



COLORADO
Department of
Transportation

CENTRAL 70 PROJECT

Public Disclosure Financial Proposal: 5280 CONNECTORS

5280 Connectors
Linking Communities

VOLUME 4 | Electronic Copy



TRANSPARENCY | RELIABILITY | ACCOUNTABILITY | INCLUSIVITY

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Equity Member: Skanska Infrastructure Development Inc.
Joint Venturer in Lead Contractor: Skanska USA Civil West Rocky Mountain District Inc.
Joint Venturer in Lead Contractor: Zachry Construction Corporation
Lead Engineer: HDR Engineering, Inc.
Joint Venturer in Lead Operator: Plenary Group USA Ltd.
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Equity Member: Skanska Infrastructure Development Inc.
Joint Venturer in Lead Contractor: Skanska USA Civil West Rocky Mountain District Inc.
Joint Venturer in Lead Contractor: Zachry Construction Corporation
Lead Engineer: HDR Engineering, Inc.
Joint Venturer in Lead Operator: Plenary Group USA Ltd.
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Lead Engineer: HDR Engineering, Inc.
Joint Venturer in Lead Operator: Plenary Group USA Ltd.
Joint Venturer in Lead Operator: Skanska Infrastructure Development Inc.
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SECTION 4.1

PROPOSAL LETTER

Form A-2: Financial Proposal Letter

5280 Connectors
1700 Lincoln Street, Suite 3000, Denver CO 80203
August 1, 2017

High Performance Transportation Enterprise and Colorado Bridge Enterprise
c/o High Performance Transportation Enterprise
Colorado Department of Transportation
4201 East Arkansas Avenue
Denver, Colorado 80222
Attn: HPTE Director and Colorado Bridge Enterprise Director

Re. Submission of Financial Proposal in connection with the Central 70 Project

1. Introduction

- (a) 5280 Connectors ("Proposer") submits this letter, the Annex hereto and the documents described in paragraph 2(b) below (this letter, such Annex and such documents, together, this "Financial Proposal") in response to the Request for Proposals to Design, Build, Finance, Operate and Maintain the Central 70 Project issued September 15 and 29 (as amended by Addendum Nos. 1, 2, 3, 4, 5, and 6 (such Addendum No. 6 being the "Final RFP") thereto, and by Addendum Nos. 1 and 2 to the Final RFP, such Addenda issued, respectively, December 23, 2015, February 23, 2016, June 14, 2016, July 28, 2016, October 27, 2016, March 6, 2017, April 25, 2017 and May 25, 2017 (collectively, the "RFP Addenda"), the "RFP") issued by the High Performance Transportation Enterprise ("HPTE") and the Colorado Bridge Enterprise ("BE") (HPTE and BE, together, the "Procuring Authorities") in relation to the Project.
- (b) Capitalized terms not otherwise defined in this letter have the meanings given to them in the Instructions to Proposers that is included in the RFP (the "ITP").
- (c) References to Sections and Parts in this letter are references to Sections and Parts of the ITP.

2. Annexes and Enclosures

- (a) For the Procuring Authorities' ease of reference, attached as Annex A to this letter is a reference chart indicating the conclusions of Proposer's evaluation of each element of the Financial Proposal for compliance with the Financial Pass/Fail Criteria.
- (b) Enclosed, and by this reference and paragraph 1(a) above incorporated in this letter and made a part of this Financial Proposal, are each of Volume 4, Volume 5 and Volume 6 of the Financial Proposal as required to be submitted in accordance with the ITP. This letter itself constitutes the Financial Proposal Letter.

3. Proposal Validity

Proposer and each of the undersigned Core Proposer Team Members undertakes to keep its Administrative and Technical Proposal and this Financial Proposal open for acceptance initially for the maximum Proposal Validity Period as defined in paragraph (a) of the definition thereof in Section 1 of Part A (subject always to the Proposal Validity Period ending earlier in accordance with the definition thereof in Section 1 of Part A), without unilaterally varying or

amending its terms and without making any Organizational Change or Key Personnel Change, without first obtaining the prior written consent of the Procuring Authorities (which may be given or withheld at the sole discretion of the Procuring Authorities).

4. Representations and Warranties

Proposer and each of the undersigned Core Proposer Team Members represents and warrants to the Procuring Authorities that:

- (a) prior to the date hereof, it has conducted, and has had the opportunity to conduct, all due diligence that would be considered prudent and reasonable in preparing and submitting this Financial Proposal; and
- (b) as of the date hereof, all calculations, figures, estimates and assumptions shown and/or used in Proposer's Base Financial Model:
 - (i) are consistent with:
 - (A) Proposer's Administrative and Technical Proposal; and
 - (B) the manner of calculation, and the amount, of the Milestone Payments and Performance Payments payable pursuant to the terms of the Project Agreement; and
 - (ii) form the basis for:
 - (A) all commitments provided, and financing to be provided, by any Lenders as described in, respectively, the Debt Commitment Letter(s) and Debt Term Sheet(s) included in this Financial Proposal; and
 - (B) all credit ratings provided in letters from Rating Agencies included in this Financial Proposal.

5. Acknowledgements and Agreements

Proposer and each of the undersigned Core Proposer Team Members acknowledges and agrees:

- (a) Project Information: that the provisions of the RFP (including the Project Agreement) and the Project Information together provide Proposer with sufficient information relating to the Project (including with respect to the obligations to be assumed under the terms of the Project Agreement, the Construction Contract and the O&M Contract) for purposes of preparing and submitting this Financial Proposal;
- (b) Proposal Acceptance: that the Procuring Authorities' acceptance of the delivery of this Financial Proposal does not, and shall not be deemed to, constitute any statement or determination as to its completeness, responsiveness or compliance with the requirements of the RFP;
- (c) TIFIA Financing: by assuming the use of a TIFIA Financing in this Financial Proposal (including in Proposer's Base Financial Model):
 - (i) to all terms and conditions of:
 - (A) the RFP applicable to a TIFIA Financing; and
 - (B) the Baseline TIFIA Term Sheet; and
 - (ii) that nothing in this Financial Proposal (including in Proposer's Base Financial Model), is materially inconsistent or incompatible with any term or condition of the Baseline TIFIA Term Sheet;

- (d) PABs Financing: by assuming the use of a PABs Bond Financing in this Financial Proposal (including in Proposer's Base Financial Model), to all terms and conditions of the RFP applicable to a PABs Bond Financing;
- (e) Not applicable
- (f) Not applicable
- (g) Proposal and Financial Close Security:
 - (i) that the Procuring Authorities shall be entitled to draw on Proposer's Proposal Security in accordance with Section 5.4.2 of Part C; and
 - (ii) that forfeiture of Proposer's Proposal Security or Proposer's Financial Close Security pursuant to the terms thereof and the relevant provisions of the ITP and the Project Agreement are in the nature of liquidated damages and not a penalty and that any amount forfeited is a fair and reasonable estimate of fair compensation to the Procuring Authorities for the work required to procure the Project and any losses that may accrue to the Procuring Authorities as a result of the circumstances giving rise to such forfeiture, which amounts are impossible to ascertain as of the date of submission of Proposer's Proposal Security or Proposer's Financial Security, as the case may be;
- (h) Post-selection Process Assurances:
 - (i) to comply with Section 7.3.1 of Part C and procure that Developer will execute and deliver the Project Agreement in the form included in the RFP, without negotiation or variation, except as expressly permitted in accordance with Section 7.2 of Part C;
 - (ii) to the extent that there is any negotiation of the terms of the Project Agreement with the Procuring Authorities, to negotiate (A) in good faith and (B) in compliance with the requirements of the ITP; and
 - (iii) that, for the purposes of 49 CFR Part 26, following its execution of the Project Agreement, the Developer will be under an obligation to make good faith efforts to achieve the Construction Work Small Business Goals and the Operating Period Small Business Goals (as such terms are defined in Annex A to the Project Agreement).

6. Governing law

This letter shall be governed by and construed in all respects according to the law of the State of Colorado.

Under penalty of perjury, I hereby swear and affirm that I am authorized to act on behalf of Proposer in signing and delivering this letter, and acknowledge that the Procuring Authorities are each relying on my representation to this effect.

Proposer: 5280 Connectors

By:



Printed Name: Brian Clark

Title: Official Representative

Under penalty of perjury, each of the undersigned:

(a) certifies on behalf of the entity for which he or she signs that:

- (i) the Official Representative named above is authorized by such entity to sign this letter on behalf of Proposer; and
- (ii) the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in this Administrative and Technical Proposal, including in this letter, by or in respect of such entity have been authorized by such entity, and is or are correct, complete and not materially misleading; and

(b) swears and affirms that he or she is authorized to act on behalf of the entity for which he or she signs and acknowledges that the Procuring Authorities are each relying on his or her representation to this effect:

Equity Member: Plenary Group USA Ltd.

By:



Printed Name: Brian Budden

Title: President and Chief Executive Officer

Under penalty of perjury, each of the undersigned:

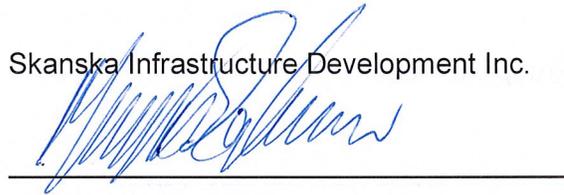
(a) certifies on behalf of the entity for which he or she signs that:

- (i) the Official Representative named above is authorized by such entity to sign this letter on behalf of Proposer; and
- (ii) the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in this Administrative and Technical Proposal, including in this letter, by or in respect of such entity have been authorized by such entity, and is or are correct, complete and not materially misleading; and

(b) swears and affirms that he or she is authorized to act on behalf of the entity for which he or she signs and acknowledges that the Procuring Authorities are each relying on his or her representation to this effect:

Equity Member: Skanska Infrastructure Development Inc.

