REQUEST FOR QUALIFICATIONS
The Provision of Water and Wastewater Services within the Township of Mapleton, Ontario
AND
Design, Build, Finance, Operate and Maintain New and Existing Water and Wastewater Infrastructure under a Regulated Utility Model Servicing the Township of Mapleton

April 3, 2019

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1. Overview and Process

A. General Description

The Corporation of the Township of Mapleton (“Mapleton”) is issuing this request for qualifications (the “RFQ”) in order to prequalify parties with experience in the provision of services to be delivered under a regulated utility model (described further herein) (the “Prequalified Parties”, each a “Prequalified Party”) over a 20 year term, to:

(i) provide water and wastewater services to Mapleton that are currently performed by or under the control of Mapleton, excluding rate-setting and rate making functions (the “Existing Mapleton Services”),

(ii) design, build and finance new water and wastewater infrastructure for Mapleton (estimated capital requirements are between $15 million and $30 million over the next 20 years), subject to approval by Mapleton’s Council, (“New Infrastructure”), and

(iii) operate, maintain and finance all operation and maintenance costs (the “O&M Services”) associated with existing water and wastewater infrastructure and New Infrastructure over the term of and upon the expiration of an existing services agreement between the Ontario Clean Water Agency and Mapleton dated January 1, 2014 (the “Existing Services Agreement”).

The Existing Mapleton Services, New Infrastructure and O&M Services are collectively referred to in this RFQ as the “Project”. In general, Mapleton contemplates that the Project will be undertaken pursuant to the following documentation:

(i) a lease of the existing water/wastewater system (and any New Infrastructure added over the term of the agreement) between Mapleton, as lessor, and the successful Prequalified Party (the “Preferred Proponent”), as lessee (the “Lease”);

(ii) a project or concession agreement between Mapleton, as the contracting authority, and the Preferred Proponent, as the project entity or concessionaire, as applicable, that will, among other things, set out the overall responsibilities of the Preferred Proponent with respect to all aspects of the Project, provided that all powers to establish and set water and wastewater rates, development charges and other related tariffs shall remain at all times the exclusive authority of Mapleton’s Council (the “Project Agreement”); and

(iii) in respect of the O&M Services, an assignment of the Existing Services Agreement by Mapleton and an obligation on the Preferred Proponent to perform (or cause the performance) of the O&M Services upon the expiry of the Existing Services Agreement.

The Lease, Project Agreement and assignment of the Existing Services Agreement are referred to herein as the “Project Documentation”. 
B. Procurement Process (RFQ and RFP)

The procurement of the Project is expected to take place pursuant to a three stage process, as follows:

(i) **RFQ.** This RFQ precedes the request for proposals process (the “**RFP**”) in respect of the Project described below and is intended to identify Prequalified Parties that are eligible to participate in the RFP.

(ii) **RFP.** The RFP is the competitive procurement process that follows this RFQ and is intended to result in the identification of a successful Preferred Proponent.

(iii) **Implementation.** Once the Preferred Proponent has executed the Project Documentation, the Project will proceed in accordance with the terms of the Project Documentation.

Mapleton anticipates that this RFQ will be implemented in accordance with the following timetable set forth in Section G. All dates and times are subject to change in Mapleton’s sole discretion. Any changes in dates or times will be issued by way of an addendum to this RFQ. Changes to any other dates shall be provided only to Prequalified Parties in connection with the RFP.

Mapleton intends to use the information obtained in response to this RFQ to identify Prequalified Parties to proceed to the RFP procurement process stage, if any. Only those parties that have delivered a submission which meets all of the qualification requirements of this RFQ as determined by Mapleton will be permitted to proceed to the RFP stage.

C. Mapleton’s Objectives

Mapleton’s specific objectives and overall guiding principles for the Project are as follows:

- an approach that produces a regulated utility model outcome through the Project Documentation (regulation by contract) whereby Mapleton’s Council will act as regulatory authority in terms of establishing water and wastewater rates, considering and approving all New Infrastructure capital expenditures as required, enforcing reliability, service quality and other performance measures as agreed by the parties. In exchange, the Preferred Proponent will be provided with the opportunity to earn a rate of return on the notional rate base comprising the Mapleton water/wastewater system. Rate base will include all approved water/wastewater infrastructure capital expenditures made by the Preferred Proponent pursuant to the Project Documentation and investments approved by Mapleton;

