

HARBOUR STATION COMMISSION

REQUEST FOR QUALIFICATIONS

FOR

**VENUE MANAGEMENT COMPANIES FOR THE OPERATIONS
AND MANAGEMENT OF TD STATION
(RFQ 2022-092201QS)**

Request for Qualifications No.: 2022-092201QS

Issued: May 10, 2022

Submission Deadline: June 3, 2022

Official Point of Contact:

Chris Roberts, SCMP, CPPB
Procurement Manager

May 10, 2022

TO: ALL POTENTIAL RESPONDENTS

SUBJECT: REQUEST FOR QUALIFICATIONS NO.: 2022-092201QS REQUEST FOR QUALIFICATIONS FOR VENUE MANAGEMENT COMPANIES FOR THE OPERATIONS AND MANAGEMENT OF TD STATION

The Harbour Station Commission (the “Commission”) is seeking to identify qualified and capable Venue Management companies to respond to a potential Request for Proposals (“RFP”) to operate, market, program and manage TD Station, Saint John’s 6,200-seat sports and entertainment centre.

Attached, please find the Request for Qualifications (“RFQ”) forms and submission instructions. Only those Respondents who submit a response to this RFQ and who have been short-listed by the Commission will be eligible to receive and respond to an RFP to operate, market, program and manage the Facility. It is the Commission’s intention to short-list a maximum of three (3) firms to respond to the subsequent RFP.

Please complete and email your response to this RFQ, by not later than **14:00:00 (2:00:00 p.m.) ADT on Friday June 3, 2022** to supplychainmanagement@saintjohn.ca, noting in the “Subject Line”, the name and number of this RFQ (Request for Qualifications No.: 2022-092201QS Request for Qualifications for Venue Management Companies for the operations and management of TD Station) along with the respondent’s corporate name.

Questions regarding any aspect of the RFQ are to be directed, via email to supplychainmanagement@saintjohn.ca, attention Chris Roberts, Procurement Manager.

Yours truly,

Chris Roberts, SCMP, CPPB
Procurement Manager

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1.0 INVITATION

The Commission is considering the retention of a private venue manager to oversee, market, program and manage TD Station (“TD Station” or the “Facility”), a City-owned 6,200-seat sports and entertainment centre located in the City’s downtown core. In anticipation of the Commission issuing a Request for Proposals (“RFP”) for the operation and management of the Facility, the Commission is engaging in an open, competitive selection process that is intended to identify a short list of qualified and capable Venue Management firms that would then be eligible to participate in a more detailed Request for Proposals process.

2.0 BACKGROUND

2.1 City of Saint John

Saint John is Canada’s oldest incorporated City, with a regional population of approximately 130,000 people. Saint John is located in the southern portion of the province of New Brunswick on the Bay of Fundy, near the US border. Saint John’s location enables potential access to approximately 270,000 additional people within an approximate one-hour commute.

Saint John saw the addition of approximately 1,800 new people and 4,200 jobs within the 2018 to 2020 period, with unemployment rates trending toward record low levels during this period. This trend in new job creation was anticipated to continue throughout 2020 and into 2021 prior to the onset of the COVID-19 pandemic, with established companies in the aquaculture, oil and information technology sectors (including, for example, Cooke Aquaculture and Irving Oil) planning further investments in the community and the creation of additional jobs.

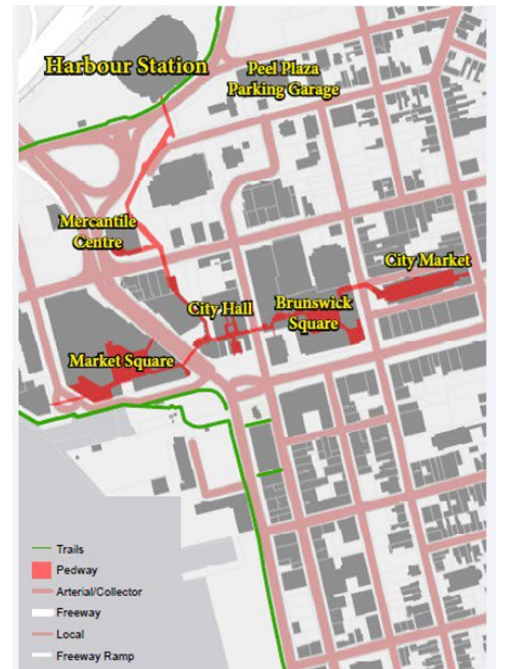
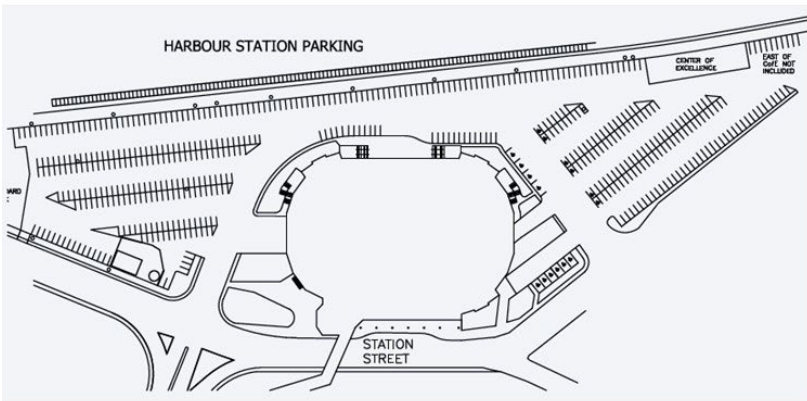
Saint John’s downtown core has noted consistent demand for residential space with approximately 99% occupancy across properties built in the last 20 years. The City has also noted growth in experiential / destination retail such as the development of artisanal breweries, restaurants, shops and art galleries. Per Statistics Canada, tourism spending in Saint John reached approximately \$267 million in 2017, which represented a 12% increase over 2015 levels.

