



COMMONWEALTH of VIRGINIA

Thelma D. Drake
Director

DEPARTMENT OF RAIL AND PUBLIC TRANSPORTATION
600 EAST MAIN STREET, SUITE 2102
RICHMOND, VA 23219

(804) 786-4440
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VIRGINIA RELAY CENTER
1-800-828-1120 (TDD)

Contract for General Financial Consultant Services for Non-Professional Services *Contract Number 505-13-CC0002*

THIS CONTRACT for General Financial Consultant Services in Virginia is entered into this 20th day of September, 2012 by Parsons Brinckerhoff, Inc., (the "Contractor"), and Commonwealth of Virginia, Department of Rail and Public Transportation (DRPT), (the "Department" or "Purchasing Agency").

WHEREAS, on May, 30, 2012 in keeping with the Virginia Public Procurement Act, §§ 2.2-4300 *et seq.* of the *Code of Virginia* (the "Act"), the Department issued Request for Proposal number 505-12-RR0001 (the "RFP") seeking competitive negotiation for General Financial Consultant Services; and

WHEREAS, on June 22, 2012, the Contractor submitted a proposal (the "Proposal"), which is hereto attached and marked as Exhibit B; and

WHEREAS, after consideration and evaluation of all the proposals pursuant to the Act, the Department has determined that a contract should be awarded to the Contractor.

NOW THEREFORE, in consideration of mutual covenants, promises and agreements herein contained, and other good and valuable consideration, the sufficiency of which is hereby acknowledged, the parties agree as follows:

1. **SCOPE OF WORK:** The Contractor shall provide the services to the Department as set forth in the following:
 - a. The RFP, which is hereto attached, marked as Exhibit A, and made a part of this document:
 - b. The Proposal which is hereto attached and marked as Exhibit B and hereby made a part of this document, and the negotiated modification to the proposal dated August 23, 2012, which is hereto attached and marked as Exhibit C, and hereby made a part of this document.

The Smartest Distance Between Two Points
www.drpt.virginia.gov

2. **TERM.** The term of this contract shall be for a period of three years, renewable for up to two successive one-year periods.

3. **CERTIFICATION REGARDING LOBBYING:** The Contractor hereby certifies that it is in compliance with 49 C.F.R. Part 20, Certification Regarding Lobbying.

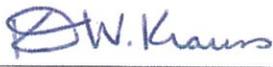
4. **NOTICE TO PROCEED:** No work shall be done by the Contractor prior to receipt of written notice to proceed in the form of an eVA Task Order from the Department Contract Manager. The Department will not be responsible for payment for work done in advance of such notice.

5. **ADDITIONAL TERMS:** This will be a Requirements contract with fixed labor rates. The consideration for Task Orders will be paid on a fixed billable rate basis using fully loaded hourly bill rates as shown in the attachment. The fully loaded hourly bill rates will remain constant for the first three years of the contract. Fees for specific task assignments shall be in accordance with the Price/Cost Chart included in the Final Price Schedule for the approved individuals assigned to the task. Task Orders may be issued on a fixed price or time and materials basis. All Task Orders will have a maximum cost.

IN TESTIMONY THEREOF, the parties have caused this contract to be executed, each by its duly authorized officers, all as of the day, month, and year hereinabove first written.

PARSONS BRINCKERHOFF, INC.

DEPARTMENT OF RAIL AND
PUBLIC TRANSPORTATION

By: 

By: 

Name: KURT W. KRAUSS

Ashley Nusbaum
Financial Compliance and
Procurement Analyst

Title: VICE PRESIDENT

Date: 9/27/2012

Date: 9/27/12

**REQUEST
FOR
PROPOSAL**

505-12-RR0001

**Contract For
General Financial Consultant Services – Competitive
Negotiation for Non-professional Services**

**There will be an Optional pre-proposal
conference for this solicitation
June 8, 2012 at 10:00 a.m.**

**Offeror Registration: In order to receive an
award you must be a registered Offeror with
eVA.**

Note: This public body does not discriminate against faith based organizations in accordance with the *Code of Virginia*, § 2.2-4343.1 or against an Offeror because of race, religion, color, sex, national origin, age, disability, or any other basis prohibited by state law relating to discrimination in employment.



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Request for Proposals

RFP #: **505-12-RR0001**

Issue Date: **May 30, 2012**

Title: **Contract for General Financial Consultant Services –
Competitive Negotiation for Non-professional Services**

Commodity Code: **918-12 Consulting Services**

Issuing Agency: **Commonwealth of Virginia
Department of Rail and Public Transportation
600 East Main Street, Suite 2102
Richmond, VA 23219**

Initial Period of Contract: **Three years from date of award**

Proposals
Will be received until: **June 22, 2012
5:00 p.m. (Close of Business)**

All Inquiries to: **Ashley Nusbaum
Financial Compliance and Procurement Analyst
Phone: (804) 786-2890 FAX: (804) 225-3752
E-Mail: ashley.nusbaum@drpt.virginia.gov**

ALL PROPOSALS MUST BE MAILED OR HAND DELIVERED TO THE ADDRESS ABOVE

In compliance with this Request for Proposals and to all conditions imposed therein and hereby incorporated by reference, the undersigned offers and agrees to furnish the services in accordance with the attached signed proposal or as mutually agreed upon by subsequent negotiation.

Name and Address of Firm:

_____	_____
Company Name	Date
_____	_____
Address	Signature in Ink
_____	_____
City, State, Zip	Printed or Typed Name of Above
_____	_____
FEI/FIN Number	Phone
_____	_____
E-mail	Fax

*** An Optional Pre-Proposal Conference will be held on June 8, 2012 at 10:00 a.m. in the State Corporation building located at 1300 E. Main Street, Richmond, 2nd Floor, Courtroom A. See Section VIII for more information.**

Small, Women, and Minority (SWAM) Owned Businesses are encouraged to participate.

REQUEST FOR PROPOSALS

Contract for General Financial Consultant Services

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I. CONTRACT AMOUNT AND TERM

The initial contract term shall be for a period of three (3) years, renewable for up to two (2) successive one-year periods. The compensation of this contract is estimated to be \$3,000,000 (to be divided among qualified firms). The effective date of the contract will be determined at time of award.

II. PURPOSE

The Department of Rail and Public Transportation (DRPT), an agency of the Commonwealth of Virginia, is issuing this Request for Proposal (RFP) to solicit sealed proposals from qualified single entities or a team of firms offering as one single entity to establish a contract through competitive negotiation for the purchase of General Financial Consultant Services related to DRPT's programs, projects, and initiatives. **It is the intent of DRPT to award to multiple qualified firms.**

III. BACKGROUND

DRPT was created in 1992. Its mission is to improve the mobility of people and goods while expanding transportation choices in the Commonwealth. DRPT consists of the Director's office, an Operations Division, and Finance and Administration.

DRPT's Operations Division assists passenger rail operations, freight rail operations, planning and special projects. Passenger and freight rail operations involve coordinating with both public and private entities to enhance rail operations, planning and development. Rail Planning involves providing input on state and federal rail policy and regulations, track abandonment, freight and passenger rail feasibility analysis, identification of freight rail needs, and updates to state rail studies, maps and plans. Rail special projects include demand analysis for passenger rail studies, rail capacity analysis, and coordinating with local and regional transportation authorities on rail modeling issues and intermodal studies.

The Operations Division also assists more than 40 public transit agencies, 50 human service providers and 15 commuter assistance agencies that combined carry nearly 700,000 Virginians to work every day in something other than their own cars. Transit demand management services are provided through a unique partnership between DRPT, fifteen local commuter assistance programs, Metropolitan Planning Organizations, various Transportation Management Associations (TMAs) and the Virginia Department of Transportation (VDOT). DRPT also provides technical and financial support to local commuter assistance agencies through grant programs, research, training, and marketing assistance.

The Finance and Administration Division is responsible for administering agency funds that empower our grantees to deliver efficient, effective transportation services. DRPT has a complex accounting environment utilizing 15 funds to account for 2000 open grants and projects involving the activities of approximately 75 grantees. DRPT is a funding and technical assistance participant in projects that combine federal, state, and local funding.

Background, continued

Revenues for fiscal year 2013 (July 1, 2012 – June 30, 2013) are estimated to be \$481 million. Approximately \$130 million annually is received for the transit and congestion management programs from a legislatively mandated share of taxes (retail sales tax and motor vehicle fuel sales tax) and fees (DMV registration fees). Rail activities receive a share of the motor vehicle rental tax totaling about \$27 million annually. DRPT oversees \$104 million in federal funding primarily through the Federal Railroad Administration and the Federal Transit Administration under § 5303 (Metropolitan Planning Organizations), § 5304 (Statewide Planning and Research), § 5307 (Large Urban Cities), § 5309 (Major Capital Investments – New Starts Programs), § 5310 (Elderly and Disabled Persons), and § 5311 (Rural and Small Urban). Additional long term funding was created under HB 3202. The new legislation provided 2 cents of the recordation tax to the transit operating program in fiscal year 2009 and bond funding for capital programs for both rail and transit totaling \$24 million in fiscal year 2008 and \$73 million per year, thereafter.

The agency budget of \$480.9 million for fiscal year 2012 is allocated as follows: \$11.4 million to the Dulles Corridor Metrorail Project, \$110.8 million to rail related activities, \$352.8 million to transit & congestion management activities, and \$5.9 million to agency administration. All disbursement and grant/project budgeting activities are accounted for utilizing an internally developed system - the Invoice Creation And Processing System (ICAPS). The main benefits of ICAPS are real-time financial reporting, project/grant budgeting capabilities, and an integrated financial and procurement system. The agency's financial transactions are exported on a daily basis for actual payment processing to the official financial system of the state of Virginia - the Commonwealth Accounting and Reporting System (CARS). CARS is maintained and overseen by the Department of Accounts (DOA), and as such DRPT is subject to the accounting rules and regulations as promulgated by DOA. Additionally, finance and administration works within the auspices of the Department of Planning and Budget (DPB) and the Department of the Treasury in regards to budgeting and treasury activities.

Finance and Administration's core financial duties are to perform the following:

- Develop and implement a six-year plan of allocations (Commonwealth Transportation Board (CTB) approved)
- Develop and monitor the annual budget (CTB approved)
- Project and task order budgeting
- Revenue collection and cash management
- Process expenditures and payroll
- Financial reporting

IV. STATEMENT OF NEEDS

Consulting services are to be provided related to the financial aspects of DRPT programs, projects, and initiatives. The Offeror shall furnish all labor, materials, etc. These functions include: Internal Control Assessment, Financial Planning and Analysis, and Other Financial Services. DRPT does not require the use of licensed professionals to perform the services to be provided.

1. Internal Control Assessment

- Conduct an agency-level assessment of internal controls for significant financial processes including testing of the effectiveness of the agency-level controls.
- Conduct a process and transaction-level internal control assessment using Strengths, Weaknesses/Limitations, Opportunities, and Threats (SWOT) analysis and including testing of the transaction-level controls.
- Develop corrective action plans for weaknesses in fiscal processes.

2. Financial Planning and Analysis

- Develop/review financial plans for DRPT or its grantees (Examples include potential passenger rail operations or required financial plans under the Federal Transit Administration New Starts program).
- Conduct operational planning including analysis of operating budgets, and revenue estimates for DRPT grantees.
- Develop/review financial forecasts for DRPT and its grantees for both operational and capital needs.
- Conduct financial due diligence of the agencies' grantees or project partners.
- Review existing agreements/contracts from the financial perspective and develop new agreements that address public benefit measures and contingent interests.
- Develop processes for administering various types of projects using grant agreements and contracts. These processes should encompass the administrative, funding, and budgeting aspects, as well as the payment of invoices in accordance with the agreements/contracts and compliance with state and federal guidelines.
- Analyze and assist with the development of revenue and cash management practices of DRPT.
- Prepare/review cash flow forecasts for DRPT or for certain projects in which DRPT is a funding participant.

3. Other Financial Services

- Conduct financial compliance reviews of DRPT grant or project agreements.
- Other work of a nature consistent with the intent of the RFP.

Services procured under this contract will be done on a Purchase Order basis. No commitment is made until a Purchase Order is issued. For certain purchase orders the scope of services prepared by DRPT may be sent to multiple firms awarded under this contract for Offeror estimate.

V. PROPOSAL PREPARATION AND SUBMISSION REQUIREMENTS

GENERAL REQUIREMENTS

1. RFP Response - In order to be considered for selection, Offerors must submit a complete sealed written response to this RFP. One original and five copies (so marked) of each proposal must be submitted to DRPT. No other distribution of the written proposal shall be made by the Offeror. Proposals must be received at the following location by June 22, 2012 at 5:00 p.m. (Close of Business).

Commonwealth of Virginia
Department of Rail and Public Transportation
600 East Main Street, Suite 2102
Richmond, VA 23219

In addition, the Offeror may be required to make a subsequent oral presentation detailing how the Offeror would approach the specific program objectives outlined in the Statement of Needs.

2. Written Proposal Preparation

- A. Proposals shall be signed by an authorized representative of the Offeror. All information requested should be submitted. Failure to submit all information requested may result in the DRPT requiring prompt submission of missing information and/or giving a lowered evaluation of the proposal. Proposals, which are substantially incomplete or lack key information, may be rejected by DRPT at its discretion.
- B. Proposals should be organized in the order in which the requirements are presented in the RFP. All pages of the proposal should be numbered. Each paragraph in the proposal should reference the paragraph number of the corresponding section of the RFP. It is also helpful to cite the paragraph number, subletter, and repeat the text of the requirement as it appears in the RFP. If a response covers more than one page, the paragraph number and subletter should be repeated at the top of the next page. The proposal should contain a table of contents which cross-references the RFP requirements. Information which the Offeror desires to present that does not fall within any of the requirements of the RFP should be inserted at an appropriate place or be attached at the end of the proposal and designated as additional material. Proposals that are not organized in this manner risk elimination from consideration if the evaluators are unable to find where the RFP requirements are specifically addressed.
- C. Proposals should be prepared simply and economically, providing straightforward concise description of capabilities to satisfy the requirements of the RFP. Emphasis should be on completeness and clarity of content. Each copy of the proposal should be in a single volume where practical. Elaborate brochures and other representations beyond that sufficient to present a complete and effective proposal are neither required nor desired. **No proposal, in its entirety, should exceed 100 pages one-sided.**

SPECIFIC PROPOSAL REQUIREMENTS

Proposals should be as thorough and detailed as possible so that DRPT may properly evaluate the Offerors capabilities to provide the required services. Offerors are required to submit the following items in order for their proposal to be considered complete.

RFP Cover Sheet – The RFP Cover Sheet (Page 2 of this RFP) shall be completely filled out and signed as required.

Tab 1 Understanding of Work and Plan for Providing Services – The Offeror must provide a detailed description of its understanding of the services to be provided with descriptions of the approach and procedures employed on similar projects elsewhere. The Offeror must describe the process it will follow to respond to a specific purchase order request from DRPT. The Offeror should also describe the management procedures it will follow to oversee work by its personnel and work by Subofferors on multiple purchase orders simultaneously.

Tab 2 Experience and Qualifications – The Offeror must describe the skills and qualifications it has available to perform the various types of tasks described in the Statement of Needs. The key personnel who could be assigned to these various tasks should be identified. DRPT recognizes that due to the long term, open-ended nature of the agreement that will be issued as the result of this RFP, Offerors will not be able to guarantee that all of the individuals identified in the proposal will be available for assignment when a specific purchase order request is issued. The Offeror must therefore demonstrate that it has sufficient personnel with the various types of skills needed to staff the purchase orders when needed. The Offeror shall provide all of the following information concerning its Company, Subofferors and personnel qualifications.

- A.** A detailed statement indicating the organizational structure under which the firm proposes to conduct business. If more than one firm is involved in this project, state the type of arrangement between the firms and the percentage of work to be performed by each.
- B.** A list of the key personnel including Subofferors who could be assigned to the various tasks identified. Give the relevant experience record of each and include resumes and any certifications.
- C.** A list of references to include name, address, telephone number, project, and amount of project.

SPECIFIC PROPOSAL REQUIREMENTS, continued

Tab 3 Virginia Department of Minority Business Enterprise (DMBE/SWAM) Participation – The Offeror shall indicate the percentage of DMBE/SWAM participation and specify the types of work to be performed by DMBE/SWAM Subofferor. In order to be considered for the selection of this Request for Proposals, the Offeror must submit six copies of the Small Business Subcontracting Plan. A blank copy of this document is included as **Attachment C**.

All DMBE/SWAM Offerors or Subofferor must be certified with the Virginia Department of Minority Business Enterprise. If the DMBE/SWAM is not certified they must demonstrate that they are eligible to be certified, and they must receive such certification prior to the solicitation due date. The Virginia Department of Minority Business Enterprise can be contacted at (804) 786-6585. The DMBE/SWAM goal for this contract is **25 percent**; if the DMBE/SWAM is the Prime Offeror, the Offeror will receive full credit for planned involvement.

Tab 4 Contact Person – The primary Offeror must identify the name, telephone number and e-mail address for the contact person who will be responsible for coordinating the efforts and personnel of all parties and/or Subofferor involved in the proposal.

Tab 5 Staffing and Pricing Plan – Offerors shall identify all staff positions by person and actual hourly rates (base rate, overhead and profit listed separately along with the total rate) in the Price Schedule (**Attachment D**) for the three potential services described in the Statement of Needs, and listed pursuant to Tab 2. Final pricing/rates will be addressed in the negotiation phase.

VI. EVALUATION AND AWARD CRITERIA

A. EVALUATION CRITERIA - Multiple consultant teams will be qualified and selected by DRPT's Selection Committee as a General Financial Consultant (GFC) for rail and public transportation programs, projects, and initiatives based on the following weighted criteria:

<u>FOR SERVICES</u>	<u>POINT VALUE</u>
1. Qualifications and experience of Offeror staff to be assigned to perform the services	60 points
2. Commitment to SWAM Utilization	20 points
3. Specific plans or methodology to be used to perform services	10 points
4. Price	10 points
Total Points	<hr/> 100 points

B. AWARD TO MULTIPLE OFFERORS - Selection shall be made of multiple Offerors deemed to be fully qualified and best suited among those submitting proposals on the basis of the evaluation factors included in the Request for Proposals. Negotiations shall be conducted with the Offerors so selected. After negotiations have been conducted with each Offeror so selected, the agency shall select the Offerors, which, in its opinion, have made the best proposal, and shall award the contract to those Offerors. The Commonwealth reserves the right to make multiple awards as a result of this solicitation. The Commonwealth may cancel this Request for Proposals or reject proposals at any time prior to an award, and is not required to furnish a statement of the reasons why a particular proposal was not deemed to be the most advantageous. (§ 2.2-4359(D), *Code of Virginia*.) Should the Commonwealth determine in writing and in its sole discretion that only one Offeror is fully qualified, or that one Offeror is clearly more highly qualified than the others under consideration, a contract may be negotiated and awarded to that Offeror. The award document will be a contract incorporating by reference all the requirements, terms and conditions of the solicitation and of the Consultant's proposal as negotiated. In the event there is a conflict between the Offeror's proposal and the requirements, terms, and conditions of the solicitation, the requirements, terms, and conditions of the solicitation shall apply.

VII. REPORTING AND DELIVERY REQUIREMENTS

A. MEETINGS AND REVIEWS - DRPT shall hold an initial conference with the Offeror at a place and time selected by DRPT for the purpose of reviewing the Offeror's schedules, procedures, methods, and to clarify any ambiguities that may then exist. The Offeror's Principal Officer and others requested by DRPT shall attend the conference. DRPT may request additional reviews during the contract period to evaluate vendor performance and provide feedback.

B. PROGRESS REPORTS – Offerors must meet all due dates on all tasks assigned. To provide feedback to DRPT concerning this requirement, the Offeror shall submit monthly progress reports providing detailed information on the status of the work effort on each of the various project tasks. The progress reports shall include total authorized funds and expended funds to date. It shall summarize all work efforts in the reporting period including personnel and hourly utilization. It shall also discuss any anticipated difficulties and proposed resolution.

C. SWAM REPORTING AND DELIVERY REQUIREMENTS

- The Offeror shall provide to DRPT, in a form as required by DRPT, documentation that the Offeror has utilized SWAM businesses in accordance with the Offeror's SWAM utilization plan (**Attachment C** of the RFP). Said documentation shall be provided semi-annually or as required by DRPT.
- The Offeror shall use **Attachment E** (Monthly DMBE/SWAM Certified SubOfferor Report) or other form approved by DRPT to report amounts paid to SWAM and non-SWAM businesses on a monthly basis as well as paid to date. Said attachment or other approved form shall be submitted with the monthly progress reports addressed above.

VIII. OPTIONAL PRE-PROPOSAL CONFERENCE - There will be an optional pre-proposal conference for this RFP on June 8, 2012 at 10:00 a.m. in the State Corporation Commission building located at 1300 E. Main Street, Richmond, 2nd Floor, Courtroom Room A. The purpose of this conference is to allow potential Offerors an opportunity to present questions and obtain clarification relative to any facet of this solicitation. The telephone number for directions to the conference location is 804-786-6777 and the address is 1300 E. Main Street, Richmond, VA 23219. While firms are not required to attend this pre-proposal conference in order to submit a response to this solicitation, attendance is strongly recommended.

Any changes resulting from this conference will be issued as a written addendum to the RFP.

IX. REQUIRED GENERAL TERMS AND CONDITONS - For a listing of the General Terms and Conditions, please see **Attachment A**.

X. SPECIAL TERMS AND CONDITIONS - For a listing of the Special Terms and Conditions, please see **Attachment B**.

XI. METHOD OF PAYMENT - Payments will be made monthly within 30 days after receipt of a properly presented invoice and acceptance of completed work.

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Attachment A

REQUIRED GENERAL TERMS AND CONDITIONS

1. VENDOR'S MANUAL: This solicitation is subject to the provisions of the *Commonwealth of Virginia Vendors Manual* and any changes or revisions thereto, which are hereby incorporated into this contract in their entirety. The procedure for filing contractual claims is in section 7.19 of the *Vendors Manual*. A copy of the manual is normally available for review at the purchasing office and is accessible on the Internet at <http://www.dgs.virginia.gov/Services/tabid/121/Default.aspx> under "Procurement Manuals."

2. APPLICABLE LAW AND COURTS: This solicitation and any resulting contract shall be governed in all respects by the laws of the Commonwealth of Virginia and any litigation with respect thereto shall be brought in the courts of the Commonwealth. The agency and the Offeror are encouraged to resolve any issues in controversy arising from the award of the contract or any contractual dispute using Alternative Dispute Resolution (ADR) procedures (*Code of Virginia*, § 2.2-4366). ADR procedures are described in Chapter 9 of the *Vendors Manual*. The Offeror shall comply with applicable federal, state and local laws, rules and regulations.

3. ANTI-DISCRIMINATION: By submitting their proposals, Offerors certify to the Commonwealth that they will conform to the provisions of the *Federal Civil Rights Act of 1964*, as amended, as well as the *Virginia Fair Employment Contracting Act of 1975*, as amended, where applicable, the *Virginians With Disabilities Act*, the *Americans with Disabilities Act* and § 2.2-4311 of the *Virginia Public Procurement Act (VPPA)*. If the award is made to a faith-based organization, the organization shall not discriminate against any recipient of goods, services, or disbursements made pursuant to the contract on the basis of the recipient's religion, religious belief, refusal to participate in a religious practice, or on the basis of race, age, color, gender or national origin and shall be subject to the same rules as other organizations that contract with public bodies to account for the use of the funds provided; however, if the faith-based organization segregates public funds into separate accounts, only the accounts and programs funded with public funds shall be subject to audit by the public body (§ 2.2-4343.1(E), *Code of Virginia*). In every contract over \$10,000 the provisions in (A) and (B) below apply:

(A) During the performance of this contract, the Offeror agrees as follows:

1. The Offeror will not discriminate against any employee or applicant for employment because of race, religion, color, sex, national origin, age, disability, or any other basis prohibited by state law relating to discrimination in employment, except where there is a bona-fide occupational qualification reasonably necessary to the normal operation of the Offeror. The Offeror agrees to post in conspicuous places, available to employees and applicants for employment, notices setting forth the provisions of this nondiscrimination clause.

Attachment A

REQUIRED GENERAL TERMS AND CONDITIONS

2. The Offeror, in all solicitations or advertisements for employees placed by or on behalf of the Offeror, will state that such Offeror is an equal opportunity employer.
3. Notices, advertisements and solicitations placed in accordance with federal law, rule or regulation shall be deemed sufficient for the purpose of meeting these requirements.

(B) The Offeror will include the provisions of (A) above in every sub-contract or purchase order over \$10,000 so that the provisions will be binding upon each Subofferor or vendor.

4. ETHICS IN PUBLIC CONTRACTING: By submitting their proposals, Offerors certify their proposals are made without collusion or fraud and they have not offered or received any kickbacks or inducements from any other Offeror, supplier, manufacturer or Subofferor in connection with their proposal, and they have not conferred on any public employee having official responsibility for this procurement transaction any payment, loan, subscription, advance, deposit of money, services or anything of more than nominal value, present or promised, unless consideration of substantially equal or greater value was exchanged.

5. IMMIGRATION REFORM AND CONTROL ACT OF 1986: By submitting their proposals, the Offerors certify that they do not and will not during the performance of this contract knowingly employ an unauthorized alien worker as defined in the *Federal Immigration Reform and Control Act of 1986*.

6. DEBARMENT STATUS: By submitting their proposals, Offerors certify that they are not currently debarred by the Commonwealth of Virginia from submitting proposals on contracts for the type of services covered by this solicitation, nor are they an agent of any person or entity that is currently so debarred.

7. ANTITRUST: By entering into a contract, the Offeror conveys, sells and transfers to the Commonwealth of Virginia all rights, title and interest in and to all causes of the action it may now or hereafter acquire under the antitrust laws of the United States and the Commonwealth of Virginia, relating to the particular services purchased or acquired by the Commonwealth of Virginia under said contract.

Attachment A

REQUIRED GENERAL TERMS AND CONDITIONS

8. MANDATORY USE OF STATE FORM AND TERMS AND CONDITIONS: Failure to submit a proposal on the official state form provided for that purpose may be a cause for rejection of the proposal. Modification of or additions to the General Terms and Conditions of the solicitation may be cause for rejection of the proposal; however, DRPT reserves the right to decide, on a case by case basis, in its sole discretion, whether or not to reject such a proposal.

9. CLARIFICATION OF TERMS: If any prospective Offeror has questions about the specifications or other solicitation documents, the prospective Offeror should contact the buyer whose name appears on the face of the solicitation no later than five working days before the due date. Any revisions to the solicitation will be made only by addendum issued by the buyer.

10. PAYMENT TO PRIME OFFERORS:

A. To Prime Offeror:

1. Invoices for items ordered, delivered and accepted by DRPT shall be submitted by the Offeror directly to the payment address shown on the purchase order. All invoices shall show the DRPT contract number and purchase order number; social security number (for individual Offerors) or the federal employer identification number (for proprietorships, partnerships, and corporations).

2. Any payment terms requiring payment in less than 30 days will be regarded as requiring payment 30 days after invoice or delivery, whichever occurs last. This shall not affect offers of discounts for payment in less than 30 days.

3. All goods or services provided under this contract or purchase order, that are to be paid for with public funds, shall be billed by the Offeror at the contract price, regardless of which public agency is being billed.

4. The following shall be deemed to be the date of payment: the date of postmark in all cases where payment is made by mail, or the date of offset when offset proceedings have been instituted as authorized under the *Virginia Debt Collection Act*.

5. Unreasonable Charges – Under certain emergency procurements and for most time and material purchases, final job costs cannot be accurately determined at the time orders are placed. In such cases, Offerors should be put on notice that final payment in full is contingent on a determination of reasonableness with respect to all invoiced charges. Charges which appear to be unreasonable will be researched and challenged, and that portion of the invoice held in abeyance until a settlement can be reached. Upon determining that invoiced charges are not reasonable, DRPT shall promptly notify the Offeror, in writing, as to those charges which it considers unreasonable and the basis for the determination. A Offeror may not institute legal action unless a settlement cannot be reached within 30 days of notification. The provisions of this section do not relieve an agency of its prompt payment obligations with respect to those charges which are not in dispute (*Code of Virginia*, § 2.2-4363).

Attachment A

REQUIRED GENERAL TERMS AND CONDITONS

B. To Subofferors:

1. A Offeror awarded a contract under this solicitation is hereby obligated:

- a. To pay the Subofferor(s) within seven days of the Offeror's receipt of payment from DRPT for the proportionate share of the payment received for work performed by the Subofferor(s) under the contract; or
- b. To notify the agency and the Subofferor(s), in writing, of the Offeror's intention to withhold payment and the reason.

2. The Offeror is obligated to pay the Subofferor(s) interest at the rate of one percent per month (unless otherwise provided under the terms of the contract) on all amounts owed by the Offeror that remain unpaid seven days following receipt of payment from DRPT, except for amounts withheld as stated in (b) above. The date of mailing of any payment by U.S. Mail is deemed to be the payment date to the addressee. These provisions apply to each sub-tier Offeror performing under the primary contract. A Offeror's obligation to pay an interest charge to a Subofferor may not be construed to be an obligation of DRPT.

C. Each prime Offeror who wins an award in which provision of a SWAM procurement plan is a condition of award, shall deliver to the contracting agency or institution, on or before request for final payment, evidence and certification of compliance (subject only to insubstantial shortfalls and to shortfalls arising from Subofferor default) with the SWAM procurement plan. Final payment under the contract in question may be withheld until such certification is delivered and, if necessary, confirmed by the agency or institution, or other appropriate penalties may be assessed in lieu of withholding such payment.

D. DRPT encourages Offerors and Subofferors to accept electronic and credit card payments.

11. PRECEDENCE OF TERMS: Paragraphs 1-11 of these General Terms and Conditions shall apply in all instances. In the event there is a conflict between any of the other General Terms and Conditions and any Special Terms and Conditions in this solicitation, the Special Terms and Conditions shall apply.

12. QUALIFICATIONS OF OFFERORS: DRPT may make such reasonable investigations as deemed proper and necessary to determine the ability of the Offeror to perform the services and the Offeror shall furnish to DRPT all such information and data for this purpose as may be requested. DRPT reserves the right to inspect Offeror's physical facilities prior to award to satisfy questions regarding the Offeror's capabilities. DRPT further reserves the right to reject any proposal if the evidence submitted by, or investigations of, such Offeror fails to satisfy DRPT that such Offeror is properly qualified to carry out the obligations of the contract and to provide the services contemplated therein.

Attachment A

REQUIRED GENERAL TERMS AND CONDITIONS

13. TESTING AND INSPECTION: DRPT reserves the right to conduct any test/inspection it may deem advisable to assure goods and services conform to the specifications.

14. ASSIGNMENT OF CONTRACT: A contract shall not be assignable by the Offeror in whole or in part without the written consent of DRPT.

15. CHANGES TO THE CONTRACT: Changes can be made to the contract in any one of the following ways:

- A. The parties may agree in writing to modify the scope of the contract. An increase or decrease in the price of the contract resulting from such modification shall be agreed to by the parties as a part of their written agreement to modify the scope of the contract.
- B. DRPT may order changes within the general scope of the contract at any time by written notice to Offeror. Changes within the scope of the contract include, but are not limited to, things such as services to be performed, the method of packing or shipment and the place of delivery or installation. The Offeror shall comply with the notice upon receipt. The Offeror shall be compensated for any additional costs incurred as the result of such order and shall give DRPT a credit for any savings. Said compensation shall be determined by one of the following methods:
 1. By mutual agreement between the parties in writing; or
 2. By agreeing upon a unit price or using a unit price set forth in the contract, if the work to be done can be expressed in units, and the Offeror accounts for the number of units of work performed, subject to DRPT's right to audit the Offeror's records and/or to determine the correct number of units independently; or
 3. By ordering the Offeror to proceed with the work and to keep a record of all costs incurred and savings realized. A markup for overhead and profit may be allowed if provided by the contract. The same markup shall be used for determining a decrease in price as the result of savings realized. The Offeror shall present DRPT with all vouchers and records of expenses incurred and savings realized. DRPT shall have the right to audit the records of the Offeror as it deems necessary to determine costs or savings. Any claim for an adjustment in price under this provision must be asserted by written notice to DRPT within 30 days from the date of receipt of the written order from DRPT. If the parties fail to agree on an amount of adjustment, the question of an increase or decrease in the contract price or time for performance shall be resolved in accordance with the procedures for resolving disputes provided by the Disputes Clause of this contract or, if there is none, in accordance with the disputes provisions of the *Commonwealth of Virginia's Vendors Manual*. Neither the existence of a claim or a dispute resolution process, litigation or any other provision of this contract shall excuse the Offeror from promptly complying with the changes ordered by DRPT with the performance of the contract generally.

Attachment A

REQUIRED GENERAL TERMS AND CONDITIONS

16. DEFAULT: In case of failure to deliver goods or services in accordance with the contract terms and conditions, DRPT, after due oral or written notice, may procure them from other sources. The Offeror shall be responsible for any resulting additional purchase and administrative costs. This remedy shall be in addition to any other remedies which DRPT may have.

17. INSURANCE: By signing and submitting a proposal under this solicitation, the Offeror certifies that if awarded the contract, it will have the following insurance coverage at the time the contract is awarded. DRPT reserves the right to request a copy of the Certificate of Insurance. The Offeror further certifies that the Offeror and any Subofferors will maintain this insurance coverage during the entire term of the contract and that all insurance coverage will be provided by insurance companies authorized to sell insurance in Virginia by the Virginia State Corporation Commission.

