

EXHIBIT 5

JOB TRAINING AND SMALL BUSINESS MENTORING PLAN

Northgate Constructors On-the-Job Training Program

Policy Statement

Northgate Constructors will institute an on-the-job training program on the DFW Connector Project (*TxDOT Project # Pending*), in accordance with the regulations of the U.S. Department of Transportation at 23 CFR Part 230, Subpart A, Equal Employment Opportunity on Federal and Federal-aid Construction Contracts, and TxDOT Special Provisions 000-1001 (attached), and 000-1592 (attached as Attachment 9 to CDA Exhibit 3) of the 2004 Specifications. The program is designed to increase participation of minority groups, disadvantaged persons and women in all phases of the highway construction industry.

Nondiscrimination

It is the policy of Northgate Constructors to ensure that all applicants are considered and that employees are treated fairly during their employment, without regard to race, color, religion, age, physical or mental disability, sex, marital status, ancestry, national origin, veteran's status, citizenship, pregnancy, sexual orientation, other protected activities, or any other characteristic protected by federal, state, or local law. Such action shall include, but not be limited to the following: employment, upgrading, demotion, or transfer; recruitment or recruitment advertising; layoff or termination; wages or other forms of compensation; selection for training, including apprenticeship, pre-apprenticeship, and/or on the job training; and ensuring and maintaining a work environment free of harassment, intimidation, and coercion at all sites and in all facilities at which employees are assigned to work.

Northgate Annual Goal Commitment

Northgate Constructors will train at a minimum, the number of trainees required by TxDOT's Annual Estimate of Trainees Based upon Contract Amount, using the estimated amount of actual field work (not including design or close out work), for the current year on the DFW Connector Project (*TxDOT Project # Pending*). Northgate Constructors will submit the planned number of trainees to TxDOT for review and approval prior to January 31st of each year. Training will begin in 2010.

Dissemination of OJT Program

Northgate Constructors will advise employees and applicants for employment of available training programs and prerequisites for each program. Upon entering the program, each trainee will receive a copy of their completed **Form 2201, Contractor OJT Enrollment Request Form (Attached)**.

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Good Faith Efforts

Northgate Constructors will begin their annual training efforts within 60 days of receiving approval on their annual training goal. In the event Northgate Constructors does not have any individuals enrolled and undergoing training by that time, Northgate Constructors will provide to TxDOT the ***Contractor Training Plan (Attached)***.

Reporting Requirements

Northgate Constructors will notify TxDOT within seven (7) days of intent to assign trainee to the project using the ***Form 2201, Contractor OJT Enrollment Request Form***.

Northgate Constructors will electronically submit ***Form 2202, Contractor OJT Weekly Reporting Form (Attached)***, by Wednesday of each week, to the appropriate TxDOT Area Engineer(s), to document training activity, hours trained, termination, or graduation during the training period indicated.

Northgate Constructors will notify TxDOT within seven (7) days of intent to graduate a trainee from the OJT program, provided the trainee has demonstrated to Northgate Constructors his/her ability to perform at a journeyman level. Northgate Constructors reserves the right to graduate a qualified trainee at any time should they be deemed qualified.

When a trainee is terminated for any reason, Northgate Constructors will make a good faith effort to replace the trainee within 30 days of the termination. The replacement trainee need not be in the same classification code as the terminated trainee.

Northgate Constructors will utilize ***Form 2201, Contractor OJT Enrollment Request Form*** to notify TxDOT of the replacement trainee's enrollment.

When a trainee is transferred, Northgate Constructors will notify TxDOT's Area Engineer for the previous project and the Area Engineer for the project to which the trainee is being transferred, using ***Form 2202 – Contractor OJT Weekly Reporting Form..***

Northgate Constructors will retain original training records for a period not less than three years following completion of the contract work.

Trainee Requirements

No employee will be enrolled in the OJT program in any classification in which he/she has previously completed a training course leading to journeyman status, or in which he/she has been employed as a journeyman.

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Trainee Wage Rates

Trainees will be paid at a minimum the established percentages of the project specific journeyman starting wage rates as set forth by Northgate Constructors (NCJSW). Under no circumstance will the trainee receive less than the minimum wage. Trainees' compensation will be not less than 60% of NCJSW specified in the contract for the first half of the training period, 75% for the third quarter of the training period and 90% for the last quarter of the training period.

