

**EXECUTIVE SUMMARY
DRAGADOS, FLATIRON, PRINCE JV**

**AS REQUIRED FOR THE
REQUEST FOR PROPOSALS
TO DESIGN, CONSTRUCT AND PARTIALLY FINANCE
THE
I-285 & SR 400 RECONSTRUCTION PROJECT**

**THROUGH A
DESIGN BUILD FINANCE AGREEMENT**

PROJECT NUMBER

I-285@ SR 400; INCLUDING CD LANES & ABERNATHY ROAD INTERCHANGE

P.I. NUMBER(S):0000784, 721850-, 0013546

GEORGIA DEPARTMENT OF TRANSPORTATION

RFP ISSUED: JULY 8, 2015

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ADDENDUM NUMBER 2 ISSUED: SEPTEMBER 11, 2015

PROPOSALS DUE: SEPTEMBER 25, 2015 AT 2:00 P.M. EDT

GEORGIA DEPARTMENT OF TRANSPORTATION

ONE GEORGIA CENTER

600 WEST PEACHTREE STREET, NW

ATLANTA GEORGIA 30308

EXECUTIVE SUMMARY

The I-285 & SR 400 Interchange is part of the lifeblood and fabric of Atlanta and Georgia. Its current infrastructure reflects the time in which it was planned and designed and the future envisioned by its engineers and champions.

Georgia, Atlanta, the Georgia Department of Transportation (GDOT), and the State Road and Tollway Authority (SRTA) have a new vision for the future of the capitol city and the Peachtree state. The Dragados/Flatiron/Prince Team (DFP) will create GDOT's vision for an outstanding interchange.

Our design, construction, finance, operations, traffic, maintenance and safety team members have worked in unity to provide you with

a project that is delivered safely, efficiently, and economically, while maximizing mobility. Greater Atlanta will benefit from our holistic community involvement approach, which ranges from DBE and local labor outreach to STEM education opportunities to sidewalk talks and optional aesthetic features. It also includes a comprehensive, strategic and proactive public involvement and information plan. Georgia will receive from us a quality, durable, aesthetically pleasing interchange that will be the economic engine and community connection envisioned.

This project is a “crucial economic engine that provides valuable access to jobs, supports business growth, and expands Georgia’s role as a major logistics hub for global commerce. When completed, the Project will enhance the quality of life by increasing mobility in the corridor.”

- Governor Deal

“This project alone will address probably the worst bottleneck in the region and help hundreds of thousands of metro Atlantans every day.” -

*Douglas Hooker,
ARC Executive Director*

“These interchange improvements are crucial to improving Georgia’s transportation infrastructure and expanding our role as a major logistics hub for global commerce,”

**- Don Grantham,
GDOT Commissioner**

Rendering of proposed I-285 & SR 400 Reconstruction Project

**“This interchange will become a key asset to our transportation infrastructure, helping move people and goods more efficiently.” - Keith Golden,
GDOT Commissioner**

A. PROJECT DEVELOPMENT PLAN SUMMARY

(i) Proposed Management, Decision Making, & Day to Day Operation Structures

An infrastructure project of this magnitude requires a detailed project management approach that will be the guide for how we will interact between the various players involved with the design and construction of the project. Having worked on numerous mega-highway projects throughout the United States, our team has developed a Project Management Plan (PMP) that will provide GDOT with the necessary assurances that your project will be completed on time.

Our integrated PMP will include co-location of our key

personnel with GDOT/SRTA to approach this project from a team perspective. This will enhance communications to help address technical and non-technical project issues quickly as well as maintain the project on track for a coordinated effort in delivering the proposed improvements.

We have assigned David Hernandez as our team's Project Manager with full authority to execute all aspects of this Project. David brings extensive experience in the development and construction of P3's, design-build, and other limited access facilities with complex structures.

Working with David will be a core team of 8 managers who will be responsible for the various core groups that make up the project.

