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TENNESSEE DEPARTMENT OF TRANSPORTATION

**STATEWIDE COMMERCIAL BACK-OFFICE SYSTEM
REQUEST FOR QUALIFICATIONS**

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Project Identification Number: 134727.02

Contract Number: BO2601

February 25, 2026 Advertisement Date

Statement of Qualifications Due: July 14, 2026

Table of Contents

1.	INTRODUCTION.....	1
1.1.	TDOT Choice Lanes Overview	1
1.2.	Statement of Procurement Purpose.....	1
2.	SCOPE OF WORK.....	3
2.1.	Overview.....	3
2.2.	Description of Objectives and Proposed Contracting Opportunity	5
2.2.1.	Procurement Objectives and Goals.....	5
2.2.2.	Time for Completion.....	6
2.2.3.	Contract Term	6
3.	DESCRIPTION OF PROCUREMENT PROCESS.....	7
3.1.	General.....	7
3.1.1.	Phase 1 - RFQ/SOQ.....	7
3.1.2.	Phase 2 - RFP.....	10
3.2.	Phase 1 - Procurement Schedule.....	11
3.3.	RFQ Questions.....	13
3.3.1.	Question Submission	13
3.3.2.	Responses.....	14
3.4.	Amendments	15
3.5.	Cost Incurred Responsibility and Payment for Work Product.....	15
3.6.	Nondiscrimination in Contracting/Equal Employment Opportunity (EEO) Requirements	15
3.7.	Disadvantaged Business Enterprise (DBE) Program Requirements.....	16
4.	SOQ CONTENT AND SUBMITTAL REQUIREMENTS	17
4.1.	General.....	17
4.2.	Format.....	17
4.2.1.	Electronic Files	17
4.2.2.	General Requirements	18
4.2.3.	Marketing Materials.....	18

4.3.	Contents and Organization	19
4.4.	SOQ Submission Requirements.....	19
4.4.1.	Time and Manner of SOQ Submittal	19
4.4.2.	Respondent Access to TDOT Procurement Portal	19
4.4.3.	Submission of SOQ.....	19
4.5.	References.....	20
5.	EVALUATION PROCESS AND CRITERIA.....	21
5.1.	Responsiveness Review	21
5.2.	Pass/Fail Review	21
5.3.	Scored Evaluation Criteria	22
5.4.	SOQ Evaluation Procedure	22
5.5.	Limits on Exclusive Arrangements; Changes in Organization	23
6.	COMMUNICATIONS, PUBLIC INFORMATION, AND ORGANIZATIONAL CONFLICTS OF INTEREST	24
6.1.	Prohibited Communications	24
6.2.	Tennessee Open Records Law	25
6.2.1.	Disclosure Waiver.....	25
6.2.2.	Claimed Exemptions to Disclosure	25
6.2.3.	Public Disclosure of SOQ Documents	26
6.3.	Organizational Conflicts and Ineligible Firms	27
6.3.1.	I-24 Southeast Choice Lanes Project	28
7.	TDOT RESERVED RIGHTS	28
7.1.	Non-Responsive SOQ.....	29
7.2.	No Tentative or Qualified Statements or Commitments Will Be Recognized	30
7.3.	Waiver of Irregularities.....	30
7.4.	Oral or Referenced Explanations	30
7.5.	Right to Cancel	30

Appendices

- Appendix 1 Definitions
- Appendix 2 SOQ Submittal

Forms

- Form A-1 CBO RFQ Comments and Questions
- Form A-2 TDOT Procurement Portal Access Request
- Form A-3 Transmittal Letter
- Form A-4 Acknowledgement of RFQ
- Form A-5 Confidential Contexts Index
- Form A-6 Company Reference and Questionnaire
- Form A-7 Industry Forum Registration and Confidential One-on-One Meeting Request
- Form B Certification
- Form C Information Regarding Respondent Team and Financially Responsible Party
- Form D Statement of Qualifications Checklist and Contents

1. INTRODUCTION

With this Request for Qualifications (“RFQ”), the Tennessee Department of Transportation (“TDOT”), an agency of the State of Tennessee, hereby requests Statements of Qualifications (“SOQs”) from entities (“Respondents”) desiring to design, develop, test, implement, operate and maintain a Commercial Back-Office (“CBO”) System to support its managed lanes facility (such managed lanes, the “Choice Lanes”) and future statewide operations. Any interested entity (hereinafter defined as a “Respondent”) is required to respond to this RFQ, in accordance with the guidelines in Section 4 (SOQ Content and Submittal Requirements).

TDOT’s process for this procurement will be delivered in two phases. During the first phase of the procurement, Respondents determined to be qualified by TDOT in response to this RFQ (each, a “Shortlisted Proposer”) will be invited to submit detailed proposals (“Proposals”) in response to a Request for Proposals (“RFP”) in the second phase of the procurement. Upon conclusion of the Proposal evaluations, TDOT will select one (1) Shortlisted Proposer (such Shortlisted Proposer, the “Contractor”) that has a CBO offering that best meets the requirements, functionality and goals being contemplated by TDOT.

Important Notice: This RFQ is issued solely for informational and planning purposes and does not constitute a solicitation for bids or proposals. TDOT reserves the absolute and sole discretion to cancel this RFQ, modify its terms or alter the procurement process at any time, without incurring any obligation or liability to any Respondent. Submission of a response to this RFQ does not create any contractual relationship or commitment on the part of TDOT, nor does it guarantee any Respondent’s participation in future procurement stages. All decisions regarding this RFQ and any subsequent RFP will be made at the sole discretion of TDOT.

1.1. TDOT Choice Lanes Overview

TDOT is expanding highway capacity and improving access along the I-24 corridor in the Nashville region through the development and operation of a managed lane facility along the I-24 corridor between I-40 in Nashville (Davidson County) and I-840 in Murfreesboro (Rutherford County) the (“I-24 Choice Lanes”).

The statewide CBO that TDOT will procure, as described in this solicitation, will support the TDOT I-24 Choice Lanes as well as other, future user fee facilities developed by TDOT.

1.2. Statement of Procurement Purpose

With this procurement, TDOT intends to select one (1) Shortlisted Proposer that has a CBO offering that best meets the requirements, functionality and goals being contemplated by TDOT. The CBO will be initially implemented for the I-24 Choice Lanes and then scaled over time to cover the needs of a statewide managed lane program in accordance with the Transportation Modernization Act of 2023 (the “TMA”).

With respect to the I-24 Choice Lanes, in addition to meeting all requirements of the procurement and Contract Documents, the CBO provider shall also need to interface and coordinate with the private entity selected by TDOT to develop and operate the I-24 Choice Lanes (the “I-24 Developer”) to meet all obligations under a tolling services agreement to be entered into by TDOT and the I-24 Developer. TDOT anticipates that, under the terms of the tolling services agreement,

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TDOT will provide certain electronic toll transaction processing services for the I-24 Developer, through the operation by TDOT of the CBO and a customer service center. The Contractor will operate and maintain the CBO in order for TDOT to satisfy its obligations to the I-24 Developer to perform electronic toll transaction processing services for the I-24 Choice Lanes under the tolling services agreement.

2. SCOPE OF WORK

Refer to this section for a detailed scope of work for the TDOT Choice Lanes.

2.1. Overview

The scope of Work is for the design, development, testing, installation, integration, operation and maintenance of a complete, end-to-end CBO that conforms to the requirements of TDOT's solicitation documents (the "Project"). The primary function of the CBO will be to act as TDOT's System of record for all Transactions, efficiently processing Fully-Formed Transactions (FFT), inclusive of any necessary information, provided by the Operational Back-Office (OBO) system, which will be provided by the I-24 Developer. The CBO must track all Transactions from their initiation in the roadside system to their final disposition, providing intuitive user interfaces and business intelligence tools to research and report on all received Transactions.

The CBO process Transactions to TDOT Customer Accounts (in accordance with TDOT Business Rules). For image or Transponder-Based Transactions, the CBO will support the creation and mailing of both customer invoices and violation notices in accordance with TDOT Business Rules. As the Transactions move through the CBO process, the CBO will provide accurate tracking of the status of all Transactions utilizing detailed Transaction status codes to clarify the status of all Transactions. Unpaid Transactions may be referred to TDOT's contracted Collection Agency and/or the Tennessee Department of Revenue for a vehicle registration suspension or non-renewal notice should a vehicle owner be deemed a "habitual violator" in accordance with TDOT Business Rules.

The CBO will be designed to fully support TDOT Customer Service Center (CSC) operations, which is to be procured separately by TDOT. To support CSC operations, the CBO will provide, but not be limited to, the following functionality and activities:

- Processing of FFT (including Transponder-Based, Image-Based and interoperable (IOP))
- Regional and/or national IOP support, reciprocity and IOB HUB administration
- Account replenishment
- Customer service and customer interaction functionality, including but not limited to, website, website chatbot, mobile application, omnichannel customer support solution or similar, Case Management System, e-mail and text message communications and notifications, intelligent virtual assistant (IVA), etc.
- Financial general ledger
- Financial Transactions (e.g. refunds, reversals, fees, etc.) and payment processing (e.g. lockbox, credit card, cash, banking interface, third-party payment networks, etc.)
- Full lifecycle Transaction reconciliation, including both lane and revenue reconciliations
- Account management support
- Invoicing, violation notices and customer/Accounts statements, notifications, etc.
- Violations processing to Collections Agencies and third-party agencies for registration holds

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- Transponder inventory management, including storage, tracking, fulfillment, distribution and activation
- Image Review and validation of images not meeting an OCR threshold with FFT
- Discounts, including a variety of discount programs/plans and frequent use plans
- Support for third-party system integration, including but not limited to mail house, lockbox, and Vehicle Registration Information (VRI) Source
- Address cleansing, standardization and duplicate Account mitigation
- Customer payment plans and flexible payment options
- Ad-hoc or Configurable specialty notifications to patrons
- Artificial Intelligence (AI) driving tools and processes, including but not limited to:
 - Customer support and communications
 - Image Review, license plate number validation and/or OCR confirmation
 - Real-time data analysis and reporting
 - Anomaly detection and alert/notification generation
 - Transaction and financial reconciliation
- Enhanced security measures to prevent fraud and unauthorized activity
- Automation of Transaction and financial reconciliation processes
- Revenue management
- Robust, sophisticated reporting and dashboards
- User-friendly ad-hoc reporting tools
- Disaster recovery

TDOT's intent is to select one (1) Shortlisted Proposer to implement a state-of-the-art CBO solution that is technically and operationally efficient, intuitive, cost-effective, modular and scalable in architecture, and utilizes proven commercial-off-the-shelf (COTS) products, where appropriate, with the capability of achieving all Requirements as further set forth in TDOT's solicitation documents.

Respondents are required to propose a proven technical solution and architecture (e.g. cloud-based, on-premises, or a mix of both) that best meets the TDOT's Requirements outlined in these procurement documents.

Note: The selected Shortlisted Proposer shall be required to adhere to and abide by the State of Tennessee Enterprise Information Security Policy (https://www.tn.gov/content/dam/tn/finance/sts/security-documents/300-POL-001_EISP%20Policy.pdf), specifically Section 10.1.5 regarding offshore requirements for data storage and accessibility, Contractor resource access requirements as well as application administration requirements.

2.2. Description of Objectives and Proposed Contracting Opportunity

Refer to this section for procurement goals and objectives, the estimated timeline for completion and the anticipated term of the Contract.

2.2.1. Procurement Objectives and Goals

The purpose of this RFQ is to solicit information on verified, robust, and scalable CBO Systems that utilize commercial-off-the-shelf (COTS) software, where appropriate, contain architecture that enables modularity and scalability, and leverage out-of-the-box functionality and software.

With this procurement, TDOT's preference is to obtain a proven, stable CBO solution that will require minimal customization, software re-design or software development, to reduce the risk associated with lengthy design and development processes. To that end, the preferred solution will already be in production with another toll agency, which TDOT will have access to view, observe the use of and evaluate, in-person, at host agency facilities ("Agency Site Visits").

TDOT is also interested in information regarding Respondents that are able to coordinate and integrate with various entities, including third-party service providers, interoperable agencies, subcontractors and multiple TDOT departments.

TDOT seeks Respondents and a CBO that will offer and accomplish the following objectives, through TDOT's procurement and implementation of the Project.

- Experience designing, developing, integrating, testing, operating and maintaining an enterprise CBO solution within a determined schedule, with similar complexities and risks in a greenfield environment;
- Deliver core requirements while remaining adaptable to evolving Business Rules;
- Offer contractual transparency, including agreements with third-parties and subcontractors;
- Utilize an innovative, scalable and stable CBO solution that is currently active in production, under live operations and maintenance, with another agency and that requires minimal customization to support TDOT specific Business Rules;
- Provide a stable, adaptable solution that requires limited modifications and could be delivered on an accelerated schedule;
- Deliver robust, accurate back-office accounting capabilities with a flexible, financial reporting solution;
- Supply the traceability of Transactions through their entire lifecycle, from the lane-level through the CBO to final disposition, and provide accurate financial and operational reporting;
- Offer a user-friendly, customer-focused, and intuitive customer self-service, website, and mobile experience;
- Incorporate state-of-the-art tools, like AI-driven tools and processes, to automate and facilitate efficient operation of the System and CSC operations;
- Demonstrate alignment with nationally recognized security and accessibility standards, including but not limited to: Payment Card Industry Data Security Standard (PCI-DSS), Web Content Accessibility Guidelines (WCAG), Information Technology Industry (ITI) Council,

National Institute of Standards and Technology (NIST), HITRUST certification, and System and Organizational Controls (SOC) audits, and other comparable industry standards;

- Process user fees on multiple Choice Lanes simultaneously; and
- Provide a modular and scalable architecture for future enhancement and to support TDOT program growth.

2.2.2. Time for Completion

Once provided with a Notice to Proceed (NTP) from TDOT for the Project, the Contractor shall proceed with the Work in accordance with the approved baseline Project schedule and within the time periods specified in the Contract Documents.

Commencing upon the issuance of the NTP, the Contractor is expected to have nine hundred and seventy-five (975) Calendar Days to complete all Project milestones and achieve “Go-Live”, as defined in the Contract Documents, with the new CBO.

Due to the criticality of this Project and the need to meet the Project schedule, TDOT anticipates utilizing liquidated damages on this Project. Any liquidated damages will be documented in the Contract provided with the RFP in Phase 2 of the procurement.

Note: The time for completion dates and requirements are subject to change based on the sole discretion of TDOT.

2.2.3. Contract Term

It is anticipated that the final Contract will grant the selected Contractor a term of up to sixteen (16) years. It is currently anticipated the term will include ten (10) base years as well as two (2), three (3) year optional extension periods. The base term would begin upon NTP, and obligate the Contractor to design, develop, test, implement, operate and maintain the CBO System for the duration of the term of the Contract.

3. DESCRIPTION OF PROCUREMENT PROCESS

3.1. General

TDOT will be using a two (2) phased approach for the procurement of the CBO System. Phase 1 will begin with issuance of this RFQ, wherein TDOT will evaluate SOQs from Respondents and result in the shortlisting of Respondents to carry forward into the next phase of the procurement. Phase 2 of the procurement will begin with issuance of the RFP and conclude with TDOT's selection of one (1) Shortlisted Proposer to design, develop, test, integrate, operate and maintain the CBO System.

With this procurement, TDOT will use industry forums, confidential one-on-one meetings, question and answer periods and other channels to engage with Respondents and Shortlisted Proposers to solicit information about the procurement process and CBO Systems to assist in development of the RFP and Contract Documents.

Note: TDOT reserves the right to revise or modify the procurement process outlined below at any time during the procurement as provided in Section 7 (TDOT Reserved Rights).

3.1.1. Phase 1 - RFQ/SOQ

In Phase 1 of the CBO procurement, TDOT will issue the RFQ, receive and evaluate SOQs from Respondents and shortlist Respondents to move forward with Phase 2 of the procurement. Refer to Section 3.2 (Phase 1 - Procurement Schedule) for dates associated with the various Phase 1 activities noted below.

Activities to occur during Phase 1 of the procurement include:

- Draft RFQ Published

Phase 1 of this procurement will begin with TDOT issuing a draft RFQ for the industry's review and consideration.

- Mandatory Industry Forum

TDOT will hold a mandatory, in-person industry forum to discuss this RFQ and the RFQ process. Participation by the Lead Respondent in the industry forum is mandatory for submitting a SOQ. Potential Respondents must pre-register with TDOT, by the date and time noted in Section 3.2 (Phase 1 - Procurement Schedule), by submitting Form A-7 (Industry Forum Registration and Confidential One-on-One Meeting Request) to the TDOT Solicitation Coordinator's email address as noted in Section 3.3.1 (Question Submission). Once TDOT has received your form, TDOT will provide a confirmation receipt of registration request and will provide additional details and rules regarding the industry forum.

During the industry forum, representatives from TDOT will provide an overview of the procurement including information on the following:

- General scope, goals and objectives
- Anticipated RFQ and any future RFP schedule
- Anticipated implementation schedule

Note: Potential Lead Respondents attending the industry forum must request a confidential one-on-one meeting with TDOT to be held immediately following the industry forum. Potential Respondents may request a confidential one-on-one meeting with TDOT on their Form A-7 (Industry Forum Registration and Confidential One-on-One Meeting Request).

- Confidential One-on-One Meetings

TDOT will hold confidential one-on-one meetings with interested, potential Respondents who previously request such a meeting to solicit feedback regarding the RFQ, procurement process, CBO scope of work, and other related matters.

