



1 November, 2016

Request for Expression of Interest (REOI)

Context: Management, Systems Engineering & General Contractor

for a 400 km Railway Development Throughout Canada's Greater National Capital Region

Issue Date: Tuesday, 1 November, 2016
Submission Deadline: 23:59:59 Wednesday, 30 November, 2016 (Duration: 20 business days)
Submission Requirements: Maximum 10 pages containing responses to the “required sections”.
URLs to generic public information are permitted, but no attachments.

ELIGIBILITY

1 This REOI is open only to the systems engineering firms named below in alphabetical order:

- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]

THE OPPORTUNITY

- 2 Moose Consortium Inc. (Moose, an acronym for “Mobility Ottawa–Outaouais: Systems & Enterprises”) is a Canadian federally incorporated commercial firm providing the business structure for a consortium to bring about and operate a region-wide private-sector passenger railway service on 400 km of existing railway infrastructure along three inter-provincial routes through central Ottawa and Gatineau, and extending to six semi-rural towns of the Greater National Capital Region:
- Smiths Falls ON — Ottawa ON — Gatineau QC — La Pêche (Wakefield) QC;
 - Arnprior ON — Ottawa ON — Gatineau QC — Montebello QC;
 - Alexandria ON — Ottawa ON — Bristol QC.
- 3 Moose invites written expressions of interest from the four global systems engineering companies named herein. Please promptly notify Moose Consortium of the name and contact information of your company’s administrative liaison for this REOI, via: joseph.potvin@letsgomoose.com
- 4 On 29 June 2016 MOOSE submitted an application for a Certificate of Fitness to the Canadian Transportation Agency, with a determination expected before the end of 2016. Expressions of interest from one or more global systems engineering firms are sought by the end of November 2016, after which as Moose Consortium Inc. plans to pursue first round investment of approximately \$10M in order to complete feasibility, planning, consultation and approvals work.
- 5 The present stage is characterized by a high level of business, legal and political uncertainty. The project team believes this is outweighed by the scale of well-defined financial and socio-economic benefits potentially attainable with the success of the project, including first-in market advantage with optimal scale, flexibility and resilience for the Greater National Capital Region market.
- 6 Once the initial capital market commitments are secured, Moose Consortium Inc. plans to issue a Call for Proposals only to the firms that submitted a valid Expression of Interest to this present REOI. The requirement would be for a systems engineering company to coordinate all the required feasibility, planning, consultation and approvals work.

- 7 Should the project prove to be feasible, and it attracts the larger capital investment required to proceed with implementation, the same company as was selected to undertake the feasibility, planning, consultation and approvals work will have first right of refusal to continue forward in providing integrated project management, systems engineering and general contractor roles.
- 8 The Moose Consortium website at <https://www.letsgomoose.ca/> provides invitees useful information on the nature of this initiative.
- 9 As this is a Request for Expressions of Interest in which all four of the invited companies may qualify, and thus it is not a competition, Moose Consortium Inc. is able to discuss the planned initiative with personnel of each of the invited firms separately through meetings and conference calls. Your company's designated administrative liaison should arrange these communications through e-calendar invitations sent to both:
 - “Wojciech Remisz” <wojciech.remisz@remisz.com> +1-613-225-1162 ext. 202
 - “Joseph Potvin” <joseph.potvin@letsgomoose.com> +1-819-593-5983

SUBMISSION DEADLINE AND REQUIREMENTS

- 10 Your company's response must be received before the end of 23:59:59 Wednesday 30 November 2016 at one or both of the following email addresses, to qualify for the subsequent competition:
 - “Wojciech Remisz” <wojciech.remisz@remisz.com> +1-613-225-1162 ext. 202
 - “Joseph Potvin” <joseph.potvin@letsgomoose.com> +1-819-593-5983
- 11 Your company's Expression of Interest (EOI) document response must be submitted in the form of an attached PDF file of not more than 10 standard letter-size pages with searchable text (not a flat graphic). The body of the document must contain brief responses to the information sought in paragraphs numbered 10 through 18.4 below. The questions should not be reproduced in your reply; subtitles will suffice. Additional information can be included according to your company's preferences, within the 10 pages. No substantive information for the response should be communicated in the body of the email.

