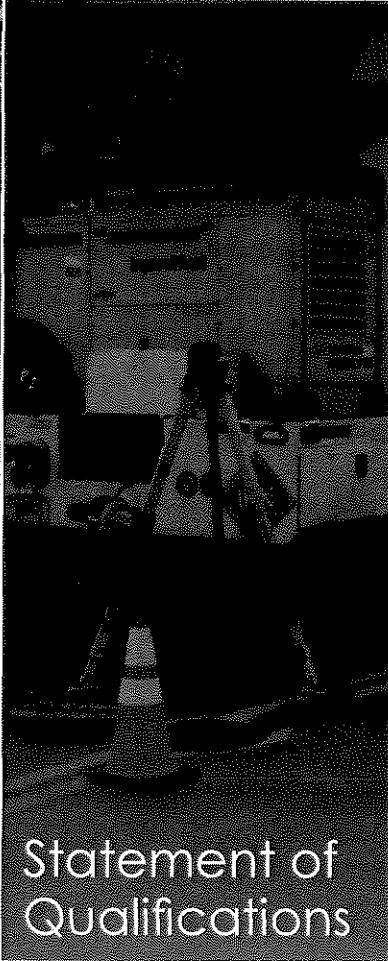
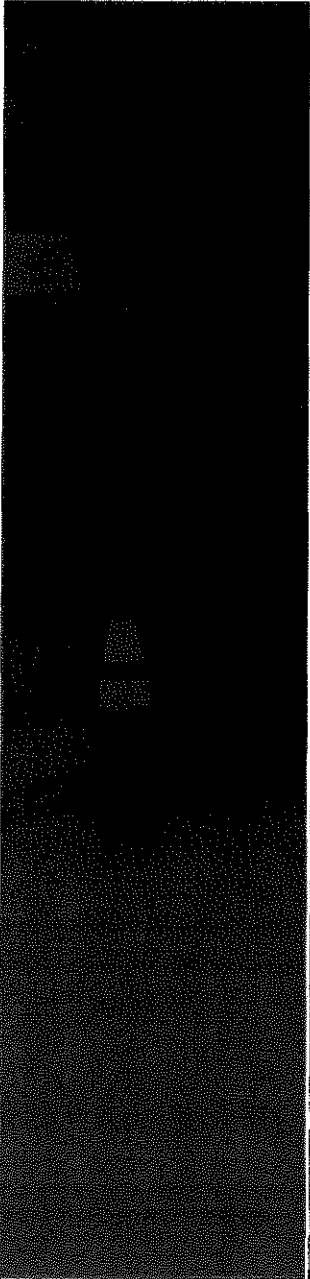


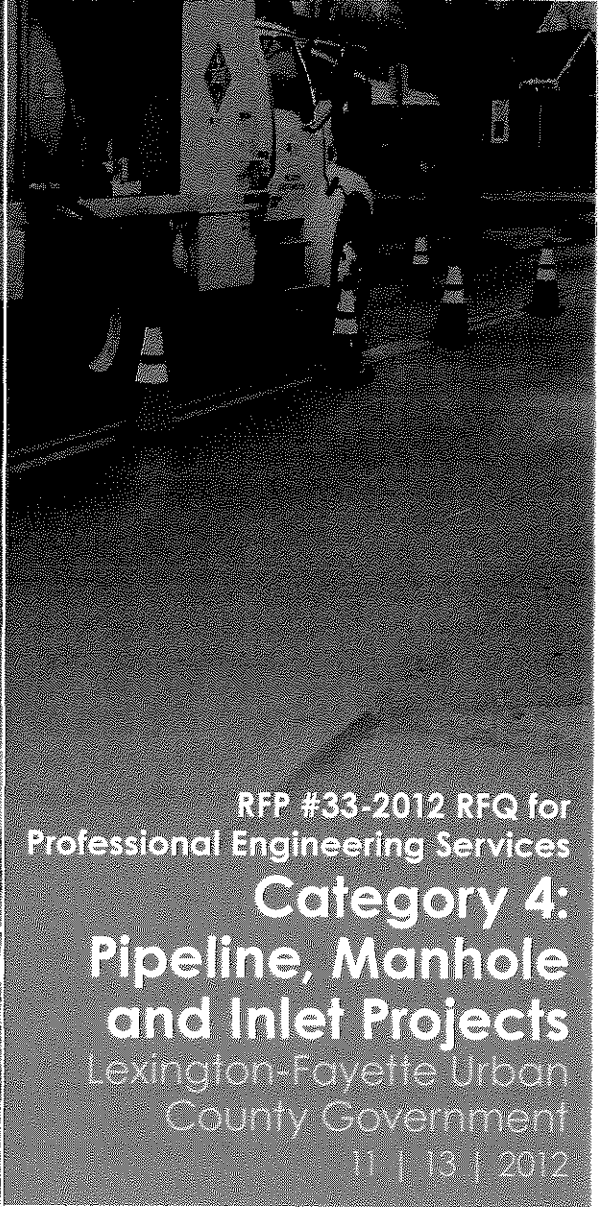
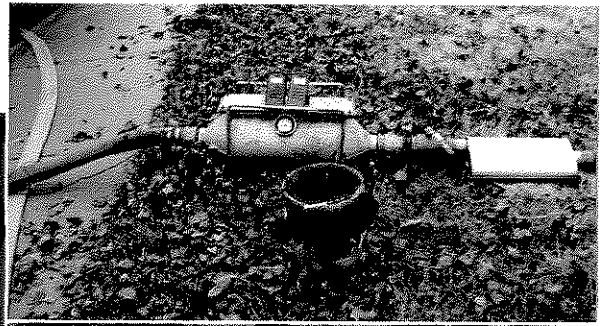
EXHIBIT C

PROPOSAL OF ENGINEERING SERVICES

AND RELATED MATTERS



Statement of Qualifications



RFP #33-2012 RFQ for
Professional Engineering Services
Category 4:
**Pipeline, Manhole
and Inlet Projects**
Lexington-Fayette Urban
County Government
11 | 13 | 2012



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801 Corporate Drive | Lexington, KY 40503 | 859-223-3999



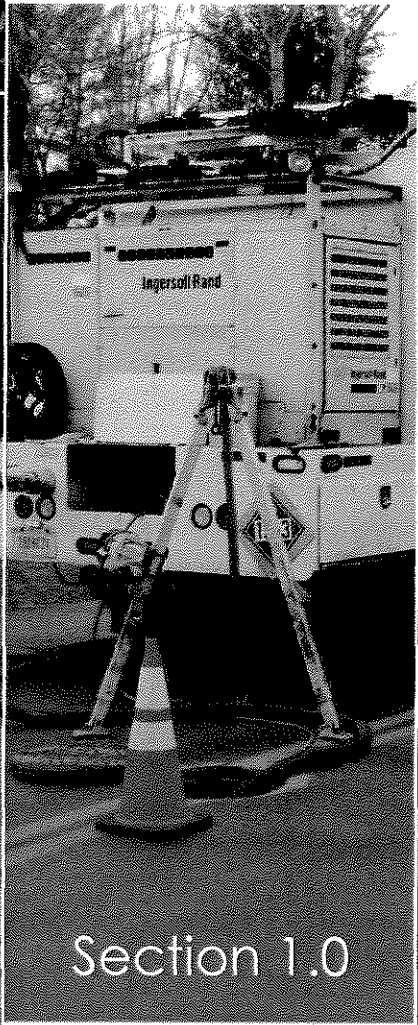
Statement of Qualifications

Category 4: Pipeline, Manhole and Inlet Projects

Lexington-Fayette Urban County Government RFP #33-2012, Professional Engineering Services Lexington, KY

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GRW | engineers | architects | planners
801 Corporate Drive • Lexington, KY 40503
859.223.3999 • www.grwinc.com

November 12, 2012

Mr. Todd Slatin, Acting Director
Division of Central Purchasing
Lexington-Fayette Urban County Government
Room 338, Government Center
200 East Main Street
Lexington, KY 40507

Re: RFP #33-2012 RFQ for Professional Engineering Services
Category 4: Pipeline, Manhole and Inlet Projects

Dear Mr. Slatin:

GRW has a long history of providing planning, design and construction administration services for municipal wastewater and stormwater systems. Our comprehensive, in-house services assure a quality product, and our business philosophy of providing *close, personal service* will result in a smooth project experience for LFUCG.

The attached SOQ summarizes GRW's applicable water resources experience, and highlights projects which I believe are relevant to LFUCG's Category 4: Pipeline, Manhole and Inlet Projects. In regard to GRW's qualifications, I offer the following which I believe distinguishes GRW from our competitors.

Experience: For nearly 50 years, GRW's professionals have delivered fiscally responsive and operationally efficient water resources design solutions by working in partnership with locally elected officials, wastewater and stormwater service providers, and state environmental and health administrators. For your evaluation, we have provided a partial summary of our pipeline, manhole and inlet project design experience in Sections 2 and 5.

Local Project Team: GRW is an employee-owned, full service, multidiscipline engineering, architectural and planning design firm with more than 220 staff members. Headquartered in Lexington, KY, GRW has multiple offices in Kentucky, Ohio, Indiana, Tennessee, and Texas. We have more than 140 employees, representing a wide range of disciplines and based in Lexington, including the entire proposed team for the Pipeline, Manhole and Inlet Projects Contract.

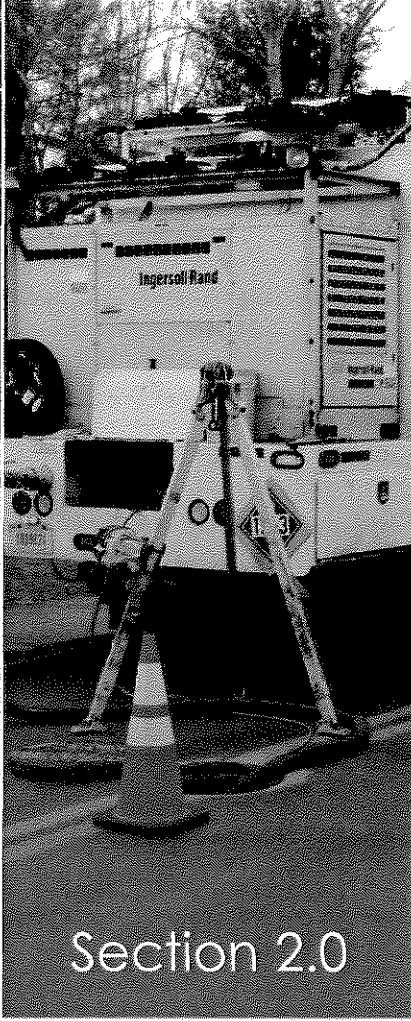
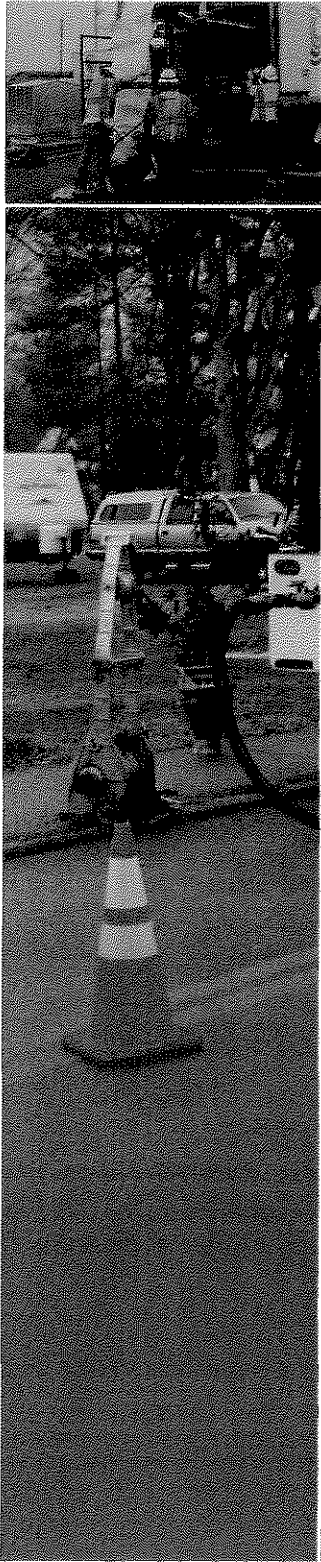
Service: While GRW offers the resources to successfully complete your projects, we are able to maintain our business philosophy of providing personalized service on a daily basis. I invite you to contact our client references listed in Section 4 for information regarding our past and current performance.

