

Request for Qualification Ref 01-8001

**Provision of the Rolling Stock,  
Systems and Operation and  
Maintenance Services of the *Réseau  
électrique métropolitain de Montréal***

June 28, 2016

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## GLOSSARY

<b>ADM</b>	Aéroports de Montréal
<b>AMF</b>	Authority responsible under the laws and regulations for issuing an authorization to contractors and subcontractors of public bodies that are required to hold such an authorization pursuant to the Laws and Regulations, namely, the Autorité des marchés financiers created by the <i>Act respecting the Autorité des marchés financiers</i> , CQLR c A-33.2, and any successor, replacement or permitted assign with regard to such role.
<b>AMF Authorization</b>	Authorization issued by the AMF pursuant to the <i>Act respecting contracting by public bodies</i> , CQLR c C-65.1, and most notably in accordance with the related orders in council and implementing regulations and the <i>Integrity in Public Contracts Act</i> , S.Q., 2012, c 25.
<b>AMT</b>	Agence métropolitaine de transport
<b>ARTM</b>	Autorité régionale de transport métropolitain
<b>Associate</b>	A Person is another party's Associate when it has a relationship with the party as defined in section 5 of the <i>Securities Act</i> (CQLR c V-1.1). Moreover, a Person is another party's Associate when it is a subsidiary thereof within the meaning of section 9 of the <i>Securities Act</i> (CQLR c V-1.1).
<b>BAPE</b>	Bureau d'audiences publiques sur l'environnement
<b>CDPQ/Caisse</b>	Caisse de dépôt et placement du Québec
<b>CDPQ Infra</b>	CDPQ Infra inc., a wholly-owned subsidiary of the Caisse, including any subsidiary of CDPQ Infra inc.
<b>CN</b>	Canadian National Railway Company
<b>Consortium</b>	Two or more Persons forming a group for the purpose of submitting a Response and, as the case may be, providing the RSSOM Services.
<b>Contract</b>	Contract is synonymous with RSSOM Contract.
<b>Day</b>	Calendar day
<b>Dollars or \$</b>	Canadian dollars
<b>Eligible Insurer</b>	A reputable insurance company in sound financial health that is legally authorized to carry on its operations and that holds the permits required to operate a business in Quebec, issued in accordance with the applicable laws and regulations. To be eligible, the insurer must be able to provide the specific insurance required under the RSSOM Contract and must have a minimum credit rating of "A-" from A.M. Best Company or its substitute rating agency, or an equivalent rating from another rating agency, on the understanding that in the latter case the insurer's eligibility must be confirmed in advance by CDPQ Infra.
<b>EPC</b>	Engineering, Procurement and Construction
<b>EPC Contract</b>	The contract to be signed by CDPQ Infra and the EPC Contractor that will be responsible for the performance of the EPC Works in connection with the Project.
<b>EPC Contractor</b>	The Proponent selected following the Request for Proposals to sign the EPC Contract with CDPQ Infra and to perform the EPC Works.
<b>EPC Infrastructures</b>	Infrastructures to be designed and constructed by the EPC Contractor, as described in Section 2 of the Request for Qualification relating to the EPC Contract.

<b>EPC Works</b>	EPC infrastructure design and construction work.
<b>Final Completion</b>	Complete and final acceptance of the Rolling Stock, Systems and related equipment referred to in the RSSOM Contract, confirmed by the issuance of a certificate of Final Completion by the Independent Certifier.
<b>Financial Institution</b>	<p>A bank listed in one of Schedules I, II or III to the <i>Bank Act (Canada)</i> (S.C. 1991, c 46) or by a Quebec financial services cooperative whose long-term unsecured debt is rated “A” or better by Standard &amp; Poors or “A2” or better by Moody’s, and any other recognized Canadian financial institution deemed acceptable by CDPQ Infra, in CDPQ Infra’s sole discretion, that is established pursuant to the laws of Canada and does business in Canada.</p> <p>The Request for Proposals and the Contract will specify the applicable conditions should a Financial Institution’s credit rating be downgraded or, in the opinion of CDPQ Infra, present risks of variation.</p>
<b>GOA4</b>	“Grade of Automation 4”
<b>Government</b>	Government of Quebec
<b>Guarantees</b>	The series of guarantees given in accordance with Sections 3.2 to 3.6 inclusively.
<b>IBT</b>	Intermunicipal Board of Transit
<b>Independent Certifier</b>	The person appointed as the Independent Certifier, who is responsible, among other duties, for issuing certificates of Substantial Completion and Final Completion.
<b>Key Individual</b>	<p>A natural person who holds a key position with a Respondent, including one of the following positions or an equivalent executive role in the management and performance of the RSSOM Services:</p> <p><u>RS&amp;S:</u></p> <ul style="list-style-type: none"> <li>Project Manager</li> <li>Engineering Manager</li> <li>Production Manager</li> <li>Quality Manager</li> <li>Interface Manager</li> </ul> <p><u>O&amp;M:</u></p> <ul style="list-style-type: none"> <li>Managing Director of the O&amp;M Structure</li> <li>Operations Manager</li> <li>Maintenance Manager</li> <li>Safety Manager</li> <li>Quality Manager</li> </ul>
<b>Legal Review Committee</b>	The committee formed by CDPQ Infra whose mandate consists in examining various legal matters including, in accordance with Section 1.9, situations that are referred to it and that give rise to or could give rise to a real or apparent, existing or apprehended conflict of interest or an unwarranted advantage, and rendering a decision.
<b>LRT</b>	Light rail transit

<b>MDDELCC</b>	The Ministère du Développement durable, de l'Environnement et de la Lutte contre les changements climatiques, its representative or any other department or entity that assumes functions similar to those performed by those performed by the said government department.
<b>Member</b>	One or each of the Persons in a Consortium that forms the Respondent, each of the Members being solidarily liable for the obligations of the RSSOM Contractor to CDPQ Infra.
<b>MERX</b>	Electronic system for Canadian Public Tenders
<b>Mobilization Payment</b>	Payment of an advance for mobilization, development and procurement costs for the Rolling Stock and Systems.
<b>MTQ</b>	The Ministère des Transports, de la Mobilité durable et de l'Électrification des transports du Québec, its representative or any other department or entity that will assume functions similar to those fulfilled by the said government department.
<b>Official Email Address</b>	CDPQ Infra's email address indicated in Section 5.2.
<b>Operator</b>	Any operator of public transit services for the Montreal metropolitan community.
<b>Parent Company</b>	A Person of which another Person is a subsidiary, directly or indirectly, within the meaning of section 9 of the <i>Securities Act</i> (CQLR c V-1.1); the Parent Company named by each Member forming the Respondent must be acceptable to CDPQ Infra, in its sole discretion.
<b>Parent Company Guarantee</b>	The guarantee given by the Parent Company of each of the Members in accordance with Section 3.6 to solidarily secure all obligations of the Proponent to CDPQ Infra.
<b>Participant</b>	<p>A Person who, on behalf of a Respondent, will be responsible for at least one of the following elements:</p> <ul style="list-style-type: none"> <li>• 20% in value of the design work related to the Rolling Stock, Systems and related equipment;</li> <li>• 20% in value of the manufacturing and assembly work related to the Rolling Stock, Systems and related equipment;</li> <li>• 20% in value of the work related to the operation and maintenance activities.</li> </ul> <p>Any Person designated by a Respondent as a "Participant" because of the particular expertise the Person brings to the performance of the RSSOM Services is also deemed to be a "Participant" for the purposes of this Request for Qualification.</p>
<b>Period of Validity of the Proposals</b>	The period of time that begins on the date on which the Proposals are submitted and that ends 180 Days after that date.
<b>Person</b>	A natural person, legal person, partnership (including a limited partnership), trust, fund, association or organization, or any other group of persons whether or not established as a legal person, as well as any natural person or other person acting as a trustee, liquidator, executor or legal representative.
<b>Process Auditor</b>	A person whose mandate is to review the entire Procurement Process to ensure that it is open, fair and transparent.
<b>Procurement Process</b>	Steps that will lead to the signing of the RSSOM Contract, including in order, issuance of the Public Procurement Notice, the Request for Qualification and the Request for Proposals. The procurement process ends when the RSSOM Contract is signed.

<b>Project</b>	A world-class integrated electric automated LRT project including a South Shore Branch (the Highway 10/Downtown Montreal corridor) and a Western Branch (from Downtown Montreal to Montréal-Trudeau Airport, Sainte-Anne-de-Bellevue and Deux-Montagnes), referred to as the <i>Réseau électrique métropolitain de Montréal</i> .
<b>Proponent</b>	Qualified Respondent that has signed the Submission Agreement and is authorized to participate in the Request for Proposals.
<b>Proposal</b>	The proposal submitted by a Proponent in response to the Request for Proposals, including a technical section, a price section and the requested Proposal Guarantees.
<b>Proposal Security Deposit</b>	Financial security provided by the Proponent in submitting its Proposal in the form of one or more irrevocable and unconditional letters of credit from a Financial Institution.
<b>Prospective Respondent</b>	A Person or a Consortium that has confirmed its intention to submit a Response.
<b>Public Procurement Notice</b>	Public procurement notice published by CDPQ Infra on SEAO and MERX on May 17, 2016.
<b>Qualification Period</b>	Period provided to Respondents to submit a duly completed Response.
<b>Qualified Respondent</b>	A Respondent who qualifies under the RFQ and who will be invited to participate in the RFP.
<b>RENA</b>	The register of enterprises ineligible for public contracts created under the <i>Act respecting contracting by public bodies</i> (CQLR c C-65.1), which may be consulted at the following address: <a href="https://rena.tresor.gouv.qc.ca/rena/">https://rena.tresor.gouv.qc.ca/rena/</a>
<b>Request for Proposals or RFP</b>	The Request for Proposals for the RSSOM Contract that will be delivered to Qualified Respondents who are invited to participate.
<b>Request for Qualification or RFQ</b>	This Request for Qualification, including its schedules and, where applicable, addenda.
<b><i>Réseau électrique métropolitain de Montréal</i> or REM</b>	Refers to the Project to which this Request for Qualification relates.
<b>Respondent</b>	A Person or a Consortium that submits a Response to a Request for Qualification.
<b>Respondent's Representative</b>	Natural person named by the Respondent as the preferred contact for communications between the Respondent and CDPQ Infra during the Procurement Process.
<b>Response</b>	All the information prepared and provided by a Respondent in support of a Response to this Request for Qualification, as well as any information resulting from verifications carried out by CDPQ Infra and additional information obtained during the evaluation of the Respondent's Response and this RFQ.
<b>Revenu Québec</b>	Quebec Revenue Agency
<b>Rolling Stock or RS</b>	Rolling stock
<b>RSSOM</b>	Rolling Stock, Systems, operating services, regular maintenance and long-term maintenance
<b>RSSOM Contract</b>	Contract to be signed by CDPQ Infra and the RSSOM Contractor that will be responsible for providing the RSSOM Services in connection with the Project.
<b>RSSOM Contractor</b>	The Proponent selected following the Request for Proposals to sign the RSSOM Contract with CDPQ Infra and to provide the RSSOM Services.
<b>RSSOM Services</b>	The supply of Rolling Stock, Systems, and operating and regular and long-term maintenance services for the Project infrastructures, Rolling Stock and assets.
<b>RTL</b>	Réseau de transport de Longueuil

<b>SEAO</b>	Electronic system for public tender notices used in Quebec, particularly by the Government.
<b>Selected Proponent</b>	Following the Request for Proposals, the Proponent selected to sign the RSSOM Contract.
<b>Selection Committee</b>	Committee responsible for reviewing the recommendations of each evaluation committee, compiling the results and making recommendations to CDPQ Infra concerning the qualification and selection of the Qualified Respondents.
<b>SSL</b>	Signature on the Saint Lawrence Group
<b>STL</b>	Société de transport de Laval
<b>STM</b>	Société de transport de Montréal
<b>Submission Agreement</b>	The agreement between CDPQ Infra and each Proponent that is invited to take part in the Request for Proposals, signed before access is provided to the virtual data room and to document downloads for the Request for Proposals. The draft Submission Agreement is one of the Request for Proposals documents.
<b>Submission Price</b>	Lump sum proposed by a Proponent to perform the RSSOM Services.
<b>Substantial Completion</b>	Provisional acceptance by CDPQ Infra of the Rolling Stock, Systems and equipment referred to in the RSSOM Contract in accordance with the conditions and technical requirements set out in the RSSOM Contract, confirmed by the issuance of a certificate of Substantial Completion by the Independent Certifier.
<b>Surety</b>	A Person holding a permit issued in accordance with the <i>Act respecting insurance</i> (CQLR c A-32) authorizing it to offer surety insurance, a trust company holding a permit issued pursuant to the <i>Act respecting trust companies and savings companies</i> (CQLR c S-29.01), a financial services cooperative subject to the <i>Act respecting financial services cooperatives</i> (CQLR c C-67.3), or a bank within the meaning of the <i>Bank Act</i> (S.C. 1991, c 46). To qualify, the Surety must have a minimum credit rating of “A-” from A.M. Best Company or its substitute rating agency, or an equivalent rating from another rating agency, on the understanding that in the latter case the Surety’s eligibility must be confirmed in advance by CDPQ Infra. The Surety may not, in any case, be a restricted Person.
<b>Systems</b>	All assets whose interrelated functions are necessary to operate the REM and the Rolling Stock, including without limitation the following components: (i) radio and wireless communications systems, (ii) telecommunications systems, (iii) telephone and interphone systems, (iv) switchgear, (v) (fixed and onboard) train control systems, CBTC, signalling, (vi) traction power (medium and low voltage), (vii) screen doors, (viii) command centre equipment, (ix) onboard systems, (x) ground passenger information and dynamic display systems, (xi) ground passenger information and public address systems, (xii) security and access control systems, (xiii) anti-intrusion detection and obstacle detection systems, (xiv) CCTV systems, and (xv) operating assistance systems and maintenance management systems.

# 1. INTRODUCTION

## 1.1 PURPOSE AND CONTENTS OF THE DOCUMENT

CDPQ Infra has begun planning a world-class integrated electric automated LRT project including a South Shore Branch (the Highway 10/Downtown Montreal corridor) and a Western Branch (from Downtown Montreal to Montréal-Trudeau Airport, Sainte-Anne-de-Bellevue, and Deux-Montagnes).

The Project Procurement Process, following requests for qualifications and the issuance of international requests for proposals, will lead to the signing of major contracts:

- A contract for the infrastructure design and construction work under an Engineering, Procurement and Construction Contract (EPC Contract);
- A contract for the provision of Rolling Stock, Systems and operating and regular and long-term maintenance services for the Project infrastructure and assets (RSSOM Contract).

For optimization purposes, one or several additional requests for qualifications and for proposals may also be issued for the performance of construction work packages involving certain peripheral work for the Project.

This Request for Qualification, which relates only to the RSSOM Contract, aims to qualify Respondents who will be invited to take part in the Request for Proposals and to submit a Proposal for the performance of the RSSOM Contract.

The Procurement Process does not constitute, directly or indirectly, an offer to enter into a public contract, and does not require CDPQ Infra to enter into a public contract with any party. CDPQ Infra may, at any time, terminate or amend the Procurement Process or the Request for Qualification, in its sole discretion.

## 1.2 BRIEF DESCRIPTION OF THE PROJECT

### 1.2.1 Project Overview

The Project will allow for the deployment of a new high-frequency, LRT network by building and transforming close to 67 km of double tracks, 24 stations, 9 bus terminals and 13 park-and-ride facilities. The Project will also include the acquisition of a fleet of over 200 cars that will ultimately be required for commissioning.

The capital costs relating to the Project will total approximately \$5.5 billion, of which \$4 billion will be for the EPC Contract and \$1.5 billion for the RSSOM Contract.

CDPQ Infra is responsible for Project financing and will be the owner of the REM.

Additional information is presented in Section 2 of this document.

### 1.2.2 Guidelines

The broad guidelines for developing the Project include the following:

- Meet the needs of public transit users;
- Address the various functional and technical needs identified, including using a solution based on automated electric technology;

- Integrate the Project on a metropolitan scale;
- Foster social acceptance by holding stakeholder consultations;
- Take part in working towards the objective of having a harmonized fare structure for the entire metropolitan area;
- Foster economic development;
- Rely on private sector financing and government financial involvement; and
- Generate appropriate financial returns for Caisse depositors.

### **1.3 PROCUREMENT PROCESS**

CDPQ Infra would like to identify contractors, by way of the Procurement Process, who will be able to meet its objectives and requirements, including in particular by:

- Delivering the Rolling Stock within the set time limits
- Adhering to the overall schedule for Project completion;
- Providing the RSSOM Services at the best price;
- Providing the necessary expertise for the RSSOM Services;
- Proposing an innovative approach; and
- Transparency in providing the RSSOM Services.

### **1.4 OBJECTIVES OF THE REQUEST FOR QUALIFICATION**

The objectives of the Request for Qualification are as follows:

- Present the Project, the RSSOM Services and the Procurement Process to Respondents;
- Invite Prospective Respondents to reply to the Request for Qualification for the performance of the RSSOM Services;
- Specify the information that must be included in the Responses;
- Determine the eligibility and evaluation criteria based on which CDPQ Infra will evaluate the Responses; and
- Qualify up to three (3) Respondents to participate in the Request for Proposals for the performance of the RSSOM Services.

The Response guidelines, as well as the eligibility and evaluation criteria, are outlined in Sections 5 and 6 of this Request for Qualification.

## 1.5 PROCUREMENT AND PROJECT COMPLETION DEADLINES

**Table 1** presents the principal targeted deadlines for the Procurement Process and Project completion, including the ones related to the Request for Qualification.

*Table 1 - Procurement and Project Completion Deadlines*

Steps	Deadlines
Land reserves order-in-council	May 2016
Public Procurement Notice	May 17, 2016
Information session	June 7, 2016
Request for Qualification for the EPC Contract	June 28, 2016
Request for Qualification for the RSSOM Contract	June 28, 2016
Information session and site visit	To confirm
Deadline for sending requests for clarification and for submitting an acknowledgement	August 5, 2016
Deadline for issuing addenda, if applicable	August 12, 2016
Deadline to receive Responses	August 26, 2016
Announcement of Qualified Respondents	To confirm
BAPE public hearings	To confirm
Request for Proposals for the EPC Contract	To confirm
Request for Proposals for the RSSOM Contract	To confirm
Receipt of Proposals for the EPC Contract	To confirm
Receipt of Proposals for the RSSOM Contract	To confirm
Tabling of the BAPE report	To confirm
Environmental order-in-council	To confirm
Acquisition of the Deux-Montagnes line	To confirm
Financial close for the EPC Contract and the RSSOM Contract	To confirm
Beginning of work for the EPC Contract and the RSSOM Contract	To confirm
Beginning of commercial service	To confirm

## 1.6 PROJECT GOVERNANCE

This section presents the principal organizations and Persons involved in Project governance.

### 1.6.1 Caisse de dépôt et placement du Québec

Created in 1965, the Caisse is one of the largest institutional fund managers in Canada and North America. It invests in major financial markets, private equity, infrastructure and real estate.

The Caisse serves 40 depositors, which are primarily public and parapublic pension and insurance funds. As at December 31, 2015, its depositors' net assets totalled \$248 billion (including \$13 billion in the infrastructure portfolio). The infrastructure portfolio includes major investments in the transportation sector, such as the following:

- *Eurostar* - *Eurostar* is the primary high-speed train operator in Europe and the only service provider between London and the European continent, carrying more than 10 million passengers annually via the Channel Tunnel;
- *InTransit BC* - *InTransit BC* is a 35-year concession for LRT service on a 19.5 km line connecting downtown Vancouver with the City of Richmond and Vancouver International Airport; and
- *Heathrow Airport Holdings Limited* - *HAAH*, formerly known as *BAA*, is a leading airport operator that owns Heathrow Airport as well as Heathrow Express, the rail link between the Heathrow and Paddington stations in London.

The Caisse's solid financial position has earned it the best credit ratings issued by the following credit rating agencies: Moody's Investors Service ("Aaa"), Standard and Poor's ("AAA") and Dominion Bond Rating Service ("AAA").

### 1.6.2 CDPQ Infra

CDPQ Infra, a wholly-owned subsidiary of the Caisse, is a private company incorporated in 2015 under the Quebec *Business Corporations Act*, CQLR c S-311. Its head office is located at 1000 Place Jean-Paul-Riopelle, in Montreal, Quebec, Canada.

Its principal activities consist in developing, managing and financing major infrastructure projects.

The Government and the Caisse have signed a commercial agreement setting out the general framework and the guiding principles allowing for the realization by CDPQ Infra of public infrastructure projects in Quebec. CDPQ Infra can also invest in projects elsewhere in Canada and in other countries, which are not subject to this agreement.

### 1.6.3 Governments of Quebec and Canada

The Government is considering contributing to the completion of the Project in accordance with the general framework and guidelines agreed with the Caisse in the above-mentioned commercial agreement. The involvement of the Government of Canada is also sought for purposes of completing the Project.

## 1.7 STAKEHOLDERS

The many Project stakeholders include the following parties (partial list in alphabetical order):

- ADM;
- AMT/ARTM;
- Amtrak, CN and Via Rail;
- Cities and boroughs along the REM route;
- Commission de la santé et de la sécurité du travail (CSST);

- Communities (citizen groups, residents, community or environmental organizations, and certain property owners);
- Conseil intermunicipal de transport (CIT) (South Shore, North Shore and West Island);
- Fisheries and Oceans Canada (DFO);
- Heritage Canada in connection with Central Station;
- IBTs (South Shore, North Shore and West Island);
- Infrastructure Canada and SSL in connection with the new Champlain bridge;
- MTQ;
- MDDELCC;
- Place Bonaventure;
- RTL;
- STL;
- STM;
- The Jacques Cartier and Champlain Bridges Incorporated (JCCBI);
- Transport Canada (TC);
- Utilities (Bell, Commission des services électriques de Montréal, Gaz Métro, Hydro-Québec; Vidéotron).

## **1.8 PROCESS AUDITOR**

A Process Auditor has been tasked with overseeing the Procurement Process and the selection of Qualified Respondents and the Selected Proponent until the RSSOM Contract is signed. The Process Auditor's mandate is to provide assurance to CDPQ Infra, the Respondents and the Proponents that the Procurement Process is honest, open, fair and transparent and proceeds in accordance with the terms and conditions set out in the Request for Qualification and the Request for Proposals. The Process Auditor must prepare an independent report to that effect and, consequently, must observe the conduct of the Procurement Process as a whole. To that end, the Process Auditor may attend any meeting, visit, workshop or other session organized as part of the Procurement Process. At the end of the Procurement Process, the Process Auditor will prepare and make public a final report.

## **1.9 CONFLICT OF INTEREST MANAGEMENT**

The role of CDPQ Infra's Legal Review Committee is to make recommendations regarding possible conflicts of interest that may be raised in connection with the Request for Qualification and the Request for Proposals.

The Legal Review Committee of CDPQ Infra may rule on situations that give rise to or could give rise to a real or apparent, existing or apprehended conflict of interest or an unwarranted advantage.

Procedures to be followed for conflict of interest requests are outlined in Section 5.10. The commitments of a Respondent, its Members, Participants and Key Individuals with respect to conflicts of interest are also presented in Section 8.4.

## 2. RSSOM SERVICES

### 2.1 PROJECT OVERVIEW

**Table 2** presents the Project highlights, including the EPC Works and the RSSOM Services, as contemplated at the date of publication of the Request for Qualification.

Table 2 - Project highlights

	<b>SOUTH SHORE BRANCH</b> (Highway 10/Downtown Montreal Corridor)	<b>WESTERN BRANCH</b> (Downtown Montreal to Montréal-Trudeau Airport, Sainte-Anne-de-Bellevue, Deux-Montagnes)
<b>Size</b>	<ul style="list-style-type: none"> <li>• 15 km of double tracks</li> <li>• 5 stations</li> <li>• 2 bus terminals</li> <li>• 2 park-and-ride facilities</li> <li>• 1.3 km of new cut-and-cover tunnels and 1.6 km of tunnel in the rock</li> </ul>	<ul style="list-style-type: none"> <li>• 52 km of double tracks</li> <li>• 19 stations (including existing stations)</li> <li>• 7 bus terminals (including existing terminals)</li> <li>• 11 park-and-ride facilities (including existing facilities)</li> <li>• 2.5 km of new tunnel</li> </ul>
<b>Chosen technology</b>	<ul style="list-style-type: none"> <li>• Electric LRT-type cars</li> <li>• Automated driverless system</li> <li>• Platforms approximately 80 m long</li> <li>• Platform screen doors</li> <li>• Power supplied through catenary: 1,500 VDC</li> <li>• Elevators and escalators in stations</li> <li>• Wi-Fi throughout the network</li> </ul>	
<b>Rolling stock</b>	<ul style="list-style-type: none"> <li>• Ultimately, a fleet of over 200 cars</li> <li>• Four-car trains at rush hour; two-car trains at off-peak times</li> </ul>	
<b>Operation and regular and long-term maintenance</b>	<ul style="list-style-type: none"> <li>• Automated train operation</li> <li>• Attendants circulating in the trains and stations for information and inspection purposes</li> <li>• Integration of networks and feeder bus service provided by other Operators at the stations</li> <li>• Tickets sold through ARTM vendors and integrated into the Opus card or similar technology</li> <li>• Daily inspection, regular and long-term maintenance of rail infrastructure, civil engineering structures and buildings (e.g., rail line foundations and right-of-way, stations, maintenance facilities, storage centres, substations and power cables, park-and-ride facilities, bridges and tunnels)</li> <li>• Regular and long-term maintenance of Rolling Stock, automated train control system, command centre, screen doors and all of the low current and high current systems</li> </ul>	

## 2.2 PLANNED ROUTE FOR THE PROJECT

Figure 1 shows the planned route for the Project.

### South Shore Branch

The planned route is approximately 15 km long with tracks on fully dedicated lanes running in both directions. It begins south-east of the Highway 10 / Highway 30 interchange, in the City of Brossard, runs along the centre of Highway 10 until the new Champlain Bridge, using the right-of-way for the existing reserved bus lanes on the central median of Highway 10, then continues along the central deck of the new Champlain Bridge, which will be reserved for public transit, until Nuns' Island.

After Nuns' Island, the route crosses the channel by way of a new bridge to be built for public transit needs, and then runs along Marc Cantin Street. The elevated route will be progressively lowered before Fernand-Séguin Street, where it will enter a tunnel to pass under the CN rail tracks and the Lachine Canal.

In the Peel Basin sector, the route will be raised again and will run parallel to the CN structure towards the west, reaching Central Station via the existing railway overpass.

### Western Branch

This route relies on use of the Deux-Montagnes line, an existing rail corridor used exclusively by commuter trains. This 33 km rail corridor connects Deux-Montagnes to Central Station, in the city's downtown core, by way of a tunnel under Mount Royal.

This railway corridor, currently used by heavy rail commuter trains, will be transformed to accommodate an LRT system. This will require the elimination of all grade crossings and the duplication of the railway tracks to maintain operations during the construction/track redesign period.

