



**REQUEST FOR LETTERS OF INTEREST
TO PERFORM PROFESSIONAL SERVICES**

PROJECT NO. 71-17-04

Bridge Deck Replacements

River Road (Township Road 126) over the Ohio Turnpike at MP 120.0,
Wikel Road (Township Road 127) over the Ohio Turnpike at MP 121.9,
Chapin Road (Township Road 131) over the Ohio Turnpike at MP 123.1,
Savannah-Vermilion Road (State Route 60) over the Ohio Turnpike at MP 131.6, and
Gifford Road (Township Road 46) over the Ohio Turnpike at MP 135.4
in Erie and Lorain Counties

The Ohio Turnpike and Infrastructure Commission (“Commission”) issues this Request for Letters of Interest (“LOIs”) to perform the professional engineering services that are necessary to investigate the five (5) bridges specified above and prepare an engineering report summarizing all deficiencies and repair recommendations, to prepare Construction Documents for the work, and to perform subsequent construction administration and inspection services. The Draft Scope of Services attached as Exhibit A provides a more detailed description of the services.

Consultants interested in obtaining a current draft of the RFP may request the draft through the means described below for making inquiries. Interested firms may also submit specific questions regarding the RFP and/or the LOI requirements through the process described below.

Those interested in responding to the RFP must have a completed “Request For Qualifications” (“RFQ”) package for calendar years 2017-2018 on file with the Commission to be considered as a potential respondent to the RFP. Any firm that has not already submitted a Qualifications Statement may obtain the RFQ through the inquiry process and submit its Qualifications simultaneously with its LOI.

LOIs shall serve to provide information necessary evaluate the respondents’ qualifications to perform the services required for this specific project. (See page 2 for further details on content of the LOI). The significant dates related to the Commission’s selection of the consultant to perform the required services are currently established as follows:

- April 4, 2017 at 5:00 PM** (Eastern) – Letters of Interest due
- April 18, 2017** – Invitation for shortlisted consultants to respond to the RFP
- May 2, 2017 at 5:00 PM** (Eastern) – Inquiry Deadline
- May 9, 2017 at 5:00 PM** (Eastern) – Proposals due

Any questions **must** be addressed in writing and emailed to the Commission at: purchasing@ohioturnpike.org prior to the Inquiry Deadline. Do not contact the Commission by phone regarding this matter, and do not address questions through any means other than the email address provided. Answers to all questions will be compiled and copy of each question and the Commission’s response will be posted on the Commission’s Website, www.ohioturnpike.org.

An original and three (3) copies of the LOIs must be submitted by 5:00 p.m. (Eastern Time) **on April 4, 2017** to the following address (LOIs sent via email are not acceptable):

**Ohio Turnpike and Infrastructure Commission
Attn.: Procurement Manager
682 Prospect Street
Berea, Ohio 44017**

LETTER OF INTEREST FOR PROJECT NO. 71-17-04

(Not to exceed ten (10) pages - excluding the cover page/letter and SBE materials)

1. List the types/categories of services for which your firm has a current Qualifications Statement on file with the Commission in response to the 2017-2018 RFQ.
2. List significant subconsultants, their categories of service and the percentage of work to be performed by each proposed subconsultant.
3. List the Project Manager and other key staff members including key subconsultant staff. Address the experience of the key staff members on similar projects. Provide only the résumé of the proposed Project Manager. The proposed Project Manager must be a professional engineer or architect registered in the State of Ohio.
4. Provide references from three (3) organizations other than the Ohio Turnpike and Infrastructure Commission for similar projects and services completed in the past five (5) years. For each reference, provide a contact name and phone number.
5. Describe the capacity of your firm's staff and its ability to perform the work in a timely manner relative to present workload and the availability of assigned staff.
6. Provide a description of your Project approach, not to exceed two (2) pages. Confirm the firm's proposed technical approach, cost containment practices, innovative ideas for this type of project and any other relevant information concerning your firm's qualifications to perform the services contemplated.
7. Small Business Enterprise ("SBE") Utilization Certification (OEI-1) and Plan (OEI-2) demonstrating the commitment and means for achieving SBE participation on the respondent's team. If the Certification and Plan fails to meet or exceed the **25% Goal**, the respondent is required to demonstrate that it used Good Faith Efforts (OEI-4 & OEI-5) to attain SBE participation that meets the Goal. As described in the enclosed Exhibits, the Commission recognizes SBEs that are certified with the Commission or ODOT as SBE and considers DBEs certified with ODOT and firms certified as EDGE through DAS as eligible for SBE certification. Contact the Commission's Office of Equity and Inclusion with any questions concerning the SBE Program.