Finally, please contact me if you have questions regarding our experience. I certainly look forward to the opportunity of working with you and your staff.

Sincerely,

A handwritten signature in cursive script that reads "Bob Smallwood".

Bob Smallwood, PE
Vice President



Section 2.0



Firm Qualifications

2.0 Firm Qualifications

Founded in 1965 by Mr. G. Reynolds Watkins to provide wastewater and water system planning and design services, GRW is an employee-owned, full service, multidiscipline engineering, architectural and planning design firm with more than 220 staff members. Headquartered in Lexington, KY, GRW has multiple offices in Kentucky, Ohio, Indiana, Tennessee, and Texas. We have more than 140 employees, representing a wide range of disciplines and based in Lexington, including the entire proposed team for the Pipeline, Manhole, Inlet Design Contract. With these extensive resources, GRW can complete most projects including planning, design and construction inspection with total in-house local staffing.

GRW Clients Can Count on Our Vast Success, Experience and Design Expertise GRW has performed wet weather flow investigations (including Infiltration/Inflow Studies, Sewer System Evaluation Studies (SSES), System Evaluation and Capacity Assurance Plans (SECAP), and Sanitary Sewer Overflow Plans (SSOP) for approximately **75 cities** and over **15 million feet** of collector and interceptor sewers. Our I/I investigations have used collection system flow monitoring with associated rainfall data collection to locate and quantify wet weather flows. GRW coordinated Sewer System Evaluation Studies (SSES) have allowed specific collection system deficiencies to be located through the utilization of traditional smoke testing, dye testing, manhole inspections, night flow isolations, pipe internal television inspection, and electronic/sonar leak detection.

GRW also maintains a corporate membership with **NASSCO, National Association of Sewer Service Companies. GRW has eight (8) staff certified in PACP (Pipeline Assessment and Certification Program), with three (3) in the Lexington office.** GRW is very familiar with most commercial software associated with pipe internal television inspection and PACP methodology. GRW is committed to working with our clients to reduce wastewater flows due to inflow/infiltration and routinely implement state-of-the-art technology associated with sanitary sewer investigation and rehabilitation.

GRW has developed several sewer hydraulic models for their clients to demonstrate capacity deficiencies and remedies, as well as assistance in providing response for Federal and State Consent Decrees/Judgments. Several of these models have also assisted in development of a comprehensive approach to Capacity, Management, Operation, and Maintenance (CMOM).

GRW is a Leader in Use of Current Technologies Our collection system investigations and modeling have been followed up with engineering evaluation and design of sewer rehabilitation alternatives. GRW has been instrumental in the application of proven state-of-the-art rehabilitation methods and we closely follow development of newer technology such as UV Cured-In-Place (CIPP) methods .

Rehabilitation Methods Used

- Steam or Hot Water Cured-In-Place (CIPP) lining
- UV Cured-In-Place (CIPP) lining
- "Top Hat" Repair of Service Connections and Laterals
- "Inserta Tee" for Repair of Full Length Laterals
- Various Manhole/Restoration Methods
- Various "Private Property" Repair Methods for Laterals
- Shotcrete Rehabilitation of Interceptor Sewers and Manholes
- Removal of Roof Drains, Sump Pumps, and Footer Drains
- Pipeline replacement
- Pipeline spot replacement (Point Repair)
- Pipe Bursting
- Direction Drilling Pipe Replacement

GRW is committed to the removal of I/I from sanitary sewer systems. We are NASSCO PACP certified and we routinely provide planning, design, and construction for several million dollars per year in sanitary sewer rehabilitation services.

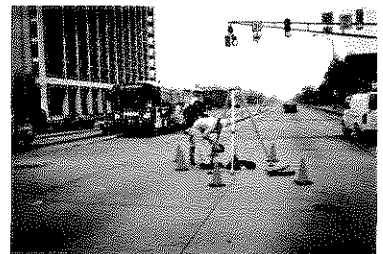
For your evaluation, we have provided a partial experience summary of our major wastewater pipeline rehabilitation projects at the end of this section; please see Section 5 for detailed examples of wastewater pipeline investigation and rehabilitation projects associated directly with the experience of our proposed project team.

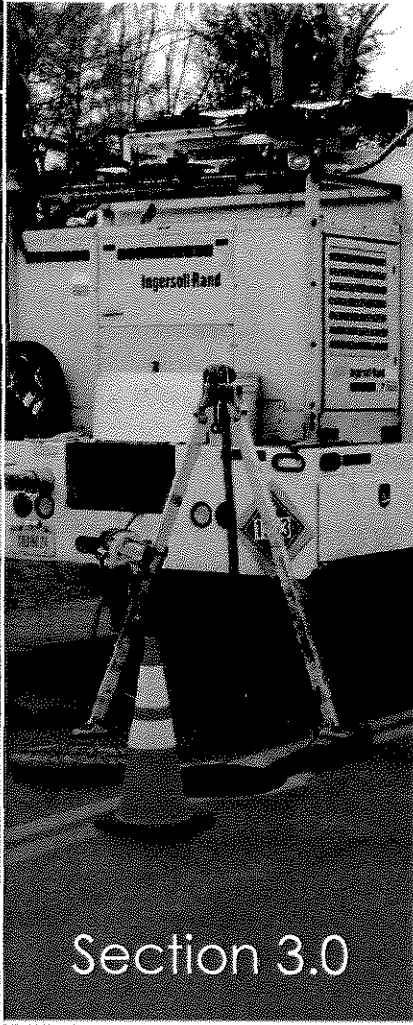
GRW Provides Decades of Kentucky Wastewater Funding Experience. GRW also has nearly 50 years of experience with the financing and funding aspects of wastewater facilities. The GRW staff has worked with virtually every funding agency and mechanism possible concerning the financing and funding of these projects. It is understood a large portion of the project funding for these projects will be through the Kentucky Infrastructure Authority Clean Water State Revolving Fund (KIA CWSRF). In fact, **GRW worked with the KIA on Kentucky's first CWSRF Fund A project.** GRW is very experienced in preparing the contract documents in accordance with the CWSRF requirements, preparing post-bid authority to award packages, conducting Davis-Bacon wage employee field interviews, performing compliance payroll review, and submitting all monthly and final documentation and pay estimates in accordance with the program guidelines. **GRW understands not only the planning and design components, but also the need to provide full service and understanding to our clients for their funding needs.**

GRW's Experience Sets Us Apart. Our professional staff is headquartered in Lexington, Kentucky and available to you for immediate impromptu meetings and response to questions that often arise in the planning, design, and construction of wastewater projects. The GRW staff is committed to providing technical excellence and personal service to our clients as a guiding principle. This dedication to service has resulted in repeat clients providing 90 percent of GRW's current workload.

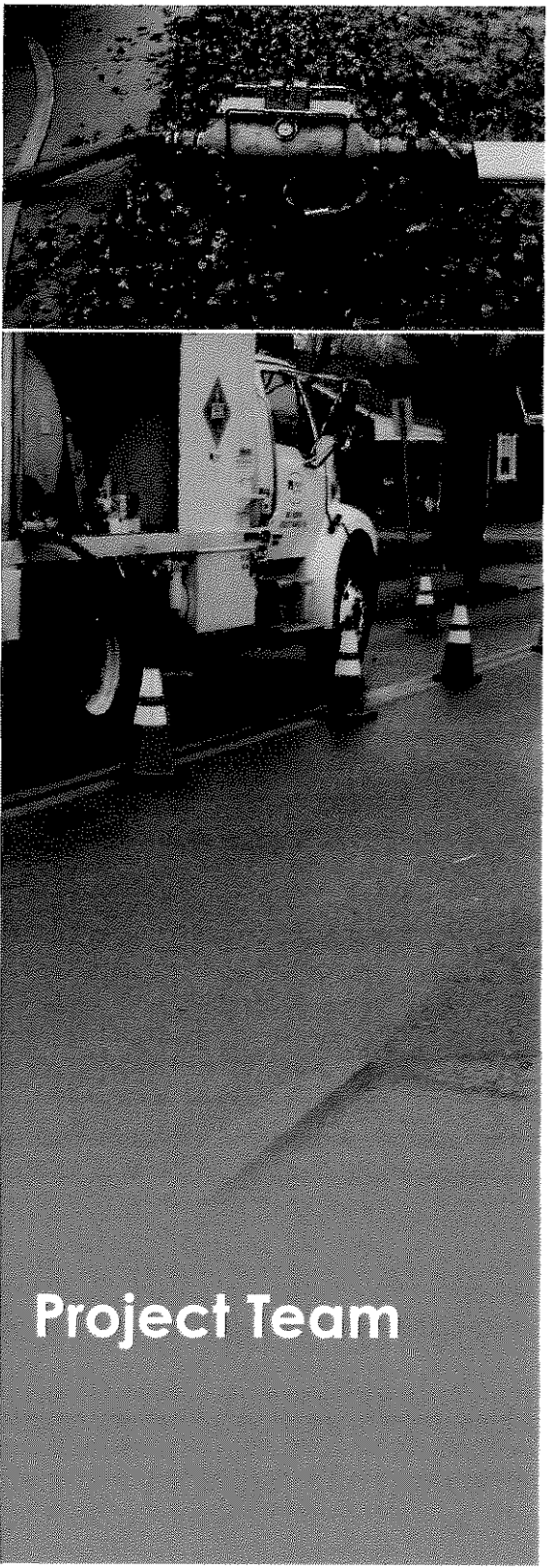
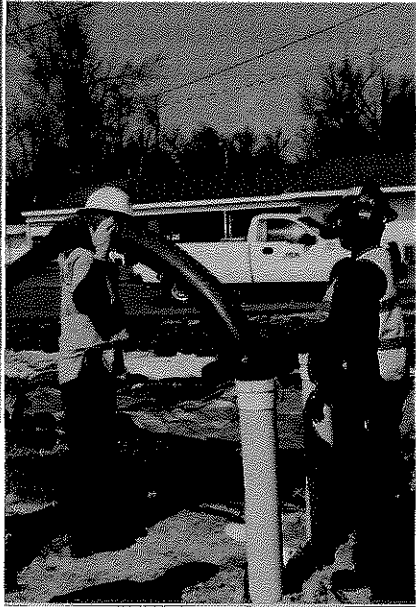
Partial Pipeline, Manhole, Inlet Experience Summary

- **Paducah, KY** - Seven-phase rehabilitation work (2005-2011); CIPP lining, point repairs, manhole repairs, lateral repair/replacement of more than 78,000 LF of 6" to 24" diameter pipe
- **Corbin, KY** - 4,294 LF of CIPP 8" and 10" sewers; removal/replacement of 48 manholes; and point repairs; 12,600 LF of CIPP 8" - 12" diameter sewers; 900 manhole repairs; point repairs; connection replacements
- **Bloomington, IN** - Westwood/Highland Village: Pipe bursting and replacement of 4000 LF of 10" vitrified clay pipe with 14" high density polyethylene pipe; 4600 LF CIPP
- **Beaver Dam, KY** - 22,472 LF of 8" and 10" cured-in-place sanitary sewers and replacement of 1,013 LF of 8' gravity sewers
- **Murray, KY** – Seven-phase program including more than 50,000 LF of collection sys rehab including CIPP lining, line replacement & point repairs
- **Wilmore, KY** - 25,322 LF of clean and TV inspection; 800 LF of dig and replace; root removal; 2000 LF of slip lining; and manhole rehabilitation
- **Hodgenville Sanitary Sewer Rehabilitation 2012, Hodgenville, KY** - Design and construction services for the next phase of the City's KIA-funded full-service sanitary sewer rehabilitation program





Section 3.0



Project Team

3.0 Project Team

Team Introduction



GRW is a full service, multidiscipline engineering, architectural and planning design firm with more than 220 staff members including a team of **60+ water resource professionals**. Representing a wide range of disciplines, our **headquarters office in Lexington includes 140+ employees**. In addition, our water resource engineers are supported by **GRW's Lexington-based, in-house team of more than 40 architectural, mechanical, electrical/ instrumentation, civil/site and structural professionals**. With these extensive resources, GRW can complete most projects including planning, design and construction inspection with total in-house staffing.

