STATEMENT OF QUALIFICATIONS

ROUTE 3 WIDENING DESIGN-BUILD PROJECT

From: 4.1 Miles East Rte. 29
To: 4.0 Miles West of Culpeper / Orange County Line

January 25, 2013

State Project No.: 0003-023-107, P101, R201, C501
Federal Project No.: STP-023-8(024)
Contract ID Number: C00014657DB56

Submitted by:
ROUTE 3 BUILDERS
A Joint Venture

in association with:

The Louis Berger Group, Inc.
Statement of Qualifications

3.2 LETTER OF SUBMITTAL
January 25, 2013

Commonwealth of Virginia
Department of Transportation (VDOT)
Attention: Ms. Brenda L. Williams
1401 E. Broad Street
Richmond, Virginia 23219

RE: Route 3 Widening Design-Build Project

From: 4.1 Miles East Rte. 29 / To: 4.0 Miles West of Culpeper/Orange County Line
Culpeper County, Virginia / State Project No.: 003-025-107, P101, R201, C501
Federal Project No.: STP-023-7(024) / Contract ID Number: C00014657DB56

Dear Ms. Williams:

In anticipation of VDOT’s specific needs for the Route 3 Widening Design-Build Project, Route 3 Builders, an Integrated Joint Venture between Fielder’s Choice Enterprises, Inc. (FCE) and DLB, Inc. (DLB), has assembled a custom team of local professionals. Our team’s Statement of Qualifications (SOQ) accurately and succinctly portrays the following: 1.) Route 3 Builders’ vast collective resources and capabilities, all local to the Culpeper District, and direct experience working for—and alongside—VDOT staff; 2.) A thorough understanding of key project challenges, based upon personal familiarity with the project site and meetings with client representatives; and 3.) An inherent ability to complete all of the responsibilities assigned to our team, as well as the difficult task of public outreach, in order to keep the project running smoothly for VDOT and the communities within the Route 3 Corridor.

Primarily, the Route 3 Builders’ Team includes local firms with ties to the community and a long history of collaborating on similar projects. FCE and DLB collectively bring more than 30 years of working in the Culpeper District, and therefore boast local project management professionals who are familiar with the needs of the community and various agencies. Our team has no learning curve on this project, can quickly mobilize staff and equipment as needed, and is adept at anticipating VDOT’s needs and concerns. DLB strengthens and diversifies our design-build team by bringing unique experience with jacking and boring techniques, as well as a massive fleet of equipment that will be available to ensure the project stays on or ahead of schedule. Our asphalt paving subcontractor, S.L. Williamson Company, Inc. (SLW), possesses similar Culpeper experience stretching back 50 years, and has worked as a subcontractor for both FCE and DLB on several VDOT design-bid-build projects in the Culpeper and Lynchburg Districts. SLW’s proven abilities in quality paving and their existing relationship with our JV partners will be key components on the Route 3 Widening project, ensuring the overall schedule is met and obstacles during the paving sequence are avoided.

In addition, VDOT will not only recognize the names of our proposed staff on this project, but can trust in their abilities to manage and deliver this project with the highest standards of quality. Our design-build project manager, Mr. Donald Cantore of FCE, has more than 35 years of experience, including managing roadway widening jobs of similar size and scope for VDOT. Our deputy design-build project manager, Mr. Richard Caywood, who now is employed full time by FCE as a senior project manager, spent the past eight years as a Salem District Administrator for VDOT and now lends his in-house knowledge to the Route 3 project; his role will consist not only of supporting Mr. Cantore in project management duties, but also assisting VDOT directly with the large public outreach effort anticipated on this project, which can be a huge time commitment in itself. Mr. Morteza Salehi of LBG—former
District Administrator for Culpeper District and, subsequently, NOVA District—will be assisting in this role, and will also be responsible for design resource allocation and overall project oversight.

Route 3 Builders’ knowledge of the project site and unique challenges yields a team that can hit the ground running, particularly with the important mitigation strategies described in this SOQ. We have done our homework at the site and have the necessary team members on board to address such project challenges as:

- The public outreach effort – discussed previously, will be led by Messrs. Caywood and Salehi;
- Environmental and historically sensitive areas – LBG brings in-state, recognized expertise with this scope of services; and
- The need to design and construct around active gas lines – our main goals are to guarantee safety and decrease costs.

The following sections detail the administrative and technical requirements detailed in VDOT’s Request for Qualifications (RFQ), as well as further information about the Route 3 Builders’ team structure, experience, and proposed project approach.

3.2.1 Letter of Submittal
Route 3 Builders submits this letter of submittal to express our keen interest in being selected VDOT for the Route 3 Widening Design-Build Project in Culpeper County. The Proposer’s full legal name and address is as follows: Integrated Joint Venture between Fielder’s Choice Enterprises, Inc. and DLB, Inc., 102 South 1st Street, Suite 201, Charlottesville, VA 22902. In addition, our completed SOQ Checklist and Addenda Acknowledgement Forms are provided in Appendix A.

3.2.2 Offeror’s Point of Contact
The Route 3 Builders’ main point of contact is our proposed design-build project manager, Donald Cantore. Mr. Cantore will be responsible for all EEO compliance as well as all safety policies for this project. His complete contact information is provided below.

<table>
<thead>
<tr>
<th>ROUTE 3 BUILDERS TEAM POINT OF CONTACT</th>
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<tbody>
<tr>
<td>Name and Title:</td>
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<tr>
<td>Company:</td>
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<td>Address:</td>
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<td>Phone / Fax Number:</td>
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<td>Email:</td>
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3.2.3 Offeror’s Principal Officer
Route 3 Builders’ principal officer is also Mr. Donald Cantore, whose complete contact information is provided above.

3.2.4 Offeror’s Structure and Financial Responsibility
Route 3 Builders, a 50/50 Integrated Joint Venture comprised of FCE and DLB (both titled corporations in Virginia), will be the design-build contracting entity with VDOT for the Route 3 Widening project. The Joint Venture will also hold all financial responsibility for the contract and post 100% of all required bonds (a bonding capacity letter is provided in Appendix E).
FIELDER’S CHOICE ENTERPRISES, INC.  

Our Integrated Joint Venture approach ensures VDOT will have one cohesive, dedicated team for the Route 3 project, with both contractors committing the resources, personnel, and equipment required. In this structure, FCE will serve as the principal point of contact for VDOT via our local design-build project manager, Mr. Cantore; FCE will also be responsible for project management, scheduling, and administrative tasks for the contract. DLB’s role will be to provide additional necessary equipment and personnel needed for construction activities, as well as contribute the firms’ extensive experience on similar VDOT projects, particularly with regard to jacking and boring. On January 4th, 2013, Mr. Cantore of FCE and Donald Branscome of DLB conducted a meeting at DLB’s corporate office in Hillsville, Virginia and agreed upon the Joint Venture arrangement for this project; a signed Memorandum of Understanding detailing this agreement can be provided to VDOT upon request.

It is important to note that Mr. Branscome, and Mr. Cantore have worked extensively together building VDOT projects in the past, including their work at Wilkins Construction (owned by Mr. Branscome), where Mr. Cantore served as president for seven years. Though they traveled different paths since that time, they have continued to maintain a personal and professional relationship over the past ten years and have collaborated on a variety of VDOT projects.

The Route 3 Builders Joint Venture will manage a group of expert design and construction firms, forming a unified team that is structured specifically to meet the challenges of the Route 3 Widening project. Summaries of our team members’ individual unique qualifications are provided below.

- **FIELDER’S CHOICE ENTERPRISES, INC.: PRIME CONTRACTOR, JV PARTNER**

  As design-build Joint Venture partner, FCE brings more than 20 years of experience building projects in central Virginia and is led by a 35-year veteran of the construction industry, Mr. Cantore. FCE is a SWaM contractor optimally sized for the project. Our heavy equipment, rolling fleet, and miscellaneous tools have a replacement value of approximately $4,000,000 and will be committed to the project as needed. Notably, FCE boasts excellent VDOT construction experience, evidenced by the company’s Staunton District Best Completed Construction award for the Route 256 project (client quote adjacent). We also have a proven ability to complete projects on or ahead of schedule; for example, the company received a $100,000 incentive for an early completion milestone during the Churchville Avenue project in Staunton. Given the additional qualification described in this SOQ, FCE fulfills all of the necessary requirements to successfully complete the Route 3 Widening project to VDOT standards.

- **DLB, INC.: PRIME CONTRACTOR, JV PARTNER**

  Established in 1987, DLB is a VDOT-certified general contractor with diverse experience in roadway, bridge, and utility construction. The firm has crews with specializations ranging from complex utility projects to directional boring operations, as well as large scale roadway and bridge construction. This broad diversity affords DLB the unique ability to call upon in-house personnel for many of the unique challenges encountered on complex design-build projects. By self-performing more work, DLB delivers a seamless, efficient, and high quality project in a way that affords confidence and security to VDOT. On a project such as Route 3, which involves roadway widening with complex utility work and high volume traffic conditions, DLB stands out in our ability to perform under the design-build delivery method. The size, scope, and geographic location of this project make it one that DLB can successfully complete and comprises our core business. This background experience and knowledge guarantees VDOT added assurance of quality throughout delivery.
S.L. Williamson Company, Inc.: Asphalt Paving Subcontractor

With more than 60 years in business, SLW is one of central Virginia’s leading asphalt paving companies. The firm is a third-generation family enterprise, committed to providing sustainable, quality products for large interstate highway projects as well as smaller residential jobs. SLW produces and installs plant mix asphalt under contract on public, commercial, and private contracts with VDOT, the University of Virginia, the City of Charlottesville, and other clients. They have two asphalt plants in Albemarle County and one in Greene County, as well as a full service AMRL-certified and Superpave-certified testing laboratory. The firm has worked collaboratively with both FCE and DLB on similar construction projects in Virginia, and will extend this working relationship on the Route 3 Widening.

The Louis Berger Group, Inc.: Lead Designer, Design Management

The Louis Berger Group, Inc. (LBG), is a national engineering, planning, and construction administration organization consistently ranked by ENR among the top design firms in the United States. In 2012, LBG ranked 25th in the Top 500 Design Firms, 9th in the Top 100 Pure Designer List, and 10th in the Top 20 Transportation firms. Founded by Dr. Louis Berger in 1953, the firm has grown into a recognized worldwide leader in the consulting field, employing over 3,000 personnel worldwide. Notably, LBG has maintained a vibrant office in downtown Richmond for over 25 years, completing projects and project assignments in nearly every county in the Commonwealth of Virginia for state agencies, local governments, and federal agencies. LBG services in Virginia have traditionally focused on transportation infrastructure, transportation planning, cultural resources, and environmental services. LBG will serve as the design manager for this project, performing roadway/transportation design, structure and bridge design, cultural resources, drainage/stormwater management, and quality control / inspection services.
CES Consulting’s (CES’s) construction inspection staff is well qualified to provide exceptional service to all clients. The firm has managed and delivered numerous QC assignments from single-season projects to multyear projects on primary, secondary, and interstate roadways. CES’s inspectors also have requisite VDOT certifications and experience to meet the needs of the Route 3 contract. The firm is a DMBE certified DBE and SWaM and will serve as the Quality Assurance Management firm (QAM). Notably, our design build project manager, Don Cantore, and quality assurance manager, Avtar Singh, have previously worked together on two VDOT design-bid-build projects: University Boulevard in Prince William County and Sperryville Bridge in Rappahannock County.

Stantec is a national, full-service, multidisciplinary consulting engineering company with offices in Chantilly, Leesburg, Richmond, and Chesapeake. The firm has been providing engineering services in the Washington Metropolitan area, including for Commonwealth of Virginia, since the 1960s. In particular, over the past ten years Stantec has been involved as either a lead designer or subconsultant on just about every design-build and P3 project in Virginia. They are currently the lead designer on the Route 1 Widening design-build project in Prince William County, and have served in the same capacity for the Britton Road and Bridge P3 project in Henrico County. For the Route 3 Widening project specifically, Stantec will be providing utility coordination and right-of-way acquisition services.

Froehling & Robertson, Inc. (F&R) is a multi-disciplinary engineering firm that provides clients with a full range of services, including – but not limited to – construction materials testing and geotechnical and environmental engineering. In support of this mission, F&R maintains a fleet of drilling equipment as well as accredited geotechnical and construction material testing laboratories that are used by each of their 13 offices, including Richmond. For the Route 3 project in particular, F&R will be providing geotechnical and QC materials testing.

Hurt & Proffitt (H&P), established in 1973, is a full service, employee-owned engineering and surveying firm providing a comprehensive array of services. Their integrity, attention to detail, vast experience, and commitment to professional standards have made H&P one of the largest engineering and surveying firms in central Virginia, with offices in Lynchburg, Norfolk, and Wytheville. H&P is a SWaM-certified small business and has been providing surveying to state agencies such as VDOT, local governments, and commercial and industrial developers for over 40 years. H&P will be providing surveying as a subconsultant to LBG for the Route 3 project.

Williamsburg Environmental Group, Inc. (WEG) is a full-service environmental consulting and engineering firm that serves both the public and private sectors on transportation projects throughout the Commonwealth. A SWaM certified small business, WEG has offices in Fredericksburg, Richmond, and Williamsburg. The firm has worked with VDOT since 2003 and is currently under contract on all three of the environmental statewide on-call contracts. WEG also received the Governor’s Commendation for work completed on the Route 30 State Fairgrounds project and, notably, obtained a permit within nine months for the Governor’s Transportation Initiative Route 83 project, which included the development of onsite and offsite compensatory stream mitigation. WEG personnel possess an intimate knowledge of the natural resources in the project area, anticipated impacts, and regulatory requirements.

3.2.5 Full Legal Name of Lead Contractor and Lead Designer
Route 3 Builders’ lead contractor’s legal name is Fielder’s Choice Enterprises, Inc. and DLB, Inc. Integrated Joint Venture. Our lead designer’s legal name is The Louis Berger Group, Inc.
3.2.6 Offeror’s Affiliated and Subsidiary Companies
Neither FCE nor DLB have any affiliates or subsidiaries; the completed Attachment 3.2.6 form is provided in Appendix B for each Joint Venture partner.

3.2.7 Certification Regarding Debarment
Certifications Regarding Debarment for Primary Covered Transactions (Attachment 3.2.7[a]) and Lower Tier Covered Transactions (Attachment 3.2.7[b]) have been signed by all team members and are provided in Appendix C.

3.2.8 Offeror’s Prequalification Status
FCE is prequalified with VDOT (Vendor #F451) to provide grading, major structures, minor structures, and utilities. The firm’s latest approval certificate was received on April 11, 2012 and expires on May 31, 2013. DLB is prequalified with VDOT (Vendor #D172) to provide grading, major structures, minor structures, and underground utilities through April 30, 2013. Copies of prequalification certificates are provided in Appendix D.

3.2.9 Surety Letter
The Route 3 Builders have provided a surety letter from an A- or higher BFS rated company with an FSC of at least VIII in Appendix E, stating that the Joint Venture partners are capable of obtaining a performance and payment bond for projects in excess of $39 million per the RFQ requirements.

3.2.10 SCC and DPOR Registrations
Attachment 3.2.10 has been completed for all team members, detailing the SCC and information for all firms and key personnel, and is included in Appendix F. Full size copies of SCC registrations, firm DPORs, and personnel DPORs are also provided in Appendix F.

3.2.11 DBE Statement
Route 3 Builders is committed to achieving the 20% Disadvantaged Business Enterprise (DBE) participation goal required for this project. We also endeavor to include meaningful SWaM participation across all three disciplines: design, quality assurance, and construction. Specifically, our team includes the following DBE / SWaM firms:

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<th>Firm Name</th>
<th>Location</th>
<th>Role</th>
<th>DBE</th>
<th>SWaM</th>
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<tr>
<td>WEG</td>
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<td>Environmental services</td>
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Upon review of the following SOQ, VDOT will discover a team with unparalleled capabilities, resources, quality staff, and industrial knowledge all local to the project site, enabling us to complete the Route 3 Widening Design-Build Project with great financial and technical efficiency. Should you have any questions or require additional information please contact Mr. Cantore at the contact information provided herein.

Sincerely,

FIELDER’S CHOICE ENTERPRISES, INC.  
Donald Cantore  
President

DLB, INC.  
Donald Branscome  
President

Post Office Box 5306  
Charlottesville, VA 22905  
Ph: (434) 244-0250  |  Fax: (434) 977-3783
Statement of Qualifications

3.3 OFFEROR’S TEAM STRUCTURE
3.3 OFFEROR’S TEAM STRUCTURE

VDOT will benefit from a team consisting of:

1. Firms who have worked together on similar projects in the region
2. Personnel with technical competence in their fields and understanding of VDOT standards
3. Members familiar with the Route 3 site, including the challenges local citizens and stakeholders face

Route 3 Builders possesses all of these strengths, and will work cohesively to deliver this project.

3.3.1 Key Personnel Qualifications

Resumes of Key Personnel as identified in the RFQ are provided in the format required by Attachment 3.3.1 in Appendix G. Below are brief synopses describing the unique, local project experience and technical savvy our proposed personnel contribute to the Route 3 Widening Design-Build Project.