Items 1 through 6 must be included in the LOI, which should not exceed ten (10) pages – excluding the cover page/letter and SBE materials – on single sided, 8 1/2" x 11" sheets of paper. To be considered, **one (1) original and three (3) copies of the LOI must be delivered before 5:00 p.m. (Eastern), on April 4, 2017.**

EXHIBIT A
DRAFT SCOPE OF SERVICES
PROJECT NO. 71-17-04
PROJECT OVERVIEW

Project 71-17-04 includes, but is not limited to:

1. Design of a deck replacement for the **MP 120.0 – River Road (Township Road 126) over the Ohio Turnpike** and also includes all necessary substructure and superstructure repairs, as well as approach work to provide proper transition to the bridge.
2. Design of a deck replacement for the **MP 121.9 – Wikel Road (Township Road 127) Bridge over the Ohio Turnpike** and also includes all necessary substructure and superstructure repairs, as well as approach work to provide proper transition to the bridge.
3. Design of a deck replacement for the **MP 123.1 – Chapin Road (Township Road 131) over the Ohio Turnpike** and also includes all necessary substructure and superstructure repairs, as well as approach work to provide proper transition to the bridge.
4. Design of a deck replacement for the **MP 131.6 – Savannah-Vermilion Road (State Route 60) over the Ohio Turnpike** and also includes all necessary substructure and superstructure repairs, as well as approach work to provide proper transition to the bridge.
5. Design of a deck replacement for the **MP 135.4 – Gifford Road (Township Road 46) over the Ohio Turnpike** and also includes all necessary substructure and superstructure repairs, as well as approach work to provide proper transition to the bridge.
6. Performance of a site inspection and engineering investigation of the structural components of the bridges listed in Paragraphs 1 thru 5 for determining required construction work. The Selected Consultant is to determine the project limits, subject to the approval of the Chief Engineer.
7. Preparation of an engineering report summarizing the site inspection and engineering investigation.
8. Preparation of maintenance of traffic plans to construct the proposed work while maintaining traffic on the Ohio Turnpike for the bridges in Paragraphs 1 thru 5. The Consultant shall coordinate with the Ohio Department of Transportation and Erie and Lorain Counties.

9. Communication and coordination with all stakeholders during the design and construction activities to prevent conflicts with other planned projects and to address concerns of the stakeholders and to facilitate timely design completion.
10. Consultation with the Commission staff on the recommendations.
11. Preparation of final Construction Plans and Specifications for bidding.
12. Provision of services for administering and inspecting construction operations.

SITE INSPECTION/ENGINEERING REPORT/DESIGN/PLAN PREPARATION– PHASE I

The complete scope of this Phase will be further refined at a “Scope of Work” meeting with the Consultant. A partial scope of this phase is as follows:

1. Site inspections and engineering investigation shall be performed to determine all deficiencies, estimated quantities, and repair recommendations for each structure.
2. Preparation of an engineering report summarizing the site inspection and engineering investigation, including all deficiencies and repair recommendations, as well as a recommended design and construction schedule.
3. Preparation of Construction Drawings and Contract Documents for bidding. The Construction Drawings and Contract Documents items shall address, but not be limited to, those items listed in the Project Overview.
4. Additional Specifications and Special Provisions shall be prepared if not covered by ODOT Specifications and the Ohio Turnpike & Infrastructure Commission’s Special Provisions. Specifications and Special Provisions submitted by the Consultant shall include reference to any and all required permits to complete the Project.
5. Preparation of all required Temporary Traffic Control Plans on the Turnpike.
6. Preparation of a construction cost estimate for the project.
7. Review and evaluation of construction bids received for the Project and submission of a recommendation concerning award to the Chief Engineer.
8. Plans shall be prepared for anticipated 2019 construction.

