

THE DALLAS HORSESHOE PROJECT

EXECUTIVE SUMMARY

A



"TxDOT and NorthGate Constructors' dedication to transparency and teamwork has put the DFW Connector project on that path to success. As a result, the DFW Connector project serves as an innovative model for transportation projects nationwide."

Sam E. Swan, TxDOT's DFW Connector Project Manager, Champions of Change (www.whitehouse.gov)

A. EXECUTIVE SUMMARY

The NorthGate Difference

In a proposal developed for TxDOT's \$987 million DFW Connector project three years ago, NorthGate Constructors, a newly formed partnership between Kiewit and Zachry, introduced the idea of "The NorthGate Difference." The team was awarded the DFW Connector project and thereby given the opportunity to show TxDOT what "The NorthGate Difference" truly meant.

After three years of performing design and construction for the DFW Connector, the difference between NorthGate Constructors and other contractors has become clear. The NorthGate team has partnered with TxDOT to set a new standard for design-build delivery in the state of Texas. Because of this proven success and the unique challenges associated with the Dallas Horseshoe Project (the Project), our team has decided to partner again with the goal of taking our performance to the next level for the Horseshoe.

NorthGate Horseshoe Constructors, JV (NorthGate), a partnership between Kiewit Infrastructure Group Inc. and Zachry Construction Corporation, has investigated the challenges specific to the Horseshoe Project and has developed solutions to resolve them. **Our proven experience and in-depth Project understanding have given us the ability to deliver the Project on budget, 400 days ahead of schedule, and with the highest regard for safety, quality, and environment. We commit to working together with TxDOT as one team to overcome each challenge and satisfy Stakeholders.**

San Joaquin Hills Transportation Corridor



Team Members: Kiewit and Parsons

Location: Orange County, CA

- \$802 million design-build contract
- 17 mile six lane toll road including 10 interchanges and 68 bridges
- First privately-financed design-build toll road in U.S. history

COMPLETED 1997

I-15 Corridor Reconstruction



Team Members: Kiewit and Parsons

Location: Salt Lake City, UT

- \$1.3 billion design-build contract
- Reconstruction of 16 miles of freeway including 10 interchanges and 142 bridges
- At the time, largest design-build transportation contract in US history and largest highway contract in US history

COMPLETED 2001

Dallas High Five Interchange



Team Members: Zachry and Parsons

Location: Dallas, TX

- \$289 million five level interchange at the intersection of US 75 and I-635
- Phased project to accommodate more than 500,000 vehicles per day; completed one year ahead of schedule

COMPLETED 2005

1997

1998

1999

2000

2001

2002

2003

2004

PROJECT CHALLENGES / NORTHGATE SOLUTIONS

<p>Sequencing and Maintenance of Traffic (MOT): Sequencing the simultaneous construction of two direct-connect interchanges to allow for on-time completion and maintenance of the existing traffic capacity (400,000 vehicles per day)</p>	<p>Developed a detailed and accurate sequencing plan that enhances mobility, minimizes impacts, and allows for completion in 1,100 days</p>
<p>Margaret McDermott Pedestrian Bridges Construction: Coordinating with the designer, consultants, and the City of Dallas to construct these unique structures to meet or exceed expectations for schedule, quality, safety, and budget</p>	<p>Assembled a team of organizations and personnel with experience successfully constructing similar complex structures; developed a construction plan with design input for temporary work to ensure safety of the traveling public</p>
<p>Coordination with Local Stakeholders and Adjacent Projects: Communicating and coordinating with a large number of Stakeholders, including the City of Dallas, to minimize impacts and mitigate conflicts</p>	<p>Used our award-winning PI team to provide a high level of customer service and solutions-focused responses; added the position of City of Dallas Coordinator to the organizational chart to streamline coordination and planning</p>
<p>Utility Relocation: Planning construction activities around the utilities throughout the jobsite and coordinating with local utility owners to mitigate schedule delay</p>	<p>Progressed utility strip map and developed 3D model to identify conflicts early; plan to coordinate with utility owners and develop Live Subsurface Utility Engineering (SUE) upon Notice of Award</p>
<p>Aesthetic Development: Coordinating aesthetic plans for a high profile Project to satisfy TxDOT and local Stakeholders</p>	<p>Developed a consistent aesthetics plan, including alternative concepts, that meets the Urban Design Technical Guidelines; will coordinate with local Stakeholders</p>
<p>Coordination with the U.S. Army Corps of Engineers (the USACE): Coordinating to meet levee/environmental requirements and expedite permitting</p>	<p>Added levee/permitting expert to the team in the position of USACE Coordinator; developed a design that minimizes impact to levees; developed plan to expedite acquisition of the 408 permit</p>

Proven Similar Experience

NorthGate will serve as the Proposer, Lead Contractor, and Capital Maintenance Firm. Parsons Transportation Group Inc. (Parsons) has subcontracted to NorthGate as the Lead Engineering Firm. Over the past 20 years, Kiewit, Zachry, and/or Parsons have worked together on 24 projects totaling nearly \$10 billion in contract value.