- **Donald Cantore, Design-Build Project Manager**
  Mr. Cantore’s professional experience includes highway/roadway construction, utilities, drainage, bridges (urban and new location), railroad, water and sewer construction, sewer treatment plants, drilling and blasting, boring and tunneling, commercial site development, and housing site development. A team leader with excellent training skills, Mr. Cantore’s practical knowledge and experience enables him to immediately identify potential problems on a project site, as well as opportunities to mitigate losses and maximize gains. Notably, Mr. Cantore has also worked on many no-plan grading projects, including the first no-plan grading project contracted in Virginia. He possesses a thorough working knowledge of the construction industry from the ground up, having completed projects ranging from $25,000 to $20,000,000. His estimated aggregate volume of completed work amounts to $550,000,000.

- **Avtar Singh, PE, QA Manager**
  Mr. Singh has 17 years of progressively more responsible experience in major bridge and interstate heavy civil engineering projects in all phases of project scoping and planning, constructability analysis, construction, design-build, risk assessment, value engineering and project closeout. For six years, Mr. Singh served as the area construction engineer (ACE) for VDOT’s NOVA district. As ACE, he was the responsible charge engineer for more than 28 projects with a cumulative construction value of over $230 million. He will provide independent quality assurance services on the Route 3 project.

- **Mark McElwain, PE, Design Manager**
  Mr. McElwain has contributed to projects involving transportation corridor studies and final design construction plans. His technical responsibilities have included geometric design, traffic engineering, drainage design, and construction plan preparation. He also regularly works with current engineering design software and computer drafting software commonly used in the industry, including GEOPAK, MicroStation, InRoads, ArcGIS, AutoTurn, Synchro, and ProjectWise. Mr. McElwain has also held leadership roles on similar design projects for VDOT, including serving as project manager on the Telegraph Road Widening.

- **Tim Wade, Construction Manager**
  Mr. Wade is an accomplished construction manager/superintendent with more than 25 years of varying experience. He has completed complex, high profile projects on time and within budget. He has served as superintendent in charge for many projects associated with VDOT, the University of Virginia, Norfolk Southern Railroad, and other state and local agencies. For the Route 3 project he will oversee the on-site construction team.

- **David Malinowski, PE, Lead Utility Coordination Manager**
  Mr. Malinowski is a professional engineer with more than 34 years of experience in the management, design, and coordination of transportation and utility projects. His expertise is in design and coordination of utility relocations. Over the past 12 years, he has been involved in several design-build projects in Virginia, providing utility relocation coordination and design services, and is therefore intimately familiar with utility companies and VDOT procedures.

- **Tim Copeland, Right-of-Way Manager**
  Mr. Copeland is Stantec’s program manager for right-of-way services and is a Virginia-certified general appraiser. He has nearly 11 years of experience in eminent domain appraisal experience in the Commonwealth of Virginia. Mr. Copeland has also worked extensively with VDOT’s outside fee...
attorneys since 2008 and has prepared appraisers for approximately 40 properties that were involved in litigation. Additionally, Mr. Copeland has qualified as an expert witness and has led the right-of-way acquisition services in several design-build and “Mega Projects” for VDOT.

**SUPPORT STAFF**

FCE also proposes the following support personnel for the specialty services identified.

- **Richard Caywood, PE, Deputy Design-Build Project Manager**
  
  Mr. Caywood has a broad base of transportation experience in Virginia, including a strong background in new project development, investment planning, design, and construction management. In particular, he has extensive experience in developing and maintaining effective relationships with elected officials at all levels, project stakeholders, business groups, citizens, federal agencies, and other state agencies. He has held increasingly responsible positions in transportation policy and investment programs, including serving as the District Administrator for VDOT’s Salem District. On this project he will support Mr. Cantore in managing the team and also assist VDOT directly with the large public outreach effort anticipated on this project.

- **Morteza Salehi, PhD, Public Outreach and Technical Oversight**
  
  Dr. Salehi is a senior program director who has been involved in high-profile project development and delivery in the transportation sector. With more than 40 years of experience in transportation in the U.S. and abroad—including his role as a former District Administrator for Culpeper District and, subsequently, NOVA District—he will support Mr. Caywood in the public outreach effort as well as ensure resource allocation and provide technical oversight for the Route 3 project. Mr. Salehi will report directly to Mr. Cantore, as his duties extend across of all phases of project development.

- **Eric Voigt, Cultural Resources**
  
  Mr. Voigt currently serves as assistant director and manager of LBG’s southeast cultural resource offices. He directs and manages cultural resource projects; develops plans and research designs; prepares technical reports; assists with NEPA documents; and prepares historic property management plans. He also assists clients in consultation with State Historic Preservation Offices, tribes, and representatives of state and federal agencies. Notably, Mr. Voigt has served as project manager on more than 70 archaeological and cultural resource surveys for VDOT, and will lead this task on the Route 3 project.

### 3.3.2 Team Organizational Chart

An organizational chart depicting the Route 3 Builders’ proposed personnel, chain of command, and separation between QC and QA roles for construction is provided on page 9.

**FUNCTIONAL RELATIONSHIPS AND COMMUNICATION AMONG PARTICIPANTS**

The Route 3 Builders’ organization chart on page 9 depicts our team’s requisite personnel and reporting structure. Additional personnel beyond those required by the RFQ are also identified, demonstrating that the Route 3 Builders are fully assembled, committed, and organized to deliver your Route 3 project. We also can uniquely provide non-key personnel as needed, and possess the depth of resources necessary to staff-up as the schedule may require.

**Design-Build Management Team**

Specifically, our Integrated Joint Venture approach ensures VDOT will have one cohesive, dedicated team for the Route 3 project, with both contractors committing the resources, personnel, and equipment required. In this structure, FCE will serve as the principal point of contact for VDOT via our local design-build project manager, Mr. Cantore; FCE will also be responsible for project management, scheduling, and administrative tasks for the contract. Mr. Cantore will be the primary point of contact for VDOT and responsible for all project delivery management activities. He will interact extensively with the VDOT project manager and manage all contractual obligations between VDOT and Route 3 Builders. DLB’s role will be to provide additional necessary equipment and personnel needed for construction activities, as well as contribute the firms’ experience on VDOT projects, particularly with jacking and boring.

Public involvement efforts extend from concept through construction completion, and will be led by deputy design-build project manager, Richard Caywood, in concert with Morteza Salehi of LBG. Mr. Salehi will report directly to Mr. Cantore, as his duties extend across all phases of project development.
Beneath the management team level on our organization chart, the design team is shown in orange, the construction operations in teal, and the QA operations in beige. Solid lines on the organization chart symbolize direct functional and contractual obligations, while dashed lines indicate planned partnering and communication efforts.

- **Design Team**
  Transportation engineering, utility coordination, right-of-way acquisition, environmental permitting, cultural resources, maintenance of traffic (MOT), surveying; geotechnical, and additional design services are shown in orange and report directly to our design manager, Mr. McElwain. Contractually, all design activities will report to LBG as lead designer. LBG will in turn be contractually obligated to the FCE/DLB Joint Venture, and Mr. McElwain will report to Mr. Cantore through the deputy design-build project manager, Richard Caywood, PE.

Within the design services box, we have identified five strategic team members with key roles on the Route 3 project. Eric Voigt, a 20 year veteran and expert in historic and cultural resources, will be responsible for identifying and addressing risk elements associated with cultural and historic sites. Our MOT task manager, Steve McKinnon, PE, will be responsible for developing and integrating maintenance of traffic/staging of construction (MOT/SOC) strategies into our design. Recently, Mr. McKinnon worked with Mr. McElwain on a very complicated MOT strategy for Telegraph Road for VDOT. Dave Malinowski and Tim Copeland are also identified as key members of the design team, serving Route 3 Builders as lead utility coordination manager and right-of-way manager, respectively. Mr. Malinowski has more than 30 years of experience and similar past project roles on the I-495 P3/design-build and the I-295 design-build project. Similarly, Mr. Copeland proves an essential team asset with 11 years of right-of-way experience. He has also served in a similar role on the recently completed I-495 project as well as the Dulles Corridor Metrorail design-build.

- **Construction Team**
  Shown in teal, construction operations, asphalt paving, QC inspection, and QC materials testing all report directly to our construction manager, Mr. Wade. As part of our project planning, we identified asphalt paving as a key element affecting schedule adherence and cost competitiveness. Our key subcontractor, SLW, possesses similar Culpeper experience stretching back 50 years, and has worked as a subcontractor for both FCE and DLB on several VDOT design-bid-build projects in the Culpeper and Lynchburg Districts. SLW’s proven abilities in quality paving and their existing relationship with our JV partners will be a key component on the Route 3 Widening project, ensuring the overall schedule is met and obstacles during the paving sequence are avoided. In addition, QC inspection, led by Nathan Harvey, has been subcontracted to LBG. Our QC lab has been identified as F&R and will have no project relationship with the independent QAM lab.

- **Quality Assurance Management Team**
  The QA Management (QAM) team is independent of all design-build operations and will be led by Avtar Singh, PE, CCM, PMP, of CES. To guarantee independent operations of the QAM vs. the construction team, the FCE/DLB Joint Venture will contract directly with CES and Mr. Singh will have no reporting or contractual obligations to the construction manager, nor will CES have any reporting or contractual obligations. CES identified Schnabel Engineering as the materials lab to be used for the project, and this effort will have no reporting relationships to the team outside of the QAM.

- **Project Communication**
  Effective communication depends not only on enforcing the reporting relationships identified, but also the practical implementation of these relationships. The Route 3 Builders, if shortlisted, will implement Bentley ProjectWise Software, which promotes organized structure of communications and all electronic data including, but not limited to: MicroStation files, GEOPAK files, MS Office data, scheduling, PDFs, submittals, etc. Similar to VDOT’s Falcon system, this software allows for real-time collaboration of design files and MicroStation data, complete with version management tools. ProjectWise will be implemented during the RFP stage, and, if selected, Route 3 Builders will continue its use through final construction.

VDOT will also see team cohesion through our project communications plan, which documents several aspects of our internal communications, including the following:

- Complete contact information for the project team, including external stakeholders;
- Chain of command reporting;
- Roles and responsibilities matrix; and
- General milestone project calendar, complete with delivery dates, review deadlines, and internal deliverable dates (this portion of the communications plan will be a living document)
3.3 Offeror’s Team Structure

VDOT
Virginia Department of Transportation

DESIGN-BUILD PROJECT MANAGER / PRINCIPAL
Donald Cantore (RC)

PUBLIC OUTREACH & TECHNICAL OVERSIGHT
Morteza Salehi, PhD (SIV)

DEPUTY DESIGN-BUILD PROJECT MANAGER
Richard Caywood, PE (SIV)

DESIGN MANAGER
Mark McElwain, PE (SIV)

Utility Coordination Manager
David Malinowski, PE (SIV)

Right-of-Way Manager
Tim Copeland (SIV)

Environmental Permitting
W. Doug Belsch, PE (SIV)

Cultural Resources
Eric Voigt (SIV)

Maintenance of Traffic
Steve McKinney, PE (SIV)

CONSTRUCTION MANAGER
Tim Wade (RC)

Field Construction Team
Asphalt Paving
S.L. Williamson

QC / Construction Inspection
Nathan (Tommy) Harvey (SIV)

QC Materials Testing
Paul Burch, PE (SIV)

Additional Subcontractors
Additional DBE Subcontractors

ADDITIONAL DESIGN SERVICES
Roadway Design
Geotechnical Engineering
Surveying and I/W Plans
Pavement Markings
Markers and Signs
Transportation Management Plans
Hydraulic and Stormwater Management
Structure / Bridge Design
Erosion Control
Lighting and Signals
Landscaping

TEAM MEMBERS
FCE – Fielder’s Choice Enterprises, Inc
DLB – DLB, Inc
SLW – S.L. Williamson
LBG – The Louis Berger Group, Inc
CES – CES Consulting LLC
P&R – Froehling & Robertson, Inc
H&P – Hurt & Proffitt
Stantec – Stantec Consulting Services, Inc
WEG – Williamsburg Environmental Group

STATEMENT OF QUALIFICATIONS:
January 25, 2013
Statement of Qualifications

3.4 EXPERIENCE OF OFFEROR’S TEAM
3.4 EXPERIENCE OF OFFEROR’S TEAM

VDOT’s Route 3 project requires a team with experience on similar local projects involving roadway widening, complex utilities and MOT, extensive public outreach, and design-build delivery. Our team members and personnel possess this experience and have been recognized with awards, early completion incentives, and high consultant evaluation scores.

3.4.1 Work History

Our key team members’ relevant project experience is described in detail on the Work History Forms (Attachments 3.4.1a and b) in Appendix H. Project highlights are noted in the table below.

Route 3 Design-Build project provides a unique opportunity for the construction team we have assembled. Both FCE and DLB are prequalified and have the equipment and personnel to bid this project individually; however, after evaluating the scope of work and recognizing the complexity of project issues, both recognized that VDOT would benefit most from a collaborative effort with the depth of resources and established professional relationship the FCE/DLB Integrated Joint Venture offers. By combining the finances, resources, and talents of both companies, as well as recruiting SLW as our asphalt subcontractor and LBG as our lead designer, we can collectively deliver VDOT and the citizens within the project vicinity a more efficient and economical team. Notably, FCE and SLW collaborated on the I-64 5th Street Exit and Chadwell Exit Widening project in the Culpeper District, and DLB and SLW worked together on the Secondary Roads and Bridges project in the Hood Area of Madison County. Mr. Cantore of FCE and Mr. Branscome of DLB will continue their 30-year partnership on a multitude of construction projects to deliver the Route 3 Widening project.

In addition, FCE and lead designer LBG have a history of working collaboratively on design-build pursuits in Virginia, including the Zions Crossroads I-64 Interchange Design-Build. LBG’s local Virginia experience on complex transportation projects includes U.S. 29 and Gallows Road as well as Route 147 Huguenot Road Bridge, both of which received consultant evaluations of 4.5 or 5 out of 5 for “Cooperation with VDOT,” “Attitude toward Public,” and “Quality of Supervision and Management” categories. Our dedicated QAM, CES, has contributed to the Route 58 Widening design-build project in the Salem District, Route 50 Widening design-build project in Fairfax and Loudoun Counties, and the Route 27/244 design-build project in the NOVA District. Finally, our key design subconsultant, Stantec, has been involved as either a lead designer or subconsultant on just about every design-build and P3 project in Virginia. Notably, Stantec is currently the lead designer on the Route 1 Widening design-build project in Prince William County, and have served in the same capacity for the Britton Road and Bridge P3 project in Henrico County.

<table>
<thead>
<tr>
<th>Project Title</th>
<th>Location</th>
<th>Firm(s)</th>
<th>Length</th>
<th>Const. Value</th>
<th>Similar Project Challenges to Route 3</th>
<th>Delivery Method</th>
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<tbody>
<tr>
<td>Route 340: Staunton District</td>
<td>FCE</td>
<td>1 mile</td>
<td>$4.8M</td>
<td>✔</td>
<td>Roadway widening (2 to 4 lanes); public outreach; MOT; complex utilities</td>
<td>Design-Bid-Build</td>
</tr>
<tr>
<td>Midtown Connector: City of Lynchburg</td>
<td>FCE, H&amp;P</td>
<td>2.1 miles</td>
<td>$15M</td>
<td>✔</td>
<td>Roadway widening (2 to 4 lanes); public outreach; grading; MOT; complete utilities</td>
<td>Design-Bid-Build</td>
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<tr>
<td>Route 58 Widening Design-Build: Washington County</td>
<td>DLB, CES</td>
<td>2 miles</td>
<td>$20M</td>
<td>✔</td>
<td>Roadway widening (2 to 4 lanes); mass grading; complex MOT; public outreach; staging</td>
<td>Design-Bid-Build</td>
</tr>
<tr>
<td>Route 29 &amp; Gallows Road Improvements: Fairfax County</td>
<td>LBG, G&amp;O</td>
<td>1.5 miles</td>
<td>$26M</td>
<td>✔</td>
<td>Roadway widening (4 to 6 lanes); R/W concerns; public outreach; extensive utility coordination effort</td>
<td>Design-Bid-Build</td>
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<td>U.S. 50 (Lee Jackson Highway) Widening: Fairfax and Loudoun Counties</td>
<td>LBG, CES</td>
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<td>Roadway widening (4 to 6 lanes); public outreach; complex MOT; water quality; post-design support</td>
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<td>Route 611 (Telegraph Rd) Reconstruction: Fairfax County</td>
<td>LBG</td>
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<td>$10M</td>
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<td>Roadway widening (2 to 4 lanes); public outreach; R/W; environmental sensitivity</td>
<td>Design-Bid-Build</td>
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</tbody>
</table>
3.5 PROJECT RISKS

Statement of Qualifications
3.5 PROJECT RISKS

VDOT will benefit from a design-build team that is familiar with the project location and concerns of local citizens and stakeholders. We have done our homework at the site and have the necessary team members on board to address such project challenges as:

- The public outreach effort
- Environmental and historically sensitive areas
- The need to design and construct around active gas lines

Our team members and personnel possess this experience and have been recognized with awards, early completion incentives, and high consultant evaluation scores.

Over the past four months, the Route 3 Builders have been working to gain a better understanding of VDOT’s Route 3 Widening project. We have visited the corridor, met with stakeholders, read the RFQ information package, and reviewed publicly available data.

Using the data and information gathered, our team members have been collaborating and sharing perspectives in order to establish a good project understanding. Our findings have affected our team composition, commitment to this pursuit, and pre-positioning to effectively compete on price. Most importantly our efforts to better understand your project have helped our team to review a number of potential project risks, develop mitigation strategies, and identify the most critical of these project risks.