INSURANCE COVERAGES AND LIMITS REQUIRED:

1. Worker's Compensation: Statutory requirements and benefits. Coverage is compulsory for employers of three or more employees, to include the employer. Offerors who fail to notify DRPT of increases in the number of employees that change their workers' compensation requirements under the *Code of Virginia* during the course of the contract shall be in noncompliance with the contract.
2. Employer's Liability: \$100,000.
3. Commercial General Liability: \$1,000,000 per occurrence. Commercial General Liability is to include bodily injury and property damage, personal injury and advertising injury, products and completed operations coverage. The Commonwealth of Virginia must be named as an additional insured and so endorsed on the policy.
4. Automobile Liability - \$1,000,000 per occurrence. (Only used if motor vehicle is to be used in the contract.)

Attachment A

REQUIRED GENERAL TERMS AND CONDITIONS

18. ANNOUNCEMENT OF AWARD: Upon the award or the announcement of the decision to award a contract as a result of this solicitation, the DRPT Finance Division will publicly post such notice on the DGS/DPS eVA VBO (www.eva.virginia.gov) and DRPT's website www.drpt.virginia.gov for a minimum of 10 days.

19. DRUG-FREE WORKPLACE: During the performance of this contract, the Offeror agrees to (i) provide a drug-free workplace for the Offeror's employees; (ii) post in conspicuous places, available to employees and applicants for employment, a statement notifying employees that the unlawful manufacture, sale, distribution, dispensation, possession, or use of a controlled substance or marijuana is prohibited in the Offeror's workplace and specifying the actions that will be taken against employees for violations of such prohibition; (iii) state in all solicitations or advertisements for employees placed by or on behalf of the Offeror that the Offeror maintains a drug-free workplace; and (iv) include the provisions of the foregoing clauses in every subcontract or purchase order of over \$10,000, so that the provisions will be binding upon each Subofferor or vendor.

For the purposes of this section, "drug-free workplace" means a site for the performance of work done in connection with a specific contract awarded to an Offeror, the employees of whom are prohibited from engaging in the unlawful manufacture, sale, distribution, dispensation, possession or use of any controlled substance or marijuana during the performance of the contract.

20. NON-DISCRIMINATION OF OFFERORS: An Offeror shall not be discriminated against in the solicitation or award of this contract because of race, religion, color, sex, national origin, age, disability, faith-based organizational status, any other basis prohibited by state law relating to discrimination in employment or because the Offeror employs ex-offenders unless the state agency, department or institution has made a written determination that employing ex-offenders on the specific contract is not in its best interest. If the award of this contract is made to a faith-based organization and an individual, who applies for or receives goods, services, or disbursements provided pursuant to this contract objects to the religious character of the faith-based organization from which the individual receives or would receive goods, services, or disbursements, the public body shall offer the individual, within a reasonable period of time after the date of his objection, access to equivalent goods, services, or disbursements from an alternative provider.

Attachment A

REQUIRED GENERAL TERMS AND CONDITIONS

21. eVA Business-To-Government Vendor Registration: The eVA Internet electronic procurement solution, web site portal www.eVA.virginia.gov streamlines and automates government purchasing activities in the Commonwealth. The eVA portal is the gateway for vendors to conduct business with state agencies and public bodies. All vendors desiring to provide goods and/or services to DRPT shall participate in the eVA Internet e-procurement solution either through the eVA Basic Vendor Registration Service or eVA Premium Vendor Registration Service. All Offerors must register in eVA and pay the Vendor Transaction Fees specified below; failure to register will result in the proposal being rejected.

Effective July 1, 2011, vendor registration and registration-renewal fees have been discontinued. Registration options are as follows:

- a. eVA Basic Vendor Registration Service: eVA Basic Vendor Registration Service includes electronic order receipt, vendor catalog posting, on-line registration, electronic bidding, and the ability to research historical procurement data available in the eVA purchase transaction data warehouse.
- b. eVA Premium Vendor Registration Service: eVA Premium Vendor Registration Service includes all benefits of the eVA Basic Vendor Registration Service plus automatic email or fax notification of solicitations and amendments.

Vendor transaction fees are determined by the date the original purchase order is issued and are as follows:

- a. For orders issued prior to August 16, 2006, the Vendor Transaction Fee is 1 percent, capped at a maximum of \$500 per order,
- b. For orders issued August 16, 2006 thru June 30, 2011, the Vendor Transaction Fee is:
 - (i) DMBE-certified Small Business: 1 percent, capped at \$500 per order.
 - (ii) Businesses that are not DMBE-certified Small Business: 1 percent capped at \$1500 per order.
- c. For orders issued July 1, 2011 thru June 30, 2013, the Vendor Transaction Fee is:
 - (i) DMBE-certified Small Businesses: 0.75 percent, capped at \$500 per order.
 - (ii) Businesses that are not DMBE-certified Small Businesses: 0.75 percent, capped at \$1,500 per order.
- d. For orders issued July 1, 2013 and after, the Vendor Transaction Fee is:
 - (i) DMBE-certified Small Businesses: 1 percent, capped at \$500 per order.
 - (ii) Businesses that are not DMBE-certified Small Businesses: 1 percent, capped at \$1,500 per order.

The specified vendor transaction fee will be invoiced, by the Commonwealth of Virginia Department of General Services, approximately 30 days after the corresponding purchase order is issued and payable 30 days after the invoice date. Any adjustments (increases/decreases) will be handled through purchase order changes.

22. AVAILABILITY OF FUNDS: It is understood and agreed between the parties herein that the agency shall be bound hereunder only to the extent of the funds available or which may hereafter become available for the purpose of this agreement.

23. SET-ASIDES: this solicitation is set-aside for DMBE-certified small business participation only when designated “SET-ASIDE FOR SMALL BUSINESSES” in the solicitation. DMBE-certified small businesses are those businesses that hold current small business certification from the Virginia Department of Minority Business Enterprise. This shall not exclude DMBE-certified women-owned and minority-owned businesses when they have received the DMBE small business certification. For purposes of award, Offerors shall be deemed small business if and only if they are certified as such by DMBE on the due date for receipt of proposals.

24. **BID PRICE CURRENCY.** Unless stated otherwise in the solicitation, Offerors shall state bid/offer prices in US dollars.

25. **AUTHORIZATION TO CONDUCT BUSINESS IN THE COMMONWEALTH:** A Offeror organized as a stock or nonstock corporation, limited liability company, business trust, or limited partnership or registered as a registered limited liability partnership shall be authorized to transact business in the Commonwealth as a domestic or foreign business entity if so required by Title 13.1 or Title 50 of the *Code of Virginia* or as otherwise required by law. Any business entity described above that enters into a contract with a public body pursuant to the *Virginia Public Procurement Act* shall not allow its existence to lapse or its certificate of authority or registration to transact business in the Commonwealth, if so required under Title 13.1 or Title 50, to be revoked or cancelled at any time during the term of the contract. A public body may void any contract with a business entity if the business entity fails to remain in compliance with the provisions of this section.

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ATTACHMENT B

SPECIAL TERMS AND CONDITIONS

1. PROPOSED PROCUREMENT SCHEDULE:

Issue Date of RFP	May 30, 2012
Pre-Proposal Conference	June 8, 2012
Deadline for receipt of Proposals	June 22, 2012
Oral Presentations (if required)	Week of July 9, 2012
Negotiations	Week of July 16, 2012
Proposed Contract Award (Dependant upon timing of Oral presentations)	July 30, 2012

2. CHANGES TO THE RATES ON THE PRICE SCHEDULE: Rates may be revised by mutual agreement of DRPT and the Offeror 60 days prior to the renewal period starting date. If DRPT elects to exercise the option to revise rates for the two (2) one year renewal periods the contract price(s) for the increase shall not exceed the contract price(s) stated for the third year of the original contract increased/decreased by more than the percentage increase/decrease of the Services Category of the CPI-W section of the Consumer Price Index of the United States Bureau of Labor Statistics for the latest twelve months for which statistics are available. The Offeror shall convey (in writing) its request to raise/lower prices to the Department no later than 60 days prior to the renewal period starting date. Applications for price increases shall be substantiated in writing with the request. DRPT shall have sole discretion in its decision to allow price increases.

3. APPROPRIATE LICENSURE, CERTIFICATIONS, AND/OR CREDENTIALS: Offeror must submit copies of appropriate licensure, certifications, and/or credentials subsequently upon award and as requested by DRPT.

4. AUDIT: The Consultant shall retain all books, records, and other documents relative to this contract for five years after final payment. The agency, its authorized agents, and/or State auditors shall have full access to and the right to examine any of said materials during said period. The Consultant shall permit the authorized representative of the DRPT, the U. S. Department of Transportation, and the Comptroller General of the United States to inspect and audit all data and records of the Consultant relating to its performance under this Contract.

5. ADDITIONAL USERS OF CONTRACT: It is DRPT's intent, on behalf of the Secretary of Transportation and all agencies/facilities within the Transportation Secretariat (to include Virginia Department of Transportation, Virginia Department of Aviation, Virginia Department of Motor Vehicles, and the Virginia Port Authority), to provide access to DRPT agreements and to provide Offerors with opportunities to do business with these agencies. Additionally, this procurement is being conducted on behalf of grantees of the Department of Rail and Public Transportation who may be added or deleted at anytime during the period of the contract. See Attachment F for the list of grantees. The addition or deletion of authorized users not specifically named in the solicitation shall be made only by written contract modification issued by this agency and upon mutual agreement of the Offeror. Such modification shall name the specific entity added or deleted and the effective date. The Offeror shall not honor an order citing the resulting contract unless the ordering entity has been added by written contract modification.

To that end, and if agreeable with the Offeror, in addition to DRPT, other agencies within the Transportation Secretariat and grantees of DRPT named in Attachment F may have access to any agreement resulting from this solicitation.

ATTACHMENT B

SPECIAL TERMS AND CONDITIONS

6. ADVERTISEMENT: In the event a contract is awarded for supplies, equipment, or services resulting from this proposal, no indication of such sales or services to DRPT will be used in product literature or advertising without prior written approval from DRPT.

7. CLAIMS: The Offeror shall be responsible for all damage and expense to persons or property caused by its negligent activities including, without limitation, those which it chooses to deliver through its Subofferors, agents or employees, in connection with the services required under this Agreement. Further it is expressly understood that the Offeror shall defend and hold harmless the Commonwealth of Virginia, DRPT, its officers, agents, and employees from and against any and all damages, claims, suits, judgments, expenses, actions, and costs of every name and description caused by any negligent act or omission in the performance by the Offeror, including, without limitation, those which it chooses to deliver through its Subofferors, agents or employees, of the services under this Agreement.

8. CANCELLATION OF CONTRACT: DRPT reserves the right to cancel and terminate any resulting contract, in part or in whole, without penalty, upon 60 days written notice to the Offeror. After the initial three-year contract period, the resulting contract may be terminated by either party, without penalty, upon 60 days written notice to the other party. Any contract cancellation notice shall not relieve the Offeror of the obligation to deliver any outstanding orders issued prior to the effective date of cancellation.

9. OFFEROR'S QUALIFICATIONS/RESPONSIBILITIES:

- A. Offeror agrees that competent, experienced and qualified staff properly trained and certified for the type of work described in this RFP shall perform all work.
- B. The Offeror shall assign a person as the Offeror's Representative who will have the authority to execute this contract work. The person's name and phone number and an alternate representative's name and phone number shall be provided to DRPT in the Offeror's proposal.

10. DAMAGES: It is the Offeror's responsibility to repair any property damage caused in the performance of this contract. Repairs will be made to DRPT's satisfaction.

11. SPECIAL DISCOUNTS: (A) During the contract period, if the Offeror offers promotional discounts as a general practice for items available under this contract, with the result that those prices are lower than the prices available under this contract, then the promotional discounts shall be made available to DRPT under this contract. (B) The effective date for price changes/discounts will be the date that the lower prices/discounts were made available to the Offeror's customers generally.

12. DELAYS IN AWARD: Delays in award of a contract beyond the anticipated starting date may result in a change in the contract period indicated in the solicitation. If this situation occurs, DRPT reserves the right to award a contract covering the period equal to or less than the initial term indicated in the solicitation.

ATTACHMENT B

SPECIAL TERMS AND CONDITIONS

13. CONTRACTUAL CLAIMS AND DISPUTES: Contractual claims arising after final payment shall be governed by § 2.2-4363(A) of the *Code of Virginia*. Claims shall be submitted to the Director of DRPT who will render a decision within 30 days. Contractual disputes arising during the course of performance shall be submitted to the CFO, Finance Division, who will make a decision in 30 working days, which will be final. Vendors will not be precluded from filing a claim at the conclusion of performance as a result of the decision made during the course of contract performance.

14. PROTEST OF AWARD: An Offeror wishing to protest an award or a decision to award a contract must submit a written protest to the DRPT Purchasing Division, 600 East Main Street, Suite 2102 Richmond, Virginia 23219, no later than 10 days after public notice of award or announcement of the decision to award whichever occurs first. The public notice will be in the area designated for solicitation/proposal and award notices. The protest must include the basis for the protest and the relief sought. Within 10 days after receipt of the protest the Chief Financial Officer (CFO), Finance Division will issue a written decision stating the reasons for the action taken. This decision is final unless within 10 days after receipt of such decision, the Offeror institutes legal action as provided in the *Code of Virginia*.

15. ADDITIONAL INFORMATION: DRPT reserves the right to ask any Offeror to submit information missing from its offer, to clarify its offer, and to submit additional information which DRPT deems desirable, and does not affect quality, quantity, price or delivery.

16. PROTECTION OF PERSONS AND PROPERTY:

- A. The Offeror expressly undertakes, both directly and through its Subofferor(s), every precaution at all times for the protection of persons and property which may come on the building site or be affected by the Offeror's operation in connection with the work.
- B. The Offeror shall be solely responsible for initiating, maintaining, and supervising all safety precautions and programs in connection with the work.
- C. The provisions of all rules and regulations governing safety as adopted by the Safety Codes Commission of the Commonwealth of Virginia, issued by the Department of Labor and Industry under Title 40.1 of the *Code of Virginia* shall apply to all work under this contract.

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- D. The Offeror shall continuously maintain adequate protection of all his work from damage and shall protect the owner's property from injury or loss arising in connection with this contract. He shall make good any such damage, injury, or loss, except such as may be directly due to errors in the contract documents or caused by agents or employees of the owner. He shall adequately protect adjacent property to prevent any damage to it or loss of use and enjoyment by its owners. He shall provide and maintain all passageways, guard fences, lights, and other facilities for protection required by public authority, local conditions, any of the contract documents or erected for the fulfillment of his obligations for the protection of persons and property.
- E. In an emergency affecting the safety or life of persons or of the work, or of the adjoining property, the Offeror, without special instruction or authorization from the owner, shall act, at his discretion, to prevent such threatened loss or injury. Also, should he, to prevent threatened loss or injury, be instructed or authorized to act by the owner, he shall so act immediately, without appeal. Any additional compensation or extension of time claimed by the Offeror on account of any emergency work shall be determined as provided by paragraph 15, of the General Terms and Conditions.

17. SMALL BUSINESS SUBCONTRACTING PLAN: If the Offeror on the contract is a Department of Minority Business Enterprise (DMBE)-certified small business, the Offeror shall indicate such in Section A of Attachment C. This shall include DMBE-certified women-owned and minority-owned businesses that meet the small business definition and have received the DMBE small-business certification. If the Offeror is not a DMBE certified small business, the Offeror is required to identify the portions of the contract the Offeror plans to subcontract to DMBE-certified small business by completing and returning Section B of Attachment C. If the Offeror is not a DMBE-certified small business and cannot practicably subcontract any portion of the requirements being solicited, in order to be considered responsive to the solicitation, the non DMBE-certified Offeror must document on Attachment C, section C, past efforts made to provide subcontracting opportunities to DMBE-certified small businesses for other contracts within the past 24 months.

18. SMALL BUSINESS SUBCONTRACTING AND EVIDENCE OF COMPLIANCE:

Each prime Offeror who wins an award in which provision of a small business subcontracting plan is a condition of the award, shall deliver to the contracting agency or institution on a semi-annual basis, evidence of compliance (subject only to insubstantial shortfalls and to shortfalls arising from Subofferor default) with the small business subcontracting plan. When such business has been subcontracted to these firms and upon completion of the contract, the Offeror agrees to furnish the purchasing office at a minimum the following information: name of firm, phone number, total dollar amount subcontracted, category type (small, women-owned, or minority-owned), and type of product or service provided. Payment(s) may be withheld until compliance with the plan is received and confirmed by the agency or institution. The agency or institution reserves the right to pursue other appropriate remedies to include, but not be limited to, termination for default.

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SPECIAL TERMS AND CONDITIONS

19. INTELLECTUAL PROPERTY RIGHTS: DRPT shall have exclusive rights to all data and intellectual property generated in the course of the project. (“intellectual property”, which includes all inventions subject to the U. S. Patent System. This shall be inclusive but not limited to, new processes, materials, compounds and chemicals, and all creations subject to the U. S. Copyright Act of 1976, as amended, including but not limited to printed material, software, drawings, blueprints, and compilations such as electronic databases.) Furthermore, DRPT shall have all rights, title, and interest in or to any invention reduced to practice pursuant to a resulting contract. Proposals should recognize the requirements of public sector agencies and of public policy generally, including the Freedom of Information Act, State statutes and agency rules on release of public records, and data confidentiality.

All copyright material created pursuant to this contract shall be considered work made for hire and shall belong exclusively to DRPT. Neither DRPT, nor the Offeror intends that any copyright material created pursuant to the contract, together with any other copyright material with which it may be combined or used, be a “joint work” under the copyright laws. In the case that either in whole or part of any such copyright material not be deemed work made for hire, or is deemed a joint work, then Offeror agrees to assign and does hereby irrevocably assign its copyright interest therein to DRPT. DRPT may reasonably request documents required for the purpose of acknowledging or implementing such assignment.

The Offeror warrants that no individual, other than regular employees and Subofferors of the Offeror or DRPT regular employees, agents, or assigns while working within the scope of their employment or contracted duty, shall participate in the creation of any intellectual property pursuant to the contract. If this situation should arise, such individual and his or her employer, if any, must agree in writing to assign the intellectual property rights, as described herein, for work performed under this contract to DRPT either directly or through the Offeror.

DRPT shall have all rights, title and interest in or to any invention reduced to practice pursuant to this contract. The Offeror shall not patent any invention conceived in the course of performing this contract. The Offeror hereby agrees that, notwithstanding anything else in this contract, in the event of any breach of this contract by DRPT, the remedies of the Offeror shall not include any right to rescind or otherwise revoke or invalidate the provisions of this section. Similarly, no termination of this contract by DRPT shall have the effect of rescinding the provisions of this section.

DRPT is only entitled to the intellectual property rights for deliverables and associated documentation produced by the Offeror for which DRPT has fully paid the Offeror as the contract is completed or as the contract is terminated for any reason.

Copyright or pre-existing work of the Offeror shall remain the property of the Offeror. The Offeror grants to DRPT a perpetual, royalty-free, irrevocable, worldwide, non-exclusive license to use such pre-existing work in connection with exercising the rights of ownership granted to DRPT pursuant to this section.

ATTACHMENT B

SPECIAL TERMS AND CONDITIONS

Notwithstanding anything herein to the contrary, DRPT acknowledges that as part of the Offeror's provision of services hereunder, the Offeror may license third-party software or acquire proprietary works of authorship (collectively referred to as "products"), which have been developed by third parties. DRPT must approve the third-party license agreements and the acquisition of these third-party products prior to their use by the Offeror and DRPT agrees that these products will remain the sole property of the third party.

The Offeror shall grant DRPT license to use all software developed by the Offeror under this contract in other applications within Virginia as DRPT sees fit. Should the Offeror desire to re-use software developed under this contract for other projects (both DRPT contracts and others), DRPT must be notified in writing 60 days prior to such use. Furthermore, DRPT shall be justly compensated for the re-use of such software. Compensation shall be negotiated and agreed upon prior to DRPT releasing software rights. Typically, DRPT prefers increased software capabilities and/or functionality instead of monetary compensation.

20. MANNER OF CONDUCTING WORK AT JOB SITE: All work shall be performed according to the standard of industry and to the complete satisfaction of DRPT.

- A. Personnel used by the Offeror for the performance of this work shall be properly trained and qualified for work of this type to the satisfaction of DRPT and shall possess any required licenses, certifications, and qualifications.
- B. The Offeror shall be responsible for the conduct of all personnel while at the job site. All personnel involved with the work shall obey all rules and regulations of DRPT.
- C. Sexual Harassment of any employee, DRPT or Offeror, will not be tolerated and is to be reported immediately to the DRPT Representative.

All work to be conducted by the Offeror in any facility shall be coordinated in advance with the DRPT Project Manager. The Offeror shall coordinate his/her work efforts with (if applicable) other existing Offeror/agency work efforts through the DRPT Project Manager. All Offeror work shall take place on non-holiday weekdays between the hours of 8:00 A.M. and 5:00 P.M, unless otherwise approved by the DRPT Project Manager.

21. POLICY OF EQUAL EMPLOYMENT: DRPT is an equal opportunity/affirmative action employer. Women, Minorities, persons with disabilities are encouraged to apply. DRPT encourages all vendors to establish and maintain a policy to ensure equal opportunity employment. To that end, Offerors should submit along with their proposals, their policy of equal employment.

22. PROPOSAL PRICES: Proposed hourly rates shall not change for work performed on a weekend, night work, or for any hours worked beyond a normal 40-hour week.

ATTACHMENT B

SPECIAL TERMS AND CONDITIONS

23. DRPT reserves the right to approve any personnel or Subofferors proposed for the work described in this RFP and/or any subsequent contract resulting from this RFP. DRPT will provide written justification to the Offeror when approval is not granted.

24. DRPT will provide the Offeror and/or Subofferors with copies of all written approvals.

25. IDENTIFICATION OF PROPOSAL/PROPOSAL ENVELOPE: If a special envelope is not furnished, or if return in the special envelope is not possible, the signed proposal/proposal should be returned in a separate envelope or package, sealed and identified as follows:

From:	6/22/2012	5:00 p.m.
	Name of Offeror	Due Date
		Time
<hr/>		
		505-12-RR0001
	Street or Box Number	IFB No./RFP No.
<hr/>		
	City, State, Zip Code	IFB/RFP Title

Name of Contract/Purchase Officer or Buyer **ASHLEY NUSBAUM.**

The envelope should be addressed as directed on Page 2 of the solicitation. If a proposal not contained in the special envelope is mailed, the Offeror takes the risk that the envelope, even if marked as described above, may be inadvertently opened and the information compromised which may cause the proposal to be disqualified. Proposals may be hand delivered to the designated location in the office issuing the solicitation. No other correspondence or other proposals should be placed in the envelope.

26. PATENT RIGHTS: If any invention, improvement or discovery of the consultant or any of its subconsultants is conceived or first actually reduced to practice in the course of or under this Project which invention, improvement or discovery may be patentable under the Patent Laws of the United States of America or any foreign country, the consultant shall immediately notify DRPT and provide a detailed report. The rights and responsibilities of the consultant, his subconsultants and DRPT with respect to such invention will be determined in accordance with applicable Federal laws, regulations, policies, and waivers thereof.

27. KEY PERSONNEL/SUBOFFERORS: People identified in terms of this RFP as "key personnel" who will work on the service contract, must continue to work on this contract for its duration so long as they continue to be employed by the consultant unless removed from work on the contract with the consent of the purchasing agency.

28. PRICING SCHEDULE: Offerors shall identify all staff positions and rates, for the three potential services under Statement of Needs, and shall indicate such in Attachment D to be fully loaded with all direct and indirect costs, including administrative oversight and approvals.

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SPECIAL TERMS AND CONDITIONS

29. RENEWAL OF CONTRACT: This contract may be renewed by the DRPT upon written agreement of both parties for **two (2)** successive one-year periods, under the terms of the current contract, and at approximately 60 days prior to the expiration.

30. REPORT OF ORDERS RECEIVED FROM ADDITIONAL USERS: The Contractor shall provide the Department of Rail and Public Transportation (DRPT) a quarterly report of orders received from additional users (Attachment G). This report shall reflect orders received from additional users on the contract for the respective quarter. The Contractor must remit the report within 15 days after the end of each quarterly reporting period.

Attachment C

SMALL BUSINESS SUBCONTRACTING PLAN

Definitions

Small Business: "Small business " means an independently owned and operated business which, together with affiliates, has 250 or fewer employees, or average annual gross receipts of \$10 million or less averaged over the previous three years. Note: DMBE-certified women- and minority-owned businesses shall also be considered small businesses when they have received DMBE small business certification.

Women-Owned Business: Women-owned business means a business concern that is at least 51 percent owned by one or more women who are citizens of the United States or non-citizens who are in full compliance with United States immigration law, or in the case of a corporation, partnership or limited liability company or other entity, at least 51 percent of the equity ownership interest is owned by one or more women who are citizens of the United States or non-citizens who are in full compliance with United States immigration law, and both the management and daily business operations are controlled by one or more women who are citizens of the United States or non-citizens who are in full compliance with the United States immigration law.

Minority-Owned Business: Minority-owned business means a business concern that is at least 51 percent owned by one or more minority individuals or in the case of a corporation, partnership or limited liability company or other entity, at least 51 percent of the equity ownership interest in the corporation, partnership, or limited liability company or other entity is owned by one or more minority individuals and both the management and daily business operations are controlled by one or more minority individuals.

All small businesses must be certified by the Commonwealth of Virginia, Department of Minority Business Enterprise (DMBE) to participate in the SWAM program. Certification applications are available through DMBE online at www.dmbv.virginia.gov (Customer Service).

Offeror Name: _____

Preparer Name: _____ **Date:** _____

Instructions (Failure to complete and submit this form may result in your proposal not being considered.)

- A. If you are certified by DMBE as a small business, complete only Section A of this form. This shall include DMBE-certified women-owned and minority-owned businesses when they have received DMBE small business certification.
- B. If you are not certified by DMBE as a small business and plan to subcontract part of this contract with a DMBE certified business, complete only Section B of this form.
- C. If you are not certified by DMBE as a small business and cannot identify any subcontracting opportunities to subcontract part of this contract with a DMBE-certified business, only provide the information requested in Section C of this form.

Attachment C

SMALL BUSINESS SUBCONTRACTING PLAN

Section A

If your firm is certified by DMBE, are you certified as a (**check only one below**):

_____ Small Business

_____ Small and Women-owned Business

_____ Small and Minority-owned Business

Certification number: _____ Certification date: _____

Attachment C

SMALL BUSINESS SUBCONTRACTING PLAN

Section B

Populate the table below to show your firm's plans for utilization of DMBE-certified small businesses in the performance of this contract. This shall include DMBE-certified women-owned and minority-owned businesses that meet the small business definition and have received the DMBE small business certification. Include plans to utilize small businesses as part of joint ventures, partnerships, Subofferors, suppliers, etc.

B. Plans for Utilization of DMBE-Certified Small Businesses for this Procurement

Small Business Name & Address DMBE Certificate #	Status if Small Business is also: Women (W), Minority (M)	Contact Person, Telephone & Email	Type of Goods and/or Services	Planned Contract Involvement	Planned Annual Contract Dollar Expenditure Amount
Totals \$					

Attachment C

SMALL BUSINESS SUBCONTRACTING PLAN

Section C

Respond to how your business has met or exceeded at least two of the following indicators within the past 24 months. Your response may include any good faith efforts made regarding this procurement.

C. Good Faith Effort Indicators by the Offeror

1. Identify areas of work your business has subcontracted to DMBE-certified small businesses for other contracts. Include company names, dates, dollar amounts, and percentages on a per contract basis.
2. List research efforts conducted by your business in the past to locate DMBE-certified small businesses by advertising in publications or in the classified section of the newspaper where small businesses are likely to see it. List specific publications and dates.
3. List small business outreach meetings, conferences, or workshops conducted by your firm to locate DMBE-certified small businesses—including the dates, participation numbers, and results.
4. Provide documented correspondence (i.e., certified mail, email, receipt of fax transmissions, etc.) to small businesses from the lists provided by DMBE and other outreach agencies and organizations which indicates your solicitation of such for utilization of subcontracting opportunities on other contracts for which your business has competed.
5. List areas of work which your business has subcontracted with DMBE-certified small businesses for upcoming contracts—including the name of the business, certification number, dates, dollar amounts, and percentages on a per contract basis.
6. Provide documentation of any assistance offered to interested small businesses in obtaining bonds, lines of credit, and/or insurance for any present or past contracts your business has in place.
7. Provide documentation of follow-up on initial contacts with DMBE-certified small businesses (e.g., telephone call logs, emails, certified letters, etc.). Be sure to list the small business name and dates of contact.

Attachment D (cont'd)

Labor Classification Descriptions

Contract/Project Manager: Provides direction and management for small to large projects and ensures on-schedule completion within scope and budget. Responsible for preparing proposals to client's scope of work, management and performance of the project. Plans and defines project goals and devises methods to accomplish them.

Financial Compliance Analyst: Ability to plan, monitor and review programs and reports for compliance with state and federal authority. Ability to interpret authority and establish standard procedures for fiscal and accounting operations and review. Prepares, coordinates and maintains comprehensive, complex financial reports and records. Ability to research and analyze complex financial data and convey technical distinctions both orally and in writing.

Internal Control Analyst: Performs risk assessments and documentation of business processes using appropriate measurement tools (SWOT analysis, interviews, review of policies and procedures etc.). Develops internal control questionnaires, tests internal controls, documents results and develops an action plan to address any deficiencies noted during assessment.

Senior Accountant: Under direction, assembles, analyzes, interprets, prepares and reviews accounting and budget data and related financial statements and reports involving complex financial data.

Accountant: Under direction, manages, audits, and maintains accurate financial records and prepares financial statements and tax reports.

Senior Financial Analyst: Under direction, performs a variety of professional financial forecasting and analysis work of a specialized or complex nature. Develops and analyzes long-range financial forecasts, capital cost estimates, funding strategies, profitability analysis, and life-cycle cost analysis for railway operations.

The above descriptions are examples only. The Offeror is encouraged to develop their own classifications with appropriate descriptions to satisfy the Statements of Needs as presented herein.

ATTACHMENT F

Agencies Funded by DRPT

A Grace Place Adult Care Center
Accomack Northampton TDC
Adult Care Service
Adult Day Care of Martinsville and Henry Counties
Alexandria Transit
American Emergency Vehicles
American Red Cross
Appalachian Agency for Senior Citizens
ARC of Greater Prince William
Arc of the Virginia Peninsula
Arlington County
Bay Aging, Inc.
Bedford County
Beth Shalom Home
Blacksburg Transit
Blue Ridge Opportunity Services
Bon Secours Senior Health
Bristol Virginia Transit
Buchanan County Transportation
CAPUP
Central Shenandoah Planning District Commission
Central Virginia Area Agency on Aging, Inc.
Chesapeake Service Systems
Chesterfield Community Services Board
Chesterfield County
City of Alexandria
City of Bristol, Tennessee
City of Charlottesville
City of Danville
City of Fairfax
City of Falls Church
City of Fredericksburg
City of Harrisonburg
City of Kingsport
City of Lynchburg
City of Martinsville
City of Radford
City of Richmond
City of Staunton
City of Virginia Beach
City of Williamsburg
Community Association for Rural Transportation, Inc.
Community Transportation Association of Virginia
Crater District Area Agency On Aging /FGP
Crater Planning District Commission
Crossroads Community Services
Cumberland County
Daily Planet Health Care for Homeless
Danville City Parks and Recreation Department
Danville-Pittsylvania Community Services
Dickenson County Transportation
Northern Virginia Regional Commission
PARC Workshop, Inc.
Peninsula Agency on Aging
Petersburg Area Transit
District III Public Transit
Dulles Area Transportation Association
Eastern Shore Community Services Board
ECHO.INC
ElderHomes Corporation
ESAAA/CAA
Essex County
Fairfax County
Farmville Area Bus
Friendship Industries, Inc.
George Washington Regional Commission
Giles Health & Family Center
Gloucester County
Goochland Fellowship and Family Service
Goodwill Industries of the Valleys
Grafton School, Inc.
Greater Lynchburg Transit Company
Greater Richmond Transit Company
Greater Roanoke Transit Company
Greene County
Greensville Adult Activity Services
Hampton Roads Planning District Commission
Hampton-Newport News Community Services Board
Hanover Community Services
Henrico Area MH/MR Services
Historic Triangle Senior Center
Hope House Foundation
Hopewell Redevelopment and Housing Authority
Intelligent Transportation Society of Virginia
James City County
JAUNT, Inc.
Jewish Community Center of Northern Virginia
Junction Center for Independent Living
Lake Country Area Agency on Aging
Loudoun County
Lynchburg Community Action Group, Inc.
Metropolitan Washington Airports Authority
Metropolitan Washington Council of Governments
Middle Peninsula Planning District Commission
Middle Peninsula-Northern Neck CSB
Montgomery County
Mount Rogers Community Services Board
Mountain Empire Older Citizens
New River Valley Community Services Board
New River Valley Planning District Commission
New River Valley Senior Services - Pulaski Area Transit
Northern Neck Planning District Commission
Northern Shenandoah Valley Regional Commission
Northern Virginia Transportation Commission
Northwestern Community Services Board
NuRide, Inc.
Sussex-Greensville-Emporia Adult Activity Services
Tazewell County
The Arc of Central Virginia
The Arc of Greater Prince William

Piedmont Community Services Board	The Arc of Harrisonburg/Rockingham
Pleasant View, Inc.	Thomas Jefferson Planning District Commission
Portco, Inc.	Town of Altavista
Potomac and Rappahannock Transportation Commission	Town of Ashland
Prince William County	Town of Blackstone
Quin Rivers Agency for Community Action, Inc.	Town of Bluefield - Graham Transit
Rappahannock Area Agency on Aging	Town of Chincoteague
Rappahannock Area Community Services Board	Town of Haymarket
Rappahannock-Rapidan Area Agency on Aging	Town of Herndon
Rappahannock-Rapidan Community Services Board	Town of Kenbridge
Rappahannock-Rapidan Planning District Commission	Town of Orange
Resort Area Transportation Management Association	Town of Purcellville
Richmond Area ARC	Town of South Hill
Richmond Community Action Program	Town of Victoria
Richmond Planning District Commission	Town of Warrenton
Richmond Redevelopment and Housing Authority	Town of West Point
Richmond Residential Services	Transportation District Commission of Hampton Road
Ridefinders	Tysons Transportation Association, Inc.
Roanoke County	UHSTS, Inc. - RADAR
Roanoke Valley-Alleghany Regional Commission	Valley Program for Aging Services, Inc.
Rockbridge Area Community Services Board	Vector Industries, Inc.
Rockbridge Area Occupational Center, Inc.	Virginia Port Authority
Rockbridge Area Transportation System, Inc.	Virginia Rail Policy Institute
Rockbridge County	Virginia Regional Transportation Association
Rockingham County	Virginia Transit Association
Russell County Public Transportation	Virginias Region 2000 Local Government Council
Senior Services of Southeastern Virginia	West Piedmont Planning District Commission
Shenandoah Area Agency on Aging, Inc.	Western Tidewater Community Services Board
Shen-Paco Industries, Inc.	Williamsburg Area Transit Authority
Southern Area Agency on Aging	Winchester Transit
Southside Community Services Board	Wise County
St. Joseph's Villa	Washington Metropolitan Area Transit Authority
Stepping Stones, Inc.	Washington Metropolitan Area Transit Commission
STEPS, Inc.	

