

Executive Summary of Team Structure and Experience

Red River Valley Alliance

TEAM MEMBERS

Consortium:	Red River Valley Alliance
Guarantors:	Acciona S.A. (for Acciona Concesiones S. L.) Shikun & Binui Ltd. (for Shikun & Binui Concessions USA, Inc. and Shikun & Binui-America, Inc.) North American Energy Partners, Inc. (for North American Enterprises Ltd.)
Equity Members:	Acciona Concesiones S.L. Shikun & Binui Concession USA, Inc. InfraRed Capital Partners Limited
Lead Contractors:	Red River Constructors Acciona Infraestructuras S.A. Shikun & Binui-America, Inc. North America Enterprises Ltd.
Lead Engineer:	RRVA Design JV Hatch Associates Consultants, Inc. COWI North America, Inc.
Subcontractors:	Amec Foster Wheeler Wenck Associates, Inc.

[See **Exhibit A**: chart illustrating the legal structure of Red River Valley Alliance]

KEY PERSONNEL

<u>Principal in Charge:</u>	José Enrique Montero
Years of experience:	30+
Relevant experience:	Mr. Montero is a senior executive who has been with Acciona Concesiones, S.L. for more than 30 years in various senior positions and locations. Over the past 10 years, Mr. Montero has acted as Executive Director of Acciona Concesiones in Canada. He has vast experience with P3 projects and has managed the development and delivery of several transportation and social infrastructure projects in North America. Mr. Montero also has significant experience in the construction of large-scale infrastructure projects as the Construction Manager in the Ting Kau Bridge, a 3,851-foot-long cable-stayed bridge in Hong Kong, among other projects. Mr. Montero will bring his P3 expertise, his strong leadership, and his result-oriented approach to the Project during the development and delivery phase.
Prior projects:	South East Stoney Trail Project – Calgary, Alberta A-30 Highway Project – Montreal, Quebec Rt. Hon. Herb Gray Parkway Project – Windsor, Ontario Fort St. John Hospital – Fort St. John, British Columbia Royal Jubilee Hospital – Victoria, British Columbia
<u>Lead Negotiator:</u>	Rafael Castro
Years of experience:	Not provided
Relevant experience:	Mr. Castro has led consortia on more than 15 P3 projects worldwide, the majority of which are in Canada. He has been involved in the contractual and commercial negotiations with clients and subcontractors, and financial negotiations with a variety of lenders on most of his projects. Mr. Castro has a broad understanding of the operational risks that can be encountered post-closing and the financing of the P3 projects. He was fully involved in Acciona Concesiones' A-30 Highway Project in Montreal and Rt. Hon. Herbert Gray Parkway in Ontario. Throughout his career, Mr. Castro gained extensive experience in the development, project financing, day-to-day management and supervision of large scale complex infrastructure projects involving public-private partnerships, similar to the Project.

Prior projects:

A-30 Highway Project – Montreal, Quebec | Rt. Hon. Herb Gray Parkway Project – Windsor, Ontario | Centre Hospitalier de l'Université de Montréal Hospital – Montreal, Quebec | St. Josephs Regional Mental Health Care London and St. Thomas – London, Ontario

TECHNICAL EXPERIENCE**Exhibit B: Technical Experience – Design and Engineering****Exhibit C: Technical Experience – Construction**

*Note: Pursuant to the Request for Qualifications (“RFQ”), each Team was limited to the number of examples of prior technical experience they could provide: two (2) up to ten (10) for Design and Engineering and two (2) up to ten (10) for Construction. See pages 77 and 78 of the RFQ. While each company likely has many more relevant prior experiences, the drafters of the RFQ felt it was important to limit the amount of prior experiences provided to encourage each Team to focus on the most relevant prior projects.