The City of Saint John has adopted a new Central Peninsula Neighbourhood Plan, which is expected to enhance the City’s growth prospects through upgrading municipal infrastructure, as well as encouraging private sector investment to enhance the offerings within Saint John’s downtown core. The Central Peninsula Neighbourhood has grown by 9% since the 2021 census. Additionally, more than 800 approved residential units are currently planned or under construction. Saint John supports its neighbouring communities, providing access to employment and leisure and entertainment facilities; approximately 15,000 residents of outlying communities commute to Saint John per weekday.

2.2 TD Station

TD Station is located at 99 Station Street in downtown Saint John, occupying approximately 340,000 square feet of land on the edge of Uptown Saint John. TD Station benefits from approximately 500 parking spaces located onsite, with additional municipal parking (approximately 400 spaces) located across the street. TD Station is integrated within Saint John’s central business district and has direct highway access.

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TD Station is recognized as one of Eastern Canada's most popular and successful venues. TD Station is currently operated by the Commission.

TD Station opened in October of 1993 and has since hosted various noteworthy performers including Aerosmith, Celine Dion, and Elton John. TD Station currently serves as the home arena of the Saint John Sea Dogs of the Quebec Major Junior Hockey League (QMJHL), and has hosted over 30 Cirque du Soleil performances, as well as two World Curling Championships and three Skate Canada Internationals. TD Station will host the 102nd Memorial Cup championship in late June 2022; the Memorial Cup determines the champion of the Canadian Hockey League.

TD Station offers flexibility in seating arrangements, with 6,200 permanent seats, and a total seating capacity of 7,800 with floor seats. Upon the removal of some seats and hockey dasher boards, TD Station can be configured to offer one of the largest show floors in Atlantic Canada, with approximately 50,000 square feet on the main level and an additional 28,000 square feet on the concourse level.

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2.3 Goals and Objectives of the Commission

In seeking to retain a third-party Venue Manager, the Commission will be looking to enter into an arrangement with an entity with proven experience in helping the Commission meet the following goals and objectives with respect to the operations of TD Station:

- Maximizing TD Station’s top line revenue;
- Minimizing TD Station’s operating costs;
- Reducing and eliminating TD Station’s annual net operating deficit;
- Maximizing total venue programming, including concerts and other entertainment events; and
- Generating economically sustainable benefits for the Greater Saint John Region.

3.0 QUALIFICATIONS PROCESS

3.1 Timetable and Submission Instructions

Respondents are to submit their Submission to this RFQ according to the following timetable and instructions. Respondents should note that **ALL** dates are subject to change.

Issue Date of the Request for Qualifications	May 10, 2022
Deadline for Questions	May 27, 2022, 16:00:00 (4:00:00 pm) ADT
Deadline for Issuing Addenda and Responses to Respondent Inquiries	May 31, 2022, 16:00:00 (4:00:00 pm) ADT
Submission Deadline	June 3, 2022, 14:00:00 (2:00:00 pm) ADT
Commission Review of RFQ Submissions	June 10, 2022
Announcement of Short List	June 10, 2022
Issue Date of the Request for Proposals	June 17, 2022
Anticipated RFP Submission Date	July 8, 2022
Venue Management Negotiations and Contract Award	within 120 days of closing date

There will be no public opening of Submissions delivered by Respondents to this Request for Qualifications.

3.2 Communications and Official Point of Contact

The Official Point of Contact for this RFQ shall be:

Chris Roberts, SCMP, CPPB
Procurement Manager
The City of Saint John
Email: supplychainmanagement@saintjohn.ca

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All communication with the Commission during the RFQ process shall be through the Official Point of Contact. Respondents shall not contact any other persons, including Board Members of the Commission, City employees or consultants retained by the Commission regarding this RFQ.

Any Respondent not abiding by the requirements of the Official Point of Contact may be disqualified from bidding on current and any future RFQ processes where the Respondent, its employees or anyone involved in preparing its RFQ response engages in any form of communication, discussion or lobbying of any form with Board Members of the Commission, City employees or consultants retained by the Commission to seek to influence the outcome of the RFQ process.

All communications with the Official Point of Contact shall be in writing via email. Verbal communications will not be binding on the Commission. Respondents shall review the contents of this RFQ document and shall promptly report and request clarification of any discrepancy, deficiency, ambiguity, error, inconsistency or omission contained therein.