Request for Proposals

EXHIBIT B

RFP #: 505-12-RR0001

Issue Date: May 30, 2012

Title: Contract for General Financial Consultant Services –
Competitive Negotiation for Non-professional Services

Commodity Code: 918-12 Consulting Services

Issuing Agency: Commonwealth of Virginia
Department of Rail and Public Transportation
600 East Main Street, Suite 2102
Richmond, VA 23219

Initial Period of Contract: Three years from date of award

Proposals Will be received until: June 22, 2012
5:00 p.m. (Close of Business)

All Inquiries to: Ashley Nusbaum
Financial Compliance and Procurement Analyst
Phone: (804) 786-2890 FAX: (804) 225-3752
E-Mail: ashley.nusbaum@drpt.virginia.gov

ALL PROPOSALS MUST BE MAILED OR HAND DELIVERED TO THE ADDRESS ABOVE

In compliance with this Request for Proposals and to all conditions imposed therein and hereby incorporated by reference, the undersigned offers and agrees to furnish the services in accordance with the attached signed proposal or as mutually agreed upon by subsequent negotiation.

Name and Address of Firm:

Parsons Brinckerhoff
Company Name

465 Spring Park Place
Address

Herndon, VA 20170
City, State, Zip

11-1531569
FEI/FIN Number

taura@pbworld.com
E-mail

June 20, 2012
Date


Signature in Ink

Kenneth H. Taura
Printed or Typed Name of Above

703-742-5818
Phone

703-742-5800
Fax

*** An Optional Pre-Proposal Conference will be held on June 8, 2012 at 10:00 a.m. in the State Corporation building located at 1300 E. Main Street, Richmond, 2nd Floor, Courtroom A. See Section VIII for more information.**

Small, Women, and Minority (SWAM) Owned Businesses are encouraged to participate.

June 22, 2012

Subject: RFP NO. 505-12-RR0001 **GENERAL FINANCIAL CONSULTANT SERVICES – COMPETITIVE NEGOTIATION FOR NON-PROFESSIONAL SERVICES**

Dear Ms. Nusbaum:

Parsons Brinckerhoff has assembled a highly qualified team to support the full spectrum of financial services that might be called upon to support the Virginia Department of Rail and Public Transportation (DRPT) and the agencies it funds. Our team has a unique combination of experience working with transit agencies across Virginia, combined with hands-on experience conducting agency financial assessments and management reviews across the country; and staff that are recognized as national leaders in infrastructure finance.

Team Leadership with Extensive State/Regional Experience

Our team will be led by **Jennifer Mitchell**, contract/project manager, who has extensive experience providing financial consulting services in Virginia and throughout the region. Jennifer worked for DRPT and the Metropolitan Washington Airports Authority as the Deputy Project Director of Finance for the Dulles Corridor Metrorail Project and works extensively with the Washington Metropolitan Area Transportation Authority (WMATA) on capital budgeting and financial planning issues. She brings local knowledge and national expertise in financial planning, having led several billion dollar financial plans across the country. Jennifer will be supported by **Barbara Reese**, principal-in-charge, who will help monitor project performance and DRPT satisfaction. Barbara is the former Deputy Director of Policy in the Office of the Governor of Virginia; Deputy Secretary of Transportation for Virginia, Chief Financial Officer for the Virginia Department of Transportation (VDOT), and transportation staff for the Virginia General Assembly's Senate Finance Committee. She has helped set strategic and policy direction for rail and public transportation throughout the state and will be a key advisor both to the team and DRPT.

Comprehensive Bench of Staff Resources

For each task order assignment, Jennifer will take the lead in assigning the right people to execute the work. She has assembled a team with extensive experience in financing planning, internal control assessments, financial compliance reviews, FTA management reviews, procurement support, organizational development, and grants management. Parsons Brinckerhoff's staff has supported programs and projects both large and small – everything from billion dollar financial plans for transit projects to financial management support to small- and mid-sized transit systems. Details of our experience can be found in the *Experience & Qualifications* section of our proposal.

Complementing our team are a number of highly qualified minority business enterprise firms, who bring exceptional experience in accounting, FTA financial requirements, management consulting, business process improvement, and transit operational and capital planning. These DMBE/SWAM firms, who we have worked with on past engagements with much success include:

- **Reid Consulting** is a full-service Certified Public Accounting firm with offices in Arlington, VA with extensive internal project controls and financial capacity assessment experience.
- **Dynamic Pro** offers a variety of financial planning, analysis and reporting, budgeting, revenue and cost management, internal controls, grants management, and procurement support services.
- **Foursquare ITP** has extensive bus and rail transportation, strategic and operation planning experience and is currently working states and MPOs on federal fiscal constraint requirements.
- **Draycott Consulting** offers nationally recognized asset management and business process re-engineering services, as well as a variety of other internal control procurement advisory.
- **Business Transformation Group** focuses on business planning, implementation, and process re-engineering, and has experience working on organizational assessments with VDOT.

Parsons Brinckerhoff has instituted corporate commitments to support our clients' DBE programs and to continually strive to exceed their goals. We bring a strong historical record of achieving small disadvantaged business participation goals. Our commitment to small, minority and female-owned business enterprises is ongoing. On virtually all of our projects, business opportunities are offered to one or more of these firms.

Track Record of Successful Management of Task Order Assignments for Client Agencies

Parsons Brinckerhoff has worked on many multi-year, task order contracts in our recent history. Our current ongoing task order contracts include:

- WMATA Program Management Services contract
- Sound Transit Financial Advisory Services (Seattle)
- DRPT for General Rail Transportation Program and Project Planning services
- VDOT On-Call Toll Consultant Services

In addition, we had several past task order professional service contracts with the Maryland Department of Transportation and Maryland Transportation Authority (MdTA), offering a variety of financial consulting and strategic advisory service support to help solve business and operational problems throughout the entire business cycle and set the foundation for program and project delivery.

We are excited to have the opportunity to serve the Commonwealth as your premier Financial Services Consultant, and will commit the necessary resources to support DRPT task order requests. Please contact myself or our contract manager, Jennifer Mitchell, should you have any questions or require additional information.

Sincerely,

Parsons Brinckerhoff, Inc.



Kenneth H. Taura
Mid Atlantic Regional Business Manager
Senior Vice President

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UNDERSTANDING OF WORK AND PLAN

UNDERSTANDING

The Department of Rail and Public Transportation (DRPT) plays a vital role planning, funding, coordinating, and monitoring freight, passenger rail and public transportation programs across Virginia. Its Operations and Finance and Administration divisions each play important roles in carrying out the agency's mission to improve the mobility of people and goods while expanding transportation choices in the Commonwealth in three major areas: rail, public transportation, and commuter services.

DRPT serves as the Commonwealth of Virginia's partner in providing transit and rail services across the state. DRPT manages eight programs that establish policy and provide funding for transit operations, transit capital, demonstration programs, transportation demand management, human services and other activities. Rail programs managed by the Department include rail enhancement, industrial access, safety, corridor preservation, and intercity passenger rail operations and capital expenditures. As a designated recipient of Federal Transit Administration (FTA) grant programs, it must assure that its own policies and procedures remain compliant with federal guidelines. In addition, DRPT must monitor the processes of eligible recipients to whom it distributes funds to ensure that they too comply with state and federal guidelines. DRPT also serves as the public transportation and rail staff experts for policy and funding decisions made by the Commonwealth Transportation Board, the Governor, and the Virginia General Assembly.

The agency's annual budget in Fiscal Year 2012 is \$481 million, only \$6 million of which is applied to administration of the agency itself. Public Transportation activities represent 73 percent of the agency's budget, with 23 percent applied to rail programs. Recognizing the critical role of financial and program management, the Commonwealth Transportation Board may allocate up to three percent of the funds appropriated for public transportation, congestion management, and rail programs and grants to support costs of project development, project administration and project compliance incurred by DRPT.

To facilitate this oversight, the Department utilizes several systems both internal and managed by other agencies. The *Online Grant Application System (OLGA)* manages grant applications and facilitates assessment by DRPT. The in-house grants management program, the *Invoice Creation and Processing System (ICAPS)*, tracks expenditures, monitors grant performance, and manages grant recipients. In addition, the Department uses the Commonwealth's systems, including the *Commonwealth Accounting and Reporting System (CARS)*, the Department of Planning and Budget's Performance Budgeting System, and the Six-Year Program and Transportation Improvement Plan database systems maintained by the Virginia Department of Transportation (VDOT). In the coming years, the Commonwealth's transition to the *PeopleSoft* financial management system, known as Cardinal, will also impact DRPT financial accounting requirements, processes, and work activities.

To successfully execute this mission, DRPT must partner with a diverse array of entities. This includes the Commonwealth Transportation Board; the Governor's office; the General Assembly; other state agencies, such as VDOT, the Virginia Department of Accounts (DOA), the Department of Planning and Budget (DPB), Auditor of Public Accounts (APA), and the Department of the Treasury; freight, short-line, intercity passenger (Amtrak), and commuter (Virginia Railway Express) railroads and operators; and transit operators (comprised of city and

Through this contract, DRPT will apply business best practices to review and improve its internal financial controls, develop financial plans, assess the financial performance of Virginia's railroads and transit agencies, and monitor and review compliance of grant recipients.

county governments, transportation district commissions, public service corporations, and human service agencies) involved in rural public transportation, and private non-profit organizations. These providers range from very large bus and rail transit operators, such as the Washington Metropolitan Area Transit Authority (WMATA) and Hampton Roads Transit, to very small operators with minimal staff and just a few vehicles. The agency also coordinates with and funds programs of planning district commissions and transportation management associations.

Given the significant public trust placed in the agency, DRPT seeks to apply business best practices to ensure that its finance and administration policies and procedures and those of its grantees are consistent with state and federal statutes and the agency's own goals and objectives; are efficient and cost effective for DRPT staff, grantees, and other partners; and minimize waste, fraud, and abuse. The tasks anticipated under this General Financial Consultant Services agreement will directly support these efforts, and through this contract will:

- **Assist DRPT in reviewing and improving its internal financial controls.** This will include an agency wide evaluation of internal controls and financial processes, as well as an assessment of process and transaction level internal controls. Corrective action plans will be developed to implement the findings of these assessments.
- **Augment DRPT's capacity to develop financial plans and assess the financial performance** of railroads, rail operators, and transit agencies across the state. Tasks include sources and uses of funds analyses, operations planning, capital and operating financial forecasts, financial due diligence, review of contracts and agreements for both DRPT and its grantees. Other tasks include review of DRPT's grant agreement processes and procedures and revenue and cash management practices. In addition, the contract will increase DRPT's capacity to explore and evaluate new, changing or expanding services.
- **Provide technical assistance to monitor and review compliance of DRPT and DRPT grant recipients** with applicable state and Federal guidelines. In addition, DRPT will have access to our team's resources in a wide range of other financial services as needs arise. The Project Approach outlines a few examples of additional areas in which Parsons Brinckerhoff could support DRPT, such as: Organizational Capacity and Readiness Assessment, Institutional Change Management, Innovative Finance, Legislative Analysis, Public-Private and Public-Public Partnerships, Cost Allocation Plans.



PROJECT APPROACH/WORK PLAN EMPLOYED ON SIMILAR PROJECTS

Below we describe our team's proven approaches to internal control assessments, financial planning, and other financial analysis projects. This includes examples of approaches used successfully on other similar projects.

1. INTERNAL CONTROL ASSESSMENT

Parsons Brinckerhoff will assist DRPT in reviewing and improving its internal financial controls. This will include both an agency wide evaluation of internal controls and financial processes, as well as a detailed assessment of process and transaction level internal controls. Corrective action plans will be developed to implement the findings of these assessments. The following list features are a few of the organizations for which Parsons Brinckerhoff and its team members have conducted organizational assessments:

- Virginia Department of Transportation (VA)
- Washington Metropolitan Area Transportation Authority (VA/DC/MD)

- Orange County Transportation Authority (CA)
- Pierce Transit (WA)
- San Mateo County Transportation Authority (CA)
- South Carolina Department of Transportation (SC)
- Pinellas County Suncoast Transit Authority (FL)
- Rhode Island Public Transit Authority (RI)

1.1 Agency-level Assessment of Internal Controls

Working with DRPT staff, Parsons Brinckerhoff will review the adequacy of DRPT's agency-level internal controls for financial processes. Specific subtasks could include:

- Reviewing Virginia APA, USDOT, and other outside agency reports that may have observations or concerns with the Department's internal controls.
- Evaluating existing DRPT internal controls policies and procedures for compliance with industry best practices, USDOT, and the requirements of the State Comptroller, including Agency Risk Management and Internal Control Standards (ARMICS).
- Interviewing relevant DRPT staff to understand individual roles and responsibilities. Discuss any recent breakdowns in internal controls, including the specifics of each incident, how it was addressed, and any changes and policies and procedures that resulted from it.
- Testing the effectiveness of agency-level controls, including those associated with procurement policies; budget development and approval processes; payment processes; and grants management functions.
- Assessing opportunities to strengthen internal controls and prioritize how best to address weaknesses.
- Prioritizing recommended implementation activities, e.g. continuous assessment and process improvement.
- Preparing a draft report summarizing findings and recommendations.

Parsons Brinckerhoff conducts management and organizational analyses to improve performance. We evaluate the efficiency and effectiveness of an organization and provide implementation assistance to support high performance. Working with clients, we ensure the alignment of strategy, systems, skills, people, process, structure and culture. Parsons Brinckerhoff can also help assess an organization's capability to assume expanded or new responsibilities, provide strategies to address needs, and assist with capacity building, change management and performance management systems.

1.2 Process and Transaction-level Internal Control Assessments/SWOT Analyses

Parsons Brinckerhoff will conduct a focused review of the adequacy of DRPT's transaction-level internal controls for financial processes. Specific transactions and processes anticipated for review include:

*Parsons Brinckerhoff assisted the **Orange County Transportation Authority (OCTA)** in planning ahead to ensure successful delivery of its next 30-year, \$12 billion capital program. We worked closely with the managers and senior staff of all OCTA departments, evaluated the program and project management procedures in place, undertook a SWOT and gap analysis and an innovative capability-maturity assessment, proposed potential business models to address gaps and advance agency capabilities, and helped to prepare the agency for the challenges that lay ahead.*

*Parsons Brinckerhoff led an assessment of **Pierce Transit's** organizational structure and internal processes and procedures related to program and project, financial and grants management. We also assessed organizational capacity and options for implementing Pierce Transit's capital program under a range of future scenarios.*

- Procurement and contract award procedures including the efficacy and security of the eVA and Ariba task ordering and solicitation notification process
- Grant award and initiation procedures
- Review and approval of invoices and payables
- Grant monitoring
- Grant closeout
- Budget development, approval and reprogramming
- Tracking/control of assets purchased with Federal funds

Specific subtasks could include:

- Review and evaluation of existing policies and procedures for compliance with industry best practices for each transaction selected for assessment
- Interviews with relevant DRPT staff to understand individual roles and responsibilities particular to the selected transaction. Discussions of any recent breakdowns in internal controls, including the specifics of each incident, how it was addressed, and any changes and policies and procedures that resulted from it
- Testing the effectiveness of process and transaction-level controls
- Identification and assessment of the strengths, weaknesses/limitations, opportunities, and threats
- Recommendations for how to prioritize implementation activities
- Draft report(s) summarizing findings and recommendations

1.3 Corrective Action Plans

Parsons Brinckerhoff will prepare corrective action plans to address the findings of Tasks 1.1 and 1.2 that require further action by DRPT. These plans will outline specific responsibilities and key deadlines to ensure timely implementation of recommendations. These plans will also include performance metrics, as applicable, to measure the effectiveness of recommended actions. This approach ensures that changes in policies and procedures are only deemed effective once the fundamental issues identified in earlier tasks are fully addressed. For the typical corrective action plan, our team will:

- Identify corrective actions and track key deadlines and final due dates
- Use existing system or assist with system enhancements in order to notify the appropriate personnel at least 10 working days in advance of the finding due date to gauge the progress toward resolving the finding.
- Work with DRPT or the grantee agency to determine status of responses to open findings
- Provide assistance to assure corrective actions are implemented in accordance with milestone/due dates
- Provide assistance in developing and populating report(s) to track and summarize the status of corrective action plans. Reports will include at least the following elements:
 - Sub-recipient or Department
 - Number of findings open/closed
 - Number of days open findings are past due along with notifications
 - Response and/or status of notification regarding open findings
 - Request for extension along with new due dates
 - Issues relevant to closing finding

*Members of our team conducted an internal controls review and recommended an Internal Control and Compliance Monitoring process for the **South Carolina Department of Transportation** sub-recipient mass transit providers to ensure that they had the appropriate staffing and leadership capabilities to manage grants properly.*

Our team members have prepared and monitored corrective action plans for over 20 transit agencies throughout the United States.

2. FINANCIAL PLANNING AND ANALYSIS

Each year, DRPT has a limited amount of grant funds that can be allocated to transit agencies across the Commonwealth. These funds are allocated based on criteria defined for each grant program, such as the previous year's operating expenses (for operating assistance); planning level estimates of O&M costs (for new services); or estimates of system-wide capital needs (for capital funds). DRPT allocates funds using a floating match ratio that is based on the amount of funding available to be distributed among grantees, as well as the estimates of future needs.

Given its resource constrained environment DRPT aims to make the funding process more predictable, reliable and equitable. As such, DRPT seeks to further enhance its financial planning processes, along with those of its grantees, to provide more accurate and reliable forecasts of future O&M costs, capital "state of good repair" needs, state and Federal revenues, and local matching funds. Parsons Brinckerhoff can assist DRPT with these efforts by applying our extensive experience in developing and reviewing financial plans for transit agencies across the US, as well as our experience with asset management best practices; capital planning and programming; and the development of O&M cost models; and financial capacity assessment for transit agencies.

Our team members have developed financial plans, revenue forecasts and cash flow analyses for a variety of transit clients throughout the country. Examples include:

- Dulles Corridor Metrorail Project (VA)
- Hampton Roads Transit, Tide Project (VA)
- Maryland Red and Purple Line LRT Corridors (MD)
- Potomac Yard Metrorail Station, Alexandria (VA)
- East-West BRT Circulator, Nashville (TN)
- Honolulu Rapid Transit Project (HI)
- San Diego Mid-Coast Light Rail Project (CA)

In addition, Parsons Brinckerhoff and our team members also have significant experience with operations planning for transit agencies. Examples of specific projects that our team members have worked on include the following:

- Transportation Development Plan, City of Franklin (VA)
- Tysons Corner Circulator Study, Fairfax County (VA)
- Arlington County Transportation Development Plan (VA)
- MARTA Comprehensive Budget and Performance Review (GA)
- San Francisco Bay Area Metropolitan Transportation Commission Transit Sustainability Project (CA)

The sections that follow detail our approach to providing various Financial Planning and Analysis services.

2.1 Development of Financial Plans

Parsons Brinckerhoff will assist DRPT in the development and review of financial plans for DRPT and its grantees, including FTA New Starts financial plans or passenger rail operations plans. These plans will help DRPT understand sources and uses of funds requirements and gauge the reasonableness of proposed projects' financial feasibility. Typically, such plans model not only the proposed project but also projected capital and operating needs of the sponsor agency. Specific subtasks involved in the development of such plans include:

For the City and County of Honolulu, Parsons Brinckerhoff is developing a comprehensive financial plan for the proposed Rail transit project, including forecasts of local sales tax revenues, fare revenues, operating cost estimates for rail, bus and para-transit services, as well as federal, state, and local funding sources.



Understanding of Work and Plan for Providing Services

- Assemble and apply financial plan data:
 - Capital uses of funds, including the capital cost of the proposed project as well as other projects in the Capital Improvement Program
 - Capital sources of funds, including planned, budgeted, and committed local funds plus anticipated state and federal grants for both the project and the overall capital program
 - Operating uses of funds, including the operating and maintenance cost of the proposed project and the background system
 - Operating sources of funds, including farebox revenue, other operating revenues such as advertising, parking, and lease revenue, dedicated local funds, and state and federal grants
 - Fund balances, including existing funds and minimum cash balance requirement
 - Economic assumptions, including inflation and interest rates and revenue growth
 - Finance assumptions, including debt instruments, structures, interest rates, and maturities
 - Risk assumptions, including scenarios to be tested in an uncertainty analysis (decreased revenues, increased capital costs, inflation, policy change, political change, etc.) and strategies for mitigating risks
- Structure initial financial plan and summarize methodology, assumptions, and results—including capital and operating cash flow statements and risk scenarios—in a technical memorandum
- Review initial financial plan results with DRPT and refine model methodology and assumptions accordingly
- Revise financial plan, methodology, assumptions, and results in a technical memorandum
- Upon acceptance of methodology and assumptions by DRPT, document financial plan in a report detailing the sources and uses of funds for both the project and the overall sponsor agency, plus the results of the risk analysis and strategies for mitigating project financial risks
- Work with DRPT to respond to questions raised by FTA or other parties reviewing the financial plan

Parsons Brinckerhoff's approach to reviewing financial plans involves a rigorous review of the data and assumptions underlying the financial plan to critically assess their reasonableness. DRPT must be assured that projects to which it commits public monies have a sound financial underpinning and relatively high likelihood of financial feasibility. In particular, operating and capital costs—including contingencies—must not be under-projected, while revenue sources must not be over-projected. For these assignments, Parsons Brinckerhoff will conduct a thorough review of the financial plan and prepare a technical memorandum outlining the financial capacity to support the capital plan and capacity to operate and maintain the existing system. The technical memorandum will also summarize methodological approaches and assumptions for refinement in order to improve the reasonableness of the financial plan. As directed by DRPT, Parsons Brinckerhoff will provide technical assistance to prospective project sponsors to improve the overall quality of financial plans. This can include assistance with specific components of financial plans, reviewing financial plans and providing recommendations for improvement, or development of long term agency-wide financial plans. These services will help agencies improve their financial condition and develop sound long-term development plans.

Parsons Brinckerhoff assists agencies with the development of financial plans for major transit projects and programs that focus on capital and operating funding sources, uses of funds over time, and identification of funding gaps. Each financial plan includes an assessment of agency-wide capital and operating needs. Our team is adept at forecasting revenue streams, developing and applying cash flow models, assessing risk and uncertainty, finding innovative sources of local match, and providing implementation/oversight of financial plans throughout the project development lifecycle.

With our team's significant national experience in developing and reviewing financial plans, we will be able to apply industry best practices to DRPT and other transit properties across the Commonwealth.

2.2 Operational Planning

Parsons Brinckerhoff will support DRPT in the development and assessment of operations plans for DRPT grantees. The complexity of such assignments may range from development of a simple cost allocation model based on an agency's National Transit Database response, to detailed resource build-up models. Tasks may also involve evaluation of the reasonableness of operating revenue estimates prepared by DRPT grantees based on historical trend data, projected socioeconomic data, and other factors.

Parsons Brinckerhoff and our team members work with transit agency leaders to manage programs and improve performance, linking reliability, customer service, cost, safety, and operations to business planning and budgeting.

2.3 Develop and Review Financial Forecasts

Assignments under this task will involve development and analysis of both cost and revenue estimates. Such estimates are best informed by historical data. Sometimes a simple analysis of historical trends will suffice, while other times an econometric analysis of historical and projected trends of independent variables will be required. Parsons Brinckerhoff will seek to apply the level of rigor to its analyses appropriate to the scope and scale of a given project and the level of investment anticipated by DRPT.

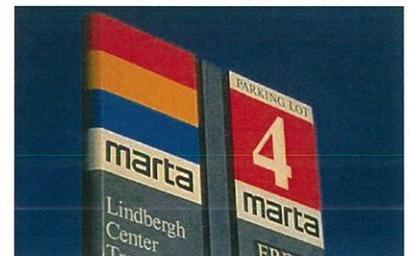
Capital cost estimates should be developed utilizing a comprehensive assessment of asset replacement and rehabilitation needs, as well as future capacity expansion needs. Operating cost estimates should be developed by identifying key cost drivers, which can be based on current and projected service levels, and then by applying appropriate inflation factors that take into account future growth in commodity and labor prices.

In evaluating revenue forecasts, Parsons Brinckerhoff will review procedures for developing revenue forecasts to confirm whether they are based on appropriate sources of economic information, whether the forecasting techniques are appropriate, whether the results are consistent with long-term trends, and whether there has been an adequate review of risk factors.

2.4 Financial Due Diligence

Before public resources are committed to a project, DRPT must fully vet project partners to determine the financial and institutional capacity of project sponsors and other key participants. Parsons Brinckerhoff will support DRPT in conducting due diligence reviews of these parties. Such investigations will focus on the quality of the partner's balance sheet, veracity and reasonableness of financial planning assumptions, and institutional capacity of the agency to fulfill its obligations. Such engagements may entail review of any pro-forma financial plans developed by grantees and project partners. Parsons Brinckerhoff and its team members have extensive experience conducting financial reviews of public transit agencies, as well as private infrastructure developers and operators.

For the Metropolitan Atlanta Regional Transportation Authority (MARTA), Parsons Brinckerhoff performed a comprehensive assessment of the agency's budgetary processes and products, which resulted in recommendations related to the operating and capital budgets, the processes, the cost control system, and the capacity of staff to manage the extensive \$345 million annual operating and \$600 million capital budgets.



2.5 Review Contracts/Agreements

DRPT seeks assurance that its contracts and agreements are consistent with the public aims of the agency. In this task, Parsons Brinckerhoff will assist DRPT in reviewing its existing agreements, and develop new agreements that address public benefits and contingent interests.

Parsons Brinckerhoff will review a representative sample of existing agreements to determine the extent to which financial clauses and other expectations meet applicable state and federal guidelines, and mitigate downside financial risks to DRPT and the Commonwealth. Working with its team members Dynamic Pro and Draycott Consulting, Parsons Brinckerhoff will suggest alternate agreement language. DRPT may, at its discretion, apply this language in future contracts, or novate existing agreements. The second element of this task involves identification of public benefit measures and contingent interests to be incorporated into future agreements. These could include economic benefits, service standards, or financial performance metrics. Parsons Brinckerhoff will conduct a review of public benefit measures utilized by other peer agencies. These will be reviewed and evaluated in close coordination with DRPT. The findings of this task will be summarized in a technical memorandum.

2.6 Grant Agreements Processes and Procedures

DRPT employs myriad processes for managing the various state and federal grant programs it administers. These processes are shaped in part by statutory requirements and regulatory guidelines, but also by DRPT's historical grants management processes. Many of these procedures are enshrined in the contractual agreements between DRPT and its grant recipients. This task aims to examine those agreements to determine optimal administrative, funding, budgeting, and payables practices, and recommend changes to improve the efficiency and effectiveness of protocols while remaining consistent with state and federal guidelines. DRPT has outlined technical capacity requirements in its Program Application Guidance (November 2010). Parsons Brinckerhoff can assist DRPT in assuring that grantees meet these requirements, and provide technical assistance to grantees in identifying opportunities to enhance their technical capacity through organizational changes, training, or process improvements.

Parsons Brinckerhoff will review a representative sample of project grant agreements, as well as review and document existing grants management processes and procedures, including grant applications, awards, monthly or quarterly reporting processes, amendments, and grants close-out. This documentation will identify potential deficiencies in existing processes, and opportunities to improve DRPT's project oversight through process improvements. The results of this task will be summarized in a technical memorandum with recommendations for the development of more comprehensive project management guidelines that can supplement DRPT's existing technical capacity requirements.

2.7 Revenue and Cash Management Practices

Our team will review the adequacy of DRPT's revenue and cash management practices. This task will include a review for consistency with applicable practices of the Commonwealth of Virginia, as well as any federal requirements applicable to the FTA grant funds administered by DRPT. This task will also consider the extent to which DRPT's practices reflect industry best practices and approaches utilized by peer state transportation departments responsible for administering public transit grant programs.

Parsons Brinckerhoff and DPI provide grants management support to WMATA, tracking and reporting eligible expenditures for safety and security grants, FTA discretionary and formula grants, and assistance with closeout procedures.



The objectives of this review are to identify potential process improvements that can help minimize short-term disruptions in the flow of state grant funds; reduce time needed to reimburse grantees for eligible expenditures; reduce the need to request additional documentation of expenditures to confirm eligibility; ensure the appropriate use of debt financing, if needed, and minimize of financing costs; and provide transparent reporting to DRPT's key stakeholders.

2.8 Prepare and Review Cash Flow Forecasts

Our team will support DRPT in the development and review of cash flow forecasts for projects funded through the agency. Such cash flows will typically demonstrate that sources of funds are sufficient to cover project expenses, but will sometimes be applied to produce a "gap analysis" when funding sources are insufficient.

Cash flows developed for DRPT will apply the following sources and uses of funds data, as appropriate:

- Capital use of funds, including the capital cost of the proposed project as well as other projects in the Capital Improvement Program
- Capital source of funds, including planned, budgeted, and committed local funds plus anticipated state and federal grants for both the project and the overall capital program
- Operating sources and uses of funds, including the operation and maintenance cost of the proposed project and the background system

Following development of a cash flow statement, a technical memorandum will be written summarizing its methodology, assumptions, and results.

Parsons Brinckerhoff is experienced with the development of cash flow statements that incorporate industry best practices in cost estimating, revenue forecasting, identification of potential debt financing tools, and presentation of results. Any review of cash flow statements will focus on the rigor of underlying data, assumptions, methodology, and findings. Our team will assess the degree to which cash flow statements are reasonable (by vetting the underlying sources and uses of funds data, including cost and revenue estimates and growth assumptions) and will summarize recommendations for improving the veracity of the cash flow.

3. OTHER FINANCIAL SERVICES

Additional financial services anticipated include financial compliance reviews, organizational capacity and readiness assessment, organizational and institutional change management, innovative finance, fiscal impact analysis, legislative analysis, and public-private and public-public partnerships. Parsons Brinckerhoff's approach to these tasks is outlined as follows:

3.1 Financial Compliance Reviews

As a designated recipient of FTA grant funds, DRPT is required to conduct compliance reviews of grantees receiving federal funds through the Department. In addition, compliance reviews can serve as an important check on the degree to which grantees are compliant with DRPT's grant programs. These reviews help to establish trust in the grant recipients to whom public funds are allocated.

Reid Consulting, a member of our team, has significant experience conducting financial compliance reviews for FTA. As such they are extremely fluent with Federal requirements, as well as project management procedures being used by state and local agencies across the United States.

Reid Consulting provides oversight services to the FTA through the firm's performance on the Financial Management Oversight (FMO), State Management Reviews (SMR) and Triennial Reviews (TR) contracts.

3.2 Other Financial Services

With the broad array of technical experience, our team could contribute to a number of other tasks that are consistent with the financial services RFP. These may include, but are not be limited to:

- **Organizational Capacity and Readiness Assessment:** assess DRPT's or its grantee agency's processes, structure, environmental management, procurement, auditing, construction policies, funding and finance.
- **Institutional Change Management:** analyze and redesign the processes to increase efficiency, eliminate redundancies and reduce cycle time.
- **Innovative Finance:** identify non-traditional sources of transit funding for capital or O&M needs, and develop approaches to leverage existing resources to help agencies meet project financing needs.
- **Legislative Analysis:** review state or federal legislative proposals, analyze potential impacts to DRPT and/or transit agencies across the state, and develop position papers for DRPT executives to utilize in responding to proposed legislation. Monitor potential federal funding opportunities, including grants programs, and assist in the development of grant applications.
- **Public-Private and Public-Public Partnerships (P3):** support DRPT and VDOT's Office of Transportation Public-Private Partnerships with the review and analysis of P3 proposals, including their impact on transit services, under Virginia's PPTA legislation. Parsons Brinckerhoff can also recommend terms and conditions that should be included in comprehensive agreements with public or private partners. Such future projects might include Hampton Roads Crossing Improvements or the I-66 Multimodal Corridor Improvements project, which are expecting to have transit components.
- **Cost Allocation Plans:** Assist DRPT or its grantee agencies with the development of cost allocation plans that meet the requirements of funding sources and 2 CFR Part 225 (formerly Office of Management and Budget Circular A-87).