Part 2 – Organization and Management

2.1 Legal Structure

Red River Valley Alliance (RRVA) is comprised of leading infrastructure firms with extensive experience in the delivery of similar availability-based P3 projects. Our legal structure, as shown in Figure 4, has been proven successful on numerous P3 projects completed by RRVA’s team members. Our structure ensures bankability, demonstrating the capacity of the key entities to accept the level of risk they are requested to assume. It maximizes the likelihood of successful delivery by minimizing potential for disputes, and ensures coverage of the entire scope. In the end, our structure will result in better value for money for the Authority over the long term.

Figure 4: Legal Structure during delivery phase



Developer: The commercial structure is predicated on providing ultimate accountability to the Authority through a special purpose vehicle dedicated to the Project (the Developer), which will provide a single point of contact and accountability throughout all phases. The Developer entity will be established at or before execution of the Project Agreement (Commercial Close). The Developer will be owned by the Equity Members, Acciona Concesiones S.L. (Acciona Concesiones), InfraRed Capital Partners Limited (in its capacity as Investment Advisor and Operator of HICL Infrastructure Company Limited) (InfraRed) and Shikun & Binui Concessions USA, Inc. (SBC USA), who will enter into a members’ limited liability company agreement that will set out the relationship between the parties. The Developer will be responsible for the entire scope of the Project in accordance with the Project Agreement“RRVA’s Equity Members are active investors in North American and global P3 markets and have collectively invested in

Part 3 – Technical Experience, Capabilities and Project Understanding

3.1 Form F1: Technical Experience – Design and Engineering

Table F1 – Experience of the Major Participants in Design/Engineering on Reference Projects									
Major Participant	Client Organization and Contact Name, Email and Phone Number	Project Name and Location	Project Description	Initial and Final Project Cost (x\$1,000)	Construction Start Date	Scheduled and Actual Completion Dates	Project Type (D-B-B, DB, DBF, DBFOM)	Level of Major Participant's Participation (x\$1000)	Role of Major Participant on the Project
Hatch	Manitoba Floodway Authority Doug Peterson (retired) kdpete@mymt.net 204-294-4889	Red River Floodway Expansion Project Winnipeg, Manitoba, Canada	This project involved increasing the capacity of an existing diversion channel, expanding the outlet structure, improvements to the inlet structure, raising and extending the west dike, and raising or replacing bridges.	(I) USD 665,000 (F) USD 627,000	September 2005	(S) N/A (A) 2014	D-B-B	Fee: USD 4,500 Percentage: 30% design of channel works	Design Lead Engineer on the west dike, outlet structure, and Seine River Syphon portion of the channel works.