- the engagement of a reputable and experienced Preferred Proponent that is capable of carrying out all of the obligations under the Project Documentation for the duration of the 20 year term;

- require a Preferred Proponent to undertake New Infrastructure for which Mapleton may not have the financial, technical or operational capacity or expertise;

- minimize the burden on Mapleton’s taxpayers with respect to the financing of New Infrastructure;
• mitigate the risk of immediate, unpredictable and large spikes in water/wastewater rates to finance New Infrastructure. Mapleton’s objective is neither to limit water/wastewater rates at current levels or limit rate increases to inflationary adjustments over the term of the Project Documentation; rather, Mapleton’s intent is to ensure smoother, reasonable but necessary and planned rate increases with respect to justifiable and prudent New Infrastructure investments and the ongoing maintenance and operation of the water/wastewater system in general;

• Mapleton considers a 60/40 debt/equity ratio to be the appropriate notional capital structure with respect to the Project and the allowed return on equity which the Preferred Proponent will be given the opportunity to pursue is expected to be comparable with that of other regulated monopoly utilities, such as electricity distribution (which in Ontario is regulated by the Ontario Energy Board);

• to maintain Mapleton’s existing municipal borrowing capacity for other municipal priorities over the long term and not to impair, reduce or otherwise affect Mapleton’s municipal borrowing capacity in any way in connection with the Project;

• to assure the residents of Mapleton that the existing infrastructure and New Infrastructure will remain at all times under public ownership by Mapleton during the 20 year term of the Project Documentation, and that Mapleton’s Council, over the term, will continue to approve water and wastewater rates, development charges and other related tariffs;

• to provide for stable, long-term development and availability of safe and reliable water and wastewater service throughout the term of the Project Documentation compliant with all relevant legislative requirements;

• to achieve efficiencies which may include reducing pollution, mitigating other adverse environmental impacts, realizing energy conservation related to the existing infrastructure and New Infrastructure;

• realize competitive development charges which may be associated with New Infrastructure;

• achieve water system service levels that are at least comparable to and potentially greater than service quality and reliability levels currently enjoyed at this time;

• work cooperatively and productively with Mapleton’s economic development department and planning department with respect to the deployment of New Infrastructure and operation of the water system generally; and

• explore opportunities for additional investment or other economic benefits offered by Prequalified Parties (e.g. commitments for local employment and other investments within the Township of Mapleton, such as the location of administrative or other facilities and investment related to the Project, or other investment opportunities such as the expansion of natural gas services and/or introduction and expansion of fibre optic networks in the municipality).
2. Qualification Submission

A. Qualification Submission

Parties that respond to this RFQ must make a submission, which consists of the following:

(i) a completed Qualification Submission Cover Form, in the form attached hereto as Appendix A, executed by an authorized signing officer of the party; and

(ii) a narrative description that sets out the following information:

(a) *Party’s Relevant Experience with Water/Wastewater Systems*: Describe the scope of the direct experience of the party in planning, engineering, designing, permitting, constructing, and operating private, municipal and regional water and wastewater systems. This assessment will include an evaluation of the depth of experience of any key personnel, consultants and contractors retained by the party. The party should clearly identify three (3) specific projects and describe their experience including identifying the jurisdiction, system size and characteristics, number of customers served, and nature of the interest in the system (owner, operator, lessee, concessionaire, other);

(b) *Team Qualifications*: Résumés for all key personnel proposed to take lead responsibilities for the Project, evidencing experience with respect to some or all of the functional skills required to deliver the Project;

(c) *Party’s Financial Strength and Financing Experience*: Financial strength of the party and identify the sources of the equity and debt financing, its experience in arranging equity and debt financing for water and wastewater projects. Parties must provide their audited financial statements for the last three (3) years (or unaudited if audited financial statements are not available at this time);

(d) *Corporate Reputation and Commercial References*: Commercial reputation and record of the party and its affiliates, including the party’s record with respect to claims, other commercial and contractual disputes, and participation in and findings made in connection with legal proceedings including civil and criminal litigation and administrative law and judicial inquiries related to procurement and related commercial transactions involving the party; and

(e) *Experience Operating a Regulated Monopoly Service*: Scope and depth of experience of the party in operating a utility in a rate-regulated environment, including its experience in working with municipalities, regulatory agencies and other quasi-judicial administrative tribunals, governments or other rate-making entities. The party should clearly describe specific examples of such experience including experience with respect to safety, innovation in delivery of services and customer service,

(the “Qualification Submission”).
B. Evaluation Criteria and Scoring

Mapleton will evaluate the Qualification Submissions that it receives in accordance with the following evaluation criteria:

(i) The Qualification Submission will be reviewed for substantial completeness on the basis that it contains the required information and that the Qualification Submission Cover Form is complete in all material respects. Any failure to provide a substantially complete Qualification Submission may result in a disqualification of a party’s Qualification Submission without further review or evaluation.

