TOWN OF ERIE, COLORADO
REQUEST FOR PROPOSALS #CD03-01

CONSULTING SERVICES FOR
THE TOWN OF ERIE COMPREHENSIVE PLAN UPDATE

Sealed Proposals on the subject “Town of Erie Comprehensive Plan Update” will be received by the Town of Erie, Colorado, until 3:00p.m. September 4, 2003, at the office of:

TOWN CLERK
PO BOX 750
TOWN OF ERIE, TOWN HALL
645 HOLBROOK ST.
ERIE, COLORADO 80516

Proposal Documents must be received prior to the above stated time and date. Any proposals received after this stated time and date will be returned unopened. If any information/material is to accompany the Proposal Documents, please attach to the documents.

Clearly mark your Proposal Envelope showing the subject and Proposal due date above, and YOUR COMPANY NAME.


A Pre-proposal conference will be held at 1:00 p.m. on August 14, 2003, in the Town Hall at 645 Holbrook Street, Erie, Colorado 80516.

Documents will be available, at Morrell Graphics, 111 So. Public Road, Lafayette, 303-665-4210, after 1:00p.m., on Wednesday, August 6, 2003 for printing and purchase. The Community Development Department will have documents for review only free of charge.

Proposal procedure and scope of services questions should be directed to Debra Pearson, Director of Community Development, (Project Manager) at 303-926-2771.

No Proposal may be with drawn for sixty days after the date fixed for submittal.

IT IS UNLAWFUL AND UNETHICAL FOR ANY PERSON TO OFFER, GIVE OR AGREE TO GIVE ANY TOWN EMPLOYEE, TOWN OFFICIAL OR FORMER TOWN EMPLOYEE, OR FOR ANY TOWN EMPLOYEE, TOWN OFFICIAL OR FORMER TOWN EMPLOYEE TO SOLICIT, DEMAND, ACCEPT OR AGREE TO ACCEPT FROM ANOTHER PERSON, A GRATUITY OR AN OFFER OF EMPLOYMENT IN CONNECTION WITH ANY DECISION, APPROVAL, DISAPPROVAL,
RECOMMENDATION OR PREPARATION OF ANY PART OF ANY PROGRAM REQUIREMENT OR A PURCHASE REQUEST, INFLUENCING THE CONTENT OF ANY SPECIFICATION OR PROCUREMENT STANDARD, RENDERING OF ADVICE, INVESTIGATION, AUDITING OR IN ANY OTHER ADVISORY CAPACITY IN ANY PROCEEDING OR APPLICATION, REQUESTER FOR RULING, DETERMINATION, CLAIM OR CONTROVERSY, OR OTHER PARTICULAR MATTER, PERTAINING TO ANY PROGRAM REQUIREMENT OR A CONTRACT OR SUBCONTRACT, OR TO ANY SOLICITATION OR PROPOSAL THEREFORE.

IT IS UNLAWFUL AND UNETHICAL FOR ANY PAYMENT, GRATUITY, OR OFFER OF EMPLOYMENT TO BE MADE BY OR ON BEHALF OF A SUBCONTRACTOR UNDER A CONTRACT TO THE PRIME CONTRACTOR OR HIGHER TIER SUBCONTRACTOR OF ANY PERSON ASSOCIATED THEREWITH, AS AN INDUCEMENT FOR THE AWARD OF A SUBCONTRACT OR ORDER.

The Town of Erie reserves the right to reject any or all Proposals, to waive informalities or irregularities in the Proposals received, to reject non-conforming, non-responsive or conditional Proposals and to accept the Proposal, which, in the Town’s judgment, is in its best interest.

TOWN OF ERIE

Debra L. Pearson
Community Development Director

Abbreviated “Invitation” published Wednesday, July 30, 2003 in The Erie Review.
REQUEST FOR PROPOSALS

I. ADMINISTRATIVE INFORMATION

Issued From: This Request for Proposals (RFP) is issued by the Town of Erie, Community Development Department.

Scope: This RFP contains the instructions governing the Proposals to be submitted and the materials to be included therein; mandatory requirements which must be met to be eligible for consideration, and other requirements to be met by the Proposer. Fee and Scope of Services are part of the RFP process.

This RFP contains four sections of information and requirements governing the consultant team selection process.