To that end, we have identified the following three critical risks for your project that are further discussed in this section:

- Continuity of Public Engagement
- Environmental Sensitivity with a particular emphasis on cultural resources
- Gas transmission line

**CRITICAL RISK #1: CONTINUITY OF PUBLIC ENGAGEMENT**

- **Importance to Project Success**

  The first critical risk we have identified is the need for continuity of public engagement. If the chosen design-build team does not fully recognize the level of public concern regarding this project and take specific steps to continue engaging the public during design and delivery, the burden of this work will fall mainly on local VDOT staff. With a design-builder assuming design responsibilities, this raises the risk of ineffective communication management, putting VDOT in an awkward position of serving as the direct link communication link to the public on a wide array of questions and concerns for which it no longer has direct control, or up-to-date, firsthand knowledge.

- **Impacts to Project Delivery**

  Route 3 is a major commuter route for local communities, connecting Fredericksburg with Culpeper carrying high volumes of motorists eastward in the morning toward the I-95 corridor, and westward in the evening. High traffic volumes also explain the surrounding public’s vested interest in and concerns regarding the project’s design, construction, and impact to their neighborhoods. In particular, we have identified three major concerns the public has communicated about the project:

  - **Potential impacts to historical properties and environmentally sensitive areas** including Salubria, Brandy Station Battlefields, and Brook Run
  - **The need for continued public engagement in the finalization of project design and construction elements**, including traffic calming measures, pedestrian and equestrian access, and maintenance of traffic plans
  - **Effective and sustained dissemination of information to the public regarding traffic impacts to commuters, business and property access**, including quarterly citizens’ information meetings, project newsletter, and a project website

These impacts are detailed in the table on page 13.

- **Mitigation Strategies**

  To mitigate this risk, Route 3 Builders will provide the public with necessary information to ensure their expectations are met and questions are addressed. In partnership with VDOT staff, we will quickly and efficiently take ownership of the public outreach effort and serve as the “face” of the project, communicating project progress and addressing challenges and questions head-on. We will complete this effort while keeping VDOT informed but not putting a strain on scarce resources. VDOT’s voluntary participation in
### CRITICAL RISK #1: Continuity of Public Engagement

<table>
<thead>
<tr>
<th>Project Impact</th>
<th>Route 3 Builders’ Mitigation Strategy</th>
<th>VDOT and Other Agencies’ Role</th>
</tr>
</thead>
</table>
| Address Public Concerns for Historical and Environmentally Sensitive Sites | • Engage community groups associated with historical and environmental properties  
• Complete regulatory documentation of sensitive areas (including Salubria, Brandy Station Battlefields, and Brook Run) and update public on progress  
• Capitalize on LBG’s award-winning archaeological expertise, exemplified on contracts across Virginia | • None |
| Continued Public Engagement in the Finalization of Design and Construction Elements | • Promote positive feedback to design features, including the selected alignment, and encourage feedback via open house information forums  
• Keep public abreast of traffic control strategies via distributions and signing  
• Place high priority on safety by implementing a stringent safety program and MOT approach | • Voluntary participation in open house information forums |
| Public Awareness of Construction Progress and Impacts | • Disseminate project information brochures to commuters, local businesses, landowners, stakeholders, etc.  
• Conduct regular open house information forums to inform on progress  
• Maintain up-to-date project website and quarterly newsletters | • Voluntary participation in open house information forums |

Our team will also proactively implement communication strategies to keep the public informed of project progress and schedule; maintain a two-way dialogue on design issues and measures to preserve sensitive sites; and continue the already established Route 3 Task Force during construction to streamline public involvement.

Another critical element to our success with public engagement is the group of experts we have assigned to this role. Mr. Caywood, PE, of FCE and Dr. Salehi of LBG—both former district administrators for VDOT—have extensive first-hand experience managing the many varied tasks that fall under the public outreach effort. Recognizing the challenges and resource demands that this can place on the owner, Messrs. Caywood and Salehi are prepared to put their practical experience to work immediately on this project, and—as known entities within VDOT—can be trusted to represent the Route 3 Widening project in a positive and competent manner. They will work in conjunction with VDOT staff to ensure the unfinished business along the corridor is completed efficiently, cohesively, and with the support of the public.

#### CRITICAL RISK #2: ENVIRONMENTAL AND HISTORICALLY SENSITIVE SITES

- **Importance to Project Success**
  The second critical risk we have identified for the project involves environmental sensitivity and constraints. Just as the previous efforts by the owner have addressed critical public involvement concerns, the environmental aspects of the project have driven certain design and project development decisions by the owner. The Route 3 Builders consider maintaining these environmental commitments and resulting design-build constraints as a critical component to successful project delivery. Through the efforts of VDOT, FHWA has determined that the project will have no significant impact on the environment (FONSI). Maintaining momentum and adhering to agreed environmental constraints are both critical.

- **Impacts to Project Delivery**
  One particular constraint is the minimization and mitigation of historic properties. The affected historic properties are identified in the revised final 4(f) document and include: Brandy Station Battlefield and Brandy Station Battlefield Historic District, Clover Hill, Morton’s Battlefield, Mount Pony Rural Historic District, and Salubria. For these properties, mitigation...
requirements already are in place and outlined in a Memorandum of Agreement (MOA) among the FHWA, Virginia Department of Historic Resources (DHR), VDOT, and The Virginia Civil War Trails, which was executed on March 2, 2012. Other historic properties as well as unevaluated resources are located adjacent or contiguous to the transportation corridor. Many of these resources were identified during LBG’s cultural resource investigations conducted on behalf of VDOT for the Route 3 Widening project (a list of LBG reports is included in the MOA).

With a design-build delivery method, design-builders may not fully appreciate the significance of these historic resource constraints. However, underestimating the influence of culture resource constraints both in the design stages and during construction operations would prove perilous to the owner. Project schedule, project cost, and permitting risks stem from not properly considering the historic and cultural resources along the project, and places the owner in a difficult position regarding the commitments to FHWA.

A second environmental constraint concerns the impact of stormwater management. There are several water resources along the corridor that must be considered during design and construction, including: Brook Run, unnamed tributary of Potato Run, unnamed tributary of Brook Run, groundwater supply, and intermittent watercourses that parallel the corridor. The design-build strategy must consider the “footprint” of the project, water quality requirements, and sequencing of construction with specific regards to waterways given the limited number of outfalls along the corridor.

### Mitigation Strategies

LBG’s cultural resources staff based in Richmond have excelled all aspects of cultural resource management and minimization for VDOT and Virginia localities for more than 20 years, having completed 450 cultural resource projects across Virginia. In particular, for this segment of the Route 3 Widening project, LBG completed all of the cultural resource studies including data recovery projects at the George Town and Brook Run Quarry sites. These projects were managed by LBG’s Eric Voigt and the Brook Run Quarry data recovery project received state and national awards from ACEC.

To mitigate the cultural resource risk, Mr. Voigt will be involved in design development, design adjustment strategies, and construction operations. He will serve as an embedded representative of historic and cultural constraints through the project delivery cycle including construction operations. As an LBG employee working for VDOT, Mr. Voigt has led over 70 cultural resources projects for VDOT and has 35 years of experience in the cultural resource sector.

In addition, with regard to the water resources along the project, we will work collaboratively to develop a successful approach to construction using handling,
CRITICAL RISK #3: Gas Lines

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<thead>
<tr>
<th>Project Impact</th>
<th>Route 3 Builders’ Mitigation Strategy</th>
<th>VDOT and Other Agencies’ Role</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Relocate / Adjust Gas Transmission</strong></td>
<td>• Mitigate by pre-determination to not adjust or relocate due to risk and feasibility</td>
<td>• None</td>
</tr>
<tr>
<td><strong>Design around Gas Transmission Line</strong></td>
<td>• Incorporate geometric adjustment consistent with utility owner’s needs, as feasible</td>
<td>• Provide complete background data including test pits and excavation</td>
</tr>
<tr>
<td></td>
<td>• Incorporate early drainage strategy to provide associated drainage feature clearances</td>
<td>• Participation in design discussions representing owners view as a project stakeholder</td>
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<td></td>
<td>• Use measures to protect the utility, as needed</td>
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<tr>
<td></td>
<td>• Mobilize additional excavation/test pit crews during early stages to confirm transmission line</td>
<td></td>
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<tr>
<td></td>
<td>locations/elevations/material types</td>
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</tr>
<tr>
<td><strong>Protective Measures</strong></td>
<td>• Provide protective measures for gas transmission utility, including trenchless methods using structural steel</td>
<td>• Stakeholder coordination</td>
</tr>
<tr>
<td></td>
<td>• Provide protective features, such as encasement coverings and arches, outside of existing Route 3</td>
<td>• Public outreach assistance</td>
</tr>
<tr>
<td></td>
<td>prior to traffic shift</td>
<td>• Participation in project strategy discussions</td>
</tr>
<tr>
<td></td>
<td>• Focus public involvement on informing and assuaging property owners’ concerns during construction.</td>
<td></td>
</tr>
</tbody>
</table>

channeling, treating, and storing runoff as a significant design-build driver. This agreed concern within our team will help mitigate risk associated with runoff as the construction and design teams will develop our stormwater runoff strategies collaboratively.

**CRITICAL RISK #3: GAS TRANSMISSION LINES**

**Importance to Project Success**
Located on Sheet 17 of the RFQ plans, three buried existing gas transmission lines cross existing Route 3 near Sta. 288+00. These existing transmission lines owned and operated by Williams Gas Pipeline have diameters of 42-inch, 30-inch, and 36-inch, and are located within a common right-of-way/easement.

**Impacts to Project Delivery**
The mere existence of this significant utility within the project corridor poses risks, and relocating or adjusting the gas transmission line would include:

- Significant expense to design-build team and VDOT
- Schedule uncertainty
- Operational risks to Williams Gas for transcontinental services
- Regulatory risks
- Safety risks during relocation/adjustment to surrounding residents and business
- Safety risks to traveling public and construction staff

**Mitigation Strategies**
Route 3 Builders have determined relocating or adjusting this significant utility would not be prudent or feasible, and has set a course of project development so as to not relocate or adjust the gas transmission lines at all. The risk associated with the presence of the gas transmission lines then shifts to (1) the proper design strategy to avoid the gas transmission lines, (2) having the proper construction team to work in proximity to the gas transmission line, and (3) provide associated protection of the utility. The following strengths further help mitigate this risk:

- LBG is very experienced in designing roadway solutions to avoid utility relocations as evidence by U.S. 29 and Gallows Road and U.S. 50 Lee Jackson
- JV partner DLB is one of the best trenchless contractors in the Commonwealth, specializing in unique methods of steel encasement construction
- DLB has performed over 100 installations of large diameter steel culvert/encasement projects in Virginia over the past 20 years
- DLB possess the necessary equipment and industry experience to execute creative trenchless methods to “protect” the utility
APPENDICES

Statement of Qualifications

APPENDICES

Appendix A: SOQ Checklist and Addenda Acknowledgement
Appendix B: Offeror's Affiliates and Subsidiaries
Appendix C: Debarment Forms
Appendix D: Prequalification Certificate
Appendix E: Surety Letter
Appendix F: SCC and DPOR Data and Certificates
Appendix G: Key Personnel Resumes
Appendix H: Work History Forms
Appendix A:
SOQ Checklist and Addenda Acknowledgement
ATTACHMENT 3.1.2

Project: 0003-023-107, P101, R201, C501

STATEMENT OF QUALIFICATIONS CHECKLIST AND CONTENTS

Offerors shall furnish a copy of this Statement of Qualifications (SOQ) Checklist, with the page references added, with the Statement of Qualifications.

<table>
<thead>
<tr>
<th>Statement of Qualifications Component</th>
<th>Form (if any)</th>
<th>RFQ Cross reference</th>
<th>Included within 15-page limit?</th>
<th>SOQ Page Reference</th>
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<td>Attachment 3.1.2</td>
<td>Section 3.1.2</td>
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<td>Appendix A</td>
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<td>Acknowledgement of RFQ, Revision and/or Addenda</td>
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<td>Letter of Submittal (on Offeror’s letterhead)</td>
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<td>Authorized Representative’s signature</td>
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<td>Section 3.2.3</td>
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<td>Offeror’s Corporate Structure</td>
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<td>Identity of Lead Contractor and Lead Designer</td>
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<td>Affiliated/subsidiary companies</td>
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<td>Debarment forms</td>
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1 of 3
## STATEMENT OF QUALIFICATIONS CHECKLIST AND CONTENTS

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<td>SCC and DPOR registration documentation (Appendix)</td>
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<td>Full size copies of SCC Registration</td>
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<td><strong>DBE statement within Letter of Submittal</strong> confirming Offeror is committed to achieving the required DBE goal</td>
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<td>Section 3.2.11</td>
<td>yes</td>
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### Offeror’s Team Structure

| Identity of and qualifications of Key Personnel                                                      | NA                    | Section 3.3.1       | yes                            | Page 7            |
| Key Personnel Resume – DB Project Manager                                                            | Attachment 3.3.1      | Section 3.3.1.1     | no                             | Appendix G        |
| Key Personnel Resume – Quality Assurance Manager                                                      | Attachment 3.3.1      | Section 3.3.1.2     | no                             | Appendix G        |
| Key Personnel Resume – Design Manager                                                                 | Attachment 3.3.1      | Section 3.3.1.3     | no                             | Appendix G        |
| Key Personnel Resume – Construction Manager                                                           | Attachment 3.3.1      | Section 3.3.1.4     | no                             | Appendix G        |
| Key Personnel Resume – Lead Utility Coordination Manager                                              | Attachment 3.3.1      | Section 3.3.1.5     | no                             | Appendix G        |
| Key Personnel Resume – Right of Way Manager                                                            | Attachment 3.3.1      | Section 3.3.1.6     | no                             | Appendix G        |
| Organizational chart                                                                                  | NA                    | Section 3.3.2       | yes                            | Page 10           |
| Organizational chart narrative                                                                        | NA                    | Section 3.3.2       | yes                            | Page 8            |
### Statement of Qualifications Checklist and Contents

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<th>Included within 15-page limit?</th>
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<td><strong>Experience of Offeror’s Team</strong></td>
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<td>Lead Contractor Work History Form</td>
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<td>Section 3.5.1</td>
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</tr>
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</table>
ATTACHMENT 2.10

COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION

RFQ NO. C00014657DB56
PROJECT NO.: 0003-023-107, P101, R201, C501

ACKNOWLEDGEMENT OF RFQ, REVISION AND/OR ADDENDA

Acknowledgement shall be made of receipt of the Request for Qualifications (RFQ) and/or any and all revisions and/or addenda pertaining to the above designated project which are issued by the Department prior to the Statement of Qualifications (SOQ) submission date shown herein. Failure to include this acknowledgement in the SOQ may result in the rejection of your SOQ.

By signing this Attachment 2.10, the Offeror acknowledges receipt of the RFQ and/or following revisions and/or addenda to the RFQ for the above designated project which were issued under cover letter(s) of the date(s) shown hereon:

1. Cover letter of RFQ 12/04/2012
   (Date)

2. Cover letter of RFQ Questions and Answers 1/11/2013
   (Date)

3. Cover letter of
   (Date)

Signature: [Signature]

Date: 1/2/1/13
Appendix B:
Offeror’s Subsidiaries and Affiliates
ATTACHMENT 3.2.6
State Project No. 0003-023-107, P101, R201, C501
Affiliated and Subsidiary Companies of the Offeror

Offerors shall complete the table and include the addresses of affiliates or subsidiary companies as applicable. By completing this table, Offerors certify that all affiliated and subsidiary companies of the Offeror are listed.

- The Offeror does not have any affiliated or subsidiary companies.
- Affiliated and/or subsidiary companies of the Offeror are listed below.

<table>
<thead>
<tr>
<th>Relationship with Offeror (Affiliate or Subsidiary)</th>
<th>Full Legal Name</th>
<th>Address</th>
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</tr>
</tbody>
</table>
ATTACHMENT NO. 3.2.7(a)

CERTIFICATION REGARDING DEBARMENT
PRIMARY COVERED TRANSACTIONS

Project No.: 0003-023-107, P101, R201, C501

1) The prospective primary participant certifies to the best of its knowledge and belief, that it and its principals:

   a) Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal department or agency.

   b) Have not within a three-year period preceding this proposal been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State or local) transaction or contract under a public transaction; and have not been convicted of any violations of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification, or destruction of records, making false statements, or receiving stolen property;

   c) Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State or local) with commission of any of the offenses enumerated in paragraph 1) b) of this certification; and

   d) Have not within a three-year period preceding this application/proposal had one or more public transactions (Federal, State or local) terminated for cause or default.

2) Where the prospective primary participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this form.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

[Signature]
Date: 1/6/12
Title: President

Fielder's Choice Enterprises, Inc.
Name of Firm
ATTACHMENT NO. 3.2.7(a)

CERTIFICATION REGARDING DEBARMENT PRIMARY COVERED TRANSACTIONS

Project No.: 0003-023-107, P101, R201, C501

1) The prospective primary participant certifies to the best of its knowledge and belief, that it and its principals:

   a) Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal department or agency.

   b) Have not within a three-year period preceding this proposal been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State or local) transaction or contract under a public transaction; and have not been convicted of any violations of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification, or destruction of records, making false statements, or receiving stolen property;

   c) Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State or local) with commission of any of the offenses enumerated in paragraph 1) b) of this certification; and

   d) Have not within a three-year period preceding this application/proposal had one or more public transactions (Federal, State or local) terminated for cause or default.