RESPONDING TO SPECIFIC PURCHASE ORDER (PO) REQUESTS

Parsons Brinckerhoff believes the success of the individual tasks under this contract will be based upon a proper mixture of leadership and teamwork. Parsons Brinckerhoff has had the opportunity to work on many multi-year, task order contracts in our recent history. This experience has helped us to learn what "works" and what "does not work" when it comes to responding to specific purchase order requests. Recognizing that not all clients or contracts are the same, we offer the following as a general description of the processes Parsons Brinckerhoff has found to be successful in responding to specific purchase order requests.

CONTRACT MANAGER

Upon identification of a particular need, your Project Manager will contact Parsons Brinckerhoff's Contract Manager, Jennifer Mitchell. Jennifer has experience managing financial service task orders as part of large program management contracts and individual contract assignments. As Parsons Brinckerhoff's Contract Manager, Jennifer will be your primary contact throughout the duration of this contract. She will meet with the DRPT Project Manager (and staff, as necessary) to discuss and clarify the project scope. Upon gathering the initial details of the task requirements, Jennifer will identify the appropriate staff necessary to complete the assigned task based on their particular skill sets, as well as the need to achieve the DMBE/SWAM goal. She will develop the scope of work along with the assumptions, schedule, fee, and list of deliverables, review it with the DRPT Project Manager, and get DRPT concurrence.

Once a Notice to Proceed (NTP) is issued by DRPT to perform the assignment, a project kickoff meeting will be held with staff assigned to this project to assure each person thoroughly understands the project requirements, objectives, and deliverables. Regular project team meetings will be held with DRPT staff during the course of the project to assure that the work is proceeding as scheduled, that DRPT staff needs are met, that the project is on budget, and that the project meets quality standards. All subconsultants and task managers will report directly

to Jennifer, who will coordinate the effort among these staff. Parsons Brinckerhoff's Principal-In-Charge, Barbara Reese, and others, will also attend these meetings at the request of DRPT. Jennifer is also empowered and has the ability to call specialized expertise when needed. Such expertise can be drawn from a specific field from the resources of the entire firm, either to accelerate a schedule, or to respond to new inquiries or to add a specific level of expertise.

PROJECT IMPLEMENTATION PLAN

Following NTP and dependent upon the complexity of the Task Order, a Project Implementation Plan (PIP) will be prepared. The PIP will encompass the following elements and be updated periodically to reflect the authorized assignments:

- Project summary, goals and objectives
- Type of deliverables for each type of assignment
- Project staffing and their responsibilities and authorities
- Design schedule for each assignment and an overall schedule
- Project organization plan
- Project control
- Reporting and review procedures
- Project QA/QC

For each task assignment, a work plan will document the scope, budget and schedule, Parsons Brinckerhoff Task Manager, client contact or Project Manager, and any special procedures required (i.e. railroad track safety training requirements, railroad flagging requirements).

MANAGEMENT PROCEDURES

With three offices in Virginia (Richmond, Herndon and Norfolk), Parsons Brinckerhoff has offices where two-thirds of the Commonwealth residents live. We are backed by nearly 340 personnel available to support this contract. In addition, with over 14,000 personnel in 150 offices worldwide, we have the resources to meet any unexpected contract demands. Parsons Brinckerhoff resources permit our clients to benefit from a dedicated local staff backed by a deep bench of professional employees available to take on a high volume of work. These resources can address the everyday project challenges that inevitably arise, or they can identify innovative ways to solve unique challenges with contributions from leaders in the planning and engineering industry.

When multiple task orders are assigned, Parsons Brinckerhoff's Contract Manager will select either one task leader to handle all of the tasks, or individual task leaders to handle each task, depending upon the task requirements. Typically, there are three scenarios:

- **Multiple Discipline Assignments:** If a variety of assignments are made, each requiring a different set of skills, Jennifer will assign separate task managers (from the organization chart included in this proposal) to direct each assignment. Jennifer and the task manager will review and incorporate the work of subconsultants into the final product for the client. If unanticipated skills are needed, Parsons Brinckerhoff can enlist services from elsewhere in the company or from our subconsultants.
- **Multiple Assignments in a One Discipline:** If DRPT assigns several similar tasks requiring the same mix of professional staff, Jennifer will assign one qualified task manager to direct the tasks, managing the schedules, the sharing of resources, and most importantly, the consistency and quality. This task manager will monitor the performance of the assigned staff throughout the work effort.
- **Multiple Assignments in a Subcontracted Discipline:** Should DRPT assign multiple tasks for the disciplines provided to the team by subconsultants, Jennifer will devise the appropriate staffing plan.

EXPERIENCE & QUALIFICATIONS

When needs exceed funding resources, clients turn to Parsons Brinckerhoff for help making the difficult strategy and management decisions needed to close funding gaps and ensure successful program delivery. For this task order contract, Parsons Brinckerhoff has assembled a highly qualified team to support the full spectrum of financial services that might be called upon to support DRPT and the agencies it funds.

Our team has a unique combination of experience working with transit agencies across Virginia, combined with hands-on experience conducting financial assessments and management reviews of transit agencies across the country for FTA and state oversight agencies. In addition to having nationally recognized leaders in infrastructure finance, featured strengths of our team include:

- **A Project Manager and Principal-in-Charge within-depth knowledge of Virginia’s transportation agencies.** Prior to joining Parsons Brinckerhoff, **Jennifer Mitchell**, project manager, worked for DRPT and the Metropolitan Washington Airports Authority as the Deputy Project Director of Finance for the Dulles Corridor Metrorail Project, where she led the financial planning for the Project through execution of a full funding grant agreement with FTA and the start of construction. Jennifer also works extensively with WMATA on capital budgeting and financial planning issues, and has worked with several other local transportation agencies in Virginia. She brings local knowledge and national expertise in financial planning, having led billion dollar financial plans across the country. **Barbara Reese**, principal-in-charge, is the former Deputy Director of Policy in the Office of the Governor; Deputy Secretary of Transportation, Chief Financial Officer for VDOT, and transportation staff for the General Assembly’s Senate Finance Committee. Barbara has helped set strategic and policy direction for rail and public transportation throughout the state.
- **A comprehensive bench of staff resources to support any and all financial service support needs.** We have assembled a team with extensive experience in financing planning, internal control assessments, financial compliance reviews, FTA management reviews, procurement support, organizational development, and grants management. Our team members have supported programs and projects both large and small, everything from billion dollar financial plans for transit projects to financial management support for small- and mid-sized transit systems. As shown on page 14 (organization chart), we have identified a group of highly qualified task managers able to lead and manage specific tasks orders within their areas of expertise.
- **Extensive experience managing task order contracts for financial and strategic consulting services,** including our ongoing contracts with the WMATA Program Management Services contract, Sound Transit Financial Advisory Services (Seattle), our current contract with DRPT for General Rail Transportation Program and Project Planning services, VDOT On-Call Toll Consultant Services, and several past task order professional service contracts with the Maryland DOT and Maryland Transportation Authority (MdTA).
- **Committed DMBE and SWAM firms with substantive experience** that includes Reid Consulting, Dynamic Pro, Foursquare ITP, Draycott Consulting and the Business Transformation Group. These firms add a breadth and depth of experience to our task order bench, with specialties in internal controls, FTA financial requirements, management consulting, business process improvement, and transit operational and capital planning. We have worked successfully with these firms in the past on similar types of assignments.

In this section, we have provided overviews of each team member firm, our project team organization, as well as resumes for key staff and description of relevant project experience.

PARSONS BRINCKERHOFF

Parsons Brinckerhoff has a rich and proud history that extends back for more than a century, as one of the world's leading planning, engineering, and program and construction management organizations. Owners, operators, developers and builders look to Parsons Brinckerhoff for our combination of infrastructure and strategic consulting expertise. Leaders of infrastructure businesses, whether public or private, face the challenges and opportunities of identifying needs, developing concepts, determining feasibility, gaining permits, delivering and then operating projects. These leaders recognize the need for assistance to solve problems prior to, during, and after projects are delivered.

Parsons Brinckerhoff provides financial and strategic consulting services that help clients solve business and operational problems throughout the entire business cycle and set the foundation for program and project delivery. Our teams create value for clients by providing deep industry understanding and knowledge, access to senior advisors with operations and transportation experience, and a fully integrated package of services across a project's complete life cycle. These factors result in high quality products and advice for our clients that are good value for money. In addition, our firm offers local attention from three Virginia offices in Richmond, Herndon and Norfolk, plus extensive resources nationwide including a significant number of financial consultants located in Washington, DC.

Our local and regional financial support services have included financial planning for the \$2.5 billion Intercounty Connector, the \$2.4 billion Woodrow Wilson Bridge, and capital budgeting and financial planning for WMATA's \$5 billion dollar capital program. We have also completed financial feasibility studies and grants management reviews, and provided public-private partnership and procurement advisory to a variety of public and private agencies, including VDOT, MDOT, MdTA, private investors, and others.

SUBCONSULTANTS

Jennifer Mitchell (Contract Manager) and Barbara Reese (Principal-in-Charge) have selected a team of subconsultants who not only exceed the DBE/SWAM participation goal of 25 percent, but who they have also worked with in the past on similar engagements. These subconsultants are well respected by transportation agencies throughout the region. Our subconsultants include:

Reid Consulting, LLC (Reid) is a full-service Certified Public Accounting firm with offices in Arlington, VA, and is DBE/SWAM certified in Virginia. Reid provides oversight services to the FTA through its Financial Management Oversight (FMO), State Management Reviews (SMR) and Triennial Reviews (TR) contracts. The types of reviews include internal control assessments, assessments of cost allocation plans, and financial capacity assessments. In addition, Reid has conducted internal control reviews of over 30 FTA grantees. Members of the firm has performed financial reviews and internal controls assessments for the South Carolina Department of Transportation (which included a review of the agency's financial control environment and financial oversight procedures for grantees), prepared cost allocation plans for the New Orleans Regional Transit Authority, and has prepared corrective action plans for over 20 agencies across the country.



Dulles Metrorail Phase 2
Financial Planning and
Management, MWAA



Capital Program
Management, WMATA



Baltimore Red Line
Financial Plan, MdTA

Estimated Firm Participation

<i>Parsons Brinckerhoff</i>	70%
<i>Reid Consulting</i>	10%
<i>Dynamic Pro</i>	5%
<i>Foursquare ITP</i>	5%
<i>Draycott Consulting</i>	5%
<i>Business Transformation Group</i>	5%

Dynamic Pro, Inc. (DPI) is a small, woman-owned firm that offers a variety of financial and analytical services including financial planning, analysis and reporting, budgeting, revenue and cost management, internal controls, grants management, and procurement support. DPI is currently providing WMATA’s Treasury Department with grants management support, and is assessing weaknesses of grants and the financial closeout process.

Foursquare Integrated Transportation Planning (Foursquare ITP) is a transportation planning firm specializing in transportation planning and management, and the nexus between land use, economic development, and transportation. Foursquare ITP has conducted several transit development plans in a range of areas, including major cities, dense suburbs, and low density suburban and rural areas, which have included detailed financial plans. Foursquare ITP was founded in 2006 and is DBE/SWAM certified in Virginia.

Draycott Consulting, Inc (Draycott) is a woman-owned business, owned and operated by Susan Thomas, and is based in Alexandria, Virginia. Draycott has managed and participated on projects in asset management; business process re-engineering; cost allocation and cost reduction; organization design; performance measures and benchmarking; and organization change management. Functional areas of expertise include finance and accounting, administration, human resources and payroll and grants management.

Business Transformation Group (BTG) is a Virginia-based management consulting services firm providing federal and state government agencies, and private companies a host of strategic and business planning, business process re-engineering, and change management services. BTG has worked extensively with VDOT, and has also partnered with VDOT contractors on projects such as the I-495 HOT Lanes in Northern Virginia and the Midtown Tunnel project in Hampton Roads. BTG is DMBE/SWAM certified in Virginia.

TEAM STRUCTURE & ORGANIZATION



LIST OF THE KEY PERSONNEL & RESUMES

Table 1. Key Staff Skills Matrix

	Parsons Brinckerhoff	Jennifer Mitchell – CM/PM	Barbara Reese - PIC	Dave Farley	Nathan Macek	Bassel Younan	Brad Ship	Chris Lloyd	Brad Turner	Kumudu Gunasekera	Michael Rodriguez	Eric Roeks	Alan Lubliner	Anine Stambouli	Crystal Cummings	Matthew Deery	Reid Consulting	James Reid	Sharon Ahmad	Donna McCoy	David Crooks	Andre Brickhouse	John Clare
Internal Control Assessment	X	X	X	X	X	X						X	X				X	X	X	X	X	X	X
Agency-Level Assessment													X				X	X	X	X	X	X	X
Transaction-Level Assessment	X		X						X			X	X				X	X	X	X	X	X	X
SWOT Analysis	X		X	X			X	X			X	X	X				X	X	X	X	X	X	X
Corrective Action Plans	X		X			X						X	X				X	X	X	X	X	X	X
Financial Planning and Analysis																							
Financial Planning	X	X	X	X	X	X	X			X	X			X	X	X	X	X	X	X	X	X	X
Operational Planning	X	X	X	X	X	X	X	X									X						X
Financial Forecasting	X	X	X	X	X	X	X			X	X			X		X	X	X	X	X	X	X	X
Due Diligence Reviews	X		X	X			X			X							X						X
Procurement/Alternative Delivery Contract Advisory	X		X	X	X	X	X	X	X	X		X		X		X	X	X	X	X	X	X	X
Grants Management Processes	X	X	X		X	X											X	X	X	X	X	X	X
Revenue and Cash Management	X		X			X										X	X	X	X	X	X	X	X
Cash Flow Forecasting	X	X	X	X	X	X	X	X						X	X	X	X	X	X	X	X	X	X
Other Financial Services																							
Financial Compliance Reviews	X	X	X														X	X	X	X	X	X	X
Organizational Capacity and Readiness Assessment	X	X	X	X	X							X	X										
Institutional Change Management	X		X		X	X						X	X										
Innovative Finance	X	X	X	X	X	X	X	X						X			X	X	X	X	X	X	X
Legislative Analysis	X	X	X	X													X	X	X	X	X	X	X
Public-Private and Public-Public Partnerships	X		X	X	X				X	X	X		X	X	X	X	X	X	X	X	X	X	X
Cost Allocation Plans	X																X	X	X	X	X	X	X

* continued on next page

Experience & Qualifications

Table 1. Key Staff Skills Matrix (continued)

	Dynamic Pro Inc	Luisa Fernandez	Shawn Luger	Wayne Pereira	Andrea Stone	Michael Maguire	James Simpson	FourSquare ITP	Lora Byala, ACIP	David Miller, PTP	Shana Johnson, AICP	Keisha Ransome	Andrew Zaleski	Draycott Consulting /Susan Thomas	Business Transformation Group	Joe Lewis	Wendy Bolles	Angela Gray	Carla Lawrence	Chris Sonnesyn
Internal Control Assessment																				
Agency-Level Assessment	X	X			X	X								X	X	X	X	X	X	X
Transaction-Level Assessment	X	X	X	X	X	X	X							X	X	X	X	X	X	X
SWOT Analysis	X	X			X	X	X							X	X	X	X	X	X	X
Corrective Action Plans	X	X	X	X	X	X	X							X	X	X	X	X	X	X
Financial Planning and Analysis																				
Financial Planning	X	X	X	X	X	X	X	X	X	X	X	X	X		X			X		
Operational Planning	X		X	X			X	X	X	X	X	X	X	X	X			X		
Financial Forecasting	X		X	X	X	X	X	X	X	X	X	X	X	X	X			X		
Due Diligence Reviews	X	X	X	X	X	X	X							X	X	X	X			X
Procurement/Alternative Delivery Contract Advisory	X				X	X		X	X			X		X						X
Grants Management Processes	X	X	X	X	X	X		X	X		X	X		X	X					X
Revenue and Cash Management	X		X	X			X													
Cash Flow Forecasting	X	X	X	X			X	X	X		X	X								
Other Financial Services																				
Financial Compliance Reviews	X	X	X	X	X	X	X	X				X			X		X			
Organizational Capacity and Readiness Assessment	X	X	X	X	X	X	X							X	X	X	X	X	X	X
Institutional Change Management	X				X	X	X							X	X	X	X	X	X	X
Innovative Finance	X	X					X													
Legislative Analysis								X	X		X		X							
Public-Private and Public-Public Partnerships																				X
Cost Allocation Plans	X	X													X					

Resumes for all proposed staff listed in Table 1 are provided on the pages that follow by firm for ease of reference.

Parsons Brinckerhoff
Resumes

JENNIFER MITCHELL – CONTRACT/PROJECT MANAGER

Jennifer Mitchell specializes in finance, policy analysis, economics and project development. She has first-hand transportation project experience developing funding and implementation strategies, FTA New Starts requirements, intergovernmental agreements, and economic analysis. She has managed several billion dollar financial plans across the country, including the \$5.1 billion Honolulu Rail Transit Project; the \$5.6 billion Westside Subway Extension in Los Angeles; and the \$1.8 billion Mid-Coast Light Rail extension in San Diego. She is leading the capital financial planning tasks for the Washington Metropolitan Area Transit Authority (WMATA)’s \$5 billion capital program. Prior to joining Parsons Brinckerhoff, Jennifer worked for DRPT and the Metropolitan Washington Airports Authority as Deputy Project Director of Finance for the Dulles Corridor Metrorail Project, where she lead the financial planning for the \$6 billion—one of the largest transit infrastructure projects underway in the US – through the successful execution of a Full Funding Grant Agreement (FFGA) with FTA.

Jennifer has also serves as on the City of Alexandria Strategic Planning Committee for Transportation and citizen member of the Potomac Yards Metrorail Implementation Group, and currently serves as a member of the City of Alexandria Transportation Commission.

Relevant Project Experience

- **Dulles Corridor Metrorail Project;** Vienna, Virginia: provided financial planning and management activities to the Metropolitan Washington Airport Authority. Helped develop the Project’s Phase 1 financial plan in accordance with FTA’s Major Capital Investment requirements.
- **Route 1 Streetcar Financial/Strategic Planning,** Arlington County and City of Alexandria, Virginia: as task manager for financial planning and strategic project development task, Jennifer is leading the development of a financial plan for a proposed streetcar project that spans two jurisdictions in northern Virginia. Jennifer is also leading the review of potential property tax revenues generated by real estate that is in close proximity to the project.
- **New Starts Financial Plans for Red Line and Purple Line Light Rail Projects;** Maryland Transit Administration, Baltimore, Maryland: overseeing the development of the capital financial plan to meet FTA requirements, including an assessment of future capital rehabilitation needs to maintain a state of good repair. The long-term capital plan consists of a financially constrained list of high-priority rehabilitation and replacement projects needed to maintain a state of good repair, and comply with FTA requirements for New Starts funds. Jennifer oversaw the identification of capital projects, review of cost estimates, development of implementation schedules, and creation of a financial model to estimate future capital funding needs.
- **Capital Planning and Program Management for Capital Project Delivery;** WMATA, Washington, D.C.: member of the program management team helping WMATA deliver their long-term capital investment program. Leading the capital financial planning tasks; assisting WMATA with the assessment and mitigation of financial risks in WMATA’s capital funding plan; developing reporting requirements under WMATA’s Next Capital Funding Agreement; and developing a financial model to help calculate funding requirements from WMATA funding jurisdictions on a quarterly basis.

Company

Parsons Brinckerhoff

Years of Experience

17

Education

MRP, Regional Planning: Infrastructure and Government Finance, University of North Carolina at Chapel Hill;

BCP, City Planning, University of Virginia

BARBARA REESE – PRINCIPAL-IN-CHARGE

Barbara Reese has been heavily involved in transportation within the State of Virginia and brings extensive experience in public transportation and rail policy and finance, including in her role as the Deputy Director of Policy in the Office of the Governor of Virginia; Deputy Secretary of Transportation for Virginia, Chief Financial Officer (CFO) for the Virginia Department of Transportation (VDOT), and transportation staff for the Virginia General Assembly's Senate Finance Committee. She has helped set strategic and policy direction for rail and public transportation throughout the state, which helped bring additional dedicated pay-as-you-go funding and innovative financing to programs and projects. In her current role, Barbara is a Principal Consultant with Parsons Brinckerhoff, providing the firm's transportation agency clients with strategic consulting services related to program and project development, financial planning, organizational assessment, and the execution of complex P3 transactions. She guides public agency clients through the process to obtain transportation-related funding and assists agencies with complex financial organizational, process, and procurement issues.

Barbara led Virginia's staff effort for the federal ARRA program, including working closely with the Department of Rail & Public Transportation's high speed rail application and acted as the Commonwealth's chief negotiator for the transfer of the Dulles Toll Road to the Metropolitan Washington Airports Authority (a public-public transaction) which set the foundation for the extension of Metro to Dulles Airport as well as the Capital Beltway HOT Lanes transaction (Project Finance's North American Deal of the Year in 2008). She was named ARTBA's 20th Anniversary Public-Private Ventures Champion in 2008 for her "exemplary work in advancing the practice, use and adoption of P3s in transportation in the United States". The ARTBA said that Barbara "set the standard" for the implementation of P3s.

Relevant Project Experience

- **Director of Finance, City of Richmond, Virginia (2010-2011):** directed the activities of 110 full-time staff and was responsible for tax assessment, collection and enforcement; risk management; parking; accounting; payroll; debt and investment management for the City of Richmond.
- **Deputy Director of Policy, Office of the Governor, Commonwealth of Virginia (2009-2010):** served on the 7-member leadership team responsible for advancing the Commonwealth's implementation of the American Recovery and Reinvestment Act (ARRA) and Virginia's \$5 billion in funding. Her responsibilities included policy development, program design and implementation, reporting, and auditing.
- **Deputy Secretary of Transportation, Commonwealth of Virginia (2007-2009):** part of the Governor's senior staff responsible for drafting and implementing the HB 3202 legislation in 2007, which links land use and transportation, authorizes additional funding and debt authorizations for transportation, and emphasizes intermodal planning and performance decision making in transportation programs.
- **Various Roles within the Virginia Department of Transportation (VDOT):** served in a variety of roles for VDOT, including Chief Financial Officer (2002-2007), Financial Planning and Debt Management Director (1997-1999), and Financial Planning and Operations Manager (1993-1996)
- **Capital Beltway HOT Lane Transaction, Virginia:** acted as chief negotiator for the transaction which will when construction is completed in late 2012 bring HOV services to Virginia's most congested roadway for the first time as well as improved transit services in the Corridor.
- **Dulles Toll Road, Virginia:** acted as chief negotiator for the transfer of the Toll Road to the Washington Metropolitan Airports Authority, allowing toll revenues to be used to extend Metro services to the Corridor

Company

Parsons Brinckerhoff

Years of Experience

30

Education

MS, Public Administration, Virginia Commonwealth University
BA, Mary Washington College

DAVE EARLEY – SENIOR FINANCIAL ANALYST

Dave Earley is a finance and management consulting leader with over 20 years of experience. He specializes in financial and management advisory services to transportation agencies, including market and revenue analysis, financial planning and forecasting, capital program prioritization, and due diligence advisory services to infrastructure investors. Recent projects have include his role as senior advisor for VDOT’s Interstate System Reconstruction and Rehabilitation Pilot Program (ISRRPP) Application for I-95; quality reviews for WMATA’s 10-year capital improvement plan, program risk assessment and sources and uses of funding forecasts; California High Speed Rail financial and business planning, which included development of P3 procurement strategies and federal grant advisory; as well as a variety of due diligence reviews toll road and other infrastructure concessions.

Company

Parsons Brinckerhoff

Years of Experience

22

Education

MBA, Columbia Graduate School of Business;
BA, Georgetown University

Relevant Project Experience

- **VDOT ISRRPP I-95 Tolling Pilot Program Application:** senior advisor providing programmatic advisory services to the department’s director of strategic initiatives, managing the development of revenue forecasts, providing oversight for the environmental scoping and economic analyses, developing tolling capital and operating costs forecasts, and developing an implementation plan for the proposed program. Parsons Brinckerhoff is assisting VDOT’s comprehensive communications and outreach program for stakeholders in the I-95 corridor, including various units of FHWA.
- **Financial Analysis of Potomac Yard Metrorail Station;** Alexandria, VA: led the financial analysis of the potential to develop a new Metrorail station adjacent to a rapidly developing former rail yard. The study compared several station locations, development scenarios, value capture strategies and financing options to support the development of both a land use plan and a station development strategy.
- **WMATA Program Management;** Washington, DC: provided management support and quality reviews for a team providing WMATA financial planning, capital preservation needs assessment, sensitivity analysis, capital program risk assessment, sources and uses of funding forecasting to help improve the delivery of a \$5 billion capital program.
- **WMATA Capital Plan Update and Process Improvement;** Washington, DC: served as senior advisor to WMATA and the consulting team during the update of the 10-year capital improvement plan and related process improvement study. The study included peer benchmarking interviews and best practices research to inform an improved project prioritization process.
- **WMATA Metro Matters Strategic Financial Plan;** Washington D.C.: led the development of a financial plan that would allow WMATA to close a \$1.5 billion funding gap in its \$3.3 billion capital program.
- **Regional Transportation Authority Feasibility Study,** Maryland/Washington, D.C.: for the Maryland General Assembly, which was concerned about the possibility of deterioration of the region’s economic strength and quality of life due to increasing demands on a constrained transportation system, assessed whether a regional transportation authority could increase financial resources and expedite completion of major projects to serve the growing Washington region.
- **Toll Road Due Diligence;** Loudoun County, VA: managed due diligence studies for the private investors in association with recapitalization of the Dulles Greenway, a 14-mile operating toll road. Conducted market analysis to support traffic and revenue forecasters developed the financial projections for the 51-year concession term, and prepared the report for use by the investors.
- **MdTA On-Call Strategic Consulting Services,** Maryland: provided management consulting services to the. Conducted an assessment of the Authority’s strategic planning and performance measurement documents.

NATHAN MACEK – SENIOR FINANCIAL ANALYST

Nathan Macek has extensive experience in performing financial analysis, policy analysis, strategic management, economic analysis, and planning studies for transit systems, highways, toll roads, and other public works infrastructure. His capabilities extend along the infrastructure development life cycle from planning, programming, innovative finance, and development to operation and maintenance of infrastructure facilities, including transit systems, highways, toll roads, and other public works facilities. He has conducted cash flow modeling, financial analyses, and risk analyses of capital and operating funding for over two dozen transportation agencies, applying innovative non-profit and public sector financing techniques to address the budgetary challenges faced by public agencies. Nathan is a specialist in developing financial capacity analysis plans supporting Federal Transit Administration Section 5309 New Starts grant applications—including three which have been recommended for Full-Funding Grant Agreements for the New York Metropolitan Transportation Authority and the Santa Clara Valley Transportation Authority. He has prepared over 30 long-range comprehensive financial plans for transit alternatives analysis and environmental clearance studies, TIGER grant applications, and Small Starts projects.

Company

Parsons Brinckerhoff

Years of Experience

11

Education

Master of Regional Planning, University of North Carolina at Chapel Hill

BA, Political Economy (with honors), Michigan State University

Relevant Project Experience

- **Grant Process Documentation**, Virginia Department of Rail and Public Transportation: applied grant program management best practices to develop a handbook documenting policies and procedures for state and federal grant programs administered by DRPT.
- **Columbia Pike Transit Initiative Program Governance and Management Review**, Washington Metropolitan Area Transit Authority, Arlington, Virginia: technical advisor to the financial plan for this program.
- **Capital and Operations Planning and New Starts Financial Analysis**, Santa Clara Valley Transportation Authority: managed preparation of New Starts financial plan for BART Extension to San Jose, California.
- **Miami Intermodal Center Financial Feasibility Analysis**, Miami-Dade Expressway Authority, Florida: managed a preliminary financial feasibility assessment of the projected O&M revenues.
- **SFMTA Capital and Operations Planning and New Starts Financial Analysis**, San Francisco, CA: developed a long-range financial plan to support the Transit Effectiveness Plan and New Starts financial planning.
- **Capital Financial Planning**, District of Columbia Transit Future System Plan, Washington, DC: developed a sources and uses of funds analysis for development and implementation of streetcar service.
- **MBTA New Starts Financial Analysis**, Massachusetts Bay Transportation Authority, Boston, Massachusetts: prepared New Starts financial plans for the Silver Line Phase III and Green Line Extension projects.
- **TTA New Starts Financial Analysis**, Triangle Transit Authority, Research Triangle Park, North Carolina: prepared the annual New Starts financial capacity analysis submission to FTA.
- **GRTA Capital Planning Financial Analysis**, Georgia Regional Transportation Authority (GRTA), Atlanta, Georgia: developed a financial analysis examining the financial capacity of GRTA and the Atlanta region's transit providers to construct and operate the Regional Transit Action Plan elements, including BRT.
- **FTA Report to Congress on Costs, Benefits, and Efficiencies of Public-Private Partnerships (P3s) for Fixed Guideway Capital Projects**: Researched and authored portions of report on US rail transit P3s.

BASSEL YOUNAN – FINANCIAL ANALYST

Bassel Younan has over seven years of experience in the areas of financial analysis, modeling and planning; transit operations and management; and travel demand forecasting. He has detailed knowledge of the finances, cost allocation rules, and operating and capital requirements of transit agencies; and has experience developing financial and planning models in support of decision making. Prior to joining Parsons Brinckerhoff, Bassel served as a consulting manager and project quality representative for the mid-Atlantic strategic planning and advisory practice of a global infrastructure firm based in Arlington, Virginia.

Company

Parsons Brinckerhoff

Years of Experience

7

Education

MS, Transportation, MIT

*BE, Civil and Environmental Engineering,
American University of Beirut*

Relevant Project Experience

- **General Financial Consultant Services, Hampton Roads Transit, Norfolk, Virginia:** as Deputy Program Manager, improved management’s review process of the financial options and risks related to major operational and capital initiatives through the development and continued support in updating an integrated six-year financial plan. Streamlined grant management processes for major capital projects and structuring cash flow analyses to forecast funding requirements.
- **Analysis of Norfolk Light Rail Project, Hampton Roads Transit, Virginia:** led efforts among a team of six engineers to estimate the additional capital cost required to complete the Norfolk Light Rail Transit project and the associated construction schedule requirements. Researched innovative financing mechanisms to fund the project cost increases and participated in funding strategy discussions with project stakeholders.
- **Comprehensive Fare Study and Strategic Fare Policy Business Plan, Hampton Roads Transit, Norfolk, Virginia:** reviewed existing fare structure and proposed changes to the structure and pricing of each transit service operated by the agency. Changes focused on fare simplification, elimination of paper transfers and the introduction of a new day pass option. Supported the development of a set of alternative fare structures and tested those to assess the revenue and ridership impacts of each.
- **Hampton Residential Service Compatibility Analysis, Hampton Roads Transit, Norfolk, Virginia:** prepared a detailed operating and capital financial model for the existing operation, estimated the cost of future service and assessed issues related to residential service compared with School Bus service.
- **FTA Rail Modernization Study, Washington, DC:** participated in a congressionally-mandated study to estimate the level of capital investments needed to attain and maintain a State of Good Repair for the nation’s seven largest rail transit operators. Conducted a gap analysis between investment needs and existing funding capacity and devising a set of alternative funding strategies.
- **Process Auditing Services for the Collection of Ridership Data, Utah Transit Authority, Salt Lake City, Utah:** coordinated efforts to improve UTA’s ridership data collection. Developed recommendations for transitioning UTA’s ridership data collection to the optimal use of automated passenger counters.
- **Ridership Forecasting and Market Analysis, Washington Metropolitan Area Transit Authority, Washington, DC:** developed and trained WMATA staff on an application that assigns real-time faregate data and estimates passenger loads on Metrorail lines; application allowed WMATA to reduce its heavy reliance on manual counts at core stations and improve its network planning.
- **WMATA Alternatives Analysis, Washington, DC:** supported the development and validation of a transit ridership forecasting tool for the MWCOG/TPB Travel Forecasting model. Utilized the new tool to prepare and evaluate future-year transit alternatives. These included defining a third transit mode to provide a network of efficient, high-quality and high-capacity surface transit across the District. Other responsibilities included preparing FTA New Starts measures of effectiveness for each alternative.

CHRIS LLOYD, AICP – SENIOR FINANCIAL ANALYST

Chris Lloyd is located in Richmond, VA and provides professional consulting services for infrastructure projects throughout the southeastern United States in the transportation, water resource, utility and commercial arenas. His principal emphasis has been in transportation, serving highway, transit and rail clients in the implementation of major capital improvement programs for state, county, and municipal agencies. His expertise includes both public and private sector clients. He will be an excellent resource to the financial consulting team, as he is very familiar with the agencies DRPT provides funding and will be able to provide operational planning and innovative financing expertise. Chris is currently supporting the VDOT On-Call Toll Consultant Services contract, managing the Route 1 Corridor Streetcar Project in Arlington County and formerly directed the Hampton Roads Transit Vision Plan. Chris has managed system wide transportation planning and programming efforts for WMATA and the Hillsborough Planning Commission (Tampa).