By:



Printed Name: Magnus Eriksson

Title: Executive Vice President, Director

Under penalty of perjury, each of the undersigned:

- (a) certifies on behalf of the entity for which he or she signs that:
 - (i) the Official Representative named above is authorized by such entity to sign this letter on behalf of Proposer; and
 - (ii) the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in this Administrative and Technical Proposal, including in this letter, by or in respect of such entity have been authorized by such entity, and is or are correct, complete and not materially misleading; and
- (b) swears and affirms that he or she is authorized to act on behalf of the entity for which he or she signs and acknowledges that the Procuring Authorities are each relying on his or her representation to this effect:

Joint Venturer in Skanska USA Civil West Rocky Mountain
Lead Contractor: District Inc.

By:



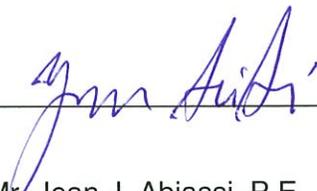
Printed Name: Brian Stieritz

Title: Chairman, President & CEO

Under penalty of perjury, each of the undersigned:

- (a) certifies on behalf of the entity for which he or she signs that:
 - (i) the Official Representative named above is authorized by such entity to sign this letter on behalf of Proposer; and
 - (ii) the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in this Administrative and Technical Proposal, including in this letter, by or in respect of such entity have been authorized by such entity, and is or are correct, complete and not materially misleading; and
- (b) swears and affirms that he or she is authorized to act on behalf of the entity for which he or she signs and acknowledges that the Procuring Authorities are each relying on his or her representation to this effect:

**Joint Venturer in
Lead Contractor:** Zachry Construction Corporation

By:  _____

Printed Name: Mr. Jean J. Abiassi, P.E.

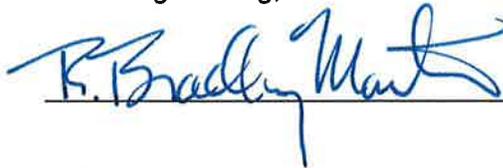
Title: President and Chief Operating Officer

Under penalty of perjury, each of the undersigned:

- (a) certifies on behalf of the entity for which he or she signs that:
 - (i) the Official Representative named above is authorized by such entity to sign this letter on behalf of Proposer; and
 - (ii) the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in this Administrative and Technical Proposal, including in this letter, by or in respect of such entity have been authorized by such entity, and is or are correct, complete and not materially misleading; and
- (b) swears and affirms that he or she is authorized to act on behalf of the entity for which he or she signs and acknowledges that the Procuring Authorities are each relying on his or her representation to this effect:

Lead Engineer: HDR Engineering, Inc.

By:



A handwritten signature in blue ink, reading "R. Bradley Martin", is written over a horizontal line.

Printed Name: R. Bradley Martin

Title: Senior Vice President, Area Manager

Under penalty of perjury, each of the undersigned:

- (a) certifies on behalf of the entity for which he or she signs that:
 - (i) the Official Representative named above is authorized by such entity to sign this letter on behalf of Proposer; and
 - (ii) the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in this Administrative and Technical Proposal, including in this letter, by or in respect of such entity have been authorized by such entity, and is or are correct, complete and not materially misleading; and
- (b) swears and affirms that he or she is authorized to act on behalf of the entity for which he or she signs and acknowledges that the Procuring Authorities are each relying on his or her representation to this effect:

Joint Venturer in Plenary Group USA Ltd.
Lead Operator:

By:  _____

Printed Name: Brian Budden

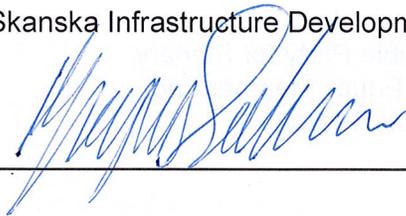
Title: President and Chief Executive Officer

Under penalty of perjury, each of the undersigned:

- (a) certifies on behalf of the entity for which he or she signs that:
 - (i) the Official Representative named above is authorized by such entity to sign this letter on behalf of Proposer; and
 - (ii) the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in this Administrative and Technical Proposal, including in this letter, by or in respect of such entity have been authorized by such entity, and is or are correct, complete and not materially misleading; and
- (b) swears and affirms that he or she is authorized to act on behalf of the entity for which he or she signs and acknowledges that the Procuring Authorities are each relying on his or her representation to this effect:

Joint Venturer in Skanska Infrastructure Development Inc.
Lead Operator:

By:



Printed Name: Magnus Eriksson

Title: Executive Vice President, Director

Under penalty of perjury, each of the undersigned:

- (a) certifies on behalf of the entity for which he or she signs that:
 - (i) the Official Representative named above is authorized by such entity to sign this letter on behalf of Proposer; and
 - (ii) the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in this Administrative and Technical Proposal, including in this letter, by or in respect of such entity have been authorized by such entity, and is or are correct, complete and not materially misleading; and
- (b) swears and affirms that he or she is authorized to act on behalf of the entity for which he or she signs and acknowledges that the Procuring Authorities are each relying on his or her representation to this effect:

**Financially
Responsible
Party:**

Plenary Group (Canada) Ltd., acting as
Financially Responsible Party for Plenary
Group USA Ltd., an Equity Member and
Joint Venturer in Lead Operator

By:



Printed Name:

Brian Budden

Title:

President and Chief Executive Officer

Under penalty of perjury, each of the undersigned:

- (a) certifies on behalf of the entity for which he or she signs that:
 - (i) the Official Representative named above is authorized by such entity to sign this letter on behalf of Proposer; and
 - (ii) the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in this Administrative and Technical Proposal, including in this letter, by or in respect of such entity have been authorized by such entity, and is or are correct, complete and not materially misleading; and
- (b) swears and affirms that he or she is authorized to act on behalf of the entity for which he or she signs and acknowledges that the Procuring Authorities are each relying on his or her representation to this effect:

Financially Responsible Party: Skanska AB, acting as Financially Responsible Party for Skanska Infrastructure Development Inc., an Equity Member and Joint Venturer in Lead Operator

By:  _____

Printed Name: Anders Danielsson

Title: Executive Vice President

Financially Responsible Party: Skanska AB, acting as Financially Responsible Party for Skanska Infrastructure Development Inc., an Equity Member and Joint Venturer in Lead Operator

By: _____

Printed Name: Caroline Fellenius-Omnell

Title: General Counsel

Under penalty of perjury, each of the undersigned:

- (a) certifies on behalf of the entity for which he or she signs that:
 - (i) the Official Representative named above is authorized by such entity to sign this letter on behalf of Proposer; and
 - (ii) the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in this Administrative and Technical Proposal, including in this letter, by or in respect of such entity have been authorized by such entity, and is or are correct, complete and not materially misleading; and
- (b) swears and affirms that he or she is authorized to act on behalf of the entity for which he or she signs and acknowledges that the Procuring Authorities are each relying on his or her representation to this effect:

Financially Responsible Party: Skanska AB, acting as Financially Responsible Party for Skanska Infrastructure Development Inc., an Equity Member and Joint Venturer in Lead Operator

By: _____

Printed Name: Anders Danielsson

Title: Executive Vice President

Financially Responsible Party: Skanska AB, acting as Financially Responsible Party for Skanska Infrastructure Development Inc., an Equity Member and Joint Venturer in Lead Operator

By:  _____

Printed Name: Caroline Fellenius-Omnell

Title: General Counsel

Under penalty of perjury, each of the undersigned:

- (a) certifies on behalf of the entity for which he or she signs that:
 - (i) the Official Representative named above is authorized by such entity to sign this letter on behalf of Proposer; and
 - (ii) the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in this Administrative and Technical Proposal, including in this letter, by or in respect of such entity have been authorized by such entity, and is or are correct, complete and not materially misleading; and
- (b) swears and affirms that he or she is authorized to act on behalf of the entity for which he or she signs and acknowledges that the Procuring Authorities are each relying on his or her representation to this effect:

Financially Responsible Party: Skanska AB, acting as Financially Responsible Party for Skanska USA Civil West Rocky Mountain District Inc., a Joint Venturer in Lead Contractor

By:



Printed Name: Anders Danielsson

Title: Executive Vice President

Financially Responsible Party: Skanska AB, acting as Financially Responsible Party for Skanska USA Civil West Rocky Mountain District Inc., a Joint Venturer in Lead Contractor

By:

Printed Name: Caroline Fellenius-Omnell

Title: General Counsel

Under penalty of perjury, each of the undersigned:

- (a) certifies on behalf of the entity for which he or she signs that:
 - (i) the Official Representative named above is authorized by such entity to sign this letter on behalf of Proposer; and
 - (ii) the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in this Administrative and Technical Proposal, including in this letter, by or in respect of such entity have been authorized by such entity, and is or are correct, complete and not materially misleading; and
- (b) swears and affirms that he or she is authorized to act on behalf of the entity for which he or she signs and acknowledges that the Procuring Authorities are each relying on his or her representation to this effect:

Financially Responsible Party: Skanska AB, acting as Financially Responsible Party for Skanska USA Civil West Rocky Mountain District Inc., a Joint Venturer in Lead Contractor

By: _____

Printed Name: Anders Danielsson

Title: Executive Vice President

Financially Responsible Party: Skanska AB, acting as Financially Responsible Party for Skanska USA Civil West Rocky Mountain District Inc., a Joint Venturer in Lead Contractor

By:  _____

Printed Name: Caroline Fellenius-Omnell

Title: General Counsel

Under penalty of perjury, each of the undersigned:

- (a) certifies on behalf of the entity for which he or she signs that:
 - (i) the Official Representative named above is authorized by such entity to sign this letter on behalf of Proposer; and
 - (ii) the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in this Administrative and Technical Proposal, including in this letter, by or in respect of such entity have been authorized by such entity, and is or are correct, complete and not materially misleading; and
- (b) swears and affirms that he or she is authorized to act on behalf of the entity for which he or she signs and acknowledges that the Procuring Authorities are each relying on his or her representation to this effect:

**Financially
Responsible
Party:**

Zachry Construction & Materials, Inc., acting
as Financially Responsible Party for Zachry
Construction Corporation, a Joint Venturer in
Lead Contractor

By:



Printed Name:

Timothy A. Watt

Title:

Senior Vice President

Annex A: Pass/Fail Evaluation Criteria Verification

No.	Initial Financial Pass/Fail Criteria	ITP Sec. Ref.	Satisfied?
1.	Financial Proposal submitted at the Proposal Submission Location on or before the Financial Proposal Deadline.	<u>Sections 5.1.1.a and 5.1.2.a.ii of Part C</u>	☒
2.	Proposer's Baseline Substantial Completion Date is not later than November 30, 2022.	<u>Section 6.3 of the Financial Proposal Submission Requirements</u>	☒
3.	If Proposer anticipates a TIFIA Financing in its Financial Proposal, nothing in the Financial Proposal is materially inconsistent or incompatible with any term or condition in the Baseline TIFIA Term Sheet.	<u>Section 3.3 of Part B</u>	☒
4.	No Proposer Material Adverse Change has occurred since the date of the Proposer's Administrative and Technical Proposal, or exists at the date of its Financial Proposal.	<u>Section 4.6 of the Financial Proposal Submission Requirements</u>	☒
5.	Financial Proposal conforms to all ITP instructions regarding organization, format and content.	<u>Sections 1.1 to 1.4 of the General Proposal Instructions</u>	☒
	(a) The Financial Proposal is properly formatted.	<u>Section 1.1.1 of the General Proposal Instructions</u>	☒
	(b) The Financial Proposal is arranged in the order set out in the tables specifying the relevant <u>Financial Proposal Submission Requirements</u> .	<u>Section 1.1.2.a of the General Proposal Instructions</u>	☒
	(c) Each Volume is sub-divided and tabbed to correspond to the Section numbering set out in the tables specifying relevant <u>Financial Proposal Submission Requirements</u> .	<u>Section 1.1.2.b of the General Proposal Instructions</u>	☒
	(d) Proposer has submitted:		☒
	(i) all required hardcopy volumes, properly separated and labeled; and	<u>Sections 1.2.1.a.ii, 1.2.2.a.ii, 1.2.2.b and 1.2.2.d of the General Proposal Instructions</u>	☒
	(ii) all required digital materials.	<u>Section 1.2.1.b of the General Proposal Instructions</u>	☒

No.	Initial Financial Pass/Fail Criteria	ITP Sec. Ref.	Satisfied?
	(a) The Proposal is exclusively in the English language, uses United States customary units of measure specifies monetary amounts in US dollar denominations.	<u>Section 1.3.1 of the General Proposal Instructions</u>	<input checked="" type="checkbox"/>
	(e) There is no electively included information or materials in addition to the information and materials specifically requested in the RFP.	<u>Section 1.3.4 of the General Proposal Instructions</u>	<input checked="" type="checkbox"/>
6.	Volume 4 of the Financial Proposal includes each of the following:		<input checked="" type="checkbox"/>
	(a) Financial Proposal Letter (<u>Form A-2</u>) attaching:	<u>Section 4.1 of the Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	<u>Annex A (Pass/Fail Evaluation Criteria Verification).</u>		<input checked="" type="checkbox"/>
	(b) Public Statement.	<u>Section 4.2.1 of the Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(c) Completed <u>Form B (Confidential Contents Index)</u> .	<u>Section 4.2.2 of the Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(d) Proposal Security.	<u>Section 4.3 of the Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(e) Completed <u>Form C-1 (Non-Collusion Affidavit)</u> for each of:	<u>Section 4.4.1 of the Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(i) Proposer;		<input checked="" type="checkbox"/>
	(ii) each Equity Member;		<input checked="" type="checkbox"/>
	(iii) Lead Contractor;		<input checked="" type="checkbox"/>
	(iv) Lead Engineer;		<input checked="" type="checkbox"/>

No.	Initial Financial Pass/Fail Criteria	ITP Sec. Ref.	Satisfied?
	(v) Lead Operator; and		<input checked="" type="checkbox"/>
	(vi) each Financially Responsible Party (if any).		<input checked="" type="checkbox"/>
	(f) Completed <u>Form C-2 (Buy America Certification)</u> for each of:	<u>Section 4.4.2 of the Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(i) Proposer; and		<input checked="" type="checkbox"/>
	(ii) Lead Contractor.		<input checked="" type="checkbox"/>
	(g) Completed <u>Form C-3 (Equal Employment Opportunity Certification)</u> for each of:	<u>Section 4.4.3 of the Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(i) Proposer;		<input checked="" type="checkbox"/>
	(ii) each Equity Member;		<input checked="" type="checkbox"/>
	(iii) Lead Contractor;		<input checked="" type="checkbox"/>
	(iv) Lead Engineer;		<input checked="" type="checkbox"/>
	(v) Lead Operator;		<input checked="" type="checkbox"/>
	(vi) each Financially Responsible Party (if any); and		<input checked="" type="checkbox"/>
	(vi) any other Subcontractor not exempt under 41 CFR § 60-1.5.		<input checked="" type="checkbox"/>
	(h) Completed <u>Form C-4 (Use of Contract Funds for Lobbying Certification)</u> for each of:	<u>Section 4.4.4 of the Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(i) Proposer;		<input checked="" type="checkbox"/>
	(ii) each Equity Member;		<input checked="" type="checkbox"/>
	(iii) Lead Contractor;		<input checked="" type="checkbox"/>
	(iv) Lead Engineer;		<input checked="" type="checkbox"/>
	(v) Lead Operator; and		<input checked="" type="checkbox"/>

No.	Initial Financial Pass/Fail Criteria	ITP Sec. Ref.	Satisfied?
	(vi) each Financially Responsible Party (if any).		<input checked="" type="checkbox"/>
	(i) Completed <u>Form C-5 (Debarment and Suspension Certification)</u> for each of:	<u>Section 4.4.5 of the Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(i) Proposer;		<input checked="" type="checkbox"/>
	(ii) each Equity Member;		<input checked="" type="checkbox"/>
	(iii) Lead Contractor;		<input checked="" type="checkbox"/>
	(iv) Lead Engineer;		<input checked="" type="checkbox"/>
	(v) Lead Operator; and		<input checked="" type="checkbox"/>
	(vi) each Financially Responsible Party (if any).		<input checked="" type="checkbox"/>
	(j) Equity funding letter from each Equity Member.	<u>Section 4.5.1 of the Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(k) Either: (i) letter of support from each Financially Responsible Party (if any); or (ii) a statement in compliance with <u>Section 1.3.3 of the General Proposal Instructions.</u>	<u>Section 4.5.2 of the Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(l) Either: (i) information regarding material changes in financial capacity; or (ii) confirmation of the absence of any such changes, for:	<u>Section 4.6.1 of the Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(i) each Equity Member;		<input checked="" type="checkbox"/>
	(ii) Lead Contractor;		<input checked="" type="checkbox"/>
	(iii) Lead Engineer;		<input checked="" type="checkbox"/>
	(iv) Lead Operator; and		<input checked="" type="checkbox"/>
	(v) each Financially Responsible Party (if any).		<input checked="" type="checkbox"/>
	(m) For each entity that submitted a Form G-3 in the Administrative and Technical Proposal, either: (i) confirmation of no	<u>Section 4.6.2 of the Financial Proposal Submission</u>	<input checked="" type="checkbox"/>

No.	Initial Financial Pass/Fail Criteria	ITP Sec. Ref.	Satisfied?
	change; or (ii) description of any change.	<u>Requirements</u>	
7.	Volume 5 of the Financial Proposal includes each of the following:		☒
	(a) Financing Plan.	<u>Section 5.1 of the Financial Proposal Submission Requirements</u>	☒
	(b) Debt Commitment Letters from each of Proposer's Lenders.	<u>Section 5.2.1 of the Financial Proposal Submission Requirements</u>	☒
	(c) A copy of each Debt Term Sheet.	<u>Section 5.2.2 of the Financial Proposal Submission Requirements</u>	☒
	(d) Rating Agency Letter(s).	<u>Section 5.2.3 of the Financial Proposal Submission Requirements</u>	☒
8.	Volume 6 of the Financial Proposal includes the following:		☒
	(a) <u>Form D-1 (Base MPP Proposal)</u> .	<u>Section 6.1 of the Financial Proposal Submission Requirements</u>	☒
	(b) <u>Part A of Form D-2 (Bridge Enterprise Eligible Costs Breakdown)</u> .	<u>Section 6.2 of the Financial Proposal Submission Requirements</u>	☒
	(c) <u>Form D-3 (Financing Plan Dates)</u> .	<u>Section 6.3 of the Financial Proposal Submission Requirements</u>	☒
	(d) <u>Form D-4 (Equity, Debt and Termination Compensation Information)</u> .	<u>Section 6.4 of the Financial Proposal Submission Requirements</u>	☒

