

RFP SCHEDULE 1

RFP DATA SHEET

| RFP SECTION REFERENCE | ITEM |
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| <p>RFP Section A1.1 – Description of Project</p> | <p>Project Name: Design Build of the North End Sewage Treatment Plant (NEWPCC) Upgrade: Headworks Facilities (the “Project”)</p> <p>Project Description:</p> <p>The Project is one of the first of a series of projects at the NEWPCC that the City is planning to address environmental regulations and future needs of the City.</p> <p>The scope of work for the Project is the design and construction of upgrades at the NEWPCC to replace aging infrastructure and accommodate future flows and loads. The scope of work includes, but is not limited to:</p> <ul style="list-style-type: none"> • the design and construction of a new raw sewage pumping station with connections to the interceptor sewers; • a new screening and grit removal facility; and • a new standby generator facility. <p>The Work is to be performed while minimizing impact on the continuing operation of the existing NEWPCC.</p> |
| <p>RFP Section A2.1 – Prequalified Proponents</p> | <p>Only the following individuals/firms are prequalified to participate in this RFP Process:</p> <ul style="list-style-type: none"> • Aecon/Oscar Renda Joint Venture • Graham/PCL Joint Venture |
| <p>RFP Section A4.1 – Fairness Advisor</p> | <p>The Fairness Advisor is P1 Consulting Inc.</p> |
| <p>RFP Section B1.1(k) – Design Build Agreement</p> | <p>Design Build Agreement:</p> <p>Schedule 1 –Definitions and Interpretation;</p> <p>Schedule 2 –Design Builder’s Project Schedule;</p> <p>Schedule 3 –Design Builder’s Proposal Extracts;</p> <p>Schedule 4 –Design Builder’s Management Systems and Plans;</p> <p>Schedule 5 –Review Procedure;</p> <p>Schedule 6 – Subcontractors and Key Individuals;</p> |

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| | Schedule 7 – Dispute Resolution Procedure; Schedule 8 – Not Used; Schedule 9 – Milestone Criteria and Milestone Payments; Schedule 10 – Independent Certifier Agreement; Schedule 11 – Insurance Requirements; Schedule 12 – Lands, Site(s), Facility(ies); Schedule 13 – Document Management System; Schedule 14 – Payment Adjustments; Schedule 15 – Process Performance Guarantee Letter of Credit; Schedule 16 – Contract Security and Labour and Material Payment Bond; Schedule 17 – Change Orders; Schedule 18 – Technical Requirements; Schedule 19 – Security Clearance Requirements; and Schedule 20 – Referee Agreement. | |
| RFP Section C1.1 – Timetable | Timetable: | |
| | Date of RFP Issuance | March 10, 2020 |
| | Data Room becomes accessible to Proponents | March 10, 2020 |
| | Date of Proponents Meeting | March 25, 2020 |
| | Date of Scheduled Visit #1 | March 25, 2020 |
| | Deadline for Proponents to submit the proposed Proponent Geotechnical Investigations list | April 9, 2020 |
| | Deadline for Proponents to submit DBA comments for Commercially Confidential Meeting #1 | April 14, 2020 |
| | Date of Scheduled Visit #2 for Aecon/Oscar Renda Joint Venture | April 22, 2020 |
| | Date of Scheduled Visit #2 for Graham/PCL Joint Venture | April 23, 2020 |
| | Deadline for Proponents to submit Design Meeting #1 Agenda | April 24, 2020 |
| | Date for the first (1 st) round of Commercially Confidential Meetings on the Design Build Agreement with Aecon/Oscar Renda Joint Venture | May 5, 2020 |
| | Date for the first (1 st) round of Design Presentation Meetings with Aecon/Oscar Renda Joint Venture | May 5, 2020 |