The four sections of information and requirements for the RFP are as follows:

I. Administrative Information
II. Scope and Project Information
III. Submittal Requirements
IV. Selection Process and Criteria

Invitation: The Town of Erie is requesting all qualified consultants relevant to this project to submit a project proposal in accordance with this RFP.

Inquiries: Prospective Proposers may make inquiries concerning this RFP to obtain clarification of requirements. All inquiries must be made via email to comdev@ci.erie.co.us. No inquiries will be accepted after August 15, 2003. Town staff will post responses to all inquiries on the Town’s website which is www.ci.erie.co.us.

Inquiries on the project may be directed to:
Debra L. Pearson
Community Development Director
PO Box 750
645 Holbrook St.
Erie, Colorado  80516
(303) 926-2771 (tele)
comdev@ci.erie.co.us

PROJECT SCHEDULE:

RFPs available July 25, 2003
Pre-Proposal Meeting August 14, 2003 at 1:00 p.m.
Proposals Due September 4, 2003 at 3:00 p.m.
Interviews Anticipated Late September
Contract Issued Upon finalization of Scope and Contract

Submittals: Submittals of the Proposals are due no later than September 4, 2003 at 3:00 p.m. Late submittals will not be accepted. Submittals are due at the Town Clerk’s office.

Attn: Terry Andrews
Town Clerk
Four (4) copies of the Proposals should be sealed in a package showing the following information on the envelope:

1. Proposer’s Name
2. RFP – “Town of Erie Comprehensive Plan Update”
3. Due Date:

Late Proposals: Late Proposals will not be accepted. It is the responsibility of each Proposer to insure that the Proposal arrive in the Town Clerks office, 645, Holbrook, Erie, Colorado, prior to the date and time stated in this RFP.

Acceptance Time: The Town of Erie intends to review the Proposals within the time frame noted under the Project Schedule, but does not intend to exceed sixty calendar days after the closing date for receipt of Proposals. Upon selection the Town will issue a letter of intent. A contract must be completed and signed by all parties concerned within ten days of issuance of the letter of intent. If this date is not met, the Town may elect to cancel the letter of intent and award the selection to the next most successful Proposer (if the delay is not the fault of the Town). The town reserves the right to incorporate standard contract provisions into any contract as a result of a Proposal submitted in response to the RFP.

Rejection of Proposals: The Town of Erie reserves the right to reject any or all Proposals, to waive informalities and minor irregularities in Proposals received and to accept any portion of the Proposals or all items of the Proposals if deemed in the best interest of the Town to do so.

Proprietary Information: Any restrictions on the use of data contained within a Proposal must be clearly stated in the Proposal itself. Proprietary information submitted in response to this RFP will be handled in accordance with applicable Town Procurement Regulations.

Response Materials Ownership: All materials submitted regarding this RFP becomes the property of the Town of Erie and will only be returned to the Proposer at the Town’s option. Any person may review responses after the final selection has been made. The Town reserves the right to use any or all ideas presented in the reply to this request, subject to the limitations outlined in the section on Proprietary Information above. Disqualification of a Proposer does not eliminate this right.

Costs: The Town of Erie is not liable for any cost incurred by the Proposers prior to issuance of an agreement, contract or purchase order.

Cost Data/Budget: If the Proposal is for more than $20,000, Cost Data (Budget) must be included in your submittal. Provide factual information concerning the cost of labor, material, travel overhead, and other cost elements, which are expected to be incurred for each phase of the project.
**Acceptance of Proposal Content:** The contents of the Proposal of the successful Proposer will become contractual obligations if contractual agreement action ensues. Failure of the successful Proposer to accept these obligations in a purchase agreement, purchase order, contract, delivery order or similar acquisition instrument; may result in cancellation of the award and such Proposer may be removed from future solicitations.

**Award of Proposal:** The Contract will be awarded to that Proposer whose Proposal, conforming to the RFP, will be the most advantageous to the Town, price and other factors considered.

**Town Ownership of Contract Products:** All products produced in response to the Contract resulting from this RFP will be the sole property of the Town.

**Termination:** The Town shall, at any time, have the right to terminate the Contract for convenience upon giving fourteen days written notice to the awarded firm. In this event, the awarded firm shall be entitled to the full amount of the approved estimate of services satisfactorily completed.

