

# NOVATO SANITARY DISTRICT

July 20, 2009

**A regular meeting of the Board of Directors of the Novato Sanitary District will be held at 6:30 p.m., Monday, July 20, 2009, at the Hill Community Room, Margaret Todd Senior Center, 1560 Hill Road, Novato.**

*Materials related to items on this agenda are available for public inspection in the District Office, 500 Davidson Street, Novato, during normal business hours.*

## **AGENDA**

### **1. AGENDA APPROVAL:**

### **2. PUBLIC COMMENT (Please observe a three-minute time limit):**

This item is to allow anyone present to comment on any subject not on the agenda, or to request consideration to place an item on a future agenda. Individuals will be limited to a **three-minute presentation**. No action will be taken by the Board at this time as a result of any public comments made.

### **3. WASTEWATER FACILITY UPGRADE PROJECT:**

- a. Review proposals received to operate and maintain the treatment facility.
  1. Staff report
  2. Public Question and Answer (Please observe a three-minute time limit)
  3. Board questions and comments
- b. Review Environmental Impact Report Addendum.

### **4. ADJOURNMENT:**

***In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting, please contact the District at (415) 892-1694 at least 24 hours prior to the meeting. Notification prior to the meeting will enable the District to make reasonable accommodation to help ensure accessibility to this meeting.***

July 16, 2009

Memo to: Board of Directors

From: Beverly James, Manager-Engineer

Subject: **Novato Wastewater Treatment Plant Upgrade: Selecting the Best Start Up Operation and Maintenance Management Program**

### **Introduction**

The District Board recognized early that a solid plan for the startup, operation and maintenance of the new \$90 million pumping, equalization, and treatment facility is vital to meet water quality standards, regulatory requirements and energy efficiency/climate change goals. However, in light of the many regulatory, operational, and cost risks involved if the District were to simultaneously operate both old and new plants, the Board elected to consider other alternatives as well.

The District has now completed a thorough investigation into selecting the best way to obtain the necessary resources, systems and expertise to manage the operation and maintenance of this new treatment facility to protect the environment.

### **Due Diligence**

The District made an exhaustive investigation of the operation and maintenance management alternatives. Each of the elements of this investigation was discussed at least one of ten previous board meetings. To summarize, the process included the following actions:

- A team of recognized experts in wastewater treatment prepared an operation and maintenance management assessment and evaluated alternatives,
- Two separate, independent experts peer-reviewed the cost estimates for the alternatives identified,
- The District Board members and staff made site visits to 9 similar wastewater treatment facilities and met with their public agency staff and elected officials,
- The Board negotiated an agreement with the employee representative to guarantee jobs and compensation in the event the contract operations option was selected,
- Public outreach through news releases, newsletters, community group meetings, public board meetings, web page, and TV spots,
- Reviewed Statements of Qualifications from five firms and selected the three most qualified firms to request proposals for Contract Operations, Maintenance & Management ,
- Assembled a team to review the proposals received, check references, and conduct interviews.

**Alternatives**

The investigation summarized above identified three alternatives that would enable the District to start up and operate the new treatment facility:

- Utilize District staff and hire additional staff and consultants.
- Negotiate a contract with Veolia Water.
- Negotiate a contract with United/Suez.

The District needs to move ahead now with this decision because the new treatment facility construction is 66% complete with new units scheduled to come online starting this fall.

**Cost Evaluation:** In addition to carefully evaluating the other critical factors, special care was taken to assure that costs were fairly identified, allocated, and compared. A highly qualified team of experts prepared the cost estimate for the option of using District staff augmented by additional staff and consultants. Two independent highly qualified experts then reviewed and confirmed these costs. The cost estimate was confirmed using nationally recognized databases for public treatment plant operation and consultant cost data from eleven consulting firms.

These alternatives have been evaluated on technical, environmental, risk, and financial factors as described in the attached report and briefly summarized below.

<b>Factor</b>	<b>Veolia Water</b>	<b>United/Sue</b>	<b>District with Consultants</b>
5 year escalated costs	\$ 15.6 million	\$ 21.3 million	\$ 22.8 million
Cost guarantees	Yes	No	No
Environmental Permits Compliance guarantees	Yes	Yes	No
Equipment Maintenance Guarantee	Yes	Yes	No
O&M Systems development completed in time for facility start up	Yes	Yes	Unlikely
\$30 million insurance coverage	Yes	Yes	Not included in cost
Guaranteed jobs matching current total compensation	Yes	Yes	Yes
Continued PERS benefits for nine current employees	No	No	Yes

It is apparent from the above chart that the Veolia proposal provides the best risk protection for the lowest cost while meeting all of the District's objectives for treatment plant operation and maintenance.

Both companies proposed to provide experienced managers with California Grade V certifications and to complete all of the systems development requested by the District. The Veolia team had a strong local presence and extensive experience in treatment plant start up and systems development and implementation, which allowed them to submit a more competitive proposal.

### **Staff Recommendation**

I recommend that the Board of Directors authorize the Manager-Engineer to negotiate an agreement with Veolia Water to manage the operation and maintenance of the District's wastewater treatment facilities including the Novato Treatment Plant, the Ignacio Treatment Plant, the sludge storage ponds, the Dechlorination Facility, and the Ignacio Transfer Pump Station and Equalization basins.

The District will retain overall control, rate setting, capital authorization, and ownership of facilities but will benefit from the significant risk transfers from the District and the rate payers to Veolia Water. Veolia Water has demonstrated that it has the capability to start up and maintain the new \$90 million treatment plant to meet strict environmental standards.

### **Budget Impact**

Selecting the Veolia Water proposal would save the District an estimated \$7.2 million over the five-year period while also obtaining significant risk transfer from the District and rate payers to Veolia Water.