(ii) Mapleton will assess the technical and financial aspects of the Qualification Submission that confirm to the substantial completeness criteria outlined above. Mapleton’s Council will score each such Qualification Submission in accordance with the scoring categories set out below. Parties must achieve a minimum aggregate score of 70% across all categories and in addition parties are required to achieve a minimum of 70% score for the criterion “Relevant Experience with Water/Wastewater Systems”:

<table>
<thead>
<tr>
<th>Evaluation Criteria</th>
<th>Weighting</th>
</tr>
</thead>
<tbody>
<tr>
<td>Relevant Experience with Water/Wastewater Systems</td>
<td>30</td>
</tr>
<tr>
<td>Team Qualifications</td>
<td>25</td>
</tr>
<tr>
<td>Experience Operating a Regulated Monopoly Service</td>
<td>20</td>
</tr>
<tr>
<td>Financial Capacity</td>
<td>15</td>
</tr>
<tr>
<td>Commercial References</td>
<td>10</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>100</strong></td>
</tr>
</tbody>
</table>

Please refer to Appendix B for additional information regarding submission requirements.

Mapleton may change certain details of the Project in the RFP phase of the procurement process, if any, subject to any terms, conditions and limitations specified by Mapleton in the RFP.

C. Selection of Prequalified Parties

Following completion of the evaluation of Qualification Submissions, Mapleton intends to establish a list of Prequalified Parties eligible to participate in the RFP stage. Each Prequalified Party will be notified by Mapleton of its selection by way of a selection notice. After the selection of all Prequalified Parties, unsuccessful parties will be notified that they have not been selected as a Prequalified Party.
SELECTION OF A PREQUALIFIED PARTY DOES NOT CONSTITUTE AWARD OF PROJECT DOCUMENTATION OR PROJECT AGREEMENTS, AND CREATES NO LEGAL OBLIGATION OR LIABILITY UPON MAPLETON.

Mapleton will advise parties by the date specified in the RFQ Schedule regarding the next steps in the procurement process, if any.

D. Role of Borden Ladner Gervais LLP

Mapleton has retained Borden Ladner Gervais LLP as legal counsel to act on its behalf in connection with the RFQ process and any resulting procurement process. On behalf of and in consultation with Mapleton, Borden Ladner Gervais LLP will distribute the RFQ, conduct the RFQ process, receive Qualification Submissions, and address any questions related to the RFQ and Qualification Submissions.

E. Prohibited Communications

By accepting this RFQ, parties agree to refrain from having any independent discussions or communications with Mapleton or any of their employees, creditors, advisors, suppliers, customers, agents or representatives of the foregoing, including any member of Mapleton’s Council, regarding any aspect of the RFQ or the RFQ process.

All communications regarding the RFQ are to be conducted solely through Borden Ladner Gervais LLP, to the attention of J. Mark Rodger, Partner (contact details provided below).

Borden Ladner Gervais LLP is acting solely as legal counsel to Mapleton and not in any other capacity.

F. Submission of Qualification Submissions

Parties shall submit a USB containing an electronic copy or an electronic copy by PDF of the Qualification Submission to the offices of Borden Ladner Gervais LLP, to the attention of J. Mark Rodger.

Qualification Submissions are to be received by Borden Ladner Gervais LLP no later than 12:00:00 p.m. (ET) on Tuesday April 30, 2019.

