

EXHIBIT C

**PROPOSAL OF ENGINEERING SERVICES
AND RELATED MATTERS**

Statement of Qualifications
RFP #33-2012 RFQ for
Professional Engineering Services
Contract 3 (Stormwater Management Projects)



November 13, 2012



November 12, 2012

Purchasing Director
Lexington-Fayette Urban County Government (LFUCG)
Room 338, Government Center
200 East Main Street
Lexington, KY 40507

**RE: RFP #33-2012 RFQ for Professional Engineering Services
Category 3**

Dear Sir/Madam:

In response to RFP #33-2012 RFP for Professional Engineering Services, Palmer Engineering wishes to express interest in providing engineering services for Category 3 (Stormwater Management Projects).

Enclosed are one original and seven copies of the Statement of Qualifications for the referenced project and one electronic copy, as required. Palmer's insurance information and Affirmative Action Policy Statement are also included with this submittal.

The project team is comprised of LFUCG-experienced engineers, environmental personnel, surveyors, and technicians from Palmer, Integrated Engineering, and Thelen Associates, Inc. Greg Isaacs, PE, will serve as Project Manager, and I will be the Principal-in-Charge. Palmer Engineering has completed several projects related to stormwater improvements, planning, hydraulic modeling, analysis, stream mitigation, stream assessments, monitoring, and sampling. In addition, we have coordinated the design of storm infrastructure, including storm sewer, detention ponds, retention ponds, bio-swales, infiltration ponds, and constructed wetlands. Greg has been the project manager for several of these projects for LFUCG and he has served as the project engineer for other stormwater projects.

Thank you for the opportunity to present our professional qualifications. Palmer Engineering's technical qualifications and our commitment to exemplary customer service make our firm the ideal selection for this contract, and we look forward to another successful partnership with the LFUCG.

Sincerely,

A handwritten signature in black ink, appearing to read 'D. Lindeman', written over a horizontal line.

David Lindeman, PE, PLS
President and CEO

FIRM QUALIFICATIONS

RFP #33-2012 RFQ for Professional Engineering Services – Contract 3

Palmer Engineering

Palmer Engineering will be the prime engineer for this contract. Palmer Engineering has been headquartered in Winchester, KY, since its founding in 1969 and specializes in infrastructure projects. Over the past 43 years, Palmer's professional associates have earned clients' respect and trust by consistently delivering solutions-oriented, exemplary service in a responsive and financially-accountable manner. As a result, Palmer has successfully completed more than 3,000 projects for approximately 700 clients. Departments of Transportation and Local Public Agencies constitute Palmer's largest business sectors. With headquarters in Winchester, Kentucky, and seven other offices in Cincinnati and Green, Ohio; Louisville and Lexington, Kentucky; Nashville, Tennessee; Orlando and Tallahassee, Florida, the firm has 87 employees, including 40 registered professional engineers, 3 registered structural engineers, 9 registered land surveyors, and 5 engineers-in-training available to provide the highest quality engineering services.

Palmer Engineering services include the following:

- Hydraulic modeling
- Planning reports and capacity analysis
- Stream and habitat assessments
- Site improvements
- Storm sewer system layout and sizing
- Survey
- Detention pond design
- Green infrastructure (rain gardens, bioswales, pervious pavements, etc.)
- Plan development
- Permitting
- GIS

With our headquarters in Winchester, KY, and an office in Lexington, KY, we are ideally located for working with Lexington-Fayette Urban County Government (LFUCG) on stormwater projects. Greg Isaacs, PE, will serve as the project manager for these projects. Greg has assembled a team of highly qualified individuals from Palmer Engineering and firms with which we have a strong working relationship, including Integrated Engineering and Thelen Associates, Inc. LFUCG Division of Water Quality (DWQ) has past experience with Palmer Engineering, Integrated Engineering, and Thelen Associates. Integrated Engineering and Thelen Associates will be providing surveying and geotechnical engineering services, respectively. Both firms assisted Palmer Engineering on the Ecton Park project we are currently working on for LFUCG, and we have developed a strong working relationship with them over several years. Recently, Greg has completed several projects for LFUCG, including the Ecton Park Sanitary Sewer, Coldstream Court/Crimson King Court, Chevy Chase Traffic Study, and Canary Road Stormwater. Greg's responsibilities for these projects will be to track the project goals and schedules to ensure that the client's needs are met, as well as providing design guidance for the Palmer Team.

As outlined in our list of similar projects, Palmer Engineering has completed an array of projects with comparable scopes. These projects cover a wide range in complexity, size, and function. Our list of similar projects includes two projects completed for LFUCG, Trinity Road and Crimson King Court/Coldstream Court. The Trinity Road project involved reconfiguring a stormwater box and other improvements, while the Crimson King/Coldstream project consisted of a stormwater model to evaluate solutions for flooding problems of several homes. Another similar project is the Lower Howard Creek Watershed Management Plan, for which we monitored and sampled the stream, identified pollutant sources, and selected best management practices. Finally, the Winchester Customer Service Center project includes storm sewer pipe, bio-swales, and an infiltration control pond.

In addition to these projects, Palmer has worked on several other interesting stormwater projects, including a project for East Kentucky Power Cooperative. For this project, Palmer Engineering was asked to mitigate impacted areas including 4,783 acres of wetlands, 24,895 lf of ephemeral stream, 32,787 lf of intermittent stream, and 17,808 lf of perennial streams. The team proposed to restore existing streams and wetlands or create new streams and wetlands, based on the standard US Army Corps of Engineers (USACE) requirements for compensation of replacing streams and wetlands based on their existing quality and stream type.



FIRM QUALIFICATIONS

RFP #33-2012 RFQ for Professional Engineering Services – Contract 3

Integrated Engineering, PLLC

Integrated Engineering, PLLC, was founded by Harsha Wijesiri in August of 2006. They are an emerging professional civil engineering and surveying company with experience in diverse disciplines. Having worked on various public works projects with an emphasis on storm and sanitary sewer projects, they have successfully completed numerous municipal projects in the region. Integrated Engineering has worked with governmental agencies in various cities across Kentucky. Some of their valuable clients include Lexington-Fayette Urban County Government, Louisville Metropolitan Sewer District, the Northern Kentucky Sanitation District 1, City of Richmond, Frankfort Sewer Department, City of Middletown, City of Hurstbourne, City of Wellington, and City of Ludlow. Integrated Engineering has earned a reputation for completing projects in a responsive manner while meeting and exceeding the client's needs and expectations. This objective is accomplished by providing functional, economically feasible, and aesthetically pleasing designs in a timely manner. Integrated Engineering is also a certified DBE (*Disadvantaged Business Enterprise*) with LFUCG.

Local Office Experience with LFUCG'S Division of Water Quality

Over the past few years, Integrated Engineering's local staff has gained a tremendous amount of storm and sanitary design experience with LFUCG's Division of Water Quality on projects that are very similar to many of those outlined in the current Remedial Measures Plan (RMP). These projects include the following:

- Bob O Link Trunk Sewer Replacement (RMP Project #1)
- Cardinal Lane Stormwater Improvements Project (Phases 1 & 2)
- Lexington Mall Sanitary Sewer Replacement
- Cardinal Lane Stormwater Study
- Deep Springs Pump Station Preliminary Design
- Plainview Road/Patchen Woods Subdivision Stormwater Study
- Pine Meadow Road Bank Stabilization Project
- Loch Lomond & Asbury Lane Residential Floodproofing Projects

Integrated Engineering is currently one of the eight engineering consultants selected to LFUCG's original IDIQ contract for sanitary and storm sewer projects. Additionally, the Bob O Link Trunk Sewer Replacement Project that they are currently designing is listed as the first official Remedial Measures Project with LFUCG's Consent Decree. Their local staff is also currently assisting LFUCG's DWQ as a sub-consultant on the Sanitary Sewer Capacity, Management, Operations, and Maintenance (CMOM) and Capacity Assurance Program (CAP) Teams. Both of these programs are deeply involved in the planning and implementation of future development and operational procedures for LFUCG's required conformance to the Consent Decree. This experience and knowledge of LFUCG's DWQ operational and design procedures make Integrated Engineering a valuable addition to the Team. It is also noteworthy that 100% of their project-related services will be performed by our local professional and support staff.

