

**Tender for Due Diligence Study for the Jerusalem LRT System Red Line – JTMT Response to Bidder Requests for Clarifications**

No.	Relevant Section in RFP	Subject	Question	Response
1.	ITB 17.1	Technical Eligibility Requirements	Amendment to Section 17.1	<p>In response to requests for clarification, Section 17.1 of the ITB will now read as follows:</p> <p>“17.1 Only those Bidders able to demonstrate all of the following criteria shall be eligible to submit a Bid:</p> <ul style="list-style-type: none"> <li>i) Compliance with the requirements detailed in Section 16.1 above.</li> <li>ii) Compliance of the proposed Personnel with the mandatory requirements detailed in Annex E attached to this ITB.</li> <li>iii) At least ten (10) years proven experience in the field of design, construction and operation and maintenance of LRT projects.</li> <li>iv) Successfully undertaken and completed due diligence studies on at least two (2) operating LRT or other railway lines of at least the magnitude of the Jerusalem LRT System Red Line, in the ten (10) year period prior to the submission date of the Bid.</li> <li>v) Demonstrating that the Services will be provided through the use of internal resources of the Bidder (including the proposed Personnel for performance of the Services) in a proportion no less than 60% of the Bid Price.”</li> </ul>
2.	Forms, Annex B-5	Confirmation of Compliance with Technical Eligibility Requirements	Amendment of form	The table in Annex B-5, Section II will now read as follows:

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				<b>Section in ITB</b>	<b>Description of Requirement</b>	<b>Authorized Representative Signature</b>
				17.1(i)	Compliance with requirements detailed in Section 16.1	
				17.1(ii)	Compliance of the proposed Personnel with the mandatory requirements detailed in Annex E to the ITB.	
				17.1(iii)	At least 10 years of proven experience in the management, design, and performance of LRT projects.	
				17.1(iv)	Successfully undertaken and completed due diligence studies on at least two (2) operating LRT or other railway lines of at least the magnitude of the Jerusalem LRT System Red Line, in the ten (10) year period prior to the submission date of	

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					<p>the Bid.</p> <p>The Bidder has demonstrated that the Services will be provided through the use of internal resources of the Bidder (including the proposed personnel for performance of the Services) in a proportion no less than 60% of the Bid Price as defined in the ITB.</p>
3.	ITB 17.1(iv)	Technical eligibility requirements	“We kindly request to amend this requirement, and extend the duration to the last 10 years prior to the submission date instead of 5 years”	<p>The Tender Committee has decided to accede to this request.</p> <p>See amended version of ITB Section 17.1 in response no. 1 above.</p>	
4.	ITB 24.2	Participation fee	“Is there a participation fee for placing a Proposal”	No, there is no participation fee	
5.	Forms, Annex B-5	Section II (Table) 17.1(v)	“Article 17.1 (v) appears in the declaration table but it is not clear how this section relates to the Technical Requirements of the Bidder. Please clarify.”	See amended version of this table in response no. 2 above.	
6.	ITB Annex A part 4	Scope of Work	“Is the due diligence report also supposed to include a) a financial evaluation and or valuation of the assets and operations?”	<p>It is not expected that the due diligence report will include such an evaluation.</p> <p>Such an evaluation is likely to form part of the information included <b>in the optional part</b> of the TOR.</p>	

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				Bidders should note that the optional part is expected to entail a total of 1500 hours and is to be remunerated on an hourly basis.
7.	ITB Annex A part 4	Scope of Work	“Is the due diligence report also supposed to include b) an evaluation of human resources aspects (e.g. structure and performance of operations and overhead staff)?”	An evaluation of these aspects is likely to form part of the information included in the optional part of the TOR. The due diligence report may refer to these aspects but will not include an evaluation.
8.	ITB Annex A part 4	Scope of Work	“Is the due diligence report also supposed to include c) an evaluation of legal issues, warranty claims, etc. concerning the Red Line operations and assets?”	It is not expected that the due diligence report will relate to these issues.  An evaluation of these issues is likely to form part of the information included in the optional part of the TOR. Bidders should note that this part is expected to entail a total of 1500 hours and is to be remunerated on an hourly basis.
9.	ITB Annex A part 4	Scope of Work	“Is the due diligence report also supposed to include d) an evaluation of the real estate assets”	No.
10.	Annex A part 5 Section 5	Survey and Report – Work Method	“Annex A Art.5 mentions audits and inspections by the consultant. In what way will JTMT ensure that the consultant has the necessary access to the Red Line operations, it's key staff and assets?”	JTMT has already coordinated with the Concessionaire over the question of the Consultant’s access. JTMT will facilitate such access (and escort the Consultant where necessary).
11.	Annex A part 5 Section 5	Survey and Report – Work Method	“In what way will JTMT ensure that the consultant has the necessary access to information that is deemed vital and that is still managed by the suppliers and/or subcontractors of Citipass?”	In the event that the Consultant encounters a problem with access to necessary information JTMT will endeavour to facilitate access to such information.