Qualification Submissions are to be marked “Strictly Confidential” and delivered to:

J. Mark Rodger, Partner
Borden Ladner Gervais LLP
Bay Adelaide Centre, East Tower
22 Adelaide Street West
Toronto, Ontario
M5H4E3
MRodger@blg.com
### G. RFQ Schedule

Mapleton intends to conduct the RFQ process on the timetable set out below. However, Mapleton is not bound to follow the RFQ Schedule and may amend the RFQ Schedule at any time and from time to time:

<table>
<thead>
<tr>
<th>RFQ Activity</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. RFQ document made available to parties</td>
<td>April 3, 2019</td>
</tr>
<tr>
<td>2. Submission of Qualification Submissions</td>
<td>April 30, 2019</td>
</tr>
<tr>
<td>3. Review of Qualification Submissions</td>
<td>May 2019</td>
</tr>
<tr>
<td>4. Announcements to Prequalified Parties</td>
<td>By May 24, 2019</td>
</tr>
</tbody>
</table>

### H. Conflict of Interest

Parties shall disclose, as part of their Qualification Submission, any real or perceived conflict of interest that exists now or may exist in the future, with respect to the RFQ, Mapleton or any resulting transaction.

### I. No Collusion

Each party’s Qualification Submission shall be prepared without any connection, knowledge, comparison of information or arrangement with any other party, and each party is responsible for ensuring that its participation in this RFQ process is conducted fairly and without collusion.

### J. Ownership of Qualification Submissions

All Qualification Submissions and other supporting documentation received from parties shall become the property of Mapleton and will not be returned to such party.

### K. Costs and Fees

Mapleton shall have no responsibility or liability to any party for any costs and expenses incurred by such party relating to this RFQ process for any reason whatsoever including if Mapleton elects to terminate the RFQ and the RFQ process. All costs and expenses incurred by any person in connection with their Qualification Submission or otherwise in connection with this RFQ, are for the account and responsibility of such person. No compensation or commissions will be paid by Mapleton to any brokers, advisors or other intermediaries, or to the parties themselves.
L. No Damages

Mapleton and its advisors, including Borden Ladner Gervais LLP shall not be liable, in contract, tort, restitution or any other legal theory, to parties for any claim, action, costs, losses, damages or liability whatsoever arising from any act or omission of Mapleton in connection with the RFQ process including, without limitation, the rejection of any or all Qualification Submissions, the evaluation of any Qualification Submissions, conduct of negotiations with any party, the selection of any Qualification Submissions, the exercise of any right or for any information, advice, errors or omissions that may be contained in the RFQ.

M. Additional Terms and Conditions

It should be understood that absolutely no commitment has been made to proceed with the Project whatsoever and that neither the issuance of this RFQ and submission by a party of a Qualification Submission nor the participation by Mapleton or any of its representatives in the evaluation and negotiation process outlined herein will create a commitment or any form of agreement or contract between Mapleton and any party. No binding commitment to enter into any contract will be created except pursuant and subject to the terms of Project Documentation entered into between a party and Mapleton. Mapleton reserves the right to consider and use additional factors in evaluating, accepting or rejecting Qualification Submissions.

Mapleton will have the right to make public summary information from any one or more Qualification Submissions as it, in its sole discretion deems desirable or necessary.

Parties may not disclose any information about its Qualification Submission to any other person, other than its own representatives and advisors who shall be similarly bound not to make such disclosure. Any party found to have disclosed information about its Qualification Submission may be disqualified at the sole discretion of Mapleton.

This RFQ is being published in compliance with the Canada-European Union Comprehensive Economic and Trade Agreement (“CETA”) without prejudice as to whether the procurement is covered by Chapter 19 – Government Procurement of CETA.

N. Nature of the Information Provided

Neither Mapleton nor Borden Ladner Gervais LLP make any representations or warranties as to the accuracy or completeness of the information contained in the RFQ or in any response to any verbal or written questions or requests for information posed by any parties and shall have no liability for same. Each party should satisfy itself of the accuracy and completeness of all such information through independent means and shall make its own evaluation of the information.

Neither Mapleton nor Borden Ladner Gervais LLP make any representation or warranty that the information provided in the RFQ will not change after it has been provided to the parties. All of the information contained in this RFQ has been provided by Mapleton and is intended solely for the use of parties.
Each party is responsible for familiarizing itself with the regulatory regime governing the provision of water and wastewater services in Ontario including the present and possible future requirements of the Province of Ontario and all relevant governing bodies and applicable laws.

**O. Governing Law**

This RFQ, the RFQ process and all Qualification Submissions are governed by the laws of the Province of Ontario and the laws of Canada applicable therein.
Appendix A – Qualification Submission Cover Form

Note: completing and submitting this form as part of a Qualification Submission is a mandatory requirement.