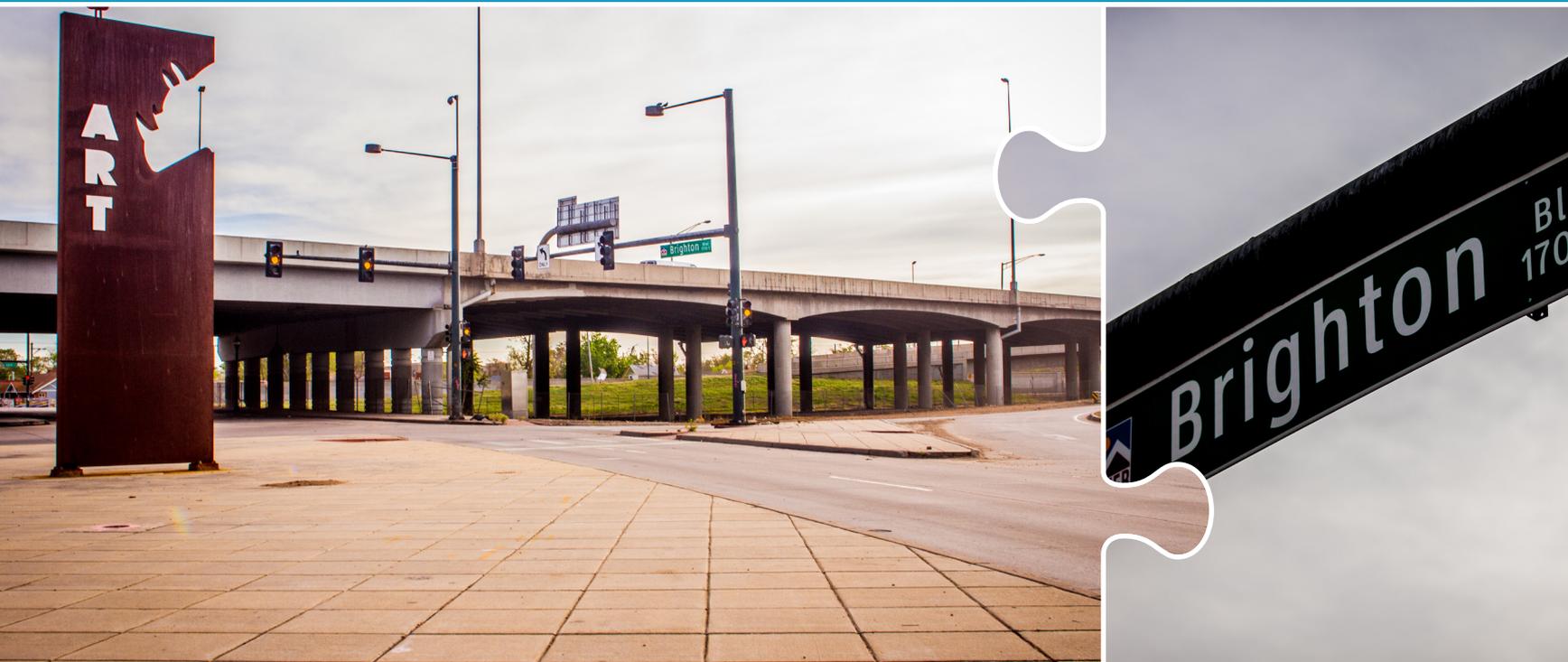
No.	Initial Financial Pass/Fail Criteria	ITP Sec. Ref.	Satisfied?
	(e) <u>Form D-5</u> (<i>Proposer Market Scale</i>).	<u>Section 6.5</u> of the <u>Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(f) <u>Form D-6</u> (<i>Proposer Basis Scale</i>).	<u>Section 6.6</u> of the <u>Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(g) <u>Form D-7</u> (<i>Sources and Uses of Funds</i>).	<u>Section 6.7</u> of the <u>Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(h) <u>Form D-8</u> (<i>Cost Data for Major Components of the Construction Work</i>).	<u>Section 6.8</u> of the <u>Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(i) <u>Form E</u> (<i>Estimated Insurance Costs Form</i>).	<u>Section 6.9</u> of the <u>Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(j) Base Financial Model.	<u>Section 6.10.1</u> of the <u>Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(k) Assumptions Book.	<u>Section 6.10.2</u> of the <u>Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>
	(l) Base Model Financial Audit and Opinion Letter.	<u>Section 6.10.3</u> of the <u>Financial Proposal Submission Requirements</u>	<input checked="" type="checkbox"/>

SECTION 4.2

PUBLIC DISCLOSURE INFORMATION

SECTION 4.2.1

PUBLIC STATEMENT



4 Administrative Submission

4.2 Public Disclosure Information

a) Identify its Core Proposer Team Members, including their roles in Proposer's team;

5280 Connectors is a team designed to comprehensively address the goals and objectives of the Central 70 Project (Project). Each Core Proposer Team Member has extensive experience in successfully delivering complex infrastructure projects, from the development and financing stages through to designing, constructing, operating and maintaining large infrastructure facilities.

Plenary Group USA Ltd. (Plenary) and Skanska Infrastructure Development Inc. (Skanska ID) serves as the Equity Members and members of the Lead Operator of 5280 Connectors. The joint venture of Skanska USA Civil West Rocky Mountain District Inc. and Zachry Construction Corporation serves as the Lead Contractor for the team. HDR Engineering, Inc. serves as the Lead Engineer for the team.



Equity Member/ Member of Lead Operator

North American-based Plenary is a 50% Equity Member and member of the Lead Operator for 5280 Connectors. Since inception over ten years ago, Plenary has invested in and developed 29 public-private partnership (PPP) projects in North America worth more than \$11 billion. Plenary's North American headquarters for delivering civil projects is located in Denver and its team currently oversees US projects in Colorado, California, Indiana, Pennsylvania and Texas.



Equity Member/ Member of Lead Operator / member of Lead Contractor Joint Venture

US-based Skanska ID is a 50% Equity Member and member of the Lead Operator for 5280 Connectors. As one of the development arms of the Skanska Group, Skanska ID is part of the business unit recognized as a globally leading infrastructure developer and investor, having successfully delivered 31 PPP projects worldwide, including two of the largest US PPP projects to date: the \$2.1 billion Elizabeth River Tunnels project in Virginia and the \$2.8 billion I-4 Ultimate project in Florida.

Skanska USA Civil is a joint venture partner in 5280 Connectors' Lead Contractor, Skanska-Zachry I-70 East Constructors. Skanska USA Civil is ranked by Engineering News Record (ENR) as the 3rd-largest heavy civil contractor in the country based on annual revenues of ~\$2.2 billion (2016). Skanska USA Civil is currently constructing over 40 Design-Build projects nationwide, valued at over \$16 billion.



Member of Lead Contractor Joint Venture

Zachry Construction Corporation is a joint venture partner in 5280 Connectors' Lead Contractor, Skanska-Zachry I-70 East Constructors. A successful, family-owned business for over 90 years, the company has undertaken over 1,450 transportation projects and employs over 1,350 salaried and hourly employees. An experienced PPP civil contractor and equity investor, Zachry was ranked by ENR as #14 in highway construction in the country.



Lead Engineer

HDR Engineering Inc. is the Lead Engineer for 5280 Connectors. HDR is one of the most experienced and reputable global engineering firms, with market-leading design and engineering experience on design-build and PPP projects, such as Eagle P3 Commuter Rail Project in Colorado, the US 36 Managed Lanes in Colorado, I-4 Ultimate in Florida, , and the New NY Bridge (Tappan Zee) in New York. HDR maintains a large Denver hub office, housing 475 full time employees, including 108 transportation professionals.

(b) Summarize key elements of Proposer's Technical Proposal, including any major or unique elements

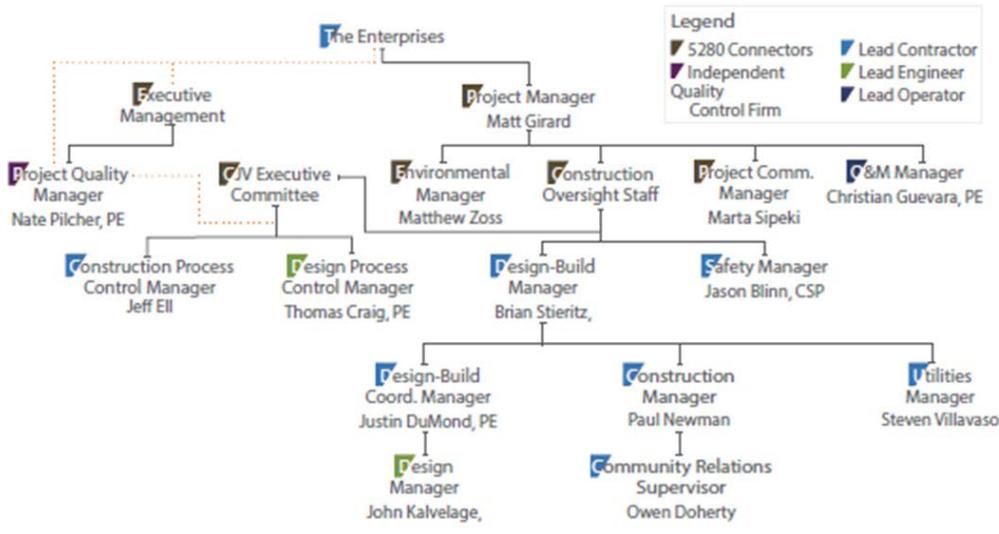
Delivering Certainty through Risk Management, Flexibility and Accountability

5280 Connectors will take a long-term **partnered approach to managing the Project**. We will coordinate regularly with the Enterprises, third parties, local stakeholders, and subcontractors to minimize project risks and negative impacts during construction. Our project management approach includes all project participants to provide delivery certainty for Central 70 through:

- Globally proof-tested processes for successfully managing P3 projects
- Comprehensive risk analyses and mitigation measures
- Regular community outreach and stakeholder engagement
- Full accountability for team members at all performance levels
- Self-performing of operations and maintenance (O&M) and life-cycle optimization
- Proactive and safe snow and ice removal for our clearly defined Project geographical areas

As demonstrated in our detailed **Project organization charts**, we provide full accountability through one integrated team, which has worked closely together during the bid development phase, ensuring that our best practices in safety, quality and environmental performance are brought into the Project. To meet our schedule commitments for Central 70, 5280 Connectors will use a **One Team | One Project** approach inclusive of all stakeholders, local communities subcontractors and project partners.

5280 Connectors Project Organization Chart



Providing a Transparent Quality Program

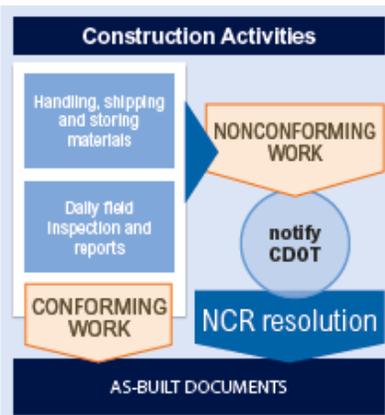
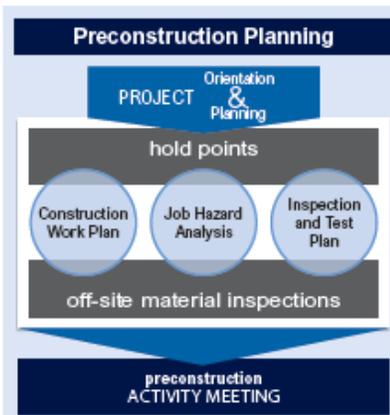
Process Control (PC) and Independent Quality Control (QC) for the Project fully reside with 5280 Connectors, and we have clearly defined our quality team’s organization and roles within the overall reporting structure and project delivery. In this way, **we align Project interests and incorporate life-cycle considerations fully into the project’s planning and execution.** We will also develop quality communication plans with the Enterprises and our team, and involving the Enterprises early will accelerate problem solving and resolution.

