

Request for Expressions of Interest

for

Providing a Municipal Solid Waste (MSW) Transfer Station and the
Transportation of MSW from Transfer Station to the Layon Landfill
in Inarajan, Guam

Due: On or Before August 20, 2010

Issued by

Gershman, Brickner & Bratton, Inc. (GBB)

as Receiver for the U.S. District Court of Guam

July 12, 2010

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Section 1 General Information about this Request for Expressions of Interest

1.1 Background and Purpose

The Island of Guam is a United States Territory with an area of 210 square miles in the Western Pacific Ocean. Guam has a population of approximately 170,000, and it is the largest and southern most of the Mariana Islands. The primary municipal solid waste disposal site in Guam is the Ordot Dump, which has existed since World War II and has been cited for violation of the Clean Water Act (33 U.S.C. §1251, et. seq.).

The Government of Guam entered into a Consent Decree with the United States Environmental Protection Agency ("USEPA") on February 11, 2004, to close the Ordot Dump, cease all discharges into the Lonfit River, open a new municipal solid waste landfill, and develop and implement recycling and hazardous waste management strategies to reduce the volume of materials going into the landfill ("the Consent Decree Projects").

Following the Consent Decree, the Guam Government, through its Department of Public Works, Solid Waste Management Division, proceeded with certain studies, surveys, and engineering design toward the closure of the Ordot Dump and the siting and development of a new lined, leachate-controlled municipal solid waste landfill. However, the schedule of compliance in the Consent Decree was not met and progress to achieve compliance has been deemed unsatisfactory by the U.S. EPA and the United States District Court of Guam. Therefore, on March 17, 2008, the United States District Court of Guam issued a court order appointing Gershman, Brickner & Bratton, Inc. ("GBB"), a solid waste management consultant, as Receiver to achieve the Guam Government's compliance with the Clean Water Act as set forth in the Consent Decree and implementation of the Consent Decree Projects.

As Receiver, GBB has full power and authority to enforce the terms of the Consent Decree and assume all of the responsibilities, functions, duties, powers, and authority of the Guam Solid Waste Management Division of the Department of Public Works, and any and all departments or other divisions of the Department of Public Works insofar as they affect the Government of Guam's compliance with the Consent Decree. Working under the guidance of the Court and in consultation with the U.S. EPA, GBB has reviewed the work already performed by the Government of Guam and its consultants and, building upon that work where possible, is in the process of developing and executing a plan that will provide both the financing and leadership necessary to successfully address these vital services for the people of Guam.

In February of 2009, construction began on the Layon Landfill. When the new landfill is open to receive MSW, the facility will not allow private, commercial or residential customers to deliver waste directly into the landfill. The purpose for this restriction is to diminish the number of vehicles going to the landfill, thereby minimizing the effect traffic would have on the neighborhood. The Transfer Facility will become the central point for the majority of MSW going to the new Layon Landfill. It is expected that the commercial trash collected on the island will be delivered to this Transfer Station, and the bulk of trash collected by the SWMD's curbside trash collection crews will also be taken to this proposed Transfer Station. The SWMD's existing transfer stations in Agat and Dededo will also take its MSW to this proposed Transfer Station. The MSW brought to the SWMD's Malojloj is located near the new Layon Landfill, and the MSW from Malojloj will be taken by the SWMD directly to the Layon Landfill. The SWMD will also reserve the right to allow for residential and commercial

trash collected in the vicinity of the Layon Landfill to be transported directly to the Layon Landfill without going through the Transfer Station. Should the military become a customer of the Layon Landfill, it will have the option to use this Transfer Station or provide for transporting its waste to the Layon Landfill using equipment and procedures comparable to those used at this Transfer Station.

The Receiver has funds available to construct and operate a Transfer Station through the SWMD. However, the Receiver in its capacity as a fiduciary for the Court and the SWMD believes that it may be in the best interests of the customers of the SWMD to utilize the services of a privately owned Transfer Station rather than incur the cost of building and operating such a facility. The Receiver understands that there is presently only one permitted transfer station on Guam. To confirm this understanding and to determine if other parties are capable of building or acquiring a properly located and permitted Transfer Station, the Receiver is issuing this Request for Expression of Interest (RFEI).