Moreover, this route is to use the existing Doney Spur railway right-of-way to create two new public transit lines: one to Montréal-Trudeau Airport and the other to the West Island, running along Highway 40. The Doney Spur connects with the Deux-Montagnes line in the Highway 13 sector and runs south of Highway 40.

Figure 1 – Planned route for the Project



## 2.3 PROJECT COMPONENTS

It is contemplated that for the South Shore Branch, which will make it possible to create a network of almost 15 km of dedicated passenger rail tracks, the Project will include the following:

- A terminal at the starting point of the South Shore route, three intermediate stations and one station in Downtown Montreal. Some intermediate stations will allow for buses to make stops without a terminal being built. Entrances will be enclosed and climate-controlled. Platforms will be protected from the tracks by screen doors that open only when a train is present. Stations will be equipped with elevators and escalators. The terminals will also be designed to allow for the installation of turnstiles at access points to validate tickets;
- Two park-and-ride facilities and two bus terminals will allow for connections with bus lines of other Operators; and
- Bike racks for active transportation users and kiss-and-ride areas.

It is contemplated that for the Western Branch the Project will make it possible to develop a network of close to 52 km of track dedicated to passenger service. This will include:

- Converting the existing railway infrastructure for the Deux-Montagnes commuter train and its 12 stations to introduce automated LRT. The existing stations will have to be refurbished to take into account the smaller size of the LRT cars. This will require adjustments to the height and width of platforms in all stations, including Central Station. Access points to the new, shorter platforms will have to be optimized according to the location of access points to the parking facilities;
- Construction of an elevated section, almost 16 km long starting from Highway 13, to serve the West Island through to Sainte-Anne-de-Bellevue, running along Highway 40, using part or all of the Doney Spur railway right-of-way;
- Seven new stations, including five intermediate stations, one terminal on the Western Branch line and one station at Montréal-Trudeau Airport. As is the case for the South Shore Branch, entrances will be enclosed and climate-controlled (including those for the 12 existing stations on the Western Branch line to Deux-Montagnes). Platforms will be protected from the tracks by screen doors that open only when a train is present. Stations will be equipped with elevators and escalators. They will also be designed to allow for the installation of turnstiles at access points to validate tickets;
- Eleven park-and-ride facilities and seven bus terminals (including the existing facilities and terminals on the Western Branch line to Deux-Montagnes); and
- Bike racks for active transportation users and kiss-and-ride areas.

### Components that are common to both corridors:

The Project includes:

- A command centre for managing all operations in addition to providing information to passengers and ensuring their safety;
- Maintenance and storage facilities for storing trains at the end of the line during non-peak periods, for preventive or corrective maintenance operations, for washing and cleaning the cars and for testing Rolling Stock once work has been completed before putting cars back into service. The facility also includes the Operator's administrative offices; and
- Stations that may eventually be added depending on changes in demand and economic development.

## 2.4 DIVISION OF RESPONSIBILITIES

**Table 3** presents the proposed division of responsibilities for design, construction, operation and regular and long-term maintenance activities between the EPC Contract and the RSSOM Contract.

Table 3 - Proposed Division of Responsibilities

	Design and Construction	Operation and Regular and Long-term Maintenance
<b>Civil engineering work</b>		
Rail line foundation	EPC	RSSOM
Drainage along the rail line	EPC	RSSOM
Conduit for traction system electrical wiring	EPC	RSSOM
Conduit for low-voltage electrical wiring	EPC	RSSOM
Telecommunications conduit	EPC	RSSOM
Foundations and supporting masses for catenary systems	EPC	RSSOM
Parking facilities and outdoor lighting	EPC	RSSOM
Bus platform and terminal	EPC	Other
Pedestrian crossing	EPC	RSSOM
Sidewalk	EPC	RSSOM
<b>Modifications to existing infrastructure</b>		
Relocation of utilities	EPC	n/a
<b>Engineering work</b>		
Bridge, overpass and culvert	EPC	RSSOM
Tunnel and related equipment	EPC	RSSOM
Underground pedestrian crossing	EPC	RSSOM
<b>Buildings</b>		
Stations	EPC	RSSOM
Train storage depot	EPC	RSSOM
Bungalow for electrical substation	EPC	RSSOM
Bus terminal	EPC	Other
Train maintenance facility	EPC	RSSOM
LRT command centre building	EPC	RSSOM
<b>Superstructures</b>		
Rails	EPC	RSSOM
Catenary equipment and system	EPC	RSSOM
Sound barriers, security measures and equipment, lighting, etc.	EPC	RSSOM
<b>Rolling Stock, Systems and related equipment</b>		
Rolling Stock	RSSOM	RSSOM
Automatic train control system	RSSOM *	RSSOM
LRT command centre equipment	RSSOM	RSSOM
Traction power	EPC	RSSOM
Screen doors	RSSOM *	RSSOM
Telecommunications	RSSOM *	RSSOM
CCTV systems and surveillance equipment and signage	RSSOM *	RSSOM

\* Defined and procured by RSSOM Contractor; installed by EPC Contractor.

## 2.5 RSSOM SERVICE ELEMENTS

The responsibilities of the RSSOM Contractor, which will be set out in the Request for Proposals, include:

- Obtaining, maintaining in force and renewing all of the necessary permits and authorization certificates to provide the RSSOM Services throughout the term of the RSSOM Contract, within the time frame provided in and in accordance with the requirements of the RSSOM Contract, including the system operation and safety certificate;
- Designing, manufacturing, testing, commissioning, operating and ensuring regular and long-term maintenance of the Rolling Stock, Systems and equipment referred to in the RSSOM Contract, the technical features of which are described in Schedule 3;
- Testing, commissioning, operating and ensuring regular and long-term maintenance of the EPC Infrastructures, including civil and rail infrastructure, engineering structures and buildings (e.g., stations, train storage depot and maintenance facility, command centre building) and the superstructure (e.g., rails, catenary system and equipment, sound barriers, security measures and equipment, lighting), as set out in Sections 2.3 and 2.4;
- Managing interfaces between the work to be carried out by the EPC Contractor and the RSSOM Contractor in accordance with Section 2.8.1;
- Managing the interfaces with third parties, the whole in accordance with Section 2.8.2; and
- Ensuring supervision, quality control and administrative management for all of the work to be carried out.

Various other factors to be considered include:

- The EPC Contractor shall serve as principal contractor within the meaning of the *Act respecting occupational health and safety*. Given the existing interfaces between the work of the EPC Contractor and the RSSOM Contractor, the interface agreement discussed in Section 2.8.1 will have to include clauses enabling the coordination of work, access to the site, and compliance with safety standards and other obligations of the parties; and
- The EPC Infrastructures, Rolling Stock, Systems and related equipment will become the property of CDPQ Infra as they are completed.

## 2.6 INDEPENDENT CERTIFIER

The Independent Certifier will be responsible, among other things, for issuing certificates of Substantial Completion and Final Completion. More details regarding the responsibilities and the scope of the Independent Certifier's role will be included in the Request for Proposals.

## 2.7 PLANNED ALLOCATION OF RISKS RELATED TO THE RSSOM SERVICES

**Table 4** presents the planned allocation of risks related to the RSSOM Services. This allocation of risks will be specified in the Request for Proposals.

Table 4 – Planned Allocation of Risks Related to the RSSOM Services

	CDPQ Infra	RSSOM Contractor
<b>Permits and authorizations</b>		
Obtain permits and authorizations		✓
System safety certification		✓
<b>Design, manufacturing, assembly, testing and commissioning</b>		
Design, manufacturing, assembly of the cars, Systems and related equipment		✓
Car control systems		✓
Regular and long-term maintenance systems		✓
Testing and commissioning of the cars, Systems and related equipment		✓
<b>Operation and long-term maintenance</b>		
Operation and regular maintenance		✓
Major long-term maintenance work, including replacing assets		✓
Service performance (including Rolling Stock, Systems and related equipment)		✓
Insurance and Guarantee program	✓	✓
Ridership and revenues	✓	
Opposition to the Project from citizens/local communities	✓	
On-site health and safety		✓
Vandalism	✓	✓
<b>Other</b>		
Inflation during the operating and maintenance period	✓	
Changes in energy prices	✓	

## 2.8 MANAGEMENT OF INTERFACES

The RSSOM Contractor will be required to manage numerous interfaces in performing the RSSOM Services. The most important interfaces are outlined in Sections 2.8.1 to 2.8.2.

### 2.8.1 Interfaces Between the Work of the EPC Contractor and the RSSOM Contractor in accordance with the Division of Responsibilities

The RSSOM Contractor will develop and operate assets, Systems or equipment on or in the EPC Infrastructures. For this reason, the EPC Contractor and the RSSOM Contractor will be required to execute an interface agreement before beginning their respective work. Examples of interfaces include the following:

Table 5 - Description of EPC and RSSOM Interfaces

	Design and Construction	Operation and Maintenance	Description of Interfaces Principal Areas (partial list)
<b>Civil engineering work</b>			
Rail line foundation	EPC	RSSOM	
Drainage along the rail line	EPC	RSSOM	
Conduit for traction system electrical wiring	EPC	RSSOM	<b>Rolling Stock:</b> Dimensioning of electrical power and distance between substations
Conduit for low-voltage electrical wiring	EPC	RSSOM	<b>Automatic train control system:</b> Dimensioning and number of cables <b>Telecommunications:</b> Dimensioning and number of cables
Telecommunications conduit	EPC	RSSOM	<b>Telecommunications:</b> Dimensioning and number of fiber-optic cables
Foundations and supporting masses for catenary system	EPC	RSSOM	<b>Rolling Stock:</b> Static and dynamic train features (minimum/maximum pantograph height) and operating range of catenary/pantograph
Parking and outdoor lighting	EPC	RSSOM	
Bus platforms and terminal	EPC	Other	Equipment to provide information to passengers of Operators
Pedestrian crosswalk and sidewalk	EPC	RSSOM	
<b>Modifications to existing infrastructures</b>			
Relocation of utilities	EPC	n/a	
<b>Engineering work</b>			
Bridge, overpass and culvert	EPC	RSSOM	
Tunnel and related equipment	EPC	RSSOM	
Underground pedestrian crossing	EPC	RSSOM	

	Design and Construction	Operation and Maintenance	Description of Interfaces Principal Areas (partial list)
<b>Buildings</b>			
Stations	EPC	RSSOM	<p><b>Rolling Stock:</b> Platform alignment</p> <p><b>Automatic train control system:</b> Positioning of beacons in stations</p> <p><b>Screen doors:</b> Position, electrical connection and controls</p> <p><b>Telecommunications:</b> Installation and connection of fiber-optic backbone, routers and local antennas</p> <p><b>CCTV systems and surveillance equipment:</b> Number, position, electrical and IT connection of dynamic displays, speakers, microphones, cameras and other sensors</p>
Train storage depot	EPC	RSSOM	<p><b>Rolling Stock:</b> Alignments, cleaning equipment, power and pneumatic supply</p> <p><b>Automatic train control system:</b> Positioning of beacons in zone to transfer to manual operation</p> <p><b>Command centre equipment:</b> A work station shared with the train maintenance facility</p> <p><b>Telecommunications:</b> Installation and connection of fiber-optic backbone, routers and local antennas</p> <p><b>Workshop design:</b> According to RSSOM needs</p>
Bungalow for electrical substation	EPC	RSSOM	<p><b>Rolling Stock:</b> Dimensioning of electrical power, EMC, distance between substations</p>
Bus terminal	EPC	Other	
Train maintenance facility	EPC	RSSOM	<p><b>Rolling Stock:</b> Alignment, cleaning system for trains, position of pits, drop-table, cleaning equipment, other equipment, electric power and pneumatic supply</p> <p><b>Automatic train control system:</b> Positioning of beacons in zone to transfer to manual operation</p> <p><b>Command centre equipment:</b> A work station shared with the train storage depot</p> <p><b>Telecommunications:</b> Installation and connection of fiber-optic backbone, routers and local antennas</p> <p><b>Workshop design:</b> According to RSSOM needs and train length</p>
LRT command centre building	EPC	RSSOM	<p><b>Command centre equipment:</b> Positions, power connection and work station network (including furniture), screens and servers</p> <p><b>Telecommunications:</b> Installation and connection of fiber-optic backbone, routers and local antennas</p> <p><b>Ergonomics:</b> To be determined by the RSSOM Contractor</p> <p><b>Equipment:</b> For the command centre video wall</p>

	Design and Construction	Operation and Maintenance	Description of Interfaces Principal Areas (partial list)
<b>Superstructures</b>			
Rails	EPC	RSSOM	<p><b>Rolling Stock:</b> Static and dynamic train features (mass, acceleration, lateral effort, etc.), maximum cant deficiency, ride quality and rail profile</p> <p><b>Automatic train control system:</b> Position of beacons, track coupling and rail conductivity (return current and rail break detection)</p> <p><b>Telecommunications:</b> Installation and connection of fiber-optic backbone, routers and local antennas</p> <p><b>CCTV systems and surveillance equipment:</b> Number, position, electrical power and IT connection for cameras and other intrusion detectors</p>
Catenary equipment and system	EPC	RSSOM	<p><b>Rolling Stock:</b> Electrical power, static and dynamic train features (min/max pantograph height), operating range of catenary/pantograph, pressure and contact quality, arcs</p>
Sound barriers, security measures and equipment, lighting, etc.	EPC	RSSOM	
<b>Rolling Stock, Systems and related equipment</b>			
Rolling Stock	RSSOM	RSSOM	
Automatic train control system	RSSOM *	RSSOM	See above
LRT command centre equipment	RSSOM	RSSOM	
Traction power	EPC	RSSOM	<p><b>Rolling Stock:</b> Dimensioning of power source, EMC, distance between substations , regeneration capacity and degraded modes</p> <p><b>Automatic train control system:</b> EMC, harmonics, stray current and interference</p>
Screen doors	RSSOM *	RSSOM	See above
Telecommunications	RSSOM *	RSSOM	See above
CCTV systems and surveillance equipment and signage	RSSOM *	RSSOM	See above

\* Defined and procured by RSSOM Contractor; installed by EPC Contractor.

## 2.8.2 Interfaces with Third Parties other than the EPC Contractor

The interfaces required with third parties are described briefly in **Table 6**. Management of certain interfaces with third parties will be facilitated by creation of a project management office by the City of Montreal. This will allow city permits and authorizations, as well as modifications to public utilities, to be dealt with in a diligent manner.

Table 6 – Brief Description of Interfaces Required With Third Parties

Stakeholder	Brief description of interfaces required with third parties
<b>AMT/ARTM</b>	<ul style="list-style-type: none"> <li>• Test planning and commissioning</li> <li>• Service transfer</li> <li>• Coordination of service with the schedule for the Mascouche train</li> </ul>
<b>STM, RTL, STL and IBTs / ARTM</b>	<ul style="list-style-type: none"> <li>• Coordination throughout operation for connections, etc.</li> </ul>
<b>Place Bonaventure</b>	<ul style="list-style-type: none"> <li>• Coordination throughout operation for maintenance and access</li> </ul>
<b>ADM</b>	<ul style="list-style-type: none"> <li>• Coordination throughout operation for access and maintenance. Adhere to the ADM's emergency measures plan</li> </ul>
<b>Infrastructure Canada</b>	<ul style="list-style-type: none"> <li>• Coordination with SSL of maintenance window planning for the central bridge span by SSL and inspections of the NBSL</li> </ul>
<b>MTQ</b>	<ul style="list-style-type: none"> <li>• Coordination in the event of a highway incident affecting REM service</li> </ul>

## 2.9 OTHER AVAILABLE INFORMATION

Additional information is available on the CDPQ Infra website using the following links:

- [http://cdpqinfra.com/fr/Reseau\\_electrique\\_metropolitain](http://cdpqinfra.com/fr/Reseau_electrique_metropolitain) (French);
- [http://cdpqinfra.com/en/Reseau\\_electrique\\_metropolitain](http://cdpqinfra.com/en/Reseau_electrique_metropolitain) (English).

## 3. REMUNERATION AND GUARANTEES

### 3.1 PAYMENT MECHANISM

In consideration of the performance of all the RSSOM Contractor's obligations under the RSSOM Contract, the contemplated method of remuneration will include a Mobilization Payment and payments following Substantial Completion of batches for the Rolling Stock and batches for the Systems and related equipment. The certification of the batches will be determined by an Independent Certifier.

These payments may be subject to deductions or may not be made, in whole or in part, if the requirements of the RSSOM Contract are not met. CDPQ Infra has provided, in particular, a structure of liquidated damages to be paid for each Day of delay relative to the scheduled dates of Substantial Completion and Final Completion.

### 3.2 PROPOSAL SECURITY DEPOSIT

CDPQ Infra is currently evaluating the nature and scope of Guarantees that will be required of Proponents. These Guarantees will be finalized and detailed in the Request for Proposals. For information purposes, CDPQ Infra currently expects that the Proponents will need to provide a Proposal Security Deposit, in accordance with the terms and conditions set out in the Submission Agreement, in the form of one or more irrevocable and unconditional letters of credit from a Financial Institution in favour of CDPQ Infra. Such Proposal Security Deposit must be valid from the time that it is presented until expiry of the Period of Validity of the Proposals. Any Proposal Security Deposit provided by a Proponent who is not selected in connection with the Request for Proposals will be reimbursed according to the terms and conditions set out in the Submission Agreement.

### 3.3 PERFORMANCE GUARANTEES DURING THE DESIGN, MANUFACTURING, TESTING AND COMMISSIONING PERIOD

For information purposes, CDPQ Infra is considering requiring the following Guarantees from the RSSOM Contractor:

- One or more irrevocable and unconditional letters of credit from a Financial Institution for an amount equivalent to:
  - 100% of the payment of an advance for mobilization costs. This guarantee will be gradually reduced in accordance with terms and conditions to be agreed upon; and
  - 15% of the RSSOM Contract value for the Rolling Stock and the Systems, until Final Completion of the batches of Rolling Stock and the batches of Systems and related equipment.

### 3.4 PERFORMANCE GUARANTEES DURING THE WARRANTY PERIOD

The RSSOM Contractor will remain responsible for correcting the following defects:

- Defects related to components for a period equivalent to their useful life or up to a maximum of two (2) years;
- Defects related to Rolling Stock, excluding the components, for a period of two (2) years following their Substantial Completion dates;
- Defects related to the Rolling Stock's electrical or mechanical traction devices (including converters, differentials, suspension and axles) for a period of five (5) years following their Substantial Completion dates; and
- Any structural defect identified on a system or equipment forming part of the Rolling Stock, for a period of five (5) years following their Substantial Completion dates.

For information purposes, CDPQ Infra is considering requiring one or more bonds, in an amount equivalent to 20% of the Submission Price in the RSSOM Contract, from the RSSOM Contractor.

### 3.5 PERFORMANCE GUARANTEES DURING THE OPERATING AND MAINTENANCE PERIOD

For information purposes, CDPQ Infra is considering requiring the following Guarantees from the RSSOM Contractor during the operating and maintenance period, which is currently estimated at 20 years:

- One or more irrevocable and unconditional letters of credit from a Financial Institution, for an amount of 50% of the value of the operation and maintenance annual payments.

### 3.6 PARENT COMPANY GUARANTEE

For information purposes, CDPQ Infra is considering requiring a Parent Company Guarantee, in an amount equivalent to:

- 40% of the RSSOM Contract value for the Rolling Stock and the Systems, to cover solidarily all of the RSSOM Contractor's obligations to CDPQ Infra during the design, manufacturing, testing, commissioning and warranty periods;
- 150% of the value of the operation and maintenance annual payments, to cover solidarily all of the RSSOM Contractor's obligations to CDPQ Infra during the operating and maintenance period.

### 3.7 INSURANCE PROGRAM

CDPQ Infra is currently evaluating the nature and scope of insurance coverage to be required from Proponents. This insurance program will be finalized and detailed in the Request for Proposals.

## 4. PROCUREMENT

### 4.1 PROCUREMENT PROCESS

The Procurement Process leading to the choice of the Selected Proponent includes three main stages:

- A Public Procurement Notice was issued in May 2016 on the SEAO and MERX platforms. At the same time, CDPQ Infra retained the services of KPMG LLP (**KPMG**) to conduct a market study in advance of the Request for Qualification, to provide CDPQ Infra with a more thorough understanding of the current market capacity as well as various commercial, technical and procurement-related issues with respect to the RSSOM Contract;
- This Request for Qualification, issued on SEAO and MERX, following which up to a maximum of three (3) Qualified Respondents will be invited to participate in the Request for Proposals targeting the RSSOM Services. The guidance for Responses, as well as the eligibility and evaluation criteria for Responses are described in Sections 5 and 6 of this document;
- The Request for Proposals that will be sent directly to the Qualified Respondents via an information-sharing website, at the end of which the Selected Proponent will be able to sign the RSSOM Contract and perform the RSSOM Services.

### 4.2 TERMS AND CONDITIONS

The terms and conditions described below have been provided for information purposes only and may be amended in CDPQ Infra's Request for Proposals.

#### **4.2.1 Negotiation Phase**

The RSSOM Contract will be granted on the same date as the EPC Contract.

Between the announcement of the Selected Proponents (EPC and RSSOM) and the financial close, the Procurement Process will include a negotiation phase to agree upon the terms and conditions of an interface management agreement between the EPC Works and the RSSOM Services.

#### **4.2.2 Group of Persons**

Various experience, expertise and capabilities will need to be pooled in order to perform the RSSOM Services. CDPQ Infra is therefore open to receive Responses from Consortiums. In such cases, the Respondent will have to provide a description of the composition and operations of the Consortium, in addition to the roles of its Members, Participants and Key Individuals.

#### **4.2.3 Submission Agreement**

Signing the Submission Agreement will be a mandatory prerequisite for obtaining the status of Proponent and authorization to submit a Proposal as part of the Request for Proposals process. The Submission Agreement will, in particular, specify the obligations of the Proponents concerning confidentiality, intellectual property and Guarantees, as well as the terms and conditions for the compensation to be paid to Proponents who are not selected.

If, when the Request for Proposals is issued, one of the three Qualified Respondents withdraws from the Procurement Process or is disqualified, for example, due to a refusal to sign the required Submission Agreement, CDPQ Infra will invite the Respondent with the highest score after these first three (3) Respondents to participate in the Request for Proposals and to present a Proposal for the provision of the RSSOM Services. The new Qualified Respondent will then also have to sign the Submission Agreement in order to be eligible to participate.

#### **4.2.4 Proposal**

The Proposal must include, in particular, a technical section, a price section and the required Guarantees, in the form specified in the Request for Proposals.

The technical section of the Proposal must present the main elements of the RSSOM Services in sufficient detail to allow them to be evaluated. More specifically, the Proposal must include, without limitation:

- Preliminary plans and specifications and a report describing the final concept and its characteristics, the materials used and the manufacturing techniques applied;
- A report describing the design, manufacturing, testing, commissioning, operation and long-term maintenance of the Rolling Stock, Systems and equipment covered by the RSSOM Contract, the technical characteristics of which are described in Schedule 3;
- A report describing the testing, commissioning, operation and regular and long-term maintenance of the EPC Infrastructures, including the civil and rail infrastructure, engineering structures and buildings (e.g., stations, train storage depot and maintenance facility, command centre building) and the superstructure (e.g., rails, catenary system and equipment, sound barriers, security measures and equipment, lighting), the main component of which are identified in Sections 2.3 and 2.4;
- A report describing the management of interfaces between the work to be provided by the EPC Contractor and the RSSOM Contractor, in accordance with Section 2.8.1, and the management of interfaces with third parties, in accordance with Section 2.8.2;
- A report describing the supervision, quality control and administrative management for all of the work to be carried out;
- A price offer, in the form of a lump sum in Dollars;
- Confirmation of the ability of the Proponent, its Members and Participants and the Parent Company of each of its Members and Participants to put in place the Guarantees;

- An update of the financial situation of the Proponent, its Members and Participants, and of the Parent Company of each of the Members and Participants, in particular in the form of their most recent financial statements; and
- A Proposal Security Deposit as indicated in Section 3.2.

#### **4.2.5 RSSOM Contract**

A draft RSSOM Contract will be included in the Request for Proposals.

Qualified Respondents will have an opportunity to submit questions, comments, and suggestions for changes to the RSSOM Contract. In light of the comments and suggestions received, a revised version of the draft RSSOM Contract may be issued. CDPQ Infra reserves the right to accept or reject, in its sole discretion, any suggestion for a change to the draft RSSOM Contract.

The revised RSSOM Contract must be used by the Proponents in preparing their Proposals.

#### **4.2.6 Financial Compensation**

It is anticipated that financial compensation will be paid to non-selected Proponents that submitted a Proposal that was deemed compliant with the terms of the Request for Proposals. CDPQ Infra will pay each non-selected Proponent that submitted a Proposal that was compliant in all respects, financial compensation of \$2 million, as full and final compensation, *inter alia* to cover costs and expenses that a Proponent incurred in the Procurement Process.

Such compensation will be paid subject to satisfaction of the terms and conditions of payment of such compensation contained in the Submission Agreement and in consideration of the Proponent assigning to CDPQ Infra all the concepts, ideas and goods proposed, developed or incorporated in the Proponent's proposal in whatever manner that were designed and developed exclusively for the Project and that are owned by the Proponent, its Members or Participants.

### **4.3 TRANSPARENCY IN THE SELECTION PROCESS**

The Public Procurement Notice and the Request for Qualification concerning the Project have been made public through their publication on SEAO and MERX.

Following review and analysis of the Responses, the following information will be published on CDPQ Infra's website:

- The list of Respondents that have confirmed their interest in submitting a Response by returning the acknowledgement included in Schedule 4;
- The list of Qualified Respondents.

The following information will be published on CDPQ Infra's website after the Request for Proposals documents have been issued:

- The list of Qualified Respondents who received the Request for Proposals documents;
- The list of Proponents who duly signed the Submission Agreement in order to participate in the Request for Proposals;
- The governance and the expected amount of the financial compensation to be paid at the end of the Procurement Process to non-selected Proponents who submitted a compliant Proposal.

The following information will be published on CDPQ Infra's website after the RSSOM Contract is signed:

- The Request for Proposals documents integrating the criteria and weighting for the evaluation of the Responses;
- The name of the Selected Proponent, the date of signing of the RSSOM Contract and the principal Project milestones;
- The Process Auditor's final report.

## 5. INSTRUCTIONS FOR RESPONDENTS

The documents relating to the Request for Qualification include this document and any related Addenda.

Respondents must obtain all the documents relating to the RFQ from the following website: SEAO ([www.seao.ca](http://www.seao.ca)) or MERX ([www.merx.com](http://www.merx.com)), in accordance with their respective terms and conditions.

A Respondent that obtains the documents relating to the RFQ otherwise than from the SEAO or MERX websites takes full responsibility for obtaining all relevant and complete information relating to the RFQ. Such a Respondent takes full and sole responsibility for not obtaining all the relevant information.

The Request for Qualification documentation may not be used for purposes other than the preparation of Responses by Respondents.

CDPQ Infra reserves the right to make amendments and to provide additional information for the Request for Qualification by way of Addenda prior to the date of submission of Responses noted in Section 5.1, including amendments for the purpose of changing the date of submittal, as necessary.

Any Addendum will become an integral part of the Request for Qualification whose provisions it serves to complete, amend or supersede, as the case may be. Any Addendum must be issued at least five (5) business days before the date of submission of Responses.

