

## **Document release index – Stage 2 Light-Rail Transit Trillium Line Extensions Procurement Process**

The evaluation of Stage 2 Light-Rail Transit (LRT) procurement followed a multi-step and multi-disciplinary process. The following information is an index to the evaluation documents for the O-Train Trillium Line procurement that have been released, which provide the basis for any necessary redactions and identifies some errors in the original documents. The index also provides a description of how each document fits into the overall evaluation process.

### **Executive Steering Committee**

In accordance with the approach approved by City Council as part of their consideration of the Stage 2 Light Rail Transit Implementation-Project Definition and Procurement Plan report (ACS2017-TSD-OTP-0001), the Executive Steering Committee (ESC) oversaw the procurement of the Stage 2 LRT project. The ESC received reports and presentations and made decisions on matters of substance related to the Request for Proposal (RFP) evaluation process raised by the Bid Evaluation Steering Committee. The committee also ruled on any material non-conformance issues, with advice from the Bid Evaluation Steering Committee, and endorsed the recommendation of the Preferred Proponent that came first in the competitive evaluation process. Following the completion of the competitive evaluation, the Preferred Proponent was recommended to City Council for consideration and approval.

It is important to note that the Executive Steering Committee was not involved in assessing the specific technical responses from any of the Proponents as part of the First Negotiations Proponent discussions. Rather, members of the Stage 2 O-Train Planning, Rail Construction Program and the City's Owner's Engineer consultant team worked through the various concerns with bid submissions to clarify issues and add specificity to the Project Agreement to avoid disputes during design, construction and maintenance. All technical concerns were resolved to the satisfaction of the City's technical experts involved in the discussions prior to bringing forward TransitNEXT as the Preferred Proponent.

The members of the Executive Steering Committee were:

- Steve Kanellakos, City Manager
- Rick O'Connor, City Clerk and Solicitor
- Marian Simulik, City Treasurer
- John Manconi, General Manager of Transportation Services

Chris Swail, Director of O-Train Planning, and Brian Guest, Boxfish Group, were non-voting advisors.

## Bid Evaluation Steering Committee

The Bid Evaluation Steering Committee (BESC) was accountable to the ESC and provided oversight at the procurement level. The BESC's roles and responsibilities were set out in Section 2.2(2) of the Evaluation Framework. The BESC was comprised of three members, including City staff, and external legal, technical and financial advisory representation. All work undertaken by staff as part of the procurement process was accountable to the BESC, who in turn reported to ESC. The BESC voting membership included:

- Geoff Gilbert, Partner, Norton Rose Fulbright
- Remo Bucci, Director, Deloitte
- Simon Dupuis, Program Manager of Stage 2 Procurement, O-Train Planning

## Fairness Commissioner

The Fairness Commissioner oversaw the procurement and evaluation of both the Request for Qualification and Request for Proposal processes, as to ensure that the principles of openness, fairness, consistency and transparency were maintained throughout the procurement of the Stage 2 Project. The Fairness Commissioner was made up of a team of strategic advisors, and competitively procured to P3 Advisors. The Fairness Commissioner was present at each stage of the procurement process and at all meetings, including those with proponents and during the technical and financial evaluations.

Note: All documents below have been submitted in English. As these are working documents, they have not been translated to French.

Document title	Date	Content
<b>Request for Qualification (RFQ) phase</b>  The Request for Qualifications is the first step in a major procurement. It assesses whether applicants are qualified to participate in the Request for Proposals. This ensures that only qualified proponents participate in the process.	April 7, 2017 to July 13, 2017	<p>The Trillium Line Request for Qualification (RFQ) was released on April 7, 2017. Five submissions were received on June 20, 2017. The submissions were evaluated by subject matter experts, including technical and financial evaluation teams. Evaluators undertook a detailed examination of each project component independently, followed by consensus scoring as a group.</p> <p>The evaluations and consensus, including the completeness and compliance review, took place between June 21 and July 11, 2017.</p>