COWI	BC Ministry of Transportation and Infrastructure Geoff Freer geoff.freer@gov.bc.ca 604-940-7987	South Fraser Perimeter Road Greater Vancouver, British Columbia, Canada	This P3 project is a new 25-mile-long four-lane highway. COWI's scope included 15 bridges.	(I) USD 800,000 (F) USD 1,260,000	2010	(S) December 2014 (A) June 2014	DBFOM	Fee: USD 4,520 Percentage: 80% (of total structures)	Conceptual Design, Final Design, Field Review
Hatch	Infrastructure Ontario Fay Marzuq, Project Manager fay.marzuq@infrastructureontario.ca 416-327-5930	Rt. Hon. Herb Gray Parkway Windsor, Ontario, Canada	A seven-mile-long, six-lane, below-grade freeway including 12 cut-and-cover tunnels (land bridges), 14 bridges, 10 trail crossings, seven major culverts, two submerged culverts (syphons) and several miles of earth-retaining walls/slopes. Includes service road, three interchanges, roundabout, landscaped parklands, and recreational walking and cycling trails.	(I) USD 816,000 (F) USD 816,000	December 2010	(S) December 2014 (A) October 2015	DBFOM	Fees: USD 60,000 Percentage: 60%	Hatch was the lead designer, Amec as subconsultant for the Parkway Infrastructure Constructors, a CJV of three large international companies, including Acciona Infraestructuras. Highway, drainage, bridges, staging, utility relocation design.
Amec Foster Wheeler	Southwestern Illinois Flood Prevention District Council Charles (Chuck) Etwert, Chief Supervisor of Construction 618-343-9120 cetwert@floodpreventiondistrict.org	Southwest Illinois Levee Certification Risk Analysis and Design Madison, St. Clair, & Monroe Counties, Illinois, U.S.	Programming, design, and construction management for an 86-mile levee and floodwall system with USACE participation. Managed local and small business team with approximately 200 new and modified relief well improvements, Seepage berms and Blanket Drains. Regulatory permitting, wetlands mitigation, cultural resources. Slurry and cut-off walls; pump stations, collection system piping in 11 discrete bid packages.	(I) USD 160,000 (F) N/A	September 2012	(S) December 2015 (A) May 2017	D-B-B	Fee: USD 18,000 Percentage: 90%	Design lead and Program Manager (civil, geotechnical, electrical, and structural engineering & design) Hydrologic and hydraulic evaluation Interior drainage & pump station design Environmental Services
COWI	US Army Corps of Engineers - New Orleans District Tim Black, Contracting Officer 504-862-2879 timothy.d.black@mvn02.usace.army.mil	Inner Harbor Navigation Canal Surge Barrier New Orleans, Louisiana, U.S.	The project is the largest design-build civil works project in the history of the US Corps of Engineers. The flood surge barrier structure stretches for 1.8 miles across the Mississippi River Gulf Outlet and the Golden Triangle Marsh, approximately 12 miles east of downtown New Orleans.	(I) N/A (F) USD 1,300,000	2007	(S) 2011 (A) 2011	DB	Fee: USD 58,000 Percentage: 50%	COWI in a 50/50 JV with INCA (now Tetra Tech) for detailed design of the IHNC. Hydraulic Modeling, Non-Linear Incremental Analysis, Soil-Structure-Interaction for the Floodwall and Gate Structures

