

SCHEDULE 2**DESIGN CONSULTATION PROCESS****1.0 Overview**

- (a) This Schedule 2 describes the design consultation process prior to the Submission Deadline (the "**Design Consultation Process**") which will involve members of the Regional Municipality of Waterloo, advisors to the Region including Infrastructure Ontario, and other stakeholders (collectively, the "**Design Consultation Team**").
- (b) Individual consultation sessions (each, a "**Design Consultation Session**") with the Proponent will take the form of design presentation meetings (each, a "**Design Presentation Meeting**" or "**DPM**") and either design feedback meetings (each, a "**Design Feedback Meeting**") or the provision of verbal or written feedback by the Design Consultation Team to the Proponent.

2.0 General Conditions

- (a) No part of the evaluation of a Proposal will be based on information obtained or shared, on the conduct of the Proponent or the Design Consultation Team or on discussions that occur between the Design Consultation Team and the Proponent during a Design Consultation Session.
- (b) The Proponent will ensure that each of its Proponent Team Members and each individual in attendance on behalf of the Proponent at any part of any Design Consultation Session is familiar with and abides by the terms of this Schedule 2.
- (c) The Design Consultation Team will use reasonable efforts to distribute to all Proponents any new information provided by the Design Consultation Team to the Proponent during a Design Consultation Session. The Design Consultation Team may issue written responses to the Proponent addressing some or all of the questions raised by the Proponent during a Design Consultation Session and/or the Design Consultation Team may issue one or more Addenda.
- (d) All communications with the Design Consultation Team outside of the Design Consultation Sessions should be submitted to the Contact Person in accordance with RFP Section 3.2.
- (e) If the Proponent wishes to follow-up upon anything said or indicated at a Design Consultation Session, the Proponent should submit an RFI in accordance with RFP Section 3.2.
- (f) The Proponent may not release or discuss any items that will be presented in the Financial Proposal during the Design Consultation Sessions.

3.0 Design Consultation Process

- (a) The Design Consultation Process includes the following Commercially Confidential Meetings and communications on design matters (held pursuant to RFP Section 3.4.2(1)(b)):
- (i) Design Presentation Meetings;
 - (ii) Design Feedback Meetings or the provision of verbal or written feedback by the Design Consultation Team to the Proponent;
 - (iii) Ad Hoc Meetings; and
 - (iv) Topic Meetings.

4.0 Purpose of Design Presentation Meetings

- (a) The Design Presentation Meetings will be chaired by the Proponent and are intended:
- (i) to allow the Proponent to present its design proposal in its development stage, to demonstrate an understanding and responsiveness to the design criteria, as well as to demonstrate compliance with the design performance requirements included in the Output Specifications;
 - (ii) to assist the Design Consultation Team in understanding the underlying issues and rationale behind matters raised by the Proponent with respect to the development of its design proposal;
 - (iii) to allow the Proponent to raise questions related to topics addressed in the Output Specifications which are pertinent to the development of its specific design submission as part of its Proposal;
 - (iv) to allow the Proponent to identify and seek resolution on competing objectives of the Output Specifications which are pertinent to the development of its specific design submission as part of its Proposal; and
 - (v) to allow the Proponent to request feedback on its design ideas and concepts with respect to developing its specific design submission as part of its Proposal.
- (b) The Design Presentation Meetings described below are intended to take place during a set period of time, as further set out in Section 7.0 of this Schedule 2. The Proponent will be randomly assigned dates within the period selected in the Timetable for the Design Presentation Meetings.
- (c) The proposed agenda for each Design Presentation Meeting, as well as the expected submittals to facilitate each of the Design Presentation Meetings, are summarized in Sections 10.0, 12.0 and 14.0

of this Schedule 2 and provided in detail in Exhibit A – Scope and Content for DPM and Proposal. The Proponent must provide a final draft agenda indicating the time frames for each part of the DPM to the Contact Person at least four (4) Business Days prior to the first scheduled date for each Design Presentation Meeting. Following receipt of the final draft agenda, the Design Consultation Team will distribute a final approved agenda to the Proponent two (2) Business Days prior to such Proponent's Design Presentation Meeting.