Following the industry forum, confidential one-on-one meetings will start the afternoon of March 10th through March 13th, allocating an hour and a half for each meeting. Meetings will be scheduled in the order of Form A-7's received and may be scheduled up to three (3) days following the industry forum.

The confidential one-on-one meetings are subject to the following:

- The meetings are intended to provide Respondents with a better understanding of the RFQ;
- Respondents shall not seek to obtain commitments from TDOT in the meetings or otherwise seek to obtain an unfair competitive advantage over any other Respondent; and
- No aspect of these meetings is intended to provide any Respondent with access to information that is not similarly available to other Respondents, and no part of the evaluation of a Respondent SOQ will be based on the conduct or discussions that occur during these meetings.

TDOT has determined the maximum number of five (5) individuals total from each Lead Respondent team is permitted to attend the confidential one-on-one meetings. TDOT reserves the right to remove or prevent access to confidential one-on-one meetings by unlisted or unregistered attendees.

Note: When submitting Form A-7 (Industry Forum Registration and Confidential One-on-One Meeting Request) to the TDOT Solicitation Coordinator, please provide a list of questions and/or topics the Respondents wish to discuss with TDOT. During the meeting, it is anticipated that TDOT's questions seeking input from the Respondents will take approximately 30 to 45 minutes. Respondents will be allocated the remaining time to discuss their topics. The list of questions will be deemed confidential.

Participation in a confidential one-on-one meeting with TDOT by the Lead Respondent is mandatory, and only Respondents who participate in the meetings shall be eligible to submit an SOQ. Lead Respondents may include/bring potential subcontractors to the confidential one-on-one meetings; however, any potential Respondent that plans to be a subcontractor to a Lead Respondent will not be granted a separate confidential one-on-one meeting.

- RFQ Question and Answer / Addenda Period – Round One (1)

Beginning upon issuance of the draft RFQ, TDOT will provide the initial opportunity for potential Respondents to submit questions and receive binding responses from TDOT. Round one (1) allows Respondents to submit all questions related to scope, requirements, confidential content, and intent of the RFQ. Respondents shall use the process outlined in Section 3.3.1

DRAFT

(Question Submission) to submit written questions for TDOT review and response. TDOT will provide responses in accordance with Section 3.2 (Phase 1 - Procurement Schedule). TDOT's responses will be provided through the TDOT Procurement Portal. Only Respondents who attend the industry forum, one-on-one meetings and have access to the Procurement Portal will receive responses.

During this time, TDOT, at its sole discretion, may release addenda to the RFQ to capture modifications necessary to the RFQ content or clarify the RFQ based on Respondent questions.

- Vendor Submission of Confidential/Proprietary Content

Following the confidential one-on-one meetings and as further described in Section 6.2.2 (Claimed Exemptions to Disclosure) below, TDOT will provide potential Respondents with the ability to confidentially submit content they may provide within their SOQ, should they choose to respond, that they would designate as confidential and/or proprietary in their SOQ. Submission of content designated as confidential and/or proprietary must adhere to the provisions outlined in Section 6 (Communications, Public Information and Organizational Conflicts of Interest).

Upon receipt of content from potential Respondents, TDOT will follow the process defined in Section 6.2.2 (Claimed Exemptions to Disclosure), pursuant to Tenn. Code Ann. § 54-3-115(c), to review and provide a determination on the SOQ confidentiality status of such content from potential Respondents. If TDOT agrees with Respondent's confidential and/or proprietary designations, the approved content would carry certain protections from TDOT beyond the conclusion of the CBO procurement. Should TDOT ultimately conclude that said information is not confidential and/or proprietary, the potential Respondent may choose to continue to submit said information in the procurement without any protection of such content beyond the CBO procurement, may choose to submit a response that does not include said information, or may choose not to respond to the RFQ or submit an SOQ.

- RFQ Refinement

Following the confidential one-on-one meetings, TDOT, at its discretion, will review and may refine its draft RFQ based on any feedback received from the industry forum and confidential one-on-one meetings with potential Respondents.

- RFQ Published

Once TDOT has completed its review and refinement (if necessary) of the draft RFQ, they will issue an RFQ for the industry's response.

- RFQ Question and Answer / Addenda Period – Round Two (2)

After the RFQ is published, TDOT will provide a second opportunity for potential Respondents to submit questions and receive binding responses from TDOT. Round two (2) shall be limited to:

- Clarification of TDOT responses issued in round one (1);
- Clarification of changes made through any issued addenda; or
- Identification of material ambiguities created by revisions to the RFQ

Respondents shall use the process outlined in Section 3.3.1 (Question Submission) to submit written questions for TDOT review and response. TDOT will provide responses in accordance

DRAFT

with Section 3.2 (Phase 1 - Procurement Schedule). TDOT's responses will be provided through the TDOT Procurement Portal. Only Respondents who attend the industry forum, one-on-one meetings and have access to the Procurement Portal will receive responses.

During this time, TDOT, at its sole discretion, may release addenda to the RFQ to capture modifications necessary to the RFQ content or clarify the RFQ based on Respondent questions.

- Respondent SOQ Submittals

Upon conclusion of the question and answer period, Respondents to this RFQ will submit SOQs for TDOT's review and evaluation.

- SOQ Evaluations and Shortlisting

Phase 1 of this procurement will conclude with TDOT's evaluation of the SOQs it receives in response to this RFQ according to the process and criteria outlined in Section 5 (Evaluation Process and Criteria). TDOT will establish a shortlist of those Respondents considered most qualified to receive and respond to the RFP. TDOT will shortlist up to five (5) Respondents.

Shortlisted Proposers will move to the next phase of the procurement.

3.1.2. Phase 2 - RFP

Upon conclusion of Phase 1 of the procurement, Shortlisted Proposers will carry forward to Phase 2 of the procurement. After Shortlisted Proposers have been selected and notified, TDOT will issue the RFP, receive and evaluate Proposals from Shortlisted Proposers, and select one (1) Shortlisted Proposer to enter a Contract with for the CBO services as outlined in the Contract Documents.

Anticipated activities expected to occur during Phase 2 of the procurement include:

Note: The following process is subject to change at the sole discretion of TDOT.

- Draft RFP Published

Phase 2 of this procurement is expected to begin with TDOT issuing an initial draft RFP for the Shortlisted Proposer's review. It is anticipated the draft RFP will be inclusive of all Contract Documents, including technical, functional and performance requirements; Contract terms and conditions; draft TDOT Business Rules; scoring criteria; price proposal forms; and other procurement information as determined by TDOT.

- Confidential One-on-One Meetings

Upon release of the draft RFP, TDOT may hold confidential one-on-one meetings with Shortlisted Proposers in accordance with the procedures set forth in the RFP.

- Vendor Submission of Confidential/Proprietary Content

Following the confidential one-on-one meetings, TDOT will again provide Shortlisted Proposers with the ability to confidentially submit content they may designate as confidential or proprietary, consistent with the requirements of the RFP.

- RFP Refinement

TDOT, in its discretion, will review and may update its draft RFP prior to the issuance of the RFP.

DRAFT

- RFP Published
TDOT anticipates issuing an RFP to the Shortlisted Proposers for the solicitation of Proposals.
- RFP Question and Answer / Addenda Period
TDOT anticipates providing an opportunity for Shortlisted Proposers to submit questions and provide binding responses. As a result, TDOT may release addenda to the RFP to capture modifications necessary to clarify the RFP.
- Shortlisted Proposer Technical Proposal Evaluations
TDOT will evaluate technical Proposals in accordance with the process and criteria outlined in the RFP.
- Shortlisted Proposer Interviews and Demonstrations
TDOT may invite Shortlisted Proposers to an interview and demonstration of their CBO System as part of the technical evaluation process.
- Shortlisted Proposer Price Proposal Evaluations
Following completion of draft technical evaluations, TDOT will evaluate price Proposals in accordance with the RFP.
- Agency Site Visits
To further support evaluation of Shortlisted Proposer solutions, TDOT may conduct agency site visits to support evaluation of Shortlisted Proposers.
Note: TDOT does not anticipate Shortlisted Proposers attending Agency Site Visits with TDOT.
- BAFO Meetings and Pricing
TDOT anticipates conducting BAFO discussions and requesting revised pricing prior to final evaluation, as provided in the RFP.
- Contract Award and Limited Negotiations
After limited negotiations, TDOT anticipates selecting one (1) Shortlisted Proposer that offers the best overall value to the State in accordance with the evaluation approach set forth in the RFP.

3.2. Phase 1 - Procurement Schedule

TDOT intends to conduct the first phase of the procurement process for shortlisting Respondents in accordance with the following schedule. All times shown below are the prevailing local times in Nashville, Tennessee.

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Table 1: Procurement Schedule

Date and Time (all times Central)	Description	Location
2/25/2026	Draft RFQ Published	TDOT Procurement Portal Note: Potential Respondents may begin submitting questions for TDOT review and response in accordance with Section 3.3.1 (<i>Question Submission</i>)
3/4/2026 @ 5:00 pm	Deadline for Submission of Mandatory, Industry Forum Registration and Confidential One-on-One Meeting Request Form Due	Email to tdot.24CBO@tn.gov
3/10/2026 @ 9:00 am	Mandatory Industry Forum Meeting	<u>In-person attendance:</u> TDOT's Office: William R. Snodgrass Tennessee Tower 312 Rosa L Parks Ave Nashville, TN 37203
3/10/2026 – 3/13/2026	Mandatory and Confidential One-on-One Meetings (Lead Respondents Only)	<u>In-person attendance:</u> TDOT's Office: William R. Snodgrass Tennessee Tower 312 Rosa L Parks Ave Nashville, TN 37203
3/16/2026 by 5:00 pm	Deadline for Respondents to Submit First Round Questions to TDOT	Email to tdot.24CBO@tn.gov
3/25/2026 by 5:00 pm	Deadline to Request Access to TDOT Procurement Portal	Email to tdot.24CBO@tn.gov
4/3/2026 by 5:00 pm	Deadline for TDOT to Respond to First Round Questions	TDOT Procurement Portal
4/7/2026 by 5:00 pm	Deadline for Potential Respondents to Submit Confidential / Proprietary Content to TDOT	Uploaded to Respondent's assigned SharePoint folder to be provided by TDOT.
5/6/2026	RFQ Published	TDOT Procurement Portal
5/14/2026 by 5:00 pm	Deadline for TDOT Response to Respondent Confidential / Proprietary Content Submittal	Notification Sent to Respondent Email Address
5/20/2026 by 5:00 pm	Deadline for Respondents to Submit Second Round of Questions to TDOT on RFQ	Email to tdot.24CBO@tn.gov

DRAFT

Date and Time (all times Central)	Description	Location
6/29/2026 by 5:00 pm	Deadline for TDOT to Respond to Second Round of Respondent Questions	TDOT Procurement Portal
7/14/2026 by 12:00 pm	Deadline for Respondents to submit Statement of Qualifications (SOQ)	TDOT Procurement Portal
8/17/2026 by 5:00 pm	Shortlisted Proposers Notified	Notification Sent to Respondent Email Address and Posted to TDOT Procurement Portal
8/20/2026 by 5:00 pm	Anticipated Date for TDOT to Issue Draft RFP	TDOT Procurement Portal

This schedule is subject to modification at the sole discretion of TDOT. Respondents will be notified of any change by an addendum to this RFQ, which will be posted on the TDOT’s Procurement Portal.

TDOT anticipates awarding and executing the Contract and issuing an NTP in February 2028.

3.3. RFQ Questions

Potential Lead Respondents interested in submitting formal questions, which will result in binding responses from TDOT, must follow the process outlined below.

3.3.1. Question Submission

From the date this draft RFQ is advertised until a Shortlisted Proposer is awarded the Contract, all communications (except for communications at the industry forum and confidential one-on-one meetings, or as otherwise explicitly stated in the procurement documents) relating to this procurement regarding requests for interpretation, clarification or questions about the procurement process or the Project must be in writing addressed to TDOT’s Solicitation Coordinator as noted below.

To promote coordination and the formation of teams, TDOT would like potential Lead Respondents to consolidate and submit RFQ Questions on behalf of their proposed teams. Lead Respondents may submit written questions and requests for clarification (“**RFQ Questions**”) to the TDOT contact listed below (the “**TDOT Solicitation Coordinator**”), by no later than the dates and times shown in Section 3.2 (Phase 1 - Procurement Schedule). TDOT will not respond to any RFQ Questions after the deadline to submit questions has passed.

Beginning upon issuance of the draft RFQ, TDOT will provide two (2) opportunities for potential Respondents to submit questions and receive binding responses from TDOT. Round one (1) allows Respondents to submit all questions related to scope, requirements, confidential content, and intent of the RFQ. Round two (2) shall be limited to:

DRAFT

- Clarification of TDOT responses issued in round one (1);
- Clarification of changes made through any issued addenda; or
- Identification of material ambiguities created by revisions to the RFQ.

During this time, TDOT, at its sole discretion, may release addenda to the RFQ to capture modifications necessary to the RFQ content or clarify the RFQ based on Respondent questions.

Respondents should refer to Section 6.2 (Tennessee Open Records Law) for details regarding the applicability of the Open Records Law to RFQ Questions. No telephone or oral requests will be considered. Respondents must submit RFQ Questions to the TDOT Solicitation Coordinator at the email address below:

Attn: TDOT Solicitation Coordinator

Email Address: tdot.24CBO@tn.gov

Respondents must ensure that all RFQ Questions:

- (i) are submitted in writing in Microsoft Excel format using Form A-1 (CBO RFQ Comments and Questions), with the email subject line and document file name to both begin with “BO2601_TDOT CBO_RFQ Questions”;
- (ii) are sequentially numbered, as set forth in Form A-1 (CBO RFQ Comments Questions);
- (iii) identify the relevant RFQ section number and page number or, if it is a general question, indicate so;
- (iv) do not disclose the Respondent’s identity in the body of the question or contain proprietary or confidential information;
- (v) address a single issue per RFQ Question; and
- (vi) state clearly why the RFQ Question has been asked.

Any interpretations, clarifications or changes to the procurement documents considered necessary by TDOT, in its sole discretion, will only be made in writing by TDOT via the RFQ or Addenda.

3.3.2. Responses

TDOT intends to provide binding written responses to RFQ Questions that TDOT deems to be general in nature, material, or not otherwise adequately addressed in the RFQ. Responses will be provided for RFQ questions that are submitted before the deadlines specified in Section 3.2 (Phase 1 - Procurement Schedule) in accordance with Section 3.1.1 (Phase 1 - RFQ/SOQ). TDOT’s responses will be provided through the TDOT Procurement Portal. Only Respondents who attend the industry forum, one-on-one meetings and have access to the Procurement Portal will receive responses.

In preparing responses to RFQ Questions, TDOT may rephrase any RFQ Question(s) as it deems appropriate and may consolidate similar comments. TDOT may also create and answer questions independently of the Respondents’ questions. TDOT may issue multiple sets of responses at different times during the procurement process. Such responses are provided for informational purposes only and will not amend or be considered part of this RFQ, except to the extent they are

specially incorporated in any Addenda. Responses to RFQ Questions will be posted on the TDOT Procurement Portal.

3.4. Amendments

TDOT reserves the right to amend, insert, clarify or delete any item in this RFQ at any time before the SOQ Due Date by issuing Addenda to this RFQ. TDOT will post any Addenda to this RFQ on the TDOT Procurement Portal.

Respondents are responsible for monitoring the TDOT Procurement Portal for information concerning this procurement as teams responding to this RFQ will be required to acknowledge in Form A-4 (Acknowledgement of RFO, Revision and/or Addenda) that they have received and reviewed all materials posted thereon. TDOT bears no responsibility to any Respondent for such Respondent's failure to receive information or review information posted on the TDOT Procurement Portal.

TDOT will not be bound by, and the Respondents shall not rely on, any oral or written communication or representation regarding the RFQ Documents, except to the extent that it is contained in an Addendum to these RFQ documents or in the written responses provided in response to questions as posted on the TDOT's Procurement Portal. In the case of a conflict between Addenda, the latest Addendum shall apply. All Addenda issued shall become part of the Contract Documents.

3.5. Cost Incurred Responsibility and Payment for Work Product

All costs incurred by any interested party in responding to this RFQ and participating in this solicitation shall be borne by such interested party. TDOT will have no responsibility whatsoever for any associated direct or indirect costs, damages, or liabilities.

TDOT will not have stipend awards for this procurement.

3.6. Nondiscrimination in Contracting/Equal Employment Opportunity (EEO) Requirements

The Shortlisted Proposers will be required to follow State and Federal equal employment opportunity policies.

Shortlisted Proposers will be required to agree that no Person is to be excluded from participation in, be denied benefits of, or be otherwise subjected to discrimination in the performance of any contract or in the Shortlisted Proposers' employment practices on the grounds of handicap or disability, age, race, color, religion, sex, national origin, or any other classification protected by federal or State constitutional or statutory law.

Shortlisted Proposers will be required to, upon request, show proof of such nondiscrimination and post in conspicuous places, available to all employees and applicants, all notices of nondiscrimination.

3.7. Disadvantaged Business Enterprise (DBE) Program Requirements

TDOT has established a Disadvantaged Business Enterprise (“**DBE**”) program in accordance with regulations of USDOT, 49 CFR Part 26. It is the policy of TDOT that DBEs, as defined in 49 CFR Part 26, and other small businesses, be able to compete fairly in contracts financed in whole or in part with public funds.

