main responsibilities as the Project Manager of the N25 Waterford Bypass were planning, execution, and controlling of all aspects of the project. Besides leading the overall project design, construction, and quality management, he was the principal driver of environmental, community outreach, and safety initiatives to meet the Contract requirements. During his three years on this project he was Owner’s point of contact regarding municipal permits and approvals and site specific environmental aspects. Mr. Conesa provided overall strategy to secure labor-trade agreements and benefits, and planned the project resources based on the local market capacity ensuring that the project agreement specified standards were integrated into the design and construction processes. Under Mr. Conesa’s management, the Project was successfully completed 10 months ahead of schedule.

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* On-call contracts with multiple task orders (on multiple projects) may not be listed as a single project.  

h. For Key Personnel required to be on-site full-time for the duration of construction, provide a current list of assignments, role, and the anticipated duration of each assignment.

Mr. Conesa is currently assigned to the NBSTL Corridor Project in Montreal, Canada as the Construction Manager. The Project roadway and bridge structures will be substantially advanced by early 2018, slightly after NTP is granted on the I-64 High Rise Bridge Project (assuming no delays in the procurement), making him available and 100% dedicated to the I-64 High Rise Bridge Project.
## KEY PERSONNEL REFERENCE FORM

<table>
<thead>
<tr>
<th>PROJECT NAME</th>
<th>POSITION HELD ON THE PROJECT</th>
<th>DURATION IN THAT POSITION</th>
<th>NAME OF REFERENCE</th>
<th>REFERENCE’S LOCATION</th>
<th>NAME OF REFERENCE’S EMPLOYER</th>
<th>REFERENCE’S TITLE/POSITION</th>
<th>REFERENCE’S PHONE</th>
<th>REFERENCE’S EMAIL ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>New Champlain Bridge Corridor Project</td>
<td>Jose Luis Conesa, Construction Manager</td>
<td>2012-Current</td>
<td>Doug Balmer</td>
<td>Montréal, Québec, Canada</td>
<td>Arup</td>
<td>Advisor to Infrastructure Canada</td>
<td>+1 (514) 448-6694</td>
<td><a href="mailto:douglas.balmer@arup.com">douglas.balmer@arup.com</a></td>
</tr>
<tr>
<td>Autoroute 30</td>
<td>Jose Luis Conesa, Project Manager</td>
<td>2008-2012</td>
<td>Sandra Sultana</td>
<td>Montréal, Québec, Canada</td>
<td>Ministere des Transports de Quebec</td>
<td>Director</td>
<td>+1 (514) 873-4377, ext. 2200</td>
<td><a href="mailto:scelerier@na30.ca">scelerier@na30.ca</a></td>
</tr>
<tr>
<td>N25 Waterford Bypass</td>
<td>Jose Luis Conesa, Project Manager</td>
<td>2006-2008</td>
<td>Donal Minnock</td>
<td>Waterford City, Ireland</td>
<td>National Roads Authority</td>
<td>Project Manager</td>
<td>+353.1.6602511</td>
<td><a href="mailto:mkennedy@nra.ie">mkennedy@nra.ie</a></td>
</tr>
</tbody>
</table>

(1) List the position to which this reference relates (Design-Build Project Manager, Responsible Charge Engineer, Quality Assurance Manager, Design Manager, Construction Manager, etc.).

(2) List the name of the individual holding the position described in the “Position with Offeror” column.

(3) List the name of the project on which the reference worked with this individual.
**ATTACHMENT 3.3.1(a)**

*(Addendum No. 1 – reference form on 2nd page removed)*

**KEY PERSONNEL RESUME FORM**

<table>
<thead>
<tr>
<th>Brief Resume of Key Personnel anticipated for the Project.</th>
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<tbody>
<tr>
<td><strong>a. Name &amp; Title:</strong></td>
</tr>
<tr>
<td>Fred Crozier, P.E.</td>
</tr>
<tr>
<td>Senior Project Manager</td>
</tr>
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| **b. Project Assignment:** |
| Responsible Charge Engineer |

| **c. Name of Firm with which you are now associated:** |
| Alpha Corporation |

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<th><strong>d. Employment History:</strong> With this Firm 9 Years With Other Firms 25 Years</th>
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<tbody>
<tr>
<td><strong>Firm 1: Alpha Corporation, Senior Project Manager/Responsible Charge Engineer/Quality Assurance Manager, July 2007 – Present</strong></td>
</tr>
<tr>
<td>Fred Crozier is a Senior Project Manager, serving as a Quality Assurance Manager, Responsible Charge Engineer and Project Manager on Design-Build, PPTA, and Design-Bid Build transportation projects in Virginia and Maryland. Responsibilities have included performing the full responsibilities of a QA Manager on three VDOT Design-Build projects and VDOT’s Route 28 PPTA projects/program, including ensuring compliance with all requirements of the plans, specifications, QA/QC Plan and Minimum Requirements for QA and QC on Design-Build and PPTA Projects. Setting up Inspection and Testing frequencies and quality oversight program. Participate in all phases of the Design-Build Project, from Commencement, Scope Validation, design reviews, construction, and project close-out. Facilitated constructability reviews, progress meetings, Preparatory Meetings, and AR Plan implementation meetings. Issued non-conformance reports, and oversaw correction of deficiencies. Oversaw inspection and testing frequencies, and daily diaries, checklists, and test reporting. Implemented QA/QC Plan requirements. Monitored the Materials certification process, checking for conformance, issuing material certifications, and maintaining the Materials Book. Provided oversight for QA Inspection personnel. Reviewed and certified monthly Pay Applications. Working for an Owner, assisted in the assembly of an Owner’s independent assurance program, including setting up testing and inspection frequencies, hiring a team of inspectors to perform field monitoring and comparison testing, and coordination with project stakeholders. Provided dispute resolution and claims analysis on District Wide and State Wide term services contracts. Provided construction engineering support for various contracts.</td>
</tr>
<tr>
<td><strong>Firm 2: Johnson, Mirmiran &amp; Thompson, Branch Manager, February 2005-January 2007</strong></td>
</tr>
<tr>
<td>Fred managed JMT’s branch office in Morgantown, WV. Activities included providing and supervising Construction Management &amp; Construction Inspection staffing for West Virginia Division of Highways contracts and projects, including major roadway and bridge projects. Oversaw QA inspection and testing services in accordance with required frequencies. Ensured inspectors were equipped and trained, and performed services in accordance with all specifications, policies and guidelines. Provided field support for construction staff, including recommendations for resolution of field issues and changed conditions.</td>
</tr>
<tr>
<td><strong>Firm 3: Maryland State Highway Administration, District 6-District Engineer, 1997-2004</strong></td>
</tr>
<tr>
<td>Fred served as senior administrator of all SHA activities in District 6 (western Maryland), including project development, construction, maintenance, and traffic operations. Coordinated with state, county, and local elected officials and staff to develop and deliver SHA’s Consolidated Transportation Program, which included major projects, safety improvements, system preservation, community enhancements, and environmental enhancements. Supervised the construction management staff (ADE, Area Engineer, Project Engineers, Inspectors). Reviewed and approved change orders (e.g. changes to scope of work, quantities, unit prices, schedule, design modifications). Reviewed claims and negotiated settlements with contractors. Served as liaison with other SHA offices, other agencies, news media and elected officials. Assumed overall responsibility for the construction process. Managed over $200 million in construction projects, including corridor improvements along I-81, I-70 and I-68. Performed public relations and led community/PR meetings to advise public of upcoming work. Prior to his appointment as District Engineer, Fred also served in several roles from 1984 to 1997, including Assistant District Engineer-Maintenance, Area Construction Engineer and Project Engineer.</td>
</tr>
</tbody>
</table>

| **e. Education: Name & Location of Institution(s)/Degree(s)/Year/Specialization:** |
| Fred Crozier holds a Bachelor's Degree in Civil Engineering from West Virginia University in 1984. |

| **f. Active Registration: Year First Registered/ Discipline/VA Registration #:** |
| Professional Engineer / Virginia / 2008 / #045291 |
g. Document the extent and depth of your experience and qualifications relevant to the Project.

**Route 460 Corridor Improvements Design-Build Project, VDOT, Petersburg to Suffolk, VA:**

**Key Personnel Role:** Consultant Assistant Project Manager-Construction/Responsible Charge Engineer

**Experience with Current Firm:** Yes

**Project/Assignment Duration:** 2012-2013

**Design/Construction Value:** $1.4 billion

**Project Description:** This project entails the new construction of approximately 55 miles of four-lane divided limited access highway between Petersburg and Suffolk, Virginia. It is anticipated that there will be two flyover interchanges at the project termination and seven diamond interchanges in between. The project will extend from the existing U.S. Route 460 near its interchange with Interstate 295 (I-295) in Prince George County to the U.S. Route 58 bypass just south of the existing U.S. Route 460 in the City of Suffolk. The corridor alignment for this project runs south of the existing U.S. Route 460 for its entirety and has been approved by the Commonwealth Transportation Board.

**Responsibilities:** During the pre-construction phase, Fred participated in design and construction engineering risk assessment evaluation and development of mitigation strategies to minimize potential time delays, additional work and claims. In addition to this he developed cost estimates and participated in negotiations with the Design-Builder to establish pricing for additional work required by the Owner. Reporting to the Design-Build Project Manager, Fred was fully integrated among the project team including specialty subcontractors and subconsultants.

**Route 28 Corridor Improvements (PPTA), Fairfax and Loudoun Counties, VA:**

**Key Personnel Role:** Responsible Charge Engineer/Quality Assurance Manager

**Experience with Current Firm:** Yes

**Project/Assignment Duration:** 2008-Present

**Design/Construction Value:** $350+ million

**Project Description:** This $350-million plus program, which is being done under the Public Private Partnership Act (PPTA) that includes the widening of Route 28 from six (6) to eight (8) lanes and the construction of ten (10) high-capacity grade separated interchanges at major intersections on Route 28 between Interstate 66 and Route 7. The program also includes improvement to feeder roadways, creating 4-lane divided highways where two lane roadways had existed and construction of new roadways, including Atlantic Boulevard, Belfort Park, and the 4-phase Pacific Boulevard extension to Russell Branch Parkway.

**Responsibilities:** Fred has supervised the QA effort on the project since 2008, and is currently serving as QA Manager for the completion of the Pacific Boulevard extension, completion of Innovation Avenue and its interchange with Route 28, and the completion of Route 28 mainline widening to 8 lanes. He is responsible for ensuring that all work and materials, testing and sampling are performed in conformance with contract requirements and the “approved for construction” plans and specifications. As part of the auditing program, he ensures that plans are signed and sealed by qualified professionals consistent with applicable licensing regulations by the Virginia Department of Professional and Occupational Regulations. Fred implemented the requirements of the QA/QC Plan, including accepting and rejecting work, overseeing QA inspection and testing processes, participating in regular progress meetings, reviewing QC documentation, and certifying monthly payment applications.

**Route 17 Dominion Boulevard, VDOT, Chesapeake, VA:**

**Key Personnel Role:** Responsible Charge Engineer

**Experience with Current Firm:** Yes

**Project/Assignment Duration:** 2011-2011

**Design/Construction Value:** $300+ million

**Project Description:** This $300+ million project involves bridge and roadway improvements along Dominion Boulevard/U.S. 17 from existing improved U.S. 17 (2.6 miles south of Cedar Road) to the I-64/I-464/Oak Grove Connector Interchange, for a total project length of 5.9 miles. The proposed improvements include widening of Dominion Boulevard to a four-lane divided toll roadway, replacement of the existing Steel Bridge and construction of grade-separated interchanges at Cedar Road, relocated Bainbridge Road and Great Bridge Boulevard.

**Responsibilities:** Fred as Responsible Charge Engineer served as part of the preconstruction constructability review team reviewing construction sequence, staging, permits, materials and costs. Answering questions relevant to engineering decisions relating to design or construction was among Fred’s duties in this project. He provided various recommendations for improvement of alignment configuration, contract interfaces, construction of interchanges, and operational efficiencies relating to the final work product.

h. For Key Personnel required to be on-site full-time for the duration of construction, provide a current list of assignments, role, and the anticipated duration of each assignment.

Fred is currently working as Responsible Charge Engineer/Quality Assurance Manager for the remaining portions of the Route 28 PPTA project, which is scheduled to be completed Spring 2017. This makes him fully available for the I-64 Southside Widening and High Rise Bridge Project, Phase I.
### ATTACHMENT 3.3.1(b)

**KEY PERSONNEL REFERENCE FORM**

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<th>POSITION HELD ON THE PROJECT</th>
<th>DURATION IN THAT POSITION</th>
<th>NAME OF REFERENCE</th>
<th>REFERENCE’S LOCATION</th>
<th>NAME OF REFERENCE’S EMPLOYER</th>
<th>REFERENCE’S TITLE/POSITION</th>
<th>REFERENCE’S PHONE</th>
<th>REFERENCE’S EMAIL ADDRESS</th>
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<tbody>
<tr>
<td>Route 28 Corridor Improvements</td>
<td>Fred Crozier, Responsible Charge Engineer/QA Manager</td>
<td>8 Years</td>
<td>Jalal Masumi</td>
<td>Fairfax, VA</td>
<td>VDOT</td>
<td>Deputy Project Manager</td>
<td>703-259-2215</td>
<td><a href="mailto:Jalal.Masumi@vdot.virginia.gov">Jalal.Masumi@vdot.virginia.gov</a></td>
</tr>
<tr>
<td>Route 28 &amp; Innovation Ave Interchange</td>
<td>Fred Crozier, Responsible Charge Engineer</td>
<td>12 months</td>
<td>Bill Atkins</td>
<td>Fairfax, VA</td>
<td>VDOT</td>
<td>Construction Manager</td>
<td>703-259-2939</td>
<td><a href="mailto:William.Atkins@VDOT.Virginia.gov">William.Atkins@VDOT.Virginia.gov</a></td>
</tr>
<tr>
<td>Route 17 Dominion Blvd</td>
<td>Fred Crozier, Responsible Charge Engineer</td>
<td>3 months</td>
<td>Rick Correa, PE</td>
<td>Chesapeake, VA</td>
<td>VDOT</td>
<td>Design Project Manager</td>
<td>757-494-5486</td>
<td><a href="mailto:Ricardo.Correa@VDOT.Virginia.gov">Ricardo.Correa@VDOT.Virginia.gov</a></td>
</tr>
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</table>

1. List the position to which this reference relates (Design-Build Project Manager, Responsible Charge Engineer, Quality Assurance Manager, Design Manager, Construction Manager, etc.).