Below these 8 managers will be dozens of other key team members

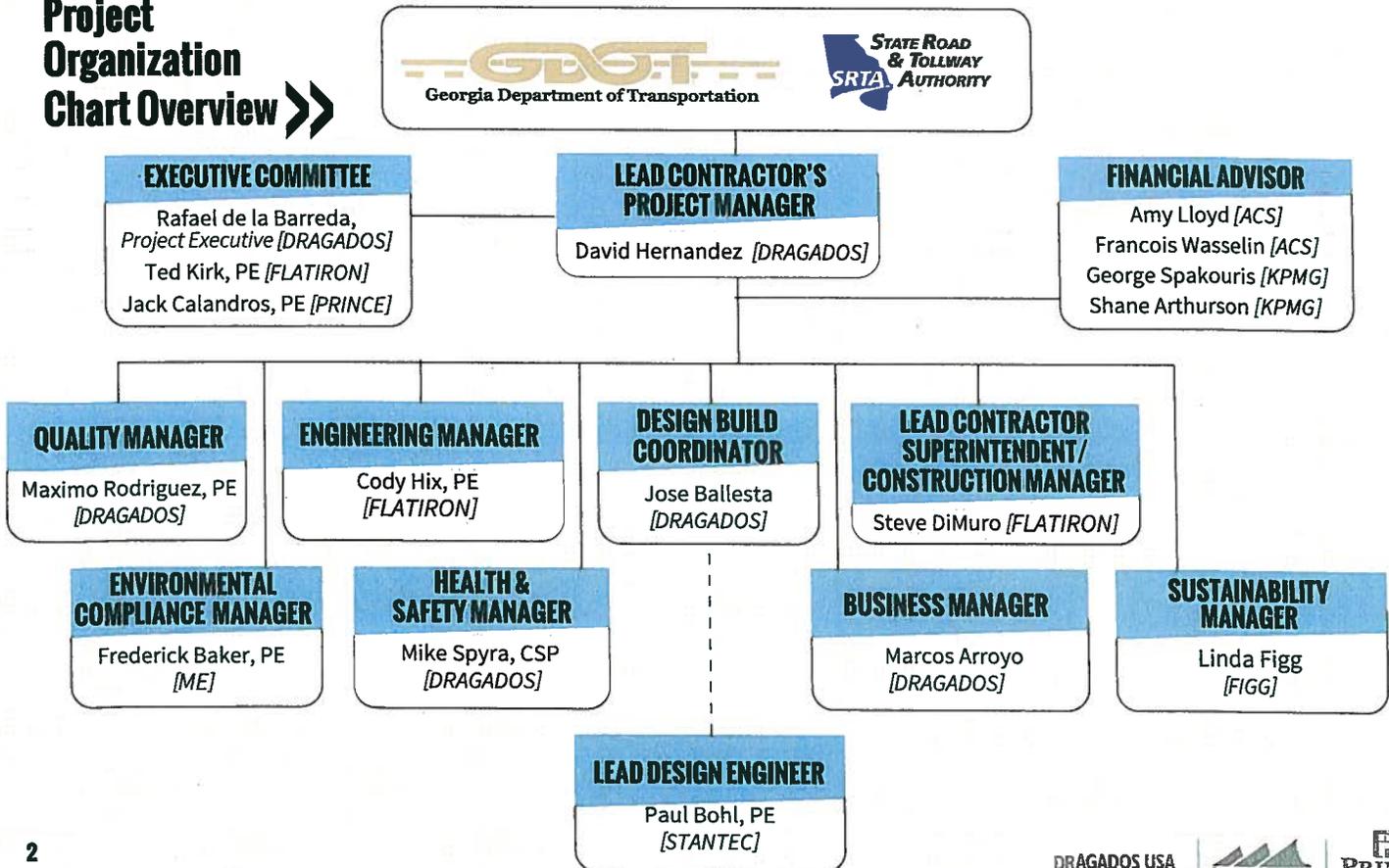
Statement of Commitment

The Dragados/Flatiron/Prince Team has developed this project using its best experts. The same key professionals who developed this proposal, and who are identified in the proposal will continue to work with you to deliver this project successfully.