TDOT’s updated directory of DBEs can be viewed at the following website:
<https://www.tdot.tn.gov/Applications/DBEDirect/Search>

Consistent with this policy, TDOT does not allow any Person or business to be excluded from participation in, denied the benefits of, or otherwise be discriminated against in connection with the award and performance of any federal-aid contract because of sex, race, religion, or national origin.

In this regard, Respondents are to take all necessary and reasonable steps (in accordance with 49 CFR Part 26) to ensure that DBEs have ample opportunities to compete for, and participate in, Work associated with the Contract.

No DBE goal has been assigned to the Contract.

4. SOQ CONTENT AND SUBMITTAL REQUIREMENTS

4.1. General

TDOT expects SOQs submitted in response to this RFQ to provide sufficient information about the requested items to allow TDOT to evaluate Respondents and determine whether Respondents are qualified to submit Proposals based on the criteria set forth herein.

SOQs shall be submitted exclusively in the English language inclusive of English units of measure, and cost terms in United States of America dollar denominations.

4.2. Format

4.2.1. Electronic Files

Each Respondent must submit:

- (a) one (1) electronic file for each volume, in read-only format using a searchable, bookmarked PDF that allows content-copying and contains no additional materials (other than any form, letter, or statement containing signatures, in which case the PDF need not be searchable, except where such form is specified in the instructions that it must be submitted in searchable PDF format), with no file to exceed 50 MB (as required in the RFQ, documents must additionally be provided in the native format prescribed (e.g., Microsoft Word, Microsoft Excel, etc.));
- (b) each volume labeled using the following naming convention:
 - i) for Volume 1: “BO2601_[Respondent-Name]_SOQ_Vol-1.pdf”;
 - ii) for Volume 2: “BO2601_[Respondent-Name]_SOQ_Vol-2.pdf”;
 - iii) for Volume 3: “BO2601_[Respondent-Name]_SOQ_Vol-3.pdf”; and
- (c) one (1) separate electronic copy in searchable PDF format for each volume (with no file to exceed 50 MB), labeled “BO2601_[Respondent-Name]_SOQ_Vol-[#]_Copy-of-Nonconfidential-Portion.pdf”, that redacts any trade secret, proprietary information, or other confidential information exempted from disclosure under the Open Records Law.

Note: In accordance with Section 6.2.2 (Claimed Exemptions to Disclosure), Respondents that submitted confidential materials that were approved by TDOT shall be required to submit two (2) versions of their SOQ: a non-redacted version, as described in (a) above and a redacted version as described in (c) above.

Documents submitted in Microsoft Word or Microsoft Excel format must precisely match the document provided in PDF format in accordance with (a) above in terms of format and content (but excluding signatures). If TDOT discovers a discrepancy in such documents, TDOT reserves the right in its sole discretion to accept, reject, or seek additional clarification regarding such submissions.

4.2.2. General Requirements

(a) General Formatting Requirements:

To be considered by TDOT, Respondent SOQs must comply with the following criteria:

- SOQ submittals must be prepared on 8.5” x 11” sized pages with white background;
- Respondents may present organizational charts, diagrams or other drawings, on 11” x 17” sized pages with white background;
- Text may be single-spaced;
- Arial or Times New Roman font in at least 12-point type must be used, except for tables and graphs, which may be prepared in Arial or Times New Roman font in 10-point type;

Note: All submittals must be legible without enlargement.

- SOQs shall be in Adobe PDF, and as required in the RFQ, documents must additionally be provided in the native format prescribed (e.g., Microsoft Word, Microsoft Excel, etc.);
- SOQs should be indexed, and all pages sequentially numbered; and
- SOQ submission should not exceed fifty (50) total pages as detailed in Appendix 2 (SOQ Submittal).

(b) Volume 1 Requirements

Volume 1 (as described in Appendix 2 (SOQ Submittal)) shall have all pages numbered sequentially. Refer to Appendix 2, Section 1 (Organization of SOQ) for Volume 1 page limitations.

(c) Volume 2 Requirements

Volume 2 (as described in Appendix 2 (SOQ Submittal)) shall have all pages numbered sequentially and shall not exceed the page limits specified in Appendix 2 (SOQ Submittal). Refer to Appendix 2, Section 1 (Organization of SOQ) for Volume 2 page limitations.

(d) Volume 3 Requirements

Volume 3 (as described in Appendix 2 (SOQ Submittal)) shall not exceed the page limits specified in Appendix 2 (SOQ Submittal). Refer to Appendix 2, Section 1 (Organization of SOQ) for Volume 3 page limitations.

4.2.3. Marketing Materials

Standard corporate brochures, awards, and marketing materials should not be included in the SOQ.

4.3. Contents and Organization

Respondents must organize their SOQs in the order set forth in Appendix 2 (SOQ Submittal). If a Respondent is compelled to include material in addition to the information specifically requested, the Respondent shall append that material to the end of the most appropriate defined section of the outline. Additional material is subject to the page limits set forth in Section 1 (Organization of SOQ) of Appendix 2 (SOQ Submittal), as applicable.

4.4. SOQ Submission Requirements

4.4.1. Time and Manner of SOQ Submittal

The SOQ shall be submitted electronically, uploaded to TDOT's SharePoint on or before the time prescribed on the SOQ Due Date to Respondent's assigned SharePoint folder to be provided by TDOT in accordance with Section 3.2 (Phase 1 - Procurement Schedule) of this RFQ.

4.4.2. Respondent Access to TDOT Procurement Portal

Respondents must complete Form A-2 (TDOT Procurement Portal Access Request) to receive the credentials necessary to submit SOQs and interact with TDOT via the TDOT Procurement Portal. Respondents must submit a completed Form A-2 (TDOT Procurement Portal Access Request), prior to the deadline set forth in Section 3.2 (Phase 1 - Procurement Schedule), to the TDOT Solicitation Coordinator at the email address set forth in Section 3.3.1 (Question Submission).

Any Form A-2 (TDOT Procurement Portal Access Request) submitted after such deadline may be rejected by TDOT and the prospective Respondent may not be allowed to submit an SOQ or otherwise be considered for shortlisting. Any Respondent that does not request access to the TDOT Procurement Portal by the required date and time may not, at TDOT's sole discretion, be allowed to respond to the RFQ.

Once request forms have been received by TDOT, TDOT will email the individual that submitted form (responding to the email used to submit the access request form) with instructions on how to access TDOT's SharePoint site and the Respondent's designated folder. TDOT will set up an individual SharePoint folder for each Respondent to use to upload their SOQ to their designated folder. TDOT will endeavor to provide access to the TDOT Procurement Portal to Respondents within two (2) Business Days of the deadline for submission of completed Form A-2 (TDOT Procurement Portal Access Request) set forth in Section 3.2 (Phase 1 - Procurement Schedule).

Note: Participation in the industry forum and confidential one-on-one meetings is mandatory, and only Respondents who participate in the industry forum and confidential one-on-one meetings, in accordance with this RFQ, shall be granted access to TDOT Procurement Portal.

4.4.3. Submission of SOQ

All packages constituting the SOQ must be uploaded separately and be individually labeled as described in Section 4.2.1 (Electronic Files).

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The SOQ shall be uploaded to the TDOT-assigned folder location (for the Respondent) on the TDOT Procurement Portal no later than the specified time on the SOQ Due Date as noted in Section 3.2 (Phase 1 - Procurement Schedule).

TDOT will not accept any SOQs submitted by facsimile, as hard copy, or as attachments to an email.

TDOT will not accept any SOQs submitted after the specified time on the SOQ Due Date as noted in Section 3.2 (Phase 1 - Procurement Schedule). Any SOQs received after such time and date will be rejected without opening, consideration, or evaluation. Respondents are solely responsible for ensuring that TDOT receives their SOQs by the specified time on the SOQ Due Date. TDOT will not be responsible for delays in submitting SOQs caused by technical difficulties or any other circumstance or occurrence beyond the control of TDOT. Respondents are encouraged to familiarize themselves with the uploading and deleting interfaces within the TDOT Procurement Portal in advance of the SOQ Due Date.

Prior to the SOQ Due Date, Respondents may amend, remove and/or resubmit an SOQ submittal. Should a Respondent revise or amend their submittal and resubmit their SOQ:

- The submittal they are revising and resubmitting must be completely removed from their SharePoint folder.
- Only one (1) version of a submittal is allowed in a Respondent's SharePoint folder.
- Any revised or resubmitted SOQ submittal must be clearly identified as such (e.g. marked with "Resubmitted") with a date and time noted in the file name.
- Respondents must email the TDOT Solicitation Coordinator to notify TDOT of their resubmission.

Should a Respondent leave more than one (1) version of any required document for the SOQ submittal within their designated SharePoint folder, the Respondent's SOQ submittal may be deemed non-responsive, at TDOT's sole discretion, and may not be considered.

4.5. References

Respondents are responsible for verifying the reference information included in Form A-6 (*Company Reference and Questionnaire*) is accurate and up to date. All references should be verified in advance.

No reference may be used who:

- (a) has a conflict of interest, as further described in Section 6.3 (Organizational Conflicts and Ineligible Firms);
- (b) is a member of the Transportation Modernization Board as of the SOQ Due Date; or
- (c) is a TDOT employee as of the SOQ Due Date.

As part of the SOQ evaluation process, TDOT will be contacting the provided company references to obtain feedback and verify the information provided on the company reference form. Any feedback received will be taken into account by TDOT in evaluating SOQs.

5. EVALUATION PROCESS AND CRITERIA

Refer to this section for an overview of the evaluation process and criteria used for the SOQ.

5.1. Responsiveness Review

Each SOQ will be reviewed for (i) conformance to the RFQ instructions regarding organization and format and (ii) the responsiveness of the Respondent to the requirements set forth in this RFQ.

SOQs not responsive to this RFQ may be excluded from further consideration. TDOT also may exclude from consideration any Respondent whose SOQ contains a material misrepresentation, as determined by TDOT.

5.2. Pass/Fail Review

Following, or in conjunction with, evaluation of each SOQ for responsiveness, TDOT will evaluate each SOQ based upon the pass/fail criteria set forth below. A Respondent must obtain a “pass” on all pass/fail items in order for its SOQ to be evaluated qualitatively under Section 5.3 (Scored Evaluation Criteria).

Any information provided that is found to be misleading or false may result in result in the SOQ being deemed non-responsive and disqualified from evaluation or participation in the procurement. TDOT also may exclude from consideration any Respondent whose SOQ contains a material misrepresentation, as determined by TDOT.

Table 2: Pass/Fail Criteria

Pass/Fail Items
The SOQ contains an original executed transmittal letter and acknowledgement of RFQ, as required in <u>Volume 1, Section A</u> .
As required in <u>Volume 1, Section F (Surety Letters)</u> , each Respondent provides evidence, satisfactory to TDOT, that it is capable of obtaining a payment bond and a performance bond, each in an amount at least equal to [\$50 million]. The surety providing such letter which must be an Eligible Surety must be licensed by the State of Tennessee, as listed by the Tennessee Department of Commerce and Insurance, authorized to do business in Tennessee, and listed in the current United States Department of the Treasury’s “Listing and Approved Sureties” (Circular 570). In the event TDOT issues an Addendum changing the scope of the Project, TDOT may modify the required payment and performance security amount to account for the revised estimated cost for the implementation, operation and maintenance of the CBO System.
Neither the Respondent nor any other entity referenced in <u>Form B</u> as required by this RFQ, (i) has been disqualified, removed, debarred, or suspended from performing or bidding on work for the State or any local government within the State or (ii) is currently disqualified, removed, debarred, or suspended from performing or bidding on work for the federal government or at least (3) three other states.
Each Financially Responsible Party(ties) demonstrate overall financial capability to carry out the Project responsibilities for a project of this scale, as evidenced by the financial documentation provided by the Respondent as per Volume 3.

The information disclosed in Form B and/or in response to Volume 1, Section C (Legal Qualifications) does not materially or adversely affect the Respondent’s ability to carry out the Project responsibilities potentially allocated to it.

5.3. Scored Evaluation Criteria

Each responsive SOQ passing all of the “pass/fail” qualification requirements set forth above in Section 5.2 (Pass/Fail Review) will be evaluated and scored according to the criteria set forth below.

The SOQ evaluation process will include a qualitative evaluation of each Respondent’s SOQ submittal using the criteria in the Table below.

Table 3: Scored Evaluation Criteria

SOQ Evaluation Criteria	Maximum Point Value
Respondent Experience	100
Respondent Company References and CBO Solution(s) Evaluations	175
Approach to Proposed Organization	75
Respondent Response to Questions in Appendix 2 and Approach	150
Total:	500

The 500 total points are for determining the Shortlisted Proposers only and will not carry over to the next phase of the procurement.

5.4. SOQ Evaluation Procedure

TDOT will utilize a panel to review and evaluate the SOQs in accordance with the above criteria and to make recommendations to TDOT based upon such analysis.

At various times during the deliberations, TDOT may issue one or more requests for written clarification to the Respondents regarding the SOQ. Should TDOT request a written clarification from any Respondent submittal, TDOT will identify in its request for clarification the item(s) requiring clarification as well as a due date for response. If the requested information is not received by the stated due date, the Respondent’s scores may be adversely affected.

Evaluations and rankings of SOQs are subject to the sole discretion of TDOT, TDOT staff, and such professional and other advisors as TDOT may designate. TDOT will make the final determinations of Shortlisted Proposers in its sole discretion and in the best interests of the

State.

5.5. Limits on Exclusive Arrangements; Changes in Organization

To ensure a fair, competitive procurement process, Respondents or any of its team members are forbidden from participating as the Lead Respondent on more than one submitted SOQ or Proposal for the same Work from an individual, contractor, Respondent, joint venture or corporation under the same or a different name. This prohibition does not apply to Subcontractors, however, and a Respondent, or any of its team members, may participate as a Subcontractor on more than one SOQ or Proposal.

Because TDOT wants to ensure that Respondents are able to develop and attract the broad expertise necessary to participate in this procurement and optimally design, develop, implement, operate, and maintain the Project in an innovative, effective, and efficient manner, TDOT will permit Respondents to add team members and reorganize the Respondent entity through the procurement process until the submission of Proposals during Phase 2 of the procurement, except in the event of potential organizational conflicts of interest and/or deficiencies in qualifications and experience for the proposed role.

6. COMMUNICATIONS, PUBLIC INFORMATION, AND ORGANIZATIONAL CONFLICTS OF INTEREST

6.1. Prohibited Communications

The following rules of contact shall apply during the procurement process, which begins upon the date of issuance of the draft RFQ and will be completed with the execution of the Contract. These rules are designed to promote a fair and unbiased procurement process. Contact includes face-to-face, telephone, facsimile, email, or formal written communication.

The specific rules of contact are as follows.

- (a) After issuance of this draft RFQ, no Respondent or any of its team members may communicate with another Respondent or its team members with regard to the RFQ or RFP or either team's SOQ and Proposal (either technical or price proposal), except team members that are shared between two or more Respondent teams may communicate with their respective team members so long as those Respondents establish a protocol to ensure that such subcontractor (i.e. team members) will not act as a conduit of information between the teams. Contact among Respondent organizations is allowed during TDOT-sponsored informational meetings.
- (b) The Respondents shall correspond with TDOT regarding the RFQ and RFP only through TDOT's and Respondent's designated representatives as noted in Section 3.3 (RFQ Questions).
- (c) Commencing with the issuance of this draft RFQ and continuing until the earliest of (i) award and execution of the Contract, (ii) rejection of all Proposals by TDOT, or (iii) cancellation of the procurement, no Respondent or representative thereof shall have any communications regarding the RFQ, RFP, or the procurement described herein with any member of Transportation Modernization Board, any TDOT staff, advisors, contractors, consultants, or subconsultants involved with the procurement or Project. This limitation on communication shall not apply to communications with TDOT consultants who have completed their services relating to the procurement or Project and have been released by TDOT, communications expressly permitted by the RFQ or RFP, or communications approved in advance by TDOT, in its sole discretion. Respondents shall be prohibited from adding any member of the Transportation Modernization Board, any TDOT staff, advisors, contractors, consultants, or subconsultants to their team without pre-approval from TDOT. The foregoing restriction shall not preclude or restrict communications with regard to matters unrelated to the RFQ, RFP, or the procurement, or from participating in public meetings of TDOT or any public or Respondent workshop related to this RFQ or the RFP. Any Respondent engaging in such prohibited communications may be disqualified at the sole discretion of TDOT.
- (d) Respondents shall not contact stakeholders regarding the Project or procurement, including employees, representatives, and members of the entities listed below, except as specifically approved in advance by TDOT in writing or as set forth in this Section 6.1(d):

- i) Transportation Modernization Board;
 - ii) any political subdivision of the State, local government body, locality within the State, or public agency that, in each case, has an interest in the CBO;
 - iii) FHWA, Tennessee Division;
 - iv) any Shortlisted Proposers for the I-24 SECL procurement; and
 - v) TDOT (except as provided herein).
- (e) Any communications determined by TDOT to be improper, at the sole discretion of TDOT, may result in disqualification.
- (f) Any official information will be disseminated from TDOT. Any official correspondence will be in writing and issued by the TDOT Solicitation Coordinator.
- (g) TDOT will not be responsible for any oral exchange or any other information or exchange that occurs outside the official process specified herein.