CONSTRUCTION ADMINISTRATION AND INSPECTION – PHASE II

The Selected Consultant is to provide services for administering and inspecting construction operations and for executing duties and responsibilities, if so designated by the Commission. Construction services are to include, but not be limited to, the following:

1. Providing a professionally qualified field organization satisfactory to the Commission to observe, inspect and assist in the coordination of the various phases of the construction.
2. Consulting with the Commission on all questions of engineering with regard to construction of the Project.
3. Serving as a liaison and coordinating agency between the Commission, the construction contractor(s) working on the Project, the Testing Laboratory, interested public and private entities and utility owners.
4. Attending and participating in pre-construction and other conferences as requested by the Commission.
5. Observing, coordinating and inspecting Project construction at all times when the construction contractor is on site.
6. Preparing daily inspection reports on forms furnished by the Commission and maintaining detailed Resident Inspector's diaries for each person assigned to the construction project. The originals of the daily inspection reports shall be transmitted to the Commission weekly. The Resident Inspector's diaries shall be furnished to the Commission at the conclusion of the construction project.
7. Maintaining a file of correspondence, telephone conversations and other written documentation concerning construction project activities and authorized design revisions.
8. Reviewing construction contractor payment requests and comparing quantities shown with the summation of quantities noted in the daily inspection reports and with unit prices as included in the contract. Reviewing and commenting on construction progress schedule updates included in the payment requests, and recommending Commission action on each payment request.
9. Preparing change orders and other similar items in accordance with Commission regulations to properly document changed conditions or modified construction activities.
10. Providing negotiation assistance on any construction contractor's claims and recommending action on the resolution of claims.

11. Reviewing the Contractor's fabrication Plans, material and products submittals and brochures and shop drawing submittals. Advising the Commission on the acceptability of such submittals.
12. Conducting progress meetings as required in coordinating all parties involved in the construction project and maintaining scheduled progress.
13. Reviewing the Contractor's Primavera P6 Schedule for conformance with the Commission's requirements. Providing comments or questions to Contractor for the purpose of clarifying and revising the Schedule. Consultant or their subconsultant must have software and working knowledge to properly perform this item.
14. Certifying the accuracy of the final payment quantities and estimate.
15. Preparing Record Plans of the completed construction from information provided by the construction contractor and field records of construction activity. Revisions are to be noted on the original Project AutoCAD drawings.
16. Performing the duties described for the Architect/Engineer in the Commission's Standard Conditions for Public Improvement Contracts to the extent not otherwise described in these Phase II Services.
17. Updating the Bridge Load Rating for the rehabilitated condition (if required), utilizing AASHTO's AASHTOWARE software.
18. Preparing the updated/revised bridge inventory form.

GENERAL

Three (3) design reviews are anticipated by the Ohio Turnpike Engineering Staff:

- a. **At completion of the investigation and evaluation phase.**
- b. **At completion of preliminary design.**
- c. **At completion of 100% Plans.**

Review time will be two (2) weeks for each review.

Commission Engineering Staff will be available for ongoing design meetings, as may be required. Sample Specifications, OTIC Standard Drawings and original Construction Plans are available for download through .ftp site system upon request from any interested firm with a 2017-2018 Biennial Statement of Qualifications on file with the Commission.

SMALL BUSINESS ENTERPRISE UTILIZATION CERTIFICATION

To be eligible for selection to award this contract, each respondent must complete and submit this Small Business Enterprise (SBE) Utilization Certification with its Letter of Interest (“LOI”). The Commission may consider as non-responsive and reject any Letter of Interest that does not contain a Certification and Utilization Plan that properly demonstrates that the respondent’s commitments with SBEs for participation on the project if awarded the contract. The successful respondent’s SBE Utilization Certification and Utilization Plan shall be incorporated as part of the resulting Contract. If the Certification and Plan fail to demonstrate a commitment to meeting or exceeding the Goal stated in the request for LOIs, the respondent is required to complete and submit a Good Faith Efforts Demonstration (OEI-4 and OEI-5). **To count towards the goal, the participants must be certified as SBEs with the Commission or as SBEs or DBEs with ODOT or EDGE certified with the Ohio Department of Administrative Services at the time of bid.**

The undersigned authorized agent of the respondent represents to the Ohio Turnpike and Infrastructure Commission, as part of its Letter of Interest, that it will perform the duties of the Selected Consultant having: (check one)

attained commitments to meet or exceed the contract’s SBE goal, and has documented SBE participation in the attached Utilization Plan for the project summarized as follows:

SBE Participation Commitment: _____% Approximate Percent of Project Cost

Attached is the Utilization Plan evidencing commitments with each SBE that will participate in the project in a manner that meets or exceeds the goal, and affirming the availability and planned participation of each business identified.

failed to meet the contract’s SBE goal despite its Good Faith Efforts to attain commitments to meet or exceed the goal, and has documented its efforts to achieve the goal in the attached Demonstration of Good Faith Efforts (OEI-4 and OEI-5) and documented commitments in the attached Utilization Plan to SBE participation on the project summarized as follows:

SBE Participation Commitment: _____% Approximate Percent of Project Cost

- 1. Attached is the Utilization Plan evidencing commitments with each SBE that will participate in the project and affirming the availability and planned participation of each business identified; and
- 2. Attached is the Good Faith Efforts Demonstration evidencing those Efforts that were unsuccessful in attaining SBE participation commitments that meet or exceed the goal.

Respondent

By: _____
Signature

Submit the Utilization Plan (OEI-2) and (if necessary) the Good Faith Efforts Demonstration (OEI-4 and OEI-5) with the Letter of Interest using the templates and instructions that follow.

Printed: _____

Title: _____

Date: _____

Respondent's SBE Utilization Plan
 (Complete and Submit with Utilization Certification)

Box 1: _____ (“Respondent”) certifies that the SBEs listed below have been engaged to participate on this project, and if the Respondent is selected for award of the Contract, it shall assure that its self-performamnce, subcontracts or other agreements are executed as follows:

Column 1 Name of SBE (See instructions)	Column 2 Project Role (See instructions)	Column 3 Description of Work (See instructions)	Column 4 Amount Subcontracted to SBE (See instructions)	Column 5 Amount to be Applied Towards Goal (See instructions)

Small Business Enterprise Contract Goal in Dollars: _____
Box 2

Total SBE Credit Commitment _____
Box 3

If Box 2 is greater than Box 3, proceed to complete and submit the Good Faith Efforts Documentation Form (OEI-4 and OEI-5)

Instructions for Small Business Enterprise Utilization Plan

Box 1: Name of Respondent submitting LOI.

Column 1: Name of the Small Business Enterprise (“SBE”) participating on the project. To receive credit towards contract goal, SBEs must be certified with the Commission at time of bid, or eligible for fast track certification (i.e., certified as DBE or SBE with ODOT or EDGE certified with Ohio DAS). If a SBE is performing multiple scopes, repeat the name of the SBE for each scope that will be performed and the respective amount.

Column 2: The Project Role that the SBE will be performing as follows:

- Prime Consultant
- Subconsultant

Column 3: A description of the Work to be performed by the SBE must be consistent with the industry used for its certification. The Respondent may rely upon the descriptors listed in the Commission’s Certification List available here: <http://www.ohioturnpike.org/business/mbe-fbe>, or those eligible for Fast Track certification as DBE here: <http://www.dot.state.oh.us/Divisions/ODI/SDBE/Pages/DBE-Directory.aspx> as SBE here: <http://www.dot.state.oh.us/Divisions/ODI/SDBE/Pages/SBE.aspx> and EDGE here: <http://eodreporting.oit.ohio.gov/searchEDGE.aspx>.

A respondent subletting a portion of a bid item shall state “**Partial**” and describe the Work that is included (e.g., “Surveying (Partial) – Site Plan”).

Column 4: List the total amount to be subcontracted to each SBE for the services they are performing.

Column 5: This is the percentage of the project each line listed in the certification that the prime intends to apply towards meeting the Contract goal. It may be that only a portion of the amount subcontracted to a SBE in Column 4 is eligible to be credited toward meeting the goal **See Note**. The Commission will utilize the sum of this column (Box 3) to determine whether or not the respondent has met the goal. In the event of an arithmetic error in summing column 5 or an error in making appropriate reductions in the amounts in Column 4, then the sum will be corrected and the total (Box 3) will be revised accordingly.

Note: For Work self-performed by a SBE proposing to serve as the lead consultant, the respondent may claim **only 20% of the amount self-performed** (Column 4) towards meeting the goal (Column 5).

Note 2: For Work performed by SBE subconsultants, the respondent may claim **100% of the Commercially Useful Functions performed by subconsultants** within the industry code qualifying for SBE certification.

Box 2: Box 2 is the Contract goal for SBE participation goal appearing on the Request for Letters of Interest.