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| | Date for the first (1 st) round of Commercially Confidential Meetings on the Design Build Agreement with Graham/PCL Joint Venture | May 6, 2020 |
| | Date for the first (1 st) round of Design Presentation Meetings with Graham/PCL Joint Venture | May 6, 2020 |
| | Date of issuance of feedback on Design Submission #1 | May 20, 2020 |
| | Date of issuance of revised Design Build Agreement | May 29, 2020 |
| | Dates of Proponent Geotechnical Investigations | June 2 – 5, 2020 |
| | Date for Site Visit #3 for Graham/PCL Joint Venture | June 3, 2020 |
| | Date for Site Visit #3 for Aecon/Oscar Renda Joint Venture | June 4, 2020 |
| | Deadline for Proponents to submit DBA comments for Commercially Confidential Meeting #2 | June 19, 2020 |
| | Deadline for Proponents to submit Design Meeting #2 Agenda | June 19, 2020 |
| | Date for the second (2 nd) round of Commercially Confidential Meetings on the Design Build Agreement with Graham/PCL Joint Venture | July 15, 2020 |
| | Date for the second (2 nd) round of Design Presentation Meetings with Graham/PCL Joint Venture | July 15, 2020 |
| | Date for the second (2 nd) round of Commercially Confidential Meetings on the Design Build Agreement with Aecon/Oscar Renda Joint Venture | July 16, 2020 |
| | Date for the second (2 nd) round of Design Presentation Meetings with Aecon/Oscar Renda Joint Venture | July 16, 2020 |
| | Date of issuance of feedback on Design Submission #2 | July 29, 2020 |
| | Date of issuance of revised Design Build Agreement | August 4, 2020 |
| | Deadline for Proponents to submit DBA comments for Commercially Confidential Meeting #3 | August 25, 2020 |
| | Deadline for Proponents to submit Design Meeting #3 Agenda | August 25, 2020 |
| | Date for the third (3 rd) round of Commercially Confidential Meetings on the Design Build Agreement with Aecon/Oscar Renda Joint Venture | September 15, 2020 |
| | Date range for the third (3 rd) round of Design Presentation Meetings with Aecon/Oscar Renda Joint Venture | September 15, 2020 |

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| | Date for the third (3 rd) round of Commercially Confidential Meetings on the Design Build Agreement with Graham/PCL Renda Joint Venture | September 16, 2020 |
| | Date range for the third (3 rd) round of Design Presentation Meetings with Graham/PCL Renda Joint Venture | September 16, 2020 |
| | Date of issuance of feedback on Design Submission #3 | September 30, 2020 |
| | Date of issuance of revised Design Build Agreement | October 5, 2020 |
| | Last day for Proponents to submit RFIs | October 14, 2020 |
| | Last day for posting of responses to RFIs | October 21, 2020 |
| | Last day for issuance of Addenda | October 28, 2020 |
| | Submission Deadline | November 6, 2020 (noon, Winnipeg time) |
| | Identification of Negotiation/Preferred Proponent | February 2021 |
| | Execution of the Design Build Agreement Target Date | March 2021 |
| RFP Section C2.1 – Contact Person | The contact information for the Contact Person is: Primary: Tammy DeFoort Back up: Ian Griffin NEWPCCWSTPDB@aecom.com | |
| RFP Section C2.2(d) – RFI Submission Instructions | The Proponents shall submit all RFIs electronically by posting them to the Data Room using the Request for Information Form in the Data Room. | |
| RFP Section C2.3 – Design Build Agreement Comments | Comments on the Design Build Agreement will be permitted. Comments should be submitted on the form found in the Data Room. Each Proponent shall include an agenda for the Commercially Confidential Meeting at which the Proponent’s comments on the DBA are going to be discussed and which sets out or highlights the comments the Proponent would like to prioritize for the purposes of discussion at the Commercially Confidential Meeting. Comments on the Design Build Agreement and agendas for the Commercially Confidential Meetings should be posted to the Data Room in the folder entitled “DBA Comments” for the applicable Commercially Confidential Meeting. | |

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| RFP Section C3 – Communications Restrictions | Contact with the persons or organizations identified in RFP Section C3.2 (b) with a view to influencing the outcome of this RFP Process of this Project is strictly prohibited. Failure to comply with this provision may result in disqualification from the RFP Process. |
| RFP Section C4.1(a) – General Proponents Meeting(s) | Detail of locations to be determined and particulars with respect to such general Proponent’s Meetings will be communicated to the Proponents in advance by the Contact Person or an authorized representative of the City. All meetings will be held in Winnipeg, Manitoba. |
| RFP Section C4.2 – Commercially Confidential Proponent Meetings | Detail of locations to be determined and particulars with respect to such Commercially Confidential Meetings will be communicated to the Proponents in advance by the Contact Person. All Commercially Confidential Meetings will be held in Winnipeg, Manitoba. |
| RFP Section C9.2 – Ineligible Persons | <p>The following are Ineligible Persons in this RFP Process:</p> <ul style="list-style-type: none"> • Veolia; • AECOM Canada Ltd. in association with Stantec Consulting Ltd., including the following subconsultants: <ul style="list-style-type: none"> ▪ JA Oleszkiewicz; ▪ Louis Berger (now part of WSP); ▪ Northgate CPM Consulting Inc.; ▪ ODC Synergy Inc.; and ▪ WPC Solutions Inc. • Blake, Cassels & Graydon LLP; • P1 Consulting Inc.; • Hanscomb Limited; • any former or current employee of the City or of any consultant named above who through his/her employment by the City was involved in the development of the general NEWPCC Upgrade Project or the development of this RFP; and • any member of Council, any dependent of any member of Council or any other person in which any member of Council or his/her dependent could be seen to have a pecuniary interest or indirect pecuniary interest, as set out in the <i>Municipal Council Conflict of Interest Act</i>. <p>Note to Proponents: Other firms or persons that may be contracted or retained by the City to work on the Project may also be deemed Ineligible Persons and will be added to the RFP as Ineligible Persons by Addendum.</p> |