Thelen Associates, Inc.

Thelen was established in 1971 to provide a local service to the Greater Cincinnati Area. The firm has since grown to become a regional service provider to all of Kentucky, Ohio, Indiana, and the Midwest. Thelen specializes as Geotechnical-Testing Engineers and as Construction Materials Testing Laboratories.

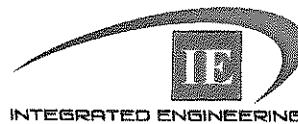
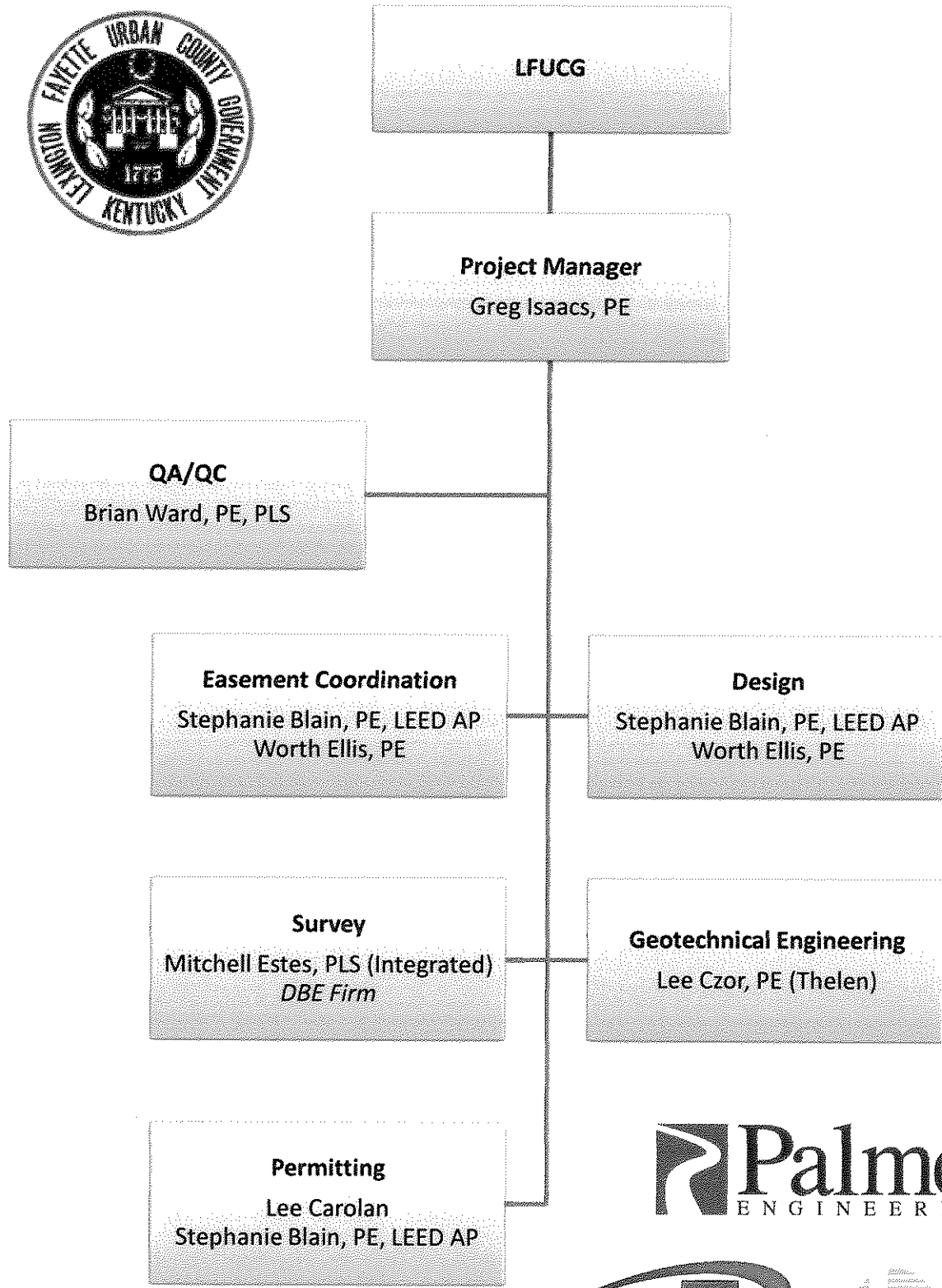
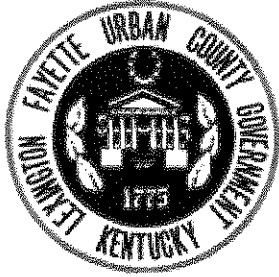
Headquartered in Erlanger (Boone County), Kentucky, Thelen employs approximately 100 employees, including geotechnical engineers, geologists, field and laboratory technicians, drillers, and support staff personnel. A branch office is located in Lexington, Kentucky.

As Geotechnical Engineers, we perform subsurface explorations for building sites, pipelines, landslides, highways, AML reclamation sites, tunnels, dams, levees, and other earth-bearing structures. We provide a complete service, beginning with exploratory test drilling, drilling supervision, field and laboratory testing, and engineering analyses and ending with a specific and comprehensive engineering report.



Project Team Organizational Chart

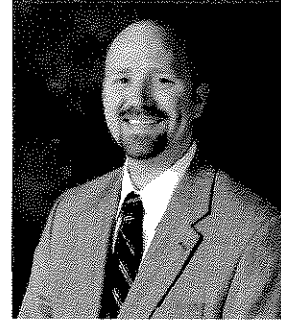
RFP #33-2012 - Professional Engineering Services – Contract 3



Greg Isaacs, PE

Related Project Experience:

- Mr. Isaacs worked at Palmer Engineering from May 2006 until June 2007 and re-joined the firm in September 2008; project experience with Palmer and with other employers includes:
- **Canary Road Drainage Information, Lexington, KY for Lexington-Fayette County Urban Government (LFUCG), 2011** – Project Manager assisting with research to determine location of existing utilities and capacity of storm sewer system and detention pond in the South Park Shopping Center area off Nicholasville Road and Canary Road in Lexington, KY.
- **Crimson King Court / Coldstream Court Stormwater Study, LFUCG, 2010** – Project Manager for the study to evaluate alternatives to remediate the flood issues in the study area; The project included gathering input from the residents in the form of questionnaires, site survey, stormwater modeling, public meetings, and report of findings.
- **Ecton Park Sanitary Sewer Improvements for LFUCG, 2011-Present** - Project Manager for the evaluation of alternatives and design of the replacement of approximately 2,450 linear feet of sanitary sewer. The existing sewer consists of vitrified clay pipe in sizes of 10" and 12" and precast manholes. The existing gravity sewer is in poor condition and under capacity. The defects in the existing gravity sewer consist of sags in pipe, root intrusion, cracks in pipe, and broken in service taps. Infiltration into the gravity sewer is evident in many locations. The new 12" gravity sewer will increase capacity and reduce the infiltration into the sewer system.
- **Trinity Road, Fayette County, KY for LFUCG, 2008** - Project Engineer during preliminary evaluation for the replacement of a 50-year-old stormwater structure; The new structure had equal hydraulic capacity to avoid impacting downstream conditions.
- **Winchester Municipal Utilities Regional Facilities Plan, Clark County, KY for Winchester Municipal Utilities, 2008-Present** – Project Manager for the development of a regional facilities plan; In addition to including the standard information concerning population growth and the condition of the existing system, the plan incorporated requirements of the WMU Consent Order. As part of this new plan, each SSO was identified with elimination dates established. This plan expanded the service boundary to incorporate development expected over the next 20 years, divided the service area into watersheds, and evaluated each watershed. A gravity trunk sewer system was outlined for each water shed to provide service for full build-out, with pump stations and force mains planned for a 20-year life.
- **Chevy Chase Intersection Feasibility Study, LFUCG, 2010** – Project Manager for the evaluation of design alternative for improvements to the intersection of High Street / Euclid Ave / Tates Creek Road / Fontaine Road as well as improvements to the streetscape of each approach to the intersection. The study included two public meetings and two merchant meetings. The meetings gathered input regarding concerns of the community and business owners in the area. Based upon the input from the meetings, the design team made recommendations for the selected design alternative. Additionally, the study develops phasing options and associated cost for the selected alternative. This study will be utilized to seek funding and as a guideline during the future design of each phase of the project.