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12.	ITB Section 1.7 and Annex A part 5 Section 5.3	Additional information	“The RFP mentions in Art.1.7 (and Annex A Art.5.3) a comprehensive report by JTMT. Can JTMT provide the consultant with this report for the preparation of the bid for this due diligence project?”	No. The JTMT report will be provided to the successful Bidder only.
13.	ITB 1.7 and Annex A part 5 Section 5.3	Additional information	“Can JTMT provide the consultant with the current concession contract and the accompanying most recent yearly report?”	The successful Bidder will receive all such information.
14.	Forms, Annex B-5	Tender Requirements Forms/Information Concerning Bidder - References and experience	“Annex C Art.17 specifies that the bidder should demonstrate 15-20 years of relevant experience. Does this requirement apply to the company or is it sufficient that the consultants involved in this project demonstrate this experience?”	JTMT has decided to change this requirement and to require at least 10 years relevant experience.  See amended version of Section 17.1 in response #1 above.
15.	ITB Section 16.1.11	Eligibility and Participation Requirements – Conflict of Interest	Please clarify this conflict of interest requirement	In response to requests for clarification over this issue, JTMT has resolved that entities which provide, have provided, or will provide <b>design consultancy</b> (note: not including supervision or control services) to JTMT in connection with the Jerusalem LRT Red Line (including extensions to the Red Line) and J-Net (Green Line) will not be eligible to submit a bid in the present tender.
16.	ITB Section 16.1.9	Submission of joint bids	“Can you please refine this section? Does it mean, in case when joint venture proposal wish to be submitted, should be obtain, in advance, an approval from JTMT?”	In accordance with the ITB, the submission of joint bids is at JTMT’s discretion. Bidders are therefore advised to seek written permission from JTMT before submitting such a proposal.
17.	Annex D - General Conditions of	Penalties	“We kindly ask you to delete this penalty as we cannot see any damage you will suffer in the mentioned case. If you will not agree to the	JTMT has decided to delete the penalty from Section 6.7 of the General Conditions of Contract for the present tender.

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	Contract Section 6.7		deletion, please explain if 10% will be the maximum amount.”	
18.	Annex D – General Conditions Section 8, and Special Conditions Section 16	Liability and insurances		<p>A number of questions were submitted with regard to insurances and liability under the contract.</p> <p><b>The insurance amounts to be set out in the Special Conditions of Contract are expected to be published shortly.</b></p>
19.	Annex D – General Conditions Section 13.5	Post contract 2 year non-use of commercial advantage as a result of Services	“We kindly ask you to delete this clause or to state, that this clause will not affect any further work of the Consultant.”	The relevant Section in the General Conditions will remain. The Consultant may seek JTMT’s prior written permission should such a case arise.
20.	Annex D – Special Conditions 14.6	Modification of the Scope of Services	“Will the reference be to clause 14.7? The mentioned clause 14.8 does not exist.”	The version of the Special Conditions of Contract included in Annex D <b>is intended for information purposes only</b> . Certain sections of the Special Conditions have been left out or their contents redacted. In this case the relevant section (which may be included in the Special Conditions in the present case) sets out the procedure for remunerating a modification to the Services.
21.	Annex D – General and Special Conditions	Penalties and Liquidated Damages	“We kindly ask you to agree to limit total amount of contractual penalties to a maximum of ten percent (10%) of the contract value but not to exceed 25,000.00 Euro”	<p>With regard to liquidated damages, JTMT has resolved as follows:</p> <p>1) The liquidated damages referred to in Section 15.4 of the Special Conditions of Contract relating to the unauthorised replacement of personnel – shall apply to the period up to the submission of the updated report as</p>