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| RFP Section C9.4 – Disclosure | <p data-bbox="483 344 1373 411">Please see Project Background Information in the Data Room for the following:</p> <table border="1" data-bbox="461 474 1463 1545"> <thead> <tr> <th data-bbox="461 474 824 512">Document Author</th> <th data-bbox="824 474 1463 512">Document Name</th> </tr> </thead> <tbody> <tr> <td data-bbox="461 512 824 617">BOMA Environmental and Safety Inc.</td> <td data-bbox="824 512 1463 617">Assessment of Odour Emissions from the City of Winnipeg North End Water Pollution Control Centre (NEWPCC) Plant</td> </tr> <tr> <td data-bbox="461 617 824 684">Dyregrov Consultants</td> <td data-bbox="824 617 1463 684">Geotechnical Reports from NEWPCC UV Facility Project</td> </tr> <tr> <td data-bbox="461 684 824 722">Friesen Drillers Ltd.</td> <td data-bbox="824 684 1463 722">Appendix J Hydrogeological Reports</td> </tr> <tr> <td data-bbox="461 722 824 827">KGS Group</td> <td data-bbox="824 722 1463 827">Transfer of Information from the NEWPCC Power Supply Upgrade to the NEWPCC Upgrade Project</td> </tr> <tr> <td data-bbox="461 827 824 894">Pollock & Wright</td> <td data-bbox="824 827 1463 894">NEWPCC Topographical Survey Drawing & Report</td> </tr> <tr> <td data-bbox="461 894 824 961">SNC Lavalin Inc.</td> <td data-bbox="824 894 1463 961">2018 Supplemental Environmental Site Assessment</td> </tr> <tr> <td data-bbox="461 961 824 1029">SNC Lavalin Inc.</td> <td data-bbox="824 961 1463 1029">Technical Memorandum No. 1, Tie-In 1a Raw Water Pumping Station</td> </tr> <tr> <td data-bbox="461 1029 824 1096">SNC Lavalin Inc.</td> <td data-bbox="824 1029 1463 1096">Technical Memorandum No. 5, Tie-In 7c Control System</td> </tr> <tr> <td data-bbox="461 1096 824 1134">T2 Utility Engineers Inc.</td> <td data-bbox="824 1096 1463 1134">NEWPCC Composite Base Plan Report</td> </tr> <tr> <td data-bbox="461 1134 824 1306">Testlabs International Ltd.</td> <td data-bbox="824 1134 1463 1306">Corrosion Engineering Inspection of the Concrete Walls of the Outer Ring, Part of the 80 Year old Primary Clarifier Distribution Chamber at the North End Pollution Control Center</td> </tr> <tr> <td data-bbox="461 1306 824 1478">Testlabs International Ltd.</td> <td data-bbox="824 1306 1463 1478">Phase 2: Corrosion Engineering Inspection of the Concrete Walls of the <i>Inner</i> Ring, Part of the 80 Year old Primary Clarifier Distribution Chamber at the North End Pollution Control Center</td> </tr> <tr> <td data-bbox="461 1478 824 1545">The National Testing Laboratories Limited</td> <td data-bbox="824 1478 1463 1545">Geotechnical Reports from NEWPCC Hauled Liquid Waste Project</td> </tr> </tbody> </table> | Document Author | Document Name | BOMA Environmental and Safety Inc. | Assessment of Odour Emissions from the City of Winnipeg North End Water Pollution Control Centre (NEWPCC) Plant | Dyregrov Consultants | Geotechnical Reports from NEWPCC UV Facility Project | Friesen Drillers Ltd. | Appendix J Hydrogeological Reports | KGS Group | Transfer of Information from the NEWPCC Power Supply Upgrade to the NEWPCC Upgrade Project | Pollock & Wright | NEWPCC Topographical Survey Drawing & Report | SNC Lavalin Inc. | 2018 Supplemental Environmental Site Assessment | SNC Lavalin Inc. | Technical Memorandum No. 1, Tie-In 1a Raw Water Pumping Station | SNC Lavalin Inc. | Technical Memorandum No. 5, Tie-In 7c Control System | T2 Utility Engineers Inc. | NEWPCC Composite Base Plan Report | Testlabs International Ltd. | Corrosion Engineering Inspection of the Concrete Walls of the Outer Ring, Part of the 80 Year old Primary Clarifier Distribution Chamber at the North End Pollution Control Center | Testlabs International Ltd. | Phase 2: Corrosion Engineering Inspection of the Concrete Walls of the <i>Inner</i> Ring, Part of the 80 Year old Primary Clarifier Distribution Chamber at the North End Pollution Control Center | The National Testing Laboratories Limited | Geotechnical Reports from NEWPCC Hauled Liquid Waste Project |
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| SNC Lavalin Inc. | Technical Memorandum No. 5, Tie-In 7c Control System | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| RFP Section C11.1 – Affordability Threshold | The Affordability Threshold for this project is set at \$200 million and is expressed as a nominal dollar value. |
| RFP Section D2.1 – Proposal Security | The Proposal Security shall be in the amount of 10% of the Proposal Price. |
| RFP Section E1.1 – Address for Submission of Proposal | <p>Proponents shall submit their Proposals no later than 12:00 noon Winnipeg time on the Submission Deadline specified in the Timetable to the following address:</p> <p>The City of Winnipeg Corporate Finance Department Materials Management Division 185 King Street, Main Floor Winnipeg MB R3B 1J1 (the “Submission Address”) Office Hours: 8:30 a.m. – 4:30 p.m. local Winnipeg time</p> |
| RFP Section E4.1 – Proposal Validity Period | The number of days for the Proposal Validity Period is 180 Calendar Days. |
| RFP Section E5.3 – Extension of Proposal Validity Period (Resubmission of Prices by Negotiations Proponent) | The number of days is 90 Calendar Days. |
| RFP Section J3.2 – Proposal Submission Fee | <p>Proposal Submission Fee offered on this Project: YES</p> <p>Proposal Submission Fee shall be in the amount of four hundred thousand dollars (\$400,000), including all applicable taxes, per eligible Proponent in accordance with RFP Section J3.2.</p> |
| RFP Section J3.3 – Break Payment | <p>Break Payment offered on this Project: YES</p> <p>Break Payment shall be in the amount of up to four hundred thousand dollars (\$400,000), including all applicable taxes, per eligible Proponent.</p> <p>If the City cancels the Project and the Proponent has met the requirements of RFP Section J3.3, the City shall pay the Proponent a percentage of the</p> |