<p>Document:</p> <ol style="list-style-type: none"> <li><a href="#">Trillium Line Request for Qualification Outcomes Presentation (July 11, 2017)</a></li> </ol>		<p>Based on industry best practices and Infrastructure Ontario’s P3 approach, the City used a defined scoring and ranking process to shortlist the following three teams on July 13, 2017:</p> <ul style="list-style-type: none"> <li>Trillium Link - Action, Fengate, CAF, CIMA+, Momentum, Thomas Cavanagh, Cobalt Architects, GRC Architects</li> <li>TransitNEXT - SNC-Lavalin</li> <li>Trillium Extension Alliance - Plenary, Colas, R.W. Tomlinson, Plan Group, WSP, Bird Construction, Mass Electric.</li> </ul>
<p><b>Request for Proposal (RFP) in-market phase</b></p> <p>Document:</p> <ol style="list-style-type: none"> <li><a href="#">Request for Proposal (Main Body)</a></li> <li>Schedule 3, including: <ol style="list-style-type: none"> <li><a href="#">Part 1 – Technical Submission Requirements</a></li> <li><a href="#">Part 2 – Financial Submission Requirements</a></li> <li><a href="#">Part 3 - Proposal Format and Evaluation</a></li> </ol> </li> </ol> <p>Note: A redacted version of the Trillium Line RFP (Main Body) is available <a href="#">online</a>.</p>	<p>July 17, 2017 to September 21, 2018</p>	<p>Following the completion of the RFQ process and identification of the shortlisted pre-qualified proponents, the City issued the Stage 2 Trillium Line project RFP on July 17, 2017, the start of the in-market period of the procurement process. The in-market period is the time between when an RFP is issued to the market and when that RFP process reaches its conclusion.</p> <p>An RFP defines a project’s requirements and seeks bid submissions from pre-qualified proponents.</p> <p>The Trillium Line RFP set out the rules of procurement and outlined the scope of the project, including the:</p> <ul style="list-style-type: none"> <li>Purchase of seven new Stadler FLIRT DMU vehicles</li> <li>Rehabilitation of existing Trillium Line assets, including the extension of existing platforms and the construction of new Gladstone and Walkley stations</li> <li>Construction of the Airport Link and new Airport and Uplands stations</li> </ul>

<p>Schedule 3 has not been made public before.</p> <p>In the November 2019 audit of the Stage 2 Light Rail Transit Project Procurement, the City’s Auditor General recommended:</p> <p>“In future P3 projects, or projects of significant public interest, the City should consider publishing RFP documents to ensure the process is more transparent to the public and the marketplace in the same manner as seen with similar entities (e.g. Infrastructure Ontario and Partnerships BC).”</p> <p>The City agreed with the Auditor General’s recommendation. For P3 projects, or projects of significant public interest, the City will consider publishing RFP documents with sensitive or commercially confidential information redacted. This is consistent with the approach taken for the new Central Library RFP. The P3 Policy and Procedures will be updated to reflect this recommendation by mid-2020.</p>	<ul style="list-style-type: none"> <li>• Extension of the existing Trillium Line to Limebank with South Keys, Leitrim, Bowesville and Limebank stations</li> <li>• Modernization of the tunnel ventilation system in the Dow’s Lake tunnel</li> <li>• Grade separation of the Ellwood diamond</li> <li>• New Walkley Yard</li> </ul> <p>As part of the RFP, the City developed and issued a preliminary draft of the Project Agreement, including the technical requirements and desired outcomes.</p> <p>Schedule 3 includes the detailed submission requirements, both technical and financial for the Trillium Line RFP.</p> <p>During the in-market period, proponents would not have any direct contact with the City or the consultants who participated in the development of the RFP. The only method of communication between the City and Proponents was through the Request for Information process, or in-person at Commercially Confidential Topic meetings and Commercially Confidential Design Presentation meetings.</p> <p>The purpose of the Commercially Confidential Topic meetings was to share information, increase dialogue in specific areas of the Project Agreement and to seek resolutions on the project documentation. Furthermore, the purpose of the Commercially Confidential Design Presentation meetings was to permit an open dialogue between the City and Proponents to present their designs, demonstrate compliance with the technical requirements, and receive sponsor</p>
---	--

		<p>feedback to assist the Proponents as they refined their design and their submissions. Following the issue of the RFP and associated technical documents, the City refined the Project Agreement and technical requirements based on the Request for Information questions, and the Commercially Confidential Topic meetings and CPM meetings with the three Proponent teams. The City issued five versions of the Project Agreement and technical requirements before the close of the in-market period.</p> <p><b>Note:</b> Consistent with best practice followed by Infrastructure Ontario among others, the RFP has been redacted to remove removed the following information:</p> <ul style="list-style-type: none"> <li>• Personal information, and</li> <li>• Financial information.</li> </ul>
<p><b>Request for Proposal (RFP) Pre-Evaluation Phase</b></p> <p>Document:</p> <ol style="list-style-type: none"> <li>1. <a href="#">Evaluation Framework</a></li> <li>2. <a href="#">Trillium Line Evaluation Training Deck</a></li> </ol> <p>In the November 2019 audit of the Stage 2 Light Rail Transit Project Procurement, the Auditor General recommended the City consider selecting a number of technical</p>	<p>August 8 to 13, 2018</p>	<p>Prior to the conclusion of the RFP in-market period, the City and its advisors prepared for the evaluation of the Technical and Financial Submissions.</p> <p>The RFP evaluation process is included in the “Evaluation Framework” and the “Trillium Line Evaluation Training Deck” presentation, which prescribes the roles and responsibilities of all evaluators and participants, the evaluation criteria, scoring processes, and decision-making authority, to ensure that the evaluation process was fair, open and transparent.</p> <p>The framework was finalized and training for evaluators and participants took place from August 8 to 13, 2018, prior to any activity related to the RFP evaluation being</p>