2. List the name of the individual holding the position described in the “Position with Offeror” column.

3. List the name of the project on which the reference worked with this individual.
**ATTACHMENT 3.3.1(a)**

(Addendum No. 1 – reference form on 2nd page removed)

**KEY PERSONNEL RESUME FORM**

<table>
<thead>
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<th>Brief Resume of Key Personnel anticipated for the Project.</th>
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<tbody>
<tr>
<td><strong>a. Name &amp; Title:</strong> Mr. Richard Clarke, PE</td>
</tr>
<tr>
<td>Vice President Operations (Millstone, Inc.)</td>
</tr>
<tr>
<td><strong>b. Project Assignment:</strong> Quality Assurance Manager (QAM)</td>
</tr>
<tr>
<td><strong>c. Name of Firm with which you are now associated:</strong> Millstone, Inc.</td>
</tr>
<tr>
<td><strong>d. Employment History:</strong> Please list chronologically (most recent first) your employment history, position, general responsibilities, and duration of employment for the last fifteen (15) years. (NOTE: If you have less than 15 years of employment history, please list the history for those years you have worked. Project specific experience shall be included in Section (g) below):</td>
</tr>
<tr>
<td><strong>Firm 1:</strong> Millstone, Inc. VP Operations, June 2013 – Present</td>
</tr>
<tr>
<td>Richard was responsible for project management including quality control, schedules, and budgets for large hotel construction.</td>
</tr>
<tr>
<td><strong>Firm 2:</strong> Quinn Consulting Services, Inc., June 2013 – Present</td>
</tr>
<tr>
<td>Richard served as the Quality Assurance Manager for the $800M I-95 Express Lanes in North Virginia in which he also managed quality assurance staff.</td>
</tr>
<tr>
<td><strong>Firm 3:</strong> RK &amp; K, LLP, 2010 – 2012</td>
</tr>
<tr>
<td>Richard served as Quality Assurance Manager for the $75M I-82 Truck Climbing Lane Project for VDOT. He was also responsible for management of the quality assurance staff.</td>
</tr>
<tr>
<td><strong>Firm 4:</strong> Value Place Hotels, 2005 – 2009</td>
</tr>
<tr>
<td>As Vice President for Construction Management, Richard managed numerous hotel construction projects.</td>
</tr>
<tr>
<td><strong>Firm 5:</strong> Koch Performance Roads, 2003 – 2005</td>
</tr>
<tr>
<td>Richard served as Senior Project Manager for the $39M Highway 63, D/B NW Missouri Project.</td>
</tr>
<tr>
<td><strong>Firm 6:</strong> SE Johnson Companies, Inc., 2000 – 2003</td>
</tr>
<tr>
<td>Richard served as Area Manager and was responsible for project management, quality control, schedules, and budgets.</td>
</tr>
<tr>
<td><strong>e. Education:</strong> Name &amp; Location of Institution(s)/Degree(s)/Year/Specialization:</td>
</tr>
<tr>
<td>Richard holds a Bachelor of Science Degree in Civil Engineering from the University of Kentucky in 1972.</td>
</tr>
<tr>
<td><strong>f. Active Registration:</strong> Year First Registered/ Discipline/VA Registration #:</td>
</tr>
<tr>
<td>Professional Engineer / Virginia / 2006 / #402040981</td>
</tr>
<tr>
<td><strong>g. Document the extent and depth of your experience and qualifications relevant to the Project.</strong></td>
</tr>
<tr>
<td><strong>I-95 Express Lanes Segment 1, Prince William County, Virginia. (VDOT)</strong></td>
</tr>
<tr>
<td><strong>Key Personnel Role:</strong> Quality Assurance Manager</td>
</tr>
<tr>
<td><strong>Experience with Current Firm:</strong> No</td>
</tr>
<tr>
<td><strong>Project/Assignment Duration:</strong> 2012-2013</td>
</tr>
<tr>
<td><strong>Design/Construction Value:</strong> $726 million</td>
</tr>
<tr>
<td><strong>Project Description:</strong> Roadway widening and construction of toll lanes in Northern Virginia. The Segment 1 project included nine miles of reversible Express Lanes in the I-95 median. The new ingress/egress ramps included two flyovers from the Express Lanes to the southbound I-95 general purpose lanes and one northbound slip ramp from I-95 to the Express Lanes. The Segment 1 project included over 4.5 miles of new storm drainage pipe, analysis and design of stormwater management basins for water quality and quantity control. The scope also involved the development of signing, lighting, pavement marking and sequence of construction/maintenance of traffic plans.</td>
</tr>
</tbody>
</table>
| **Responsibilities:** As the QAM on this project Richard was responsible for QA inspection and testing of all materials used including monitoring of the contractor’s QC program. He managed the QA staff to promote strict adherence to the approved QA Plan. Richard was in charge of approving Field Design Changes and Notice of Design Changes. His
duties included to interpret Contract specifications and review and approve submittals and monthly pay requests.
Richard conducted design and construction audits on the Lead Contractor’s team to ensure all work and materials were
following the approved for construction plans and specifications. He was the quality liaison with VDOT
representatives (GEC) performing oversight IV and IA inspections. He audited construction QC procedures and QC
inspections and monitored that QC & QA staff met the testing frequency as set forth in the Contract requirements.

**I-81 Truck Climbing Lane Project, Rock Bridge County, Lexington, VA. (VDOT)**

- **Key Personnel Role:** Quality Assurance Manager
- **Experience with Current Firm:** No
- **Project/Assignment Duration:** 2010-2012
- **Design/Construction Value:** $75 million
- **Project Description:** This project involved the construction of a “slow” lane for trucks to climb vertical grade. The
  project is located on the northbound lanes of I-81 from mile marker 195.6 to 202.5 in the Fairfield area, which is north
  of Lexington. The 6.97 mile-long project added a truck-climbing lane in this location, replaced the bridges at Route
  716, Route 712 and Route 710, improved existing left and right shoulders, plus updated guardrails, guardrail transitions
  and ended treatments to meet current Federal Highway standards. This location on I-81 northbound has one of the
  longest and steepest uphill grades, higher than average crashes compared to other uphill grades, and low operating
  speeds for trucks within the VDOT Staunton District. In 2009 the average traffic volume on I-81 in this area was
  45,500 vehicles per day. The average traffic volume is projected to increase to 68,650 vehicles per day by the year
  2029.
- **Responsibilities:** As the QAM on this project Richard was responsible for QA inspection and testing of all materials
  used including monitoring of the contractor’s QC program. He managed the QA staff to adhere to the approved QA
  Plan. He was also responsible for approving all contractor RFI’s, for the correct interpretation of the Contract
  specifications, and for approving design submittals and pay requests. He was the quality liaison with VDOT
  representatives performing oversight IV and IA inspections. Richard administered the material record books for the
  project including tracking the QC testing results and related documentation per the approved QC Plan. He led the
  Preparatory Meetings for all major construction operations at start up and received weekly updates from the contractor.
  As part of the constructability reviews, Richard participated in contractor schedule reviews using Primavera P6 and
  conducted weekly progress meetings with the project team including subcontractors.

**US Highway 63, Design Build, Adair / Macon counties in Northern Missouri. (MoDOT)**

- **Key Personnel Role:** Senior Project Manager
- **Experience with Current Firm:** No
- **Project/Assignment Duration:** 2003-2005
- **Design/Construction Value:** $39 million
- **Project Description:** Design and construction of a multilane facility northeast of Kansas City, MO.
- **Responsibilities:** As Senior Project Manager Richard administered the design-build process to deliver this multilane
  highway. He coordinated and managed inspection personnel, reviewed final project design, approved construction
  layout, administered the earthwork scope (with 1.2 million cubic yards), and led the drainage, lime stabilization, base
  stone and asphalt pavement works. Richard was the key individual in reviewing, approving and monitoring project
  CPM schedule, subcontracts, change orders and RFIs. He directed subcontractors assigned to various items of work as
  to schedule, materials and construction sequencing plan interpretation. Richard was the main point of contact with
  MoDOT and led the public relations with project Stakeholder such as the City, State and Federal Government. Richard
  successful leadership was pivotal in completing the project ahead of schedule and under budget.

* On-call contracts with multiple task orders (on multiple projects) may not be listed as a single project.

h. For Key Personnel required to be on-site full-time for the duration of construction, provide a current list
of assignments, role, and the anticipated duration of each assignment.

If awarded this contract, Mr. Clarke has agreed in written commitment to join Kleinfelder, Inc. solely for the purpose
of fulfilling the role of QAM for this project. He is currently serving on a Vice President for Operations role so he is
not committed or assigned to a specific project. He will be on the Project site full time during the duration of
construction operations. He will have no other assignments for the duration of this Project.
### ATTACHMENT 3.3.1(b)
#### KEY PERSONNEL REFERENCE FORM

<table>
<thead>
<tr>
<th>PROJECT NAME</th>
<th>POSITION HELD ON THE PROJECT</th>
<th>DURATION IN THAT POSITION</th>
<th>NAME OF REFERENCE</th>
<th>REFERENCE'S LOCATION</th>
<th>NAME OF REFERENCE'S EMPLOYER</th>
<th>REFERENCE'S TITLE/POSITION</th>
<th>REFERENCE'S PHONE</th>
<th>REFERENCE'S EMAIL ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>I-95 Express Lanes in Northern VA</td>
<td>Richard Clarke, QAM</td>
<td>11 Months</td>
<td>Ming Ching</td>
<td>7006 Little River Turnpike, Annandale, VA 22003</td>
<td>CKI &amp; Associates, Inc.</td>
<td>President</td>
<td>703-906-0172</td>
<td><a href="mailto:cki@msn.com">cki@msn.com</a></td>
</tr>
<tr>
<td>I-81 Truck Climbing Lane</td>
<td>Richard Clarke, QAM</td>
<td>2 Years</td>
<td>Lee Yowell</td>
<td>81 Mosher Street, Baltimore, MD 21217</td>
<td>Rummel, Klepper &amp;Kahl, LLP</td>
<td>Associate</td>
<td>804-239-3956</td>
<td><a href="mailto:lyowell@rkk.com">lyowell@rkk.com</a></td>
</tr>
<tr>
<td>Highway 63, Design Build, multilane highway in Adair / Macon counties in Northwest Missouri</td>
<td>Richard Clarke, Senior Project Manager</td>
<td>2 Years</td>
<td>Jim Schmidt</td>
<td>4111 East 37th Street North, Wichita, Kansas 67220</td>
<td>Koch Performance Roads, Inc.</td>
<td>President</td>
<td>316-250-5157</td>
<td><a href="mailto:Schmid3j@kochind.com">Schmid3j@kochind.com</a></td>
</tr>
</tbody>
</table>

(1) List the position to which this reference relates (Design-Build Project Manager, Responsible Charge Engineer, Quality Assurance Manager, Design Manager, Construction Manager, etc.).

(2) List the name of the individual holding the position described in the “Position with Offeror” column.

(3) List the name of the project on which the reference worked with this individual.
**Brief Resume of Key Personnel anticipated for the Project.**

| a. Name & Title: | Mike Tugman  
| Sr. Vice President/Transportation Business Group Manager |

| b. Project Assignment: | Design Manager |

| c. Name of Firm with which you are now associated: | HDR Engineering, Inc. |

| d. Employment History: With this Firm 30 Years With Other Firms 0 Years |

**Firm 1: HDR, Sr. VP/Transportation Business Group Manager, 1987 - Present**

With 30 years of experience, Mr. Tugman has extensive design experience in all disciplines of traffic and roadway engineering. In his tenure at HDR, he has successfully completed many urban and rural highways, roadway intersections and interchanges, and storm drainage designs. In addition, Mr. Tugman has project management and task leader experience on projects ranging from small, fast-paced projects to large, multi-disciplined highway projects. Mr. Tugman’s experience also includes management of multidiscipline Design-Build projects for interstate managed lane projects with maintenance of traffic under heavy ADT, complex geometrics, roadway widening within restricted right of way and congested urban streets requiring complete rehabilitation.

| e. Education: Name & Location of Institution(s)/Degree(s)/Year/Specialization: |

| North Carolina State University, NC / BS / 1987 / Civil Engineering |

| f. Active Registration: Year First Registered/ Discipline/VA Registration #: |

| 1990 / Professional Engineer / 0402021470 |

| g. Document the extent and depth of your experience and qualifications relevant to the Project. |

**VDOT, 95 Express Lanes Design-Build, Stafford and Prince William Counties, VA**

**Key Personnel Role:** Design Manager  
**Experience with Current Firm:** Yes  
**Project/Assignment Duration:** 04/2011 to 09/2015  
**Design/Construction Value:** $925 million  
**Project Description:** HDR was Lead Designer for Segment 1 of this $925 million DBFOM project. This project included the engineering design, plan development, and engineering coordination during construction for 9 miles of two reversible HOT/HOV lanes on new alignment in the Interstate 95 median. Project scope included concept development, preliminary and final design for 7 bridges, including 2 interchange flyovers, access management, 9 retaining walls, structure demolition, geotechnical engineering, drainage including over 4 miles of new pipe, stream relocation, innovative stormwater management, erosion and sediment control, signing, roadway lighting, pavement marking, ITS and tolling infrastructure, utility relocation and coordination, right of way acquisition services, 5 miles of new noise barriers and complex maintenance of traffic during heavy interstate ADT.

**Responsibilities:** Mr. Tugman was the Design Manager for this project and was responsible for the overall management, quality, design and post-design. Mr. Tugman also led the preliminary design for the Lead Contractor including developing alternative technical concepts, alignment optimization, pavement design and preparing a Value Engineering Report for VDOT for the proposed 36 mile 95/395 corridor HOT lane improvements. Mr. Tugman participated in the extensive and consistent public involvement, agency and stakeholder coordination, including Marine Corps Base Quantico, FHWA, VDOT, VDEQ, utility companies and area emergency responders.

**VDOT, Route 460 Program Management, Suffolk, VA**

**Key Personnel Role:** Project Manager  
**Experience with Current Firm:** Yes
Project/Assignment Duration: 03/2014 - Present
Design/Construction Value: $448 million

Project Description: This project originally included over 70 bridges with several complex structures and over 40 retaining walls along with the development and conceptual layout of $200 million of interchange design at both termini with an overall project cost of $1.4 billion. In February 2015, the Virginia CTB adopted a resolution for a hybrid 17-mile preferred alternative based on the USACE preliminary LEDPA determination. Key features for the revised project include extensive roadway alignment optimization for jurisdictional area avoidance and minimization, preliminary design for 17 miles of four-lane divided freeway, 18 bridges, geotechnical, drainage and stormwater management, traffic modeling and analysis, right of way acquisition, construction sequencing and cost estimating. The project team coordinated frequently, often weekly, with VDOT and the key federal agency partners FHWA, USACE and EPA, along with local stakeholders as needed.

Responsibilities: Mr. Tugman was the Project Manager responsible for overseeing the overall program management. Duties include assisting the Department with enforcement of technical and contract requirements, managing the design review oversight for preliminary and final construction plans for a 55-mile, four-lane divided interstate level facility including managed lane alternatives. Mr. Tugman led the project team’s engineering and environmental support of a Draft Supplemental Environmental Impact Statement that studied 5, 55-mile alternatives to the original preferred alternative. Key elements included alternative evaluation and cost estimates, traffic analysis, natural resources and wetland delineation, right of way displacements and impacts and extensive public outreach and stakeholder coordination. This Draft SEIS was completed under an aggressive schedule in eight months, less than half the time of the typical duration for this work. Mr. Tugman led the project team’s multidiscipline development of the 17 mile freeway preliminary plans along with the engineering and environmental support of a Final Supplemental Environmental Impact Statement to support a joint permit application and Record of Decision for the revised $448 M project.

Transurban, 395 Express Lanes, Arlington and Alexandria, VA
Key Personnel Role: Project Manager
Experience with Current Firm: Yes
Project/Assignment Duration: 11/2015 to present
Design/Construction Value: $220 million

Project Description: This project includes the conversion of the existing two-lane reversible HOV facility in the 395 median, located inside the Capital Beltway (I-495) in Fairfax and Arlington Counties and the City of Alexandria in Virginia, into a three-lane HOT lane facility. The project extends from the current northern 95 Express Lanes terminus at Turkeycock Run to the 14th Street Bridge over the Potomac River, a distance of over 8 miles, and will be operated as managed lanes. The scope included complex alignment geometry, 18 bridge widenings, condition assessment of existing facilities, urban drainage and stormwater design, geotechnical borings and pavement design, survey, signing, roadway lighting, pavement marking, ITS and tolling infrastructure, utility relocation and coordination, right of way acquisition services, noise barriers, complex maintenance of traffic during heavy interstate ADT and a detailed risk assessment and workshop.

Responsibilities: Mr. Tugman was responsible for the overall management, quality and preliminary design for this project. Mr. Tugman led the development of the prescriptive multidiscipline RFP plans and participated in the extensive agency coordination, including the Pentagon, FHWA and VDOT and coordinated the Technical Requirement development with TU and VDOT.