To facilitate comprehensive responses, Respondents are encouraged to email their questions or clarification requests as soon as possible, but not later than **4:00:00 P.M. ADT Friday, May 27, 2022** to supplychainmanagement@saintjohn.com. Nothing herein shall obligate the Commission to respond to any question or clarification request.

3.3 Submissions to Be Submitted in Prescribed Manner

Qualifications Submissions must be received by the Commission before the Submission Deadline and must be submitted, via email to

supplychainmanagement@saintjohn.ca

Respondents are to specifically note in the “Subject Line” in their email submission, the name and number of this RFQ (Request for Qualifications No.: 2022-092201QS Request for Qualifications for Venue Management Companies for the operations and management of TD Station) along with the Respondent’s corporate name.

Emailed submissions delivered after the Submission Deadline, for clarity, with a “sent time stamp” after 4:00:00 P.M, ADT, will be rejected and will not be considered.

Respondents are advised that the Commission’s ability to conduct a thorough evaluation of its submission will depend on the Respondent’s submission being well-ordered, detailed, clear and concise. Clarity of language and adequate documentation is essential. The Commission is interested in detailed and descriptive information. RFQ responses must be submitted in English.

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3.4 Withdrawing Submissions

At any time during the RFQ process, a Respondent may request that their submitted Submission be withdrawn, up until the Submission Deadline. A Respondent wishing to withdraw their Submission must execute an appropriate withdrawal form, signed by a principal of the Respondent, or provide a letter from the Respondent, signed by a principal, withdrawing the Submission. The Official Point of Contact shall then acknowledge, via reply email, the Respondent's intent to withdraw. The completed withdrawal form, specific to the time of return, shall then be signed by the Official Point of Contact and will be kept with the other Submissions until the opening of Submissions.

The withdrawal of an RFQ Submission in accordance with this section shall not disqualify a Respondent from submitting another RFQ Submission for the same Request for Qualifications.

4.0 SUBMISSION EVALUATION AND RIGHTS OF THE COMMISSION

4.1 Project Team

The Commission has established a project team to oversee this Request for Qualifications, produce and release this Request for Qualifications and evaluate a Respondent's Submission. The Commission will utilize personnel to assist in the evaluation process from time to time as the Commission deems necessary.

4.2 Stages of Qualifications Submission Evaluation

The Commission will conduct the evaluation of Submissions in the following two (2) stages:

Stage I

Stage I will consist of a review to determine which Submissions comply with all of the Mandatory Requirements described below. Submissions complying with all of the Mandatory Requirements will be referred to herein as Qualified Submissions. Proposals failing to satisfy the mandatory requirements as of the Submission Deadline will be provided an opportunity to rectify any deficiencies within three (3) business days. Proposals satisfying the mandatory requirements during the Rectification Period will be referred to herein as Qualified Submissions. Proposals failing to satisfy the mandatory requirements within the Rectification Period will be excluded from further consideration. The Rectification Period will begin to run from the date and time that the Commission issues its rectification notice to the proponents.

Stage II

Stage II will consist of a scoring by the Commission of each Qualified Submission on the basis of the rated requirements identified below.

4.3 Verify and Clarify

When evaluating Submissions, the Commission reserves the right to request additional information from any Respondent to clarify the contents of its Submission. Requests for clarification shall be in writing, via email to the Official Point of Contact indicated above.

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For clarity, nothing herein shall require the Commission to request a clarification from any Respondent and if a clarification is requested, nothing shall require the Commission to request such clarification from all Respondents.

The Commission may, in its sole discretion, revisit and re-evaluate the Respondent's Submission on the basis of any such information.

4.4 Total Score and Submissions List

At the conclusion of Stage II, all scores will be tabulated and, based upon the evaluation scores, the Commission reserves the right to prequalify up to three (3) Respondents to receive a subsequent Request for Proposals. The Commission will post the names of the Pre-Qualified Respondents on the City's website. The successful Pre-Qualified Respondents will be notified by email that they have been short-listed as a Pre-Qualified Respondent.

4.5 Evaluation of Rated Criteria

The following will comprise the rated criteria and weighting for this Request for Qualifications.

Rated Criteria Category	Weighting
1. Corporate Profile	10%
2. Corporate Experience	30%
3. Proposed Lead Venue Manager	15%
4. Venue Management Fee Structure	15%
5. Financial Capacity	15%
6. General Approach	10%
7. Completeness and Clarity of the Submission	5%
Total	100%

Should there be a tie in the total scores of any number of Respondents after evaluation of their Submissions, the Commission reserves the right to prequalifying Respondents based on each Respondent's scoring on the highest rated criteria.

While it is the Commission's intent to pre-quality up to three Respondents, the Commission expressly reserves the right to qualify any number of Respondents to this Request for Qualification's process.