Company

Parsons Brinckerhoff

Years of Experience

30+

Education

*MBA, Finance, Old Dominion University
 BS, Sociology, Virginia Tech*

Relevant Project Experience

- **Hampton Roads Transit Vision Plan**, Phase II, Southeast Virginia: project director for the update of a long range transit plan for 13 jurisdictions and two transit agencies in Southeast Virginia. This DRPT project included the second largest metropolitan area in the state addressing nine cities and four counties. The plan provided for the refinement of 18 transit corridors recommended previously along with an emphasis on additional jurisdictional and transit agency input, further land use analysis, economic impact analysis, review of transit ridership and a re-assessment of cost methodologies.
- **Regional Transit System Plan**, Office of Long Range Planning WMATA, Metro DC, Virginia and Maryland: Served as transportation planning advisor for regional strategy development of WMATA’s long range system plan. Work included modeling and evaluation of 14 transit strategies to direct WMATA planning policy to the year 2040. Strategies included various bus system improvements; robust bus systems (Bus Rapid Transit with a combination of Light Rail and Streetcar networks); interlining of existing Metro rail trains, new Metro train lines; park and ride with bus shuttle connections; promotion of transit friendly urban design and extension of existing Metro train lines.
- **Route 1 Corridor Streetcar Financial/Strategic Planning**, County of Arlington & City of Alexandria, Virginia: project manager for civil design, financial plan, ridership forecasts and News Starts/Small Starts advisory services for a six mile streetcar project connecting existing Pentagon City, Crystal City, Braddock Road, and King Street Metro stations along with a new Potomac Yards Metro station in Arlington and Alexandria, VA. Development in the Arlington streetcar service area was targeted to increase from 35.8 million square feet of mixed use to 59.4 million square feet. Alexandria development plans call for adding an additional 7.5 million square feet of mixed use development.
- **Dulles Corridor Metrorail Project – Phase 2**, Fairfax and Loudoun Counties, VA, Metropolitan Washington Airport Authority: Served as environmental review director for NEPA and permit issues related to the extension of Metrorail from Wiehle Avenue station to the Route 772/Ryan Rd station.
- **Virginia Beach Multimodal Center**, Virginia Beach, Virginia: project manager for the identification and analysis of potential sites for a multimodal transportation facility serving as a focal point for all transportation modes in the City’s resort area; vehicular, bus/trolley, light rail, bicycle and pedestrian.
- **Midtown Tunnel**, Public Private Transportation Agreement, Norfolk-Portsmouth, Virginia: Currently negotiating interim agreement scope and final costs with a design build team for environmental documentation, permits, mitigation and monitoring to construct and operate the Midtown Tunnel between Norfolk and Portsmouth, Virginia.

BRAD SHIP – MANAGEMENT CONSULTANT

Brad Ship provides strategic finance, investment and economic advisory support to public and private sector clients, applying a background in engineering and advanced education in business, finance, and management. His experience includes providing both buy- and sell-side clients with commercial and technical analyses to support infrastructure investment decisions; as well as financial analysis and modeling, economic services, and strategic advice to a wide range of clients in non-transaction scenarios.

Company

Parsons Brinckerhoff

Years of Experience

5

Education

*MS, Engineering Management, Dartmouth
BS, Civil Engineering, Lafayette College*

Relevant Project Experience

- **Presidio Parkway P3**, San Francisco, California: analyst supporting development of full technical specifications for this DBPOM procurement for the San Francisco County Transportation Authority and Caltrans to advise the client on the operational requirements and other technical aspects of the project as they relate to risk, finance, and legal issues.
- **Alligator Alley (I-75) Toll Road Privatization**, Florida Statewide: provided due diligence services in preparation of a bid on a 50-year brownfield toll road concession. Services included operating and capital expenditure advisory services, document review, tolling strategy, and overall project strategy.
- **Port Mann Bridge/Highway 1 Toll Road Acquisition**, Vancouver, Canada: provided due diligence services to Macquarie in preparation of a bid on a 40-year toll road concession. Services included detailed CapEx/OpEx forecasts for both debt and equity providers.
- **Regional Railroad Due Diligence (Confidential Client)**, Florida: provided due diligence services for a client prior to submitting a bid that included investigation of CapEX and OpEx, and uncategorized risks and opportunities, as well as an analysis of traffic and revenue.
- **Louisiana TIMED Program**, Louisiana Statewide: performed the 2007 financial feasibility analysis for the \$5B highway and bridge improvement program. Delivered ongoing analysis of financing options including a variety of municipal bond issuance scenarios.
- **Mid-Coast Light Rail Project-Level Cost Escalation Forecast**, San Diego, California: to support SANDAG's application for funding from the Federal Transit Administration, a detailed economic analysis was conducted resulting in a project-specific, bottom-up forecast of construction cost escalation.
- **Sound Transit Agency-Level Cost Escalation Forecast**, Seattle, Washington: conducted component-level construction cost escalation forecasting exercise, including extensive market study and analysis of localized supply-demand for construction components that informed the agency-wide financial plan.
- **Honolulu High Capacity Transit Corridor Project Draft Financial Plan**, Hawaii: conducted a detailed construction market study to inform the financial feasibility analysis. This study included a forecast of locally-specific construction costs and market analysis of the global, national, and local markets.
- **Ohio Department of Transportation Agency-Level Cost Escalation Forecast**, Ohio Statewide: providing construction escalation forecasting on an ongoing basis to the Ohio Department of Transportation. These forecasts are used to support financial planning activities and in support of the biennial ODOT Business Plan.
- **Intercounty Connector**, Baltimore, Maryland: created a comprehensive, 30-year operating and capital expenditure forecast for a proposed Maryland Transportation Authority (MTA) toll road.
- **Operating Contract Procurement Process and Evaluation** for MTA, Baltimore, Maryland: lead analyst developing an improved operating contract procurement process.

ERIC ROECKS – SENIOR INTERNAL CONTROLS ANALYST

Eric Roecks provides strategic advisory services to public and private clients throughout the United States and has been consistently recognized by executives and managers as a trusted advisor. He has managed government programs and corporate initiatives while serving three elected officials and he provides governance, strategic planning, business process re-engineering, project/program management improvement, communication planning, board development, performance and management auditing and reviews, procurement assistance, and benchmarking analyses for infrastructure clients both large and small. His knowledge has been applied to a wide range of industries including highway, transit, energy, health care, public safety, environmental, information technology, banking, housing, licensing, employment security, and natural resource clients.

Company
Parsons Brinckerhoff

Years of Experience
22

Education
MPA, University of Washington
BA, Whitworth University, summa cum laude

Relevant Project Experience

- WMATA Capital Planning and Prioritization Assistance, Washington, DC
- WMATA Capital Program Management Strategy Manual Development, Washington, DC
- Tennessee DOT Business Planning Assistance, Nashville, Tennessee
- Tennessee DOT Executive Leadership Team Strategic Planning Facilitation, Nashville, Tennessee
- Tennessee DOT Management Transition Assistance, Nashville, Tennessee
- Georgia DOT Business Communication Training, Atlanta, Georgia
- Georgia DOT Business Process Review / Strategic Planning, Atlanta, Georgia
- Arizona DOT Maintenance Level of Service Assessment, Phoenix, Arizona
- Bay Area Rapid Transit Technology Planning and Governance Assistance, Oakland, California
- Caltrans Roadside Improvement Program Strategic Plan, Sacramento, California
- City of Bellevue Transportation Department Management Review, Washington
- City of Portland Bureau of Transportation Organizational Structure Review, Portland, Oregon
- Dallas Area Rapid Transit Strategic Vision Development, Dallas, Texas
- King County DOT Change Management Training, Seattle, Washington
- King County DOT Management Review, Seattle, Washington
- King County DOT Project Management Systems Development Assistance, Seattle, Washington
- LA Metro Strategic Advisory Services for Measure R, Los Angeles, California
- Miami Parking Authority Information Systems Operations Assessment, Miami, Florida
- Multnomah County Department of Transportation Management Review, Gresham, Oregon
- Orange County Transportation Authority Organizational Readiness and Capacity Assessment, California
- Oregon DOT Project Delivery Guidebook Development, Salem
- San Francisco Municipal Transportation Agency Transit Effectiveness Project Implementation Assistance
- Washington State Legislature Joint Transportation Committee (WA JTC) Transit Investments Blueprint Study

ALAN LUBLINER – SENIOR INTERNAL CONTROLS ANALYST

Alan Lubliner leads the strategic planning and management services practice, helping clients with business planning, organizational development, performance management, and new institutional and governance structures. His distinguished career as a project manager and advisor to public agencies includes projects for several major cities, county and state agencies, the federal government, and transportation agencies in other countries with responsibilities that included management of multi-agency transportation programs, policy and institutional development and capacity building, design of decision-making frameworks, transportation funding, legislation, regulatory compliance, fiscal oversight, stakeholder involvement and public affairs. He has a keen understanding of government processes with a focus on identifying and overcoming institutional barriers.

Company

Parsons Brinckerhoff

Years of Experience

30+

Education

*Graduate Studies, Urban Planning, Antioch
 BA, Political Science, University of Colorado*

Relevant Project Experience

- **Institutional Architectures to Advance Operational Strategies**, Strategic Highway Research Program (SHRP 2), Transportation Research Board, Washington, DC: project manager for this research effort to identify best practices, including organizational structure, procedures, authorizing context, culture, and others, that are most significant and effective for departments of transportation (DOTs) and their public safety and local/regional government partners as their missions expand to include systems management and operations programs that can improve travel time reliability. The project includes an innovative application of a capability-maturity model to public agencies involved in transportation operations.
- **MTC Transit Sustainability**, San Francisco, California: supporting the financial and institutional tasks of the Metropolitan Transportation Commission (MTC)'s regional Transit Sustainability Project (TSP). Helping to manage a comprehensive, fact-based analysis of the existing system, in order to seek opportunities to make transit more efficient and effective.
- **San Francisco Municipal Transportation Agency (SFMTA) Transit Effectiveness Project Implementation Plan**, San Francisco, California: working with agency staff to develop an implementation strategy for ushering in the first major, sweeping operational changes facing SFMTA in a generation. The implementation strategy includes a 5-year Capital Plan, updated Phasing Plan, and strategies for communications, staffing, risk management, performance measurement, etc.
- **Organizational Readiness and Capacity Assessment**, Orange County Transportation Authority (OCTA), Orange, California: principal consultant and organizational development advisor for the consultant team assisting OCTA in capital program delivery needs identification, organizational design and process assessment, industry best practices, improvement planning and change management.
- **FTA Transit Asset Management Framework**, Washington, D.C.: supporting the development of a Transit Asset Management manual and training course that will provide guidance to advance asset management implementation in the transit industry.
- **Comprehensive Street Management Plan**, New York City Economic Development Corporation and Department of Transportation (NYCDOT): project manager for this effort to improve NYCDOT's pavement management, other street right-of-way assets management and capital program processes and to develop a process for coordination among multiple city agencies, private utilities and telecommunications companies.

BRAD TURNER – SENIOR MANAGEMENT CONSULTANT

Bradley Turner is an attorney and commercial strategy expert experienced in the implementation of complex infrastructure projects, with a focus on the transportation and energy sectors. His primary skill areas include contract development and negotiation, and deployment of optimal program management methods. Brad has supported over 30 public and private sector infrastructure transactions valued at over \$20 billion; including development of project delivery strategies, design-build, design-build-operate-maintain, and public-private partnership contracts.

Company

Parsons Brinckerhoff

Years of Experience

18

Education

JD, Washington and Lee University

BA, US History (Industrial Development – Transportation and Energy), Bates College

Relevant Project Experience

- **Hampton Roads Transit Norfolk Light Rail Transit System**, Norfolk, Virginia: Prepared an analysis of potential regulatory and commercial issues to be included in the draft Operations and Maintenance Plan for the Norfolk Light Rail Transit System Project.
- **WMATA Fare Collection System Consulting**, Washington, DC: Reviewed the proposed contract for the SmarTrip smartcard fare collection project and provided recommendations for revisions.
- **Dulles Corridor Metrorail Project**, Fairfax and Loudoun Counties, VA: Prepared presentation materials and participated in an executive management workshop on project delivery methods and organizational strategies.
- **South Eastern Pennsylvania Transportation Authority Compliance Review**: Conducted a responsibility and compliance review of the legal, financial capability, surety bond and insurance elements of four bids to supply electric multiple unit commuter rail cars.
- **Atlanta Beltline Inc.:** Prepared the procurement strategy and project delivery elements of the Transit Operator Due Diligence report. Analyzed design-bid-build, design/build, design, build, operate, maintain and public private partnership approaches relative to project objectives, timelines and funding sources.
- **Houston METRO Solutions Light Rail P3 Project**, Houston, Texas: Project Manager for this \$2 billion+ capital program that will provide four new light rail transit lines using a hybrid procurement methodology based on the design build operate maintain and public private partnership concepts.
- **Port Authority of New York and New Jersey JFK Airport Access Light Rail**, New York: For this \$2 billion+ project, provided strategic input for the development of the design-build-operate-maintain contract, developed the evaluation and negotiated procurement procedures.
- **Port Authority Trans–Hudson (PATH) Fare Collection System**, New York: Developed terms and conditions and supported the negotiation of the contract for the replacement of PATH’s fare collection system.
- **Maryland Transit Administration (MTA) Procurement Consulting**, Maryland: Participated in an analysis of the agency’s procurement documents and procedures, recommended changes and proposed revisions.
- **MTA Operations and Maintenance Contract for MARC Commuter Rail**, Maryland: Developed the RFI process for the Operations and Maintenance contract for the MARC commuter rail system.
- **San Francisco Bay Area Rapid Transit District Railcar Procurement Strategy**, San Francisco, California: Provided procurement strategy of possible approaches for the acquisition of a new railcar fleet.
- **New Jersey Transit Union County Light Rail Transit System**, New Jersey: Developed financial strategy and risk allocation processes for public private partnership contracts.

KUMUDU GUNASEKERA – SENIOR FINANCIAL ANALYST

Dr. Kumudu Gunasekera is principal consultant specializing in benefit-cost analysis, regional economic impact analysis, construction cost escalation forecasting, port economics, good movement economics, and tax/revenue forecasting. He is a co-developer of PRISM, a web-based model application that provides users with the ability to use both benefit-cost and regional economic impact modeling frameworks to evaluate the effects of transportation infrastructure investments on the regional economy. He co-developed the enhancement of PRISM, which adds a sustainability assessment component designed to link investment factors with tradeoffs in quantitative terms, and is called the Triple Bottom Line Valuation. This enhanced tool provides a much needed vehicle for informed, transparent tradeoff analyses that can help support the decision-making needed for infrastructure investment: <http://prism.pbworld.net/pbcms/web/prism/home>.

Company

Parsons Brinckerhoff

Years of Experience

10

Education

PhD, Boston University

MA, Boston University

BA, Hobart and William Smith Colleges

Relevant Project Experience

- **TIGER II Grant Benefit-Cost Analysis for the Port of Baltimore**, Baltimore, Maryland: led a team of economists monetizing the benefits (and costs) of the proposed Masonville Vessel Berth 3 development project for the Maryland Ports Administration.
- **TIGER II Grant Commuter Rail Project**, Maryland statewide: led a team of economists monetizing the benefits (and costs) of the proposed MARC Reliability Improvements project in support of a Maryland Transit Administration (MTA) TIGER application.
- **TIGER II Grant Transit Operations Facility**, Maryland: led a team of economists monetizing the benefits (and costs) of MTA's proposed Central Maryland Transit Operations Facility.
- **Long Range Transportation Plan**, Virginia statewide: advised the George Washington Regional Commission/Fredericksburg Area Metropolitan Planning Organization on developing the socioeconomic portion of the Long Range Transportation Plan (LRTP) update.
- **Private Sector Toll Road Investor**, Virginia: advised the Macquarie Infrastructure Group on the successful bid to operate and maintain a 14-mile toll road through a 50-year lease period.
- **Construction Cost Analysis/Review for the proposed Red and Purple Line projects**, Maryland: lead economist in developing this cost analysis/review for the Maryland Transit Authority. (2011)
- **Funding Framework Analysis for proposed rail connector and intermodal yard**, Maryland: part of a team of economists who provided a preliminary funding plan for two Freight Rail 'Hot Spot' Projects (GM Intermodal Yard & CSX/NS Aberdeen Connector) for the Maryland Department of Transportation.
- **Regional Economic Impact Model for the Ohio Department of Transportation (ODOT)**, Ohio statewide: project manager responsible for a customized input-output based regional economic model for Ohio.
- **Sound Transit Benefit-Cost Analysis of a proposed Light Rail System**, Seattle, Washington: lead author of a technical report that developed a methodology for estimating benefits and costs of the proposed Sound Transit 2 investment package. This report, which is a public document, assisted the agency to successfully pass a \$17 billion ballot measure to expand rail transit in three counties.
- **City and County of Honolulu Regional Economic Impact Analysis**, Honolulu, Hawaii: technical lead for an Area Wide Market Development Demand Assessment and a Regional Economic Impact Analysis that was in support of the EIS for the proposed Honolulu High-Capacity Transit Corridor Project.
- **Economic Impacts to Businesses of a proposed highway**, Chicago, Illinois: estimated the wider economic impacts of the proposed highway project (Prairie Parkway) for the Illinois Department of Transportation.

AMINE STAMBOULI – JUNIOR FINANCIAL ANALYST

Amine Stambouli is an associate consultant with the strategic consulting group of Parsons Brinckerhoff specializing in project management, research, and strategy support with the finance and investment business line. Previously, he has provided support for projects sponsored by the Federal Railroad Administration (FRA), Federal Highway Administration (FHWA), American Society of Civil Engineers (ASCE), and the Transportation Research Board of the National Academies (TRB). Relevant experience support projects with similar scope include:

- Evaluation of a national transportation agency to establish governance and financial regulations, Confidential Client, Canada
- CapEx analysis for confidential client concession to operation and maintain an airport, San Juan, Puerto Rico
- Abu Dhabi Regional Rail Study: supported development of a national passenger rail plan. Develop the regional rail system financing options and delivery strategies.

Company

Parsons Brinckerhoff

Years of Experience

3

Education

*Graduate Certificate, Project Management, Georgetown University
BA, Economics, University of Maryland at College Park*

CRYSTAL CUMMINGS – JUNIOR FINANCIAL ANALYST

Crystal Cummings works with clients to identify and seek out funding opportunities to support their major capital transit investments. She provides financial advisory services; conducts socioeconomic analyses, community impact assessments and other planning studies to support federal grant applications for urban planning and transportation projects. Recent projects have included financial planning for two multi-million dollar capital improvements projects for the Maryland Transit Administration and strategic planning services to help the Federal Railroad Administration analyze when and where different levels of high speed and intercity passenger rail service might be warranted and ultimately successful. Relevant experience includes:

- Baltimore Red Line and DC-area Purple Line New Starts Financial Plans, Maryland
- Maryland Value Capture Support for Highway and Transit Projects, Maryland
- FRA National and Southwest Multi-State Rail Planning Study: Developing national performance measures, assisting FRA with developing best practice methods for cost/benefit analysis, and performing research to analyze the expected ranges in passenger rail capital costs, O&M costs, ridership, and financial performance.
- California High Speed Rail Project: Conducting research as part of business plan development for the California High Speed Rail Authority (CHSRA) project, including private sector participation, an economic benefits analysis, a funding and financing strategy and ridership and revenue forecasts.
- Triangle Regional Transit Program, Wake, Durham, and Orange Counties, North Carolina: Assisted with the study of regional rail transit investment opportunities within the area's rail corridors.
- Center City Streetcar Project, Charlotte, North Carolina: Assisted in confirming the alignment for the proposed streetcar through Uptown. Specific roles included refinement of evaluation criteria, data collection and analysis, evaluation of alternatives.

Company

Parsons Brinckerhoff

Years of Experience

4

Education

*Master of City & Regional Planning, University of Pennsylvania,
BA, Urban Studies and American Public Policy, University of Pennsylvania*

MATTHEW DEERY – JUNIOR MANAGEMENT CONSULTANT

Matthew Deery is an associate consultant with Parsons Brinckerhoff’s strategic consulting practices, specializing in finance and investment. He combines a background in finance with experience in transportation and energy infrastructure to advise clients on infrastructure projects. In addition, he brings experience in construction economics, transportation policy, and financial modeling. Relevant experience support projects with similar scope include:

- Financial Services Contract Support for Finance and Toll Services, North Carolina Turnpike Authority
- Baltimore Red Line and DC-area Purple Line New Starts Financial Plans, Maryland
- Financial Planning for the City and County of Honolulu, Hawaii
- International Due Diligence Review and Transaction Support for Confidential Client, Canada
- Abu Dhabi Regional Rail Study regional rail system financing options and delivery strategies

Company
 Parsons Brinckerhoff

Years of Experience
 1

Education
 BS, Finance and International Business,
 Georgetown University

MICHAEL RODRIGUEZ – FINANCIAL ANALYST

Michael Rodriguez is an experienced transportation policy, economics, and planning consultant. His recent project experience has included identifying metrics in the development of a strategic transportation system for the Ohio Department of Transportation as part of their comprehensive *Ohio Futures* effort, a strategic long-range transportation plan for the state. In addition, Mr. Rodriguez produced a policy analysis for the Southeast Michigan Council of Governments that identified existing freight investments in the region and identified opportunities for strategic freight investment as an economic development tool for Detroit. He has worked with a variety of public and private agencies across various transportation modes to provide rigorous economic analysis and policy recommendations to guide development and maximize performance. His experience includes work in strategic management, performance metrics, GIS techniques, statistical analysis, and data sources. Relevant experience support projects with similar scope include:

- Global Container Terminal Economic Impact Analysis, Jersey City, New Jersey
- New Haven Downtown Crossing Benefit Cost Analysis, New Haven, Connecticut
- SR-91 Toll Express Lanes Benefit Cost Analysis, Riverside County, California
- Muldraugh Bridges Benefit Cost Analysis, Harden County, Kentucky
- Regression Model Development for the Honolulu High Capacity Transit Study, Honolulu, Hawaii
- Purple Line Operating Cost Estimation, Bethesda, Maryland
- Capital Cost Escalation Models for the Mid Coast Transit Study, San Diego, California

Company
 Parsons Brinckerhoff

Years of Experience
 4

Education
 MS, Urban & Regional Planning, University of Wisconsin-Madison
 MPA, UW-Madison
 BS, Certificate of Completion, American Politics, US Military Academy at West Point

Reid Consulting
Resumes

JAMES W. REID, CPA, MBA – SENIOR FINANCIAL COMPLIANCE ANALYST

Mr. Reid is a CPA and an MBA with over 30 years of accounting, auditing, and financial management experience. Currently Managing Director of Reid Consulting, LLC, his recent transit industry experience is in the following areas: procurement, grants management, project management, financial capacity, budgeting, governance, cost allocation, and financial management. Mr. Reid is currently the engagement partner for the firm’s prime contract with FTA for the Financial Management Oversight (FMO) program. In addition to his transit experience, Mr. Reid has an extensive background providing services to public organizations. He possesses an in-depth knowledge of Office of Management and Budget (OMB) requirements, Cost Accounting Standards, Federal Financial Accounting Standards, Federal Procurement Regulations, and the Chief Financial Officer’s Act.

Company

Reid Consulting, LLC

Years of Experience

30

Education

*MBA, George Washington University;
BA, Business Administration, Accounting,
University of D.C.*

Relevant Project Experience

- **Engagement Partner and Instructor.** Planning and delivery of Financial Management Oversight (FMO) Seminars, Financial Management Oversight (FMO) Regional Training Seminars, and Headquarters Special Assignments
- **Engagement Partner on Procedures Codification and Updates.** Leads efforts to codify and issue completely updated procedures to be used by contractors to conduct financial oversight reviews of FTA grantees.
- **Engagement Partner on FMO reviews of FTA Grantees.** Served as engagement partner on over 30 financial management oversight reviews of FTA grantees. Financial Management reviews are conducted in order to inform FTA of adequacy of grantees internal financial controls and financial capacity to complete projects and sustain continuing operations. Grantees internal controls must comply with the requirements of the Common Rule and related OMB and FTA circulars. Some of the specific areas examined are cash management, procurement, equipment control and maintenance, grants management, financial management and reporting, budgeting, and cost allocation. Following is a sample of assignments where James has been the Engagement Partner:
 - New York City Transit – Review of cost allocation plan and costing systems
 - New York Mass Transit Authority – Review of financial plans and financial capacity related to completion of major capital projects
 - Metropolitan Washington Airport Authority - Review of financial plans and financial capacity related to completion of a major capital project
 - Chicago Transit Authority – Full scope review of internal controls and assessment of financial capacity
 - Hampton Roads Transit - Review of financial plans and financial capacity related to completion of a major capital project
 - Chatham Area Transit – Special review of governance structure
 - Denver Union Station Project Authority – Review of status of special financing arrangement related to the completion of a major project

SHARON AHMAD – SENIOR INTERNAL CONTROLS ANALYST

Ms. Ahmad is a Director of Reid Consulting, LLC, and has extensive experience in performance on Federal contracts. She is responsible for coordinating many of the contractual and technical aspects of two of the firm's oversight projects with the FTA, the Triennial Review and the State Management Review programs, and is the primary point of contact for FTA. Prior to joining Reid Consulting, Ms. Ahmad was the Director of the Grants Administration Department at a super-grantee of the Department of Health and Human Services, responsible for the agency's oversight of sub-recipients' compliance with Federal requirements.

Company

Reid Consulting, LLC

Years of Experience

32

Education

MA, Administrative Management, Bowie State University

*BA, University of the District of Columbia
UCLA Anderson School of Management Head Start Fellow*

Relevant Project Experience

Ms. Ahmad provides technical and contractual support to the Federal Transit Administration Office of Oversight. This experience includes:

- Serving on the project management team for State Management Reviews and Triennial Reviews as the primary point of contact with the COTR as the person responsible for overseeing the firm's reporting schedules, ensuring submission of the required monthly progress reports to the respective COTRs, and ensuring timely and accurate entering of review information into OTrak.
- Participation in State Management Reviews as a member of State Management and Combined Review teams.
- Participation in Triennial Reviews, leading Triennial Reviews of grantees in multiple regions or as a member of other Triennial Review teams.
- Participation in the user testing for a new OTrak version release, which included providing feedback as requested on OTrak data elements, functionality, and management reports.
- Assisting with the development and maintenance of program guidance for the FTA's Triennial Review and State Management Review programs.
- Involvement in the coordination and implementation of the Triennial Review, State Management Review and Tribal Transit Programs' workshops, including the respective workbook development and revisions.
- The establishment and monitoring of staff assignments and schedules and dissemination of information to team members, providing technical direction as needed.
- Management of FTA Operational Support projects as assigned for both the *Triennial Review* and *State Management Review* programs, ensuring the timely submission of deliverables to the COTR.
- Development of the annual reports for the FTA *Triennial Review* and *State Management Review* programs, providing information about the program performance of the ten FTA Regional Offices.

DONNA MCCOY, CPA – SENIOR ACCOUNTANT

Donna McCoy has 21 years of experience in accounting and consulting including 17 years in public accounting and 4 years as the Finance Director of a non-profit. Donna has served as project manager for numerous FMO reviews. Donna has also performed specialized assignments for the FTA along with her work on procurement system and state management reviews.

Company

Reid Consulting, Inc.

Years of Experience

21

Education

BA, Accounting, Pennsylvania State

Relevant Project Experience

- **Lead Instructor** - Planning and delivery of Financial Management Oversight (FMO) Seminars, Financial Management Oversight (FMO) Regional Training Seminars, and Headquarters Special Assignments
- **Engagement Manager on Procedures Codification and Updates** - Leads efforts to codify and issue completely updated procedures to be used by contractors to conduct financial oversight reviews of FTA grantees.
- **Site Manager** – Leads Financial Management Oversight engagements to assess the financial management systems and related internal controls of transit agencies throughout the US. Project Manager for more than 40 FMOs, including: New Jersey Transit Corporation, Chicago Transit Authority and Massachusetts Bay Transportation Authority.
- **Project Manager** - Project Manager on FTA engagement to perform an overall financial capacity assessment of Chicago Transit Authority to determine the organization's overall financial health and their ability to continue operations at current levels. Project Manager on engagements with the US Department of Homeland Security and the Environmental Protection Agency.
- **Site Manager** - Site Manager for FTA Procurement Systems Reviews, which assess grantees' compliance with federal procurement standards and the master agreement between the grantee and the FTA.
- **Manager** - Manager-in-Charge of the financial oversight of grantees of the Lower Manhattan Recovery Office during post-9/11 reconstruction of transit facilities including projects for New York City Transit and Port Authority of New York and New Jersey. Manager in charge of audit, review and compilation of the financial statements and related single audit requirements of multiple entities, including Transit Agencies, Voluntary Health and Welfare Organizations, Churches, Medical Centers, and Extension Corporations.
- **Lead Reviewer** - South Carolina Department of Transportation: Lead Reviewer on this engagement to implement Internal Control and Compliance Monitoring and Review for South Carolina DOT subrecipient mass transit providers.

**DAVID CROOKS, CPA – SENIOR INTERNAL CONTROLS
 ANALYST**

Mr. Crooks is a seasoned CPA with over 17 years of accounting and consulting experience. A significant portion of his experience involved providing audit and consulting services to Federal agencies. He has served on a number of federal engagements that required analyzing and correcting federal accounting entries, Treasury reporting, OMB reporting, and accounting for grants and contracts. Mr. Crooks previously worked in the Assurances Service Group at Ernst & Young, LLP, where he planned, coordinated and supervised multiple audit engagements. Since joining Reid Consulting, Mr. Crooks has served as a Principal on the Federal consulting engagement with the Department of Transportation which involves examining departmental internal controls and monitoring controls over grantees. In addition, since March 2011 Mr. Crooks has been an Instructor in the delivery of the Financial Management Oversight (FMO) Seminars, and FMO Regional Training Seminars.

Company
 Reid Consulting, LLC

Years of Experience
 17

Education
 BA, Accounting, University of the District of Columbia

Relevant Project Experience

Mr. Crooks served as the Project Manager on a number the Federal Transit Administration’s FMO Reviews. These reviews include full scope system reviews, follow-up reviews, cost allocation plan reviews, and special reviews such as Agreed-Upon procedures reviews. Over the past seven years, some of the specific transit experience included the following:

- **Metropolitan Washington Airport Authority** - Agreed-Upon Procedures review of this grantee that oversees the Dulles Rail project
- **Washington Metropolitan Area Transit Authority** – As the project manager, conducted Full Scope FMO review of the Authority.
- **City of Wichita** – Performed Full Scope FMO review activities
- **Greenville Transit Authority** – Conducted Full Scope Review as well as Cost Allocation Plan review
- **City of Spartanburg** – Full Scope FMO Review
- **Santee Wateree Regional Transportation Authority** – Performed Cost Allocation Plan review of this grantee
- **Municipality of Camuy, Puerto Rico** – Performed Agreed Upon Procedures review of this grantee related to grants and project management
- **Washington State Department of Transportation** – Agreed upon procedures review of allowability of costs charged to grants
- **City of Poughkeepsie** -Special review of the transit department of the City
- **New Orleans Regional Transit Authority** – Conducted a follow up review to an FMO review that was conducted after the Gulf Coast Hurricanes of 2005.

**ANDRE BRICKHOUSE, CPA, CFP - SENIOR INTERNAL
CONTROLS ANALYST**

Andre Brickhouse is a management consultant with over twelve years of accounting and auditing experience, with extensive experience in both private sector and government related engagements. Mr. Brickhouse's experience includes internal control reviews, financial audits, compliance with Federal regulations, budget analysis, and automated accounting systems. Mr. Brickhouse has served for three years as a project manager for the firm's prime contract with FTA for the *Financial Management Oversight* (FMO) program.

Company

Reid Consulting, LLC

Years of Experience

14

Education

BA, Accounting, Virginia State University

Relevant Project Experience

- Project Manager on planning and delivery of *FMO Seminars* for FY 2007 through present.
- Project Manager on FMO task order to review the *Cost Allocation Plan* for the Port Authority of Allegheny County.
- Project Manager on FMO task order to perform *Full Scope Review* on the transit operations and capital programs for the Cape Ann transit Authority.
- Project Manager on the FMO task order to perform a *Financial Capacity Assessment* of the Hampton Light Rail Transit project.
- Project Manager on the FMO task order to perform a *Financial Capacity Assessment* of the Dulles Corridor project.
- Project Manager on FMO task orders to perform *Agreed-Upon Procedures* reviews of Charleston Area Regional Transit Authority and the Town of Brattleboro Vermont.
- Project Manager on the FMO task order to perform a *Financial Capacity Assessment* of the New Jersey Transit ARC project.
- Project Manager on the FMO task order to perform a *Full Scope Review* and *Financial Capacity Assessment* of the Chicago Transit Authority.
- Principal on a consulting engagement to assist the New Orleans Regional Transit Authority with the preparation of cost allocation plans for 2005 through 2009.

JOHN CLARE – SENIOR INTERNAL CONTROLS ANALYST

- Mr. Clare, a transit specialist with Reid Consulting, LLC, has over 30 years of experience in the public transit industry and in project management. Before joining Reid, Mr. Clare provided project management oversight of several design and construction projects and held a number of senior management positions with the Central New York Regional Transportation Authority.

