



Round Five Application Form

Interested applicants are encouraged to contact PPP Canada to discuss their projects before filling out the Application Form. You can contact PPP Canada at:

PPP Canada
Attn: P3 Canada Fund, Round Five
100 Queen Street, Suite 630
Ottawa, ON
K1P 1J9
1-877-947-9480
pppadministration@p3canada.ca

Information provided in the Application Form will be initially evaluated through the Screening Phase, as described in section 1.4.1 of the Application Guide. Projects that satisfy the Screening criteria will then be selected to continue through the assessment process. For more information on the overall assessment process, the evaluation criteria, and how to fill-out this application, please see sections 1.4 and 2 of the Application Guide.

Also, for your reference, a glossary and a list of frequently asked questions can be found at the end of this guide (Appendix D and E, respectively).

Please remember that the quality and completeness of your Application Form will be a fundamental factor in evaluating your project. Therefore, we encourage you to send along with your application relevant supporting documentation that would facilitate the evaluation of your project. Also, please ensure that your application is signed by an authorized official and submitted to your designated contact as indicated in Appendix A with a copy to PPP Canada (signed copies of your application can be sent by email, fax or mail to your designated contact).

**All applications for Round Five must be received
by the designated contact with a copy to PPP Canada no later than
4:30PM on June 14, 2013.**



P3 Canada Fund Round Five Application Form

Project Name:

Southwest Transitway - Stage 2

Project Location:

Winnipeg, Manitoba

Part A — Applicant Information

1. Preferred Language of correspondance / Langue de correspondance préférée:

- English / Anglais
- French / Français

2. Full legal name of the applicant:

City of Winnipeg

3. Is the proposed recipient of funding same as applicant?

- Yes
- No

If No, identity proposed recipient:

[Empty box for identity of proposed recipient]

4. Applicant Contact Information (include name of jurisdiction, mailing address, telephone number, fax number and e-mail address).

421 Osborne Street
Winnipeg, Manitoba
R3L 2A2

Fax: (204) 986-6863



5. Contact persons – Please complete the table below:

	Project Leader	Alternate contact person (required)
Name:	[REDACTED]	[REDACTED]
Title:	[REDACTED]	[REDACTED]
Telephone number:	[REDACTED]	[REDACTED]
E-mail address:	[REDACTED]	[REDACTED]
Mailing Address (if different from question 4):		

Part B— Eligibility Elements

6. Is the asset public infrastructure (see section 1.4.1 for a description)?

- a) Describe how the proposed project provides primary benefit to the public, as opposed to a private interest, by supporting Canada's economic and social activity. Facilities which are ancillary to these functions may also be considered public infrastructure.

The southwest part of Winnipeg has a current population of 75,000 and is expected to grow by over 40% over the next 20 years. There are three major industrial areas and several commercial areas in the area that are experiencing even higher growth. The province's two largest universities (the University of Manitoba - 30,000 students/staff, and the University of Winnipeg - 10,000 students/staff) are within the service area and are expanding their campuses and educational offerings. There are major plans for Transit Oriented Development on currently vacant land and on land that is being converted from other uses.

Completion of Stage 2 of the Southwest Transitway is consistent with the strategic direction set out in the Winnipeg Council approved Transportation Master Plan and will provide crucial transportation infrastructure needed to accommodate this growth.

- b) Briefly describe the need for the project. If available, please provide supporting documentation, such as the results of feasibility studies or associated studies that confirm this need.

The growth described above is placing tremendous strain on the existing transportation infrastructure. The major arterial street in the area, Pembina Highway, is already highly congested with traffic volumes of 60,000 vehicles each weekday. Although a high level of transit service operates on Pembina Highway, it is subject to significant delays and slow speeds caused by the traffic congestion. To accommodate the growth in development and population, there are only limited opportunities to expand the road infrastructure. It is essential that a rapid transit option, the Southwest Transitway, which is competitive with the automobile in terms of speed and superior to the automobile in terms of reliability, be completed. The widening of Pembina Highway beneath the CN mainline allows construction of the Southwest Transitway to proceed by removing a constraint.

