

RFP NUMBER 18-001-DDA

**REQUEST FOR PROPOSALS
FOR ACQUISITION AND REDEVELOPMENT OF SOUTHERN SKILLET SITE**

**PROPOSALS DUE: No later than November 14, 2018 2:00PM EST in hard copy.
Electronic submissions via e-mail or fax will NOT be accepted.**

There will be a voluntary pre-proposal meeting/site tour held on November 5, 2018 at 12:00 PM at Roswell City Hall Council Chambers followed by a tour at site.

Questions should be directed in writing to City of Roswell Downtown Development Authority (DDA) via e-mail to:

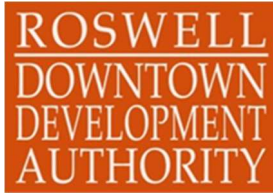
admin@roswelldda.com

**Submit Proposals to:
Downtown Development Authority
City of Roswell**

**38 Hill Street, Suite 130
Roswell, Georgia 30075**

Table of Contents

INTENT STATEMENT FOR REDEVELOPMENT OF THE SOUTHERN SKILLET	4
THE SITE AND THE OPPORTUNITY	5
PROPOSER’S RFP CHECKLIST	7
SCHEDULE OF EVENTS	8
SECTION 1: RFP SUBMISSION INSTRUCTIONS	9
1.1 SINGLE POINT OF CONTACT	9
1.2 REQUIRED REVIEW	9
1.3 PRE-PROPOSAL CONFERENCE	9
1.4 SUBMITTING A SEALED PROPOSAL	10
1.5 OFFEROR’S CERTIFICATION	12
1.6 COST OF PREPARING A PROPOSAL	13
SECTION 2: RFP EVALUATION PROCESS	13
2.1 AUTHORITY	13
2.2 CITY/DDA INTENT	13
2.3 CONTACT	14
2.4 RECEIPT OF RFP’S AND PUBLIC INSPECTION	14
2.5 CLASSIFICATION AND EVALUATION OF PROPOSALS	14
2.6 ROSWELL’S RIGHTS RESERVED	15
2.7 NO LIMIT TO COMPETITION	16
2.8 DDA’S RIGHT TO INVESTIGATE	16
SECTION 3: REQUIRED RFP SUBMISSION CONTENTS	16
3.1 INTRODUCTION	16
3.2 PROPOSAL FORMAT AND NUMBER OF COPIES	16
3.3 PROPOSAL CONTENTS	17
SECTION 4: EVALUATION CRITERIA	20
SECTION 5: TERMS AND CONDITIONS	20
5.1 ADDITIONAL CONTRACT PROVISIONS AND TERMS	20
5.2 PERFORMANCE PRIOR TO CONTRACT EXECUTION	20



October 31, 2018

To Developers Interested in Downtown Roswell:

The Downtown Development Authority of Roswell (DDA) is issuing this second Request for Proposals on the subject property. The offer submitted by the prior selected finalist for RFP 17-001-DDA was not accepted and RFP 17-001-DDA was deemed closed without further action. Given the time that has elapsed, the DDA believes conditions have changed significantly enough that a new RFP is warranted.

As described in this Request for Proposals (RFP), the city of Roswell and the Roswell DDA have been working diligently over the past several years to make our downtown area the cultural, civic and entertainment center of our city. As part of that effort, the City/DDA have acquired a key development parcel, the Roswell Plaza shopping center, former home of the Southern Skillet restaurant. This approximately 4.2-acre site is located within easy walking distance of Roswell City Hall and directly across Highway 9 from the thriving Canton Street area.

The DDA is seeking a highly experienced developer or development team to acquire the site to create an iconic mixed-use development which will anchor the redevelopment of Roswell's downtown area, provide a pedestrian oriented mix of land uses which will be compatible with the unique, historic character of downtown Roswell.

The DDA is seeking to partner with an experienced developer who is equally excited by this vision and offers the City the best combination of the following:

- (a) proven ability to execute the project and demonstration of the financial feasibility of concept plan,
- (b) delivers a mixed-use development concept that will place priority on commercial uses, specifically grocery, office and retail,
- (c) proposes a purchase price for the site with such purchase price net of closing related fees/expenses,
- (d) considers the city's desire to close quickly, and
- (e) demonstrates an early and substantial "at risk" earnest money commitment

We have prepared a Statement of Intent which presents our vision for the redevelopment of this property which follows this letter. If you are interested in exploring this opportunity further, please plan on attending the pre-proposal meeting and site tour on November 5, 2018 at 12:00 P.M. On behalf of the Roswell DDA and the City, thank you for your interest in downtown Roswell. We look forward to receiving your proposal.

