

**New York State Thruway Authority
RFP #18C15**

Design, Construction, Financing, Operation and
Maintenance of 27 Service Areas on the New York State Thruway

April 5, 2019

ADDENDUM NO. 10

Notice is hereby given that the following Addendum No. 10 shall be made part of RFP #18C15 issued by the Authority on October 15, 2018 as amended by Addendum No. 1 dated November 8, 2018, Addendum No. 2 dated December 21, 2018, Addendum No. 3 dated December 27, 2018, Addendum No. 4 dated January 25, 2019, Addendum No. 5 dated January 29, 2019, Addendum No. 6 dated February 25, 2019, Addendum No. 7 dated February 27, 2019, Addendum No. 8 dated March 28, 2019 and Addendum No. 9 dated April 3, 2019 (the "RFP").

Note: Addendum No. 9 dated April 3, 2019 erroneously: (a) omitted reference to RFP Appendix I, "Conflicts of Interests Requirements," and Attachment 3, Form C-1 "Organizational Conflicts of Interest Disclosure Statement" in the Table of Contents; and (b) referred to the "Performance Standards" as "Appendix I," when it should have been referred to as "Appendix J."

This Addendum No. 10 is being issued to correct these errors, and to set forth clearly the Legal Appendices that are part of the RFP. In Changes 2, 3 and 4 below the material to be deleted is in [{}], and the material to be added is in bold and underlined.

Each Proposer shall acknowledge receipt of this Addendum No.10 in the cover letter submitted as part of their Proposal.

Addendum No. 10 consists of the following changes to the RFP:

Change No. 1 – The Appendix designation of "Performance Standards" included in Addendum No. 9 dated April 3, 2019 is hereby changed from "Appendix I" to "Appendix J."

Change No. 2 – The RFP Table of Contents is hereby changed as follows.

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Exhibit 1	Thruway Authority/Canal Corporation Guidelines Regarding Permissible Contacts During a Procurement and the Prohibition of Inappropriate Lobbying Influence	

Exhibit 2	Authority Supplemental Insurance Certificate (TA-W51343)
Exhibit 3	Customer Experience Survey Summary
Exhibit 4	2012 – 2017 Sales and Traffic Data
Exhibit 5	NYSTA Conceptual Plan
Exhibit 6	Service Area Responsibility Maps
Supplement 1	New York State Finance Law §§ 139-j and 139-k Disclosure of Prior Non-Responsibility Determinations
Supplement 2	Certificate of Compliance with the Authority/Corporation Guidelines Regarding Permissible Contacts During a Procurement and the Prohibition of Inappropriate Lobbying Influence
Supplement 3	Staffing Plan (EEO2)
Supplement 4	Equal Employment Opportunity Policy Statement (Form EEO3)
Supplement 5	ST-220-CA New York State Department of Taxation and Finance Contractor Certification
Supplement 6	Pre-Proposal Conference/Site Visit Release
Attachment 1	Past Performance (Form E-1)
Attachment 2	Proposer and Team Member Information (Form Q-1)
Attachment 3	Form C-1 Organizational Conflicts of Interest Disclosure Statement

Change No. 3 – “Section 1.6 – Comments and Exceptions to Terms and Conditions” of the RFP is hereby revised to read as follows.

Section 1.6 – Comments and Exceptions to Terms and Conditions

The Successful Proposer will be required to enter into a Lease Agreement applicable to all 27 Service Areas with the Authority that includes, but is not limited to, the terms and conditions set forth in Appendices A, B C, D, E, F, G, H, I, J and W attached hereto (individually and collectively, the “**Legal Appendices**”). Proposers may identify issues or specific provisions of any terms or conditions set forth in the Legal Appendices stating any issue, comment or exception in writing via email to Mari-Ann Brower, Contract Management Specialist 2, identified as a permissible contact in Section 1.3 hereof, by the deadline for submission of written questions set forth in Section 1.2 herein. Proposers shall indicate specific provisions for which the Proposer seeks clarification or amendment and may offer alternative language for a particular term or condition, accompanied by the Proposer’s requested alternative language. Proposers must also indicate the priority of all such requested changes or comments, and must clarify how the requested change would lead to better value for the Authority. The Authority will

address such objections in its official responses to questions distributed to all Proposers and/or via Addenda to this RFP.

The Authority will consider Proposers' comments and requested clarifications or amendments received pursuant to this Section 1.6, and may in its discretion amend the terms and conditions set forth in the Legal Appendices. Pursuant to Section 1.8 of this RFP, the Authority will issue Addenda to this RFP if it amends the RFP or the terms and conditions set forth in the Legal Appendices together with all appropriate revisions or clarifications. The final form of terms and conditions set forth in the Legal Appendices, as issued by the Authority, will be the common basis for all Proposals. Notwithstanding the Proposer's right to comment on the terms and conditions set forth in the Legal Appendices, Proposers are required to base their Proposal on the terms and conditions of the final terms and conditions set forth in the Legal Appendices. Accordingly, while the Authority may negotiate any nonmaterial proposed changes to the final terms and conditions of the final terms and conditions set forth in the Legal Appendices, in no event will the acceptance or rejection by the Authority of any suggested change result in reduced benefit offered by the Proposer in the Proposal. Changes will be limited to those appropriate to any negotiated work scope changes.

If the Authority determines, based on comments on the RFP or the Legal Appendices or otherwise that the RFP contains an error, ambiguity or mistake, the Authority reserves the right to modify the RFP and the Legal Appendices to correct the error, ambiguity or mistake.

Change No. 4 –“Article V – Lease Agreement” of the RFP is hereby revised to read as follows.

ARTICLE V – Lease Agreement

The Successful Proposer will be required to enter into a Lease Agreement with the Authority. Please refer to Appendix B for a summary of the Key Terms to be included in the Lease Agreement.

The Appendices listed below and attached hereto will be incorporated into and made a part of the Lease Agreement. The Successful Proposer will be required to complete and submit the Authority Supplemental Insurance Certificate (attached herein as Exhibit 2) to the Authority prior to commencement of work under the Lease Agreement.

The Successful Proposer must complete and submit Supplements 1, 2, 3, 4, 5 and if applicable, 6 below with its Proposal.

Appendix A	Standard Clauses
Appendix B	Key Terms of Lease Agreement
Appendix C	Inventions Policy
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