The SWMD seeks to identify interested and qualified entities to enter into a long-term contract to receive, handle, and transport the MSW to the Layon Landfill (see Exhibit 1) for Disposal six days a week. The Contractor will take full responsibility for providing a properly located and permitted Transfer Station Facility.

The Solid Waste Management Division of Guam ("SWMD") is issuing this RFEI for the following services: provide a Transfer Station Facility at an existing or new, privately owned/operated facility (including transport to the Disposal Site) for Municipal Solid Waste. The Transfer Station Facility shall be located within 5 miles of the Department of Public Works' compound located at 542 N. Marine Corps Drive, Tamuning, Guam 96913. The facility is expected to receive trash at the facility six (6) days a week, load it into a transport trailer, and haul it to the new Layon Landfill each of these working days. The facility will attempt to divert material off of the tip floor to beneficial use as long as such activity is both beneficial and pragmatic.

It is very important that the Transfer Station be properly permitted by the Guam Environmental Protection Agency (GEPA) prior to the time that the Layon Landfill opens. Accordingly, any interested party must already have a permitted transfer station and provide a copy of the permit with its response to this RFEI or present convincing evidence of its ability to become properly permitted not later than March 2011. Such evidence should include:

- (1) A copy of a pending application with the GEPA for a permit for a properly located Transfer Station; or
- (2) Correspondence with the GEPA evidencing an intent to make such an application, together with an estimate of the time that will be required to secure the permit provided by GEPA;
- (3) Ownership of sufficient land upon which a transfer station can be located that is within five (5) miles of the SWMD and is properly zoned for a Transfer Station;
- (4) Access to sufficient funds or financing to construct the Transfer Station; and
- (5) A commitment from a financial institution with a credit rating on its long-term debt in one of the three highest categories by a nationally recognized rating agency (e.g., Standard & Poor's rating of AAA, AA, or A) to issue a direct pay letter of credit payable to the SWMD in an amount not less than \$5,000,000 to compensate the SWMD for the additional cost it will incur should the permit not be issued or any other breach of contract that causes the contractor to fail to perform its responsibilities to operate a Transfer Station commencing by March 2011.

Exhibit 1



1.2 RFEI is Not a Solicitation for Which an Award Will Be Made

This RFEI is not a formal procurement, solicitation, or request for proposals in any manner, and no award will be made from this RFEI. GBB is simply requesting certain information in an organized format (set forth in Section 3 herein) from organizations that can provide the services of a properly permitted and located MSW Transfer Station and hauling the MSW to the Layon Landfill.

The information will assist GBB in understanding the organizations that have interest in the project and how they may be able to provide the services needed by the SWMD. Submission of an Expression of Interest in response to this RFEI in no way commits any party to participation in the project, qualifies any party as an acceptable proposer to finance, construct and/or operate the Transfer Station, or limits their ability to respond to any formal procurement by the Guam Government and/or the Receiver relative to the Transfer Station or any Consent Decree Project that may be issued.

1.3 Contact Persons

Any communication regarding this RFEI should be made to the following person:

Linda Ibanez
Solid Waste Management Division
2nd Floor
Department of Public Works
542 N. Marine Corps Drive
Tamuning, Guam 96913
Phone: 671-646-3111
Email: Lindaibanez@gmail.com
Fax: 671-649-3777

The RFEI amendments, if any, will be sent to only those vendors having received the RFEI through the SWMD, but all amendments will be placed on the Guam Receivership website at <http://www.guamsolidwastereceiver.org/>.

1.4 Written Questions

GBB will accept written questions by mail or e-mail, until five business days prior to the due date for Expressions of Interest. Any written questions received pertaining to this RFEI will be posted and answered on the Receiver's Website [www.guamsolidwastereceiver.org/receiver.html]. GBB will endeavor to respond to written questions within five business days of receipt. However, GBB makes no assurance that written responses will be tendered if, in the opinion of GBB, such information is evident in the RFEI, the question has already been answered or goes beyond the intended scope of the RFEI. Responses will not be attributed to the submitter.