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4.6 Reserved Rights of the Commission

Termination of the Request for Qualification

The Commission is not under any obligation to issue a Request for Proposals for the operations and management of TD Station and reserves the right to amend any term of this Request for Qualifications or to terminate this Request for Qualifications process at any time before or after the Submission Deadline for any reason. No Respondent shall have any rights against the Commission arising from such termination of the Request for Qualifications process or from the Commission's decision not to issue a Request for Proposals following the completion of the RFQ process.

5.0 SUBMISSION REQUIREMENTS

Specific mandatory information must be included within a Respondent's submission. Failure to include such information may cause the Respondent's Submission to be declared non-responsive. The Commission reserves the right to assess whether a Submission is non-responsive at their discretion. In the event a Submission is declared non-responsive, the submission shall be deemed non-compliant and shall be rejected.

To aid Respondents in the preparation of their RFQ Submissions, an on-line data room will be established containing certain information regarding the operations of TD Station. Respondents are required to complete and submit to the Official Point of Contact a Non-Disclosure and Confidentiality Agreement ("NDCA"). Once the executed NDCA has been received by the Official Point of Contact, access to the on-line data room will be provided.

5.1 Mandatory Requirements – Pass or Fail

The following information **must** be provided in the Respondent's Submission:

- (a) A completed Submission Form (Appendix A)
- (b) A declaration (in a form / manner acceptable to the Respondent) confirming the Respondent has no other contractual arrangements, commitments, relationships or financial interests that could, or could be seen to compromise, impair or be incompatible with its effective management of TD Station, including but not limited to the Respondent having a current venue management contract with a competitive venue located in the same market area as TD Station / Greater Saint John.
- (c) The identity of the following key personnel:
 - The Respondent's Lead Contact during the RFQ and RFP process (and with whom the Commission will ultimately negotiate a venue management contract); and
 - Proposed Lead Venue Manager (the individual who will be responsible for and serve as the Commission's lead contact with the Respondent, should it be awarded the contract to manage the TD Station).
- (d) Completed Reference Forms (Appendix B)

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- (e) Respondents must indicate whether a Proponent, its Lead Contact or its Proposed Lead Venue Manager, is involved in any litigation, pending litigation, or contractual dispute with any party, including but not limited to the Commission. For the purposes of this requirement, Respondents shall be deemed to include any related entity and any partner, director and / or officer of such Respondent, as well as any other legal entity which one or more of the same partner(s), principal(s), director(s) and / or officer(s).
- (f) The Respondent must supply a letter from the Respondent's insurance company indicating it can obtain policies of insurance with an insurer licensed in New Brunswick, as follows:
- General Liability insurance on an occurrence basis for an amount not less than Five Million (\$5,000,000) dollars. The General Liability policy shall include the Commission and the City of Saint John as an additional insured in respect of all operations performed by or on behalf of the Respondent and be endorsed to provide the Commission and the City of Saint John with not less than thirty (30) days written notice in advance of any cancellation, change or amendment restricting coverage.

Any Aggregate limit shall be equal to or greater than the amount of minimum requirements stated above, for the General Liability policy, such policy to include non-owned automobile liability, personal injury, broad form property damage, broad form contractual liability, owners' and contractors' protective, products and completed operations, tenant's legal liability, contingent employer's liability, cross liability and severability of interest clauses.
 - Automobile liability insurance including all vehicles and commercial trailers owned or leased by the Respondent, for an amount not less than Two Million (\$2,000,000) dollars on forms meeting statutory requirements covering all vehicles and commercial trailers used in any manner in connection with the performance of the terms of this agreement.
 - Professional Liability (Errors and Omissions) in an amount of not less than two million dollars (\$2,000,000.00) per claim with no aggregate or a minimum aggregate limit of four million dollars (\$4,000,000.00).

Respondents are also required to provide the following:

- Confirmation that the Respondent will maintain any other forms of insurance as the Respondent, acting reasonably, requires from time to time, in the form, amounts and for insurance risks against which a prudent Respondent would insure.
- The Respondent's insurer must confirm that a certificate of insurance will be made available verifying the above minimum coverage and limits, and that the Commission and the City of Saint John will be added as an additional insured to the General Liability policy with respect to operations performed by the Respondent.

Respondents should additionally note that the Commission reserves the right to request additional minimum insurance in the future Bid Solicitation.

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- (g) Respondents must provide an acknowledgement of their compliance with the New Brunswick *Occupational Health and Safety Act* and applicable regulations. Respondents should provide details of their safety record and information related to any convictions in the last five (5) years.