The Respondent must confirm its interest in submitting a Response by completing the acknowledgment contained in Schedule 4 and returning it to the email address indicated in Section 5.2 by the deadline of August 5, 2016 at 3 PM, Montreal time. The Respondent must indicate on the acknowledgment the name of the Respondent's Representative, who will be the only person authorized to contact and to send requests for clarification to CDPQ Infra. CDPQ Infra will address all communications relating to the Request for Qualification duly submitted to the Respondent's Representative.

### 5.1 DATE AND PLACE FOR SUBMITTING A RESPONSE

Respondents must submit all required documentation under the terms of the Request for Qualification in a sealed envelope or package with the following indications:

- In the upper left-hand corner, the sender's name and return address;
- In the upper right-hand corner, the indication STRICTLY CONFIDENTIAL;
- In the central section: the addressee and the following address:

REQUEST FOR QUALIFICATIONS 01-8001: ROLLING STOCK, SYSTEMS, OPERATION AND MAINTENANCE  
RÉSEAU ÉLECTRIQUE MÉTROPOLITAIN DE MONTRÉAL Project  
CDPQ Infra inc.  
Attention: Procurement Department  
1000 place Jean Paul Riopelle  
Centre CDP Capital  
Montreal, Quebec H2Z 2B3

Responses must be submitted at the delivery dock of the Centre CDP Capital known as "Quai Est", which is located on Saint-Alexandre Street, between Saint-Antoine and Viger Streets (see photo below).



Pedestrians may use the door on the right side, which will be open from 9 AM every morning.

Vehicular access is through the grille, which will open automatically from 9 AM every morning.

Respondents must request a signed acknowledgment indicating the date and time of submission of their Response.

The deadline for submitting a Response is:

**Friday, August 26, 2016, at 3 PM, Montreal time.**

CDPQ Infra reserves the right, in its sole discretion, to extend the deadline for submitting a Response by way of an addendum no less than five (5) business days before the deadline for submitting a Response.

CDPQ Infra may in no way be held liable for delays that may be caused by the methods used by Respondents to send their Responses. Any Response received after the deadline for submitting Responses will be refused and returned unopened to the Respondent. Responses sent electronically or by fax will not be accepted.

The Response must be valid for at least 120 Days from the expiry of the Qualification Period.

## **5.2 CDPQ INFRA'S REPRESENTATIVE**

To ensure consistency in the interpretation of Request for Qualification documents, and to facilitate the exchange of information, all communications must be sent to CDPQ Infra using the following email address and mentioning "RSSOM" in the subject line:

Email address: AQREM@cdpqinfra.com  
Subject: RSSOM

The email address AQREM@cdpqinfra.com is the only way Respondents can communicate officially with CDPQ Infra with regard to this Request for Qualification. Such communication will be conducted in accordance with Section 5.4 below. Information provided by a Person by means other than through this address will not be binding on CDPQ Infra, and a Respondent should not rely on such information. Any communication by any Person not authorized by CDPQ Infra, may lead to the rejection of the Response.

### 5.3 EXAMINATION OF DOCUMENTS

Respondents must ensure that they have received all the documents for the Request for Qualification, including the Schedules listed in the table of contents. Unless notification to the contrary has been sent to the Official Email Address prior to the opening of Responses, Respondents will be deemed to have received all the documents.

Each Respondent must examine the Request for Qualification documents carefully, and is responsible for ascertaining the purpose and requirements of the Request for Qualification.

A Respondent who notes any ambiguity, oversight or discrepancy in the documents, or has any doubts about their meaning, must advise CDPQ Infra by email sent through the Official Email Address. As stated in the form of undertaking that appears in Schedule 1.1, a Respondent, by submitting a Response, acknowledges that it has examined the documents and accepts their terms and conditions.

### 5.4 REQUESTS FOR CLARIFICATION

Any requests for clarification or questions concerning the Request for Qualification must be submitted to CDPQ Infra's representative through the Official Email Address on or after the date on which the Request for Qualification is issued. The deadline for making a request for clarification is **August 5, 2016, 3 PM, Montreal time**. Requests for clarification submitted must be formulated in accordance with the template included in Schedule 1.4.

Any request for clarification will be dealt with by CDPQ Infra. All non-confidential answers will be redistributed to all Prospective Respondents through the Official Email Address. CDPQ Infra also reserves the right to share with all Prospective Respondents any additional information or amendments to the Request for Qualification that arise from a request for clarification made by a Prospective Respondent.

If a Prospective Respondent making a request for clarification checks the "confidential request" box, CDPQ Infra will examine the justification for such confidentiality request and, if the request is justified, will answer only the Prospective Respondent who made the request. If the confidentiality request is considered not to be justified, CDPQ Infra will notify the Prospective Respondent that, unless CDPQ Infra is advised otherwise within 24 hours, it will issue the answer to all Prospective Respondents on a non-confidential basis. If the Prospective Respondent decides to withdraw its request for clarification within such 24-hour period, CDPQ Infra will not reply to the request.

Any request for clarification will be dealt with in CDPQ Infra's sole discretion. CDPQ Infra reserves the right not to reply to requests for clarification and will notify the Prospective Respondent concerned.

If a question or answer leads to an amendment of the Request for Qualification, the amendment will be made in an addendum sent through the Official Email Address to all Prospective Respondents. The addendum will state the question concerned, without revealing the identity of the Prospective Respondent who asked the question and the answer given by CDPQ Infra. An addendum will supplement or supersede the information and requirements contained in the Request for Qualification. Only information that CDPQ Infra's Representative provides by way of an addendum will change the requirements of the Request for Qualification.

## 5.5 INFORMATION SESSION AND SITE VISIT

It is possible that CDPQ Infra will organize an information session and site visit as per the timetable in Section 1.5. The information session is open to all Prospective Respondents. During the information session, CDPQ Infra will present the Project and the RSSOM Services to the Persons present. Only Respondents who have sent their acknowledgment at least 48 hours prior to the date of the event will be notified of the place, time and date of the information session, through the Official Email Address.

## 5.6 PREPARATION AND PRESENTATION OF A RESPONSE

Evaluation committees are responsible for analyzing and evaluating Responses using the criteria and weighting defined in Section 6 and making recommendations to CDPQ Infra's Selection Committee concerning the qualification of Respondents. It is essential for Respondents to provide precise and ordered answers to the criteria and to indicate, for each criterion, why they are qualified to perform the RSSOM Services. The Response should address clearly and in sufficient depth the items that are included in the evaluation criteria against which the Response will be evaluated.

The requirements for the presentation of Responses, which are also requirements for compliance, are as follows:

- Responses and any related documents must be in French if the Proponent has an establishment in Quebec, except financial statements, annual reports and credit rating reports as described in Section I of Schedule 2, and certified excerpts of resolutions or other documents authorizing the signing of the Response and the form of undertakings, which may be in French or English;
- The Response outline, including the numbering of paragraphs, as specified in Schedule 2, must be used;
- The maximum number of pages allowed for each section in Schedule 2 must be respected. Any pages over the allowed maximum will be removed from the Response;
- The Response must be made on 8½" x 11" paper, or the international system equivalent (A4);
- The font used must be Arial Narrow 10 point, 1.5 spaced.

## 5.7 FORMAT FOR A RESPONSE

The Respondent must submit copies of its Response, in paper and electronic format (USB key), in the required format and the quantities noted in **Table 7**.

Table 7 – Required Format and Number of Copies for Responses

Envelope (or Package)	Contents	Number of copies	
		Paper format	USB Keys
<b>Original</b>	In a sealed package, marked “Original”: The original complete version of the Response (including the original versions of the contents of envelopes 1, 2, 3 and 4).	1	1
<b>1</b>	In a sealed package, marked “Envelope 1”: The parts of the Response meeting the eligibility requirements of Section 6.3.1.	5	0
<b>2</b>	In a sealed package, marked “Envelope 2”: The parts of the Response meeting the compliance requirements of Section 6.3.2 and Schedule 1 (Letters and Forms).	5	0
<b>3</b>	In a sealed package, marked “Envelope 3”: The parts of the Response meeting the requirements of Section I of Schedule 2 (Financial capability).	7	3
<b>4</b>	In a sealed envelope, marked “Envelope 4”: The parts of the Submission meeting the requirements of Sections II and III of Schedule 2, i.e.: II. General Requirements III. Capacity, Experience and Approach <ol style="list-style-type: none"> <li>1. Proven Service and Experience;</li> <li>2. Design and Delivery of Rolling Stock;</li> <li>3. Automated Rail Operations Management;</li> <li>4. Maintenance of Rolling Stock and Infrastructure;</li> <li>5. Systems;</li> <li>6. Health, Safety, Security and Environment; and</li> <li>7. Project Management.</li> </ol>	12	5

## 5.8 FORM OF UNDERTAKING

The Respondent must submit through the Official Email Address the form of undertaking presented in Schedule 1.1, duly signed by the Respondent no later than **August 26, 2016**. Any Respondent that fails to submit the form of undertaking will be unable to submit a request for clarification or to obtain access to the answers provided and will be unable to participate in the Request for Proposals process.

## 5.9 WITHDRAWAL OF A RESPONSE

A Respondent may withdraw its Response by giving written notice through the Official Email Address at any time prior to the Response deadline, without in any way waiving its right to present another Response before the deadline. All Responses become the property of CDPQ Infra once submitted and will not be returned to the Respondent.

## 5.10 REQUEST REGARDING A CONFLICT OF INTEREST

A Respondent may ask the Legal Review Committee to rule on a situation that gives rise to or could give rise to a real or apparent conflict of interest or an unwarranted advantage no later than 15 business days after the Response deadline. The request may be made based on preliminary information. The Legal Review Committee will analyze any such request.

In the event of a request for a ruling to determine whether a Person is excluded from the Request for Qualification, according to the definition in Section 8.4 of this document, or whether it has an unwarranted advantage, a Respondent must submit its request to the Official Email Address no later than ten (10) business days after the Response deadline.

All requests may be submitted through the Official Email Address and must contain the following information:

- a) The names and contact information for communicating with the Respondent and the Person regarding whom the advance ruling is requested;
- b) A description of the relationship that raises the possibility or appearance of a conflict of interest or an unwarranted advantage;
- c) A description of the actions taken or foreseen to eliminate the conflict of interest or the unwarranted advantage; and
- d) Copies of all relevant information.

All requests for a ruling will be dealt with confidentially. In the event that a Respondent, Member, Participant, Key Individual, or advisor of a Respondent is deemed to be an ineligible Person, its name may be added to Section 8.2 by an addendum to this RFQ or listed as such in the Request for Proposals documents.

CDPQ Infra may also request the Legal Review Committee for a ruling if it suspects or believes that a Person should be declared ineligible. In such a case, the required information will be submitted to the Legal Review Committee and the Person concerned will be informed, so that it can submit its comments directly to the Legal Review Committee.

## 6. EVALUATION OF RESPONSES

Responses must be prepared in accordance with the outline in Schedule 2.

### 6.1 RESPONSE EVALUATION PROCESS

The following will be taken into account in evaluating Responses:

- Responses received by CDPQ Infra in connection with the Request for Qualification;
- Clarifications, additional information or confirmations obtained in writing as a result of requests for clarification issued by CDPQ Infra;
- All information obtained as the result of research by CDPQ Infra or its advisors, including Respondent reference checks or any other verification in connection with the Responses received.

Unless the Request for Qualification expressly includes provisions to the contrary, CDPQ Infra will evaluate only documents provided together with the Response. CDPQ Infra will not evaluate information such as references to website addresses that contain additional information or technical manuals or brochures that have not been submitted with the Response.

Respondents are encouraged to provide comments regarding the Project, particularly with respect to alternatives in terms of design, manufacturing, operation and maintenance requirements, payment mechanisms and conditions, Guarantees, etc. Although such comments may be taken into account by CDPQ Infra in preparing the Request for Proposals or other contractual documents, they will not be considered in evaluating the Responses received.

## 6.2 EVALUATION COMMITTEE

Responses will be analyzed and evaluated by different evaluation committees, made up of individuals appointed by CDPQ Infra. The committees will study the Responses on the basis of the requirements and documents specified in the Request for Qualification. The services of experts in relevant fields may be retained to support the work of these committees.

Responses are evaluated in four stages, namely through an assessment of the Response's eligibility, satisfaction of the compliance criteria, evaluation of the financial capacity and evaluation of the technical capacity.

## 6.3 ELIGIBILITY CRITERIA

### 6.3.1 Eligibility Criteria

All the eligibility criteria must be met so that a Response is considered eligible, otherwise it will be automatically rejected. The eligibility criteria are as follows:

- The Response must be delivered to the address specified in this document by the stipulated deadline;
- It must be confirmed that the Respondent's Members and Participants are not included in the RENA. The RENA includes the names of enterprises that have committed an offence as set out in Schedule 1 to the *Act respecting contracting by public bodies* (CQLR c C-65.1) (**ACPB**). The ACPB also provides that the names of enterprises that have been refused authorization by the AMF to enter into public contracts or subcontracts, or that have had their authorization revoked, will be included in the register. Once an enterprise's name has been included in the register, the enterprise cannot be awarded a public contract or subcontract or continue to work on such a contract already in progress;
- Provide an attestation by Revenu Québec (confirming that the returns and reports required under Quebec tax laws have been filed and that there is no overdue account under such laws) or, alternatively, an attestation that there is no establishment in Quebec; and
- Provide an AMF certificate: parties interested in making a Proposal in response to the Request for Proposals and their partners and subcontractors must first obtain an AMF authorization. Since this authorization may take time to obtain, it is strongly suggested that Prospective Respondents and their partners and subcontractors initiate this process as soon as possible.

When they submit their Response, interested parties and their partners and subcontractors will have to provide the AMF certificate, or, if they have not obtained it already, proof that they have filed their application for authorization with the AMF.

The AMF provides a guide to Quebec-based and foreign or extra-provincial enterprises to assist them in preparing their application for an AMF authorization. This guide is available via the following links:

- in French: <https://www.lautorite.qc.ca/files/pdf/contrats-public/guide-accompagnement-fr.pdf>.
- in English: <https://www.lautorite.qc.ca/files/pdf/contrats-public/guide-accompagnement-an.pdf>.

Other relevant information for the preparation of an application for an AMF Authorization includes:

Type of applicants	Source of information	Web site
Quebec companies	Application for authorization to be submitted through the AMF's online services	<a href="https://www.lautorite.qc.ca/fr/services-en-ligne-autre.html">https://www.lautorite.qc.ca/fr/services-en-ligne-autre.html</a> (bilingual site)
Foreign or extra-provincial enterprises <sup>1</sup>	Application for authorization to be completed manually	<a href="https://www.lautorite.qc.ca/fr/entreprises-etrangees-cp.html">https://www.lautorite.qc.ca/fr/entreprises-etrangees-cp.html</a> (site in French) <a href="https://www.lautorite.qc.ca/en/foreign-enterprises-pc.html">https://www.lautorite.qc.ca/en/foreign-enterprises-pc.html</a> (site in English)

### 6.3.2 Compliance Criteria

All the compliance criteria described below must be met for a Response to be considered admissible. However, omission or error will not lead to the automatic rejection of the Response concerned, provided the Respondent corrects the error or omission to the satisfaction of CDPQ Infra within the time determined by CDPQ Infra, which must be at least two (2) business days following the date on which the Respondent receives a written request to that effect from CDPQ Infra.

The Respondent's Representative and of each of the Respondent's Members and Participants must complete and sign the form of undertaking included in Schedule 1.1. This form must be in French;

A Respondent must provide a certified true excerpt of a resolution, the resolution itself or another document indicating that the Respondent's Representative is authorized to sign the Response on behalf of the Respondent and its Members and Participants;

A Respondent must provide a certified true excerpt of a resolution, the resolution itself or another document authorizing the Respondent's Representative, and of each of its Members and Participants, to sign the form of undertaking included in Schedule 1.1;

A Respondent must disclose the existence and scope of past or pending litigation involving CDPQ Infra or CDPQ or, as the case may be, the Respondent must provide confirmation that no such litigation exists;

A Respondent must provide evidence, from one or more Financial Institutions or from an Eligible Insurer, that it is able to obtain the bonds in accordance with the standard form included in Schedule 1.3; and

A Respondent must provide evidence, from one or more Financial Institutions, that it is able to obtain letters of credit in accordance with the standard form included in Schedule 1.2.

## 6.4 COMPLIANCE REQUIREMENTS

All Responses must satisfy the compliance requirements contained in Section 5.6 and Schedule 1.

## 6.5 EVALUATION CRITERIA

All Responses considered eligible will be analyzed and evaluated based on the evaluation criteria and weighting presented in **Table 8**.

<sup>1</sup> "Foreign or extraprovincial enterprises" include companies that are not incorporated under the laws of Quebec and that do not have either a head office or an establishment in Quebec where their business is mainly carried on.

Table 8 – Evaluation Criteria - RFQ

EVALUATION CRITERIA	
	Percentage Weighting
<b>I. Financial Capability</b>	
Key Requirements Evaluated on a Pass / Fail Basis	Pass / Fail
<b>II. General Requirements</b>	
Respondent Introductory Letter, Organization and Advantage (executive summary-type)	n/a
<b>III. Capacity, Experience and Approach</b>	
1. Proven Service and Experience	15
2. Design and Delivery of Rolling Stock	20
3. Automated Rail Operations Management	15
4. Maintenance of the Rolling Stock and Infrastructure	15
5. Systems	15
6. Health, Safety, Security and Environment	10
7. Project Management	10
<b>Total</b>	<b>100</b>

To allow their capability and competency to be assessed, Respondents must demonstrate their qualifications by providing the information requested in Schedule 2, which provides details regarding evaluation criteria and the structure of their Responses.

A Response must specify, for each evaluation criterion, the respective responsibilities and roles of the Respondent and of its Members, Participants and Key Individuals, and must demonstrate the respective expertise, experience and capability of each, solidarily, to meet the evaluation criteria.

For each criterion, each Respondent will receive a score between zero (0) and one hundred (100). The weighting assigned to each criterion is based on its relative importance. The total score for each Respondent will correspond to the sum of the weighted scores on the evaluation matrix for each criterion.

Notwithstanding the Respondent's total score, failure to achieve 50% of the available points under any one of the rated categories (e.g., failure to achieve a score of 50% in any of the categories in Table 8) will preclude the Respondent from being qualified.

CDPQ Infra may ask a Respondent to provide clarifications of certain aspects of its Response, in writing and within the time determined by the evaluation committee, which may not be less than two (2) business days following the date on which the Respondent receives a written request to that effect from the Official Email Address. The clarifications provided will become an integral part of the Response. CDPQ Infra will not accept any clarification or additional information that it has not requested.

## 6.6 SELECTION OF QUALIFIED RESPONDENTS

The bullet points below provide an overview of elements of the selection process of the RFQ:

- Total Score calculated as  $\sum$  [Evaluation Criterion Weight] x [Respondent Score for the relevant evaluation criterion];
- In the project experience provided, a Respondent should ensure that the proportion of projects provided is matched to the degree of responsibility and involvement of its Members, Participants and Key Individuals as well as the particular role

assigned to each of them in this project. For example, project experience that covers only one Member of the Respondent that had a relatively minor role in the project may not receive full scoring;

- Notwithstanding the Respondent's total score, failure to achieve 50% of the available points under any one of the rated criteria categories (e.g., failure to achieve a score of 50% in any of the categories in **Table 8**) will preclude the Respondent from being qualified;
- The three highest-scoring Respondents will be qualified. If the 3rd and 4th-placed Respondents obtain the same total score, the selection will be based on the criterion V in Table 8 or, where two Respondents are still ranked equally, based on the criterion in Section IV or, if two Respondents are still ranked equally, based on the criterion III. The Response of the Respondent who is not qualified will be retained in case one of the Qualified Respondents withdraws at a later date.

CDPQ Infra reserves the right to accept none of the Responses received.

## 6.7 TRANSMISSION OF THE EVALUATION RESULTS TO THE RESPONDENTS

Once the evaluation has been completed, each Respondent will receive the following information:

- The number of Responses found eligible and the number found ineligible;
- Its total score and the score obtained for each evaluation criterion;
- If its Response was found to be ineligible, the reasons for its rejection; and
- The names of the Qualified Respondents.

The Respondents who have not been selected as one of the first three Qualified Respondents with the highest scores will be notified in writing and, following signature of the Submission Agreement by the three Respondents, they may ask for an explanation by contacting the person referenced in the notice letter. The explanation will include the reasons why the Respondent was not selected as one of the Qualified Respondents with the highest score. The explanation will be limited to the evaluation of the Response of the Respondent in question and will not include any details about the content or results of the evaluation of the Responses of the other Respondents. The confidentiality of the information pertaining to the other Respondents will be protected. CDPQ Infra will not assume any expenses with respect to the explanations.

## 7. LEGISLATIVE AND NORMATIVE FRAMEWORK

The realization of the Project requires compliance, by the Respondent, its Members, Participants and Key Individuals and, where applicable, all their subcontractors, agents or other representatives, with (i) all applicable laws, and (ii) the directives, decisions, etc., of any governmental or judicial authority, or any authority recognized by agreement, as specified in more detail in the RSSOM Contract.

Consequently, Respondents are invited to familiarize themselves with certain legislative documents that may apply to the Project. Partial lists of relevant legislation and guidelines applicable in Quebec and Canada are presented in Sections 7.1 and 7.2.

### 7.1 RELEVANT APPLICABLE QUEBEC LEGISLATION (PARTIAL LIST)

- *Act respecting the Caisse de dépôt et placement du Québec*, CQLR c C-2;
- *Act respecting occupational health and safety*, CQLR c S-2.1;
- *Act respecting the Ministère des Transports*, CQLR c M-28;
- *Act to ensure safety in guided land transport*, CQLR c S-3.3;
- *Anti-corruption Act*, CQLR c L-6.1;

- *Building Act*, CQLR c B-1.1;
- *Charter of the French language*, CQLR c C-11;
- *Engineers Act*, CQLR c I-9;
- *Environment Quality Act*, CQLR c Q-2;
- *Expropriation Act*, CQLR c E-24;
- *Lobbying Transparency and Ethics Act*, CQLR c T-11.011;
- *Railway Act*, CQLR c C-14.1;
- *Sustainable Development Act*, CQLR c D-8.1.1;
- *Transport Act*, CQLR c T-12.

## **7.2 APPLICABLE CANADIAN LEGISLATION (PARTIAL LIST)**

- *Canada Transportation Act*, SC 1996, c 10;
- *Lobbying Act*, RSC, c 44 (4th Supp);
- *The Railway Relocation and Crossing Act*, RSC, 1985, c R-4;
- *Railway Safety Act*, RSC, 1985, c 32 (4th Supp)

# 8. GENERAL CONDITIONS

## **8.1 COMMUNICATIONS**

The Respondent and its Members, Participants and Key Individuals must refrain from engaging in any communication relating to the RFQ with any Person, except via the Official Email Address.

If a Respondent, its Members, Participants or Key Individuals or Associates violate such obligation, CDPQ Infra may, in its sole discretion, disqualify such Respondent.

The Respondent, as well as its Members and Participants, agree to have their names disclosed, regardless whether their Response is accepted.

## **8.2 HIRING OF CERTAIN ADVISORS OR EXPERTS BY A RESPONDENT**

CDPQ Infra has retained the services of experts and advisors to provide Project implementation support, These experts and advisors (Ineligible Persons) are the following:

- Business services advisor: KPMG LLP;
- Technical services advisors: CIMA+ general partnership, groupe SETEC, HATCH (previously Hatch Mott MacDonald) and groupe SYSTRA;
- Legal advisor: Norton Rose Fulbright Canada LLP and Lavery de Billy LLP;
- Insurance advisor: AON Parizeau inc.;
- RSSOM Process Auditor: Mr. André Dumais, Eng.; and
- EPC Process Auditor: Mr. Jean Montplaisir, Eng. (Knowles Consultancy Services Inc.).

A Respondent, one of its Members, Participants, Key Individuals or the Parent Company of a Member of a Respondent may not use the services of a Person listed above or of an Associate of such a Person to complete tasks or mandates in the context of the Project.

CDPQ Infra may amend the list of Ineligible Persons during the Request for Qualification process.

An affiliate of such Ineligible Person may however be eligible to become a Member of a Respondent or an advisor of a Respondent after obtaining the written consent of CDPQ Infra to that effect. To obtain such consent, the Respondent must make an application for consent to CDPQ Infra through the Official Email Address. Once the CDPQ Infra has received the application for consent duly completed by the Respondent, CDPQ Infra will decide, in its sole discretion, but as necessary with the support of the Legal Review Committee, whether there exists a real, perceived or potential conflict of interest and whether it is possible to manage, mitigate or adequately reduce the effect of such conflict. The Respondent will be notified of CDPQ Infra's decision by a letter of consent stating the nature of the consent and the management, mitigation and reduction measures required as a condition of the consent. If an affiliate of an Ineligible Person is deemed to be in a conflict of interest which cannot be managed, mitigated or reduced adequately, CDPQ Infra will add the affiliate to the above list of Ineligible Persons by means of an addendum to the Request for Qualification.

### **8.3 ACCESS TO INFORMATION**

To the extent permitted by Quebec access to information legislation, including the *Act respecting Access to documents held by public bodies and the Protection of personal information* (CQLR c A-2.1), CDPQ Infra will ensure the confidentiality of information identified by Respondents as confidential in their respective Responses.

Each Respondent, including its Members and Participants, hereby agrees that any information contained in its Response may be transmitted, as allowed by the consent given in the form of undertaking included in Schedule 1.1, to the various agents, representatives and experts of CDPQ Infra, and to their respective staff members who are required to assist them as part of the Request for Qualification process. In addition, CDPQ Infra may transmit, without the consent of the Respondent, Member, Participant or Key Individual, as the case may be, any information contained in a Response that access to information legislation allows or requires to be transmitted to a third party even if consent has not been obtained or requested, as the case may be, from the Respondent or one of its Members or Participants.

In addition, nothing in this Request for Qualification may or should be interpreted as limiting in any way the ability of CDPQ Infra, or its agents, representatives or experts or any of their respective staff members to transmit any information contained in a Response if so required by a court or a public authority having the power or jurisdiction to order its transmission.

Moreover, any Person who presents a Response consents to disclosure of the following information:

- Its name, whether or not its Response is selected; and
- Where applicable, the fact that its Response is selected.

The previous paragraph, adapted as required, also applies to each of the Members and Participants of a Respondent.

### **8.4 CONFLICTS OF INTEREST**

Respondents and their Members, Participants or Key Individuals and their respective staff members and representatives agree to avoid any situation that places their personal interest in conflict with the interest of CDPQ Infra.

In the event that such a situation should arise, the Respondent must immediately notify CDPQ Infra by way of the Official Email Address and CDPQ Infra may indicate, in its sole discretion, how to remedy said conflict of interest, or disqualify the Respondent.