For Key Personnel required to be on-site full-time for the duration of construction, provide a current list of assignments, role, and the anticipated duration of each assignment.

Not applicable; this position is not required to be on-site full time.
<table>
<thead>
<tr>
<th>PROJECT NAME</th>
<th>POSITION HELD ON THE PROJECT</th>
<th>DURATION IN THAT POSITION</th>
<th>NAME OF REFERENCE</th>
<th>REFERENCE’S LOCATION</th>
<th>NAME OF REFERENCE’S EMPLOYER</th>
<th>REFERENCE’S TITLE/POSITION</th>
<th>REFERENCE’S PHONE</th>
<th>REFERENCE’S EMAIL ADDRESS</th>
</tr>
</thead>
</table>
| 95 Express Lanes  | Mike Tugman, Design Manager  | 4 years                    | Charlie Warraich, PE | 4975 Alliance Drive Drive  
Fairfax, Virginia 22030 | VDOT            | Project Manager          | 703-691-6740 | H.S.Warraich@VDOT.Virginia.gov             |
| Route 460 Program Management | Mike Tugman, Project Manager          | 2 years 6 mos.                          | Angel Deem           | 1401 E. Broad St.  
Richmond, VA       | VDOT            | Environmental Division Director         | 804-371-6756 | Angel.Deem@VDOT.Virginia.gov               |
| 395 Express Lanes | Mike Tugman, Project Manager  | 1 year                      | Charlie Warraich, PE | 4975 Alliance Drive Drive  
Fairfax, Virginia 22030 | VDOT            | Project Manager          | (703)-691-6740 | H.S.Warraich@VDOT.Virginia.gov             |

(1) List the position to which this reference relates (Design-Build Project Manager, Responsible Charge Engineer, Quality Assurance Manager, Design Manager, Construction Manager, etc.).

(2) List the name of the individual holding the position described in the “Position with Offeror” column.

(3) List the name of the project on which the reference worked with this individual.
KEY PERSONNEL RESUME FORM

| Brief Resume of Key Personnel anticipated for the Project. |  |
|----------------------------------------------------------|  |
| a. Name & Title:                                         |  |
| Steve DiMuro                                             |  |
| Construction Manager                                    |  |
| b. Project Assignment:                                   |  |
| Construction Manager                                    |  |
| c. Name of Firm with which you are now associated:       |  |
| Flatiron Constructors, Inc.                             |  |
| d. Employment History:                                   |  |
| With this Firm 12 Years                                   |  |
| With Other Firms 20 Years                                |  |
| Firm 1: Flatiron Constructors, Inc., Construction Manager, 2004 – Present |  |
| Steve has managed a variety of large-scale projects, planning, directing and coordinating the on-site construction to ensure the accomplishment of project goals. His deep knowledge of complex design-build highway and bridge projects, as well as completing complex requirements, have allowed him to expertly lead Flatiron teams in the Southeast for the last decade. |  |
| Firm 2: JA Jones, General Superintendent/Field Engineer, 1996 – 2004 |  |
| Steve was responsible for supervising superintendents, foreman, and field workers, and scheduling and coordinating their activities. He mentored and coached superintendents, participated in bid reviews to determine schedule, job cost, and staffing requirements, and worked with government entities and third-party agencies to coordinate project activities. |  |
| e. Education: Name & Location of Institution(s)/Degree(s)/Year/Specialization: |  |
| University of Buffalo / Buffalo, NY / Bachelor of Science / 1994 / Civil Engineering |  |
| f. Active Registration: Year First Registered/ Discipline/VA Registration #: |  |
| N/A – Prior to commencement of construction, Steve will hold a Virginia Department of Environmental Quality Responsible Land Disturber Certification and a VDOT Erosion and Sediment Control Contractor Certification. |  |
| g. Document the extent and depth of your experience and qualifications relevant to the Project. |  |

I-73/PTI CONNECTOR, Greensboro, NC
| Key Personnel Role: Construction Manager |  |
| Experience with Current Firm: Yes |  |
| Project/Assignment Duration: 2014-present |  |
| Design/Construction Value: $181 million |  |
| Project Delivery Method: Design-Build |  |
| Project Description: The team is constructing a new 9.4-mile, four-lane, future interstate with a 70-mph design speed that will begin at the existing Joseph M. Bryan Boulevard / Airport Parkway interchange, cross over N.C. 68, and end south of US 2201 near the Haw River. Work also includes a bridge and taxiway at Piedmont Triad International Airport. |  |
| Responsibilities: Steve is responsible for all field operations, including all labor, equipment, subcontractors and material handling. He coordinates multi-phases and tasks of construction, preparing a workable schedule to work toward achieving project goals. In addition to providing support to the project management team, he plans cash flow, provides technical advice to project personnel, and coordinates project activities with third-party agencies. |  |
| Relevance to I-64 Project: This design-build includes work on a four-lane divided freeway with a 46- to 70-foot-wide median and three interchanges. |  |

YADKIN RIVER BRIDGE, Salisbury, NC
| Key Personnel Role: Roadway Construction Manager, Overall Construction Manager |  |
| Experience with Current Firm: Yes |  |
| Project/Assignment Duration: 2010-2013 |  |
| Design/Construction Value: $134 million |  |
| Project Delivery Method: Design-Build |  |
**Project Description:** Flatiron designed and constructed a new dual I-85 bridge using a single temporary work bridge, with minimal disruption to I-85 traffic. Flatiron widened approximately three miles of the four-lane I-85 to eight lanes, including the north and south approaches to the bridges. Flatiron was also responsible for the design and construction of storm drainage systems, noise walls and guardrails. Flatiron built a six-million-pound trestle—nearly a half mile long—over sensitive wetland areas and an active railroad line. During one phase of construction, crews set 200-foot long, 10-foot deep steel girders each day during short four-hour railroad closure windows. HDR also served as a designer on the Flatiron team.

**Responsibilities:** Steve was one of the first employees on the Yadkin project seeing the project through all the way to the end achieving substantial and final completion on schedule. He began as the roadway construction manager and eventually became the overall project construction manager. He managed field staff responsible for project construction, and evaluated and interpreted job cost reports to make decisions on schedule, crew and equipment matters. He also directed and coordinated activities of field personnel to ensure the project progressed on schedule and budget.

**Relevance to I-64 Project:** This design-build included widening of three miles of interstate, and construction of sound walls and storm drainage systems. In addition, crews replaced two sets of parallel bridges to the north and south of the Yadkin River, as well as the adjacent US 29/70 bridge.

**CAROLINA BAYS PARKWAY, Carolina Bays, SC**

**Key Personnel Role:** Construction Manager

**Experience with Current Firm:** Yes

**Project/Assignment Duration:** 2000-2002

**Design/Construction Value:** $254.3 million

**Project Delivery Method:** Design-Build

**Project Description:** This 34-month project was completed eight months ahead of schedule. The new roadway is named SC-31 and runs northwest along the coast of South Carolina between Myrtle Beach and North Myrtle Beach. Construction included 20 miles of a new six-lane limited access divided highway and a 1.5-mile four-lane Robert M. Grissom Parkway connector to US 17 with a major bridge structure over the Intracoastal Waterway, five fully-directional interchanges and 38 bridges.

**Responsibilities:** Steve was the first employee on the project, kick-starting preconstruction by acquiring all necessary permits and setting up the offices and yards for the team. He managed the construction through the first several months of work, managing field personnel and ensuring the project began in a way to remain on schedule and budget. After two years with Carolina Bays, Steve’s expertise was needed on back-to-back rail projects in California, with a combined value of $839 million.

**Relevance to I-64 Project:** This design-build included construction of five interchanges and 38 bridges, as well as 20 miles of new six-lane, limited access, divided highway.

---

h. For Key Personnel required to be on-site full-time for the duration of construction, provide a current list of assignments, role, and the anticipated duration of each assignment.

Steve is currently assigned to the I-73/PTI Connector project in Greensboro, N.C., as the Construction Manager. The project will be substantially complete by April 2017, making him available and 100% dedicated to the I-64 High Rise Bridge Project.
### ATTACHMENT 3.3.1(b)

**KEY PERSONNEL REFERENCE FORM**

<table>
<thead>
<tr>
<th>PROJECT NAME</th>
<th>POSITION HELD ON THE PROJECT</th>
<th>DURATION IN THAT POSITION</th>
<th>NAME OF REFERENCE</th>
<th>REFERENCE’S LOCATION</th>
<th>NAME OF REFERENCE’S EMPLOYER</th>
<th>REFERENCE’S TITLE/POSITION</th>
<th>REFERENCE’S PHONE</th>
<th>REFERENCE’S EMAIL ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>I-73/PTI CONNECTOR</td>
<td>Steve DiMuro, Construction Manager</td>
<td>2 years</td>
<td>Brian Smith</td>
<td>Raleigh, NC</td>
<td>NCDOT</td>
<td>Resident Engineer</td>
<td>(336) 375-1774</td>
<td><a href="mailto:bvsmith@ncdot.gov">bvsmith@ncdot.gov</a></td>
</tr>
<tr>
<td>YADKIN RIVER BRIDGE</td>
<td>Steve DiMuro, Roadway / Overall Construction Manager</td>
<td>3 years</td>
<td>Darrin Waller</td>
<td>Raleigh, NC</td>
<td>NCDOT</td>
<td>Resident Engineer</td>
<td>(803) 521-5176</td>
<td><a href="mailto:dwaller@ncdot.gov">dwaller@ncdot.gov</a></td>
</tr>
<tr>
<td>CAROLINA BAYS PARKWAY</td>
<td>Steve DiMuro, Construction Manager</td>
<td>2 years</td>
<td>Marty Long</td>
<td>Columbia, SC</td>
<td>SCDOT</td>
<td>Resident Engineer</td>
<td>(864) 915-0741</td>
<td><a href="mailto:mllong@transystems.com">mllong@transystems.com</a></td>
</tr>
</tbody>
</table>

1. List the position to which this reference relates (Design-Build Project Manager, Responsible Charge Engineer, Quality Assurance Manager, Design Manager, Construction Manager, etc.).
2. List the name of the individual holding the position described in the “Position with Offeror” column.
3. List the name of the project on which the reference worked with this individual.
## KEY PERSONNEL RESUME FORM

### Brief Resume of Key Personnel anticipated for the Project.

<table>
<thead>
<tr>
<th>a. Name &amp; Title:</th>
<th>Vijay Modi, PE, Project Manager/Bridge Business Group Manager</th>
</tr>
</thead>
<tbody>
<tr>
<td>b. Project Assignment:</td>
<td>Lead Structural Engineer</td>
</tr>
<tr>
<td>c. Name of Firm with which you are now associated:</td>
<td>HDR Engineering, Inc.</td>
</tr>
<tr>
<td>d. Employment History: With this Firm</td>
<td>21 Years With Other Firms 6 Years</td>
</tr>
</tbody>
</table>

**Firm 1: HDR Engineering, Inc, Virginia Beach, VA, Senior Project Manager, 1994 - present (21 years)**

Vijay has designed a variety of structures from bridges to waterfront structures (such as fender system and vessel collision protection system), retaining walls, and structures for local authorities, state governments, and federal governments. He has worked on several water crossing bridges for VDOT such as Clarksville Bypass –Route 58 over Kerr Reservoir, Route 288 over James River and stage I design of Route 460 Connector Bridge over Grassy Creek with approx. 250 feet tall piers. Vijay has also designed bridges on curved alignment with steel and prestressed beams. Additionally, he has assisted numerous construction field offices with technical advice regarding construction problems and pile length determination. Vijay has also reviewed shop drawings and materials data sheets and inspected various existing bridges for quality control and quality assurance, as well as prepared preliminary and final construction cost estimates. His experience also lends itself to QA/QC for a diverse range of engineering projects such as 95 Express lane, Route 460 corridor improvement projects from Suffolk to Petersburg. He is also Project Manager for Movable Bridge on Call Contract which includes the bascule span of the existing High Rise Bridge. Mr. Modi has resolved several emergency issues at the High Rise Bridge location; some of which were resolved through the design of various movable bridge related items.

**Firm 2: VDOT- Hampton Roads (formerly Suffolk) District, Bridge Engineer; 1988 - 1994 (6 Years)**

Vijay has designed numerous bridge projects. Bridge types included steel and prestressed concrete superstructures. Mr. Modi also performed load rating analysis for more than 800 various types of bridges in the Hampton Roads area. He played an important role to resolve construction related issues during the construction of the Route 58 Corridor Improvement, I-664 and I-64 HOV lanes in Tidewater, Virginia. He was responsible for the approval of pile lengths, and he worked to resolved issues during pile driving during bridge construction. He designed and 1,800-foot long bridge on Route. 337 over Lafayette River, Norfolk, VA. He was involved in the unique design of Head Dolphins at Scotland Ferry using marine fenders systems This System has been in place for more than 20 years.

e. Education: Name & Location of Institution(s)/Degree(s)/Year/Specialization:

<table>
<thead>
<tr>
<th>Old Dominion University, Norfolk, VA</th>
<th>MS / 1989 / Civil Engineering</th>
</tr>
</thead>
<tbody>
<tr>
<td>Regional Engineering College, India</td>
<td>BS / 1982 / Civil Engineering</td>
</tr>
</tbody>
</table>

f. Active Registration: Year First Registered/Discipline/VA Registration #:

| 1990 / Professional Engineer / 0402020733 (Civil) |

| g. Document the extent and depth of your experience and qualifications relevant to the Project. |

**VDOT, Route 189 over Blackwater River, South Quay Bridge, City of Suffolk/Southampton County, VA**

<table>
<thead>
<tr>
<th>Key Personnel Role:</th>
<th>Project Manager</th>
</tr>
</thead>
<tbody>
<tr>
<td>Experience with Current Firm:</td>
<td>Yes</td>
</tr>
<tr>
<td>Project/Assignment Duration:</td>
<td>03/2012 to 12/2017 (estimated)</td>
</tr>
<tr>
<td>Design/Construction Value:</td>
<td>$1 million/$12 million</td>
</tr>
<tr>
<td>Project Description:</td>
<td>HDR is currently the lead designer for this bridge replacement project over navigable water. The replacement bridge will stretch 800 feet long with retaining walls.</td>
</tr>
</tbody>
</table>
Responsibilities: As project manager, Vijay prepared design waiver documents to provide common sense engineering solutions. He also led staff for Stage I plan submission, which included a possible scheme for construction of the replacement bridge and demolition of the existing bridge. In addition, a design waiver was obtained for the bridge width and use of Deck extension in lieu of Virginia Abutment. During Stage I design, various foundation alternatives were considered; from pier column to pile bents. This submission also included a scheme for deck replacements in the future.

VDOT, I-495/DTR Interchange, Fairfax County, VA
Key Personnel Role: Lead Structural Engineer
Experience with Current Firm: Yes
Project/Assignment Duration: 01/2009 to 02/2012
Design/Construction Value: $3.2 million/$80 million
Project Description: The Metropolitan Washington Airports Authority (MWAA), a major stakeholder to the I-495 Express Lanes project and owner of the land in the vicinity of the interchange, required modification to this interchange to provide direct connection from the Dulles International Airport Access Highway (DIAAH) to I-495 as part of the I-495 Express Lanes design-build project. HDR evaluated the short and long term improvements required to alleviate the merge and weave conditions in order to determine the modifications required for the Project, which was in design and construction at the time, as well as the required considerations for the future Metro Rail planned by MWAA in the median of the DIAAH corridor.