5.2 Rated Requirements

1. Corporate Profile (information describing the Respondent)

- Respondent's name and contact information (including mailing address, telephone, email, website address, name of Lead Contact, etc.)
- Company history, including years in business
- Corporate philosophies
- Services provided (if services are provided by separate entities, the corporate lead and operating history of those entities should also be provided)
- Innovative practices, including use of technology
- Experience working with municipalities
- Key personnel, including their current position, years with the company, title, professional designations (if any), responsibility and breadth of experience (including previous experience with other similar companies and / or facilities). Corporate resumes for key personnel may be included as an appendix to the Respondent's Qualifications submission with no page limit restrictions

2. Corporate Experience (venue management and operating experience)

- Respondents must provide a list of all venues where the Respondent has a current management contract in Canada, including the start date of that contract and including the name, address and phone number of the venue's owner(s). At least three (3) of these contracts must be included in the Reference Sheet (Appendix B).
- Respondents should outline their capabilities and experiences managing and operating sports and entertainment venues / facilities of a similar nature to TD Station, including their experiences in the following areas:
 - Venue facility management;
 - Venue marketing and event attraction;
 - Food and Beverage operations;
 - Ticketing / Box Office operations;
 - Venue advertising and sponsorship sales, including suite leasing / licensing;
 - Experience taking over venue management responsibilities of municipal / publicly managed facilities;
 - Working successfully with local stakeholders, including the teams playing in the Quebec Major Junior Hockey League / the Ontario Hockey League / the Western Hockey League and / or other professional / semi-professional franchises, other venue tenants, municipal staff, promoters, National Sports Organizations and other related parties (for example, Curling Canada, Hockey Canada, Skate Canada) as it relates to securing sports-tourism related events, other venue stakeholders and users, and the general public; and
 - Cost management and containment.

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- Respondents should outline other capabilities and services, if not included above.
- Respondents should provide the following information for each referenced project:
 - Facility name;
 - Facility owner;
 - Location (including street address);
 - Facility description;
 - Year when Respondent was appointed venue manager / operator;
 - Year when Respondent ceased being venue manager / operator and reasons as to why the management contract ceased (if applicable);
 - Role / nature of management and operating responsibilities provided by the Respondent;
 - Successes which the Respondent has directly helped the venue achieve;
 - Relevancy of the referenced project to TD Station;
 - Other pertinent information; and
 - References

3. Proposed Lead Venue Manager (experience of the Proposed Lead Venue Manager)

Respondents should outline the capabilities and experience of their Proposed Lead Venue Manager in managing and operating sports and entertainment venues of a similar nature to TD Station. Respondents should specifically provide the following information for the Proposed Lead Venue Manager:

- Experience and qualifications;
- History with the Respondent;
- Venue management experience (both with the Respondent and with any previous employer);
- Previous experience taking over venue management responsibilities of a publicly-managed venue;
- Previous venue management experience in a more subordinate role (for example, Assistant General Manager, Director of Marketing and Event Attraction, Director of Food and Beverage Operations, Director of Sponsorships and Sales, etc.);
- Where the Proposed Lead Venue Manager provides previous facility experience, the Respondent should include the following information:
 - Facility name and description;
 - Period of time when the Proposed Lead Venue Manager was employed / served in a management capacity at that venue;
 - Role of the Proposed Lead Venue Manager at the referenced facility;
 - Successes which the Proposed Lead Venue Manager directly helped the venue achieve;
 - Relevancy of the referenced project to TD Station;
 - Other pertinent information; and
 - References

4. Venue Management Fee Structure

Respondents are to outline their anticipated fee structure for providing the Services at TD Station ("Venue Management Fee"). Such Venue Management Fee should be identified as the total, all-in fee to be paid annually to the Respondent.

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Where a Respondent disaggregates its Venue Management Fee amongst provided Services, a Respondent must outline its fee structure amongst these Services (whether as a fixed fee or percentage of revenue):

- venue management services;
- venue marketing and event attraction services;
- food and Beverage operations;
- ticketing / Box Office operations;
- venue advertising and sponsorship sales;
- suite / Loge Box / Club Seat leasing / licensing; and
- other

Respondents should also outline any financial incentives, performance incentives or other incentives which it may provide to, or preliminarily expect to receive from, the Commission, including:

- minimum operating performance (net operating income / deficit benchmark) below which the Respondent would wholly fund;
- incentive fee structure and benchmarks and the basis from which they would be calculated; and
- other financial / operating incentives and the basis from which they would be calculated.

5. Financial Capacity

Respondents should provide sufficient information to demonstrate their financial capacity. It will be essential that the Respondent provide as much information as possible in this regard.

References from financial institutions are not, by themselves, sufficient and should be accompanied by other information, including, but not limited to, audited financial statements, to enable the Commission to analyze the Respondent's information. Respondents should note, however, that submitted financial information could be subject to the provisions of the New Brunswick *Right to Information and Protection of Privacy Act*; any financial information deemed sensitive or proprietary submitted as part of their RFQ Submission should be marked as confidential.

6. Methodology

Respondents should provide an outline and summarize their general approach to venue management and programming / event attraction, including:

- Assuming venue management responsibilities of a previously publicly-managed venue, including from a labour-relations perspective;
- Creating a partnership with the Commission, the lead tenant and user groups to ensure venue operating success;
- Communications with the Commission, stakeholders, users, and the general public;
- Venue marketing to ensure maximum utilization of the venue for concerts, entertainment and other special events;

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- Approach to working with the Commission, the City of Saint John and local / regional tourism groups on shared marketing initiatives;
- Social distancing and health protections and protocols implemented by Respondent during the COVID-19 pandemic;
- Risk identification and risk management;
- Use of technology and innovative practices, including data protection;
- Cost control and management; and
- Document control and financial reporting.