<p>evaluation participants with sufficient relevant P3 experience in a procurement evaluation setting for future P3 projects. Alternatively, guidance provided to lesser experienced participants through the training documentation and in-person sessions should be augmented to avoid confusion about scoring given the nature and complexities inherent in P3 type procurements.</p> <p>The City agreed, confirming the City’s P3 Policy and Procedures would be updated to reflect this recommendation by mid-2020</p>		<p>undertaken. Training was provided by the City’s external legal advisors to all participants in the RFP evaluations process.</p> <p>Note: The Trillium Line technical evaluators identified on page 12 of the training presentation is incorrect. Al Klag was later replaced by Jack D’Andrea due to scheduling conflicts. Al Klag and Jack D’Andrea are both part of the City’s Owner’s Engineers consultant team.</p> <p>Executive Steering Committee advisors (non-voting) Chris Swail and Brian Guest were incorrectly identified on page 12 as ESC members.</p> <p>Raquel Gold, Boxfish Group, was incorrectly listed as a member of the BESC. She was the Technical Procurement Lead.</p>
<p><b>Request for Proposal (RFP) Evaluation phase – Completeness review</b></p> <p>Document:</p> <ol style="list-style-type: none"> <li>1. <a href="#">Completeness Review Team Summary Report</a></li> <li>2. <a href="#">Financial Submission Completeness Checklist</a></li> </ol> <p>In his November 2019 audit of the Stage 2 Light Rail Transit Project Procurement, the Auditor</p>	<p>August 17, 2018 and September 24, 2018</p>	<p>The City received the Trillium Line RFP technical submissions on August 10, 2018, and financial submissions on September 21, 2018 from the three Proponent teams, TransitNEXT, TEA, and TLINK.</p> <p>Following receipt of the RFP submissions, a multi-step and multi-disciplinary evaluation process was followed, which began with the submission completeness review.</p> <p>A Completeness Review Team was made up of City staff and external legal and financial advisors that were not part of the technical or financial evaluation teams. The completeness review was done to ensure the three submissions included all</p>

<p>General recommended the City should consider using a phased bid compliance process clearly stated in the RFP for future P3 projects. This would provide an opportunity to bidders to modify their submissions as part of the technical evaluation process, to provide missing or insufficient bid information in order to comply with mandatory requirements and avoid an unnecessary non-compliance determination.</p> <p>The City agreed, confirming the City's P3 Policy and Procedures would be updated to reflect this recommendation by mid-2020.</p>		<p>mandatory information as required by the RFP document. The review of the technical submissions, and financial submissions was done independently, by different teams to avoid the possibility of undue influence.</p> <p>The Completeness Review Teams worked from comprehensive checklists, with notations on every element that were required as part of the submission, as outlined in the RFP documents. Such elements ranged from ensuring that the submissions included all the required project management plans to respecting page number limits per individual sections. The comments indicate areas where there were variances and where the Fairness Commissioner confirmed compliance with the RFP.</p> <p>The Trillium Line RFP technical submissions completeness review occurred between August 13 to 17, 2018. All the technical bid submissions were deemed complete.</p> <p>The financial submissions completeness review occurred on September 24, 2018, after the technical evaluations were complete. The three financial proposal submissions were deemed complete.</p>
<p><b>Request for Proposal (RFP) Evaluation phase – Conflict review</b></p> <p>Document:</p> <ol style="list-style-type: none"> <li><a href="#">Conflicts Review Committee Update</a></li> </ol>	<p>August 16, 2018</p>	<p>All participants of the procurement process, including City staff, external consultants, and the members of the Proponents teams were cleared of conflict of interest by the Conflict Review Team and Fairness Commissioner between August 15 and 16, 2018.</p>

<p><a href="#">Presentation to the Bid Evaluation Steering Committee</a></p>		<p>The Conflict Review Committee consisted of three representatives from the City, the City’s external legal consultant, the City’s Owner’s Engineer consultants and the Fairness Commissioner. The Conflict Review Team was involved throughout the Trillium evaluation process.</p> <p>The Conflicts Review Committee presentation to the Bid Evaluation Steering Committee shows the outcomes of the conflict review process.</p>
<p><b>Request for Proposal (RFP) Evaluation phase – Technical conformance review</b></p> <p>Document:</p> <ol style="list-style-type: none"> <li>1. <a href="#">Trillium Line Technical Conformance Consensus Report</a></li> <li>2. <a href="#">Technical Conformance Consensus Report - Addendum 1</a></li> <li>3. <a href="#">Technical Conformance Consensus Report - Addendum 2</a></li> <li>4. <a href="#">Technical Conformance Consensus Report - Addendum 3</a></li> <li>5. <a href="#">Technical Conformance Organization Chart</a></li> </ol> <p>In the November 2019 audit of the Stage 2 Light</p>	<p>September 14 to 24, 2018</p>	<p>Prior to the start of the technical evaluations, a separate Technical Conformance Team consisting of 74 internal and external subject matter experts, undertook a detailed review of each submission to ensure it conformed with the requirements of the RFP and technical specifications prior to technical evaluations taking place.</p> <p>Subject matter experts in design, construction and maintenance were part of the Technical Conformance Review Team. The technical conformance organization chart lists these individuals.</p> <p>Trillium Line RFP individual conformance reviews occurred between August 20 to 31, 2018. The Trillium Line conformance consensus meetings took place between September 5 to 6, 2018.</p> <p>Once the work of the Technical Conformance Team was complete, a final conformance report was issued in stages as there were certain elements that continued to be reviewed, which resulted in three addenda. The first addendum was</p>