Title: Project Manager

Role in this Project:
Project Manager

Education:

University of Kentucky
BS, Civil Engineering, 1998
Eastern KY University
Completed 55 credit hours
Experience: 16 years

Professional Registrations:

PE--KY-22845-2002;
IN-10707885-2008
OH-72031-2007;
VA-0402044023-2007;
WV-15560-2003

Specialized Training:

- KY/TN Water Professionals Conference; 2009-2012
- ICC Special Inspections Training; 2010
- WEF Collection Systems Conference; 2009
- MIKE Urban Training Course; 2008
- XP SWMM Training Course; 2007
- KYPIPE 2000 Hydraulic Modeling
- NPDES Phase II Stormwater New Construction Permits Stormwater Management Design
- Watershed Management
- Funding for Stormwater Programs
- Environmental Design Solutions
- Stormwater Phase II Rule



Brian Ward, PE, PLS

Related Project Experience:

- Mr. Ward joined Palmer Engineering in 1998; project experience includes:
- **Lower Howards Creek Watershed Management Plan, Winchester, KY, for Winchester Municipal Utilities, 2011-Present** - Project manager for the development of the Lower Howards Creek Watershed Management Plan completed as the Supplemental Environmental Project for WMU's consent decree with the EPA. The project consisted of a Quality Assurance Project Plan; monthly water quality sampling; stream habitat assessments; pollutant load calculations; development of best management practices to improve stream habitat and reduce pollutant loads; and preparation of the written watershed management plan.
- **City of Winchester (KY), Meadow Street, 2003-2006** - Project Engineer for a drainage improvement study to provide residents with a way to assist the City with drainage flooding basements and the design of a detention pond; tasks associated with the project included a site visit, surveys and interviews of the residents, and information pertaining to problem areas was presented to the City.
- **Kentucky Watershed Leadership Academy Program Development Committee, 2010-2011** - Participated in the development of the Kentucky Watershed Leadership Academy curriculum as part of the Program Development Committee. As part of the development committee, committee meetings were participated in via conference calling to discuss the development of courses to teach the creation, funding, management of Watershed Management Plans and projects. The courses are created to train and certify individuals to create and/or manage a Watershed Management Plan.
- **Sanitation District No. 1, Vernon Lane Private and Public Source I/I Removal Project, Ft. Thomas, KY for SD1, 2010-Present** - Palmer Engineering Project Manager as part of a consultant team with AECOM selected to perform modeling of the storm water and sanitary sewer systems within the project area to evaluate, rehabilitate, and design the removal of approximately 115 storm connections to the sanitary sewer system. The project consists of a storm water and sanitary sewer model to evaluate the effects of each based on the removal of the storm connections. The project goal is to eliminate 55 percent of the Inflow and Infiltration within the system while enhancing green infrastructure and sustainable design. Palmer Engineering's responsibility includes the designs to remove the storm connections to either existing or proposed storm facilities and total project permitting including The US Army Corps of Engineers, Kentucky Division of Water, Sanitation District No. 1, and others.
- **Trinity Road / Wellington Way Storm Water Project, Lexington Fayette Urban County Government, 2008** - Project Manager for the replacement of the existing 60x34 inch Wellington Way storm water box culvert with double barrel 4x2 precast box culverts and cast in place inlet box. The project included coordinating with several property owners concerning the potential abandonment of an existing 45x29 inch elliptical pipe which was connected to several roof, yard and basement drains.
- **Wall Alley, Winchester, KY for City of Winchester, 2007-2008** - Performed design coordination, construction administration, project design modifications, change order negotiations, processing change orders, and final project close out for the Wall Alley renovation, which consisted of the relocation of overhead utilities to accommodate the widening of Wall Alley from one-way traffic to two-way traffic and the renovating of Wall Alley to improve the overall look. This construction also included dumpster fencing, drainage structures, sidewalk reconstruction and enhancement, curb and gutter, asphalt pavement, concrete pavement, and box culvert structural construction.



Title:
Director of Water Resources
Role in this Project:
QA/QC

Education:
University of Kentucky
BS, Civil Engineering, 1997
Morehead State University
BS, Physics/Mathematics, 1995

Experience: 16 years

Professional Registrations:
PE-KY-22627-2002, TN-110221-2005
PLS-KY-3899-2009

Specialized Training:

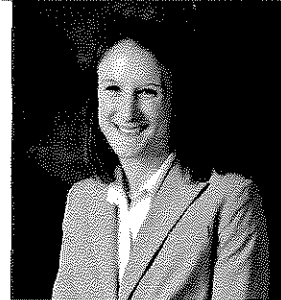
- DBAI, 2011
- KAPS; 2011, 2012
- KSA Conference; 2011
- ICC Special Inspections Training; 2010
- Water Professionals Conference; 2009-2011
- XP SWMM Advanced Training; 2009
- Signal Timing for Congested Conditions; 2005
- PIPE2000 Advanced Modeling Course; 2004
- PIPE2000 Hydraulic Modeling Course; 2003
- Microstation V8 Upgrade Training; 2003
- Detention Pond Design Workshop; 2002



Stephanie Blain, PE, LEED AP

Related Project Experience:

- Ms. Blain joined Palmer Engineering in May 2006; project experience includes:
- Coldstream Cr. / Crimson King Stormwater Study for Lexington-Fayette Urban County Government, Lexington, 2010-2011 - Project Engineer; performed mapping and editing services for the stormwater study of 408 acres watershed. The study included collecting field survey information and other pertinent field information to setup a hydrologic/hydraulic model. Based on previous flooding issues and reports, the stormwater model was calibrated to obtain existing and future flooding information. The stormwater model was utilized to provide 3 options to the Lexington-Fayette Urban Government to mitigate the flooding issues.
- Lower Howards Creek Watershed Management Plan, Winchester, KY, for Winchester Municipal Utilities, 2011-Present - Project Engineer for the development of the Lower Howards Creek Watershed Management completed as the Supplemental Environmental Project for WMU's consent decree with the EPA; prepared Quality Assurance Project Plan; assisted in monthly sampling; aided in stream habitat assessments; analyzed water quality sampling results; performed pollutant load calculations; proposed best management practices to improve stream habitat and reduce pollutant loads; coordinated with stakeholders, local, state, and federal agencies; assisted in writing of the written watershed management plan.
- Trinity Road Stormwater Project, Lexington, KY for Lexington-Fayette Urban County Government, 2008-2009 - Project Engineer involved in the preparation of project specifications and bid documents for the drainage improvements project that included the replacement of a culvert and wing walls.



Title: Project Engineer

Role in this Project:

Project Engineer

Education:

University of Kentucky

BS, Civil Engineering, 2007

Experience: 6 years

Professional Registrations:

PE--KY-28304-2011

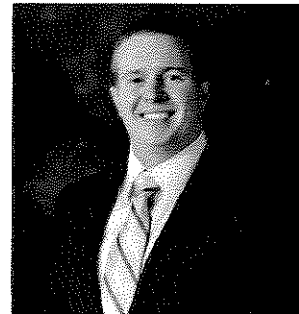
KESPC--KY-071000148-2007

LEED AP--2009

Worth Ellis, PE

Related Project Experience:

- Mr. Ellis joined Palmer Engineering in January 2008; project experience includes:
- Heartland Commerce and Technology Park, Pad Grading Projects, Taylor County, KY for Campbellsville/Taylor County Economic Development Authority, 2008 - Project Engineer for preliminary site plans, grading plans, erosion control plans and cost estimate tabulations for proposed sign pads and 100,000 square feet future development pad; Primary engineer for the development of the Storm Water Pollution Prevention Plan (SWPPP) for the future development pad.
- J K Smith Power Station Mitigation Project, Winchester, KY, for East Kentucky Power Cooperative, 2009 - Project Engineer for 3200-acre stream and wetland mitigation for approximately 81,460 LF of stream; conducted site visits to review proposed mitigations options, coordinated with team members to select appropriate mitigation techniques to be used on individual streams, and prepared construction plans for the implementation of the desired designs.
- Southern States Petroleum Facility, Flemingsburg, KY for Southern States Cooperative, Inc., 2008 - Project Engineer for preliminary site plans, grading plans, erosion control plans, and cost estimate tabulations for proposed petroleum facility; primary engineer for the development of the SWPPP for the site.
- Vernon Lane Private and Public Source I/I Removal Project, Fort Thomas, KY, for Sanitation District No. 1 of Northern Kentucky, 2010-Present - Project Engineer for the elimination of SSOs in the project area and reduction of overflow volume in the downstream service area; conducted individual property assessments on over 100 homes to determine feasibility of downspout and private storm drain removal from public storm system, developed remedial plan designs for each property owner, and helped host public meetings to promote public awareness.