6.2. Tennessee Open Records Law

6.2.1. Disclosure Waiver

All SOQs submitted to TDOT become the property of the State and are subject to the disclosure requirements of the Tennessee Open Records Law, including Tenn. Code Ann. §§ 10-7-503 to 10-7-506 et seq.; § 54-3-115; § 54-6-102; and § 54-6-107 (the “**Open Records Law**”). Respondents are advised to familiarize themselves with the provisions of the Open Records Law to ensure that documents identified as confidential will not be subject to disclosure under the Open Records Law. In no event shall the State, TDOT, or the Transportation Modernization Board be liable to a Respondent for the disclosure of all or a portion of an SOQ submitted pursuant to this RFQ.

6.2.2. Claimed Exemptions to Disclosure

If a Respondent has special concerns about information it desires to make available to TDOT within their SOQ but which it believes constitutes a trade secret, proprietary information, or other confidential information exempted from disclosure pursuant to Tenn. Code Ann. § 54-3-115(c), such Respondent should submit a written request to TDOT using Form A-5 (Confidential Contents Index) along with any documentation supporting the Respondent’s claim and the SOQ materials anticipated for inclusion within the Respondent’s submission.

The written request shall be uploaded to the TDOT-assigned folder location (for the Respondent) on the TDOT Procurement Portal no later than the specified due date and time noted in Section 3.2 (Phase 1 - Procurement Schedule) and must:

- (1) invoke such exemption upon the submission of the materials for which protection is sought;
- (2) identify the specific data or other materials for which the protection is sought; and
- (3) state the reasons why the protection is necessary.

The reasons why the protection is necessary may include, but are not limited to, patent rights

and other preexisting intellectual property rights and protections applicable to the information. Respondents also must include an explanation of the impact of public disclosure of the information.

After the materials are received, TDOT will review the submittal(s) and provide a final determination of whether the information provided is deemed as proprietary or not by the date and time noted in Section 3.2 (Phase 1 - Procurement Schedule). TDOT will communicate the determination as an ‘Approval’ or ‘Rejection’ of the submittal with respect to confidentiality, resulting as follows:

- If TDOT determines that the submittal is to result in an ‘Approval’, such Respondent should specifically and conspicuously designate that information within its submitted SOQ to TDOT as “CONFIDENTIAL” with an updated version of Form A-5 (Confidential Contents Index). All submittals resulting in an ‘Approval’ are documents identified as confidential and will not be subject to disclosure under the Open Records Law. Respondents shall be required to submit two (2) versions of their SOQ: a redacted version and a non-redacted version. Should TDOT receive an open records request for the materials, TDOT would release the redacted version of the submittal.
- If TDOT determines that the submittal, or any portion thereof, is to result in a ‘Rejection,’ TDOT has determined that the Respondent’s claim to proprietary information is not valid and therefore the information is subject to disclosure under the Open Records Law. If this determination is reached by TDOT, all information shared by the Respondent as part of the request shall be sent back to the Respondent and removed from TDOT records. At this point, a Respondent can choose to continue with the submittal of its original SOQ as planned, with the understanding that the information is subject to the Open Records Law; change the contents of its intended SOQ submittal to revise or exclude the information rejected as confidential from within the SOQ submittal; or choose to withdraw from the procurement.

All decisions made by TDOT are final.

Failure to take such precautions prior to submission of an SOQ may subject all submitted information to disclosure under the Open Records Law.

Blanket designations, or designations that do not specifically identify information of special concern, are not acceptable and may (i) result in the SOQ being deemed non-responsive and disqualified from evaluation or participation in the procurement and/or (ii) be cause for TDOT to treat the entire SOQ as non-confidential.

Nothing contained in this Section 6.2.2 (Claimed Exemptions to Disclosure) shall modify or amend requirements and obligations imposed on TDOT by applicable law, and the applicable law(s) shall control in the event of a conflict between the procedures described above and any applicable law(s).

6.2.3. Public Disclosure of SOQ Documents

Respondents are advised that all portions of the SOQ may be disclosed publicly by TDOT in accordance with the Open Records Law and at TDOT’s sole discretion except those approved as proprietary as covered above in Section 6.2.2 (Claimed Exemptions to Disclosure).

6.3. Organizational Conflicts and Ineligible Firms

As detailed in TDOT Rule 1680-05-04-.07(5), this RFQ shall address Respondents' potential organizational conflicts of interest. As defined in TDOT Rule 1680-05-04-.02(19), "organizational conflict of interest" means that because of other activities or relationships with other persons or entities, a Respondent is unable or potentially unable to render impartial assistance or advice to TDOT, or the Respondent's objectivity in performing the Contract Work is or might be otherwise impaired, or the Respondent has an unfair competitive advantage. As a general rule, no Person or firm that has assisted TDOT in preparing the RFQ or the RFP, regardless whether they are no longer under contract with TDOT or employed by the entity wherein they assisted with the preparation of the RFQ or RFP, will be allowed to participate as a Respondent or in any capacity on a Respondent's team; *provided, however*, TDOT may determine that there is not an organizational conflict of interest where: (i) the role of a Person or firm was limited to the provision of preliminary design, reports, or similar "low level" documents that may be incorporated into the RFQ or RFP but did not include assistance in the development of instructions to Respondents or evaluation criteria; or (ii) all documents and reports delivered to TDOT by the Person or firm are made available to all Respondents or Shortlisted Proposers, as applicable. Any potential organizational or personal conflict of interest must be submitted in writing to the TDOT Solicitation Coordinator for TDOT's review, and TDOT's approval must be received prior to submission of any response to this Solicitation wherein an organizational or personal conflict may exist.

As such, the Respondent is prohibited from teaming with, receiving any advice from, or discussing any aspect relating to the CBO or the procurement of the Project with any Person or entity with an organizational conflict of interest, including:

- HNTB Corporation
- KPMG LLP
- All Shortlisted Proposers on the I-24 Choice Lanes procurement except as expressly permitted under Section 6.3.1 and fully disclosed
- Subcontractors of any firm or entities listed herein where such subcontractors are engaged on work relating to this Procurement or the I-24 Choice Lanes procurement

Note: The awarded Respondent to the CBO procurement will also be prohibited from being on a team pursuing future concessionaire projects advertised by TDOT.

Such persons and entities are also prohibited from participating on a Respondent team as a contractor, subcontractor, consultant, or subconsultant.

The Respondent is to provide information concerning organizational conflicts of interest and disclose all relevant facts concerning any past, present, or currently planned interests that may present an organizational conflict of interest, as further detailed in Appendix 2 (SOQ Submittal).

The Respondent is to state how its interests or those of any of its team members, consultants, contractors, or subcontractors, including the interests of any chief executives, or directors, may result in, or could be viewed as, an organizational conflict of interest.

By submitting its SOQ, the Respondent agrees that, if an organizational or personal conflict of

interest is thereafter discovered, the Respondent must make an immediate and full written disclosure to TDOT that includes a description of the action that the Respondent has taken or proposes to take to avoid or mitigate such conflicts. If an organizational or personal conflict of interest that the Respondent knew, or should have known about, but failed to disclose is determined to exist during the procurement process, TDOT may, in its sole discretion, disqualify the Respondent. If an organizational or personal conflict of interest that the Respondent knew, or should have known about, but failed to disclose exists, and the Respondent has entered into a Contract for the Project, TDOT may, in its sole discretion, terminate the Contract. In either case, TDOT reserves all legal rights and remedies.

Respondents also are advised that TDOT's guidelines in this RFQ are intended to augment applicable law. Such applicable law also applies to Respondent teams and teaming and may preclude certain firms from participating on a Respondent team.

6.3.1. I-24 Southeast Choice Lanes Project

Recognizing that TDOT currently is in active procurement on the I-24 Southeast Choice Lanes, any Respondent participating with any shortlisted proposer team on the I-24 Southeast Choice Lanes project shall identify in Appendix 2 (SOQ Submittal) the resulting organizational conflict of interest and address how such conflict will be addressed for the time period between the issuance of this RFQ and the time when TDOT selects the Best Value Proposer for the I-24 Southeast Choice Lanes project.

TDOT advises Respondents that any entities affiliated with the selected Best Value Proposer for the I-24 Choice Lanes—in any capacity, including as an equity member, major non-equity member, contractor, subcontractor, consultant, or subconsultant—will not be permitted to continue in this Procurement.

7. TDOT RESERVED RIGHTS

In connection with this procurement, TDOT reserves to itself all rights available to it under applicable law, which rights shall be exercisable by TDOT in its sole discretion, including without limitation, with or without cause and with or without notice, the right to:

- (a) modify the procurement process or documentation described in this RFQ;
- (b) issue a new RFQ after withdrawal of this RFQ or a subsequent RFP;
- (c) not issue an RFP;
- (d) reject any and all submittals, responses, and SOQs;
- (e) modify all dates set or projected in this RFQ;
- (f) terminate evaluations of SOQs;
- (g) issue addendums, amendments, supplements, or modifications to this RFQ;
- (h) appoint evaluation panel members to review SOQs, make recommendations to TDOT, or seek the assistance of outside technical experts and consultants in SOQ evaluation;
- (i) make independent calculations with respect to numbers and calculations submitted in an SOQ for purposes of its evaluation;

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- (j) revise the evaluation criteria or methodology by issuing an amendment to this RFQ prior to the SOQ Due Date;
- (k) require confirmation of information furnished by a Respondent, require additional information from a Respondent concerning its SOQ, or require additional evidence of qualifications to perform the Work described in this RFQ;
- (l) seek or obtain data from any source that has the potential to improve the understanding and evaluation of the responses to this RFQ;
- (m) add or delete Respondent responsibilities from the information contained in this RFQ;
- (n) negotiate with a Respondent without TDOT being bound by any provision of a Respondent's SOQ or subsequent Proposal;
- (o) waive deficiencies in an SOQ, accept and review a non-conforming SOQ, or permit clarifications or supplements to an SOQ;
- (p) disqualify any Respondent that changes its SOQ after submission without TDOT approval;
- (q) disqualify any Respondent from the procurement process for violating any rules or requirements of the procurement specified in this RFQ, the RFP, applicable law, or any other communication from TDOT;
- (r) add to the shortlist of Respondents any Respondent that submitted an SOQ in order to replace a Shortlisted Proposer that withdraws or is disqualified from participation in this procurement;
- (s) disclose information submitted to TDOT as permitted by applicable law or this RFQ;
- (t) exercise any other right reserved or afforded to TDOT under this RFQ or a subsequent RFP and applicable law;
- (u) exercise its discretion in relation to the matters that are the subject of this RFQ as it considers necessary or expedient in light of all circumstances prevailing at the time that TDOT considers to be relevant; and
- (v) modify electronic document file names.

This RFQ does not commit TDOT to enter into a contract or proceed with the procurement described herein. As expressly set forth in Section 3.5 (Cost Incurred Responsibility and Payment for Work Product), TDOT and the State assume no obligations, responsibilities, and liabilities, fiscal or otherwise, to reimburse all or part of the costs incurred or alleged to have been incurred by parties considering a response to and/or responding to this RFQ or any subsequent RFP. All such costs shall be borne solely by each Respondent.

7.1. Non-Responsive SOQ

A Respondent SOQ found to be non-responsive shall not be considered. TDOT may reject a Respondent SOQ if found to be in nonconformance with the requirements and instructions contained in this RFQ. A Respondent RFQ may be found to be non-responsive by reasons including, but not limited to, any omissions, failure to utilize or complete prescribed forms, providing misleading or false information, altering prescribed form(s), an SOQ being

submitted incomplete, or failure to meet deadlines and improper and/or undated signatures.

Other conditions which may cause rejection of an SOQ includes TDOT receiving evidence of collusion among Respondents, obvious lack of experience or expertise to perform the required Work, submission of more than one SOQ for the same Work from an individual Respondent or Respondent team under the same or a different name, failure to perform or meet financial obligations on previous contracts, or in the event an individual, Respondent, partnership, or corporation is on a sanctions list published under the authority of the United States Department of the Treasury Office of Foreign Assets Control, or otherwise debarred or suspended from participating in publicly procured projects.

Note: While an entity (e.g. individuals, Respondents, or corporations) is not allowed to submit more than one SOQ for the same Work under the same or different name, an entity may be a subcontractor on more than one SOQ.

A Respondent's SOQ may also be rejected if not received on or before the date and time specified in Section 3.2 (Phase 1 - Procurement Schedule) for SOQ submittal. Any SOQ submitted by a Respondent that did not attend or sign-in at the mandatory industry form and confidential one-on-one meeting may be deemed non-responsive.

7.2. No Tentative or Qualified Statements or Commitments Will Be Recognized

TDOT will not consider tentative or qualified commitments in a Respondent SOQ. For example, TDOT will not consider phrases such as “we may” or “we are considering” in the evaluation process for the reason that they do not indicate a firm commitment.

7.3. Waiver of Irregularities

TDOT reserves the right to waive any informalities, technicalities, abnormalities and irregularities in an SOQ and to accept the SOQ which, in the TDOT's sole judgment, is in the TDOT's best interests.

TDOT reserves the right to request additional or missing information and make corrections to an SOQ, upon request by a Respondent, and to waive any irregularities in any SOQ, to reject any or all received SOQs, to re-advertise the Project or elect not to proceed with the Project.

7.4. Oral or Referenced Explanations

TDOT will not be bound by oral explanations or instructions given by anyone at any time during the procurement process. TDOT will not consider Respondent-referenced information not included in an SOQ; however, TDOT may consider other sources in the evaluation of a Respondent SOQ, such as reference reviews or financial ratings.

7.5. Right to Cancel

TDOT reserves the right to cancel this RFQ or the subsequent RFP, in whole or in part, at any time prior to the execution by TDOT of a Contract, without incurring any cost obligations (except as otherwise set forth in the RFP) or liabilities to any Respondent or any respective member of a Respondent's team.

APPENDIX 1

DEFINITIONS AND ACRONYMS

Capitalized terms used in this RFQ and not otherwise defined shall have the meaning given below.

“**Account**” used interchangeably with “Customer Account”, is defined as an Account for a customer created in the CBO by an Authorized User or the CBO which may include customer information such as an associated license plate, Transponder and/or vehicle information, associated contact and/or billing information and which is used to post Transactions associated with the customer for the purposes of Transaction collection.

“**Account Attribute**” or “**Attribute**” is defined as a Customer Account differentiator used by CSRs and CBO functionality for various purposes including managing the Customer Account, applying Business Rules, and reporting.

“**Account Flag**” or “**Flag**” is defined as an indicator on a Customer Account that signals a particular condition or status or that an event has occurred. The Flag is said to be set when it is turned on. Flags are used by CSRs and CBO functionality for various purposes including managing the Customer Account, applying Business Rules, and reporting.

“**Account Replenishment**” or “**Replenishment**” is defined as the act of adding funds to a Customer Account balance generally to increase the Account’s usable prepaid balance.

“**ACD**” means Automatic Call Distributor and is defined as the telephony device that answers and distributes incoming calls to a specific group of terminals or agents within an organization.

“**Addenda**” or “**Addendum**” is defined as supplemental additions, deletions, and modifications to the provisions of the RFQ or RFP after the release date of the RFQ or RFP.

“**Adjustment**” is defined as the act of making and recording an alteration or modification within the System, specifically to a Financial Transactions.

“**Agency Site Visits**” is defined in Section 2.2.1 (*Procurement Objectives and Goals*).

“**Alert**” is defined as an electronic message automatically sent by the CBO to notify a user of an issue that may require their attention.

“**Authorized Representative**” is defined as any individual designated by a party that can make decisions and obligate the party on matters relating to the Contract Documents.

“**Authorized User**” is defined as a user authorized by TDOT representatives to access and utilize the CBO. The user’s CBO access and utilization is determined by proper login credentials and assigned role(s). These users include Respondent personnel, TDOT representatives and its designees, and customers.

“**Automatic Replenishment**” or “**Auto-Replenishment**” is defined as an automated CBO

DRAFT

functionality that causes Account Replenishment to be initiated on a Customer Account based on Business Rules and customer provided payment method(s).

“**AVI**” means Automatic Vehicle Identification uses radio frequency identification technology to identify and capture vehicles using Transponders as they pass under roadside equipment.

“**Away Agency**” means an Interoperable agency that is not TDOT.

“**BAFO**” means Best and Final Offer as described in Section 3.1.2 (Phase 2 – RFP).

“**Business Day (s)**” is defined as any day other than a Saturday, Sunday or federal and/or State legal holiday or day on which banks or trust companies are authorized to be closed for business in Tennessee.

“**Business Rules**” is defined as the set of rules that govern how the Respondent and the CBO shall function and operate, especially in response to the various operating situations that occur during the Transaction collection process based on business cases and policy decisions.

“**Calendar Day(s)**” is defined as every day, including weekends and specified holidays, beginning at 12:00:00 a.m. and ending at 11:59:59 p.m. Central Time.

“**Case Management System**” is defined as the system integrated with the CBO that is used to log, manage, and report on Cases.

“**Case**” is defined as a logged work item requiring action (which could include a dispute, request, issue, etc.) that is managed within the Case Management System from initial recording through resolution.

“**CBO**” means Commercial Back-Office and is defined as the complete suite of hardware and software provided and operated by the Respondent as described in and required under the Contract to manage Customer Accounts, Image Review, and perform other related operations for the purposes of servicing customers and collecting revenue.

“**CFR**” means Code of Federal Regulations.

“**CHD**” means Card Holder Data and is defined as any personally identifiable information associated with a Person who has a credit or debit card, including the card’s primary account number along with any of the following data types: cardholder name, expiration date or security code.

“**Choice Lanes**” is defined in Section 1 (Introduction).