Rail Transit Project Procurement, the City's Auditor General recommended the City consider using a phased bid compliance process clearly stated in the RFP for future P3 projects. This would provide an opportunity to bidders to modify their submissions as part of the technical evaluation process, to provide missing or insufficient bid information in order to comply with mandatory requirements and avoid an unnecessary non-compliance determination.

The City agreed, confirming the City's P3 Policy and Procedures would be updated to reflect this recommendation by mid-2020.

provided September 14, 2018, the final two were provided on September 24, 2018 in addition to the consolidated conformance worksheets.

The review looked at each element and evaluated them against four categories:

- Conformant – no comments to be addressed
- Conformant with comments – the submission is generally conformant, but more detail may be required, or comments could be addressed during negotiations
- Non-conformant – the technical submission does not conform to the RFP and/or relevant project agreement requirements. These are not significant enough to be material deviations and could be addressed during negotiations); and
- Material deviations – non-conformance in the technical submission is so significant that it could lead to the disqualification of a proposal from further consideration.

Each of three Proponent's technical submissions had issues of non-conformance that needed to be addressed during the negotiations prior to the close of the bid. This is a normal part of the process.

None of the three Proponent technical submissions contained a material deviation.

**The submissions by the three Proponents were found to conform with**

		<b>the technical requirements of the RFP documents.</b>
<p><b>Request for Proposal (RFP) Evaluation phase – Technical evaluations (1.0)</b></p> <p>Document:</p> <ol style="list-style-type: none"> <li>1. <a href="#">Technical Evaluation Consensus Worksheets – TEA 1.0</a></li> <li>2. <a href="#">Technical Evaluation Consensus Worksheets – TLINK 1.0</a></li> <li>3. <a href="#">Technical Evaluation Consensus Worksheets – TNEXT 1.0</a></li> <li>4. <a href="#">Technical Evaluation Consensus Scores – TEA 1.0</a></li> <li>5. <a href="#">Technical Evaluation Consensus Scores – TLINK 1.0</a></li> <li>6. <a href="#">Technical Evaluation Consensus Scores – TNEXT 1.0</a></li> <li>7. <a href="#">Trillium Technical Evaluator - Sign off Sheet 1.0</a></li> </ol> <p>In the November 2019 audit of the Stage 2 Light Rail Transit Project Procurement, the City’s Auditor General recommended the City consider using a phased</p>	<p>September 26 to October 2, 2018</p>	<p>The technical evaluation consisted of a two-stage process where the team of five evaluators individually examined each project component to score each Proponent’s submission independently, followed by consensus scoring as a group.</p> <p>The Technical Evaluation Team was made up of subject matter experts on project design, project operations, and engineering, including senior City staff from the Rail Construction Program and OC Transpo, and the City’s Owner’s Engineers consultants.</p> <p>The individual technical evaluations occurred between August 20 and September 24, 2018. The consensus meetings occurred between September 26 and October 2, 2018, with oversight by the Fairness Commissioner.</p> <p><b>The technical evaluators did not have any information about any proponent’s price or details of their financing solutions.</b></p> <p>The technical evaluation consensus worksheets for each of the three proponents provide the Technical Evaluation Team’s consensus comments, including strengths and weaknesses for each area of evaluation, and points awarded.</p> <p>The technical evaluation consensus scores for each of the three Proponents provide the Technical Evaluation Team’s</p>

<p>bid compliance process clearly stated in the RFP for future P3 projects. This would provide an opportunity to bidders to modify their submissions as part of the technical evaluation process, to provide missing or insufficient bid information in order to comply with mandatory requirements and avoid an unnecessary non-compliance determination.</p> <p>The City agreed, confirming the City's P3 Policy and Procedures would be updated to reflect this recommendation by mid-2020.</p>		<p>consensus scores for each area of evaluation and the final weighted technical score.</p> <p>Following the completion of the consensus evaluation process, each member of the Technical Evaluation Team signed the sign-off sheet to confirm they completed the process as required by the Request for Proposal.</p>
<p><b>Request for Proposal (RFP) Evaluation phase – Technical evaluations outcomes presentations (1.0)</b></p> <p>Document:</p> <ol style="list-style-type: none"> <li>1. <a href="#">Trillium Line Technical Consensus Presentation to the Bid Evaluation Steering Committee</a></li> <li>2. <a href="#">Bid Evaluation Steering Committee Written Direction to Technical Evaluation Team</a></li> </ol>	<p>October 3 to 9, 2018</p>	<p>Following the completion of the consensus evaluation process, the outcomes of the evaluations, including the summary of comments and final scores, were presented to the Bid Evaluation Steering Committee.</p> <p>The members of the BESC did not have any information about each of the proponent's price, details of their financing solutions or their financial scores until such time as the Financial Evaluation Team presented their financial evaluation results on November 1, 2018.</p> <p>One of the technical submissions scored less than the 70 per cent threshold, as set by Infrastructure Ontario. After completing a diligence exercise of the results presented to the Bid Evaluation Steering</p>