During that time, we have developed best management practices and lessons learned on some of the most complex projects in the nation. Projects we have completed with challenges similar to the Dallas Horseshoe Project are identified in the timeline below and referred to throughout the proposal.

In-Depth Project Understanding

NorthGate has already developed a thorough understanding of the Project through our efforts during the proposal phase. We began by aligning our objectives with TxDOT goals

I-25/I-225 Transportation Expansion (T-REX) Project



Team Members: Kiewit and Parsons

Location: Denver, CO

- \$1.3 billion design-build contract
- Reconstruction of 17 miles of two interstate highways and an addition of 19 miles of double track light rail
- Largest public works contract in CO history; completed 22 months ahead of schedule

COMPLETED 2006

DART Orange Line Expansion Irving-1,2,3



Team Members: Kiewit and Parsons

Location: Irving, TX

- Two design-build contracts totaling \$582 million
- 13 miles of urban light rail transit
- Permitting obtained on-time to set six of the longest concrete girders ever erected in the state of Texas over the Trinity River Levees

COMPLETED 2013

DFW Connector



Team Members: Kiewit and Zachry

Location: Grapevine, TX

- \$987 million design-build contract
- Reconstruction of 8.4 miles of roadway including four highways, two interchanges, five overpasses, 37 bridges, new ramps and frontage roads; scheduled completion one year ahead of schedule

COMPLETED 2013

and focused on developing solutions that would meet or exceed them. Our investigation began in November 2011 with in-depth study of the Project and development of a preliminary sequencing plan. Since that time, we have built upon those investigation efforts to provide the best value to TxDOT. NorthGate's early efforts included:

- **Advanced 3D Modeling:** NorthGate created a detailed 3D model of the sequencing plan which included structures, walls, drainage, and utilities.

ADVANCED 3D MODEL

NorthGate's 3D model allows for improved visualization of the Project, resulting in accurate sequencing, minimized utility and drainage conflicts, and optimized wall design. It also provides certainty that our solutions have been fully vetted.

- **Development of Multiple Schedules and Estimates:** Two groups created independent schedules, quantity requirements, and cost estimates for the Project. They were then compared to eliminate errors, ensure accuracy, and mitigate risk. This effort has resulted in certainty that both our schedule and cost are accurate. We are prepared to complete this Project in 1,100 days.
- **Additional SUE Investigation:** Additional potholing and site inspection was performed, including survey and manhole inspection at over 50 additional locations. This thorough investigation resulted in discovery of a 90 in. sanitary sewer line that was in a location other than that identified in the original Schematic Design. The early identification

of potential conflicts minimizes risk during Project execution.

- **Additional Traffic Counts:** NorthGate performed traffic counts for 38 additional locations. This information allowed us to better understand traffic movements through the corridor, resulting in an accurate plan that enhances mobility and minimizes impacts to local Stakeholders.
- **Detailed MOT/Sequencing Design:** Our sequencing plan was revised four times and included revisions by two independent groups. Survey was also performed to verify tie-ins and clearances. This early effort resulted in an accurate and detailed plan, ready for implementation.

(a) Organization and contents of the Proposal

Our proposal is indexed as prescribed in the Instructions to Proposers (ITP), Exhibit E - Summary and Order of Proposal Contents.

TECHNICAL PROPOSAL	
A.	Executive Summary
B.	Proposer Information, Certification and Documents
C.	Project Development Plan
D.	Appendices
E.	Proposal Security (Proposal Bond)
FINANCIAL PROPOSAL	
A.	Updated Financial Information
B.	Price Information

(b) Summary of Changes to Proposer's QS

There have been no changes to the QS other than those identified in Section (c). We have also advanced our programs and solutions as described throughout the Proposal.

(c) Summary of Changes in Proposer's Organization; Key Personnel

The TxDOT-approved changes to our organization and Key Personnel include:

Strengthened Organization

We strengthened the NorthGate team by adding three Major Participants that will benefit the Project through improved drainage/utility design, quality acceptance, and welding and fabrication services. Each new Major Participant is identified in the Changes in Organization Table.

