

Public Meeting Notes and Procedures



Notification of Recording

- This public meeting will be recorded. The Massachusetts Department of Transportation (MassDOT) may choose to retain and distribute the video, images, audio, and/or chat transcript.
- All parts of this hearing are considered public record.
- By continuing attendance with this public meeting, you are consenting to participate in a recorded event.
- If you are not comfortable being recorded, you may choose to excuse yourself from the meeting.
- Public comment is to be made in-person, with electronic, regular mail, and voicemail comments accepted a minimum of 48 hours in advance.

Slides for Informational Purposes Only

- These slides are for informational purposes only and do not modify, supersede, or otherwise alter the terms of the draft RFP or contract forms.

**All questions and comments are welcomed and appreciated;
however, we do request that you refrain from any disrespectful comments.**

MassDOT Service Plazas Procurement Request for Proposals (“RFP”)

Instructions to Proposers

August 24, 2026

What to Expect from Today's Meeting



- 1. Chairman Sullivan presides over today's meeting**
- 2. Public comment. We expect to spend approximately 45 minutes on hearing public comments.**
- 3. MassDOT will take approximately 45 minutes to present content and introduce the P3 Statute Checklist**
- 4. Commission members will ask questions throughout the meeting**
 - We will strive to answer your questions throughout the presentation
 - Should a topic require more time, we will document and return to the topic at start of Open Discussion
 - Please address comments and questions to Chairman Sullivan

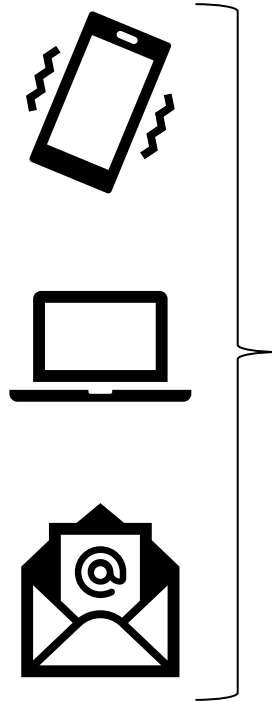
P3 Commission: Communication Protocols



We remind Commission Members to follow the protocols below:

- Do not communicate with anyone regarding this RFP or the procurement process other than MassDOT's designated points of contact, Meghan Haggerty or Owen Kane, prior to issuance of the RFP, and throughout the procurement.
- Do not communicate with any potential proposer, industry representative, lobbyist, or other interested parties regarding this RFP or the procurement process.

P3 Commission: Communication Protocols



Please be sure to utilize your **MassDOT-issued devices and e-mail address** for all communications related to the Commission or RFP

Who do I contact on matters related to this project?

For any questions, please contact **Meghan Haggerty** or **Owen Kane** via your contact information sheet

Today's Agenda



= Satisfies P3 criteria



= Requested by OIG

Public Comment at 9:10 a.m.

Introduction to Service Plazas Procurement

Review of P3 Statute

How to Use the P3 Checklist for the RFP

Service Plazas Procurement: Three Separate RFPs

Instructions to Proposers

- Submittal Requirements
- Evaluation Process and Criteria
- Additional Information

Highlighted Differences from Prior Procurement

Using the P3 Checklist to Review the RFP

Open Discussion

Public Comment

Introduction to Service Plazas Procurement

MassDOT's Procurement Goals for Service Plazas



Issue a strong and competitive RFP that has been approved by the P3 Commission



Attract qualified bidders to ensure a competitive process



Conduct a P3 Procurement through a fair and transparent process



Ensure a high-quality experience for the travelling public



Enhance truck parking and truck facilities



Reflect the unique regions of the Commonwealth and highlight and support local industries

MassDOT's Procurement Goals for Service Plazas



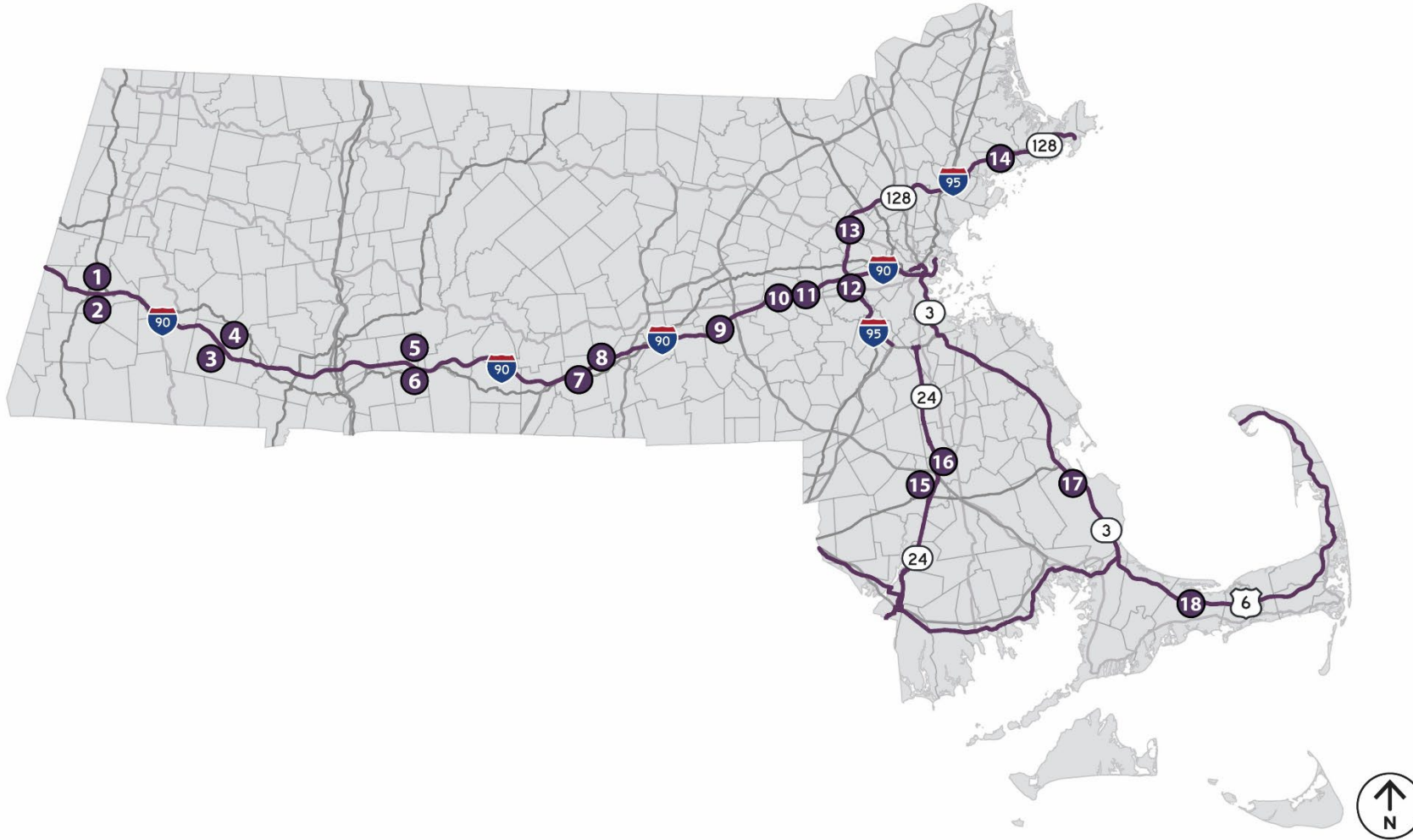
MassDOT's goal is to attract competitive Proposals to design, build, finance, redevelop, operate, and maintain the Commonwealth's Service Plazas.

