

NEVADA COUNTY TRANSPORTATION COMMISSION

Questions and Answers regarding the Rural Induced Demand Study RFP released on 07/06/2022

This is a summary of all questions submitted.

Question 1. Would NCTC reconsider their position that the ideal team would include legal counsel with subject matter expertise relating to CEQA? Including attorney's as subconsultants would be problematic for any Consultant proposing who is not a legal firm because 1) State bar would require that attorney's be contracted directly with the Client, otherwise the Client will lose the benefit of attorney client privilege; and 2) Consultants who are not legal firms do not carry the proper insurance to cover the attorney's services.

A. Given the concerns cited and after discussion with NCTC's legal counsel, prospective consultants are not expected to include legal counsel on their team. NCTC encourages consultant(s) to include a well rounded team that is capable of researching, evaluating, and addressing the applicability of induced demand on rural highway improvements. To this extent, consultant(s) may include CEQA practitioners to provide guidance on assessing induced demand on rural projects during the environmental documentation phase of projects.

Question 2. Is NCTC willing to negotiate modifications to the indemnification terms contained in the sample Agreement? The language as written exceeds the scope of available professional liability insurance. Professional liability insurance covers liability arising from a Consultant's negligence only and does not cover liability assumed under contract. We would like to suggest to the following modifications to the terms to make the language insurable under the required professional liability coverage.

*21. **Indemnification:** Consultant agrees to indemnify, fund the defense of, and hold harmless, NCTC and its directors, officers, agents, and employees (the "Indemnitees") from and against any and all actions, suits, claims, demands, liabilities, damages, costs and expenses, including reasonable attorneys' fees and costs, to the extent arising out of, pertaining to, relating to, or in any way connected with the Consultants negligence in the performance of this Agreement; ~~however caused;~~ regardless of any passive negligent act of an Indemnatee, ~~whether active or passive;~~ excepting only such claims as may be caused by the sole or active negligence or willful misconduct of an Indemnatee. Consultant shall pay all costs that may be incurred by NCTC in enforcing this indemnity, including reasonable attorneys' fees. The provisions of this Section shall survive the expiration, termination or assignment of this Agreement.*

A. The Sample Agreement contains NCTC's standard contract language and at this time we cannot accept the proposed modifications. NCTC will typically review and negotiate contract language changes after the consultant selection process.

Question 3. There are 3 forms listed on the RFP website that are not included in the RFP - the Exhibit C Levine Act Disclosure Statement, Electronic Deposit Authorization Form, and Vendor Data Record. Are we required to submit these forms with our Proposal?

A. The "Exhibit C – Levine Act Disclosure Statement", "Electronic Deposit Authorization Form", and "Vendor Data Record" form are not required to be included with the proposal. These

forms are also included in the "Sample NCTC Professional Services Agreement" that the selected consultant will be required to fill out.

Question 4. The link for the Electronic Deposit Authorization Form on the RFP website pulls up form 10-K, is this an error?

A. Yes, the website link has been updated to include the correct form for "Electronic Deposit Authorization", which is also attached to this email.

Question 5. Is there a DBE Requirement for this RFP?

A. NCTC does not have a DBE requirement for the Rural Induced Demand Study. Consultants are encouraged to team with DBE firms when possible.

Question 6. If we submit without a DBE firm, are we required to submit forms 10-O1 and 10-O2?

A. Yes, forms 10-O1 and 10-O2 are required to be included with the proposal submittal package regardless of the teaming arrangements.

Question 7. On pages 5-6 of the RFP, a schedule is requested in both Section B. Technical Approach, and Section D. Project Schedule and Costs. Please clarify if the schedule for Section B. is intended to be an outline format and the one for Section D is intended to be a more detailed schedule. If only one detailed schedule is desired, please clarify which of these sections you'd like the schedule to be placed in.

A. Please only include one project schedule in Section D of the proposal.