Box 3: Box 3 is the sum of the values in Column 5. This value must equal or exceed the Contract goal amount written in Box 2, or Good Faith Effort Demonstration is required if insufficient SBE Participation has been achieved. See the following pages (OEI-4 and OEI-5) for the materials necessary for demonstrating the Respondent’s Good Faith Efforts.

DEMONSTRATION OF GOOD FAITH EFFORTS

(Complete and Submit if Utilization Certification and Plan Fail to Meet Contract Goal)

Project Name _____ Project Number _____
Respondent Name _____ Federal Tax I.D. _____

1. Opportunities: Indicate how the Respondent subdivided portions of the work or services to increase the likelihood of participation by firms certified as SBE with the Commission (or SBE or DBE with ODOT and/or EDGE with DAS) in the Project. (Attach additional pages if needed, and all supporting documentation.)

2. Availability: Indicate the services or organizations that provided assistance to you in identifying and recruiting firms certified as SBE (or DBE and EDGE) in preparing the LOI response. (Attach additional pages if needed, and notes of each contact listed.)

A. Organization: _____ Date(s) of Contact: _____ Contact Means: _____

Subject of Inquiry: _____

B. Organization: _____ Date(s) of Contact: _____ Contact Means: _____

Subject of Inquiry: _____

C. Organization: _____ Date(s) of Contact: _____ Contact Means: _____

Subject of Inquiry: _____

3. Efforts: List all SBEs (including all DBEs and/or EDGE firms) that you supplied adequate and timely information about the scopes of work and requirements of the project. (Attach additional pages if needed, and copies of all transmittals, any shipping receipts or documentation of providing info. etc.)

A. Business _____ Contact Name _____ Date _____

B. Business _____ Contact Name _____ Date _____

C. Business _____ Contact Name _____ Date _____

D. Business _____ Contact Name _____ Date _____

E. Business _____ Contact Name _____ Date _____

F. Business _____ Contact Name _____ Date _____

G. Business _____ Contact Name _____ Date _____

5. Efforts: List all interested SBEs (including all DBE and EDGE entities), which you rejected to perform the Work of the Contract. Please provide the specific reason(s) for the decision to reject. (Attach additional pages if needed.)

A. Business: _____

Reason(s) for rejection: _____

B. Business: _____

Reason(s) for rejection: _____

C. Business: _____

Reason(s) for rejection: _____

6. Efforts: List the names, dates and telephone numbers of all SBEs (including DBEs and EDGE firms) with which you entered into negotiations for its participation on the project and the general scope of work negotiated, and the reason why negotiations were not successful. (Attach additional pages if needed.)

A. Business: _____

Contact: _____

Phone: _____

Date(s) of contact: _____

Scope of Work: _____

Reasons for ending negotiations: _____

B. Business: _____

Contact: _____

Phone: _____

Date(s) of contact: _____

Scope of Work: _____

Reasons for ending negotiations: _____

C. Business: _____

Contact: _____

Phone: _____

Date(s) of contact: _____

Scope of Work: _____

Reasons for ending negotiations: _____

A. Business: _____

Contact: _____

Phone: _____

Date(s) of contact: _____

Scope of Work: _____

Reasons for ending negotiations: _____

B. Business: _____

Contact: _____

Phone: _____

Date(s) of contact: _____

Scope of Work: _____

Reasons for ending negotiations: _____

C. Business: _____

Contact: _____

Phone: _____

Date(s) of contact: _____

Scope of Work: _____

Reasons for ending negotiations: _____

GUIDANCE FOR DEMONSTRATING GOOD FAITH EFFORTS TO ACHIEVE OR EXCEED THE CONTRACT GOAL

If the SBE Utilization Certification and Plan fail to document commitment to achieving the SBE Goal set forth in the request for Letters of Interest, complete the Good Faith Effort Demonstration Form to document necessary and reasonable actions that, by their scope, intensity, and appropriateness, would reasonably be expected to attain SBE participation that meets or exceeds the goal.

The Commission's determination of Good Faith Efforts is based on consideration of the quality, quantity, and intensity of the different kinds of actions taken. The activities or efforts undertaken to when making a Good Faith Effort must be those that one could reasonably expect to deploy when seriously, actively and aggressively attempting to obtain SBE participation in relative proportion to those that are Available to capably perform Commercially Useful Functions under the Opportunities presented in given contract.