The higher transit ridership generated by a completed Southwest Transitway will support the ongoing revitalization of the downtown. The rapid transit service operates into the heart of the downtown in very close proximity to major employment, shopping, medical, cultural and entertainment centres.



7. To determine eligibility, what is the Legal Status of the applicant?

- A province, territory, or a municipal or regional government established by or under provincial or territorial statute
- A public sector body that is established by or under provincial or territorial statute or by regulation or is wholly owned by a province, territory or municipality (e.g. provincial public universities, municipal airports, etc.)
- On-reserve and on-Crown land First Nations

For applications made by a private sector entity on behalf of an Eligible Applicant, please answer question 8. For any of the three boxes above, identify the applicable statute or regulation under which the applicant was established:

City of Winnipeg Act

8. Is this application made by a private sector entity on behalf of an Eligible Applicant as defined in section 1.3.1 of the Application Guide?

- Yes
- No

If "Yes", indicate the full legal name of the private sector entity and its legal structure and ownership:

9. Indicate the eligible project category and sub-category of your project as per section 1.3.3 of the Application Guide:

Eligible Category:

Public Transit Infrastructure
Local Road Infrastructure

Sub-category:

Rapid Transit Systems
Additional Capacity and Rehabilitation of Roads



10. Describe the infrastructure project and the level of completion related to each of the following, items (non-exhaustive list):

a) Location (attach to your application a map and/or preliminary design, if available)

The Southwest Rapid Transit Corridor - Stage 2 Rapid Transit Project involves the extension of the Stage 1 of the Southwest Transitway from Pembina and Jubilee southward towards the University of Manitoba. A recent alignment study identified the preferred alignment, which offers the opportunity to connect service on the transitway to the University of Manitoba, downtown and several neighbourhoods in the southwestern and western parts of the city. The widening of Pembina Highway occurs at the northern boundary of the transitway project. Maps that indicate the selected transitway alignment have been attached.

b) Scope (if your project encompasses eligible and non-eligible infrastructure, identify what is the eligible infrastructure component)

Depending on the final selected alignment, Stage 2 will involve the construction of the following infrastructure:

- an estimated 8 to 10 kms of transitway
- at least 3 grade separations for the transitway
- 12 to 14 new rapid transit stations
- a new Active Transportation Path along the transitway with full integration of cycling facilities at the stations
- a widened underpass of Pembina Highway beneath the CN mainline to make way for the transitway

The construction of Stage 2 will result in a completed Southwest Transitway encompassing 12 to 14 kms of bus-only transitway, 15 to 17 rapid transit stations, a comprehensive network of rapid transit routes that provide one-seat trips for most travel to/from within the service area, and a continuous Active Transportation Path between the southwest part of the city and the downtown. Stage 2 of the Southwest Transitway includes the widening of a strategic underpass of Pembina Highway beneath the CN mainline.

c) Describe whether this is a new building, refurbishment, or expansion of a facility

This project involves the construction of new infrastructure that represents the extension of an existing Rapid Transit Corridor, as well as the expansion of Pembina Highway by one lane where it passes beneath the CN mainline.

The existing Stage 1 of the Southwest Transitway is a Bus Rapid Transit facility that comprises three transit stations, a bridge, a tunnel, and a roadway dedicated to transit bus traffic. Stage 2 is an extension of this facility with the potential to convert to LRT at a later date. The widening of Pembina Highway through the Jubilee Underpass is an expansion of an existing roadway.

11. Does the project employ an eligible P3 model?

To be eligible to receive funding from the P3 Canada Fund, a project will need to have meaningful private sector involvement in at least two of the following four structural elements: design, build, operate/maintain or finance, one of which must include operate/maintain or finance. The preferred P3 model is one that creates optimal value for money taking into account qualitative and quantitative factors and that includes long-term financing (i.e. DBFOM).