As noted in Section 1.9, CDPQ Infra will appoint a Legal Review Committee whose mandate will include making recommendations regarding conflict of interest issues that may be raised in the Request for Qualification and the Request for Proposals. Any decision made by CDPQ Infra further to a recommendation by the Legal Review Committee, be it in response to an application for an advance ruling or as requested by CDPQ Infra at any stage in the Request for Qualification and the Request for Proposals, is final and binding regarding the Persons who submitted the matter to arbitration and any other party to the Request for Qualification and the Request for Proposals, including a Respondent, a Member, a Participant or a Key Individual, and their Associates.

## **8.5 EXCLUSIVITY**

The Members, Participants and Key Individuals of a Respondent, as well as any of their Associates, must act exclusively for a Respondent and, as a result, cannot form part of the team of another Respondent submitting a Response to the Request for Qualification.

## **8.6 CANADIAN CONTENT**

There will be no minimum Canadian content requirements in connection with the RSSOM Services to be performed.

## **8.7 LOBBYING AND POST-EMPLOYMENT OBLIGATIONS**

A Respondent and its Members, Participants and Key Individuals undertake to comply, and ensure that their respective staff members and representatives comply, with the lobbying and post-employment obligations set out, in particular, in the *Lobbying Transparency and Ethics Act* (CQLR c T-11.011), the *Act respecting the Ministère du Conseil Exécutif* (CQLR c M-30) and the *Lobbyists Registration Act* (R.S.C., 1985, c 44 (4th Supp.)), and the regulations thereunder.

No member of the Quebec National Assembly may have an interest of any kind in the Request for Qualification, the Request for Proposals or the Contract to be entered into, or in any related advantage.

If a Respondent, one of its Members or Participants, one of their respective staff members or representatives, or one of their Key Individuals, fails to comply with the lobbying and post-employment obligations in connection with the Request for Qualification or the Request for Proposals, CDPQ Infra may, in its sole discretion, disqualify the Respondent.

## **8.8 DISCLOSURE AND PUBLIC COMMENTS**

No Respondent, and no Member, Participant or Key Individual of a Respondent, may comment publicly, answer questions at a public forum, or take part in any promotional or advertising activities that mention the interest or participation of the Respondent in the selection process, without the prior written consent of CDPQ Infra.

## **8.9 COLLUSION**

Each Respondent must present its Response without any concerted action, exchange, or comparison of information or arrangements with any other Respondent or any other staff member, representative or Member or Participant of a Respondent, or with an Associate of any of the above. Each Respondent is responsible for ensuring that it participates in the Request for Qualification honestly, without collusion or fraud. If a situation of collusion comes to light, CDPQ Infra will disqualify the Respondents concerned.

## **8.10 RESPONDENTS' COSTS AND EXPENSES**

CDPQ Infra will not reimburse Respondents for any costs or expenses incurred by them as part of this Request for Qualification.

### **8.11 CHANGE IN THE COMPOSITION OF A RESPONDENT**

A Respondent may not add, remove, or replace any Member, Participant, or Key Individual of a Respondent, or make any changes to the participation of any Member, Participant, or Key Individual, between the time when its Response is submitted and the time of the announcement of the Qualified Respondents in connection with the Request for Qualification.

If, in exceptional circumstances, following the announcement of Respondents qualified to participate in the Request for Proposals and before the signing of the Submission Agreement, a Respondent wishes to add, remove, or replace any Member, Participant, or Key Individual, or make any changes to the participation of any Member, Participant, or Key Individual, the Qualified Respondent must submit these changes to CDPQ Infra, explaining the nature of and reasons for the change or changes.

Any proposed change will be analyzed by and is subject to the approval of CDPQ Infra, in its sole discretion, in light of the conditions and requirements herein and in the Request for Proposals. Any change made in breach of the provisions of this section will lead to the disqualification of the Qualified Respondent.

The Request for Proposals and the Contract will specify the procedure for adding, removing, replacing or changing the participation of a Member, Participant or Key Individual. In particular, it will be specified that after the Contract is signed, any replacement of a Member, Participant or Key Individual may lead to a substantial penalty, and may be interpreted as a failure to comply.

### **8.12 RIGHTS OF CDPQ INFRA**

CDPQ Infra is fully empowered to carry out an independent verification of the information relating to a Respondent and to obtain extra information about that Respondent. CDPQ Infra reserves the right, and has full power, to change the dates, deadlines, limits and scope of the Contract, to reject any or all Responses, to cancel this Request for Qualification or the Project, to launch a new Request for Qualification, to modify the selection process or to decide not to launch the Request for Proposals, without engaging CDPQ Infra's liability for any costs or damages incurred by any Respondent, including its Members, Participants and Key Individuals.

CDPQ Infra reserves the right, and has full power, to overlook or allow the correction of any irregularity CDPQ Infra considers minor that comes to light in a Response and to carry out verifications and request clarifications concerning any Response.

CDPQ Infra reserves the right to disqualify any Response which, in the opinion of and in CDPQ Infra's sole discretion, contains false or misleading information.

### **8.13 RESPONSIBILITY RELATING TO THE ACCURACY OF INFORMATION**

CDPQ Infra, as well as the bodies, partnerships and Persons mentioned in Sections 1.6 and 8.2, decline all responsibility for and do not vouch for the accuracy, relevance or integrity of the information transmitted to a Respondent by a third Person or CDPQ Infra. Only the information contained in this document should be considered by the Persons interested in participating in this Request for Qualification.

### **8.14 NO RECOURSE**

Each Respondent, in submitting its Response, irrevocably waives all recourse against CDPQ Infra or against its agents, representatives, advisors and experts on any ground that may arise from the preparation, presentation or reception of a Response, or from the Respondents' selection process or the Project.

## **8.15 OWNERSHIP OF DOCUMENTS**

CDPQ Infra will be the sole owner of the Responses, without any compensation for the Respondents, Members, Participants or Key Individuals.

## **8.16 FRANCIZATION CERTIFICATE**

To the extent that a Respondent is subject to sections 135 to 154 of the *Charter of the French Language* (CQLR c C-11), the Respondent represents and warrants that it has provided to the Office québécois de la langue française, within the prescribed timeframe, an analysis of its linguistic situation, that it has obtained an attestation of implementation of a francization program and holds a Francization Certificate and that its name is not on the List of companies failing to comply with francization processes that is published on the Office québécois de la langue française website. The Respondent agrees to submit a copy of any relevant document to CDPQ Infra upon request.

## **8.17 OFFICIAL LANGUAGE AND TRANSLATION OF DOCUMENTS**

Only the French-language version of the Request for Qualification is official and produces legal effects.

Under the *Charter of the French language* (CQLR c C-11), contracts entered into by CDPQ Infra must be drawn up in the official language, French. In addition, any communication or notice arising from the exercise of a right or obligation under the RSSOM Contract must be in writing and in French.

English versions of the Request for Qualification and Request for Proposals will be made available only for information purposes.

## SCHEDULE 1 – STANDARD LETTERS AND FORMS

The Response submitted must start with an introductory cover letter (no more than three (3) pages) to the Response, signed by the Respondent and each of the Members and Participants, confirming that they are submitting their Response, accompanied with (i) the certified true copy of the resolution, the resolution itself or another document showing that the Respondent's Representative is authorized to sign the Response on behalf of the Respondent and its Members and Participants, and (ii) the certified true copy of the resolution, the resolution itself or another document authorizing the Respondent's Representative and each of its Members and Participants to sign the form of undertaking included in Schedule 1.1.

The Respondent must only include in its Response the information relating to its organization and its Members, Participants and Key Individuals. Only the information relating to the Respondent and its Members, Participants and Key Individuals who have signed the form of undertaking included in Schedule 1.1 will be considered.

Only the information contained in the Response, supplemented by the clarifications submitted by the Respondent at the request of CDPQ Infra and information in the possession of CDPQ Infra following its own inquiries, and obtaining of additional information, will be considered in evaluating the Response.

# SCHEDULE 1.1 – RESPONDENT’S FORM OF UNDERTAKING

## REQUEST FOR QUALIFICATIONS

### FORM OF UNDERTAKING

This form of undertaking must be completed by the Respondent and each of its Members, Participants and Key Individuals. It is an integral part of the Response and must be inserted at the beginning of the Response. For the purposes of this form of undertaking, the Respondent and each of its Members, Participants and Key Individuals is an “Interested Party” and the defined expressions used in the form have the meaning given in the Request for Qualification.

TO: CDPQ Infra

The undersigned declares that it is an Interested Party or has power and authority to sign this form of undertaking on behalf of the Interested Party in question. The Interested Party agrees to act, as **[the Respondent, Member, Participant, or Key Individual of the Respondent]**, as the case may be.

The Interested Party hereby recognizes that it has received, read, examined and understood the document entitled “Request for Qualification – Provision of the Rolling Stock, Systems and Operation and Maintenance Services of the *Réseau électrique métropolitain de Montréal*” all of the documents relating to the Project, all of the terms and conditions set out in the document, including all the schedules it contains, and all the other information made available by CDPQ Infra or its representatives in connection with the Request for Qualification. The Interested Party declares that it has obtained and received all the necessary information concerning the nature of the services to be provided and the requirements for the RSSOM Services.

**If the Interested Party is the Respondent or one of its Members, the following paragraph should be added:**

The Interested Party hereby recognizes the RSSOM Contractor’s obligation to respect the financial obligations required upon the signing of the RSSOM Contract.

The Interested Party hereby recognizes that the Request for Qualification refers, in particular and for information purposes, to a Proposal Security Deposit (Section 3.2), to performance Guarantees during the design, manufacturing, testing and commissioning period (Section 3.3), to performance Guarantees during the warranty period (Section 3.4), to performance Guarantees during the operating and maintenance period (Section 3.5), to Parent Company Guarantees (Section 3.6) and to an insurance program (Section 3.7).

By submitting this form of undertaking, duly signed by the Interested Party or his, her or its authorized representative, the Interested Party agrees to be bound by all the terms and conditions of the Request for Qualification and to abide by them.

The Interested Party hereby recognizes and agrees that CDPQ Infra and its staff members, agents, advisors and representatives may verify any information that is contained in the Response and conduct a background investigation in respect of the Interested Party, including checks on the Interested Party’s credit and solvency record, criminal record, litigation or proceedings for bankruptcy or insolvency, tax status and compliance with all applicable tax legislation.

The Interested Party hereby consents to the use and collection of confidential or personal information pertaining to the Interested Party by CDPQ Infra, its staff members, agents, advisors and representatives, for the purpose of assessing the Response that is attached to this form of undertaking, and to the communication of such information to the Persons who are responsible for evaluating the Response, and to the public disclosure of such information in accordance with the provisions of this Request for Qualification and what may be required or permitted by the *Act respecting Access to documents held by public bodies and the Protection of personal information* (CQLR c A-2.1).

Each Interested Party also agrees that CDPQ Infra may communicate the information contained in the Response to the respective agents, representatives, staff members and advisors who assist CDPQ Infra in connection with the Procurement Process.

Each Interested Party acknowledges and agrees that a Process Auditor will ensure that the Request for Qualification process is equitable, transparent and impartial and that the information contained in the Response may be communicated to the Process Auditor or to one of the Process Auditor's employees, representatives or advisors as part of that process to allow the performance of the Process Auditor's duties.

Finally, each Interested Party acknowledges and agrees that a Legal Review Committee will examine any situations that give rise to or could give rise to a conflict of interest or an unwarranted advantage, and will render a decision. The decision of the Legal Review Committee pertaining to a real or apparent, existing or apprehended conflict of interest or an unwarranted advantage in response to a request by CDPQ Infra or a Respondent is final and without appeal. It will be binding upon the Person who requested the decision and all parties, including the Respondents, the Proponents, the Members, the Parent Company of each of the Members, the Participants, the Key Individuals and CDPQ Infra.

Moreover, the Interested Party consents to the communication of any personal information included in the Response to the various provincial organizations mentioned above, for the purposes for which those organizations request the information and that are described above.

Each Interested Party consents to the disclosure of the following information:

- Its name, whether or not the Response of the Respondent to which the Interested Party belongs is selected;
- Where applicable, the fact that the Response has been selected.

Each Interested Party undertakes to comply with the *Lobbying Transparency and Ethics Act* (CQLR c T-11.011) and, if applicable, with the *Code of conduct for Lobbyists* (CQLR c T-11.011, r 2), the implementing regulations and the notices issued by the Lobbyists Commissioner and the Lobbyists Registrar pursuant to the Act. In addition, each Interested Party recognizes and will ensure that any Person subject to the post-employment, ethics and conflict of interest rules created by the laws of Canada or Quebec that are applicable to the members of the Quebec National Assembly, their staff members or Quebec public servants, derives no direct advantage from the Request for Qualification unless that Person has complied with the applicable provisions.

An Interested Party agrees to be bound by and subject to CDPQ Infra's decision with respect to determining whether it:

- Has met the evaluation criteria specified in the Request for Qualification;
- Is considered by CDPQ Infra as a Qualified Respondent;
- Will be invited to take part in the Request for Proposals; and
- Is disqualified because of a failure to comply with any of the terms and conditions set out in the Request for Qualification.

Each of the Interested Parties acknowledges that it may not disclose any information (which includes, without limiting the scope of the foregoing, issuing a press release or making any other public announcement) pertaining to the Project, its Response or the

Procurement Process to any Person, with the exception of the Persons who are identified in its Response or who took part in its development, without the prior written consent of CDPQ Infra.

The Respondent and each of its Members, Participants and Key Individuals hereby confirm:

- That every Key Individual will be available for the Project (confirmation by the Key Individual personally; by each Member and Participant on behalf of Key Individuals in their respective employment; and by the Respondent on behalf of Key Individuals not employed by either a Member or a Participant);
- He, she or it is not an Associate of or otherwise connected to a Respondent other than [insert the name of the Respondent here];
- He, she or it is not in a real or apparent, existing or apprehended conflict of interest and does not enjoy an unwarranted advantage with respect to CDPQ Infra for the purposes of this Response; and
- He, she or it does not have or has not had in his, her or its possession confidential information (other than information provided by CDPQ Infra) in connection with the Project, the RSSOM Services or the Procurement Process.

This undertaking and the related obligations are governed by the laws in force in the province of Quebec. Any Interested Party binding itself pursuant to this form of undertaking attorns irrevocably to the jurisdiction of the courts of the province of Quebec.

Information regarding the Respondent	Answers
<b>Name of Respondent</b>	
<b>The undersigned is (check box)</b>	<input type="checkbox"/> a) a duly authorized representative of the Respondent <input type="checkbox"/> b) a duly authorized representative of a Member of the Respondent <input type="checkbox"/> c) a duly authorized representative of a Participant of the Respondent <input type="checkbox"/> d) a Key Individual or his or her duly authorized representative
<b>Name of the Interested Party</b>	
<b>Address</b>	
<b>Telephone number</b>	
<b>Fax number</b>	
<b>Name of authorized representative, if applicable</b>	
<b>Title</b>	
<b>Signature</b>	
<b>Date and Place of signature</b>	

## SCHEDULE 1.2 – LETTER OF INTENT - LETTERS OF CREDIT

[Heading]

[Date]

CDPQ Infra

Project: Request for Qualification for the Provision of the Rolling Stock, Systems and Operation and Maintenance Services of the *Réseau électrique métropolitain de Montréal* (RSSOM Services).

Respondent: [Name of respondent]

Dear Sir, Dear Madam,

We have been informed that the respondent identified above wishes to qualify as a potential proponent for the RSSOM Services.

We have not yet completed an in-depth study of the RSSOM Services, since the proposal documents are not currently available.

The object of this letter is to confirm that the respondent mentioned above has the ability to obtain irrevocable and unconditional letters of credit for an amount of approximately two hundred and twenty-five million Canadian dollars (C\$225,000,000).

Yours truly,

[Name of Financial Institution]

## SCHEDULE 1.3 – LETTER OF INTENT - BONDS

[Heading]

[Date]

CDPQ Infra

Project: Request for Qualification for the Provision of the Rolling Stock, Systems and Operation and Maintenance Services of the *Réseau électrique métropolitain de Montréal* (RSSOM Services).

Subject: [Name of respondent]

Dear Sir, Dear Madam,

We have been informed that the respondent identified above wishes to qualify as a potential proponent for the RSSOM Services.

We have not yet completed an in-depth study of the RSSOM Services, since the proposal documents are not currently available.

The object of this letter is to confirm that the respondent mentioned above has the ability to obtain a performance bond in an amount of approximately three hundred million Canadian dollars (C\$300,000,000).

Yours truly,

[Name of Financial Institution or Insurance Company]

# SCHEDULE 1.4 – REQUESTS FOR CLARIFICATION

## REQUEST FOR CLARIFICATION FORM

### REQUEST FOR QUALIFICATIONS FOR THE RSSOM CONTRACT

<b>Request number:</b>	
<b>Name of representative:</b>	
<b>Date of request:</b>	
<b>Confidential request:</b>	

<b>Source of request (specify titles, sections and dates, as applicable)</b>	
<b>Information session:</b>	
<b>Document:</b>	
<b>Other:</b>	

<b>Request (one per form)</b>
<b>Answer in the event of a confidential request approved by CDPQ Infra</b>

## SCHEDULE 2 – SUBMISSION REQUIREMENTS

All Responses considered eligible will be analyzed and evaluated on the basis of the evaluation and weighting criteria shown in **Table 1**.

Table 1 – Evaluation Criteria for the Request for Qualification

EVALUATION CRITERIA	
	Percentage Weighting
<b>I. Financial Capacity</b>	
Financial capacity evaluated on a pass/fail basis	Pass / Fail
<b>II. General Requirements</b>	
Respondent Introductory Letter, Organization and Advantage (executive summary-type)	n/a
<b>III. Capacity, Experience and Approach</b>	
1. Proven Service and Experience	15
2. Design and Delivery of Rolling Stock	20
3. Automated Rail Operations Management	15
4. Maintenance of the Rolling Stock and Infrastructure	15
5. Systems	15
6. Health, Safety, Security and Environment	10
7. Project Management	10
<b>Total</b>	<b>100</b>

The eligibility criteria are presented in Section 6.3 of the Request for Qualification.

The maximum number of pages allotted for the presentation of project data sheets, resumés and explanatory texts for each evaluation criterion are presented in Table 2 in Schedule 2.

### I. FINANCIAL CAPACITY ON A PASS/FAIL BASIS

The Respondent must provide the following documents, on behalf of itself, each of its Members and Participants and the Parent Company of each of its Members and Participants:

- The audited annual financial statements (last three audited fiscal years) and any interim statements that may be available (annual and interim financial statements prepared in accordance with IFRS, US GAAP or any other acceptable standard);
- If applicable, the most recent credit rating report;
- If applicable, the analyst reports produced during the last 12 months;
- A letter from a Financial Institution confirming the Respondent's ability to obtain and provide Guarantees (letters of credit and bonds) in the amounts stipulated in Schedules 1. 2 and 1.3;

- A Parent Company support letter, explicitly stating the Parent Company's willingness to provide a letter of Parent Company Guarantee at the RFP stage;
- A signed letter from the Chief Financial Officer (or equivalent) of each Member and Participant or their Parent Company with a description of any off-balance sheet financing, any outstanding claim that could result in a liability in excess of 5% of the Member's or Participant's net assets and any other known event that could present a going-concern problem for the Member or Participant, not disclosed in the most recent audited financial statements;
- A letter from the Chief Financial Officer (or equivalent) of each Member and Participant setting out:
  - For Rolling Stock manufacturers, a description of currently active vehicle orders in excess of \$250 million and known orders in excess of \$250 million that the Respondent will be involved in over the next five (5) years;
  - For operation and maintenance providers, a description of currently active projects with annual operation and maintenance payments in excess of \$50 million and known projects with annual operation and maintenance payments in excess of \$50 million that the Respondent will be involved in over the next five (5) years; and
  - For any other Member or Participant, a description of currently active projects with a capital value in excess of \$50 million and known projects with a capital value in excess of \$50 million that the Respondent will be involved in over the next five (5) years; and
- Any matter relating to a potential bankruptcy or insolvency.

***Evaluation criteria:***

The Respondent's financial capacity will be evaluated on the basis of the following two elements:

- Financial soundness; and
- Ability to obtain the required Guarantees in Schedules 1.2 and 1.3.

If the Applicant has more than one Member and/or Participant, the evaluation will be based on the pro rata participation of the services of each of the Members and Participants, in relation to the aggregate value of all the RSSOM Services.

The Selection Committee will evaluate the financial soundness of the Respondent as a whole, on the basis of the information provided by the Respondent in its Response, particularly with respect to profitability, indebtedness, investment capacity, changes in financial position, financial obligations and, if applicable, the credit ratings of its Members and Participants.

Financial soundness will be evaluated, in particular, using the following indicators:

- Annual sales;
- Total net assets (total assets - total liabilities);
- Gross margin ((total operating revenue - cost of goods sold)/total operating revenue);
- Debt service coverage ratio (EBITDA<sup>2</sup>/total debt service);
- Indebtedness (total debt/total equity);
- Working capital (current assets/current liabilities); and
- Ability to assume the Project risks, through working capital or ability to borrow.

The Response will also be evaluated on the basis of the ability of the Members and Participants responsible for the RSSOM Services to obtain proofs of the Guarantees (letters of credit and bond) required in Schedules 1.2 and 1.3.

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<sup>2</sup> EBITDA means earnings before interest, taxes, depreciation and amortization.

## **II. GENERAL REQUIREMENTS: RESPONDENT INTRODUCTORY LETTER, ORGANIZATION AND ADVANTAGE**

Under the general Submission Agreement requirements, each Respondent must include a summary of the key elements, organization and governance.

In its response, the Respondent must provide:

- An introductory letter summarizing the key elements of the qualifications of the Respondent, Members and Participants;
- A description of the joint venture, consortiums or partnerships that will be used to carry out the Project, including the allocation of risk among the Members and Participants and the percentage of the total work allotted to each Member and the Participants;
- Summary information concerning all of the Members and Participants, including their full legal name, company history, company address, total revenues and total employees;
- A description of the organization of the team Members, Participants, Key Individuals and staff, in sufficient detail to understand how the RSSOM Services will be carried out;
- An overview of the internal decision-making and dispute resolution structure of the Respondent; and
- The Member designated as the Respondent's lead representative must be clearly identified.

Responses to this submission requirement must not exceed 15 pages.

## **III. CAPACITY, EXPERIENCE AND APPROACH**

The following sections describe the Response requirements and the criteria that will be used to evaluate each Respondent.

For each criterion, each Respondent will receive a score between zero (0) and one hundred (100). The weighting assigned to each criterion is based on its relative importance. The total score for each Respondent will correspond to the sum of the weighted scores on the evaluation matrix for each criterion.

Notwithstanding the Respondent's total score, failure to achieve 50% of the available points under any one of the rated categories (e.g. failure to achieve a score of 50% in any of the categories in Table 1 in Schedule 2) will preclude the Respondent from being qualified.

In presenting its experience on similar projects, the Respondent must ensure that the proportion of projects provided is adapted to take into account the degree of responsibility and involvement of its Members and Participants and the particular role assigned to each of them on this Project.

In its Response, the Respondent must demonstrate that it understands the specified requirements and explain how it will meet them. It must demonstrate its experience and describe the approach it will take in order to carry out the Project in a meticulous, concise and clear manner.

The Response must address clearly and in sufficient depth the criteria that are subject to evaluation.

### **1. Proven Service and Experience**

In its response, the Respondent must:

- Describe no more than five (5) projects demonstrating proven services and experience in the following areas:
  - Design, manufacturing, testing and commissioning of LRT-type Rolling Stock, systems and equipment used in winter conditions similar to those in the Montreal area; and
  - Operation and regular and long-term maintenance of LRT-type Rolling Stock, systems and equipment used in winter conditions similar to those in the Montreal area.

- Describe the other achievements of the Respondent and each of its Members, Participants and Key Individuals, during the last ten (10) years, that demonstrate that the Respondent, one of its Members, one of its Participants or one of its Key Individuals has the qualifications and experience required to provide the RSSOM Services.

**Evaluation criteria:**

The Respondent is invited to give precedence to projects completed (or at an advanced stage of completion) by its Members and/or Participants that are similar to the Project in size, complexity and services. Specifically, the Response will be evaluated on the comparability of the projects, particularly in terms of scope, complexity, components and delivery times.

The description of the Projects must demonstrate proven services and experience in the areas referred to hereinabove, including the design, manufacturing, testing and commissioning and the operation and maintenance of LRT-type automated driverless Rolling Stock, Systems and equipment used in winter conditions similar to those in the Montreal Area. The description must also identify the success factors that were implemented in the course of these projects.

The projects must have been commissioned during the last ten (10) years.

The projects presented will not be evaluated individually, but as an overall demonstration of the Respondent's required experience in the relevant areas.

The name of the Respondent, Member or Participant who participated in the completion of the projects and its role, responsibilities and participation percentage must be indicated. For a comparable quality, a combination of expertise across several Members and Participants of a same Respondent is equivalent to any single Member's expertise.

The Respondent is invited to present any other relevant achievement of its Members, Participants and Key Individuals, over the last ten (10) years, that enhances its Response.

## **2. Design and Delivery of the Rolling Stock**

In its response, the Respondent must:

- Demonstrate the capacity and experience of the Members and Participants and their proposed approach to delivering and commissioning the trains within a short time limit in order to meet the commissioning dates set out in the clients' schedule, including a description of:
  - Manufacturing strategies adopted in projects similar to the REM, in terms of plant production capacity, the manufacturing plan, the supply chain, the order book, etc.; and
  - A proposed approach for the design of the Rolling Stock, including the identification of a targeted product line and its degree of standardization, and specific developments required to comply with the technical description submitted for the RFQ.
- Describe the winterization strategy for the Rolling Stock, including the technical issues specific to winter conditions and proposed solutions;
- Describe its testing and commissioning plan, particularly how the plan will accommodate existing commuter rail operations during commissioning. The Respondent must illustrate how its plan builds on the lessons learned and experience acquired on other comparable projects; and
- Describe its approach used to ensure efficient operation (both for vehicles and stations) during the operating period. The Respondent must illustrate how its approach builds on the knowledge and experience acquired on other comparable projects.

**Evaluation criteria:**

The Response will be evaluated on the Respondent's approach and strategies that satisfy the requirements of the Project and demonstrate that the Members and Participants have the capacity and experience to deliver and commission the trains within a short time limit.

The approach and strategies presented must be rigorous, detailed and adapted to the RSSOM Services and the performance context of the Project, particularly in terms of the above-mentioned requirements, with regard to design, manufacturing,

winterization, commissioning and operation and maintenance and delivery of the Rolling Stock within the time limits set by the clients.

The Respondent must illustrate the proposed approach and strategies using examples of past achievements.

### **3. Automated Rail Operations Management**

In its response, the Respondent must demonstrate the capacity and experience of the Members and Participants and the proposed approach to the operation of automated rail transport systems, including the approach to:

- Grade of Automation 4 (GoA4) operation;
- Optimizing operations with automated trains in accordance with service requirements;
- Operating in a construction environment and vice versa;
- Operating in weather conditions similar to those prevalent in the Montreal area;
- Establishing harmonious labour relations; and
- Its ability to develop ridership, particularly on the basis of its service-quality track record.

#### ***Evaluation criteria:***

The Response will be evaluated on the Respondent's ability to present an approach that satisfies the requirements of the Project and demonstrates the Members' and Participants' capacity and experience in managing and operating automated rail transport systems.