**News Releases:** Proposers shall make no news releases pertaining to this RFP without the express written approval of the Town’s Public Information Office.

**Insurance:** the awarded Proposer will be required to provide a Certificate of Insurance or other proof of insurance naming the Town of Erie as "additional insured". Coverage must include Commercial General Liability coverage with minimum limits of $150,000 per person, $600,000 per incident, and Worker’s Compensation and Employer’s Liability coverage with limits in accordance with State of Colorado requirements.

COMPREHENSIVE AUTOMOBILE LIABILITY with minimum limits for bodily injury and property damage coverage of at least the liability limits under the Colorado Governmental Immunity Act, (now ONE HUNDRED FIFTY THOUSAND [150,000] per each person and SIX HUNDRED THOUSAND DOLLARS [600,000] per each occurrence), plus an additional amount adequate to pay related attorneys’ fees and defense costs, for each of Consultant’s owned, hired or non-owned vehicles assigned to or used in performance of this Agreement.

Awarded Proposer must present the Town with proof of Professional Liability Coverage with a minimum limit of $1,000,000.

**Standard Contract:** The Town’s standard contract is included in this RFP. Any exceptions to the standard contract must be submitted writing with the Proposal. Exceptions to the contract may lead to your Proposal being rejected.

**Contract Obligations:** Contract obligations will also include all work defined under Scope of Services & Products as found in this RFP. In addition, work not specifically called out, but indicated as provided in the proposals shall become contract obligations.

**II. SCOPE AND PROJECT INFORMATION**
The services requested herein are for preparation of a Comprehensive Plan Update. The approved budget is $125,000.00 all inclusive.
Introduction: The Town of Erie Board of Trustees has determined that completion and adoption of an Update to the Town of Erie Comprehensive Plan is a priority for the year 2003 and 2004. Concurrently, the Town Board of Trustees has recognized the need to prepare and adopt a new Unified Development Code with Design Guidelines and is currently asking for RFP’s for this project as well. With both documents being prepared at the same time, coordination of the two projects will be an important element for the Comprehensive Plan proposal to take into consideration.

The update to the Comprehensive Plan will involve a restructuring of the overall document structure and land use mapping to better portray a more detailed community vision and to directly relate to a new Unified Development Code and Design Guidelines.

Background: The Town of Erie is a small community (population 9,200) split between Boulder and Weld Counties, located on the northern fringe of the Denver-Boulder Metropolitan Area. The intense growth pressures of Eastern Boulder County and the Interstate-25 corridor have been occurring for several years and are continuing within the community, even though the Denver region is experiencing an economic downswing.

The existing Comprehensive Plan consists of two parts adopted three years apart; the 1996 Plan and the 1999 Update. The 1999 Update was adopted and is intended to supplement the 1996 Comprehensive Plan, not replace it. There are relatively few changes to the 1996 Plan, except for the amendments presented in the beginning of the Plan, which primarily involve land use, and transportation as reflected on the Development Plan Map, which remains in full force and effect. The 1999 Development Plan Map was further amended, after consideration of an individual property owner’s application for amendment, and adopted in 2001. Several documents addressing transportation, parks and open space, and utilities compliment the current Comprehensive Plan and are listed below.

In 2001, residents of the Erie planning area participated in the Erie Stakeholder Assessment Process (ESAP). The process produced vision statements, policy statements, and implementation strategies for the Town that promulgated the update of the Comprehensive Plan. The Comprehensive Plan Update should utilize the ESAP implementation strategies that are within the purview of the Town; if the strategies are not addressed then there will need to be an explanation why.

Scope of Services and Products
Responding consultants are requested to prepare a detailed scope of proposed work for consideration by the selection team. Consultants are encouraged to make creative recommendations concerning how to conduct these work activities and coordinate the activities with the consulting firm and Steering Committee preparing the Unified Development Code with Design Guidelines. At this time, staff anticipates formation of two Steering Committees: one under direction of the Planning Commission to oversee preparation of the Comprehensive Master Plan, and a second Steering Committee under direction of the Town Board to oversee preparation of the Unified Development Code with Design Guidelines. Alternative approaches are welcome. The Town may addend the scope of services and the contract at a later time to incorporate additional items.