What is the proposed P3 Model that the project will employ? (Please refer to Appendix D – Glossary for definitions.)

Design-Build-Finance-Maintain



12. How will you ensure the procurement process is a transparent, fair and competitive?

The City of Winnipeg has well defined Materials Management policies and procedures which will be followed. It is anticipated that the City of Winnipeg Materials Management Division will have a staff person working on the project team. In addition, the City will engage an external Fairness Monitor to oversee the project and issue a final report to the Public at the end of procurement. The City will retain a process advisor to advise the City as to current best practices pertaining to the P3 process, and as to the most current commercial terms in the Canadian P3 market. Project Team members will be required to sign confidentiality agreements, and processes will be in place to identify and eliminate any potential for conflict of interest. All proponent submissions will be kept highly confidential and unsuccessful submissions will not be shared subsequent to award.

As with previous experiences on P3s, the City intends to engage a Transaction / Financial Advisor, Fairness Monitor, Technical Advisor and Legal Advisor who have demonstrated experience in managing and completing complex P3 projects of the scope and scale of the project and who have developed and implemented procurement processes that followed P3 best practices on transparency and fairness, while ensuring that competitive tension is maximized.

During the procurement, a comprehensive evaluation framework will be developed for each of the RFQ and RFP phases. This will ensure a rigorous evaluation, which by being documented, will insulate the City from any claims of unfairness. These evaluation frameworks will establish a staged evaluation process that will task teams to undertake each phase to ensure that the evaluation process will yield a result that is fair, defensible, and that clearly identifies the private partner to take on the project.

Part C— Merit Elements

13. P3 Viability Information

What are the estimated project costs?

a. Complete the following table, identifying the sources of each cost estimate

Item	Cost Estimate	Source
Total project capital costs	\$ 600,000,000	Consultant alignment study with preliminary cost estimate / partial functional design study
Total public infrastructure capital costs (based on eligible categories, if different from above)	\$	
Total land costs and furnishings ¹	\$	
P3 Canada Fund support requested ²	\$ 150,000,000	
Other government funds requested	\$ 225,000,000	
Total funding currently secured	\$	
Annual estimated revenues (if applicable)	\$	

¹ Note that land and furnishings are not eligible costs.

² Must be based on the value of the public infrastructure capital costs only.



- b. If available, identify the level of cost contingency of current cost estimates.

At the time of this application, the cost estimates are accurate to within +/-35%. These will be refined when the final P3 business case is submitted later in the application process.

14. Briefly describe the proposed P3 transaction by addressing the following questions:

- a. Expected life of the proposed asset and length of the concession period

Design life for the various assets is as follows:

- 50 years for roadways
- 75 years for bridges
- 50 years for station buildings

The concession term is expected to be construction period plus 30 years.

- b. If known, explain the expected relationship between the project applicant, the private partner and other stakeholders (if possible, attach to your application a diagram that shows this transaction and/or governance structure(s))

Winnipeg Transit is responsible for the delivery of public transit services to residents of the City of Winnipeg. Winnipeg Transit is accountable to the public and the City of Winnipeg elected officials as the main stakeholders. Other significant stakeholders on this project include the City of Winnipeg Public Works Department, the University of Manitoba, Manitoba Hydro, and private developers/land-owners who all hold land interests adjacent to the corridor alignment. The private partner will be accountable to Winnipeg Transit who will be the client for the proposed project.