**Novato Sanitary District  
RFP for Contract Operations  
Proposal Evaluations**



**Evaluation Committee:**

Beverly James- Chair  
Jim Bewley  
Elizabeth Chaney  
Paul Eisenhardt  
Wayne Griffith  
Sandeep Karkal  
Bill Mitchell

**Proposals Evaluated:**

United Water  
Veolia Water

**7/15/09**

# Proposal Evaluation Report

## Novato Wastewater Treatment Plant

### Operation Maintenance and Management Proposals

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## EVALUATION SUMMARY and RECOMMENDATION

**Overview:** Proposals were received on June 26, 2009, in response to the District's RFP for provision of professional services for District WWTP Operations, Maintenance, and Management Services issued May 5, 2009 by the District. Three (3) pre-qualified firms were invited to submit proposals. Proposals were received from two firms:

- United Water (United)
- Veolia West Operating Services (Veolia Water)

In the opinion of the Evaluation Committee, both Proposers are capable of providing the requested work scope and running the treatment plant within the established budgets. However, significant differences exist between the proposals. Key differences include:

- 1) How they would accomplish the activities
- 2) Guarantees provided
- 3) Transition plans and utilization of standardized systems and management packages
- 4) Costs for the provision of the services
- 5) Overall value and assurances received by the District

**Evaluation Process and Components:** The Evaluation Committee utilized the evaluation components specified in the Request for Proposals (RFP) and summarized below. Written clarifications and responses to written questions were received as part of the proposal reviews and evaluations / evaluation process. Reference checks for key staff and similar projects were completed and incorporated into the evaluation results. Interviews of each proposer team and their program were conducted and these interview assessments were also integrated into the overall evaluation results.

### Request for Proposals Specified Evaluation Criteria

I.	Organization Criteria	-----	10%
II.	Proposal Specific Criteria	-----	90%
	a) Technical	-----25% of the 90%	
	b) Environmental	-----15% of the 90%	
	c) Transition Plan	-----15% of the 90%	
	d) Financial	-----25% of the 90%	
	e) Guarantees, liability protections, and risk assumption requested by the District	-----20% of the 90%	

**Evaluation Outcome and Recommendation:** Based upon the evaluations conducted and the RFP established evaluation process and criteria, it is the unanimous conclusion and recommendation of the Evaluation Committee that Veolia Water be selected to provide the requested Contract Operations, Maintenance, and Management (OM&M) services for the District. Furthermore, it is the unanimous recommendation of the Evaluation Committee that the Veolia Water Contract OM&M services be implemented by the District as the preferred alternative as compared to continuation of OM&M services provided directly by District staff.

The Evaluation Committee understands the importance of this recommendation for the District and the users of the wastewater system. We believe our recommendation provides the District with the best value and highest assurances of success and desired results for the next phases of the District's wastewater program. We also believe our recommendation is consistent with the Board's stated objectives for issuance of the RFP:

- Determine if contract operators will provide the scope of services requested by the RFP;

- Determine if contract operations are cost effective as compared to Assessment Report alternatives for proceeding ahead;
- Determine if contract operations will provide the District with significant performance guarantees and liability protections;
- Determine if the District MOA accepted by the District and District staff for guaranteed employment will be accepted by the contract operators per the MOA requirements.

**Evaluation Details: The discussion below outlines in detail the results of each facet of the evaluation.**

- 1) **Evaluation Matrix:** Using the Evaluation Matrix established in the RFP, an evaluation of each component on the RFP was conducted using the plus, check, minus evaluation outlined in the RFP. Attachment 1 provides the Evaluation Matrix and displays the evaluation results of the over 140 factors evaluated by the Evaluation Committee. Both firms were evaluated as qualified for the requested services. However, Veolia's evaluation and scores far exceed the United evaluation and scores.
- 2) **Risk / Guarantee Summary:** This Table provides the Evaluation Committee's assessment of the exposure of the District to the financial consequences for the risk and guarantee items listed in the Table. The RFP requested that Proposers assume the risk and provide the District with a financial guarantee for all items on the list. Items indicated in red mean that the District has been left with the ultimate financial risk rather than the Proposer. A summary of District operations using NSD Staff is also provided for comparison. Overall, Veolia provides the best match for risk acceptance and guarantees.
- 3) **5 Year Total Costs and Life Cycle Costs (LCC):** Costs are evaluated using 5 year total costs (operations, District residual costs, and adjustment factor costs) and the net present value of the total costs for the five (5) year term. An annual inflationary adjustment of 3 % (specified as a percentage of the annual change in the CPI) and a time value on money, discount rate of 7 %, are utilized for these evaluations as specified in the RFP.

The costs used in the evaluation are the costs as submitted and clarified with each proposer. As United's proposal utilized a cost plus approach for utilities and did not specify usage or \$ amounts, the United total costs were evaluated using the Veolia usage amounts for electric power and natural gas. These as submitted costs have been utilized to calculate the direct financial costs for each proposal as distinct from the value or benefits received by the District. The five (5) year costs for each proposal are provided in Attachment 2. A comparison with NSD Staff Operations is also provided in Attachment 2 ó page 2.

Overall, Veolia's proposal provides a 5 year maximum cost for the District of \$ 15.6 million; United's proposal provides estimated costs of \$ 21.3 million and the NSD staff alternative provides estimated costs of \$ 22.8 million for the 5 year projection using 3% per year inflationary adjustments.

- 4) **Overall Proposal and Value Added Summary:** This table provides a side-by-side comparison of the two proposals assessed against 23 key areas for alignment with RFP requirements and value added. The change in law provision was established so that proposals are priced based upon current laws and regulations. Changes in laws will allow the District and / or the Proposer to recover either documented reduced costs or documented increased costs that result from changes in the law. With this approach, the District receives the best prices for today and at the same time has assurance that the Proposer will comply with all future laws and regulations.

Overall, the Veolia proposal provides the best match against the 23 criteria of the Summary.