The proposed approach must be rigorous, detailed and adapted to the RSSOM Services and the operating context of the Project, particularly in terms of the above-mentioned requirements, with regard to automation, operating in a construction environment, weather conditions, labour relations, optimizing operations and developing ridership.

The Respondent must illustrate the proposed approach using examples of past achievements (including, in particular, success factors) or, alternatively, justify the appropriateness of the approach.

### **4. Maintenance of the Rolling Stock and Infrastructure**

In its response, the Respondent must demonstrate the capacity and experience of the Members and Participants and the proposed approach to the maintenance of both the Rolling Stock and the infrastructure, including:

- Past experience and a clear understanding of the global acquisition cost management (life-cycle cost);
- Relationship between the life-cycle cost approach and the design requirements for the Rolling Stock, Systems, water usage, power and infrastructure (stations, tunnels, railway tracks, maintenance centre, traction power supply, etc.);
- Asset management and maintenance strategy, including both regular and long-term maintenance; and
- Approach to maintenance in a highly corrosive environment.

#### ***Evaluation criteria:***

The Response will be evaluated on the Respondent's ability to present an approach and strategies that satisfy the requirements of the Project and demonstrate the Members' and Participants' capacity and experience in maintaining Rolling Stock and infrastructure.

The proposed approach and strategies must be rigorous, detailed and adapted to the RSSOM Services and the operating context of the Project, particularly in terms of the above-mentioned requirements, with regard to managing the life-cycle cost and maintenance (preventive, conditional, corrective and long-term) of the Rolling Stock and infrastructure.

The Respondent must illustrate the proposed approach and strategies using examples of past achievements (including, in particular, success factors) or, alternatively, justify the appropriateness of the approach and strategies.

### **5. Systems**

In its response, the Respondent must demonstrate the capacity and experience of the Members and Participants and the proposed approach to the required integration of the Systems for the operation, including the approach to:

- Designing and acquiring the Systems (CBTC, screen doors, command centre, SAEIV, etc.);
- Systems integration, including the integration of train control systems, signalling systems and other Systems needed to operate an LRT;
- Commissioning Systems in greenfield/brownfield environments;
- Implementing telecommunication Systems (permits, selection of equipment, location, etc.); and
- Meeting the specific requirements of the Project (human and material resources, supply chain).

***Evaluation criteria:***

The Response will be evaluated on the Respondent's ability to present an approach that satisfies the requirements of the Project and demonstrate the Members' and Participants' capacity and experience in ensuring the required integration of the various Systems for the operation.

The proposed approach must be rigorous, detailed and adapted to the RSSOM Services and the performance context of the Project, particularly in terms of the above-mentioned requirements with regard to designing, acquiring, integrating, commissioning and implementing the Systems.

## **6. Health, Safety, Security and Environment**

In its response, the Respondent must demonstrate the capacity and experience of the Members and Participants and the proposed approach to the management of health, safety, security and environmental matters in a rail environment, including the approach to:

- Safety and security procedures and key performance measures;
- Occupational health and safety and environmental systems;
- Special elements such as the airport and other key interfaces;
- Risk and hazard identification, assessment, control and review;
- Operational safety requirements strategy; and
- Obtaining the required operator safety certificate.

***Evaluation criteria:***

The Response will be on the Respondent's ability to present an approach that satisfies the requirements of the Project and demonstrates the Members' and Participants' capacity and experience in managing health, safety, security and environmental matters in a rail environment.

The proposed approach must be rigorous, detailed and adapted to the RSSOM Services and the performance and operating context of the Project, particularly in terms of the above-mentioned requirements.

The Respondent must illustrate the proposed approach using examples of past achievements (including, in particular, success factors) or, alternatively, justify the appropriateness of the approach.

## **7. Project Management**

In its response, the Respondent must demonstrate the capacity and experience of the Members and Participants and the proposed approach to the management of the Project, including the approach to:

- Managing large projects with complex interfaces;
- Personnel management, including labour strategy;
- Managing interfaces, particularly those between the RSSOM Services and the EPC Works for the installation of the Systems;
- Quality assurance and control;
- Risk mitigation; and
- Communication and Project tracking.

**Evaluation criteria:**

The Response will be on the Respondent's ability to present an approach that satisfies the requirements of the Project and demonstrates the Members' and Participants' capacity and experience in ensuring Project management, quality and tracking.

The proposed approach must be rigorous, detailed and adapted to the RSSOM Services and the performance and operating context of the Project, particularly in terms of the above-mentioned requirements.

The Respondent must illustrate the proposed approach using examples of past achievements (including, in particular, success factors) or, alternatively, justify the appropriateness of the approach.

**IV. MAXIMUM NUMBER OF PAGES PER SECTION**

**Table 2** presents a summary of the maximum number of pages for each section of a Submission.

*Table 2 – Summary of the maximum number of pages for each section*

Sections	Project Data Sheet			Summary			Explanatory text	Total
	Number	Pages per project	Total number of pages	Number of Persons	Pages per summary	Total number of pages	Number	Number of pages
<b>II. General Requirements: Respondent Introductory Letter, Organization and Advantage</b>							<b>15</b>	<b>15</b>
<b>III. Capacity, Experience and Approach</b>	<b>5</b>	<b>3</b>	<b>15</b>				<b>49</b>	<b>64</b>
1. Proven Service and Experience	5	3	15				5	20
2. Design and Delivery of the Rolling Stock							10	10
3. Automated Rail Operation Management							10	10
4. Maintenance of the Rolling Stock and Infrastructure							4	4
5. Systems							10	10
6. Health, Safety, Security and Environment							5	5
7. Project Management							5	5

# SCHEDULE 3 – DESCRIPTION OF TECHNICAL FEATURES

## 1. INTRODUCTION

### 1.1 OBJECTIVE

This document, which complements the Request for Qualification, includes a technical description of the various elements included in the RSSOM Contract (Rolling Stock, Systems, operations and regular and long-term maintenance) for the REM.

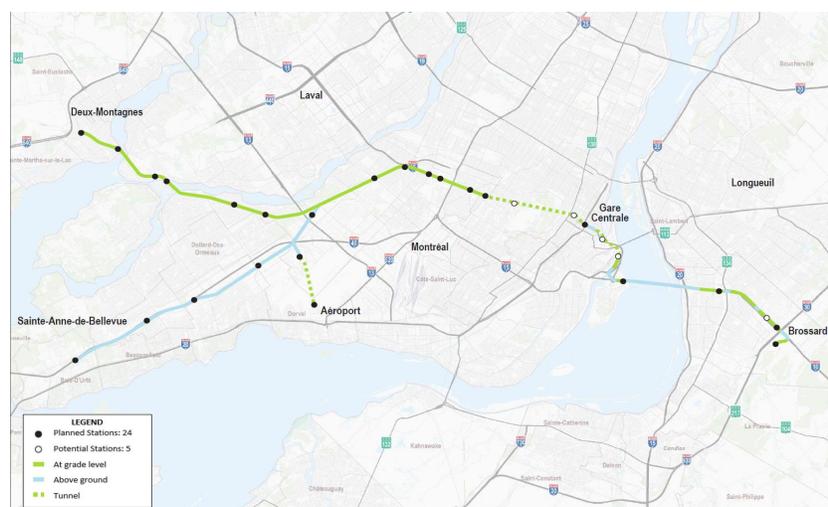
### 1.2 RÉSEAU ÉLECTRIQUE MÉTROPOLITAIN

The REM is a fully automated LRT-type public transit system operated within a fully dedicated railway right-of-way. The REM infrastructure mainly includes:

- 67 km of double tracks;
- Approximately 20 km of overhead structures (elevated guideway);
- The new Champlain Bridge (bridge built by third parties but the finishing work on the central bridge span included in this Project);
- Two new tunnels (each approximately 2.5 km long);
- A tunnel under Mount Royal (approximately 5 km long);
- New rail bridges throughout the network;
- The existing rail bridges on the Western Branch line to Deux-Montagnes;
- 24 REM stations;
- Depots, the maintenance centre and other buildings.

A network map is presented in Figure 1.

Figure 1 – Network map



### 1.3 SERVICE OFFERED

The table below shows the proposed peak-period frequencies for commissioning on the different sections. Ultimately, the transportation system must be designed to be capable of attaining a minimum interval of 90 seconds on some of those sections.

Table 1: Peak-period frequencies

Section	Peak-period frequency
Brossard – Central station	3 minutes
Central station – West Island junction	3 minutes
West Island junction - Deux-Montagnes	6 minutes
West Island junction - Sainte-Anne-de-Bellevue	12 minutes
Airport junction – airport station	12 minutes

#### Connections

The network will offer connections to the new terminal for the Mascouche commuter line operated by the AMT. It may also offer connections with the Montreal metro green and blue lines and with the Saint-Jérôme commuter line.

#### Migration of the Deux-Montagnes Commuter Line

The Deux-Montagnes commuter line, currently operated by the AMT, will be converted into a branch of the REM. The RSSOM Contractor will also be required to ensure REM service on the Western Branch line to Deux-Montagnes while work is being done.

### 1.4 PARTICULAR WEATHER CONDITIONS

The RSSOM Contractor will have to consider the particular weather conditions in Montreal, particularly the large outside temperature variations depending on the season, freeze and thaw periods, heavy snow accumulation during the winter months and episodes of freezing rain.

## 2. OPERATING PERFORMANCE

The RSSOM Contractor will need to ensure that commuters receive high-quality service, in addition to having expertise in this area and constantly improving service. It will rely on best practices to put in place a high-quality approach for operating and maintaining the REM public transit system.

Safety is a key concern in operating automated driverless trains. The RSSOM Contractor will therefore have to put in place all operating procedures in normal and downgraded mode to ensure that reliability and safety objectives are achieved.

More specifically, it will incorporate safety procedures leading to CENELEC certification during testing, trial runs and the commencement of commercial operation of the various branches.

The RSSOM Contractor will put in place a technical and administrative structure to ensure the expected level of service and to maintain the highest standards in terms of training, skills and expertise from a technical, operating and customer service standpoint.

The RSSOM Contractor will undertake to provide “Benchmark Transit Service” on an annual basis, for which it will ensure that system performance and the organization meet requirements, as defined by the following service quality indicators:

- Availability
- Punctuality;
- Service reliability;
- Ambiance;
- Passenger information;
- Accessibility; and
- Cleanliness of the infrastructure and Rolling Stock.

The RSSOM Contractor will put in place a management approach that will promote harmonious labour relations and a working environment that encourages performance, sustainability of operations, safety and high-quality customer service.

Quantitative and qualitative performance will be penalized by way of a penalty system based on indicators for trains and stations.

## 3. ROLLING STOCK

### 3.1 GENERAL

In designing the Rolling Stock for the REM, particular consideration will be given to:

- A minimum useful life of 40 years;
- Optimization of life-cycle costs;
- Use of functionalities involving technology that is proven, particularly in winter conditions;
- Recycling of components at the end of their useful life; and
- Passenger and employee safety.

### 3.2 TRAIN CONFIGURATION

In addition to certain criteria presented in Table 2 below, CDPQ Infra recommends the following for the REM train configuration:

- Modular components;
- Interchangeable trains and components; and
- Possibility of automatically coupling two trains (i.e. two single units) to form a multiple unit at any point on the network.

Table 2: Train configuration

Description	Value/Description
<b>Rolling Stock</b>	
Guide rail	Steel wheeled
Automated operation	GOA4 (driverless)
Number of trains required (approximate)	50
Maximum number of cars in a train	4
Total train length with couplings	80 m
Vehicle length	20 m
Maximum width	3.00 m
Maximum axle load	14.50 metric tons
Normal load capacity (4 passengers/m <sup>2</sup> )	600 passengers
<b>Power supply</b>	
Electrification	1,500 VDC (catenary)
Minimum clearance from catenary contact wire:	
- Minimum height of contact wire	4.50 m
- Nominal height of contact wire	5.50 m
<b>Rail line</b>	
Gauge	1,435 mm
Maximum gradient	5.0%
<b>Platforms (stations)</b>	
Boarding system	Screen doors
Useful length of platforms	80 m
Platform height	1.00 to 1.20 m

The configuration options for the Rolling Stock to meet initial and future demand, while optimizing use of the Rolling Stock, will need to be examined by the RSSOM Contractor.

### 3.3 PERFORMANCE OF THE ROLLING STOCK

The trains will need to be designed to brake appropriately at all stations and in all possible weather conditions in the Montreal area.

The acceleration and braking performance sought for the Rolling Stock will need to optimize travel time while ensuring passenger comfort and safety.

Table 3 presents a summary of the performance features expected for the REM's Rolling Stock.

Table 3: Expected performance of the Rolling Stock

Description	Value
<b>Weather conditions</b>	
Temperatures (EN 50125-1 – Class TX)	
- Minimum	-40°C
- Maximum	+50°C
<b>Operating conditions</b>	
Nominal traction performance:	
- Acceleration between 0 km/h and at least 25 km/h	1.2 m/s <sup>2</sup>
- Residual acceleration to Vmax	0.2 m/s <sup>2</sup>
Speed:	
- Maximum operating speed	100 km/h
- Design	110 km/h
Braking deceleration:	
- Maximum service - Vmax to 0 km/h	1.0 m/s <sup>2</sup>
- Maximum application of service brake	0.8 m/s <sup>3</sup>
- Emergency braking	1.2 m/s <sup>2</sup>
- Safety locking device	0.8 m/s <sup>2</sup>

In the event of a train breakdown, an empty train must be able to push or pull another, unpowered train under maximum load:

- Maximum gradient of 5.0%; and
- During the winter months.

### 3.4 TRAIN CAPACITY

The unit capacity of the trains must guarantee operating performance while ensuring passenger comfort. The unit capacity of an 80-metre-long train with a normal load (four people standing/m<sup>2</sup>) will be 600 people, with a comfort rate (number of seats compared to total number of spaces) of at least 20%. The interior configuration of the trains will provide full accessibility for passengers with reduced mobility, particularly people in wheel chairs.

Platforms will be equipped with screen doors. Due to the position of screen doors and the combination of the number of doors and their size in comparison to the vehicle, the combined width of the screen doors will cover at least 30% of the vehicle's length.

### 3.5 TRAIN INTERIOR DESIGN

Trains will need to ensure maximum comfort with a modern interior that is calm, safe, well-lit and climate-controlled. A high level of comfort and service quality must be ensured.

People's movement within the train will be facilitated as much as possible by encouraging direct access and eliminating all obstacles. The arrangement of flip-up seats on the platforms will not limit train access and will encourage passengers to stand when there is a high passenger volume.

The supports and gripping mechanisms in the vehicles will allow any passenger, regardless of height, handicap and location in the vehicle, to stand safely. Space will also be provided for luggage.

In the event that a train must be operated manually, an operator will have to activate the concealed retractable control panel located at one end of the train in order to take control of the train.

Each vehicle will be equipped with the following onboard systems, among others:

- Video surveillance (interior and exterior);
- Passenger information (announcements and on screen);
- Interphone; and
- Train-to-ground communication.

### **3.6 TRAIN DESIGN**

CDPQ Infra is seeking Rolling Stock with a high-level exterior and interior design that will be esthetically pleasing to its clientele at all times.

The RSSOM Contractor will need to provide a design book that meets the requirements set out in the performance specifications, while presenting three (3) different design concepts. In this respect, the contractor will be asked to provide colour renderings for each design concept to assess the overall appearance of an 80-metre-long train.

To minimize maintenance costs, the train's interior and exterior must be designed with easy-to-clean materials that are resistant to graffiti and vandalism.

### **3.7 MODEL**

The project includes developing and delivering a full-scale model of a vehicle, including:

- Exterior surfaces with doors;
- A completely finished interior (with carpeting, seats, handholds, etc.);
- Onboard equipment;
- The retractable control panel;
- Inter-car connections.

This model will need to present all materials, colours, sizes and controls to be installed. Models will be reviewed by CDPQ Infra and its stakeholders to ensure that they meet the appropriate design criteria. This model will be included in the approval process of the design for Rolling Stock and the RSSOM Contractor will probably need to review the design presented more than once before a design is finally approved.

## **4. CENTRALIZED COMMAND**

The rail system must be developed according to a management philosophy that involves centralized and integrated control.

REM operations control must include:

- A secure and effective Centralized Command Post (CCP) making it possible to operate the entire REM network in complete safety under normal, downgraded and emergency conditions;
- An architecture designed specifically for the CCP providing a high level of availability and reliability;

- All the required Systems and equipment to guarantee the operation of a transit system (i.e. telecommunications, radio, announcements, etc.); and
- An integrated SCADA (Supervisory Control and Data Acquisition) system to monitor and control all rail Systems and equipment and providing an interface protocol to communicate certain operating data to outside organizations.

## 5. TRACTION POWER

The Rolling Stock will be powered by a pantograph power pick-up system (flexible and/or rigid catenary). The Rolling Stock must have the following electrical features:

- Nominal operating voltage: 1,500 VDC;
- Operating range within +/- 15% of nominal voltage;
- Operating ranges providing service in downgraded mode to be considered over and above the nominal operating range.

The size of the traction system will depend on service data and simulations provided by RSSOM to allow trains to operate in the most difficult conditions, including poor weather. Moreover, the traction system will allow for the following services in downgraded mode: provisional operations, towing of a train from any point on the line, steep grades, etc. The traction system will need to be designed to allow for continuing operations on the unaffected portion of the network in the event of an incident by putting provisional services in place.

The train traction system will make it possible to:

- Optimize energy recovery using electric braking and to transfer energy between trains.
- Minimize power consumption in the event of a prolonged idling period while ensuring minimal functionalities (safety, interior temperature, etc.).

The architecture of the traction power system must allow for the scalability of the transit system's operating performance.

## 6. SCREEN DOORS

All REM stations will be equipped with full-height screen doors to ensure that there is a secure, robust, durable and effective barrier between the edge of the platform and the tracks. These screen doors will be designed with Montreal weather conditions in mind.

The operation and reliability of these screen doors are an integral part of the system's operating performance.

The screen doors will also have to blend in well with the architectural signature to be developed for the stations. The RSSOM Contractor will provide a design concept for these doors as well as possible design adjustments.

## 7. SIGNALLING EQUIPMENT

The signalling system using CBTC (Communication Based Train Control) technology and adhering to standard IEEE1474 must allow trains to move and travel in complete safety at any point on the REM network, as defined in the track plan. The signalling system will allow for trains to operate in driverless mode (GOA4, Grade of Automation 4). Train movement safety must be designed to achieve safety integrity level 4 (SIL4). The signalling system will have to ensure:

- The safe movement of other trains and railway vehicles;

- The safe movement of trains in the event of a signalling system failure;
- The regulation of train service, ensuring punctuality and optimizing comfort and energy consumption;
- The protection of maintenance personnel who will be working on the tracks;
- Service availability and reliability based on an architecture with failure tolerance; and

The signalling system must be based on use of a system in downgraded mode.

## 8. COMMUNICATION SYSTEM

The communication system will have to:

- Meet EIRENE and CENELEC standards as well as UIT recommendations and IEEE standards;
- Be able to support the safe, effective and cost-effective operation of the LRT, in all operating modes, by providing a secure method of communicating voice, data, video and control information quickly, reliably and accurately for all REM users; and
- Provide standard interfaces and open system software allowing for the expansion and compatibility to update equipment provided by different manufacturers.

The communication system will include the following sub-systems based on the communication backbone:

- Administrative and operating telephony;
- Direct line telephony;
- Radio communication;
- Public announcements;
- Passenger information and advertisements;
- Clocks;
- Video surveillance (CCTV);
- Recording of communications;
- Access control;
- Intrusion detectors in stations, along the tracks and in tunnels;
- Wind alarm system;
- Local area network (LAN);
- Wi-Fi;
- Ticket sales and collection.

## 9. MAINTENANCE CENTRE AND DEPOTS

The RSSOM Contractor is not responsible for construction of the maintenance centre buildings or depots.

The equipment and facilities in the maintenance centre and depots, as well as the operation and maintenance of equipment and premises, are within the scope of the RSSOM contract.

## 9.1 MAINTENANCE CENTRE

The maintenance centre will have to include all the facilities required for train maintenance, e.g.:

- Specialized equipment:
  - Automatic diagnostic system for vehicle components;
  - Sand distribution system;
  - Lift system;
  - Component removal and replacement system;
  - Wheel reprofiling machine;
- Washing and cleaning system;
- Tools;
- Storage;
- Computerized maintenance management system (GMAO);
- Premises for maintenance people;
- Administrative premises and common areas;
- Personnel parking facilities;
- Workshop for fixed installations (track, electrical infrastructure, structures, etc.) to ensure maintenance activities;
- Centralized command post.

The RSSOM Contractor will also be responsible for supplying and maintaining the equipment required for all transit system maintenance and operating activities, in particular:

- Light emergency vehicles;
- Platform snow removal equipment (snow blower, vacuum equipment, snow sweeper, etc.);
- Track and catenary maintenance equipment.

## 9.2 STORAGE DEPOTS

In addition to the maintenance centre, five depots including garage and parking tracks are planned for the following locations:

- Saint-Eustache;
- Central station;
- Sainte-Anne-de-Bellevue;
- Brossard; and
- Montréal-Trudeau Airport.

These storage depots will allow for:

- Trains to be parked safely in off-peak hours;
- Trains to be parked at night in buildings with a temperature higher than +5°C;
- Inspect the trains and carry minor repairs;
- Train interiors to be cleaned daily (e.g., collect garbage, wash floors, etc.);
- Train exteriors to be washed periodically (for Brossard and Saint-Eustache); and
- Trains to be brought out when service resumes in the morning.

## 10. MAINTENANCE

The operator will put in place the technical teams, methods, support equipment and tools to satisfy all equipment and infrastructure maintenance obligations (fixed installations, Rolling Stock, infrastructure, bridge and tunnel, drainage, stations and buildings, fixed and onboard systems) to keep the infrastructure in safe, excellent working order.

The operator will be responsible for safety for the entire REM right-of-way.

Maintenance teams are an integral part of the structure to be provided by the RSSOM Contractor responsible for operations. Teams will therefore receive the same technical, training, administrative and management support as all of the operator's personnel.

The RSSOM Contractor will provide technical teams with all the necessary equipment to ensure optimal maintenance of the entire REM transit infrastructure.

## 11. SAFETY

### 11.1 GENERAL

The REM will have to comply with safety standards deemed acceptable by the appropriate authorities, including the legislative and regulatory safety framework as well as existing safety policies.

Each zone in the REM rail system must be protected against intrusion, vandalism and theft, including but not limited to the non-elevated portions of the tracks.

The RSSOM Contractor will have to put in place a safety assurance system that meets recognized standards such as CENELEC EN50126, which makes it possible to demonstrate that the system was designed, developed, deployed, operated and maintained in a manner that ensures that all risks have been identified and reduced to an acceptable level.

The RSSOM Contractor will have to interface with the EPC Contractor for infrastructure in order to identify operating risks and determine how they should be addressed. The RSSOM Contractor will provide the safety committee with all means and tools making it possible to monitor all project security aspects and to certify that the system meets safety and security requirements.

System security equipment will need to be assessed and certified by an Independent Safety Assessor, as defined in CENELEC EN50126, EN50128 and EN50129.

### 11.2 FIRE SAFETY

The rail system's fire safety design (other than for Rolling Stock) must be based on the requirements set out in standard NFPA 130 (2014) (Standards for Fixed Guideway), as well as other related standards mentioned.

The rail system's fire safety design must be developed in close collaboration with architects, local authorities and/or local emergency services and must respect the applicable laws and regulations, codes and standards after an agreement is reached with municipalities and/or other appropriate authorities.

The fire safety design for Rolling Stock must be based on the fire and smoke requirements set out in standard EN 45545 (Railway Applications Fire Protection on Railway Vehicles).

The rail system's design must include an evacuation strategy for tunnels, overpasses, elevated sections and stations.

Stations and ancillary buildings are to be considered buildings occupied as public spaces for the transportation of passengers and separated zones including premises for technical operations are to be classified as industrial occupancies, as defined in NFPA 101.

## 12. ELECTROMAGNETIC COMPATIBILITY

The rail system must ensure electromagnetic compatibility with its surroundings, in accordance with standard EN50121.

The rail system must not produce any conducted, radiated or induced electromagnetic emissions that will interfere with the normal operation of electromagnetic equipment or any other equipment, including in the airport zone (Industry Canada and NAV Canada) and downtown Montreal (Central Station).

At the same time, all electrical and electronic equipment must operate in the presence of electromagnetic emissions, regardless whether they are being generated by other system components or by existing equipment in the surrounding area, as per the levels referred to in the standard.

# SCHEDULE 4 – ACKNOWLEDGEMENT

## REQUEST FOR QUALIFICATIONS – 01–8001

**We confirm that we have reviewed the Request for Qualification and wish to submit our Response.**

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

RESPONDENT'S SOLE REPRESENTATIVE*	
Name:	
Company:	
Title:	
Address:	
Tel.:	
Fax:	
Email:	

- Following receipt of the duly completed acknowledgment, all correspondence concerning the Request for Qualification will be sent only to the Respondent's Representative and only the Respondent's Representative will be authorized to issue requests for clarification.

Request for Qualification Ref 01-8001

**Provision of the Rolling Stock,  
Systems and Operation and  
Maintenance Services of the *Réseau  
électrique métropolitain de Montréal***

**ADDENDUM NO. 1  
TO THE REQUEST FOR QUALIFICATION DOCUMENT REF 01-8001  
DATED JUNE 28, 2016**

**July 14, 2016**

Pursuant to Section 5 of the Request for Qualification document, this ADDENDUM No. 1 forms an integral part of the Request for Qualification and amends the Request for Qualification in the manner and to the extent indicated herein.

## AMENDMENTS TO THE REQUEST FOR QUALIFICATION DOCUMENT

Please take note of the following amendments to the Request for Qualification document, which amendments are underlined.

- In the “Glossary” section of the Request for Qualification document, the definition of the term “RSSOM Services” is deleted and replaced by the following:

**RSSOM Services**                      The supply of Rolling Stock, Systems, and operating, regular EPC Infrastructures maintenance and regular and long-term maintenance services for the Rolling Stock, Systems and related equipment.

- Section 1.1 of the Request for Qualification document is deleted and replaced by the following:

### 1.1 PURPOSE AND CONTENTS OF THE DOCUMENT

CDPQ Infra has begun planning a world-class integrated electric automated LRT project including a South Shore Branch (the Highway 10/Downtown Montreal corridor) and a Western Branch (from Downtown Montreal to Montréal-Trudeau Airport, Sainte-Anne-de-Bellevue and Deux-Montagnes).

The Project Procurement Process, following requests for qualifications and the issuance of international requests for proposals, will lead to the signing of major contracts:

- A contract for the infrastructure design and construction work under an Engineering, Procurement and Construction Contract (EPC Contract);
- A contract :
  - for the supply of Rolling Stock, Systems, and associated regular and long term maintenance,
  - for operating services
  - for the regular maintenance of infrastructures excluding major maintenance and assets renewal  
(RSSOM Contract).

For optimization purposes, one or several additional requests for qualifications and for proposals may also be issued for the performance of construction work packages involving certain peripheral work for the Project.