Construction Quality: We bring clearly defined processes to manage construction quality including inspection, testing, reporting, and incorporating experience gained from previous P3 projects as well as corrective and preventative measures.



5280 Connectors offers a project management approach providing transparency, reliability, accountability, and inclusivity. Our process was effectively incorporated on the US 36 project to deliver exceptional results, including zero noncompliance points for our O&M performance to date. We will implement our proven processes to:

- Optimize scope and life cycle O&M costs with high-quality materials and techniques
- Provide reliable travel speeds
- Collaborate to enhance community values and project benefits
- Provide a reliable health and safety program for the public and workforce



5280 Connectors will train and empower all employees, not only the quality team, to prioritize recognizing early mitigations and avoiding quality issues to prevent noncompliance.

Reducing Impacts to the Traveling Public and Local Communities

5280 Connectors will collaborate with the Enterprises and key stakeholders to implement a transportation management plan (TMP) that accommodates the needs of local residents, businesses and interstate traffic.

5280 Connectors will educate drivers about our construction and traffic management plan through regular public meetings, changeable message boards, email and social media blasts, and through collaboration with traffic mapping applications such as Google Maps and Waze.

Our approach to maintenance of traffic integrates work areas, increases capacity, and limits construction work zone interaction with traffic. Moreover, we will minimize noise and dust impacts to drivers, businesses and residents along I-70. As shown in our proposal schedule, we will provide a **4x4** (four lanes westbound and four eastbound) lane configuration **two years early** and will **eliminate major ramp closures**, thereby improving level of service (LOS) and driver experience across the Project in several critical ways (see Figure at right). Additional enhancements include:

- Extending ramp and viaduct connectivity at York Street, Steele Street and Colorado Boulevard
- Reducing on-road construction traffic by 42,000 hours
- Eliminating 15,000 square feet of temporary support of excavation

We will use a top-down construction approach to improve cross-street connectivity quickly. All **cross street bridges in the lowered section will provide connectivity in early 2020**, allowing cross streets to operate at capacity during remaining mainline construction.

Our overall approach to the I-70 mainline, ramp and surface street construction will save **an estimated \$24 million in travel delay costs** for the public every year.

4x4 Concept Improves Capacity: Our third major traffic shift improves the number of lanes from three in each direction to four in each direction—**two years early**.



4x4
approach

We will deliver full 4x4 capacity configuration halfway through construction, improving the LOS from D to C during construction.

Existing



Traffic Shift 1



Traffic Shift 2



Traffic Shift 3



Traffic Shift 4



(c) Summarize key elements of Proposer's approach to engaging with stakeholders and the public, including any unique or innovative approaches to communications and community outreach;

Including and Valuing Stakeholders

5280 Connectors has developed a robust and successfully tested communications approach focusing on understanding local needs, adapting to circumstances and measuring results. We will develop short- and long-term strategies to communicate the Enterprises' Project vision and keep the community well informed, taking into account local feedback. Our recent P3 experience on projects such as the I-4 Ultimate PPP project in Florida drives our clear understanding of the complexity associated with Central 70, requiring a multipronged communications plan to ensure inclusivity and relevant outreach:

- **Strategic Communications Plan:** We will adapt our bilingual public information tools and collateral to meet the needs of local residents, businesses, institutions, organizations and other stakeholders impacted by construction and O&M phases. We will provide two-way communication to address all identified community concerns to ensure a timely response to each concern. Additionally, we will use new, effective forms of communication to disseminate public information such as social media, YouTube updates, Waze, and Google Maps.
- **Community Development Plan:** We will tailor our community development efforts to honor the Project requirements, embracing the Enterprises' underlying intent by proactively enabling community participation in, and understanding of, the Project. We are committing \$700,000 in local community development funds and educational opportunities during the construction phase of the Project. We will also work with local schools, including Swansea, to refine our scholarship program, offering five fully sponsored tuition scholarships annually.
- **Local Businesses, Residents and Pedestrians:** 5280 Connectors will improve the effectiveness of our traffic management plan through transparent communication with all affected stakeholders. We will maintain a positive public perception of the Project by proactively engaging with the communities at our regularly scheduled outreach events, mitigating or eliminating negative *impacts* to businesses and to the traveling public, in addition to coordinating daily with construction supervisors. As an added value, we will embed a Community Relations Superintendent together with our field crews for the purpose of ensuring our commitments to safety, community impact mitigation, and overall project communication are delivered.

(d) Summarize key elements of Proposer's approach to engaging DBEs, ESBs and the local workforce, including any unique or innovative approaches thereto;

Local/Small/Disadvantaged Business Participation Plan: We will help local businesses grow as part of our responsibility to enhance the overall quality of our industry and in relation to the Project. During the bid phase we have already conducted six DBE/ESB outreach events geared toward the Project and connected with more than 250 firms to solicit additional project

opportunities. We will boost ESB/DBE participation by identifying self-perform scope that we can subcontract and splitting up large packages to accommodate small contractors. Through partnerships, workshops and extensive communication, we will exceed the Project goals of 11.6% DBE and 3% ESB participation for design and 12.5% DBE and 3% ESB for construction.

Workforce Development (WFD) Plan: We will maintain a well-trained workforce, with local participation, to benefit the Project’s performance and offer long-term, workforce opportunities, enhancing the sustainability of local communities. We will also partner with local trade schools to recruit candidates and fund apprenticeships as they expand their skills and achieve 760,000 hours of local hire and 200,000 or more of on-the-job-training.

(e) Summarize key elements of Proposer’s approach to environmental mitigation during construction, including any unique or innovative approaches thereto; and

5280 Connectors are confident that we will exceed the Project requirements for environmental compliance and mitigation during construction. Using the Envision framework for sustainable infrastructure, 5280 Connectors will tie together the diverse environmental mitigation programs into one comprehensive, sustainable system. We are not simply building a "green" project today; we are contributing sustainable growth for this community.

Envision™ for the Project

Administered by Institute for Sustainable Infrastructure (ISI), Envision is a corresponding environmental evaluation framework to LEED® for buildings, and "provides a holistic framework for evaluating and rating the community, environmental and economic benefits of all types and sizes of infrastructure projects." Our preliminary assessment for the Project confirms our ability to achieve a gold level certification.

Environmental Compliance Work Plan (ECWP): Our ECWP outlines practices for minimizing noise, fugitive dust and nuisance light, and outlines processes for handling hazardous soils and groundwater. Specifically, each excavation and dewatering activity will begin with preplanning, followed by regular sampling and handling procedures. We will also document all material handling to record compliance with the appropriate regulation. Additionally, to responsive to community concerns, we will operate a 24/7 hotline to capture feedback and identify appropriate responses.



Envision™ for Central 70: Envision provides a holistic framework to approach sustainability in U.S. civil infrastructure projects. From environmental compliance to workforce development, the performance measurements of Envision evaluate a project’s positive impact to the community, workforce and environment.

Climate and Risk	Natural World	Resource Allocation	Leadership	Quality of Life
We will reduce trucking operations by 20,695 loads (staging) and highway emissions by 3.1 tons daily (4x4 approach) to minimize impacts to local street traffic and environment.	We will reduce this project’s dewatering by 90% through profile optimizations, and thus greatly reduce the quantity of contaminated water we treat and discharge.	We will recycle 103,000 cubic yards of material on this project in our on-site production plants.	We will conduct a DBE/ESB training/mentoring program focused on educating firms in safety, quality, contract management, and accounting.	We will provide \$700,000 in local community development funds and opportunities to enhance the community.

SECTION 4.2.2

FORM B (CONFIDENTIAL CONTENTS INDEX)

FORM B



FORM B: CONFIDENTIAL CONTENTS INDEX

Proposer Name: 5280 Connectors

Form B: Confidential Contents Index

Financial Proposal

Volume 4:

No.	Proposal Heading(s)	Proposal Section(s)	Proposal Page(s)	Other Identifying Information (if any)	Relevant CORA Exemption(s)	Duration of Exemption(s)
(1)	Proposal Security	4.3.a	N/A	Form F-1 (Standby Letter of Credit)	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(2)	Affidavit and Certifications	4.4.1.	N/A	Form C-1 (Non-Collusion Affidavit)	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(3)	Affidavit and Certifications	4.4.2.	N/A	Form C-2 (Buy America Certification)	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(4)	Affidavit and Certifications	4.4.3.	N/A	Form C-3 (Equal Employment Opportunity Certification)	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(5)	Affidavit and Certifications	4.4.4.	N/A	Form C-4 (Use of Contract)	C.R.S. § 24-72-204 –	Permanent as this financial

No.	Proposal Heading(s)	Proposal Section(s)	Proposal Page(s)	Other Identifying Information (if any)	Relevant CORA Exemption(s)	Duration of Exemption(s)
				Funds for Lobbying Certification)	Confidential Financial Data	data is not public and contains confidential and proprietary information.
(6)	4.4.5.	N/A	Form C-5 (Debarment and Suspension Certification)	Affidavit and Certifications	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(7)	4.5.1	N/A	Equity Member Support Letters	Support Letters	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(8)	4.5.2	N/A	Financially Responsible Party Letters of Support	Support Letters	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(9)	4.6.1	N/A	Form G-1 (Material Changes)	Financial Capacity Updates	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.

Volume 5:

No.	Proposal Heading(s)	Proposal Section(s)	Proposal Page(s)	Other Identifying Information (if any)	Relevant CORA Exemption(s)	Duration of Exemption(s)
(1)	Financing Plan Memorandum	5.1	N/A	N/A	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(2)	Debt Commitment Letters	5.2.1	N/A	N/A	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(3)	Debt Term Sheets	5.2.2	N/A	N/A	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(4)	Rating Agency Letters	5.2.3	N/A	N/A	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.