Very truly yours,

Randy Schultz, Chair
Roswell Downtown Development Authority

David J Schmit, DDA Representative
Roswell Downtown Development Authority

INTENT STATEMENT FOR REDEVELOPMENT OF THE SOUTHERN SKILLET SITE

The redevelopment of the Southern Skillet site is viewed by the City of Roswell as a catalytic project for downtown Roswell, which can help set the pattern for the type of development that will occur in the downtown area over the coming decade. Accordingly, we have developed the following intent statement to provide interested development partners with how we would like to see the property redeveloped:

General Project

1. Project to be catalytic in design and use, contributing to the village scale of downtown.
2. Designed to successfully be woven into the fabric that is downtown Roswell.
3. Respectful of the city's historical character, scale and materials.
4. Commercial uses are desired as the primary use for the site.
5. A grocery or food market has been ranked highest as a desired use by the Roswell community.
 1. Neighborhood retail, small shops of goods and services would be appropriate.
 2. Office space over retail would be a desirable use.
6. Residential can be considered as a complimentary component of a predominantly commercially-focused mixed-use project.
7. Development design should address the pedestrian experience on the street, establishing connection visually and tactilely.

Orientation on Fraser Street

8. The development should create an intimate, pedestrian scale along the Fraser Street frontage.
9. Include a street scape that is scaled for pedestrians, including seating, bike accommodation and active storefronts, not blank walls.
10. Locate active uses abutting the street to slow traffic speeds.

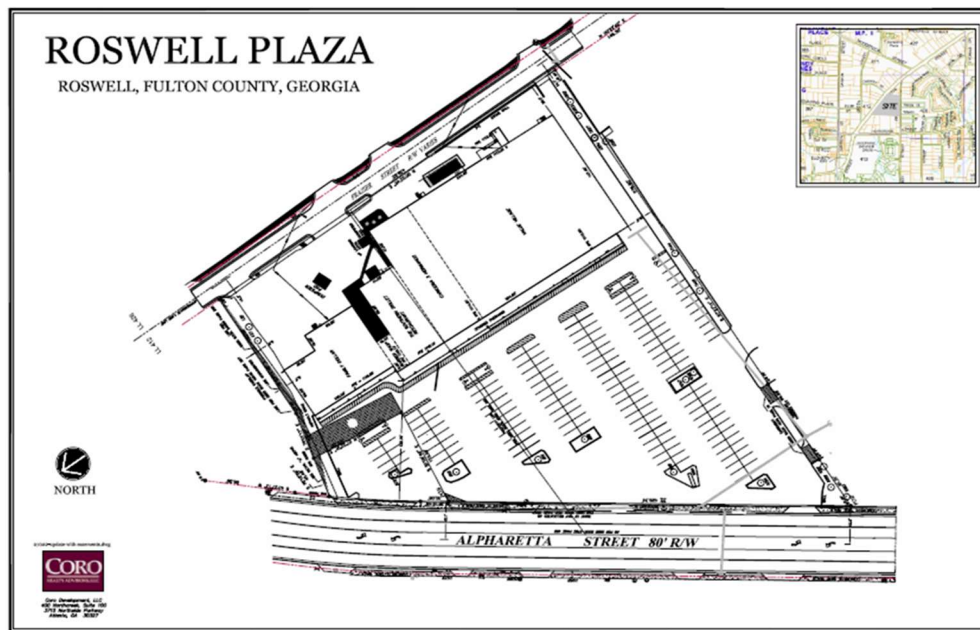
Alpharetta Highway

11. Establish a pedestrian friendly street scape on Alpharetta Highway to reinforce a pedestrian scale.
12. Seek to step back building height from the street to enhance the pedestrian experience.
13. Consider allowing the parking structure to serve adjacent and nearby activity through pedestrian connectivity during non-business hours.
14. Provide vehicular and pedestrian connectivity to adjacent parcels in the development planning.

THE SITE AND THE OPPORTUNITY

The Project Site is owned by the city and leased to the DDA, who serves as tenant property manager and asset manager for the sale of the site. The 4.2-acre parcel has been owned by the City since early 2016 and was acquired for \$4,850,000. The site contains approximately 47,480 SF of existing retail space, which included the Southern Skillet restaurant, which was a well-known local eatery. Currently, the site is occupied by Renovation Resources and the Los 3 Hermanos restaurant. The Family Dollar Store's lease has been terminated with the tenant vacate date of October 31, 2018. Renovation Resources and the Los 3 Hermanos restaurant are on a month to month lease with their monthly lease rates at \$1,000 and \$7,600 respectively. **Additional information regarding the site is available on the DDA's website at www.roswelldda.com.**

The current site plan for the property is shown below.