Responsibilities: This complex DB project had approximately 800 feet of curved bridge with bifurcated ramp and eight retaining walls of different types. Vijay established the bridge layout, wall limits and design criteria. He led multiple teams to deliver this fast-track project. During construction, he led the Team through utility conflict resolution, RFI review, and oversaw the erection of complex beams, cross girders and straddle bents. Due to the complexity of horizontal alignment, cross girders were introduced. In addition, straddle bents were used to accommodate several on and off ramps underneath. He obtained a design exception for a special roadway design barrier that provided clearance between the barrier and substructure of the ramp bridge. One of the key challenges for this project was to resolve global stability issues for the MSE walls.

VDOT, Route 58, Clarksville Bypass, Mecklenburg County
Key Personnel Role: Project Engineer to Lead Engineer
Experience with Current Firm: Yes
Project/Assignment Duration: 11/1994 to 01/2005
Design/Construction Value: $3.4 million/$75 million
Project Description: As part of Virginia's U.S. Route 58 Corridor Development Program to enhance transportation and economic development across almost 800 kilometers (500 miles) of southern Virginia, HDR designed a critical segment in the Clarksville area. The project began at the intersection of Route 58 and Route 722, west of the Town of Clarksville. It then extended east for approximately 8.1 kilometers (5 miles) on new alignment, crossing the Kerr Reservoir on new location and ending east of a proposed interchange with Route 15. This project had 11 bridges including a main bridge over Kerr Reservoir. The main bridge is approximately 5,200 feet in length with a 300 foot span over a navigable channel. The types of structures considered for this project were steel versus segmental concrete. An optimization study was performed for superstructure vs. cost and substructure vs. cost. The final design was for a steel plate girder option with hammerhead columns supported on drilled shafts.

Responsibilities: Vijay worked on this project from conceptual development to successful completion of this major bypass on U.S. Route 58. He performed the conceptual study and developed various span arrangements and material types to obtain the optimal solution for the main mile long bridge over the Kerr Reservoir. He laid out all 11 bridges to meet geometric and hydraulic criteria where applicable. For the final design, he worked on the main channel span and 3 bridges with curved girder plate girders. Vijay was also responsible for project development and engineering services during construction. In this role, he resolved construction issues, led the staff for shop drawings reviews for the fabrication in Brazil, and led coordination with field staff.

* On-call contracts with multiple task orders (on multiple projects) may not be listed as a single project.

h. For Key Personnel required to be on-site full-time for the duration of construction, provide a current list of assignments, role, and the anticipated duration of each assignment.

Not applicable; this position is not required to be on-site full time.
(1) List the position to which this reference relates (Design-Build Project Manager, Responsible Charge Engineer, Quality Assurance Manager, Design Manager, Construction Manager, etc.).

(2) List the name of the individual holding the position described in the “Position with Offeror” column.

(3) List the name of the project on which the reference worked with this individual.
**KEY PERSONNEL RESUME FORM**

<table>
<thead>
<tr>
<th>Brief Resume of Key Personnel anticipated for the Project.</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>a. Name &amp; Title:</strong> Brian Ballard General Superintendent</td>
</tr>
</tbody>
</table>

| **b. Project Assignment:** Incident Management Coordinator |

| **c. Name of Firm with which you are now associated:** Flatiron Constructors, Inc. |

| **d. Employment History:** With this Firm 19 Years With Other Firms 0 Years |

<table>
<thead>
<tr>
<th><strong>Firm 1: Flatiron Constructors Inc., 1997 – Present</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td>With nearly two decades of experience on major highway projects, Brian has extensive experience working with unique challenges, team-building, mentoring and providing technical expertise. He has deftly managed multiple projects, scheduling, coordinating and supervising activities of laborers, operators, carpenters and finishers, as well as supervising multiple superintendents. Brian is well-versed in both sides of construction projects, as he is able to transition from the field side, ensuring compliance with safety and efficiency of work, to the office side, participating in bid reviews and project presentations to owners and other stakeholders.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>e. Education:</strong> Name &amp; Location of Institution(s)/Degree(s)/Year/Specialization:</th>
</tr>
</thead>
<tbody>
<tr>
<td>AAS, Business Management, Lewis &amp; Clark State University, Lewiston, Idaho, 1981</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>f. Active Registration:</strong> Year First Registered/ Discipline/VA Registration #:</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A – Prior to commencement of construction, Brian will complete training classes for FHWA SHRP2 “TIM” Responder Training; FEMA ICS/NIMS 100, 200 &amp; 700; and FEMA/VDEM Hazardous Materials Awareness.</td>
</tr>
</tbody>
</table>

| **g. Document the extent and depth of your experience and qualifications relevant to the Project.** |

<table>
<thead>
<tr>
<th><strong>I-85 / I-385 INTERCHANGE, Greenville, SC</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Key Personnel Role:</strong> Superintendent</td>
</tr>
<tr>
<td><strong>Experience with Current Firm:</strong> Yes</td>
</tr>
<tr>
<td><strong>Project/Assignment Duration:</strong> 2016-Present</td>
</tr>
<tr>
<td><strong>Design/Construction Value:</strong> $230 million</td>
</tr>
<tr>
<td><strong>Project Delivery Method:</strong> Design-Build</td>
</tr>
<tr>
<td><strong>Project Description:</strong> Work on this project involves creating a new interchange within the general footprint of the current interchange by staging construction of the new lanes, ramps, and bridges while maintaining traffic. The project replaced existing loop ramps with direct-connect, high-level flyover bridges and includes construction of a new collector-distributor roadway along I-85 and I-385. The widening of I-385 will continue through the project limits. There were also improvements to Roper Mountain Road, Woodruff Road, Garlington Road, Miller Road, and Chrome Drive under this contract. Finally, the team designed and constructed 12 new bridge structures, which included two flyovers, rehabilitation of two existing bridge structures, and modifications to the substructure of one existing bridge.</td>
</tr>
<tr>
<td><strong>Responsibilities:</strong> Brian reviews field operations to ensure that the project provides a safe workplace and supervises superintendents, acting as a liaison between field engineering, estimating, and crafts to ensure compliance of construction with drawings and specifications. In addition, he coordinates with project staff to outline the workplan and to assign duties, responsibilities, and scope of authority, as well as directs activities of project personnel to ensure the work progresses on schedule and budget.</td>
</tr>
<tr>
<td><strong>Relevance to I-64 Project:</strong> This was also a design-build project that included road widening, the addition of lanes along both I-85 and I-385, resurfacing of the interstate, and bridge rehabilitation and replacement.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>PORT MANN BRIDGE/HIGHWAY 1, Vancouver, British Columbia, Canada</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Key Personnel Role:</strong> Superintendent</td>
</tr>
</tbody>
</table>
Experience with Current Firm: Yes
Project/Assignment Duration: 2009-2013
Design/Construction Value: CA$2.39 billion
Project Delivery Method: Design-Build
Project Description: Flattiron was part of the design-build joint venture responsible for designing and building the new Port Mann Bridge over the Fraser River. The new cable-stayed bridge will increase the crossing’s capacity from five to 10 lanes. Work also included upgrading a total of 23 miles of Highway 1 on each side of the Fraser River. The new bridge alleviated the nearly 14 hours of traffic congestion on the existing bridge and reduced travel times by up to 30 percent. This Project includes the longest cable-stayed span in North America, as well as being the largest contract in Flattiron’s history. The Project was named one of the Top 100 Infrastructure Projects by ReNew Canada Magazine in 2011.
Responsibilities: Brian’s assignment included overlooking all night operations for the Eastern Segment of the bridge. Duties included traffic management, environmental management, roadway and drainage construction.
Relevance to I-64 Project: This design-build increased the bridge crossing capacity from five lanes to 10 lanes, and also provided general roadway upgrades to 23 miles of the highway, including reconstruction and resurfacing.

ARTHUR J. RAVENEL JR. BRIDGE (COOPER RIVER BRIDGE), Charleston, SC
Key Personnel Role: Superintendent
Experience with Current Firm: Yes
Project/Assignment Duration: 2002-2005
Design/Construction Value: $541 million
Project Delivery Method: Design-Build
Project Description: The Cooper River Bridge was the longest cable-stayed bridge on the continent at the time of construction, spanning 1,546 feet across the Cooper River in Charleston. The bridge, eight lanes wide with a 12-foot-wide bicycle/pedestrian lane, is supported by two 573-foot-tall towers visible from 30 miles away. 128 cable stays suspend the structural steel girders and precast concrete deck panels. The project also included construction of two interchanges and two high-level approaches. This project garnered 16 awards during its construction, including a Top All Time 10 Bridges mention by Roads and Bridges Magazine.
Responsibilities: As superintendent, Brian coordinated all concrete repair and placement, grouting of PT, traffic control, drilled shaft repair and supervised all labor crews. Between this project and the Port Mann Bridge/Highway 1 project, Brian served as the superintendent/assistant construction manager on the SR 60/Tampa Airport Interchanges project, which required 36 phases of construction for two major interchanges and 18 phases of MOT.
Relevance to I-64 Project: This design-build was constructed in five separate, simultaneous projects that included the two interchanges, two high-level approaches and a main span. The Cooper River Bridge main span is eight lanes wide and has a 12-foot-wide bicycle/pedestrian lane. In addition, flanked by more than a mile of eight-lane high-level approaches and significant interchanges in Mount Pleasant and Charleston.

For Key Personnel required to be on-site full-time for the duration of construction, provide a current list of assignments, role, and the anticipated duration of each assignment.

Brian is currently assigned to the I-85 / I-385 Interchange project in Greenville, S.C., as the superintendent. While the project will be substantially complete by October 2018, Brian will be available as early as mid-2017. He will be 100% dedicated to the I-64 High Rise Bridge Project.
## ATTACHMENT 3.3.1(b)

### KEY PERSONNEL REFERENCE FORM

<table>
<thead>
<tr>
<th>PROJECT NAME</th>
<th>POSITION HELD ON THE PROJECT</th>
<th>DURATION IN THAT POSITION</th>
<th>NAME OF REFERENCE</th>
<th>REFERENCE’S LOCATION</th>
<th>NAME OF REFERENCE’S EMPLOYER</th>
<th>REFERENCE’S TITLE/POSITION</th>
<th>REFERENCE’S PHONE</th>
<th>REFERENCE’S EMAIL ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>I-85 / I-385 INTERCHANGE</td>
<td>Brian Ballard, Superintendent</td>
<td>5 months (ongoing)</td>
<td>David Hebert, DCE</td>
<td>Columbia, SC</td>
<td>SCDOT</td>
<td>District Construction Engineer</td>
<td>(864) 603-5644</td>
<td><a href="mailto:hebertdl@scdot.org">hebertdl@scdot.org</a></td>
</tr>
<tr>
<td>PORT MANN BRIDGE / HIGHWAY 1</td>
<td>Brian Ballard, Superintendent</td>
<td>4 years</td>
<td>Garry Dawson</td>
<td>Vancouver, British Columbia, Canada</td>
<td>Transportatio n Investment Corporation</td>
<td>VP of Technical Services</td>
<td>(778) 783-1242</td>
<td><a href="mailto:gdawson@ticorp.ca">gdawson@ticorp.ca</a></td>
</tr>
<tr>
<td>ARTHUR J. RAVENEL JR. BRIDGE (COOPER RIVER BRIDGE)</td>
<td>Brian Ballard, Superintendent</td>
<td>3 years</td>
<td>Tim Henderson</td>
<td>Charleston, SC</td>
<td>SCDOT</td>
<td>Project Engineer</td>
<td>(843) 740-1667</td>
<td><a href="mailto:HendersonTR@scdot.org">HendersonTR@scdot.org</a></td>
</tr>
</tbody>
</table>

1. List the position to which this reference relates (Design-Build Project Manager, Responsible Charge Engineer, Quality Assurance Manager, Design Manager, Construction Manager, etc.).
2. List the name of the individual holding the position described in the “Position with Offeror” column.
3. List the name of the project on which the reference worked with this individual.
3.4.1a LEAD CONTRACTOR WORK HISTORY FORMS
# LEAD CONTRACTOR - WORK HISTORY FORM

(LIMIT 1 PAGE PER PROJECT)

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
<th>b. Name of the prime design consulting firm responsible for the overall project design.</th>
<th>c. Contact information of the Client or Owner and their Project Manager who can verify Firm’s responsibilities.</th>
<th>d. Contract Completion Date (Original)</th>
<th>e. Contract Completion Date (Actual or Estimated)</th>
<th>f. Contract Value (in thousands)</th>
<th>g. Dollar Value of Work Performed by the Firm identified as the Lead Contractor for this procurement. (in thousands)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name: I-595 Corridor Roadway Improvements Location: Broward County, FL (Roadway) Name: AECOM Name of Client/ Owner: Florida Department of Transportation (FDOT) Phone: (850) 414-4100 Project Manager: Paul A. Lampley Phone: (954) 732-0644 Email: <a href="mailto:paul.lampley@dot.state.fl.us">paul.lampley@dot.state.fl.us</a></td>
<td></td>
<td></td>
<td>02/2014</td>
<td>02/2014</td>
<td>$1,197,000</td>
<td>$1,211,000*</td>
</tr>
</tbody>
</table>

*Project cost increase was due to FDOT’s scope additions.

### ROLE AND SCOPE OF WORK

**Dragados USA (Dragados)** was the sole Lead Contractor for this DBFOM project. As the Lead Contractor, Dragados was responsible for performing and overseeing all work on the roadways and bridges as well as managing the MOT, ROW, environmental compliance, utility relocation, public outreach, and coordinating among all regulatory agencies involved in the Project.

**PROJECT DESCRIPTION**

Located in central Broward County, Florida, the approximately 10.5-mile, $1.2 Billion I-595 DBFOM project included new highway and roadway construction, new and modified bridges and access ramps, nine interchanges along the corridor, and improvements to the six-lane, I-595 limited access facility and the four-lane SR-84, which has two lanes in each direction north and south of I-595 corridor. This project relieved congestion and created a multimodal transportation network along the I-595 corridor in South Florida. With express lanes, express bus service, and a bike/pedestrian greenway along the navigable North New River Canal (NNRC), the project improves multimodal travel for the entire region. The Project also included reconstruction, widening, milling and resurfacing of the I-595 and SR-84 roadways, and associated interchange modifications. Three reversible express lanes in the I-595 median were constructed, serving express traffic to/from I-75 Sawgrass Expressway and to/from I-95 with a direct connection to the Florida Turnpike. Geometric improvements were made to 2.5 miles of the I-595/Florida Turnpike interchange. The Florida Turnpike mainline from Griffin Road to Peters Road was widened and reconstructed to integrate the express lanes direct connection.

Sixty-five bridges in total were necessary to complete the Project including intermediate bridges; major bridges cast in place with post tensioning super-structure, curved steel girders, multi-level roadways, and minor bridges; repair and rehabilitate (R&R) intermediate bridges; R&R major bridges in multi-level roadways and curved steel girders; R&R minor bridges. Special mention for the R&R of a major bridge in multi-level roadways and curved steel girders at the University Drive intersection. This bridge was partially demolished and rebuilt to adopt the new roadway geometry for the Express lanes and I-595. The last span was completely removed and replaced and a middle bent replaced by a new straddle bent. The rest of the structure remained and was properly reinforced because of the new load requirements. Using a segment-based accelerated schedule, the design and construction teams completed the project on time and below FDOT’s original estimated cost which was partly accomplished due to innovative Alternative Technical Concepts (ATCs) presented during the Procurement Phase.

The project was divided into 5 roadway segments to streamline personnel and equipment resources and expedite the Construction Phase. Each segment had its own Segment Manager reporting to the Construction Manager, who was responsible for the five segment coordination. This approach provided a higher degree of flexibility in managing subcontractors and reduced the lane closure impact on the travelling public resulting in a better traffic flow and corridor access.