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				<p>set out in Section 6.8 of the TOR (Annex A).</p> <p>2) A further provision shall be added to the Special Conditions of Contract setting out liquidated damages of €1,000 (one thousand euros) per working day of delay, up to a maximum of €50,000 (fifty thousand euros), for late submission of the final draft of the due diligence report following receipt of comments by JTMT (Section 6.5 of the TOR – Annex A).</p> <p>Since this final draft must be issued to the J-Net Bidders on time, these liquidated damages reflect the damage incurred to JTMT arising from such delay.</p>
22.	ITB Section 9.1 Annex B-9 Financial Proposal  Annex D - General Conditions Section 5.16	On-site meetings	“The consultant is required to deliver the services at JTMT premises, in the consultant’s home offices or on site (operations/construction sites). In addition the Consultant agrees to be available for meetings on request of JTMT. These multiple requirements make it difficult to calculate the required travel budget. Can you please kindly confirm that the 20 flights to Israel required in section 24.12.2.i are the cap for travels to Israel and that any additional travels required will be paid on top of the financial proposal the Consultant will hand in based on Annex – B9?”	<p>JTMT provided an estimation for this part of the Services (fixed price) based on the required amount of work days and number of flights (20). If Bidders consider that more (or less) flights to Israel are required these should be factored in to the proposal. Where the Consultant exceeds the agreed number of flights no reimbursement will be provided (except where such flight is required as a result of additional requirements of JTMT not presently included in the scope of the Services)</p> <p>Bidders should note that for the second part of the Services, involving participation in the J-Net tender process and the responses to the J-Net Bidders up to a further 10 flights are envisaged. Flights in this second part of the Services will be reimbursed when actually taken.</p>
23.	Annex D - Special Conditions Section 10.1.1	Currency	“As per Annex B-9 the Consultant will quote the proposed rates in €. We assume that all payments will be made in €. Can you please	Confirmed

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	Annex B-9 Financial Proposal		kindly confirm?"	
24.	Annex D - General Conditions	Payment	"JTMT (the Client) is entitled to render remuneration in accordance with the de-facto progress of the project (clause 6.3). In addition payments shall be made at the scheduled date + sixty (60) days. Clause 6.7. sets out that the Consultant shall submit its invoices on a regular basis. We cannot find the periodicity to be specified. We propose to clarify that remuneration can only be rendered if the project progress is delayed due to Consultant's fault. In addition we propose to clarify that invoices shall be submitted on a monthly basis. We also kindly ask to reduce the due date for payment to scheduled date + forty (40) days."	<p>With regard to the penalty for late submission of invoices in Section 6.7 of the General Conditions, this has now been deleted. See response no. 17 above.</p> <p>For the first part of the Services (fixed price), invoices are to be submitted following the completion of the respective milestone, as set out in Section 6 of the TOR (Annex A).</p> <p>With regard to the other parts of the Services (remuneration per hour) invoices will be submitted on a monthly basis.</p>
25.	Annex D – Special Conditions	Authorisation	"Can you please kindly allow for a deputy to be named for both parties, JTMT and Consultant's representative. By this we intend to reduce the risk of delays or hold in the project progress due to limited availability of one of the authorized representatives."	JTMT will appoint such a deputy. Bidders are entitled to name a deputy that will be able to represent the Bidder in the absence for any reason of the Authorised Representative.
26.	Annex D – Special Conditions Section 5.1	Mezzoteam	"We understand that the document management system (software Mezzoteam) will be provided by JTMT. Can you please confirm?"	The Consultant will have access to a data room (as set out in the TOR). To the extent that use of the Mezzoteam is required, JTMT will facilitate such use by the Consultant.
27.	Annex D – Special Conditions	Replacement of	"Can you please kindly clarify that in case of replacement through no fault of Consultant	Any request for the replacement of personnel will require