15. Degree of Private Sector Involvement and Risk Transfer

Complete the areas where you envision the private sector taking responsibility and briefly describe why. In doing so, address the following questions to the best of your ability:

- Design:** What level of design will be completed by the public sponsor? Will sufficient scope be left for the private sector to innovate and realize efficiencies? Please explain:

In advance of the P3 procurement process, Functional Design will be undertaken to identify the basic elements to be included in the project, and to provide more detailed project definition and costing. A Functional Design Study for the Southwest Rapid Transit Corridor Stage 2 extension is now being commissioned. Elements of this type of study typically include:

- Alignment
- Transitway entrance/exit locations
- Station locations
- Park & Ride locations
- Structures required
- Active Transportation Path requirements
- Impacts on Utilities
- Property Requirements
- Initial Capital Cost Estimate

This will take design to approximately 30% of the total requirement, and still enable Industry innovation via methods and materials. Subsequent to Functional Design, P3 procurement is expected to occur with Detailed Design of the Transitway extension expected to be undertaken by the private sector. Elements of Detailed Design typically include fit out of stations, landscaping, aesthetics, signage, traffic signalling, and passenger information systems are designed in detail in preparation for tendering and construction.

- Build:** Will the private partner be responsible for the overall construction of the bid design? Will the private partner deliver the asset for a fixed price and date? Please explain:

The private partner will be responsible for the overall construction of the bid design. The price/payments as well as the commissioning date will be set out in the Project Agreement. There is an expectation that Winnipeg Transit would still be required to procure Client Advocate services, however overall construction is expected to be the responsibility of the private partner. Alternative materials/construction methods that meet the City's performance specifications are expected to result in the procurement of innovative products that still enable the transfer of the asset to the City after the concession period in the specified condition, as well as meeting specific condition requirements at milestones throughout the concession period.

Using a DBFM approach, the private partner will deliver the asset for a fixed price and date and must also ensure that the output performance obligations and minimum design criteria will be met. As such the private partner will be responsible for providing a full turn-key design and construction solution, and will assume of the majority of related risks, including but not limited to the following key risks during the Engineering, Procurement and Construction phase:

<ul style="list-style-type: none"> • Pricing • Design • Geotechnical • Equipment procurement and co-ordination • Change orders • Deficiencies discovered during construction • Sub/contractor default • Completion and compliance with milestone and completion requirements (failure to build the facility to design or quality level or regulatory requirements) 	<ul style="list-style-type: none"> • Inflation risk • Scheduling co-ordination and completion • Utility relocation • Weather • Labour and materials availability • System testing
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- Finance: Will the private partner arrange for construction financing to ensure the project is delivered in accordance with the Project Agreement? Will the private partner arrange for long term financing during the construction phase and O/M period? Please explain:

The private partner will be responsible for construction period financing as well as long term financing. The City will set out the private sector financing requirements in the Project Agreement in advance of receiving final bids. In order to optimize the financing of the project, the City will work with our advisors to determine the optimal mix of private sector financing and public sector financing in order to maximize the VFM on the project. The City will ensure that there is an appropriate amount of private sector capital at risk to ensure appropriate risk transfer to the private sector. The City would currently envision a financing structure similar to the Chief Peguis Trail Extension project as the starting point for the draft Project Agreement. As in the Chief Peguis Trail Extension Project, the City would obtain P3 Canada's approval of the financing structure issued in the RFP document.

Private financing in the range of 40% to 50% of the total anticipated expenditures is expected to occur in order to provide for an appropriate level of risk transfer. That said, the intent is to optimize financing, and Winnipeg Transit will work with our advisors to determine that optimal financing point.

The Private Partner will arrange for construction financing. Although the public partner will operate its Transit fleet on the constructed asset, maintenance of the facility will be undertaken by the private partner.

The Province of Manitoba has expressed its interest in continuing as a partner in the further development of Public Transit in the City of Winnipeg. The Province is expected to be a willing financial partner in the described project.

The City of Winnipeg does have an existing P3 cap in place that that will be re-evaluated during this process. One potential alternative to address this issue is the establishment of an independent Transit Authority structure which is under examination concurrently.