Scope of Services: The Proposer will implement the process for updating the Town’s Comprehensive Plan. The Proposer will be responsible for guiding the Comprehensive Plan Committee including, but not limited to, the following elements:
1. Meet with Steering Committee and staff representatives to clarify objectives, direction and develop strategies to gather input from the community.
2. Attend, present, record and process information gathered from Steering Committee meetings, community meetings, and presentation of the draft plan to the public. The Town will be looking to the Proposer to present the appropriate number of meetings and the schedule associated with them.
3. Analyze, present, and map demographic, economic, transportation and environmental data to recognize historic trends and project future trends.
4. Evaluate and map existing land uses, conservation easements, water resources, wildlife and environmental considerations, historic sites, and geologic hazards to identify opportunities and constraints.
5. Analyze and recommend appropriate, future types of land use and transportation.
6. Recognize current Town goals, policies and objectives adopted by the Board of Trustees and integrate implementation strategies into the Comprehensive Plan.
7. Provide draft documents and maps in sufficient quantities for committee meetings, citizen meetings, and public hearings for presentation to the Planning Commission and Town Board of Trustees.
8. Prepare the final document in a manner and form mutually agreed to by the Town of Erie and the Proposer and make available to the Town a copy of the Comprehensive Plan in a computer format acceptable to the Town for future use.

**Targeted Issues:** The Planning Commission and Town Board have identified the following issues to be included in the update of the Comprehensive Plan. The updated plan is intended to provide specific strategies to guide future growth assist with the protection and appropriate use of the Town’s resources and to guide the sound investment in community services and facilities. The Town is looking for qualified professionals who will assemble an effective and creative strategy to preserve the qualities of the Town’s past while addressing the issues and opportunities of the future.

The plan shall focus upon the following components:

1) *Unified Development Code* - compatibility with the on-going preparation of the Code.

2) *Erie Stakeholders Assessment Plan (ESAP)* - integrate the ESAP implementation strategies, within the purview of the Town. If strategies are not addressed, explanation why.

3) *Growth Management Tools* – identify which types are appropriate for the Town.

4) *Land Use Management Strategy* evaluating existing land uses and identifying the most appropriate areas for industrial, commercial, residential, and overlay areas of land uses in varying densities, with special concern for transitional areas and mixed use. This component will also include amending the 2001 Development Plan Map (if appropriate). Land Use Mix with Density Ranges – evaluation of the mix of planned land uses in terms of building permits approved, analysis of land
supply and land use balance, estimates of land use absorption, and potential changes to the mix of planned land uses.

5) **Future Development Strategy** identifying existing community demographics, evaluating deficiencies and creating strategies to ensure balanced future growth.

6) **Environmental Protection Strategy** that will address the relationship between the environment and developed areas, as well as, between varying types of development.

7) **Parks, Recreation and Open Space** identification of existing conditions, development constraints (floodplain, undermining, soils, etc) and potential locations for new facilities.

8) **Transportation Strategy**, identifying improvements necessary to meet future growth needs. This strategy will complement and incorporate the existing transportation documents listed in the section under “Materials Available”. Transportation – evaluation of road improvements in terms of land use, transportation system, travel behavior, and neighborhood livability.

9) **Sustainability/Economic Development and Infrastructure Strategy** Implementation strategies targeted at rate of growth, jobs balance, school capacity, housing mix, analyzing the economic base stability and opportunities for expansion, including utilities for water, sewer, and stormwater.

10) **Heritage/Historic Preservation Strategy** identifying the structures, areas, native open space areas or view sheds with local and regional significance that are in need of special consideration.

11) **Areas of Special Significance** are to be identified, analyzed and addressed. Areas of special significance include the I-25 corridor, State Highway 7, 52 and 287 corridors, Old Town/Community Center area as well as others that may be identified through the land use evaluation process.

12) **Community Coordination Strategy** – coordinating future land uses and infrastructure needs with current residents within the Erie Planning Area.

13) **Special Districts** integration of facility requirements that affect the Town into the Comprehensive Plan (St. Vrain Valley School District, Boulder Valley School District, Mountain View Fire Protection District, St. Vrain Valley Sanitation District, Left Hand Water District, etc.).

14) **Intergovernmental Agreements (IGA)** recognition of existing agreements and identification of potential future IGA’s.

15) **Regional Coordination Strategy** devising ways of fostering coordinated growth between the Town and surrounding jurisdictions of Erie.