This Request for Qualification, which relates only to the RSSOM Contract, aims to qualify Respondents who will be invited to take part in the Request for Proposals and to submit a Proposal for the performance of the RSSOM Contract.

The Procurement Process does not constitute, directly or indirectly, an offer to enter into a public contract, and does not require CDPQ Infra to enter into a public contract with any party. CDPQ Infra may, at any time, terminate or amend the Procurement Process or the Request for Qualification, in its sole discretion.

- In Section 1.5 of the Request for Qualification document, the table entitled “Table 1 – Procurement and Project Completion Deadlines” is deleted and replaced by the following table:

*Table 1 - Procurement and Project Completion Deadlines*

Steps	Deadlines
Land reserves order-in-council	May 2016
Public Procurement Notice	May 17, 2016
Information session	June 7, 2016
Request for Qualification for the EPC Contract	June 28, 2016
Request for Qualification for the RSSOM Contract	June 28, 2016
<u>Information session</u>	<u>July 19, 2016</u>
Deadline for sending requests for clarification and for submitting an acknowledgement	August 5, 2016
Deadline for issuing addenda, if applicable	August 12, 2016
Deadline to receive Responses	August 26, 2016
Announcement of Qualified Respondents	To confirm
BAPE public hearings	To confirm
Request for Proposals for the EPC Contract	<u>Fall 2016</u>
Request for Proposals for the RSSOM Contract	<u>Fall 2016</u>
Receipt of Proposals for the EPC Contract	<u>Launch date for the Request for Proposals + 6 months</u>
Receipt of Proposals for the RSSOM Contract	<u>Launch date for the Request for Proposals + 6 months</u>
Tabling of the BAPE report	To confirm
Environmental order-in-council	To confirm
Acquisition of the Deux-Montagnes line	To confirm
Financial close for the EPC Contract and the RSSOM Contract	To confirm
Beginning of work for the EPC Contract and the RSSOM Contract	To confirm
Beginning of commercial service	To confirm

- In Section 2.1 of the Request for Qualification document, the table entitled “Table 2 – Project highlights” is deleted and replaced by the following table:

Table 2 – Project highlights

	<b>SOUTH SHORE BRANCH</b> (Highway 10/Downtown Montreal Corridor)	<b>WESTERN BRANCH</b> (Downtown Montreal to Montréal-Trudeau Airport, Sainte-Anne-de-Bellevue, Deux-Montagnes)
<b>Size</b>	<ul style="list-style-type: none"> <li>• 15 km of double tracks</li> <li>• 5 stations</li> <li>• 2 bus terminals</li> <li>• 2 park-and-ride facilities</li> <li>• 1.3 km of new cut-and-cover tunnels and 1.6 km of tunnel in the rock</li> </ul>	<ul style="list-style-type: none"> <li>• 52 km of double tracks</li> <li>• 19 stations (including existing stations)</li> <li>• 7 bus terminals (including existing terminals)</li> <li>• 11 park-and-ride facilities (including existing facilities)</li> <li>• 2.5 km of new tunnel</li> </ul>
<b>Chosen technology</b>	<ul style="list-style-type: none"> <li>• Electric LRT-type cars</li> <li>• Automated driverless system</li> <li>• Platforms approximately 80 m long</li> <li>• Platform screen doors</li> <li>• Power supplied through catenary: 1,500 VDC</li> <li>• Elevators and escalators in stations</li> <li>• Wi-Fi throughout the network</li> </ul>	
<b>Rolling stock</b>	<ul style="list-style-type: none"> <li>• Ultimately, a fleet of over 200 cars</li> <li>• Four-car trains at rush hour; two-car trains at off-peak times</li> </ul>	
<b>Operation and regular and long-term maintenance</b>	<ul style="list-style-type: none"> <li>• Automated train operation</li> <li>• Attendants circulating in the trains and stations for information and inspection purposes</li> <li>• Integration of networks and feeder bus service provided by other Operators at the stations</li> <li>• Tickets sold through ARTM vendors and integrated into the Opus card or similar technology</li> <li>• <u>Daily inspection and regular maintenance of rail infrastructure, civil structures and buildings (e.g., rail line foundations and right-of-way, stations, maintenance facilities, storage centres, substations and power cables, park-and-ride facilities, bridges and tunnels)</u></li> <li>• Regular and long-term maintenance of the Rolling Stock, automated train control system, command centre, screen doors and all of the low current and high current systems</li> </ul>	

- In Section 2.4 of the Request for Qualification document, the table entitled “Table 3 – Proposed Division of Responsibilities” is deleted and replaced by the following table:

*Table 3 - Proposed Division of Responsibilities*

	<b>Design and Construction</b>	<b>Operation and Regular Maintenance</b>	<b><u>Major maintenance and renewal of assets<sup>1</sup></u></b>
<b>Civil engineering work</b>			
Rail line foundation	EPC	RSSOM	<u>CDPQ Infra</u>
Drainage along the rail line	EPC	RSSOM	<u>CDPQ Infra</u>
Conduit for traction system electrical wiring	EPC	RSSOM	<u>CDPQ Infra</u>
Conduit for low-voltage electrical wiring	EPC	RSSOM	<u>CDPQ Infra</u>
Telecommunications conduit	EPC	RSSOM	<u>CDPQ Infra</u>
Foundations and supporting masses for catenary systems	EPC	RSSOM	<u>CDPQ Infra</u>
Parking facilities and outdoor lighting	EPC	RSSOM	<u>CDPQ Infra</u>
Bus platform and terminal	EPC	<u>By others</u>	<u>By others</u>
Pedestrian crossing	EPC	RSSOM	<u>CDPQ Infra</u>
Sidewalk	EPC	RSSOM	<u>CDPQ Infra</u>
<b>Modifications to existing infrastructure</b>			
Relocation of utilities	EPC	n/a	<u>n/a</u>
<b>Engineering work</b>			
Bridge, overpass and culvert	EPC	RSSOM	<u>CDPQ Infra</u>
Tunnel and related equipment	EPC	RSSOM	<u>CDPQ Infra</u>
Underground pedestrian crossing	EPC	RSSOM	<u>CDPQ Infra</u>
<b>Buildings</b>			
Stations	EPC	RSSOM	<u>CDPQ Infra</u>
Train storage depot	EPC	RSSOM	<u>CDPQ Infra</u>
Bungalow for electrical substation	EPC	RSSOM	<u>CDPQ Infra</u>
Bus terminal	EPC	<u>By others</u>	<u>By others</u>
Train maintenance facility	EPC	RSSOM	<u>CDPQ Infra</u>
LRT command centre building	EPC	RSSOM	<u>CDPQ Infra</u>
<b>Superstructures</b>			
Rails	EPC	RSSOM	<u>CDPQ Infra</u>
Catenary equipment and system	EPC	RSSOM	<u>CDPQ Infra</u>
Sound barriers, security measures and equipment, lighting, etc.	EPC	RSSOM	<u>CDPQ Infra</u>

<sup>1</sup> An exhaustive list of the elements included in the maintenance and renewal of assets under CDPQ's responsibility will be communicated to the Proponents in the Request for Proposals documents.

<b>Rolling Stock, Systems and related equipment</b>			
Rolling Stock	RSSOM	RSSOM	<u>RSSOM</u>
Automatic train control system	RSSOM *	RSSOM	<u>RSSOM</u>
LRT command centre equipment	RSSOM	RSSOM	<u>RSSOM</u>
Traction power	EPC	RSSOM	<u>RSSOM</u>
Screen doors	RSSOM *	RSSOM	<u>RSSOM</u>
Telecommunications	RSSOM *	RSSOM	<u>RSSOM</u>
CCTV systems and surveillance equipment and signage	RSSOM *	RSSOM	<u>RSSOM</u>

\* Defined and procured by RSSOM Contractor; installed by EPC Contractor.

- Section 2.5 of the Request for Qualification document is deleted and replaced by the following:

## **2.5 RSSOM SERVICE ELEMENTS**

The responsibilities of the RSSOM Contractor, which will be set out in the Request for Proposals, include:

- Obtaining, maintaining in force and renewing all of the necessary permits and authorization certificates to provide the RSSOM Services throughout the term of the RSSOM Contract, within the time frame provided in and in accordance with the requirements of the RSSOM Contract, including the system operation and safety certificate;
- Designing, manufacturing, testing, commissioning, operating and ensuring regular and long-term maintenance of the Rolling Stock, Systems and equipment referred to in the RSSOM Contract, the technical features of which are described in Schedule 3;
- Testing, commissioning, operating and ensuring regular maintenance of the EPC Infrastructures, including civil and rail infrastructure, engineering structures and buildings (e.g., stations, train storage depot and maintenance facility, command centre building) and the superstructure (e.g., rails, catenary system and equipment, sound barriers, security measures and equipment, lighting), as set out in Sections 2.3 and 2.4;
- Managing interfaces between the work to be carried out by the EPC Contractor and the RSSOM Contractor in accordance with Section 2.8.1;
- Managing the interfaces with third parties, the whole in accordance with Section 2.8.2; and
- Ensuring supervision, quality control and administrative management for all of the work to be carried out.

Various other factors to be considered include:

- The EPC Contractor shall serve as principal contractor within the meaning of the Act respecting occupational health and safety. Given the existing interfaces between the work of the EPC Contractor and the RSSOM Contractor, the interface agreement discussed in Section 2.8.1 will have to include clauses enabling the

coordination of work, access to the site, and compliance with safety standards and other obligations of the parties; and

- The EPC Infrastructures, Rolling Stock, Systems and related equipment will become the property of CDPQ Infra as they are completed.

➤ In Section 2.7 of the Request for Qualification document, the table entitled “Table 4 – Planned Allocation of Risks Related to the RSSOM Services” is deleted and replaced by the following table:

*Table 4 - Planned Allocation of Risks Related to the RSSOM Services*

	CDPQ Infra	RSSOM Contractor
<b>Permits and authorizations</b>		
Obtain permits and authorizations		✓
System safety certification		✓
<b>Design, manufacturing, assembly, testing and commissioning</b>		
Design, manufacturing, assembly of the cars, Systems and related equipment		✓
Car control systems		✓
Regular and long-term maintenance systems		✓
Testing and commissioning of the cars, Systems and related equipment		✓
<b>Operation and long-term maintenance, <u>major maintenance and renewal of assets</u></b>		
Operation and regular maintenance		✓
Major maintenance work and <u>renewal of assets</u>	✓	
Service performance (including Rolling Stock, Systems and related equipment)		✓
Insurance and Guarantee program	✓	✓
Ridership and revenues	✓	
Opposition to the Project from citizens/local communities	✓	
On-site health and safety		✓
Vandalism	✓	✓
<b>Other</b>		
Inflation during the operating and maintenance period	✓	
Changes in energy prices	✓	

- In Section 2.8.1 of the Request for Qualification document, the table entitled “Table 5 – Description of EPC and RSSOM Interfaces” is deleted and replaced by the following table:

Table 5 - Description of EPC and RSSOM Interfaces

	Design and Construction	Operation and Regular Maintenance	Major Maintenance and Renewal of Assets	Description of Interfaces Principal Areas (partial list)
<b>Civil engineering work</b>				
Rail line foundation	EPC	RSSOM	CDPQ Infra	
Drainage along the rail line	EPC	RSSOM	<u>CDPQ Infra</u>	
Conduit for traction system electrical wiring	EPC	RSSOM	<u>CDPQ Infra</u>	<b>Rolling Stock:</b> Dimensioning of electrical power and distance between substations
Conduit for low-voltage electrical wiring	EPC	RSSOM	<u>CDPQ Infra</u>	<b>Automatic train control system:</b> Dimensioning and number of cables <b>Telecommunications:</b> Dimensioning and number of cables
Telecommunications conduit	EPC	RSSOM	<u>CDPQ Infra</u>	<b>Telecommunications:</b> Dimensioning and number of fiber-optic cables
Foundations and supporting masses for catenary system	EPC	RSSOM	<u>CDPQ Infra</u>	<b>Rolling Stock:</b> Static and dynamic train features (minimum/maximum pantograph height) and operating range of catenary/pantograph
Parking and outdoor lighting	EPC	RSSOM	<u>CDPQ Infra</u>	
Bus platforms and terminal	EPC	<u>By others</u>	<u>By others</u>	Equipment to provide information to passengers of Operators
Pedestrian crosswalk and sidewalk	EPC	RSSOM	<u>CDPQ Infra</u>	
<b>Modifications to existing infrastructures</b>				
Relocation of utilities	EPC	n/a	<u>n/a</u>	
<b>Engineering work</b>				
Bridge, overpass and culvert	EPC	RSSOM	<u>CDPQ Infra</u>	
Tunnel and related equipment	EPC	RSSOM	<u>CDPQ Infra</u>	
Underground pedestrian crossing	EPC	RSSOM	<u>CDPQ Infra</u>	

	Design and Construction	Operation and Regular Maintenance	Major Maintenance and Renewal of Assets	Description of Interfaces Principal Areas (partial list)
<b>Buildings</b>				
Stations	EPC	RSSOM	<u>CDPQ Infra</u>	<p><b>Rolling Stock:</b> Platform alignment</p> <p><b>Automatic train control system:</b> Positioning of beacons in stations</p> <p><b>Screen doors:</b> Position, electrical connection and controls</p> <p><b>Telecommunications:</b> Installation and connection of fiber-optic backbone, routers and local antennas</p> <p><b>CCTV systems and surveillance equipment:</b> Number, position, electrical and IT connection of dynamic displays, speakers, microphones, cameras and other sensors</p>
Train storage depot	EPC	RSSOM	<u>CDPQ Infra</u>	<p><b>Rolling Stock:</b> Alignments, cleaning equipment, power and pneumatic supply</p> <p><b>Automatic train control system:</b> Positioning of beacons in zone to transfer to manual operation</p> <p><b>Command centre equipment:</b> A work station shared with the train maintenance facility</p> <p><b>Telecommunications:</b> Installation and connection of fiber-optic backbone, routers and local antennas</p> <p><b>Workshop design:</b> According to RSSOM needs</p>
Bungalow for electrical substation	EPC	RSSOM	<u>CDPQ Infra</u>	<p><b>Rolling Stock:</b> Dimensioning of electrical power, EMC, distance between substations</p>
Bus terminal	EPC	<u>By others</u>	<u>By others</u>	
Train maintenance facility	EPC	RSSOM	<u>CDPQ Infra</u>	<p><b>Rolling Stock:</b> Alignment, cleaning system for trains, position of pits, drop-table, cleaning equipment, other equipment, electric power and pneumatic supply</p> <p><b>Automatic train control system:</b> Positioning of beacons in zone to transfer to manual operation</p> <p><b>Command centre equipment:</b> A</p>

	Design and Construction	Operation and Regular Maintenance	Major Maintenance and Renewal of Assets	Description of Interfaces Principal Areas (partial list)
				work station shared with the train storage depot <b>Telecommunications:</b> Installation and connection of fiber-optic backbone, routers and local antennas <b>Workshop design:</b> According to RSSOM needs and train length
LRT command centre building	EPC	RSSOM	<u>CDPQ Infra</u>	<b>Command centre equipment:</b> Positions, power connection and work station network (including furniture), screens and servers <b>Telecommunications:</b> Installation and connection of fiber-optic backbone, routers and local antennas <b>Ergonomics:</b> To be determined by the RSSOM Contractor <b>Equipment:</b> For the command centre video wall
<b>Superstructures</b>				
Rails	EPC	RSSOM	<u>CDPQ Infra</u>	<b>Rolling Stock:</b> Static and dynamic train features (mass, acceleration, lateral effort, etc.), maximum cant deficiency, ride quality and rail profile <b>Automatic train control system:</b> Position of beacons, track coupling and rail conductivity (return current and rail break detection) <b>Telecommunications:</b> Installation and connection of fiber-optic backbone, routers and local antennas <b>CCTV systems and surveillance equipment:</b> Number, position, electrical power and IT connection for cameras and other intrusion detectors
Catenary equipment and system	EPC	RSSOM	<u>CDPQ Infra</u>	<b>Rolling Stock:</b> Electrical power, static and dynamic train features (min/max pantograph height), operating range of catenary/pantograph, pressure and contact quality, arcs
Sound barriers, security measures and equipment, lighting, etc.	EPC	RSSOM	<u>CDPQ Infra</u>	

	Design and Construction	Operation and Regular Maintenance	Major Maintenance and Renewal of Assets	Description of Interfaces Principal Areas (partial list)
<b>Rolling Stock, Systems and related equipment</b>				
Rolling Stock	RSSOM	RSSOM	<u>RSSOM</u>	
Automatic train control system	RSSOM *	RSSOM	<u>RSSOM</u>	See above
LRT command centre equipment	RSSOM	RSSOM	<u>RSSOM</u>	
Traction power	EPC	RSSOM	<u>RSSOM</u>	<b>Rolling Stock:</b> Dimensioning of power source, EMC, distance between substations , regeneration capacity and degraded modes <b>Automatic train control system:</b> EMC, harmonics, stray current and interference
Screen doors	RSSOM *	RSSOM	<u>RSSOM</u>	See above
Telecommunications	RSSOM *	RSSOM	<u>RSSOM</u>	See above
CCTV systems and surveillance equipment and signage	RSSOM *	RSSOM	<u>RSSOM</u>	See above

\* Defined and procured by RSSOM Contractor; installed by EPC Contractor.

- Section 3.1 of the Request for Qualification document is deleted and replaced by the following:

### 3.1 PAYMENT MECHANISM

In consideration of the performance of all the RSSOM Contractor's obligations under the RSSOM Contract, the contemplated method of remuneration will include a Mobilization Payment and payments following Substantial Completion of batches for the Rolling Stock and batches for the Systems and related equipment. The certification of the batches will be determined by an Independent Certifier.

The aforementioned Mobilization Payment is intended to cover the mobilization costs related to the Rolling Stock and Systems and to testing and commissioning, including operation and maintenance recruitment and training costs.

Except for the Mobilization Payment, the remuneration for operation and maintenance services is based on operational performance, including availability, with monthly service-level-based payments. The amount of these payments, for the entire operating and maintenance period (currently estimated at 20 years) and for various service levels, will be a proposal submission requirement.

These payments may be subject to deductions or may not be made, in whole or in part, if the requirements of the RSSOM Contract are not met. CDPQ Infra has provided, in particular, a structure of liquidated damages to be paid for each Day of delay relative to the scheduled dates of Substantial Completion and Final Completion.

- Section 4.2.2 of the Request for Qualification document is deleted and replaced by the following:

#### **4.2.2 Group of Persons**

Various experience, expertise and capabilities will need to be pooled in order to perform the RSSOM Services. CDPQ Infra is therefore open to receive Responses from Consortiums. In such cases, the Respondent will have to provide a description of the composition and operations of the Consortium, in addition to the roles of its Members, Participants and Key Individuals. The qualified composed Consortium must remain the same during the Request for Proposals stage.

- Section 4.2.4 of the Request for Qualification document is deleted and replaced by the following:

#### **4.2.4 Proposal**

The Proposal must include, in particular, a technical section, a price section and the required Guarantees, in the form specified in the Request for Proposals.

The technical section of the Proposal must present the main elements of the RSSOM Services in sufficient detail to allow them to be evaluated. More specifically, the Proposal must include, without limitation:

- Preliminary plans and specifications and a report describing the final concept and its characteristics, the materials used and the manufacturing techniques applied;
- A report describing the design, manufacturing, testing, commissioning, operation and long-term maintenance of the Rolling Stock, Systems and equipment covered by the RSSOM Contract, the technical characteristics of which are described in Schedule 3;
- A report describing the testing, commissioning, operation and regular maintenance of the EPC Infrastructures, including the civil and rail infrastructure, engineered structures and buildings (e.g., stations, train storage depot and maintenance facility, command centre building) and the superstructure (e.g., rails, catenary system and equipment, sound barriers, security measures and equipment, lighting), the main component of which are identified in Sections 2.3 and 2.4;
- A report describing the management of interfaces between the work to be provided by the EPC Contractor and the RSSOM Contractor, in accordance with Section 2.8.1, and the management of interfaces with third parties, in accordance with Section 2.8.2;
- A report describing the supervision, quality control and administrative management for all of the work to be carried out;
- A price offer, in the form of a lump sum in Dollars;
- Confirmation of the ability of the Proponent, its Members and Participants and the Parent Company of each of its Members and Participants to put in place the Guarantees;

- An update of the financial situation of the Proponent, its Members and Participants, and of the Parent Company of each of the Members and Participants, in particular in the form of their most recent financial statements; and
  - A Proposal Security Deposit as indicated in Section 3.2.
- Section 4.3 of the Request for Qualification document is deleted and replaced by the following:

#### **4.3 TRANSPARENCY IN THE SELECTION PROCESS**

The Public Procurement Notice and the Request for Qualification concerning the Project have been made public through their publication on SEAO and MERX.

Following review and analysis of the Responses, the following information will be published on CDPQ Infra's website:

- The list of Respondents that have confirmed their interest in submitting a Response by returning the acknowledgement included in Schedule 4;
- The list of Qualified Respondents.

The following information will be published on CDPQ Infra's website after the Request for Proposals documents have been issued:

- The list of Qualified Respondents who received the Request for Proposals documents;
- The list of Proponents who duly signed the Submission Agreement in order to participate in the Request for Proposals;
- The governance and the expected amount of the financial compensation to be paid at the end of the Procurement Process to non-selected Proponents who submitted a compliant Proposal.

The following information will be published on CDPQ Infra's website after the RSSOM Contract is signed:

- The Request for Proposals documents integrating the criteria and weighting for the evaluation of the Proposals;
- The name of the Selected Proponent, the date of signing of the RSSOM Contract and the principal Project milestones;
- The Process Auditor's final report.

- Section 6.3.2 of the Request for Qualification document is deleted in its entirety.

- The following text formerly found in Section 6.3.2 is inserted as new Section 6.4.1 of the Request for Qualification document immediately before the text “All Responses must satisfy the compliance requirements contained in Section 5.6 and Schedule 1.”:

**6.4.1 Compliance Requirements**

All the compliance criteria described below must be met for a Response to be considered admissible. However, omission or error will not lead to the automatic rejection of the Response concerned, provided the Respondent corrects the error or omission to the satisfaction of CDPQ Infra within the time determined by CDPQ Infra, which must be at least two (2) business days following the date on which the Respondent receives a written request to that effect from CDPQ Infra.

The Respondent’s Representative and of each of the Respondent’s Members and Participants must complete and sign the form of undertaking included in Schedule 1.1. This form must be in French;

A Respondent must provide a certified true excerpt of a resolution, the resolution itself or another document indicating that the Respondent’s Representative is authorized to sign the Response on behalf of the Respondent and its Members and Participants;

A Respondent must provide a certified true excerpt of a resolution, the resolution itself or another document authorizing the Respondent’s Representative, and of each of its Members and Participants, to sign the form of undertaking included in Schedule 1.1;

A Respondent must disclose the existence and scope of past or pending litigation involving CDPQ Infra or CDPQ or, as the case may be, the Respondent must provide confirmation that no such litigation exists;

A Respondent must provide evidence, from one or more Financial Institutions or from an Eligible Insurer, that it is able to obtain the bonds in accordance with the standard form included in Schedule 1.3; and

A Respondent must provide evidence, from one or more Financial Institutions, that it is able to obtain letters of credit in accordance with the standard form included in Schedule 1.2.

- In Section 6.5 of the Request for Qualification document, the table entitled “Table 8 – Evaluation Criteria – RFQ” is deleted and replaced by the following table:

*Table 8 – Evaluation Criteria – RFQ*

<b>EVALUATION CRITERIA</b>	
	<b>Percentage Weighting</b>
<b>I. Financial Capacity</b>	
Financial Capacity Evaluated on a Pass / Fail Basis	Pass / Fail
<b>II. General Requirements</b>	
Respondent Introductory Letter, Organization and Advantage (executive summary-type)	n/a
<b>III. Capacity, Experience and Approach</b>	
1. Proven Service and Experience	15
2. Design and Delivery of Rolling Stock	20

EVALUATION CRITERIA	
	Percentage Weighting
3. Automated Rail Operations Management	15
4. <u>Regular EPC Infrastructures maintenance and regular and long-term maintenance of Rolling Stock, Systems and related equipment</u>	15
5. Systems	15
6. Health, Safety, Security and Environment	10
7. Project Management	10
<b>Total</b>	<b>100</b>

- Section 6.6 of the Request for Qualification document is deleted and replaced by the following:

## 6.6 SELECTION OF QUALIFIED RESPONDENTS

The bullet points below provide an overview of elements of the selection process of the RFQ:

- Total Score calculated as  $\sum$  [Evaluation Criterion Weight] x [Respondent Score for the relevant evaluation criterion];
- In the project experience provided, a Respondent should ensure that the proportion of projects provided is matched to the degree of responsibility and involvement of its Members, Participants and Key Individuals as well as the particular role assigned to each of them in this project. For example, project experience that covers only one Member of the Respondent that had a relatively minor role in the project may not receive full scoring;
- Notwithstanding the Respondent's total score, failure to achieve 50% of the available points under any one of the rated criteria categories (e.g., failure to achieve a score of 50% in any of the categories in **Table 8**) will preclude the Respondent from being qualified;
- The three highest-scoring Respondents will be qualified. If the 3rd and 4th-placed Respondents obtain the same total score, the selection will be based on the criterion III.2 in Table 8 or, where two Respondents are still ranked equally, based on the criterion III.4 in Table 8 or, if two Respondents are still ranked equally, based on the criterion III.3 in Table 8 . The Response of the Respondent who is not qualified will be retained in case one of the Qualified Respondents withdraws at a later date.

CDPQ Infra reserves the right to accept none of the Responses received.

- Section 8.2 of the Request for Qualification document is deleted and replaced by the following:

## **8.2 HIRING OF CERTAIN ADVISORS OR EXPERTS BY A RESPONDENT**

CDPQ Infra has retained the services of experts and advisors to provide Project implementation support. These experts and advisors (Ineligible Persons) are the following:

- Business services advisor: KPMG LLP;
- Technical services advisors: CIMA+ general partnership, groupe SETEC, HATCH (previously Hatch Mott MacDonald Ltd.) and groupe SYSTRA;
- Legal advisor: Norton Rose Fulbright Canada LLP and Lavery de Billy LLP;
- Insurance advisor: AON Parizeau inc.;
- RSSOM Process Auditor: Mr. André Dumais, Eng.; and
- EPC Process Auditor: Mr. Jean Montplaisir (Knowles Consultancy Services Inc.)

A Respondent, one of its Members, Participants, Key Individuals or the Parent Company of a Member of a Respondent may not use the services of a Person listed above or of an Associate of such a Person to complete tasks or mandates in the context of the Project.

CDPQ Infra may amend the list of Ineligible Persons during the Request for Qualification process.