Downtown Roswell's Reinvention

The Southern Skillet site is located in the heart of downtown Roswell, which is the historic heart of the city but has been undergoing a period of growth and expansion over the past several years as exemplified by the emergence of Canton Street as the commercial heart of downtown, the exciting plans for a boutique hotel, and several development projects in the downtown area.

Canton Street Revival—Canton Street has emerged as the focal point and gathering place for Roswell residents and visitors to stroll and enjoy the mix of specialty shops, galleries and an ever growing group of eating and drinking places which offer an eclectic mix of cuisines, price points, people watching, all with its own unique setting and historic village fabric.

On the days of *Alive in Roswell*, which is held on the third Thursday of every month from April to October, Canton Street is converted into an all day and evening block party. The AJC has said: *"Make no mistake about it on the third Thursday of the month Roswell's Canton Street is the wildest place in Atlanta"*. (AJC 8/1/2016). That level of excitement has now attracted a new wave of restaurants and bars, creating one of

the most eclectic and dining and entertainment scenes in the region on a nightly basis. With dozens of restaurants, a sampling of which include:

- Little Alley
- Salt Factory Pub
- Roux on Canton
- 1920 Tavern
- Table & Main
- Osteria Mattone
- Pasti's Restaurant and Bar
- Ceviche
- Vin 25
- Pure Taqueria



PROPOSER'S RFP CHECKLIST

10 Critical Things to Keep in Mind When Responding to an RFP for the City of Roswell/DDA

1. _____ **Read the *entire* document.** Note critical items such as: supplies/services required; submittal dates; number of copies required for submittal; contract requirements (e.g. bonding and insurance requirements); etc.
2. _____ **Note the DDA Representative's name, phone numbers and e-mail address.** This is the **only** person you are allowed to communicate with regarding the RFP and is an excellent source of information.
3. _____ **Attend the pre-proposal conference.** These conferences provide an opportunity to ask clarifying questions, obtain a better understanding of the project, or to notify the DDA of any ambiguities, inconsistencies, or errors in the RFP.
4. _____ **Take advantage of the "question and answer" period.** Submit your questions to the DDA Representative by the due date listed in the *Schedule of Events* and view the answers given in the formal "addenda" issued for the RFP. All addenda issued for an RFP are posted on the DDA's website and will include all questions asked and answered concerning the RFP.
5. _____ **Follow the format required in the RFP** when preparing your response. Provide point-by-point responses to all sections in a clear and concise manner.
6. _____ **Provide complete answers/descriptions.** Read and answer **all** questions and requirements. Don't assume the DDA will know what your company's capabilities are or what items/services you can provide, even if you have previously contracted with the DDA. The proposals are evaluated based solely on the information and materials provided in your response.
7. _____ **Use the forms provided**, e.g. cover page, standard forms, etc.
8. _____ **Check the DDA's website for RFP addenda.** Before submitting your response, check the DDA's website at <http://www.roswelldda.com> to see whether any addenda were issued for the RFP. **If so, you must submit a signed cover sheet for each addendum issued along with your RFP response.**
9. _____ **Review the RFP document again** to make sure that you have addressed all requirements. Your original response and the requested copies must be identical and complete. The copies are provided to the Evaluation Committee members and will be used to score your proposal.
10. _____ **Submit your RFP on time.** Note all the dates and times listed in the *Schedule of Events* and within the document, and be sure to submit all required items on time. Late proposal responses will not be accepted.

This checklist is provided for assistance only and should not be submitted with Offeror's Proposal.

SCHEDULE OF EVENTS

<u>EVENT</u>	<u>DATE</u>
RFP Issue Date.....	October 31, 2018
Pre-Proposal Meeting/Site Tour.....	November 5, 2018 (12:00 pm) Location: City Council Chambers
Deadline for Receipt of Written Questions.....	November 7, 2018 (2:00 pm)
Deadline for Posting of Written Answers to DDA Website.....	November 9, 2018
RFP Response Due Date	November 14, 2018 (2:00 pm)
RFP Opening	November 14, 2018 (2:30 pm) Location-City Council Chambers
Anticipated Selection Date for Finalist.....	early December 2018
Target Date for execution of a Purchase and Sale Agreement	mid to late December 2018

(All time references in this document are to be understood as local, Eastern Time for our City, Roswell, GA.)