Throughout the 35-year leases, Concessionaire(s) will operate and maintain the Service Plazas in a high-quality, innovative, safe, and clean manner while paying operational rent to MassDOT.

The RFP and contract documents are structured to accommodate multiple financing approaches:

- including but not limited to corporate finance and project finance
- optimizing the pool of potential qualified proposers

MassDOT Service Plazas at a Glance

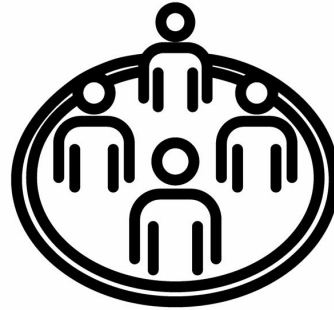


- 18 Plaza sites statewide
- Service 15.5 Million Passenger Cars and 2.3 Million Trucks Annually
- Substantial Capital Investment Needed
- Last renovated in 2000
- Leases expire June 30, 2027

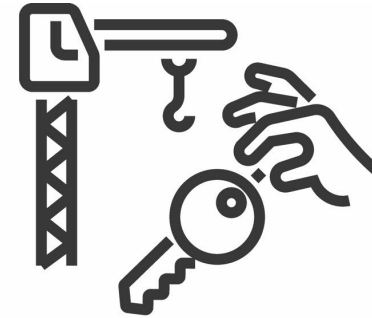
Why a P3 Procurement?



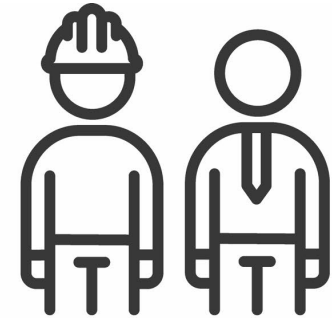
A design, build, finance, operate and maintain procurement (DBFOM) is authorized under the P3 Statute (M.G.L. c. 6C sec. 73).



A single procurement vehicle to contract with a Concessionaire(s) who will then subcontract with engineers, architects, and contractors.