- Operate: Will performance levels be identified at the early stages of the procurement? Will the operator be involved as part of the design and construction stages to ensure the infrastructure is built to optimize performance during the operating and maintenance period? Please explain:

Transfer of operational elements associated with the provision of public transit services would be problematic in that the transitway represents an integrated element of the overall transit system. Transit buses operating on the corridor will not be limited to operating on the corridor, and will continue on into mixed traffic and seamlessly transition from Rapid Transit to regular transit service. As such, limiting private sector operations to the transitway is not practical. Furthermore, private operations on the corridor would negatively affect labour relations with the organization's workforce and with the unions representing this workforce, and would undoubtedly prove problematic. Therefore, the City will maintain the operations as the proposed system will form part of integrated bus transit system.



- Maintain:** What risks for long term lifecycle requirements will be transferred to the private sector? Will the Project Agreement specify the conditions under which the asset is to be handed back? Please explain:

The City of Winnipeg is pursuing a Design Build Finance Maintain (DBFM) model, where the City would assume ongoing operations but transfer maintenance elements to the private sector, as determined in the forthcoming VFM. Consistent with P3 practices for DBFM, the City will provide output performance specifications and some minimum design criteria through the RFP/ Project Agreement process. The design criteria will focus only on those elements fundamental to the successful outcome. Under a DBFM model, performance requirements will place appropriate incentives on the private partner to invest in the required maintenance and capital replacement programs over the concession term. Current best practices will be followed to establish output performance requirements and include specific provisions related to asset condition throughout the concession term, as well as hand-back standards and major capital replacement schedules as the end of the term approaches.

The private operator will be responsible for ensuring that the roadways, bridges, station buildings, underpasses and other assets that are constructed meet the performance specifications set out by Winnipeg Transit in the Project Agreement. To ensure ongoing compliance with these specifications, the Project Agreement will contain Payment Adjustments where the City's performance specifications are not met. The Project Agreement will set out specific hand-back requirements as to the condition of the assets at end of any maintenance term. To ensure the that hand-back requirements are met, the Project Agreement will require a series of condition assessments prior to hand-back and the City will have the ability to hold back payments where deficiencies are identified and appropriate private operator remedial plans are not put in place to the City's satisfaction. Ongoing infrastructure maintenance and upkeep will be undertaken by the private sector and will include the provision of maintenance services to offset the physical impacts of depreciation/decay and vandalism.

Maintenance elements included in the project will be established during the development of the VFM and business case, and may include roadways, tunnels, bridges, station buildings and passenger platforms, active transportation (AT) facilities, lighting, signage, etc...

16. Financial and Economic Performance

Are there potential revenues that could be generated by the project to offset the operations / maintenance / construction costs? If yes, please explain:

As Transit Fares typically cover 50% of operating costs in the City of Winnipeg, the additional revenue generated by increased ridership is not expected to be sufficient to offset any of the Capital Cost associated with design and construction.

Ongoing payments throughout the concession period are expected to be paid via the City's operating budgets.



17. P3 Market Development Potential

Overall, why is a P3 approach right for your project?

- a. Explain what you would like to achieve with the P3 model, e.g.: transfer of risk, time and budget certainty, innovations brought by the private sector, revenue sharing, leveraging of public assets, etc.

The project is well suited to the P3 model as it represents a significant amount of new construction. The P3 model's transference of schedule risk and budget risk are recognized as significant advantages for this project, especially given the challenges in coordinating the construction of the various elements of this project. Innovative design and construction techniques are expected to prove highly advantageous in providing effective project delivery. Some potential challenges include space limitations and railway and utility realignment. Therefore, there is potentially significant benefit in combining the engineering and construction for the project as well as transferring the coordination risk to the private sector. Furthermore, an opportunity for innovation exists as it pertains to construction of the bridge structures, tunnels and station buildings. Innovation and alternative approaches to balancing construction and lifecycle costs on the roadways may also be realized.

- b. Explain how this project could potentially produce a demonstration effect, introducing P3s to new jurisdictions, encouraging the use of new deal structures/approaches, and/or extending P3 procurement practices to new asset classes.

