

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

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

April 11, 2019

ADDENDUM NO. 11

Notice is hereby given that the following Addendum No. 11 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, Addendum No. 9 dated April 3, 2019 and Addendum No. 10 dated April 5, 2019 (the "RFP").

Each Proposer shall acknowledge receipt of this Addendum No.11 in the cover letter submitted as part of their Proposal.

Addendum No.11 consists of the following changes and to the RFP:

NOTE: Material to be deleted is in [], material to be added is in bold and underlined.

Change No. 1- RFP Appendix B, Section 1, "Hazardous/Regulated Substances" is hereby changed as follows:

****REMAINDER OF PAGE DELIBERLATELY LEFT BLANK****

Hazardous/Regulated Substances

[Revised Provisions to Follow.]

The Operator shall bear full responsibility for, and bear all costs resulting from, the generating, handling, treatment, storage, removal, remediation, avoidance, or other appropriate action (if any), with respect to: (1) any hazardous or regulated substance under Applicable Law (“Regulated Site Condition”) present at a Service Area and resulting from materials that were brought or caused to be brought onto the Service Area by any act or omission of the Operator or any of its subcontractors; and (2) the creation or exacerbation of any Regulated Site Condition due to fault of the Operator or the negligence, recklessness or willful misconduct of the Operator or any of its subcontractors. With respect to items (1) and (2) above, the Operator shall assume all such risks and shall indemnify, defend and hold harmless the Authority and the State pursuant to the terms of the Lease Agreement.

The Operator shall not be responsible for the costs of Regulated Site Conditions resulting from the presence of petroleum contamination (including petroleum contamination migrating to the Service Area from other portions of the Food/Fuel Facilities) or for the costs of other Regulated Site Conditions arising prior to the Term that were not disclosed in, or reasonably inferable from, the documentation furnished to Proposers in connection with the RFP or that could have been reasonably foreseeable upon inspection of a Service Area, except to the extent that the Operator’s acts or omissions, or those of its agents or subcontractors, caused or exacerbated such Regulated Site Conditions (“Covered Regulated Site Conditions”). The Operator shall not be considered a “generator” of Covered Regulated Site Conditions as such term is defined under applicable environmental laws.

The Authority shall pay the Operator the actual, verifiable costs of work undertaken by the Operator to remediate the Covered Regulated Site Conditions in accordance with the requirements of the Lease Agreement. Such costs shall not include any mark up by the Operator.

The Operator shall promptly notify the Authority of all Regulated Site Conditions, including Covered Regulated Site Conditions, that it encounters or becomes aware of. The Operator shall be responsible for the handling, treatment, storage, disposal, transport, removal, remediation, avoidance, or other appropriate action (if any), with respect to any and all Regulated Site Conditions, including Covered Regulated Site Conditions, provided, however, that the Operator shall not commence any work with regard to actual or potential petroleum contamination until it has received direction from the Authority. The Operator shall abide by the Authority’s direction regarding the handling and disposal of such actual or potential petroleum contamination prior to taking any action.

All work undertaken by the Operator with regard to any Regulated Site Conditions, including Covered Regulated Site Conditions, shall be performed in accordance with Applicable Law, the Environmental Information Appendix of the RFP and all standards, policies and requirements, and documented in the Environmental Management Plan and subsequent Environmental Compliance Reports.

Change No. 2 - Appendix E of the RFP, “Environmental Information,” is hereby revised as set forth in the revised Appendix E attached hereto.

Change No. 3 – The dates for the “Deadline for Written Questions” and the “Official Responses to Written Questions (on or before)” of Section 1.2 – Key Dates of the RFP are hereby changed as follows:

Section 1.2 – Key Dates

Provided below is a tentative schedule for the milestones in this RFP process, listed in the order of occurrence. The Authority reserves the right to change any or all of these dates as it deems necessary or convenient in its discretion; in the event of such a date change, the Authority will issue an Addendum pursuant to Section 1.8 notifying all interested parties of such change.