“**Choice Lanes Website**” means the available at: <https://www.tn.gov/tdot/build-with-us/choice-lanes.html>.

“**COA**” means Chart of Accounts and is defined as a listing of all of the Financial Accounts associated with the GL and SL used for the recording, categorizing and reporting of Financial Transactions for the purpose of operating a business.

DRAFT

“**Collection Agency**” or “**Collections**” is defined as third-party business engaged in the collection of outstanding debts.

“**Collection Placement**” is defined as a Transaction, or set of Transactions, assigned to an external Collection Agency for revenue collection.

“**Comment**” is defined as a note recorded in the CBO on a Customer Account manually by a CSR or automatically by the CBO for the purpose of providing important historical information.

“**Concession Agreement**” is defined as an agreement entered into accordance with the Transportation Modernization Act of 2023 between TDOT and a selected developer for the development, design, construction, finance, operation and/or maintenance of any managed lane facility or facilities implemented by TDOT.

“**Configurable**” is defined as CBO functionality designed and provided such that changes to the related thresholds, values, methods, parameters and/or settings will not require additional software development and software testing effort to modify.

“**Contract**” is defined as the agreement made between TDOT and the Contractor, resulting from this Procurement, for the purpose of the Contractor providing the design, development, testing, integration, operation and maintenance of the CBO System and related services.

“**Contract Documents**” is defined as the Contract including all exhibits, and including all amendments to the foregoing, and all Change Orders and Change Directives issued.

“**Contractor**” is defined as the person, Respondent, corporation or entity undertaking the execution of the Work with whom TDOT has entered into a Contract. References to the Contractor in this RFQ describe anticipated roles and responsibilities that would apply when a Contract is awarded.

“**COTS**” is defined in Section 2.1 (Overview) and Section 2.2.1 (Procurement Objectives and Goals).

“**CRM**” means Customer Relationship Management and is defined as an approach to managing an entity’s interaction with its current and potential customers, typically related to or referring to the System used for such management.

“**CSC**” means Customer Service Center and is defined as the central operations facility that houses equipment, software, systems, and personnel required to establish, manage, and maintain Customer Accounts; provide customer service; and process information including Transactions and license plate images.

“**CSR**” means Customer Service Representative and is defined as an individual performing customer interface duties, typically providing customer assistance in person, over the phone, or electronically, such as Account creation, Account management, payment processing, and dispute resolution.

DRAFT

“**Customer Account**” used interchangeably with “Account”, is defined as an Account for a customer created in the CBO by an Authorized User which includes customer information such as an associated license plate, Transponder and/or vehicle information, as well as, in most cases, associated contact and/or billing information and which is used to post Transactions associated with the customer for the purposes of revenue collection.

“**Dashboard**” is defined as type of graphical user interface-based reporting tool which typically provides real-time, at-a-glance views of key performance indicators relevant to particular objective(s) or business process(es).

“**Day(s)**” or “**day(s)**” shall mean Calendar Day(s) unless otherwise specified.

“**DBE**” is defined in Section 3.7 (Disadvantaged Business Enterprise (DBE) Program Requirements).

“**Deliverable**” is defined as all approved documentation submitted for the design, planning, and management of the Project.

“**Design and Implementation Phase**” is defined as the Project phase that commences at Notice to Proceed and ends at System acceptance. This phase includes but is not limited to, the System design, development, testing, go-live and System acceptance testing.

“**Detailed Project Schedule**” is defined as the final update of the preliminary Project schedule submitted with the RFP Proposal which lists the Project’s milestones, activities and Deliverables with respective start dates, end/finish dates. dependencies and, where applicable, resources.

“**Deviations**” are defined as any change, deviation, modification or alteration from the requirements of the Contract Documents and any applicable Laws.

“**DRP**” means Disaster Recovery Plan and is defined as a deliverable document to be developed and submitted by the Respondent for TDOT’s approval, which details the procedures to sustain operations and revenue collection of the System in case of a failure of a device or component of the CBO.

“**EDCMS**” means Electronic Document and Content Management System and is defined as a computer-based system used to store, track and manage documents and their development in order to reduce the need for paper and to provide users with easy access to Project documentation.

“**EFT**” means Electronic Funds Transfer and is defined as any transfer of funds that is initiated through an electronic terminal, telephone, computer, or magnetic tape for the purpose of ordering, instructing, or authorizing a financial institution to debit or credit a consumer’s financial account.

“**Eligible Surety**” is defined as a bonding surety licensed in the State, listed on the U.S.

DRAFT

Department of the Treasury’s “Listing and Approved Sureties” (found at <https://www.fiscal.treasury.gov/surety-bonds/circular-570.html>), rated “A” or higher by at least two nationally recognized rating agencies (Fitch Ratings, Moody’s Investor Service and Standard & Poor’s) or rated at least A-, X or higher according to A.M. Best’s Financial Strength Rating and Financial Size.

“**Error**” is defined as an error, omission, inconsistency, inaccuracy, deficiency or other defect.

“**Event Transaction**” is defined as any data produced by a system or an operator that describes the status of the hardware, software and any processes within such system. An Event Transaction provides data that can be used to determine the operational status of the System, including any errors, outages or faults.

“**Exempt List**” is defined as a list of license plates managed by the Respondent and utilized by the CBO that qualify for exempt status and are treated accordingly based on the Business Rules.

“**Expected Revenue**” is defined as the forecasted amount of revenue to be collected from Transactions assuming 100% will be paid.

“**FFT**” means Fully-Formed Transaction and is defined as a unique Transaction record for a vehicle passage at a Choice Lanes facility location and containing at a minimum the following data elements to be defined in the roadside to CBO ICD: Transaction number, Transaction Date, Transaction time, location, lane mode, front images, rear images, AVC class, Transponder agency, Transponder number, Transponder status, final license plate, final license plate state, final license plate country, final license plate type, final license plate confidence, image rate, AVI rate, expected rate, selected region of interest, code off, primary Transponder.

“**FHWA**” means the Federal Highway Administration.

“**Financial Account**” is defined as a GL or SL Account that is used to aggregate Financial Transactions and record them in a general ledger system.

“**Financially Responsible Party**” means each parent company, affiliate, or other entity that is proposed by the Respondent to support and guaranty the obligations of the Lead Respondent and any Subcontractor.

“**Financial Transaction**” is defined as a transactional data record created in a system (automatically by the system or manually by an Authorized User) that has a financial impact (e.g. posting of priced Transactions, payments, adjustments, reversals, code-offs, etc.).

“**Fleet**” is defined as an Account Attribute associated with Customer Accounts that contain a large quantity of vehicles.

“**Force Majeure**” is defined as a failure of or delay in the performance of this agreement for the period that such failure or delay is 1) beyond the reasonable control of a party, 2) materially affects the performance of any of its obligations under this agreement, and 3) could not reasonably have been foreseen or provided against, but will not be excused for failure or delay

DRAFT

resulting from only general economic conditions or other general market effects.

“**FY**” means Fiscal Year and is defined as the State of Tennessee’s annual reporting period, beginning on July 1 and ending on June 30 of the following calendar year.

“**GAAP**” means Generally Accepted Accounting Principles.

“**GAAS**” means Generally Accepted Auditing Standards.

“**GL**” means general ledger.

“**Good Industry Practice**” is defined as standards, practices, methods and procedures conforming to the degree of skill and care, diligence, prudence and foresight which would reasonably and ordinarily be expected from a skilled and experienced Person or body engaged in a similar type of undertaking under the same or similar circumstances.

“**Governmental Entity**” is defined as any government or any agency, bureau, board, commission, court, department, official, political subdivision, tribunal or other instrumentality of any government, whether federal, state or local, domestic or foreign.

“**GUP**” means Graphical User Interface.

“**Home Agency**”, for the purpose of this Project, is defined as the Interoperable agency which hosts and maintains the information related to Transponder(s) and/or license plate(s) used to post and pay for Interoperable Transactions.

“**I-24 Developer**” is defined in Section 1.2 (Statement of Procurement Purpose).

“**I-24 Southeast Choice Lanes**” is defined in Section 1.2 (Statement of Procurement Purpose).

“**IBT**” or “**Image-Based Transaction**” is defined as a Transaction (and potentially related Financial Transaction) for which Transaction collection is ultimately based on an associated image, or set of images, of a vehicle’s license plate (as opposed to a Transponder-based Transaction).

“**ICD**” means Interface Control Document and is defined as the document that defines the file formats and related rules and requirements for transmitting, receiving, and processing Interface data between two or more systems.

“**Image of Record**” is defined as the Transactions image used to identify the VRI.

“**IMB**” means Intelligent Mail Barcode and is defined as a barcode utilized by the US Postal Service to sort and track letters that allows mailers to use a single barcode to participate in multiple Postal Service programs simultaneously which expands the mailers’ ability to track individual mail pieces and provides greater mail stream visibility.

“**Image Reviewer**” is defined as staff member trained to perform Image Review.

“**Interface**” is defined as the shared boundary across which two or more separate systems

DRAFT

exchange information.

“**IOP**” means Interoperable or Interoperability and is defined as relationship established between two or more transportation agencies or entities based on their systems being capable of capturing, transmitting, receiving, processing and paying for Transactions resulting when a customer with an Account at one agency/entity uses a facility of another agency/entity.

“**IOP HUB**” is defined as a centralized system(s) that enable different toll agencies, across a state or region of the United States, to collect, process and reconcile Transactions and associated revenue using national or regional Interoperable standards.

“**IP**” means Internet Protocol and is defined as a unique numerical label assigned to each device connected to a computer network.

“**IR**” or “**Image Review**” is defined as the system(s) and/or process(es) related to reviewing captured images of license plates, using OCR and/or manually, associated with vehicles that used a facility in order to determine License Plate Data for the purpose of revenue collection.

“**ISO**” means International Organization for Standardization.

“**KPI**” means Key Performance Indicators and is defined as a measure or metric used to define and evaluate how successful one or more elements of the System and/or operational areas of the Project are performing.

“**Law or Laws**” is defined as any statute, law, regulation, ordinance, rule, judgment, order, decree, permit, concession, grant, franchise, license, agreement, directive, guideline, policy requirement or other governmental restriction or any similar form of decision of or determination by, or any interpretation or administration of any of the foregoing by, any Governmental Entity, which is applicable to any portion of the Project and/or the Work, whether now or hereafter in effect.

“**Lead Respondent**” means each of the following: (i) the entity, whether a single entity or partnership, or limited liability company, primarily responsible for design, implementation, development and operation of the Project.

“**Legal Hold**” is defined as the process of pausing or preserving a Customer Account due to pending litigation.

“**License Plate Data**” is defined as information related to a specific license plate which can be derived from a legible image of the license plate, including the license plate’s issuing jurisdiction (e.g., state), alphanumeric characters, and plate type used for the purpose of vehicle owner identification and/or revenue collection.

“**LVL**” means License Plate Validation List and is defined as a comprehensive list of registered license plates along with related information exchanged between one or more Interoperable agencies based on Business Rules used for the purpose of revenue collection.

“**MBS**” means Monthly Billing Statement and is defined as an electronic or paper document

DRAFT

associated with an Account that is generated monthly by the System for the purpose of providing Account activity information and billing (if payment is owed) or providing Account balance (if Account has zero or positive balance and an Account) in accordance with TDOT Business Rules.

“**MFA**” means Multi-Factor Authentication and is defined as a user access authentication method in which user is granted System access only after successfully presenting two or more pieces of evidence to an authentication mechanism.

“**MSP**” means Merchant Service Provider and is defined as a third-party business that can provide customer payment processing services and tools for the Project such as credit card payment gateways, point-of-sale (POS) systems, and card-reading hardware.

“**NCOA**” means National Change of Address and is defined as a service provided by the USPS that can be used for the purpose of obtaining updated and accurate mailing addresses.

“**NIOP**” means National Interoperability and is defined as Interoperability from a national perspective covering roads and facilities across the country. Further information can be found: <https://www.ibtta.org/nationwide-interoperability>.

“**NIST**” means National Institute of Standards and Technology.

“**Nixie**” is defined as a mailed letter that has been identified as being undeliverable and is returned to the sender by the USPS typically due to a faulty or illegible address.

“**Notification Channel**” is defined as the method by which Notifications can be delivered to customers (e.g., mail, email, SMS, etc.).

“**Notification**” is defined as written communication by the CBO to a customer or potential customer using any Notification Channel.

“**NSF**” means Non-Sufficient Funds and is defined as a condition that exists when a customer’s check or debit payment becomes rejected by the customer’s bank because the customer’s checking account did not have enough funds to cover the check. This condition typically results in a fee being charged to the customer by the payee for the payment rejection.

“**NTP**” means Notice to Proceed and is defined as a written communication issued by TDOT to the Contractor authorizing the Contractor to proceed with the Contract Work. NTP is also referred to as the date that the Contractor is advised by TDOT, in writing, to commence Work.

“**OBO**” means Operational Back-Office which includes Transaction processing and trip construction, image processing and the necessary interfaces with TDOT’s CBO.

“**OCR**” means Optical Character Recognition and is defined as software that attempts to automatically determine License Plate Data without human review using a captured image or set of images of a license plate. Provides license plate numbers and jurisdiction as a result.

“**Open Records Law**” is defined in [Section 6.2.1 \(Disclosure Waiver\)](#).

DRAFT

“**Operations and Maintenance Phase**” is defined as the Project phase that commences once the CBO has gone live as the System of record and the Contractor has been granted System acceptance by TDOT. This phase includes all System monitoring, Transaction processing, System maintenance, and performance in accordance with the requirements of the Contract and ends with the termination of the Contract.

“**Past Due**” is defined as a condition that exists when an amount owed by a customer has not been paid by the associated due date indicated.

“**Payment Location**” is defined as the location or means used to receive a customer payment, such as a Walk-Up Center, over the phone with a CSR, over the phone via an omnichannel customer support solution, via the mail, via a website, etc.

“**Payment Method**” is defined as the instrument used to make a customer payment, such as a credit card, cash, a check, ACH, etc.

“**Payment Plan**” is defined as an established method based on the Business Rules that allows a customer to make a series of smaller payments to satisfy a larger amount owed.

“**PCI**” means Payment Card Industry.

“**PCI-DSS**” means Payment Card Industry Data Security Standard and is defined as the guidelines intended to help organizations that process credit card payments mitigate fraud, hacking, and various other related security vulnerabilities and threats.

“**Person**” is defined as any individual, corporation, limited liability company, company, voluntary association, partnership, trust, unincorporated organization or governmental entity.

“**PII**” means Personally Identifiable Information and is defined as information that can be used on its own or with other information to identify, contact, or locate a single Person, or to identify an individual in context.

“**Plans**” or “**plans**” is defined as all TDOT-approved plans required to be developed by the CBO Contractor pursuant to the Contract.

“**Posting Date**” is defined as the date the System posts a Transaction to a Customer Account. When used in the context of Financial Transactions that resulted from Transactions, it is important to note that the Posting Date is independent from the Transaction Date.

“**Print/Mail Service Provider**” is defined as a third-party business that, in whole or in part, handles the printing and mailing of Notifications.

“**Problem Plate(s)**” is defined as a list of license plates managed by the Respondent and utilized by the CBO that are deemed to be problematic for the efforts of revenue collection and are treated accordingly based on the Business Rules.

“**Project**” is defined in Section 2.1 (Overview).

“**Project Schedule**” is defined as listing of the project’s milestones, activities and Deliverables

DRAFT

with respective start dates, end/finish dates, dependencies and, where applicable, resources. A preliminary Project Schedule will be submitted with the RFP Proposal and the updated version of this is known as the Detailed Project Schedule.

“**Proposals**” is defined in Section 1 (Introduction).

“**Reconciliation**” is defined as the process of comparing two or more sets of data records, typically from different systems, to check that the individual data sets are complete and in agreement.

“**Regional Interoperability**” is defined as Interoperability confined to localized regions of the country (e.g. E-ZPass, Southeast, Central US Interoperability, etc.).

“**Respondent**” is defined in Section 1 (Introduction).

“**Revenue Day**” is defined as the day with which the revenue related to a Financial Transaction is associated as approved by TDOT representatives.

“**Reversal**” is defined as a Financial Transaction applied to a Customer Account as a result of reversing a prior payment, refund or credit. Typical reasons for reversing include a chargeback, an NSF check, or a payment, refund or credit was posted to incorrect Account.

“**RFP**” is defined in Section 1 (Introduction).

“**RFQ**” is defined in Section 1 (Introduction).

“**RFQ Questions**” is defined in Section 3.3.1 (Question Submission).

“**SEIOP**” means Southeast Interoperable hub.

“**Self-Service Website**” or “**Website**” is defined as the website provided by the Respondent that allows a customer to create and manage their Account.

“**Shortlisted Proposers**” is defined in Section 1 (Introduction).

“**Skip Trace(ing)**” is defined as an industry term for the process by which alternative contact information, especially a mailing address, is attempted to be obtained from third-party provider(s) for a customer for the purpose of revenue collection.

“**SL**” means sub ledger.

“**SMS**” means Short Message Service.

“**SOC 2**” is defined as a compliance framework developed by the American Institute of CPAs (AICPA) to ensure service providers securely manage customer data based on five Trust Services Criteria (TSC): security, availability, processing integrity, confidentiality, and privacy.

“**SOQ**” is defined in Section 1 (Introduction).

DRAFT

“**SOQ Due Date**” means the “Deadline for Respondents to submit Statement of Qualifications (SOQ)” shown in Section 3.2 (Phase 1 - Procurement Schedule).