The intent of this requirement is to enable the Respondent to demonstrate to the Evaluation Committee the Respondent's approach to Venue Management, how it will liaise with and forge a partnership with the Commission to maximize the operating success of the venue.

7. Completeness and Clarity of the Submission

The Commission's evaluation of Responses will include:

- Completeness of the Response
- Clarity of language
- Overall organization of the Response
- Responsiveness to the requirements of the RFQ

6.0 GENERAL INFORMATION AND INSTRUCTIONS

6.1 Respondents to Follow Instructions

Respondents should structure their Submissions in accordance with the instructions in this Request for Qualifications.

6.2 Submissions in English

All Submissions are to be submitted in the English language only.

6.3 Respondents Shall Bear Their Own Costs

The Respondent shall bear all costs associated with or incurred in the preparation and presentation of its Submission, including, if applicable, costs incurred for interviews or demonstrations. The Commission is not responsible to pay any costs and expenses incurred by any Respondent or potential Respondent in preparing its Submission including, if applicable, costs incurred for interviews or demonstrations. The participation in this Request for Qualifications is at the Respondent's sole risk and cost.

6.4 Exclusivity of Key Personnel

Key Personnel of the Respondent, including the Lead Contact and Proposed Lead Venue Manager must be exclusive to a single Respondent to this Request for Qualifications. The Commission will not accept a submission from a Respondent whose Key Personnel are not exclusive to that Submission.

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6.5 Request for Proposals Restricted to Short Listed Respondents

Any potential Respondent who does not participate in the Request for Qualifications process or does not appear on the Prequalification List will be excluded from responding to any subsequent Request for Proposals.

6.6 All New Information to Respondents by Way of Addenda

The Request for Qualifications may be amended only by an addendum in accordance with this section. If the Commission, for any reason, determines that it is necessary to provide additional information relating to this Request for Qualifications, such information will be communicated to all Respondents by addenda. Addenda will be posted on the City's tender web page. Each addendum forms an integral part of this Request for Qualifications.

Such addenda may contain important information, including significant changes to this Request for Qualifications. Respondents are responsible for obtaining all addenda issued by the Commission.

6.7 Post-Deadline Addenda and Extension of Submission Deadline

If any addendum is issued after the Deadline for Issuing Addenda, the Commission may, at its discretion, extend the Submission Deadline by a reasonable amount of time.

6.8 No Incorporation by Reference

The entire content of the Respondent's Submission should be submitted in a fixed form, and the content of websites or other external documents referred to in the Respondent's Submission will not be considered to form part of its Submission.

6.9 Submission to Be Retained by the Commission

The Commission will not return the Submission or any accompanying documentation submitted by a Respondent.

6.10 New Brunswick Human Rights

The New Brunswick *Human Rights Act* will apply to the services provided by the Selected Respondent.

6.11 Summarily Rejected

Without limiting or restricting any other right or privilege of the Commission and regardless of whether a Submission or a Respondent otherwise satisfies the Mandatory Requirements of this Request for Qualifications, the Commission may summarily reject any Submission from any Respondent where:

- 1) the Official Point of Contact determines, in consultation with the Commission staff and the Commission's Counsel or Solicitor, in their absolute discretion, that one of the following circumstances has occurred:
 - a) the Respondent is or has been involved in litigation with the Commission, its Board members, officers or employees;

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- b) the Respondent has failed to pay an amount owed to the Commission when due and owing;
 - c) there is documented evidence of poor performance, non-performance or default by the Respondent in respect to any Contract;
 - d) the Respondent has withdrawn its Bid on a previous Bid Solicitation after Bids have been opened by the Commission;
 - e) the Respondent or its personnel have demonstrated abusive behaviour or threatening conduct towards Commission employees, their agents or representatives;
 - f) the Respondent has been convicted of a criminal offence, including but not limited to fraud or theft, based on our background check; or
 - g) the Respondent has been convicted of any quasi-criminal offence pursuant to applicable legislation or regulations including but not limited to the *New Brunswick Occupational Health and Safety Act*, as amended, where the circumstances of that conviction demonstrate a disregard on the part of the Respondent for the health and safety of its workers, Commission employees or the general public.
- 2) In arriving at a determination for the disqualification of a Respondent pursuant to this Section, the Official Point of Contact, in consultation with the Commission Staff and the Commission's Counsel or Solicitor, will consider whether the circumstances are likely to affect the Respondent's ability to work with the Commission, its consultants and representatives, and whether the Commission's experience with the Respondent indicates that the Commission is likely to incur increased staff time and legal costs in the administration of any dealings with the Respondent.
- 3) Based on the severity of the events leading to the disqualification, the Official Point of Contact, in consultation with the Commission Staff and the Commission's Counsel or Solicitor, shall establish the duration of the period during which the disqualification shall be effective.

7.0 DEBRIEFING, DISPUTES AND COMPLIANCE WITH COMMISSION POLICIES

7.1 Conflict of Interest

Respondents shall immediately disclose to the Official Point of Contact any potential or real conflict of interest, whether direct or indirect in nature, as it may relate to the Commission, its Board members, officers, employees and / or the Request for Qualifications. Where, in the Commission's opinion, a significant conflict of interest is found to exist and cannot be sufficiently mitigated, the Commission reserves the right to disqualify the Respondent from participating in this Request for Qualifications process.