**Summary results of these evaluations are provided on pages 4 – 7 of this Report.**

## Evaluation Matrix Results

Checklist - RFP Evaluation Summary		
RFP Evaluation Criteria	(+)/ ✓/(-)	(+)/ ✓/(-)
<b>TECHNICAL</b>	United	Veolia
I. Implementability/Reliability/Viability	0/8/3	7/4/0
II. Experience	0/5/1	4/2/0
III. Staffing	0/4/1	3/2/0
IV. Guarantees	0/3/0	1/2/0
<b>Technical Subtotals</b>	<b>0/20/5</b>	<b>15/10/0</b>
<b>ENVIRONMENTAL</b>	United	Veolia
I. Regulatory Compliance	1/2/0	2/1/0
II. NSD Requirement Compliance	0/4/0	0/3/1
III. Long Term Environmental Protection	0/3/0	2/1/0
IV. Guarantees	0/3/0	0/3/0
<b>Environmental Subtotals</b>	<b>1/12/0</b>	<b>4/8/1</b>
<b>TRANSITION</b>		
I. Transition Plan	1/11/0	8/4/0
<b>Transition Subtotals:</b>	<b>1/11/0</b>	<b>8/4/0</b>
<b>GUARANTEES, LIABILITY, AND RISK ASSUMPTIONS</b>	United	Veolia
I. Agreement with NSD Requested Provisions	0/4/3	1/6/0
II. Exceptions to NSD Requested	0/4/1	0/5/0
<b>Guarantees, Liability, and Risk Assumption Subtotals:</b>	<b>0/8/4</b>	<b>1/11/0</b>
<b>FINANCIAL, INSURANCE BONDS</b>	United	Veolia
I. Cost Effectiveness	1/6/2	5/4/0
II. Financial Qualifications	3/4/0	0/7/0
III. Legal Standing	0/6/0	0/6/0
<b>Financial, Insurance Bonds Subtotal:</b>	<b>4/16/2</b>	<b>5/17/0</b>
<b>Summarized Evaluation Results:</b>		
<b>RFP Evaluation Subtotals</b>	<b>6/67/11</b>	<b>33/50/1</b>
<b>SOQ Subtotals</b>	<b>14/42/1</b>	<b>28/28/1</b>
<b>Grand Totals</b>	<b>20/109/12</b>	<b>61/78/2</b>

**Note:** The comprehensive list of evaluation factors and the Evaluation Committee's assessment for each factor for United and Veolia proposals is provided in Attachment I of this report.

**Evaluation Matrix (above) expressed as a point score using + = 10 pts. ; ✓ = 5 pts. ; - = - 5 pts.**

Point Total	United	Veolia
<b>Grand Total (above)</b>	<b>625 pts</b>	<b>980 pts</b>
<b>RFP Evaluation Subtotal (above)</b>	<b>285 pts</b>	<b>570 pts</b>

## Risk / Guarantee Summary

	Veolia	United	NSD Staff
<i>Risk Acceptance</i>			
1) Costs with Usage Caps for Utilities	Yes	No	No
2) Regulatory Compliance Guarantee	Yes	Yes	No
3) Insurance Provisions	Yes	Yes	Yes
4) \$ 30 Million Liability Coverage by Guarantor	Yes	Yes	No
5) Performance Bond	Yes	Yes	No
6) All Maintenance, CMMS, and Warranty Protections	Yes	Yes	No
7) All Maintenance \$'s up to \$ 10,000 per Item	Yes	Yes	No
8) Indemnification	Yes	Yes	No
9) Staffing and Transitions	Yes	Yes	NA
10) Systems Development and "On-Time" Facility Startup	Yes	Yes	Yes, but
<i>Guarantees</i>			
1) Fixed Cost with Escalation	Yes	No	No
2) Regulatory Compliance and Fine Coverage	Yes	Yes	No
3) Usage Caps for Utilities	Yes	No	No
4) Employment of NSD Staff per MOA *	Yes	Yes	Yes
5) Transition Program (14 areas)	Yes	Yes	Best effort
6) Parent Company Guarantor	Yes	Yes	No
<i>Exceptions Summary</i>			
1) 7 NSD Staff @ Contract Start, per RFP **	No	Yes	NA
2) No significant PF – 10 items (ATS provisions)	Yes	No	NA
3) \$ 30 million liability cap @ no additional costs	Yes	No	No
4) Property damage responsibility for negligence	Yes	Partial	No
5) Acceptance of MOA and EPA provisions	Yes	Partial	NA

\* Note 1 – Both firms will offer positions to all nine (9) eligible NSD staff

\*\* Note 2 – Veolia's staffing plan and base budget is for the transition of six (6) NSD staff with specified budget adjustments for 7, 8, or 9 staff transitions; cost comparisons of Veolia and United adjusted to 7 NSD positions as outlined in RFP

## Cost Comparisons (\$ millions)

### Veolia and United

Cost Basis	United	Veolia	Veolia less by
5 year District Costs	\$ 21.3 million	\$ 15.6 million	\$ 5.7 million
5 year Net Present Value	\$ 16.4 million	\$ 11.8 million	\$ 4.6 million

### Veolia and NSD Staff Options

Cost Basis	Veolia	NSD +4 Staff and Transition Consultants
5 year District Costs	\$ 15.6 million	\$ 22.8 million
Veolia less by	-----	\$ 7.2 million

**Note:** Attachment II provides detailed cost comparisons and calculations

## Overall Proposal and Value Added Summary

Contract Operations		
Proposal Evaluation Summary		
7/15/2009		
Item	Veolia	United
1) Insurance provisions	Yes	Yes
2) Liability provisions	Yes	Yes
3) \$ 30 million liability cap	Yes - no add'n cost	Yes - \$ 250k / yr add'n cost
4) Signing of MOA	Yes	Yes
5) NSD staff job offers per MOA	Yes	Yes
6) Guaranteed costs with inflation adj.	Yes	No - cost plus for years 1 & 2
7) CPI for adjustment	Yes - blended index OK	Yes - blended index OK
8) Comprehensive maintenance and CMMS	Yes	Yes
9) Maintenance best practices with financial coverage	Yes	Yes
10) Acceptance of EPA / FBI investigation provision	Yes	Yes with conditions
11) Addendum acknowledgements (1 - 3)	Yes	Yes
12) PF-10 items (modifications to ATS)	Yes - but addressable	Yes with conditions
13) Acceptance of Change in Law Provision	Yes	Yes
14) Cost Formula for Flow & Loadings Adjustments	Yes	No - cost plus basis
15) Qualified Staff	Yes - strong point	Yes
16) NSD Objectives:		
a) Successful S/U prep and transition (14 areas)	Yes - strong point	Yes
b) Transition of NSD staff	Yes - per MOA	Yes - per MOA
c) Cost effectiveness	Yes - strong point	Yes - but with conditions
d) Guarantees		
1) Regulatory compliance	Yes	Yes
2) Costs	Yes	No - cost plus basis
3) Facility maintenance	Yes	Yes
4) Equipment warranty protections	Yes	Yes
5) Qualified / certified staff	Yes	Yes
17) Provision of Requested Systems and Training	Yes	Yes
18) Results of "Plus, Check, Minus" Evaluation	61/78/2 (980 pts)	20/109/12 (625 pts)
19) Client Reference Check Results	Yes - strong point	Yes - acceptable
20) Staffing		
a) On-Site	Nine (9) @ start	Ten (10) @ start
b) Regional Support	Yes - strong point	Yes
	- Full time transition mgr.	- Transition team
	- Add'n' resources	
	- Transition team	
21) Satisfaction of Stated Objectives for RFP	Yes - strong point	Exception is cost plus
22) 3 year renewals at District option	Yes	Yes
23) Five (5) Year Guaranteed Cost Total for District (Max)	Yes	No - Cost Plus
	\$ 15.6 million	\$ 21.3 million est.
		(uses Veolia electric & nat. gas usage quantities)
<b>NSD Budget w/ + 4 Staff &amp; Consultants for Transition == \$ 22.8 million</b>		