“**State**” means the State of Tennessee.

“**Subcontract**” or “**subcontract**” is defined as any agreement by the Lead Respondent with any other Person, Subcontractor or supplier to perform any part of the Work for the Project or provide any materials, equipment or supplies for any part of the Work for the Project, or any such agreement at a lower tier, between a Subcontractor and its lower tier Subcontractor or a supplier and its lower tier supplier, at all tiers.

“**Subcontractor**” or “**subcontractor**” is defined as any Person with whom the Lead Respondent has entered into any Subcontract to perform any part of the Work for the Project or provide any materials or equipment for the Project on behalf of the CBO Contractor and any other Person with whom any Subcontractor has further subcontracted any part of the Work for the Project, at all tiers.

“**Surety**” is defined as the individual or entity committing to provide any of the bonds identified in the RFP, which individual or entity must be an Eligible Surety.

“**System**” is defined as any and all software, hardware, equipment and components necessary to meet the requirements of the CBO, as set forth in the procurement and Contract Documents, for the Contractor to design, develop, test, implement, operate and maintain for TDOT.

“**System Monitoring**” is defined as an automated, fully integrated System that monitors the status of operational equipment in real-time, records equipment and process failures, notifies maintenance personnel, generates and tracks work orders, maintains preventative maintenance schedules, generates repair history, provides alerts for hot listed vehicles, maintains parts inventory and asset management, and allows communication between the CBO Contractor and TDOT representatives.

“**TBT**” means Transponder-based Transaction and is defined as a Transaction (and potentially related Financial Transaction(s)) for which the revenue collection is ultimately based on an associated Transponder (as opposed to an Image-based Transaction).

“**TDOT**” means the Tennessee Department of Transportation.

“**TDOT Procurement Portal**” means the I-24 Southeast Choice Lanes electronic procurement document management system.

“**TDOT Solicitation Coordinator**” is defined in Section 3.3.1 (Question Submission).

“**Third-Party Service Provider**” is defined as an entity which has a business relationship with the CBO Contractor and/or TDOT to perform Work and provide services for the Project, such as a print/mail service provider.

“**TMA**” is defined in Section 1.2 (Statement of Procurement Purpose).

DRAFT

“**Toll**” means a user fee as defined in Tennessee Code Annotated, Title 54, Part 3.

“**Transaction**” is defined as a transactional data record in the System (e.g. a Transaction, Financial Transaction or event Transaction).

“**Transaction Date**”, for a Transaction and the resulting or related Financial Transaction(s), is defined as the date when the vehicle traveled through the TDOT user fee facility resulting in the creation of a related Transponder-Based Transaction or image-based Transaction. For other Financial Transactions or Event Transactions, the date the Transaction was created/posted in the CBO.

“**Transponder**” is defined as a radio frequency device mounted in or on a vehicle that provides a unique identifier for the purpose of revenue collection.

“**Transportation Modernization Board**” means the board established under the TMA and authorized to execute certain duties and powers with respect to user fee facility projects undertaken in the State of Tennessee pursuant to the TMA. More information about the Transportation Modernization Board is available at: <https://www.tn.gov/tdot/build-with-us/transportation-modernization-board.html>.

“**TVL**” means Transponder Validation List and is defined as a comprehensive list of registered Transponders along with related information exchanged between one or more Interoperable agencies based on Business Rules used for the purpose of user fee collection. Some agencies also send TVLs from their CBO to their RTCS in order for the RTCS to determine if a read Transponder is valid or not.

“**USDOT**” means the United States Department of Transportation.

“**User Account**” is defined as the collection of System data related to an Authorized User, including username and password, that allows the Authorized User to authenticate themselves in order to gain access the System.

“**U.S. GAAP**” means Generally Acceptable Accounting Principles.

“**USPS**” means United States Postal Service.

“**Vehicle Class**” is defined as the approved scheme used to categorize each vehicle, based typically on the vehicle’s quantity of axles and the vehicle’s size, which is used as the framework for the user fee rate schedule.

“**VRI**” means Vehicle Registration Information and is defined as information that a VRI Source is able to provide based on License Plate Data of any vehicle registered with the VRI Source that includes, at a minimum, the registered owner’s name and address. Some VRI Sources are also able to provide information that includes the vehicle’s VIN and registration renewal date.

“**VRI Source**” is defined as any local, other, out-of-state or 3rd party source that maintains and/or provides data regarding the registered owner’s name and address, license plate

DRAFT

information, vehicle identification number (VIN) information, registration renewal date, etc. of registered vehicles.

“**Video Transactions**” is defined as an Image-Based Transaction that the CBO could not post to an active Account with a valid Transponder requiring mailing a statement to the vehicle’s registered owner.

“**Work**” is defined as the services required by the executed Contract. This also includes all other labor, materials, equipment and services provided, or to be provided, by the Contractor for the proper execution and completion of the Contractor’s obligations per the executed Contract.

“**WUC**” means Walk-Up Center and is defined as the facility where a customer can open Accounts, purchase and reload a Transponder, make payments and may file or discuss a dispute.

APPENDIX 2

SOQ SUBMITTAL

1. ORGANIZATION OF SOQ

Respondents are required to assemble their SOQs in the order prescribed and following the outline form contained in the table below. Sections that are exempt from the page count pursuant are marked as “Exempt” below. For documents that must be completed for multiple people or projects (e.g., Project Descriptions), the page limit indicates the maximum number of pages for each document.

Responses are intended to be concise and based on the Respondent’s actual experience. Extensive narrative and marketing materials are not required and should be avoided.

DRAFT

Table 4: SOQ Organization

SOQ Organization		Page Limit
Volume 1 – Administrative Submittal		Total: 5 Pages
Section A	(1) Transmittal Letter (Form A-3)	Exempt
	(2) Acknowledgement of RFQ, Revision and/or Addenda (Form A-4)	Exempt
Section B	Confidential Contents Index (Form A-5) if Approved by TDOT	Exempt
Section C	Legal Qualifications	Exempt
	(1) Legal Issues	Exempt
	(2) Legal Liabilities	Exempt
	(3) Legal Proceedings	Exempt
Section D	(1) Respondent Information (Form C)	Exempt
	(2) Management Approach and Team Structure	2 pages
	(3) Organizational Conflicts of Interest	Exempt
Section E	Certification (Form B)	Exempt
Section F	Surety Letters	Exempt
Section G	Executive Summary	3 pages
Section H	SOQ Checklist and Contents (Form D)	Exempt
Volume 2 – Technical Submittal		Total: 45 pages (maximum)
Section A	Technical Qualifications	35 (maximum)
	(1) Respondent Experience	5 pages
	(2) Past Project Descriptions and References (Form A-6)	10 pages per form
	(3) Proposed Organization	Exempt
Section B	Project Delivery Narrative	10 pages
	(1) Project Delivery	Inclusive
	(2) Technical Details	Inclusive
	(3) Operational Capabilities	Inclusive
Volume 3 – Financial Submittal		Total: Exempt
Section A	Identification of Financial Responsible Party (Form C)	Exempt
Section B	Financial Documentation	Exempt
	(1) Financial Statements	Exempt
	(2) Credit Ratings	Exempt
	(3) Off-Balance Sheet Liabilities	Exempt

2. VOLUME 1 - ADMINISTRATIVE SUBMITTAL

Volume 1 of the SOQ shall contain the following:

Section A Transmittal Letter, Acknowledgement of RFQ

(1) Form A-3 – Transmittal Letter

A duly authorized official of the Respondent or Lead Respondent must execute the transmittal letter via signature. Electronic signatures from a duly authorized official of the Respondent are acceptable.

These letters shall state that representations, statements, and commitments made by the Lead Respondent have been authorized by, are correct, and accurately represent the role of the firm in the Respondent team.

(2) Form A-4 – Acknowledgement of RFQ, Revision and/or Addenda

A duly authorized official of the Respondent or Lead Respondent must execute the Acknowledgement of RFQ, certifying that the Respondent has received the RFQ and any Addenda.

Section B Confidential Contents Index

If the Respondent wishes for TDOT to determine whether any information set forth in the SOQ is confidential, trade secret, or proprietary information protected by the Open Records Law (as described in Section 6.2 (Tennessee Open Records Law) of the RFQ), the Respondent must complete the steps outlined in Section 6.2.2 (Claimed Exemptions to Disclosure) as applicable.

Section C Legal Qualifications

The following information regarding legal issues affecting the Respondent and its team members shall be submitted:

(1) Legal Issues

Identify and explain any significant anticipated legal issues that the Respondent must resolve in order to carry out the Project and its obligations under the Contract.

(2) Legal Liabilities

Provide a list and a brief description of all instances during the last five (5) years involving (x) transportation projects in North America or (y) transportation projects outside of North America with a value in excess of [\$50 million] in which the Respondent (or any other organization that is under common ownership with the Respondent), or any Financially Responsible Party was (i) determined, pursuant to a final determination in a court of law, arbitration proceeding, or other dispute resolution proceeding, to be liable for a material breach of contract or (ii) terminated for cause. For each instance, identify an owner's representative with a current phone number and email address.

(3) Legal Proceedings

Provide a list and a brief description, including the resolution, of each arbitration, litigation, dispute

review board, and other dispute resolution proceeding occurring during the last ten (10) years between a public owner and the Respondent (or any other organization that is under common ownership with the Respondent), or any Financially Responsible Party.

Include a similar list for all projects included in the response to Volume 2, Section A (2), including disputes involving the Respondent or involved the same organization that is on the Respondent's team. This disclosure applies regardless of when the dispute occurred. For each instance, identify an owner's representative with a current phone number and email address.

Section D Respondent Information

- (1) Provide an executed Form C for the Respondent, and each Financially Responsible Party. Provide a completed Form C for the Respondent. Respondents are advised that Form C may be released to the public.

- (2) **Respondent Management Approach**

Provide a narrative of no more than two (2) pages (8.5" x 11" size) describing the Respondent's teaming arrangements and its management structure. The narrative should include at a minimum a discussion of the following:

- (i) how the Respondent will operate institutionally to support the design, development, integration, testing, implementation, operation and maintenance of the CBO Project and the ambitious schedule for the Project;
- (ii) the number of employees within the company/firm that are responsible for this Project or qualified to support this type of Work; and
- (iii) how the management structure will facilitate the long-term management of Project risks.

- (3) **Identification of Any Organizational Conflicts of Interest**

As detailed in TDOT Rule 1680-05-04-.07(5), provide disclosure of the following:

- (i) The Respondent must identify all relevant facts relating to past, present, or planned interest(s) of the Respondent (including each Subcontractor and their respective chief executives, and directors) that may result in, or could be viewed as, an organizational conflict of interest in connection with this RFQ.
- (ii) The Respondent, including any Person or firm participating as part of the Respondent's team, must disclose:
 - 1. Any current contractual relationships with TDOT, including identification of TDOT contract number and project manager;
 - 2. Present or planned contractual or employment relationships with any current TDOT employee;
 - 3. Current relationships between members of the Respondent's team on any other TDOT project, including identification of TDOT contract number and project manager; and

DRAFT

4. Any other circumstances that might be considered to create a financial interest in the Contract for the Project by any current TDOT employee if the Respondent is awarded the Contract.

The foregoing is provided as a minimum requirement and shall not constitute a limitation on the disclosure obligations.

- (iii) For any fact, relationship, or circumstance disclosed as provided for herein, the Respondent must identify steps that have been or will be taken to avoid, neutralize, or mitigate any organizational conflicts of interest.
- (iv) In the transmittal letter, the Respondent must include the following statement:

The undersigned hereby certifies that, to the best of his or her knowledge and belief, no interest exists that is required to be disclosed in this Conflict of Interest Disclosure Statement, other than as disclosed in Volume 1, Section D(3).

- (v) If no conflict of interest or items of note listed in Volume 1, Section D(3) exist, the Respondent must include the following statement in the transmittal letter:

The undersigned hereby certifies that, to the best of his or her knowledge and belief, no interest exists that is required to be disclosed in Volume 1, Section D(3).

Section E Certification (Form B)

Provide an executed original of Form B for the Respondent.

Section F Surety Letters

Provide evidence, satisfactory to TDOT, in the form of a letter from a Surety (which must be an Eligible Surety), stating that each member of the Lead Respondent is capable of obtaining a performance bond and a payment bond, each in an amount at least equal to [\$50 million]. The Surety providing such letter must be licensed by the State, as listed by the Tennessee Department of Commerce and Insurance, authorized to do business in State, and also listed in the current United States TDOT of the Treasury's "Listing and Approved Sureties" (Circular 570). The letter must include the name of the Surety and the name and address of the agent.

The letter must specifically state that the Surety has read this RFQ and any addenda and has evaluated each member of the Lead Respondent's backlog and work-in-progress in determining their respective bonding capacity. The letter may include no conditions, qualifications, or reservations for underwriting or otherwise, other than a statement that the commitment is subject to notice of award and execution of the Contract and issuance of a notice to proceed thereunder; provided, however, that the Surety may reserve in its letter the right to reasonably approve any material adverse change made to the Contract following the date of the letter, but excluding any change orders and any changes or information reflected in the Proposal, such as Responder commitments. Separate letters from multiple sureties are

DRAFT

acceptable, as is a single letter. If more than one letter is provided, each letter shall set forth the portion of the bond amount the Surety will be issuing.

Respondents are advised that the RFP may require payment, performance, and/or guaranty amounts in excess of the amount referenced above to account for revised estimated cost for the implementation, operation and maintenance of the CBO System.

It is anticipated that the RFP shall require separate Payment and Performance bonds for the Design and Implementation Phase and an O&M bond for the Operations and Maintenance Phase of the Project.

For the Design and Implementation Phase, TDOT anticipates requiring Payment and Performance Bonds, each in an amount not less than one hundred percent (100%) of the total capital cost for the Design and Implementation Phase.

For the Operations and Maintenance Phase, TDOT anticipates requiring and O&M bond in an amount not less than one hundred percent (100%) of the total contract amount allocated to year one (1) of the Operations and Maintenance Phase.

TDOT shall delineate all such final requirements, which will be consistent with applicable law, in the RFP.

Section G Executive Summary

An executive summary, not exceeding three (3) pages. The executive summary shall be written in a non-technical style and shall contain sufficient information for reviewers with both technical and non-technical backgrounds to become familiar with the Respondent's SOQ and its ability to satisfy the financial and technical requirements of the Project.

Section H SOQ Checklist and Contents

Form E, with page numbers added, must be included as part of the SOQ.

3. VOLUME 2 - TECHNICAL SUBMITTAL

Volume 2 of the SOQ shall contain the following:

Section A Technical Qualifications

Respondents shall provide the following information relevant to the qualifications and experience of the Respondent and its subcontractors. Responses should provide evidence of prior delivery of CBO Systems in production, at scale, and under real-world technical, schedule, and operational constraints.

Note: Responses to this section shall not exceed five (5) total pages.

(1) Respondent Experience

Respondents shall respond to the following questions related to the Respondent's qualifications and experience.

- a) **CBO Implementation Experience and Scale:** Describe the Respondent's experience delivering enterprise CBO Systems that are comparable in scope and complexity to this Project. Include the number of CBO implementations completed (including the duration from NTP to CBO go-live and the number of years under operations and maintenance), years of operational experience, hosting models used (on-premises, cloud, hybrid), and the size and scale of those deployments (e.g., Transaction volumes, Customer Accounts, number of facilities, and level of third-party integration).
- b) **Production Operations and System Maturity:** Describe the Respondent's experience operating CBO Systems in production environments following go-live of the CBO. Include the length of time each CBO System has been in production, the types of operational functions supported (e.g., real-time Transaction processing, reporting, disaster recovery), and examples of System enhancements, upgrades, or major changes delivered post go-live.
- c) **Schedule Performance on Comparable Projects:** Describe the Respondent's experience delivering CBO implementations, which are comparable to this Project, under aggressive or constrained schedules. Include examples of schedule or scope challenges encountered, how they were addressed, and lessons learned that are relevant to ensuring on-time delivery for TDOT.
- d) **Cloud Deployment and Cost Management Experience:** Describe the Respondent's experience deploying and operating CBO Systems in cloud or hybrid environments, with a focus on cost forecasting, cost controls, and operational cost management. Include lessons learned from prior projects that would inform TDOT's ability to manage and predict cloud-based service costs over the life of the contract.

(2) Past Project Descriptions and References

- a) Respondents shall complete Form A-6 (Company Reference and Questionnaire) for no more than three (3) agency CBO System implementations and include agencies' Business Rules. For each of the referenced projects, complete Form A-6 and submit them in this section of the SOQ package as one (1) combined PDF. A single, completed company reference and questionnaire form shall not exceed more than ten (10) pages. As a result, should a Respondent provide two (2) references, Respondents shall submit one (1) combined PDF containing up to twenty (20) total pages. Similarly, if a Respondent provides three (3) references, Respondents shall submit one (1) combined PDF containing up to thirty (30) total pages.

TDOT prefers projects implemented for agencies within the United States. The TDOT evaluation committee will consider this while evaluating and scoring Respondent SOQs and future RFP submittals, and more points will be award to Respondents with experience implementing CBO solutions within the United States and that have a CBO solution in live operation and maintenance within United States.

Note: The references provided on this form will be checked by TDOT, and should the Respondent be shortlisted to proceed to the next phase of the procurement, these agencies may be contacted to schedule an on-site walk through of the Respondent's system as well as validate any information regarding the Respondent's implementation of the project CBO. Shortlisted Proposers will not be permitted to attend Agency Site Visits with TDOT.