In addition to the personnel shown here, our team brings you the benefit of local expertise and an international depth of resources. We have numerous qualified personnel for each role and will first source people locally and from DBE firms. We're committed to the community of greater Atlanta and to the spirit of diversity and opportunity.

who will be reporting to a specific manager and ultimately to our Project Manager.

Project Organization Chart Overview



Clear lines of reporting, with defined roles and responsibilities for all our team members, will ensure that the project will operate efficiently. Regular meetings of each of the core groups, and interaction between the various elements will keep the project moving forward. Issues will be addressed and resolved at the lowest level possible, and escalated up the chain of command to the Core Group Managers and ultimately David Hernandez, the Project Manager for resolution. You will receive rapid decision making, facilitated by co-location of GDOT/SRTA personnel and Design-Build personnel in the same Project office. We will also use transparent scheduling, communications, a cloud-based document site, task forces, and over-the-shoulder review meetings, as well as clear submittal and issue resolution processes to deliver the project rapidly and successfully.

We foster rapid decision-making and issue resolution by empowering our personnel at all levels and giving the whole team access to assistance further up the organization. Our team is made of decision makers.

(ii) Public Information & Communications

GDOT, SRTA, the people of Georgia, and interchange road users and abutters will receive the benefits of our comprehensive, strategic public information plan. Our public information and communications effort will be carried out in partnership with GDOT and led by Inga Kennedy, the President of Planners for Environmental Quality, an Atlanta DBE firm. Her 30+ years of



experience and relationships with this Project's stakeholders will quickly establish trust, participation and communication. We will use several media to communicate effectively about the project. Our video, attached to the Technical Proposal, demonstrates our team's ability to effectively communicate technical information to a broad audience. We will provide the best possible customer service and support traffic operations through our public involvement and communications effort.

An innovative tool to accomplish this is our use of a Real Time Traffic Management System to communicate accurate, real time traffic conditions to road users via portable changeable message boards and electronic media such as the project website, twitter, text alerts, etc.



(iii) Environmental Sensitivity & Safety

Sustainability and Safety Benefits you will receive from the DFP Team's Technical Solutions:

- ✓ A sustainable, low-maintenance infrastructure asset with reduced life cycle costs based on high quality materials and reduction of structures
- ✓ A commitment to working toward a Platinum rating using INVEST 1.2, FHWA's Sustainable Highways Self-Evaluation Tool



- ✓ A comprehensive environmental protection program
- ✓ Use of native plants in landscaping areas (see Section C.2.4 for a large illustration)
- ✓ An even safer interchange with improved sight distances, decreased curves, and improved sign visibility
- ✓ Construction staging and traffic movements that have been designed with safety first
- ✓ An emergency response plan that incorporates GDOT's innovative Traffic Incident Responder Protocol



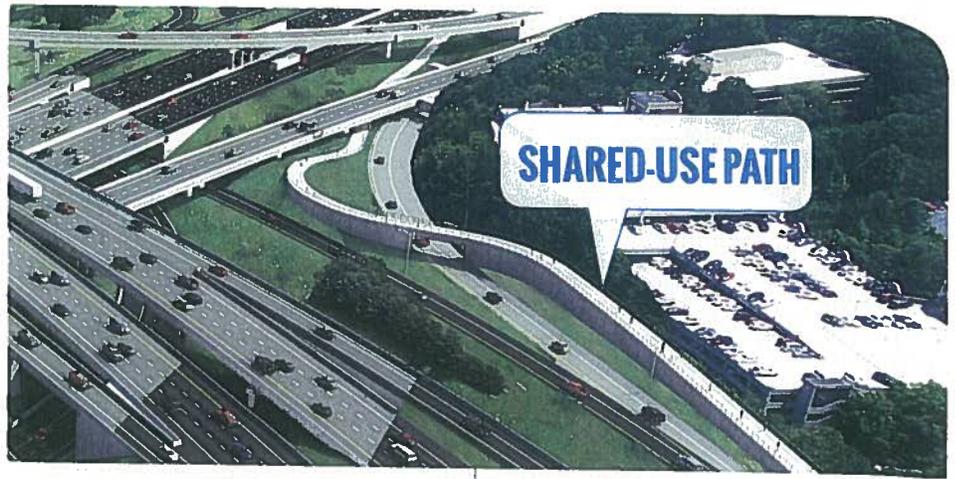
- ✓ A builder collaboration of Flatiron and Dragados who recently received recognition of 7,000,000 hours without a lost time incident – Proven top safety results!