SECTION 1: RFP SUBMISSION INSTRUCTIONS

1.1 Point of Contact

From the date this Request for Proposals (the “RFP”) is issued until an Offeror is selected, **Offerors are not allowed to communicate with any staff (other than designee below) or Directors of the DDA regarding this procurement.** Contact information for the single point of contact is as follows:

Representative:	David J. Schmit
Address:	38 Hill Street Suite 130 Roswell, GA 30076
Telephone Number:	678-300-4877
E-mail Address:	dschmit@roswellda.com

1.2 Required Review

- 1.2.1 **Review RFP:** Offerors should carefully review this RFP in its entirety including all instructions, requirements, specifications, and terms/conditions and promptly notify the DDA Representative, identified above, in writing or via e-mail of any ambiguity, inconsistency, unduly restrictive specifications, or error which may be discovered upon examination of this RFP.
- 1.2.2 **Addenda:** The DDA may revise this RFP by issuing an addendum prior to its opening. The addendum will be posted on the DDA’s website at <http://www.roswellda.com>. Addenda will become part of the proposal documents and subsequent contract. Offerors must sign and return any addendum with their RFP response. Failure to propose in accordance with an addendum may be cause for rejection. In unusual circumstances, the DDA may postpone an opening in order to notify vendors and to give Offerors sufficient time to respond to the addendum.
- 1.2.3 **Form of Questions:** Offerors with questions or requiring clarification or interpretation of any section within this RFP must address these questions in writing or via e-mail to the DDA Representative referenced above on or before **2:00 PM on November 7, 2018**. Each question must provide clear reference to the section, page, and item in question. Questions received after the deadline may not be considered.
- 1.2.4 **The DDA’s Answers:** The DDA will provide by **November 9, 2018** an official written answer to all questions received within the period stipulated under *Section 1.2.3*. The DDA’s response will be by formal written addendum. Any other form of interpretation, correction, or change to this RFP will not be binding upon the DDA. Any formal written addendum will be posted on the DDA’s website by the close of business on the date listed. Offerors must sign and return any addendum with their RFP response.

1.3 Pre-Proposal Conference

There is Pre-Proposal conference/site tour scheduled for **12:00 PM on November 5, 2018** at the Roswell City Hall Council Chambers located at 38 Hill Street, Roswell, GA 30075 for this RFP.

1.4 Submitting a Sealed Proposal

1.4.1 **Organization of Proposal:** Proposals shall be prepared simply and economically, providing straight-forward, concise delineation of the Offeror’s capabilities to satisfy the requirements of this RFP. To expedite the evaluation of the proposal it is essential that Offerors follow the format and instructions contained herein.

Offeror shall place the following information on the **outside, lower left corner** of the envelope containing their proposal. Failure to include such information may delay opening of the bid.

Request for Proposals #18-001-DDA
RFP Closing Date: November 14, 2018
RFP Closing Time: 2:00PM

Offerors must organize their proposals in the following format:

Section I: Cover Letter and Certification – Offeror’s authorized representative(s) shall complete and sign the Qualifications Letter and Certification on page 4 of this RFP and return it with the proposal.

Section II: Proposed Development Vision and Program—describe the overall vision and recommended development program for the Southern Skillet site.

Section III: Development Team Experience—This section contains additional detail regarding your firm’s qualifications and your proposed organizational structure.

Section IV: The Proposed Financial Offer—Provide the purchase price and key terms of your offer for the acquisition of the Southern Skillet site. Financial information should be included within this section for intended sources of acquisition and development capital and a demonstration of the financial feasibility of the project. Such demonstration should be in the form of a proforma showing revenue, cost and projected returns.

Addenda – if any addenda have been issued, complete, sign and return Page 1, Addendum Acknowledgement (for each addenda issued) with bid.

1.4.2 **Failure to Comply with Instructions:** The DDA may also choose not to evaluate, may deem non-responsive, and/or may disqualify from further consideration any proposals that do not follow this RFP format, are difficult to understand, are difficult to read, or are missing any requested information.

1.4.3 **Copies Required and Deadline for Receipt of Sealed Proposals:** All proposals must be received in sealed opaque packaging. Offerors must submit the following number of copies to the address set forth on the Cover Page:

- One (1) unbound hard copy (3-ring binder OK) marked “Original” with original signatures; and
- One (1) electronic copy. The electronic copy shall be submitted in pdf format (OCR) and organized in the same format as the original submission with each Chapter or Section of the original having a corresponding Electronic File.

Proposals must be received sealed and received at Roswell City Hall prior to **2:00 PM (EST), on November 14, 2018**. Proposals delivered prior to 1:00 PM on November 14, 2018 may be delivered to Room 130 and confirm as received by Greg Anderson/City of Roswell. Facsimile or e-mail responses to formal solicitations are NOT accepted.