		<p>Committee on October 3, 2018, the Committee was concerned that the technical evaluators were considering criteria not specifically outlined or considered in the RFP documents.</p> <p>The Bid Evaluation Steering Committee provided written direction on October 9, 2018 asking the technical evaluators to reconvene and, if they felt it was necessary, re-evaluate all of the technical submissions.</p>
<p><b>Request for Proposal (RFP) Evaluation phase – Technical evaluations (2.0)</b></p> <p>Document:</p> <ol style="list-style-type: none"> <li>1. <a href="#">Technical Evaluation Consensus Worksheets – TEA 2.0</a></li> <li>2. <a href="#">Technical Evaluation Consensus Worksheets – TLINK 2.0</a></li> <li>3. <a href="#">Technical Evaluation Consensus Worksheets – TNEXT 2.0</a></li> <li>4. <a href="#">Technical Evaluation Consensus Scores – TEA 2.0</a></li> <li>5. <a href="#">Technical Evaluation Consensus Scores – TLINK 2.0</a></li> <li>6. <a href="#">Technical Evaluation Consensus Scores – TNEXT 2.0</a></li> </ol>	<p>October 10 to 22, 2018</p>	<p>Following the Bid Evaluation Steering Committee’s direction on October 9, 2018, a second round of technical evaluations and consensus occurred between October 10 to 22, 2018.</p> <p>The technical evaluation consensus worksheets for each of the three proponents provide the Technical Evaluation Team’s revised consensus comments, including strengths and weaknesses for each area of evaluation, and points awarded. Revised scores were awarded for all 3 proponents following the re-evaluation.</p> <p>The technical evaluation consensus scores for each of the three Proponents provide the Technical Evaluation Team’s consensus revised scores for each area of evaluation and the final weighted technical score. One Proponent’s Technical Evaluation score was still below the 70 per cent threshold.</p> <p>Following the completion of the consensus re-evaluation process, each member of the Technical Evaluation Team signed the</p>

<p>7. <a href="#">Trillium Technical Evaluator - Sign-off Sheet 2.0</a></p>		<p>sign-off sheet to confirm that they undertook the process in line with the requirements outlined in the RFP.</p> <p><b>Note:</b> The dates on the Technical Evaluation 2.0 worksheets reflect the dates of the phase 1.0 worksheets (Sept 26 to Oct 1). This is an error – the worksheets did not get updated with the correct dates.</p>
<p><b>Request for Proposal (RFP) Evaluation phase – Technical evaluations outcomes presentations (2.0)</b></p> <p>Document:</p> <ol style="list-style-type: none"> <li>1. <a href="#">Trillium Line Technical Consensus Presentation to the Bid Evaluation Steering Committee</a></li> <li>2. <a href="#">Norton Rose and Fulbright Memo Technical Evaluation Bid Evaluation Steering Committee Discretion &amp; Re-Evaluation</a></li> <li>3. <a href="#">Norton Rose and Fulbright Memo Technical Evaluation – Liability for Failing to Exercise Discretion to Allow Proposal to Continue</a></li> <li>4. <a href="#">Trillium Line Technical Consensus Presentation to the</a></li> </ol>	<p>October 23 to 26, 2018</p>	<p>Following the completion of the consensus re-evaluation process, the outcomes of the re-evaluations, including the summary of comments and final consensus scores, were presented to the Bid Evaluation Steering Committee on October 23, 2018 and the Executive Steering Committee on October 26, 2018.</p> <p>Ahead of the Executive Steering Committee on October 26, Norton Rose Fulbright, the City’s external legal counsel with expertise in P3 procurements, provided its legal opinion on the mechanisms available within the RFP on the use of discretion.</p> <p>Norton Rose Fulbright’s legal opinion was contained in the technical evaluation Bid Evaluation Steering Committee discretion &amp; re-evaluation memorandum.</p> <p>This legal opinion identifies a number of specific sections of the RFP (6.4, 6.4(3), and 6.4(5)) and concludes, among other things, that “[p]utting these three provisions together, and considering the overall scheme of the RFP, it would appear that <b>a failure to achieve an applicable minimum score does not</b></p>