An affiliate of such Ineligible Person may however be eligible to become a Member of a Respondent or an advisor of a Respondent after obtaining the written consent of CDPQ Infra to that effect. To obtain such consent, the Respondent must make an application for consent to CDPQ Infra through the Official Email Address. Once the CDPQ Infra has received the application for consent duly completed by the Respondent, CDPQ Infra will decide, in its sole discretion, but as necessary with the support of the Legal Review Committee, whether there exists a real, perceived or potential conflict of interest and whether it is possible to manage, mitigate or adequately reduce the effect of such conflict. The Respondent will be notified of CDPQ Infra's decision by a letter of consent stating the nature of the consent and the management, mitigation and reduction measures required as a condition of the consent. If an affiliate of an Ineligible Person is deemed to be in a conflict of interest which cannot be managed, mitigated or reduced adequately, CDPQ Infra will add the affiliate to the above list of Ineligible Persons by means of an addendum to the Request for Qualification.

- In Schedule 2 of the Request for Qualification document, the table entitled “Table 1 – Evaluation Criteria for the Request for Qualification” is deleted and replaced by the following table:

Table 1 – Evaluation Criteria for the Request for Qualification

EVALUATION CRITERIA	
	Percentage Weighting
<b>I. Financial Capacity</b>	
Financial capacity evaluated on a pass/fail basis	Pass / Fail
<b>II. General Requirements</b>	
Respondent Introductory Letter, Organization and Advantage (executive summary-type)	n/a
<b>III. Capacity, Experience and Approach</b>	
1. Proven Service and Experience	15
2. Design and Delivery of Rolling Stock	20
3. Automated Rail Operations Management	15
4. <u>Regular EPC Infrastructures maintenance and regular and long-term maintenance of Rolling Stock, Systems and related equipment</u>	15
5. Systems	15
6. Health, Safety, Security and Environment	10
7. Project Management	10
<b>Total</b>	<b>100</b>

- In Schedule 2, Section I (Financial Capacity on a Pass/Fail Basis) is deleted and replaced by the following:

### **I. FINANCIAL CAPACITY ON A PASS/FAIL BASIS**

The Respondent must provide the following documents, on behalf of itself, each of its Members and Participants and the Parent Company of each of its Members and Participants:

- The audited annual financial statements (last three audited fiscal years) and any interim statements that may be available (annual and interim financial statements prepared in accordance with IFRS, US GAAP or any other acceptable standard);
- If applicable, the most recent credit rating report;
- If applicable, the analyst reports produced during the last 12 months;
- A letter from a Financial Institution confirming the Respondent’s ability to obtain and provide Guarantees (letters of credit and bonds) in the amounts stipulated in Schedules 1. 2 and 1.3;

- A Parent Company support letter, explicitly stating the Parent Company's willingness to provide a letter of Parent Company Guarantee at the RFP stage;
- A signed letter from the Chief Financial Officer (or equivalent) of each Member and Participant or their Parent Company with a description of any off-balance sheet financing, any outstanding claim that could result in a liability in excess of 5% of the Member's or Participant's net assets and any other known event that could present a going-concern problem for the Member or Participant, not disclosed in the most recent audited financial statements;
- A letter from the Chief Financial Officer (or equivalent) of each Member and Participant setting out:
  - For Rolling Stock manufacturers, a description of currently active vehicle orders in excess of \$250 million and known orders in excess of \$250 million that the Respondent will be involved in over the next five (5) years;
  - For providers responsible for operating activities and maintenance, a description of currently active projects with annual operation and maintenance payments in excess of \$50 million and known projects with annual payments for operating activities and maintenance in excess of \$50 million that the Respondent will be involved in over the next five (5) years; and
  - For any other Member or Participant, a description of currently active projects with a capital value in excess of \$50 million and known projects with a capital value in excess of \$50 million that the Respondent will be involved in over the next five (5) years; and
- Any matter relating to a potential bankruptcy or insolvency.

***Evaluation criteria:***

The Respondent's financial capacity will be evaluated on the basis of the following two elements:

- Financial soundness; and
- Ability to obtain the required Guarantees in Schedules 1.2 and 1.3.

If the Applicant has more than one Member and/or Participant, the evaluation will be based on the pro rata participation of the services of each of the Members and Participants, in relation to the aggregate value of all the RSSOM Services.

The Selection Committee will evaluate the financial soundness of the Respondent as a whole, on the basis of the information provided by the Respondent in its Response, particularly with respect to profitability, indebtedness, investment capacity, changes in financial position, financial obligations and, if applicable, the credit ratings of its Members and Participants.

Financial soundness will be evaluated, in particular, using the following indicators:

- Annual sales;
- Total net assets (total assets - total liabilities);
- Gross margin ((total operating revenue - cost of goods sold)/total operating revenue);

- Debt service coverage ratio (EBITDA<sup>2</sup>/total debt service);
- Indebtedness (total debt/total equity);
- Working capital (current assets/current liabilities); and
- Ability to assume the Project risks, through working capital or ability to borrow.

The Response will also be evaluated on the basis of the ability of the Members and Participants responsible for the RSSOM Services to obtain proofs of the Guarantees (letters of credit and bond) required in Schedules 1.2 and 1.3.

- In Schedule 2, the subsection “Evaluation Criteria” of Section III.1 (Capacity, Experience and Approach – Proven Service and Experience) of the Request for Qualification document is deleted and replaced by the following:

***Evaluation criteria:***

The Respondent is invited to provide by order of precedence completed projects (or at an advanced stage of completion) by its Members and/or Participants that are similar to the Project in size, complexity and services. Specifically, the Response will be evaluated on the comparability of the projects, particularly in terms of scope, complexity, components and delivery times.

The description of the Projects must demonstrate proven services and experience in the areas referred to hereinabove, including the design, manufacturing, testing and commissioning and the operation and maintenance of LRT-type automated driverless Rolling Stock, Systems and equipment used in winter conditions similar to those in the Montreal Area. The description must also identify the success factors that were implemented in the course of these projects.

The projects must have been commissioned during the last ten (10) years.

The presented projects will not be evaluated individually, but on the Respondent's overall degree of experience in the relevant areas.

The name of the Respondent, Member or Participant who participated in the completion of the projects and its role, responsibilities and participation percentage must be indicated. For a comparable quality, a combination of expertise across several Members and Participants of a same Respondent is equivalent to any single Member's expertise.

The Respondent is invited to present any other relevant achievement of its Members, Participants and Key Individuals, over the last ten (10) years, that enhances its Response.

- In Schedule 2, the subsection “Evaluation Criteria” of Section III.3 (Capacity, Experience and Approach – Automated Rail Operations Management) of the Request for Qualification document is deleted and replaced by the following:

***Evaluation criteria:***

The Response will be evaluated on the basis of an approach that satisfies the requirements of the Project and demonstrates the Members' and Participants' capacity and experience in managing and operating automated rail transport systems.

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<sup>2</sup> EBITDA means earnings before interest, taxes, depreciation and amortization.

The proposed approach must be rigorous, detailed and adapted to the RSSOM Services and the operating context of the Project, particularly in terms of the above-mentioned requirements, with regard to automation, operating in a construction environment, weather conditions, labour relations, optimizing operations and developing ridership.

The Respondent must illustrate the proposed approach using examples of past achievements (including, in particular, success factors) or, alternatively, justify the appropriateness of the approach.

- In Schedule 2, Section III.4 (Capacity, Experience and Approach – Maintenance of the Rolling Stock and Infrastructure) of the Request for Qualification document, the text is deleted and replaced by the following:

**4. Regular EPC Infrastructures Maintenance and Regular and Long-Term Maintenance of Rolling Stock, Systems and Related Equipment**

In its response, the Respondent must demonstrate the capacity and experience of the Members and Participants and the proposed approach to regular EPC Infrastructures maintenance and regular and long-term maintenance of Rolling Stock, Systems and related equipment, including:

- Past experience and a clear understanding of the global acquisition cost management (life-cycle cost);
- Relationship between the life-cycle cost approach and the design requirements for the Rolling Stock, Systems, water usage, power and infrastructure (stations, tunnels, railway tracks, maintenance centre, traction power supply, etc.);
- Asset management and maintenance strategy, including both regular and long-term maintenance; and
- Approach to maintenance in a highly corrosive environment.

***Evaluation criteria:***

The Response will be evaluated on the basis of an approach and strategies that satisfy the requirements of the Project and demonstrate the Members' and Participants' capacity and experience in providing regular EPC Infrastructures maintenance and regular and long-term maintenance of the Rolling Stock and infrastructures.

The proposed approach and strategies must be rigorous, detailed and adapted to the RSSOM Services and the operating context of the Project, particularly in terms of the above-mentioned requirements, with regard to managing the life-cycle cost and regular EPC Infrastructures maintenance and regular and long-term maintenance (preventive, conditional, corrective and long-term) of the Rolling Stock and infrastructures.

The Respondent must illustrate the proposed approach and strategies using examples of past achievements (including, in particular, success factors) or, alternatively, justify the appropriateness of the approach and strategies.

- In Schedule 2, the subsection “Evaluation Criteria” of Section III.5 (Capacity, Experience and Approach – Systems) of the Request for Qualification document is deleted and replaced by the following:

***Evaluation criteria:***

The Response will be evaluated on the basis of an approach that satisfies the requirements of the Project and demonstrate the Members' and Participants' capacity and experience in ensuring the required integration of the various Systems for the operation.

The proposed approach must be rigorous, detailed and adapted to the RSSOM Services and the performance context of the Project, particularly in terms of the above-mentioned requirements with regard to designing, acquiring, integrating, commissioning and implementing the Systems.

The Respondent must illustrate the proposed approach using examples of past achievements (including, in particular, success factors) or, alternatively, justify the appropriateness of the approach.

- In Schedule 2, the subsection “Evaluation Criteria” of Section III.6 (Capacity, Experience and Approach – Health Safety Security and Environment) of the Request for Qualification document is deleted and replaced by the following:

***Evaluation criteria:***

The Response will be evaluated on the basis of an approach that satisfies the requirements of the Project and demonstrates the Members’ and Participants’ capacity and experience in managing health, safety, security and environmental matters in a rail environment.

The proposed approach must be rigorous, detailed and adapted to the RSSOM Services and the performance and operating context of the Project, particularly in terms of the above-mentioned requirements.

The Respondent must illustrate the proposed approach using examples of past achievements (including, in particular, success factors) or, alternatively, justify the appropriateness of the approach.

- In Schedule 2, the subsection “Evaluation Criteria” of Section III.7 (Capacity, Experience and Approach – Project Management) of the Request for Qualification document is deleted and replaced by the following:

***Evaluation criteria:***

The Response will be evaluated on the basis of an approach that satisfies the requirements of the Project and demonstrates the Members’ and Participants’ capacity and experience in ensuring Project management, quality and tracking.

The proposed approach must be rigorous, detailed and adapted to the RSSOM Services and the performance and operating context of the Project, particularly in terms of the above-mentioned requirements.

The Respondent must illustrate the proposed approach using examples of past achievements (including, in particular, success factors) or, alternatively, justify the appropriateness of the approach.

- In Schedule 2, in Section IV (Maximum Number of Pages per Section), the table entitled “Table 2 – Summary of the maximum number of pages for each section” is deleted and replaced by the following:

*Table 2 – Summary of the maximum number of pages for each section*

Sections	Project Data Sheet			Summary			Explanatory text	Total
	Number	Pages per project	Total number of pages	Number of Persons	Pages per summary	Total number of pages	Number	Number of pages
<b>II. General Requirements: Respondent Introductory Letter, Organization and Advantage</b>							<b>15</b>	<b>15</b>
<b>III. Capacity, Experience and Approach</b>	<b>5</b>	<b>3</b>	<b>15</b>				<b>49</b>	<b>64</b>
1. Proven Service and Experience	5	3	15				5	20
2. Design and Delivery of the Rolling Stock							10	10

Sections	Project Data Sheet			Summary			Explanatory text	Total
	Number	Pages per project	Total number of pages	Number of Persons	Pages per summary	Total number of pages	Number	Number of pages
3. Automated Rail Operation Management							10	10
4. <u>Regular EPC Infrastructures maintenance and regular and long-term maintenance of Rolling Stock, Systems and related equipment</u>							4	4
5. Systems							10	10
6. Health, Safety, Security and Environment							5	5
7. Project Management							5	5

In Schedule 3, Section 10 (Maintenance) is deleted and replaced by the following:

## 10 MAINTENANCE

The operator will put in place the technical teams, methods, support equipment and tools to satisfy all regular EPC Infrastructures maintenance and regular and long-term Rolling Stock, Systems and related equipment maintenance obligations to keep them in a safe and excellent working order.

The operator will be responsible for safety for the entire REM right-of-way.

Maintenance teams are an integral part of the structure to be provided by the RSSOM Contractor responsible for operations. Teams will therefore receive the same technical, training, administrative and management support as all of the operator's personnel.

The RSSOM Contractor will provide technical teams with all the necessary equipment to ensure optimal maintenance of the entire REM transit infrastructure.

Request for Qualification Ref 01-8001

**Provision of the Rolling Stock,  
Systems and Operation and  
Maintenance Services of the *Réseau  
électrique métropolitain de Montréal***

**ADDENDUM NO. 2  
TO THE REQUEST FOR QUALIFICATION DOCUMENT REF 01-8001  
DATED JUNE 28, 2016**

**July 27, 2016**

**Pursuant to Section 5 of the Request for Qualification document, this ADDENDUM No. 2 forms an integral part of the Request for Qualification and amends the Request for Qualification in the manner and to the extent indicated herein.**

### **AMENDMENTS TO THE REQUEST FOR QUALIFICATION DOCUMENT**

Please take note of the following amendments to the Request for Qualification document, which amendments are underlined.

- In Section 1.5 of the Request for Qualification document, the table entitled “Table 1 – Procurement and Project Completion Deadlines” is deleted and replaced by the following table:

*Table 1 - Procurement and Project Completion Deadlines*

Steps	Deadlines
Land reserves order-in-council	May 2016
Public Procurement Notice	May 17, 2016
Information session	June 7, 2016
Request for Qualification for the EPC Contract	June 28, 2016
Request for Qualification for the RSSOM Contract	June 28, 2016
Information session	July 19, 2016
Deadline for sending requests for clarification and for submitting an acknowledgement	<u>September 2, 2016</u>
Deadline for issuing addenda, if applicable	<u>September 9, 2016</u>
Deadline to receive Responses	<u>September 23, 2016</u>
Announcement of Qualified Respondents	To confirm
BAPE public hearings	To confirm
Request for Proposals for the EPC Contract	Fall 2016
Request for Proposals for the RSSOM Contract	Fall 2016
Receipt of Proposals for the EPC Contract	Launch date for the Request for Proposals + 6 months
Receipt of Proposals for the RSSOM Contract	Launch date for the Request for Proposals + 6 months
Tabling of the BAPE report	To confirm
Environmental order-in-council	To confirm
Acquisition of the Deux-Montagnes line	To confirm
Financial close for the EPC Contract and the RSSOM Contract	To confirm
Beginning of work for the EPC Contract and the RSSOM Contract	To confirm
Beginning of commercial service	To confirm

- In Section 5 of the Request for Qualification document, the last paragraph of the text preceding Section 5.1 is deleted and replaced by the following:

The Respondent must confirm its interest in submitting a Response by completing the acknowledgment contained in Schedule 4 and returning it to the email address indicated in Section 5.2 by the deadline of September 2, 2016 at 3 PM, Montreal time. The Respondent must indicate on the acknowledgment the name of the Respondent's Representative, who will be the only person authorized to contact and to send requests for clarification to CDPQ Infra. CDPQ Infra will address all communications relating to the Request for Qualification duly submitted to the Respondent's Representative.

- In Section 5.1 of the Request for Qualification document, the sixth (6th) paragraph is deleted and replaced by the following:

The deadline for submitting a Response is:

Friday, September 23, 2016, at 3 PM, Montreal time.

- In Section 5.4 of the Request for Qualification document, the first (1st) paragraph is deleted and replaced by the following:

Any requests for clarification or questions concerning the Request for Qualification must be submitted to CDPQ Infra's representative through the Official Email Address on or after the date on which the Request for Qualification is issued. The deadline for making a request for clarification is September 2, 2016, 3 PM, Montreal time. Requests for clarification submitted must be formulated in accordance with the template included in Schedule 1.4.

- Section 5.8 of the Request for Qualification document is deleted and replaced by the following:

#### **5.8 FORM OF UNDERTAKING**

The Respondent must submit through the Official Email Address the form of undertaking presented in Schedule 1.1, duly signed by the Respondent no later than September 23, 2016. Any Respondent that fails to submit the form of undertaking will be unable to submit a request for clarification or to obtain access to the answers provided and will be unable to participate in the Request for Proposals process.

Request for Qualification Ref 01-8001

**Provision of the Rolling Stock,  
Systems and Operation and  
Maintenance Services of the *Réseau  
électrique métropolitain de Montréal***

**ADDENDUM NO. 3  
TO THE REQUEST FOR QUALIFICATION DOCUMENT REF 01-8001  
DATED JUNE 28, 2016**

**August 3, 2016**

Pursuant to Section 5 of the Request for Qualification document, this Addendum No.3 forms an integral part of the Request for Qualification and amends the Request for Qualification in the manner and to the extent indicated herein.

## AMENDMENTS TO THE REQUEST FOR QUALIFICATION DOCUMENT

Please take note of the following amendments to the Request for Qualification document, which amendments are underlined.

- In the table of contents of the Request for Qualification document, the following text is added after the reference to Schedule 4 – Acknowledgment.

**SCHEDULE 5 – EVALUATION MATRIX..... 67**

- In Section 1.4 of the Request for Qualification document, the last paragraph is deleted and replaced by the following:

The Response guidelines, as well as the eligibility and evaluation criteria, are outlined in Sections 5 and 6 and Schedule 5 of this Request for Qualification.

- In Section 4.1 of the Request for Qualification document, the second (2nd) bullet point is deleted and replaced by the following:

- This Request for Qualification, issued on SEAO and MERX, where up to a maximum of three (3) Qualified Respondents will be invited to participate in the Request for Proposals targeting the RSSOM Services. The guidance for Responses, as well as the eligibility and evaluation criteria for Responses are described in Sections 5 and 6 and Schedule 5 of this document;

- In Section 5.6 of the Request for Qualification document, the first paragraph is deleted and replaced by the following:

Evaluation committees are responsible for analyzing and evaluating Responses using the criteria and weighting defined in Section 6 and Schedule 5 of this Request for Qualification and making recommendations to CDPQ Infra's Selection Committee concerning the qualification of Respondents. It is essential for Respondents to provide precise and ordered answers to the criteria and to indicate, for each criterion, why they are qualified to perform the RSSOM Services. The Response should address clearly and in sufficient depth the items that are included in the evaluation criteria against which the Response will be evaluated.

- In Section 6.5 of the Request for Qualification document, the third (3rd) paragraph after Table 8 is deleted and replaced by the following:

Each evaluation criterion in Table 8 above is broken down into evaluation sub-criteria that are presented in the evaluation matrix in Schedule 5 of this Request for Qualification. For each sub-criterion, each Respondent will receive a score of 0 (corresponding to 0%), 1 (corresponding to 30%), 2 (corresponding to 50%), 3 (corresponding to 80%) or 4 (corresponding to 100%), based on the definition that best corresponds to its evaluation from the definitions presented in Table 1 in Schedule 5 of this Request for Qualification. The weighting assigned to each criterion and sub-criterion is based on their relative importance. For an evaluation criterion and for a Response, the total score will correspond to the sum of the weighted scores on the evaluation matrix for each sub-criterion.

- In Schedule 1.2, the second (2nd) paragraph of the body of the letter is modified and replaced by the following:

We have not yet completed an in-depth study of the RSSOM Services, since the proposal documents are not currently available. Please also note that [name of the financial institution] is not legally bound to provide credit facilities.

- In Schedule 1.3, the second (2nd) paragraph of the body of the letter has been modified and replaced by the following:

We have not yet completed an in-depth study of the RSSOM Services, since the proposal documents are not currently available. Please also note that [name of the financial institution] is not legally bound to provide credit facilities.

- In Section III (Capacity, Experience and Approach) of Schedule 2 of the Request for Qualification document, the second (2nd) paragraph is deleted and replaced by the following:

Each evaluation criterion in Table 1 of this Schedule is broken down into evaluation sub-criteria that are presented in the evaluation matrix in Schedule 5 of this Request for Qualification. For each sub-criterion, each Respondent will receive a score of 0 (corresponding to 0%), 1 (corresponding to 30%), 2 (corresponding to 50%), 3 (corresponding to 80%) or 4 (corresponding to 100%), based on the definition that best corresponds to its evaluation from the definitions presented in Table 1 in Schedule 5 of this Request for Qualification. The weighting assigned to each criterion and sub-criterion is based on its relative importance. For an evaluation criterion and for a Response, the total score will correspond to the sum of the weighted scores on the evaluation matrix for each sub-criterion.

- After Schedule 4 of the Request for Qualification document, the following text is added as Schedule 5:

## SCHEDULE 5 – EVALUATION MATRIX

Schedule 5 presents the evaluation matrix that will be used to structure the evaluation process for Responses to the Request for Qualification for the provision of RSSOM Services. Schedule 5 is organized into the following sections:

- Section I presents the evaluation process and principles;
- Section II provides an evaluation summary;
- Section III presents the evaluation matrix and its components, including:
  - The criterion to be evaluated and the weighting assigned to that criterion;
  - The RFQ requirements, as presented in the Request for Qualification and updated through the issuance of addenda;
  - The RFQ evaluation criteria, as presented in the Request for Qualification and updated through the issuance of addenda;
  - The elements sought and, if applicable, bonus elements that will be considered for the purposes of the evaluation of each sub-criterion; and
  - The weighting assigned to each evaluation sub-criterion.

### I. EVALUATION PROCESS AND PRINCIPLES

The following procedures and principles will be followed for the technical evaluation of each of the sub-criteria presented in Section II *Evaluation Summary* and Section III *Evaluation Matrix*:

- The evaluator shall assign a score of 0 (corresponding to 0%), 1 (corresponding to 30%), 2 (corresponding to 50%), 3 (corresponding to 80%) or 4 (corresponding to 100%), based on the definition that best corresponds to its evaluation from the definitions in **Table 1** below;
- If all of the elements sought are presented in the Response, to the evaluator's satisfaction, a minimum score of 3 (80%) shall be awarded for the evaluated sub-criterion;
- If the elements presented by a Respondent exceed the evaluator's expectations, the evaluator may award the highest score of 4 (100%);
- If the elements presented by a Respondent do not fully satisfy the RFQ requirements, the evaluator may assign a score lower than 3, i.e. 2 (50%), 1 (30%) or 0 (0%).

Table 1 – Scores and Corresponding Definitions

Scores	Corresponding Definitions
<p style="text-align: center;"><b>4</b> <b>(100%)</b></p>	<p>Far exceeds the elements sought Excellent and complete understanding of the requirements Excellent probability of success in carrying out the contract</p>
<p style="text-align: center;"><b>3</b> <b>(80%)</b></p>	<p>Contains all of the elements sought Good and complete understanding of the requirements High probability of success in carrying out the contract</p>
<p style="text-align: center;"><b>2</b> <b>(50%)</b></p>	<p>Partially meets the elements sought (but without compromising its capacity to deliver) Good understanding of the requirements Fair to good probability of success in carrying out the contract</p>
<p style="text-align: center;"><b>1</b> <b>(30%)</b></p>	<p>Partially meets the elements sought, compromising its ability to deliver Moderate understanding of the requirements Low probability of success in carrying out the contract</p>
<p style="text-align: center;"><b>0</b> <b>(0%)</b></p>	<p>Does not meet the elements sought Poor understanding of the requirements Very low probability of success in carrying out the contract</p>

## II. EVALUATION SUMMARY

Technical evaluation sub-criteria of Section III – Capacity, Experience and Approach of the RFQ evaluation criteria (Note: the criteria and sub-criteria in the following list are in abridged form; a detailed description is provided in the following pages.)	Weighting
<b>1. Proven Service and Experience</b>	<b>15</b>
<i>Project descriptions</i>	12
<i>Other achievements</i>	3
<b>2. Design and Delivery of the Rolling Stock</b>	<b>20</b>
<i>Proposed approach to delivering and commissioning the trains</i>	7
<i>Winterization strategy</i>	5
<i>Testing and commissioning plan</i>	4
<i>Plan to operate vehicles and stations</i>	4
<b>3. Automated Rail Operations Management</b>	<b>15</b>
<i>Grade of Automation 4 (GoA4) operation</i>	4
<i>Optimizing operations with automated trains</i>	1
<i>Operating in a construction environment and vice versa</i>	3
<i>Operating in weather conditions similar to those in the Montreal area</i>	3
<i>Establishing harmonious labour relations</i>	2
<i>Ability to develop ridership</i>	2
<b>4. Regular EPC Infrastructures maintenance and regular and long-term maintenance of Rolling Stock, Systems and related equipment</b>	<b>15</b>
<i>Life-cycle cost management – Rolling Stock, Systems and Related Equipment</i>	5
<i>Regular maintenance – EPC infrastructures</i>	4
<i>Regular and long-term maintenance – Rolling Stock, Systems and Related Equipment</i>	6
<b>5. Systems</b>	<b>15</b>
<i>Designing and acquiring Systems</i>	5
<i>Systems integration</i>	4
<i>Commissioning Systems</i>	2
<i>Implementing telecommunication Systems</i>	3
<i>Special requirements</i>	1
<b>6. Health, Safety, Security and Environment</b>	<b>10</b>
<i>Occupation health and safety and environmental matters</i>	3
<i>Rail safety and certification</i>	4
<i>Special elements</i>	3
<b>7. Project Management</b>	<b>10</b>
<i>Managing large projects with complex interfaces</i>	4
<i>Human resource strategies</i>	3
<i>Quality assurance, risk management and communication</i>	3
<b>Total</b>	<b>100</b>

### III. EVALUATION MATRIX

#### III. CAPACITY, EXPERIENCE AND APPROACH

##### 1. PROVEN SERVICE AND EXPERIENCE: 15%

RFQ Requirements	RFQ Evaluation Criteria	Elements Sought	Weighting %
<p><b><u>Project Descriptions</u></b></p> <ul style="list-style-type: none"> <li>Describe no more than five (5) projects demonstrating proven services and experience in the following areas:               <ul style="list-style-type: none"> <li>Design, manufacturing, testing and commissioning of LRT-type Rolling Stock, systems and equipment used in winter conditions similar to those in the Montreal area; and</li> <li>Operation and long-term maintenance of LRT-type Rolling Stock, systems and equipment used in winter conditions similar to those in the Montreal area.</li> </ul> </li> </ul>	<p>The Respondent is invited to provide by order of precedence completed projects (or at an advanced stage of completion) by its Members and/or Participants that are similar to the Project in size, complexity and services. Specifically, the Response will be evaluated on the comparability of the projects, particularly in terms of scope, complexity, components and delivery times.</p> <p>The description of the Projects must demonstrate proven services and experience in the areas referred to hereinabove, including the design, manufacturing, testing and commissioning and the operation and maintenance of LRT-type automated driverless Rolling Stock, Systems and equipment used in winter conditions similar to those in the Montreal Area. The description must also identify the success factors that were implemented in the course of these projects.</p> <p>The projects must have been commissioned during the last ten (10) years. <i>(Note: Applies only to the Respondent's other achievements)</i></p> <p>The presented projects will not be evaluated individually, but on the Respondent's overall degree of experience in the relevant areas.</p> <p>The name of the Respondent, Member or Participant who participated in the completion of the projects and its role, responsibilities and participation percentage must be indicated. For a comparable quality, a combination of expertise across several Members and Participants of a same Respondent is equivalent to any single Member's expertise.</p>	<p><b><u>Elements Sought:</u></b></p> <ul style="list-style-type: none"> <li>Description of comparable infrastructure projects (in terms of size, complexity, services and schedule) carried out and commissioned during the last 10 years or at an advanced stage of completion, that meet many or all of the RFQ requirements (in relation to design, manufacturing, testing and commissioning, on the one hand, and to Rolling Stock, Systems and equipment maintenance, on the other)</li> </ul> <p><i>Note: "At an advanced stage of completion" refers to a situation where on-site systems integration has commenced and the first train has been delivered</i></p> <ul style="list-style-type: none"> <li>Description of at least 3 LRT projects</li> <li>Description of at least 3 projects demonstrating the experience of the Respondent or its Members and Participants, with respect, among others, to the following critical factors: automated LRT, weather conditions, systems manufacturing and integration, testing and commissioning, "greenfield" versus "brownfield" deployment</li> <li>Identification of success factors for the described projects, issues encountered, solutions implemented</li> <li>Clear description of the roles and responsibilities assumed by the Members, Participants and Key Individuals, on described comparable projects, specifying the participation % for each one</li> <li>Significant participation of multiple Members, Participants and Key Individuals in the described project(s)</li> </ul> <p><b><u>Bonus Elements:</u></b></p> <ul style="list-style-type: none"> <li>Completion of one or more than one comparable projects with a capital value in excess of \$1.5 billion</li> <li>If the Respondent demonstrates significant participation and the required experience in 2 projects with a capital value in excess of \$1.5 billion, it will be awarded bonus points</li> </ul>	<p>12</p>