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	Section 15.4	personnel	(illness in particular) JTMT will accept the replacement if the proposed replacement CV represents an equal level of qualification?"	prior written approval from JTMT.
28.	ITB Section 14.2	Reference	"This section sets out that the required translations to the English language shall be borne solely by the bidder. It references section 0 for details. This section does not exist."	The reference here should be to Section "20" in the ITB, not "0" as appears in the RFP document. We apologise for any confusion caused.
29.	ITB Section 14.2	Language and translations	"Can you please clarify that during on site assessments with the current Concessionaire an English speaking contact person will be made available and that documents relevant to the assessment (i.e. maintenance documentation, asset description) will be provided in English language?"	Bidders should be aware that most of the documentation is in English. Where the Consultant considers that certain documents are required for the purposes of conducting the survey and compiling the report, it shall notify JTMT's representative of the documents required and where such documents are in Hebrew a translation of such documents will be provided.
30.	ITB Section 25.2.2	Bid Submission Date	"In the light of the complexity and interdisciplinary aspects of the required services and, as set out in the ITB, the need to get local legal advice beforehand, we would like to ask for an extension of the bid submission date."	JTMT has decided to extend the Bid Submission Date to December 23, 2017.
31.	ITB Section 6.1.3	Bid Submission Date	"Would it be possible to extend the Bid Submission Date to 31 January 2018?"	See above. Because of the constraints of this project (linked to the timetable of the J-Net tender) the requested extension was not considered possible.
32.	ITB Section 17.1(iv)	Technical eligibility requirements	"We request that the company due diligence experience includes all rail types, and not exclusively Light Rail."	Agreed
33.	Annex B-5	Tender requirements	"17.1 iv and v seems to include the need for 2 due diligence studies for Light Rail the size of	Please see amended version of ITB Section 17.1 in response no. 1 above and the corresponding amendment

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	ITB 17.1(iv) and 17.1(v)	forms / information concerning Bidder	Jerusalem, but also an additional 3 due diligence studies of Light rail in excess of 14 kms. This conflicts with the threshold requirements in 17.1 iv. Where only 2 are required and 17.1v is in regards to use of internal resources. Please confirm that only 2 are required."	to Annex B-5 Section II in response no. 2 above.
34.	Annex E Section 1.2	Mandatory requirements for proposed personnel	"Annex E 1.2 requires the Operations expert to be an engineer. Most experienced Operations experts are not normally engineers. We request that the requirement to be an engineer is deleted."	The request is not accepted. The requirement stands.
35.	Annex E Section 1.3	Mandatory requirements for proposed personnel	"Annex E 1.3 requires the Maintenance expert to be an engineer. Most experienced Maintenance experts are not normally engineers. We request that the requirement to be an engineer is deleted."	The request is not accepted. The requirement stands.
36.	ITB 17.1(iii)	Technical eligibility requirements	"Please confirm that the requirement of section 17.1 (iii) is fulfilled with 15 years of experience in LRT projects, some of those years with "design" experience, others with "construction" experience and others in "operation and maintenance"."	Confirmed.
37.	ITB 17.1(iv)	Technical eligibility requirements – due diligence experience	"Please confirm which parameters we should take into account in order to consider an experience in "due diligence studies on lines of at least the magnitude of the Jerusalem LRT System Red Line" (number of passengers, km of	The provision here does not purport to set out detailed parameters relating to the size of the project. For indication purposes only, the Jerusalem LRT System Red Line is 13.8 km long, has 46 LRT vehicles and 23 stops along the line. The requirement set out in 17.1(iv) is a

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			line, etc.)”	‘ball park’ requirement regarding the range to be considered, not an exact benchmark with regard to these or any other parameters. A system which is significantly smaller than this would not count for the requisite due-diligence experience.
38.	Forms, Annex B-5 ITB 17.1	Technical eligibility requirements	<p>“Annex B-5. Tender requirements Forms / Information Concerning Bidder. II. Technical Eligibility Requirements. 17.1. (v) “17.1. (v) Successfully undertaken and completed due diligence studies on at least five (5) operating LRT lines of at least fourteen (14) continuous km in urban conditions in the five (5) year period prior to the submission date of the Bid.”</p> <p>Please confirm that it is not an indispensable requirement (as it is not included in section “17. TECHNICAL ELIGIBILITY”).”</p>	Please see amendment to ITB Section 17.1 in response no. 1 above and the amended form for Annex B-5 Section II in response no. 2 above.