Volume 6:

No.	Proposal Heading(s)	Proposal Section(s)	Proposal Page(s)	Other Identifying Information (if any)	Relevant CORA Exemption(s)	Duration of Exemption(s)
(1)	Form D-1	6.1	N/A	Base MPP Proposal	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.

No.	Proposal Heading(s)	Proposal Section(s)	Proposal Page(s)	Other Identifying Information (if any)	Relevant CORA Exemption(s)	Duration of Exemption(s)
(2)	Form D-2	6.2	N/A	Bridge Enterprise Eligible Costs Breakdown (Part A)	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(3)	Form D-3	6.3	N/A	Financing Plan Dates	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(4)	Form D-4	6.4	N/A	Equity, Debt and Termination Compensation Information	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(5)	Form D-5	6.5	N/A	Proposer Market Scale	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(6)	Form D-6	6.6	N/A	Proposer Basis Scale	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(7)	Form D-7	6.7	N/A	Sources and Uses of Funds	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(8)	Form D-8	6.8	N/A	Cost Data for Major Components of the Construction Work	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.

No.	Proposal Heading(s)	Proposal Section(s)	Proposal Page(s)	Other Identifying Information (if any)	Relevant CORA Exemption(s)	Duration of Exemption(s)
(9)	Form E	6.9	N/A	Estimated Insurance Costs Form	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(10)	Base Financial Model	6.10.1	N/A	Financial Model	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(11)	Assumptions Book	6.10.2	N/A	N/A	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.
(12)	Base Model Financial Audit and Opinion	6.10.3	N/A	N/A	C.R.S. § 24-72-204 – Confidential Financial Data	Permanent as this financial data is not public and contains confidential and proprietary information.

SECTION 4.3

PROPOSAL SECURITY

4.3 PROPOSAL SECURITY

As stated in Form B (Confidential Contents Index), this section has been redacted in accordance with Part D, Section 1.5 of the RFP and C.R.S. § 24-72-204.

SECTION 4.4

AFFIDAVIT AND CERTIFICATIONS

SECTION 4.4.1

FORM C-1 (NON-COLLUSION AFFIDAVIT)



4.4.1 FORM C-1 (NON-COLLUSION AFFIDAVIT)

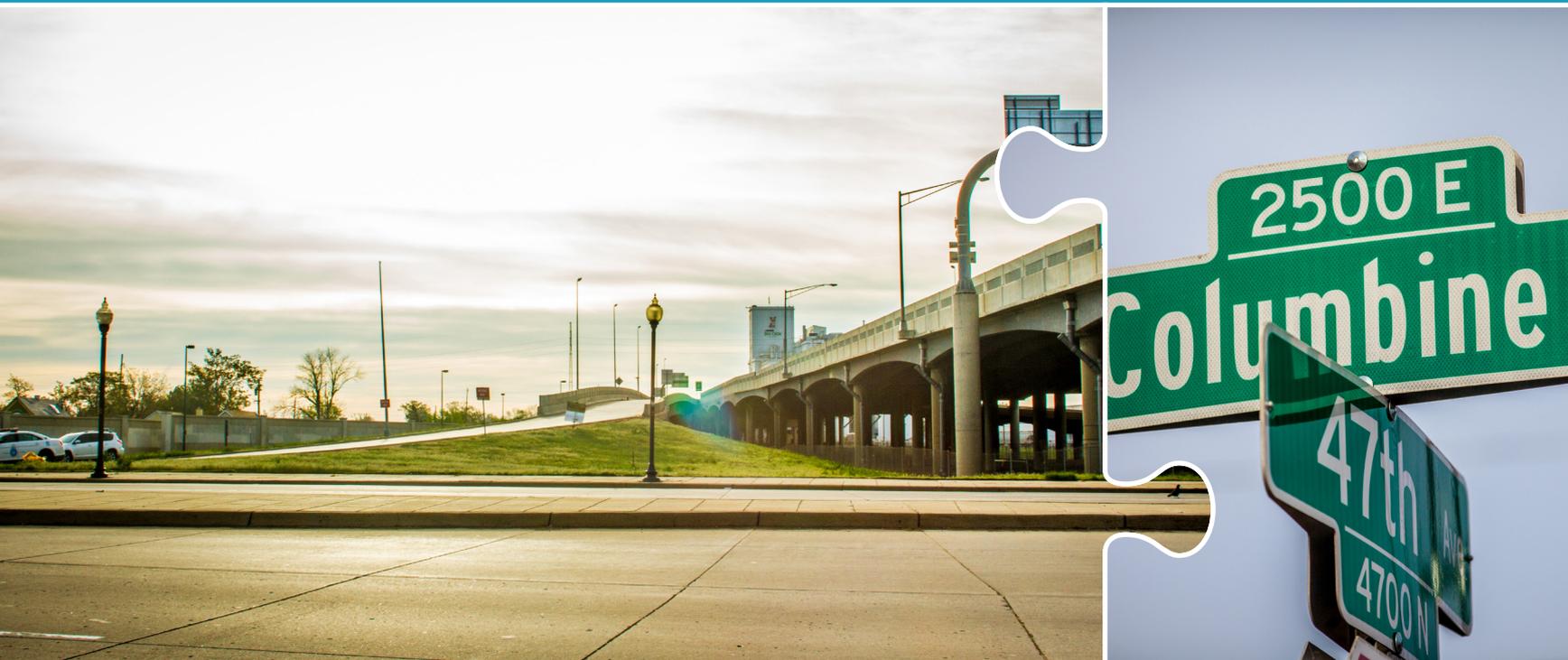
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- Proposer: 5280 Connectors
- Equity Member: Plenary Group USA Ltd.
- Equity Member: Skanska Infrastructure Development Inc.
- Joint Venturer in Lead Contractor: Skanska USA Civil West Rocky Mountain District Inc.
- Joint Venturer in Lead Contractor: Zachry Construction Corporation
- Lead Engineer: HDR Engineering, Inc.
- Joint Venturer in Lead Operator: Plenary Group USA Ltd.
- Joint Venturer in Lead Operator: Skanska Infrastructure Development Inc.
- Financially Responsible Party: Plenary Group (Canada) Ltd.
- Financially Responsible Party: Skanska AB
- Financially Responsible Party: Zachry Construction & Materials, Inc.

SECTION 4.4.2

FORM C-2 (BUY AMERICA CERTIFICATION)

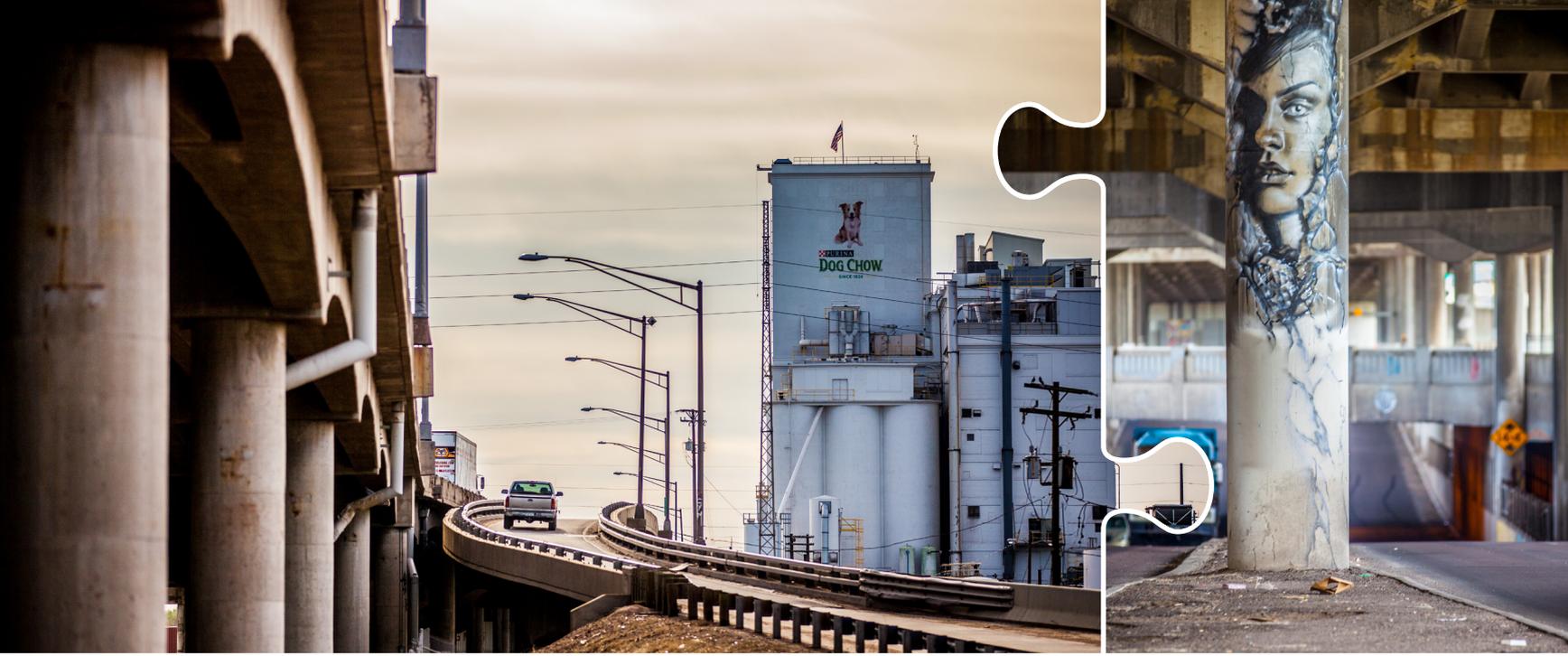
FORM C-2



4.4.2 FORM C-2 (BUY AMERICA CERTIFICATION)

As stated in Form B (Confidential Contents Index), this section has been redacted in accordance with Part D, Section 1.5 of the RFP and C.R.S. § 24-72-204. This redacted section includes forms for the following Core Proposer Team Members:

- Proposer: 5280 Connectors
- Joint Venturer in Lead Contractor: Skanska USA Civil West Rocky Mountain District Inc.
- Joint Venturer in Lead Contractor: Zachry Construction Corporation



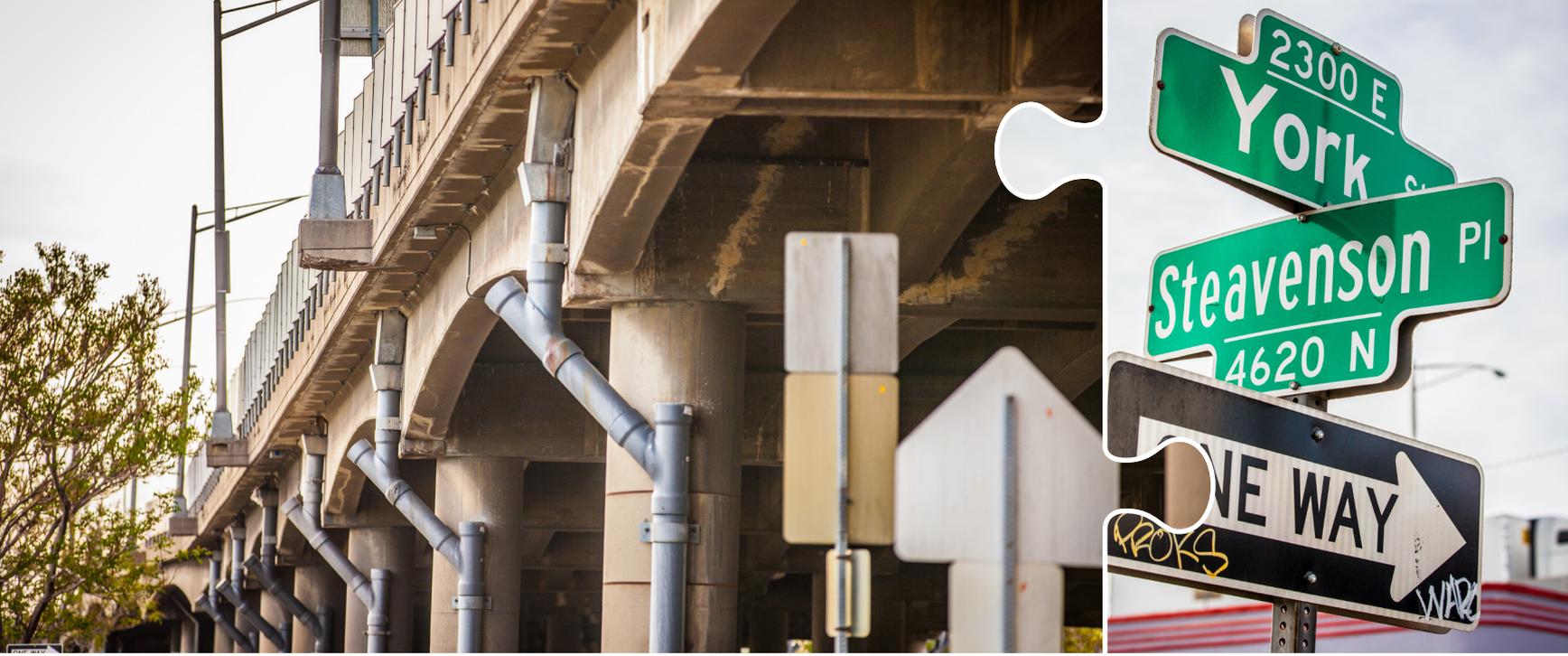
SECTION 4.4.3

FORM C-3 (EQUAL EMPLOYMENT OPPORTUNITY CERTIFICATION)

4.4.3 FORM C-3 (EQUAL EMPLOYMENT OPPORTUNITY CERTIFICATION)

As stated in Form B (Confidential Contents Index), this section has been redacted in accordance with Part D, Section 1.5 of the RFP and C.R.S. § 24-72-204. This redacted section includes forms for the following Core Proposer Team Members:

- Proposer: 5280 Connectors
- Equity Member: Plenary Group USA Ltd.
- Equity Member: Skanska Infrastructure Development Inc.
- Joint Venturer in Lead Contractor: Skanska USA Civil West Rocky Mountain District Inc.
- Joint Venturer in Lead Contractor: Zachry Construction Corporation
- Lead Engineer: HDR Engineering, Inc.
- Joint Venturer in Lead Operator: Plenary Group USA Ltd.
- Joint Venturer in Lead Operator: Skanska Infrastructure Development Inc.
- Financially Responsible Party: Plenary Group (Canada) Ltd.
- Financially Responsible Party: Skanska AB
- Financially Responsible Party: Zachry Construction & Materials, Inc.
- Subcontractor: Terracon Consultants, Inc.
- Subcontractor: Brierley Associates, Inc.
- Subcontractor: Dynalectric Company
- Subcontractor: Enginuity Engineering Solutions, LLC
- Subcontractor: Harris Kocher Smith
- Subcontractor: Huitt-Zollars, Inc.
- Subcontractor: Survey & Mapping, LLC
- Subcontractor: IBI Group Inc.
- Subcontractor: THK Associates, Inc.
- Subcontractor: Mott MacDonald, LLC
- Subcontractor: Merrick & Company



SECTION 4.4.4

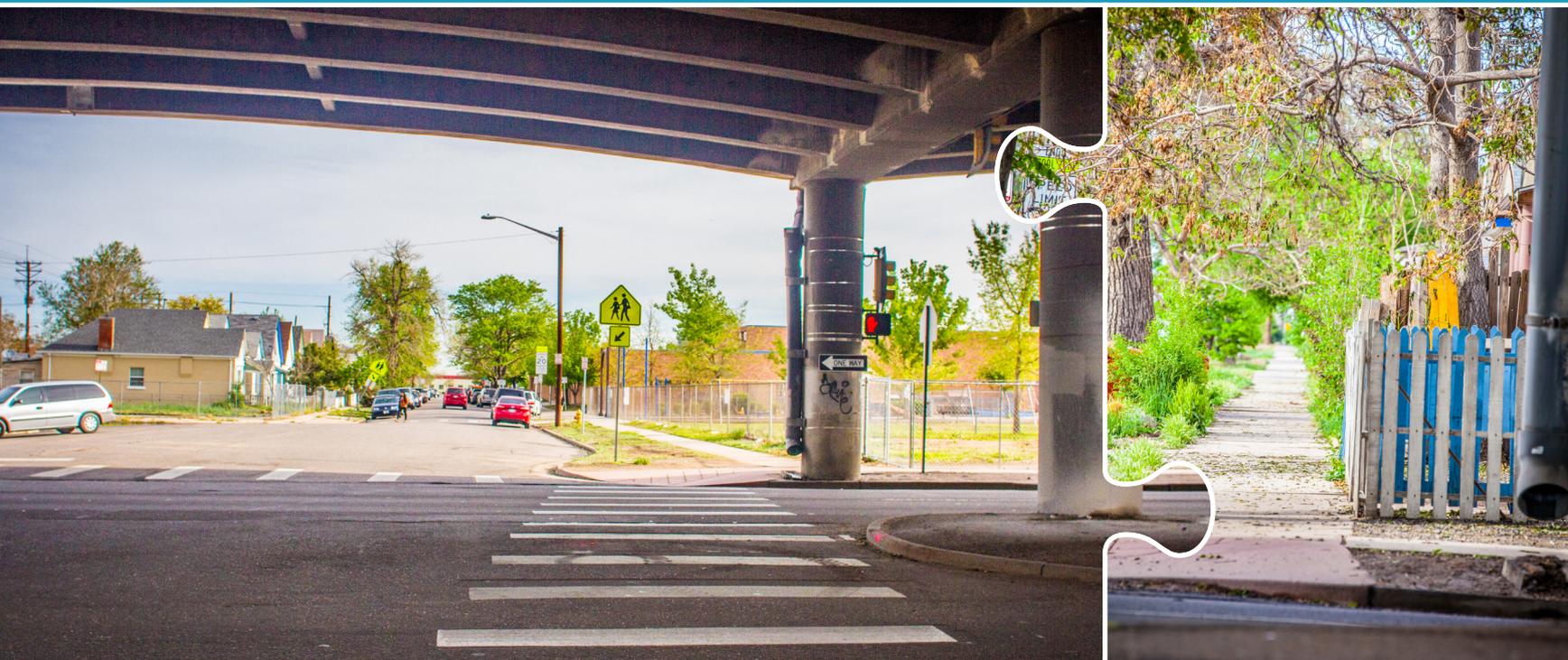
FORM C-4 (USE OF CONTRACT FUNDS
FOR LOBBYING CERTIFICATION)

4.4.4 FORM C-4 (USE OF CONTRACT FUNDS FOR LOBBYING CERTIFICATION)

As stated in Form B (Confidential Contents Index), this section has been redacted in accordance with Part D, Section 1.5 of the RFP and C.R.S. § 24-72-204.