Title: Project Engineer

Role in this Project:

Project Engineer

Education:

University of Kentucky

BS, Civil Engineering, 2007

Experience: 5 years

Professional Registrations:

PE--KY-28655



Lee Carolan

Related Project Experience:

- Ms. Carolan joined Palmer Engineering in March 2006; project experience includes:
- KY-4, Fayette County, KY for KYTC, 2009 - UST Specialist; Performed an ASTM Standard Phase I ESA/UST/HAZMAT baseline survey on 1.3 miles of New Circle Road widening from Georgetown Road to Boardwalk Avenue, including Newtown Pike interchange, frontage road, and Georgetown Road ramps.
- Powell County EOC, Stanton, Powell County, KY, 2012 - Senior Environmental Biologist. Authored the Environmental Assessment, the Finding of No Significant Impact, Biological Evaluations, and the Environmental Baseline Surveys for an approximate 2.69 acre Emergency Operations Center; performed threatened and endangered species file reviews and conducted terrestrial, botanical and aquatic surveys.
- Winchester Industrial Authority, City of Winchester, Clark County, KY, 2012 - Senior Environmental Biologist; Performed stream habitat assessment and wetland delineation for sewer line extension. Submitted USACE 404 and WQC 401 and floodplain construction permits for project.

Lee Czor, PE

Related Project Experience:

- Mr. Czor has over 15 years of experience in civil and geotechnical engineering projects including: stormwater infrastructure projects, water and wastewater treatment plants. Mr. Czor is responsible for supervision of field explorations, developing subsurface material parameters, performing engineering analyses, and developing engineering reports (including construction recommendations and specifications).
- Senior Geotechnical Engineer, Various LFUCG IDIQ and Pilot Stormwater Projects, Lexington, Kentucky - Mr. Czor and Thelen have provided geotechnical and drilling services in support of design efforts for various LFUCG stormwater improvement projects within Lexington, Kentucky. Mr. Czor supervised geotechnical explorations for the design of stormwater improvement projects associated with the Cardinal Lane stormwater improvements, the Klausung Group Parking and Drain Improvements, and the Ronald McDonald House Stormwater Drainage Improvements. Mr. Czor also supervised geotechnical drilling efforts in support of the Lexington Mall, Ecton Park, and Roland Avenue Stormwater Improvements and is currently providing these services for the Bob-O-Link Drive Stormwater Improvements.

Mitchell Estes, PLS

Related Project Experience:

- Mitchell Kent Estes brings 22 years of land surveying experience to the Project Team. Mr. Estes has experience in construction staking for roadways, subdivisions, and land development and has completed numerous boundary and topographic surveys for these projects.
- Bob O Link Trunk Sewer Project (LFUCG), Lexington, KY - Survey Crew Chief responsible for the topographic survey being utilized for the planning and design of approximately 4,400 lineal feet of trunk sanitary sewer line. Responsibilities also include easement plat preparation and coordination with local utility companies for the field location and identification of existing utilities within the project corridor.
- Town Branch Sanitary Sewer Rehabilitation and Pump Station Project (LFUCG), Lexington, KY - Survey Crew Chief responsible for the topographic survey utilized for the planning and design of the Town Branch Pump Station and Sanitary Sewer Line.
- West Hickman Sanitary Sewer Evaluation Study (SSES) (LFUCG), Lexington, KY - Survey Crew Chief of the West Hickman Sanitary Trunk Sewer and collection system. Responsibilities included the location and identification of all manholes in sewershed.

Role in this Project:

Senior Environmental Biologist

Education:

Arkansas Tech University
BS, Biological Science and
Secondary Education, 1985

Experience: 23 years

Professional Registrations:

AHERA Asbestos Building Inspector;
National and Kentucky--
ASBIR0905158



Role in this Project:

Geotechnical Engineer

Education:

BSCE, 1998, Civil and Environmental
Engineering, University of Tennessee
MSCE, 1999, Civil and Environmental
Engineering, University of Tennessee

Professional Registrations:

PE--KY, TN, OH



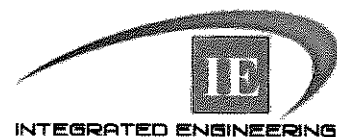
Role in this Project: Surveying

Education:

BS, University Studies
Emphasis in Mathematics
Morehead University, 1985

Professional Registrations:

PLS--KY # 3345



RISK MANAGEMENT PLAN

RFP #33-2012 RFQ for Professional Engineering Services – Contract 3

To ensure LFUCG Task Order completion with seamless transition, the Palmer Engineering Risk Management Plan approach is based on efficient redundancy in addition to good recordkeeping. The following paragraphs outline this approach for each position of a LFUCG Task Order.

Project Records

The Project Manager shall keep a "Project Notebook" throughout the duration of the LFUCG Task Order. This notebook shall include, at a minimum, the following information:

1. Facts: Project manager, project name, project number, client information, billing information, project setup information, budgets, and schedules
2. Executed contracts
3. Task List: Project requirements, deliverables, specific exclusions (if applicable), etc.
4. Correspondence: Client, subcontractor, regulatory agencies, etc.
5. Project execution and tracking

Palmer Engineering has developed a standardized digital filing system for this type of project. This filing system was developed to minimize search time when project information must be retrieved; it also ensures minimal delays if the team member who filed the information is unavailable to retrieve it.

Project Management

The project manager for LFUCG projects is Greg Isaacs and the project quality coordinator is Brian Ward. The project quality coordinator shall provide quality reviews of the plans and project-related documents at selected project milestones. Deficiencies shall be noted and presented to the project manager to be addressed. The project quality coordinator shall also be involved and kept informed regarding the project. In the event of the project manager leaving Palmer Engineering prior to the completion of a specific task order, the project quality coordinator shall assume the role of the project manager to complete the task order, and another qualified engineer shall be appointed the role of project quality coordinator.

Project Engineer

The project engineer for LFUCG projects is Stephanie Blain and the assistant project engineer is Worth Ellis. The assistant project engineer shall provide the necessary design support assistance to the project engineer and stay informed regarding the project status. In the event of the project engineer leaving Palmer Engineering prior to the completion of a specific task order, the assistant project engineer shall assume the role of the project engineer to complete the task order. Another qualified engineer would then be appointed to the role of assistant project engineer.

Subconsultants

We anticipate that our subconsultant, Integrated Engineering (IE), will primarily be providing survey services. IE has several staff members that can perform these duties and if the assigned surveyor becomes unavailable, a new staff member will be able to take over the work using field books that record pertinent information and drawing from the project manager's up-to-date knowledge of the surveying progress. Additionally, Palmer Engineering has survey staff that can take over in case of an urgent need.

Palmer Engineering has worked with Thelen Associates on several projects and we have found that they approach projects much like we do, with a manager and lead engineer on almost every project. If one of those vital team members leaves the firm, the other can easily step in to complete the project.

LIST OF CLIENTS

RFP #33-2012 RFQ for Professional Engineering Services – Contract 3

Palmer Clients

Palmer Engineering has completed a number of projects for several clients, including Lexington-Fayette Urban County Government (LFUCG), Winchester Municipal Utilities, SD1, Frankfort Sewer Department, and Louisville MSD. The list of references below provides contact information for individuals who represent each entity.