The analysis for determining whether the respondent fulfilled its obligation to use Good Faith Efforts, the Commission will consider the demonstration of the following, which the form is intended to illicit from the respondents:

- 1. "Opportunities"** means the subcomponents of the project that are identifiable as economically viable scopes of work that may interest subcontractors in responding to the respondent's solicitations to participate in the Project. The unique opportunities each project presents is determined based on the nature of the project using in-house expertise and the aggregation of those that the respondents may identify.
- 2. "Availability"** means the degree of ready, willing and able SBEs available to capitalize on the opportunities presented under each project. The availability consideration examines the amount of SBEs in the relevant marketplace using (1) the Commission's list of certified SBEs (available at <http://www.ohioturnpike.org/business/doing-business-with-us/mbe-fbe>); (2) the Unified Certification Program's DBE Directory (<http://www.dot.state.oh.us/DBE/pages/DBE-Directory.aspx>); (3) the Department of Administrative Service's directory of EDGE certified businesses: <http://eodreporting.oit.ohio.gov/searchEDGE.aspx>; the Ohio Department of Transportation's registry of SBEs: http://odotextprt.dot.state.oh.us/ViewReport.aspx?reportPath=%2fprd%2fpreconstruction%2fpublic%2fsbe_vendor_list; and (5) any other Ohio-centric database that the Commission recognizes as using standards that are substantially similar to the requirements for certification with the Commission.
- 3. "Efforts"** means the documented attempt to meaningfully and earnestly solicit the interest of available SBEs to fulfill the opportunities presented to perform on the Project, including making a sufficient number of contacts to follow up with any available but non-responsive SBEs and negotiating in good faith with available SBEs to reach reasonably agreeable terms for their participation.
- 4. "Commitments"** means the respondent representations in the Utilization Certification and Plan to have successfully achieved commitment(s) to utilize verified SBEs to perform on the project.

The determination that a given respondent satisfactorily used and demonstrated its Good Faith Efforts is based on the holistic review of the Opportunities, Availability, Effort and Commitment documented in the bid or proposal documents.

A. Opportunities and Availability

This assessment of opportunities and availability compiles those SBEs that the respondents may identify in their Utilization Plan and Good Faith Efforts Demonstration forms, but also may go outside the form to identify additional possible opportunities under the project and recognized certification registries for possible untapped available firms.

A respondent can demonstrate fulfilling the **Opportunity** component is documenting that the respondent

performed actions that include the following:

- a. Selected and packaged portions of the work in order to increase the likelihood that the SBEs will respond to solicitations expressing interest in participating on the project. This includes, where appropriate, breaking out contract work into economically feasible units to facilitate participation through subcontracting.
- b. Soliciting the interest of all SBE entities available to perform on the project through reasonable, meaningful and available means and providing a reasonable and meaningful time to respond.

The means for a respondent to fulfill the **Availability** component of demonstrating good faith efforts includes the following:

- a. Searching recognized registries identifying certified SBEs that potentially could fulfill the opportunities under the project.
- b. Identifying other possible ready, willing and able SBEs through the effective use of the services of available from plan rooms, community organizations, contractors' groups, local, state, and Federal minority/women business assistance offices, and other organizations as allowed on a case-by-case basis to provide assistance in the recruitment and utilization of SBE entities.

B. Efforts and Commitment

Respondents must document level of exertion used to engage the Availability pool on the Opportunities presented under the project. The **Efforts** component considers the active attempts to successfully reach terms with interested SBE firms, which may include the following:

- a. Negotiating in good faith with interested SBE entities so as to facilitate their participation on the Project.
- b. Not rejecting SBE entities without sound reasons based on a thorough investigation of their capabilities.
- c. Assisting SBE entities in obtaining bonding, lines of credit, or insurance as required.

The **Commitment** component provides a cross-check on the identified and documented Opportunities, Availability and Efforts. Unless the analyses under the Opportunities, Availability and Efforts prongs demonstrate otherwise, the utilization of Good Faith Efforts is expected to result in the respondent successfully representing its achievement of SBE participation goal for the contract. The respondent must provide justification for any lack of Commitment by showing that the failure occurred despite its Good Faith Efforts through the demonstration under the Opportunity, Availability and Efforts prongs of the test.