Portable Changeable Message Signs (PCMS) interconnected through Wi-Fi for uniform, fast, effective messaging



between all the parties, so that our common goal will be to complete the project safely, on-time and on-budget. Working together we will recognize opportunities to enhance project designs that provide not only initial construction time savings, but that produce long-term maintenance savings for GDOT.

Our team has thoroughly considered the project and developed means and methods that will simplify construction, optimize roadway design and maintain proper room within the right of way to accommodate future managed lanes planned by GDOT/SRTA. Our enhancement and optimization of GDOT's preliminary design included modifications to the horizontal and vertical geometry within the parameters set by GDOT and reduction of the need for walls and bridges to develop savings in materials and construction time. We also utilized GDOT's established Alternative Technical Concepts (ATCs) process to propose innovative solutions which brought further value and benefit to the project and the community.



Other improvements to the roadway geometry throughout the corridor included enhancing safety for the traveling public by improving sight distances where feasible while maintaining the required vertical clearances at the bridge overpasses. In the area of the proposed shared use path we realigned the path, improving vertical profiles for ease of pedestrian / bicycle use while optimizing construction features. The refined alignment allows the shared-use path to cross ramp DE213 only once. This shifts the path outside the major movements of the interchange and closer to the perimeter trees for a safe and more enjoyable pedestrian experience.

(vii) Approach to Quality Management of the Project Throughout the Duration of the DBF Agreement

Quality, like safety, is one of the core values of each of the DFP team members. We have a proven track record of quality project delivery on interstate design-build projects. This has been achieved through the implementation of an ISO 9001 based Quality Management Plan (QMP) which addresses the design, construction, and maintenance during

construction. The Project quality management system requirements for ALL work will be addressed with a single approach. This plan will outline the process for plans and specifications development along with accurate checking to make certain that processes and procedures are followed for excellent quality. Our quality management team will function completely independent of the design and construction organizations.

(viii) Approach to Construction Sequencing, Traffic Management & Mobility During Construction

Our construction sequence and maintenance of traffic plan accommodates a significant amount of construction activities to allow traffic to keep moving outside of the existing travel ways. As we develop the Project we will continue to identify improvements to maximize mobility. We will support traffic operations with a comprehensive Public Involvement Plan and Communications Plan that gives road users and businesses the information they need to make the best possible travel


Dragados USA and Stantec saved over \$200 million for the Florida DOT through a comprehensive ATC process on the \$1.6 billion I-595 Corridor Roadway Improvements.

4 SEGMENTS WITH 4 CONSTRUCTION TEAMS

All teams working in collaborative concert with each other benefits the public with the best mobility. Similar construction will occur simultaneously through the corridor.



SEGMENT	LOCATION
1	West of the I-285 / SR 400 Interchange
2	East of the I-285 / SR 400 Interchange
3	North of the I-285 / SR 400 Interchange
4	The I-285 / SR 400 Interchange

	SEGMENT 1	SEGMENT 2	SEGMENT 3	SEGMENT 4
	Number of Crews	Number of Crews	Number of Crews	Number of Crews
Earthworks / Roadway	2 crews beginning at each end of the segment	2 crews beginning at each end of the segment	2 crews beginning at each end of the segment	2 crews beginning at each end of the Area
Structures	2 crews for each subactivity, piling, substructure, superstructure, finishing	2 crews for each subactivity, piling, substructure, superstructure, finishing	2 crews for each subactivity, piling, substructure, superstructure, finishing	3 crews for each subactivity, piling, substructure, superstructure, finishing
Drainage	2 crews following earthworks	2 crews following earthworks	2 crews following earthworks.	2 crews following earthworks
MSE Walls	2 crews	2 crews	2 crews	2 crews