Project:

Trinity Road Storm Improvement, Crimson King Court/ Coldstream Court Stormwater Study, Ecton Park Sanitary Sewer Replacement

Client Contact:

LFUCG

200 East Main Street

Lexington, KY 40507

Ben Krebs, Municipal Engineer Sr.

Vernon Azevedo, Project Engineering Coordinator

Phone: 859-258-3410

Email: bkrebs@lexingtonky.gov

Email: wazevedo@lexingtonky.gov

Project:

Lower Howards Creek Watershed Management Plan, Vaught Court Sanitary Sewer Replacement, Forest Park Sanitary Sewer Rehabilitation, Old Boonesboro Road Sanitary Sewer, Colby Hills Sanitary Sewer, South Main Street Sanitary Sewer

Client Contact:

WMU

150 North Main Street

Winchester, KY 40391

Mike Flynn, General Manager

Phone: 859-744-5434

Email: mike@wmuutilities.com

Project:

Broad Run Sanitary Sewer Interceptor

Client Contact:

Louisville/Jefferson County Metropolitan Sewer District (MSD)

700 West Liberty

Louisville, KY 40203

Steve Emly, Chief Engineer

Phone: 502-540-6512

Email: emly@msdlouky.org

Project:

Wolpert Force Main

Client Contact:

Sanitation District No 1

1045 Eaton Drive

Fort Wright, KY 41017

Bob Wilson, Senior Project Manager

Phone: 859-578-7469

Email: rwilson@sd1.org

Project:

Fort Boone Pump Station

Client Contact:

Frankfort Sewer Department

1200 Kentucky Ave

Frankfort, KY 40601

Bob Peterson, Senior Project Manager, Capital Improvements Program

Phone: 502-875-2448

Email: bpeterson@frankfort.ky.gov

Project:

Lemons Mill Road Sanitary Sewer

Client Contact:

Georgetown Municipal Water and Sewer Service

125 W. Clinton Street

Georgetown, KY 40324

Daryl Mulder, Engineering Technician

Phone: 502-863-7816

Email: dmulder@gmwss.com

Project:

Heartland Commerce and Technology Park Force Main and Pumping Station

Client Contact:

Campbellsville-Taylor County Economic Development Authority

107 W Broadway

Campbellsville, KY 42718

Ron McMahan, Executive Director

Phone: 270-465-9636

Email: ron@teamtaylorcounty.com

Project:

Parcel 606 Sewer Line Extension, East Interceptor, West Interceptor

Client Contact:

Winchester/Clark County Industrial Development Authority

2 South Maple Street

Winchester, KY 40391

Todd Denham, Director

Phone: 859-744-5627

Email: todd@winchesterindustry.com

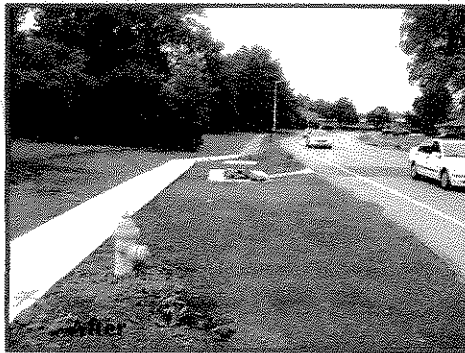


Trinity Road Storm Improvement Fayette County, KY

Project Description:

This project required the replacement of a 50-year-old storm water structure with a new box culvert structure to be of equal hydraulic capacity in order to avoid negative impact to downstream conditions.

The existing 3' x 5' reinforced concrete box culvert (RCBC) was replaced with a pre-cast, double barrel 2' x 4' RCBC. The inlet was replaced with a cast-in-place box structure to improve safety along Wellington Way while conveying storm water effectively.



Crimson King Court/Coldstream Court Stormwater Study, Fayette County, KY

Project Description:

Lexington-Fayette Urban County Government (LFUCG) selected Palmer Engineering to perform a stormwater study for the Crimson King Court / Coldstream Court area because of flooding issues of seven homes adjacent to a tributary stream near West Hickman Creek. These homes have flooded on a regular basis, and the purpose of the study is to determine which options exist and determine the most cost-effective option in eliminating the flooding issue.

To meet the objectives of the study, input was requested from the property owners to gather additional information and learn of any unknown issues that exist. This information was gathered in the form of a questionnaire that was mailed to each resident in the area. Additionally, individual meetings were held with some of the property owners. A field survey of the area was conducted that provides information concerning the cross-section of the stream as well as the location and elevation of each residence. Utilizing this data, Palmer Engineering has developed a stormwater model of the study area and has investigated a number of solutions for the project, several of which would result in significant improvements. Palmer has presented LFUCG three alternatives along with the associated costs to mitigate the flooding problem in the study area.



Agency:
LFUCG

Client Contact:
Brian Hayes
859-258-3410

Dates:
2008

Common Team Members:

- Project Manager—Brian Ward, PE, PLS
- Greg Isaacs, PE

Agency:
LFUCG

Client Contact:
Ben Krebs
859-258-3410

Dates:
2010

Project Length:
Approximately 350 acres

Common Team Members:

- Project Manager—Greg Isaacs, PE
- Brian Ward, PE, PLS
- Stephanie Blain, PE, LEED AP

Palmer
ENGINEERING

Lower Howards Creek Watershed Management Plan, Clark County, KY

Project Description:

WMU contracted Palmer Engineering to provide consulting services for the development of a Watershed Management Plan in Lower Howards Creek Watershed. The Lower Howards Creek Watershed Management Plan (LHCWMP) is being developed as the Supplemental Environmental Project (SEP) mandated by the Environmental Protection Agency in the Consent Decree with WMU and the City of Winchester, having the objective of securing significant environmental or public health protection and improvements.

The following are primary tasks performed by the project team:

1. Form stakeholders group
2. Conduct public meetings
3. Collection of existing watershed data, including physical and natural features, population and land use, and previous studies and water quality sampling results;
4. Biological assessments of LHC and tributaries;
5. Phase 1 and Phase 2 water quality monitoring and sampling
6. Identification of pollutant sources
7. Estimation of pollutant loads and target reductions;
8. Identification of Best Management Practices (BMPs)
9. Estimation of technical and financial assistance needed to implement identified BMPs;
10. Identification of measureable milestones for BMP implementation;
11. Development of monitoring objectives to evaluate BMP's
12. Development of the written LHCWMP to be maintained for public use; and
13. Presentation of LHCWMP and progress reports with political leaders, stakeholders, civic and environmental groups, and the general public.

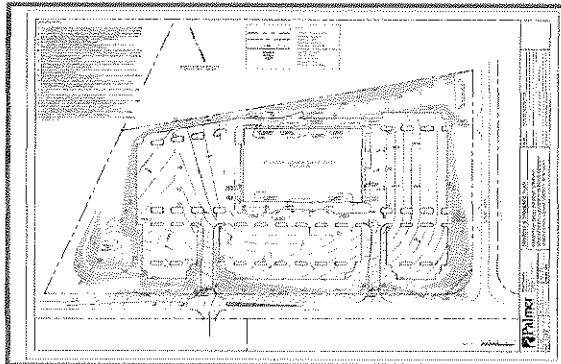
Winchester Customer Service Center Clark County, KY

Project Description:

The purpose of this storm water project was to provide on-site stormwater mitigation for the construction of an 80,000 square foot structure with 800 parking spaces to be located on 15.42 acres of undeveloped land.

The project consisted of approximately 2,250 linear feet of storm sewer pipe ranging from 18 inches to 36 inches in diameter, several bio-swales, and 1 stormwater infiltration control pond. The stormwater pond was designed to capture the first flush of the stormwater allowing it to infiltrate into the ground while provided stormwater quantity control to pre-developed levels.

A Stormwater Pollution Prevention Plan and a Stormwater Management Plan were written and implemented for this project.



Agency:
Winchester Municipal Utilities

Client Contact:
Michael Flynn, General Manager
859-744-5434

Dates:
2011-Present

Type of Improvement:
Watershed Assessment and Planning

Common Team Members:

- Project Manager—Brian Ward, PE, PLS
- Stephanie Blain, PE, LEED AP
- Lee Carolan

Agency:
Panattoni Construction Inc.