1.5 Amendment or Cancellation of the RFEI

If this RFEI requires amendment, written notice of the amendment in the form of an Addendum will be posted on the Receiver's Website at www.guamsolidwastereceiver.org/receiver.html. GBB reserves the right to modify, amend or cancel this RFEI.

1.6 Incurred Expenses

GBB is not responsible nor does it accept any liability for any expenses that submitters may incur in preparing and submitting Expressions of Interest, including interviews or meetings, if any. Each party that submits an Expression of Interest does so at its own expense.

1.7 Confidentiality

Expressions of Interest submitted in response to this RFEI are subject to disclosure to the extent allowed by law. Submitters must mark any portions of their Expressions of Interest which 1) they deem confidential, and 2) would actually qualify as protected confidential material under Guam statutes in order for the material to be treated as confidential information. The marking of every page of the Expression of Interest as confidential does not meet this requirement.

1.8 Acceptance of Terms and Conditions

By submitting an Expression of Interest in response to this RFEI, submitter accepts all of the terms and conditions set forth in this RFEI.

Section 2 Documents Available for Review

There are several documents regarding the role of the Receiver available at <http://www.guamsolidwastereceiver.org/documents.html>, where interested parties can learn more about the role of the Receiver.

Section 3 Submission Requirements

3.1 General Requirements

Submission of an Expression of Interest shall constitute acknowledgement and acceptance of all the terms and conditions contained in this RFEI. Expressions of Interest may be modified or withdrawn by an appropriate document duly executed and delivered to the place where Expressions of Interest are to be submitted at any time prior to the due date for Expressions of Interest.

GBB reserves the right to waive irregularities in Expressions of Interest received in response to this RFEI, and any such waiver shall not modify any remaining requirements in the RFEI or excuse the submitter from compliance with the terms and conditions of the RFEI.

GBB shall accept all Expressions of Interest for review that are prepared and submitted in conformance with this RFEI, but reserves the right to accept or reject in whole or in part any or all Expressions of Interest submitted. Receipt of an Expression of Interest by GBB or submission of an Expression of Interest to GBB confers no rights upon the submitter, nor does it obligate GBB in any manner.

3.2 Delivery and Acceptance of Expressions of Interest

Expressions of interest should be e-mailed on or before August 20, 2010, to Linda Ibanez at Lindaibanez@gmail.com or delivered to Linda Ibanez at the Solid Waste Management Division – GBB Receiver Office, 2nd Floor, Solid Waste Management Building, Department of Public Works, 542 N. Marine Corps Dr., Tamuning, Guam, 96913.

All Expressions of Interest shall be clearly marked "Expression of Interest for Transfer Station."

3.3 Information Provided by Receiver

Information included in or provided with this RFEI or provided on Receiver's Website is provided solely for the convenience of parties submitting Expressions of Interest. NO REPRESENTATION OR WARRANTY OF ANY KIND IS MADE BY GBB AS TO THE ACCURACY OR COMPLETENESS OF THE INFORMATION INCLUDED IN OR PROVIDED WITH THIS RFEI. Parties submitting Expressions of Interest are solely responsible for conducting such independent due diligence investigations as may be necessary for the submission of Expressions of Interest. GBB and its employees, consultants, agents and advisors are not responsible for the completeness or accuracy of any information distributed or made available, orally or in writing, with this RFEI.

3.4 Ownership and Disclosure

Expressions of Interest received in response to this RFEI will be maintained by GBB and are matters of public record and subject to public inspection except as set forth in Section 1.7 herein.

Neither GBB nor its staff, agents, employees, representatives, consultants and advisors shall be responsible or liable in any manner for any losses that a submitter may suffer from the disclosure of information or materials to third parties or any other claims or damages resulting from this RFEI process. All Expressions of Interest (other than portions thereof subject to patent or copyright protection, if any) will become the property of GBB upon submission.

3.5 Conducting Investigations/Requesting Supplementary Information

GBB reserves the right to conduct investigations with respect to the qualifications, experience and representations of the submitter and any team members. Each submitter and any team member, through its request for and receipt of this RFEI and submission of an Expression of Interest, consents to such investigations.