Local Design and Project Management: For the LFUCG Pipeline, Manhole and Inlet Projects Contract, GRW will serve as the prime consultant and coordinator for the project. **All of GRW's work for this contract will be performed in our Lexington office and managed by Lexington-based employees: Project Manager, Bob Smallwood, PE, and Assistant Project Manager, Alan Bryan, PE, with Sanitary Sewer Rehabilitation Specialist, John Langley, PACP.**

Our Local Subconsultants: Teaming with GRW are several Lexington-based firms, with which GRW has previously worked. In order to **meet or exceed LFUCG's 10% DBE participation goal**, our team includes two DBE firms. An overview of our local teammates includes:

- **Hall-Harmon Engineers (local DBE firm)**
Project Surveys/Existing Utility Location and Deed Easement/Easement Preparation, Resident Observation
- **Cultural Resource Analysts**
Archeological/Historical Consultant
- **Third Rock Consultants (local DBE firm)**
Landscape Design/Streambank Restoration and Environmental Consultant
- **Consulting Services Incorporated (CSI)**
Geotechnical/Materials Engineering



Hall-Harmon Engineers, Inc. (HHE) is a Lexington-based firm specializing in civil engineering and land surveying with major emphasis in transportation facilities, site development, site utilities and land surveying. HHE has extensive experience with providing engineering design and surveying services on various types of projects for the Lexington-Fayette Urban County Government as both prime consultant and subconsultant. The firm's LFUCG work involving surveying, roadway design, bike lane/trail design, storm water and sanitary sewer design makes HHE very familiar with LFUCG Practices and Policies, Standard Drawings and Infrastructure Manuals. HHE currently employs three engineers, three engineering/CADD technicians and survey field crew with the potential to expand, as the workload requires. The firm has been a **certified DBE/WBE with Kentucky Transportation Cabinet (KYTC)** for the past 15 years and is **LFUCG DBE certified**. A few examples of HHE's LFUCG project experience include:

- Updated 201 Plan Update - subconsultant for engineering services
- Cane Run Trunk Sewer System Rehabilitation - subconsultant for surveying services
- Jacobson Park Sewer Easements - prime consultant for sanitary sewer easement preparation
- West Hickman Creek Trunk Sewer System Rehabilitation - subconsultant for surveying services
- South Elkhorn Subwatershed Trunk Sewer System Rehabilitation - subconsultant for surveying services
- West Hickman WWTP Upgrade - subconsultant for surveying and engineering design services



Third Rock Consultants, LLC (Third Rock), with offices in Lexington (headquarters) and Louisville, Kentucky; and Nashville and Knoxville, Tennessee was established in the fall of 2000. Third Rock is recognized as a leading environmental firm in the region, achieving this distinction through a combination of superior technical skills and commitment to meeting their clients' needs. Third Rock's services have focused on support services for engineering projects, biological and ecological analyses, environmental permitting, stream mitigation design, and NEPA documentation. The firm serves a wide range of private and public clients, including water quality focused projects for the Division of Environmental Quality and Public Works. **Third Rock's staff is well versed in the consent decree and remedial measures plans** that have been developed and is prepared to provide the services needed to support GRW's engineering professionals. **Third Rock is an LFUCG-certified DBE.**



Consulting Services Incorporated (CSI) is headquartered in Lexington and employs approximately 40 team members. Their staff includes Professional Engineers and ICC-certified Special Inspectors with experience in geotechnical, construction and materials engineering, testing and IBC special inspection fields. CSI can provide these services: geotechnical exploration/soils reports; site assessments for permitting/civil design; pavement studies and design; site specific seismic studies for international building code (IBC); geophysical studies; and soil & rock drilling/sampling. Also, CSI's in-house materials laboratory is certified by AASHTO (AMRL/AAP R-18), US Army Corp of Engineers and the Kentucky Transportation Cabinet to provide testing for concrete, soils, aggregates, masonry, asphalt and steel.

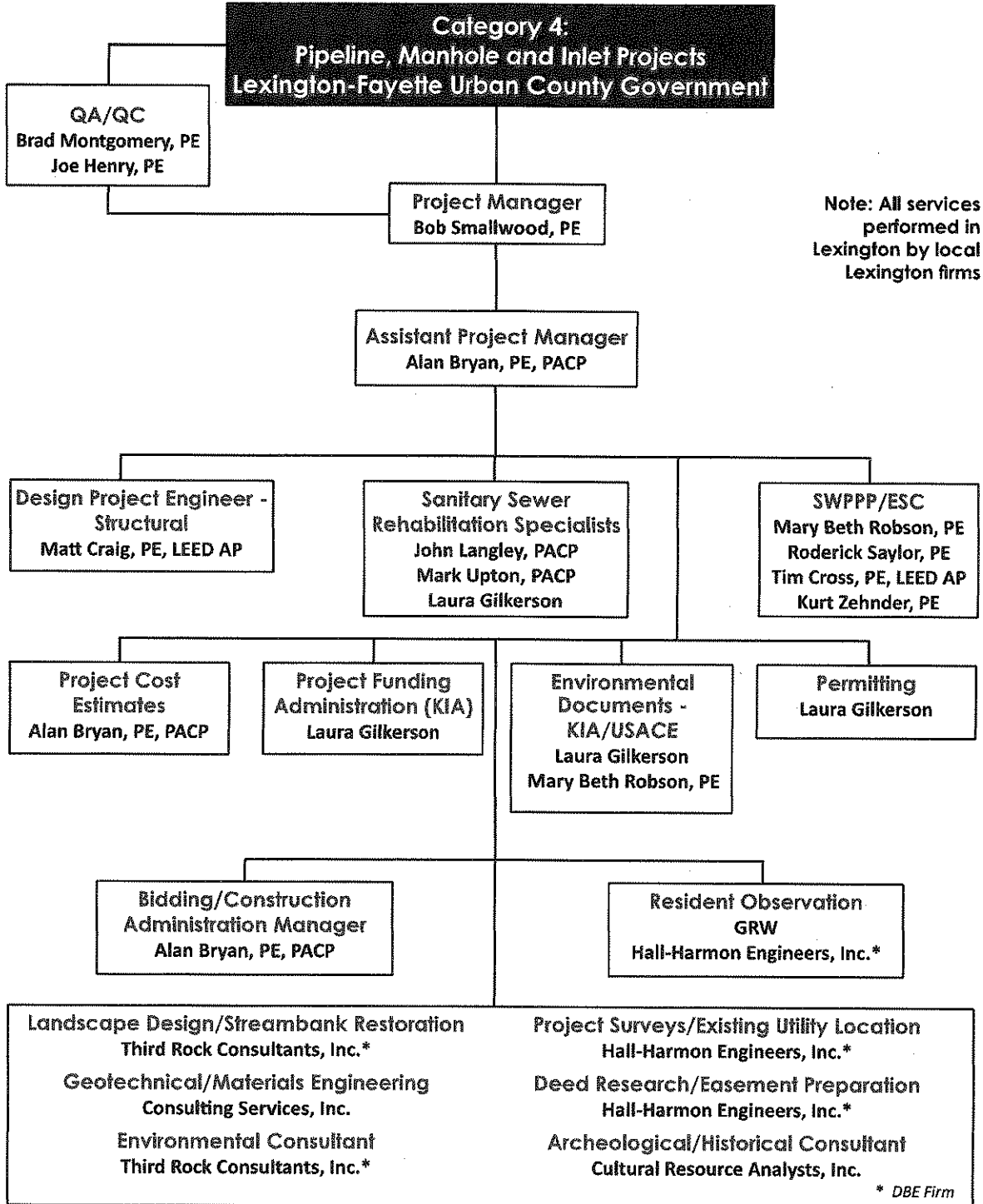


Cultural Resource Analysts, (CRA) is a leading, full-service, historic preservation company with corporate offices in Lexington. Having built an extensive knowledge and experience base, CRA is recognized as the premier firm when a company seeks efficient, professional work. For over 26 years, CRA has been conducting cultural resource management services for both public and private sector clients for a variety of development types, some of which include airports, mines, military installations, oil and gas development, pipelines, private development, quarries, reservoirs, telecommunication towers, transmission lines, transportation, utilities, and wind farms. The firm offers a full range of technical expertise for the identification, documentation, evaluation, and protection of historic buildings, structures, and landscapes.

Risk Management Plan

We understand LFUCG's concern regarding the possibility that a key project team member (i.e., Project Manager, Assistant Project Manager, Project Engineer) may need to be replaced prior to completion of a Task Order. The size and staff level of GRW's local Lexington headquarters office provides multiple replacement options of seasoned, experienced design professionals if this unlikely event were to occur. GRW's Project Manager, Mr. Bob Smallwood, PE, has 38 years of wastewater system engineering experience (all with GRW's local office) including numerous sewer rehabilitation, eight assignments for Paducah, KY and three phases for Corbin, KY, and three phases in Harrodsburg, KY, while serving either as Project Engineer, Project Manager or Principal. Our local Lexington engineering staff include: Assistant Project Manager Alan Bryan (20 years' experience, 15 with GRW), Brad Montgomery, PE (30 years experience, all with GRW), John Langley (41 years experience all with GRW) and Laura Gilkerson (28/13). All of these personnel have prior sewer rehabilitation design experience and would be able to "step up" if needed. In summary, GRW has multiple options if replacement of a key team member (all of whom have decades of related experience in GRW's local Lexington office) were required.

Organizational Overview: The organizational chart shown below summarizes GRW's 100 percent local team, including our project management and QA/QC team, engineering and technical staff, subconsultants and DBE team members.



Note: All services performed in Lexington by local Lexington firms

Project Team Qualifications and Resume Summaries

The following table summarizes personnel qualifications and provides a resume summary for each key GRW team member. The team member's listed experience examples include the project name, employee's project responsibility/role and project completion date. NOTE: Experience examples marked with an asterisk denote projects highlighted in Section 5.0, "List of Projects: Similar Design Services."

| GRW Key Personnel (All Team Members Located in Lexington) Project Team Qualifications / Resume Summaries | | |
|---|----------------------------------|---|
| Team Member and Contract Responsibility | Years Experience With Firm/Total | Experience Examples Team Member's Role and Date* |
| Bob Smallwood, PE Project Manager | 38/38 | <ul style="list-style-type: none"> ▣ Paducah-McCracken JSA WW Sys Rehab Projects (multi-phases)/ PIC / 2006-2012* ▣ Corbin WW Sys Rehab Projects (multi-phase) / PIC/ 2012* ▣ Hodgenville Wastewater System Rehab. / PIC / 2012 * |
| Alan Bryan, PE, PACP Assistant Project Manager, Estimates, CA | 15/20 | <ul style="list-style-type: none"> ▣ Paducah-McCracken JSA I/I Removal / PM / 2013 * ▣ Burnside WW Collection System, Phase I & II / PM / '07, '10 ▣ Wilmore Sewer Rehab Projects / PM/ 2009* |
| John Langley, PACP Sanitary Sewer Rehabilitation Specialist | 41/41 | <ul style="list-style-type: none"> ▣ Corbin WW Sys. Rehab Projects (multi-phases)/ SRS / 2012* ▣ Harrodsburg Wastewater System Rehabilitation / SRS / 2012 ▣ Hodgenville Wastewater System Rehab. / SRS / 2012 * ▣ Beaver Dam Sanitary Swr Eval Survey & Rehab / SRS /2005 ▣ Wilmore Wastewater System Rehabilitation / SRS / 2009* |
| Laura Gilkerson Sewer Rehabilitation Specialist, Funding, Permitting, Environmental | 20/28 | <ul style="list-style-type: none"> ▣ Corbin WW Sys Rehab Projects (multi-phs)/ PE & FA / 2012* ▣ Frankfort Country Ln Sewer Rehab/ PE & FA / 2013 ▣ Harrodsburg WW System Rehabilitation / PE & FA/ 2012 ▣ Hodgenville Wastewater System Rehab. / PM & FA/ 2012* ▣ Wilmore WW System Rehabilitation / PE & FA/ 2009* |
| Brad Montgomery, PE QA/QC | 30/30 | <ul style="list-style-type: none"> ▣ Louisville MSD Middale Ln Sewer Sys Eval & Rehab/ PM / ▣ Murray East Fork Clarks River Interceptor Flow Monitoring and Capacity Assessment / PIC/ 2009 ▣ Pendleton County (KY) Sewer Sys Improvements / PIC/ 2013 |
| Joe Henry, PE QA/QC | 32/27 | <ul style="list-style-type: none"> ▣ Frankfort Country Lane Sewer Rehab/ PM / 2013 ▣ Beaver Dam Sanitary Swr Eval Survey & Rehab / PM /2005 |
| Matt Craig, PE, LEED AP Structural | 4/22 | <ul style="list-style-type: none"> ▣ Frankfort PS, FM and Intercpt Sewer Improv / SE / 2012 ▣ Lexington Expansion Area 2A Watershed / SE / 2012 ▣ Frankfort WWTP EQ Basin / SE / 2012-13 |

***Denotes project example from Section 5.0, List of Similar Design Services Projects**

Team Member's Role Key: PIC=Principal-in-Charge, PM=Project Manager, PE=Project Engineer, SRS=Sewer Rehabilitation Specialist; SE=Structural Engineer, FA=Funding Administration

Bob Smallwood, PE, PLS GRW Project Manager



Years of Experience: 38

Years with GRW: 38

Education

B.S., Civil Engineering and M.S. Sanitary
 Engineering & Hydraulics, University of KY

Registration

Professional Engineer: KY, IN, OH, NC, PA, WV, GA
 Professional Land Surveyor, KY

Qualifications and Similar Project Experience

Mr. Smallwood has participated in the planning and design of over 20 wastewater collection system wet weather flow investigations and associated collection system improvement projects. This experience includes infiltration/inflow investigations, sanitary sewer evaluation studies, and Sanitary Sewer Overflow Plans. He has worked on projects for many cities including Lexington, Bowling Green, Lawrenceburg, Elizabethtown, Liberty, Cynthiana, Brodhead, Burkesville, Cumberland, Corbin, and Harrodsburg, KY, as well as the Louisville Metropolitan Sewer District and Sanitation District No. 1.