Changes in Key Personnel

NorthGate has made changes to its Key Personnel for reasons mandated by the RFP or to provide added value. The Key Personnel that have changed are identified in the Changes in Key Personnel Table.

NorthGate is providing TxDOT and the community with a team of experts in complex design-build delivery. Each of NorthGate's team members have provided commitment letters for all Key Personnel.

Changes in Organization Table

Proposal Firm	Modification from QS to Proposal	Project Role	Type of Change or Addition
Lamb-Star Engineering, L.P. (DBE)	Major Identified Non-Equity Member to Major Participant	Responsible for all quality acceptance	Addition of Major Participant with experience managing quality for TxDOT and other clients in the DFW Metroplex
Halff Associates, Inc.	Major Identified Non-Equity Member to Major Participant	Responsible for utilities and drainage design	Addition of Major Participant with over 50 years of drainage/utility experience in the DFW Metroplex
Kiewit Offshore Services, Ltd.	Subcontractor to Major Participant	Responsible for Margaret McDermott Arch Fabrication	Addition of Major Participant certified in major steel bridges, welding, and steel finishing.

Changes in Key Personnel Table

NorthGate's Committed Manager	Position Required by RFP	Change from QS	Added-Value
J. Eric Huff	Environmental Compliance Manager	Change in Key Personnel	Experience providing environmental compliance oversight to local design-build transportation projects
Steve Worley, PE	Design Quality Assurance Manager	Change in Key Personnel	20 years of professional civil engineering experience, five years managing quality assurance on large design-build projects
Tom Ross	Capital Maintenance Manager	Change in Key Personnel	38 years of industry experience; managed T-REX maintenance during the warranty period

(d) Summary of Proposed Management Structure, Decision-Making and Operational Structure

Management and Operational Structure

NorthGate’s management structure is founded upon a “fully integrated” joint venture approach which fosters a team environment where goals are better aligned and all employees are held to the same standards, including subcontractors. The NorthGate Joint Venture is already fully integrated for the DFW Connector project. The same structure, in which NorthGate operates as one integrated business, will be used on the Horseshoe Project which will streamline mobilization while minimizing conflict risk.

As a demonstration of our commitment to this complex Project, we have appointed Jay Knez as Project Manager. Jay brings extensive experience managing design-build and schedule-driven projects. He currently serves in the same role on the DFW Connector project, where he is

ultimately responsible for the overall outcome. Jay served as the foundation of the partnership developed on the DFW Connector through his interaction and relationship with TxDOT Project Manager, Sam Swan. The two work together as one team, transparently communicating and proactively resolving issues before they escalate. Jay is 100 percent committed to the Horseshoe Project and will instill the same values amongst the Project team. With the early completion of the DFW Connector scheduled for June 2013, both he and the project are prepared for his transition to the Horseshoe.



RECORD SETTING PARTNERING

TxDOT and NorthGate received the highest partnering score ever recorded by FMI Corp. for their partnering efforts on the DFW Connector.

Upon award, Jay will lead an initial partnering session with TxDOT to establish key counterparts, open lines of communication, and address potential challenges. Quarterly executive partnering meetings will continue throughout the Project. These meetings serve as a regular opportunity for NorthGate management and TxDOT to resolve potential issues and ensure goals are aligned.

Jay will serve as TxDOT's primary point of contact and will be supported by Gwyon Nelson Deputy Project Manager – Design, who will oversee design, administrative, and coordination functions of the Project; and Jason Proskovec Deputy Project Manager – Construction, who will oversee all construction operations. Jason and Gwyon both bring experience in management roles on large-scale design-build projects. Gwyon served as the Project Manager for the \$556 million Inter-County Connector (ICC) Contract B project in Montgomery County, MD. Jason is currently managing the design and estimate for the Horseshoe pursuit and recently managed the schedule, geotechnical, roadway, grading, and paving disciplines on the DFW Connector.

Decision-Making

All employees are empowered and encouraged to make decisions at every level of the Project with the goal of solving problems at the lowest level possible. This is facilitated through regular task force meetings, co-location, and weekly management meetings. Project Manager, Jay Knez, has the authority to make all decisions on behalf of NorthGate. An Executive Committee made up of representatives from both Kiewit and Zachry will support Jay in decision-making. This group is involved in the partnering process and responsible for allocating resources and resolving issues that escalate to the Project management level.

Major Participant Commitment Statement

All Major Participants are 100 percent committed to delivering the specified personnel to make the Horseshoe Project a success.