RFQ: Projects involving Mapleton (the “RFQ”)

Party’s registered legal business name and mailing address:

__________________________________________

Party’s representative’s full name, telephone number, facsimile number, and email address:

__________________________________________

Capitalized terms not otherwise defined herein shall have the meaning ascribed thereto in the RFQ.

The parties hereby represents, agrees, declares and/or acknowledges that:

• The information that is submitted is, to the best of the party’s knowledge, complete, accurate and up-to-date;

• It consents to the disclosure of its information, including any information identified as confidential by it, by Mapleton and its affiliates, and any of their consultants or advisors who may be retained for the purposes of evaluating the information, as well as Mapleton’s employees and officers, who need to know in relation to the RFQ;

• The party has specifically identified any information in its Qualification Submission for which confidentiality is to be maintained by Mapleton (rather than the Qualification Submission as a whole);

• The RFQ and this Qualification Submission do not create any legal obligation on the part of Mapleton or restrict Mapleton’s rights regarding the procurement of any good or service;

• It consents to Mapleton performing checks with any references provided and with any other relevant references;

• Subject to any disclosures it may make in Exhibit “A”, it is not in a position of a conflict of interest in respect to responding to the RFQ and providing the Qualification Submission or, if awarded the bid, entering into an agreement with Mapleton, completing the Project. Subject to the disclosure in Exhibit “A” within this Appendix, the party has no unfair advantage, including access to confidential information (other than confidential information that may be disclosed to all parties as part of the RFQ procurement process), in bidding on this RFQ;

• It will obtain at its own cost all permits, licenses and approvals required in connection with the Project contemplated in the Qualification Submission and the RFQ;
The party acknowledges and agrees that Mapleton and its advisors, including Borden Ladner Gervais LLP, shall have no liability to the party or its affiliates in respect of the conduct of the procurement process relating to this RFQ process, whether in contract or tort or otherwise, and including, without limitation, for costs that the party or its affiliates incur with respect to the procurement process or for any loss of profit the party or its affiliates incur as a result of not being selected under this procurement process. The foregoing exclusion of liability in favour of Mapleton shall apply whether or not based on an allegation, whether in whole or in part, true or not, that Mapleton has conducted an unfair procurement process; and

The party acknowledges and agrees that this Qualification Submission Cover Form is paramount in the event of any inconsistency or conflict with any other aspect of party’s Qualification Submission.

[Name of party]:

Per:

I have authority to represent and bind the party.

Name:

Title:

Date:

Telephone:
Exhibit A – Disclosure of Conflict of Interest/Unfair Advantage

Subject to any disclosures provided in this Exhibit “A”, the party is not in a position of a conflict of interest in respect to responding to the RFQ and providing the Qualification Submission or, if selected, entering into an agreement with Mapleton to complete the Project. Subject to the disclosure in this Exhibit “A”, the party has no unfair advantage, including access to confidential information (other than confidential information that may be disclosed to all parties as part of the RFQ procurement process), in bidding on this RFQ:

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Appendix B – Submission Requirements

BACKGROUND INFORMATION ON THE PARTY:

A. Description of the Party

Provide a description of the Party, including a description of all firms of individuals who is a member of the Party ("Team Members") and the anticipated legal relationship among the Team Members (e.g., partners, joint-venture, shareholders, client-consultant). Please provide a copy of the Memorandum of Understanding (or other applicable agreements) which establishes the relationship between the Team Members of the Respondent and the % of each Team Member’s interest.

B. Role of Team Members

Briefly outline the Team Members’ roles and identify which Team Member(s) will provide equity in the Project and which Team Members will take the lead in carrying out the various roles. Provide an organizational chart showing the relationship between Team Members. In doing so, please show that the Party is complete and able to address all of the Project requirements, including but not limited to:

- Operations and Maintenance;
- Design
- Construction;
- Project Management; and
- Quality Management.

C. Role of Key Personnel

Identify the roles that will be played by key personnel in the form of one or more organization charts. In doing so, please ensure that the key personnel address all of the major Project requirements. Identify and submit résumés for all key personnel.

D. Controlling Interests

Identify the individuals, companies or other firms who hold a controlling interest in each Team Member.

E. Contact Person

Provide a contact person for all future communications between Mapleton and the Party. Please include the contact person’s name, title, organization, postal address, telephone number (including country code) and e-mail address.
Relevant Experience and Commercial References:

A. Relevant experience with water/wastewater systems:

Provide evidence of three projects that collectively demonstrate the following relevant experience with water and/or wastewater systems either in Canada or internationally. Please also reference the Team Members who participated in these projects and their roles.