<u>Event</u>	<u>Date</u>
RFP Issuance	October 15, 2018
Pre-Proposal Conference Registration	November 7, 2018
Non-Mandatory Pre-Proposal Conference	November 13, 2018
Site Visits / Inspections Begin	November 14, 2018
Site Visits / Inspections End	November 16, 2018
Deadline for Written Questions	[April 11, 2019] <u>April 25, 2019</u>
Official Responses to Written Questions (on or before)	[April 25, 2019] <u>May 7, 2019</u>
Additional Site Visits Upon Request by Proposers	March 2019
Proposal Due Date	June 6, 2019 (No later than 3:00 PM EDT)

All responsive Proposals will be publicly disclosed in the meeting agenda of the Finance Committee of the Thruway Board at which the selection of the Successful Proposer and award of the Lease Agreement is considered for approval. See Section 3.3 -Confidentiality and Information Disclosure to Third Parties.

APPENDIX E

ENVIRONMENTAL INFORMATION



Environmental Compliance

An essential component of the Project is the comprehensive integration of environmental compliance into all design, ~~and construction, maintenance and operations~~ activities undertaken by the Operator. Except as otherwise detailed herein, the Operator shall be responsible for preparing its design ~~and~~ carrying out its construction, maintenance and operations activities and undertaking other activities as needed to ensure compliance with all applicable federal and state laws and regulations, NYSTA, NYSDOT or applicable policies, guidelines and standards, which include:

- The terms and conditions of the State Environmental Quality Review Act (SEQRA) environmental documentation including any subsequent ~~reaffirmation(s)~~ documentation and analyses requested by the Authority as a result of changes to the Proposal which may have implications for the ~~should any proposed work vary from the original~~ SEQRA determination ~~which will be based on the winning Proposal~~;
- All environmental laws and regulations;
- All applicable environmental permits and approvals;
- All applicable procedures as set forth in the NYSDOT Environmental Manual; and
- The Lease Agreement.

Requirements

General

Unless otherwise indicated in this RFP, the Authority will be responsible for completing the SEQRA environmental documents and issuing a SEQRA determination based on the ~~winning Proposal~~ that is selected for award of the Lease Agreement. However, the Operator, at its sole cost, shall be responsible for any ~~supporting documentation and analyses, public notifications necessary to support the SEQRA determination, at the Authority's request, or future amended determination, as a result of Proposal elements and any changes to the Proposal which may have implications for~~ deviate from the original ~~SERQRA~~ determination.

The Operator, at its sole cost, shall be responsible for obtaining all environmental permits and performance of all mitigation measures and obligations as required by any environmental permits and requirements associated with the Project. The Operator shall develop all necessary information and documentation to secure those permits. For any such environmental permits or approvals that must be formally issued in the Authority's name, the Authority will cooperate with the Operator, as reasonably requested by the Operator, in the acquisition of the permits. ~~The A~~

regulatory's agency's review of permit applications is beyond the Authority's control, therefore, the Authority will not be responsible for any delay in obtaining the permits or other approvals associated with securing the permits or for any additional costs associated with permit requirements.

The Operator shall procure all environmental permits and approvals as needed for all Operator non-Authority Right of Way located areas, including staging, borrow and disposal sites, and any other areas used by the Operator in the construction of the Project for its convenience.

The Operator shall notify and coordinate with the Authority prior to scheduling meetings with regulatory agencies and provide to the Authority copies of any documentation regarding material matters of environmental compliance 15 days in advance of any meetings with regulatory agencies.

The Operator shall be solely responsible for violations of any environmental permits, applicable environmental laws, regulations and/or policies.

Environmental Management Plan

The Operator shall prepare an Environmental Management Plan (EMP) for each of the 27 Service Areas. The EMP shall document the approach, requirements, and procedures to comply with all applicable environmental requirements, including those related to Regulated Site Conditions and Covered Regulated Site Conditions, as required in Appendix B of the RFP, and to obtain the governmental agency and regulatory approvals associated with the reconstruction, renovation and other substantial improvements, ~~and operation~~ and maintenance of each specific Service Area.