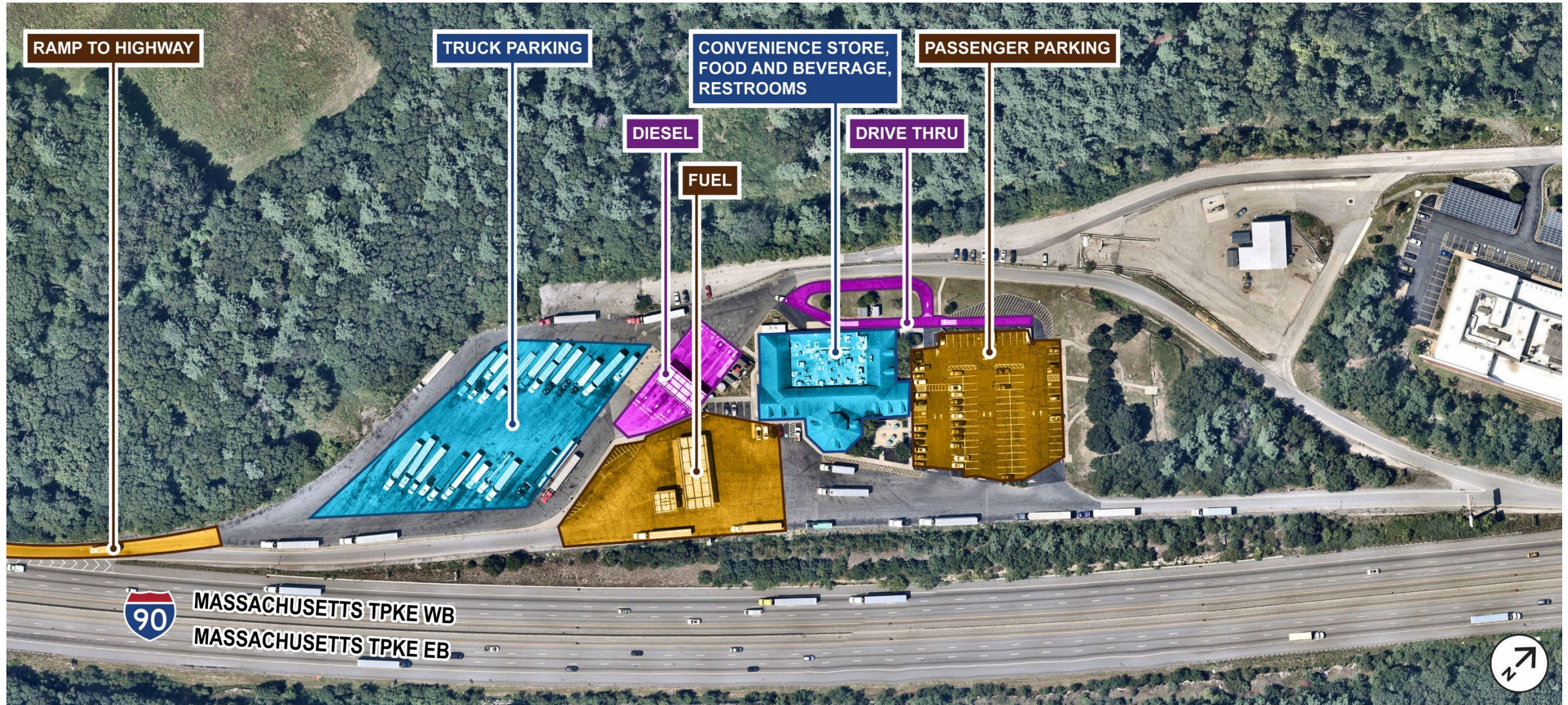


This is a unique project: MassDOT does not do vertical construction projects with a concession lease.



The P3 Statute enables MassDOT to contract directly with a Concessionaire(s) for construction and management of the service plazas.

What is a Service Plaza?



Review of the P3 Statute

Purpose of the P3 Commission



The P3 Statute:

- Creates the P3 Commission to review and approve a draft RFP prior to issuance.
- Identifies specific criteria the RFP must meet for the Commission to approve the RFP documents.
- Details a review timeline with required deliverables, including:
 - ***An initial written response to the RFP within 15 days of receipt of the RFP.***
 - ***A written report submitted to various legislative bodies within 30 days after the Commission votes to approve the RFP.***
 - ***Granting the Office of the Inspector General and the Attorney General 30 days to review the RFP and notify Commission of any material objections.***
- Mandates that MassDOT staff assist the P3 Commission.

Guidance Manual for P3 Commission



MassDOT created a guidance manual for the P3 Commission to aid the Commission in its review process. It includes tools such as:

- Review process flowchart
- Checklists cross-referencing the RFP and Lease with applicable sections of the P3 statute
- Sample approval resolution
- Template for final written report