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Texas Department of Transportation CONTRACTOR OJT ENROLLMENT REQUEST FORM

Form 2201
(Rev. 03/09)
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First Name: _____ MI: _____ Last Name: _____
SSN (last 4 digits): _____
Address: _____
City: _____ State: _____ Zip Code: _____ Phone: _____

Gender: _____
Ethnicity: _____ If other, please specify: _____

New Hire or Upgrade: _____ Previous Wage: _____
Previous Classification: _____
The candidate expressed interest in the OJT Program by responding to:
If Upgrade:
If New Hire:
If other, please specify:
How did the candidate demonstrate the commitment and capability to complete the program?

Contractor: _____ Phone: _____
Contact Person: _____
Address: _____ City, State, ZIP: _____
Email: _____

Training Classification: _____
Planned Training Start Date: _____ Training Start Wage: _____
Contract CSJ: (9999-99-999) Federal-aid project: Yes No
Is the OJT Special Provision included in the contract? Yes No
*If no, a change order must be generated.
County: _____ District: _____
Area Engineer: _____

Trainee Signature

Contractor Representative Signature

Type Name

Type Name

Electronically submit this form within 7 days to the Texas Department of Transportation (TxDOT) Office of Civil Rights at OCR_TxDOT-OJT-Program@dot.state.tx.us. A signed copy must be maintained in the project files. Upon receipt of this form and if appropriate, TxDOT will furnish an enrollment confirmation letter to the Contractor, the applicable Area Engineer(s) and the District Director of Construction.

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SPECIAL PROVISION

000--1001

On-the-Job Training Program

1. **Description.** Texas Department of Transportation's (TxDOT's) program to meet the requirements of the Federal-Aid Highway Act of 1968 and 23 CFR (Code of Federal Regulations) Part 230, Subpart A. The objective is to develop skill improvement programs to provide opportunities for unskilled workers, particularly minorities, women, and disadvantaged persons, to acquire training in the skilled construction trades.
2. **Trainee Assignment.** TxDOT's Office of Civil Rights will allocate training assignments to prequalified contractors based on the past contract volume of federal-aid work performed with TxDOT. TxDOT will notify each contractor who has met the volume of work threshold at the beginning of each reporting year and advise them of the number of trainees they are expected to support.
3. **Program Requirements.** Contractors found to have reached the level(s), as identified in the TxDOT On-The-Job Training (OJT) program document, are required to fulfill all of the requirements of the OJT program at no additional cost to the department other than contractor requested reimbursement of \$0.80 per hour for a trainee.

The contractors are required to compensate the trainee at least 60% of the appropriate minimum journeyman's rate specified in the contract for the first half of the training period, 75% for the third quarter of the training period and 90% for the last quarter of the training period.

Contractors will promptly notify pertinent project engineers of the trainee's work location in sufficient time to allow for observation or interviews.

The program document is available through the TxDOT Office of Civil Rights Contract Compliance Section at 125 E. 11th Street, Austin, Texas 78701.

4. **Non-Compliance.** A contractor's failure to comply with the requirements of this Special Provision shall constitute a material breach of this contract. In such a case, the department reserves the right to terminate the contract, assess liquidated damages, or such other remedy or remedies as the department deems appropriate.

Small Business Mentoring/Training Program

NorthGate Constructors has created a Small Business Mentor Protégé Program to provide opportunities for disadvantaged and small businesses to participate in the areas of goods and services; design and construction.

Definition of Terms

Disadvantaged Business Enterprises (DBEs) – Any business so certified in Accordance with 49 CFR Part 26.

Historically Underutilized Businesses (HUBs) – Any business so certified by the Texas Buildings and Procurement Commission (TB&PC) (formerly the General Services Commission).

Small Business Enterprises (SBEs) – Any business certified as DBE and/or HUB or otherwise so certified by TxDOT.

NorthGate Constructors Mentor (Mentor) – Employees from NorthGate Constructors.

NorthGate Constructors (NGC) Protégé (Mentor Protégé) – DBEs/ HUBs/ SBEs that sign an agreement with NGC to participate in the NGC-Small Business Mentor Protégé Program.

Session – A series of meetings for the NGC-Small Business Mentor Protégés.

Program Goals

NorthGate Constructor's (NGC) Small Business Mentor Protégé Program provides an opportunity to selected Small Business Mentor Protégés to learn about NGC's business opportunities and its business practices. Mentor Protégés will receive information to assist them in bidding and performing on NGC's contracts by working directly with NGC and appropriate subcontractors gaining valuable on-the-job training during a one (1) year mentoring period.