- Harrodsburg Sanitary Sewer Rehabilitation, Harrodsburg, KY - Principal.
- Lawrenceburg Wastewater System Sanitary Sewer Overflow (SSO) Abatement Projects, Lawrenceburg, KY - Principal.
- Hodgenville Sanitary Sewer Rehabilitation 2012, Hodgenville, KY - Principal-in-Charge.
- Paducah-McCracken JSA I/I Removal and Pump Station Improvements - Principal.
- Paducah-McCracken County Joint Sewer Agency Sewer Sys Rehab (8 phases) - Principal-in-Charge.
- Fairfield Sewer Rehabilitation Study, Fairfield, OH - Project Manager.
- Corbin Sanitary Sewer Evaluation Survey, Investigation and Rehabilitation (3 phases), Corbin, KY - Project Manager.
- Scottsville Wastewater Treatment Plant Expansion & Sewer System Rehabilitation, Scottsville, KY - .
- Brodhead Wastewater Treatment Plant Expansion and Sewer System Rehabilitation, Brodhead, KY - Principal-in-Charge.
- Frankfort Country Lane Sewer Rehabilitation, Frankfort, KY - Principal-in-Charge.
- Barkley Lake State Park Wastewater System Improvements, Cadiz, KY - Principal-in-Charge.

Alan Bryan, PE GRW Assistant Project Manager



Years of Experience: 20

Years with GRW: 15

Education

A.S., Mathematics / Physics, Lexington Comm. College
 B.S., Civil Engineering, University of Kentucky

Registration

Professional Engineer: KY, IN
 NASSCO Pipeline Assessment & Certification Program

Qualifications and Similar Project Experience

Mr. Bryan has 20 years of experience in the planning, design and construction administration of wastewater collection systems, pumping stations and force mains – and is recently certified through the NASSCO Pipeline Assessment & Certification Program.

In addition to his sewer design experience, he regularly serves as Project Manager for the projects he works on, having led more than 30 projects for GRW.

(Alan Bryan Resume Continued)

- Paducah-McCracken JSA I/I Removal, Paducah, KY - Project Engineer. wet weather abatement projects including 2 pump stations & collection system improvements (field investigations and associated rehabilitation construction).
- Burnside Wastewater Collection System, Phase I & II, Burnside, KY - Project Manager.
- Wilmore Maxey Street Sewer Rehabilitation, Wilmore, KY - Project Manager.
- West Liberty Wastewater System Improvements, West Liberty, KY - Project Engineer.
- Paducah-McCracken County Joint Sewer Agency Sanitary Sewer System Rehabilitation – Project Engineer. Project (involving 8 contracts) includes manhole repairs, spot replacement of sewer lines and laterals, and internal cured-in-place lining of collector sewers and laterals.
- Liberty U.S. 127 Collector Sewers, Liberty, KY - Project Engineer
- Carlisle East End Sewer System, Carlisle, KY - Project Engineer. System included 2,160 LF of 10" PVC gravity sewer, 10,960 LF of 8" gravity sewer, 58 manholes, one duplex submersible non-clog pump station with 730 LF of 4" PVC force main, and two duplex submersible grinder pump stations with 1,270 LF of 2" PVC force main.

John Langley

GRW Sewer Rehabilitation Specialist



Years of Experience: 41

Years with GRW: 41

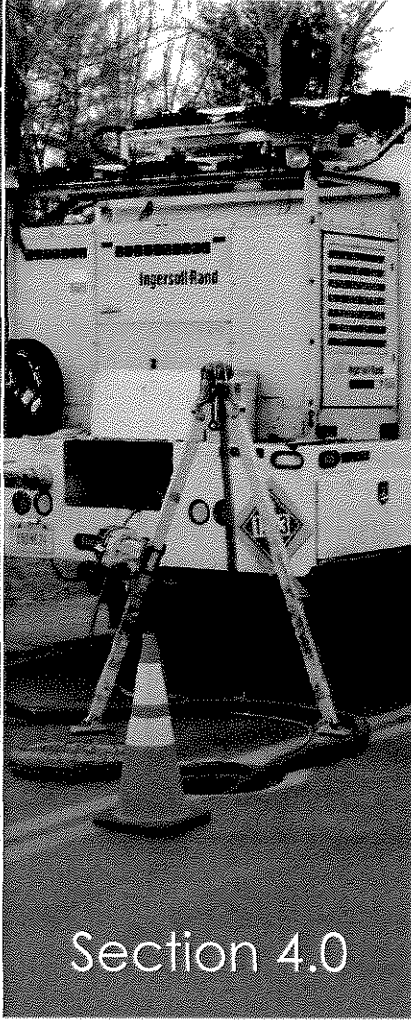
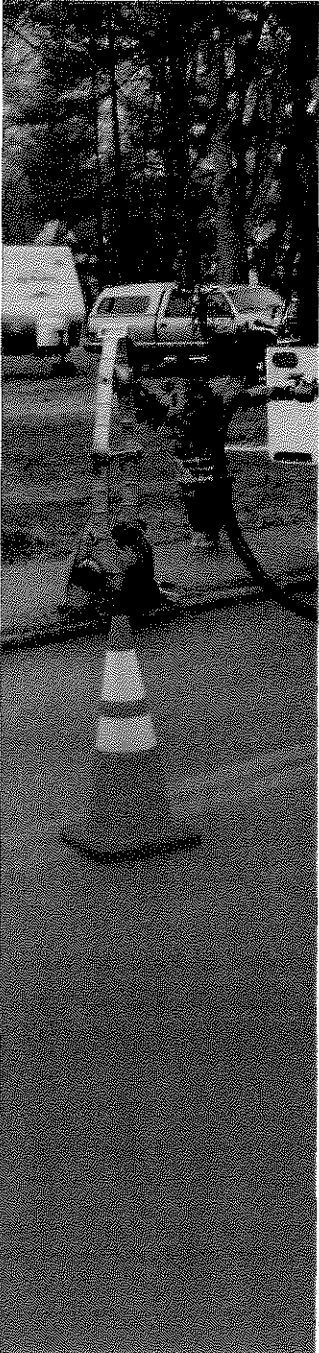
Professional Affiliations and Training

NASSCO Pipeline Assessment & Certification Program

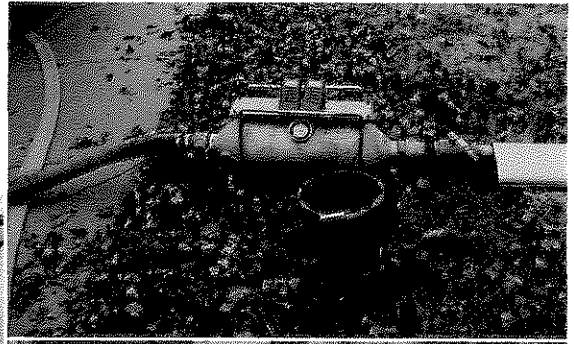
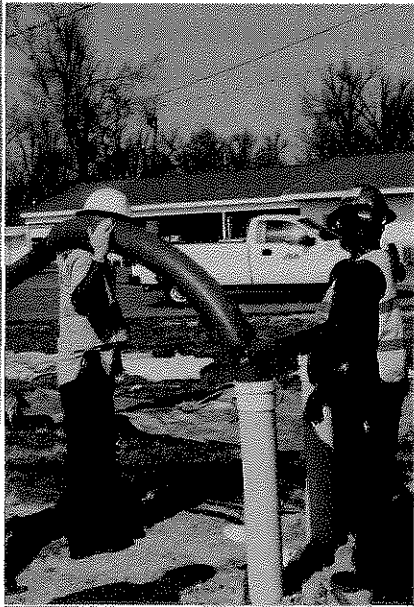
Qualifications and Similar Project Experience

Mr. Langley has more than 41 years of experience and is noted for his experience with sanitary sewer investigation and rehabilitation design. He has been a leading sewer investigation and rehabilitation consultant, representing GRW, for several long-standing clients including the cities of Murray, Wilmore, Corbin, Paducah and others.

- Paducah-McCracken County Joint Sewer Agency Sanitary Sewer System Rehabilitation (8 phases; 2005-present), Paducah, KY - Sewer Rehabilitation Specialist.
- Murray Sanitary Sewer Rehabilitation, Multiple Phases (1988-present), Murray, KY - Sewer Rehabilitation Specialist.
- Corbin Sanitary Sewer Rehabilitation, Corbin, KY - Sewer Rehabilitation Specialist.
- Wilmore Maxey Street Sewer Rehabilitation, Wilmore, KY - Sewer Rehabilitation Specialist.
- Beaver Dam Sanitary Sewer Evaluation Survey and Rehabilitation, Beaver Dam, KY - Sewer Rehabilitation Specialist.
- Liberty Sanitary Sewer Rehabilitation, Liberty, KY - Sewer Rehabilitation Specialist.
- Harrodsburg Sanitary Sewer Rehabilitation, Harrodsburg, KY - Sewer Rehab Specialist.
- Hodgenville Sanitary Sewer Rehabilitation 2012, Hodgenville, KY - Sewer Rehab Specialist.
- Frankfort Country Lane Sewer Rehabilitation, Frankfort, KY - Sewer Rehabilitation Specialist.



Section 4.0



List of Clients: Similar Work

Section 4.0
Clients: Similar Work

4.0 List of Clients: Similar Work

The following client/project lists reflects some of GRW's previous local area design experience with similar collection system rehabilitation projects.