### RELEVANCE TO PROJECT

- Construction over a navigation channel which required coordination with marine and environmental authorities
- Complex MOT requirements and comprehensive traffic control plans, multimodal coordination and project interfacing in an urban location with heavy traffic congestion (AADT 200,000)
- Construction in land and water environmentally sensitive areas
- Design-Build component in the project development and optimization
- Delivery of innovative ATCs

### VALUE-ADDED

In order to fit with the new roadway geometry, the previously mentioned bridge at the University Dr. intersection was jacked up 18 inches in a weekend operation (to reduce traffic impacts) that required more than eighty jacks all coordinated and controlled from a single console. Once the deck was in its final position and temporarily supported, traffic underneath was open and the jobs to reach the new elevations of the piers began. This innovative solution saved $25M in project costs. Three major curved steel and multi-level roadway bridges were built to complete the connections between I-595 and Turnpike. Two of these bridges were over an existing navigable Canal and piers had to be protected by a fender system made out of sheet-piles to protect them from ships’ impacts. In order to accommodate the new facility along the corridor it was necessary to extend the available area over an existing navigable canal. Since the hydraulic parameters of the NNRC had to be kept as is to maintain the capacity, installation of a bulkhead wall was necessary in many different locations. About 16,000 lf of bulkhead wall, made out of steel sheet-piling, were completed with a total area of 400,000 sf. An added feature to this project is that Dragados successfully exceeded the 8.1% Disadvantaged Business Enterprise (DBE) goal for a final DBE participation of 13.4% and surpassed the On-The-Job-Training (OJT) goal of 118 trainees with a final graduation of 164 trainees. Upon the completion of the I-595 Corridor Roadway Improvement Project, our Team was recognized for greatly exceeding FDOT’s DBE requirements. The Project was also awarded “Project of the Year 2009” by the American Road and Transportation Builders Association, “North American Transport Choice Award for “Under Budget Category” by the American Association of State Highway and Transportation Officials, and received the 2015 People’s Choice Award for “Under Budget Category” by the American Association of State Highway and Transportation Officials.
**LEAD CONTRACTOR - WORK HISTORY FORM (LIMIT 1 PAGE PER PROJECT)**

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
<th>b. Name of the prime design consulting firm responsible for the overall project design.</th>
<th>c. Contact information of the Client or Owner and their Project Manager who can verify Firm’s responsibilities.</th>
<th>d. Contract Completion Date (Original)</th>
<th>e. Contract Completion Date (Actual or Estimated)</th>
<th>f. Contract Value (in thousands)</th>
<th>g. Dollar Value of Work Performed by the Firm identified as the Lead Contractor for this procurement.(in thousands)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Autoroute 30</td>
<td>Name: Arup HK</td>
<td></td>
<td>12/2012</td>
<td>12/2012</td>
<td>1,500</td>
<td>600,000</td>
</tr>
<tr>
<td>Greater Montreal Area, Quebec, Canada (Roadway)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>(514) 873-4377 ext.2200 Sandra Sultana  Email: <a href="mailto:sandra.sultana@mtg.gouv.qc.ca">sandra.sultana@mtg.gouv.qc.ca</a></td>
<td></td>
</tr>
</tbody>
</table>

h. Narrative describing the Work Performed by the Firm identified as the Lead Contractor for this procurement. If the Offeror chooses to submit work completed by an affiliated or subsidiary company of the Lead Contractor, identify the full legal name of the affiliate or subsidiary and the role they had in this Project, so the relevancy of that work can be considered accordingly. The Work History Form shall include only one singular project. Projects with multiple phases, segments, elements, and/or contracts shall not be considered a single project. If a project listed includes multiple phases, segments, elements, and/or contracts, the SOQ may be rendered non-responsive. In any case, only the first phase, segment, element, and/or contract listed will be evaluated.

**ROLE AND SCOPE OF WORK**
Dragados Canada, Inc. (Dragados USA, Inc. affiliated company)** was the lead partner for the Lead Contractor on the Autoroute 30 (A-30) Project. As the Lead Contractor, Dragados was responsible for all performing and/or overseeing all work on roadway and bridge construction, reconstruction, and rehab and rehabilitation as well as managing the MOT, ROW, environmental considerations, utility relocation, public outreach, and coordinating among all regulatory agencies involved in the Project.

**PROJECT DESCRIPTION**
The A-30 Project was one of the largest highway and bridge projects in Canada. It dealt with strict and environmentally sensitive conditions as well as construction over navigable seaways, making this an extremely high-profile job similar to the I-64 High Rise Project. The A-30 Project was comprised of two sections: the Western Portion (WP), procured as a DBFOM, and the Supplemental Section Portion (SP), procured as an OM. The project involved the design and construction of a four-lane, 26 mile limited access highway, a 623-ft cut-and-cover tunnel, 10 interchanges, a toll plaza as well as the construction of 23 bridges. Two of these bridges shared a similar size and complexity to the new High Rise Bridge: the St. Lawrence Bridge and the Beauharnois Bridge. With an aggressive and demanding schedule, the A-30 project was delivered on time and on budget through a fast-track delivery method that was made possible by the design-build team developing innovative construction methodologies.

**Roadworks:** The project earthworks volumes comprise a total of 8.3 million cubic yards excavation and 7.1 million cubic yards of fill (highway embankments) and non-structural (e.g. temporary surcharges, berms and landscape mounds). Most of the main line of A30 is on low-height embankments typically up to about 6-9 ft high, including pavement layers. However, a total of 64 higher embankments were required for highway geometry requirements at interchanges, side roads and on the approaches to bridges over the highway. The main constraints on the embankment design generally were deep deposits of soft sensitive clay, the short construction schedule, traffic management required existing interchanges to be kept open to traffic throughout the construction period and concurrent construction required embankment solutions that allowed bridges to be built concurrently. With these constraints the solutions for these higher embankments were: 26 were entirely constructed of lightweight fill and 13 were constructed part earthworks part lightweight fill for stability. The remaining 25 embankments were constructed conventionally with earthworks. Also, of these 64 embankments 22 required vertical drains and temporary surcharge for consolidation of the underlying soft clay. 977,000 cubic yards of EPS lightweight fill, 400,000 cubic yards of surcharge and 36 million linear foot of vertical drains were used. Asphalt and aggregate base course was the chosen option for the 1.5 million square yards of pavements. The greatest geotechnical hazards for the earthworks design were all related to the soft, sensitive, and compressible nature of the Champlain Clay which, if not managed carefully, had the potential to cause cost and schedule over-runs. The embankments were monitored using settlement plates, piezometers and inclinometers through the settlement periods.

The Saint Lawrence Bridge was a $136 million, 1.12-mile bridge with two separate decks (eastbound and westbound) and 42 spans (average span of 135 feet long) per deck. The foundations were built using an artificial peninsula that couldn’t span more than 70% of the total width of the river, and required special moratoriums for the fish spawning periods. Beams were placed using both cranes (60%) and a beam launcher (40%).

The Beauharnois Canal Bridge was a $385 million, 1.55-mile bridge with two separate decks (eastbound and westbound), one deck built with a composite box girder structure 11 feet deep designed to be launched over the canal from the east abutment, and the other deck built using conventional precast concrete beams six feet deep, precast concrete slabs and an in situ concrete deck. The steel deck consists of 18 spans, with the majority being approx. 246 feet long, with a main span at 450 feet long that spans over the shipping channel.

**VALUE-ADDED TO PROJECT**
- Design-Build component in the project development and optimization
- Extensive roadway construction and 1.7 million m$^2$ of asphalt
- Construction in land and water environmentally sensitive areas
- Construction over a navigation channel which required coordination with marine traffic and marine authorities
- Construction of the Beauharnois Bridge; which we believe is of similar scale and complexity to the I-64 High Rise Bridge

**VALUE-ADDED TO PROJECT**
To comply with the project schedule, jacking equipment and auxiliary supports were used for the parallel and simultaneous launching of both decks for the Beauharnois Bridge; the most complex and critical structure of the new Autoroute 30 Project. Subject to a very tight schedule on account of severe construction restrictions imposed by the St. Lawrence Seaway Corporation over their land, the bridge had to be designed for construction in challenging weather conditions, as construction work over the shipping channel could only be performed from December 20th to the end of March, the three months of winter when the shipping channel closes due to low temperatures and ice formation. Because of contract restrictions, work over the main span that required the use of cranes and other lifting equipment was limited to the noted three-month winter period. This prompted Dragados to devise an innovative girder launching technological solution that would allow construction of the main span to proceed outside of the three-month winter window. The designer was instructed to adjust the bridge design and erection stresses to account for launching of the girders from the west abutment over the canal and over the shipping channel, a method that would allow erection of the 450 ft long main span girders over the shipping channel on a single operation and in as little as two days.

**Narrative describing the Work Performed by the Firm identified as the Lead Contractor for this procurement. If the Offeror chooses to submit work completed by an affiliated or subsidiary company of the Lead Contractor, identify the full legal name of the affiliate or subsidiary and the role they had in this Project, so the relevancy of that work can be considered accordingly. The Work History Form shall include only one singular project. Projects with multiple phases, segments, elements, and/or contracts shall not be considered a single project. If a project listed includes multiple phases, segments, elements, and/or contracts, the SOQ may be rendered non-responsive.**

**Narrative describing the Work Performed by the Firm identified as the Lead Contractor for this procurement. If the Offeror chooses to submit work completed by an affiliated or subsidiary company of the Lead Contractor, identify the full legal name of the affiliate or subsidiary and the role they had in this Project, so the relevancy of that work can be considered accordingly. The Work History Form shall include only one singular project. Projects with multiple phases, segments, elements, and/or contracts shall not be considered a single project. If a project listed includes multiple phases, segments, elements, and/or contracts, the SOQ may be rendered non-responsive.**

**As a reflection of this Project’s success, it received the Transportation Association of Quebec Awards for Excellence in Transportation, Infrastructure and Distinction, 2013.**
ROLE AND SCOPE OF WORK

As a partner in this joint venture, Flattiron was responsible for the construction of the new 1,546-foot Arthur Ravenel, Jr. Bridge over the Cooper River. The bridge was constructed in five separate, simultaneous phases to manage overall construction: two interchanges, two high-level approaches and a main span. For example, the main span team began building the bridge deck before completion of the towers. This allowed the team to have more control of the project and facilitate the use of specialized talent.

PROJECT DESCRIPTION

The Arthur Ravenel, Jr. Bridge was the longest cable-stayed bridge on the continent and SCDOT's largest single transportation infrastructure project at the time of construction, spanning 1,546 feet across the Cooper River adjacent to Charleston's port, considered the busiest in the entire southeastern US. Over this navigable water channel, the main span has a horizontal clearance of 1,000 feet and vertical clearance of 186 feet to allow safe passage for marine traffic. The cable-stayed bridge is supported by two 573-foot-tall towers visible from 30 miles away and required 128 cable stays to suspend the structural steel girders and Precast concrete deck panels that were erected using the balanced cantilevered method. It comprises four lanes of traffic in each direction with a median barrier and a 12-foot-wide bicycle/pedestrian path, and is flanked by more than a mile of eight-lane high-level approaches and significant interchanges in Mount Pleasant and Charleston.

The bridge replaces the older John P. Grace Memorial Bridge and the Silas N. Pearman Bridge, built in 1929 and 1966 respectively, and has been designed to withstand earthquakes. Category 5 hurricanes and ship impacts. Located directly in the Cooper River, each main span tower and tower footing is protected from ship impact by an environmentally friendly man-made rock island with a sloping design where ships can ground themselves, lessening potential damage to the bridge, ship, and environment. The team placed 531,000 tons of quarry stone and 167,000 tons of armor stone to form a protective barrier around each of the towers. Eleven 10-foot-diameter drilled shafts plunge up to 230 feet through each...
A. Project Name & Location  
Name: Washington Bypass  
Location: Washington, NC (Bridge)

b. Name of the prime design consulting firm responsible for the overall project design.  
Name: AECOM

C. Contact information of the Client or Owner and their Project Manager who can verify Firm’s responsibilities.
Name of Client/Owner: North Carolina Department of Transportation (NCDOT)  
Phone: 877-368-4968  
Project Manager: B. Ed Eatmon  
Phone: 252-439-2800  
Email: beatmon@ncdot.gov

D. Contract Completion Date (Original)  
11/2010

E. Contract Completion Date (Actual or Estimated)  
3/2010 Actual

F. Contract Value (in thousands)  
Original Contract Value: $192,000  
Final or Estimated Contract Value: $199,000 (Owner Directed Changes to Scope of Work)  
$119,900

G. Dollar Value of Work Performed by the Firm identified as the Lead Contractor for this procurement. (in thousands)  
$119,900

H. Narrative describing the Work Performed by the Firm identified as the Lead Contractor for this procurement. If the Offeror chooses to submit work completed by an affiliated or subsidiary company of the Lead Contractor, identify the full legal name of the affiliate or subsidiary and the role they will have on this Project, so the relevancy of that work can be considered accordingly. The Work History Form shall include only one singular project. Projects with multiple phases, segments, elements, and/or contracts shall not be considered a single project. If a project listed includes multiple phases, segments, elements, and/or contracts, the SOQ may be rendered non-responsive. In any case, only the first phase, segment, element, and/or contract listed will be evaluated.

ROLE AND SCOPE OF WORK

As the lead joint venture partner, Flatiron managed the construction of the new $192 million 6.8-mile-long Washington Bypass around Washington and Chowhound, N.C. The new bypass was completed eight months early and was the largest construction contract ever awarded by NCDOT at the time of bid. The project consisted of constructing a four-lane new location freeway with two interchanges and six bridges, including the 2.8-mile-long bridge over the Tar River and its adjoining environmentally sensitive wetlands. Additional scope of work included drainage, erosion control, signing, traffic control, signals, and right-of-way acquisition. To further reduce environmental disturbances, all operations were performed without the use of temporary access trestles.

PROJECT DESCRIPTION

The project included construction of a three-mile bridge over the Tar River and environmentally sensitive wetlands. To ensure minimal disturbance to the surrounding environment, Flatiron developed innovative construction methods and utilized a patented variation of the top-down construction technique. This span-by-span construction method used the newly constructed permanent structure for personnel access and material deliveries. The process consisted of self-contained gantries capable of performing all tasks associated with the bridge construction, including driving the precast piles, building the bent caps, erecting the 128-foot-long precast girders and pouring the deck. Top-down construction, a commonly used construction method worldwide, was improved and customized for the portions of the new Tar River Bridge over wetlands. The new method significantly reduced temporary impacts on wetlands beneath and around the new bridge, and allowed these areas to recover more quickly than if they had been covered by a temporary work bridge that would have been necessary with conventional construction methods. It also allowed an accelerated construction schedule in which the team completed the project eight months early.

The main bridge was divided into two work segments, north and south of the Tar River. The now-patented process consisted of two self-contained gantries capable of performing all the tasks associated with the bridge construction, including driving 124-foot-long precast piles, erecting 50-ton bent caps, erecting 121-foot-long precast girders, and supporting deck pouring operations. The two self-launching 594-foot-long gantries, each weighing about 750 tons, worked simultaneously from each end of the bridge toward the middle of the structure.

As a span was completed and the deck was cured, the gantry was launched ahead to begin the pile driving on the next span. Each system was designed to be a totally self-contained bridge-building machine. It was capable of driving piles, erecting the bent caps, erecting the girders, and pouring the deck.

RELEVANCE TO PROJECT

- Lead joint venture partner for a design-build bridge with a vertical clearance of 45 feet over a 2,080-foot navigable water channel
- Completed eight months early with no environmental violations
- Innovative patented, proprietary top-down construction technique to minimize footprint over wetlands
- Required utility relocation, permitting, and right-of-way acquisition
- Exceeded the project DBE goal of 8.8% with an actual usage of 9.7%
- Ten national awards received for this project including the American Road and Transportation Builders Association - Globe Award Honorable Mention, 2011, and the Associated General Contractors of America - Aon Build America Award, 2011

VALUE-ADDED

Challenge: Both design and construction of the 2.8-mile-long, four-lane bridge structure over the Tar River and environmentally sensitive wetlands proved to be challenging. Additionally, this region is often in the path of hurricanes that land on the North Carolina Coast.