## **Attachments**

- 1) Attachment I - Evaluation Matrix and Scores**
- 2) Attachment II - Cost Comparisons**
- 3) Attachment III - Interview Agenda, Questions, and Topics**

**ATTACHMENT 1**  
**Evaluation Matrix and Scores**

Evaluation Criteria, Factors and NSD WWTP Contract Ops 7/15/2009			
TECHNICAL - UNITED			
I.	IMPLEMENTABILITY/RELIABILITY/VIABILITY	Summary	
1.1	Ability to efficiently/effectively meet performance requirements and regulatory requirements of the RFP	(-)	
1.2	Acceptance of site condition, responsibility for the facility & cost guarantees	(-)	
1.3	Approach to Facility operations, maintenance and management	✓	
1.4	Completeness of maintenance activities	✓	
1.5	Reasonableness of O&M plan for the Facility	✓	
1.6	Approach to permit compliance	✓	
1.7	Approach to customer service request response	✓	
1.8	Approach to emergency situations	✓	
1.9	Approach to coordination of Facility ops w/other NSD functions and contracted services	✓	
1.10	Flexibility to handle variations in influent characteristics and quantities received	✓	
1.11	Envisioned measures for energy and chemical management	(-)	
II.	EXPERIENCE	Summary	
2.1	Number of similar projects operated, maintained and managed	✓	
2.2	History/current performance status of similar projects	✓	
2.3	Operational involvement with design, construction and operation of the proposed systems	✓	
2.4	Demonstrated experience in successfully transitioning operations	✓	
2.5	Demonstrated experience assigning key personnel	✓	
2.6	Quality of reference checks and site visits	(-)	
III.	STAFFING	Summary	
3.1	Demonstrated approach to personnel management and technical resources	✓	
3.2	Project manager's qualifications and experience with similar water projects	✓	
3.3	Plant mgr's qualifications and operations experience with similar wastewater treatment plants	(-)	
3.4	Union bargaining experiences	✓	
3.5	Certifications, experience, and qualifications of proposed staff	✓	
IV.	GUARANTEES	Summary	
4.1	Guarantee of NSD Staff employment per RFP	✓	
4.2	Signed MOU for transition of staff	✓	
4.3	Training safety, career development programs	✓	
		<b>Totals (+)</b>	<b>(-)</b>
		<b>0</b>	<b>5</b>

+ = Clearly exceeds requirements and/or provides exemplary expertise, experience, or capability

✓ = Satisfactorily meets the criteria, will provide acceptable, but not exceptional demonstrated performance, capability, or experience

- = Does not meet the requirement or performance expectation, limited or deficient experience, performance, or capabilities

Evaluation Criteria, Factors and NSD WWTP Contract Ops 7/15/2009				
TECHNICAL - VEOLIA				
<b>I.</b>	<b>IMPLEMENTABILITY/RELIABILITY/VIABILITY</b>	<b>Summary</b>		
1.1	Ability to efficiently/effectively meet performance requirements and regulatory requirements of the RFP	(+) ✓		
1.2	Acceptance of site condition, responsibility for the facility & cost guarantees	(+) ✓		
1.3	Approach to Facility operations, maintenance and management	(+) ✓		
1.4	Completeness of maintenance activities	(+) ✓		
1.5	Reasonableness of O&M plan for the Facility	✓		
1.6	Approach to permit compliance	(+) ✓		
1.7	Approach to customer service request response	(+) ✓		
1.8	Approach to emergency situations	✓		
1.9	Approach to coordination of Facility ops w/other NSD functions and contracted services	✓		
1.10	Flexibility to handle variations in influent characteristics and quantities received	✓		
1.11	Envisioned measures for energy and chemical management	(+) ✓		
<b>II.</b>	<b>EXPERIENCE</b>	<b>Summary</b>		
2.1	Number of similar projects operated, maintained and managed	(+) ✓		
2.2	History/current performance status of similar projects	(+) ✓		
2.3	Operational involvement with design, construction and operation of the proposed systems	(+) ✓		
2.4	Demonstrated experience in successfully transitioning operations	(+) ✓		
2.5	Demonstrated experience assigning key personnel	✓		
2.6	Quality of reference checks and site visits	✓		
<b>III.</b>	<b>STAFFING</b>	<b>Summary</b>		
3.1	Demonstrated approach to personnel management and technical resources	✓		
3.2	Project manager's qualifications and experience with similar water projects	(+) ✓		
3.3	Plant mgr's qualifications and operations experience with similar wastewater treatment plants	(+) ✓		
3.4	Union bargaining experiences	✓		
3.5	Certifications, experience, and qualifications of proposed staff	(+) ✓		
<b>IV.</b>	<b>GUARANTEES</b>	<b>Summary</b>		
4.1	Guarantee of NSD Staff employment per RFP	✓		
4.2	Signed MOU for transition of staff	✓		
4.3	Training safety, career development programs	(+) ✓		
<b>Totals</b>		<b>(+)</b>	<b>✓</b>	<b>(-)</b>
		<b>15</b>	<b>10</b>	<b>0</b>

+ = Clearly exceeds requirements and/or provides exemplary expertise, experience, or capability

✓ = Satisfactorily meets the criteria, will provide acceptable, but not exceptional demonstrated performance, capability, or experience

- = Does not meet the requirement or performance expectation, limited or deficient experience, performance, or capabilities