Paducah-McCracken Joint Sewer Agency

Multi-phase (8 phases) Sanitary Sewer Rehabilitation Projects (2006 – 2012)

Reference: John Hodges, P.E., Executive Director; (270)575-0056; jhodges@jointsewer.com

Corbin City Utilities Commission

Multi-phase (3 phases) Sanitary Sewer Rehabilitation Projects (2002 – 2012)

Reference: Ron Herd, P.E., General Manager; (606) 528-4026; cuc_herd@bellsouth.net

Murray, Kentucky

Multi-phase (6 phases) Sanitary Sewer Rehabilitation Projects (1991 – 2012)

Reference: J. L. Barnett, Director of Public Works; (270)762-0371; jlbarnett@ci.murray.ky

Harrodsburg, Kentucky

Multi-phase (3 phases) Sanitary Sewer Rehabilitation Projects (2000 – 2012)

Reference: Eddie Long, Mayor; (859) 734-2383; 2longbranch@roadrunner.com

Hodgenville, Kentucky

Multi-phase (3 phases) Sanitary Sewer Rehabilitation Projects (2001 – 2012)

Reference: Terry Cruse, Mayor; (270) 358-3832; mavortc@windstream.net

Beaver Dam, Kentucky

Multi-phase (2 phases) Sanitary Sewer Rehabilitation Projects (2007 & 2012)

Reference: Larry Carter, Superintendent; (270) 274-7106; lwcarterjr@yahoo.com

Wilmore, Kentucky

Multi-phase (2 phases; 3rd phase pending) Sanitary Sewer Rehabilitation Projects (1997 & 2009)

Reference: Dave Carlstedt, Public Works Director; (859) 858-4751; dcarlstedt@wilmore.org

Versailles, Kentucky

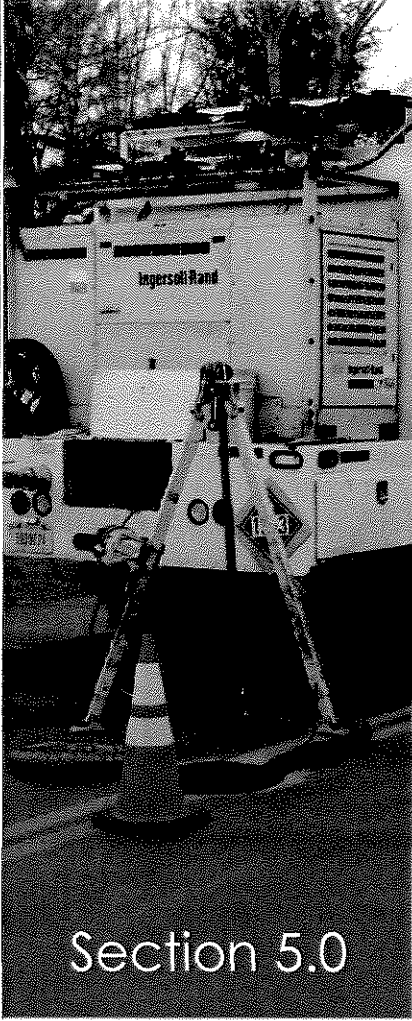
Multi-phase (3 phases) Sanitary Sewer Rehabilitation Projects (2000 – 2012)

Reference: Fred Siegelman, Mayor; (859) 873-4581; fsiegelman@cityhall.versaillesky.com

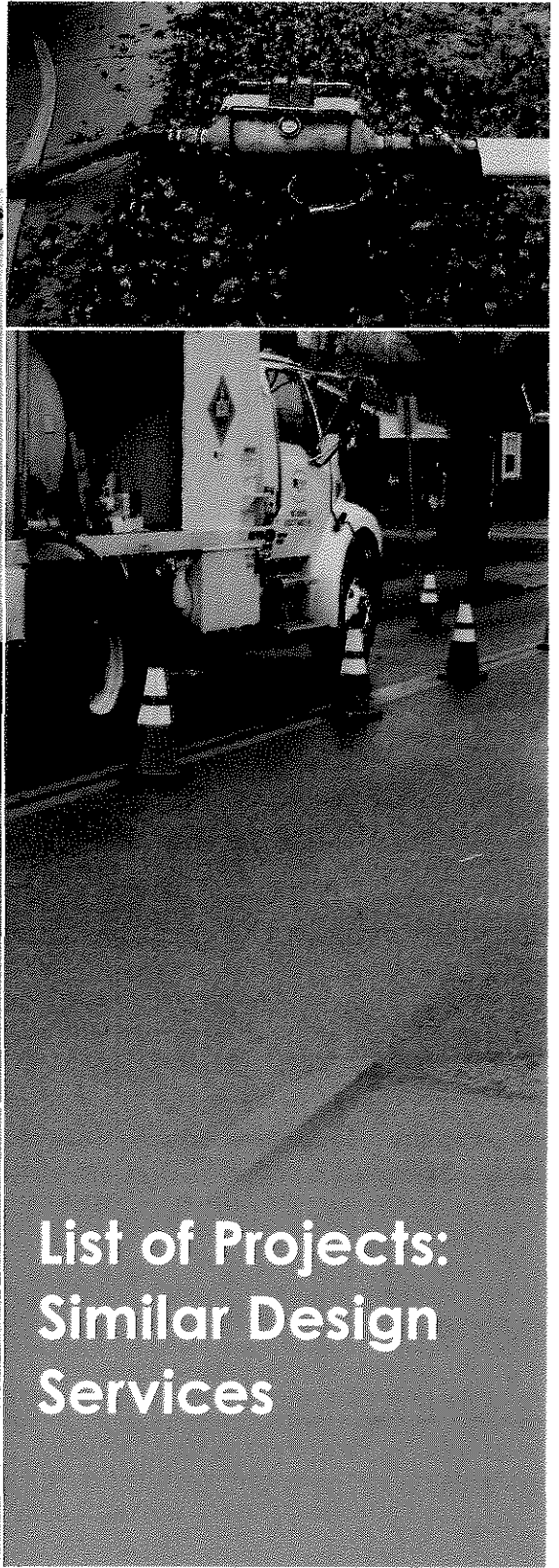
Frankfort, Kentucky

Frankfort Country Lane Sewer Rehabilitation Project (2013)

Reference: Bill Scalf, PE, Director, Frankfort Sewer Dept, (502) 875-2448, WScalf@frankfort.ky.gov



Section 5.0



List of Projects: Similar Design Services

5.0 List of Projects: Similar Design Services

The following list of similar design projects provides information highlighting the project scope, services provided, proposed project team involvement, date and construction cost.

Paducah-McCracken Joint Sewer Agency Wastewater Collection System Rehabilitation Projects (multi-phases)

| Date | Services Provided | Construction Cost | Project Team Participation |
|-------------------------|--|-------------------------------|---|
| 2006-2012 (8 phases) | Planning, Design & Construction Admin. | \$7,790,274 (All 8 Phases) | Bob Smallwood, Alan Bryan, John Langley |

Project Scope: Wastewater Collection System Rehab, Contract 8 -2012- Rehab included 32,844 LF of cured-in-place pipe (CIPP) liner of 6" thru 24" diameters, as well as cleaning and TV inspection, point repairs and service connection repair/replacement. **Wastewater Collection System Rehab Contract 7-2011-**Rehab included 47,350 LF of CIPP liner of 6" thru 24" diameters, as well as cleaning and TV inspection, point repairs, manhole repairs and service connection repair/ replacement. **Wastewater Collection System Rehab Contract 6-2010-**Rehab included 31,253 LF of CIPP liner of 6" thru 21" diameters, as well as cleaning and TV inspection, point repairs, and service connection repair/replacement. **Wastewater Collection System Rehab Contract 5-2009-** Rehab included 9,997 LF of CIPP liner of 8" thru 24" diameters, as well as cleaning and TV inspection, point repairs, manhole repairs and service connection repair / replacement. **Wastewater Collection System Rehab Contract 4-2008-** Rehab included 10,620 LF of CIPP liner of 8" thru 12" diameters, as well as cleaning and TV inspection, point repairs, manhole repairs and service connection repair/replacement. **Wastewater Collection System Rehab Contract 3-2007-** Rehab included 6,339 LF of CIPP liner of 8" diameter, as well as cleaning and TV inspection, point repairs, manhole repairs and service connection repair/ replacement. **Wastewater Collection System Rehab Contract 2-2007-**ehab included 12,582 LF of CIPP liner of 8" thru 15" diameters, as well as cleaning and TV inspection, point repairs, manhole repairs and service connection repair/replacement. **Wastewater Collection System Rehab Contract 1-2006-** Rehab included 7,201 LF of CIPP liner of 8" thru 12" diameters and replacement of 460 LF of 20" gravity sewer. The project also included cleaning and TV inspection, point repairs, manhole repairs and service connection repair/replacement.

Corbin City Utilities Commission Wastewater Collection System Rehabilitation Projects (multi-phases)

| Date | Services Provided | Construction Cost | Project Team Participation |
|-------------------------|--|-------------------------------|--|
| 2002-2012 (3 phases) | Planning, Design & Construction Admin. | \$3,222,478 (All 3 Phases) | Bob Smallwood, Laura Gilkerson, John Langley |

Project Scope: Wastewater Collection System Rehab-2012- Rehab included 1,060 LF "dig and replace" 6" and 8" sewers, 20,470 LF cured-in-place (CIPP) liner of 6" thru 15" sewers, cleaning and TV inspection, point repairs/replacement and service connection repair/replacement. **Wastewater Collection System Rehab-2007-** Rehab included 2,000 LF "dig and replace" 6" thru 12" sewers, 12,600 LF CIPP liner of 6" thru 12" sewers, cleaning and TV inspection, point repairs/ replacement and service connection repair/replacement. **Wastewater Collection System Rehab-2002-** Rehab included 1,624 LF "dig and replace" 6" and 12" sewers, 4,294 LF CIPP liner of 8" & 10" sewers, cleaning and TV inspection, point repairs/replacement and service connection repair/replacement.

**Wilmore, Kentucky
 Wastewater Collection System Rehabilitation**

| Date | Services Provided | Construction Cost | Project Team Participation |
|-------------|--|---------------------------|--|
| 1997 & 2009 | Planning, Design & Construction Admin. | \$1,147,948 (2 Phases) | Alan Bryan, Laura Gilkerson, John Langley |

Project Scope: Wastewater Collection System Rehab-2009- Rehab included 8" thru 12" sewer, "dig and replace" 4,684 LF of 8" thru 12" cured-in-place (CIPP) sewer line, cleaning and TV inspection, point repairs and service connection repair/replacement. **Wastewater Collection System Rehab-1997-** Rehab included 768 LF of 6" thru 12" sewer line "dig and replace," 6,960 LF of 6" thru 10" sewer sliplining, 4,046 LF of new 10" and 24" relief sewers, and cleaning and TV inspection, point repairs and manhole repairs.

**Murray, Kentucky
 Wastewater Collection System Rehabilitation Projects (multi-phases)**

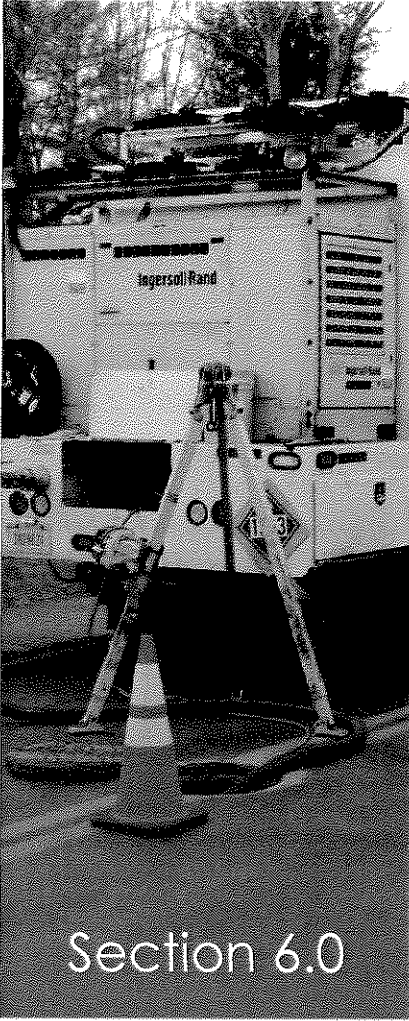
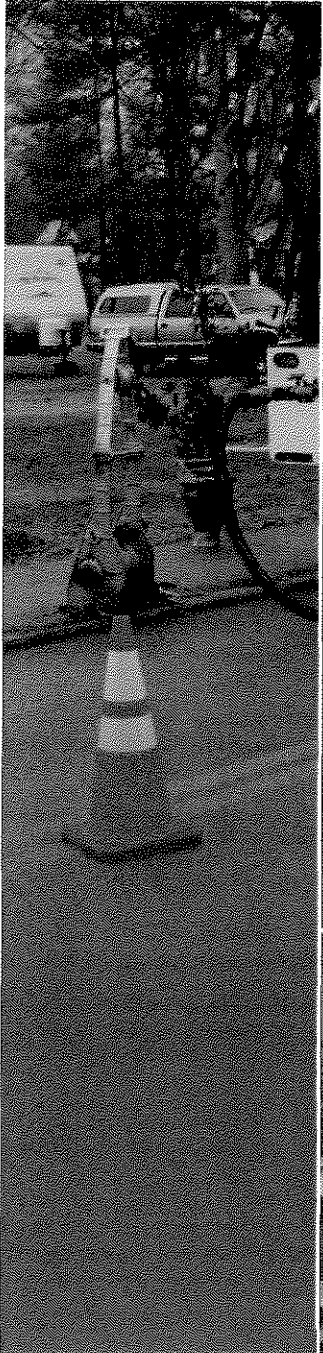
| Date | Services Provided | Construction Cost | Project Team Participation |
|-------------------------|--|-------------------------------|----------------------------------|
| 1988-2012 (6 phases) | Planning, Design & Construction Admin. | \$2,600,000 (All 6 Phases) | Brad Montgomery, John Langley |

Project Scope: Wastewater Collection System Rehab-Phase 6-2012- Currently under design – cured-in-place lining (CIPP) of 6" thru 12" sewers. **Wastewater Collection System Rehab-Phase 5-2008-** Rehab of the collection system included 9,300 Lf of CIPP liner of 8" and 10" sewers. Project also included cleaning and TV inspection, point repairs, manhole repairs and service connection replacements. **Wastewater Collection System Rehab-Phase 4-2004-** Project included cleaning and TV inspection of 3,351 LF of 6", 8" and 10" sewers, 3,351 LF of cured-in-place pipe in 6" thru 10" sewer, 32 cured-in-place spot repairs, manhole repairs, 46 service connections, together with other appurtenant work. **Olive Street Sanitary Sewer Replacement – 2004-** Dig and replace 2,310 LF of 8" sewers, as well as service connection replacements and reconnections. **Sewer Replacement and Repair – Phase 3-1995-** Project included 6,914 LF of sliplining of 6" and 7" sewers, as well as cleaning and TV inspection, numerous manhole and point line repairs and service connection replacements. **Sewer Replacement and Repair– Phase 2-1993-** Project included 737 LF of sewer replacement and 12,988 LF of sliplining of 6", 8", 10" and 12" sewers, as well as cleaning and TV inspection, numerous manhole and point line repairs and service connection replacements. **Sewer Replacement and Repair– Phase 1-1991-** Project included 9,380 LF of sliplining of 8" and 10" sewers, as well as cleaning and TV inspection, numerous manhole and point line repairs and service connection replacements. **Sewer Replacement and Repair-1988-** Project included 8,440 LF of sliplining of 8" and 10" sewers, as well as cleaning and TV inspection, numerous manhole and point line repairs and service connection replacements.

