

January 10, 2023

SUBJECT: Request for Qualifications for Design-Build Teams for the Tunnel to Ontario International Airport Project Addendum No. 2

Dear Prospective Design-Build Teams:

Reference is made to the Request for Qualifications for Design-Build Teams for the Tunnel to Ontario International Airport Project (RFQ 23-1002870), issued by the San Bernardino County Transportation Authority (“SBCTA”) dated November 21, 2022 (as amended by Addendum No. 1 dated December 22, 2022, the “RFQ”). Capitalized terms used herein but not otherwise defined herein shall have the meanings given to them in the RFQ. This letter shall constitute an Addendum issued in accordance with Section 10 of the RFQ.

1. In response to feedback received from Prospective Proposers, including requests for additional time for review and comment on the draft Preconstruction Works Agreement following its release, the Procurement Schedule set forth in Section 2 of the RFQ is replaced with the following table. Please note that SBCTA anticipates releasing both the draft Preconstruction Works Agreement, as well as a term sheet for the ultimate Design-Build Contract, on January 19, 2023.

Event	Date/Time
RFQ Process	
<i>Operating System Provider Prequalification RFQ Issuance</i>	<i>November 15, 2022</i>
Design-Builder RFQ Issuance	November 21, 2022
<i>Issuance of Addendum No. 1 to Operating System Provider RFQ</i>	<i>November 21, 2022</i>
Pre-SOQ One-on-One Meetings with Potential Design-Builders	December 15, 2022
<i>Issuance of Addendum No. 2 to Operating System Provider RFQ</i>	<i>December 22, 2022</i>
Issuance of Addendum No. 1 to Design-Builder RFQ	December 22, 2022

Event	Date/Time
<i>Issuance of Addendum No. 3 to Operating System Provider RFQ</i>	<i>January 10, 2023</i>
Issuance of Addendum No. 2 to Design-Builder RFQ	January 10, 2023
Anticipated Release of Draft Preconstruction Agreement and Design-Build Contract Term Sheet (Addendum No. 3 to Design-Builder RFQ; <i>Addendum No. 4 to Operating System Provider RFQ</i>)	January 19, 2023
Additional Pre-SOQ One-on-One Meetings with Potential Design-Builders (in San Bernardino)	January 30-31, 2022
Anticipated Date for Release of Addendum No. 4 to Design-Builder RFQ; <i>Addendum No. 5 to Operating System Provider RFQ</i> (if needed)	February 9, 2023
Final Date to Submit Design-Builder RFQ Comments to SBCTA (“RFQ Comment Deadline”)	February 14, 2023
Last Date for Issuance of Final Addendum to Design-Builder RFQ (if needed)	February 16, 2023
<i>Operating System Provider Statements of Qualifications Due (“SOQ Submission Deadline”)</i>	<i>12:00 pm PT, February 21, 2023</i>
Design-Builder Statements of Qualifications Due (“SOQ Submission Deadline”)	12:00 pm PT, February 23, 2023
Anticipated Qualitative Interviews with Design-Build Teams	March 20-21, 2023
<i>Anticipated Announcement of Prequalified Operating System Providers</i>	<i>Early April 2023</i>
Anticipated Announcement of Shortlisted Design-Build Teams	Early April 2023
Preconstruction Period Process	
Execute Preconstruction Works (Phase 1) Agreements with Shortlisted Design-Build Teams	April 2023

Event	Date/Time
Anticipated Release of Draft Technical Provisions, Reference Documents, and Third-Party Agreements.	April 2023
Anticipated Release of RFP (Including Instructions to Proposers and Draft Design-Build Contract)	May 2023
Deadline for Shortlisted Design-Build Teams to Provide Notice to SBCTA of Selection of Operating System Provider	June 2023
Preconstruction Workshops and One-on-One Meetings	July 2023 – January 2024
Environmental Decision Anticipated	Winter 2023-24
Proposals Due (Including Guaranteed Maximum Price)	February 2024
Execute Design-Build Contract with Selected Design-Builder	April 2024
Issuance of NTP 1 (Final Design)	May 2024
Target Completion (Commencement of Revenue Service) Date	November 2027

**Italicized items are from the related Operating System Provider RFQ and provided for informational purposes.*

2. SBCTA, in consultation and collaboration with Omnitrans, continues to review the anticipated approach described in the RFQ with respect to the one-year Transitional Operating Period. SBCTA is considering a number of options at this time, including (A) a longer Transitional Operating Period term, with associated measures to mitigate risk to the Design-Builders associated with performance during the Transitional Operating Period, or alternatively, (B) incorporation of the operator training and transition requirements into the testing and commissioning period, with Omnitrans assuming operations responsibility upon commencement of revenue service and completion of work under the Design-Build Contract, either (i) under a separate operations contract negotiated during the Preconstruction Period with the Shortlisted Design-Build Teams' Lead Operators, or (ii) with an operator separately by the Authorities procured during the Preconstruction Period.

SBCTA and Omnitrans anticipate communicating any changes in the January 19, 2023, Addendum release.
3. SBCTA does not anticipate eliminating the requirement for performance security during the Preconstruction Period at this time. SBCTA anticipates: (A) clarifying the amount of performance security required, which will be sized to equal the anticipated payments that

are to be received by the Proposer during the Preconstruction Period (currently anticipated to be \$990,000), to secure faithful performance of the obligations set forth in the Preconstruction Agreement, and (B) providing detail regarding the Proposer defaults/conditions under which such performance security could be drawn, which are expected to be limited to customary defaults for failure to (i) fully participate in meetings, (ii) satisfy deliverables requirements under the Preconstruction Works Agreement, (iii) submit a technically responsive Proposal at the conclusion of the Preconstruction Period, and (iv) refusal or failure to satisfy any conditions precedent to execution of the Design-Build Contract in the final form presented in the RFP, as amended during the Preconstruction Agreement.

SBCTA does not anticipate that the Preconstruction Period performance security will be at risk for either (C) failure to submit a Proposal that includes a guaranteed maximum price above the target price identified by SBCTA in the Preconstruction Agreement and/or RFP, or (D) failure to execute the Design-Build Contract if key terms are not materially consistent with the terms set forth in the Design-Build Contract Term Sheet at the time of execution of the Preconstruction Works Agreement. Shortlisted Design-Build Teams will be afforded the opportunity to comment on and seek revisions to the form of Design-Build Contract during the Preconstruction Period.

Specific modifications to reflect this intent will be included in the January 19, 2023, Addendum release.

All other provisions of the RFQ not specifically modified by this Addendum No. 2 shall remain unchanged.

Sincerely,

Shaneka Morris

Shaneka Morris
Procurement Manager, Special Projects and Strategic Initiatives