3.6 Submittal Format

Any party submitting an Expression of Interest shall utilize the format as set forth below. The items listed below, and the designated locations thereof, shall be included in the Expression of Interest and in the order shown. Each section shall be clearly labeled, with pages numbered and separated by tabs as follows:

Tab 1 Cover Letter

Tab 1 shall contain a cover letter describing the organization and expressing the interest of the organization in meeting the needs and interests of the Guam Government and the Receiver relative to the Transfer Station operation as well as the hauling of the material from the Transfer Station to the Layon Landfill as expressed in Section 1 of this Request.

Tab 2 Contact Information Form and Organization Information Form

The submitting organization shall include a completed Contact Information Form and an Organization Information Form in this Tab 2. The Forms to be used are provided in Appendix A and Appendix B, respectively, of this RFEI.

Tab 3 Qualifications and Experience

Tab 3 shall contain qualifications and experience that document the organization's ability, capacity, skills, resources, and financial strength to provide the outcomes desired by the Guam Government and the Receiver. At a minimum, the following information is requested:

- Organizational structure
- Résumés of key personnel who would be involved in the project/business relationship
- Description of overall experience of the organization, including projects involving financing by the organization, permitting, ownership/operation, or other significant

- industrial development and environmental projects
- Description of other public-private partnerships of the organization and/or similar projects
- Description of experience with waste transport
- Description of organization's financial strength and creditworthiness (Include a copy of the financial statements for the last two fiscal years.)
- Description of any third-party arrangements, agreements, relationships, and/or other business transactions that the organization would request, require, or suggest

Tab 4 Description of Needs and Interests of the Organization

In Tab 4, the submitting organization is requested to describe its business philosophy, key interests, needs, and conditions in partnering with the SWMD and/or Receiver to meet the needs, interests, and goals as expressed in Section 1 of this Request. This description shall include financial and contractual needs; issues and constraints, if any, known or anticipated in a partnering/business arrangement with the Guam Government and/or Receiver; other parties who would be part of any business transaction and their expected needs and interests; and other relevant information, special features, and conditions that would be important for GBB to know and understand about the organization and the needs for a successful partnership and/or business arrangement for operation of the Transfer Station.

Specifically outline any essential contract provisions or binding assurances that would be required and describe the financing method and provide a description of how the financing will affect the initial or future operation of the Transfer Station and any other business terms that are essential to any proposal of your organization.

Tab 5 Facility Description, Location, and Contractor's Responsibilities

In Tab 5, the submitting organization will provide a map showing the location of the Transfer Station and its proximity to the SWMD offices located at the DPW Compound located at 542 N. Marine Corps Drive, Tamuning, Guam 96913. In addition, the submitting organization shall provide a copy of the permit with its response to this RFEI or present convincing evidence of its ability to construct and become properly permitted not later than March 2011. Such evidence should include:

- a) A copy of a pending application with the GEPA for a permit for a properly located Transfer Station; or
- b) Correspondence with the GEPA evidencing an intent to make such an application, together with an estimate of the time that will be required to secure the permit provided by GEPA;
- c) Ownership of sufficient land upon which a transfer station can be located that is within five (5) miles of the SWMD and is properly zoned for a Transfer Station;
- d) Access to sufficient funds or financing to construct the Transfer Station; and
- e) A commitment from a financial institution with a credit rating on its long-term debt in one of the three highest categories by a nationally recognized rating agency (e.g. Standard & Poor's rating of AAA, AA, or A) to issue a direct pay letter of credit payable to the SWMD in an amount not less than \$5,000,000 to compensate the SWMD for the additional cost it will incur should the permit not be issued or any other breach of contract that causes the contractor to fail to perform its responsibilities to operate a Transfer Station commencing by March 2011.
- f) Tab 5 must also enclose a commitment to handle the expected waste travelling through the Transfer Facility. The SWMD had no dependable working scale system at the Ordod Dump before June 1, 2009. During the first year of operation of the new

scales at the Ordot Dump, records show that the SWMD received 80,501 tons of MSW. This tonnage is generated from commercial, residential, SWMD Transfer Stations, the Mayors, and agencies of the Government of Guam as shown in Table 1.