(e) Project Development Plan Summary

With TxDOT goals as the guide, NorthGate developed innovative technical solutions and management plans that minimize the schedule, cost, and coordination challenges associated with the Project. These technical solutions include Alternative Technical Concepts (ATCs) and value-added solutions that have already been implemented. We also included a list of potential value engineering concepts for discussion following award.

"Many agencies talk about partnering on projects, but the T-REX team members showed a true commitment from the top down to carry out the principles of effective partnering. These close working relationships at all levels of the organization facilitated timely decision making."

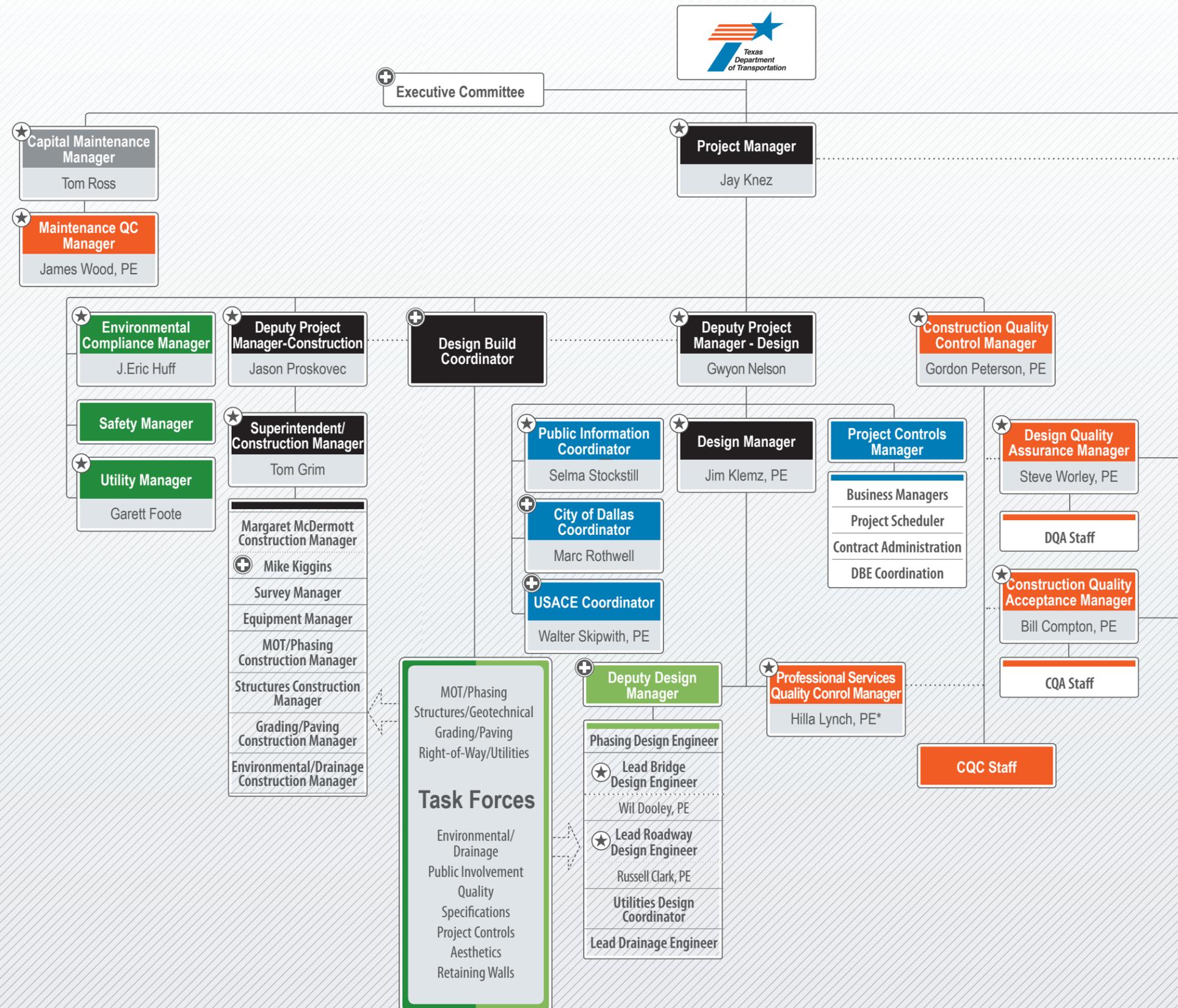
Larry Warner, former T-REX Project Director, Denver Regional Transportation District (RTD)

Management and Key Personnel Organization

Another benefit of our integrated joint venture approach is an integrated organizational chart and reporting structure. Design, construction, and maintenance disciplines are integrated through the task force process and our value-added position of Design-Build Coordinator. Integrating each phase of the Project enhances quality and minimizes the chance of conflict as the Project progresses.