How to Use the P3 Checklist for the RFP

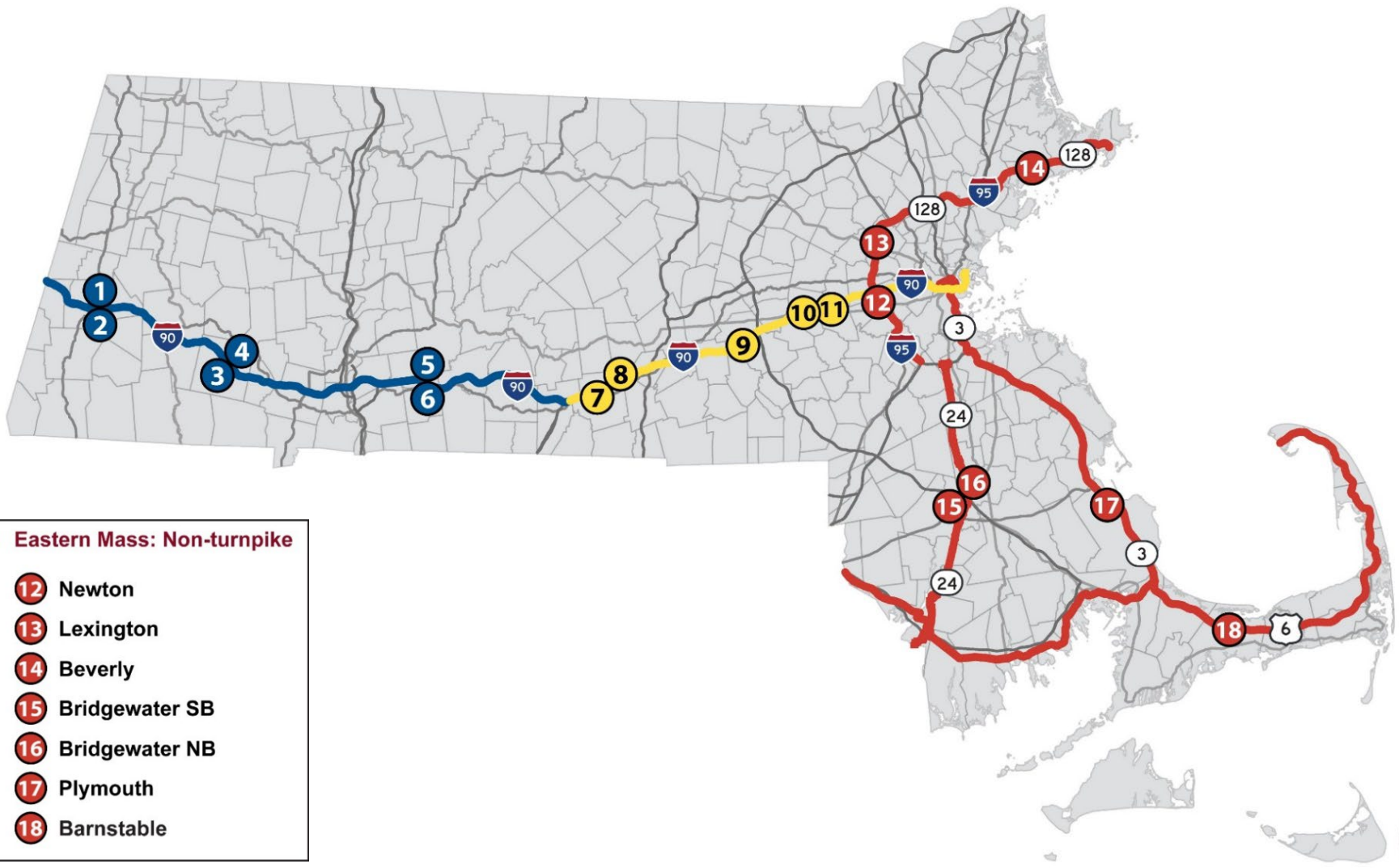
Placeholder



PLACEHOLDER FOR OVERHEAD PROJECTOR OF CHECKLIST

Service Plazas Procurement: Three Separate RFPs

Three Separate RFPs: Geographic Groupings



Western Mass: Turnpike	Central Mass: Turnpike	Eastern Mass: Non-turnpike
1 Lee WB	7 Charlton EB	12 Newton
2 Lee EB	8 Charlton WB	13 Lexington
3 Blandford WB	9 Westborough	14 Beverly
4 Blandford EB	10 Framingham	15 Bridgewater SB
5 Ludlow WB	11 Natick	16 Bridgewater NB
6 Ludlow EB		17 Plymouth
		18 Barnstable

Service Plaza Grouping Differences



Western Mass: Turnpike			
	EV	Fuel	EZPass
Lee WB	✓	✓	
Lee EB	✓	✓	✓
Blandford WB		✓	
Blandford EB		✓	
Ludlow WB		✓	✓
Ludlow EB		✓	

Central Mass: Turnpike				
	EV	Fuel	EZPass	RMV
Charlton EB	✓	✓		
Charlton WB	✓	✓		
Westborough		✓		
Framingham	✓	✓		
Natick	✓	✓	✓	✓

Eastern Mass: Non-Turnpike		
	EV	Fuel
Newton	✓	✓
Lexington	✓	✓
Beverly		✓
Bridgewater SB	✓	✓
Bridgewater NB	✓	✓
Plymouth	✓	
Barnstable	✓	✓

- All locations offer food amenities
- All locations except Plymouth offer fuel
- Several locations offer EV charging
- E-Z Pass Customer Service Center at Lee EB, Ludlow WB, and Natick
- RMV Customer Service Center at Natick

MassDOT's Request for Proposals ("RFP") includes:

- ITP** **Instructions to Proposers (ITP) – Explains what MassDOT is looking for from Proposers and specifics of how to submit complete proposals. Includes a thorough explanation of evaluation criteria and evaluation process for selection.**
- TA** Transition Agreement – Governs period between Commercial Close with the new Concessionaire (following Board approval of Selected Proposer) and Lease Commencement. It identifies obligations the Selected Proposer must meet to achieve Financial Close.
- LEASE** Lease and Concessions Agreement – 35-year Lease with a 10-year renewal option that sets forth the contractual relationship between MassDOT and the selected Concessionaire(s).

Instructions to Proposers



Procurement Process – Schedule Highlights



- **August 21, 2026:** MassDOT will provide the RFP and associated documents to the P3 Commission, Office of Inspector General, and Attorney General's Office.
- **August 24 and August 25, 2026:** The P3 Commission is scheduled to meet and may call additional meetings to continue their review and discussions.
- **P3 Commission Vote:** Following the P3 Commission's vote to approve the RFP, MassDOT will issue the RFP and Request for Letters of Interest. MassDOT expects the technical and financial proposals to be due approximately 6 months later.
- **1:1 Meetings:** MassDOT will conduct at least two one-on-one meetings with each Proposer.
- **Q&A Period:** Proposers may submit questions to MassDOT and MassDOT will provide written answers. MassDOT may also revise the RFP by issuing addenda on COMMBUYS. Any material changes to the RFP will be resubmitted to the P3 Commission for approval.



Submittal Requirements – Financial Proposal



The Financial Proposal includes four (4) key elements:

Minimum Annual Guaranteed (MAG) Rent:

A binding MAG rent number payable to MassDOT for the life of the Lease

Revenue Share Rent (together with MAG Rent called "Operational Rent"):

A binding Revenue Share Rent payable to MassDOT for the life of the Lease.

Minimum Capital Investment

A binding minimum Capital Investment commitment for the redevelopment of the Service Plazas

Financing Plan

The Proposer's sources of funding (e.g., equity, debt, or any other sources of capital), the overall financing structure, and the Proposer's approach to achieving Financial Close

MassDOT will protect confidential/proprietary information submitted by the Proposer as required by applicable law.



Submittal Requirements – Technical Proposal

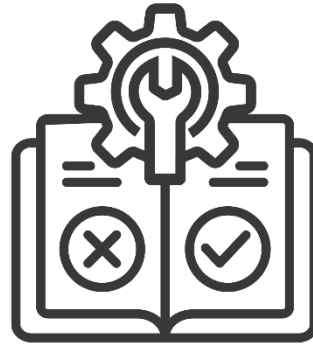


The Technical Proposal includes 3 key elements:



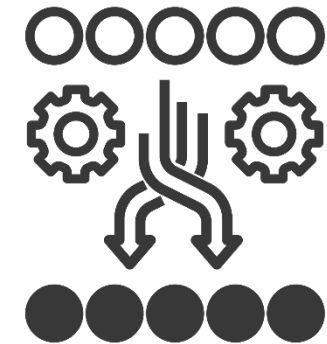
TEAM EXPERIENCE:

Experience, performance, structure and capacity. Independent peer reviewer required.