Soundwalls

To achieve the time and approval of soundwall designs they will be constructed using 3 crews that will freely operate across the entire Project through all segments

and business decisions. We will provide road users, area businesses and residents with information and materials early and often. We will use a Smart Work Zone/Real Time Traffic Management System (RTTM) which will facilitate mobility, communications and construction operations, particularly during times when lane closures are allowed by GDOT. When lane restrictions are implemented, the RTTM will allow the Project team to view actual travel times and provide variable messaging to road users based on thresholds established with GDOT traffic engineering personnel. This messaging will support operations and good customer service by allowing road users to make driving decisions based on real-time traffic conditions. Our construction teams will work closely with GDOT to coordinate incident

detection and response. This will include working with GDOT's Highway Emergency Response Operators (HERO) and Towing and Recovery Incentive Program (TRIP) contractors. We have developed a preliminary, comprehensive Traffic Management Plan (TMP) that addresses operations on both the I-285 and SR 400 mainlines as well as the arterial roadway systems which feed into these facilities.

Phase I

- ★ Complete over 1/3 of project
- ★ Open Bridge 21, which allows a key traffic movement
- ★ Roadway and ramp construction outside the traveled way is complete. Mobility maximized during Phases 1 and 2

Phase 2

- ★ Complete 2/3 of project
- ★ Segment 1 and 3 work substantially complete
- ★ Bridges 18 and 19 complete

Phase 3

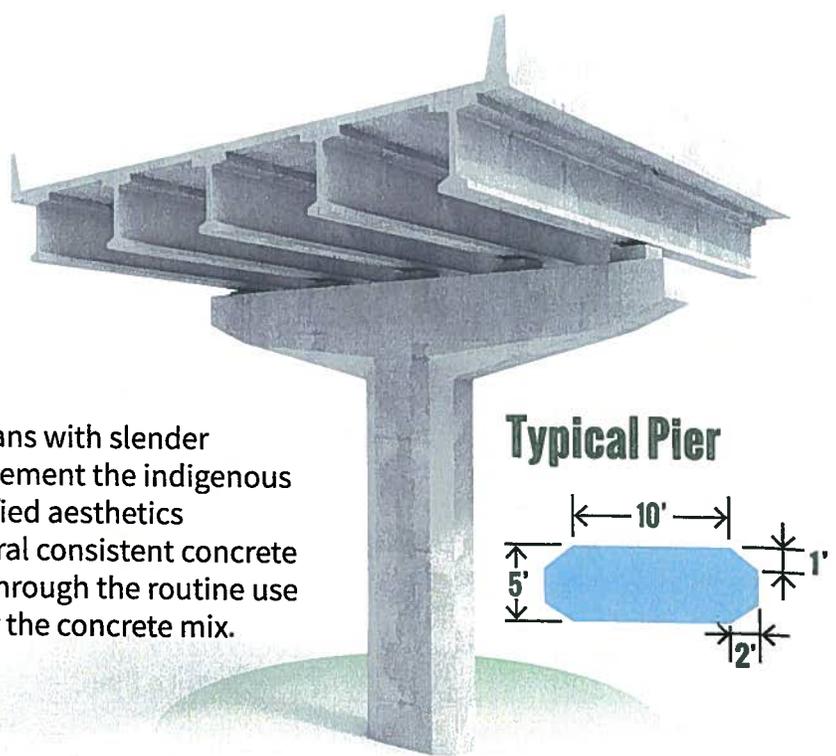
- ★ Complete 80% of project
- ★ Complete Segment 2 work
- ★ Complete SR 400 work
- ★ Bridge 18, 19, and 20 open to traffic
- ★ All new bridges will be complete

Phase 4

- ★ Complete CD Roads
- ★ Re-deck Bridge 26
- ★ Open all remaining bridges
- ★ Shift traffic to its final configuration
- ★ Deliver the project safely & efficiently while maximizing mobility

PROJECT AESTHETICS

The bridge will feature long spans with slender faceted pier shapes that complement the indigenous rock of the landscape with unified aesthetics throughout the project. A natural consistent concrete color will blend with the area through the routine use of locally sourced materials for the concrete mix.