Solution: A new and innovative top-down construction approach using a unique overhead gantry dramatically reduced impacts on more than 14 acres of wetlands and accelerated the construction schedule when compared with conventional construction techniques. This dramatic reduction in wetland disturbance was warmly embraced by NCDOT, the US Army Corps of Engineers, NC Division of Water Quality, NC Department of Natural Resources, US Coast Guard, and other environmental agencies during the permitting process. The world’s first application of the pile driving operation from an erection gantry is the most unique feature of the system and the essential element that truly eliminated the need for equipment and temporary access trestles and ground work in the fragile wetlands.

A pair of 592-foot-long, 750 ton, custom-built gantries, one at each end of the bridge working toward the middle of the bridge structure, built the entirety of the structure from the top down. The gantries were manufactured by DEAL and Berminghammer under direction from Flatiron. The self-launching truss system performed the complete sequence of construction activities — from driving 30-inch square pre-stressed concrete piling to setting precast post-tensioned bent caps and 72-inch modified Bulb-T girders to handling materials for construction of the cast-in-place concrete deck. Construction activities occurred simultaneously across three spans (typically 120 feet in length) in an assembly line progression. As a span is completed and deck cured, the gantry is launched ahead to begin the pile driving on the next span.

Additionally, the bridge was designed to withstand incredible loads far greater than normal traffic service load — from the construction activities to storm surge and 100 mph from hurricane events. This design allowed construction activities to proceed normally until wind speeds reached 45 mph, at which time the gantry was secured in place in a short-term out-of-service condition. If wind speeds exceeded 64 mph, the gantry was retracted to a position over a completed span and securely anchored to the deck. This section of the Tar River is also subject to tidal action and the potential scour from storm surge intensified the loading to the substructure elements.
ROLE AND SCOPE OF WORK

As the Prime Contractor, Flatiron widened and installed express toll lanes from Bellevue to Lynnwood, Washington, on Interstate 405 (I-405), a major artery running along the east side of Lake Washington near Seattle. With an average of 800,000 trips made every day, the $158 million design-build project relieved congestion along 17 miles of the interstate by adding tolling infrastructure and an additional lane in each direction. Crews also constructed a braided ramp bridge to separate vehicles entering and exiting I-405 at the interchange with State Route 522, further easing congestion and increasing safety. Other work included a new Intelligent Transportation System (ITS) network, widening and retrofitting an existing bridge, advanced storm water treatment systems, and noise walls, upgrading barriers, and resurfacing much of the existing freeway.

PROJECT DESCRIPTION

To deliver the 17-mile portion of I-405, Flatiron converted High Occupancy Vehicle lanes to High Occupancy Toll (HOT) lanes and widened the interstate to add two HOT lanes in each direction along a portion of the project. Work included one major new bridge structure at an interchange, significant drainage, paving, milling and overlaying the entire existing facility, and constructing the complete ITS backbone and electrical illumination system. Work also included noise walls, retaining walls, landscaping, three mitigation sites (streambed and two wetlands), and ADA improvements (curb ramps and sidewalks). Additionally, protections were put in place for any utility except one (only one relocation required) and our team was responsible for managing those agreements and design. The project team also earned 98% of a $600,000 environmental incentive payment, as we worked to maintain water quality throughout the project.

The additional tolled express lanes along the 17-mile stretch required extensive traffic management. First, Flatiron shifted traffic to the outside and rebuilt the inside lanes, followed by a traffic shift to the middle to reconstruct and widen the outside lanes. Phase 3 included striping and served as the pre-rollout configuration for a period of 270 days. Flatiron coordinated with the toll vendor, who during this pre-rollout phase used specialized equipment to run a series of tests over a 120-day period. Once the toll system passed the required tests, Flatiron and WSDOT performed a live rollout, during a 54-hour weekend, during which all 35 miles of roadway were restricted, the buffer zone was installed, and the tolling system was turned on. Additionally, the project required work at two bridge sites. The first required widening of an existing mainline bridge over a median to accommodate three girders lines of widening and a seismic retrofit underneath interchange ramp. Flatiron phased this part of the project by shifting traffic toward the entire northbound mainline bridge. All of the bridge work was performed under live traffic, and an interim milestone for toll infrastructure completion was included for this project. When WSDOT’s procurement of the I-405 toll vendor was delayed, Flatiron worked with WSDOT to mitigate these delays while still achieving the important toll infrastructure completion milestone.

The project required installation of tolling and ITS infrastructure, including toll cabinets, toll reader boxes, and toll gantries to accommodate 21 new toll zones. Each toll zone required two gantries, 30 feet apart. The gantries were mono-tube steel structures on drilled shafts. Work also included the conduit system that connected these gantries to the reader and toll cabinets, including installation of 30 CCTV cameras as part of the ITS system, as well as live-power transformers and a separate fiber optic communication system.

RELEVANCE TO PROJECT

✓ Prime Contractor for a design-build project comprising tolled express lanes, widening of bridges, a new bridge structure, ITS, and advanced storm water treatment systems.

✓ Complex MOT requiring more than 20 closures per night with up to six MOT crews and development of more than 200 individual Traffic Control and Detour Plans.

✓ Implementation of a comprehensive Environmental Compliance Monitoring Program that included noise and air quality monitoring; permitting, three separate mitigation sites; erosion/sedimentation control; water quality monitoring; and wildlife management.

✓ Close coordination with multiple stakeholders including WSDOT, a separate tolling vendor, Cities of Bellevue, Kirkland, Bothell and Woodinville, utility owners in each city, the metro, and tolling authority.

VALUE-ADDED Challenge: The owner’s concept specified taking an existing on-ramp (where there was also mainline traffic) to get to an interchange, and a braided ramp design that required a large cut into a known slide zone, creating a large risk. Solution: An alternative technical concept (ATC) was proposed at the second bridge site to mitigate two issues by reducing night work and excavation of a known slide zone. The ATC adjusted traffic movements to remove live traffic from that work zone and built a temporary loop ramp on the other side. This eliminated night work and minimized noise impacts to a condo complex 10 feet away from the construction site. Additionally, geometry of the braided ramp was redesigned, eliminating a 200,000-yard cut in the slide zone. Not only did this reduce that slide zone risk, but it also enabled the team to mine MSE wall backfill onsite, changing a 600,000-yard off-haul job into a balanced project. One of the noise walls was also eliminated by using an earthen berm instead, contributing to the earthwork balance on the project.

Challenge: A toll vendor was not selected until five months after design began—indeed, the design and construction team had already completed half of the design and begun construction by that point. The chosen vendor’s technology had limitations, including a maximum allowable distance from the toll cabinet to the toll gantry. Solution: The Flatiron team redesigned some of these elements and reconstructed part of the project to accommodate limitations, including moving gantries and toll cabinets. Since construction had already begun, the design was broken into smaller packages so that design could keep up with construction. The team was able to accommodate this relatively large impact without any additional cost to the owner.
3.4.1b LEAD DESIGNER WORK HISTORY FORMS
**LEAD DESIGNER - WORK HISTORY FORM**

**ATTACHMENT 3.4.1(c)**

**LIMIT 1 PAGE PER PROJECT**

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
<th>b. Name of the prime/ general contractor responsible for overall construction of the project.</th>
<th>c. Contact information of the Client and their Project Manager who can verify Firm’s responsibilities.</th>
<th>d. Construction Contract Start Date</th>
<th>e. Construction Contract Completion Date (Actual or Estimated)</th>
<th>f. Contract Value (in thousands)</th>
<th>g. Design Fee for the Work performed by the Firm identified as the Lead Designer for this procurement. (in thousands)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>95 Express Lanes Design-Build Segment 1</strong></td>
<td><strong>Fluor-Lane 95 LLC</strong></td>
<td><strong>Virginia Department of Transportation (VDOT)</strong></td>
<td><strong>February 2012</strong></td>
<td><strong>July 2015</strong></td>
<td><strong>$691,147</strong></td>
<td><strong>$12,000</strong></td>
</tr>
</tbody>
</table>

**Location:** Prince William and Stafford Counties (Roadways)

**Project Description:** New ingress/egress points included two flyovers from the Express lanes to the southbound 95 general purpose lanes and one northbound slip ramp from 95 to the Express lanes. HDR provided design services for seven new bridges along the project corridor.

**Role and Scope of Work of Team Member:** HDR served as the lead designer for Segment 1 of the 95 Express Lanes design-build project which included the engineering design, plan development, and engineering coordination during construction for nine miles of two-lane reversible Express lanes within the existing interstate median. Office Locations where design work was performed include Vienna, VA; Virginia Beach, VA; Glen Allen, VA.

**Project Duration:** February 2012 - July 2015

**Construction Contract Value (Original):** $691,147

**Contract Value (Actual or Estimated):** $726,194

**Construction Contract Value (Owner Directed Changes to Scope of Work):** $12,000

**Design-Build:** Yes

**Roadways:** Yes

**Survey:** Yes

**Structures and Bridges:** Yes

**Environmental:** Yes

**Geotechnical:** Yes

**Hydraulics:** Yes

**Stormdrain and SWM:** Yes

**Demolition of Structures:** No

**Retaining Walls:** Yes

**Traffic Control Devices:** Yes

**Value Added by HDR to the Project:** Design efforts accounted for tight urban environment constraints and large volumes of traffic (AADT nearly 250,000). Segment 1 project included over 4.5 miles of new storm drainage pipe, analysis and design of stormwater management basins for water quality and quantity control. The scope also included the development of signing, lighting, pavement marking and sequence of construction/maintenance of traffic plans. HDR was responsible for the ITS design and construction support that consisted of multiple subsystems including CCTV traffic surveillance cameras, toll and driver information DMS signs, video-based automatic incident detection cameras, etc. Segment 1 included nine miles of reversible Express Lanes in the 95 median. Ingress and egress included steel curve girder flyover ramps and the northbound entrance and southbound exit to the 29 mile facility. Gaunters and gate systems were placed at strategic locations to accommodate the traveling public demand and provide a safe operation for high speed reversible traffic.

**Maintenance of Traffic/PUBLIC SAFETY:**  MOT along this heavily traveled and congested interstate corridor was critical (AADT of nearly 250,000). The 95 Express Lanes project presented numerous work zone ingress/egress challenges and very tight work areas due to the heavy traffic and median work zone conditions. The Team mitigated this challenge by working with construction and engineering personnel to devise optimal MOT schemes and develop efficient construction sequencing.

**Stakeholder Coordination:** Yes

**Transportation Management Plan:** Yes

**Traffic Control Devices:** Yes

**Utility Coordination:** Yes

**Stakeholder Coordination:** Yes

**Transportation Management Plan:** Yes

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**Maintenance of Traffic/PUBLIC SAFETY:**  MOT along this heavily traveled and congested interstate corridor was critical (AADT of nearly 250,000). The 95 Express Lanes project presented numerous work zone ingress/egress challenges and very tight work areas due to the heavy traffic and median work zone conditions. The Team mitigated this challenge by working with construction and engineering personnel to devise optimal MOT schemes and develop efficient construction sequencing.
ATTACHMENT 3.4.1(c)

LEAD DESIGNER - WORK HISTORY FORM

(LIMIT 1 PAGE PER PROJECT)

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<th>g. Design Fee for the Work Performed by the Firm identified as the Lead Designer for this procurement (in thousands)</th>
</tr>
</thead>
<tbody>
<tr>
<td>I-495 Dulles Toll Road Interchange Design-Build</td>
<td>Fluor-Lane LLC</td>
<td>Virginia Department of Transportation</td>
<td>January 2010</td>
<td>November 2012</td>
<td>$67,000</td>
<td>$67,000</td>
</tr>
</tbody>
</table>

Role and Scope of Work of Team Member: HDR served as lead designer on this project which included engineering design, plan development, and engineering services during construction. The project design was performed out of HDR's offices in Norfolk, VA; Glen Allen, VA; Vienna, VA; Jacksonville, FL; Pittsburgh, PA; The Metropolitan Washington Airports Authority (MWAA), a major stakeholder to the I-495 Express Lanes Project and Owner of the land in the vicinity of the interchange, required modifications to this interchange to provide direct connection from the Dulles International Airport Access Highway (DIAAH) to I-495 as part of the I-495 Express Lanes design-build project. HDR evaluated the near and long term improvements required to alleviate the merge and weave conditions to determine modifications required to the Project, which was in design and construction at the time, as well as considerations for the future Metro Rail planned by MWAA in the median of the DIAAH corridor.

Project Description: HDR prepared the final design for the improvements to the DIAAH, Dulles Toll Road, and I-495 interchange. The Project included modifications to the Dulles Toll Road ramp network to accommodate the I-495 Express Lanes; the relocation of approximately 1 mile of the eastbound DIAAH; and construction of approximately 1 mile of new ramp providing a direct connection for eastbound DIAAH to both northbound and southbound I-495. This new ramp construction included an 872’ curved steel bridge crossing over the Dulles Toll Road with high MSE wall approaches. Geotechnical investigation and final design was completed in six months. One of the key challenges for this project was the special design of a barrier for the road close to the new bridge substructure. Design exception was obtained.

Due to the complex roadway geometry, two straddle bent piers and two integral steel plate pier diameters were needed to clear the roadway below and support the structure above. Pier 2 has a 72’ span steel box girder straddle bent. Pier 5 has a 64’ span steel box girder straddle bent. Pier 1 and 6 use integral steel plate pier structures to reduce the size of concrete pier cap for roadway clearance. The box girders were designed with future jacking and inspection access requirements. HDR also oversaw all engineering issues during construction.

Relevance to Project:
- Design Build
- Roadsides
- Survey
- Structures and Bridges
- Environmental
- Geotechnical
- Hydraulics
- Stormdrain and SWM
- Demolition of Structures
- Guardrail
- Retaining Walls
- Traffic Control Devices
- Signs, Sign Structures, and Foundations
- Transportation Management Plan
- MOT under heavy ADT
- Managed Lanes
- Utilities
- Stakeholder Coordination
- Public Hearing and Public Involvement
- QA/QC
- Construction Engineering and Inspection
- Project Management and Coordination with other Active Construction Projects

Value Added by HDR to the Project:
- Maintenance of Traffic Plan: The maintenance of traffic plan not only had to consider the heavy traffic demand along the Dulles Toll Road, but also needed to consider the active construction work zones for the I-495 Express Lanes project. Constant coordination during design was required with both the Contractor and the other design consultant to ensure a seamless integration of this project and an effective MOT Plan. The plan included temporary connections between the DIAAH and the DTR roadways as well as utilizing portions of the new ramp systems under construction for the I-495 Express Lanes.

Hydraulics: The hydraulic design for the Project included both open and closed system storm sewer conveyance design. Stormwater management was provided through a joint design with the I-495 Express Lanes project. Like the roadway design, constant coordination was required to integrate this project with the active construction project of the I-495 Express Lanes.

Roadway: Associated with the roadway design, the Project also included signing and pavement marking and lighting improvements associated with the interchange modification.

Geotechnical Design: Associated with the bridge design, the HDR team provided geotechnical investigation and final design for the new ramp roadway and structure. The geotechnical investigation began in January 2010 and was conducted during one of the worst winters in the DC area in decades. HDR provided full time field staff to orchestrate the field work during this challenging time. As lab tests were performed on the 30 soil borings, HDR provided immediate, phased geotechnical design data to the structural designers to allow for an accelerated structural design schedule of four months. The high MSE walls at one of the bridge ends was located over poor soils and required innovative stabilization and settlement techniques that were both cost effective and allowed for fast construction.

