

Request for Proposals Number: 23-22

Addendum 4

Date: April 7, 2023

Acknowledgment of Addenda

The undersigned acknowledges receipt of the following addenda to the bidding document:

**THE COMPLETED ACKNOWLEDGEMENT OF ADDENDA FORM
SHOULD BE RETURNED WITH BID RESPONSE PACKAGE: NOT
SENT TO RIPTA SEPARATELY**

NOTE: Failure to acknowledge receipt of all addenda may cause the bid to be considered non-responsive to the solicitation. Acknowledged receipt of each addendum must be clearly established and included with the bid.

Name of Bidder

Street Address

City, State, Zip

Signature of Authorized Official

Date



DORRANCE STREET TRANSIT CENTER JOINT DEVELOPMENT PROJECT

ADDENDUM NO. 4 (23-22A4)

DATED: April 7, 2023

To RFP No. 23-22 (Issuance Date: January 17, 2023)

ADDENDUM NO. 4 (23-22A4)

DATED: April 7, 2023

To RFP No. 23-22 (Issuance Date: January 17, 2023)

Request for Proposals No.23-22, issued on January 17, 2023 is hereby supplemented as follows:

Responses to Proposers' Questions and Comments

Attached as Exhibit E to Addendum 3 (dated April 4, 2023) were RIPTA's responses to the written questions and comments received from Proposers. Such responses are hereby modified by adding Exhibit A hereto at the end as a new response No. 34. Previous response No. 15 should be read in light of new response No. 34.

[Remainder of page deliberately left blank]

Exhibit A

Supplement to

RIPTA Response to Questions and Comments received from Proposers

[see attached]



RFP No. 23-22
DORRANCE STREET TRANSIT CENTER JOINT DEVELOPMENT PROJECT
ADDENDUM 4 – Supplemental Response

No.	Document	Section	Issue Topic	Question / Clarification Request	RIPTA Response
34	RFP	Section 4.9.2(b)	Forfeiture of Proposal Security	<p>Clarification #15 seems to indicate that any changes included in a selected proposer's markup of the PSA or Term Sheet (to be submitted as part of the proposal), if not resolved during a 30 day period after notice of award, could be grounds for RIPTA to draw on the Proposal Security. In an effort to better understand RIPTA's intentions regarding a possible draw of the proposal security, we kindly request confirmation of the following points:</p> <ul style="list-style-type: none"> i. Revisions and comments included in the awarded Proposer's markup of the PSA and Term Sheet (submitted as part of the proposal) that RIPTA rejects and are subsequently raised in the 30 day final negotiation period will not be considered "material changes" as it relates to Section 4.9.2 of the RFP. ii. "Material changes" as it relates to Section 4.9.2 of the RFP would only be considered those additional revisions to the markups of the PSA and Term Sheet submitted as part of the proposal. iii. If one or more of the changes in the markup of the PSA or Term Sheet submitted as part of a proposal cannot be resolved between RIPTA and the awarded proposer during the 30-day final negotiation period, RIPTA's remedy would be to cease negotiations with the awarded proposer and being negotiations with another proposer (as opposed to drawing on the awarded proposer's security). 	<ul style="list-style-type: none"> i. RIPTA hereby clarifies that revisions and comments included in the Selected Proposer's mark-up of the PSA and Term Sheet as Package E of the selected Proposal will not be considered material changes for purposes of Section 4.9.2(c) of the RFP. ii. So confirmed. Section 5.11 of the RFP (Preliminary Services Agreement Negotiations & Execution) sets out the parameters for negotiation of the PSA, indicating that, except as otherwise provided in Section 5.11, RIPTA does not intend to discuss or negotiate any issue, term or condition that is not specifically identified in the Proposer's Package E mark-up of the Draft Preliminary Services Agreement. Consequently, for purposes of Section 4.9.2. (Forfeiture of the Proposal Security), material changes would include only those additional changes not identified in Package E of the selected Proposal. iii. Please refer to section 5.11 of the RFP which states that if RIPTA and the top-ranked Proposer do not reach agreement on the PSA (which includes the Term Sheet), then RIPTA may negotiate with the next highest-ranked Proposer. forfeiture of the Proposal Security, however, is regulated by Section 4.9.2 of the RFP. The determination as to whether any failure to execute the PSA within the mandatory time limit would trigger a Forfeiture of the Proposal Security would depend on the reasons for such failure to execute, as detailed in Section 4.9.2 of the RFP. A failure to agree upon PSA or Term Sheet changes submitted as part of the selected Proposal (Package E) would not result in a draw on the relevant Proposer's Proposal Security, and Section 4.9.2 of the RFP should be read accordingly.