LEGEND

- ★ Key Personnel
- ⊕ Value Added Personnel
- D-B Management
- Quality
- Design
- Construction
- Coordination
- Project Controls
- Maintenance
- * Texas PE application pending
- Communication Line
- Reporting Line



Task Forces

- MOT/Phasing
- Structures/Geotechnical
- Grading/Paving
- Right-of-Way/Utilities

- Environmental/Drainage
- Public Involvement
- Quality
- Specifications
- Project Controls
- Aesthetics
- Retaining Walls

Technical Solutions

NorthGate’s early efforts during the proposal phase have resulted in the development of innovative concepts and detailed plans for design, construction, and maintenance of the Project. Solutions implemented in key locations are illustrated in the Technical Solutions Summary Map on page nine. We are prepared to implement each of these concepts immediately upon Notice of Award.

Project delivery 400 days ahead of schedule – NorthGate has the resources and sequencing plan to complete the Project 400 days ahead of schedule. Based upon our independent road user cost analysis, this early completion results in a savings of over \$150,000 per day in road user costs which totals \$60 million in savings to the traveling public.

Sequencing plan that enhances mobility and minimizes impacts during construction – Our sequencing plan is detailed, accurate, and ready for implementation upon Notice of Award. We closely coordinated our overall design with our sequencing plan to provide the following:

- Optimized alignments and locations of structural elements to create open work areas where more construction can take place without disruptions or impacts to the traveling public
- Provided additional lanes in several locations throughout construction
- Limited the use of full highway lane closures to bridge beam erection and bridge demolition; will not be used during high traffic time periods, resulting in elimination of 489 hours of full highway lane closures
- Enhanced regional mobility by providing additional signage to divert traffic around the Project

Replacement of functionally obsolete structures quickly – NorthGate’s sequencing plan includes the replacement of functionally obsolete and deficient structures early, as shown in the Technical Solutions Summary Map on page nine.

Margaret McDermott Bridges construction plan that provides cost, schedule, and quality certainty - NorthGate’s experience is paired with the industry’s leading welding, fabrication, and erection companies to ensure all challenges and potential risks of these complex bridges are proactively addressed. Our work plan includes fabrication, delivery methods, floodplain foundation, erection sequencing, aesthetic finishes, and safety considerations of the work force and the traveling public.



Kiewit brings successful experience constructing Santiago Calatrava bridges, such as the Turtle Bay Pedestrian Bridge in Redding, CA.

Roadway geometric refinements that reduce congestion, enhance driver safety, and improve mobility – Focusing on identifying geometric refinements during the proposal phase allowed us to enhance the Schematic Design and provide the following benefits:

- Improved traffic safety by reducing decision points, increasing design speed, and providing for standard driver expectation of merge conditions

- Minimized future maintenance costs by reducing structures by approximately 20 percent (525,000 sf)
- Enhanced mobility and reduced congestion after construction by improving LOS
- Reduced “throw-away” or transition work by accommodating the ultimate configuration

Project Management Plan

NorthGate’s Project Management Plan (PMP) is comprised of communication and coordination strategies and proven processes to control design, construction and maintenance activities. Many of the same managers from the DFW Connector project will transition to the Dallas Horseshoe Project, ensuring the successes and lessons learned on that successful project are applied to the new challenges of the Horseshoe.

Communication and Coordination Strategies

Partnership with TxDOT - NorthGate is committed to working with TxDOT as one team in overcoming the challenges associated with the Project. This partnership will be facilitated through co-location with an open-door policy, quarterly partnering meetings, and monthly owner quality tours.

Effective Meetings – Regularly scheduled meetings and the appointment of discipline-focused task forces are used to provide open forums that facilitate communication among team members. Through our design-build experience over the past 20 years, we have come to understand the effectiveness of certain meetings and therefore we have developed a detailed schedule of these meetings to apply to the Project.

KEY MEETINGS

MONTHLY OWNER QUALITY TOURS

TxDOT, NorthGate and QA firm management tour the Project and meet to discuss issues; allows for early resolution of concerns.

WEEKLY TRAFFIC SWITCH MEETINGS

All disciplines meet to discuss short and long term traffic switches; ensures traffic switch planning is well-coordinated with minimal impacts.