1.4.4 Late Submissions, Withdrawals, and Corrections:

- A. **Late Proposals:** Regardless of cause, late proposals will not be accepted and will automatically be disqualified from further consideration. It shall be the Offeror's sole risk to assure delivery to the DDA by the designated time. Late proposals will not be opened and may be returned to the Offeror at the expense of the Offeror or destroyed if requested.
- B. **Proposal Withdrawal:** An Offeror requesting to withdraw its proposal prior to the RFP due date and time may submit a letter to the DDA Representative requesting to withdraw. The letter must be on company letterhead and signed by an individual authorized to legally bind the firm.
- C. **Proposal Correction:** If an obvious clerical error is discovered after the proposal has been opened; the Offeror may submit a letter to the DDA Representative within two business days of opening, requesting that the error be corrected. The letter must be on company letterhead and signed by an individual authorized to legally bind the firm. The Offeror must present clear and convincing evidence that an unintentional error was made. The DDA Representative will review the correction request and a judgment will be made. Generally, modifications to opened bids for reasons other than obvious clerical errors are not permitted.

1.5 Offeror's Certification

All proposers shall include in their submissions a signed Certification which includes the following statement: **(FAILURE TO INCLUDE THIS SIGNED PROPOSAL LETTER AND CERTIFICATION MAY RESULT IN THE REJECTION OF YOUR PROPOSAL.)**

“We propose to furnish and deliver any and all of the deliverables and services named in the attached RFP 18-001-DDA, Acquisition and Redevelopment of the Southern Skillet Site for the City of Roswell Downtown Development Authority (DDA).

It is understood and agreed that this response to the Request for Proposal (RFP) constitutes an offer, which when accepted in writing by the DDA, and subject to the terms and conditions of such acceptance, will constitute a valid and binding contract between the undersigned and the DDA (“DDA”).

It is understood and agreed that we have read the DDA’s requirements and conditions shown or referenced in the RFP and that this statement is made in accordance with the provisions of such requirement and conditions. By our written signature on this Proposal, we guarantee and certify that all items included in this statement meet or exceed any and all such DDA requirements and conditions described in this RFP. The DDA reserves the right to reject any or all proposals, waive technicalities, and informalities, and to make an award in the best interest of the DDA.

PROPOSER’S CERTIFICATION

I certify that this Proposal is made without prior understanding, agreement, or connection with any corporation, firm, or person submitting a proposal for the same and is in all respects fair and without collusion or fraud. I understand collusive bidding is a violation of state and federal law and can result in fines, prison sentences, and civil damage awards. I agree to abide by all conditions of the RFP and certify that I am authorized to sign this RFP for the Offeror. I further certify that the provisions of O.C.G.A. § 45-10-20, et seq. have not been violated and will not be violated in any respect.

Authorized Signature for Offeror _____

Date _____

Print/Type Company Name _____

Print/Type Offeror Name Here _____

- 1.5.1 **Understanding of Specifications and Requirements:** By submitting a response to this RFP, Offeror agrees to an understanding of and compliance with the specifications and requirements described in this RFP.
- 1.5.2 **Offeror's Signature:** All signatures required in the RFP on behalf of an Offeror must be signed in ink by an individual authorized to legally bind the business submitting the proposal. Proof of authority of the person signing the RFP response must be furnished upon request.
- 1.5.3 **Offer in Effect for 180 Days:** Except in rare cases as described in *Section 1.4.5*, a proposal may not be corrected, withdrawn, or canceled by the Offeror for a 180-day period following the deadline RFP submission as defined in the Schedule of Events, or receipt of best and final offer, if required, and Offeror so agrees in submitting their proposal.

1.6 Cost of Preparing a Proposal

- 1.6.1 **Roswell DDA Not Responsible for Preparation Costs:** The costs for developing and delivering responses to this RFP and any subsequent presentations of the proposal as requested by the DDA are entirely the responsibility of the Offeror. The DDA is not liable for any expense incurred by the Offeror in the preparation and presentation of their proposal.
- 1.6.2 **All Timely Submitted Materials Become DDA's Property:** All materials submitted in response to this RFP become the property of the DDA and are to be appended to any formal documentation, which would further define or expand any contractual relationship between the DDA and Offeror resulting from this RFP process.

SECTION 2: RFP EVALUATION PROCESS

2.1. Authority

This RFP is issued under the authority of the Downtown Development Authority of Roswell and its charge by the City of Roswell to redevelop the Southern Skillet Site. The property is owned by the City of Roswell.