The Operator shall provide the work plan and cost estimates associated with the work proposed to address Regulated Site Conditions, including Covered Regulated Site Conditions, for review and approval by the Authority, 45 days prior to any work commencing.

The EMP shall be submitted to the Authority for review and approval with the detailed plan submitted as part of the pre-construction activities set forth in Appendix H, "Procedure for the Control of Concessionaire Building Modifications."

The Operator shall prepare an Environmental Compliance Report (ECR) which will provide the status of compliance activities associated with each of the environmental requirements elements requiring regulatory approval as identified in the EMP. The ECR shall be submitted ~~bi-annually~~ monthly during the reconstruction, renovation or substantial improvement of any Service Area or, during the timeframe should the work is being undertaken which requires ~~any~~ new, or modifications to existing, environmental regulatory permits or approvals. Otherwise, the ECR shall be

submitted bi-annually. The Operator shall be required to respond to the Authority's comments on the ECRs.

Permits and Approvals

As described in the draft SEQRA information found in this Appendix, and depending on the Proposal, a number of permits and approvals may be required from federal and state agencies. Table 1 lists the potentially required permits and approvals by agency.

Table 1
Possible Permits and Approvals by Agency, including but not limited to, or as superseded:

Agency	Permit or Approval
U.S. Fish and Wildlife Service	Endangered Species Act Section 10
U.S. Army Corps of Engineers	Clean Water Act Sections 10 and 404
New York State Department of Environmental Conservation	GP 0-15-002 Stormwater Pollution Prevention Plan Clean Water Act Section 401 Water Quality Certification 6 NYCRR Part 182 Endangered and Threatened Species ECL Article 15 Protection of Waters ECL Article 15 Title 27 Wild, Scenic & Recreational Rivers ECL Article 24 Freshwater Wetlands 6 NYCRR Part 200 et seq. Air Contamination and Air Pollution 6 NYCRR Part 360 et seq. Solid Waste 6 NYCRR Part 370 et seq. Hazardous Waste 6 NYCRR Part 501 Use of Flood Control Lands 6 NYCRR Part 502 Floodplain Management Criteria for State Projects 6 NYCRR Part 595 et seq. Hazardous Substance Bulk Storage 6 NYCRR Part 613 Petroleum Bulk Storage 6 NYCRR Part 617 State Environmental Quality Review Act 6 NYCRR Part 750 et seq. State Pollutant Discharge Elimination Systems
NYS DOL	12 NYCRR Part 56 Asbestos
New York State Thruway Authority	SEQRA Findings Statement
New York State Historic Preservation Officer	State Historic Preservation Act Section 14.09

Additional Permit and Approval Information:

Soil Erosion and Water Pollution Control

The Operator shall prepare and maintain on file a Stormwater Pollution Prevention Plan (SWPPP) complying with the New York State SPDES General Permit for Stormwater Discharges from Construction Activities (GP-0-15-002 or current version) (SPDES General Permit) resulting from soil disturbances of 1 acre or more at a site. The Operator shall apply for coverage under the SPDES General Permit after preparing a compliant SWPPP as noted. The Operator shall prepare the final SWPPP and a conforming Notice of Intent (NOI), sign/complete the Contractor/Subcontractor SPDES Permit Certification form (CONR 5), and submit the NOI to the Authority for Owner/Operator Certification prior to submission to the New York State Department of Environmental Conservation (NYSDEC) for approval. The Operator shall allot fifteen (15) business days for the Authority to review, approve and sign the Owner/Operator Certification. Discharges covered under the SPDES General Permit shall not commence until the date authorized on the SPDES Acknowledgement Letter from NYSDEC.

Threatened and Endangered Species Coordination

The Operator shall be aware that Threatened and Endangered Species occur in many locations along the Thruway system and are protected under the Endangered Species Act of 1973. The Operator shall not harm or harass any Threatened or Endangered species.

Since it is anticipated most work will be done within the existing maintained area within Authority property, no impacts to Threatened or Endangered Species are expected. Minimal, if any, tree cutting is anticipated and, if necessary, will occur between October 31st and March 31st. The Operator shall coordinate with the USFWS and the appropriate NYSDEC Regional office should any reviews or approvals be required related to Threatened or Endangered Species.