REQUIRED SECTION: “Personnel”

- 12 Name and brief professional biographical information about the responsible manager leading the Respondent Company's prospective planning and liaison with Moose Consortium at this early stage. Briefly explain why s/he is suited to this planning and liaison role. Provide at least one URL to online background information about the individual.
- 13 Provide the responsible manager's email, office address and phone information.
- 14 Optionally, provide similar information for up to two other individuals or companies on your proposed core project team, whether technical or managerial.
- 15 The signature of the responsible manager on this response document is optional.

REQUIRED SECTION: “Responses to Substantive Questions”

Preamble: Each of the following questions must be answered briefly. Links to Web-based generic information are invited, but are not required.

16 **Your Company's Approach**

16.1 Provide very brief information about projects in which your company played a significant role, and which involved any of the following:

- Real property value-optimization of a scale equivalent to Moose's planned direct effects upon 100 km² of land in urban and semi-rural areas.
- Railway developments of equivalent scale. Moose plans to develop and operate a 400 km railway serving 16 municipalities, serving approximately 50 stations.
- An innovative or experimental market-based business model.
- Participation of multiple diverse jurisdictions, various levels and departments of government, and First Nations.

16.2 Provide URLs to any existing generic public documents that summarize or illustrate your company's:

- Compliance management system relevant to laws, regulations, standards or policies
- Health and safety management system, and performance record
- Ecological and resource management framework, and performance record
- Community consultation methods, and performance record
- Business ethics framework, and performance record

16.3 Provide evidence that your company engages in inventive applied R&D to solve new or complex problems.

16.4 Summarize your company's methodology for iteratively refining project research on matters of technical feasibility, cost estimation and implementation planning.

16.5 Summarize your company's approach to managing sub-contractors, suppliers and multi-organizational project teams.

16.6 Briefly comment on whether it would be relatively easy or rather challenging for your company to incorporate use of the following free/libre/open source software systems into project planning for Moose Consortium. Explain the reasons for your response:

- <http://www.matsim.org/>
- <https://www.polarsys.org/projects/polarsys.capella>
- <https://www.openproject.org/>

16.7 If possible, provide evidence and summary observations of the longevity of project performance or project success 10-to-15 years after completion, in cases where your company or your responsible manager led project management, systems engineering, or implementation. If specific evidence is not available, please comment on how project longevity can be achieved.

16.8 How would your company ensure effective engagement of diverse consortium members, railway corridor owners, government jurisdictions, First Nations and other stakeholder communities, while at the same time maintaining a rapid project implementation schedule?

16.9 Explain how your company approaches obstacles and manages setbacks to ensure that complex projects will not fail.

16.10 Considering the overall character of the Moose Consortium project, what do you consider to be

the most significant advantages that your company can bring to the table?

17 Your Comments on Moose Consortium's Approach

***Preamble:** MOOSE invites your team's response to this REOI on the basis of a genuine preliminary assessment regarding how the initiative may be implemented successfully, taking account of its private sector, property-financed and its whole-region premises. Your company's response can be strengthened with a frank "reality check" in terms of constructive criticism that your team may consider to be essential from the outset towards accomplishing and sustaining the success of this private sector, property-financed, whole-region initiative.*

- 17.1 Provide brief constructive criticism of one or more elements of Moose Consortium's Property-Powered Rail: Open Market Development Model.
- 17.2 Comment briefly on the strengths and weaknesses, and the opportunities and risks of the Moose Consortium initiative. Please include your working definition of risk.
- 17.3 Comment briefly on the most important unknowns and uncertainties of the Moose Consortium initiative. Include your working definition of uncertainty.