<p><a href="#"><u>Executive Steering Committee</u></a></p>	<p><b>constitute a Material Deviation but merely means that the Proposal is of “poor quality”</b>, unless the failed score is so fundamental that it fits one of the categories for Material Deviation set out in Section 6.3(1) RFP.”</p> <p>As noted in the technical conformance section, none of the technical submissions included a material deviation.</p> <p>The Norton Rose Fulbright legal opinion concluded that, “the Bid Evaluation Steering Committee may exercise its discretionary right and make a recommendation to the Executive Steering Committee to allow a Proposal to continue in the evaluations process notwithstanding a failure to achieve a minimum score in one or more of the technical categories. Once that recommendation has been made it should be formally confirmed by the Executive Steering Committee. Based on our analysis of the RFP... <b>this discretion may only be exercised during the technical evaluation and before the financial evaluation is considered</b> by the BESC.”</p> <p>The Bid Evaluation Steering Committee provided a recommendation for approval to the Executive Steering Committee on how to proceed with one Proponent scoring below the minimum technical requirement threshold and the use of discretion within the RFP documents.</p> <p>In preparation for presenting the outcomes of the technical evaluation outcomes to the ESC, legal opinions were provided on the</p>
--	---

	<p>mechanisms available within the Request for Proposals documents on the use of discretion. They included general advice on the options available to BESC and ESC, and the risks involved, but they did not prescribe any particular course of action in relation to any specific proponent.</p> <p>The legal opinion related to litigation risk was not provided to the ESC in writing. The Fairness Commissioner's view was that the litigation risk should not be the overwhelming consideration of Executive Steering Committee and they wanted to ensure ESC considered the matter in whole, including such considerations as magnitude of the delta between the technical scores and the threshold and potential deficiencies in the technical scoring. As such, Legal Counsel agreed not to deliver the legal memo but instead report orally on those risks so as to place the litigation risk in its proper context.</p> <p>The BESC provided a recommendation for approval by ESC on how to proceed with one proponent having scored below the minimum technical requirement threshold and the use of discretion as permitted by the Request for Proposals documents.</p> <p>The outcomes and recommendations were presented to the Executive Steering Committee on a blind basis.</p> <p>The Executive Steering Committee exercised the discretion on October 26, 2018, based on the legal opinion, to permit staff to continue evaluating one of the Trillium Line Proponents that met the</p>
--	--

		<p>completeness and technical compliance review requirements but did not meet the 70 per cent threshold for technical evaluations.</p>
<p><b>Request for Proposal (RFP) Evaluation phase – Financial evaluations</b></p> <p>Document:</p> <ol style="list-style-type: none"> <li>1. <a href="#">Financial Model Review Worksheet</a></li> <li>2. <a href="#">Financial Evaluation Consensus Worksheets Consolidated (TEA / TLINK / TRANSITNEXT)</a></li> <li>3. <a href="#">Trillium Financial Evaluator – Sign-Off Sheet</a></li> </ol>	<p>September 24 to November 1, 2018</p> <p>Note: The individual evaluations were paused between October 3 to 23, 2018 as a result of the ongoing technical evaluations.</p>	<p>Separate from the technical evaluations process, an evaluation of the financial submissions was undertaken. In accordance with the RFP, the financial subject matter experts conducted a review to determine whether the prices included in the Proponents’ financial submission exceeded the established affordability criteria outlined in the RFP.</p> <p><b>The Financial Evaluation Teams did not have any information about the technical submissions or evaluation.</b></p> <p>The Financial Evaluation Team was made up of senior staff from the City’s Corporate Finance Service, Exact Modelling Strategies, and Deloitte, with expertise in alternative financing, procurement, and public and private financing.</p> <p>The financial subject matter experts determined that two of the three Proponents’ financial proposals exceeded one or both of the affordability thresholds (the capital cost affordability cap and the aggregate cost affordability gap). The team presented the results on a blind basis, to the Bid Evaluation Steering Committee on September 24, 2018.</p> <p>The Bid Evaluation Steering Committee gave direction to the financial evaluators to continue financial evaluations for the two teams that did not meet the cap in order to</p>



		<p>identify the overall ranking of the Proponents.</p> <p>Following the financial model review, the financial evaluation team undertook its individual evaluations between September 25 and October 3, and October 23 to 30, 2018. Consensus scoring took place on October 31, 2018. As part of the financial evaluation process, TransitNEXT’s financial submission was ranked the highest of the three Proponent teams.</p> <p><b>Note:</b> The specific financial pricing information has been redacted as the City undertook to use reasonable commercial efforts to safeguard the confidentiality of any information identified by a proponent as confidential. The City has requested that the proponents consent to the release of such information.</p>
<p><b>Request for Proposal (RFP) Evaluation phase – Requests for Clarifications (RFC)</b></p> <p>Document:</p> <p>Twenty-two Request for Clarifications with TEA / TLink / TNext</p> <ol style="list-style-type: none"> <li>1. <a href="#">TEA</a></li> <li>2. <a href="#">TLINK</a></li> <li>3. <a href="#">TNext</a></li> </ol>	<p>September 24 to November 1, 2018</p>	<p>During the procurement evaluation, the three Proponent teams were not permitted to have any direct contact with the City. As a result, the only method of communication was through the Request for Clarification process, where the City could pose questions to the Proponents on any aspect of their submission for purposes of clarification.</p> <p>The Fairness Commissioner reviewed and signed off on all Request for Clarification questions before they were issued.</p>
<p><b>Request for Proposal (RFP) Evaluation Phase – Financial Evaluations Outcome Presentation</b></p> <p>Document:</p>	<p>November 1, 2018</p>	<p>Following the completion of the financial consensus evaluation process, the outcomes of the evaluations, including the summary of comments and final scores, were presented to the Bid Evaluation Steering Committee.</p>