The Small Business Mentor Protégé Program will offer participants the opportunity to enhance their business skills by focusing on fundamental construction business tenets:

- 1 Schedule and scheduling**
 - a) Short-term and long-term scheduling
 - b) How to schedule
 - c) Progressing a schedule
 - d) Keeping on schedule
 - e) Identifying and applying appropriate resources
 - f) Schedule recovery

- 2 Creating a cost budget and measuring costs**
 - a) Establishing a budget with appropriate cost codes
 - b) Monitoring the budget by conducting weekly review of cost reports
 - c) Anticipating necessary changes to the budget
 - d) Adjusting the budget
 - e) Identifying changed conditions

- 3 Measuring Cash flow and profitability**
 - a) Cash in vs. Cash out
 - b) Relationship of cash flow to profitability

- 4 Understanding the role of bonds and insurance**

- 5 Clarifications to the contract documents, when requested by the Mentor Protégé.**

- 6 Human resources**

- 7 Project Safety**

NGC will introduce the Mentor Protégés to key NGC staff and to TxDOT's project staff and provide networking opportunities with individuals. NGC mentors, in collaboration with NGC's staff, subcontractors, bonding agents, and other applicable parties, will meet with the Mentor Protégés during regularly scheduled meetings and will work individually with the Mentor Protégés as needed to achieve program goals. NGC will publish bulletins that identify the firms participating in the Mentor Protégé program in order to improve awareness of the program and to achieve program goals.

Eligibility

To be eligible for the program, the small business must have been certified by the State of Texas as a DBE, HUB, or SBE for at least one consecutive year and must perform a category of work or supply a type of material that adds value to the project (e.g., design services, concrete supplier, rebar tier). Firms interested in the program must submit a Small Business Mentor Protégé application to NorthGate Constructors (NGC). NGC will offer participation in the program to each DBE, HUB, or SBE that has an active role in the project, and will endeavor to maintain, on average, five (5) active participants during the design and construction phase of the project. A total of two (2) active participants will be mentored during the capital maintenance period. The actual number of Protégés participating in the program will depend on the total number of candidate firms working on the project that express interest in the program.

Once selected by NGC, the Mentor Protégé must commit the necessary time and efforts needed for the successful training. This is a voluntary program and either party may withdraw at any time by providing notice outlining the reason for withdrawal from the program (a courtesy copy will be provided to TxDOT). Upon completion of the one year (1) program, NGC will provide each Mentor Protégé with a Certificate of Completion

Program Approach and Topics

NorthGate Constructors Small Business Mentor Protégé program aims to provide effective mentoring to DBEs/HUBs/SBEs that have already been selected as subcontractors for the project. NGC will make best efforts to mentor the Protégés while the Protégés are working on the project, attending project meetings, and participating in project discussions, allowing Protégés to gain an understanding of the conduct of the project operations and receive one-on-one training opportunities. The intent of this approach is to provide actual project experience.

Each Mentor Protégé will be invited to participate in project meetings through which the Mentor Protégé will gain practical experience related to project operations. Meeting topics may include planning strategies, schedule reviews, budgeting and cost tracking, subcontractor interface coordination, insurance, bonding, safety (including safety task assessments), celebratory events, and quality reviews. The various meetings are held either at the project office or at the particular field site, as applicable.

This approach will provide the Mentor Protégé with practical, hands-on project operations experience, which has been shown to provide the most successful method of training – actual, real-time experience.

Participant Responsibilities and Reporting

A. Mentor Protégé:

The Mentor Protégé is responsible for complying with the following guidelines:

- Attend and be on-time for all meetings related to the program.
- Perform assignments given by the Mentor.
- Hold NGC, including its employees, or agents harmless from any claim, suit, suit action, or demand of Mentor Protégé or Mentor Protégés creditors, or any other person arising out of the Mentor Protégé Agreement.

B. Mentor:

A NGC mentor is assigned to each Mentor Protégé and will perform the mentoring activities described in this Program plan. The Mentor is responsible to ensure the Mentor Protégé receives and understands the information presented during the meetings. The Mentor will have regular contact with each Mentor Protégé to respond to any questions that the Mentor Protégé may have regarding the Program.

The Mentor will complete a quarterly report for each Protégé that outlines topics covered, progress towards completion, and recommended future training. The Mentor will submit each quarterly report to NGC's DBE Liaison Manager and TxDOT by the 10th working day of the following quarter.