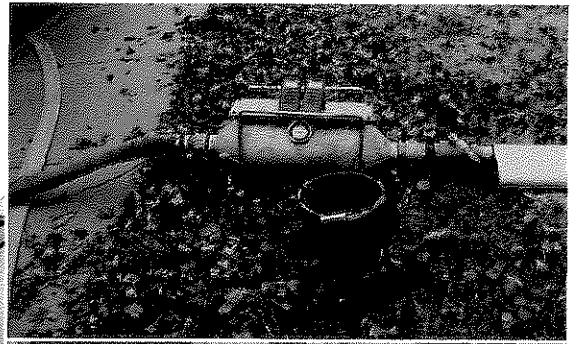
**Hodgenville, Kentucky
 Sanitary Sewer Rehabilitation 2012**

| Date | Services Provided | Construction Cost | Project Team Participation |
|------|--|----------------------|--|
| 2012 | Planning, Design & Construction Admin. | \$791,504 (estimate) | Bob Smallwood, Laura Gilkerson, John Langley |

GRW is providing design and construction services for the first phase of this KIA-funded wastewater system project, which is the next phase of the sanitary sewer rehabilitation program. It will include cleaning and video inspection of manholes and sewer lines and the repairs and/or replacement of those facilities in various locations in the city.



Section 6.0



Local Office
(Attachment 1)

6.0 Local Office (Attachment 1)

All work (100%) for LFUCG’s Remedial Measure’s Plan projects – including work in all categories (1-6) and by all disciplines – will be performed at GRW’s corporate offices in Lexington, KY.

Because our headquarters is GRW’s local office, we have provided LFUCG with the total number of GRW employees firm wide (226), and the number of local employees at our headquarters/Lexington office (143). This information is shown below in Attachment 1.

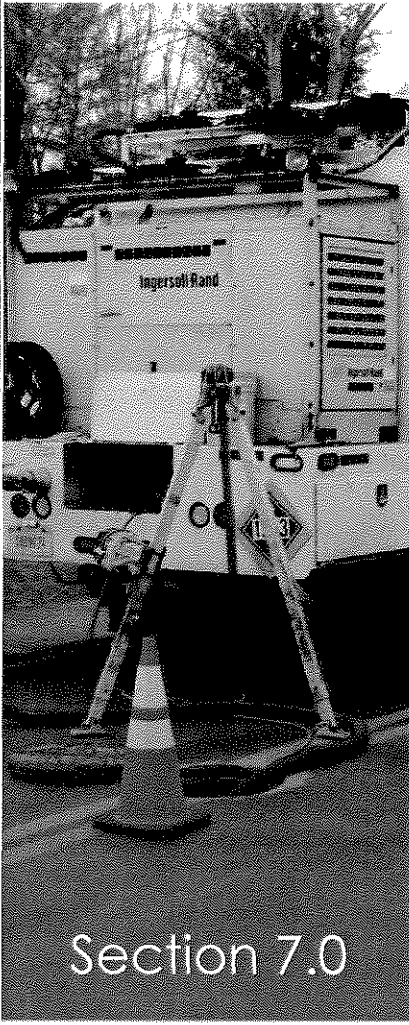
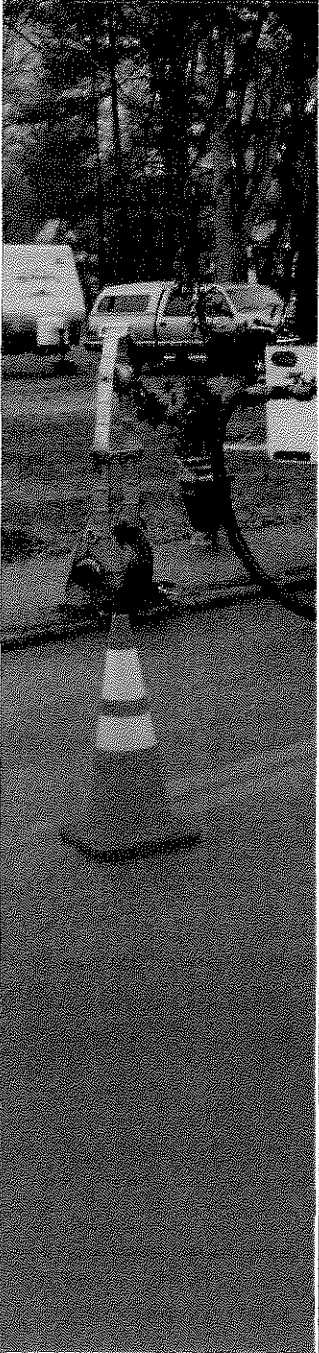
Attachment 1

Project Team Location(s)

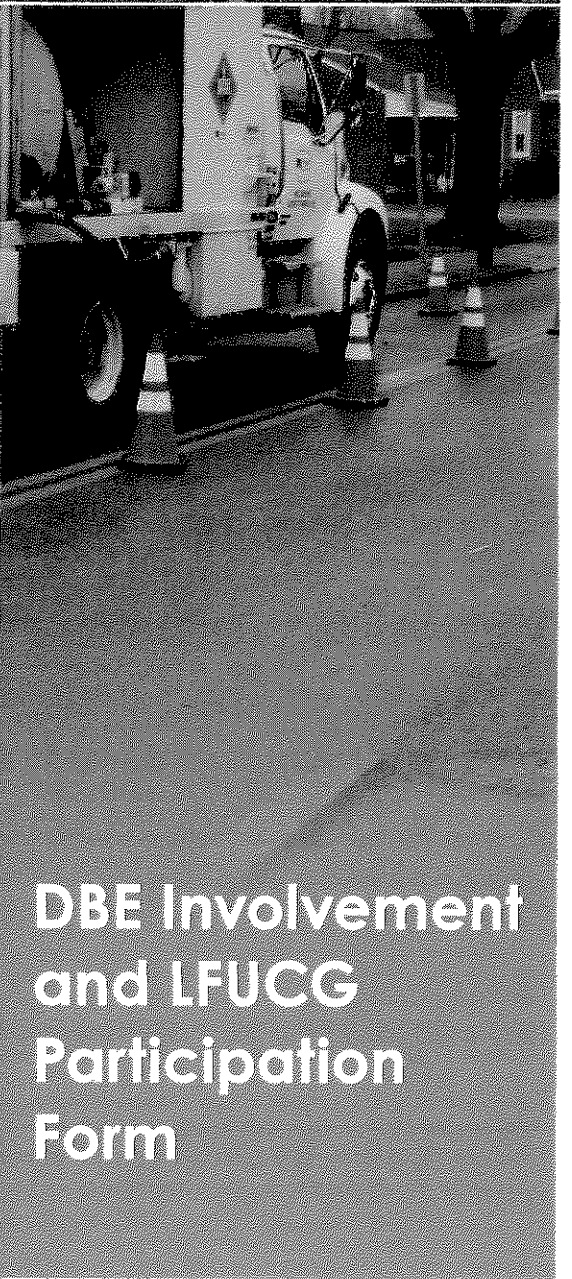
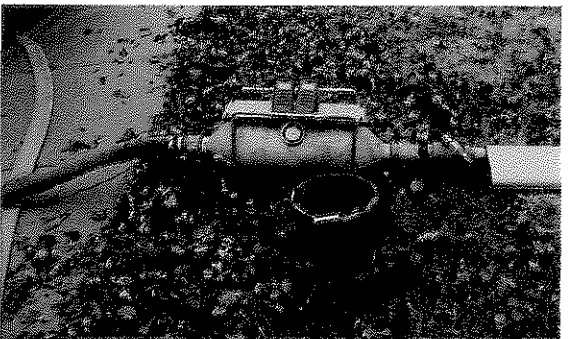
| Prime Consultant | Location (City, State) | Date Office Established | Total Number of Employees | No. of Employees expected to work on DWQ projects |
|-----------------------------|------------------------|-------------------------|---------------------------|---|
| Headquarters ⁽³⁾ | Lexington, KY | 1965 | 226 ⁽³⁾ | Est. 4-7 |
| Local Office ⁽³⁾ | Lexington, KY | 1965 | 143 ⁽³⁾ | Same |
| PM Location | Lexington, KY | | | |
| Subconsultants | | | | |
| Name: | | | | |
| Service Provided | | | | |
| Headquarters | | | | |
| Local Office | | | | |
| Name: | | | | |
| Service Provided | | | | |
| Headquarters | | | | |
| Local Office | | | | |
| Name: | | | | |
| Service Provided | | | | |
| Headquarters | | | | |
| Local Office | | | | |

Notes:

1. "Headquarters" refers to the corporate office that provides project support to the local office, if applicable. If support comes from multiple locations, use the blank spaces in the form to provide relevant information.
2. Listing of sub-consultants is optional and should only be provided if the prime consultant considers the sub-consultant(s) services to be essential to meeting the required qualifications. In this event, documentation from the subconsultant(s) shall be submitted in the SOQ that provides a commitment to be a part of the prime consultant's team in providing the stated services. In such cases, for the purpose of evaluating the proposals, committed sub-consultants will be considered to be part of the prime consultant's workforce. Prime consultants face potential disqualification from future work if DWQ finds that the identified sub-consultants are not being utilized to deliver assigned work products.
3. Total number of employees 226, 143 located in GRW's Lexington headquarters office.



Section 7.0



DBE Involvement and LFUCG Participation Form

7.0 DBE Involvement / LFUCG Participation Form

GRW will assign not less than 10% of the total value of work conducted under LFUCG's RMP projects to our team of certified DBE subcontractors. Our goals and our subconsultant assignments are shown here.



LFUCG MBE/WBE PARTICIPATION FORM Bid/RFP/Quote Reference # 33-2012

The MBE/WBE subcontractors listed have agreed to participate on this Bid/RFP/Quote. If any substitution is made or the total value of the work is changed prior to or after the job is in progress, it is understood that those substitutions must be submitted to Central Purchasing for approval immediately.

| MBE/WBE Company, Name, Address, Phone, Email | Work to be Performed | Total Dollar Value of the Work | % Value of Total Contract |
|---|---|--------------------------------|---------------------------|
| 1. Hall-Harmon Engineers, Inc. 1081 Dove Run Rd, Ste 203 Lexington KY 40502 Kitty Hall-Harmon, PE, PLS 859-269-3150 | Field Surveys/ Easement Descriptions/ Utility Location/ Resident Observation ⁽¹⁾ | (1) | 7% - 9% ⁽¹⁾ |
| 2. Third Rock Consultants, LLC 2526 Regency Rd, Suite 180 Lexington, KY 40503 Molly F. Davis 859-977-2000 mforee@thirdrockconsultants.com | Environmental Investigations, Landscape Design/ Streambank Restoration ⁽¹⁾ | (1) | 1% - 3% ⁽¹⁾ |
| 3. | (1) GRW is committed to meet the LFUCG's 10% MBE/WBE participation goals. Actual MBE/WBE percentages and associated dollar value will vary depending on specific project details, project scope and size. | | |
| 4. | | | |

The undersigned company representative submits the above list of MBE/WBE firms to be used in accomplishing the work contained in this Bid/RFP/Quote. Any misrepresentation may result in the termination of the contract and/or be subject to applicable Federal and State laws concerning false statements and false claims.