THE PLAZA OPERATIONS AND MAINTENANCE PLAN:

Operating standards, quality assurance and quality control plans, safety and security plans, local vendor plans, operational plans, and environmental plans.



THE INITIAL PLAZA REDEVELOPMENT PLAN:

The Proposer's plans to redevelop each service plaza in a grouping in accordance with minimum requirements set by MassDOT.

MassDOT will protect confidential/proprietary information submitted by the Proposer as required by applicable law.



Technical Proposals – Base Technical Concepts and Alternative Technical Concepts



BTC MassDOT developed Base Technical Concepts (BTCs) at 5–10% design for initial redevelopment for each plaza (both the site and building) consistent with existing MassDOT standards and state building code.

- Based on extensive site and facility surveys
- MassDOT used Licensed Site Professionals (LSPs) to provide expertise on contamination and building evaluation.

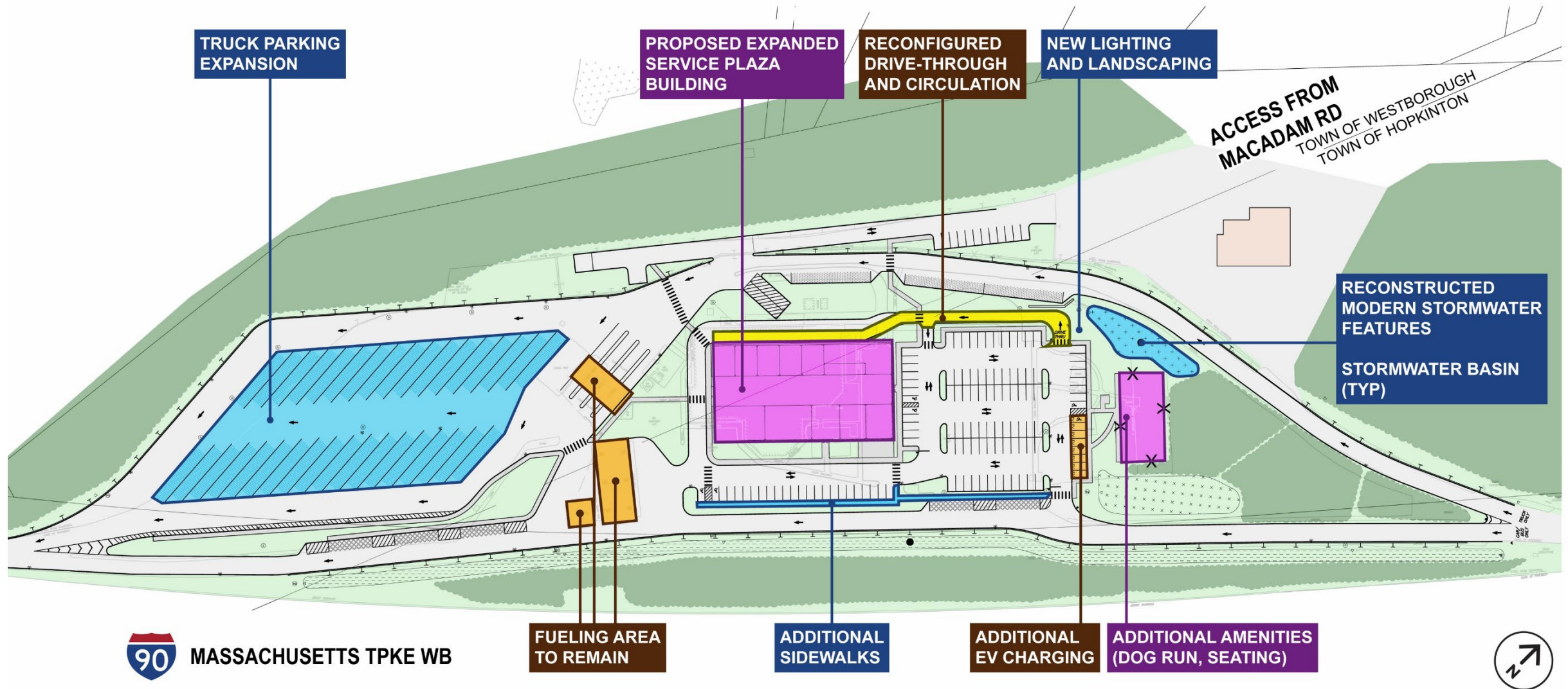
ATC Proposers are encouraged to submit Alternative Technical Concepts (ATCs) for alternative improvements to plazas.