**Evaluation Criteria, Factors and NSD WWTP Contract Ops 7/15/09**

**Evaluation Criteria**

**ENVIRONMENTAL - UNITED**

I.	<b>REGULATORY COMPLIANCE</b>	<b>Summary</b>
1.1	Methods for assuring full compliance with all Federal and State regulatory and permit requirements	(+)
1.2	Approach for meeting regulatory NPEDS requirements	✓
1.3	Understanding of relevant regulatory agency review and permitting process	✓
II.	<b>NSD REQUIREMENTS COMPLIANCE</b>	<b>Summary</b>
2.1	Approach for effluent wastewater quality	✓
2.2	Approach for noise and other nuisance abatement	✓
2.3	Approach for site housekeeping and condition	✓
2.4	Approach for interaction and integration with requirements/demands of the NSD's WWT collection system, sludge removal, and customers of the WWT system	✓
III.	<b>LONG-TERM ENVIRONMENTAL PROTECTION</b>	<b>Summary</b>
3.1	Features for enhancement of efficiency of long-term resource usage	✓
3.2	Measures for optimal chemical and utility use during wastewater processing/treatment	✓
3.3	Environmental leadership positions, awards, peer reviews, etc.	✓
IV.	<b>GUARANTEES</b>	<b>Summary</b>
4.1	Regulatory compliance	✓
4.2	Staff compliance	✓
4.3	Maintenance of facility	✓
<b>Totals</b>		<b>(+)    ✓    (-)</b>
		<b>1       12       0</b>

+ = Clearly exceeds requirements and/or provides exemplary expertise, experience, or capability

✓ = Satisfactorily meets the criteria, will provide acceptable, but not exceptional demonstrated performance, capability, or experience

- = Does not meet the requirement or performance expectation, limited or deficient experience, performance, or capabilities

**Evaluation Criteria, Factors and NSD WWTP Contract Ops 7/15/09**

**Evaluation Criteria**

**ENVIRONMENTAL - VEOLIA**

<b>I. REGULATORY COMPLIANCE</b>		<b>Summary</b>		
1.1	Methods for assuring full compliance with all Federal and State regulatory and permit requirements	(+)		
1.2	Approach for meeting regulatory NPEDS requirements	✓		
1.3	Understanding of relevant regulatory agency review and permitting process	(+)		
<b>II. NSD REQUIREMENTS COMPLIANCE</b>		<b>Summary</b>		
2.1	Approach for effluent wastewater quality	✓		
2.2	Approach for noise and other nuisance abatement	✓		
2.3	Approach for site housekeeping and condition	✓		
2.4	Approach for interaction and integration with requirements/demands of the NSD's WWT collection system, sludge removal, and customers of the WWT system	(-)		
<b>III. LONG-TERM ENVIRONMENTAL PROTECTION</b>		<b>Summary</b>		
3.1	Features for enhancement of efficiency of long-term resource usage	(+)		
3.2	Measures for optimal chemical and utility use during wastewater processing/treatment	✓		
3.3	Environmental leadership positions, awards, peer reviews, etc.	(+)		
<b>IV. GUARANTEES</b>		<b>Summary</b>		
4.1	Regulatory compliance	✓		
4.2	Staff compliance	✓		
4.3	Maintenance of facility	✓		
<b>Totals</b>		<b>(+)</b>	<b>✓</b>	<b>(-)</b>
		<b>4</b>	<b>8</b>	<b>1</b>

+ = Clearly exceeds requirements and/or provides exemplary expertise, experience, or capability

✓ = Satisfactorily meets the criteria, will provide acceptable, but not exceptional demonstrated performance, capability, or experience

- = Does not meet the requirement or performance expectation, limited or deficient experience, performance, or capabilities

**Evaluation Criteria, Factors and NSD WWTP Contract Ops7/15/09**

**Evaluation Criteria**

**TRANSITION PLANS - UNITED**

I.	TRANSITION PLAN	Summary
1.1	Comprehensiveness of plan	✓
1.2	Establishment of well planned, reliable and timely set of transitions	(+)
1.3	Minimum disruptions for District	✓
1.4	Regulatory compliance assurances	✓
1.5	Maintenance and systems assurances	✓
1.6	Achievable and desirable timelines	✓
1.7	Plans for system development, implementation to meet 14 areas	✓
1.8	Training of staff	✓
1.9	Usage of Augmentation Resources (staff + systems)	✓
1.10	Comprehensiveness of systems and capabilities	✓
1.11	Equipment warranty protection	✓
1.12	Approach for regulatory compliant operations	✓
<b>Totals</b>		<b>(+)    ✓    (-)</b>
		<b>1       11       0</b>

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## Evaluation Criteria, Factors and NSD WWTP Contract Ops 7/15/09

Evaluation Criteria				
TRANSITION PLANS - VEOLIA				
I.	TRANSITION PLAN	Summary		
1.1	Comprehensiveness of plan	(+)		
1.2	Establishment of well planned, reliable and timely set of transitions	(+)		
1.3	Minimum disruptions for District	(+)		
1.4	Regulatory compliance assurances	✓		
1.5	Maintenance and systems assurances	(+)		
1.6	Achievable and desirable timelines	✓		
1.7	Plans for system development, implementation to meet 14 areas	✓		
1.8	Training of staff	(+)		
1.9	Usage of Augmentation Resources (staff + systems)	(+)		
1.10	Comprehensiveness of systems and capabilities	(+)		
1.11	Equipment warranty protection	✓		
1.12	Approach for regulatory compliant operations	(+)		
<b>Totals</b>		<b>(+)</b>	<b>✓</b>	<b>(-)</b>
		<b>8</b>	<b>4</b>	<b>0</b>

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**Evaluation Criteria, Factors and NSD WWTP Contract Ops 7/15/09**

Evaluation Criteria			
FINANCIAL , INSURANCE, BONDS - UNITED			
<b>I.</b>	<b>COST EFFECTIVENESS</b>		<b>Summary</b>
1.1	Net present value (NPV) of operations, management & maintenance costs over 5 yr. contract		✓
1.2	NPV for O, M & M over 11 yr contract term		✓
1.3	Annual costs (service fee & pass thru costs) over 5 yr contract		(-)
1.4	R&R coverage limits and usage		✓
1.5	Existing Facility O+M Costs (1st year forms 3A + 4A)		✓
1.6	Completed facility O+M costs (1st year - Forms 3B + 4B)		✓
1.7	Transition costs (Form 3C)		✓
1.8	Formulas and costs for change in flow or loadings		(-)
1.9	Termination payments		(+)
<b>II.</b>	<b>FINANCIAL QUALIFICATIONS - INSURANCE &amp; BONDS</b>		<b>Summary</b>
2.1	Provision of acceptable performance and payment bonds or LOC's		✓
2.2	Demonstrated ability to furnish liability and property damage insurance		✓
2.3	Ability to provide other guarantees in accordance with RFP and ATS		✓
2.4	Net worth		(+)
2.5	Levels of capitalization		(+)
2.6	Historic profitability		✓
2.7	Financial strength of project Guarantor		(+)
<b>III.</b>	<b>LEGAL STANDING</b>		<b>Summary</b>
3.1	Material lawsuits or litigation on other projects		✓
3.2	Significant permit violations/exceedances in other projects		✓
3.3	Material contract disputes and/or terminations/cancellations		✓
3.4	Convictions for fraud or other illegal activities		✓
3.5	Legal qualifications to do business/good legal standing in California		✓
3.6	Bankruptcy judgment within last 10 years		✓
<b>Totals</b>			<b>(+)    ✓    (-)</b>
			<b>4       16       2</b>