5.0 Purpose of Design Feedback Meeting

- (a) The Design Feedback Meeting will be chaired by the Design Consultation Team and is intended to facilitate communication between the Proponent and the Design Consultation Team regarding matters related to the RFP and, specifically, issues arising from the Design Presentation Meetings. The Design Feedback Meeting is meant as an opportunity:
- (i) for the Design Consultation Team to provide verbal and written feedback on materials submitted by the Proponent in the Design Presentation Meeting and, in particular, the compliance of the design response presented in the developing design proposal with respect to the overall design performance requirements included in the Output Specifications;
 - (ii) for the Proponent to request and receive clarification on issues related to the Output Specifications that are unclear to the Proponent; and
 - (iii) for the Design Consultation Team to provide verbal and/or written feedback on matters raised by the Proponent in the Design Presentation Meeting related to topics which are pertinent to the development of the Proponent's design submission as part of its Proposal.
- (b) The Design Feedback Meeting described below is intended to take place during a set period of time as further set out in Section 7.0 of this Schedule 2. The Proponent will be randomly assigned a date within the period selected in the Timetable for the Design Feedback Meeting.
- (c) The Proponent may provide a list of any requested agenda items to the Contact Person at least five (5) Business Days prior to the scheduled date for each Design Feedback Meeting. Following receipt of the Proponent's list of requested agenda items, the Design Consultation Team will develop a final approved agenda, which will be distributed to the Proponent two (2) Business Days prior to such Proponent's Design Feedback Meeting.
- (d) The Design Feedback Meeting may be cancelled at the sole discretion of the Design Consultation Team if it is deemed that feedback can be provided in a written format. The Design Consultation Team will provide written notice to the Proponent at least five (5) Business Days prior to the scheduled date for the Design Feedback Meeting if the meeting is to be cancelled.

6.0 General Issues Related to Design Consultation Sessions

- (a) The Design Consultation Sessions will be conducted in accordance with the provisions of this Schedule 2.
- (b) For the benefit of continuity, it will generally be expected that the participants in Design Presentation Meeting #1 will be the same participants in all subsequent Design Consultation Sessions, except where the presentation session focuses on disciplines or subject matters not previously included as an agenda item or matter discussed in a prior design consultation meeting.

7.0 Scheduling of Design Consultation Sessions

- (a) The sequence and anticipated topics that will be addressed at each Design Consultation Session are set out in the table below:

Design Consultation Session	Duration	Topics
Design Presentation Meeting #1	Up to 5 hours	Proposal Items B1 through B6 DPM #1 - Project Co shall present its management and technical organization and the Project Management Plan. Project Co shall provide a general overview of the technical aspects with a focus on only issues which need resolution in order Project Co to develop its solutions. No technical breakout sessions are anticipated in DPM #1. Innovations, if presented, shall be presented in a separate session and shall be identified in Project Co's draft agenda. Up to one hour, after the conclusion of DPM#1, may be allocated to innovation items.

Design Consultation Session	Duration	Topics
Design Presentation Meeting #2	Up to 6 hours	<p>Proposal Items B1 through B6</p> <p>DPM #2 - Project Co shall present its approaches to the requirements for the Project Management Plan. Project Co shall focus on presenting their approach to the Construction and Project Schedule issues. Project Co shall provide more information on its technical approaches with a focus on solutions. After the session B1-Project Management, Project Co may request two technical breakout sessions One session for B2-Civil and B4-Construction items and the other session for B3-Systems, B5-Maintenance and B6-Operation. Innovations, if presented, shall be presented in a separate session and shall be identified in Project Co's draft agenda. Up to one hour, after the conclusion of DPM#2, may be allocated to innovation items.</p>
Design Presentation Meeting #3	Up to 8 hours	<p>Proposal Items B1 through B6</p> <p>DPM #3 - Project Co shall present its detailed approaches to the requirements for the Project Management Plan. Project Co shall focus on presenting their detailed approach to the Construction and Project Schedule issues. Project Co shall provide definitive information on its technical approaches with a focus on specific solutions. After the session B1-Project Management, Project Co may request up to three technical breakout sessions One session for B4-Construction items, the second session for B2-Civil and B3-Systems, and the third session for B5-Maintenance and B6-Operation. Innovations, if presented, shall be presented in a separate session and shall be identified in Project Co's draft agenda. Up to one hour, after the conclusion of DPM#3, may be allocated to innovation items.</p>

Design Consultation Session	Duration	Topics
Design Feedback Meeting	Up to 2 hours	As Required

- (b) The Design Consultation Team will assign Design Consultation Session dates to the Proponent as set out in the Timetable. The identification of venue(s) for all Design Consultation Sessions will be confirmed with the Proponent at a later date. The Proponent should note that the venue(s) for all Design Consultation Sessions will be located in the Region of Waterloo.
- (c) If the Proponent requests additional meetings, or if the Design Consultation Team considers it desirable or necessary to schedule additional meetings, the Design Consultation Team may, in its discretion, schedule any such additional meetings.
- (d) The Proponent may, in its discretion, decline to attend any Design Consultation Session by notice in writing to the Contact Person delivered to the Contact Person at least five (5) Business Days prior to the scheduled date for the meeting. However, Proponents are strongly encouraged to attend and, in accordance with RFP Section 3.4.2(2), a Proponent’s failure to attend is at the Proponent’s sole risk and responsibility.