(a) Operations and Maintenance

Provide a description evidencing the functional skills that could be required for the operation and maintenance of the Project, including:

- Operation and maintenance of water and wastewater infrastructure including treatment plants and water reservoirs in environments similar to Mapleton;
- Familiarity with Canadian and/or Ontario laws and regulations including water quality standards;
- Maintenance management, preventive maintenance and asset management systems use and deployment;
- Automation and instrumentation;
- Energy management;
- Residuals management;
- Water treatment plant and water reservoir;
- Worker safety protection;
- Staff training (safety and technical);
- Safety program deployment (staff and public);
- Technical support including discussion of availability (numbers and qualifications of support staff and scope of support by region);
- Integration of environmental protection;
- Coordination with water distribution clients and other public agencies;
- External communication;
- Capacity to undertake the requirements of the Project; and
- Evidence of operating and maintaining an asset in a regulated monopoly context.

(b) Design

Provide a description evidencing the functional skills that could be required for the design activities required for the Project, including:
• Design of water/wastewater projects that are comparable to the Project;
• Design of projects that integrate the requirements of various disciplines such as construction, operation, and maintenance;
• Familiarity with Canadian and/or Ontario standards and practice, including environmental laws and regulations;
• Obtaining permits and approvals;
• Integration of environmental protection in the design process;
• Integration of safety management in the design process; and
• Evidence of designing an asset in a regulated monopoly context.

(c) Construction

Provide a description evidencing the functional skills that could be required for the construction activities required for the Project, including:
• Construction of water/wastewater infrastructure, including plants, storage reservoirs, water transmission, distribution and collection systems, pumping stations, water intakes, including the restoration of streets and urban landscape;
• Experience with traffic management, the maintenance of customer water services, and the coordination of multiple water infrastructure projects within an operating municipal water distribution system;
• Construction of projects that integrate the requirements of various disciplines such as design, operation, and maintenance;
• Construction of similar projects in the Canadian environment;
• Familiarity with Canadian and/or Ontario standards and practice, including environmental laws and regulations;
• Worker and public safety protection;
• Obtaining permits and approvals;
• Emergency response and communication; and
• Evidence of constructing an asset in a regulated monopoly context.

(d) Project Management

Provide a description evidencing the project management skills that could be required for the Project, including:
• The ability to mobilize a team and implement similar projects;
• Management of municipal infrastructure projects including water/wastewater projects similar to this Project;
• Management of projects that include various disciplines such as design, construction, operation, and maintenance;
• Management of projects in similar environments and jurisdictions;
• Management of risk;
• Familiarity working with the public sector including local governments and communities; and
• Public communications.

(e) Quality Management

Provide a description evidencing the functional skills that could be required for the Project, including:
• Quality assurance (QA) and quality control (QC) with respect to design, construction, operation and maintenance of similar projects including projects of similar size and complexity;
• Management of quality matters in cooperation with clients, including dispute resolution with respect to quality issues;
• Development and deployment of quality, environmental, and safety management systems; and
• Management system certifications.

B. Commercial references for referenced projects:

Parties must provide a reference for each project presented (with current e-mail and telephone contact information) who can attest to the caliber of the relevant past performance on the projects referenced as relevant experience. These references can relate to projects either within Canada or internationally.

Team Qualifications:

Parties must provide the following:
• Résumés for all key personnel proposed to take lead responsibilities for the Project, evidencing recent, extensive and successful experience (either in Canada or internationally) with respect to some or all of the functional skills identified in the above applicable sections, and any other relevant functional skills for projects similar in nature and scope to the Project. Résumés should provide project experience including:
  o Number of years of relevant experience and in what capacity;
  o Number of years of experience in the proposed role for the Project;
o Names and locations of projects, descriptions of each referenced project in a manner that demonstrates the key personnel’s relevant skill(s) and the value of the project;

o List of projects each team member has worked on;

o Role played on each project presented;

o Information on the complexity of projects where key personnel played a role;

o Evidence of any formal credentials, if required to practice in the Province of Ontario, or ability to obtain such credentials;

o Familiarity with relevant Canadian and Ontario standards; and

o Experience operating a regulated monopoly service.

o Briefly describe prior working relationships among Team Members and key personnel.