Company

Reid Consulting, LLC

Years of Experience

30

Education

*Masters in Public Administration, State University of New York at Albany
BA, Political Science, American University*

Relevant Project Experience

- **Lead Reviewer and Reviewer; Federal Transit Administration:** Mr. Clare serves as lead reviewer conducting Triennial Reviews and supports special projects. He also serves as a reviewer for State Management Reviews and supports special projects.
- **Senior Management; Central New York Regional Transportation Authority:** Mr. Clare held a number of senior management positions responsible for project development, project management, contract administration, procurement, proposal preparation, selection and negotiation of professional service contracts, capital planning and construction, grant preparation, grant administration, governmental relations and marketing. As the manager responsible for assuring compliance with FTA regulations, Mr. Clare was the point person responsible for FTA Triennial Reviews. At the invitation of FTA, Mr. Clare moderated a training session on “Surviving a Triennial Review” at a joint Region I and II conference. Also at the request of FTA, Mr. Clare managed a national bus purchase consortium and a statewide alternative fuels bus purchase consortium. He served as the project manager for multiple capital construction projects, including an Intermodal Transportation Center project. Mr. Clare was responsible for developing, implementing and evaluating a wide range of innovative programs to improve the efficiency and effectiveness of transit operations. These programs included research and demonstration projects to evaluate demand responsive transportation systems, bus air conditioning effectiveness programs, brake retarder demonstration, an automated bus diagnostic system and a wheelchair lift life cycle cost project.
- **Representative; Syracuse Metropolitan Transportation Council – Metropolitan Planning Process:** For over 25 years, Mr. Clare served as a representative on the Syracuse Metropolitan Transportation Council, the metropolitan planning organization for the Syracuse metropolitan area. Mr. Clare served as chairman of the executive committee, first alternate for the policy committee, and a member of the planning committee, the capital projects subcommittee, and the transit subcommittee. Mr. Clare assisted the MPO during Planning Certification Reviews conducted by the FTA and the Federal Highway Administration.

Dynamic Pro
Resumes

LUISA FERNANDEZ – FINANCIAL ANALYST

Luisa Fernandez specializes in financial and statistical modeling, econometric and time series model simulation, data management, and technical reports. She brings strong data management, economic, analytical and financial skills with the ability to produce solid reports and communicate effectively with internal and external stakeholders. She has first-hand transportation project experience, providing financial grants management and closeout assistance, monitoring financial allocations and evaluating data, overseeing compliance with fiscal and procedural regulations, monitoring multiple budgets, and developing financial reports and models. Ms. Fernandez’s computer and modeling skills encompass MS Office (Access), E-Views, MicroFit, Forecast-Pro, Resource Allocation Model (RAM), IMPLAN economic impact modeling system, SAS, SPSS, and ArcView, with extensive experience in econometric and time series model simulation. Ms. Fernandez is a former Economics lecturer at Kingston University in London, where she taught undergraduate courses in Principles of Microeconomic and Macroeconomic Theory, Mathematical and Foundation Skills for Economics, and Introduction to Economics.

Company

Dynamic Pro, Inc

Years of Experience

10

Education

*MS, Business and Economic Forecasting. Kingston University-London, United Kingdom
 MA, Economics. University of Missouri-Kansas City, Kansas City, MO
 BA, Economics. University of Missouri-Kansas City, Kansas City, MO*

Relevant Project Experience

- **Grants Management;** WMATA, Washington D.C.: Provided financial grants management and closeout assistance of Department of Homeland Security to Washington Metro Area Transit Authority as Senior Consultant with Dynamic Pro, Inc. Monitored financial allocations, evaluated data, reviewed project expenses, and established detailed business processes during grant closeout stage. Oversaw compliance with fiscal and procedural regulations and requirements established by granting agencies. Monitored multiple budgets and alerted grant and project managers of significant variances and possible compliance issues. Developed financial reports and templates to facilitate review of grant activities by granting agencies.
- **Economic Analysis;** Washington, D.C.: Performed economic analyses of value of intellectual property, tangible products, financial instruments, and services provided by multinational corporations and their subsidiaries for US and foreign income tax purposes, as Economic Analyst for Alvarez & Marsal Taxand LLC. Developed financial and econometric models using client actual and public domain data to assess economic validity of clients’ transfer pricing policies and ensure regulatory compliance with US and foreign tax authorities. Proactively interacted with key client management in energy, construction services, telecom, financial services and airline industry in various jurisdictions to gather information, resolve global tax and finance-related issues, and make recommendations for business and process improvements.
- **DHCD Housing Analysis,** Maryland: Conducted analysis using housing grant and census data to determine options to improve housing and community development in Maryland as Research Economist for the State of Maryland Department of Housing and Community Development (DHCD). Represented Director and Department at meetings, task forces and commissions to advocate and interpret policies and positions on housing and community development issues. Conducted annual econometric analysis using Home Mortgage Disclosure Act data to determine if lending institutions in the state of Maryland engaged in discriminatory lending practices, as required by US Department of Housing and Urban Development. Appointed to DHCD’s task force for Base Realignment and Closure (BRAC) to determine the resulting economic and fiscal impacts to the state’s economy. Drafted reports of economic analyses for Secretary’s use in speeches and briefings, and presented findings to members of the task force and government officials. Provided recommendations on the best usage of the funding allocated to Maryland by the Department of Defense to support the Agency’s mission and the nation’s defense and security efforts.

SHAWN LUGER – FINANCIAL ANALYST

Shawn Luger is a seasoned finance professional with Fortune 100 experience. His broad background spans manufacturing, distribution, information, and education. He possesses not only the technical abilities, but also the business acumen and soft skills to provide effective and efficient service. He specializes in budget, forecast, Long Range Plan (LRP) Variance, analysis, financial models, mergers and acquisitions (M&A), metrics. He has first-hand transportation project experience supporting WMATA in monitoring financial allocations and evaluating data, overseeing compliance with fiscal and procedural regulations, and monitoring multiple budgets. Mr. Luger’s computer and modeling skills encompass MS Office (Access & Excel), Netsuite, Hyperion Planning, HFM, SAP, Great Plains, FRx, PeopleSoft (Budget Load, Nvision Reports, Drills, Scopes, Queries), and as a Financial Analyst at the Visteon Corporation, he was awarded for quick turnaround on hot assignments.

Company
Dynamic Pro, Inc

Years of Experience
11

Education
BS, Finance and Operations Management,

Relevant Project Experience

- **Grants Management;** WMATA, Washington D.C.: Provided financial grants management and closeout assistance by reviewing project expenses and establishing detailed business processes during grant closeout stage. Oversaw compliance with fiscal and procedural regulations and requirements established by granting agencies. Monitored multiple budgets and alerted grant and project managers of significant variances and possible compliance issues.
- **Senior Financial Analyst;** Laureate Education, Inc., Baltimore, MD: responsible for being financial lead on Instructional Delivery at Walden University as Sr. Financial Analyst. Created automated Excel-based consolidation tool on quick-turnaround to consolidate files from approximately 65 business groups into PeopleSoft for the 2011 re-forecast process. Acted as point-of-contact for business groups, providing assistance with their individual re-forecasts. Currently building a new P&L review process for the University’s different colleges with the implementation of Hyperion. This includes building metrics and new Hyperion reports. Worked directly with the University’s President on building slides for 2011 LRP.
- **Financial Lead;** United Communications Group, Gaithersburg, MD: financial lead on three of UCG’s businesses including Oil Price Information Service (OPIS), Center for Communications Management Information (CCMI), Mortgage Success Source, and Wellesley Information Systems, as Sr. Financial Analyst. Monitored performance to plan, performance compared to prior year, opportunities and potential problem areas, and created monthly cash forecast. Provided support on acquisitions including building financial models and due diligence. Researched industries served for acquisition opportunities not in deal books. Supported division presidents in creating budgets. Built model to forecast compensation.
- **Capital Planning Analyst;** US Food Service, Columbia, MD: responsible for capital approval process and adherence to policy as Sr. Financial Analyst, Financial Planning & Analysis. Managed administrator for online capital approval system. Provided monthly reporting to regional CFO’s and corporate CFO on capital spending. Provided ad-hoc reporting to help field do necessary analysis. Consolidated Quarterly capital Forecast. Built 3-year long-range capital plan model. Worked on special projects including fleet management and promotional allowance contracts.
- **Analyst;** Visteon Corporation, Dearborn, MI: responsible for monthly reporting to senior management. Wrote status report on 2002-approved programs delivered to Board of Directors by CFO. Provided analytical support for new-model quotes on steering systems and advanced designs, some with revenue in excess of \$100MM; sanity-checked BOM’s, engineering requirements, and investment requirements for facilities and tooling, and ensured adequate financial returns at market price to quote customer; created process for Steering Business Plan that included a five-year restructuring plan for Steering Systems (\$1 billion revenue).

WAYNE PEREIRA – INTERNAL CONTROLS ANALYST

Wayne Pereira specializes in data management and modeling, reporting, financial planning, analysis, accounting and reconciliation, new system implementation, and operational risk management. Mr. Pereira has first-hand transportation project experience with WMATA ensuring data management and reconciliation using People Soft. Mr. Pereira’s computer and modeling skills encompass MS Office (Access and Excel, including pivots and vlookups, Power Point), PeopleSoft, Oracle Financials and Query tools, Chartfield Request Automation Process (CRA), Midas, Galaxy, Snagit, Achieving Top Search Engine Positions, nVision, Hyperion, Smart View, Financial Reporting 11.1, Microsoft Visio, Adobe Professional, Basic Six Sigma, HPQC, Sharepoint, Centralized Customer Database (CCD), Loss Mitigation Workstation, Lean BPM Project, Smartphone App Development & Sales, Real Estate Strategies, Business development. He is extremely adept at mastering new applications and software.

Company
Dynamic Pro, Inc

Years of Experience
 7

Education
*BS, Finance, George Mason University
 AS, Business Administration. Northern Virginia Community College, VA
 Career Studies Certificate in Business Information Technology. Northern Virginia Community College, VA*

Relevant Project Experience

- **Financial management;** WMATA, Washington D.C. Monitored project expenses and ensuring data integrity in WMATA's financial system of record. Performed data management, operational risk management, and reporting to support WMATA's Treasury Department.
- **Senior Financial analyst;** Freddie Mac, McLean, VA: supported highly complex projects in support of financial planning and control strategies for internal and external customers as Business Analysis Professional in Corporate Financial Accounting – General Ledger Control & Financial Analysis. Compiled and analyzed large volumes of data for recurring management, baseline, and/or regulatory reports such as corporate journal entry metrics while performing complex trend analysis. Supported budget/forecasting/analysis processes for general ledger activity for monthly and quarterly cycles. Vigorously involved in data management, operational risk management, and strategic re-engineering applied in specialized projects related to finance, investments, funding, and various operational initiatives.
- **Financial Analyst;** Freddie Mac, McLean, VA: performed data management, operational risk management and strategic re-engineering that were applied in specialized projects related to finance, investments, funding, and various operational initiatives, as Finance Spec Associate in Corporate Financial Accounting – General Ledger Control and Financial Analysis.
- **Cash Management Analyst;** Freddie Mac, McLean, VA: analyzed, researched and identified check, wires, and ACH transactions for more than fifteen Freddie Mac business lines to ensure accuracy, as Accountant Associate, Accounts Receivables – Cash Management. Multi-tasked daily cash postings, validations, and reconciliations on several business lines. Trained others and self to maintain BCP readiness. Helped in constructively establishing agreements with several business partners to communicate and provide billing, collections, and aging information to avoid data posting errors. Provided excellent customer service while addressing data integrity issues in accounting and control. Identified data flow and avoided data discrepancy by assisting billing, cash, sales, collections, and treasury team. Assisted in preparing, updating, and analyzing procedures to ensure accuracy to meet compliance standards. Reduced cash posting errors and helped to ensure past-due receivables over 90 days were maintained between 2% and 4% while keeping write-offs less than 0.005%, which reduced back-billed fees by 50%

ANDREA STONE – SENIOR INTERNAL CONTROLS ANALYST

Andrea Stone specializes in performance management, decision support, grants management, financial analysis, alternatives analysis and resource allocation. She brings twenty years of private and public sector hands-on experience leading multiple, large-scale, complex projects, spanning many functional areas or departments, including 60+ stakeholders with budgets of \$200M. She has the ability to develop and maintain strong working relationships at all organizational levels with internal and external stakeholders. She has first-hand transportation project experience, providing technical support to the Washington Metropolitan Area Transit Authority (WMATA) on acquisition support, as acting lead PMO program manager with Department of Homeland Security, providing project management supporting grant application process for Amtrak, and overseeing planning activities for Amtrak programs.

Company

Dynamic Pro, Inc

Years of Experience

20

Education

MBA, University of Pittsburgh, PA

BA, Communications Studies. Pontificia

Universidad Javeriana (Jesuit University).

Bogota, Colombia

PMP Certification

Relevant Project Experience

- **Senior Consultant;** WMATA, Washington D.C.: provided technical support to the Washington Metropolitan Area Transit Authority (WMATA) to close out of fare collection contract; developed comprehensive and clear list of deliverables based on the conformed contract including training, hardware, software, and testing documents. Conducted a reconciliation of the contract price list, milestone payment schedule, and contractor invoices and WMATA payments to verify accuracy of payments made to the contractor and to determine remaining amounts due to the contractor.
- **Senior Consultant;** Amtrak, Washington DC: Provided project management to support the grant application process for the high-speed and intercity passenger rail grant program under the American Recovery and Reinvestment Act of 2009 (ARRA). Facilitated meetings with the executive team and subject matter experts to define scenarios for resource allocation of recovery funds for Amtrak and state partner's projects including criteria definition, project scoring, definition of capital and operating budget constraints, and scorecards to assess the project's potential performance. Used decision support tools and maintained master project database.
- **Senior Consultant, ARRA Project Prioritization;** Amtrak, Washington DC: Provided support to the Government Affairs Department in selecting Amtrak projects to be funded by ARRA. Defined funding buckets, derived the criteria from specific Act language, facilitated the definition and prioritization of selection criteria, conducted sensitivity analysis and adjusted the priorities based on input received from subject matter experts. Facilitated the definition of funding constraints such as minimum levels, force funding, and ceilings.
- **Senior Consultant, Program Management On Board Systems;** Amtrak, Washington DC: Responsible for overseeing planning activities for two enterprise-wide programs that support the Amtrak on board environment and improving both customer service and business efficiency. Supported development of business case and project justification documentation; developed a rolling five-year capital plan and systems life-cycle management processes, conducted monthly financial planning and controlling activities. Managed procurement activities for F&B POS project, train communications data project, Implementation of WiFi services in the NEC, and Amtrak's re-compete for a F&B managed services contract

Ms. Stone has held positions with Booz Allen Hamilton, DHL Worldwide Express, Federal Express, and Xerox Corporation.

MICHAEL MAGUIRE – SENIOR FINANCIAL ANALYST

Michael Maguire specializes in performance measurement & analysis, continuous process improvement, business case analysis, operations research, complex problem solving, mathematical modeling, statistical analysis, and forecasting & trend analysis. He brings twenty years of private and public sector hands-on experience leading multiple, large-scale, complex projects, spanning many functional areas or departments, including 100+ stakeholders with budgets of \$14B. He has the ability to develop and maintain strong working relationships at all organizational levels with internal and external stakeholders. He has first-hand transportation project experience, facilitating a procurement process, and providing technical expertise for reorganization of the Sales, Marketing & Policy functions, both for Amtrak. Mr. Maguire has also conducted data mining and analysis of 10 years of US Navy ship maintenance data to identify trends in overhaul and routine maintenance that identified several weaknesses in performance measurement, and as Deputy Team Lead, performed assessments of US Army basing operations in Saudi Arabia, Kuwait, Bosnia, and Kosovo, resulting in cost savings of \$23 million/yr.

Company

Dynamic Pro, Inc

Years of Experience

20

Education

MS, Mathematics Syracuse University, NY

MS, Mathematics, University of Vermont, VT

BS, Mathematics, Niagara University, NY

Relevant Project Experience

- **Passenger Information Display Systems (PIDS);** Amtrak, Washington DC: facilitated a procurement process including members of a cross-functional team to formulate the scope of work for a national master services agreement for a national PIDS program, support and service, and service level agreement provisions.
- **Sales Team Integration;** Amtrak, Amtrak, Washington DC: provided technical expertise for reorganization of the Sales, Marketing & Policy functions. Established a strategic planning process for matching business line goals with strategic objectives and realigned roles of various teams to facilitate the development of strategic plans and business plans.
- **US Army Geographically Dispersed Task Force;** US Army: utilized analytical techniques such as surveys, process mapping, mathematical optimization, statistical analyses, network analyses and data mining procedures, to analyze the geographic spread of Reserve & Active component Soldiers. Resulted in the US Army establishing 191 optimally located 'communities' through which they facilitate military support and benefit services for Soldiers and Families in the United States.
- **Performance Management SME;** US Army: employed balanced scorecard techniques with requisite organization theory to re-design the HQ, Department of the Army to differentiate between strategic roles, operational roles and special project work; and enable better communication and performance analysis. Facilitated Senior Executive Education courses for US Army and other National Security executives, including team facilitation, motivational techniques, coaching, leadership, critical thinking, and effective communication.
- **Performance Management SME;** US Army: directed the re-design of a \$14 Billion per year Army command by utilizing Lean techniques to improve the HQs reporting processes and facilitate streamlined workflow. Identified \$144 Million a year in total cost savings and re-programmed \$30 Million for re-investment in operating process improvements.
- **DoD Base Realignment & Closure;** Department of Defense, Washington, D.C.: initiated and led the development of several Base Realignment and Closure (BRAC) recommendations identifying cost savings of over \$174 Million per year and assisted with cost analyses of more than 50 other recommendations identifying organizational efficiencies in excess of \$2 Billion per year.

JAMES F. SIMPSON – SENIOR INTERNAL CONTROLS ANALYST

James F. Simpson specializes in review of efficiency and effectiveness, financial forecasting, project planning and management, capital investment programming, and operations management. He brings over thirty years of experience utilizing progressive management techniques and financial and operational analytic tools to solve a broad range of problems impacting public-private organizations and parts of the Federal Government. He has demonstrated the ability to utilize a rational approach to overcome difficult challenges and to develop a strong working relationship with personnel at all organizational levels and affiliations. He has first-hand transportation project experience, conducting independent program reviews of Amtrak’s Equipment Strategic Plan, completing reviews of efficiency and effectiveness within the Amtrak’s Office of the Inspector General, revenue forecasting and strategic business planning, providing Amtrak with capabilities to prepare multiple strategic corporate initiatives, among many others.

Company

Dynamic Pro, Inc

Years of Experience

30+

Education

MBA, Quantitative Methods. University of Maryland

BS, Physics. Niagara University, New York

Relevant Project Experience

- **Independent Program Review of Amtrak’s Equipment Strategic Plan;** Amtrak, Washington DC: conducted independent reviews of Amtrak’s Equipment Strategic Plan, Amtrak’s management of employee overtime, and its implementation of PRIIA mandates. Analyzed the current situation by comparing actual performance to best practices and addressed areas of concern and opportunities for improvement. This review identified how to prepare a business case after taking into consideration the opportunities for improvement, the financial and operating benefits of change, the risks associated with change and the development of an implementation plan that includes a schedule, responsibilities and resource requirements.
- **Review of Efficiency and Effectiveness;** Amtrak, Washington DC : Completed reviews that have directed the company towards procedures and operating practices to improve the efficiency and effectiveness of its intercity rail transportation system. Conducted in-depth data analysis of cost and revenue calculations for food and beverage service (F&B), quantifying profitability and financial performance, completed a related “best practices” review, and identified critical areas for change and improvement.
- **Review of Revenue Forecasting;** Amtrak, Amtrak, Washington DC: participated in a review of Amtrak's justification for purchasing additional ACELA cars based on forecasts of additional ridership revenue. Performed extensive interviews and analysis of capacity, ridership, and revenue data prepared by Amtrak.
- **Strategic Business Planning;** Amtrak, Amtrak, Washington DC: provided Amtrak the leadership skills and analytic capabilities to prepare and progress multiple strategic corporate initiatives. Prepared numerous Five Year Financial Plans that were presented to the US Congress. Acted as team leader that developed the strategy to improve the financial performance of trains # 50/51 (Cardinal).
- **Project Planning and Management;** Amtrak, Washington DC: as a team leader or a member of a team, planned and implemented a wide range of capital and operating programs, including improvement projects for the Hialeah, FL and New Orleans, LA maintenance facilities. Working with the Northern Virginia Transportation Commission and the Potomac and Rappahannock Transportation Commission, coordinated the planning and initiation of the Virginia Railway Express (VRE) commuter rail service.
- **Operations Management;** Amtrak, Amtrak, Washington DC: completed the planning, organizing, staffing, and controlling of the efforts to operate three Long-Distance trains (Capitol Limited, Cardinal, Kentucky Cardinal) safely, reliably, and efficiently. Prepared the five-year plans that were directed towards attaining specific financial and operating goals. Developed and implemented service training programs, public health sanitary programs, and on-time performance improvement programs.

Foursquare ITP
Resumes

LORA BYALA, AICP— SENIOR FINANCIAL ANALYST

Lora Byala has more than 15 years of experience in the transportation field, with a primary focus on public transit, transportation strategic planning, and transportation demand management. Her focus is on working to promote transportation improvements through planning analysis, financial planning, stakeholder and inter-agency coordination, planning studies, impacts analysis, market studies, and best practice analysis. Her major areas of expertise are long-range regional transportation planning, mid-range transit planning, and performance based strategic planning. She has developed numerous financial plans as part of the transportation planning studies she has led and worked on, including the Hampton Roads TDP, Fairfax County TDP, and the pro forma cash flow analysis for the Northern Virginia Vanpool Incentive Program. Lora also developed the course modules on federal fiscal constraint for the NTI course on Financial Planning in Transportation. She is about to begin a project for HRT, following on to the TDP, to develop an updated prioritized capital improvement program for the agency.

Company

Foursquare ITP

Years of Experience

16

Education

MS Transportation, Massachusetts Institute of Technology

BS Systems Engineering and BA Urban Studies, University of Pennsylvania

Relevant Project Experience

- **Hampton Roads Transit Development Plan;** Hampton Roads Transit, Norfolk, VA: Project manager for a comprehensive six-year TDP, including linkages to land use and development; goals, objectives, and performance measures; analysis of existing service; and operating, capital and financial plans. The plan documented and analyzed the agency's existing service, recommended changes to bus service, passenger amenities, and other capital improvements, and included a fiscally constrained financial plan including all capital and operating expenses and sources of funds. Modified capital and operating plans to lessen the use of preventive maintenance fund for service operations and modeled impacts of a fare increase.
- **Financial Planning in Transportation Course Development;** National Transit Institute, New Jersey: Reviewed existing federal regulations and statutes, as well as relied on past experience, to develop course modules related to federal fiscal constraint requirements that states and MPOs must adhere to in developing their Transportation Improvement Programs (STIPs and TIPs).
- **Fiscal Constraint and STIPs, TIPs and Regional Long Range Plans;** AASHTO/FHWA/FTA, Washington, D.C.: Researched financial planning in the statewide planning process, how fiscal constraint is demonstrated in the STIP and how federal funding constraints play into the long-range statewide planning and programming processes. Reviewed 8 STIPs and interviewed state DOTs to develop twelve best practices for adhering to the fiscal constraint requirements to assist all states with meeting the requirements.
- **Southampton County/City of Franklin Transit Development Plan;** Virginia DRPT, Franklin, VA: Developed a six-year transit development plan for this rural and exurban area that is currently served by several fixed routes and demand responsive service. Managed analysis of historical performance, potential new service, analysis of potential service providers, current and future costs, and capital and operating plans, including recommendations for alternative funding sources.
- **ARRA TIGER Grant Management;** Metropolitan Washington Council of Governments, Washington, DC: Providing overall project management in assisting the MCOG Transportation Planning Board (COG/TPB) in oversight and management of 16 bus transit priority projects being implemented by six separate agencies. Overall responsibility for ensuring that the grant funds are expended according to FTA requirements.
- **Fairfax County Transit Development Plan;** Fairfax County DOT, Fairfax, VA: Project Manager to develop a ten-year transit development plan for the county. Developed specific implementation plan, including operating and capital costs, for ten year improvement plan.

DAVID MILLER, PTP— FINANCIAL ANALYST

David Miller is a Project Manager/Senior Transportation Planner, and certified Professional Transportation Planner (PTP) with 13 years of experience in transportation planning, traffic engineering, and intelligent transportation systems. His work has focused on large transportation impact analysis projects and large multimodal investment studies involving local, regional, state, and federal agencies. David specializes in developing both short and long range multimodal transportation solutions through effective stakeholder outreach and inter-agency coordination that include public transportation as well as local, regional, and inter-regional roadway infrastructure solutions. Many of his projects include the development of financial plans and funding analysis, including the Southampton County / City of Franklin TDP and the Hampton Roads Transit TDP

Company
 Foursquare ITP

Years of Experience
 13

Education
 BA Geography, University of Washington

Relevant Project Experience

- **Southampton County/City of Franklin Transit Development Plan;** Virginia DRPT, Franklin, VA: Served as the primary transportation planner in the development of a six-year transit development plan for this rural and exurban area that is currently served by several fixed routes and demand responsive service. Developed service goals and objectives, detailed analysis of historical performance, numerous potential new service concepts, analysis of potential service providers, funding analysis, capital and operating plans, a detailed year-by-year financial plan, and monitoring plan for yearly reporting. Several recommended improvements identified significantly reduce costs and/or allow for the improvement of the service offered in a cost-neutral manner. Identified a phased-approach to implementing recommendations that provides sufficient time to implement short-term improvements, track cost savings, improve coordination and reporting to local jurisdictions, and seek out new funding sources.
- **Hampton Roads Transit Development Plan;** Hampton Roads Transit, Norfolk, VA: Developed goals, objectives and performance measures for a comprehensive TDP for HRT, including analysis of all 80 bus routes, ferry service, and recently completed light rail, as well as strategic planning, service analysis and evaluation, capital planning and financial planning. Helped develop financial plans based on anticipated state operating assistance, federal capital funding, and operating revenues including fare increases and pass revenues.
- **Metrobus Market Effectiveness Study;** Washington Metropolitan Area Transit Authority, Washington, DC: Working with WMATA to determine the mid- (2020) and long-term (2030) role of Metrobus in the region, given the recent and planned expansion of local bus service and bus rapid transit (BRT) service by the agency’s member jurisdictions. Working with all WMATA service-area and nearby transit agencies to develop alternatives for Metrobus service provision and the framework for evaluation of the alternatives. This includes financial analysis of costs for each agency and potential funding sources to determine the most appropriate operators. Ultimately, we will be recommending to WMATA refinements to their current “family of service” model and service and service standards for a revised model for the mid and long term.
- **Tysons Corner Circulator Study;** Fairfax County Department of Transportation, Fairfax, VA: Providing technical assistance on routing and right-of-way requirements for exclusive bus lanes and/or fixed guideway lanes for a future Tysons Corner Circulator. Analyzing a variety of performance measures, including costs and economic factors such as cost per rider, capital cost, and operating costs for the system. Also calculating user travel times for various transit routes and transit network alternatives and providing feedback on the potential implementation of bus priority treatments.

SHANA JOHNSON, AICP– FINANCIAL ANALYST

Shana Johnson has eight years of experience in transportation planning, policy analysis and research. She is extremely skilled in both primary and secondary research and distilling the key information for use in planning projects. The focus of her work is on public transportation, transportation demand management and the transportation-land use relationship. Shana previously worked as a contractor at the Bureau of Transportation Statistics, where she analyzed data from every mode of transportation. She also has a strong background in economic development, having developed several highly-regarded economic development strategies. Shana has developed several detailed financial plans as part of her transportation planning projects, including the Arlington County TDM Plan, where she led the development of the first programming and planning document where capital and operating costs for TDM were programmed separately. She also developed the financial plan for possible transit service in Craig County, Virginia as part of as a DRPT-sponsored transit feasibility study and helped developed the business plan and financial plan for the Northern Virginia Vanpool Incentive program. Shana is also working with the Virginia jurisdictions who are receiving funding through the MWCOG TIGER Grant to ensure their compliance with grant requirements.

Company
Foursquare ITP

Years of Experience
8

Education
Masters of Urban and Regional Planning,
Virginia Tech
BA Geography and Economic Development,
Clark University

Relevant Project Experience

- **Arlington County, VA Transportation Demand Management Plan, FY 2013-FY 2040;** Arlington County Commuter Services (ACCS), Arlington County, VA: Lead transportation planner on a comprehensive update of the FY 2011 plan, that streamlined the document overall, and included revised strategies and approaches and developing a more comprehensive financial plan including costs and revenues and separating capital and operating budgets for the first time for the agency. Explored non-traditional funding sources for TDM and their potential applicability for Arlington County, including commercializing some of the technology development and alternative grant sources.
- **Arlington County Capital Bikeshare Transit Development Plan;** ACCS, Arlington County, VA: Senior transportation planner on this TDP for bikeshare, modeled on the DRPT TDP guidelines. Developed capital and operating plans, replacement schedules, and existing and potential funding sources for the program.
- **Multi-Region Vanpool Incentive Program;** NVTC, GWRC and DRPT, Virginia: Analyzed the challenges of and potential for a multi-region vanpool incentive program in Northern Virginia and the Fredericksburg Virginia areas, including NTD reporting requirements and anticipated funding. Evaluated different technologies available to enable simple, automated field-based reporting of vanpool data required for NTD. Created the business plan for the new Northern Virginia Vanpools program, including a program of subsidization, financial plan and strategies for including exiting vanpools and inducing the formation of new vanpools.
- **Craig County, VA Transit Services Study;** Virginia Department of Rail and Public Transportation, New Castle, VA: Lead transportation planner on evaluating the feasibility for implementing transit service with alternative funding sources in this rural county. Developed recommendations for TDM, a transit shuttle to basic services, and transit demand response for healthcare-related trips. Developed associated capital and operating costs and identified a variety of potential state and federal funding sources.
- **ARRA TIGER Grant Management;** Metropolitan Washington Council of Governments, Washington, DC: Monitoring the implementation of ARRA projects for two MWCOG TIGER grant subrecipients, the City of Alexandria and Potomac and Rappahannock Transit Commission (PRTC). Helping the sub-grantees with their procurement documents, invoicing, and other grant requirements, such as expenditure forecasting, to ensure compliance with FTA requirements.

KEISHA RANSOME— FINANCIAL ANALYST

Keisha Ransome is a Transportation Planner with five years of experience in transportation planning, capital project management, federal and state grant management, and community revitalization. Keisha is responsible for management of the Washington DC region’s TIGER grant for bus priority, including playing a key role in monitoring the performance of the projects. She also contributes to other studies, including station area plans and a variety of transit plans, through analysis and research of a variety of topics. She has worked extensively with federal and state-funded transportation grant programs, inclusive of ARRA; TIGGER; CMAQ; Sections 5309, 5307, and 5311; ADA; JARC; New Freedom; Large Urban; and SSTAP. She has proficiency with overseeing adherence to grant agreements, federal and state requirements, and reporting and project tracking. Prior to joining Foursquare ITP, she worked with Maryland MTA, reviewing annual grant applications and provided recommendations for federal and state grant funding for locally operated transit systems in central Maryland. Additionally, she oversaw transit operations, facility development, and provided technical assistance for the procurement of capital projects.

Company
 Foursquare ITP

Years of Experience
 5

Education
 Masters in City and Regional Planning,
 Morgan State University
 BS Civil Engineering, Morgan State University

Relevant Project Experience

- **ARRA TIGER Grant Project Management;** Metropolitan Washington Council of Governments, Washington DC: Task Manager for grant management and financial management in assisting the MWCOG Transportation Planning Board (COG/TPB) in oversight of 16 bus transit priority projects being implemented by six separate agencies Working with COG/TPB and the sub-grantees, in close coordination with the Federal Transit Administration (FTA), to ensure that all federal procurement, expenditure, and reporting regulations are met. Developed a comprehensive data collection form for sub-grantees to fill out monthly; those forms are then compiled through an automated process to provide easy to understand monthly status and financial reports for COG/TPB, the sub-grantees, and FTA. Develop FTA quarterly reports, including Federal Financial Report (FFR) and Milestone Progress Report (MPR), as well as required FTA monthly report and separate detailed financial tracking for COG/TPB. Work directly with WMATA, DC DOT, MDOT, MD SHA, and MD MTA to ensure compliance with federal requirements, including procurement, invoicing, and expenditure tracking
- **WMATA Fare Model Development Study;** Washington Metropolitan Area Transit Authority, Washington, DC: Assisted in the development of a data collection plan, utilizing bus and rail ridership, passenger origin, fare levels, trip transfer tendency, trip length, and household income data, to identify bus routes and rail station locations for survey distribution. Conducted survey analysis for use as input to the WMATA fare model to help determine impacts of various fare levels and models on ridership and revenue.
- **Maryland Transit Administration Local Transit Support;** Maryland Transit Administration. Consultant/Regional Planner (prior to Foursquare ITP).Reviewed and provided technical assistance for procurement of operating and capital projects. Oversaw regional and local facility projects from inception to completion. Facilitated compliance with Title VI, ADA, NEPA, and other federal and state requirements. Responsible for intergovernmental relations with transit operators, providing technical assistance, planning, policy compliance, and financial management and monitoring. Provided grants management, reporting, and tracking for over \$20 million in federal formula and discretionary grant funding, inclusive of American Recovery and Reinvestment Act funding.