2) Where the prospective primary participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this form.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

[Signature] [Date] [Title]

[Name of Firm]
ATTACHMENT NO. 3.2.7(b)

CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

Project No.: 0003-023-107, P101, R201, C501

1) The prospective lower tier participant certifies, by submission of this proposal, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any Federal department or agency.

2) Where the prospective lower tier participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this form.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

Signature ___________________________ Date ___________________________ Title ___________________________

S.L. WILLIAMSON CO., INC. ___________________________

Name of Firm
ATTACHMENT NO. 3.2.7(h)

CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

Project No.: 0003-023-107, P101, R201, C501

1) The prospective lower tier participant certifies, by submission of this proposal, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any Federal department or agency.

2) Where the prospective lower tier participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this form.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

[Signature]
Dean Hatfield, PE
Assoc. Vice President

Date
Jan. 9, 2013

Title

The Louis Berger Group, Inc.
Name of Firm
ATTACHMENT NO. 3.2.7(b)

CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

Project No.: 0003-023-107, P101, R201, C501

1) The prospective lower tier participant certifies, by submission of this proposal, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any Federal department or agency.

2) Where the prospective lower tier participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this form.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

Signature  Date  Title

CES CONSULTING LLC

Name of Firm
ATTACHMENT NO. 3.2.7(b)

CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

Project No.: 0003-023-107, P101, R201, C501

1) The prospective lower tier participant certifies, by submission of this proposal, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any Federal department or agency.

2) Where the prospective lower tier participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this form.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

Signature Date Title

 Stanton Consulting Services, Inc.
 Name of Firm
ATTACHMENT NO. 3.2.7(b)

CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

Project No.: 0003-023-107, P101, R201, C501

1) The prospective lower tier participant certifies, by submission of this proposal, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any Federal department or agency.

2) Where the prospective lower tier participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this form.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

[Signature] [Date] 11/12/2013 [Title] [Froehling & Robertson, Inc.]

Name of Firm
ATTACHMENT NO. 3.2.7(b)

CERTIFICATION REGARDING DEBARMEMENT
LOWER TIER COVERED TRANSACTIONS

Project No.: 0003-023-107, P101, R201, C501

1) The prospective lower tier participant certifies, by submission of this proposal, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any Federal department or agency.

2) Where the prospective lower tier participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this form.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

Signature: __________________ Date: 1-9-13

Hurt & Proffitt, Inc.

Name of Firm

Vice President

Title
ATTACHMENT NO. 3.2.7(b)

CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

Project No.: 0003-025-107, P101, R201, C501

1) The prospective lower tier participant certifies, by submission of this proposal, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any Federal department or agency.

2) Where the prospective lower tier participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this form.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Firms on all contracts to be let by the Commonwealth Transportation Board.

[Signature] December 28, 2012 [President]

[Title]

Williamsburg Environmental Group, Inc.

Name of Firm
Appendix D: Prequalification Certificate
FIELDER'S CHOICE ENTERPRISES, INC.

Vendor Number: F451

COMMONWEALTH OF VIRGINIA

CERTIFICATE OF QUALIFICATION

In accordance with the Regulations of the Virginia Department of Transportation, you are hereby notified that the following Rating and Classifications have been assigned to your firm:

Prequalified

Work Classes: GRADING; MAJOR STRUCTURES; UNDERGROUND UTILITIES

Issue Date: 04/11/2012

This Rating and Classification will Expire: 05/31/2013

Suzanne H. Lucas, Sr. Prequalification Officer

[Signature]

Dale E. Allens, Sr. Vice President
D172
DLB, INC.
PREQ. EXP  : 04/30/2013

--PREQ ADDRESS ------------------  WORK CLASSES (LISTED BUT NOT LIMITED TO)
P O. BOX 1239 002 - GRADING
HILLSVILLE, VA  24343-7239 003 - MAJOR STRUCTURES
PHONE : 276-728-2137 007 - MINOR STRUCTURES
FAX   : 276-728-2069 045 - UNDERGROUND UTILITIES

BUSINESS CONTACT: ALDERMAN, VERONICA LYNN
EMAIL: DLBINC@DLBINCVA.COM

-----DBE INFORMATION-----

DBE TYPE : N/A
DBE CONTACT: N/A

===============================================================================
D1020
DOMINION CONCRETE & MASONRY CORPORATION D/B/A  D.C.M.C.
PREQ. EXP  : 04/30/2013

--PREQ ADDRESS ------------------  WORK CLASSES (LISTED BUT NOT LIMITED TO)
PO BOX 1877 022 - INCIDENTAL CONCRETE
ASHBURN, VA  20146 056 - MASONRY CONSTRUCTION
PHONE : 703-996-0300 180 - SLIP FORMING
FAX   : 703-996-0100

BUSINESS CONTACT: NICOLAU, PAULA
EMAIL: NESSA@DCMCFLATWORK.COM

-----DBE INFORMATION-----

DBE TYPE : DBE
DBE CONTACT: NICOLAU, PAULA

===============================================================================
S. L. WILLIAMSON COMPANY, INCORPORATED
PREQUAL EXP: 10/31/2013

--PREQ ADDRESS----------------- WORK CLASSES (LISTED BUT NOT LIMITED TO)
P. O. BOX 648 002 - GRADING
CHARLOTTESVILLE, VA 22902-0648 004 - ASPHALT CONCRETE PAVING
PHONE: 434-295-6137 005 - DRAINAGE STRUCTURES
FAX: 434-977-7852

BUSINESS CONTACT: WILLIAMSON, BLAIR KILLEY
EMAIL: BLAIR@SLWILLIAMSON.COM

-------DBE INFORMATION-------

DBE TYPE: N/A
DBE CONTACT: N/A
Appendix E:
Surety Letter
January 19, 2013

Commonwealth of Virginia  
Department of Transportation  
1401 E. Broad Street  
Richmond, VA 23219-2000

RE: Route 3 Widening, Culpeper County, Virginia  
State Project Number: 0003-023-107,P101,R201,C501  
Federal Project Number: STP-023-7(024)  
Contract ID Number: C00014657DB56

To Whom it May Concern:

As attorney in fact for Fidelity & Deposit Company, surety for Fielder’s Choice Enterprises, Fidelity & Deposit Company with A.M. Best Financial Strength Rating A and Financial Size Category XV is capable of obtaining 100% Performance Bond and 100% Labor and Materials Payment Bond in the amount of the anticipated cost of a $39,000,000 JV, and said bonds will cover the Project and any warranty periods as provided for in the Contract Documents on behalf of the Contractor, in the event that such firm be the successful bidder and enter into a contract for this Project.

Sincerely,

W. Bolling Izard, Jr.
ATTACHMENT 3.2.10

State Project No. 0003-023-107, P101, R201, C501

SCC and DPOR Information

Offerors shall complete the table and include the required state registration and licensure information. By completing this table, Offerors certify that their team complies with the requirements set forth in Section 3.2.10 and that all businesses and individuals listed are active and in good standing.

<table>
<thead>
<tr>
<th>Business Name</th>
<th>SCC Number</th>
<th>SCC Type of Corporation</th>
<th>SCC Status</th>
<th>SCC Registered Address</th>
<th>SCC Registration Type</th>
<th>DPOR Registered Address</th>
<th>DPOR Registration Type</th>
<th>DPOR Registration Number</th>
<th>DPOR Expiration Date</th>
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<tr>
<td>Fielder’s Choice Enterprises, Inc.</td>
<td>03067113</td>
<td>Corporation</td>
<td>Active</td>
<td>102 S. First St. Ste. 201 Charlottesville, VA 22902</td>
<td>Class A Contractor</td>
<td>Class A Contractor</td>
<td>2705062623A</td>
<td>06/30/2013</td>
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<td>DLB, Inc.</td>
<td>01834209</td>
<td>Corporation</td>
<td>Active</td>
<td>PO Box 1239 Hillsville, VA 24343</td>
<td>Class A Contractor</td>
<td>Class A Contractor</td>
<td>2701022512</td>
<td>05/34/2014</td>
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<td>S.L. Williamson Company, Inc.</td>
<td>00588160</td>
<td>Corporation</td>
<td>Active</td>
<td>1230 River Road Charlottesville, VA 22902</td>
<td>Class A Contractor</td>
<td>Class A Contractor</td>
<td>2701001740A</td>
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<td>The Louis Berger Group, Inc.</td>
<td>F1393679</td>
<td>Foreign Corporation</td>
<td>Active</td>
<td>801 E. Main Street Suite 500 Richmond, VA 23219</td>
<td>ENG</td>
<td>Class B Contractor</td>
<td>0407000132</td>
<td>04/30/2013</td>
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<tr>
<td>CES Consulting, LLC</td>
<td>S3416007</td>
<td>LLC</td>
<td>Active</td>
<td>15709 Spyglass Hill Loop Gainesville, VA 20155</td>
<td>ENG</td>
<td>ENG, LS</td>
<td>0407005873</td>
<td>12/31/2013</td>
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<tr>
<td>Stantec Consulting Services, Inc.</td>
<td>F1493198</td>
<td>Foreign Corporation</td>
<td>Active</td>
<td>108 Church Street SE Leesburg, VA 20178</td>
<td>ENG, LS</td>
<td>ENG, LS</td>
<td>04111000547</td>
<td>02/28/2014</td>
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<tr>
<td>Greenhorne &amp; O’Mara</td>
<td>F051099-2</td>
<td>Foreign Corporation</td>
<td>Active</td>
<td>10800 Midlothian Turnpike, Suite 310 Richmond, VA 23235</td>
<td>ENG</td>
<td>ENG, LS</td>
<td>04111001661</td>
<td>02/28/2014</td>
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<tr>
<td>Froehling &amp; Robertson, Inc.</td>
<td>0027211-2</td>
<td>Corporation</td>
<td>Active</td>
<td>3015 Dumbarton Rd. Richmond, VA 23228</td>
<td>ENG</td>
<td>ENG, LS</td>
<td>0407000998</td>
<td>12/31/2013</td>
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<tr>
<td>Hurt &amp; Proffitt</td>
<td>01428952</td>
<td>Corporation</td>
<td>Active</td>
<td>2524 Langhorne Rd. Lynchburg, VA 24501</td>
<td>ENG, LS</td>
<td>ENG, LS</td>
<td>0407003927</td>
<td>12/31/2013</td>
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<tr>
<td>Williamsburg Environmental Group, Inc.</td>
<td>0357437-3</td>
<td>Corporation</td>
<td>Active</td>
<td>1011 Boulder Springs Dr. Suite 255 Richmond, VA 23225</td>
<td>ENG</td>
<td>ENG, LS</td>
<td>04111000595</td>
<td>02/28/2014</td>
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<tr>
<td>Business Name</td>
<td>Individual’s Name</td>
<td>Office Location Where Professional Services will be Provided (City/State)</td>
<td>Individual’s DPOR Address</td>
<td>DPOR Type</td>
<td>DPOR Registration Number</td>
<td>DPOR Expiration Date</td>
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</tr>
<tr>
<td>The Louis Berger Group, Inc.</td>
<td>Mark Daniel McElwain</td>
<td>Richmond, Virginia</td>
<td>11341 Long Meadow Drive Glen Allen, VA 23059</td>
<td>Professional Engineer</td>
<td>0402033041</td>
<td>07/31/2013</td>
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<tr>
<td>CES Consulting, LLC</td>
<td>Avtar Singh</td>
<td>Haymarket, Virginia</td>
<td>5771 Janneys Mill Circle Haymarket, VA 20169</td>
<td>Professional Engineer</td>
<td>0402035169</td>
<td>01/31/2015</td>
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<td></td>
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<tr>
<td>Stantec Consulting Services, Inc.</td>
<td>David Anthony Malinoski</td>
<td>Richmond, Virginia</td>
<td>6153 Stronghold Drive Mechanicsville, VA 23111</td>
<td>Professional Engineer</td>
<td>0402031917</td>
<td>02/28/2014</td>
<td></td>
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<tr>
<td>Froehling &amp; Robertson, Inc.</td>
<td>Paul William Burch</td>
<td>Richmond, Virginia</td>
<td>3015 Dumbarton Road Richmond, VA 23228</td>
<td>Professional Engineer</td>
<td>0402021273</td>
<td>04/30/2013</td>
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<td></td>
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<tr>
<td>Froehling &amp; Robertson, Inc.</td>
<td>Jay Taylor McGinnis</td>
<td>Richmond, Virginia</td>
<td>30 Vela Circle Roanoke, VA 24019</td>
<td>Professional Engineer</td>
<td>0402037665</td>
<td>12/31/2014</td>
<td></td>
<td></td>
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<tr>
<td>Hurt &amp; Proffitt</td>
<td>Joseph A. M. Nichols</td>
<td>Lynchburg, Virginia</td>
<td>202 Holiday Bob Ct. Lynchburg, VA 24503</td>
<td>Land Surveyor</td>
<td>0403002172</td>
<td>09/30/2014</td>
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<tr>
<td>Hurt &amp; Proffitt</td>
<td>Troy Dewitt Williams</td>
<td>Lynchburg, Virginia</td>
<td>86 Ash Grove Dr. Lynchburg, VA 24502</td>
<td>Land Surveyor</td>
<td>0403002695</td>
<td>12/31/2014</td>
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<tr>
<td>Williamsburg Environmental Group, Inc.</td>
<td>William Douglas Beisch, Jr.</td>
<td>Williamsburg, Virginia</td>
<td>5209 Center St. Williamsburg, VA 23188</td>
<td>Professional Engineer</td>
<td>0402034050</td>
<td>01/31/2014</td>
<td></td>
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</tr>
</tbody>
</table>
CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That FIELDER'S CHOICE ENTERPRISES, INC. is duly incorporated under the law of the Commonwealth of Virginia;

That the date of its incorporation is July 17, 1987;

That the period of its duration is perpetual; and

That the corporation is in existence and in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
January 12, 2012

Joel H. Peck, Clerk of the Commission
COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

RICHMOND, January 28, 1986

The accompanying articles having been delivered to the State Corporation Commission on behalf of DLB, INC. (formerly BRANSCOME CONSTRUCTION CORP., DONALD L.) and the Commission having found that the articles comply with the requirements of law and that all required fees have been paid, it is

ORDERED that this CERTIFICATE OF AMENDMENT be issued, and that this order, together with the articles, be admitted to record in this office of the Commission; and that the corporation have the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law, effective January 28, 1986.

Upon the completion of such recordation, this order and the articles shall be forwarded for recordation in the office of the Clerk of the Circuit Court, City of Martinsville.

STATE CORPORATION COMMISSION

[Signature]
Commissioner

[Stamp]
CERTIFICATE OF GOOD STANDING

I certify the following from the records of the Commission:

That S. L. WILLIAMSON COMPANY, INCORPORATED is duly incorporated under the law of the Commonwealth of Virginia;

That the date of its incorporation is February 08, 1949;

That the period of its duration is perpetual; and

That the corporation is in existence and in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
August 2, 2011

Joel H. Peck, Clerk of the Commission
Commonwealth of Virginia

State Corporation Commission

I Certify the Following from the Records of the Commission:

The Louis Berger Group, Inc., a corporation existing under the laws of NEW JERSEY, holds a certificate of authority to transact business in Virginia, and is in good standing.

The certificate was issued on September 20, 1999.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
August 7, 2009

Joel H. Peck, Clerk of the Commission
Commonwealth of Virginia

STATE CORPORATION COMMISSION

Richmond, September 20, 1999

This is to certify that a certificate of authority to transact business in Virginia was this day issued and admitted to record in this office for

The Louis Berger Group, Inc.

a corporation organized under the laws of NEW JERSEY and that the said corporation is authorized to transact business in Virginia, subject to all Virginia laws applicable to the corporation and its business.

State Corporation Commission
Attest:

Joel Heck
Clerk of the Commission
CES Consulting, LLC

Business Entity Details

General
- SCC ID: 53416009
- Entity Type: Limited Liability Company
- Jurisdiction of Formation: VA
- Date of Formation/Registration: 10/14/2010
- Status: Active

Principal Office
- 5771 JANNEYS MILL
- HAYMARKET VA 20169

Registered Agent/Registered Office
- AVTAR SINGH
- 15709 SPYGLASS HILL LOOP
- GAINESVILLE VA 20155
- PRINCE WILLIAM COUNTY 176
- Status: Active
- Effective Date: 12/28/2011

Select an action
- File a registered agent change
- File a registered office address change
- Dissolve as registered agent
- Pay annual registration fee
- Order a certificate of fact of existence
- Submit a PDF for processing (What can I submit?)
- View eFile transaction history

Screen ID: e1000
The State Corporation Commission has found the accompanying articles submitted on behalf of CES Consulting, LLC (formerly known as Construction Engineering & Scheduling Consulting Engineers, PLC) to comply with the requirements of law, and confirms payment of all required fees. Therefore, it is ORDERED that this CERTIFICATE OF AMENDMENT be issued and admitted to record with the articles of amendment in the Office of the Clerk of the Commission, effective October 26, 2010.

