



**Reply to the Attention of** Joan M. Young  
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**Our File No.** 1004241-220846  
**Date** December 30, 2016

Valleyview Project Board  
c/o Partnerships BC  
900 – 1285 West Pender Street  
Vancouver, BC V6E 4B1

Attention: Project Board

Dear Sirs/Mesdames:

**Re: Final Fairness Report for the Valleyview Project  
Procurement**

I was retained to provide fairness advisory services for the above mentioned project on February 15, 2016.

My engagement covers the procurement process from the issuance of the Request for Qualifications (RFQ) to the conclusion of procurement with the selection of the Preferred Proponent. I provided an earlier report on the RFQ process. This final report covers the RFP stage of the procurement.

The terms of engagement stated that as Fairness Advisor, I was asked to do the following:

- Act as an independent observer with respect to the fairness of the implementation of the Project's procurement processes;
- Provide advice to the Project Team on matters of fairness;
- Be available to proponents to answer queries relating to fairness; and
- Provide formal written reports at specific points during the procurement process as described.

At each stage of the procurement process covered by my engagement, I undertook selected review activities in order to meet the terms of my review. These included:

- (a) Review standards for handling of documents, security of documents, procedures for clarifying or rectifying errors by the owner and/or respondents/proponents;

- (b) Conduct a review of all documentation issued by the Valleyview Project team to proponents including all procurement documents and addenda;
- (c) Ascertain whether each proponent was provided with access to the same information as other proponents for the purposes of responding to the various procurement stages;
- (d) Ascertain whether Evaluation Criteria were established in advance of evaluations being undertaken;
- (e) Ensure that adequate measures for avoidance of conflict of interest, unfair advantage and confidentiality were established in the procurement process as well as procedures for resolving issues which may arise during the procurement process;
- (f) Obtain information regarding rulings made by the Relationship Review Committee and Conflict of Interest Adjudicator;
- (g) Review the Evaluation criteria proposed for the various stages of the procurement to determine that they were reasonably and rationally connected to the stated Project objectives;
- (h) Review responses, as necessary, submitted by respondents to ensure an adequate familiarity with the terms of the responses in order to undertake the Fairness Review;
- (i) Review procedures to ensure that appropriate records regarding verbal and written contact with respondents/proponents were prepared and retained; and
- (j) Attend select meetings of the Evaluation Committee and/or any subcommittees.

My review was conducted within the framework for review set out above and I am satisfied that appropriate processes were implemented by the owner to ensure a fair competitive process for all proponents.

In addition to the above, my activities of the Fairness Advisor included:

- Observing and/or monitoring that consideration, communications, and responses undertaken during the Project RFP process were undertaken in accordance with the RFP terms;
- Observing and/or monitoring bilateral discussions and meetings;
- Observing and/or monitoring the Project RFP evaluation process; and

- Observing and/or monitoring relevant (as determined by the Fairness Advisor) meetings where proponent comparisons are made and criteria, weighting and rating systems are applied.

I attended the project kick-off meeting with all proponents, and I attended (except in one case, my delegate) all of the collaborative meetings between the three proponents and the project team. I also attended a joint site visit with the proponents.

The RFP was amended from time to time, and I was satisfied that the amendments were in accordance with the terms of the RFP and were legitimate and appropriate amendments.

Prior to the closing there were various matters for which I was formally consulted and/or my advice was sought by the Project Director and/or the Evaluation Committee. I am satisfied with the manner in which these specific matters were addressed. During the course of the RFP process, no Proponent contacted me with any fairness issues.

In advance of the evaluation process, I met with members of various Evaluation Teams, the First Nations Advisors and the Evaluation Committee. An evaluation manual was developed and training was provided to the various advisors and evaluators participating in the process. All three proponents submitted their technical proposals on time and in accordance with the submission requirements. A high level compliance review was performed and all three passed the initial mandatory submission requirements. The technical review was extensive over a period of several weeks and significant discussion and review by the members of the teams and Evaluation Committee was undertaken. I attended the entirety of the Evaluation Committee meetings for the technical evaluation, as well as significant portion of the earlier Technical Team advisors' meetings. I was satisfied with this process, including the decision of the Evaluation Committee to disqualify one proponent from further consideration under the RFP.

Two proponents were invited to submit financial proposals, and both did so on time and in accordance with the submission requirements. The Evaluation Committee recommended a preferred proponent and the recommendation was in accordance with the terms of the RFP selection process.

My role as Fairness Advisor was not to validate the Evaluation Committee's recommendation of the preferred proponent, but rather to provide oversight and assurances regarding the processes applied in making the recommendations. I met these responsibilities by undertaking the steps I felt were most appropriate to meet my mandate.

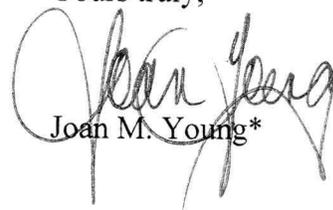
I found the RFP process was conducted in a fair manner in accordance with the procedures established for the RFP stage. I am satisfied that:

- The Valleyview Project team members, and their advisors, followed the procedures and fairly applied the evaluation criteria specified in the procurement documents; and

- Where judgment and interpretation were allowed or required, the Project Team exercised reasonable judgment and made interpretations in a fair and impartial manner.

I am satisfied that I was provided with the appropriate access and information to render this fairness opinion. I confirm that I have fulfilled the terms of my engagement based on the activities described to you above.

Yours truly,



Joan M. Young\*

JMY/

\*Law Corporation