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**Evaluation Criteria, Factors and NSD WWTP Contract Ops 7/15/09**

Evaluation Criteria			
FINANCIAL , INSURANCE, BONDS - VEOLIA			
I.	COST EFFECTIVENESS	Summary	
1.1	Net present value (NPV) of operations, management & maintenance costs over 5 yr. contract	(+)	
1.2	NPV for O, M & M over 11 yr contract term	(+)	
1.3	Annual costs (service fee & pass thru costs) over 5 yr contract	(+)	
1.4	R&R coverage limits and usage	✓	
1.5	Existing Facility O+M Costs (1st year forms 3A + 4A)	(+)	
1.6	Completed facility O+M costs (1st year - Forms 3B + 4B)	✓	
1.7	Transition costs (Form 3C)	(+)	
1.8	Formulas and costs for change in flow or loadings	✓	
1.9	Termination payments	✓	
II.	FINANCIAL QUALIFICATIONS - INSURANCE & BONDS	Summary	
2.1	Provision of acceptable performance and payment bonds or LOC's	✓	
2.2	Demonstrated ability to furnish liability and property damage insurance	✓	
2.3	Ability to provide other guarantees in accordance with RFP and ATS	✓	
2.4	Net worth	✓	
2.5	Levels of capitalization	✓	
2.6	Historic profitability	✓	
2.7	Financial strength of project Guarantor	✓	
III.	LEGAL STANDING	Summary	
3.1	Material lawsuits or litigation on other projects	✓	
3.2	Significant permit violations/exceedances in other projects	✓	
3.3	Material contract disputes and/or terminations/cancellations	✓	
3.4	Convictions for fraud or other illegal activities	✓	
3.5	Legal qualifications to do business/good legal standing in California	✓	
3.6	Bankruptcy judgment within last 10 years	✓	
<b>Totals</b>		<b>(+)</b>	<b>✓</b>
		<b>5</b>	<b>17</b>
		<b>(-)</b>	<b>0</b>

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**Evaluation Criteria, Factors and NSD WWTP Contract Ops 6/26/09**

Evaluation Criteria				
GUARANTEES, LIABILITY PROTECTIONS AND RISK ASSUMPTIONS - UNITED				
I.	AGREEMENT WITH NSD REQUESTED PROVISIONS	Summary		
1.1	Guaranteed costs	(-)		
1.2	Regulating compliance guarantee	✓		
1.3	Maintenance management	✓		
1.4	Certified staffing	✓		
1.5	Cost adjustment methodologies for annual service fee adjustment	✓		
1.6	Cost adjustment methodologies for flow and/or loadings changes (12 mos. avg.)	(-)		
1.7	Incentive and sharing of savings	(-)		
II.	EXCEPTIONS TO NSD REQUESTED:	Summary		
2.1	Provisions	✓		
2.2	Guarantees	✓		
2.3	Liability protection	✓		
2.4	Risk assumption by Proposer	(-)		
2.5	Other (Additional)	✓		
<b>Totals</b>		<b>(+)</b>	<b>✓</b>	<b>(-)</b>
		<b>0</b>	<b>8</b>	<b>4</b>

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**Evaluation Criteria, Factors and NSD WWTP Contract Ops 6/26/09**

Evaluation Criteria				
GUARANTEES, LIABILITY PROTECTIONS AND RISK ASSUMPTIONS - VEOLIA				
I.	AGREEMENT WITH NSD REQUESTED PROVISIONS	Summary		
1.1	Guaranteed costs	✓		
1.2	Regulating compliance guarantee	✓		
1.3	Maintenance management	✓		
1.4	Certified staffing	(+)		
1.5	Cost adjustment methodologies for annual service fee adjustment	✓		
1.6	Cost adjustment methodologies for flow and/or loadings changes (12 mos. avg.)	✓		
1.7	Incentive and sharing of savings	✓		
II.	EXCEPTIONS TO NSD REQUESTED:	Summary		
2.1	Provisions	✓		
2.2	Guarantees	✓		
2.3	Liability protection	✓		
2.4	Risk assumption by Proposer	✓		
2.5	Other (Additional)	✓		
<b>Totals</b>		<b>(+)</b>	<b>✓</b>	<b>(-)</b>
		<b>1</b>	<b>11</b>	<b>0</b>

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## **ATTACHMENT 2**

### **Cost Comparison**

## Comparison of Veolia, United, and NSD Operating Program Costs for 5 Years

(\$'000)