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Hatch	City of Burlington Scott Hamilton, Manager 905-335-7600, ext. 7812 Scott.Hamilton@Burlington.ca	King Road at CN Rail Grade Separation and Aqueduct Burlington, Ontario, Canada	Rail bridge replacement using sliding and jacking design to minimize rail impacts. Creek crossing accommodated by open-channel post-tensioned concrete aqueduct, designed to accommodate cold weather environment and ice conditions. Significant amount of land was removed from within a regulatory flood plain providing opportunity for development.	(I) USD 31,000 (F) USD 33,000	2013	(S) N/A (A) 2015	D-B-B	Fee: USD 2,500 Percentage: 65% AMEC (Road/Drainage Design)	Hatch was the Prime Consultant responsible for the entire project, from EIS to design to tender to Construction oversight of three contracts, coordination of utilities and construction administration.
Hatch	CP Rail Tom Twigge, Director (905)803-5986 tom_twigge@cpr.ca CN Rail Dave Reynolds 905-669-3119 Dave.Reynolds@cn.ca	Canadian Pacific (CP) Rail Engineering Canadian National (CN) Rail Engineering Multiple Locations	CN: Engineering for capital expansion programs across Canada; track design, rail bridge design/rehab and railway infrastructure renewal. CP: 10-year contract, >250 projects, including track and bridge design, operation improvements.	N/A	Various/ ongoing	Various/ ongoing	D-B-B	Fee: USD 4,500 Percentage: 80%	Lead Engineer; Conceptual, preliminary and detailed designs, as well as project and construction management.
Hatch	Manitoba Hydro Tom Tonner thtonner@hydro.mb.ca 204-360-7137	Keeyask Generating Station Nelson River, Manitoba, Canada	The Keeyask Generating Station is a 695MW greenfield hydroelectric facility in northern Manitoba. It consists of a seven-unit powerhouse, seven bay spillway, and over 16 miles of earthen dams and dikes (levees).	(I) USD 5,000,000 (F) N/A	April 2014	(S) December 2019 (A) N/A	D-B-B with early contractor involvement	Fees: USD 60,000 Percentage: 70%	Lead designer of the facility, and design support during construction
Hatch and COWI	Kiewit Infrastructure David Chang, P.Eng. 604-927-4452 Owner: BC Ministry of Transportation and Infrastructure	Sea to Sky Highway Program Greater Vancouver, British Columbia, Canada	The design-build scope covered a variety of civil works including: freeway / roadworks; new/replacement of bridge drainage and utilities; lighting & traffic signals; environmental impact mitigation measures; 40 bridges, 105 retaining structures	(I) USD 600,000 (F) USD 600,000	2009	(S) N/A (A) 2009	DB (originally a DBFO)	Fee: USD 40,000 Hatch: 60% COWI: 10%	Hatch was lead designer, COWI was a subconsultant Design highways, drainage, bridges, staging, utility relocations
COWI	USACE - Louisville District David Yankey 502-315-6277 David.M.Yankey@usace.army.mil	Olmsted Locks and Dam Louisville, Kentucky, U.S.	The Locks and Dam 52 and 53 Replacement Project, known as the Olmsted Locks and Dam, is 17 miles upstream from the confluence of the Ohio and Mississippi rivers. The project will replace locks and dams 53 and 52 and greatly reduce tow and barge delays through the busiest stretch of river in America's inland waterways.	(I) USD 3,100,000 (F) USD N/A	2002	(S) 2020 (A) N/A	D-B-B	Fee: USD 35 million COWI: 25%	COWI was lead designer in a JV with Jacobs for the Locks and Dam system, performing detailed design, seismic fluid soil-structure analyses, structural design, erection and construction engineering