Client Contact:
Mark Drahos
775-827-4631

Dates:
2012

Project Length:
2,250 LF - 15 inch
1 Bio-retention pond

Common Team Members:

- Project Manager—Brian Ward, PE, PLS
- Stephanie Blain, PE, LEED AP
- Worth Ellis, PE

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	Winchester, KY	1969	54	3
Local Office	Lexington, KY	2007	3	3
PM Location	Lexington, KY			
Subconsultants				
Name:	Integrated Engineering			
Service Provided	Surveying			
Headquarters	Lexington, KY	2006	7	6
Local Office	Lexington, KY	2006	7	6
Name:				
Name:	Thelen Associates, Inc.			
Service Provided	Geotechnical			
Headquarters	Erlanger, KY	1971	88	0
Local Office	Lexington, KY	2009	7	7
Name:				
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.

DBE / MBE PARTICIPATION

RFP #33-2012 RFQ for Professional Engineering Services - Contract 3

Introduction:

Palmer Engineering is committed to providing an aggressive and meaningful **DBE Participation Plan** to be implemented during stormwater management projects. We understand that LFUCG desires to develop and utilize a strong, capable community of Disadvantaged Business Enterprises (DBEs). Palmer Engineering proposes to meet or exceed the DBE goal of ten percent (10%) for these projects as we have done on many KYTC and LFUCG projects in the past. We have carefully chosen the following DBE for inclusion on our team. With them we are confident that we can successfully complete all of our goals as well as very successful stormwater management projects.

- Integrated Engineering (DBE, Minority Owned)

Integrated Engineering is a "Small Businesses", but it is also a well-rounded firm (Integrated) which provides a broad range of services.

Goals: The primary goals of our plan are:

- Ten percent (10%) of the work related to each project is to be completed by DBE firms
- To enhance existing DBE/MBE engineering firms in the region
- To foster a positive environment for DBE/MBE businesses
- To encourage the continued growth and future stability of DBE/MBE firms

Action Items: For our team to be able to accomplish the goals of our DBE/MBE Plan, we propose the following strategies:

- Assign meaningful and significant work for each project
- Monitor progress often and evaluate performance periodically to provide constructive feedback

Integrated Engineering

Palmer Engineering has included Integrated Engineering on our team to assist in survey and/or stormwater drainage along with other services as needed for these projects. Harsha Wijesiri, PE, and Eddie Mesta, PE, are both former Palmer Engineering employees who have successfully built a civil engineering firm based in Lexington, Kentucky. Integrated Engineering recently worked with Palmer Engineering on the Ecton Park Project for LFUCG, among many other projects. Since Mr. Wijesiri and Mr. Mesta have an extensive background working with Palmer, there is a high level of trust and a strong working relationship between our firms. This level of trust allows IE and Palmer to work together efficiently and to achieve goals quickly. Our confidence in one another means we truly approach projects with a single-team mentality. Palmer's history with Integrated Engineering allows us to foster the firm's experience and more specifically, their individual growth and development.

Utilizing Integrated Engineering, we are confident that we can meet or exceed the DBE goals desired by LFUCG.

RATES

RFP #33-2012 RFQ for Professional Engineering Services - Contract 3

Wage Rates	Regular Hourly Rates	Overtime Hourly Rates
Two (2) Person Survey Crew	\$165	\$190
Three (3) Person Survey Crew	\$210	\$240
Four (4) Person Survey Crew	\$245	\$240
Party Chief	\$105	\$105
Instrumentman	\$65	\$75
Surveyor (PLS)	\$115	\$115
Principal	\$200	\$200
Project Manager	\$145	\$145
Engineer (PE)	\$125	\$125
Engineer (EIT)	\$95	\$95
Engineering Technician II	\$105	\$120
Engineering Technician I	\$85	\$95
Environmental Technician II	\$115	\$115
Environmental Technician I	\$90	\$100
Clerical	\$75	\$85

Expense Rates	Rate Per Unit
Mileage—Automobile	\$0.50 per mile
Mileage—Truck	\$0.63 per mile
Concrete Monuments	\$0.25 each
Iron Pins with Caps	\$7.50 each



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: Palmer Engineering

ADDRESS: Suite 900, 301 East Main Street, Lexington, KY 40507

SIGNATURE OF PROPOSER: 

AFFIDAVIT

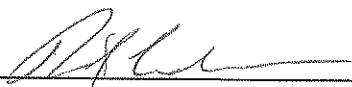
Comes the Affiant, David Lindeman, PE, PLS, and after being first duly sworn, states under penalty of perjury as follows:

1. His/her name is David Lindeman, PE, PLS and he/she is the individual submitting the proposal or is the authorized representative of Palmer Engineering Company, 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.



STATE OF Kentucky

COUNTY OF Clark

The foregoing instrument was subscribed, sworn to and acknowledged before me by David Lindeman, PE, PLS on this the 12th day of November, 2012.

My Commission expires: 11/11/2014

 #429919

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:

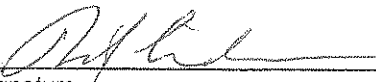
The Secretary of Labor may investigate the employment practices of any Government contractor or sub-contractor to determine whether or not the contractual provisions specified in Section 202 of this order have been violated.

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

Palmer Engineering

Name of Business

WORKFORCE ANALYSIS FORM

Name of Organization: Palmer Engineering

Date: 11 / 09 / 12

Categories	Total	White		Latino		Black		Other		Total	
		M	F	M	F	M	F	M	F	M	F
Administrators	6	6									
Professionals	44	39	5								
Superintendents	8	8									
Supervisors											
Foremen											
Technicians	16	14	2								
Protective Service											
Para-Professionals											
Office/Clerical	7		7								
Skilled Craft	3	3									
Service/Maintenance	3	2	1								
Total:	87	72	15								

Prepared by: Kim Warren, CPA - Chief Financial Officer
Name & Title



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. Harsha Wijesiri Integrated Engineering Suite 200 1716 Sharkey Way Lexington, KY 40511 859-368-0145 harsha@int-engineering.com	Surveying Services		10%
2.			
3.			
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.

Palmer Engineering

Company



Company Representative

11/9/12

Date

President and CEO

Title

LFUCG STATEMENT OF GOOD FAITH EFFORTS

Bid/RFP/Quote # 33-2012

By the signature below of an authorized company representative, we certify that we have utilized the following methods to obtain the maximum practicable participation by minority and women owned business enterprises on the project. Please indicate which methods you used by placing an X in the appropriate place.

- Attended LFUCG Central Purchasing Economic Inclusion Outreach Event
- Sponsored Economic Inclusion event to provide networking opportunities
- Requested a list of MBE/WBE subcontractors or suppliers from LFUCG Economic Engine
- Advertised for MBE/WBE subcontractors or suppliers in local or regional newspapers
- Showed evidence of written notice of contracting and/or supplier opportunities to MBE/WBE firms at least seven days prior to the proposal opening date
- Provided copies of quotations submitted by MBE/WBE firms which were not used and/or responses from firms indicating they would not be submitting a quote
- Provided plans, specifications, and requirements to interested MBE/WBE subcontractors
- Other
Please list any other methods utilized that aren't covered above.
Palmer Engineering directly contacted DBE firms with whom a prior working relationship exists.
The firms are included on the team in this submittal.

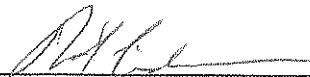
The undersigned acknowledges that all information is accurate. Any misrepresentations may result termination of the contract and/or be subject to applicable Federal and State laws concerning false statements and claims.

Palmer Engineering

Company

11/12/12

Date



Company Representative

President and CEO

Title

Firm Submitting Proposal: Palmer Engineering

Complete Address: Suite 900, 301 East Main Street, Lexington, KY 40507
Street City Zip

Contact Name: David Lindeman, PE, PLS Title: President and CEO

Telephone Number: 859-389-9293 Fax Number: 859-744-1266

Email address: dlindeman@palmernet.com

GENERAL PROVISIONS

1. Each Respondent shall comply with all Federal, State & Local regulations concerning this type of service or good.

The Respondent agrees to comply with all statutes, rules, and regulations governing safe and healthful working conditions, including the Occupational Health and Safety Act of 1970, 29 U.S.C. 650 *et. seq.*, as amended, and KRS Chapter 338. The Respondent also agrees to notify the LFUCG in writing immediately upon detection of any unsafe and/or unhealthful working conditions at the job site. The Respondent agrees to indemnify, defend and hold the LFUCG harmless from all penalties, fines or other expenses arising out of the alleged violation of said laws.