	Veolia Water						United Water						
	1	2*	3	4	5	Total	1	2	3	4	5	Total	
<b>Projected Annual NSD WWTP Costs with Contractor Operations</b>													
Contractor Operator Service Fee													
Routine Maintenance	289	389	401	413	425	1,917	180	490	505	520	535	2,230	
Chemical Usage	164	31	32	33	34	294	103	52	54	55	57	321	
Utilities Costs	20	14	15	15	15	79	29	29	30	31	32	151	
On-Site Staffing	1,259	1,187	1,223	1,199	1,234	6,102	1,340	1,343	1,383	1,425	1,467	6,958	
Other (Admin, Off-Site Support, Etc)	328	225	232	239	246	1,269	692	708	729	751	773	3,653	
Transition Costs (14 areas)	Incl	Incl	Incl			0	261	261	261	0	0	783	
<b>Annual Service Fee</b>	<b>2,060</b>	<b>1,846</b>	<b>1,902</b>	<b>1,898</b>	<b>1,955</b>	<b>9,661</b>	<b>2,604</b>	<b>2,883</b>	<b>2,961</b>	<b>2,781</b>	<b>2,865</b>	<b>14,095</b>	
Pass Through Costs (Using Veolia's Electric & Natural Gas Cost for United's Cost Plus)													
Performance Bond	25	24	24	25	26	123	15	13	13	14	14	69	
Insurance	28	24	25	25	26	128	32	32	33	34	35	167	
Fee for \$30M Liability Cap	0	0	0	0	0	0	250	250	250	250	250	1,250	
Electrical Costs	544	413	425	438	451	2,272	544	413	425	438	451	2,272	
Natural Gas Costs	54	19	19	20	20	132	54	19	19	20	20	132	
Vehicle Fuel Costs	18	14	14	14	14	74	18	14	14	14	14	74	
<b>Pass Through Costs</b>	<b>668</b>	<b>493</b>	<b>508</b>	<b>522</b>	<b>538</b>	<b>2,729</b>	<b>912</b>	<b>741</b>	<b>755</b>	<b>770</b>	<b>785</b>	<b>3,963</b>	
<b>Total Annual Contract Operator Costs</b>	<b>2,728</b>	<b>2,339</b>	<b>2,410</b>	<b>2,421</b>	<b>2,492</b>	<b>12,390</b>	<b>3,516</b>	<b>3,624</b>	<b>3,717</b>	<b>3,551</b>	<b>3,650</b>	<b>18,058</b>	
R&R	150	50	52	53	55	359	150	50	52	53	55	359	
Contract Management	100	103	106	109	113	531	100	103	106	109	113	531	
Other On-Going NSD WWTP Operating Cost Components**	206	213	219	226	232	1,096	206	213	219	226	232	1,096	
<b>Total Annual NSD WWTP Ops. Expenditures</b>	<b>3,185</b>	<b>2,705</b>	<b>2,786</b>	<b>2,808</b>	<b>2,892</b>	<b>14,376</b>	<b>3,973</b>	<b>3,989</b>	<b>4,093</b>	<b>3,939</b>	<b>4,050</b>	<b>20,044</b>	
NPV of Annual Contract Operator Costs						7%	10,184						14,797
NPV of NSD Annual WWTP Ops. Expenditures							11,818						16,431

\* For Purposes of this initial pricing comparison, Year 2 costs are shown as requested in the RFP (\$ 2009) and not inflated for both Veolia and United

\*\* Ongoing NSD WWTP Costs are Janitorial Services, Grounds Maint, Water, Telephone, Other (Garbage Coll.), Permits & Fees, Vehicle Repl., & Capital Outlay budgeted at \$ 206,000 for '09='10

**NSD Staff: Option 2 with Consultants**

	1	2	3	4	5	Total
<b>Projected Annual NSD WWTP Costs Without Contractor Operations</b>						
Routine Maintenance Components:						
- Software Maint	8	8	8	8	9	41
- Repairs & Maint	258	265	273	281	290	1,367
- Unusual Equip Maint	72	74	76	79	81	383
- Small Tools	4	4	4	4	4	19
Subtotal Routine Maintenance	341	351	362	373	384	1,810
Operating Supplies	52	53	55	56	58	273
Electrical, Natural Gas & Chemical Usage	1,060	1,092	1,124	1,158	1,193	5,627
On-Site Staffing	2,007	2,067	2,129	2,193	2,258	10,653
Vehicle Fuel Costs	44	45	46	48	49	232
Other Operating Cost Components:						
- Janitoria Services	21	21	22	23	23	109
- Grounds Maint	5	5	5	6	6	27
- Water	4	4	4	5	5	22
- Telephone	9	10	10	10	10	49
- Other (Garbage Coll)	38	40	41	42	43	204
- Permits & Fees	70	72	74	77	79	372
- Vehicle Repl.	22	22	23	24	25	116
- Capital Outlay	37	38	39	41	42	197
Subtotal Other On-Going NSD WWTP Operating Cost Components	206	213	219	226	232	1,096
Performance Bond						0
Insurance						0
Transition Costs	900	900	900			2,699
Total Annual Operating Costs Before R&R	4,609	4,720	4,835	4,053	4,175	22,391
R&R	150	50	52	53	55	359
<b>Total Annual NSD WWTP Expenditures</b>	<b>4,759</b>	<b>4,770</b>	<b>4,886</b>	<b>4,106</b>	<b>4,229</b>	<b>22,750</b>
NPV	7%					18,750
Inflation		3%	3%	3%	3%	

**Comparison of Veolia Program Costs and Program Costs for NSD Staff Operations for 5 Year Totals**

\$ (000)

**Veolia Program Costs for NSD**

**NSD Staff Operations: NSD Staff Option 2 with Consultants**

Total Projected NSD Expenditures with Veolia 14,376

Projected NSD Costs: Option 2 with Consultants 22,750

**Potential Adjustments Increasing Veolia Program Costs**

+ NSD Positions 8-9 @ \$120,000 Total Burdend Cost Each	742
+ Increase Electrical Costs from \$0.10/KwH to \$0.109/Kwh	204
+ Adjust yr 2 costs to '10 \$'s vs '09 dollars and extend for yrs 3-5	290
	-----
Potential Cost Increases to Veolia Program	1,236

**Highest Potential Veolia Cost (5 year total) 15,612**

**NSD Staff Option 2 with Consultants (5 year total) 22,750**

**Veolia less by \$ 7.148 million**

**Attachment III**  
**Interview Agenda, Questions, and Topics**

## **Novato (NSD) WWTP Contract O&M Proposal Interview Interview Agenda – 7/9/09**

<b>Suggested Time Allocation (minutes)</b>	<b>Topic</b>
5	<b>Introductions</b>
30	<b>Presentation of Your Proposal</b> (assume everyone has read your proposal) <ul style="list-style-type: none"><li>- Overview Approach</li><li>- Satisfaction of RFP Workslope, Requirements, and Guarantees</li><li>- Financial Assurances</li><li>- Key Personnel</li><li>- Maintenance System and Program</li><li>- Costs for Your Proposal</li><li>- Summary of Risk Assignments by Your Proposal</li><li>- Key Points &amp; Benefits for the District and Rate Payers</li><li>- Additional Points You Wish to Make</li></ul>
20	<b>General Questions and Issues Regarding Your Proposal</b> (list provided)
15	<b>Proposal Specific Questions</b> (list provided)
10	<b>Additional Questions and Topics</b>
10	<b>Wrap Up</b>