(3) Proposed Organization

Respondents shall provide a proposed organizational chart with proposed key roles (do not include proposed staff names) the Respondent feels would be necessary to efficiently deliver TDOT's CBO project, beginning upon NTP through Contract completion.

Section B Project Delivery Narrative

Respondents shall provide detailed responses to the following questions based on the Respondent's standard, repeatable approach and baseline CBO System offering. Responses shall describe how the Respondent typically delivers and operates a CBO System and shall not reference a specific customer implementation.

Note: Responses to this section shall not exceed ten (10) total pages.

(1) Project Delivery

- a) **Requirements, Design and Implementation Approach:** Respondent's shall describe their standard approach to delivering the CBO for TDOT using a mature, proven system that is already in production for other toll agencies. In an effort to support on-time and on-budget delivery, Respondents shall describe the standard, recommended delivery methodology and baseline system architecture, not a narrative of specific customer

DRAFT

implementations. The response should describe how baseline requirements are validated against existing system capabilities, how the standard system architecture is applied, and the testing strategy used. Respondents shall describe the configurability of the System and their decision process for determining when configuration versus customization is used. Additionally, Respondents shall describe their approach to phasing the System into production and how delivery activities would be coordinated with operational stakeholders (e.g., customer service, finance, IT, etc.) to minimize implementation and operational risk.

Note: TDOT prefers solutions that leverage configurable, production-proven components. In order to meet the objective for an on-time delivery, CBO systems that require extensive custom development to meet baseline requirements may impact the respondent's scoring.

(2) Technical Details

- a) **System Architecture:** Respondents shall describe their baseline CBO System architecture, including how it supports modularity, scalability, and extensibility, and how the architecture enables innovation and the adoption of future technologies such as Artificial Intelligence (AI), Machine Learning (ML), newer Optical Character Recognition (OCR) platforms, robotic process automation (RPA), blockchain, Internet of Things (IoT) technologies, Over Dimensional Vehicles (ODV)/permitting, chatbots, digital wallets, etc. Respondents shall describe their recommended hosting model (on-premises, cloud, hybrid) for their proposed CBO solution for TDOT and describe the typical deployment patterns for each. Describe the Respondent's standard practices for managing environments, controlling cloud-based and/or on-premise operating costs, and ensuring performance stability of your CBO.
- b) **Integration and API Strategy:** Respondents shall describe their standard design approach for third-party integrations, including integration with roadside (OBO) systems, interoperability hubs (local and/or regional), payment processors, Collections firms, registry of motor vehicles (or other state or third-party solution for license plate identification) and vehicle data services, and other external partners. Describe the Respondent's standardized application programming interface (API) design approach, including API types, data exchange patterns, and versioning strategies used to support efficient and repeatable integrations. Include details regarding data exchange frequency (e.g. real-time, near-real-time, batch, etc.), error handling, monitoring, and other key integration characteristics that support reliable operations and accelerated implementation timelines.
- c) **Security and Compliance Approach:** Respondents shall describe their baseline security architecture and compliance approach, including supported security frameworks and certifications (e.g., PCI DSS, SOC, ISO, NIST, FedRAMP/GovRAMP). Include a description of access control capabilities, including authentication, authorization, and role-based access management.

(3) Operational Capabilities

- a) **Accounting and Transaction Lifecycle Transparency:** Respondents shall describe how

DRAFT

their CBO System is designed to provide cradle-to-grave Transaction visibility, auditability, and reconciliation. Respondents shall recommend how the baseline System is designed to support TDOT's operation to sustain revenue collection, reduce revenue leakage, and address revenue collection challenges associated with image-based Transaction processing. Respondents shall also describe the standard financial reporting tools and functionality provided to support financial operations, including revenue accounting, subledger/general ledger (SL/GL) support or integration, reconciliation, and settlement processes.

- b) **CSC Support and Customer Account Capabilities:** Respondents shall describe standard tools and functionality provided to support Customer Service Center (CSC) efficiency and accuracy. Describe supported Customer Account types, single versus multiple Accounts (e.g. pre and post paid Accounts) per customer and what benefits/challenges come with your approach, payment types, digital wallet support, cash-payment accommodations, customer payment flexibility features, Non-Revenue Accounts and Discount Programs.

Additionally, describe what functionality the Respondent's CBO solution provides that would offer TDOT flexibility to their customers for payment of Transactions? For example, does the Respondent's CBO solution have functionality enabling customers to provide partial payments or payment plans that would prevent a customer from falling into delinquent status.

- c) **Billing, Invoicing and Collections:** Respondents shall describe the baseline invoicing and escalation processes supported by the proposed System (with details of the configurable steps in the flow), including a summarized overview of the supported billing cycles (e.g., periodic/monthly billing versus event-based billing) and the primary triggering events used in the escalation lifecycle. Respondents are encouraged to focus on configurable workflow steps and core capabilities rather than detailed, customer-based processes.
- d) **Reporting, Dashboards and KPIs:** Respondents shall describe the baseline reporting, dashboarding, analytics, and monitoring capabilities included with their proposed CBO System. Summarize the types of standard reports and dashboards provided, support for user-defined queries, and the primary monitoring and alerting features. Identify the key performance indicators (KPIs) supported by the system. Response should avoid detailed report inventories or workflow descriptions..

4. VOLUME 3 - FINANCIAL SUBMITTAL

Volume 3 of the SOQ shall contain the following information.

Notes regarding financial submittal:

- Financial documentation, as required below, may be submitted in a separate PDF, or multiple PDFs. The cover page shall be clearly labeled as "Confidential Financial Records," and it shall include the Project title, project identification number, and the Contract number.
- Financial documentation will be reviewed as a part of the pass/fail criteria.
- TDOT reserves the right to review other publicly available information regarding the Respondent's financial capability, as part of its evaluation. If a Respondent has questions about what evidence of the Respondent's financial capability will be acceptable to TDOT, the Respondent should communicate with the TDOT as set forth in Section 3.3.1 (Question Submission).

Section A Identification of Financial Responsible Party

The Respondent shall provide a completed Form C (Information Regarding Respondent Team and Financially Responsible Party), signed by a duly authorized officer of the Respondent, that identifies the Respondent's full legal name, Respondent's team members, and clearly identifies the entity(ies) that will guarantee the Respondent's financial obligations (Financially Responsible Party) under the Contract. The Financially Responsible Party could be: i) the Respondent itself; or ii) parent company(ies) or affiliate(s) of any of the members of the Respondent that will support and guarantee the Respondent's obligations under the Contract.

The Respondent shall provide the Financially Responsible Party's financial statements and accompanying information described in Section B below. TDOT will rely solely on the financial statements and accompanying information of the Financially Responsible Party to determine whether the Respondent has the financial capability to perform. In addition, TDOT may, in its discretion based upon the review of the information provided, specify that an additional acceptable Financially Responsible Party is required as a condition of shortlisting, in which case the information required of such Financially Responsible Party shall be submitted upon the request of TDOT.

Note: All forms requiring a signature may be signed by the Respondent electronically.

Section B Financial Documentation

(1) Financial Statements

The Respondent must provide the applicable financial statements for the entity(s) identified by the Respondent in Section A, of this Volume 3, for the Respondent's three most recently completed fiscal years. If the entity has been in existence for less than three (3) fiscal years, Respondent shall expressly state that such entity has been in existence for less than three (3) fiscal years and shall provide financial statements for the number of fiscal years it has been in existence.

DRAFT

Financial statement information must be consolidated where required by generally accepted accounting principles (GAAP) or international financial reporting standards (IFRS) and must include:

- a) Opinion Letter (Auditor's Report)
- b) Balance Sheet
- c) Income Statement or Statement of Comprehensive Income
- d) Statement of Changes in Cash Flow
- e) Footnotes to Financial Statements

In addition, Financial Statements must meet the following requirements:

- a. **GAAP/IFRS:** Financial Statements must be prepared in accordance with U.S. GAAP or IFRS.
- b. **U.S. Dollars:** Financial statements should be provided in U.S. dollars.
- c. **Audited:** Financial statements must be audited by an independent party qualified to render audit opinions (e.g., a certified public accountant). If audited financials are not available, unaudited financial statements for such entity shall be provided, certified as true, correct, and accurate by the Chief Financial Officer ("CFO"), treasurer or equivalent officer of the entity.
- d. **English:** Financial statement information must be prepared in English. If audited financial statements are prepared in a language other than English, translations of all financial statement information must be provided.
- e. **SEC Filings:** If any entity for which financial information is submitted hereby files reports with the Securities and Exchange Commission, then such financial statements shall be provided through a copy of their most recent annual report on Form 10K.

(2) Credit Ratings

The Respondent (or Financially Responsible Party) shall provide its most recent credit rating from agencies such as Moody's Investor Services, Standard & Poor's, or Fitch Ratings, to the extent such entities have credit ratings. If no credit ratings exist, then the Respondent (or Financially Responsible Party) shall provide a written statement specifying that no credit ratings exist for the Respondent (or Financially Responsible Party).

(3) Off-Balance Sheet Liabilities

The Respondent shall provide a list describing all off-balance sheet liabilities and commitments for either the Respondent or Financially Responsible Party, if applicable, for the three most recently completed years and anticipated for the next reporting period. If the off-balance sheet

DRAFT

liabilities and commitments are included in the notes to the financial statements, then the Respondent is not required to provide a separate listing. If no off-balance sheet liabilities exist, then a written statement signed by a duly authorized officer of the entity must be provided, certifying that no off-balance sheet liabilities exist.

Required Forms

Respondents are required to complete and submit the following forms per the instructions of the RFQ. The forms provided herein are for reference only. Respondents shall complete the Microsoft Word or Excel versions of the forms provided with the procurement documents and include them within the SOQ as noted in the instructions of the RFQ.

Form A-1	CBO RFQ Comments and Questions
Form A-2	TDOT Procurement Portal Access Request
Form A-3	Transmittal Letter
Form A-4	Acknowledgement of RFQ, Revision and/or Addenda
Form A-5	Confidential Contexts Index
Form A-6	Company Reference and Questionnaire
Form A-7	Industry Forum Registration and Confidential One-on-One Meeting Request
Form B	Certification
Form C	Information Regarding Respondent Team and Financially Responsible Party
Form D	Statement of Qualifications Checklist and Contents

FORM A-1

CBO RFQ Comments and Questions

To submit RFQ questions to TDOT, Lead Respondents must submit this Form A-1 to the TDOT Solicitation Coordinator in accordance with the instructions in Section 3.3.1 (Question Submission). To be considered, Respondent questions forms must be received no later than the date and time stated for the **Deadline for Respondents to Submit Questions to TDOT on the RFQ** in Section 3.2 (Phase 1 - Procurement Schedule) of the RFQ. TDOT shall not respond to any Respondent questions after the deadline has passed. TDOT’s responses will be provided through the TDOT Procurement Portal. Only Respondents who attend the industry forum, one-on-one meetings and have access to the Procurement Portal will receive responses

Respondents shall use this form to submit requests for interpretation, clarification or questions about the procurement process, the procurement documents or the Project. Please add rows to this form as necessary in Microsoft Excel and submit the form to TDOT in in Microsoft Excel format.

Once complete, submit Form A-1 to the TDOT Solicitation Coordinator’s email address in Section 3.3.1 (Question Submission), citing “TDOT Statewide CBO”, the Project Identification Number and the contract number in the subject line.

Respondent Questions		Respondent Name:			Date of Submission:
No.	RFQ Page	RFQ Section	RFQ Section Description	Respondent Questions	TDOT Response
1.					
2.					
3.					
4.					
5.					
6.					

FORM A-2

TDOT PROCUREMENT PORTAL ACCESS REQUEST

To access the procurement documents, as well as have a folder set up for the Respondent for submittal of the SOQ and future interactions with TDOT, each Respondent must submit one (1) copy of this Form A-2 to request access to the TDOT Procurement Portal. Respondent A-2 forms must be received no later than the date and time stated for the **Deadline to Request Access to TDOT Procurement Portal** in Section 3.2 (Phase 1 - Procurement Schedule) of the RFQ. TDOT may not provide access to the TDOT Procurement Portal, and a Respondent may be prohibited from participating in the procurement if a Respondent's A-2 form is received after the deadline has passed.

Note: Each Respondent may request access for up to two (2) representatives.

Respondents shall complete this form in Microsoft Word and submit the form to TDOT in PDF format. Once complete, submit Form A-2 to the TDOT Solicitation Coordinator's email address in Section 3.3.1 (Question Submission), citing "TDOT Statewide CBO – TDOT Procurement Portal Access Request", the Project Identification Number and the contract number in the email subject line.

Name of Respondent: _____

Date: _____

Telephone: _____

Address: _____

City, State, Zip: _____

We request access to the TDOT Procurement Portal to obtain the procurement documents and respond to TDOT's CBO solicitation. Please provide log-in credentials to the following representative(s):

Name: _____

Company: _____

Email Address: _____

Telephone Number: _____

Name: _____

Company: _____

Email Address: _____

Telephone Number: _____

DRAFT

We also identify the following person as the Respondent's Authorized Representative, being the single point of contact for the Respondent, who is making this request.

By: _____

Print Name: _____

Title: _____

Date: _____

Telephone: _____

Email Address: _____

Name of Authorized Representative:

Email Address of Authorized Representative:

Signature:

Date:

Note: Electronic signatures are allowed on this form.

FORM A-3

Respondents shall complete this form in Microsoft Word and submit the form(s) to TDOT in PDF format. Respondents shall include the form in the SOQ in accordance with Table 4 in Appendix 2, Section 1 (*Organization of SOQ*).

TRANSMITTAL LETTER

Name of Respondent: _____

SOQ Submission Date: _____

Tennessee Department of Transportation
William R. Snodgrass Tennessee Tower
312 Rosa L Parks Ave
Nashville, TN 37203

Attn: TDOT Solicitation Coordinator

Dear Sir or Madam:

1. Introduction

The undersigned (“Respondent”) submits this Statement of Qualifications (“SOQ”) in response to that certain Request for Qualifications dated as of May 6, 2026 (as amended, the “Statewide CBO RFQ”), issued by the Tennessee Department of Transportation (“TDOT”) to deliver the Statewide Commercial Back-Office system (the “Project”). Capitalized terms not otherwise defined herein shall have the meanings set forth in the RFQ.

2. Enclosures

Enclosed, and by this reference incorporated herein and made a part of this SOQ are the following:

- Volume 1: Administrative Submittal;
- Volume 2: Technical Submittal; and
- Volume 3: Financial Submittal.

3. Acknowledgements; Representations and Warranties

The Respondent acknowledges receipt, understanding, and full consideration of all materials relating to the RFQ posted on the TDOT Procurement Portal.

The Respondent represents and warrants that it has read the RFQ, including any and all amendments and any and all answers to any RFQ questions, and agrees to comply with the contents and terms of the RFQ.

The Respondent understands that TDOT is not bound to shortlist any Respondent and may reject any and all SOQs received.

The Respondent further understands that all costs and expenses incurred by the Respondent in preparing this SOQ will be borne solely by the Respondent.

The Respondent agrees that TDOT will not be responsible for any errors, omissions, inaccuracies,

or incomplete statements in this SOQ.

4. Governing Law

This SOQ shall be governed by and construed in all respects according to the laws of the State of Tennessee.

5. Conflicts of Interest

[The undersigned hereby certifies that, to the best of his or her knowledge and belief, no interest exists that is required to be disclosed in this Conflict of Interest Disclosure Statement, other than as disclosed in Volume 1, Section D(3) of the SOQ.]

[The undersigned hereby certifies that, to the best of his or her knowledge and belief, no interest exists that is required to be disclosed in Volume 1, Section D(3) of the SOQ.]

By executing this transmittal letter the Respondent confirms that the representative named above is authorized to act as agent on behalf of the Respondent. Respondents may sign this form electronically.

Respondent's business address:

(No.) (Street)
(Floor or Suite)

(City) (State or Province) (ZIP or Postal Code)
(Country)

State or Country of Incorporation/Formation/Organization: _____

[insert appropriate signature block from following pages]

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1. *Sample signature block for corporation or limited liability company:*

By: [Insert corporation or limited liability company name]

Print Name: _____

Title: _____

2. *Sample signature block for partnership:*

By: [Insert general partner's or member's name]

Print Name: _____

Title: _____

[Add signatures of additional general partners or members as appropriate]

3. *Sample signature block for attorney in fact:*

[Insert Respondent's name]

By: _____

Print Name: _____

FORM A-5

CONFIDENTIAL CONTENTS INDEX

Respondent Name: _____

Pursuant to the Tennessee Open Records Law, including Tenn. Code Ann. §§ 10-7-503 to 10-7-506 *et seq.*; § 54-3-115; § 54-6-102; and § 54-6-107 (the “**Open Records Law**”), Respondents may request TDOT to keep confidential a trade secret, proprietary information, or other confidential information exempted from disclosure.

For such information to be excluded from disclosure requirements under the Open Records Law, the Respondent must make a written request to TDOT (by submitting an executed version of the table below):

- (a) Invoking such exemption upon submission of the materials for which protection from disclosure is sought;
- (b) Identifying the specific data or other materials for which protection from disclosure is sought; and
- (c) Stating the reasons why protection is necessary.

The confidential material submitted must be identified by some distinct method within the body of the SOQ, such as highlighting or underlining. Blanket designations, or designations that do not specifically identify information of special concern, are not acceptable. In accordance with the Open Records Law, TDOT will make a written determination of the appropriate scope and nature of the protection afforded to the Respondent in accordance with Section 6.2.2 (Claimed Exemptions to Disclosure).