GRW

 Company
 11/12/2012

 Date

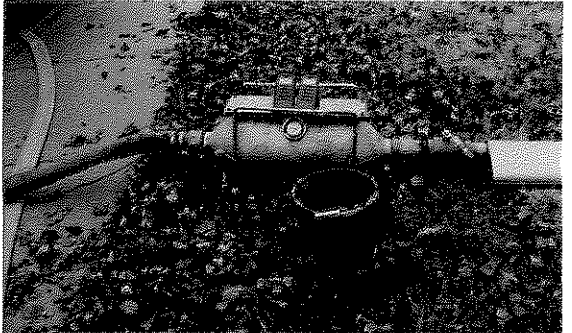
Bob Smallwood

 Company Representative
 Vice President

 Title



Section 8.0



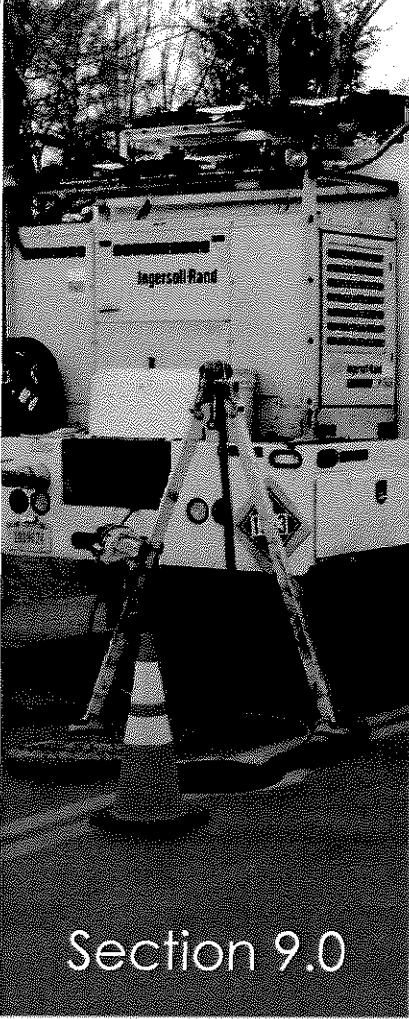
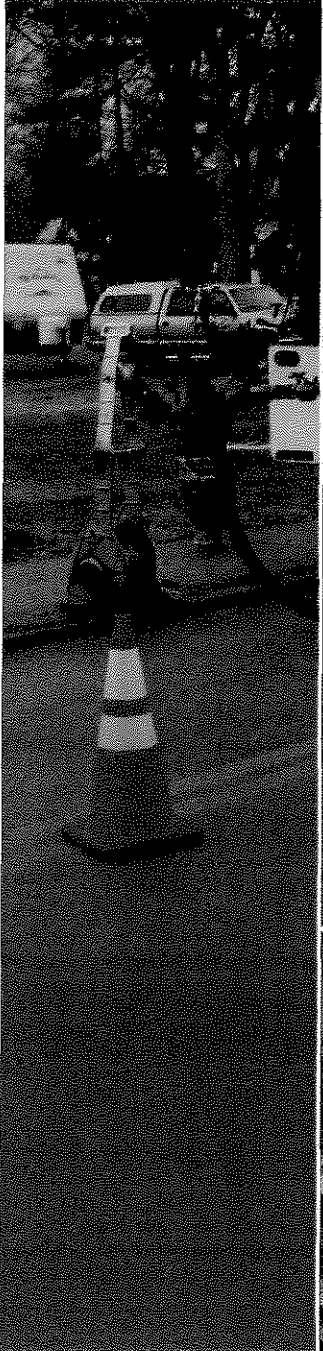
Statement of Hourly Rates

8.0 Statement of Hourly Rates

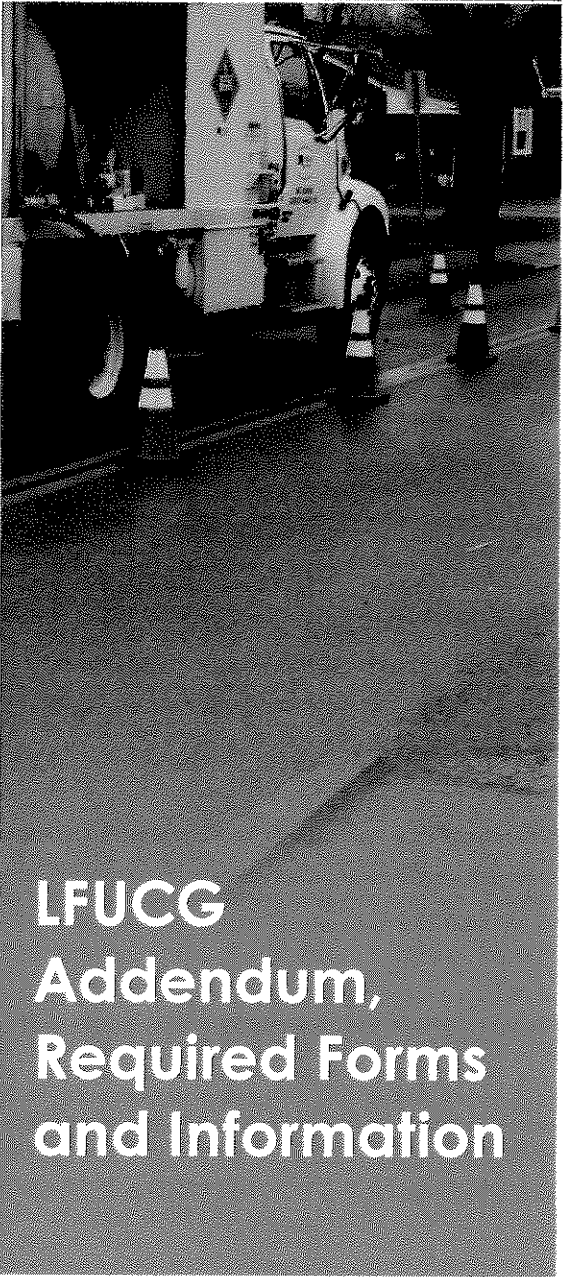
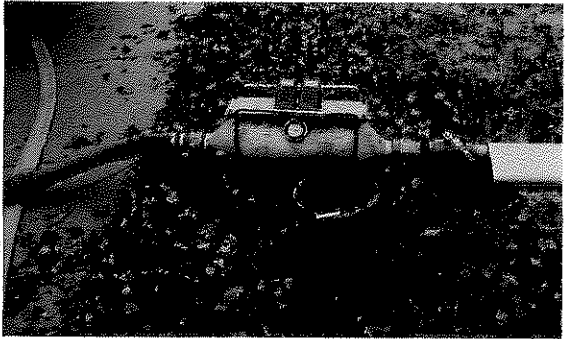
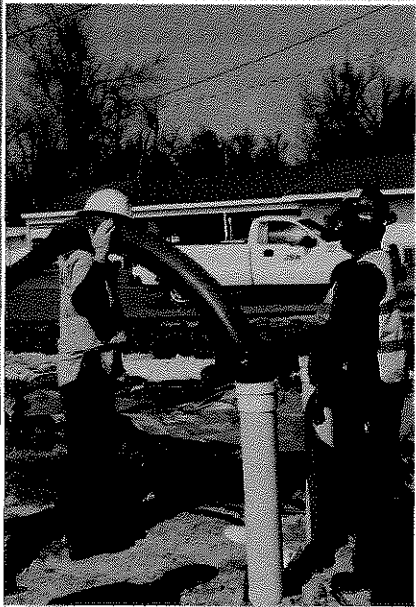
| Hourly Rate Schedule Remedial Measures Plan and Related Projects | |
|---|-------------|
| Job Classification | Hourly Rate |
| Principal | \$165.00 |
| Project Manager | \$145.00 |
| Project Engineer (PE) | \$125.00 |
| Project Engineer (EIT) | \$110.00 |
| Engineering Technician/CAD Technician | \$90.00 |
| Survey Crew (2 Man) | \$98.50 |
| Clerical | \$45.00 |

Note: All of GRW's assigned project staff work in GRW's local Lexington office. In addition, all of our selected subconsultants are based in Lexington.

- There will be **no** travel expenses (mileage, etc.).
- There will be **no** lodging expenses.
- There will be **no** meals or "Per Diem" expenses.
- Printing/reproduction costs will be reimbursed at actual cost.



Section 9.0



LFUCG Addendum, Required Forms and Information

9.0 LFUCG Addendum, Required Forms and Information

This section contains forms and information required by the Lexington-Fayette Urban County Government including:

- LFUCG Addendum
- Firm Submitting Proposal
- GRW Affirmative Action Plan
- Affidavit
- Equal Opportunity Agreement
- GRW Workforce Analysis Form





Lexington-Fayette Urban County Government
DEPARTMENT OF FINANCE & ADMINISTRATION

Jim Gray
Mayor

Jane C. Driskell
Commissioner

ADDENDUM #1

RFP Number: **33-2012**

Date: November 6, 2012

Subject: **RFO for Professional Engineering Services**

Please address inquiries to:
Betty Landrum (859) 258-3320

TO ALL PROSPECTIVE BIDDERS:

Please be advised of the following clarifications to the above referenced RFP:

| Questions | Answers |
|--|--|
| Footnote 2, page 7, paragraph 6, Selection Criteria, implies that private projects completed in accordance with the LFUCG Sanitary Sewer and Pump Station Manual and the LFUCG Stormwater Manual are equal in standing to those public projects completed under specific government contracts. Is that correct? | Each project will be evaluated on its individual merits. The proposer should use his/her discretion in selecting projects relating to the specific category that will best demonstrate the proposer's experience. |
| Can you provide examples of similar type projects that will be included in Category 4? | Examples of projects in Category 4 would be any type of trenchless pipeline and /or manhole rehabilitation projects, e.g., Cured In Place Pipeline Rehabilitation (CIPP), pipe bursting, sliplining, or manhole rehabilitation with various coatings or injection systems. |
| Do the one-page resumes for key project team members that are requested in the Project Team section count toward the specified page limit (i.e. are they to be counted in the 6 pages)? | Yes – Resumes should be one page maximum. Proposers should use their discretion in providing the information requested in six pages maximum. |
| From reviewing the minutes of the meeting, Mr. Martin made the statement encouraging teaming to maximize local participation. Then in answer to the first question he said that only the qualifications of the Prime would be scored. Then in answer to another question he said that relevant projects by subs would count. Since there seems to be some question here related to scoring of prime and not sub, the following question is posed. If a firm had a local office and wanted to be prime, but wanted to subcontract with a smaller local firm for an experienced | Yes -- Scoring of the Project Manager is maximized by project experience and being located locally (locally defined as being within the Bluegrass Area Development District boundaries). |