In addition to MSE retaining walls, soil nail walls were required to convert the existing sloped abutments of SB I-495 over the DTR to vertical abutments, allowing a wider roadway section to pass underneath.
ATTACHMENT 3.4.1(c)

LEAD DESIGNER - WORK HISTORY FORM

(LIMIT 1 PAGE PER PROJECT)

a. Project Name & Location
   - Herbert C. Bonner Bridge Replacement
   - North Carolina Department of Transportation (NCDOT)

b. Name of the prime/ general contractor responsible for overall construction of the project.
   - PCI Civil Constructors

Name: Herbert C. Bonner Bridge Replacement
Location: Outer Banks, North Carolina (Bridge)

Name: PCI Civil Constructors
Name of Client: North Carolina Department of Transportation (NCDOT)
Phone: 704.983.4171
Project Manager: David Hering, LG, PE
Phone: 919-707-6617
Email: dithering@ncdot.gov

Role and Scope of Work of Team Member:
HDR is the Lead Designer for PCI Civil Constructors, the design-build team working for the North Carolina Department of Transportation (NCDOT), on the 2.8-mile replacement of the Herbert C. Bonner Bridge in Dare County. As Lead Designer, HDR provided all roadway, geotechnical and bridge design services, as well as environmental permitting services. Office location(s) where the design work was performed include Virginia, NC; Charleston, SC; Tampa, FL; Pittsburgh, PA; Newark, NJ; Kansas City, MO; Chicago, IL.

Project Description:
The existing bridge carries North Carolina Highway 12 across the Oregon Inlet from Bodie Island to Hatteras Island, part of the North Carolina Outer Banks barrier island system, and lies within both the Cape Hatteras National Seashore and the Pea Island National Wildlife Refuge. It is the only access route to and from Hatteras Island and is a critical hurricane evacuation route. Over 50 years old, the bridge suffers from severe deterioration and scour problems. The replacement bridge will provide a new link to Hatteras Island with a 100-year service life.

Project Relevance:
- Coastal Condition
- Navigation Channel
- Similar type of geological condition
- Design-Build
- Roadways
- Survey
- Structures and Bridges
- Environmental
- Geotechnical
- Hydraulics
- Stormdrain and SWM
- Demolition of Structures
- Retaining Wall

Value Added by HDR to the Project:
- A Tough Environment. The project site poses extreme challenges to both the designers and the contractor. The Oregon Inlet is highly dynamic with severe scour and significant changes in bathymetry from week to week, in addition to high winds and swift currents. The project involved extensive, complex 2-D hydraulic modeling, scour analysis and physical model scour testing. More than 50 new soil borings were obtained, in addition to 50 or more soil borings previously obtained by NCDOT. For such a long structure in a complex and challenging site, the Design Team chose to divide the bridge into five “regions” and tailored the design to the unique subsurface and scour conditions of each region. The superstructure will be highlighted by a 3,550-foot-long, 11-span continuous prestressed concrete box girder structure with multiple 350-foot navigation spans bordered by extensive low-level precast, prestressed concrete girder approach spans. The segmental concrete box girder and spans will be built using the balanced cantilever construction method. Numerous construction issues will be considered in the design process, including jacking of the superstructure to help mitigate the effects of the long-term creep and shrinkage strains that will occur in such a long continuous unit, minimizing loads on the columns foundations.

A Solid Foundation. While the scale of the superstructure is massive in and of itself, it is the substructure and foundation system for the bridge that is most impressive. Three different substructure and foundation systems were tailored specifically to the varying scour profiles and subsurface conditions of the site. Much of the low-level approach structures are founded on a totally precast pile bent structure system featuring vertical 54-inch-diameter precast cylinder piles with a precast concrete bent cap. The high-level navigation spans will be supported by precast, post-tensioned hollow concrete box columns founded on multiple 36-inch square precast concrete piles with a cast-in-place concrete pile cap. Between the low-level approach spans and the high-level navigation spans are transition units where two-column bents with precast, post-tensioned solid concrete columns and precast concrete bent caps are also founded on multiple 36-inch square precast concrete piles with a cast-in-place concrete pile cap. The extensive use of precast concrete structural elements provided the benefits of being economical, durable and easily constructed — all key criteria for a design build project being built in such a harsh marine environment. Piles will extend as deep as 140 feet below the water surface to address the potential for up to 84 feet of scour, but will need to be installed through as much as 140 feet of soil during the non-scoured construction conditions. Highly complex soil-structure interaction models of all the foundations were developed using sophisticated specialty software requiring a high degree of interaction between the structural and geotechnical engineers. The Design-Build Team has also developed creative solutions to reduce both temporary and permanent environmental impacts to the pristine natural coastline at the site.

A Collaborative Effort. The Project Team took a truly collaborative, multi-disciplinary approach to address all of the design challenges. The final bids testify that the team clearly provided the best value solution to NCDOT for a challenging, large-scale and high-profile project. After a lawsuit delayed the start of construction by several years, the replacement of the Herbert C. Bonner Bridge on the North Carolina Outer Banks is back on track.
3.5 LEAD CONTRACTOR SAFETY QUALIFICATIONS FORM
ATTACHMENT 3.5

(Addendum No. 1 Form 3.5)

LEAD CONTRACTOR SAFETY QUALIFICATIONS FORM

The following information will be used to understand and evaluate the Offeror’s past performance on safety in accordance with RFQ Section 3.5.

<table>
<thead>
<tr>
<th>Company Name:</th>
<th>Flatiron Constructors, Inc.</th>
<th>Date:</th>
<th>10/6/16</th>
</tr>
</thead>
<tbody>
<tr>
<td>Number of Employees:</td>
<td>3,300</td>
<td></td>
<td></td>
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</tbody>
</table>

<table>
<thead>
<tr>
<th>Workers’ Compensation Experience Modification Ratio (EMR) and/or Experience Modification Factor (EMF)</th>
<th>2013</th>
<th>2014</th>
<th>2015</th>
</tr>
</thead>
<tbody>
<tr>
<td>3.5.1.1 List your company’s Worker’s Compensation EMR/EMF calculated by National Council on Compensation Insurance, Inc. or other similar advisory organization or rating bureau for the past 3 years.</td>
<td>0.76</td>
<td>0.71</td>
<td>0.72</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Accident and Illness</th>
<th>2013</th>
<th>2014</th>
<th>2015</th>
</tr>
</thead>
<tbody>
<tr>
<td>3.5.1.2 List your company’s recordable injuries and illnesses rate for the past 3 years.</td>
<td>2.19</td>
<td>1.91</td>
<td>2.04</td>
</tr>
<tr>
<td>3.5.1.3 List your company’s days away from work injury incident rate for the past 3 years.</td>
<td>0.41</td>
<td>0.32</td>
<td>0.23</td>
</tr>
</tbody>
</table>

3.5.1.4 Submit a completed Occupational Safety and Health Administration (OSHA) Form 300A, Summary of Work-Related Injuries and Illnesses, for the past three (3) years.
OSHA's Form 300A (Rev. 01/2004)

Summary of Work-Related Injuries and Illnesses

All establishments covered by Part 1904 must complete this Summary page, even if no work-related injuries or illnesses occurred during the year. Remember to review the Log to verify that the entries are complete and accurate before completing this summary.

Using the Log, count the individual entries you made for each category. Then write the totals below, making sure you’ve added the entries from every page of the Log. If you had no cases, write “0.”

Employees, former employees, and their representatives have the right to review the OSHA Form 300 in its entirety. They also have limited access to the OSHA Form 301 or its equivalent. See 29 CFR Part 1904.35, in OSHA’s recordkeeping rule, for further details on the access provisions for these forms.

### Number of Cases

<table>
<thead>
<tr>
<th>Category</th>
<th>Total number of cases</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total number of deaths</td>
<td>0</td>
</tr>
<tr>
<td>Total number of cases with days away from work</td>
<td>10</td>
</tr>
<tr>
<td>Total number of cases with job transfer or restriction</td>
<td>16</td>
</tr>
<tr>
<td>Total number of other recordable cases</td>
<td>24</td>
</tr>
</tbody>
</table>

### Number of Days

<table>
<thead>
<tr>
<th>Category</th>
<th>Total number of days</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total number of days away from work</td>
<td>777</td>
</tr>
<tr>
<td>Total number of days of job transfer or restriction</td>
<td>872</td>
</tr>
</tbody>
</table>

### Injury and Illness Types

<table>
<thead>
<tr>
<th>Category</th>
<th>Total number of cases</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Injuries</td>
<td>50</td>
</tr>
<tr>
<td>(2) Skin disorders</td>
<td>0</td>
</tr>
<tr>
<td>(3) Respiratory conditions</td>
<td>0</td>
</tr>
<tr>
<td>(4) Poisonings</td>
<td>0</td>
</tr>
<tr>
<td>(5) Hearing loss</td>
<td>0</td>
</tr>
<tr>
<td>(6) All other illnesses</td>
<td>0</td>
</tr>
</tbody>
</table>

### Establishment Information

- **Year 2013**
- **U.S. Department of Labor**
- **Occupational Safety and Health Administration**
- **Form approved OMB no. 1218-0176**

- **Establishment Information**
  - **Your establishment name:** Flatiron Construction
  - **Street:** -Corporate Wide Report-
  - **City:** State **Zip:**
  - **Industry description (e.g., Manufacture of motor truck trailers):** Construction
  - **Standard Industrial Classification (SIC), if known (e.g., 3715):**
  - **OR:**
  - **North American Industrial Classification (NAICS), if known (e.g., 336212):** 2373

### Employment Information

- **Annual average number of employees:** 2371
- **Total hours worked by all employees last year:** 4931925

### Sign Here

Knowingly falsifying this document may result in a fine.

**Certify that I have examined this document and that to the best of my knowledge the entries are true, accurate, and complete.**

**Company executive**

**Phone:** 303-485-4050 **Date:** 09/26/16

**Save Input**
# Summary of Work-Related Injuries and Illnesses

All establishments covered by Part 1904 must complete this Summary page, even if no work-related injuries or illnesses occurred during the year. Remember to review the Log to verify that the entries are complete and accurate before completing this summary.

Using the Log, count the individual entries you made for each category. Then write the totals below, making sure you’ve added the entries from every page of the Log. If you had no cases, write “0.”

Employees, former employees, and their representatives have the right to review the OSHA Form 300 in its entirety. They also have limited access to the OSHA Form 301 or its equivalent. See 29 CFR Part 1904.35, in OSHA’s recordkeeping rule, for further details on the access provisions for these forms.

## Number of Cases

<table>
<thead>
<tr>
<th>Total number of deaths</th>
<th>Total number of cases with days away from work</th>
<th>Total number of cases with job transfer or restriction</th>
<th>Total number of other recordable cases</th>
</tr>
</thead>
<tbody>
<tr>
<td>0</td>
<td>9</td>
<td>29</td>
<td>15</td>
</tr>
</tbody>
</table>

## Number of Days

<table>
<thead>
<tr>
<th>Total number of days away from work</th>
<th>Total number of days of job transfer or restriction</th>
</tr>
</thead>
<tbody>
<tr>
<td>529</td>
<td>2161</td>
</tr>
</tbody>
</table>

## Injury and Illness Types

<table>
<thead>
<tr>
<th>Total number of...</th>
<th>(M)</th>
<th>(N)</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Injuries</td>
<td>53</td>
<td>0</td>
</tr>
<tr>
<td>(2) Skin disorders</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>(3) Respiratory conditions</td>
<td>0</td>
<td>0</td>
</tr>
</tbody>
</table>

---

Note: You can type input into this form and save it. Because the forms in this recordkeeping package are “fillable/writable” PDF documents, you can type into the input form fields and then save your inputs using the free Adobe PDF Reader.

---

### Establishment Information

- **Year establishment name:** Flatiron Construction
- **Street:** Corporate Wide Report
- **City:** State: Zip
- **Industry description:** Construction
- **Standard Industrial Classification (SIC), if known:** 3715
- **North American Industrial Classification (NAICS), if known:** 2372

### Employment Information

- **Annual average number of employees:** 2666
- **Total hours worked by all employees last year:** 5545849

### Sign Here

Knowingly falsifying this document may result in a fine.

I certify that I have examined this document and that to the best of my knowledge the entries are true, accurate, and complete.

[Signature]

Company executive

Title

Phone: 303-485-4050

Date: 09/26/16

---

Save Input
# OSHA's Form 300A

## Summary of Work-Related Injuries and Illnesses

All establishments covered by Part 1904 must complete this summary page, even if no work-related injuries or illnesses occurred during the year. Remember to review the Log to verify that the entries are complete and accurate before completing this summary. Using the Log, count the individual entries you made for each category. Then write the totals below, making sure you've added the entries from every page of the Log. If you had no cases, write "0."

Employees, former employees, and their representatives have the right to review the OSHA Form 300 in its entirety. They also have limited access to the OSHA Form 301 or its equivalent. See 29 CFR Part 1904.35, in OSHA’s recordkeeping rule, for further details on the access provisions for these forms.

### Number of Cases

<table>
<thead>
<tr>
<th>Total number of deaths</th>
<th>Total number of cases with days</th>
<th>Total number of cases with job transfer or restriction</th>
<th>Total number of other recordable cases</th>
</tr>
</thead>
<tbody>
<tr>
<td>0</td>
<td>7</td>
<td>34</td>
<td>20</td>
</tr>
</tbody>
</table>

### Number of Days

<table>
<thead>
<tr>
<th>Total number of days away from work</th>
<th>Total number of days of job transfer or restriction</th>
</tr>
</thead>
<tbody>
<tr>
<td>732</td>
<td>2169</td>
</tr>
</tbody>
</table>

### Injury and Illness Types

<table>
<thead>
<tr>
<th>Total number of...</th>
<th>(1) Injuries</th>
<th>(2) Skin disorders</th>
<th>(3) Respiratory conditions</th>
<th>(4) Poisonings</th>
<th>(5) Hearing loss</th>
<th>(6) All other illnesses</th>
</tr>
</thead>
<tbody>
<tr>
<td>(M)</td>
<td>61</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
</tbody>
</table>

---

Post this Summary page from February 1 to April 30 of the year following the year covered by the form.

Public reporting burden for this collection of information is estimated to average 50 minutes per response, including time to review the instructions, search and gather the data needed, and complete and review the collection of information. Persons are not required to respond to the collection of information unless it displays a currently valid OMB control number. If you have any comments about this estimate or any other aspects of this data collection, contact US Department of Labor, OSHA Office of Statistics and Analysis, Room N3714, 200 Constitution Avenue, NW, Washington, DC 20210. Do not send the completed forms to this office.

---

**Establishment Information**

- **Year**: 2015
- **U.S. Department of Labor**
- **Occupational Safety and Health Administration**

**Flatiron Construction**

- **Address**: Corporate Wide Report
- **City**: State: Zip:  
- **Industry Description**: Manufacture of motor truck trailers
- **Standard Industrial Classification (SIC)**, if known: 3715
- **Other Classification**: North American Industrial Classification (NAICS), if known: 336212
- **OR**: 2373

**Employment Information** (If you don't have these figures, see the Worksheet on the next page to estimate)

- **Annual average number of employees**: 2868
- **Total hours worked by all employees last year**: 596,688

**Sign Here**

Knowingly falsifying this document may result in a fine.

I certify that I have examined this document and that to the best of my knowledge the entries are true, accurate, and complete.

[Signature]

Title: VP-CHS

**Company Executive**

Phone: 503-405-4050

Date: 09/26/16

[Save Input]
ATTACHMENT 3.5

(Addendum No. 1 Form 3.5)

LEAD CONTRACTOR SAFETY QUALIFICATIONS FORM

The following information will be used to understand and evaluate the Offeror’s past performance on safety in accordance with RFQ Section 3.5.