Winnipeg is a leader in using the P3 approach for procuring major infrastructure. The City has procured 3 roads and bridges projects using a P3 model. The Charleswood Bridge was delivered in the 90s and was one of the first P3 projects in Canada. More recently, the City delivered two major road projects using a P3 approach - the Disraeli Bridges & Freeway and the Chief Peguis Trail Extension. The Disraeli Bridges & Freeway was able to harness private sector innovation to avoid a lengthy closure of a main artery into Winnipeg's downtown within the City's budget. The Chief Peguis Trail Extension completed a section of Winnipeg's inner ring-road approximately one year ahead of schedule. Stage 2 of the Southwest Transitway would be the largest P3 undertaken by the City of Winnipeg and would move beyond roadways and bridges into the public transit sector.



18. Project Readiness

a. Project Status

- i. List the relevant studies that you have completed, that are underway or that you intend to carry out. Indicate completion dates (or expected date) for each study (e.g. operational/technical/financial feasibility studies). If available, attach the supporting documentation to your application.

• Southwest Transitway Stage 2 Alignment Study (completed by Dillon Consulting in the Fall of 2012, identified Alignment 1B (via the Parker Lands and Manitoba Hydro corridor) as the preferred alignment)
• Pembina Highway Underpass Preliminary Design Study (completed by Dillon Consulting in the Spring of 2013)
• P3 Canada business case (to be bundled with the upcoming functional design study, draft to be completed by December 2013)
• Southwest Transitway Stage 2 Functional Design Study (RFP in process, expected to be awarded in Summer 2013, capital cost estimate due in time for business case submission, final design report due in 2014)

- ii. If available, describe the results of market soundings, Requests for Expression of Interest, and/or information on the type of market, market experience with P3 model, etc.

Market sounding will be undertaken as a part of the P3 Canada business case. It will be submitted to P3 Canada with the first draft of the business case in late 2013.



b. Is this project a jurisdictional priority?

- i. Indicate if funding for the project has been approved, by which appropriate authority, and where it is referenced, e.g. strategic plan, capital plan, or other policy document.

Stage 2 of the Southwest Transitway has been approved by Council in the Transportation Master Plan. The City of Winnipeg's portion of the funding for the project was announced in late 2012, with funding included in the capital budget forecast beginning in 2014. This funding accounted for approximately [redacted] of the total project budget. Funding from other 3rd party sources cannot be budgeted until confirmed. Potential sources of 3rd party funding are the Provincial and Federal Governments.

The Province of Manitoba has recently committed \$5 million toward this project. In addition, the Province of Manitoba has committed \$1 million toward the functional design study for this project. The route alignment of Stage 2 of the Southwest Transitway was recently approved by Council, which included an amendment of the Transportation Master Plan to reflect this.

- ii. Indicate the required project approvals and anticipated schedule.

Examples of internal approvals: support of preliminary feasibility studies, support of preliminary business case, support of environmental assessment evaluation, etc.

Examples of external approvals: support from provincial minister, or Treasury Board or designated infrastructure minister.

Required Internal Approval	Date
Council support of the preliminary P3 business case	December 2013
Required External Approval	Date
Provincial Environmental Act License (part of the functional design study)	December 2013



c. Preliminary P3 procurement schedule

i. Has the procurement started?

Yes

No

ii. If yes, how far has the procurement process advanced?

iii. Indicate any deadlines driving your procurement.

The Mayor of Winnipeg has publically committed to opening Stage 2 of the Southwest Transitway in the 2018/2019 timeframe.

iv. Indicate estimated dates below. If a more detailed procurement schedule is available, please send it with your application.

Procurement Stage	Estimated Date
Business case and P3 procurement approval by Authority (Council, Ministry, Treasury Board, etc.)	March 2014
Release RFQ	November 2014
Release RFP (and draft project agreement)	May 2015
Select Preferred Proponent	March 2016
Construction Commencement	April 2016
Construction Completion	November 2019



19. Applicant Capacity

- a. Is there a project champion? If yes, indicate name and position. The project champion is a public spokesperson who is usually at the political or senior executive level. This role centers around advocating the project internally and with external stakeholders. Furthermore, the champion may obtain budget authority for the project, seek the required approvals, and oversee the overall execution of the project.