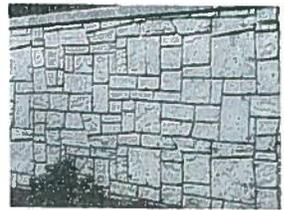


Typical Pier



Color Sound Wall Pattern Designs

For the **sound walls**, various designs can be considered based on overall location and thematic approach.

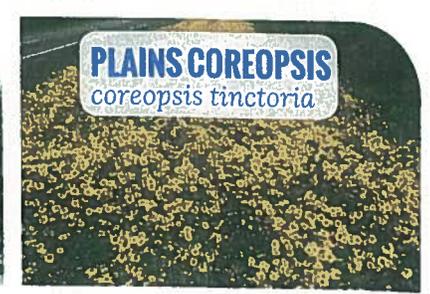
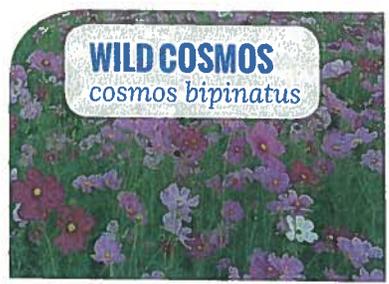


MSE Wall Pattern Using Ashler Stone or if acceptable to GDOT a series of abstract **MSE Wall designs celebrating stone and organic plants** can be created for selection by GDOT or the community.



LANDSCAPING

Sustainable, low-maintenance native groundcovers, shrubs and trees will be part of the interchange landscape.



Approach to Bridge Design & Construction

The DFP Team's approach to the bridge design was to provide an economical solution while reducing the number of shifts for the traveling public.

Thirty-three bridges were designed for safety, constructability, durability, and economy. These bridges were designed using either prestressed concrete bulb tee or steel plate girders. The approved ATC's allowed the team to significantly shorten the DE201 ramp bridge while refining the designs for the other bridges through realignment and/or beam spacing. Sections of the two longest bridges were replaced by MSE Walls. These design refinements will reduce the future long term maintenance of the interchange while lowering the life cycle cost.

Benefits to GDOT/SRTA and the traveling public from our bridge design and construction using long open spans include:

1. A 35% reduction in the number of beams and bearings.
2. A 45% reduction in the number of piers.
3. A 32% reduction in the total length of bridge.
4. A 24% reduction in the number of expansion joints.
5. Optimized MOT through reduced bridge construction activities and duration.

The interchange has been designed to provide MSE walls

strategically located along the perimeter of the interchange quadrants in order to provide an additional layer of traffic noise protection to the adjacent community.

B. DBE PERFORMANCE PLAN & PROPOSER'S OVERALL APPROACH TO SATISFYING THE DBE REQUIREMENTS

DFP has worked diligently to develop a comprehensive DBE Performance Plan that aligns with our Preliminary Baseline Schedule, State and Federal Laws, ITP documents, and the 17% DBE participation requirements of the DBF Agreement; outlines our approach to DBE subcontracting; and encourages the participation of DBE firms as contractors, consultants, and suppliers. In fact we engaged several DBE firms including Kennedy Engineering & Associates and Long Engineering, Inc. on the critical tasks of NEPA Compliance, Drainage Design and Utility Coordination during the development of our Proposal throughout the Procurement Phase and look forward to continue to work with them as well as others in the development, construction and implementation of the Project. Our plan will allow DBEs to compete fairly, be awarded subcontract opportunities, and perform work on the Project. Our strategy is both practical and transparent; it involves targeted DBE outreach and networking initiatives including,



DFP's overall objective is simple: maximize the engagement of local businesses, workers, and communities throughout the design, procurement, preconstruction, and construction phases of the Project. Our commitment is to achieve the 17% DBE goal.

but not limited to, attending local outreach events to network with DBE subcontractors, utilizing local newspapers, trade publications and our website to advertise Project opportunities, solicit DBEs from the GAUCP directory, work with minority organizations and associations to identify other local, small businesses, structuring bid packages in such a way to encourage maximum DBE participation, and monitoring DBE performance to confirm that their work meets the CUF requirements and is integrated into our overall program.