<table>
<thead>
<tr>
<th>Company Name:</th>
<th>Dragados USA, Inc.</th>
<th>Date:</th>
<th>10/6/16</th>
</tr>
</thead>
<tbody>
<tr>
<td>Number of Employees:</td>
<td>705</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Workers’ Compensation Experience Modification Ratio (EMR) and/or Experience Modification Factor (EMF)</strong></td>
<td>2013</td>
<td>2014</td>
<td>2015</td>
</tr>
<tr>
<td>3.5.1.1 List your company’s Worker’s Compensation EMR/EMF calculated by National Council on Compensation Insurance, Inc. or other similar advisory organization or rating bureau for the past 3 years.</td>
<td>0.90</td>
<td>1.09*</td>
<td>0.90</td>
</tr>
</tbody>
</table>

*The 12/1/2014-15 NCCI rating is over 1.00 due strictly to adverse claims in a Florida wrap up program for I-595 Project during the calendar years 2011 and 2012. We expect to see continued reductions in the rating going forward as these older claims age out of the experience period.*

<table>
<thead>
<tr>
<th><strong>Accident and Illness</strong></th>
<th>2013</th>
<th>2014</th>
<th>2015</th>
</tr>
</thead>
<tbody>
<tr>
<td>3.5.1.2 List your company’s recordable injuries and illnesses rate for the past 3 years.</td>
<td>2.28</td>
<td>6.66</td>
<td>10.45</td>
</tr>
<tr>
<td>3.5.1.3 List your company’s days away from work injury incident rate for the past 3 years.</td>
<td>1.63</td>
<td>1.43</td>
<td>0.48</td>
</tr>
</tbody>
</table>

3.5.1.4 Submit a completed Occupational Safety and Health Administration (OSHA) Form 300A, Summary of Work-Related Injuries and Illnesses, for the past three (3) years.
### OSHA's Form 300A (Rev. 01/2004)

**Summary of Work-Related Injuries and Illnesses**

All establishments covered by Part 1904 must complete this Summary page, even if no injuries or illnesses occurred during the year. Remember to review the Log to verify that the entries are complete. Using the Log, enter the appropriate entries you made for each category. Then write the totals below, making sure you've added the entries from every page of the Log. If you had no cases write "0."

Employees former employees, and their representatives have the right to review the OSHA Form 300 in its entirety. They also have limited access to the OSHA Form 301 or its equivalent. See 29 CFR 1904.35, in OSHA's Recordkeeping rule, for further details on the access provisions for these forms.

#### Number of Cases

<table>
<thead>
<tr>
<th>Category</th>
<th>Total Number</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deaths</td>
<td>0</td>
</tr>
<tr>
<td>Cases</td>
<td>5</td>
</tr>
<tr>
<td>On-Work</td>
<td>0</td>
</tr>
<tr>
<td>Other</td>
<td>2</td>
</tr>
</tbody>
</table>

#### Number of Days

<table>
<thead>
<tr>
<th>Category</th>
<th>Total Number</th>
</tr>
</thead>
<tbody>
<tr>
<td>Days</td>
<td>265</td>
</tr>
</tbody>
</table>

#### Injury and Illness Types

<table>
<thead>
<tr>
<th>Type</th>
<th>Total Number</th>
</tr>
</thead>
<tbody>
<tr>
<td>Injury</td>
<td>7</td>
</tr>
<tr>
<td>Skin Disorder</td>
<td>0</td>
</tr>
<tr>
<td>Respiratory</td>
<td>0</td>
</tr>
<tr>
<td>Illness</td>
<td>0</td>
</tr>
<tr>
<td>Poisoning</td>
<td>0</td>
</tr>
<tr>
<td>Hearing Loss</td>
<td>0</td>
</tr>
</tbody>
</table>

### Establishment Information

- **Your establishment name:** Domoto USA (cumulative)
- **Street:** 819 Seventh Avenue, 8th Floor
- **City:** New York
- **State:** NY
- **ZIP Code:** 10019
- **Industry Description:** Manufacture of reefer, motor vehicle, and truck bodies; manufacturers of cooler trucks.
- **Standard Industrial Classification (SIC):** 3716
- **OR North American Industrial Classification (NAICS):** 336212

#### Employment Information

- **Annual average number of employees:** 300
- **Total hours worked by all employees last year:** 1,438,590

### Sign here

Kneelingly satisfying this document may result in a fine.

I certify that I have examined this document and that to the best of my knowledge the entries are true, accurate, and complete.

Wife

Company Representative

917-473-2676

Phone

11/15/15

Date
OSHA's Form 300A (Rev. 01/2004)
Summary of Work-Related Injuries and Illnesses

All establishments covered by Part 1904 must complete this Summary page, even if no injuries or illnesses occurred during the year. Remember to review the Log to verify that the entries are complete.

Using the Log, count the individual entries you made for each category. Then write the totals below, making sure you've added the entries from every page of the Log. If you had no cases write "0."

Employees' former employees, and their representatives have the right to review the OSHA Form 200 in its entirety. They also have limited access to the OSHA Form 201 or its equivalent. See 29 CFR 1904.35 in OSHA's Recordkeeping rule, for further details on the access provisions for these forms.

<table>
<thead>
<tr>
<th>Number of Cases</th>
<th>Number of Days</th>
<th>Injury and Illness Types</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total number of deaths</td>
<td>Total number of cases with days away from work</td>
<td>Total number of injuries (M)</td>
</tr>
<tr>
<td>0</td>
<td>3</td>
<td>13</td>
</tr>
<tr>
<td>(G)</td>
<td>(i)</td>
<td>(4) Injury</td>
</tr>
<tr>
<td>Total number of cases with job transfer or restriction</td>
<td>Total number of days of job transfer or restriction</td>
<td>Total number of cases (M)</td>
</tr>
<tr>
<td>3</td>
<td>137</td>
<td>0</td>
</tr>
<tr>
<td>(i)</td>
<td>(l)</td>
<td>(4) Injury</td>
</tr>
<tr>
<td>Total number of other recordable cases</td>
<td>Total number of injuries (M)</td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>(J)</td>
<td>(6) All Other Illnesses</td>
<td></td>
</tr>
</tbody>
</table>

Establishment Information

- Your establishment name: Dragster USA (cumulative)
- Street: 810 Seventh Avenue, 8th Floor
- City: New York
- State: NY
- Zip: 10019
- Industry description (e.g., Manufacture of motor trucks (trailer): Heavy Civil Construction)
- Standard Industrial Classification (SIC), if known (e.g., SIC 3715)
- North American Industrial Classification (NAICS), if known (e.g., 336212)
- Number of enrollments: 202
- Number of enrollments: 202
- Number of enrollments: 202
- Number of enrollments: 202
- Number of enrollments: 202

Employment Information

- Annual average number of employees: 202
- Total hours worked by all employees last year: 420,270.00

Sign here:

- Knowingly falsifying this document may result in a fine.
- I certify that I have examined this document and that to the best of my knowledge the entries are true, accurate, and complete.

Date: 11/23/13

Company executive

Post this Summary page from February 1 to April 30 of the year following the year covered by the form.

Public reporting burden for the collection of information is estimated to average 58 minutes per response, including time to review the instructions, 4400i and gather the data needed, and complete and review the collection of information. Persons are not required to respond to this collection of information unless it displays a currently valid OMB control number. If you have any comments about these estimates or any aspect of the data-collection contact 202 Department of Labor, OSHA Office of Statistics, Room N-3447, 200 Constitution Ave. NW, Washington, DC 20210. Do not send the returned forms to this office.
OSHA's Form 300A (Rev. 01/2004)
Summary of Work-Related Injuries and Illnesses

All establishments covered by Part 1904 must complete this Summary page, even if no injuries or illnesses occurred during the year. Remember to review the Log to verify that this entries are complete.

Using the Log, count the individual entries you made for each category. Then write the totals below, making sure you've added the entries from every page of the Log. If you had no cases write "0."

Employees, former employees, and their representatives have the right to review the OSHA Form 300 in its entirety. They also have limited access to the OSHA Form 301 or its equivalent. See 29 CFR 1904.35, in OSHA's Recordkeeping rule, for further details on the access provisions for these forms.

<table>
<thead>
<tr>
<th>Number of Cases</th>
<th>Total number of deaths</th>
<th>Total number of cases with days away from work</th>
<th>Total number of cases with job transfer or restriction</th>
<th>Total number of other recordable cases</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>(G)</td>
<td>(H)</td>
<td>(I)</td>
<td>(J)</td>
</tr>
<tr>
<td></td>
<td>0</td>
<td>2</td>
<td>8</td>
<td>15</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Number of Days</th>
<th>Total number of days away from work</th>
<th>Total number of days of job transfer or restriction</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>(K)</td>
<td>(L)</td>
</tr>
<tr>
<td></td>
<td>22</td>
<td>212</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Injury and Illness Types</th>
<th>Total number of...</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>(M)</td>
</tr>
<tr>
<td></td>
<td>(1) Injury</td>
</tr>
<tr>
<td></td>
<td>(2) Skin Disorder</td>
</tr>
<tr>
<td></td>
<td>(3) Respiratory</td>
</tr>
<tr>
<td></td>
<td>(4) Poisoning</td>
</tr>
<tr>
<td></td>
<td>(5) Hearing Loss</td>
</tr>
<tr>
<td></td>
<td>(6) All Other Illnesses</td>
</tr>
<tr>
<td></td>
<td>25</td>
</tr>
<tr>
<td></td>
<td>0</td>
</tr>
<tr>
<td></td>
<td>0</td>
</tr>
<tr>
<td></td>
<td>0</td>
</tr>
</tbody>
</table>

Post this Summary page from February 1 to April 30 of the year following the year covered by the form.

Public reporting burden for this collection of information is estimated to average 51 minutes per response. Including time to review the instruction, search and gather the data needed, and complete and review the collection of information. Persons are not required to respond to the collection of information unless it displays a currently valid OMB control number. If you have any comments about these estimates or any aspects of this data collection contact: U.S. Department of Labor, OSHA Office of Statistics, Room H-3544, 200 Constitution Ave NW. Washington, DC 20210. Do not send the completed forms to this office.

### Establishment Information

<table>
<thead>
<tr>
<th>Your establishment name</th>
<th>Dragados USA</th>
</tr>
</thead>
<tbody>
<tr>
<td>Street</td>
<td>810 Seventh Avenue, 9th Floor</td>
</tr>
<tr>
<td>City</td>
<td>New York</td>
</tr>
<tr>
<td>State</td>
<td>NY</td>
</tr>
<tr>
<td>Zip</td>
<td>10019</td>
</tr>
<tr>
<td>Industry description</td>
<td>Heavy Civil Construction</td>
</tr>
<tr>
<td>Standard Industrial Classification (SIC)</td>
<td>3715</td>
</tr>
<tr>
<td>OR North American Industrial Classification (NAICS)</td>
<td>332212</td>
</tr>
</tbody>
</table>

### Employment Information

- Annual average number of employees: 562
- Total hours worked by all employees last year: 145161

**Sign here**

Knowingly falsifying this document may result in a fine.

I certify that I have examined this document and that to the best of my knowledge the entries are true, accurate, and complete.

Michael Okunevich

**Company executive**

**Corp. Safety Director**

**Title**

**Phone**

212-779-5900

**Date**

Feb-16
APPROVED
JOINT VENTURE
BIDDING
AGREEMENT
Subject: FW: Your assigned Joint Venture # is JV079

From: Prequalification (VDOT) [mailto:Prequalification@VDOT.Virginia.gov]
Sent: Monday, October 03, 2016 12:22 PM
To: rbarreda-dragados-usa.com
Cc: Heredero Rodriguez, Gabriel Santiago; DePorter, Katie
Subject: Your assigned Joint Venture # is JV079

Dear Dragados USA, Inc.
And Flatiron Constructors, Inc.

Thank you for submitting the Joint Venture agreement to the Prequalification Office. We have processed the paperwork and the Joint Venture: Dragados|Flatiron High Rise JV and is assigned the # JV079.

Please feel free to contact me if there are any concerns.

Thank-you

Suzanne Lucas, CAPM

State Prequalification Supervisor
Construction Division
Virginia Department of Transportation
1401 East Broad Street
Richmond, Virginia 23219
(804)−786−2941

Email: Prequalification@VDOT.Virginia.gov
Application for Employer Identification Number

For use by employers, corporations, partnerships, trusts, estates, churches, government agencies, Indian tribal entities, certain individuals, and others. 

See separate instructions for each line. Keep a copy for your records.

Legal name of entity (or individual) for whom the EIN is being requested:

DRAGADOS USA

Type of business (if different from name on line 1):

Trade name of business (if different from name on line 1):

EXEAV, administrator, trustee, “care of” name

Mailing address (room, apt., suite no., and street, or P.O. box)

810 TH St, FL 4

City, state, and ZIP code (if foreign, see instructions)

NEW YORK, NY 10019

County and state where principal business is located

NEW YORK, NY

Name of responsible party:

DRAGADOS USA INC

SSN, ITIN, or EIN

20-3902316

If LLC is “Yes,” was the LLC organized in the United States?

Yes

Type of entity (check only one box). Caution. If LLC is “Yes,” see the instructions for the correct box to check.

Solo proprietor (SSN)

Estate (SSN of decedent)

Partnership

Plan administrator (TIN)

Corporation (enter from number to be filed)

Trust (TIN of grantor)

Public service corporation

National Guard

Church or church-controlled organization

Farmers’ cooperative

Other nonprofit organization (specify)

REMDC

Other (specify)

Indian tribal governments/enterprises

If a corporation, name the state or foreign country (if applicable) where incorporated

State

Foreign country

Reason for applying (check only one box)

Banking purpose (specify purpose)

Started new business (specify type)

Changed type of organization (specify new type)

Purchased going business

Consortium

Created a trust (specify type)

Compliance with IRS withholding regulations

Created a pension plan (specify type)

Data: Form SS-4 (Rev. 1-2010)

Closing month of accounting year

DECEMBER

If you expect your employment tax liability to be $1,000 or less in a full calendar year and want to file Form 944 annually instead of Forms 941 quarterly, check here. (Your employment tax liability generally will be $1,000 or less if you expect to pay $4,000 or less in total wages.) If you do not check this box, you must file Form 941 for every quarter.

Date of business started or acquired (month, day, year)

09-16-2016

Highest number of employees expected in the next 12 months (enter -0- if none)

0

Agricultural

15 First data wages or salaries were paid (month, day, year).

Nonresident alien (month, day, year)

Check one box that best describes the principal activity of your business:

Construction

Health care & social assistance

Realtor

Wholesale-agent/broker

Retail

Wholesale-other

Other (specify)

Finance & Insurance

Other (specify)

Classify principal line of merchandise sold, specific construction work done, products produced, or services provided.

Has the applicant entity shown on line 1 ever applied for and received an EIN?

Yes

If “Yes,” write previous EIN here

Other (specify)

Complete this section only if you want to authorize the named individual to receive the entity’s EIN and answer questions about the completion of this form.

Designee’s name

Designee’s telephone number (include area code)

Designee’s tax number (include area code)

Under penalties of perjury, I declare that I have examined this application, and to the best of my knowledge and belief, it is true, correct, and complete.

Employee and title of person filing (if any)

FERNANDO GONZALEZ - CHIEF FINANCIAL OFFICER

Applicant’s telephone number (include area code)

(212) 779-9060

Applicant’s fax number (include area code)

(212) 764-8302

Signature

Cat. No. 18080

For Privacy Act and Paperwork Reduction Act Notice, see separate instructions.

Form SS-4 (Rev. January 2010)

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03:47:08 p.m. 09-16-2016 1/1

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Submitted to:

Commonwealth of Virginia
Department of Transportation
Central Office Mail Center
Loading Dock Entrance
1401 E. Broad Street
Richmond, Virginia  23219

Submitted by:

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