- Equal to or better than BTC
- Examples: Potential for expanded footprint, additional plaza amenities and substitutions

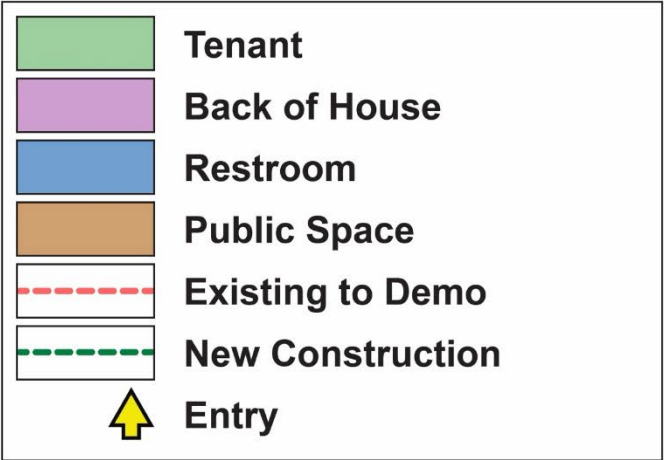
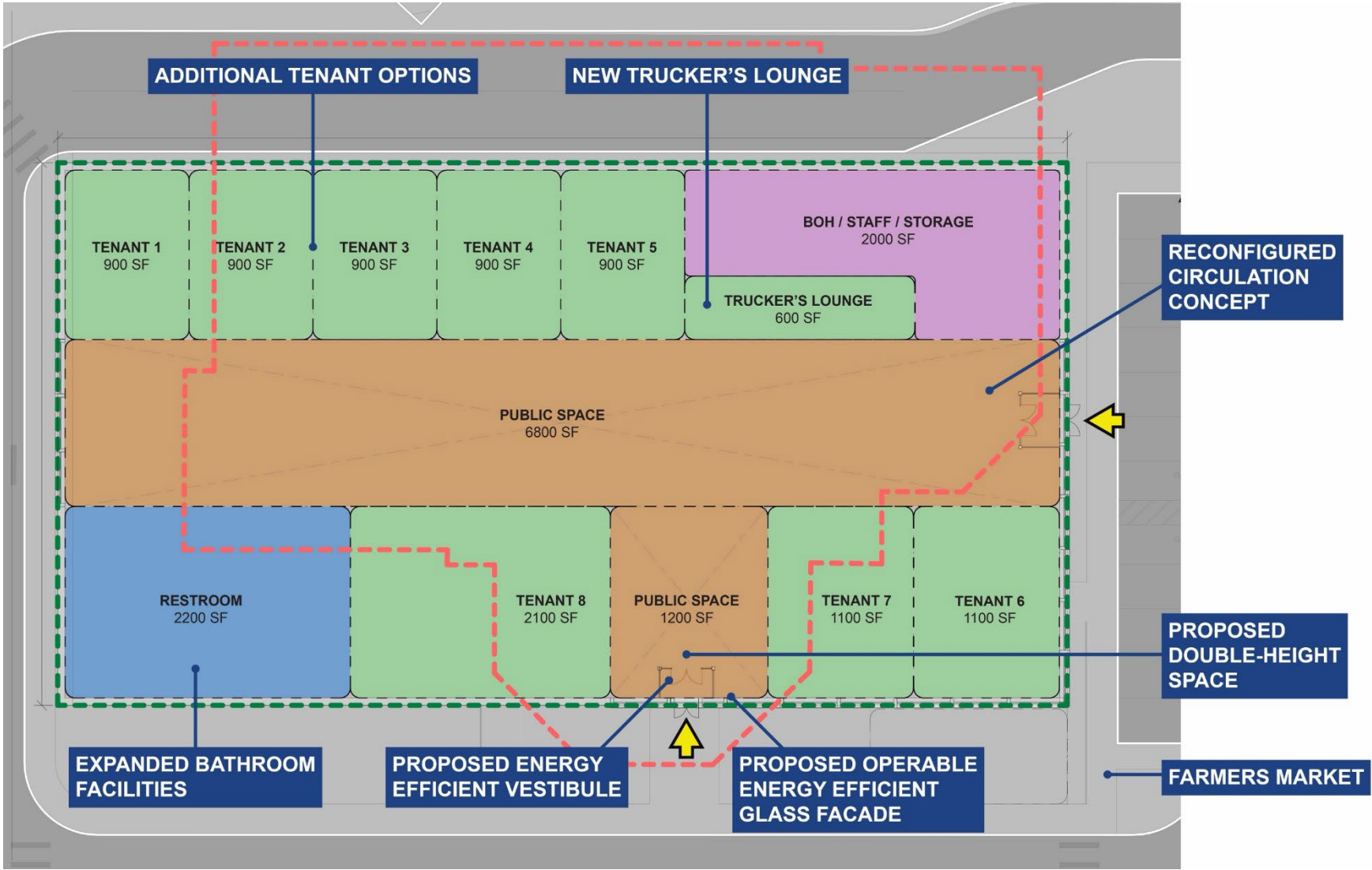
The BTC/ATC process is a well-vetted process MassDOT uses in its design build procurements. MassDOT adapted this process to meet the needs of this P3 procurement.



BTC Example – Westborough WB (Central RFP)



BTC Example – Westborough WB (Central RFP)



GENERAL:

- DEMO EXISTING STRUCTURE AS REQUIRED FOR NEW GROUND UP CONSTRUCTION
- ENERGY EFFICIENT BUILDING
- EXPANDED OUTDOOR SEATING



Proposal Security & BAFO Process



- All Proposers are required to provide Proposal Security at the time of submission in the following amounts:
 - **\$1,000,000** for the Eastern Grouping
 - **\$1,000,000** for the Western Grouping
 - **\$2,000,000** for the Central Grouping
- Proposal Security goes to MassDOT if Selected Bidder doesn't reach Commercial Close (Commercial Close means the Selected Bidder executes the Transition Agreement and the Lease).
- Proposal Security is returned to Proposers not selected for Award.
- **Best and Final Offer (BAFO) Process** – MassDOT reserves the right to conduct a BAFO process with Proposers "reasonably susceptible of being selected for award."