3.3 Form F2: Technical Experience - Construction

Table F2 – Experience of the Major Participants in Construction on Reference Projects									
Major Participant	Client Organization and Contact Name, Email and Phone Number	Project Name and Location	Project Description	Initial and Final Project Cost (x\$1000)	Construction Start Date	Scheduled and Actual Completion Dates	Project Type (D-B-B, DB, DBF, DBFO&M)	Major Participant's Participation (x\$1000)	Role of Major Participant on the Project
Acciona Infraestructuras	British Columbia Hydro and Power Authority (BC HYDRO) Darren Kahl Project Manager and Director of Operations 604-699-7293 darren.kahl@bchydro.com	Dam Construction Site C Clean Energy Project Fort Saint John (AB), Canada	This earthfill dam is 1,200 yards-long and 200 feet above the riverbed, and it required more than 20 million cubic yards of earthwork. Additionally, the project required the realignment of six segments of Highway 29 (29 miles), shoreline protection, new 500 kV AC transmission lines, access roads, a temporary construction bridge, two temporary cofferdams across the main river channel, two diversion tunnels, concrete foundations for the generating canals and dam buttress, and a RCC dam (two million CY and .5 miles long). The project is located in an area with very extreme winter conditions.	(I) USD 1,350,000 (F) under construction	January 2016	(S) December 2023 (A) N/A	DB	USD 506,000 (37.50%)	Lead Contractor, responsible of the management of the construction and the coordination with the Design team
Acciona Infraestructuras	AGUACANAL Jose Enrique Arizon Chief Executive Officer +34-948-853-329 jearizon@aguacanal.es	Navarra Canal Stretches 6, 7A and 19A Navarra, Spain	The project is comprised of two connecting projects: DBFOM irrigation infrastructure with canal conveyance (120 miles-long) and DBFOM with availability payments for 5 million CY of excavation and embankment.	(I) USD 296,000 (F) USD 296,000	2007	(S) 2010 (several phases) (A) 2010, on time	DBFOM and part DBB	USD 104,000 (35%)	Lead Contractor, responsible of the management of the construction and the coordination with the Design team
Acciona Infraestructuras	Ministry of Transportation Quebec Line Charland Head of the Service of PPP +1-514-864-1750 line.charland@transport.gouv.qc.ca	Autoroute 30 (A-30) Montreal, Quebec, Canada	The DBFOM Autoroute 30 (A30) highway is a blended toll and availability P3 project, of a 26-mile highway and operation, maintenance and rehabilitation (OMR) of 22 miles of additional sections. It includes an 1,860 meter-long bridge over the St. Lawrence River and a 2,550 metre-long bridge (second largest incrementally launched bridge in the world) spanning the Beauharnois Channel, among many other structures. The design and O&M plans are optimized for the cold weather conditions of Montreal.	(I) USD 1,217,000 (F) USD 1,217,000	September 2008	(S) December 2012 (A) December 2012	DBFOM	USD 487,000 (40%)	Lead Contractor, responsible of the management of the construction and the coordination with the Design team
Acciona Infraestructuras	Ministry of Transportation Ontario Lou Politano Vice President Civil Infrastructure +1-416 212 3427 lou.politano@infrastructureontario.ca	Rt. Hon. Herb Gray Parkway Windsor, Ontario, Canada	This DBFOM, 11-mile highway project is comprised of the new Highway 401 (six-lanes and seven-miles long) and the new Highway 3 (four-lanes and four-miles long) and associated side roads. It also involves work adjacent to a railway with construction of different level crossings. It has 12 road bridges and 11 steel trail bridges. Five miles are built with a cut and cover process, involving complex earthworks, in cold weather conditions.	(I) USD 816,000 (F) USD 816,000	December 2010	(S) December 2014 (A) October 2015	DBFOM	USD 269,000 (33%)	Lead Contractor, part of the construction management team and coordination with the Design team
Acciona Infraestructuras	Administrador de Infraestructuras Ferroviarias (ADIF) Jorge Javier Aisa Contract Manager +34 976762919 jjaisa@adif.es	Madrid – Zaragoza - Barcelona High Speed Line Barcelona, Spain	The scope of this project covers a wide range of activities including construction of 25 miles of new high speed line, renovation of 13 miles, and maintenance of 400 km of railway superstructure. The main railway structures were constructed to save several crossings with live infrastructure, such as commuter lines, highways and rivers. The project also includes 13 viaducts and several other overpasses, with an overall length of two miles, with the longest being a 0.7-mile-long viaduct.	(I) USD 330,000 (F) USD 330,000	Construction 1999 Renovation & Maintenance 2011	(S) Construction 2006 (A) 2006 (on time) (S) (A) Renovation and Maintenance: 2015	B / B&M	USD 330,000 (100%)	Lead Contractor, responsible of the management of the construction and the coordination with the Design team
North American Enterprises Ltd.	Canadian Natural Resources Ltd. Todd Draper Manager, Mine Technical	Horizon Northern Alberta,	The project required diversion of the Tar River, open channel ditching, road construction, dike construction, underground piping, topsoil removal, overburden removal and dewatering. The dike is eight miles long, up to 1.25 miles wide at the base, and up to 160 feet	(I) USD 800,000	January 2005	(S) June 2015 (A) June 2015	D-B-B	USD 960,000 (100%)	North American Enterprises Ltd. was the Lead Contractor.

Table F2 – Experience of the Major Participants in Construction on Reference Projects