2.2. City/DDA Intent

The DDA is accepting sealed proposals from qualified firms to establish a partnership for the development of the 4.2 acre property located at 1037 Alpharetta St. Roswell, GA 30075. **An Offeror's information package regarding the Southern Skillet site and its redevelopment is available on the Roswell DDA's website for your review. We urge all respondents to this RFP to read this information before submitting your proposal.**

The DDA, via this RFP, is soliciting from the pre-qualified developers a proposal to acquire and redevelop the subject property. The Requests for Proposals will include the Offerors' approach to the project, the site acquisition price, the process to revise and refine a consensus on the master plan, the strategy for phasing, an evaluation of constructability and implementation, the estimated timeline for design and construction.

2.3. Contact

The DDA Representative will be the primary contact for Proposers.

2.4. Receipt of Proposals and Public Inspection

2.4.1 Public Information: During the opening of sealed proposals, only the Offeror's name will be read aloud and recorded. No other information will be disclosed at that time. No other information will be disclosed nor shall the proposals be considered open record until after execution of a Purchase and Sale Agreement. All information received in response to this RFP, including copyrighted material, is deemed public information and will be made available for public viewing and copying shortly after award with the following four (4) exceptions: (1) bona fide trade secrets meeting confidentiality requirements that have been properly marked, separated, and documented; (2) matters involving individual safety as determined by the DDA; (3) any company financial information requested by the DDA to determine vendor responsibility, unless prior written consent has been given by the Offeror; and (4) other constitutional protections.

2.4.2 DDA's Review of Proposals: Upon opening the sealed proposals received in response to this RFP, the DDA Representative in charge of the solicitation will review the proposals and separate out any information that meets the referenced exceptions in *Section 2.2.1* above, providing the following conditions have been met:

- Confidential information is clearly marked and separated from the rest of the proposal;
- The proposal does not contain confidential material in the cost/price section; and
- An affidavit from an Offeror's legal counsel attesting to and explaining the validity of the trade secret claim is attached to each proposal containing trade secrets.

Information separated out under this process will be available for review only by limited designees. Offerors must be prepared to pay all legal costs and fees associated with defending a claim for confidentiality in the event of a "right to know" (open records) request from another party.

2.5. Classification and Evaluation of Proposals

2.5.1 Initial Classification of Proposals as Responsive or Nonresponsive: All proposals received will be reviewed by the DDA representative to ensure that all administrative requirements of the RFP package have been met, such as all documents requiring a signature have been signed and submitted. Failure to meet these requirements may be cause for rejection. All proposals will initially be classified as either "responsive" or "nonresponsive". Proposals may be found nonresponsive at any time during the evaluation process or negotiations if: any of the required information is not provided; the submitted price is found to be excessive or inadequate as measured by criteria stated in the RFP; or the proposal is not within the plans and specifications described and required in the RFP. Proposals found nonresponsive may not be considered further. All proposals that meet the administrative requirements will be turned over to the Evaluation Committee for further evaluation.

2.5.2 Determination of Responsibility: The DDA Representative will determine whether an Offeror has met the standards of responsibility. Such a determination may be made at any time during the evaluation process and through negotiation if information surfaces that

would result in a determination of non-responsibility. If an Offeror is found non-responsible, the determination must be in writing and made a part of the procurement file.

2.5.3 Evaluation of Proposals: An Evaluation Committee formed by the DDA will review all proposals received and determine a ranking based on the information provided in Sections 3 through 4 of this RFP. After each member of the Evaluation Committee reviews and ranks the proposals. The evaluation committee member ranking related to each proposal will be averaged and the proposal with the lowest averaged ranking will have the most favorable scoring. During the evaluation of the Proposals, the DDA Representative reserves the right to request clarification of proposal responses and to request the submission of references, if deemed necessary for a complete evaluation of proposal responses.

Award will be made to the responsive and responsible Offeror(s) whose proposal is most advantageous according to designated criteria.

The DDA shall be the judge of the factors and will make the award recommendation to Mayor and City Council.

2.5.4 Completeness of Proposals: Selection and award will be based on the Offeror's proposal and other items outlined in this RFP. Submitted responses may not include references to information located elsewhere, such as Internet websites or libraries, unless specifically requested. Information or materials presented by Offerors outside the formal response or subsequent discussion/negotiation, if requested, will not be considered, will have no bearing on any award, and may result in the Offeror being disqualified from further consideration.

2.5.5 Opportunity for Interview, Discussion/Negotiation, and/or Oral Presentation: After receipt of all proposals the DDA's Representative may initiate discussions with one or more Offerors should clarification or negotiation be necessary.

2.5.6 Award: Selection of an Offeror, if any, will be made by the DDA upon determination by its board. The winning offeror will be notified by the DDA and the creation of a purchase and sale agreement to convey the property to the winning Offeror will commence. The purchase and sale agreement will be approved by the Mayor and City Council prior to execution.