18 Your Comments on the Potential Business Relationship

***Preamble:** Moose Consortium is conducting this REOI prior to approaching domestic and international capital markets for first round high risk investment of approximately \$10 million to complete the feasibility, planning, consultation and approvals. Class D estimates prepared by Moose Consortium Inc. indicate that start-up implementation will require in the range of \$750 million to \$1.5 billion, depending on how the project boundary is defined. Class D estimates also indicate that under the Property-Powered Rail: Open Market Development Model, the \$1.5 billion in financing can be recompensed at an attractive rate of return in 10 to 15 years, during which time operating costs can also be covered by a negotiated apportionment of real property "value added" amongst all the Linked Localities.*

- 18.1 Please suggest whether your company would be interested to (a) negotiate direct equity involvement in Moose Consortium; or (b) maintain an arms-length role from Moose Consortium; or, (c) defer determination of this matter to a later stage. Briefly explain your preference.
- 18.2 If your company were selected for the management, engineering and general contracting role, would your company also prefer to coordinate the financial underwriting of the comprehensive study and implementation phases of the development? Select one of these three options:
 - (a) Your company would bundle an underwriting role as a requirement of its involvement;
 - (b) Your company would offer an underwriting role as an optional part of its involvement;
 - (c) Your company would recommend that financial underwriting be separately competed.
- 18.3 Comment on whether your company is willing to participate from time to time in strategically and tactically advancing and defending the initiative through various regulatory and court methods.
- 18.4 Please state the operational tact and degree of confidentiality your company prefers in relation to its EOI submission, taking account of the fact that Moose Consortium involves more than a dozen companies, and is engaged in ongoing discussions with diverse governmental authorities, railway companies and other key stakeholders. See Paragraph 23 below.

LIMITATIONS OF THIS REOI

- 19 This REOI is a request for information only, it is not a competitive request for proposals nor a request for tenders. No legal obligations are hereby implied or created.
- 20 The information contained in this REOI document is intended for information purposes only, to assist the invited companies in assessing whether or not to respond with a submission. No representation or warranty express or implied, is made by Moose Consortium Inc. or any of its agents, as to the accuracy or completeness the information provided. Neither Moose Consortium Inc. nor its member companies or agents will be responsible for, and hereby expressly disclaim, any and all liability for any errors, omissions or inaccuracies in connection therewith.
- 21 In a letter attached to EOI document (external to the 10-page limit), the Respondent Company is asked to disclose to Moose Consortium Inc. any real, potential or apparent conflicts of interest, and is also expected to concisely disclose whether it is aware of any employee or director of a member company of Moose Consortium Inc. who holds a financial interest in the Respondent Company and the nature of that interest. In response to such information Moose Consortium Inc. may or may not constrain its interactions with the Respondent Company. In general Moose Consortium Inc. may decline to proceed with the Respondent Company unless and until any real, potential or apparent conflicts of interest are constrained to Moose Consortium Inc.'s and the Respondent Company's mutual satisfaction.
- 22 No information about or within this REOI document is confidential. Moose Consortium Inc. is undertaking this process without pro-active publicity in the media or the general market, but nothing related to this process is deemed commercial confidential in law. Merely as a courtesy and not as a requirement, the invitees are asked to treat this REOI process with similar tact.
- 23 No information provided by Respondent Companies in connection with this REOI shall be deemed confidential in a legal sense. It should be understood that Moose Consortium Inc. will provide and discuss the responses to this REOI amongst personnel of companies that are members of Moose Consortium, and with other corporate and government entities with direct interests in the initiative, and in particular with potential financiers of the initiative. Without taking on any liability, Moose Consortium will endeavour to respect the preferences relating to the operational tact and the degree of confidentiality expressed in your company's response to paragraph 18.4 above. Respondent Companies are free to discuss this REOI with colleagues in external organizations.
- 24 Moose Consortium Inc. may at its sole discretion:
 - Amend the terminology or scope of this REOI, in which case Moose Consortium Inc. will prepare and issue an appropriate addendum to this REOI.
 - Carry out discussions with one or more prospective Respondent Companies at any time.
 - Terminate or discontinue this REOI at any time for any reason.
 - Re-issue and proceed with a similar or different REOI, with the same or different invitees.
 - Respond or decline to respond to a report, request or question.
 - Distribute or decline to distribute copies of any reports or other documents.
- 25 Moose Consortium Inc. will not be responsible for any losses or costs incurred by any prospective Respondent Company in relation to this REOI. No Responding Company has any recourse against Moose Consortium Inc. or its agents, should Moose Consortium Inc. not proceed with the initiative as described in this document.