STATE CORPORATION COMMISSION

By

James C. Dimitri
Commissioner
Richmond, October 14, 2010

This is to certify that the certificate of organization of

Construction Engineering & Scheduling Consulting Engineers, PLC

was this day issued and admitted to record in this office and that
the said limited liability company is authorized to transact its
business subject to all Virginia laws applicable to the company
and its business. Effective date: October 14, 2010

State Corporation Commission
Attest:

[Signature]
Clerk of the Commission
CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That GREENHORNE & O’MARA, INC., a corporation incorporated under the law of Maryland, is authorized to transact business in the Commonwealth of Virginia;

That it obtained a certificate of authority to transact business in Virginia from the Commission on May 30, 1986; and

That the corporation is in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
June 7, 2012

Joel H. Peck, Clerk of the Commission
RE: Stantec Consulting Services Inc.
ID: F149319 - 8
DCN: 05-04-13-0109

Dear Customer:

This is your receipt for $25.00, covering the fees for filing a duly authenticated copy of articles of merger with this office.

The document was filed on April 15, 2005.

Each non-surviving entity:

Stantec Consulting Services Inc.

is merged into Stantec Consulting Services Inc. (formerly STANTEC CONSULTING GROUP INC.).

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

Joel H. Peck
Clerk of the Commission
COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

APPLICATION FOR AN AMENDED CERTIFICATE
OF AUTHORITY TO TRANSACT BUSINESS IN VIRGINIA

This application of a foreign corporation authorized to transact business in Virginia for an amended certificate of authority sets forth:

The former name of the corporation was SIERTEC CONSULTING GROUP INC.

The present name of the corporation is SIERTEC CONSULTING SERVICES INC.

If the corporation is a stock corporation and the present name of the corporation does not contain the word "corporation," "company," "incorporated" or "limited," or an abbreviation of one of such words, or if the corporation's present name is not available for use in Virginia, the name of the corporation with the word or abbreviation which it has elected to add thereto for use in Virginia, or the name designated by the corporation for use in Virginia, is

The name of the state or country under whose law the corporation is presently incorporated is New York.

The name of the state or country under whose law the corporation was formerly incorporated (if changed by the enclosed amendment) is

The undersigned chairman or vice-chairman of the board of directors, president, or any other of its officers authorized to act on behalf of the corporation, declares that the facts herein stated are true as of 2015.

SIERTEC CONSULTING SERVICES INC.

(Present name of corporation)

By: [Signature] Michael J. Slocombe, Secretary

(Printed name and corporate title)

See instructions on the reverse.
Commonwealth of Virginia

State Corporation Commission

I certify the following from the records of the Commission:

The foregoing is a true copy of an application for an amended certificate of authority to transact business in Virginia filed in this office by Stantec Consulting Services Inc.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
April 19, 2005

Joel H. Peck, Clerk of the Commission
FROEHLING & ROBERTSON, INCORPORATED, (Entity ID# 0027211-2), is a stock corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is October 11, 1924.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date: August 13, 2009

Joel H. Peck, Clerk of the Commission
CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That HURT & PROFFITT, INC. is duly incorporated under the law of the Commonwealth of Virginia;

That the date of its incorporation is January 9, 1973;

That the period of its duration is perpetual; and

That the corporation is in existence and in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
January 5, 2012

Joel H. Peck, Clerk of the Commission
Commonwealth of Virginia

State Corporation Commission

CERTIFICATE OF GOOD STANDING

I certify the following from the records of the Commission:

That WILLIAMSBURG ENVIRONMENTAL GROUP, INC. is duly incorporated under the law of the Commonwealth of Virginia.

That the date of its incorporation is April 17, 1990;

That the period of its duration is perpetual; and

That the corporation is in existence and in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
June 27, 2012

[Signature]
Joel H. Peck, Clerk of the Commission

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DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA
EXPires ON
04-30-2013

BOARD FOR CONTRACTORS
CLASS A CONTRACTORS LICENSE
S L WILLIAMSON CO INC
1230 RIVER ROAD
CHARLOTTESVILLE VA 22902

*CLASSIFICATIONS* H/H

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)

Gordon N. Dixon, Director

DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA
9980 Mayland Dr., Suite 400, Richmond, VA 23233
Telephone: (804) 367-8500

BOARD FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS AND LANDSCAPE ARCHITECTS
BUSINESS ENTITY REGISTRATION

PROFESSIONS: ENG

THE LOUIS BERGER GROUP INC
ATTN: LUCY SHUSTER
801 E MAIN ST. SUITE 500
RICHMOND, VA 23219

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)

Gordon N. Dixon, Director
DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA
9660 Mayland Dr., Suite 400, Richmond, VA 23233
Telephone: (804) 367-8600

BOARDS FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS
AND LANDSCAPE ARCHITECTS
BUSINESS ENTITY REGISTRATION

PROFESSIONS: ENG

CES CONSULTING LLC
15709 SPYGLASS HILL LOOP
GAINESVILLE, VA 20155

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)

BOARD FOR APELSEIDLA
BUSINESS ENTITY REGISTRATION
NUMBER: 0407005783 EXPIRES: 12-31-2013
PROFESSIONS: ENG
CES CONSULTING LLC
15709 SPYGLASS HILL LOOP
GAINESVILLE, VA 20155

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)

DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA
9660 Mayland Dr., Suite 400, Richmond, VA 23233
Telephone: (804) 367-8600

BOARDS FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS
AND LANDSCAPE ARCHITECTS
BUSINESS ENTITY BRANCH OFFICE REGISTRATION

PROFESSIONS: ENG

GREENHORNE & O'MARA, INC.
10800 MIDLOTHIAN TNPK STE 310
RICHMOND, VA 23235

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)
BOARD FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS AND LANDSCAPE ARCHITECTS

PROFESSIONS: ENG, LS

STANTEC CONSULTING SERVICES INC
108 CHURCH ST SE
LEESBURG, VA 20178

DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA

0411000547
0407000098

FROEHLING & ROBERTSON, INC
3015 DUMBARTON ROAD
RICHMOND, VA 23228
DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA

EXPIRES ON
12-31-2013

NUMBER
0407003927

BOARD FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS AND LANDSCAPE ARCHITECTS BUSINESS ENTITY REGISTRATION

PROFESSIONS: ENG, LS

HURT & PROFITI INC
2524 LANGHORNE RD
LYNCHBURG, VA 24501

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)

COMMONWEALTH OF VIRGINIA

BOARD FOR APHELSCIOLA BUSINESS ENTITY REGISTRATION
NUMBER: 0407003927 EXPIRES: 12-31-2013
PROFESSIONS: ENG, LS
HURT & PROFITI INC
2524 LANGHORNE RD
LYNCHBURG, VA 24501

DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA

EXPIRES ON
02-28-2014

NUMBER
0411000595

BOARD FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS AND LANDSCAPE ARCHITECTS BUSINESS ENTITY BRANCH OFFICE REGISTRATION

PROFESSIONS: ENG

WILLIAMSBURG ENVIRONMENTAL GROUP INC
1011 BOULDER SPRINGS DR
STE 225
RICHMOND, VA 23225

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)

COMMONWEALTH OF VIRGINIA
BOARD FOR APHELSCIOLA BUSINESS ENTITY BRANCH OFFICE REGISTRATION
NUMBER: 0411000595 EXPIRES: 02-28-2014
PROFESSIONS: ENG
WILLIAMSBURG ENVIRONMENTAL GROUP INC
1011 BOULDER SPRINGS DR
STE 225
RICHMOND, VA 23225

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)
MARK DANIEL MCELWAIN  
11341 LONG MEADOW DRIVE  
GLEN ALLEN, VA 23059  

AVTAR SINGH  
15709 SPYGLASS HILL LOOP  
GAINESVILLE, VA 20155
DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA

BOARD FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS
AND LANDSCAPE ARCHITECTS
PROFESSIONAL ENGINEER LICENSE

DAVID ANTHONY MALINOSKI
6153 STRONGHOLD DR
MECHANICSVILLE, VA 23111

NUMBER
0402031571

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DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA

REAL ESTATE APPRAISER BOARD
CERTIFIED GENERAL REAL ESTATE APPRAISER

JOSEPH GARFIELD COPELAND JR
204 MARCH DRIVE
SUFFOLK VA 23434

NUMBER
4001 013213

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DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA

BOARD FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS AND LANDSCAPE ARCHITECTS
PROFESSIONAL ENGINEER LICENSE

PAUL WILLIAM BURCH
FROEHLING AND ROBERTSON
3015 DUMBARTON ROAD
RICHMOND, VA 23228

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)

DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA

BOARD FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS AND LANDSCAPE ARCHITECTS
PROFESSIONAL ENGINEER LICENSE

JAY TAYLOR MCGINNIS
30 VELA CIRCLE
ROANOKE, VA 24019

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)
WILLIAM DOUGLAS BEISCH JR
WILLIAMSBURG ENVIRONMENTAL GROUP INC
5209 CENTER ST
WILLIAMSBURG, VA 23188

0402034050
## ATTACHMENT 3.3.1
### KEY PERSONNEL RESUME FORM

<table>
<thead>
<tr>
<th>Brief Resume of Key Personnel anticipated for the Project.</th>
</tr>
</thead>
<tbody>
<tr>
<td>a. Name &amp; Title:</td>
</tr>
<tr>
<td>Donald Cantore, President</td>
</tr>
<tr>
<td>b. Project Assignment:</td>
</tr>
<tr>
<td>Design-Build Project Manager</td>
</tr>
<tr>
<td>c. Name of Firm with which you are now associated:</td>
</tr>
<tr>
<td>Fielder’s Choice Enterprises, Inc.</td>
</tr>
<tr>
<td>d. Years experience:</td>
</tr>
<tr>
<td>With this Firm 6 Years With Other Firms 29 Years</td>
</tr>
<tr>
<td>Please list chronologically (most recent experience first) your employment history, position and general experience or fields of practice for the last fifteen(15) years. (NOTE: If you have less than 15 years of experience, please list all of your experience for those years you have worked.):</td>
</tr>
<tr>
<td>April 2007 – Present: Fielder’s Choice Enterprises, Inc., President. In this role, Mr. Cantore manages all company operations, including oversight of business operations, accounting, project management, estimating, alternate delivery method project operations, and field operations, as well as FCE’s safety program, EEO program, and equipment purchase and management. Mr. Cantore is an integral member of FCE’s management team, responsible for increasing the company’s annual volume from $1,500,000 to $12,000,000 over the past 6 years.</td>
</tr>
<tr>
<td>2004 – 2007: General Excavation, Inc., Executive Vice President. Mr. Cantore was solely responsible for the firm’s project management operations, estimating department, and safety program; he also provided oversight of business operations, field operations, and equipment maintenance. As executive vice president, Mr. Cantore also managed business development staff and implemented an HCSS network computer system, an estimating system, and a P5 Scheduling program. His annual volume of work amounted to more than $40,000,000 and he was supervisor to 250 employees. General Excavation’s primary source of revenue consisted of VDOT and site development projects in northern Virginia. Significant VDOT projects completed under Mr. Cantore’s supervision included: University Boulevard in Prince William County; I-66 / Route 649 Roadway and Bridge Construction in Albemarle County; and the Reconstruction and Upgrade of the Primary Access Road to Charlottesville/Albemarle Airport.</td>
</tr>
<tr>
<td>2004: Elected President of the Old Dominion Highway Contractors Association. Serving as president I served as moderator for quarterly board of director meetings and the annual members meeting. Assisted the ODHCA lobbyist on formulating and presenting potential legislation to the Virginia General Assembly.</td>
</tr>
<tr>
<td>2003 – 2004: Wilkins Construction Consolidated with DLB, Inc., Vice President. In this role Mr. Cantore estimated and managed all work in the Northern Virginia region (Roanoke North); in particular, his responsibilities included, but were not limited to: project management operations, oversight of the estimating department and business operations, the company’s safety program, and field operations. Mr. Cantore also worked closely with Don Branscome of DLB (Route 3 Builders Joint Venture partner), bringing an established working relationship to our design-build team.</td>
</tr>
<tr>
<td>1996 – 2003: Wilkins Construction, President. Mr. Cantore was responsible for managing all company operations, including accounting, project management, estimating, field operations, and equipment. He also increased the annual sales volume from $800,000 to $6,000,000 and supervised as many as 60 employees.</td>
</tr>
<tr>
<td>1993 – 1996: Faulconer Construction Co., Inc., Vice President of Operations. Mr. Cantore was responsible for the firm’s project management operations, estimating department, and safety program; he also provided oversight of business operations, field operations, and equipment maintenance. As vice president, Mr. Cantore also managed business development staff and implemented an HCSS network computer system, an estimating system, and a P5 Scheduling program.</td>
</tr>
<tr>
<td>e. Education: Name &amp; Location of Institution(s)/Degree(s)/Year/Specialization:</td>
</tr>
<tr>
<td>Pennsylvania State University / BS / 1978 / Agricultural Engineering</td>
</tr>
<tr>
<td>f. Active Registration: Year First Registered/ Discipline/VA Registration #:</td>
</tr>
<tr>
<td>N/A</td>
</tr>
</tbody>
</table>
VDOT - Route 340 in the City of Waynesboro. Aug. 2012 – July 2013. Construction cost: $4.8 million. This project was bid through the regular monthly VDOT advertisement and awarded to FCE. Mr. Cantore supervised formulation of the bid estimate and has been serving as project manager throughout the contract. The construction team consists of FCE, VDOT, and consulting firms A. Morton Thomas and Volkert. Mr. Cantore recently prepared, submitted, and received approval for a Value Engineering Proposal (VEP) valued at $260,000. Notably, the team synergy on this project has been outstanding, allowing VDOT to realize cost savings and experience a smooth, on-time construction schedule during which all parties communicate effectively. This widening project is similar to the Route 3 Design-Build project in that the FCE Team has expanded a two-lane primary roadway (Route 340) to four lanes; it also required an exceedingly sensitive maintenance of traffic effort. By keeping Waynesboro natives and the local government continually informed of the construction progress and traffic changes, which occur often, FCE has maintained a positive working relationship with the community.

VDOT – Route 250 City of Staunton, Churchville Avenue. Sept. 2009 – Jan. 2011. Construction cost: $2.9 million. This project was bid through the regular monthly VDOT advertisement and was awarded to FCE. Mr. Cantore supervised formulation of the bid estimate and served as project manager throughout the entire duration of this project. His responsibilities including scheduling and allocating all necessary personnel, equipment, and material resources required to complete project tasks on schedule; managing subcontractors; developing a P-6 - Primavera schedule; working closely with VDOT’s area construction engineer and construction manager—as well as consultant inspectors—on contract quality control, quality assurance, and contract management; and monitoring job cost and construction progress. Reconstructing this primary roadway under traffic proved to be challenging due to the high traffic volume throughout construction, and working in the historic section of town required close coordination with the City of Staunton and their citizens. Notably, this project was completed ahead of schedule by 4 months and on budget.

VDOT - Route 33 and Route 29 to Quinque in Green County. 1993–1995. Construction cost: $5M (approx.). At the time this project was constructed Mr. Cantore was employed by Faulconer Construction in Charlottesville. Aside from the recently constructed Route 3 project in Culpeper, Route 33 is the only other project constructed in the Culpeper District that closely mirrors the scope of services for the Route 3 Widening Design-Build project. The corridor was approximately 2.5 miles in length and required grading, drainage, roadway, asphalt, utility relocation, and traffic control; two eastbound lanes were also added to the existing two westbound lanes. I supervised formulation of the bid estimate, and then served as the project manager for the entire duration of this project. As project manager, Mr. Cantore scheduled and allocated all personnel, equipment, and material resources needed to complete the work on schedule; managed subcontractors; work closely with VDOT’s field inspectors and project engineer on contract quality control, quality assurance, and contract management; and monitored job cost and construction progress. During the course of this project he was promoted to Faulconer’s vice president of operations, but continued to serve as project manager concurrently.

VDOT – Route 522 from Mineral to Dickerson Store, Louisa County. 1986-1988. Construction cost: $4M (approx.). This VDOT project is similar in scope and length to the Route 3 Widening project. At the time Mr. Cantore was employed by Haley, Chisholm & Morris Inc. Route 522 was bid through the regular VDOT advertisement process and constructed in the late 1980s. This project was approximately five miles in length, but presented more construction challenges than Route 3 does because the existing primary road (Route 522) was reconstructed with both vertical and horizontal alignment under traffic; the two existing lanes were rebuilt without widening. Traffic was maintained throughout construction at all times, substantial grading was required, and drainage issues were critical—similar to the proposed Route 3 Widening.

Notably, Mr. Cantore has also worked on many no-plan grading projects, including the first no plan grading project contracted in Virginia. He possesses a thorough working knowledge of the construction industry from the ground up, having completed projects ranging from $25,000 to $20,000,000. His estimated aggregate volume of work completed amounts to $350,000,000.

Specifically, Mr. Cantore’s professional experience includes the following types of construction: highway / roadway, utilities, drainage, bridges (urban and new location, railroad (construction of track sidings, inland ports, removal of tunnels, and track widening), water and sewer construction, sewer treatment plants, drilling and blasting, boring and tunneling, commercial site development, and housing site development. A team leader with excellent training skills, Mr. Cantore’s practical knowledge and experience enables him to immediately identify potential problems on a project site, as well as opportunities to mitigate losses and maximize gains. Over the years he has formed a large network of industry professionals, both in the public and private sectors, with whom he has coordinated easily for technical advice and partnering on construction projects.
## KEY PERSONNEL RESUME FORM

### Brief Resume of Key Personnel anticipated for the Project.

| a. Name & Title: | Avtar Singh, PE, CCM, PMP, President |
| b. Project Assignment: | Quality Assurance Manager |
| c. Name of Firm with which you are now associated: | CES Consulting LLC |
| d. Years experience: | With this Firm Years With Other Firms 17 17 Years |

Please list chronologically (most recent experience first) your employment history, position and general experience or fields of practice for the last fifteen (15) years. (NOTE: If you have less than 15 years of experience, please list all of your experience for those years you have worked.):

**December 2010 – Present: CES Consulting LLC, President / Construction Manager.** Mr. Singh is a consulting construction manager in charge of multiple paving contracts for the Fairfax County Maintenance Department. He manages a staff of inspectors, ensures all work is completed per VDOT specifications, and oversees inspection, testing and documentation per VDOT processes. Mr. Singh is also responsible for assuring material testing of all installed work is carried out per VDOT Materials section guidelines. He provides construction solutions to field issues, drafts all project correspondence, and is responsible for day to day project management.