C. PMP GENERAL DESCRIPTION OF ITS SUBSTANTIVE CONTENTS

DFP's Project Management Plan (PMP) describes how we will proactively manage the development, design and construction of the Project and meet the requirements of the DBF Agreement. It provides the basic structure of our organization, personnel roles and responsibilities, and a summary of day-to-day management practices and

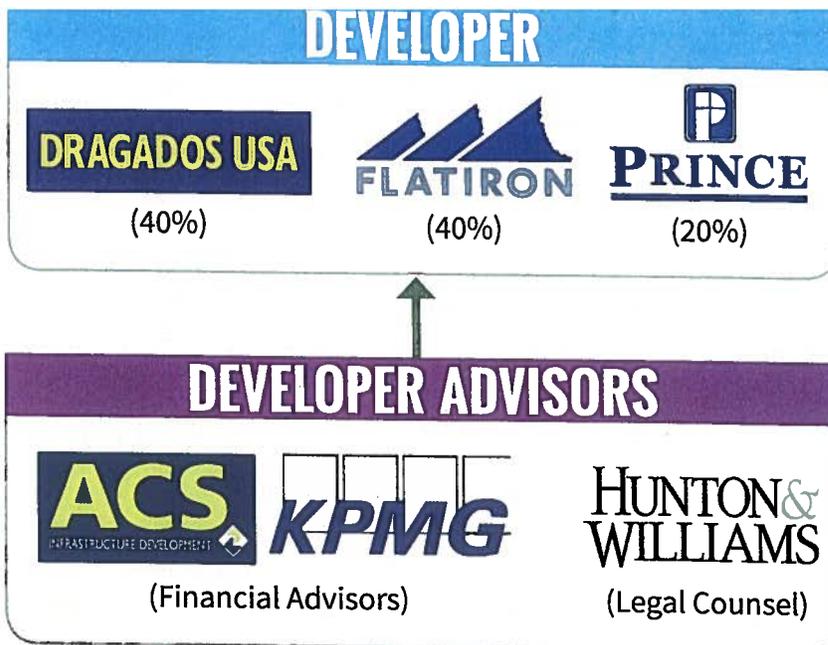
THE MAIN OBJECTIVES OF OUR PMP ARE TO:

- ★ Reinforce commitment to safety as a primary goal
- ★ Integrate design and construction into a cohesive team
- ★ Minimize duplication of effort and create efficiency
- ★ Simplify coordination efforts between various functions
- ★ Establish interface procedures and protocols
- ★ Establish an atmosphere of partnership with GDOT
- ★ Achieve quality and value
- ★ Encourage stakeholder participation

IN ACCORDANCE WITH THE ITP, OUR PMP ADDRESSES:

- ★ Organization
- ★ Design and Construction Management Concepts
- ★ Internal and External Coordination

procedures. Our PMP will enhance the quality of the DFP services, as well as facilitate good operational communication across the organization, regardless of discipline, responsibility or location.



D. FINANCIAL PROPOSAL

DFP's Financial Proposal is the outcome of a highly competitive process undertaken by DFP, which involved selecting the optimal financial structure through a rigorous analysis of available and competitive financing approaches. DFP requested extensive input from financial institutions on several alternative financing structures that were considered during this process in order to identify the one that would generate the most benefits to the Project based on its characteristics, including term of debt, risk profile and market appetite for receivables-type financing for infrastructure projects. The receivables purchasing facility approach was selected as the optimal solution based on the assessment of a series of criteria such as value for money, cost of financing, risk transfer, flexibility, and certainty of achieving financial close.