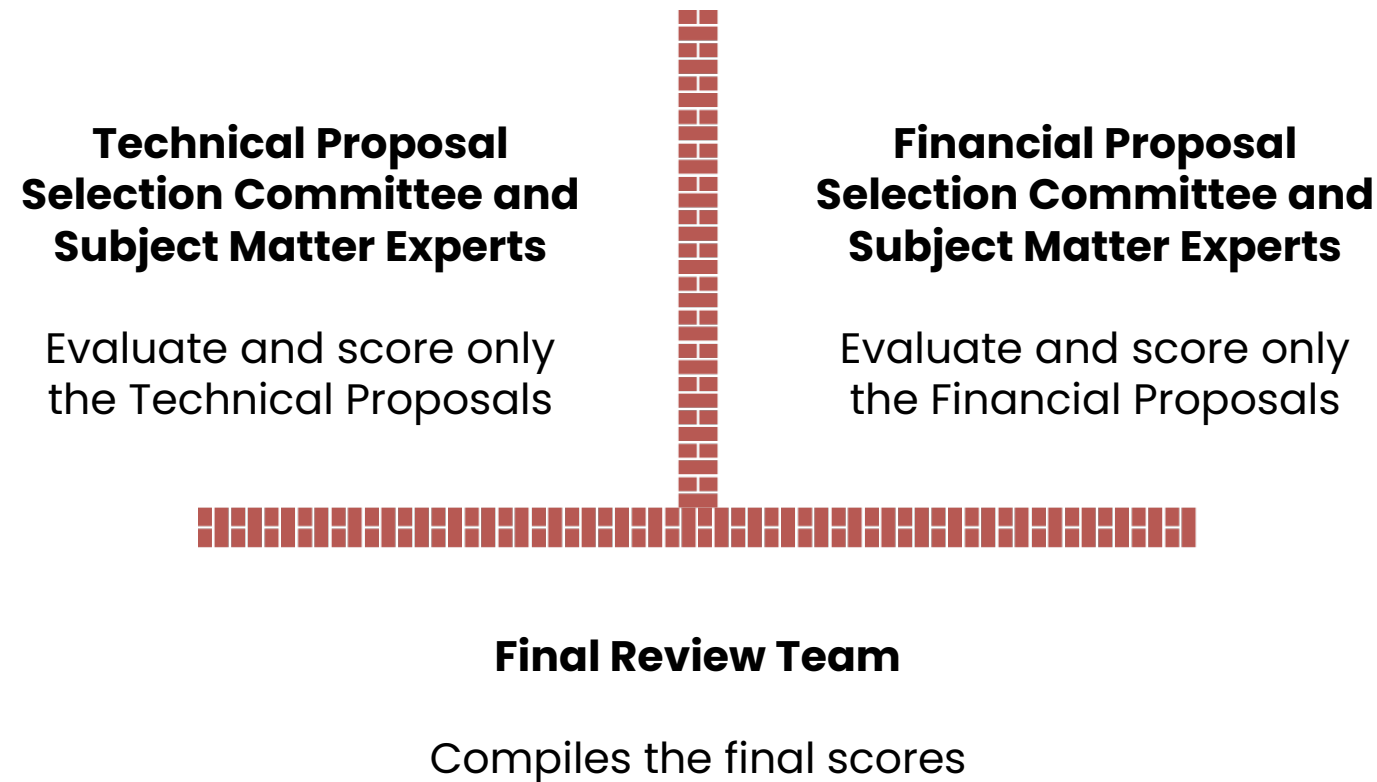
Instructions to Proposers Evaluation Process and Criteria



Proposal Evaluation Process



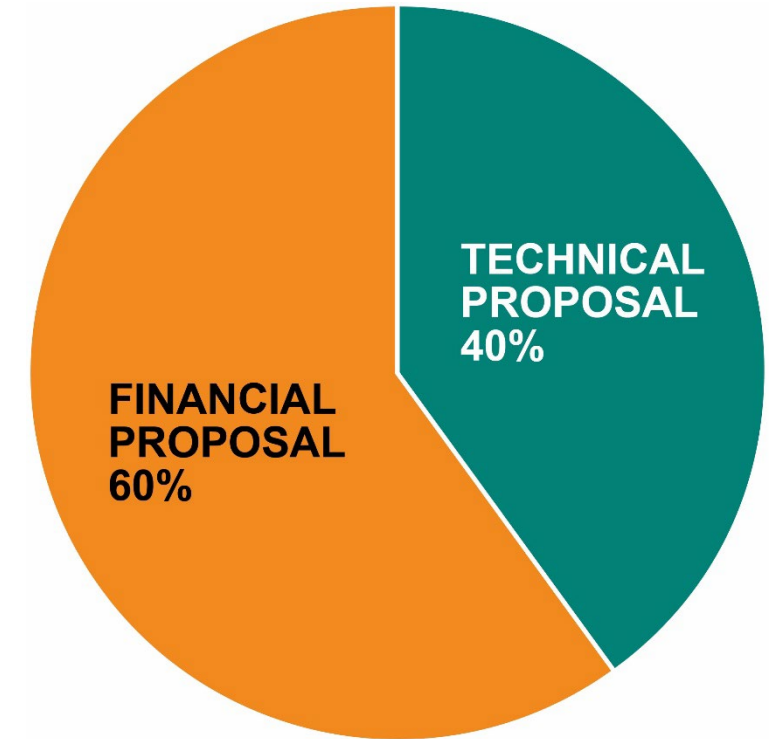
MassDOT will have two independent review teams reviewing proposals and an additional Final Review Team which compiles the final scores, with no communication or overlap at any point during the process. The contents of all proposals will be kept confidential throughout the evaluation process.