<ol style="list-style-type: none"> <li>1. <a href="#">Trillium Line Financial Evaluations Consensus Summary Presentation to Bid Evaluation Steering Committee</a></li> <li>2. <a href="#">Norton Rose and Fulbright Memo Relating to a Financial Submission</a></li> </ol>		<p>The City sought legal advice relating to TransitNEXT’s chosen financial model, specifically related to the non-standard approach used to source equity funding for the project. Upon review, TransitNEXT’s approach was found to be based on a clear and sound approach, and to conform with the Request for Proposal financial requirements.</p> <p><b>Note:</b> The specific financial pricing information has been redacted as the City undertook to use reasonable commercial efforts to safeguard the confidentiality of any information identified by a proponent as confidential. The City has requested that the proponents’ consent to the release of such information.</p>
<p><b>Request for Proposal (RFP) Evaluation phase – Final Proponent Ranking</b></p> <p>Document:</p> <ol style="list-style-type: none"> <li>1. <a href="#">Trillium Line Final Proponent Ranking Presentation to Bid Evaluation Steering Committee</a></li> <li>2. <a href="#">Final Evaluation Results Presentation to the Executive Steering Committee</a></li> </ol>	<p>November 1 to 7, 2018</p>	<p>Following the completion of the Technical and Financial evaluations processes and final scoring, the final scores and proponent rankings were presented to the Bid Evaluation Steering Committee on November 1, 2018, and to the Executive Steering Committee on November 7, 2018. The presentations provide the final scores and ranking.</p> <p>TransitNEXT was identified as the highest ranked proponent and was presented to the Executive Steering Committee as the recommended “First Negotiations Proponent.”</p> <p><b>Note:</b> The specific financial pricing information has been redacted as the City undertook to use reasonable commercial efforts to safeguard the confidentiality of any information identified by a proponent as confidential. The City has requested that</p>

		the proponents consent to the release of such information.
<p><b>First Negotiations Proponent (FNP) Phase</b></p> <p>Document:</p> <ol style="list-style-type: none"> <li>1. <a href="#">Trillium Line First Negotiations Proponent Letter #1 and letters to other Proponent teams</a></li> <li>2. <a href="#">Trillium Line First Negotiations Proponent Letter #1 Addendum</a></li> <li>3. <a href="#">Trillium Line First Negotiations Proponent Letter #2</a></li> </ol> <p>In the November 2019 audit of the Stage 2 Light Rail Transit Project Procurement, the City’s Auditor General recommended, “in future procurement projects where authority is delegated to staff by means other than express delegations included in the Procurement By-law, the City ensures the Delegation of Authority recommendation include clear reporting protocols and specify what will be shared with Council and what will not be shared to avoid misunderstanding.”</p> <p>The City agreed, confirming the Supply procedures manual will be</p>	<p>November 16, 2018 to January 14, 2019</p>	<p>Following the Executive Steering Committee’s endorsement of the final proponent ranking on November 7, 2018, TransitNEXT, the “First Negotiations Proponent” (FNP), was invited on November 16, 2018 to begin negotiations in an effort to identify the “Preferred Proponent” for recommendation to City Council, as per the requirements of the RFP.</p> <p>The negotiation process was led by the City with oversight by the Fairness Commissioner.</p> <p>The negotiations focused on issues raised by The Technical Evaluation Team and the Conformance Evaluation Team as noted as part of their review. It should be noted that this exercise would have been undertaken by any Proponent that had been selected, as there were issues of non-conformance in all of the bid submissions evaluated.</p> <p>The negotiations addressed a variety of concerns including but not limited to specific scheduling requirements, incomplete information on rehabilitation requirements for existing structures, clarification on specific design requirements for new structures, incomplete information on specific maintenance obligations during the construction period with respect to the existing infrastructure, missing or incomplete details on systems and systems integration issues, incorrect interpretation of station design requirements, and concern with the qualification of some key individuals.</p> <p>All the technical concerns and list of non-conformances were resolved to the</p>