Table 1: Actual MSW Tons

Waste Disposal at the Ordot Dump			
Actual Waste Disposal by Weight			
June 1, 2009 to May 29, 2010			
Class of Customer	Weekly Tons	Annual Tons	Percent Total
Commercial Customers	1,004	52,220	64.9%
Residential Customers	373	19,412	24.1%
Transfer Station	98	5,114	6.4%
Mayors	27	1,392	1.7%
Government of Guam	45	2,362	2.9%
Total	1,548	80,501	100%

Table 2 presents the average amount of annual waste that can reasonably be expected in Guam over the period 2012 to 2020. The trends that support these estimates are from NAVFAC's most recent data and include a 2 percent average annual growth estimate in Guam's non-military waste. The only modification made in NAVFAC estimates is a cap on the amount of on-base military waste that will be recycled or otherwise diverted. NAVFAC estimates recycling and diversion at 10 percent of waste in 2010, with an estimated increase of 10 percent per year up to a maximum of 50 percent by 2015. While these more aggressive goals may be achieved, we believe an estimate of 20 percent diversion is more reasonable for the period.

Table 2: Projected Guam Waste Stream

Estimated Average Annual Guam Waste Stream 2012 to 2020 (excluding recycled materials)		
Source of Waste	Tons	Percent
Military*	38,227	27.4%
Commercial Customers	65,618	47.0%
Residential Customers	24,477	17.5%
Transfer Station	6,461	4.6%
Mayors	1,766	1.3%
Government of Guam	3,182	2.3%
Total	139,732	100.0%

*Based on estimates provided by NAVFAC.

The Transfer Facility should be constructed in a manner to process up to 600 tons a day.

Tab 5 shall detail the Contractor's commitment as follows:

- The Contractor shall meet all applicable rules, regulations, zoning, permitting, registration and licensing requirements, whether local, state or federal and to determine the applicability of any rule, regulation or other requirement.
- It shall be the Contractor's responsibility to provide all onsite and offsite equipment, labor, and necessary supplies to perform under this contract.
- It shall be the Contractor's responsibility to conform to the SWMD scheduled work week, holidays and other appropriate rules and regulations.
- The Contractor shall acquire all necessary federal, state, and local licenses and permits prior to starting work under contract. Fees are the responsibility of the Contractor.
- The Contractor shall meet all safety regulations as set forth by the Territory of Guam and the Federal Department of Transportation.
- At a minimum, for receipt of solid waste, the Contractor shall maintain the same hours of service as that of SWMD, i.e., as early as 5:00 a.m. to as late as 5:00 p.m., Monday through Saturday. Email address and a fax machine is required for Contractor to receive written instructions and notices. The Contractor(s) will be required to follow the specific holiday schedule of SWMD as it applies to the landfill activity.
- The Transfer Facility will be constructed in a manner so that three sides of the facility are fully enclosed with the tipping area positioned away from prevailing winds; the facility will have an odor control system; the facility will provide scales for the Transfer Trailers while in the loading bays so that trailer weights can be determined

while loading the trailer. The ingress and egress of the facility will be such to allow for a safe traffic flow with space for queuing of trucks and a separate area for the inventory of transfer trailers.

- The Contractor will maximize the diversion of post-consumer material for beneficial use, divert banned material from the tipping floor before it is placed in the transfer trailer, note and report customers who drop off banned material or material otherwise unacceptable to the final disposal site.

Section 4 Review of Expressions of Interest

4.1 Review

Expressions of Interest received by GBB in response to this RFEI will be reviewed by GBB. It is anticipated that upon review of Expressions of Interest by GBB, certain questions and/or need for clarification of certain information or statements in such Expressions of Interest may be noted, in which case, GBB may issue letters to such submitters requesting additional information to answer questions and/or provide clarifications.