Note: Respondents shall complete this form in accordance with Section 6.2.2 (Claimed Exemptions to Disclosure).

ITEM #	SECTION/TITLE	PAGE NUMBER(S)	REASON(S) FOR WITHHOLDING FROM DISCLOSURE
1.			
2.			
3.			
4.			

By: _____

Title: _____

Date: _____

FORM A-6

COMPANY REFERENCE AND QUESTIONNAIRE

Respondent shall complete this form for each Respondent’s Commercial Back-Office (CBO) System implementation with a proven, robust and scalable solution that utilizes commercial off-the-shelf (COTS) modularity and leverages out of the box functionality in operation at major tolling agencies where the Respondent was the Prime Contractor and led the implementation of their system. The intent is to show how the baseline CBO System and standard delivery approach were adapted or extended to meet customer-specific requirements. Responses shall focus on differences from the baseline described in the Technical Submittal (Volume 2, Section B). No more than three (3) agency projects in total may be submitted.

Total page limitation for each agency’s topic responses shall be no more than ten (10) pages each, excluding agency Business Rules. Submit corresponding agency Business Rules as an attachment to this form in PDF format.

TDOT prefers at least one of the referenced projects to have been implemented within the last ten (10) years and be under active operations and Maintenance by the Respondent. Each reference provided may be contacted by TDOT to confirm the information on this form. Should the Respondent be shortlisted by TDOT, TDOT may coordinate with one (1) or more referenced agencies for a site visit to examine the referenced CBO System.

Please copy this form in **Microsoft Word** as necessary to provide the requested information to comply with the questions outlined in Appendix 2, (Volume 2 – Technical Submittal) of the RFQ. Submit the form as a PDF with the SOQ package according to the instructions in the RFQ.

Respondent’s Name: _____

Reference Company/Agency Name:	
City:	State:
Project Manager/Owner Reference:	Project Manager/Owner Reference Contact Information (Phone Number and/or E-mail Address):
Start and End Dates of the Project:	Cost of the Project:
Is the CBO in Production at this time:	Number and Cost of Change Orders (to date):
Annual Revenue Collected:	Number of interfacing roadway facilities:
Number of transactions processed annually:	Number of accounts managed:
Alternate Reference*:	
Phone Number:	E-mail:
Alternate Reference Role on Referenced Project:	

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<input type="checkbox"/> System Design	<input type="checkbox"/> Cloud-based Architecture and Development	<input type="checkbox"/> GUI and Data Visualization
<input type="checkbox"/> Implementation	<input type="checkbox"/> API-based Interfaces and Software Development	<input type="checkbox"/> Reporting and Dashboards Development
<input type="checkbox"/> Modular Development	<input type="checkbox"/> Real-time Transaction processing	<input type="checkbox"/> Integration with Roadside or OBO Systems
<input type="checkbox"/> Operations and Maintenance	<input type="checkbox"/> Scalability, Capacity and Performance	<input type="checkbox"/> Integrated with Collection Agency Systems, DMV or other external entity
<input type="checkbox"/> Cloud-based Architecture	<input type="checkbox"/> System Security, VPN, Dual Authentication	<input type="checkbox"/> Database Optimization, Replication and Storage
<input type="checkbox"/> On Premises Architecture	<input type="checkbox"/> Developed and managed real-time data exchange interfaces to external entities	<input type="checkbox"/> Disaster Recovery
<input type="checkbox"/> Infrastructure-as-a-Service		
<input type="checkbox"/> Hybrid (on-premise and cloud mixed) Architecture		

Please provide a detailed explanation for each item below:

a. **Project Delivery:**

1) **Requirements, Design and Implementation Approach:** Respondents shall describe the project delivery model used in this customer's CBO implementation, including governance structure (customer's role vs. your role), delivery phases, and milestone management. Describe key lessons learned from delivering through this approach and during the transition from implementation into operations. Include details of the project's major milestones and overall timeline from NTP to go-live. Also, describe where baseline assumptions did not hold, how configuration versus customization decisions evolved, and what changes you would make if implementing the same System again.

2) **Business Rule Configuration:** Respondents shall describe how customer-specific Business Rules were captured and implemented through configuration versus customization within the CBO (or vice-versa if customization was required over configuration).

Note: Please provide the agency Business Rules as an exhibit to your SOQ.

b. Technical Implementation:

- 1) Baseline Architecture and Hosting Adjustments:** Respondents shall describe how the baseline CBO System architecture or hosting model (on-premises, cloud, hybrid) was modified or constrained for this customer. Include any changes made to support scale, performance, security, or cost objectives, and explain why those changes were required. Include details of any observed performance characteristics related to the client's transaction volumes, scaling events, and any constraints encountered in production.

- 2) Integrations Implemented:** Respondents shall identify all third-party integrations implemented, including interoperability with roadside systems (regional or local), toll agencies, payment processors, enforcement systems, CSC platforms, and financial systems. Include details that varied from your baseline regarding data exchange frequency (real-time, near-real-time, batch), error handling, monitoring, and other key integration. Were there any unexpected customizations required?

c. Operational Outcomes:

- 1) Accounting and Transaction Lifecycle Transparency:** Respondents shall describe how transactions are tracked and reconciled from roadside capture through final disposition in the CBO. Also, include details for how the implemented System supports revenue collection in daily operations and any observed impacts on the increase/decrease in unpaid tolls or efficiencies gained in overall leakage. Provide details on any customer-specific Audit or Finance reporting required by this client.

- 2) CSC Support and Customer Accounts:** Respondents shall describe how Customer Account structures (e.g. one account type vs multiple account types (i.e. separate prepaid, postpaid, etc.)), client-specific customer programs (Transponder Distribution, Disabled Veteran's discounts) that were required to be implemented, or any other customer service processes that differed from your baseline approach. Include reasons for these changes, any operational or System impacts and whether the feature would be a candidate to be brought into the baseline offering.

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- 3) **Payments, Billing and Collections:** Respondents shall describe any payment processing flows and payment options implemented with this client that differ from your baseline offering. Include details for invoice billing cycles, invoicing process flows, and collections operations for this customer. Include any unexpected results.

- 4) **Reporting, Dashboards and KPI Customization:** Respondents shall describe any client-specific reporting, dashboards, KPIs, or monitoring capabilities that required customization or extension beyond your baseline offering. Include how these changes were implemented and maintained

FORM A-7

**TDOT STATEWIDE CBO RFQ
INDUSTRY FORUM REGISTRATION AND CONFIDENTIAL
ONE-ON-ONE MEETING REQUEST**

1. Instructions to Respondents:

- Respondents that wish to attend the industry forum and request a confidential one-on-one meeting with TDOT must complete and submit this form by the date and time specified in Section 3.2 (Phase 1 – Procurement Schedule) of the RFQ.
- Completed forms shall be submitted via email to the TDOT Solicitation Coordinator in PDF format in accordance with Section 3.1.1 (Phase 1 - RFQ/SOQ).
- Once received, TDOT will confirm receipt of the request and will provide additional details, scheduling information, and applicable rules governing participation.
- In-person attendance at the industry forum is mandatory for any Lead Respondent that intends to submit an SOQ in response to the CBO RFQ. Lead Respondents that do not attend the industry forum and confidential one-on-one meetings may be prohibited from submitting an SOQ in response to this RFQ.
- There is no limit to the number of attendees for the industry forum. Respondents shall provide a list of all names in the lines below for up to ten (10) attendees. If more than ten (10) attendees are planning to attend, please include the additional names in the body of the email submitted to the Solicitation Coordinator.
- **TDOT has determined there is a maximum number of five (5) individuals from each Respondent team is permitted to attend the confidential one-on-one meetings.**

2. Respondent Information:

Respondent Firm Name: _____

Potential Lead Respondent Potential Subcontractor

Primary Contact Name: _____

Title: _____

Email Address: _____

Phone Number: _____

3. Industry Forum Participation:

Names and titles of attendees for the industry forum:

4. Confidential One-on-One Meeting:

- Yes, as a Lead Respondent required to attend a confidential one-on-one meeting with TDOT.
- No, NOT a Lead Respondent.

General Guidelines for Confidential One-on-One Meetings:

Note: Additional rules and guidelines for the confidential one-on-one meetings may be provided by TDOT in response to this form.

- Meetings are intended to provide Respondents with a better understanding of the RFQ, the procurement process, CBO scope of work, and other related matters.
- **When submitting Form A-7 to the TDOT Solicitation Coordinator, please provide a list of questions and/or topics the Respondent wishes to discuss with TDOT. During the meeting, it is anticipated that TDOT’s questions seeking input from the Respondents will take approximately 30 to 45 minutes. Respondents will be allocated the remaining time to discuss their topics.**
- Participation in a confidential one-on-one meeting with TDOT by a potential Lead Respondent is mandatory, and only Respondents who participate in the meetings shall be eligible to submit an RFQ.
- Lead Respondents may bring potential subcontractors to confidential one-on-one meetings, not to exceed five (5) total participants. Potential subcontractors to a Lead Respondent will not be granted a separate, confidential one-on-one meeting.

DRAFT

- No aspect of these meetings is intended to provide any Respondent with access to information that is not similarly available to other Respondents.
- TDOT will not be bound by any verbal discussions or statements made by either party in confidential one-on-one meetings. Respondents wanting binding responses are required to submit written questions to TDOT in accordance with Section 3.3.1 (Question Submission).
- No part of the evaluation of a Respondent's will be based on the conduct or discussions that occur during confidential one-on-one meetings.

Names and titles of attendees for the confidential one-on-one meeting:

5. Acknowledgements:

By submitting this form, the Respondent acknowledges that:

- Attendance and participation are subject to TDOT confirmation.
- Confidential one-on-one meetings are for general clarification and input into the RFQ only.
- No aspect of these meetings is intended to provide any Respondent with access to information that is not similarly available to other Respondents.
- Respondents shall not seek to obtain commitments from TDOT in the meetings or otherwise seek to obtain an unfair competitive advantage over any other Respondent.
- TDOT reserves the right to remove or prevent access to confidential one-on-one meetings by unlisted or unregistered attendees
- All rules and procedures communicated by TDOT will be followed.

6. Authorization:

Authorized Representative: _____

Signature: _____

Date: _____

FORM B

CERTIFICATION

Respondents shall complete this form in Microsoft Word and submit the form to TDOT in PDF format. Respondents shall include the form in the SOQ in accordance with Table 4 in Appendix 2, Section 1 (Organization of SOQ).

Project Name: TDOT Statewide CBO

Respondent:

Name of Firm:

1. Has the Respondent or any affiliate, * or any current officer, director, or employee of either the Respondent or any affiliate, been indicted or convicted of bid (i.e., fraud, bribery, collusion, conspiracy, antitrust, etc.) or other contract related crimes or violations or any other felony or serious misdemeanor within the past ten (10) years?

Yes No

If yes, please explain:

2. Has the Respondent or any affiliate* ever sought protection under any provision of any bankruptcy act within the past ten (10) years?

Yes No

If yes, please explain:

3. Has the Respondent or any affiliate* ever been disqualified, removed, debarred, or suspended from performing work for the federal government, any state or local government, or any foreign governmental entity within the past ten (10) years?

Yes No

If yes, please explain:

4. Has the Respondent or any affiliate* ever been found liable in a civil suit or found guilty in a criminal action for making any false claim or other material misrepresentation to a public entity within the past ten (10) years?

DRAFT

Yes No

If yes, as to each such inquiry, use the space below to state the name of the public agency, the date of the inquiry, the grounds on which the public agency based the inquiry, and the result of the inquiry.

5. Has any project performed or managed by the Respondent or, to the knowledge of the undersigned, any affiliate* been involved in repeated or multiple failures to comply with safety rules, regulations, or requirements within the past ten (10) years?

Yes No

If yes, use the space below to please identify the team members and the projects, provide an explanation of the circumstances, and provide owner contact information including telephone numbers.

6. Has the Respondent or any affiliate* been found, adjudicated, or determined by any state court, state administrative agency, federal court or federal agency, to have violated or failed to comply with any law or regulation of the United States or any state within the past ten (10) years governing prevailing wages (including but not limited to payment for health and welfare, pension, vacation, travel time, subsistence, apprenticeship or other training, or other fringe benefits) or overtime compensation?

Yes No

If yes, please explain:

7. Is there any material, pending litigation against the Respondent or any affiliate* that could adversely affect the Respondent's ability to meet contract requirements pursuant to this RFQ or have a material adverse effect on the Respondent's financial condition?

Yes No

If yes, use the space below to please list each matter separately, explain the relevant details, and attach an opinion of counsel. The opinion of counsel should address whether and to what extent the litigation would impair the Respondent or any affiliate's ability to perform under the Contract. Please note that all individuals, agencies, firms, or other entities providing legal opinions must be properly licensed

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to render such opinions, and the State may require proof of licensure, including the state of licensure and licensure number.

8. Are there any pending or ongoing Securities and Exchange Commission (SEC) investigations involving the Respondent or any affiliate*?
 Yes No

If yes, use the space below to please list each investigation separately, explain the relevant details, and attach an opinion of counsel. The opinion of counsel should address whether and to what extent the investigation would impair Respondent or any affiliate's performance under the Contract. Please note that all individuals, agencies, firms, or other entities providing legal opinions must be properly licensed to render such opinions, and the State may require proof of licensure, including the state of licensure and licensure number.

9. With respect to each of Questions 1-8 above, if not previously answered or included in a prior response on this form, is any proceeding, claim, matter, suit, indictment, etc. currently pending against the Respondent that could result in the Respondent being found liable, guilty or in violation of the matters referenced in Questions 1-8 above and/or subject to debarment, suspension, removal, or disqualification by the federal government, any state or local government, or any foreign governmental entity?
 Yes No

If yes, use the space below to please explain and provide the information requested as to such similar items set forth in Questions 1-8 above.

10. In the past five (5) years, has the Respondent or any proposed subconsultants/subcontractors ever been removed from a contract or failed to complete a contract as assigned? Submit full details of the terms for removal from the contract.

DRAFT

Identify the other party, its name, address, and telephone number. Present the Respondent's position on the matter. If Respondent team members have experienced no such termination for default in the past five (5) years, indicate accordingly.

Yes No

If yes, please explain:

--

- * The term "Affiliate" means parent companies at any tier, subsidiary companies at any tier, entities under common ownership, partnerships, and other financially liable or responsible parties for the entity, that (a) within the past five (5) years have engaged in business or investment in North America or (b) have been involved, directly or indirectly, in the design, construction, equipping, installation, integration, testing, operation, maintenance or back-office toll collection for any project listed by an entity pursuant to Volume 2.

Under penalty of perjury, I certify that the foregoing is true and correct, and that I am the firm's Authorized Representative:

By: _____

Print Name: _____

Title: _____

Date: _____

FORM C

INFORMATION REGARDING RESPONDENT TEAM AND FINANCIALLY RESPONSIBLE PARTY

Respondents shall complete this form in Microsoft Word and submit the form to TDOT in PDF format. Respondents shall include the form in the SOQ in accordance with Table 4 in Appendix 2, Section 1 (Organization of SOQ).

Name of Respondent:	
Respondent's Authorized Representative:	
Title:	
Telephone Number:	
Email Address:	

List each of Respondent's Team Members*:

* Team member means each of: (a) the Lead Respondent; (b) major subcontractors; and (c) any Financially Responsible Party.

DRAFT

Identify the Respondent's Financially Responsible Party(ies):

FORM D

STATEMENT OF QUALIFICATIONS CHECKLIST

Respondent shall furnish a copy of this SOQ Checklist, with the page references added, with its SOQ.

Statement of Qualifications Component	Form (if any)	RFQ Cross-reference	SOQ Page Reference
Statement of Qualifications Checklist and Contents	Form D	Volume 1, Section H	
Acknowledgement of RFQ, Revision and/or Addenda	Form A-4	Volume 1, Section A(2)	
Volume 1: Transmittal Letter	Form A-3	Volume 1, Section A(1)	
Authorized Representative's signature		Volume 1, Section D(1)	
Confidential Contents Index	Form A-5	Volume 1, Section B	
Legal Qualifications		Volume 1, Section C	
Respondent Information		Volume 1, Section D(1)	
Management Approach and Team Structure		Volume 1, Section D(2)	
Identification of any Organizational Conflicts of Interest		Volume 1, Section D(3)	
Certification	Form B	Volume 1, Section E	
Surety Letter(s)		Volume 1, Section F	
Executive Summary		Volume 1, Section G	
Volume 2: Technical Submittal			
A. Technical Qualifications		Volume 2, Section A	
1. Respondent Experience		Volume 2, Section A(1)	
2. Past Project Descriptions and References Experience	Form A-6	Volume 2, Section A(2)	
<ul style="list-style-type: none"> • Agency Business Rules 			
3. Proposed Organization		Volume 2, Section A(3)	

DRAFT

B. Project Delivery Narrative		Volume 2, Section B	
1. Project Delivery		Volume 2, Section B(1)	
2. Technical Details		Volume 2, Section B(2)	
3. Operational Capabilities		Volume 2, Section B(3)	
Volume 3: Financial Submittal			
A. Identification of Financial Responsible Party	Form C	Volume 3, Section A	
B. Financial Documents		Volume 3, Section B	
1. Financial Statements		Volume 3, Section B(1)	
2. Credit Ratings		Volume 3, Section B(2)	
3. Off-Balance Sheet Liabilities		Volume 3, Section B(3)	