Proposal Evaluation Criteria: Most Advantageous



Proposal Evaluation Criteria	Weighting
Pass/Fail Evaluation Criteria	
Responsiveness	P/F
Legal/Administrative	P/F
Financial Capacity	P/F
Qualitative Evaluation Criteria	
Technical Proposal	40%
Team Experience, Performance, Structure, and Capacity	12%
Plaza Operations and Maintenance Plan	14%
Initial Plaza Redevelopment Plan	14%
Financial Proposal	60%
Minimum Annual Guaranteed Rent (MAG)	30%
Revenue Share Rent	10%
Capital Investment	10%
Financing Plan	10%

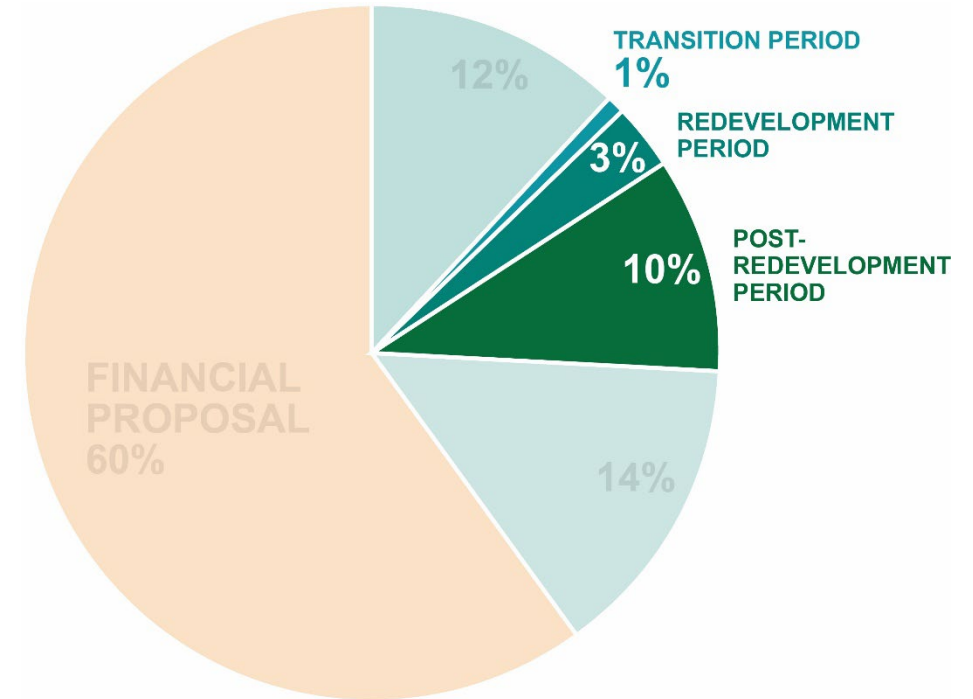


Weighted Sub-criteria



Example: Plaza Operations and Maintenance Plan Sub-criteria

- (A) Transition Period (1%): Demonstrating a plan to transition from existing Service Plaza operators to Selected Proposer with a minimization of disruption to any public services;
- (B) Redevelopment Period (3%): Demonstrating a plan for Operations and Maintenance during the Redevelopment Period which minimizes disruption to any public services, including keeping the Designated Local Retail Area available through temporary or relocated arrangements during Redevelopment Work; and
- (C) Post-Redevelopment Period (10%): Demonstrating a plan for Operations and Maintenance after the Redevelopment Period including supporting local industries and providing enhanced services such as truck parking and facilities, and Proposer's approach to meet or exceed Operations and Maintenance Performance Standards.



Instructions to Proposers

Additional Information

Post-award: Provisions for Unsuccessful Proposers



Debriefings

- Made available to Proposers not selected for award
- ITP sets forth specific guidelines for the scope of any debriefs

Stipends

- A \$500,000 stipend will be awarded to all Proposers who score at least a 50% on their technical proposal (and otherwise comply with timely and complete submittal requirements)

Public Inspection of Proposals

- MassDOT will prepare a register of proposals which will be open for public inspection after contract award.



Procurement Process: Proposer Rules of Contact



Non-Collusion

All Proposers must sign an Affidavit of Non-Collusion

Personal Conflicts of Interest

All Proposers must:

- Comply with the Conflict of Interest Law
- Avoid conduct which creates an actual or apparent conflict of interest for Board members, officers or representatives of MassDOT
- Avoid any conduct which might result in a Board member, officer, employee or representatives failing to comply with the Conflict of Interest Law. Noncompliance with the Conflict of Interest Law may result in disqualification

Organizational Conflicts of Interest

Proposer must disclose its team's real and potential organizational conflicts of interest. If MassDOT determines that a potential or real organizational conflict of interest cannot be mitigated, the firm that is implicated cannot participate in this procurement.

Selection Committee members must sign Conflict of Interest forms that disclose real and apparent conflicts of interest.



Highlighted Differences from Prior Procurement

Highlighted Differences from Prior Procurement



	Prior Procurement	Current Procurement
P3 Commission Review and Approval of RFP:	●	●
Office of the Inspector General Review and Approval of RFP:	●	OIG to review Lease and Transition Agreement and Notify P3 Commission of any Objections
Attorney General's Office Review and Approval of RFP:	●	AGO to review Lease and Transition Agreement and Notify P3 Commission of any Objections
Single/Multiple RFPs:	Single RFP for all 18 plazas	Separate RFPs for three service plaza groupings
Base Technical Concept:	●	●
Development Schedule:	Non-binding	Binding
Development Plans:	Non-binding	Binding at 25% design
Operational Rent:	Binding during pre-development phase	Binding for the life of the Lease
Minimum Binding CapEx Commitment:	●	●
Weighted Sub-criteria:	●	●
Evaluation Committee(s):	Single evaluation committee reviewed financial and technical proposals	Separate technical and financial evaluation committees. Additional Final Review Team to compile scores.

● = Not Included

● = Included

Using the P3 Checklist to Review the RFP

PLACEHOLDER FOR OVERHEAD PROJECTOR OF CHECKLIST

Open Discussion