Major Participant	Client Organization and Contact Name, Email and Phone Number	Project Name and Location	Project Description	Initial and Final Project Cost (x\$1000)	Construction Start Date	Scheduled and Actual Completion Dates	Project Type (D-B-B, DB, DBF, DBFO&M)	Major Participant's Participation (x\$1000)	Role of Major Participant on the Project
(North American Construction Group)	Services Todd.Draper@cnrl.com 780-828-2500	Canada	high. The total earthmoving volumes is 520 million cubic yards. Work was completed 12 months of the year with temperatures ranging from 95°F to -40°F during construction.	(F) USD 960,000					
North American Enterprises Ltd. (North American Construction Group)	Shell Canada Andy Carter VP Regional Operations 403-253-3233 andy.carter@cedagroup.com	Shell Albian Sands Northern Alberta, Canada	This project required heavy civil construction, road construction, site development, pipeline corridor construction, mine operations support, mechanically stabilized earth wall construction, underground piping, open channel ditching, dewatering, design-build of airport and facilities with 1.5-mile-long runway (Boeing 737 capable), dike construction, and excavation of a man-made lake to compensate for loss of fish habitat due to mining and water drainage structures. Work was completed 12 months of the year with temperatures ranging from 95°F to -40°F during construction.	(I) USD 1,507,000 (F) USD 1,573,000	2000	(S) January 2014 (A) January 2014	D-B-B (some DB)	USD 1,571,000 (99.9%)	North American Enterprises Ltd. was the Lead Contractor.
North American Enterprises Ltd. (North American Construction Group)	Imperial Oil (ESSO) / ExxonMobil Josh Hutchings Project Manager joshua.b.hutchings@esso.ca 587-476-3863	Kearl Northern Alberta, Canada	The project required Central Overburden Disposal Area (CODA) construction and a five-year maintenance and operations support. Scope of work includes heavy civil construction, HDPE lined pond construction, topsoil stripping, dike construction, underground piping, open channel drainage ditching, maintenance of open channel ditches and road construction. The project was awarded the John T. Ryan safety award for lowest injury frequency in Canada. Work is being completed 12 months of the year with temperatures ranging from 95°F to -40°F during construction.	(I) USD 192,000 (F) USD 188,000	November 2012	(S) November 2017	D-B-B	USD 188,000 (100%)	North American Enterprises Ltd. was the Lead Contractor.
Shikun & Binui, Ltd. (acting through its wholly owned subsidiary, Shikun & Binui – Solel Boneh Infrastructure, Ltd.)	Public Utility Authority – Electricity Mr. Oz Levi oz@pua.gov.il +972-2-6217100	Ma'ale Gilboa Pumped Storage Israel	This pumped storage hydroelectric power plant project has an installed capacity of 300 MW, which includes two reservoirs (with a volume of approximately 95 million cubic feet each), four miles of underground works (including the high pressure and low pressure water tunnel, capable of streaming 8.4 million cubic feet per hour, ancillary tunnels, an underground power house and a vertical shaft 1,750 feet long). The project provides 10 hours of storage for operation in full capacity.	(I) USD 384,000 (F) Under construction	April 2014	(S) July 2014 (A) Under construction	DBFOM	USD 192 million (50%)	Lead Contractor
Shikun & Binui, Ltd. (acting through its wholly owned subsidiary, Shikun & Binui - Solel Boneh Infrastructure, Ltd.)	Cross Israel Highway Ltd. Reuven Levon, CEO Cross Israel Highway Ltd. reuven@hozeisrael.co.il +972-3-6255887	Cross Israel Highway Israel (Central Section and Northern Extension)	The project included design and construction of a new 53-mile main north-south transportation corridor in Israel. The facility is a free-flow tolled limited-access “greenfield” highway project procured under a 30-year DBFOM contract with the State of Israel. The construction of the central section included a four-lane new highway (56 miles long), 10 interchanges including direct connectors to an existing highway network, 80 bridges, .25 mile-long twin-barrel tunnel, 13.08 million cubic yards of earthworks, one million tons of asphalt pavement, 40,000 acres of reforestation and a state-of-the-art all-electronic (no barriers) toll collection system. Construction was completed ahead of schedule. The “northern extension” (Section 18) is a 11-mile extension of the central section procured under a DBFOM contract. The extension consisted of 11-mile limited-access tolled 4-lane new highway, two tunnels, five double-segmental bridges, 1.3 million cubic yards of earthworks and 200,000 tons of asphalt pavement. Construction of the northern extension was completed nine months ahead of contractual schedule.	(I) Central Section USD 948,000 Northern Extension: USD 195,000 (F) Central Section USD 948,000 Northern Extension: USD 195,000	Central Section: October 1999 Northern Extension: July 2007	Central Section: (S) October 2004 (A) April 2004 Northern Extension: (S) April 2010 (A) July 2009	DBFOM	Central Section: USD 313,000 (33%) Northern Extension: USD 98,000 (50%)	Member of the Lead Contractor (fully integrated joint venture) (33% on central section and 50% on northern extension); self-performing subcontractor to the Lead Contractor, Operation & Maintenance Firm (through an affiliated company) and Equity Member.