**January 2005 – December 2010: Virginia Department of Transportation, Responsible Charge Engineer.** Mr. Singh provided “Responsible Charge” authority as defined under Virginia Law for over 25 projects and over $230 million in construction contracts for VDOT. He also provided professional bridge and highway engineering guidance during construction and design of numerous projects, technical solutions to design problems. Mr. Singh was responsible for bridge/highway contract plans, constructability methods, and specifications. He reviewed contractor engineering submittals and schedules for logic, committed resources, and assured compliance with VDOT specifications and standard design guidelines. He also provided management, mentoring, and training to VDOT managers and inspectors on topics such as construction management, safety, environmental permitting, and bridge/highway inspection.

**August 1998 – December 2004: NXL Construction Service, Project Engineer.** In this role, Mr. Singh carried out project management, field inspections, responsible charge professional engineering services, construction contract management, and training of project teams to meet scope, budget, and schedule requirements on multiple projects throughout the Commonwealth. He also reviewed contract plans for constructability methods and modifications and provided construction solutions to mitigate multiple construction conflicts. Mr. Singh was also responsible for drafting all project correspondence, reviewing contractor claims and work orders, and maintaining project documentation for claims as required by VDOT/FHWA specifications.

| e. Education: | Queen’s University, Canada / BS / 1992 / Civil Engineering |
|              | Queen’s University, Canada / MS / 1994 / Civil Engineering |
|              | George Washington University, DC / Master’s Certificate / 2007 / Project Management |

| f. Active Registration: | 2001 / PE / #0402035169 |
|                       | 2011 / Certified Construction Manager (CCM) / #A2127 |
|                       | 2009 / Project Management Professional, PMI (PMP) / #519508 |

| g. Document the extent and depth of your experience and qualifications relevant to the Project. |
| 1. Note your specific responsibilities and authorities for each assignment, not those of the firm. |
| 2. Note whether experience is with current firm or with other firm. |
| 3. Provide beginning and end dates for each assignment. |
List at least three (3), but no more than five (5) relevant projects for which you have performed a similar function.

VDOT NOVA District – Fairfax County Plant Mix Program. Sept. 2011 – Jan. 2013. Construction cost: $60+M. Mr. Singh is currently working as CES’s construction manager in charge of delivering the $60+ million plant mix program (consisting of seven projects) in Fairfax County. As consultant construction manager, he is tasked with ensuring all projects are constructed per the contract documents, VDOT and FHWA processes are followed, inspection documentation and payments are made correctly, and all inspection and testing of materials are carried out per VDOT Materials processes. Mr. Singh is also responsible for coordinating IAS testing, assuring project documentation is CQIP ready at all times, negotiating and resolving issues and work orders arising on projects (specifications, quantities, deficient work, etc.) and handling all stakeholder concerns. He is managing 23 consultant inspectors and five VDOT inspection personnel to guaranteeing that all projects are adequately staffed and inspected per ACE expectations. For projects that are reaching completion, Mr. Singh makes sure they are closed out within district recommended timeline and all payments are properly accounted for. For ongoing projects, he reviews site manager diaries, pay items, and estimates for accuracy.

VDOT – I-66 HOV Widening from 234 Bypass to Route 29, Prince William County. Nov. 2006 – August 2010. Construction cost: $75.8M. This project involved widening 2.8 miles of I-66, constructing two new lanes in each direction, and constructing five new bridges over Route 29, in addition to storm sewer, waterline, lighting and TMS work. The project was completed on time and within budget while reconstructing three new bridges that only had to be retrofitted. As VDOT’s responsible charge engineer, Mr. Singh’s responsibilities included providing constructability reviews, risk analysis and assessments, value engineering reviews, and contract special provisions. He also managed a construction engineering and inspection budget of $14.6 million as well as a crew of 20 individuals. Mr. Singh ensured that all inspection and testing of materials were carried out per VDOT materials processes, coordinated IAS testing, and served as a technical source for field and design issues; he also partnered with the contractor to speed up the delivery of the project through widespread use of traffic detours and multiple ramp closures. Mr. Singh reviewed and negotiated change orders to build the new bridges and worked with design engineers to expedite design. Notably, construction was allowed to proceed prior to full design plans as part of partnering approach between the contractor, owner, and designer.

VDOT – I-66 HOV Widening from 234 Business to 234 Bypass, Prince William County. July 2005 – Sept. 2006. Construction cost: $34M. This project entailed widening 3.7 miles of I-66 and constructing two new lanes in each direction, as well as major earthwork, utilities, drainage and bridge construction. As VDOT’s responsible charge engineer, Mr. Singh’s responsibilities included day to day management of the construction engineering and inspection team, review of inspection and materials testing, coordination of IAS testing, and resolving field and design issues. He also worked with the contractor in the field to allow major detours and closing of I-66 at night as part of a solution to mitigate delay claims and expedite work. Mr. Singh ensured compliance with all VDOT and FHWA processes and procedures, reviewed/resolved multiple claims submitted by contractor after project closeout, and provided special provision revisions based upon the lessons learned from project.

VDOT, Route 234 Corridor Widening (Multiple projects), Prince William County. July 2005 – July 2007. Construction cost: $45M (combined). These projects involved the construction and widening of Route 234 from Country Club to Purcell Lane, and were valued at $21 million, $19 million, and $15 million. As VDOT’s responsible charge engineer, Mr. Singh was responsible for day to day project management and inspection staff, review of inspection and materials testing for compliance with VDOT Materials processes, and coordination of IAS testing. He also reviewed the contractor’s schedules and claims, provided technical solutions to field and design issues, reviewed contracts, and recommended amendments as necessary. All of the projects were successfully delivered on time and under budget, while addressing citizen information requests and concerns through HOA meetings, community forums with the local PWC district supervisor, and local press outreach.
Brief Resume of Key Personnel anticipated for the Project.

a. Name & Title:  
Mark McElwain, PE, Senior Transportation Engineer

b. Project Assignment:  
Design Manager

c. Name of Firm with which you are now associated:  
The Louis Berger Group, Inc.

d. Years experience:  
With this Firm: 7 Years  
With Other Firms: 11 Years

Please list chronologically (most recent experience first) your employment history, position and general experience or fields of practice for the last fifteen (15) years. (NOTE: If you have less than 15 years of experience, please list all of your experience for those years you have worked.)

Project Manager/Roadway Task Manager managing design of transportation projects including highway design, drainage design, SWM, E&S, traffic and MOT/SOC.

Transportation Engineer; Progressively responsible position including all aspects of design of transportation projects (roadway, drainage, MOT, SOC, etc.); responsible charge duties and lead design task manager duties.

d. Education:  
Name & Location of Institution(s)/Degree(s)/Year/Specialization:  
Pennsylvania State University / BS / 1994 / Civil Engineering

e. Active Registration:  
Year First Registered/ Discipline/VA Registration #:  
1999 / Professional Engineer / VA #033041  
2002 / Professional Engineer / WV #15155

f. Document the extent and depth of your experience and qualifications relevant to the Project.  
1. Note your specific responsibilities and authorities for each assignment, not those of the firm.  
2. Note whether experience is with current firm or with other firm.  
3. Provide beginning and end dates for each assignment.  
(List at least three (3), but no more than five (5) relevant projects for which you have performed a similar function.)

VDOT – Telegraph Road Widening and Culvert Replacement, Fairfax County. (Current Firm) 2008 – Present.  
Estimated Construction cost: $10 million. Mr. McElwain serves as project manager and engineer-of-record for this LBG contract with VDOT, consisting of reconstruction and widening of Telegraph Road between S. Van Dorn Street and S. Kings Highway from two lanes to a four-lane divided roadway with on-street bicycle lanes. Mr. McElwain’s responsibilities included oversight of right-of-way plan preparation, construction plans, and construction documents for this context-sensitive project located adjacent to Huntley Meadows Park. He also coordinated, prepared, and participated in the public hearing and various stakeholder involvement meetings for the project, coordinating with the Lee District Supervisor, Fairfax County Park Authority, and The Friends of Huntley Meadows (a local environmental activist group).

The project design includes widening of Rte. 611 (Telegraph Road), the upgrades to two existing traffic signals, storm sewer design, culvert replacement with a pre-cast arch structure, stream restoration along Dogue Creek, and stormwater management design for water quality treatment. The project is scheduled for advertisement in March of 2013.

Estimated Construction cost: $35 million. Mr. McElwain served as project manager for LBG’s contract with VDOT on this project. His responsibilities included managing final design engineering for the roadway widening and reconstruction from Old Telegraph Road (Route 634) to South Kings Highway—a distance of approximately 2.3 miles of urban minor arterial roadway. Mr. McElwain also assisted VDOT with context sensitive design approaches and alternatives during
the early stages of project development. Final design transportation engineering elements including traffic control, highway design, stormwater management, and drainage elements were all components of the design deliverables. Mr. McElwain supervised the preparation and submission of preliminary field inspection plans and assisted with public involvement for VDOT. This project is currently on hold due to a lack of construction funding.

VDOT – U.S. 29 at Gallows Road, Fairfax County. (Current Firm) 2006 – Present. Construction cost: $25 million. Mr. McElwain served as LBG’s project engineer and roadway task manager for this project. Tasks included preparation of FI, Right of Way, PAC and Advertisement Plans for the widening and reconstruction of portions of U.S. 29 and Gallows Road in the vicinity of I-495. Mr. McElwain’s design responsibilities included developing roadway geometrics, cross sections, intersection details, maintenance of traffic and sequence of construction plans and plan quantity calculations using GEOPAK software.

The project design includes multiple lane widening and reconfiguration of seven existing at-grade intersections along these two urban arterials with raised medians, shared use paths, extensive utility coordination, and traffic signal replacements. The project is currently under construction.

VDOT – Lee Jackson Highway / U.S. 50 Widening, Fairfax and Loudoun Counties. (Current Firm) 2007 – Present. Construction cost: $55 million. Mr. McElwain served as LBG’s project engineer and roadway task manager on this contract, responsible for leading the roadway design activities. Tasks included preparation of PFI, VE plans, public hearing plans, D-B RFQ, and D-B RFP Plans for widening and reconstructing 3.5 miles of this urban principle arterial. Mr. McElwain oversaw the geometric roadway widening activities for U.S. 50 and the redesign of 6 signalized intersections along the project corridor. He developed the maintenance of traffic and sequence of construction plans for the project and participated in the Public Hearing Presentation.

In addition to roadway widening, the project included three major waterway crossings, six existing at-grade intersections, and several private development projects fell within the project boundaries, impacting the proposed roadway design. LBG focused design efforts to increase the capacity of U.S. 50, relieve through traffic congestion, improve operational capacity at existing signalized intersections, maintain or improve the safety of the corridor, right-of-way acquisition to feasible purchases, and establish context sensitive designs. Notably, significant stakeholder involvement and context sensitive design approaches were implemented early on. The project is currently under construction as a design-build project.

VDOT – Huguenot (Route 147) James River Bridge Crossing, Richmond. (Current Firm) 2006 – Present. Construction cost: $35 million. Mr. McElwain served as the roadway and civil task manager on this LBG contract with the prime, Ammann & Whitney. Tasks included preparation of PH, FI, Right of Way, PAC and Advertisement plans, for this roadway and bridge replacement project. Specifically, Mr. McElwain was responsible for developing roadway geometrics, cross sections, intersection details, traffic signing plans and plan quantity calculation oversight for the entire project. He also participated in the Public Hearing Presentation.

LBG provided all engineering services beyond the limits of the proposed re-construction of the Huguenot Bridge, including: roadway and traffic engineering, stormwater management, erosion and sediment control, maintenance of traffic, staging of construction and traffic management plans, and public involvement. Project tasks also included roadway reconstruction, realignment, and intersection reconstruction for this urban arterial crossing the James River. In addition to bridge and roadway improvements, LBG’s design work included construction of two stormwater management ponds along the southern side to the James River to control stormwater runoff and provide water quality treatment. The project is currently under construction.
**ATTACHMENT 3.3.1**

**KEY PERSONNEL RESUME FORM**

<table>
<thead>
<tr>
<th>Brief Resume of Key Personnel anticipated for the Project.</th>
</tr>
</thead>
<tbody>
<tr>
<td>a. Name &amp; Title:</td>
</tr>
<tr>
<td>Tim Wade, Superintendent</td>
</tr>
<tr>
<td>b. Project Assignment:</td>
</tr>
<tr>
<td>Construction Manager</td>
</tr>
<tr>
<td>c. Name of Firm with which you are now associated:</td>
</tr>
<tr>
<td>Fielder’s Choice Enterprises, Inc.</td>
</tr>
<tr>
<td>d. Years experience: With this Firm 6 Years With Other Firms 29 Years</td>
</tr>
<tr>
<td>Please list chronologically (most recent experience first) your employment history, position and general experience or fields of practice for the last fifteen(15) years. (NOTE: If you have less than 15 years of experience, please list all of your experience for those years you have worked.):</td>
</tr>
<tr>
<td><strong>October 2009 – Present: Fielder’s Choice Enterprises, Inc., Superintendent / Area Superintendent.</strong> Mr. Wade currently serves as a Superintendent for FCE, completing complex roadway and bridge construction projects and overseeing multiple project tasks with foremen. He works directly with FCE’s president to assure personnel are working efficiently on time and on budget, safely and productively. Mr. Wade’s responsibilities also include the day-to-day operations on the project sites, including: budget reviews, maintenance of schedule, allocation or labor and equipment resources, coordination of subcontractors, safety audits, training, quality control and procurement of materials.</td>
</tr>
<tr>
<td><strong>February 2009 – October 2009: American Infrastructure-VA, Superintendent.</strong> Mr. Wade served as a field superintendent for American Infrastructure-VA, responsible for managing five company crews and coordinating all subcontractors while working on a complex roadway and shopping center project. He served as both the subordinate superintendent and lead superintendent roles on this project. Responsibilities also included day-to-day operations, such as job planning, time keeping, safety audits, training, and procurement of materials. Mr. Wade completed direct reviews of daily job cost reports for evaluation of proper equipment and manpower. He was also responsible for coordinating all independent inspections for the project.</td>
</tr>
<tr>
<td><strong>March 2008 – September 2008: General Excavation, Inc., Superintendent.</strong> Mr. Wade served as a field superintendent with General Excavation for the construction of a railroad siding extension for the Norfolk Southern Corporation. In this role he supervised two to three crews and related subcontractor operations. He also served as liaison for all project negotiations with the Norfolk Southern Railroad. Mr. Wade was responsible for day-to-day operations, including job planning, time keeping, safety audits, training, and procurement of materials. He was also responsible for DCR environmental compliance and record keeping per current regulations. Notably, he performed Railroad Worker Protection Training for company and subcontractor employees.</td>
</tr>
<tr>
<td><strong>September 2006 – March 2008: Pinnacle Design/Build Group, Inc., General Superintendent / Mid-Atlantic Regional Manager.</strong> In this role Mr. Wade reported directly to the owners of the company as an independent business unit. He was responsible for technical sales, business development, and estimating of projects for a ten-state region. He supervised and reviewed work for all crews working within the region, and specific duties included plan review, site visits, timesheet/job photo review, scheduling, and monitoring of job costs reports. Mr. Wade was also responsible for recruitment of new employees and employee retention.</td>
</tr>
<tr>
<td><strong>May 2000 – August 2006: Faulconer Construction Company, Inc., Construction Superintendent.</strong> In this role, Mr. Wade managed up to three grading crews, three pipe crews (water, storm, and sewer) and multiple subcontractors. He was responsible for all project coordination, total site development, heavy highway quality control, and contract/plan review and compliance for the construction of complex, road and site development projects.</td>
</tr>
<tr>
<td><strong>June 1995 – May 2000: Allegheny Construction Co., Inc., Superintendent.</strong> Mr. Wade managed the following crews as on-site lead superintendent: two grading crews, three pipe crews (one subcontract), one CIP retaining wall crew, and one bridge crew for roadway, bridge, airport, and railroad construction projects. He also coordinated project scheduling and documentation.</td>
</tr>
<tr>
<td>e. Education: Name &amp; Location of Institution(s)/Degree(s)/Year/Specialization:</td>
</tr>
<tr>
<td>Wilson Memorial High School / High School Diploma / 1985 / General Studies</td>
</tr>
<tr>
<td>Blue Ridge Community College / Various Coursework</td>
</tr>
</tbody>
</table>
1. Active Registration: Year First Registered/ Discipline/VA Registration #: N/A

9. Document the extent and depth of your experience and qualifications relevant to the Project.
   1. **Note your specific responsibilities and authorities for each assignment, not those of the firm.**
   2. **Note whether experience is with current firm or with other firm.**
   3. **Provide beginning and end dates for each assignment.**
   (List at least three (3), but no more than five (5) relevant projects for which you have performed a similar function.)