4.2 Interviews

GBB may elect to interview parties submitting Expressions of Interest in response to this RFEI. Interviews, if any, may be conducted face to face, or they may be held via telephone conference call. However, GBB reserves, in its sole discretion, the right to interview only certain parties or to interview all parties submitting Expressions of Interest.

Appendices

- A. Contact Information Form
- B. Organization Information Form

**APPENDIX A
REQUEST FOR EXPRESSIONS OF INTEREST
TRANSFER STATION OPERATION AND HAULING OF MSW FROM TRANSFER
STATION TO THE LAYON LANDFILL**

Contact Information Form

Name: _____

Title: _____

(2nd) Name: _____
(optional)

Title: _____
(optional)

Company: _____

Address: _____

Telephone Number: _____

Fax Number: _____

E-mail (1st): _____

E-mail (2nd): _____

I/we prefer to be contacted by: *(circle one)* U.S. mail, telephone, fax, e-mail.

I/we prefer correspondence to be sent by: *(circle one)* fax, e-mail.

Please mail or e-mail completed form to:

Linda Ibanez
Solid Waste Management Division
2nd Floor
Department of Public Works
542 N. Marine Corps Drive
Tamuning, Guam 96913
Phone: 671-646-3111
Email: Lindaibanez@gmail.com
Fax: 671-649-3777

APPENDIX B

**REQUEST FOR EXPRESSIONS OF INTEREST
TRANSFER STATION OPERATION AND HAULING OF MSW FROM TRANSFER
STATION TO THE LAYON LANDFILL**

ORGANIZATION INFORMATION FORM

A. General Information

Organization Name:

Address: _____

Telephone: _____ Fax: _____

E-Mail: _____

Contact: _____

Type of organization (corporation, joint venture, partnership, individual):

If a corporation, list the names of all officers, directors, and shareholders possessing five percent or more of outstanding stock in the corporation. If a partnership, list the names of all general and limited partners. Attach additional sheets as necessary.

**ORGANIZATION INFORMATION FORM
(Continued)**

B. Business Information

1. Describe the nature of your current business:

2. State the length of time you have been in that business under your present name:

3. With what other lines of business are you directly or indirectly affiliated?

4. Have you ever failed to complete any contract awarded to you?

If so, where and why?

5. Has any officer or partner of your organization ever been an officer or partner of some other organization that failed to complete a contract?

If so, state name of individual, other organization, reason therefore, and bonding company:

**ORGANIZATION INFORMATION FORM
(Continued)**

6. With what individuals or entities have you been associated as partner or otherwise during the past five years? Attach additional sheets as necessary.

7. Have you, your partners, members, joint venturers, parent corporation, or subsidiaries been a party to any lawsuits, including any current investigations, indictments, or pending litigation, within the last five years? If so, list these lawsuits. Attach additional sheets as necessary.

8. Has any Facility that you operated been the subject of administrative or judicial action for alleged violation of environmental or public health laws or regulations? If so, state the details and disposition. Attach additional sheets as necessary.

**ORGANIZATION INFORMATION FORM
(Continued)**

9. List any and all actions occurring within the last five (5) years which have resulted in revocation or suspension of any permit or authority to do business in any federal, state or local jurisdiction, recorded by Submitter, any officer or director thereof or any affiliate or related company.

10. List any and all actions occurring in the past five years that have resulted in the barring from public bidding recorded by Submitter, any officer or director thereof or any affiliate or related company.

11. List any bankruptcy proceedings in the past five years recorded by Submitter, any affiliate or related company.

**ORGANIZATION INFORMATION FORM
(Continued)**

C. Main Office and Place of Performance

Following is the name and location of (1) the main office and (2) place of business where the services will be performed.

Main Office:

Name of Company

Street Address

City, State, and Zip Code

Place of Business where services will be performed if different than Main Office:

Street Address

City, State, and Zip Code

The undersigned hereby declares that this Expression of Interest is made in good faith without fraud or collusion with any person or persons submitting an Expression of Interest on same RFEI and that the statements, representations, and information contained in this Expression of Interest, including this Organization Information Form, are accurate and truthful.

Signature of person duly authorized to sign Expression of Interest on behalf of the Submitter.

Authorized Signature

Title

Date