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7.2 Respondents Not to Communicate with Media

A Respondent may not at any time, directly or indirectly, communicate with the media during the RFQ process or any subsequent Bid Solicitation without first obtaining the written permission of the Commission's Official Point of Contact. Failure to comply with this paragraph may result in the Respondent's disqualification from the process or from any subsequent Bid Solicitation.

7.3 Confidential Information of Commission

A successful Respondent agrees that all personal or confidential information acquired as a result of this Request for Qualifications process will be used, retained, protected, disclosed and disposed of in accordance with all applicable municipal, provincial and federal laws and regulations governing the collection, use, retention, disclosure and disposal of such information, including but not limited to the New Brunswick *Right to Information and Protection of Privacy Act*. A successful Respondent shall not at any time before, during or after termination of a contract, use or disclose any personal or confidential information communicated to it or acquired by it during the course of carrying out a contract for any purpose other than the completion of the contract herein, in accordance with applicable law or as specifically agreed in writing by the Commission.

7.4 Confidential Information to a Respondent

By submitting a Submission, a Respondent agrees that any and all information contained in its submission will be treated in accordance with the relevant provisions of the New Brunswick *Right to Information and Protection of Privacy Act* which affords protection in certain circumstances to records which reveal a trade secret or scientific, commercial, financial or labour relations information.

A Respondent should identify any information in its Submission or any accompanying documentation supplied in confidence for which confidentiality is to be maintained by the Commission. The confidentiality of such information will be maintained by the Commission, except as otherwise required by law or by order of a court or tribunal. Respondents are advised that their Submissions will, as necessary, be disclosed on a confidential basis, to the Commission's advisers retained for the purpose of evaluating or participating in the evaluation of a Respondent's Submission. If a Respondent has any questions about the collection and use of personal or confidential information pursuant to the Request for Qualifications, questions must be submitted to the Official Point of Contact.

7.5 No Contractual or Legal Obligations

In addition to the provisions set out above, the Respondent acknowledges that this Request for Qualifications is not intended to constitute, or be interpreted as, a call for tenders or proposals, and the delivery of a Submission is not intended to create any contractual or other legal obligations or duties whatsoever owed to any Respondent or potential Respondent by the Commission.

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Without restricting the generality of the foregoing, no contractual relationship shall exist between the Commission and any Respondent as a result of this Request for Qualifications until the execution of an Agreement / Contract with that Respondent, except for any waivers, releases, exclusions or limitations of liability, confidentiality and / or indemnity obligations or other covenants or agreements made, given or accepted by Respondent in the Submission or otherwise in connection with this Request for Qualifications process.

7.6 Compliance with Commission Policies and Prohibition on Lobbying

Respondents are instructed to familiarize themselves with Commission policies and procedures related to purchasing. By delivering a Submission each Respondent represents that it has complied with the Commission's policies and procedures.

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APPENDIX A – Submission Form

The Respondent must not amend this Form in any way other than by providing the requested information. This form must be completed, signed and submitted as part of the Respondent's Submission.

To: The Harbour Station Commission

1. Respondent Information

The full legal name of the Respondent is: _____

Any other relevant name under which the Respondent carries on business is:

The jurisdiction under which the Respondent is governed is: _____

The name, address, telephone, facsimile number and e-mail address of the contact person for the Respondent is:

Key Personnel of the Respondent include:

Lead Contact:

Proposed Lead Venue Manager:

The Respondent is:

Respondent must select one of the following choices:

- an individual
- a sole proprietorship
- a corporation
- a joint venture
- other legally recognized entity: _____
(Specify type or state "N/A")

2. Offer

The Respondent has carefully examined the Request for Qualifications documents and has a clear and comprehensive knowledge of the Project being contemplated by the Commission pursuant to this Request. By making this Submission, the Respondent agrees and consents to the terms, conditions and provisions of the Request for Qualifications.

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3. Mandatory Forms

- (a) The Respondent encloses herewith as part of the Submission the mandatory forms set out below:

MANDATORY FORMS	YES	NO
Submission Form (Appendix A)		
References (Appendix B)		

4. Mandatory Requirements

- (a) To aid the Stage I Mandatory Review process, Respondents are requested to identify where within their Submission the Mandatory Requirements are located:

MANDATORY REQUIREMENT	PAGE #
Completed Submission Form (Appendix A)	
Declaration confirming the Respondent has no other contractual arrangements, commitments, relationships or financial interests that could compromise their effective management of TD Station	
Name of Key Personnel	
Completed Reference Forms (Appendix B)	

5. Addenda

The Commission may, at its discretion, amend or supplement the documents for this Request for Qualifications by addendum. Changes to the Request for Qualifications shall be made by addendum only. Such changes made by addendum will be supplementary to and an integral part of the Request for Qualifications process. In the event of any conflict or inconsistency in the wording or any issue of interpretation, addenda, when issued, shall, to the extent of such conflict or inconsistency, take priority over the original wording in the documents and any wording in prior addenda.