**VDOT – Route 340, City of Waynesboro. August 2012 – July 2013. Construction cost: $4.8 million.** This project was bid through the regular monthly VDOT advertisement and awarded to FCE. The construction team consists of FCE, VDOT, and consulting firms A. Morton Thomas and Volkert. Mr. Wade served as superintendent on this project and was responsible for grading, curb and gutter, storm drainage, sanitary sewer replacement, water facilities, signals, retaining walls, traffic controls, and asphalt paving. Notably, the team synergy on this project has been outstanding, allowing VDOT to realize cost savings and experience a smooth, on-time construction schedule during which all parties communicate effectively. This widening project is similar to the Route 3 Design-Build project in that the FCE Team has expanded a two-lane primary roadway (Route 340) to four lanes; it also required an exceedingly sensitive maintenance of traffic effort. By keeping Waynesboro natives and the local government continually informed of the construction progress and traffic changes, which occur often, **FCE has maintained a positive working relationship with the community.**

**Zaremba Group – Westchester Commons, Midlothian. Feb. 2009 – Oct. 2009. Construction cost: $55 million.** Mr. Wade served as superintendent on this project during his tenure with American Infrastructure-VA. It involved construction of a multi-use property consisting of road construction, stormwater, sewer, landscaping, decorative concrete, retaining walls, and signalization. He was responsible for coordination of personnel and equipment, pre-job planning, and implementation for the entire project.

**VDOT – Route 40, Rocky Mount. June 1999 – May 2001. Construction cost: $7.2M.** Mr. Wade served as superintendent on this contract while working for Allegheny Construction. It involved the widening of Route 40 from two to five lanes, new ramp construction with a bridge over the Norfolk Southern Railroad, grading, stormwater and sewer piping, curb and gutter, stone, paving, retaining walls, and bridge construction and demolition.

**University of Virginia – North Grounds Connector Road. May 2005 – Jan. 2006. Construction cost: $4.2M.** Mr. Wade served as superintendent on this contract between Falconer Construction and UVA. It consisted of construction of an access road to a new arena, and work tasks included clearing, grading, aggregate base, paving, curb and gutter, storm pipe, traffic signalization, utility relocation, drilling and blasting, two MSE panel retaining walls, landscaping, pavement marking and sign installation. Notably, this project was completed four months ahead of schedule.
**ATTACHMENT 3.3.1**

**KEY PERSONNEL RESUME FORM**

<table>
<thead>
<tr>
<th>Brief Resume of Key Personnel anticipated for the Project.</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>a. Name &amp; Title:</strong></td>
</tr>
<tr>
<td>David Malinowski Jr., Project Manager</td>
</tr>
<tr>
<td><strong>b. Project Assignment:</strong></td>
</tr>
<tr>
<td>Lead Utility Coordination Manager</td>
</tr>
<tr>
<td><strong>c. Name of Firm with which you are now associated:</strong></td>
</tr>
<tr>
<td>Stantec Consulting Services, Inc.</td>
</tr>
<tr>
<td><strong>d. Years experience:</strong></td>
</tr>
<tr>
<td>13 Years With this Firm 35 Years With Other Firms</td>
</tr>
<tr>
<td>Please list chronologically (most recent experience first) your employment history, position and general experience or fields of practice for the last fifteen(15) years. (NOTE: If you have less than 15 years of experience, please list all of your experience for those years you have worked.):</td>
</tr>
<tr>
<td><strong>2000-present: Greenhorne &amp; O’Mara, Inc., now Stantec; Richmond, Virginia, Project Manager.</strong></td>
</tr>
<tr>
<td>Mr. Malinowski currently serves as project manager of utility design project for transportation services and design-build projects. General experience includes design management and coordination of transportation, site improvement and utility projects.</td>
</tr>
<tr>
<td><strong>1996-2000 Flour Daniel, Project Manager.</strong> While at Flour, Mr. Malinowski served as project manager for utility design projects.</td>
</tr>
<tr>
<td><strong>e. Education:</strong> Name &amp; Location of Institution(s)/Degree(s)/Year/Specialization:</td>
</tr>
<tr>
<td>Northeastern University, Boston, Massachusetts/BS/1978/ Civil Engineering</td>
</tr>
<tr>
<td><strong>f. Active Registration:</strong> Year First Registered/ Discipline/VA Registration #:</td>
</tr>
<tr>
<td>2007/ Professional Engineer/VA #31970</td>
</tr>
<tr>
<td><strong>g. Document the extent and depth of your experience and qualifications relevant to the Project.</strong></td>
</tr>
<tr>
<td>1. Note your specific responsibilities and authorities for each assignment, not those of the firm.</td>
</tr>
<tr>
<td>2. Note whether experience is with current firm or with other firm.</td>
</tr>
<tr>
<td>3. Provide beginning and end dates for each assignment.</td>
</tr>
<tr>
<td>(List at least three (3), but no more than five (5) relevant projects for which you have performed a similar function.)</td>
</tr>
<tr>
<td><strong>VDOT – I-495 Capital Beltway HOT Lanes 3P, Utility Relocations, Fairfax, Virginia. 2008 – 2011. Construction cost: $1.2B.</strong> Utility engineer – G&amp;O now Stantec. Responsible for coordinating utility relocations and design of water and sewer relocations for 14 miles of interstate roadway widening that adds high occupancy toll lanes. Tasks included analyzing utility conflicts, conducting the utility field inspections, coordinating the relocation of existing utilities, and reviewing utility relocation plans and estimates. Relocation designs include 12-inch and 16-inch ductile iron waterlines on three new bridge attachments and 20-inch PCCP relocation in conflict with bridge pier construction. New bored crossings were designed to replace existing gravity sewers in conflict with the roadway widening. An 1800 LF duct bank was designed for telephone and CATV relocation.</td>
</tr>
<tr>
<td><strong>Prince William County DPW – Route 1 Improvements D/B from Neabsco Mills Road to Featherstone Road, Prince William County. 2012-2013. Construction cost: $35M.</strong> Lead utility design engineer – G&amp;O now Stantec. The project involves design, ROW acquisition, utility relocations, environmental mitigation, permitting, and construction for addition of a 3rd through lane in both NB and SB directions of Route 1. Work also includes design and construction of 2 miles of utility duct banks for Dominion Virginia Power, Verizon and Comcast. Serving as the Utility Engineer for the project responsible for relocation designs, duct bank design and all associated utility coordination work.</td>
</tr>
</tbody>
</table>
VDOT – I-895 PPTA, Britton Road and Bridge, Henrico, Virginia. 2000-2002. Construction cost: $6M. Lead roadway/utility engineer – G&O now Stantec. Responsible for construction plans for a new bridge and approach roadway reconnecting a local connector road over I-895. Design services provided for the 2-lane rural road on existing alignment included roadway and bridge design, hydraulics, storm water management, erosion control, utility relocation coordination. This work was performed as part of the Route 895 PPTA project.

VDOT – I-295/Meadowville Interchange Design-build, Chesterfield County. 2010-2011. Construction cost: $11M. Utility engineer – G&O now Stantec. Responsible for the identification of utility conflicts and coordination of electric, telephone and water utility relocations within the project located in Chesterfield, Virginia that includes the first phase of construction of a new cloverleaf interchange on I-295 at VA 618 and local road improvements to improve access to the Meadowville Technology Park.

Hospital Road, City of Petersburg. 2006-2008. Construction cost: $10M. Project engineer – G&O now Stantec. Responsible for the design of a 0.9 mile 4 lane access road to a new hospital on new alignment. Project consisted of an urban roadway with curb and gutters and sidewalks. Services provided included roadway design, hydraulics, SWM, utility relocations and coordination, traffic signal designs, landscaping for pocket park, streetscape, street lighting, right-of-way acquisitions, maintenance of traffic plans, retaining walls and pavement marking/signing plans.
## ATTACHMENT 3.3.1

### KEY PERSONNEL RESUME FORM

<table>
<thead>
<tr>
<th>Brief Resume of Key Personnel anticipated for the Project.</th>
</tr>
</thead>
<tbody>
<tr>
<td>a. Name &amp; Title:</td>
</tr>
<tr>
<td>Joseph “Timothy” Copeland, Program Manager</td>
</tr>
<tr>
<td>b. Project Assignment:</td>
</tr>
<tr>
<td>Right-of-Way Manager</td>
</tr>
<tr>
<td>c. Name of Firm with which you are now associated:</td>
</tr>
<tr>
<td>Stantec Consulting Services, Inc.</td>
</tr>
<tr>
<td>d. Years experience: With this Firm 12 Years With Other Firms 36 Years</td>
</tr>
<tr>
<td>Please list chronologically (most recent experience first) your employment history, position and general experience or fields of practice for the last fifteen(15) years. (NOTE: If you have less than 15 years of experience, please list all of your experience for those years you have worked.):</td>
</tr>
<tr>
<td>2001-present: Greenhorne &amp; O’Mara, Inc., now Stantec; Richmond, Virginia, Program Manager. In this role, Mr. Copeland is responsible for right-of-way acquisition services for transportation services and design-build projects. General experience includes overseeing, directing and managing all aspects of the right of way contracts being performed for VDOT and other clients. Responsibilities also include appraisals, appraisal reviews, negotiations, relocations, eminent domain, titles, and closings.</td>
</tr>
<tr>
<td>2004-2008: Suffolk Economic Development Authority, Member and Chairman. Mr. Copeland was appointed by City Council in 2004, elected chairman in 2007, and re-elected in 2008. The EDA is a political subdivision of the City of Suffolk which is authorized to initiate and develop a variety of new business opportunities throughout the City. The EDA’s role is to foster economic development and help with the expansion of existing businesses, as well as to assist new businesses to create jobs and capital investment within the City.</td>
</tr>
<tr>
<td>1988 - 1999: Suffolk News-Herald, Suffolk, Virginia, Editor: In this role, Mr. Copeland was responsible for the oversight of a staff of seven reporters and photographers and directed the daily gathering and dissemination of local news.</td>
</tr>
<tr>
<td>e. Education: Name &amp; Location of Institution(s)/Degree(s)/Year/Specialization:</td>
</tr>
<tr>
<td>Christopher Newport University, Newport News, Virginia/BA/2002/Business Management</td>
</tr>
<tr>
<td>f. Active Registration: Year First Registered/ Discipline/VA Registration #:</td>
</tr>
<tr>
<td>2007/Certified General Real Estate Appraiser/VA #4001013213</td>
</tr>
<tr>
<td>g. Document the extent and depth of your experience and qualifications relevant to the Project.</td>
</tr>
<tr>
<td>1. Note your specific responsibilities and authorities for each assignment, not those of the firm.</td>
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<tr>
<td>2. Note whether experience is with current firm or with other firm.</td>
</tr>
<tr>
<td>3. Provide beginning and end dates for each assignment.</td>
</tr>
<tr>
<td>(List at least three (3), but no more than five (5) relevant projects for which you have performed a similar function.)</td>
</tr>
<tr>
<td>Prince William County, Route 1 Widening PPTA, Prince William County. 2012-2013. Construction cost: $4.5M. Lead Right-of-Way Specialist – G&amp;O now Stantec. Responsible for providing right-of-way acquisition services in relation to improvements to the Jefferson Davis Highway (VA 1) from its intersection with Neabsco Mills Road to its intersection with Featherstone Road. The project involves widening design and construction of over 2 miles of Route 1.</td>
</tr>
<tr>
<td>VDOT, I-495 Capital Beltway HOT Lanes P3 Utility Relocations, Fairfax, Virginia. 2009-2011. Construction cost: $2.06B. Lead right-of-way specialist – G&amp;O now Stantec. Responsible for appraisal coordination and quality control on right of way and easement acquisitions for these 140 parcels to include seven residential relocations.</td>
</tr>
</tbody>
</table>
**Dulles Corridor Metrorail Project, Fairfax County, Virginia. 2005-2011. Construction cost: $385M.** Project manager and lead right-of-way specialist – G&O now Stantec. Responsible for oversight of real estate appraisal coordination and quality control, right of way acquisition and relocation of families and businesses on 75 parcels to include condemnation support and overall project coordination. This project involves the construction of 23.1 miles of new Metrorail track and facilities to extend the Metro line from West Falls Church to Dulles Airport and beyond, including the addition of 11 new stations.

**Dominion Boulevard, City of Chesapeake, Virginia. 2010-2011. Construction cost: $400 million.** Lead right-of-way specialist – G&O now Stantec. This project is to provide a new bridge across the Intracoastal Waterway crossing Dominion Boulevard and adding two additional lanes to Dominion Boulevard. Project role to include coordination of real estate appraisal services and performing appraisal Quality Control on the total acquisition of 48 parcels to include 31 commercial and residential relocations.

**Commander Shepard Boulevard Extension, Phase II, Hampton, Virginia. 2009-2010. Construction cost: $9.7M.** Lead right-of-way specialist – G&O now Stantec. Project role included coordination of real estate appraisal services, performing appraisal quality control and overall project coordination on 47 parcels to include one commercial relocation. This project’s primary purpose was to complete the extension of Commander Shepard Boulevard from Big Bethel Road to Magruder Boulevard in Hampton.
### LEAD CONTRACTOR - WORK HISTORY FORM

(LIMIT 1 PAGE PER PROJECT)

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
<th>b. Name of the prime design consulting firm responsible for the overall project design.</th>
<th>c. Contact information of the Client or Owner and their Project Manager who can verify Firm’s responsibilities.</th>
<th>d. Contract Completion Date (Original)</th>
<th>e. Contract Completion Date (Actual or Estimated)</th>
<th>f. Contract Value (in thousands)</th>
<th>g. Dollar Value of Work Performed by the Firm identified as the Lead Contractor for this procurement (in thousands)</th>
</tr>
</thead>
</table>
Phone: 540-332-9095  
Project Manager: Wayne Nolde, ACE  
Email: Wayne.Nolde@VDOT.Virginia.gov  
Construction Manager: Alan Tucker  
Email: alan.tucker@vdot.virginia.gov | August 2012 | July 2013 (Estimated) | $4,897 | $4,812 (Estimated) |

h. Narrative describing the Work Performed by the Firm identified as the Lead Contractor for this procurement. If the Offeror chooses to submit work completed by an affiliated or subsidiary company of the Lead Contractor, identify the full legal name of the affiliate or subsidiary and the role they will have on this Project, so the relevancy of that work can be considered accordingly.

FCE served as prime contractor for this project, providing services from our office in Charlottesville. The scope of work consisted of widening Route 340 from two lanes to four lanes and reconstructing / improving the primary north – south roadway through downtown Waynesboro, Virginia. Our construction team consisted of FCE’s field staff, which worked closely with VDOT’s area construction engineer and construction manager as well as consultant inspectors on contract quality control, quality assurance, and contract management. The work performed included grading, borrow excavation, temporary pedestrian access, water and sewer utility relocation, storm drain system installation, base stone, asphalt, signalization relocation/upgrade, traffic control, and pavement markings. Since this project is the main north-south corridor through the City of Waynesboro, daily traffic control measures and our construction sequence were primary concerns. Through efficient daily lane closures and re-sequencing critical construction activities, we were able to perform construction activities efficiently and on schedule. FCE also prepared and received approval for a Value Engineering Proposal (VEP) worth $260,000 that reduced construction costs. This project traverses a residential section of the City of Waynesboro, and daily communication with local citizens, City officials, and VDOT personnel has minimized any construction-related problems and inconveniences to the traveling public.

### Project Relevance:

- Roadway widening (two to four lanes)
- Involved public outreach effort
- Complex MOT and utilities
### Project Information

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
<th>Name: City of Lynchburg – Midtown Connector</th>
</tr>
</thead>
<tbody>
<tr>
<td>b. Name of the prime design consulting firm responsible for the overall project design.</td>
<td>Location: City of Lynchburg</td>
</tr>
<tr>
<td>c. Contact information of the Client or Owner and their Project Manager who can verify Firm’s responsibilities.</td>
<td>Name: AECOM, Roanoke, Virginia</td>
</tr>
<tr>
<td>d. Contract Completion Date (Original)</td>
<td>Name of Client/Owner: The City of Lynchburg</td>
</tr>
<tr>
<td>e. Contract Completion Date (Actual or Estimated)</td>
<td>Phone: 434.455.3918</td>
</tr>
<tr>
<td>f. Contract Value (in thousands)</td>
<td>Project Manager: J.P. Morris, PE, Engineering Project Manager / William (Tom) Wilson, PE, Project Construction Coordinator</td>
</tr>
<tr>
<td>g. Dollar Value of Work Performed by the Firm identified as the Lead Contractor for this procurement.(in thousands)</td>
<td>Phone: 434.455.3918 / 434.401.7878</td>
</tr>
<tr>
<td></td>
<td>Email: <a href="mailto:john.morris@lynchburgva.gov">john.morris@lynchburgva.gov</a> / <a href="mailto:tom.wilson@lynchburgva.gov">tom.wilson@lynchburgva.gov</a></td>
</tr>
<tr>
<td></td>
<td>November 2014</td>
</tr>
<tr>
<td></td>
<td>November 2014 (Estimated)</td>
</tr>
<tr>
<td></td>
<td>$15,122</td>
</tr>
<tr>
<td></td>
<td>$15,200 (Estimated)</td>
</tr>
<tr>
<td></td>
<td>$15,200</td>
</tr>
</tbody>
</table>

### Narrative

FCE serves as prime contractor for this project, providing services from our office in Charlottesville. The project consists of upgrading a total of 2.1 miles from U.S. 29 (Lynchburg Expressway) to Memorial Avenue, and includes widening Kemper Street / Park Avenue from U.S. 29 to Langhorne Road to four lanes; improvements are also being made to Langhorne Road from Park Avenue to Memorial Avenue. Major construction activities include grading, rock excavation, borrow, street lights, signs, pavement marking, signalization, and building demolition (including approximately 12,760 lf of storm sewer, 134 drop inlets, 48,515 tons of aggregate base and asphalt, and 14, 562 lf of sanitary sewer and waterline). This project is locally administered and, for construction purposes, mirrors a design-build delivery type more so than a traditional design-bid-build VDOT project. In particular, the construction team consists of a design engineer, quality control team, quality assurance team, project management personnel, and city officials. FCE has been working closely with all parties to ensure quality, on-time delivery, and will continue to maintain successfully working relationships to make this project a success.