WEEKLY DISCIPLINE QUALITY MEETINGS

The TxDOT, NorthGate and QA representatives involved with each discipline meet to discuss plans for the following week; allows TxDOT and QA to better allocate resources.

DAILY COORDINATION MEETINGS

Representatives from all Project areas meet to discuss operations for the following 24 hours; minimizes schedule and resource conflicts

Customer Service Priority – NorthGate approaches Public Information (PI) with the goal of providing the highest level of customer service possible for all Stakeholders. The PI team will be led by Selma Stockstill who coordinated with TxDOT to implement the successful PI program on the DFW Connector. She will lead the team in facilitating a high level of customer service through proactive outreach, solutions-focused responses, and transparent communication with local Stakeholders and Customer Groups.

Subcontractor Integration – All sub-organizations are held to the same safety, quality, environmental, and compliance standards as employees of our joint venture. They also attend the same trainings and necessary meetings. This integration streamlines communication, allowing Project management to

communicate with all employees and team members in the same manner. This approach also allows NorthGate management to better monitor subcontractor performance.

“This project [the DFW Connector] set the standard for all TxDOT projects big and small, and we’ve learned that a positive attitude toward public outreach can make the rest of the projects substantially easier.”

Tony Hartzel, DFW Connector CDA Public Information Officer

Proven Management Processes

Proven Safety Program – NorthGate’s policy is “Nobody Gets Hurt,” which applies to our employees, subcontractors, and the public. The framework behind this goal is a proactive commitment by management, employee engagement at all levels, and processes in place that hold all employees and subcontractors accountable for safety. NorthGate takes a personal interest in the safety of its employees and places an emphasis on safety training and thorough preparation.

Environmental Compliance – NorthGate’s in-depth analysis of regulations and permitting during procurement will continue throughout the Project. We place an emphasis on creating environmentally sensitive work plans while training our personnel to understand commitments and act as environmental stewards. Our use of ISO 14001-compliant processes and innovative technology tools, such as environmental field tablets, will allow us to uphold our environmental commitments.

ENVIRONMENTAL COMPLIANCE COMMITMENT

After three years of design and construction on the DFW Connector project, NorthGate has received zero environmental notice of violations.

Implementation of Technology – With a focus on continual improvement, NorthGate strives to implement technology that enhances the efficiency of our design, operations, and general management processes. This approach has proven effective on the DFW Connector where we have used various technologies to improve documentation, communication, and control of subcontractors and suppliers.

INNOVATION IN THE FIELD

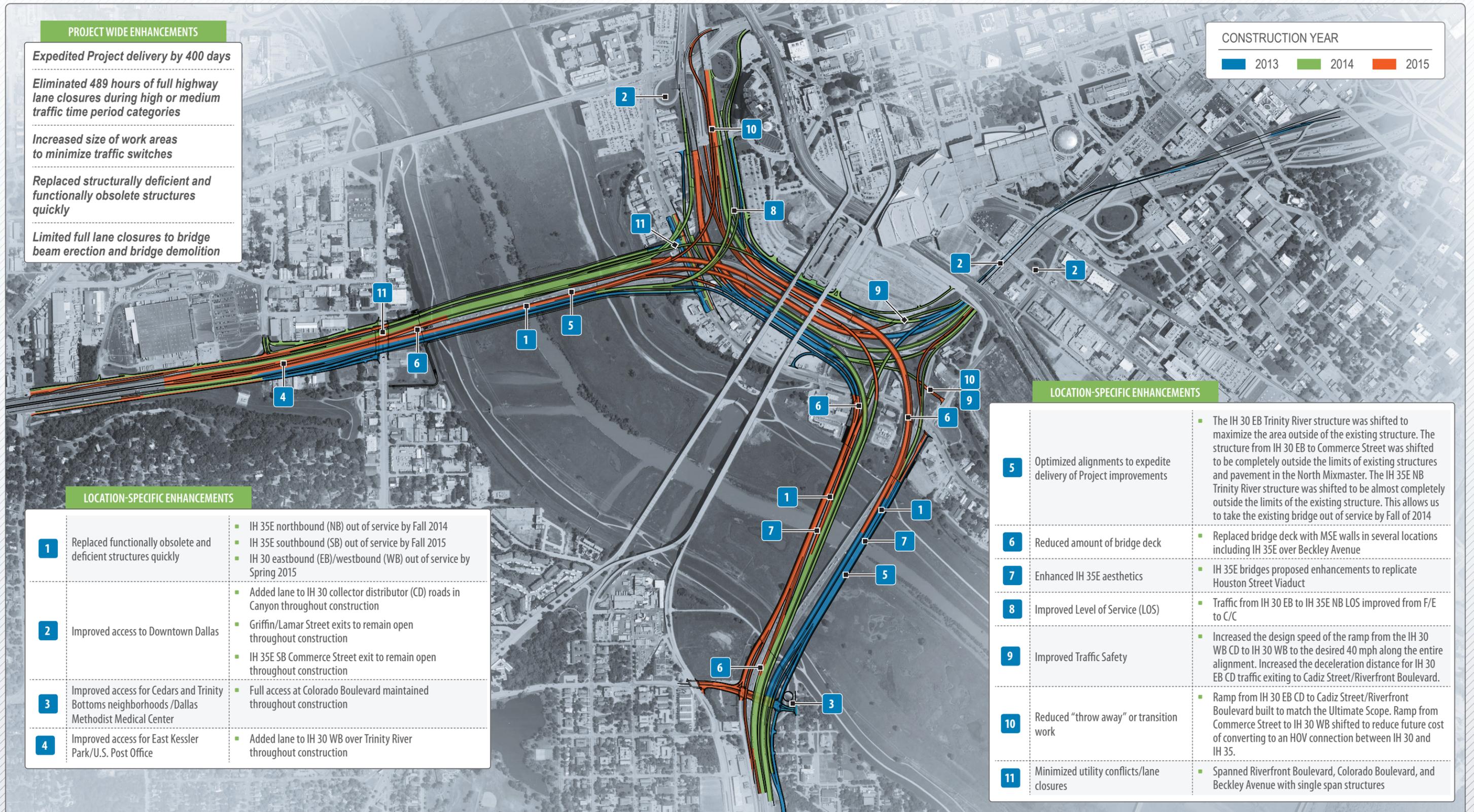
Field Tablets improve accuracy and real time reporting of environmental documentation in the field.