- b. Describe the P3 procurement experience of the applicant, the Project Leader and its procurement team. If applicable, include any P3 advisors you have or will be engaging.
- i. Describe internal and external teams that will be responsible for the P3 procurement process:

The City of Winnipeg has extensive experience in P3 procurement, including the Charleswood Bridge Project, the Disraeli Bridges Project, and the Chief Peguis Trail Extension Project. The City has recently completed the procurement processes on the latter two projects and City staff have gained valuable experience pertaining to procurement using a P3 approach (process/legal/financial). In May 2012, Winnipeg Transit awarded a Design Build contract to a successful proponent for the Fort Rouge Transit Bus Parking and Servicing Garage valued in excess of \$20M. For the Fort Rouge Transit Bus Parking and Servicing Garage project, Dillon Consulting was retained as the client advocate.

We will continue to follow all best practices of P3 procurement, which in the past this has involved engaging consultants to complete value for money assessments, fairness advisors for procurement, local legal firms, and consultants for financing advice.

The City of Winnipeg has substantial experience with the procurement processes, Project Agreements and Financing of P3 projects. As with previous projects, the City would engage advisors that are familiar and current with the P3 market in Canada. Winnipeg Transit will receive support from a consultant for the development of the VFM and P3 business case as a part of the forthcoming functional design study. Winnipeg Transit will be required to issue an RFP for the engagement of a client advocate to assist with the procurement and construction of this project.

- ii. Indicate the procurement team experience with P3 and/or complex procurements.

In addition to the extensive P3 procurement experience previously mentioned. Winnipeg Transit has substantial experience in the delivery of large capital projects. Most recently, in April 2012, Winnipeg Transit completed the construction and commissioning of Stage 1 of the Southwest Transitway. This \$138M Capital Project was completed on time and on budget and has performed exceptionally well in the two months since implementation.

The City of Winnipeg has experience with P3s on both large and small scale projects including the Chief Peguis Trail Extension, the Disraeli Bridges Project (\$200 million), and smaller police station projects (\$13 million to \$18 million). Winnipeg was the first municipality to successfully access \$23.7 million from the P3 Canada fund for the Chief Peguis Trail Extension Project which was delivered one year ahead of schedule with significant innovation to reduce overall cost. Winnipeg's success and leadership in P3's is well recognized, and the Mayor has indicated his desire to continue with P3 assignments.

In addition, the City of Winnipeg's Manager of Capital Projects has been the financial lead on two previous P3 projects. In-house legal council participated in the drafting of the Disraeli Bridge Project Agreement and based on that experience developed the Project Agreement for Chief Peguis Trail Extension Project. Representatives of the City of Winnipeg's Materials Management Division have been team members on the both the Disraeli Bridges Project and Chief Peguis Trail Extension Project.



Part D — Funding Information

20. Other than support from the P3 Canada Fund, list all sources of planned or anticipated project funding. If known, specify the source of funds for long-term operations.

Source of Funds	Amount	Approval Status
City of Winnipeg	\$225,000,000	Initial approval in place as a part of the 2014 capital forecast
Province of Manitoba	\$225,000,000	Formal approval still forthcoming
City of Winnipeg	\$1,000,000	Funding approved for functional design study
Province of Manitoba	\$1,000,000	Funding approved for functional design study

21. List all sources of federal funding:

If you have applied, or plan to apply, for other forms of direct federal support in respect of this project, indicate the amount to be contributed by these sources and whether the amount has been received or is anticipated. If available, attach to your application letters of commitment.

Source	Amount in Cash	In-Kind Amount	Confirmed Yes/No

Examples of in-kind amount: value of land, services, buildings, equipment, etc.