2. Failure to submit ALL forms and information required in this RFP may be grounds for disqualification.
3. Addenda: All addenda, if any, shall be considered in making the proposal, and such addenda shall be made a part of this RFP. Before submitting a proposal, it is incumbent upon each proposer to be informed as to whether any addenda have been issued, and the failure to cover in the bid any such addenda may result in disqualification of that proposal.
4. Proposal Reservations: LFUCG reserves the right to reject any or all proposals, to award in whole or part, and to waive minor immaterial defects in proposals. LFUCG may consider any alternative proposal that meets its basic needs.
5. Liability: LFUCG is not responsible for any cost incurred by a Respondent in the preparation of proposals.
6. Changes/Alterations: Respondent may change or withdraw a proposal at any time prior to the opening; however, no oral modifications will be allowed. Only letters, or other formal written requests for modifications or corrections of a previously submitted proposal which is addressed in the same manner as the proposal, and received by LFUCG prior to the scheduled closing time for receipt of proposals, will be accepted. The proposal, when opened, will then be corrected in accordance with such written request(s), provided that the written request is contained in a sealed envelope which is plainly marked "modifications of proposal".
7. Clarification of Submittal: LFUCG reserves the right to obtain clarification of any point in a bid or to obtain additional information from a Respondent.
8. Bribery Clause: By his/her signature on the bid, Respondent certifies that no employee of his/hers, any affiliate or Subcontractor, has bribed or

attempted to bribe an officer or employee of the LFUCG.

9. Additional Information: While not necessary, the Respondent may include any product brochures, software documentation, sample reports, or other documentation that may assist LFUCG in better understanding and evaluating the Respondent's response. Additional documentation shall not serve as a substitute for other documentation which is required by this RFP to be submitted with the proposal.
10. Ambiguity, Conflict or other Errors in RFP: If a Respondent discovers any ambiguity, conflict, discrepancy, omission or other error in the RFP, it shall immediately notify LFUCG of such error in writing and request modification or clarification of the document if allowable by the LFUCG.
11. Agreement to Bid Terms: In submitting this proposal, the Respondent agrees that it has carefully examined the specifications and all provisions relating to the work to be done attached hereto and made part of this proposal. By acceptance of a Contract under this RFP, proposer states that it understands the meaning, intent and requirements of the RFP and agrees to the same. The successful Respondent shall warrant that it is familiar with and understands all provisions herein and shall warrant that it can comply with them. No additional compensation to Respondent shall be authorized for services or expenses reasonably covered under these provisions that the proposer omits from its Proposal.
12. Cancellation: If the services to be performed hereunder by the Respondent are not performed in an acceptable manner to the LFUCG, the LFUCG may cancel this contract for cause by providing written notice to the proposer, giving at least thirty (30) days notice of the proposed cancellation and the reasons for same. During that time period, the proposer may seek to bring the performance of services hereunder to a level that is acceptable to the LFUCG, and the LFUCG may rescind the cancellation if such action is in its best interest.

A. Termination for Cause

- (1) LFUCG may terminate a contract because of the contractor's failure to perform its contractual duties
- (2) If a contractor is determined to be in default, LFUCG shall notify the contractor of the determination in writing, and may include a specified date by which the contractor shall cure the identified deficiencies. LFUCG may proceed with termination if the contractor fails to cure the deficiencies within the specified time.

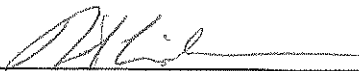
- (3) A default in performance by a contractor for which a contract may be terminated shall include, but shall not necessarily be limited to:
- (a) Failure to perform the contract according to its terms, conditions and specifications;
 - (b) Failure to make delivery within the time specified or according to a delivery schedule fixed by the contract;
 - (c) Late payment or nonpayment of bills for labor, materials, supplies, or equipment furnished in connection with a contract for construction services as evidenced by mechanics' liens filed pursuant to the provisions of KRS Chapter 376, or letters of indebtedness received from creditors by the purchasing agency;
 - (d) Failure to diligently advance the work under a contract for construction services;
 - (e) The filing of a bankruptcy petition by or against the contractor; or
 - (f) Actions that endanger the health, safety or welfare of the LFUCG or its citizens.

B. At Will Termination

Notwithstanding the above provisions, the LFUCG may terminate this contract at will in accordance with the law upon providing thirty (30) days written notice of that intent, Payment for services or goods received prior to termination shall be made by the LFUCG provided these goods or services were provided in a manner acceptable to the LFUCG. Payment for those goods and services shall not be unreasonably withheld.

13. Assignment of Contract: The contractor shall not assign or subcontract any portion of the Contract without the express written consent of LFUCG. Any purported assignment or subcontract in violation hereof shall be void. It is expressly acknowledged that LFUCG shall never be required or obligated to consent to any request for assignment or subcontract; and further that such refusal to consent can be for any or no reason, fully within the sole discretion of LFUCG.
14. No Waiver: No failure or delay by LFUCG in exercising any right, remedy, power or privilege hereunder, nor any single or partial exercise thereof, nor the exercise of any other right, remedy, power or privilege shall operate as a waiver hereof or thereof. No failure or delay by LFUCG in exercising any right, remedy, power or privilege under or in respect of this Contract shall affect the rights, remedies, powers or privileges of LFUCG hereunder or shall operate as a waiver thereof.

15. Authority to do Business: The Respondent must be a duly organized and authorized to do business under the laws of Kentucky. Respondent must be in good standing and have full legal capacity to provide the services specified under this Contract. The Respondent must have all necessary right and lawful authority to enter into this Contract for the full term hereof and that proper corporate or other action has been duly taken authorizing the Respondent to enter into this Contract. The Respondent will provide LFUCG with a copy of a corporate resolution authorizing this action and a letter from an attorney confirming that the proposer is authorized to do business in the State of Kentucky if requested. All proposals must be signed by a duly authorized officer, agent or employee of the Respondent.
16. Governing Law: This Contract shall be governed by and construed in accordance with the laws of the Commonwealth of Kentucky. In the event of any proceedings regarding this Contract, the Parties agree that the venue shall be the Fayette County Circuit Court or the U.S. District Court for the Eastern District of Kentucky, Lexington Division. All parties expressly consent to personal jurisdiction and venue in such Court for the limited and sole purpose of proceedings relating to this Contract or any rights or obligations arising thereunder. Service of process may be accomplished by following the procedures prescribed by law.
17. Ability to Meet Obligations: Respondent affirmatively states that there are no actions, suits or proceedings of any kind pending against Respondent or, to the knowledge of the Respondent, threatened against the Respondent before or by any court, governmental body or agency or other tribunal or authority which would, if adversely determined, have a materially adverse effect on the authority or ability of Respondent to perform its obligations under this Contract, or which question the legality, validity or enforceability hereof or thereof.
18. Contractor understands and agrees that its employees, agents, or subcontractors are not employees of LFUCG for any purpose whatsoever. Contractor is an independent contractor at all times during the performance of the services specified.
19. If any term or provision of this Contract shall be found to be illegal or unenforceable, the remainder of the contract shall remain in full force and such term or provision shall be deemed stricken.



Signature

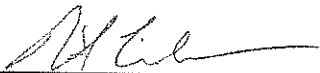
11/12/12

Date

AFFIRMATIVE ACTION

POLICY STATEMENT

It is the policy of Palmer Engineering Company (PEC) to support and promote equal employment opportunity. As president and CEO of PEC, I am committed to a hiring and promotion program that assures all qualified persons without regard to race, color, religion, sex (includes sexual harassment), national origin, disability, age (40 years or more) and veteran status (Vietnam Era, Desert Storm/Shield or disabled) the opportunity for work and advancement. Further, I totally support and defend the Affirmative Action Plan of this company.