Addenda will be posted on the City's tender web page. While the Commission will endeavour to provide notification of the issuance of an addendum to prospective Respondents, the Commission assumes no liability for any failure to provide notification to Respondents. It is the sole responsibility of each prospective Respondent to this Request for Qualifications to monitor the City's tender web page and determine whether any addenda have been issued by the Commission.

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Upon the issuance of any addenda, the Commission shall provide at least three business days between the issuance of the addendum and the closing date for the receipt of Submissions. If a Respondent has already submitted its Submission to the Commission, and an addendum is subsequently issued by the Commission, the Respondent shall resubmit prior to the Closing Date. The Respondent's Submission must acknowledge all addenda issued by the Commission (as noted in Appendix A – Submission Form).

If a Respondent wishes to withdraw its Submission as a result of the issuance of an addendum by the Commission, then it shall have reference to Section 3.4 "Withdrawing Submissions".

Where the Commission chooses to respond to a question from a Respondent or wishes to provide additional information which is not intended to amend the Request for Qualifications (for example, questions of an administrative nature), the Commission may do so through the issuance of a Notice to Proponents. Notices shall be made available in the same way as addenda as stated above.

A Respondent is deemed to have read and accepted all addenda issued by the Commission prior to the Deadline for Issuing Addenda. The onus remains on the Respondent to make any necessary amendments to the Qualifications submission based on the addenda.

The Respondent confirms that it has received the following addenda.

Addendum Acknowledgement Section

Addendum No. _____, dated _____, 2022

Addendum No. _____, dated _____, 2022

Addendum No. _____, dated _____, 2022

Addendum No. _____, dated _____, 2022

Addendum No. _____, dated _____, 2022

Addendum No. _____, dated _____, 2022

6. Conflict of Interest

The Respondent confirms, to the best of its knowledge and belief, that no actual or potential Conflict of Interest exists with respect to the Submission or performance of the contemplated Agreement other than those disclosed in this Submission Form. Where the Commission discovers a Respondent's failure to disclose all actual or potential Conflicts of Interest, the Commission may disqualify the Respondent or terminate any Agreement awarded to that Respondent as a result of this process.

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Conflict of Interest includes, but is not limited to, any situation or circumstance where:

- 1 In relation to the Request for Qualifications process, the Respondent has an unfair advantage or engages in conduct, directly or indirectly, that may give it an unfair advantage, including but not limited to
 - (i) having, or having access to, confidential information of the Commission in the preparation of its Submission that is not available to other Respondents,
 - (ii) communicating with any person with a view to influencing preferred treatment in the Request for Qualifications process (including but not limited to the lobbying of decision makers involved in the Request for Qualifications process), or
 - (iii) engaging in conduct that compromises, or could be seen to compromise, the integrity of the Request for Qualifications process; or
- 2 In relation to the performance of potential contractual obligations contemplated within a potential venue management contract for TD Station, the Respondent has no other contractual arrangements, commitments, relationships or financial interests that could, or could be seen to compromise, impair or be incompatible with the effective management of TD Station, including the Respondent having a current contract with a competitive venue located in the same market area as TD Station.

Respondents must choose one of the following two options.

- The Respondent declares that: (1) it has no Conflict of Interest in preparing and submitting its Submission; and (2) there is no foreseeable Conflict of Interest in performing the contractual obligations contemplated in the Request for Qualifications.

OR

- The Respondent declares that there is an actual or potential Conflict of Interest relating to the preparation of its Submission, and/or the Respondent foresees an actual or potential Conflict of Interest in performing the contractual obligations contemplated in the Request for Qualifications. The details of the actual or potential Conflict of Interest are as follows:

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7. Execution of Contract and Submission Form

The Respondent understands that, by responding to this Request for Qualifications for Venue Management Companies for the Operations and Management of TD Station, there is no contractual obligation on behalf of the Commission. Further, if the Respondent is one of the short-listed Respondents and a Request for Proposals is issued and the Respondent is the successful Proponent, the successful Proponent will be required to execute a Venue Operations and Management Agreement with the Harbour Station Commission. In the event its Proposal is selected by the Commission, in whole or in part, the Respondent agrees to finalize and execute such an agreement with the Commission.

I confirm that this Submission Form has been completed with no changes to the text provided in the Request for Qualifications.

Signature of Witness: <hr/> <hr/> Name of Witness:	Signature of Respondent representative: <hr/> <hr/> Name and Title of Respondent representative: <hr/> Date:
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APPENDIX “B”

REFERENCE SHEET

Short letters (1-2 pages) from the listed references may also be attached to the Submission. The Harbour Station Commission reserves the right to contact references not listed below.

Attach as many copies of this Appendix as required to provide the requested references.

Respondent Name: _____

Venue Name and Address:	
Venue Owner, Contact Name, Address, Telephone, email:	
Dates during which the Respondent provided Venue Management services	
Venue Description:	
Services provided by the Respondent:	
Other pertinent information:	