NOTE:

The combined value of the P3 Canada Fund contribution with any other direct federal assistance shall not exceed 25% of the project's eligible costs (which include direct construction costs and development and implementation costs). Contributions from Aboriginal Affairs and Northern Development Canada (AANDC) are not considered federal assistance for the calculation of this limit, with the exception of the First Nations Infrastructure Fund.



22. Indicate the nature of the P3 Canada Fund financial support requested and why:

Definitions of the types of support can be found in section 1.6 of the Application Guide.

- Non-repayable contribution
- Repayable contribution

Please explain why:

Direct cost recovery is not expected to be sufficient to offset the Capital Investment required. Support from P3 Canada in the form of a non-repayable contribution is being requested to help mitigate the financial impact associated with the project.



Part E — Declarations

23. Conflict of Interest and Post-Employment Code:

Are there any employees working on, or managing, the project who are former public office holders who left the federal government in the last twelve months?

- Yes
 No

If "Yes", please ask the person to confirm, if they occupied an executive level (EX) position, whether they obtained from their previous department a confirmation letter of compliance with the post-employment provisions of the Conflict of Interest and Post Employment Code. Please attach a copy of that letter with this application form.

24. I declare that:

1. All the information in this application is accurate and complete.
2. I have read all sections and appendices of the Application Guide and understand the requirements,
3. The application is made on behalf of the organization named on the first page of the form with its full knowledge and consent, and that I am an authorized official to sign this Application Form (as indicated in section 2.1 of the Application Guide).
4. I acknowledge that should this application be screened-in, I will be required to prepare a P3 business case according to PPP Canada's P3 Business Case Developing Guide, and that I will be responsible for the costs associated to it.
5. I acknowledge that should this application be approved and my project considered for an investment from the P3 Canada Fund, I will be required to provide an unlocked financial model of the project to PPP Canada (as indicated in section 1.4.2 of the Application Guide).
6. I acknowledge that before a final funding commitment is issued by PPP Canada, a letter of support from the provincial Minister of Finance, or Treasury Board, or the designated Infrastructure Minister for provincial and territorial applications must be provided; municipal projects will require a resolution from the municipal government; and First Nations projects will require a supportive Band Council resolution (BCR). The supportive resolution must specifically reference the project and the request to PPP Canada (as indicated in section 2.3 of the Application Guide).
7. This application, its contents including annexes and any directly related records shall be submitted in confidence. I understand that if this application results in financial assistance from PPP Canada, the name of the applicant as it appears on this application, the project name, the project description and the amount of PPP Canada's financial assistance shall be publicly disclosed. All other information contained within the application shall be kept confidential in perpetuity by PPP Canada unless disclosure is otherwise required by law. If my application is successful, I further declare that I will not consent to the disclosure of this application, its contents (not including applicant name, project name, project description and amount of PPP Canada's financial assistance) including annexes and any directly related records by PPP Canada at any time and will not make the application or its contents including annexes and any directly related records (not including applicant name, project name, project description and amount of PPP Canada's financial assistance) public without prior written notification to PPP Canada.
8. I understand that if this application does not result in financial assistance from PPP Canada it shall be kept confidential in perpetuity by PPP Canada unless disclosure is otherwise required by law. If my application is unsuccessful, I further declare that I will not consent to the disclosure of this application, its contents including annexes and any directly related records by PPP Canada at any time and will not make the application or its



contents including annexes and any directly related records public without prior written notification to PPP Canada.

9. I acknowledge that successful applicants will be required to enter into a Financial Agreement with PPP Canada which will include a confidentiality clause.

Please note that, if requested, PPP Canada is willing to enter into a Confidentiality Agreement with applicants to protect proprietary information on their projects.

[Redacted]	
[Redacted]	
[Redacted]	Date: June 13, 2013

All application forms, both hard copy or electronic, must be signed by an authorized official. For applications submitted electronically, the authorized official is required to print *Part E - Declarations* of the application and sign it. The original signed form may then be scanned and attached to the application form.

For applications submitted in hard copy (mail or fax), the Application Form must be accompanied by the electronic PDF version of the application, via email or electronic storage device