| | |
|---|--|
| wastewater project manager, would the Prime/Team receive the points for having a local project manager? | |
| In the meeting minutes the answer to the first question was only the qualifications of the prime would be scored, not the subs. If a small local firm wanted to be the prime and subcontract with a larger firm to supplement their qualifications, would that preclude the small prime from receiving the benefit of having the larger firm as a sub? | No -- The intent of the evaluation process will be to identify and rank the most qualified firm or team of firms. |
| Does the Division of Water Quality have a list of the 82 projects, and possibly a breakdown of the projects in each category, that are anticipated to be completed with this RFQ? | Yes. See attached list titled RMP Projects. The 82 projects are those listed in the Remedial Measures Plan. There will be other projects awarded under this contract that are not listed. |
| Could you provide what specific items that you will require responders to submit for an affirmative action plan for the RFP #33-2012? Management in our firm considers some information proprietary, however we want to be responsive and comply with the requirements of the RFP. | Please submit your current affirmative action plan with your response and identify the pages containing proprietary information as confidential and/or proprietary. Any confidential and/or proprietary information contained in your response should be clearly identified in both hard copy and electronic versions. |
| A question regarding <u>Contract 4 – Pipeline, manhole, inlet, and junction chamber rehabilitation projects</u> . Does the scope of work include providing flow monitoring, smoke testing, and dye testing services? | At present, no. DWQ reserves the right to compose or revise any Scope of Work necessary to meet its needs at any time during the duration of this contract. |
| It would seem that to accurately compare the mean deviation of hourly rates between firms proposing, that consultants should be expected to use a standard personnel classification system for hourly rates. Does LFUCG intend to issue such a list? | Hourly Rates will no longer be considered in the evaluation process (see attached REVISED scoring sheet; however hourly rates must be submitted for the specific job classifications on the attached form that will be used at time of contract negotiation. |
| As an office originally founded in Lexington over 40 years ago and subsequently acquired by another out of state firm, it seems unfair that we are only entitled to a score of 3.5 or 4.0 for the “Offices status and location of employees” category. Under this scenario, a recently established prime firm with a local headquarters, small work force, and no prior experience working with LFUCG could be awarded more points than a firm founded in Lexington that has continuously served LFUCG for over 40 years. Can additional consideration be given for length of service and/or longevity of office existence in Fayette County? | No – The proposer will be able to demonstrate and score points in other categories. |
| Can you release the list of anticipated Remedial Measures Plan projects and their estimated costs of construction? | Yes –see attachment pdf’s (G3 RMP Implementation Plan & RMP Project Maps by Sewershed) |

| | |
|--|---|
| How will a firm be ranked if there is a joint venture? | DWQ will require that the Contract be executed with a single consultant. In the case of a team, the prime consultant must be identified and must execute the Contract. Joint Ventures will not be considered due to the contractual requirements. |
| George Woolwine (HDR) asked Mr. Martin to further define Category 2 and distinguish the work in Category 2 from Category 4. Mr. Martin said that Category 2 is dig and replace while Category 4 is rehabilitation for the purpose of reducing I&I (Inflow and Infiltration) in the collection system. Cole Mitcham (OBG) asked if the hourly rates within 15% were plus or minus, and if there was a prime that teamed how would we establish the mean rate? | Regarding the difference between Category Nos. 2 and 4, see the response to question No. 2 above. Regarding the question on hourly rates, see the response to question No. 9 above. |

SPECIAL NOTE TO PROPOSER: Please note that the Selection Criteria (attachment 2 – RFP Scoring Sheet) have been revised – hourly rates have been removed and the points assigned have been changed.



Todd Slatin, Acting Director
Division of Central Purchasing

All other terms and conditions of the RFP and specifications are unchanged. This letter should be signed, attached to and become a part of your RFP.

COMPANY: GRW

ADDRESS: 801 Corporate Drive Lexington, KY 40503

SIGNATURE OF PROPOSER:



Firm Submitting Proposal: GRW

Complete Address: 801 Corporate Drive Lexington, KY 40503
Street City Zip

Contact Name: Bob Smallwood Title: Vice President

Telephone Number: 859-223-3999 Fax Number: 859-223-8917

Email address: bsmallwood@grwinc.com

GRW Affirmative Action Plan

The purpose of GRW's policy on equal employment opportunity is to express our continuing practice of nondiscrimination in employment and to support the intent, as well as the written word, regarding applicable State and Federal laws.

To this effect, it is the continuing policy of GRW Engineers, Inc. that all persons are entitled to equal employment opportunity, regardless of age, sex, race, religion, color or national origin. Specifically:

- Employment opportunities are and shall be open to all qualified applicants solely on the basis of their experience, aptitudes and abilities.
- Advancement is, and shall be, based on the individual's achievement, performance, seniority, ability, attitude and potential for promotion.

A. Policy

It is the policy of GRW Engineers to implement affirmatively equal opportunity to all qualified employees and applicants for employment without regard to race, color, religion, sex, national origin, age or physical handicap. To ensure the fulfillment of this policy, the obligation will include:

- Hiring, placement, upgrading, transfer or demotion.
- Recruitment, advertising, or solicitation for employment.
- Treatment during employment.
- Rates of pay or other forms of compensation.
- Selection for training.
- Layoff or termination.

B. General Program

All of GRW Engineers employees are expected to set an example by intensifying their efforts on a continuing basis to attract minority and female applicants for the clerical, technical and professional positions.

C. Affirmative Action Program Director

The Affirmative Action Program Director will have the responsibility for the implementation, development and compliance with the program and to ensure that no applicant or employee shall suffer any form of discrimination. These responsibilities include the annual:

- review of goals and timetables;
- identification and analysis of problem areas inherent in female and minority employment;
- analysis of upgrading and promotion practices.

D. Communication

To effectively communicate GRW's policy to all employees, recruiting sources, community agencies and the public in general, the following will be continuously undertaken.

- The Firm's EEO policy will be reviewed with all new employees.
- Employment advertisements will contain assurance of Equal Employment Opportunity.
- Employment and recruiting sources where job openings are listed will be reminded of our policy.
- Notices of EEO Policy will be posted in appropriate locations (particularly where applicants are interviewed).

E. Recruiting

Recruiting will give emphasis to seeking and encouraging minority and female applicants with the necessary qualifications or potential to apply. GRW Engineers will continually communicate this policy to recruitment sources.

- Notify in writing on a regular basis minority and women's organizations, community agencies, and local schools and colleges of Company's current openings. Mail job announcements to recruiting sources, and actively encourage them to refer applicants.
- Participate, as appropriate, in job fairs sponsored by minority, women's, handicapped, and veteran organizations.
- Meet with representatives from local, state, and federal agencies who are associated with affirmative action objectives to communicate our policy and enlist their assistance in achieving our goals.

F. Hiring, Placement, Promotion and Termination

Continued affirmative action will be taken to ensure that all qualified or trainable members of minority and female groups are offered positions on the same basis as all other employees and applicants. A periodic review of established uniform practices will be made to ensure equal treatment of all persons seeking employment.

It is the policy of GRW Engineers, Inc. to upgrade and advance personnel from within the organization whenever possible, and to consider all existing personnel carefully before employing new personnel to fill needed key positions. Minorities and females are insured of equal consideration whenever promotional opportunities occur.



Recruitment

GRW Engineers, Inc. will consider qualified minority group applicants for vacancies in all job classification in conjunction with our established policy of advancement and promotion from within on the basis of individual qualification, potential and job performance.

- Public and private employment offices used by given locations will be advised in writing of our equal employment policy and will be urged to refer qualified minority group applicants to us as the need arises.
- When advertising in newspapers and on radio, we will use the term, "An Equal Opportunity Employer" in all such employment advertisements.
- When recruiting is necessary at schools and colleges, we will include those attended by minority group members.

Job Placement and Promotions

We will provide promotional and upgrading opportunities to all qualified minority group employees by the following action:

- Communicate policy of promotion from within of qualified employees to minority group members during performance reviews.
- Brief supervisors at all levels of management that our company intends to ensure utilization of qualified minority group personnel at all job levels.
- Review objectively all qualifications of all candidates for promotions from within.

Training and Development

All training and educational programs conducted on the job will be reviewed periodically to be certain that all personnel, including minority group personnel, are given opportunity to participate in these programs.

All company supported or sponsored training seminars for supervision will be available for minority group supervisors and they will be encouraged to participate.

Compensation and Employee Benefits

We will pay all personnel fairly according to their job classification. Company supported benefit programs for employees will be made equally available to minority group personnel without discrimination.

Working Conditions and Facilities

None of our facilities will be segregated.



AFFIDAVIT

Comes the Affiant, Ron D. Gilkerson, and after being first duly sworn, states under penalty of perjury as follows:

1. His/her name is Ron D. Gilkerson and he/she is the individual submitting the proposal or is the authorized representative of GRW, the entity submitting the proposal (hereinafter referred to as "Proposer").
2. Proposer will pay all taxes and fees, which are owed to the Lexington-Fayette Urban County Government at the time the proposal is submitted, prior to award of the contract and will maintain a "current" status in regard to those taxes and fees during the life of the contract.
3. Proposer will obtain a Lexington-Fayette Urban County Government business license, if applicable, prior to award of the contract.
4. Proposer has authorized the Division of Central Purchasing to verify the above-mentioned information with the Division of Revenue and to disclose to the Urban County Council that taxes and/or fees are delinquent or that a business license has not been obtained.
5. Proposer has not knowingly violated any provision of the campaign finance laws of the Commonwealth of Kentucky within the past five (5) years and the award of a contract to the Proposer will not violate any provision of the campaign finance laws of the Commonwealth.
6. Proposer has not knowingly violated any provision of Chapter 25 of the Lexington-Fayette Urban County Government Code of Ordinances, known as "Ethics Act."

Continued on next page

7. Proposer acknowledges that "knowingly" for purposes of this Affidavit means, with respect to conduct or to circumstances described by a statute or ordinance defining an offense, that a person is aware or should have been aware that his conduct is of that nature or that the circumstance exists.

Further, Affiant sayeth naught.

Ken D. Gilkerson

STATE OF Kentucky

COUNTY OF Fayette

The foregoing instrument was subscribed, sworn to and acknowledged before me
by Ron D. Gilkerson on this the 9th day
of November, 2012.

My Commission expires: 7-6-2014

Andrew Deakshill

NOTARY PUBLIC, STATE AT LARGE



EQUAL OPPORTUNITY AGREEMENT

The Law

- Title VII of the Civil Rights Act of 1964 (amended 1972) states that it is unlawful for an employer to discriminate in employment because of race, color, religion, sex, age (40-70 years) or national origin.
- Executive Order No. 11246 on Nondiscrimination under Federal contract prohibits employment discrimination by contractor and sub-contractor doing business with the Federal Government or recipients of Federal funds. This order was later amended by Executive Order No. 11375 to prohibit discrimination on the basis of sex.
- Section 503 of the Rehabilitation Act of 1973 states:

The Contractor will not discriminate against any employee or applicant for employment because of physical or mental handicap.

- Section 2012 of the Vietnam Era Veterans Readjustment Act of 1973 requires Affirmative Action on behalf of disabled veterans and veterans of the Vietnam Era by contractors having Federal contracts.
- Section 206(A) of Executive Order 12086, Consolidation of Contract Compliance Functions for Equal Employment Opportunity, states:

The Secretary of Labor may investigate the employment practices of any Government contractor or sub-contractor to determine whether or not the contractual provisions specified in Section 202 of this order have been violated.

The Lexington-Fayette Urban County Government practices Equal Opportunity in recruiting, hiring and promoting. It is the Government's intent to affirmatively provide employment opportunities for those individuals who have previously not been allowed to enter into the mainstream of society. Because of its importance to the local Government, this policy carries the full endorsement of the Mayor, Commissioners, Directors and all supervisory personnel. In following this commitment to Equal Employment Opportunity and because the Government is the benefactor of the Federal funds, it is both against the Urban County Government policy and illegal for the Government to let contracts to companies which knowingly or unknowingly practice discrimination in their employment practices. Violation of the above mentioned ordinances may cause a contract to be canceled and the contractors may be declared ineligible for future consideration.

Please sign this statement in the appropriate space acknowledging that you have read and understand the provisions contained herein. Return this document as part of your application packet.

Bidders

I/We agree to comply with the Civil Rights Laws listed above that govern employment rights of minorities, women, Vietnam veterans, handicapped and aged persons.



Signature

GRW

Name of Business

GRW Workforce Analysis Form

WORKFORCE ANALYSIS FORM

Name of Organization: GRW Engineers, Inc. Date: 10 / 31 / 2012

| Categories | Total | White | | Latino | | Black | | Other | | Total | |
|---------------------|------------|------------|-----------|--------|---|-------|---|-------|---|------------|-----------|
| | | M | F | M | F | M | F | M | F | M | F |
| Administrators | | | | | | | | | | | |
| Professionals | 114 | 96 | 18 | | | | | | | 96 | 18 |
| Superintendents | | | | | | | | | | | |
| Supervisors | | | | | | | | | | | |
| Foremen | | | | | | | | | | | |
| Technicians | 51 | 43 | 8 | | | | | | | 43 | 8 |
| Protective Service | | | | | | | | | | | |
| Para-Professionals | | | | | | | | | | | |
| Office/Clerical | 20 | | 20 | | | | | | | | 20 |
| Skilled Craft | 41 | 40 | 1 | | | | | | | 40 | 1 |
| Service/Maintenance | | | | | | | | | | | |
| Total: | 226 | 179 | 47 | | | | | | | 179 | 47 |

Prepared by: Gayla P. Szak, Human Resources Name & Title