David Lindeman, President

January 3, 2012

January 2, 1986
Revised/Updated January 3, 2012

PALMER ENGINEERING COMPANY AFFIRMATIVE ACTION PLAN


The following Affirmative Action Plan has been adopted by our company to take affirmative action to afford Equal Employment Opportunity to any and all qualified persons without regard to race, religion, sex, color, handicap, veteran, or national origin.

1. The purpose of this Affirmative Action Program is to comply with Executive Order No. 11246 regarding direct Government Contracts. All personnel having responsibility for hiring, promoting, laying off or disciplining employees will read and be familiar with this Affirmative Action Plan.
2. The Equal Employment Opportunity responsibility is designated to Mr. Kim Warren, who for the purpose of this plan, will be this company's Equal Employment Opportunity Officer, and is charged with the responsibility of securing compliance and advising corporate officials of progress.
3. The provisions of the Specifications concerning EEO will be revised annually by the EEO Officer to insure that the requirements are met and receive proper attention.
4. When work has commenced on a new project, the following shall be done:
 - A. The project manager will be informed on EEO matters concerning the particular project by the EEO Officer. This may also be done after a contract is received, before the new project starts.
 - B. Necessary steps will be taken to insure that provisions are incorporated in applicable subcontracts as outlined in "Contractor's Agreement", Section 202, Paragraph 1 thru 7, Executive Order No. 11246.
 - C. Each subcontractor will be furnished a copy of this Affirmative Action Plan and our EEO policy. They will be requested in writing to acknowledge to this company in writing that they understand our Policy, and their obligations to take affirmative action.

- D. Project managers and all supervisory personnel who employ or cause to be employed, to include field office personnel, will be asked to endorse a copy of this Policy and the Program as outlined herein to the effect that they have read same, and that they understand its contents, and that same will be complied with regarding matters within their control.
 - E. Other organizations or works with whom we have agreements or understandings will be advised of the respective project and will be asked, in writing to advise this company in writing whether or not their policies and practices are consistent with these requirements. If a negative reply is received, and all other attempts to negotiate have failed, the matter will then be taken up with the proper Federal, State, or Local Authorities for further compliance and/or ruling.
 - F. A copy of both the Policy and Program will be posted on the bulletin board where it will be viewed easily by all employees, and applicants for employment.
 - G. An EEO poster will be posted on the bulletin board.
5. Project managers and the EEO Officer shall review and discuss composition of on-site employment with supervisors to indicate that this is the desire of management to carry out its Policy and Program. This subject will also be a topic for discussion regularly in job meetings of supervisory personnel.
 6. Where applicable, it will be made known publicly that applications for employment are desired of all qualified persons regardless of race, religion, sex, color, handicap, veteran, or national origin.
 7. Only recruitment sources, which state in writing that they acknowledge our EEO Policy and refer on that basis, will be used.
 8. All notices in newspapers, etc., for prospective employees will contain the phrase "Equal Opportunity Employer".
 9. This company is committed to the inclusion of non-discriminatory provisions on agreements, and that workmen will be referred hereunder without regard to race, religion, sex, color, handicap, veteran, or national origin.
 10. Capable unskilled or semi-skilled workmen are to be upgraded to skilled or semi-skilled positions without regard to race, religion, sex, color, handicap, veteran, or national origin.

11. Interviews with prospective employees, subcontractors, and Joint Ventures will be made without regard to race, religion, sex, color, handicap, veteran, or national origin.
12. An immediate re-evaluation of qualifications of lower echelon minority groups will be made to insure equal consideration for job progression based on standards and qualifications which should be no higher or no lower than those established for any other group.
13. The company will insure that all services and benefits offered by this company will be made available to all employees regardless of race, religion, sex, color, handicap, veteran, or national origin.
14. The EEO Officer will periodically review all employment records of all employees in order to assure promotion and advance without regard to race, religion, sex, color, handicap, veteran, or national origin.
15. Discharge of employees for cause, ability or work performance shall not be influenced by an employee's race, religion, sex, color, handicap, veteran, or national origin. Layoffs due to lack of work shall not be based on race, religion, sex, color, handicap, veteran, or national origin.

PALMER ENGINEERING COMPANY



David Lindeman, President

January 2, 1979
Revised January 3, 2012

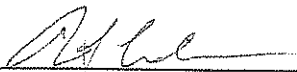
NOTICE

Kim Warren, Chief Financial Officer, is hereby re-appointed Equal Employment Opportunity Officer.

Anyone who feels he or she has been discriminated against for any reason shall report the infraction to Mr. Warren, who shall process the claim in accordance with rules and regulations as established by Secretary of Labor and Executive Order No. 11246, September 24, 1965.

Said notice to be posted on employee's bulletin board.

PALMER ENGINEERING COMPANY



David Linideman, President



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
04/26/2012

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER The Underwriters Group, Inc. 1700 Eastpoint Parkway P.O. Box 23790 Louisville KY 40223	CONTACT NAME: PHONE (A/C, No, Ext): 502-244-1343		FAX (A/C, No): 502-244-1411													
	E-MAIL ADDRESS: <table border="1" style="width:100%"> <thead> <tr> <th style="width:70%">INSURER(S) AFFORDING COVERAGE</th> <th style="width:30%">NAIC #</th> </tr> </thead> <tbody> <tr> <td>INSURER A: Charter Oak Fire Insurance Company</td> <td>25615</td> </tr> <tr> <td>INSURER B: Travelers Indemnity Company</td> <td>25658</td> </tr> <tr> <td>INSURER C: XL Specialty Insurance Company</td> <td>37885</td> </tr> <tr> <td>INSURER D:</td> <td></td> </tr> <tr> <td>INSURER E:</td> <td></td> </tr> <tr> <td>INSURER F:</td> <td></td> </tr> </tbody> </table>			INSURER(S) AFFORDING COVERAGE	NAIC #	INSURER A: Charter Oak Fire Insurance Company	25615	INSURER B: Travelers Indemnity Company	25658	INSURER C: XL Specialty Insurance Company	37885	INSURER D:		INSURER E:		INSURER F:
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INSURER F:																
INSURED Palmer Engineering Company P. O. Box 747 Winchester, KY 40392																

COVERAGES CERTIFICATE NUMBER: REVISION NUMBER:

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	GENERAL LIABILITY <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC			6801324L943COF12	05/01/2012	05/01/2013	EACH OCCURRENCE \$1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$1,000,000 MED EXP (Any one person) \$10,000 PERSONAL & ADV INJURY \$1,000,000 GENERAL AGGREGATE \$2,000,000 PRODUCTS - COMP/OP AGG \$2,000,000 \$
A	AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO ALL OWNED AUTOS <input checked="" type="checkbox"/> HIRED AUTOS <input checked="" type="checkbox"/> SCHEDULED AUTOS NON-OWNED AUTOS			BA1338L13612GRP	05/01/2012	05/01/2013	COMBINED SINGLE LIMIT (Ea accident) \$1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ \$
B	<input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> EXCESS LIAB <input checked="" type="checkbox"/> OCCUR CLAIMS-MADE <input type="checkbox"/> DED <input checked="" type="checkbox"/> RETENTION \$ 10,000			CUP6667Y6601247	05/01/2012	05/01/2013	EACH OCCURRENCE \$5,000,000 AGGREGATE \$5,000,000 \$
A	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) <input type="checkbox"/> Y/N If yes, describe under DESCRIPTION OF OPERATIONS below		N/A	XVMP0UB6642Y41912	05/01/2012	05/01/2013	<input checked="" type="checkbox"/> WC STATUTORY LIMITS <input type="checkbox"/> OTHER E.L. EACH ACCIDENT \$1,000,000 E.L. DISEASE - EA EMPLOYEE \$1,000,000 E.L. DISEASE - POLICY LIMIT \$1,000,000
C	Professional Liability			DPR9695290	12/05/2011	12/05/2012	Each Claim 4,000,000 aggregate 4,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)

For Informational Purposes Only
For Informational Purposes Only
For Informational Purposes Only
For Informational Purposes Only
For Informational Purposes Only

CERTIFICATE HOLDER

CANCELLATION

For Informational Purposes Only For Informational Purposes Only For Informational Purposes Only For Informational Purposes Only For Informational Purposes Only	SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE
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