FiveCubits electronic materials invoicing and truck tracking allows for improved monitoring of suppliers.

XacTrac GPS technology monitors equipment locations and idling.

Specialized Management Positions – NorthGate has identified several key management positions, not required by the RFP, that will add value for TxDOT and the Project. Those include:

Technical Solutions Summary Map



PROJECT WIDE ENHANCEMENTS

- Expedited Project delivery by 400 days
- Eliminated 489 hours of full highway lane closures during high or medium traffic time period categories
- Increased size of work areas to minimize traffic switches
- Replaced structurally deficient and functionally obsolete structures quickly
- Limited full lane closures to bridge beam erection and bridge demolition

CONSTRUCTION YEAR

- 2013
- 2014
- 2015

LOCATION-SPECIFIC ENHANCEMENTS

1	Replaced functionally obsolete and deficient structures quickly	<ul style="list-style-type: none"> IH 35E northbound (NB) out of service by Fall 2014 IH 35E southbound (SB) out of service by Fall 2015 IH 30 eastbound (EB)/westbound (WB) out of service by Spring 2015
2	Improved access to Downtown Dallas	<ul style="list-style-type: none"> Added lane to IH 30 collector distributor (CD) roads in Canyon throughout construction Griffin/Lamar Street exits to remain open throughout construction IH 35E SB Commerce Street exit to remain open throughout construction
3	Improved access for Cedars and Trinity Bottoms neighborhoods /Dallas Methodist Medical Center	<ul style="list-style-type: none"> Full access at Colorado Boulevard maintained throughout construction
4	Improved access for East Kessler Park/U.S. Post Office	<ul style="list-style-type: none"> Added lane to IH 30 WB over Trinity River throughout construction