### Project Relevance:
- Roadway widening (two to four lanes)
- Intensive public outreach effort
- Complex MOT and utilities
**Name:** Route 58 Widening and Improvements, Bridges over Middle Fork Holston River  
**Project #** NFO 0058-095-108, C504, B607, B608  
**Contract ID:** C00095490C04  
**Location:** Washington County, Virginia

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
<th>b. Name of the prime design consulting firm responsible for the overall project design.</th>
<th>c. Contact information of the Client or Owner and their Project Manager who can verify Firm’s responsibilities.</th>
<th>d. Contract Completion Date (Original)</th>
<th>e. Contract Completion Date (Actual or Estimated)</th>
<th>f. Contract Value (in thousands)</th>
<th>g. Dollar Value of Work Performed by the Firm identified as the Lead Contractor for this procurement (in thousands)</th>
</tr>
</thead>
</table>
| Location: Washington County, Virginia | Name: RK&K  
Name of Client/Owner: Virginia Department of Transportation  
Phone: 276.620.4194  
Project Manager: Craig Jones, PE, CCM  
Phone: 276.620.4194  
Email: CT.Jones@VDOT.Virginia.gov | June 2012  
October 2012  
(Note: Completed on time by contract extension for extra work) | $20,095 | $20,328 | $20,328 |

**DLB served as the prime contractor for the construction and widening of 2 miles of Route 58 in Washington County, providing services from their office in Hillville, Virginia. This project involved roadway widening from two to four lanes as well as utility improvements and construction of two bridges over the Middle Fork Holston River. The scope of work also included grading, paving, storm sewer, box culverts, water line relocations, a soil nail retaining wall, and two structures. Construction of the proposed roadway and bridges had to be accomplished in phases maintaining two-way traffic which required extensive temporary shoring and careful sequencing of grading operations to efficiently accomplish the new traffic pattern with as little disruption to the public as possible. Right-of-way conflicts and differing subsurface conditions presented a situation whereby two tradition design gravity retaining walls could not be constructed as shown on the plans. DLB and the Department established that one structure could be eliminated through minor changes in the grading plans and the second would be best constructed through a top down approach. With the concurrence of VDOT, DLB facilitated the design and construction of a soil nail wall that both alleviated the constructability issues and was more cost effective. DLB and VDOT developed a strong partnering relationship on this project, working side by side to deal with multiple property owner disputes, exceptionally challenging material conditions, and significant plan discrepancies. This project is a shining example of DLB’s commitment to work alongside VDOT to successfully deliver quality projects.**

**Project Relevance:**
- Roadway widening (2 lanes to 4 lanes)
- Intensive public outreach and partnering effort
- Complex MOT
- Staging of project phases by various shoring methods
- Mass grading combined with drainage structures
ATTACHMENT 3.4.1(b)  
LEAD DESIGNER - WORK HISTORY FORM  
(LIMIT 1 PAGE PER PROJECT)

a. Project Name & Location  
b. Name of the prime/general contractor responsible for overall construction of the project.  
c. Contact information of the Client and their Project Manager who can verify Firm’s responsibilities.  
d. Construction Contract Completion Date (Original)  
e. Construction Contract Completion Date (Actual or Estimated)  
f. Contract Value (in thousands)  
g. Design Fee for the Work  
Performed by the Firm identified as the Lead Designer for this procurement. Include the office location(s) where the design work was performed and whether the firm was the prime designer or a subcontractor.

| Name: | Route 29 & Gallows Road Improvement Project  
| Location: | Fairfax County, Virginia  
| Name of Client: | Virginia Department of Transportation  
| Phone: | 703.259.1940  
| Project Manager: | Mr. Arifur Rahman, PE  
| Phone: | 703.259.1940  
| Email: | MD.Rahman@VDOT.Virginia.gov  
| 11/2012 | 11/2012  
| $18,000 (Roadway Construction) ; $8,000 (Advanced In-plan Utility) − ± 26,000 total | $18,000 (Roadway Construction) ; $8,000 (Advanced In-plan Utility) − ± 26,000 total  
| $2,968 |

h. Narrative describing the Work Performed by the Firm identified as the Lead Designer for this procurement. Include the office location(s) where the design work was performed and whether the firm was the prime designer or a subcontractor.

LBG was selected as the Prime consultant for this principle urban arterial project. VDOT developed a phased contract approach with LBG beginning with an alternative development phase to select appropriate designs to improve capacity and safety along the U.S. 29 corridor. LBG’s Richmond office completed several phases of this project including: (1) Concept alternative phases, (2) Initial design thru public hearing, (3) Field Inspection (4) Approved R/W Plans (5) Advanced Water Main Utilities Construction Plan (6) Final Roadway Plan and Construction documents for advertisement. In November 2010, LBG submitted final construction plans to VDOT for advertisement.

The project recently completed substantial completion for roadway construction while the advance in-plan utility construction was completed in early 2011. LBG performed the vast majority of design work (90%) and all design support during construction from and with staff in the Richmond, Virginia office. Some ancillary services were provided by staff assigned to other LBG offices including Raleigh, North Carolina and Morrisett, New Jersey.

During the Concept alternative phase, LBG developed an array of grade separated urban interchanges and at-grade intersection alternatives for the Gallows Road and Route 29 intersection. LBG developed a traffic simulation model to determine the operational characteristics of the existing corridor, as well as those expected to occur following the improvements. Utilizing geometric, volume, and signal timing characteristics of the study corridor, a comprehensive simulation model was constructed using the Traffic Software Integrated System (TSIS ver.4.32) and framework of the CORSIM family of models and its surface street component NETSIM. The design was developed to allow for the seamless incorporation of future improvements to the project corridor.

An at-grade intersection alternative was selected at the end of the concept alternative phase to improve the operational capacity of Route 29 thru the Merrifield Area of Fairfax County. With a forecasted ADT of 55,000 vehicles, the project consists of reconstruction and widening of 1.5 miles of Route 29 and Gallows Road from a four-lane roadway to a six-lane divided roadway with curb and gutter, a raised grass median, and enclosed storm sewer systems. The LBG design includes five reconfigured intersections along the project corridor with improved turn lane capacity and signal replacements. Access management principles were applied on the design included elimination of full access control at certain areas with the construction of raised medians.

There were three adjacent projects affecting the development of the plans including DB-I-495 HOT Lanes, a Merrifield Town Center development valued near $100M, and a second private development project valued in the tens of millions of dollars. The coordination between R/W, in-plan utilities, private utilities and adjacent projects was exceedingly extensive. Extensive participation in public meetings, hearings and various informal meetings with Fairfax County officials and a 30-person Citizen/Business Task Force was required.

Due to several project constraints including funding, intense adjacent private development, exorbitant utility relocation costs and exorbitant R/W costs - just prior to R/W plan submission (phase 4) - LBG redesigned the project to accommodate the changing project visions resulting from these constraints. In 2009, LBG continued these adaptive design approaches and prepared portions of a unique construction plan product wherein a “child” advanced in-plan utility contract was let to relocate several water mains and laterals prior to the letting of the roadway construction project in 2011. LBG has strived to provide flexible solutions to VDOT throughout the life of this project, and we are proud of the partnering role we have maintained with VDOT and team members on this project. LBG services have covered the breadth and depth of technical and developmental transportation engineering issues on the project and the following is a sampling of the more unique items: meeting with VDOT R/W and individual property owners to develop design modifications to assist in R/W negotiations, reviewing and advising VDOT on private development plans including proffer language, partnering meetings with advanced in-plan utility contractor, depicting private, public, existing, proposed, and as-built utility information in cross sections; depicting over 250 utility test holes on the cross sections, coordinating and developing interim designs to allow for I-495 Hot Lane project construction, and developing intricate & iterative widening designs to salvage existing pavement in widening areas. LBG currently supplies design support during construction on this $18 million dollar construction project on an as-needed basis and continues to be part of the partnering effort on the project. Lessons learned: Workflow for phase acquisition of R/W – project design divided into quadrants for early R/W appraisal activities; importance of the “utility picture” – keeping track of existing, proposed, and as-built utilities on the cross sections; communication workflow and design for incorporating multiple private and public sector designs wherein existing conditions, interim proposed conditions, and ultimate proposed conditions are balanced. G&O (Route 3 Team Partner) represented the DB-I-495 Hot lanes project, and LBG & G&O directly coordinated with each other throughout the project design.

Project Relevance: Environmental sensitivity; MOT; Roadway widening; Public involvement and outreach.

h. Narrative describing the Work Performed by the Firm identified as the Lead Designer for this procurement. Include the office location(s) where the design work was performed and whether the firm was the prime designer or a subcontractor.
ATTACHMENT 3.4.1(b)

LEAD DESIGNER - WORK HISTORY FORM

(LIMIT 1 PAGE PER PROJECT)

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
<th>b. Name of the prime/ general contractor responsible for overall construction of the project.</th>
<th>c. Contact information of the Client and their Project Manager who can verify Firm’s responsibilities.</th>
<th>d. Construction Contract Completion Date (Original)</th>
<th>e. Construction Contract Completion Date (Actual or Estimated)</th>
<th>f. Contract Value (in thousands)</th>
<th>g. Design Fee for the Work Performed by the Firm identified as the Lead Designer for this procurement (in thousands)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Location: U.S. 50 Lee Jackson Highway Widening</td>
<td>Name: Shirley Contracting Company, LLC</td>
<td>Name of Client: Virginia Department of Transportation</td>
<td>Phone: 703.259.2746</td>
<td>Project Manager: Lee Ann Hall</td>
<td>Phone: 703.259.2746</td>
<td>Email: <a href="mailto:LeeAnn.Hall@vdot.virginia.gov">LeeAnn.Hall@vdot.virginia.gov</a> (original PM no longer with VDOT)</td>
</tr>
<tr>
<td>Location: Fairfax and Loudoun Counties, Virginia</td>
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</tr>
</tbody>
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h. Narrative describing the Work Performed by the Firm identified as the Lead Designer for this procurement. Include the office location(s) where the design work was performed and whether the firm was the prime designer or a subconsultant.

VDOT awarded LBG the prime consultant contract for the engineering design to widen 3.6 miles of this urban arterial in December 2007. The location of the project is in the Northern Virginia District of VDOT in Loudoun and Fairfax counties and services were provided from LBG’s Richmond office. The project begins near the intersection of Polo 28 and U.S. 50 in Fairfax County. This project consists of reconstruction and widening of this segment of U.S. Route 50 from a four-lane divided roadway to a six-lane divided roadway. The project also includes the following tasks: improved signalization; grass median; curb and gutter on outside lanes; improved turn lanes at intersecting streets; shared use path on both sides of the road; crosswalks with curb ramps and pedestrian signals; widening and upgrading bridges; landscaping; and stormwater management facilities, including ponds, and E&S measures. LBG performed the vast majority of design work (90%) from and with staff in the Richmond, VA office. Some ancillary services were provided by staff assigned to other LBG offices, mostly from Raleigh, North Carolina.

LBG’s design efforts were focused on increasing the capacity of U.S. 50, by relieving through-traffic congestion, improving operational capacity at existing signalized intersections, maintaining or improving the safety of the corridor; limiting R/W acquisition to feasible purchases, and establishing designs sensitive to the context of the project. Additionally this design was in no way to preclude the conversion of the corridor to a strictly controlled access with no left turn movements and overpass crossings as is maintained by the local governments. LBG worked with VDOT and the local government officials in Loudoun and Fairfax to develop design alternatives and corresponding design criteria that are sensitive to the context of the project while not precluding the ultimate functional upgrade of the corridor. Within the project boundaries there are three major waterway crossings, six existing at-grade intersections, and several private development projects which affect the proposed roadway design.

In early 2008, VDOT changed the project delivery method to design-build and changed the scope of work for the LBG team, removing the complete R/W and construction plans, but continuing the project at an accelerated schedule from concept design, thru preliminary field inspection, and thru public hearing. LBG worked creatively to develop design-build RFQ and RFP plans for VDOT to advertise/select design-build proposals. With this change of delivery method, LBG worked closely with VDOT staff to identify and limit risk to the agency for the design-build project while ensuring the original goals of the project were maintained. LBG completed several confidential support tasks and ancillary studies to assist VDOT in mitigating risks in the on-going design-build procurement. LBG also provided confidential review of offeror’s RFP cost submissions, and provided a confidential cost analysis report to the owner comparing the top three cost proposals.

LBG’s array of professional engineering services included hydrologic and hydraulic analysis, roadway design engineering, hydraulic engineering (drainage), storm water management, preparation of draft right-of-way plans, preparation of project construction transportation management plans, public involvement, conceptual designs, and consensus building workshops with stakeholders.

Project Relevance: Environmental sensitivity; MOT; Water quality analysis; roadway widening; Stormwater management Public involvement and outreach
**ATTACHMENT 3.4.1(b)**

**LEAD DESIGNER - WORK HISTORY FORM**

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</tr>
</thead>
</table>
| **Name:** Telegraph Road Widening – Phase 3 | **Name:** N/A (not assigned yet) Construction Advertisement Scheduled for March 2013 | **Name of Client:** Virginia Department of Transportation  
**Phone:** 703.259.2397  
**Project Manager:** Mr. Khalid Gandhi, PE  
**Phone:** 703.259.2397  
**Email:** Khalid.gandhi@VDOT.Virginia.gov | **Undefined** | **Spring 2015 Estimated** | **$10,000 Estimated** | **$10,000 Estimated** |

**h. Narrative describing the Work Performed by the Firm identified as the Lead Designer for this procurement. Include the office location(s) where the design work was performed and whether the firm was the prime designer or a subconsultant.**

LBG was the prime consultant under contract to VDOT for the engineering design to widen 0.50 miles of this urban minor arterial. In February of 2010, Fairfax County agreed to fund the construction for Telegraph Road from the intersections of South Van Dorn Street and South Kings Highway along Telegraph Road and had a significant oversight role. This project consisted of reconstruction and widening of this segment of Route 611 from a two lane roadway to a four lane divided roadway with on-street bicycle lanes, curbing, sidewalks, and a shared use path. Design included reconfiguration of two intersections with signal replacements. In addition to the roadway improvements, design included storm sewer design, culvert replacement, stream restoration, and stormwater management design for water quality treatment. LBG performed the vast majority of design work (90%) from and with staff in the Richmond, VA office. Some ancillary services were provided by staff assigned to other LBG offices including Raleigh, North Carolina and Morristown, New Jersey.

Telegraph Road currently crosses over Dogue Creek and requires a culvert replacement to accommodate the proposed roadway widening. The existing Dogue Creek crossing consists of two – (9’x6’) Corrugated Metal Pipe (CMP) arches which currently allow water to overtop the road during a two-year storm event. LBG designed a Triple – 20’x7’ three sided structures to replace the existing culverts. A HEC-RAS study was conducted by LBG to ensure the new structure passes the 25-year design storm event required for this roadway classification and does not increase the existing 100 year floodplain elevation for the watershed. The new three sided structure required re-grading of existing Dogue Creek. The grading design includes a low flow center channel, intermediate banks, and high banks.

LBG designed over 4,000 linear feet of new storm sewer to convey and treat the water runoff from the project. Tasks included conveyance of the stormwater into a new storm sewer system and treatment of the pavement surfaces thought the use of two underground water quality structures located along Telegraph Road. Due to the project’s proximity to Huntley Meadows Park, LBG, VDOT and Fairfax County DOT Staff have conducted several stakeholder meetings with representatives from the Fairfax County Park Authority to ensure the project’s design is environmentally sensitive to the Dogue Creek Watershed and the adjacent park property. LBG in conjunction with VDOT worked collaboratively with Friends of Huntley Meadows, an activist group associated with the Park, to present the proposed project and to gather their comments and concerns about the project. In coordination with the Fairfax County Park Authority and the Friends of Huntley Meadows, a new entrance road and parking lot will be constructed as part of the project, as well. The pavement surface for the new parking lot is treated through design of a Bio-swale adjacent to the parking lot. Project recently received Right of Way NTP from VDOT and is expected to be advertised for construction in spring of 2013.

**Project Relevance:** Intersection improvements Roadway widening; Storm sewer and culvert design; HEC-RAS analysis; Stormwater management; Public involvement and outreach, stream restoration features.
STATEMENT OF QUALIFICATIONS

ROUTE 3 WIDENING
DESIGN-BUILD PROJECT

From: 4.1 Miles East Rte. 29
To: 4.0 Miles West of Culpeper / Orange County Line

January 25, 2013

State Project No.: 0003-023-107, P101, R201, C501
Federal Project No.: STP-023-B(024)
Contract ID Number: C00014657DB56

Submitted by:
ROUTE 3 BUILDERS
A Joint Venture

in association with:

FCE, Inc.
DLB

The Louis Berger Group, Inc.