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| | <p>Break Payment, calculated based on the timing of the Notification to the Proponents that the City has elected to cancel the RFP Process, in accordance with the following table:</p> <table border="1" data-bbox="461 541 1464 806"> <thead> <tr> <th data-bbox="466 541 1057 646">Timing of Notification to Proponents of Cancellation</th> <th data-bbox="1057 541 1464 646">Percentage of the Break Payment to be Paid to each Proponent</th> </tr> </thead> <tbody> <tr> <td data-bbox="466 646 1057 678">Prior to Design Presentation Meeting #1</td> <td data-bbox="1057 646 1464 678">0%</td> </tr> <tr> <td data-bbox="466 678 1057 709">On or after Design Presentation Meeting #1</td> <td data-bbox="1057 678 1464 709">25%</td> </tr> <tr> <td data-bbox="466 709 1057 741">On or after Design Presentation Meeting #2</td> <td data-bbox="1057 709 1464 741">50%</td> </tr> <tr> <td data-bbox="466 741 1057 772">On or after Design Presentation Meeting #3</td> <td data-bbox="1057 741 1464 772">75%</td> </tr> <tr> <td data-bbox="466 772 1057 806">Submission Deadline</td> <td data-bbox="1057 772 1464 806">100%</td> </tr> </tbody> </table> | Timing of Notification to Proponents of Cancellation | Percentage of the Break Payment to be Paid to each Proponent | Prior to Design Presentation Meeting #1 | 0% | On or after Design Presentation Meeting #1 | 25% | On or after Design Presentation Meeting #2 | 50% | On or after Design Presentation Meeting #3 | 75% | Submission Deadline | 100% |
| Timing of Notification to Proponents of Cancellation | Percentage of the Break Payment to be Paid to each Proponent | | | | | | | | | | | | |
| Prior to Design Presentation Meeting #1 | 0% | | | | | | | | | | | | |
| On or after Design Presentation Meeting #1 | 25% | | | | | | | | | | | | |
| On or after Design Presentation Meeting #2 | 50% | | | | | | | | | | | | |
| On or after Design Presentation Meeting #3 | 75% | | | | | | | | | | | | |
| Submission Deadline | 100% | | | | | | | | | | | | |