A strong appetite amongst major financial institutions

to underwrite the receivables purchasing facility, in combination with DFP's deep rooted relationships with the lending community, enabled DFP to include in its final banking group only the financial institutions offering the most competitive terms. DFP, under the guidance of its financial advisors, ACS Infrastructure Development, Inc. (ACSID) and KPMG Corporate Finance LLC (KPMG), and legal counsel Hunton & Williams, is confident that our Financial Proposal provides an exceedingly competitive and efficient financing solution with an optimum delivery.

E. APPROACH FOR WORKING WITH GDOT & THIRD PARTIES

A successful interface, unity of vision, and transparency are key to successful delivery of a large public infrastructure project like this. We recognize our role as a long-term partner of GDOT/SRTA's in delivering this Project and serving road users and the

interchange's stakeholders, including residents and businesses. We will proactively establish an approach to interface responsibilities that are shared or to be performed in collaboration with GDOT in our Public Involvement Plan and Communications Plan.

This approach allows GDOT to have eyes at all levels of the Project, from engineers to senior management, and guarantees:

- ★ Transparency with the Department
- ★ Audits and reviews
- ★ Encouragement in participation

We will work very closely with GDOT/SRTA, permitting agencies, and other third parties to address Project matters early and often with the Preliminary Baseline Schedule in mind to achieve concurrence on our work for all necessary approvals. We intend to involve all local, state, federal and permitting agency representatives in our pre-planning and pre-activity meetings as applicable to establish a solid working atmosphere that will foster open communication and keep the Project moving forward. To simplify communications, our Project Manager, David Hernandez, will be the primary contact person to interface with GDOT/SRTA, and he will be supported by our Lead Design Engineer, Paul Bohl, PE, for any design related aspects.

GDOT and third parties will be well informed throughout all phases of the Project. DFP's communication structure led by our Community Outreach

Manager will encourage frequent, meaningful, two-way discussions between GDOT and DFP. Making an up-front effort to identify Project challenges through partnering with GDOT will result in success. Construction submittals and field documentation will be handled with a similar level of transparency to optimize reviews and approvals.

F. STRATEGY FOR ENVIRONMENTAL COMPLIANCE, MONITORING, & MITIGATION

Our design concept and approach to this Project has taken into consideration the NEPA approvals received, Phase I Environmental Permitting Package and potential implications of our proposed enhancements on the surrounding environmental resources. Our strategy focused around addressing the Project issues with the least impact to the previous environmental approvals. In addition we have engaged Lori Kennedy and Lenor Bomberg, PE with Kennedy Engineering & Associates (a local DBE Firm) to assist us with the required NEPA Re-evaluations and permitting of the Project. Both Lori and Lenor bring a wealth of NEPA expertise to our team in the Atlanta Metropolitan Area, having been involved in the prior approval of some of Atlanta's most significant projects.

Our Comprehensive Environmental Protection Program (CEPP) will be the key document that will guide the implementation of the environmental components of our Project. We have tailored our CEPP to not only satisfy applicable laws, rules, and governing regulations, but have included detailed commitments as part of the approvals from the environmental permitting and regulatory agencies. In accordance with NEPA regulations, our CEPP is developed around the premise of avoidance and minimization of impacts. Our CEPP will include the following:

- ★ Communications Plan (CP)
- ★ Construction Monitoring Plan (CMP)
- ★ Environmental Management System Plan (EMSP)
- ★ Environmental Compliance and Mitigation Plan (ECMP)
- ★ Environmental Protection Training Plan (EPTP)
- ★ Hazardous Materials Management Plan (HMMP)
- ★ Spill Prevention and Control Plan (SPCC)
- ★ Storm Water Pollution Prevention Plan (SW3P)



We are committed to GDOT, SRTA, and the people of Georgia to fashion an interchange that will set the standard for mobility, quality, and safety as a vision for the future.