<p>updated to reflect this recommendation by mid-2020.</p>		<p>satisfaction of the City’s technical experts involved in the discussions with TransitNEXT before recommending TransitNEXT as the preferred proponent for Council’s approval.</p> <p>The November 16, 2018 letter contains both the evaluation letters to all three Proponents, including the First Negotiations Proponent Letter # 1 and list of non-conformances to TransitNEXT.</p> <p>The January 14, 2019 First Negotiations Proponent Letter #2 identifies TransitNEXT as Preferred Proponent, the outcomes of the negotiations process, and identifies the rectification of the non-conformance issues identified in Letter #1.</p> <p><b>Note:</b> There are six attachments which are technical drawings and a Systems Integration Management Plan (SIMP) that have been redacted as they are considered proprietary to TransitNEXT.</p>
<p><b>OTHER - Bid Evaluation Steering Committee meeting minutes</b></p> <p>Document:</p> <p>1. These documents contain nine sets of meeting minutes</p> <p><a href="#">2018-08-16</a>  <a href="#">2018-09-12</a>  <a href="#">2018-09-24</a>  <a href="#">2018-10-03</a>  <a href="#">2018-10-23</a>  <a href="#">2018-10-24</a>  <a href="#">2018-10-26</a>  <a href="#">2018-11-01</a>  <a href="#">2018-11-02</a></p>	<p>August 16 to November 2, 2018</p>	<p>The Bid Evaluation Steering Committee met regularly throughout the evaluation phase. The minutes summarize the meeting and action items.</p>

<p><b>OTHER - Executive Steering Committee meeting minutes</b></p> <p>Document:</p> <p>Two sets of meeting minutes</p> <ol style="list-style-type: none"> <li>1. <a href="#">2018-10-26</a></li> <li>2. <a href="#">2018-11-7</a></li> </ol>	<p>October 26 to November 7, 2018</p>	<p>The Stage 2 Executive Steering Committee met twice during the evaluation phase to learn the outcomes of the technical evaluations and final rankings. The meeting minutes summarize the action items.</p>
<p><b>Fairness Commissioner Report - Trillium Line Procurement</b></p> <p>Document:</p> <ol style="list-style-type: none"> <li>1. Competitive Procurement Process for the Ottawa LRT Stage 2 Trillium Line Extension Project Fairness Commissioner's Final Report</li> </ol> <p>Note: The Fairness Commissioner's report is available <a href="#">online</a>.</p>	<p>May 31, 2019</p>	<p>The Fairness Commissioner's team, made up of strategic advisors from the firm P3 Advisors, oversaw the procurement and evaluation process for the Stage 2 Project.</p> <p>The team ensured the principles of openness, fairness, consistency and transparency were maintained throughout the procurement process.</p> <p>The Fairness Commissioner's team was responsible for:</p> <ul style="list-style-type: none"> <li>• Addressing matters including fairness, confidentiality, and conflict of interest;</li> <li>• Reviewing the RFQ and RFP before they were issued;</li> <li>• Reviewing communications with proponents during the RFQ and RFP, including correspondence and participation in meetings;</li> <li>• Participating in and/or providing training to participants on interactions with Proponents during meetings, the evaluation process, and other matters related to fairness;</li> <li>• Reviewing material related to the evaluation, including the guidelines, process, and monitoring of the evaluation process; and</li> <li>• Preparing a report on the fairness of the process.</li> </ul>
<p><b>Report to Committee and Council- Contract award of Ottawa's Stage</b></p>	<p>March 6, 2019</p>	<p>City staff presented TransitNEXT as the recommended Preferred Proponent for the Trillium Line extension project to the</p>

<p><b>2 Light Rail Transit projects and related Matters (<a href="#">ACS2019-TSD-OTP-0001</a>)</b></p> <p>Document:</p> <ol style="list-style-type: none"> <li>1. Contract Award of Ottawa's Stage 2 Light Rail Transit Projects and Related Matters</li> </ol> <p>Note: The report to Council and appendices is available online.</p> <p>In the November 2019 audit of the Stage 2 Light Rail Transit Project Procurement, the City's Auditor General recommended, "in future procurement projects where authority is delegated to staff by means other than express delegations included in the Procurement By-law, the City ensures the Delegation of Authority recommendation include clear reporting protocols and specify what will be shared with Council and what will not be shared to avoid misunderstanding."</p> <p>The City agreed, confirming the Supply procedures manual will be updated to reflect this recommendation by mid-2020.</p>		<p>Finance and Economic Development Committee on February 15, 2019.</p> <p>City Council approved TransitNEXT as the recommended Preferred Proponent and awarded them the contract for the Trillium Line extension project at its meeting on March 6, 2019.</p>
--	--	--

<p>Stage 2 Trillium Line project agreement</p> <p>Document:</p> <ol style="list-style-type: none"> <li>1. Stage 2 Trillium Line Project Agreement (redacted)</li> <li>2. Stage 2 Trillium Line Project Agreement Summary</li> </ol> <p>Note: The redacted <a href="#">Project Agreement</a> and <a href="#">Summary</a> document are available on Ottawa.ca.</p>	<p>March 29, 2019</p>	<p>Commercial and financial close of the project occurred on March 28 and 29, 2019.</p> <p>The Trillium Line RFP procurement process was completed by the end of July 2019, following receipt of the waiver from and payment of the design and bid fee to the unsuccessful Proponents.</p> <p>Redacted versions of the RFP and the Project Agreement were publicly available on August 2, 2019, following the completion of the procurement process.</p>
--	-----------------------	--