ANDREW ZALEWSKI— JUNIOR FINANCIAL ANALYST

Andrew is a transportation planner with experience in urban planning, urban design, geographic information systems, and graphic design. He is currently playing a key role in developing the Arlington County, Virginia six-year transit development plan for bicycle share, where he was the lead analyst in developing a demand model for bikeshare. He also developed all of the GIS analysis and played a critical role in developing the expansion plans and presenting the results to a variety of stakeholders. In addition to the bikeshare plan, he has developed a GIS database of bus speeds and level of service for the entire Washington, DC region that was used to create a list of bus priority hot spots. Andrew is also involved in developing performance monitoring reports for several TIGER grant bus priority projects in the Washington, DC region. Andrew’s experience prior to Foursquare ITP includes bicycle and pedestrian planning, municipal infrastructure asset management, corridor planning, and fare policy development.

Company
 Foursquare ITP

Years of Experience
 2

Education
 Masters in City Planning, University of Pennsylvania
 BS Urban and Regional Studies, Cornell University

Relevant Project Experience

- **ARRA TIGER Grant Performance Monitoring** Metropolitan Washington Council of Governments: Creating before and after reports to measure the impact of improvement on transit ridership, bus on-time performance, and other key metrics. Analyzed Automated Vehicle Location (AVL) data, Automated Passenger Counter (APC) data, and other databases to develop baseline performance information.
- **Arlington County Capital Bikeshare Transit Development Plan**; ACCS, Arlington County, VA: Developing a six-year plan for the expansion of Capital Bikeshare facilities in Arlington County. Identified priority locations for future expansion, funding opportunities and new performance measures for bike sharing. Developed origin-destination maps for bicycle trips and demand line maps between key areas. Conducted analysis of existing demographics and other factors and developed regression model relating those factors to use of bikeshare.
- **Regional Multimodal Hot Spot Analysis**; Metropolitan Washington Council of Governments, Washington, DC: Worked with seven local transit agencies to develop an inventory of bus speeds and level of service. Led the development of a regional GIS database of all local and regional bus routes. Completed a GIS analysis of transit hot spots and identified the top locations for further study in Washington DC, Maryland and Virginia.
- **Metrobus Market Effectiveness Study**; WMATA, Washington, DC: Reviewed and summarized system expansion plans to gain information on WMATA’s planned bus service and types of service, e.g., express, circulator, local. Conducted peer reviews with transit agencies operating in regions with multiple transit providers and various service types and markets.
- **State of the Streets 2010 City of Philadelphia**; Mayor’s Office of Transportation and Utilities, Philadelphia, PA: Co-wrote a report on the condition of Philadelphia’s street infrastructure. Estimated the monetary replacement value of existing infrastructure, along with the cost of bringing city owned streets and bridges to a state of good repair.
- **SEPTA Pricing Analysis & Smart Card Implementation Study**; Delaware Valley Regional Planning Commission / City of Philadelphia, Philadelphia, PA: Assisted the Southeastern Pennsylvania Transportation Authority (SEPTA) in exploring the impacts of adopting a new regional fare collection system and pricing structure. Conducted a statistical analysis of historic fare prices and ridership to identify the elasticity of different fare types and the impact new fare structures would have on fare mix, revenue and ridership.

Draycott Consulting
Resume

SUSAN THOMAS – SENIOR MANAGEMENT CONSULTANT

Susan Thomas has managed and participated on projects in asset management; business process re-engineering; cost allocation and cost reduction; information systems selection, design, and implementation; information management; long-range information systems planning; organization design; performance measures and benchmarking; and organization change management. She is the founder and president of Draycott Consulting Inc, an independent consultancy with expertise in finance and accounting, administration, human resources and payroll, grants management, procurement, transportation, maintenance and inventory.

Company

Draycott Consulting, Inc.

Years of Experience

25

Education

MPA, Labor Relations, Pennsylvania State
BS, Management/Distribution, Pennsylvania
State University

Relevant Project Experience

- **Asset Management State of Good Repair**, Metropolitan Rapid Transit System, Atlanta, GA.: Project Manager. Leading the effort to establish a systematic program to prioritize and identify assets to include in the long-range Capital Improvement Plan for replacement or rehabilitation. Assured that priority, condition, estimated useful life, in-service date, original cost information and location data were included for every asset. Also developed an Asset Management Plan, a methodology for determining asset replacement, and key metrics and performance measures. MARTA is currently in the process of working with its EAM software vendor to develop a new capital planning module which will enable maintenance and operations data to link directly to key performance indicators, metrics and dashboards. These advanced features in modeling and forecasting over the entire life cycle of an asset and the system’s interface with decision-making software will allow executive level management to make more effective and informed decisions. Completion of this project will provide MARTA with a continuing flow of information for establishing the priority of capital initiatives properly aligned with MARTA’s strategic priorities and establishes a systematic program to prioritize and identify projects in the long-range Capital Improvement Plan.
- **Information Management Study**, Capital District Transportation Authority (CDTA), Albany, NY: Directed a project for CDTA to provide information management services. The objectives of the project were to reduce the complexity of management information reporting, identify procedures for updating and reporting on data, and to more fully utilize CDTA’s existing technology. An information management review was performed to identify the flow of information throughout the organization including access, utilization and support requirements for key management reporting documents. The project resulted in an Information Management Plan (IMP) that will facilitate information access, systems integration, business process improvement, and the leveraging of existing technology and investment in new technology.
- **Financial and Grants Management Information Systems**, several transit systems: Assisted several transit agencies, including New Jersey Transit, Chicago’s Metra, Florida’s Pinellas Suncoast Transit Authority and , Rhode Island Pubic Transit Authority, among others, in providing process re-engineering recommendations, developing software specifications and provide technical assistance for replacing existing administrative, financial and maintenance management information systems. Specific areas included general ledger, budgets, accounts payable, accounts receivable, fixed assets, grants/projects, incident reporting, financial business statistics, payroll, human resources, purchasing, inventory and maintenance

Business Transformation Group
Resumes

JOE LEWIS – SENIOR MANAGEMENT CONSULTANT

Joseph Lewis is the Principal Owner at the Business Transformation Group, a business advisory company in Reston, Virginia. He has led several practices in the IBM Supply Chain practice, PricewaterhouseCoopers performance improvement and e-business practice, and most recently served on the leadership team at Watson Wyatt Worldwide in the Government Consulting Services practice. He has been a leader in Business Process Redesign (BPR) with over a decade of experience in BPR and Customer Relations Management (CRM) related engagements. Mr. Lewis also led a state and local client service practice, providing BPR, E-Business and CRM related consulting services to state and local governments in industries such as transportation, public schools, city-owned hospitals, publicly owned utilities, and others. Mr. Lewis' vast experience working with private concerns allows him to bring these experiences to the public interest as well. These industries include financial/mortgage, hotels and restaurants, telecommunications, and higher education. The scope and depth of his experience lend themselves to improvement approaches to help a variety of organizations and management cultures. Mr. Lewis is the author of many articles published nationally and worldwide. He is also the recipient of several honor, outstanding achievement, and performance awards for his work.

Company

Business Transformation Group (BTG)

Years of Experience

25

Education

MS, Technology Management, University of Maryland

BS, Industrial Engineering, North Carolina A&T State University

Relevant Project Experience

- **Downtown Tunnel /Midtown Tunnel /Martin Luther King Extension**, Virginia Department of Transportation (VDOT), Hampton Roads, Virginia: Mr. Lewis is supporting VDOT's Office of Civil Rights in the attainment of SWAM and DBE participation on a \$2.1 billion public-private partnership (P3) project. The program management of the civil rights functions provide small, woman, disadvantage and minority businesses and individuals with subcontracting and employment opportunities to participate on the bridge-tunnel design, construction, operations, and maintenance phases of the project.
- **Customer Survey**, Washington Metropolitan Area Transit Authority (WMATA), Washington, DC: WMATA sought a partner to provide consulting services for the development of a program action plan designed to benefit cultural changes within the WMATA organization. Mr. Lewis worked with WMATA's leaders and their Committees and selected four high-visibility projects for which improving empowerment, accountability, and trust was very important for achieving project success and for enhancing customer service. He provided tailored training, coaching, and facilitation to these project teams as we supported them in taking on new behaviors. These teams were very successful and their achievements served as another catalyst for change within WMATA and added credibility to the culture change process.
- **E-Business Statewide Infrastructure Assessment**, State of Ohio: Mr. Lewis assisted the State of Ohio in conducting an economic assessment of the state's e-business readiness. The assessment developed measures of Ohio's business use, government use, and citizen use of the Internet. The assessment also measured Ohio's network infrastructure and network connections to schools and public access points. Ohio is the first state in the United States to complete a comprehensive assessment of their ability to host e-business oriented companies and provide its citizens with comprehensive access to the Internet.
- **Business Process Reengineering (BPR) Quick Assessment**, State of Texas, Department of Public Safety (TDPS): Mr. Lewis' conducted a high-level best practices study, identified the core business processes at TDPS, and prioritize the core processes that would benefit most from reengineering and improvement. Mr. Lewis and team provided a business case analysis of costs and benefits, and the initial study resulted in a reengineering plan for TDPS and six core processes, including the administration of financials and controls. This study resulted in more than 100 Quick Hit ideas.

WENDY BOILES – SENIOR MANAGEMENT CONSULTANT

Wendy Boiles has more than 25 years of business experience of which 22 has been in the consulting arena working in a wide variety of industries (e.g., civilian, military, non-profit). She has led a variety of projects focused on translating strategies and objectives into structured initiatives. This includes facilitating strategy as well as policy & procedure setting sessions, designing and delivering organizational change management programs, conducting organizational assessments, leading teams in the development and implementation of performance improvement solutions, and training and coaching individuals in leadership and quality improvement skills. Ms. Boiles' competency areas include: project management, training development and delivery, process reengineering, strategic planning, talent management, implementation support, organizational change management, requirements definition, performance measurement, and contract and financial management. In addition to consulting, Ms. Boiles has held internal positions such Director of Resource Management, Director of Administration and Operations, and Contract and Finance Representative. She has also conducted financial, operational, and compliance audits while an auditor for the Department of Defense Inspector General.

Company

Business Transformation Group (BTG)

Years of Experience

25

Education

*BS, Accounting, George Mason University
Project Management Professional (PMP),
Project Management Institute*

Relevant Project Experience

- **VDOT Residency Review**, Virginia Department of Transportation, Richmond, Virginia: Ms. Boiles reviewed VDOT's fiscal business support function's organization, roles, responsibilities and reporting relationships to determine if Blueprint changes were optimal for an efficient and effective organization. After the assessment, the team made seven key recommendations to VDOT's organizational alignment, authority levels, roles and responsibilities, and staff levels. In addition, mapped and reviewed 24 fiscal processes and made 77 recommendations (33 quick hits) to improve process efficiencies and reduce cycle times.
- **VDOT Process Re-Engineering**, Virginia Department of Transportation, Richmond, Virginia: Ms. Boiles lead the team that re-engineered VDOT's purchasing, financial and accounting business processes, developed the organizational infrastructure to support those new processes and advised them on change management issues related to the new system.
- **Human Resource Management**, PwC, Northern Virginia: Ms. Boiles led the Human Resource Management Department of 18 whose responsibilities included monitoring, reporting on, and facilitating those processes related to staff forecasting, deployment, availability, utilization, staff assimilation, coaching, career development, and managing performance for over 2000 consultants within the PricewaterhouseCoopers Washington Consulting Practice. Within 6 months Ms. Boiles went from taking on average 14 workdays to staff a project to on average four workdays, of which 95% were staffed within one day. She received Spotlight Recognition Award for outstanding performance and significant contributions to the "Firm".
- **Human Resources Operations**, Grant Thornton, Washington DC: Ms. Boiles oversaw human resources operations, training, employee relations, recruiting, performance management and compensation review for Grant Thornton's 400+ employee's government practice. She was the Liaison with National HR regarding policies, benefits, legal issues, and initiatives. She also designed, developed and delivered training under aggressive deadlines to HR Officers regarding a confidential government agency's proposed compensation reform, and facilitated several 'RightPay' panel meetings, for confidential government agency, where senior managers reviewed hundreds of candidates and made determinations on each eligible individual regarding the extent that individual would receive a onetime pay adjustment. Ms. Boiles was the subject matter advisor and lead facilitator on a study that evaluated the need for a petition in the promotion and progression process, within the context of self-nomination.

ANGELA GRAY – SENIOR MANAGEMENT CONSULTANT

Angela Gray has 18 years of experience with professional competency in management training, needs assessment, program and project management, quality assurance and human resources. Ms. Gray has expertise and a proven track record in the areas of training design, development and delivery for both small and large scale programs within a fortune 200 company, as well as private and public sector organizations. She has experience creating web-based training programs using Articulate and Captivate. In her role as Training Manager for a Fortune 200 company, Ms. Gray consistently focused on the importance of providing outstanding service to customers by bringing real world scenarios into the classroom. She has also worked with executive leaders as a strategic partner in human resources to communicate issues and challenges that impact future planning. Ms. Gray has been consistently recognized for the ability to motivate as well as produce highly effective performers via creative design and facilitation methods.

Company

Business Transformation Group (BTG)

Years of Experience

18

Education

*BS, Mass Communications, Virginia
Commonwealth University*

Relevant Project Experience

- **Cardinal Financial Management System Implementation**, Virginia Department of Transportation (VDOT), Richmond, Virginia: Ms. Gray provided Change Management and training support for the implementation of Cardinal, a new financial management system using Oracle's PeopleSoft software. Ms. Gray worked with the Accenture team to provide VDOT employees impacted by the new system and business process changes the training needed to gain the knowledge, skills, and abilities to use Cardinal. She designed and developed role-based training to give VDOT's employees an understanding of the new terminology, software navigation, business processes and process integration in order to perform the requirements of their role, specifically for VDOT's Time and Attendance, Absence Management and Time and Labor modules which impacted close to 8,000 users. She also led and supported each of the train-the-trainer sessions for VDOT facilitators and was instrumental in transferring the knowledge she gained during training development.
- **Staff Training and Development**, McGuireWoods, LLP, Richmond, Virginia: Ms. Gray was responsible for all aspects of training related to the non-attorney staff across 15 physical locations across the country. This included needs assessment, design, development and delivery of training materials. She also identified and worked with outside vendors and contractors to provide set training or expertise. Ms. Gray partnered with consultants to design and development a foundational management program for all supervisors and managers across the firm, addressing the need for many that were promoted into a position and demonstrated gaps in managerial skill set. She created an online manager's toolkit that can still be accessed through the firm's portal page at any time. Ms. Gray created core competencies for non-attorney staff and managers that were adopted and included in December of 2009 performance management process for all staff. Ms. Gray also served as project manager for the creation of a compliance training need, dealing with preventing workplace harassment. She also created quarterly voluntary training sessions for managers as well as served as facilitator of quarterly manager and supervisor meetings across all locations.
- **Customer Solutions Governance – Quality**, Capital One Services, Richmond, Virginia: Ms. Gray led the Customer Solutions Governance Quality team by serving as the key point of contact for all quality related requests from six different business areas to ensure compliance with state and federal regulations as well rating customer service provided. She recommended and created a format to address regulatory issues within the business areas that were not up to department established standards. The implementation of action planning process brought regulatory issues up to 95% or higher level and this has been retained for six months and growing.

CHRIS SONNESYN – SENIOR MANAGEMENT CONSULTANT

Christopher (Chris) Sonnesyn has 30 years of experience providing organizational and human resource development services. Mr. Sonnesyn's expertise includes designing and facilitating strategic planning and team building processes; leading quality management and business process reengineering (BPR) initiatives; assisting senior executives to manage large scale organizational change; conducting work culture surveys and other organizational assessments; managing career development programs and providing career counseling; and designing and teaching leadership and other skill building workshops and college courses. Mr. Sonnesyn has worked extensively with both private and public sector clients including various state and federal agencies. He has previously provided strategic planning for the Virginia Department of Transportation (VDOT), and strategic planning and business process reengineering (BPR) for the clients including the Naval Air Systems Command, the Hamilton Securities Group, and the Department of Housing and Urban Development. Mr. Sonnesyn has also demonstrated skill in public speaking, writing, survey research and group facilitation.

Company

Business Transformation Group (BTG)

Years of Experience

30

Education

*MA, Industrial/Organizational Psychology,
New York University*

*BA, American Studies, University of
Minnesota*

Relevant Project Experience

- **Human Capital Planning and Performance Management**, Watson Wyatt Worldwide Northern Virginia: Mr. Sonnesyn served as a proposal and project manager for human capital (HC) planning and performance management projects. He also led the refinement of Watson Wyatt private-sector methodologies for application in public-sector organizations. Mr. Sonnesyn worked with federal clients including the US Patent and Trademark Office, the Federal Deposit Insurance Corporation, the US Institute of Peace, and the Engineer Research and Development Center of the US Army Corps of Engineers.
- **Change Management**, IBM Business Consulting Services, Northern Virginia: Mr. Sonnesyn led change management projects and proposal efforts, consulting with senior executives on their plans and capabilities for leading large-scale organizational transformation. His clients included the Department of Homeland Security; the National Geospatial Intelligence Agency; and the Department of Defense, Office of the Secretary of Defense, Business Management Modernization Program.
- **Strategic Planning and Business Process Reengineering**, Sonnesyn Associates: Mr. Sonnesyn assisted senior executives to lead organizational change efforts, and designed and conducted strategic planning and team building processes. Client engagements included strategic planning for the Virginia Department of Transportation (VDOT), and strategic planning and business process reengineering (BPR) for the Naval Air Systems Command, the Hamilton Securities Group, and the Department of Housing and Urban Development. He also provided executive coaching for newly appointed vice presidents at Verizon, comprehensive change management services for the Center for Media and Public Affairs, MarchFIRST, and AmeriGas Propane LP and also provided the development of performance appraisal processes for Pfizer Corporation and Marakon Associates.
- **Strategic Planning, Change Management, and Business Process Improvement**, Coopers & Lybrand Government Consulting Services: Mr. Sonnesyn built and led the public-sector strategic planning practice, established a national work culture survey center, and originated Coopers & Lybrand's strategic planning and change management methodologies. His engagements included, strategic business planning for more than 80 federal government clients. Mr. Sonnesyn provided Total Quality Leadership and subsequent business process improvement for a company's top 1,200 managers worldwide and a HR Best Practices Study for McDonnell Douglas Corporation.

CARLA LAWRENCE –MANAGEMENT CONSULTANT

Carla Lawrence has over ten years of consulting experience with professional competencies that include change management, training, business process improvement and technical proposal writing. She has worked with various public and private sector clients for business and system transformations involving customer relationship management (CRM) and enterprise resource planning (ERP). Her previous client engagements in management consulting include managing change readiness and communication activities to support transformation and implementation projects; identifying gaps and providing strategies to help mitigate risks which can negatively impact the change management and training strategies; identifying key performance indicators (KPIs) to measure performance and gauge end user adoption; and documenting lessons learned and best practices to assist clients with future initiatives. Ms. Lawrence frequently serves in roles that require her to gain a specific subject matter expertise in a client’s organization to develop a customized and holistic training solution. Ms. Lawrence is also experienced in project management methodologies, technical proposal writing and supporting small business outreach initiatives involving disadvantaged, minority, and women-owned businesses.

Company

Business Transformation Group (BTG)

Years of Experience

10

Education

BA, English, Virginia Commonwealth University

Relevant Project Experience

- **VDOT Residency Review**, Virginia Department of Transportation (VDOT), Richmond, Virginia: Ms. Lawrence lead the BTG team in the Assessment and Redesign phases of VDOT’s Safety and Performance Management Division fiscal business process review to identify areas of improvement and address concerns from the Blueprint reorganization to validate the Fiscal Technician staffing ratio. She was instrumental in the process to identify nearly 80 recommendations to stabilize the fiscal processes and engage the employees throughout each of VDOT’s nine Districts that would have the greatest impact on the residency and AHQ employee’s processing times.
- **Cardinal Financial Management System Implementation**, Accenture, Richmond, Virginia: Ms. Lawrence worked with Cardinal project team to the implement the Change Leadership approach (change management, change readiness and communications activities) for VDOT’s new financial management system. Ms. Lawrence was instrumental in creating the initial support and informational materials for VDOT’s senior management team and Change Agents, in addition to an executive leadership workshop, commitment plans and a leadership scorecard to help move VDOT along the Change Commitment Curve (awareness, understanding, acceptance, commitment) as they prepared for the system launch. She also worked with the project team to identify the skills, communication preferences and roles within the organization that would be needed to develop a detailed training strategy.
- **New Hire Sales Training**, Verizon Information Services, Richmond, Virginia and Greenbelt, Maryland: Ms. Lawrence partnered with four other trainers to instruct and facilitate an eight week sales training curriculum to certify new advertising account executives. The first six weeks of training included both small and medium classroom style, instructor-led lessons and activities. The last two weeks of training included on the job training, coaching and agent certification. Ms. Lawrence was responsible for instruction and reinforcement of product knowledge, company policies, system training and sales training initiatives during role play sessions and post training field observations. She managed and coached agents to maintain and/or meet sales performance goals and developed written action plans to align with the district level sales requirements. Ms. Lawrence participated in live sales calls to supervise premise agent sales calls in the Washington DC Metro and Maryland territory. She also prepared weekly written assessments of trainee performance for post training accountability sessions with the sales management team.

RELEVANT EXPERIENCE & REFERENCES

This section includes a representative table of our team's project experience providing relevant scopes of services (Table 2), followed by project descriptions that provide more detail and references.

Table 2. Summary of Project Experience.

Unless otherwise noted projects listed here are Parsons Brinckerhoff team/firm qualifications. Subconsultant qualifications are marked with an asterisk (*).

	Internal Control Assessment	Agency-Level Analysis	Transaction/SWOT Analysis	Corrective Action Plans	Financial Planning and Analysis	Financial Plans	Operational Planning	Financial Forecasts	Due Diligence of Grantees	Procurement Contracts	Federal Grant Agreements	Revenue & Cash Management	Cash Flow Forecasts	Other Financial Services	Financial Compliance Reviews	Organizational Capacity	Institutional Change Management	Innovative Finance	Legislative Analysis	Public-private Partnerships	Cost Allocation Plans
Transportation Financial & Related On-Call Services																					
VDOT I-95 Tolling On-Call (VA)	X				X	X	X	X					X	X				X			
WMATA Program Management (VA/DC/MD)	X	X			X			X	X	X	X	X	X	X	X	X					
MdTA On-call Consulting Services (MD)	X	X			X	X	X	X													
MDOT On-call Transportation Consulting Services (MD)					X	X	X	X					X								
State/Regional Financial Services																					
Hampton Roads Airport Organization Management (VA)	X	X	X											X		X	X				
Potomac Yard Metrorail Station Financial Analysis (VA)					X	X	X	X					X	X				X			
Route 1 Streetcar Financial/Strategic Planning (VA)					X	X	X	X						X							
VDOT Residency Review (VA)*	X	X	X											X							
Hampton Roads Transit TDP (VA)*					X	X	X	X				X									
Southampton County / City of Franklin TDP (VA)*					X	X	X	X			X										
Northern Virginia Vanpool Incentive Program (VA)*					X	X	X	X					X								
Arlington County TDM Plan (VA)*					X	X	X	X				X									
Amtrak High Speed Rail Grants*	X	X	X		X				X					X							
Amtrak On Board Systems Program Management*					X	X	X	X		X				X		X	X				
Amtrak Capital Planning and Investment Review*	X	X		X	X				X					X	X						
Intercounty Connector (MD)					X	X	X	X				X	X	X							
Baltimore Red and Purple Line LRT Corridors (MD)					X	X	X	X					X	X							X

Experience & Qualifications

Table 2. Summary of Project Experience.

Unless otherwise noted projects listed here are Parsons Brinckerhoff team/firm qualifications. Subconsultant qualifications are marked with an asterisk (*).

	Internal Control Assessment	Agency-Level Analysis	Transaction/SWOT Analysis	Corrective Action Plans	Financial Planning and Analysis	Financial Plans	Operational Planning	Financial Forecasts	Due Diligence of Grantees	Procurement Contracts	Federal Grant Agreements	Revenue & Cash Management	Cash Flow Forecasts	Other Financial Services	Financial Compliance Reviews	Organizational Capacity	Institutional Change Management	Innovative Finance	Legislative Analysis	Public-private Partnerships	Cost Allocation Plans	
TIGER Bus Priority Grant Management, MWCOG (MD)*														X								
WMATA Grants Management (DC)*	X	X	X		X				X		X											
WMATA Business Intelligence Strategy (DC)*	X	X	X																			
National Financial Services																						
FTA FMO Program*	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X
FTA Triennial Reviews*	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X
FTA State Mgmt Reviews*	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X
FTA Asset Management Framework & Guidebook														X								X
Transit Agency Financial Assessment & Analysis																						
MARTA Business Transformation Program (GA)	X	X	X		X					X		X		X		X	X		X	X		
New Orleans Regional Transit Authority (LA)*	X	X			X		X	X			X	X	X	X				X				
Charlotte Red Line Regional Rail Project (NC)					X		X	X			X		X	X								
Honolulu Rail Transit Project (HI)					X		X	X			X		X	X								
OCTA Organizational Readiness Assessment (CA)	X	X	X		X						X			X		X	X					
Pierce Transit Capacity Review for Federal Funds (WA)	X	X			X					X	X	X		X								
Sound Transit Phase 2 Planning (WA)	X	X			X		X	X					X	X				X				
LA Metro Westside Subway Extension New Starts (CA)					X		X	X		X			X	X		X				X		
OCTA Organizational Readiness Assessment (CA)	X	X	X		X						X			X		X	X					
Public-Private Partnerships & Procurement Reviews																						
NCDOT I-77 HOV/HOT P3 Conversion (NC)					X	X	X	X					X	X				X				X
I-40 HOV/Managed Lanes (NC)					X	X	X	X				X	X	X				X				
Presidio Parkway (CA)	X		X		X	X	X	X		X			X	X		X		X		X		
Alligator Alley Toll and Revenue Projections (FL)					X	X	X	X					X	X				X		X		
US-31 Hamilton County Build Finance Procurement (IN)					X	X	X	X		X			X	X				X		X		
Ohio Turnpike Concession Analysis (OH)					X	X	X	X		X			X	X				X		X		

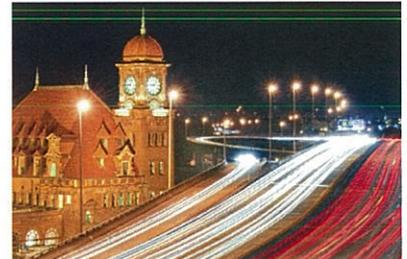
VDOT ON-CALL TOLL CONSULTANT SERVICES

As part of Parsons Brinckerhoff on-call toll consulting services contract with the Virginia Department of Transportation's (VDOT), we are supporting the agency's efforts to seek authorization from the Federal Highway Administration (FHWA) under the Interstate System Rehabilitation and Reconstruction Pilot Program to implement tolling on Interstate 95 (I-95). Parsons Brinckerhoff is providing programmatic advisory services to the department's director of strategic initiatives, managing the development of revenue forecasts, providing oversight for environmental scoping and economic analyses, developing tolling capital and operating costs forecasts, and developing an implementation plan for the proposed program. Parsons Brinckerhoff is also preparing a capital program for short-term and long-term improvements to I-95 to be funded with toll revenue. Parsons Brinckerhoff is assisting VDOT's comprehensive communications and outreach program for stakeholders in the I-95 corridor, including various units of FHWA.

Contract Value: \$675,000 (ISRRPP contract only)

Reference: Michael Estes, VDOT, 4975 Alliance Drive Fairfax, VA 22030, Phone: 804-225-2813

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WMATA PROGRAM MANAGEMENT

Parsons Brinckerhoff is the Program Manager for the Washington Metropolitan Area Transportation Authority (WMATA)'s \$5B, 6-year capital improvement program. Parsons Brinckerhoff is providing capital planning support to assist WMATA in prioritizing and leveraging its capital investment program, and assisting WMATA with implementation of a new Project Management Information System (PMIS) to track capital project progress/forecasts, as well as procedures intended to improve reporting and grant acquisition processes and to provide more accurate information on program status to stakeholders.

Additional services include the development of its long term capital needs inventory which outlines the agency's capital program needs through 2020. Parsons Brinckerhoff supported WMATA in the identification of project needs, development of project budgets and conceptual schedules, classification of projects according to WMATA's strategic goals, and prioritization of projects into a long-term capital needs inventory. The capital needs inventory has been used by WMATA as a tool for programming projects into its annual capital budgets. Parsons Brinckerhoff has also supported WMATA with the following financial planning and programming tasks:

- Development of new capital financial forecasting tools
- Development of new jurisdictional status reports and estimates of jurisdictional funding requirements
- Development of FTA grant applications
- Development of a Program Strategy Manual, which memorializes all of the key processes & procedures in the development and completion of a capital project
- Development in of the agency's 6-year Annual Work Plan (part of annual budget review & approval process.

Parsons Brinckerhoff is providing strategic support to WMATA in applying for FTA grants and enhancing its FTA reporting tools. This includes the review analysis of FTA reporting requirements; analysis of reports from other peer agencies; and development of recommended reporting tools.

Contract Value: \$28 million (entire program); (\$750,000 capital and financial planning services)

Reference: Carol Kissal, CFO, WMATA, 600 5th Street Northwest Washington, DC 20001, Phone: 202-962-1200

MDTA ON-CALL TRANSPORTATION CONSULTING SERVICES

Parsons Brinckerhoff leads the team that was awarded a contract by the Maryland Transportation Authority (MdTA). Our team includes various sub-consultants to provide specialized expertise to MdTA for an exceptionally wide range of services. This contract was awarded February 2003 and has a three-year term with an option for two one-year extensions. Both extensions were exercised by the Authority. Range of Services: Capital Programming & Project Finance, Needs Forecasting, Smart Transportation Policy & Program Development, Performance Evaluation & Reporting, Real Estate Planning and Market Evaluation, Public Awareness & Outreach, Highway P3 Advisory Services. Specific Tasks:

- Review of Planning and Performance Measurement Documents
- I-95 Travel Plazas Evaluation of functional, operational and economic condition
- I-270 Multimodal Transportation Corridor RFEI Evaluation of P3 Developers

Contract Value: \$3.6 million

Reference: Deb Sharpless, MdTA, 2310 Broening Highway, Baltimore, MD, Phone: 410-537-1073

MDOT ON-CALL TRANSPORTATION CONSULTING SERVICES

Parsons Brinckerhoff is a joint venture partner in a consultant team with a three-year term with an option for two one-year extensions. We are providing specialized expertise to MDOT for a wide range of services, including program evaluation & performance measures, capital programming & project finance, statewide systems planning, planning coordination & process streamlining, management of environmental resources, and communications. Tasks include:

- Strategic Analysis of Potential Changes to Amtrak
- Freight and Passenger Rail Strategic Action Agenda
- Intercounty Connector (ICC) Process and Policy Streamlining
- Express Toll Lane (ETL) Communications and HOV Conversion
- Innovative Financing Strategy Development for the Corridor Cities Transitway (CCT)

Contract Value: \$848,577

Reference: Paul Oberle, MDOT, 7201 Corporate Center Drive, Hanover, MD 21076, Phone: 410-865-1011

HONOLULU RAIL TRANSIT FINANCIAL PLAN

Parsons Brinckerhoff is developing a comprehensive financial plan to support grant applications and the environmental process for implementation of a \$6 billion heavy rail project in Honolulu. Our team is advising on all aspects of the development of the financial plan and the financial model, including forecast of local sales tax revenues, development of an operating cost model, detailed debt financing structures, and innovative finance and procurement modules, as well as the pursuit of additional funding sources such as federal, state, and local contributions. Our team, led by Jennifer Mitchell, has developed a 20-year systemwide financial plan that covers rail, bus, and para-transit services. Jennifer is advising on all aspects of the development of the financial plan and the financial model including forecast of local sales tax revenues, development of an operating cost model, detailed debt financing structures, and innovative finance and procurement modules, as well as the pursuit of additional funding sources such as federal, state, and local contributions.