**Note:** The Interview Committee requests that to the extent practical the On-Site Manager and Project Manager / Area Manager for the firm lead the Interview session and Q&A sessions

# NOVATO SANITARY DISTRICT BOARD AGENDA ITEM SUMMARY

**TITLE:** Addendum to 2005 EIR for the Novato Sanitary District Wastewater Facility Plan Project

**MEETING DATE:** July 20, 2009

**AGENDA ITEM NO.:** 3 b

**RECOMMENDED ACTION:** None: information only

## **SUMMARY AND DISCUSSION:**

On May 23, 2005, the Board approved Resolution No. 2908 certifying an Environmental Impact Report for the Novato Sanitary District Wastewater Facility Plan Project (SCH No. 200407203) ("2005 EIR") and adopting findings concerning significant impacts and alternatives, a Mitigation Monitoring and Reporting Program and a Statement of Overriding Considerations. The 2005 EIR evaluated the potential environmental impacts of proposed upgrades and modifications to the Novato Wastewater Treatment Plant ("WWTP") and the Ignacio WWTP.

Concurrently with, and based upon, certification of the 2005 EIR, the District approved the Novato Combined WWTP Alternative ("Project"). The Project consists of expanding the capacity of the Novato WWTP, consolidating the Novato WWTP and the Ignacio WWTP, modifying existing treatment facilities at the Novato WWTP, constructing new facilities at the Novato WWTP, converting the Ignacio WWTP to a pumping facility, constructing a new pipeline for the Ignacio pump station to the Novato WWTP, and operating and maintaining the existing, transitional and new facilities which are comprehended in the Project ("Project Facilities").

Following approval of the Project, the District identified the need to augment existing staff and resources with staff and resources experienced with the startup and operation of wastewater facilities similar to the Project Facilities. Accordingly, the District issued a Request for Qualifications ("RFQ") for wastewater treatment facility operation, maintenance and management services and then invited three qualified firms to respond to a Request for Proposal ("RFP"). The District is now considering negotiating an Operations, Maintenance and Management Service Agreement ("Service Agreement") with Veolia Water ("Contractor").

District Staff analyzed whether the proposed operation, maintenance and management of the Project Facilities by Contractor requires additional environmental review under the California Environmental Quality Act ("CEQA"). Staff determined that the operation, maintenance and management of the Project Facilities by Contractor falls within the existing facilities exemption set forth in CEQA Guidelines section 15301 because the Project has been finally approved based on the 2005 EIR. Moreover, the operation, maintenance and management of the Project Facilities by Contractor involves no expansion of use beyond that considered in the 2005 EIR.

Notwithstanding Staff's determination that Contractor's proposed operation, maintenance and management of the Project Facilities fall within the existing facilities exemption, in an abundance of caution, District Staff also reviewed the 2005 EIR and the criteria in section 15162 of the CEQA Guidelines to determine whether the proposed operation, maintenance and management of the Project Facilities by Contractor is a modification to the Project requiring a subsequent or supplemental EIR. Pursuant to section 15162, where an EIR has been certified for a project, no supplemental or subsequent EIR shall be prepared unless the agency determines, based on substantial evidence that one or more of the following criteria are satisfied:

*(1) Substantial changes are proposed in the project which will require major revisions of the previous EIR or negative declaration due to the involvement of new significant environmental effects or a substantial increase in the severity of previously identified significant effects;*

*(2) Substantial changes occur with respect to the circumstances under which the project is undertaken which will require major revisions of the previous EIR or negative declaration due to the involvement of new significant environmental effects or a substantial increase in the severity of previously identified significant effects; or*

*(3) New information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the previous EIR was certified as complete or the negative declaration was adopted, shows any of the following:*

*(A) The project will have one or more significant effects not discussed in the previous EIR or negative declaration;*

*(B) Significant effects previously examined will be substantially more severe than shown in the previous EIR;*

*(C) Mitigation measures or alternatives previously found not to be feasible would in fact be feasible and would substantially reduce one or more significant effects of the project, but the project proponents decline to adopt the mitigation measure or alternative; or*

*(D) Mitigation measures or alternatives which are considerably different from those analyzed in the previous EIR would substantially reduce one or more significant effects on the environment, but the project proponents decline to adopt the mitigation measure or alternative.*

An agency may include an explanation of its decision not to prepare a subsequent EIR pursuant to section 15162 in an addendum. (CEQA Guidelines § 15164.)

District Staff determined that the proposed operation, maintenance and management of the Project Facilities by Contractor does not satisfy any of the criteria in CEQA Guidelines section 15162. First, the proposed transfer of responsibility for the operation, maintenance and management of the Project Facilities to Contractor is not a substantial change to the Project involving new or more severe significant impacts. The proposed transfer will not change the physical capacity, design, configuration, construction, or operation of the Project Facilities.

Moreover, the operation, maintenance and management of the Project Facilities by Contractor would result in the same environmental impacts as the operation, maintenance and management of the Project Facilities by the District, all of which were previously identified and analyzed in the 2005 EIR. Furthermore, the mitigation measures identified in the 2005 EIR and adopted by the District will continue to apply to the Project.

Second, there are no substantial changes in the circumstances under which the Project will be undertaken. The proposed operation, maintenance and management of the treatment facilities by Contractor does not involve any changes to the physical design, construction, or operation of the existing, transitional or new WWTP facilities comprehended in the Project. Moreover, the environmental setting and physical environmental conditions for the area have not changed from those anticipated in the 2005 EIR.

Third, there is no new information of substantial importance that was not known or could not have been known at the time the Project was approved.

Because none of the conditions in CEQA Guidelines section 15162 requiring preparation of a subsequent EIR have occurred, District Staff prepared an Addendum to the 2005 EIR in accordance with section 15164. Preparation of the Addendum was appropriate because the proposed transfer of responsibility for the operation, maintenance and management of the Project Facilities to Contractor is a minor change in the Project, which will not result in any significant environmental impacts not previously considered in the 2005 EIR nor will it increase the severity of the previously-identified significant environmental impacts.

**Staff Recommendation**

Staff recommends that the Board consider adopting a Resolution adopting an Addendum to the 2005 EIR and authorizing Staff to file and post a Notice of Determination in accordance with CEQA Guidelines section 15094 at their meeting on July 27, 2009.

**ALTERNATIVES:**

**BUDGET INFORMATION:**

**DEPT.MGR.:**

**MANAGER:**