LOCATION-SPECIFIC ENHANCEMENTS

5	Optimized alignments to expedite delivery of Project improvements	<ul style="list-style-type: none"> The IH 30 EB Trinity River structure was shifted to maximize the area outside of the existing structure. The structure from IH 30 EB to Commerce Street was shifted to be completely outside the limits of existing structures and pavement in the North Mixmaster. The IH 35E NB Trinity River structure was shifted to be almost completely outside the limits of the existing structure. This allows us to take the existing bridge out of service by Fall of 2014
6	Reduced amount of bridge deck	<ul style="list-style-type: none"> Replaced bridge deck with MSE walls in several locations including IH 35E over Beckley Avenue
7	Enhanced IH 35E aesthetics	<ul style="list-style-type: none"> IH 35E bridges proposed enhancements to replicate Houston Street Viaduct
8	Improved Level of Service (LOS)	<ul style="list-style-type: none"> Traffic from IH 30 EB to IH 35E NB LOS improved from F/E to C/C
9	Improved Traffic Safety	<ul style="list-style-type: none"> Increased the design speed of the ramp from the IH 30 WB CD to IH 30 WB to the desired 40 mph along the entire alignment. Increased the deceleration distance for IH 30 EB CD traffic exiting to Cadiz Street/Riverfront Boulevard.
10	Reduced "throw away" or transition work	<ul style="list-style-type: none"> Ramp from IH 30 EB CD to Cadiz Street/Riverfront Boulevard built to match the Ultimate Scope. Ramp from Commerce Street to IH 30 WB shifted to reduce future cost of converting to an HOV connection between IH 30 and IH 35.
11	Minimized utility conflicts/lane closures	<ul style="list-style-type: none"> Spanned Riverfront Boulevard, Colorado Boulevard, and Beckley Avenue with single span structures

- City of Dallas Coordinator to oversee coordination efforts in regards to MOT, aesthetics development, and coordination with adjacent projects
- USACE Coordinator to manage permitting processes and ensure adherence to USACE requirements
- Design-Build Coordinator to oversee the integration of design, construction, and maintenance
- Margaret McDermott Pedestrian Bridges Construction Manager responsible for ensuring schedule, budget, and quality are upheld
- Deputy Design Manager to provide additional design oversight

Capital Maintenance Accountability - In order to provide TxDOT with the highest quality product possible, we take a total ownership approach to capital maintenance. Through our "Accountability Approach," the NorthGate Joint Venture retains responsibility for the capital maintenance. This approach ensures we hold ourselves directly accountable for delivering a quality product and developing long-term trusting relationships with Stakeholders.

Quality Management Plan

NorthGate has developed a comprehensive Quality Management Plan (QMP) based on the ISO-certified QMP currently implemented at the DFW Connector. Our QMP focuses on the following four principles:

- Knowing the requirements
- Building work "right the first time"
- Exceeding expectations
- Continuous improvement

Implementation of the QMP will be led by Gordon Peterson, PE as Construction Quality Control Manager (CQCM). Gordon has 30 years of experience specializing in quality

acceptance and quality control for heavy civil infrastructure projects and is currently serving in the same role on the DFW Connector. Gordon will guide the Quality Assurance and Acceptance management, yet ensure they operate independently from the quality control functions. We understand that they are the ultimate decision-makers on behalf of TxDOT and will empower them to make decisions on conformance or nonconformance in both design and construction. All quality managers will have the authority to stop work for quality concerns.

(f) Approach to Satisfying the DBE Requirements

NorthGate is committed to meeting or exceeding the eight percent DBE requirement for the Project which is exemplified through our current performance facilitating DBE participation on the DFW Connector and DART Orange Line Expansion projects. At 75 percent complete, the DFW Connector is projected to exceed its goal of 12.12 percent. At 95 percent complete, the DART Orange Line Expansion has exceeded its goal of 39.04 percent participation with 41.47 percent achieved.

We will ensure the eight percent goal for the Horseshoe Project is achieved through the following strategies:

- A designated team member will be responsible for monitoring DBE participation status, soliciting DBE firms, and ensuring meaningful work opportunities are provided.
- A pre-bid checklist will be used to identify capabilities and qualifications of DBE firms.
- Management will meet quarterly to review DBE goal status, monitor progress, and discuss strategies to increase participation.

- NorthGate will implement automated software to more effectively monitor participation; this includes software specifically used to track DBE trucking.
- Management will hold all disciplines and major subcontractors responsible for achieving DBE participation goals.

NorthGate strives not only to meet the DBE requirement, but to grow successful businesses and employees throughout the region. We are committed to assigning DBE firms significant roles that maximize the skills and expertise that they offer, while increasing their knowledge and business management skills.

**COMMITMENT
TO MENTORING**

NorthGate was named the 2011 Workforce Solutions Employer of the Year by the Texas Workforce Commission (TWC). The honor recognizes NorthGate's collaboration with the Texas workforce system and support of the TWC's goal: that both employers and workers have the resources and skills Texas needs to remain competitive in the 21st century.

The Dallas Horseshoe Project will be a complex and challenging undertaking. NorthGate brings the proven experience and Project understanding to overcome those challenges and meet TxDOT goals. We are committed to delivering a Project that TxDOT and Stakeholders will be proud of. We respectfully request that TxDOT award the Project to NorthGate to once again experience "The NorthGate Difference."

NorthGate  Constructors

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