SECTION 4.4.5

FORM C-5 (DEBARMENT AND SUSPENSION CERTIFICATION)



4.4.5 FORM C-5 (DEBARMENT AND SUSPENSION CERTIFICATION)

As stated in Form B (Confidential Contents Index), this section has been redacted in accordance with Part D, Section 1.5 of the RFP and C.R.S. § 24-72-204. This redacted section includes forms for the following Core Proposer Team Members:

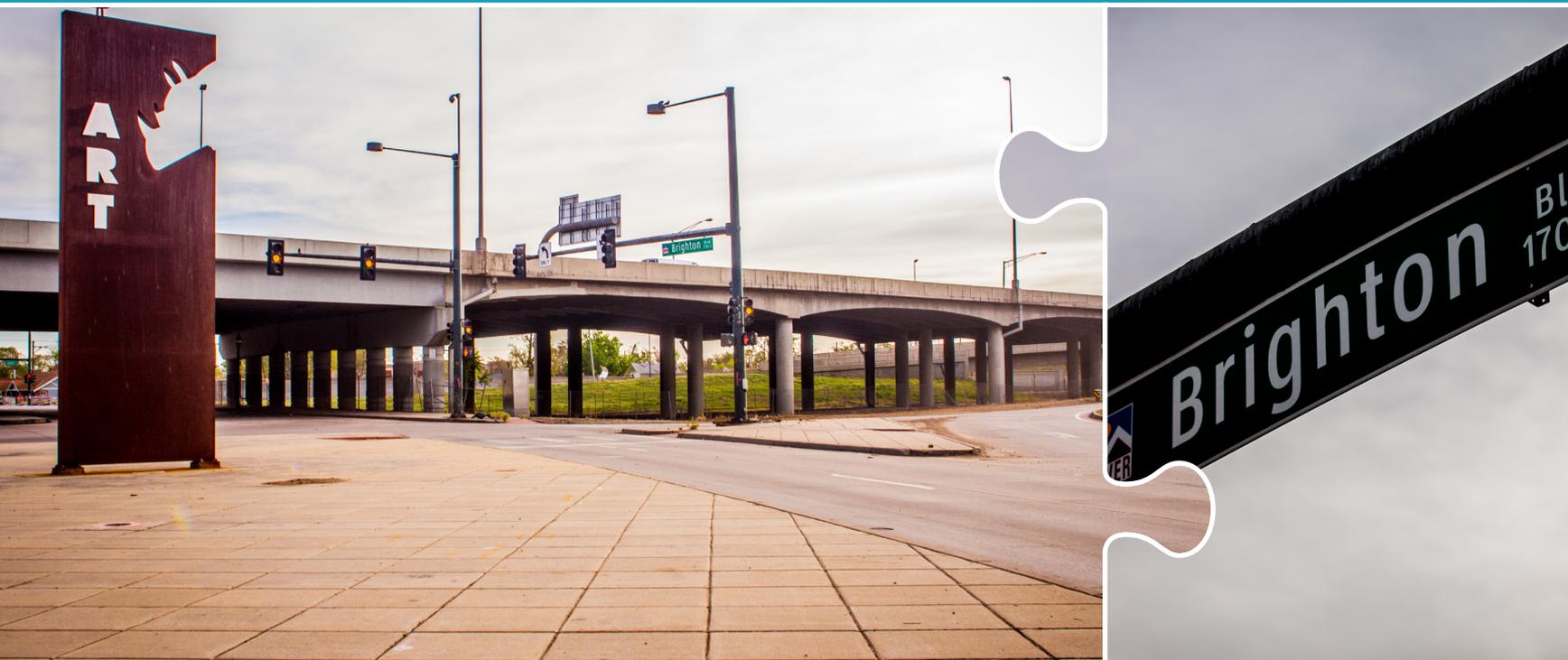
- Proposer: 5280 Connectors
- Equity Member: Plenary Group USA Ltd.
- Equity Member: Skanska Infrastructure Development Inc.
- Joint Venturer in Lead Contractor: Skanska USA Civil West Rocky Mountain District Inc.
- Joint Venturer in Lead Contractor: Zachry Construction Corporation
- Lead Engineer: HDR Engineering, Inc.
- Joint Venturer in Lead Operator: Plenary Group USA Ltd.
- Joint Venturer in Lead Operator: Skanska Infrastructure Development Inc.
- Financially Responsible Party: Plenary Group (Canada) Ltd.
- Financially Responsible Party: Skanska AB
- Financially Responsible Party: Zachry Construction & Materials, Inc.

SECTION 4.5

SUPPORT LETTERS

SECTION 4.5.1

EQUITY MEMBER SUPPORT LETTERS



4.5.1 EQUITY MEMBER SUPPORT LETTERS

As stated in Form B (Confidential Contents Index), this section has been redacted in accordance with Part D, Section 1.5 of the RFP and C.R.S. § 24-72-204. This redacted section includes forms for the following Core Proposer Team Members:

- Equity Member: Plenary Group USA Ltd.
- Equity Member: Skanska Infrastructure Development Inc.

SECTION 4.5.2

FINANCIALLY RESPONSIBLE PARTY LETTERS OF SUPPORT



4.5.2 FINANCIALLY RESPONSIBLE PARTY LETTERS OF SUPPORT

As stated in Form B (Confidential Contents Index), this section has been redacted in accordance with Part D, Section 1.5 of the RFP and C.R.S. § 24-72-204. This redacted section includes forms for the following Core Proposer Team Members:

- Financially Responsible Party: Plenary Group (Canada) Ltd.
- Financially Responsible Party: Skanska AB
- Financially Responsible Party: Zachry Construction & Materials, Inc.

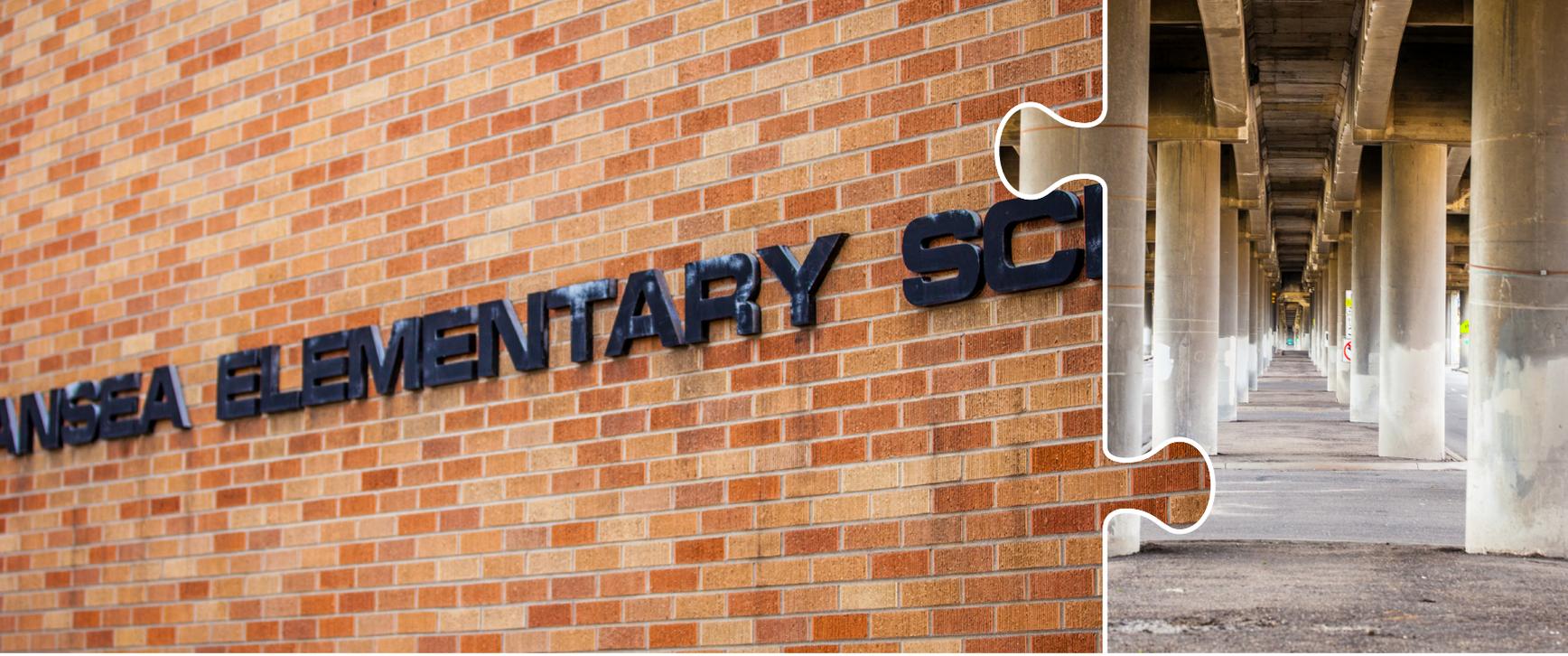
SECTION 4.6

FINANCIAL CAPACITY UPDATES

4.6.1 FORM G-1 (MATERIAL CHANGES IN FINANCIAL CAPACITY)

As stated in Form B (Confidential Contents Index), this section has been redacted in accordance with Part D, Section 1.5 of the RFP and C.R.S. § 24-72-204. This redacted section includes forms for the following Core Proposer Team Members:

- Proposer: 5280 Connectors
- Equity Member: Plenary Group USA Ltd.
- Equity Member: Skanska Infrastructure Development Inc.
- Joint Venturer in Lead Contractor: Skanska USA Civil West Rocky Mountain District Inc.
- Joint Venturer in Lead Contractor: Zachry Construction Corporation
- Lead Engineer: HDR Engineering, Inc.
- Joint Venturer in Lead Operator: Plenary Group USA Ltd.
- Joint Venturer in Lead Operator: Skanska Infrastructure Development Inc.
- Financially Responsible Party: Plenary Group (Canada) Ltd.
- Financially Responsible Party: Skanska AB
- Financially Responsible Party: Zachry Construction & Materials, Inc.



SECTION 4.6.2

FORM G-3 (CREDIT RATINGS)

Form G-3: Credit Ratings

Proposer Name: 5280 Connectors

Credit Ratings

Role	Entity Name	Fitch	Moody's	S&P	DBRS	Change(s) in any credit ratings since SOQ?	Describe Change(s)
EM	Plenary Group USA Ltd.	N/A	N/A	N/A	N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
EM	Skanska Infrastructure Development Inc.	N/A	N/A	N/A	N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
LC	Skanska USA Civil West Rocky Mountain District Inc.	N/A	N/A	N/A	N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
LC	Zachry Construction Corporation	N/A	N/A	N/A	N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
LE	HDR Engineering, Inc.	N/A	N/A	N/A	N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
LO	Plenary Group USA Ltd.	N/A	N/A	N/A	N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
LO	Skanska Infrastructure Development Inc.	N/A	N/A	N/A	N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
FRP	Plenary Group (Canada) Ltd.	N/A	N/A	N/A	N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
FRP	Skanska AB	N/A	N/A	N/A	N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
FRP	Zachry Construction & Materials, Inc.	N/A	N/A	N/A	N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	



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