Parties should also provide information on existing and potential competing demands on the key personnel and indicate the level of commitment each would be able to make to the Project.

**Experience Operating a Regulated Monopoly Service:**

Parties must provide three examples (no longer than 3 pages each) clearly describing their scope and depth of experience operating in a rate-regulated environment. This includes its experience working with:

- Municipalities;
- Regulatory bodies;
- Governments; and
- Other rate-making entities.

**Financial Capacity:**

**A. Financial Statements and Other Information**

Provide the following for each Team Member:

- Copies of audited annual financial statements for the last three fiscal years and quarterly financial statements for every quarter since the latest annual financial statement;

- Where audited annual financial statements are not available, the unaudited annual financial statements including management discussion and analysis if available, for the last three fiscal years or the equivalent financial information if the unaudited annual financial statements and management discussion and analysis are not available;

- Confirmation of the absence of any material financial information not disclosed in information already provided, signed by the CFO or controller of the entity or by a director, officer, or employee of the entity authorized to sign such confirmation;
• For entities with rated debt, a copy of the most recent rating report (including any credit watches issued since the issuance of that report) from each rating agency that rates the entity’s debt, or a confirmation that no such information exists;

• Order book value, in dollars, for each of the next three (3) years;

• A statement giving permission to Mapleton to review their credit rating;

• Confirmation of no material adverse change from the date of the most recent financial statements not reflected in information already provided, signed by the CFO or controller of the entity or by a director, officer, or employee of the entity authorized to sign audit opinions in the jurisdiction in which the entity’s head office is located; and

• Information on recent, current or pending civil or criminal litigation or proceedings in which any Team Member or an affiliate is or was a party either as plaintiff, defendant or accused, or a confirmation that no such litigation or proceeding exists.

B. Evidence of Ability to Obtain Insurance

Parties or Team Members must provide evidence of ability to obtain appropriate insurance coverage to protect the Party, its Team Members, its contractors, its subcontractors, and the City, their agents, employees, subsidiaries, successors and assigns for all risks property insurance and wrap-up general liability insurance with respect to the Project, and such other insurance as would customarily be obtained by a prudent developer and operator engaged in an undertaking similar in scope to the Project, through confirmation in writing.

C. Financing

For each Team Member put forward with respect to financing expertise, provide a description evidencing recent, extensive and successful experience with respect to providing, securing or arranging financing similar in quantum and structure to the financing that will be concluded for the Project.

Parties should provide three (3) projects (maximum of three (3) pages per project) demonstrating their experience with respect to the development and implementation of financing for similar size projects in the last four (4) years indicating the following:

• Description of the project (assets, location, greenfield or brownfield, construction period, status i.e. in procurement, under construction, in operation);

• Total cost of the project;

• The commercial structure (contractual relations and cash flows);

• Financing structure;

• Types of financial instruments used;

• Participating financial institutions;
- Relevance of the project (financing, nature and scope);
- The Party must indicate which Team Members were responsible for structuring and implementing financing and each involved Team Member’s role relative to financing for each reference project;
- The projects presented for the Party could be the same as those presented for the Financing Manager; and
- The project financing must have been arranged by a Team Member responsible for arranging the financing for the Project.

D. Financing Manager Experience

The Party must provide:

- The résumé for the Financing Manager for the Project which should include:
  - Name of current employer;
  - Number of years’ experience in the proposed role on the Project; and
  - Project descriptions which describe the roles and responsibilities of the Financing Manager in three (3) comparable projects undertaken in the last four (4) years demonstrating the Financing Manager’s experience with project financing (maximum of [3] pages per project). Each project description should include:
    - Description of the project (assets, location, greenfield or brownfield, construction period, status i.e. in procurement, under construction, in operation);
    - Description of the role undertaken by the Financing Manager;
    - Total cost of the project;
    - The commercial structure (contractual relations and cash flows);
    - Financing structure;
    - Types of financial instruments used;
    - Participating financial institutions (mandated lead arrangers and equity sponsors);
    - Relevance of the project (financing, role, nature and scope); and
    - A client reference: to be considered valid, each reference project must include a client reference able to confirm the quality of relevant accomplishments.

- The projects presented for the Financing Manager could be the same as those presented for the Party.

If the Financing Manager is not an employee of a Team Member, he/she must sign and submit the Declaration in order to be considered for assessment.