**Community Involvement:** Residents, officials, and staff from Erie play a very active role in the development of their community. A well thought-out citizen involvement process, facilitated by the Proposer, is an essential part of this project, and it needs to
include opportunities to identify issues, concerns and opportunities as well as discussion and consensus building around the proposed land use alternatives and issues. The consultant needs to propose an effective process and be willing to accept input from the citizens regarding this process before locking into a specific approach. There needs to be flexibility built into the process and the ability to adapt to various unforeseen issues and circumstances that may arise during the course of the project. Current developers and landowners in the community are anticipated to take an active role in this process and will need to be included in a productive manner.

**Document Format:** The Updated Comprehensive Plan will consist of both text (Microsoft Word) and maps in an 8 ½” by 11” three ring binder format that lends itself to accommodate amendments. Maps shall be produced in a format of 24” by 36”, with the capability of being legibly reduced to 11” by 17” for inclusion into the binder. The consultant should deliver the draft and final documents in both hard copy and electronic formats that allow easy reproduction and direct web readiness.

The existing Development Plan Map – 1999 with 2001 amendments was created in Acad. The Town utilizes the current version of Acad 2002, which yields files in .dwg format. All final maps and overlays must be able to be maintained and manipulated using Acad version 2000 or newer. All final map files (.dwg) will be returned to the Town of Erie on a CD. The existing Development Plan Map is built upon a graphical representation with no coordinate system. The current map consists of two (2) drawings, one of which is used as an XREF.

**Materials Available:** (additional materials to become available as adopted)

- **Comprehensive Plan, Erie, Colorado** – published by the Town of Erie Planning and Zoning Commission on December 5, 1996, Updated in 1999 and Amended in 2001, including all accompanying maps, plats, charts and descriptive material.

- **Town of Erie Board of Trustees Current Goals**

- **Erie Transportation Plan** – prepared by Felsburg, Holt & Ullevig, November 1996

- **Erie Outfall Systems Plan** – west of Coal Creek, adopted May, 2000

- **Town of Erie Development Standards and Specifications for Design and Construction of Public Improvements** adopted 2001

- **Town of Erie Airport Master Layout Plan** – adopted 2003

- **Town of Erie Parks, Recreation, Trails and Open Space Master Plan** – adopted December, 1997, amended May, 2003

- **Town of Erie Zoning Ordinance 602** – adopted August, 1998

- **Town of Erie Subdivision Regulations** – adopted 1995

- **Erie Downtown Framework Plan** – adopted 1998
III. SUBMITTAL REQUIREMENTS
Proposals must contain the following information to be considered responsive. Proposals should provide a concise presentation of sufficient length to be complete. Brevity is appreciated to the extent possible.

Cover Letter. A cover letter with company name, address, phone number, project contact and principal signature is required. (Please list any concerns with adhering to the proposed schedule or any concerns with the terms of the sample contract.)

Work Plan. Explain the proposed work plan with a detailed description of the specific tasks as noted in Scope of Services and Products of this RFP. Include additional tasks and their purposes as needed to explain fully the work considered necessary for this project.

Project Schedule. Provide a project schedule showing key task target dates (including community meetings, P/Z and Board of Trustees study committee meetings, and staff team meetings) and estimated task duration. Show changes to Town intended time frame, if any, and clearly define Town/agency review processes.

Community Involvement. Describe the approaches used to engage a broad spectrum of the Erie community throughout the update.

Products. All products as noted in Scope of Services and Products of this RFP are to be submitted to the Town in the formats requested. Copies, if requested, will be paid as reimbursable expenses outside the base contract fee. Additional products not specifically requested in this RFP, but noted by the consultant in their proposal should be listed.

Project Team. Provide a complete list of all subconsultants the lead firm will use for the project along with an organizational chart showing the relationship of each consultant to the lead firm. Provide a statement of past projects where the team, or members of the team have worked together making clear which team members were involved and the name and location of those projects. Indicate for each subconsultant team member, the primary contact and names and titles of their work group members. Provide a chart showing each subconsultant, primary contact name, phone number, email address, fax number and mailing address. Provide a short statement for the lead consultant and each subconsultant noting their expertise in their area of consulting and why they have been selected as part of the project team. Describe the qualifications, including education and professional experience specifically related to this scope of work, of all individuals to be assigned to the project including their relationship to the lead firm and an estimate of the time each individual is expected to devote to the project. It is
important to clarify each team member's qualifications and experience in their area of responsibility.