Contract Value: \$1,500,000 (estimated over the duration of project)

Reference: Elizabeth Scanlon, Honolulu Authority for Rapid Transit, 808-768-6236

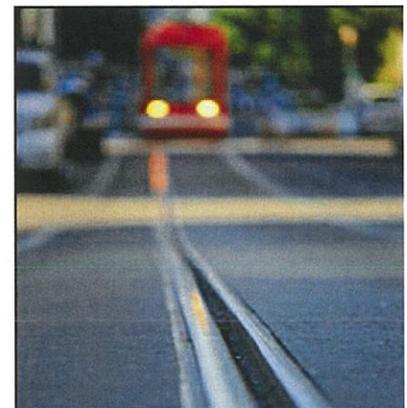
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ADDITIONAL PROJECTS

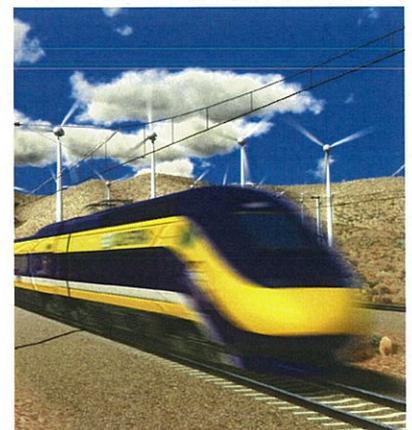
- **Potomac Yard Metrorail Station Financial Analysis and Value Capture Study (VA).** On behalf of the City of Alexandria, Parsons Brinckerhoff analyzed the feasibility of using a combination of value capture mechanisms to finance a new Metrorail station adjacent to a rapidly developing former rail yard. The study compared several station locations, development scenarios, value capture strategies and financing options to support the development of a preferred public-private partnership development strategy. Our analysis demonstrated that use of the right mix of value capture techniques can provide an effective means to harness the future benefits of development at Potomac Yard to help finance the Metrorail Station today. With a combination of special district financing, net new tax revenues and developer contributions, our analysis showed the \$240 million station to be self-financing.
- **Route 1 Streetcar Financial/Strategic Planning (VA).** Parsons Brinckerhoff is conducting the financial planning efforts for the proposed Route 1 Streetcar project in Arlington County and the City of Alexandria, VA. The Parsons Brinckerhoff team is reviewing potential sources of state and Federal grant funding; developing a forecast of local revenues using Tax Increment Financing (TIF) revenues; assessing potential sources of financial risk; advising on potential procurement alternatives; and developing a financial plan that supports the environmental planning process.
- **Baltimore Red and Purple Line LRT Corridors (MD).** Parsons Brinckerhoff is the Maryland Transit Administration's (MTA) lead on the federal funding strategy and program requirements for the Red and Purple Line light rail transit (LRT) New Starts project. Parsons Brinckerhoff led the preparation of New Starts applications, which were two of only four projects that received FTA permission to enter New Starts Preliminary Engineering in 2011. Below is a summary of the services provided:
 - New Starts strategy, guidance, and application preparation
 - Programmatic assistance
 - Financial plans for each major project
 - Analyzing innovative finance and P3 opportunities
- **Charlotte Red Line Regional Rail Project (NC).** Under contract to the North Carolina Department of Transportation, Parsons Brinckerhoff is structuring the \$452 million, public-private partnership to establish commuter rail on a 25-mile corridor from downtown Charlotte to the Lowe's World Headquarters in Mooresville. The public financing includes funding from the State, Charlotte Area Transit System and tax increment and assessment district financing. The assistance by Parsons Brinckerhoff includes the creation of a Joint Powers Authority and use of a P3 approach to project delivery.
- **SANDAG Mid-Coast Financial Plan (CA).** The San Diego Association of Governments is leading the development of a 10-mile extension of the San Diego Trolley to the University City Area. Parsons Brinckerhoff managed the preparation of the PE application and developed the financial plan for the Mid-Coast Corridor project. The FTA approved the \$2 billion project into Preliminary Engineering in 2011.

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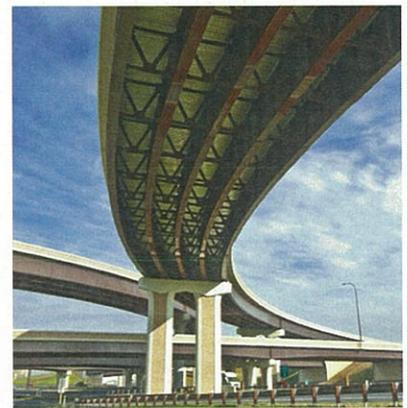
- **LA Metro Westside Subway Extension New Starts (CA).** The Westside Subway Extension is one of the LA Metro’s priority projects to improve transit capacity, speed, dependability and connectivity. Working closely with Metro, Parsons Brinckerhoff is providing strategic and financial advisory services to develop and advance this \$5+ billion extension through the New Starts process. Our support has continued from Alternatives Analysis to draft and final Environmental Impact Statements into Preliminary Engineering. As Metro seeks FTA approval for the Final Design for the Westside Subway, we are advising Metro on the overall strategy for the Final Design application while updating the financial plan.
- **California High Speed Rail Program Management (CA).** Parsons Brinckerhoff has been an active participant and partner with state and local agencies in supporting the delivery of high speed train service in California. When the California High Speed Rail Authority (CHSRA) was established, we completed the corridor evaluation study, which showed that a high speed rail network would substantially reduce the need for costly expansion of the state’s highways and airports. In order to help secure funding and begin the implementation of this multi-billion program to develop 800 miles of track and up to 24 stations, we have supported CHSRA’s financial and business planning, including job creation analysis, benefit-cost analysis, analysis of station area development effects, and long term economic development impact studies.
- **MARTA Business Transformation Program (GA).** The Metropolitan Atlanta Regional Transportation Authority (MARTA) has successfully operated a high quality bus system for the past 30 years, while making significant capital investments in its planned heavy rail rapid transit system. Parsons Brinckerhoff performed a comprehensive assessment of MARTA’s budgetary processes and products. The assessment resulted in recommendations related to the operating/capital budgets, the processes, the cost control system, and the capacity of staff to manage the extensive \$345 million annual operating and \$600 million capital budgets.
- **Nashville Bus Rapid Transit Project (TN).** The Nashville Metropolitan Transit Authority (MTA) engaged Parsons Brinckerhoff to help them identify strategies to fund the \$138 million Bus Rapid Transit project from downtown Nashville, Tennessee along the East-West End Avenue corridor (formerly known as the Broadway-West End Corridor). The MTA Board recently approved the preferred alternative for this BRT project and it is now moving into the next phase of development, i.e. preliminarily engineering and environmental assessment required in order to be eligible for federal funds. Our recommendations included a mix of tax increment and assessment district financing to match the FTA Small Starts grant funds.
- **Pierce Transit Capacity Review for Federal Funds (WA).** Parsons Brinckerhoff led an assessment of Pierce Transit’s organizational structure and internal processes and procedures related to program and project, financial and grants management. This included conducting interviews and workshops with agency executives and a cross-section of agency employees. We also assessed organizational capacity and options for implementing Pierce Transit’s capital program under a range of future scenarios related to the concurrent “PT Tomorrow” System Redesign effort.

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- **Sound Transit Phase 2 Planning (WA).** Parsons Brinckerhoff assisted Sound Transit with the development of a financially feasible package of improvements for the region's second phase of high capacity transit investment. Over 160 individual projects were evaluated using a systematic process of project definition, cost estimation, ridership forecasting, project evaluation, risk analysis and financial projections. A key component of this work was the facilitation of meetings with agency staff in which we conducted "real time" financial feasibility analysis using a series of interactive financial tools developed to test proposed packages of projects, considering existing and proposed capital costs, additional O&M costs, fare, grant and tax revenues, and debt structuring. In addition, our development of a comprehensive benefit-cost methodology and tool to analyze their investments' consistency with regional planning goals helped the agency secure voter approval for the \$18 billion Sound Transit Phase 2 program.
- **Intercounty Connector, ICC (MD).** After failing twice to reach a final record of decision, the \$2.5 billion project was named a federal priority project. Parsons Brinckerhoff first served as policy advisor to develop strategies and conduct interagency workshops to help streamline the environmental review process and move the project forward. We subsequently led the development and management of the FHWA-approved financial plan and supported the successful acquisition of a \$516 million TIFIA loan on behalf of the Maryland Transportation Authority and State Highway Administration. The ICC, which is now open to tolled traffic, links existing and proposed developments in the DC area, connecting I-270 to I-95.

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Team Subconsultants
Project Experience
& Reference

FTA FINANCIAL MANAGEMENT OVERSIGHT PROGRAM

Under this contract, **Reid Consulting** assessed FTA grantees' financial management and internal control systems in accordance with the "Common Rule" (49 CFR Part 18). Financial accounting systems are examined in areas of grant accruals, grant expenditures and draw downs, system interfaces, tracking and control of assets purchased with federal funds, and monitoring the progress of FTA grants. Also, under the aegis of the COR, our firm plans and delivers Financial Management Oversight (FMO) Seminars to FTA grantees, Financial Management Oversight (FMO) Regional Training Seminars to FTA regional offices. Further Reid has been selected to participate in FTA Headquarters Special Assignments and our firm leads efforts to codify and issue completely updated procedures to be used by contractors to conduct financial oversight reviews of FTA grantees.

Contract Value: \$ 3,000,000 (2006-09); \$5,000,000 (recomplete 2010-15)
Reference: Amy Jernigan, FTA, 1200 New Jersey Ave SE, Washington, DC 20590, Phone: 202-366-6475

NORTA COST ALLOCATION PLANS

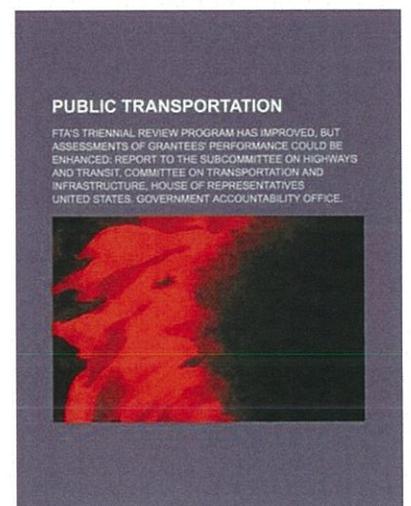
Reid Consulting provided consultation services related to the preparation of New Orleans Regional Transit Authority (NORTA)'s cost allocation plans for 2010, 2009, 2008, 2007, and 2006. The team advised NORTA of issues related to Federal regulations, identification of departmental direct and indirect costs, presentation of indirect cost calculations, and development of supporting information.

Contract Value: \$ 500,000
Reference: Stephanie Pulley, NORTA; 2817 Canal Street, New Orleans, LA 70119, Phone: 504-827-8381

FTA STATE MANAGEMENT REVIEW PROGRAM

Under this contract, **Reid Consulting** maintained schedules, complete assignments accurately and administered the contract assignments effectively. For each grantee, team members conduct desk reviews at the regional office using the FTA Triennial Review Contractors' Guide and Worksheets. Draft and final reports summarizing the compliance findings and any corrective actions required of the grantee are prepared and provided to the FTA. In addition to conducting *State Management Reviews*, the Reid team also developed the Contractors' Guides and Workshop Workbooks, conducts workshops, develops program reports and provides assistance on special projects.

Contract Value: \$ 2,000,000 (initial contract 2008 to 2010); \$2,500,000 (won recomplete for 2011 to 2015)



AMTRAK HIGH-SPEED RAIL GRANTS

Following the announcement of \$8B in grants funds available, the FRA published the grant guidance in June 2009. Amtrak's participation in Intercity Passenger Rail and High Speed Rail Corridor development required close collaboration with grant recipients (states), local governments, and other external partners. DPI provided grant management services to the Policy and Development (P&D) Department including the following activities:

- Supported the creation of application packages templates
- Coordinated document-related activities such as tracking mechanisms and document repository that supported grant-related information provided by 30 states
- Supported the definition of procedures to appoint technical review subject matter experts organized by region
- Tracked benefit and cost information needed from Amtrak such as ridership or projections on capital costs
- Supported the definition of scoring criteria to prioritize applications
- Prepared scorecards, reports, and briefing documents for Amtrak's executive team and the Board
- Facilitated meetings and conference calls with grant applicants to provide feedback and recommendations on improvements for grant applications using FRA's final grant application packages
- Put together a communication plan that included scheduled and ad hoc updates for states and organizations



Contract Value: \$100,000

Reference: Christine Suchy, Amtrak, 60 Mass Ave. NE. Washington, DC 20002. Phone: 202-906-2543

AMTRAK ORGANIZATIONAL DESIGN SALES INTEGRATION TEAM

The business environment that Amtrak operates in has changed significantly over the last several years and market and customer research have identified several areas of concern with Amtrak's ability to compete in the new environment created by PRIIA. DPI supported multiple workshops with cross functional teams in headquarters and the regions and supported the (1) identification and definition of objectives and goals of the overall sales team, the timeline, and the overall performance metrics to track. (2) Identification of Functional Area Charters to define the objectives goals and responsibilities of each, the major work products, and the roles and responsibilities of each team member. (3) Facilitated discussion to identify organizational design options. (4) Facilitated decision-making sessions to identify the organizational structure that can best support the sales teams in achieving objectives both in the short and long term. DPI conducted a variety of gap analyses with respect to efficiencies and effectiveness of the organization.

Contract Value: \$80K

AMTRAK CAPITAL PLANNING AND INVESTMENT REVIEW OVERSIGHT

DPI was engaged to evaluate and propose improvements to Amtrak's Capital Planning and Investment Control Process. Dynamic Pro submitted a report documenting the use of technology applications, and evaluation of activities conducted during FY2009. The report also contained opportunities for improvement; this feedback was discussed with Amtrak's CFO and recommendations were implemented.

Contract Value: \$70,000

WMATA GRANTS FINANCIAL MANAGEMENT AND CLOSEOUT

WMATA receives safety and security grants from DHS and other grantor organizations. As a subcontractor to Parsons Brinckerhoff's Program Management Contract, DPI is performing the following services:

- Managing and analyze large data sets and organize information for adjustment requests
- Creating financial reports, including customized and required federal forms
- Analyzing detailed data elements for compliance with broad grant guidelines
- Creating databases for tracking financial and non-financial milestones of projects
- Writing summaries of processes used for data reporting and analysis
- Creating briefings and talking points for WMATA's management

CONTRACT CLOSEOUT FARE COLLECTION SYSTEM, ACQUISITION SUPPORT FOR THE EXISTING AFC SYSTEM

DPI helped to close a Fare Collection System contract. We collected and organized all project correspondence and technical submittals in a secure, electronic, and searchable manner. We developed a comprehensive and clear list of deliverables based on the conformed contract. The deliverables from the contractor included documentation, training, hardware, software, test procedures, test results and other ad hoc items. We reviewed: 1) Deliverables required but not yet delivered; 2) Incomplete deliverables; and 3) Deliverables received but requiring updates or revisions to match final delivery of hardware or software.

ACQUISITION SUPPORT SERVICES FOR AMTRAK ON BOARD SYSTEMS

DPI has supported Amtrak since 2007 with multiple acquisition support efforts such as the Point-Of Sale project (\$25M), Food and Beverage Managed Services (\$200M), Train Communications (\$15M), Implementation of WiFi in the NEC (\$30M) and is currently supporting Amtrak's Passenger Information Display Systems (200M). Dynamic Pro assisted the OBS program by facilitating the procurement process for the projects mentioned above. There was frequent interaction with the assigned procurement officer to coordinate the following activities:

- Facilitated meetings with the participation of senior management
- Defined core team and Technical Evaluation Committee
- Coordinated writing of SOW
- Facilitated criteria definition, prioritization, and evaluation of offerors
- Created document repositories to facilitate access for both internal team members and offerors
- Coordinated of site visits



After the technical evaluation concluded, DPI supported contract negotiation activities and established a project management structure to support contract oversight activities.

Contract Value: \$750K

Reference: Lenetta McCampbell, Amtrak, 60 Massachusetts Ave NE, Washington, DC, Phone: 202-906-2426

HAMPTON ROADS TRANSIT TDP

As its first task in an on-call planning contract, **Foursquare ITP** lead the development of a six-year Transit Development Plan (TDP) for Hampton Roads Transit (HRT), following the TDP requirements set forth by the Virginia Department of Rail and Public Transportation. This plan includes all of HRT's transit modes, including bus, light rail, and ferry. HRT operates more than seventy bus routes, one ferry route, and a new 7.4 mile light rail line, in addition to para-transit service.

Foursquare ITP conducted a full evaluation of HRT's current service at the route and system levels using newly developed performance measures and standards that related back to the defined objectives. Two sets of operating and capital improvements were then recommended: one that was constrained within the confines of the anticipated revenue for the agency over the next six years, and one that was based on an aspirational scenario of about a 10% increase in funding. Foursquare ITP developed an operating plan, capital improvement plan, and financial plan for HRT to follow as it implements improvements over the next six-years.

Contract Value: \$125,000

Reference: Ray Amoruso, Chief Planning and Development Officer, Hampton Roads Transit, 509 East 18th Street, Building #4, Norfolk, VA 23504, Phone: 757-222-6000 x6133



TIGER BUS PRIORITY GRANT MANAGEMENT

Foursquare ITP is the prime consultant assisting the Metropolitan Washington Council of Governments Transportation Planning Board (COG/TPB) in oversight and management of 16 projects being implemented by six separate agencies, all conducted under a regional \$58.8 million TIGER grant. The grant funds transit improvements on eight bus priority corridors, including transit signal priority, queue jump lanes, and bus only lanes, as well as improvements at several transit centers.

Foursquare ITP is working with COG/TPB and the sub-grantees, in close coordination with the Federal Transit Administration (FTA), to ensure that all federal procurement, expenditure, and reporting regulations are met. Foursquare ITP developed a comprehensive data collection form that each sub-grantee must fill out monthly; those forms are then compiled through an automated process to provide easy to understand monthly status and financial reports for COG/TPB, the sub-grantees, and FTA. The monthly reports are then rolled up into the required quarterly and annual reporting for FTA and the Office of Management and Budget (OMB), which tracks job creation and retention numbers through the 1512 report. Other reports that are generated are the Milestone Progress Report (MPR), Federal Financial Report (FFR), and the 1201 (c) annual report. All of the data is provided in user friendly reports that provide all of the necessary information from a project management perspective and are also in a format to be uploaded to TEAM, the federal reporting system. Also involved in the grant management process is working with the project owners (sub-grantees) to ensure that the various implementing agencies are working in coordination, such as assisting on joint transit signal priority procurements and working with many agencies that are all working on and invoicing toward several of the 16 projects. The project also involves review of all procurements issued that will be paid for with TIGER funds, to ensure compliance with all FTA requirements.

Contract Value: \$400,000

Reference: Eric Randall, COG, 777 North Capitol Street, NE, Washington, DC 20002, Phone: 202-962-3254

ARLINGTON COUNTY TDM PLAN

Foursquare ITP worked with Arlington County, Virginia to develop a comprehensive plan to focus and improve upon an already nationally-recognized TDM program. The plan for FY2011 consists of short-, mid-, and long-range plans that provide both specific and visionary elements geared toward helping the County meet the goals and objectives set as part of the planning process. Foursquare ITP worked with staff at all levels of Arlington County Commuter Services (ACCS) to facilitate and develop both strategic and tactical plans for growing the TDM programs over the next six years and beyond into the future. The plan included a financial plan containing costs and anticipated revenues for the six-year programming period as well as out to 2035 for planning purposes.

Foursquare ITP was again retained to provide a mid-cycle update to the plan for FY2013, including updates to the financial plan and a review of the proposed projects during the course of the 25-year plan. This update involved a more targeted prioritization process and a more in depth analysis of potential revenue sources for funding program growth, using historical and projected funding assistance from the state and identification of alternate revenue sources. The plan, for the first time for ACCS, developed separate operating and capital budgets for ACCS to use, and included project prioritization exercises with staff to select projects based on financial constraints on both the capital and operating budgets. A portion of the first year of the plan was converted into a one-year work plan for the Virginia Department of Rail and Public Transportation.

Contract Value: \$70,000

Reference: Chris Hamilton, Chief of Commuter Services, Arlington County Department of Environmental Services, 2100 Clarendon Blvd, Suite 900, Arlington, VA 22201, 703-228-3725



NORTHERN VIRGINIA VANPOOL INCENTIVE PROGRAM

Foursquare ITP worked with DRPT, NVTC, GWRC, and other key stakeholders to assess the viability of a multi-region vanpool program in Northern Virginia and the Fredericksburg areas, serving largely federal worksites and Department of Defense locations, including Ft. Belvoir, Mark Center, and the Pentagon. The assessment determined that there is potential for a multi-region vanpool incentive program that would report to the National Transit Database (NTD) and generate federal formula funds for the region. We worked closely with regional stakeholders from several jurisdictions and agencies with varying perspectives to gain insight into possible operating structures for the program. Foursquare ITP also conducted formal interviews with agency stakeholders from across the Northern Virginia area to determine the capabilities of existing agencies to support a new multi-region vanpool program.

Foursquare ITP developed a multi-region vanpool program business plan, including the identification of an administrative structure that delineates roles and activities, incorporating existing agencies and performance objectives for the program to follow as it begins operation. The business plan also details all costs, anticipated revenues, and includes a pro forma cash flow. It identifies possible funding sources and needs that have formed the basis for the client's continued pursuit of establishing the program.

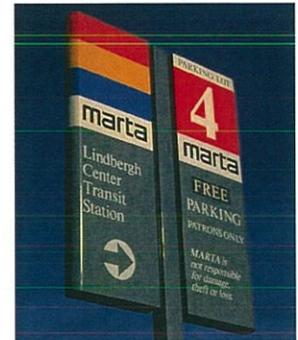
Contract Value: \$49,000

Reference: Christopher Arabia, DRPT, 600 East Main St, Suite 2102, Richmond, VA 23219, Phone: 804-786-1059



MARTA ASSET MANAGEMENT STATE OF GOOD REPAIR

Draycott is directing a comprehensive system-wide assessment of Metropolitan Atlanta Rapid Transit Authority's (MARTA's) assets: performing a physical inventory, determining asset condition and establishing a systematic program to prioritize and identify assets to include in the long-range Capital Improvement Plan for replacement or rehabilitation. Project activities included identifying assets for inclusion in the enterprise asset management (EAM) system, assuring that priority, condition, estimated useful life, in-service date, original cost information and location data are included for every asset, and conducting a statistical sampling of assets for review by a team of MARTA staff and external consultants to verify asset information. Other project activities included the development of an Asset Management Plan, a methodology for determining asset replacement, and the development of key metrics and performance measures. MARTA is currently in the process of working with its EAM software vendor to develop a new capital planning module which will enable maintenance and operations data to link directly to key performance indicators, metrics and dashboards. This phase of the project will provide MARTA with a continuing flow of information for establishing the priority of capital initiatives properly aligned with MARTA's strategic priorities and establishes a systematic program to prioritize and identify projects in the long-range Capital Improvement Plan.



Contract Value: \$300K to date; on-going

Reference: David Springstead, MARTA, 2424 Piedmont Rd, NE, Atlanta, GA 30324, Phone: 404-848-3438

FINANCIAL SOFTWARE REPLACEMENT

Draycott directed a project for Pinellas Suncoast Transit Authority (PSTA) to develop specifications and provide technical assistance for replacing existing administrative, financial and maintenance management information systems. Project activities included determining if funds currently programmed for replacement were sufficient, defining software features and functionality, developing technical specifications, evaluating the current IS architecture, assisting in vendor evaluation, selection and negotiation, and providing implementation assistance as required. In Phase II, provided project management services during implementation of software for general ledger, budgets, accounts payable, accounts receivable, fixed assets, grants/projects, incident reporting, financial business statistics, payroll, human resources, purchasing, inventory and maintenance. Project activities included business process re-engineering of financial activities, including grants management, overseeing installation of the software package and working with the software vendor to assure that all requirements were met including those for custom modifications, interfaces, data conversion, training and acceptance testing.

Contract Value: \$311,000

INFORMATION TECHNOLOGY NEEDS ASSESSMENT AND IMPLEMENTATION PLAN

Draycott managed a project for the Rhode Island Public Transit Authority (RIPTA) to re-engineer the authority's business processes and develop a plan for upgrading the management information systems and technology. All RIPTA departments were included in the study. Project activities included reviewing, evaluating and documenting current and planned business processes and the currently existing ITS; conducting a needs assessment to determine current and future ITS needs; re-engineering and documenting current and planned future business procedures, practices, processes and information flows within and between organizational departments; and producing a Strategic Implementation Plan.

Contract Value: \$592,500

VDOT RESIDENCY REVIEW

BTG was tasked by VDOT's Safety and Performance Management Division (SPMD) to conduct an analysis of the fiscal business support functions (accounting and inventory) that support the efforts of maintenance and construction projects. The primary goal of the project was to review the organization, roles and responsibilities and reporting relationships to determine if VDOT's blueprint changes were optimal for an effective and efficient organization. BTG was also tasked to analyze and redesign the fiscal processes to increase efficiency, eliminate redundancies and reduce cycle time. BTG interviewed a sampling of VDOT's fiscal personnel and fiscal customers from each of the nine districts across the Commonwealth to identify and document areas of opportunity relative to the fiscal operations. BTG developed more than 70 recommendations related to process streamlining/improvement, staff levels, organizational alignment, authority levels and roles and responsibilities.

Contract Value: \$250,000

Reference: John Crews, VDOT, 1401 East Broad Street, Richmond, VA 23219, Phone: 804-371-6851



DOWNTOWN TUNNEL / MIDTOWN TUNNEL / MARTIN LUTHER KING EXTENSION

BTG is working on the Downtown/Midtown/Martin Luther King (MLK) Extension public-private partnership (P3) project with VDOT and the Elizabeth River Crossings (ERC), led by Skanska. BTG has partnered with VDOT to develop a strategic work plan for disadvantage business enterprise (DBE) and small, women, and minority owned business (SWAM) participation in the construction of a nearly \$2 billion tunnel project. As a subcontractor to Southeastern Transportation Partners (STP) (a joint venture between RK&K and Parsons Transportation Group) BTG will lead a team to identify and vet capable small businesses for the project, while also reducing ERC's risk. This is done by vetting the businesses before inviting them to Statement of Work (SOW) Opportunity Sessions (a BTG designed contract facilitation approach). This approach has been recognized by VDOT and FHWA as a "Best Practices" approach. It provides insight to small business owners about the prime contractor's expectations for the project. This process also provides needed information regarding the requirements of the project, therefore increasing the potential for successful small business participation and local job creation.

Contract Value: \$2,500,000

DMBE/SWAM PARTICIPATION

The table below details our DMBE/SWAM Participation Plan for Virginia DRPT's General Financial Consultant Services – Competitive Negotiation for Non-professional Services contract. The table shows estimated targets for each proposed subconsultant. These estimates are not an obligation or promise to allocate work share precisely as illustrated, as that exact allocation will depend on the task order assignments that will be forthcoming and the appropriate skills and resources required to successfully complete those tasks. Parsons Brinckerhoff is intent to meet the DMBE/SWAM goal over the course of the contract period with an allocation that approximates the distribution, as appropriate for requested services.

Small Business Name	Status: W/M	Contact Person	Type of Services	Percent SOW	Est. Budget
Reid Consulting 1800 Wilson Blvd, Suite 128 Arlington, VA 22201 DMBE Certification # 701252	SWAM DBE	James Reid 571-257-5090, x228 reid@reidconsult.com	Internal controls, financial planning services, compliance reviews	10.0%	\$125,000
Dynamic Pro Inc 6321 Phyllis Lane Alexandria, VA 22312 DMBE Certification #662241	WBE DBE	Kevin Stone 571-225-2591 kevins@consultdpi.com	Internal controls, financial planning services, compliance reviews, organizational capacity and readiness, change management	5.0%	\$50,000
Foursquare ITP 6 Hollyberry Court Rockville, Maryland 20852 DMBE Certification #2006-0047-2015 (MWA)	W (SWAM #653489)	Lora Byala 301-774-4566 lbyala@foursquareitp.com	Financial planning services, transportation and operational planning, grants management and reviews	5.0%	\$50,000
Draycott Consulting Inc 1112 Dartmouth Rd Alexandria, VA 22314 DMBE Certification #67840	WBE DBE	Susan Thomas 703-751-1157 drayconsult@cs.com	Transportation agency management consulting with expertise in finance, accounting, administration, human resources, grants management, procurement, transportation, maintenance and inventory	5.0%	\$50,000
Business Transformation Group 1818 Library Street, Suite 500, Reston, VA 20190 DMBE Certification #660498	SWAM DBE	Joe Lewis 703-757-9782 joelewis@btgworks.com	Internal controls, process improvement, SWOT analytics, corrective action planning, business process improvement	5.0%	\$50,000
				30%	\$300,000

CONTACT PERSON

Communication is the key to building a strong partnership between your staff and our project team, and it is a critical component to the success of this project. Our goal is to deliver more than a successful project. We encourage you to contact us at any time if you have any questions, comments, or requests.

Throughout the duration of this contract, the Parsons Brinckerhoff team's Contract Manager, Jennifer Mitchell, will serve as your primary contact person. Jennifer is committed to meeting your needs and will coordinate all efforts and personnel related to the contract.

Jennifer Mitchell

1401 K Street NW, Suite 701

Washington, DC 20005

Office: 202-661-5316

Mobile: 571-230-0886

mitchellje@pbworld.com

In addition to our Contract Manager, Parsons Brinckerhoff often includes what we call a "Principal-In-Charge" as part of our project team. For this important role, we propose Barbara Reese. Barbara Reese has been heavily involved in transportation development within the State of Virginia and brings extensive experience in public transportation agencies policy and finance, including role as the Director of Finance for the City of Richmond, Virginia; Deputy Director of Policy in the Office of the Governor of Virginia; Deputy Secretary of Transportation for Virginia and Chief Financial Officer (CFO) for the Virginia Department of Transportation (VDOT).

Since joining the firm, Barbara has provided advisory services to the firm's transportation agency clients related to project development, financial planning and the execution of complex P3 transactions.

Barbara will ensure that Jennifer has access to all of the firm's nearly 14,000 staff resources worldwide, as necessary, to successfully complete any assignment. Barbara is also available to you, should you have any questions, comments, or requests.

Barbara Reese

530 East Main Street, Suite 701

Richmond, VA 23219

Office: 804-775-8903

Mobile: 804-874-5974

reesebw@pbworld.com

STAFFING & PRICING PLAN

NOTE: For Parsons Brinckerhoff, Inc. rates the Direct Hourly Rate price schedule for the base year (year 1) of the three year contract has been escalated by 3.5% to take into consideration scheduled annual rate increases effective August 1, 2012. As noted in the Pre-proposal Conference Questions & Answers responses by DRPT, DRPT will consider rate increases for Year 2 and 3.

Labor Category	Name	Direct		Profit	Total Fixed Rate	Firm
		Hourly Rate	Overhead Rate			
Task 0: Project Management						
Contract / Project Manager					\$ 218.33	PB
Senior Manager					\$ 292.76	PB
Task 1: Internal Controls Assessment						
Senior Internal Controls Analyst					\$ 340.79	PB
Senior Internal Controls Analyst					\$ 277.91	PB
Senior Internal Controls Analyst					\$ 157.68	Reid
Senior Internal Controls Analyst					\$ 147.17	Reid
Senior Internal Controls Analyst					\$ 131.40	Reid
Senior Internal Controls Analyst					\$ 127.60	Reid
Internal Controls Analyst					\$ 106.14	Reid
Junior Internal Controls Analyst					\$ 83.13	Reid
Internal Controls Analyst					\$ 108.01	DPI
Senior Internal Controls Analyst					\$ 159.19	DPI
Task 2: Financial Planning and Analysis						
Senior Financial Analyst					\$ 392.92	PB
Senior Financial Analyst					\$ 256.08	PB
Senior Financial Analyst					\$ 199.99	PB
Senior Financial Analyst					\$ 195.55	PB
Financial Analyst					\$ 157.03	PB
Financial Analyst					\$ 106.68	PB
Junior Financial Analyst					\$ 102.21	PB
Junior Financial Analyst					\$ 88.90	PB
Senior Accountant					\$ 152.84	Reid
Accountant					\$ 88.78	Reid
Junior Accountant					\$ 45.94	Reid
Senior Financial Analyst					\$ 159.19	DPI
Senior Financial Analyst					\$ 159.19	DPI
Financial Analyst					\$ 129.44	DPI
Financial Analyst					\$ 125.06	DPI
Senior Financial Analyst					\$ 142.80	Foursquare
Financial Analyst					\$ 113.31	Foursquare
Financial Analyst					\$ 88.13	Foursquare
Financial Analyst					\$ 85.56	Foursquare
Junior Financial Analyst					\$ 68.45	Foursquare

(continued on next page)

Labor Category	Name	Direct Hourly Rate	Overhead Rate	Profit	Total Fixed Rate	Firm
Task 3: Other Financial Services						
Senior Management Consultant					246.52	PB
Management Consultant					146.31	PB
Junior Management Consultant					84.44	PB
Senior Management Consultant					149.99	Draycott
Senior Financial Compliance Analyst					269.43	Reid
Financial Compliance Analyst					121.79	Reid
Junior Financial Compliance Analyst					83.13	Reid
Senior Management Consultant					233.47	BTG
Senior Management Consultant					191.45	BTG
Senior Management Consultant					146.62	BTG
Senior Management Consultant					123.27	BTG
Management Consultant					102.28	BTG
Junior Management Consultant					81.83	BTG
Junior Management Consultant					65.46	BTG
Junior Management Consultant					44.49	BTG

Nusbaum, Ashley (DRPT)

From: Mitchell, Jennifer [MitchellJe@pbworld.com]
Sent: Thursday, August 23, 2012 9:06 AM
To: Nusbaum, Ashley (DRPT)
Subject: RE: RFP 505-12-RR0001 General Financial Consultant Services

EXHIBIT C
Parsons Brinkerhoff's Final Price
Schedule can be found on pages 76-77 of
their Proposal (Exhibit B).

Ashley, thank you for the clarification. I am confirming that Parsons Brinckerhoff has agreed to lock in the rates listed in our proposal dated Jun 22, 2012 for the first three years of the contract.

Please let me know if you need anything else. We look forward to working with you and DRPT on this.

Jennifer

From: Nusbaum, Ashley (DRPT) [mailto:ashley.nusbaum@drpt.virginia.gov]
Sent: Thursday, August 23, 2012 8:59 AM
To: Mitchell, Jennifer
Subject: RFP 505-12-RR0001 General Financial Consultant Services

Jennifer,

In regards to your questions about adding employees that are not listed in Parsons Brinkerhoff's proposal and their labor rates, additions will work the same way they do now. Each employee and rate will be evaluated individually based on their resume when an addition is requested. Please let me know if you need more information.

Please confirm that Parsons Brinkerhoff agrees to lock in the rates listed in their proposal dated June 22, 2012 for the first three years of the contract. Thanks.

Ashley Nusbaum
Financial Compliance & Procurement Analyst
Dept. of Rail and Public Transportation
600 E. Main Street, Suite 2102
Richmond, VA 23219
804-786-2890

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9/20/2012