Contaminated Materials/ Hazardous Substances

As needed, Pursuant to Appendix B of the RFP, all work undertaken by the Operator with regard to any Regulated Site Conditions, including Covered Regulated Site Conditions, shall be undertaken in accordance ~~The Operator will be responsible for preparing an assessment for each Service Area in accordance with applicable standards. Please refer to the~~ with all applicable laws, regulations and standards, and the NYSDOT Environmental Manual Section 4.4.20, or as superseded. In addition, the Operator shall dispose of all regulated materials and substances in accordance with all applicable laws, regulations, standards and policies.

Asbestos Containing Materials

There is the potential for the presence of Asbestos Containing Material (ACM) in these Service Areas. ~~As necessary,~~ The Operator shall be responsible for the abatement design, asbestos abatement, waste disposal and any required ~~Project~~ monitoring/compliance air sampling during abatement of all confirmed and assumed asbestos containing materials if such materials will be disturbed during the performance of ~~the W~~work. All asbestos abatement and waste disposal shall be performed in accordance with applicable safety and health codes and all applicable state and federal laws, codes, rules and regulations.

The Operator is also made aware that 12 NYCRR Part 56 specifically prohibits the abatement contractor from directly contracting Project monitoring and/or compliance air monitoring services. In order to comply with this regulatory requirement, no Operator or constituent entity may perform any asbestos abatement work. The Operator shall subcontract asbestos abatement and ~~Project~~ monitoring/compliance air sampling services to separate and independent firms.

This work shall be undertaken pursuant to Appendix B of the RFP, with regard to any Regulated Site Conditions, including Covered Regulated Site Conditions.

Cultural Resources

The Operator shall be responsible for compliance consistent with the requirements of the New York State Office of Parks, Recreation and Historic Preservation (OPRHP) and review under Section 14.09 of the NYS Historic Preservation Act.

Wild, Scenic & Recreational Rivers

The Operator is made aware that the Ramapo River is a New York State Recreational River which is regulated under ECL Article 15 Title 27 Wild, Scenic & Recreational Rivers. The work at the Ramapo and Sloatsburg Service Areas are potentially regulated by this law and its implementing regulations, which may affect the Proposal at these sites.

Flood Plains

There are several Service Areas which may fall within a flood plain or flood way. The Operator shall be responsible for compliance consistent with the requirements of the New York State requirements and guidance pertaining to flood plains, i.e., 6 NYCRR Part 502 Floodplain Management Criteria for State Projects, as applicable.

Environmental Appendix Attachments:

Draft Full Environmental Assessment Form (FEAF), Part 1 – Project and Setting: This Draft FEAF is a compilation of environmental items necessary to satisfy the SEQRA as implemented by 6 NYCRR Part 617. These items are the documentation of existing site conditions and known potential Project effects for all 27 Service Areas. ~~Note, the Draft FEAF provides information on key issues representing the current conditions at each Service Area. If additional issues are subsequently discovered by the Operator, it is anticipated that the FEAF, spreadsheet and any other related documents will be amended to reflect that new information, in addition to being modified to reflect items in the winning proposal, as necessary.~~

Full Environmental Assessment Form, Part 1 – Project and Setting – Draft Spreadsheet: ~~Since~~ Because the Project consists of 27 individual sites, a spreadsheet is provided to give information for each Service Area site. The Draft Spreadsheet provides a summation of ~~sums~~ all relevant items, which is the basis for the information provided in the Draft FEAF. The Draft Spreadsheet can be found at the following link: <https://www.thruway.ny.gov/external/service-area-rfp/index.html>

Service Area Resource Maps: These maps depict the Service Area site in relation to mapped environmental resources (wetlands, streams, floodplains, critical environmental areas, and principal aquifers). These maps display approximate locations and are not ~~all~~-inclusive of all environmental resources which may be in the Project vicinity of each Service Area site.