**Relevant Experience.** List projects of similar nature that the lead consultant and the subconsultants have had DIRECT experience. Be specific on why the referenced project is similar to this project. Include the referenced project Name, a brief description, original budget, final cost, if the project was completed on time and a reference name and phone number. Provide the completed comprehensive plan document for the referenced project. If cut sheets are used to describe other relevant projects, provide a summary of all the cut sheets with the requested information in a chart form. Specific areas of expertise that need to be included are comprehensive planning, transportation and land use planning, population and employment projections, retail market analysis, fiscal impact analysis, and community involvement. Additionally, the ability to facilitate groups with opposing views will be important; if possible, provide a short video (5-10 minutes) of a session in which you facilitated a difficult situation. If a video is not available give a description of a difficult situation that you facilitated.

**Quality Control.** Describe how the consultant team will handle quality control. How are issues monitored and resolved, and plans checked and cross-referenced? *Quality control is considered very important. Please be very specific in describing the means of ensuring quality control for this project.*

**Fees.** (a). Provide a complete list of fees for the consulting services and products broken down per task listed under *Scope of Services and Products* as the base fee price. Additional services fee should be provided for any work noted by the consultant as part of their proposal beyond that requested specifically in this RFP.

**IV. SELECTION PROCESS AND CRITERIA**
The evaluation criteria noted below are the criteria to be used for evaluation of this RFP. Based on the evaluation process a rank ordered list of responsive consultants shall be established. The consultants shall be rank ordered with the first ranked consultant being considered the most responsive and the second ranked consultant being considered the second most responsive. This process shall be continued until all consultants have been rank ordered. The Town may conduct interviews with select consultants in order to assist in the evaluation process. If interviews are conducted, they will be held at the Town of Erie. Two hours will be provided to each consultant team for set-up, presentation, questions, and take down.

The Town shall then determine whether the consultant's proposal with the highest ranking can be accepted as is without negotiations. In the event the Town determines that the negotiation of the consultant's proposal is necessary, the consultant shall be notified and the negotiation process will begin. Should the Town be unable to negotiate an acceptable contract with highest ranked consultant, then the process described in this paragraph will begin with the second highest ranked consultant. This process shall continue until a satisfactory contract is negotiated or until all negotiations with qualified ranked consultants is exhausted. The Town shall be the sole judge in determining, either prior to or after negotiations, when a proposal is deemed acceptable. Further, The Town shall be the sole judge in determining when negotiations are to be concluded.
EVALUATION CRITERIA: (in order of importance)

- **Scope of Proposal** - Does the proposal’s approach demonstrate an understanding of the project, address the targeted issues adequately, and show an ability to integrate the various analyses in order to meet the Town’s needs and to complete the project on time? Are there creative aspects of the proposal valuable to the project? Is the proposal, and any presentation, complete, clear and concise?

- **Methodology** - Does the proposed sequence of work and methodology provide sufficient detail to clearly indicate how the **Scope of Services and Products** will be provided? Can the work be completed in the necessary time? Can the target start and completion dates be met? Will the methodology and sequence of work lead to a successful outcome?

- **Project Team** - Has the firm done previous projects of this type and scope? Do the persons who will be working on the project have the necessary skills as demonstrated by qualifications, technical expertise, and relevant experience and track record on similar projects? Are sufficient people with the requisite skills assigned to the project? Are other qualified personnel available to assist in meeting the project schedule if required? Is the project team available to attend meetings as required by the **Scope of Services and Products**?

- **Community Involvement** - Does the proposal detail a community involvement process that uses a variety of methods? Are the purposes and outcomes of scheduled meetings with various segments of the Erie community, Steering Committee, and the staff team specified? Do the persons who will be working on the project have the necessary skills, as demonstrated by qualifications and relevant experience and track record on similar projects, to assist the Erie community in identifying the tradeoffs in recommendations and suggestions and in indicating their choices among competing goals rather than simply stating desires?

- **Fee** Are the work hours presented reasonable for the effort required in each project task or phase? Is the fee cost effective?

**It is imperative for proposers to ask any clarifying questions within the proposal timeframe. The pre-proposal meeting is the ideal time for major questions to be discussed.**