RFQ Requirements	RFQ Evaluation Criteria	Elements Sought	Weighting %
<p><b><u>Other Achievements</u></b></p> <p>Describe the other achievements of the Respondent and each of its Members, Participants and Key Individuals, during the last ten (10) years, that demonstrate that the Respondent, one of its Members, one of its Participants or one of its Key Individuals has the qualifications and experience required to provide the RSSOM Services.</p>	<p>The Respondent is invited to present any other relevant achievements of its Members, Participants and Key Individuals, over the last ten (10) years, that enhances its Response.</p>	<p><b><u>Elements Sought:</u></b></p> <ul style="list-style-type: none"> <li>• Description of other achievements and/or comparable projects (in terms of size, complexity, services and schedule) carried out and commissioned during the last 10 years that demonstrate that the Respondent and its Members and Participant have the qualifications and experience required to provide the RSSOM Services, particularly with respect to critical factors: e.g. special conditions, complexity, etc.</li> <li>• Identification of success factors, issues encountered and solutions implemented with respect to the described achievements/projects</li> <li>• Clear description of the roles and responsibilities assumed by the Members, Participants and Key Individuals, on described comparable projects, specifying the participation % for each one</li> </ul>	<p><b>3</b></p>

III. CAPACITY, EXPERIENCE AND APPROACH

2. DESIGN AND DELIVERY OF THE ROLLING STOCK: 20%

RFQ Requirements	RFQ Requirements	Elements Sought	Weighting %
<ul style="list-style-type: none"> <li>• Demonstrate the capacity and experience of the Members and Participants and their proposed approach to delivering and commissioning the trains within a short time limit in order to meet the commissioning dates set out in the clients' schedule, including a description of:                             <ul style="list-style-type: none"> <li>– Manufacturing strategies adopted in projects similar to the REM, in terms of plant production capacity, the manufacturing plan, the supply chain, the order book, etc.; and</li> <li>– A proposed approach for the design of the Rolling Stock, including the identification of a targeted product line and its degree of standardization, and specific developments required to comply with the technical description submitted for the RFQ.</li> </ul> </li> <li>• Describe the winterization strategy for the Rolling Stock, including the technical issues specific to winter conditions and proposed solutions;</li> <li>• Describe its testing and commissioning plan, particularly how the plan will accommodate existing commuter rail operations during commissioning. The Respondent must illustrate how its plan builds on the lessons learned and experience acquired on other comparable projects; and</li> <li>• Describe its approach used to ensure efficient operation (both for vehicles and stations) during the operating period. The Respondent must illustrate how its approach builds on the knowledge and experience acquired on other comparable projects.</li> </ul>	<p>The Response will be evaluated on the Respondent's approach and strategies that satisfy the requirements of the Project and demonstrate that the Members and Participants have the capacity and experience to deliver and commission the trains within a short time limit.</p> <p>The approach and strategies presented must be rigorous, detailed and adapted to the RSSOM Services and the performance context of the Project, particularly in terms of the above-mentioned requirements, with regard to design, manufacturing, winterization, commissioning and operation and maintenance and delivery of the Rolling Stock within the time limits set by the clients.</p> <p>The Respondent must illustrate the proposed approach and strategies using examples of past achievement.</p>	<p><b>Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Demonstration of a clear understanding of all of the design issues, risks and requirements identified in the <i>RFQ Requirements</i> column</li> <li>• Description of a rigorous and detailed approach for design and delivery of the Rolling Stock within the context of the Project, for each of the 4 evaluated elements hereinafter, particularly with respect to the elements specified in the <i>RFQ Requirements</i> column</li> <li>• Description/Demonstration of past experiences of the Respondent or its Members or Participants, during which the approach described in the preceding point was used successfully (reference to 3 comparable projects and to the contributions of the Respondent and its Members and Participants)</li> <li>• Identification of success factors and/or lessons learned from the Respondent's previous achievements</li> </ul>	
		<p><b>Element evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Proposed approach to delivering and commissioning the trains within a short time limit in order to meet the commissioning dates set out in the clients' schedule, including a description of:                             <ul style="list-style-type: none"> <li>– Manufacturing strategies adopted in projects similar to the REM, in terms of plant production capacity, the manufacturing plan, the supply chain, the order book, etc.;</li> <li>– A proposed approach for the design of the Rolling Stock, including the identification of a targeted product line and its degree of standardization, and specific developments required to comply with the technical description submitted for the RFQ.</li> </ul> </li> </ul>	7
		<p><b>Element evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Rolling Stock winterization strategy</li> </ul>	5

RFQ Requirements	RFQ Requirements	Elements Sought	Weighting %
		<p><b><u>Element evaluated for the above-described Elements Sought:</u></b></p> <ul style="list-style-type: none"> <li>Rolling Stock testing and commissioning plan, including how the plan will accommodate existing commuter train operations during commissioning</li> </ul>	4
		<p><b><u>Element evaluated for the above-described Elements Sought:</u></b></p> <ul style="list-style-type: none"> <li>Plan to ensure the efficient operation of vehicles and stations during the operating period</li> </ul>	4

### III. CAPACITY, EXPERIENCE AND APPROACH

#### 3. AUTOMATED RAIL OPERATIONS MANAGEMENT: 15%

RFQ Requirements	RFQ Evaluation Criteria	Elements Sought	Weighting %
<p>In its response, the Respondent must demonstrate the capacity and experience of the Members and Participants and the proposed approach to the operation of automated rail transport systems, including the approach to:</p> <ul style="list-style-type: none"> <li>• Grade of Automation 4 (GoA4) operation;</li> <li>• Optimizing operations with automated trains in accordance with service requirements;</li> <li>• Operating in a construction environment and vice versa;</li> <li>• Operating in weather conditions similar to those prevalent in the Montreal area;</li> <li>• Establishing harmonious labour relations; and</li> <li>• Its ability to develop ridership, particularly on the basis of its service-quality track record.</li> </ul>	<p>The Response will be evaluated on the basis of an approach that satisfies the requirements of the Project and demonstrates the Members' and Participants' capacity and experience in managing and operating automated rail transport systems.</p> <p>The proposed approach must be rigorous, detailed and adapted to the RSSOM Services and the operating context of the Project, particularly in terms of the above-mentioned requirements, with regard to automation, operating in a construction environment, weather conditions, labour relations, optimizing operations and developing ridership.</p> <p>The Respondent must illustrate the proposed approach using examples of past achievements (including, in particular, success factors) or, alternatively, justify the appropriateness of the approach.</p>	<p><b>Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Demonstration of a clear understanding of the issues, risks and requirements identified in the <i>RFQ Requirements</i> column</li> <li>• Description of a rigorous and detailed automated rail operations management approach, suited to the operating context of the Project, for the 6 evaluated elements hereinafter</li> <li>• Demonstration of past experiences of the Respondent or its Members or Participants, during which the approach described in the preceding point was used successfully, including the Identification of success factors and lessons learned (reference to 3 comparable projects and to the contributions of the Respondent and its Members and Participants)</li> </ul> <p><b>Bonus Elements:</b></p> <ul style="list-style-type: none"> <li>• Management of automated rail operations on one or more projects with a capital value exceeding \$1.5 billion</li> </ul> <p><b>Element evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Grade of Automation 4 (GoA4) operation</li> </ul> <p><b>Element evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Optimizing operations with automated trains in accordance with service requirements</li> </ul> <p><b>Element evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Operating in a construction environment and vice versa</li> </ul> <p><b>Element evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Operating in weather conditions similar to those prevalent in the Montreal area</li> </ul> <p><b>Element evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Establishing harmonious labour relations</li> </ul> <p><b>Element evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Ability to develop ridership, particularly on the basis of its service-quality track record</li> </ul>	<p></p> <p>4</p> <p>1</p> <p>3</p> <p>3</p> <p>2</p> <p>2</p>
		<p><b>Element evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Ability to develop ridership, particularly on the basis of its service-quality track record</li> </ul>	<p>2</p>

III. CAPACITY, EXPERIENCE AND APPROACH

4. REGULAR EPC INFRASTRUCTURES MAINTENANCE AND REGULAR AND LONG-TERM MAINTENANCE OF ROLLING STOCK, SYSTEMS AND RELATED EQUIPMENT: 15%

RFQ Requirements	RFQ Evaluation Criteria	Elements Sought	Weighting %
<p>In its response, the Respondent must demonstrate the capacity and experience of the Members and Participants and the proposed approach to regular EPC Infrastructures maintenance and regular and long-term maintenance of Rolling Stock, Systems and related equipment, including:</p> <ul style="list-style-type: none"> <li>• Past experience and a clear understanding of the global acquisition cost management (life-cycle cost)</li> <li>• Relationship between the life-cycle cost approach and the design requirements for the Rolling Stock, Systems, water usage, power and infrastructure (stations, tunnels, railway tracks, maintenance centre, traction power supply, etc.)</li> <li>• Asset management and maintenance strategy, including both regular and long-term maintenance</li> <li>• Approach to maintenance in a highly corrosive environment</li> </ul>	<p>The Response will be evaluated on the basis of an approach and strategies that satisfy the requirements of the Project and demonstrate the Members' and Participants' capacity and experience in providing regular EPC Infrastructures maintenance and regular and long-term maintenance of the Rolling Stock and infrastructures.</p> <p>The proposed approach and strategies must be rigorous, detailed and adapted to the RSSOM Services and the operating context of the Project, particularly in terms of the above-mentioned requirements, with regard to managing the life-cycle cost and regular EPC Infrastructures maintenance and regular and long-term maintenance (preventive, conditional, corrective and long-term) of the Rolling Stock and infrastructures.</p> <p>The Respondent must illustrate the proposed approach and strategies using examples of past achievements (including, in particular, success factors) or, alternatively, justify the appropriateness of the approach and strategies.</p>	<p><b>Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Demonstration of a clear understanding of all of the issues and risks identified in <i>the RFQ Requirements</i> column with respect to infrastructure maintenance and life-cycle cost management</li> <li>• Description of a rigorous and detailed infrastructure maintenance approach, suited to the operating context of the Project, with respect to life-cycle cost management and the RFQ requirements, particularly water usage, power and infrastructure</li> <li>• Demonstration of past experience of the Respondent or its Members or Participants, during which the approach described in the preceding point was used successfully, including the identification of success factors and/or lessons learned (reference to 3 comparable projects and to the contributions of the Respondent and its Members and Participants)</li> </ul>	
		<p><b>Elements evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Life-cycle cost management – Rolling Stock, Systems and related equipment</li> </ul>	5
		<p><b>Elements evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Regular EPC Infrastructures maintenance</li> </ul>	4
		<p><b>Elements evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Regular and long-term maintenance of the Rolling Stock, Systems and related equipment</li> </ul>	6

III. CAPACITY, EXPERIENCE AND APPROACH

5. SYSTEMS: 15%

RFQ Requirements	RFQ Evaluation Criteria	Elements Sought	Weighting %
<p>In its response, the Respondent must demonstrate the capacity and experience of the Members and Participants and the proposed approach to the required integration of the Systems for the operation, including the approach to:</p> <ul style="list-style-type: none"> <li>• Designing and acquiring the Systems (CBTC, screen doors, command centre, SAEIV, etc.);</li> <li>• Systems integration, including the integration of train control systems, signalling systems and other Systems needed to operate an LRT;</li> <li>• Commissioning Systems in greenfield/brownfield environments;</li> <li>• implementing telecommunication Systems (permits, selection of equipment, location, etc.); and</li> <li>• Meeting the specific requirements of the Project (human and material resources, supply chain).</li> </ul>	<p>The Response will be evaluated on the basis of an approach that satisfies the requirements of the Project and demonstrate the Members' and Participants' capacity and experience in ensuring the required integration of the various Systems for the operation.</p> <p>The proposed approach must be rigorous, detailed and adapted to the RSSOM Services and the performance context of the Project, particularly in terms of the above-mentioned requirements with regard to designing, acquiring, integrating, commissioning and implementing the Systems.</p> <p>The Respondent must illustrate the proposed approach using examples of past achievements (including, in particular, success factors) or, alternatively, justify the appropriateness of the approach.</p>	<p><b><u>Elements Sought:</u></b></p> <ul style="list-style-type: none"> <li>• Demonstration of a clear understanding of all systems integration issues, risks and requirements identified in and with respect to in the RFQ requirements</li> <li>• Description of a rigorous approach, suited to the operating context of the Project, for the 5 evaluated elements hereinafter</li> <li>• Demonstration of past experiences of the Respondent or its Members or Participants, during which the approach described in the preceding point was used successfully, including the identification of success factors and lessons learned (reference to 3 comparable projects and to the contributions of the Respondent and its Members and Participants)</li> </ul> <p><b><u>Bonus Elements:</u></b></p> <ul style="list-style-type: none"> <li>• Systems integration on one or more comparable projects with a capital value exceeding \$1.5 billion</li> </ul>	
		<p><b><u>Elements evaluated for the above-described Elements Sought:</u></b></p> <ul style="list-style-type: none"> <li>• Designing and acquiring the Systems (CBTC, screen doors, command centre, SAEIV, etc.), particularly while taking into account the winter environment</li> </ul>	5
		<p><b><u>Element evaluated for the above-described Elements Sought:</u></b></p> <ul style="list-style-type: none"> <li>• Systems integration, including the integration of train control systems, signalling systems and other Systems needed to operate an LRT</li> </ul>	4
		<p><b><u>Element evaluated for the above-described Elements Sought:</u></b></p> <ul style="list-style-type: none"> <li>• Commissioning Systems in greenfield/brownfield environments</li> </ul>	2
		<p><b><u>Element evaluated for the above-described Elements Sought:</u></b></p> <ul style="list-style-type: none"> <li>• Implementing telecommunication Systems (permits, selection of equipment, location, etc.)</li> </ul>	3

RFQ Requirements	RFQ Evaluation Criteria	Elements Sought	Weighting %
		<p><b>Element evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>Meeting the specific requirements of the Project (human and material resources, supply chain)</li> </ul>	1

### III. CAPACITY, EXPERIENCE AND APPROACH

#### 6. HEALTH, SAFETY, SECURITY AND ENVIRONMENT: 10%

RFQ Requirements	RFQ Evaluation Criteria	Elements Sought	Weighting %
<p>In its response, the Respondent must demonstrate the capacity and experience of the Members and Participants and the proposed approach to the management of health, safety, security and environmental matters in a rail environment, including the approach to:</p> <ul style="list-style-type: none"> <li>Safety and security procedures and key performance measures;</li> <li>Occupational health and safety and environmental systems;</li> <li>Special elements such as the airport and other key interfaces;</li> <li>Risk and hazard identification, assessment, control and review;</li> <li>Operational safety requirements strategy; and</li> <li>Obtaining the required operator safety certificate.</li> </ul>	<p>The Response will be evaluated on the basis of an approach that satisfies the requirements of the Project and demonstrates the Members' and Participants' capacity and experience in managing health, safety, security and environmental matters in a rail environment.</p> <p>The proposed approach must be rigorous, detailed and adapted to the RSSOM Services and the performance and operating context of the Project, particularly in terms of the above-mentioned requirements.</p> <p>The Respondent must illustrate the proposed approach using examples of past achievements (including, in particular, success factors) or, alternatively, justify the appropriateness of the approach.</p>	<p><b>Elements Sought</b></p> <ul style="list-style-type: none"> <li>Demonstration of a clear understanding of all of the issues and risks identified in and with respect to the RFQ requirements</li> <li>Description of a rigorous approach to the management of health, safety, security and environmental matters in a rail environment, suited to the operating context of the Project, for each of the evaluated elements hereinafter</li> <li>Demonstration of past experience of the Respondent or its Members or Participants, during which the approach described in the preceding point was used successfully, including the identification of success factors and lessons learned (reference to 3 comparable projects and to the contributions of the Respondent and its Members and Participants)</li> </ul>	
		<p><b>Element evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>Occupational health and safety and environmental systems</li> </ul>	3
		<p><b>Elements evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>Rail safety and certification, including: <ul style="list-style-type: none"> <li>Safety and security procedures and key performance measures</li> <li>Risk and hazard identification, assessment, control and review</li> <li>Operational safety requirements</li> </ul> </li> </ul>	4

RFQ Requirements	RFQ Evaluation Criteria	Elements Sought	Weighting %
		<ul style="list-style-type: none"> <li>– Obtaining the required operator safety certificate</li> </ul>	
		<p><b>Element evaluated for the above-described Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Special elements such as the airport and other key interfaces</li> </ul>	3

### III. CAPACITY, EXPERIENCE AND APPROACH

#### 7. PROJECT MANAGEMENT: 10%

RFQ Requirements	RFQ Evaluation Criteria	Elements Sought	Weighting %
<p>In its response, the Respondent must demonstrate the capacity and experience of the Members and Participants and the proposed approach to the management of the Project, including the approach to:</p> <ul style="list-style-type: none"> <li>• Managing large projects with complex interfaces;</li> <li>• Managing personnel, including labour strategy</li> <li>• Managing interfaces, particularly those between the RSSOM Services and the EPC Works for the installation of the Systems;</li> <li>• Quality assurance and control;</li> <li>• Risk mitigation; and</li> <li>• Communication and Project tracking.</li> </ul>	<p>The Response will be evaluated on the basis of an approach that satisfies the requirements of the Project and demonstrates the Members' and Participants' capacity and experience in ensuring Project management, quality and tracking.</p> <p>The proposed approach must be rigorous, detailed and adapted to the RSSOM Services and the performance and operating context of the Project, particularly in terms of the above-mentioned requirements.</p> <p>The Respondent must illustrate the proposed approach using examples of past achievements (including, in particular, success factors) or, alternatively, justify the appropriateness of the approach.</p>	<p><b>Elements Sought:</b></p> <ul style="list-style-type: none"> <li>• Demonstration of a clear understanding of all of the issues, risks and project management requirements identified in and with respect to the RFQ requirements</li> <li>• Description of a rigorous project management approach, suited to the completion and operating context of the Project, for each of the evaluated elements hereinafter</li> <li>• Demonstration of past experience of the Respondent or its Members or Participants, during which the approach described in the preceding point was used successfully, including the identification of success factors and lessons learned (reference to 3 comparable projects and to the contributions of the Respondent and its Members and Participants)</li> </ul> <p><b>Bonus Elements:</b></p> <ul style="list-style-type: none"> <li>• Management of one or more comparable projects with a capital value of \$1.5 billion</li> <li>• Identification of the Project Manager and presentation of his/her qualifications and experience</li> <li>• Identification of the Operating and Maintenance General Manager and presentation of his/her qualifications and experience</li> </ul>	

RFQ Requirements	RFQ Evaluation Criteria	Elements Sought	Weighting %
		<p><b><u>Element evaluated for the above-described Elements Sought:</u></b></p> <ul style="list-style-type: none"> <li>Managing large projects with complex interfaces, including those between the RSSOM Services and the EPC Works for the installation of the Systems</li> </ul>	4
		<p><b><u>Element evaluated for the above-described Elements Sought:</u></b></p> <ul style="list-style-type: none"> <li>Human resource strategies</li> </ul>	3
		<p><b><u>Elements evaluated for the above-described Elements Sought:</u></b></p> <ul style="list-style-type: none"> <li>Quality assurance and control</li> <li>Risk mitigation</li> <li>Communication and Project tracking</li> </ul>	3

Request for Qualification Ref 01-8001

**Provision of the Rolling Stock,  
Systems and Operation and  
Maintenance Services of the *Réseau  
électrique métropolitain de Montréal***

**ADDENDUM NO. 4  
TO THE REQUEST FOR QUALIFICATION DOCUMENT REF 01-8001  
DATED JUNE 28, 2016**

**September 9, 2016**

Pursuant to Section 5 of the Request for Qualification document, this ADDENDUM No. 4 forms an integral part of the Request for Qualification and amends the Request for Qualification in the manner and to the extent indicated herein.

### AMENDMENTS TO THE REQUEST FOR QUALIFICATION DOCUMENT

Please take note of the following amendments to the Request for Qualification document, which amendments are underlined.

- In Section 2.7 of the Request for Qualification document, the table entitled “Table 4 – Planned Allocation of Risks Related to the RSSOM Services” is deleted and replaced by the following table:

Table 4 – Planned Allocation of Risks Related to the RSSOM Services

	CDPQ Infra	RSSOM Contractor
<b>Permits and authorizations</b>		
Obtain permits and authorizations		✓
System safety certification		✓
<b>Design, manufacturing, assembly, testing and commissioning</b>		
Design, manufacturing, assembly of the cars, Systems and related equipment		✓
Car control systems		✓
Regular and long-term maintenance systems		✓
Testing and commissioning of the cars, Systems and related equipment		✓
<b>Operation and long-term maintenance, major maintenance and renewal of assets</b>		
Operation and regular maintenance		✓
Major maintenance work and renewal of assets – <u>EPC Infrastructures</u>	✓	
<u>Major maintenance work and renewal of assets – Rolling Stock, Systems and related equipment</u>		✓
Service performance (including Rolling Stock, Systems and related equipment)		✓
Insurance and Guarantee program	✓	✓
Ridership and revenues	✓	
Opposition to the Project from citizens/local communities	✓	
On-site health and safety		✓
Vandalism	✓	✓
<b>Other</b>		
Inflation during the operating and maintenance period	✓	
Changes in energy prices	✓	

- In Section 5 of the Request for Qualification document, the following text is added immediately before Section 5.1.

CDPO Infra requests, without limiting the generality of the requirements of a similar nature set forth in the Request for Qualification, that each Respondent:

- not use "Réseau Électrique Métropolitain" or its acronyms "R.E.M." and "REM" in the name of a company created by the Respondent or otherwise in a legal name used by the Respondent, and ensure that its Members, Participants, partners and subcontractors do likewise;
- limit the use of the expression "Réseau Électrique Métropolitain" and its acronyms "R.E.M." and "REM" to internal exchanges or exchanges with current or prospective Members, Participants, Key Individuals, partners and subcontractors for the sole purpose of referring to the electric transit system; and
- not use, under any circumstances, "Réseau Électrique Métropolitain" or its acronyms "R.E.M." and "REM" in any public communications.

- The text in Section 5.1 of the Request for Qualification document is deleted and replaced by the following:

Respondents must submit all required documentation under the Request for Qualification in a sealed envelope or package with the following indications:

- In the upper left-hand corner, the sender's name and return address;
- In the upper right-hand corner, the indication STRICTLY CONFIDENTIAL;
- In the central section: the addressee and the following address:

REQUEST FOR QUALIFICATION 01-8001: ROLLING STOCK, SYSTEMS, OPERATION AND MAINTENANCE  
RÉSEAU ÉLECTRIQUE MÉTROPOLITAIN DE MONTRÉAL Project  
CDPO Infra inc.  
Attention: Procurement Department  
440 René Lévesque Boulevard West  
Suite 350, 3rd Floor  
Montreal, Quebec H2Z 1V7

Respondents must request a signed acknowledgment of receipt indicating the date and time of submission of their Response.

Responses will be received from 9 a.m. (Montreal time) until 4 p.m. (Montreal time) on September 23, 2016.

Note: The offices will not be open prior to the date and time indicated above.

CDPQ Infra reserves the right, in its sole discretion, to extend the deadline for submitting a Response by way of an addendum no less than five (5) business days before the deadline for submitting a Response.

CDPQ Infra may in no way be held liable for delays that may be caused by the methods used by Respondents to send their Responses. Any Response received after the deadline for submitting Responses will be refused and returned unopened to the Respondent. Responses sent electronically or by fax will not be accepted.

The Response must be valid for at least 120 Days from the expiry of the Qualification Period.

- In Section 5.6 of the Request for Qualification document, the first (1st) bullet point is deleted and replaced by the following text:
  - Responses and any related documents must be in French if the Respondent has an establishment in Quebec, except financial statements, annual reports and credit rating reports as described in Section I of Schedule 2, and certified excerpts of resolutions or other documents authorizing the signing of the Response and the forms of undertaking, which may be in French or English;
  
- In Section 6.3.1 of the Request for Qualification document, the third (3rd) bullet point is deleted and replaced by the following text:
  - Provide an attestation by Revenu Québec delivered no earlier than 90 days before the deadline for submitting Responses (confirming that the returns and reports required under Quebec tax laws have been filed and that there is no overdue account under such laws) or, alternatively, an attestation that there is no establishment in Quebec;
  
- In Section 6.5 of the Request for Qualification document, the following text is added immediately after the third (3rd) paragraph following Table 8 – Evaluation Criteria - RFQ:
  - In cases where the elements presented by a Respondent exceed the evaluator's expectations but do not justify a higher score, the evaluator may award such higher score if the Respondent presents the elements listed in the bonus elements section. The bonus elements are to be taken into account only if the evaluator determines that the Respondent's score is between two levels upon completing the analysis of the elements sought, and the evaluator may only award the next score immediately up from the initial score.
  
- In Schedule 2 of the Request for Qualification document, the following text is added after the second (2nd) paragraph of Section III (Capacity, Experience and Approach):
  - In cases where the elements presented by a Respondent exceed the evaluator's expectations but do not justify a higher score, the evaluator may award such higher score if the Respondent presents the elements listed in the bonus elements section.

The bonus elements are to be taken into account only if the evaluator determines that the Respondent's score is between two levels upon completing the analysis of the elements sought, and the evaluator may only award the next score immediately up from the initial score.

- In Schedule 5 of the Request for Qualification document, the fourth (4th) indent under the third (3rd) bullet point is deleted and replaced by the following:
  - The elements sought will be considered for the purposes of the evaluation of each sub-criterion; and