8.0 Attendance by the Design Consultation Team

- (a) The Design Consultation Team will, in its discretion, determine which members of the Design Consultation Team will be present at any Design Consultation Session with the Proponent.
- (b) The Region has engaged a Fairness Monitor with responsibility, as an independent observer, to review the development and implementation of the procurement process related to the Project from a fairness perspective. This includes, but is not limited to, participating in any or all aspects of the Design Consultation Process. The Fairness Monitor will report only to the Design Consultation Team and will provide, on an ongoing basis, an objective opinion as to the fairness of the procurement process related to the Project.

9.0 Design Presentation Meetings and Agenda

- (a) Proponents will make presentations during Design Presentation Meetings addressing all of the submittal requirements. It is intended that most of the presentation will be by PowerPoint and Proponents will submit hard copies of the PowerPoint materials at the end of their presentations. If Exhibit A calls for a General Demonstration (GD) or the Specific Demonstration (SD), hard copies shall be available as part of the DPM.

10.0 Design Presentation Meeting #1

- (a) The agenda for Design Presentation Meeting #1 will be based on Exhibit A and the times frames provided by Project Co for each main topic – B1 through B6.
- (b) Submittals for Design Presentation #1:
 - (i) Five hard copies of the PowerPoint responding to the specific items in Exhibit A for DPM#1.

11.0 Feedback for Design Presentation Meeting #1

- (a) The Proponent may receive feedback regarding Design Presentation Meeting #1 in accordance with the dates set out in the Timetable. Written feedback provided for Design Presentation Meeting #1 will comment on whether the Design Consultation Team has identified elements of the presentation that may potentially form a non-compliant bid for each of the Plans and construction schedule presented.

12.0 Design Presentation Meeting #2

- (a) The agenda for Design Presentation Meeting #2 will be based on Exhibit A and the times frames provided by Project Co for each main topic – B1 through B6.
- (b) Submittals for Design Presentation #2
 - (i) Five hard copies of the PowerPoint responding to the specific items in Exhibit A for DPM#2 and one hard copy of any General Demonstration (GD) or the Specific Demonstration (SD) used during DPM#2 unless otherwise noted in Exhibit A.

13.0 Feedback for Design Presentation Meeting #2

- (a) The Proponent may receive written feedback regarding Design Presentation Meeting #2. Written feedback provided for Design Presentation Meeting #2 will comment on whether the Design Consultation Team has identified elements of the proponent presentation that may potentially form a non-compliant bid for each of the B1 through B6 categories presented.

14.0 Design Presentation Meeting #3

- (a) The agenda for Design Presentation Meeting #3 will be based on Exhibit A and the times frames provided by Project Co for each main topic – B1 through B6.

- (b) Submittals for Design Presentation Meeting #3:
 - (i) Five hard copies of the PowerPoint responding to the specific items in Exhibit A for DPM#3 and one copy of any General Demonstration (GD) or the Specific Demonstration (SD) used during DPM#3 unless otherwise noted in Exhibit A.

15.0 Feedback for Design Presentation Meeting #3

- (a) The Proponent may receive written feedback regarding Design Presentation Meeting #3. Written feedback provided for Meeting #3 will comment on whether the Design Consultation Team has identified elements of the Proponent's presentation that may potentially form a non-compliant bid.

16.0 Design Feedback Meeting

- (a) The agenda for the Design Feedback Meeting will be based on the Proponent's requested items, as approved by the Design Consultation Team:
 - (i) Key revisions to design submissions based on written or verbal feedback from past Design Presentation Meetings;
 - (ii) Outstanding design items not addressed in previous design consultation sessions; and
 - (iii) Overall design submission development.
- (b) If the Design Consultation Team considers it unnecessary to schedule Design Feedback Presentation Meeting, the Design Consultation Team may, in its discretion, cancel such meeting by notice in writing to the Proponent at least seven (7) Business Days prior to the scheduled date for the meeting.

17.0 Ad Hoc Meeting

- (a) One ad hoc meeting (an "**Ad Hoc Meeting**") may be requested by either the Design Consultation Team or the Proponent prior to the Submission Deadline during the period identified in Section 3.1(1) (Timetable) of Schedule 1 of this RFP.
- (b) The requesting party must submit the proposed agenda for the Ad Hoc Meeting at least 72 hours prior to the Ad Hoc Meeting.
- (c) The Ad Hoc Meeting may be held at any time prior to the Submission Deadline.

18.0 Topic Meetings

- (a) The Topic Meetings are intended to enable the Design Consultation Team to share common information on specific topics related to the Project with all Proponents in a plenary meeting(s) format (the "**Topic Meetings**"). Unless so designated by the Design Consultation Team, attendance

at Topic Meetings is not mandatory and it is up to the Proponent to determine whether or not to take part in such Topic Meetings. The Topic Meetings shall be announced at a minimum of 72 hours prior to their scheduled commencement time.