



October 4, 2018

To All Prospective Respondents

Request for Qualifications for the San Juan Bay Cruise Terminals Project

Addendum #3

We make reference to the Request for Qualifications for the San Juan Bay Cruise Terminals Project (“RFQ”) published by the Puerto Rico Public-Private Partnerships Authority (“Authority”) on September 5, 2018.

According to Section 1.10 of the RFQ, a Respondent may submit a request for clarification (“RFC”) to the Authority for explanation or interpretation of any matter contained in the RFQ.

Although the deadlines for submittal of requests for clarifications and answers thereto were September 24 and October 1, respectively, given the importance of the question above, the Authority, in the discretion it reserved to modify dates and activities indicated in Section 1.5 of the RFQ, has determined to accept the question and respond it via this addendum for the benefit of all potential Respondents.

The following information is included in this Addendum #3:

- I. Response - Request for Clarifications (RFC’s) #56
- II. General Clarification

I. Request for Clarifications

RFC # 56

Are those Team Members that are advisors or designers as part of the Respondent required to submit Financial Statements as per the request in section 3.1 of the Evaluation Criteria. Our understanding is that those parties that are not equity providers nor risk takers in the project are not required to submit their Financial Statements.

RESPONSE

Section 3.1 of the Evaluation Criteria provides that “each Team Member must provide copies of audited financial statements for the past two years, together with any other relevant financial information”. The term “Team Member” is defined in the RFQ to include not only equity investors but also listed contractors, including any “design firm” and subcontractors “performing services estimated to exceed \$5 million (during the design and build phase) or \$500,000 per year (during the operations phase) and any subcontractor that is providing proprietary technology or specialized skills that are important to the Project and cannot be readily acquired from another contractor.”

The above all-inclusive definition of Team Member contemplates the need of evaluating qualifications and capabilities of all participants in a Respondent group. However, with respect to the financial strength, the Authority agrees that Team Members that are assuming project risks (such as Design-Build contractors, operator, O&M contractors, equity members etc.) are the Members that are required to submit financial statements, and those Team Members who are not assuming such project risks (such as designers) do not need to submit financial statements. Team Members assuming project risk and presenting financial statements will have to be positioned to respond for the performance by designers and other subcontractors not accepting project risks.

II. General Clarification

We also remind Respondents that with respect to architects and engineers, in addition to the Local Content requirement of the RFQ and Act 29, they should be mindful of the fact that Puerto Rico laws and regulations (see Act No 173 of August 12, 1988, as amended, and related regulations) require that (with limited exceptions) Projects in Puerto Rico be designed, and all architectural and engineering work be performed, by Puerto Rico licensed architects and engineers (which includes reciprocity licenses). Those professionals that do not comply with the requirements of the law cannot offer their services or contract to provide their services as that is considered illegal practice of the profession. Such non-compliance would also entail criminal consequences. Respondents should obtain independent legal advice regarding this matter.