2.6. DDA's Rights Reserved

While the DDA has every intention to determine a most qualified Offeror to the RFP, the issuance of the RFP in no way constitutes a commitment by the DDA to award and execute a contract for the property. Upon a determination such actions would be in its best interest, the DDA, in its sole discretion, reserves the right to:

- Cancel or terminate this RFP at any time. A notice of cancellation will be issued on the DDA website. If the RFP is cancelled, the DDA will not reimburse any Offeror for the preparation of its proposal. Proposals may be returned upon request if unopened;
- Reject any or all proposals received in response to this RFP,
- Enter into further discussions with one or more Offerors;
- Waive and/or amend any undesirable, inconsequential, or inconsistent provisions/specifications of this RFP which would not have significant impact on any proposal;
- Not award if it is in the best interest of the City of Roswell or DDA; or
- Terminate any contract if the DDA determines adequate funds are not available.

2.7 No Limit to Competition

No specification implied or expressed is intended to limit competition. The specifications below are intended as a guide for the Offerors. These requirements and other specifications are not designed to prevent any Offeror from submitting a proposal.

2.8 DDA's Right to Investigate

The DDA may make such investigations as deemed necessary to determine the ability of the Offeror to provide services specified. The also DDA reserves the right to use any information or additional references deemed necessary to establish the ability of the Offeror to perform the conditions of this request.

SECTION 3: REQUIRED RFP SUBMISSION CONTENTS

3.1 Introduction

This RFP is seeking responses from qualified developers who are interested and experienced in building sustainable, walkable, mixed-use, in-town communities. In this context, the term "Developer" applies to the development entity itself and the proposer's professional team assembled to execute the project.

The DDA is seeking a developer and supporting professional team that possesses the strongest combination of the following qualifications, experience and demonstrated effort in responding to the RFP:

- Experience in developing high-quality, innovatively designed mixed-use developments which reflect the character of the communities where they are located and have performed well in the marketplace;
- Experience in developing projects within similar "in-town" settings throughout the Atlanta metro region, particularly in suburban locations which are comparable to Downtown Roswell;
- Evidence of a strong financial position, access to bank financing and a well-performing current project portfolio; and
- Evidence that the proposer has sufficiently analyzed existing site conditions and the development economics of their proposal, anticipates challenges of project execution and, consequently, is most capable of executing their proposal if selected.

3.2 Proposal Format and Number of Copies

Provide one (1) original hard copy, and one (1) electronic copy of the complete package on compact disc or thumb drive. Each submittal shall be identical and include a transmittal letter.

Submittals must be typed on standard (8 ½" x 11") paper. The pages of the proposal must be numbered. A table of contents, with corresponding tabs, must be included to identify each section. Responses are limited to using a minimum of an 11-point font. Exhibits, affidavits, or other enclosure information called for may be included in an appendix. Each proposal shall be prepared simply and economically, to provide a straightforward and concise delineation of respondent's capabilities. Fancy bindings, colored displays, and promotional materials are not desired. Emphasis must be on completeness, relevance, and clarity of content. To expedite the review of submittals, it is essential that respondents follow the format and instructions outlined below. The content of all proposal must be categorized and numbered as outlined below, and responsive to all requested information.

3.3 Proposal Contents

Your proposal should be organized in the following manner and address the following issues:

- 3.3.1 **Section I – Cover Letter and Certification:** RFP responses should include the required proposal certification statement described in Section 1.5, followed by a cover letter which provides an introduction to the company, the respondent’s professional team and the firm’s areas of expertise. The letter should:
- a. Include the name, address and telephone number of the firm and the person who will serve as the DDA’s primary point of contact during the evaluation phase;
 - b. Identify the organizational structure of the firm or team, as well as the names and addresses of principals. List the composition of the development team;
 - c. Overview the team’s professional qualifications and experience in development, financing and marketing of comparable residential communities; and
 - d. Be signed by an authorized representative with the authority to negotiate with the DDA and commit the Proposer or the Proposer’s team to a development agreement if selected.
- 3.3.2 **Section II – Proposed Development Vision and Program:** Describe the overall vision and recommended development program for the Southern Skillet. This may be based on the site plan already prepared and provided with Qualifications Statement, or reflect the Proposers’ additional thoughts and analysis. At minimum this section should provide a description of the proposed project that includes:
- a. A conceptual site plan, square feet of key commercial components, unit counts for and residential products;
 - b. Illustrations and estimated price ranges for commercial and any residential units included to be offered including photographs, renderings or floor plans as applicable;
 - c. A preliminary estimate of the total construction cost and end value of the development;
 - d. A financial pro forma which sufficiently demonstrates the project’s underlying feasibility and basis for the financial terms being offered (see Section 3.3.4);
 - e. Alternate plans if more than one concept is under consideration;
 - f. Estimate a phasing plan/timing for the overall development.
- 3.3.3 **Section III – Development Team Experience:** At a minimum, this section must contain sufficient information to enable the DDA to identify and understand the entity of the proposer. Provide the complete legal name, the location of the respondent and the names/locations of all legal entities that comprise the respondent if proposing as a team. Also provide brief history and describe the legal structure of the entity. In the case where the respondent is a partnership, joint venture or affiliation of two or more firms, please provide information for all participants and the nature of the relationship. This should include a brief description of the respective roles, rights and responsibilities of the parties. If applicable, the respondent should include a statement and/or organizational chart that clearly identifies the level of authority vested to each individual within the team’s management structure to make decisions. In addition, this section should address the following:

- **Relevant Projects:** The DDA would like respondents to describe their relevant experience, dating back up to ten (10) years, with up to three developments that are most comparable to this Project. The DDA is interested in projects that were successfully completed or are still in active development, as opposed to planned projects that were never executed or are still pending. “Project experience” listed in this section should also be limited to projects executed by the proposer- not projects attributable to the proposer’s consultant team. The DDA is also more interested in receiving detailed descriptions, focused on up to three highly relevant project examples, than in receiving minimal information on larger numbers of examples which are less relevant. For each example cited, discuss why the proposer considers it relevant to downtown Roswell’s situation. Also describe the specific role of the respondent and or the responsible team member in executing the project, the specific location, development value of the project and the year in which it was completed or is planned for completion.
- **Personnel:** Provide resumes of key personnel, including the persons’ name, title, relevant experience, professional background; education and current and past employment. Provide an organizational chart of the respondent's management structure. The organizational structure must clearly identify the management team, and the roles of the associated individuals/firms.
- **Consultants and Subcontractors:** Use this section to identify relevant architectural or engineering consultants, legal and/or financial advisors, contractors or subcontractors the respondent may have recruited to assist in executing the Project. This section should communicate that the proposer understands and will acquire sufficient technical expertise to work through zoning, permitting, engineering and phasing challenges associated with this project. The format for presenting the qualifications of consultants should follow the same format as used for the developer.
- **Financial Capability:** The respondent is expected to provide sufficient information to provide the DDA with confidence in the proposer's financial capability to undertake and successfully finance the Project. If the respondent is a partnership, joint venture or newly formed legal entity, financial information should (at minimum) be provided for the entity or individual(s) that own and control a majority equity interest. Failure to provide adequate evidence or supplying unsupported statements will be interpreted as an admission of inadequate financial capacity. The following items are requested with submission of the RFP Response:
 - A letter provided by and containing the name and phone number of a commercial bank and/or institutional partner who can attest to the respondent’s capability to absorb predevelopment costs and access financing to undertake the project.
 - A letter from the respondent’s accountant or auditor who can attest to the Respondent’s financial position and stability.

- A section/statement identifying terms and conditions of any significant contingent liabilities, such as guaranteed loans or other obligations which could affect the ability of Respondent to obtain financing for this Project.
- **Disclosures:** List any outstanding disputes or business relationships between the Respondent and the following entities:
 - a. The DDA
 - b. The City of Roswell, and
 - c. Any other relevant agencies and organizations.

Describe any other outstanding disputes involving the respondent which the DDA should be made aware.

3.3.4 **Section IV–Proposed Financial Offer:** The DDA and City have significant flexibility with respect to disposition options and methods of compensation for the City-owned property. The DDA encourages and welcomes financial proposals which provide fair compensation to the City, while maximizing the value of the resulting development and its positive economic and fiscal impacts on downtown Roswell and the City as a whole. Recovery of the city’s investment in the site will be a key consideration in the determination of a final purchase. Provide a financial proposal for compensation to the City for the real estate and the timing of compensation.

At this time the DDA and City are not contemplating the provision of any incentives to the redevelopment of the site, given the strong performance of the Roswell real estate market. **Should you anticipate the need for any incentives from the city to achieve your project vision, please state explicitly what incentives you are requesting, their source and whether they are critical to the completing the purchase of the site and execution of the project as you have proposed.**

Terms to be addressed in the offer, at minimum are the include:

- Timeline to close: It is the desire of the city to expeditiously close on the purchase and sale of the property
- Earnest Money: The city desires to see a substantial earnest money commitment and a short time to earnest money becoming “as risk”.
- Purchase Price: The city seeks to recover its investment of \$4,850,000 in full net of closing related fees/expenses.

Provide a general form of agreement and content of terms you would offer to sign with the DDA if selected to undertake this effort. This may be in the form of a draft document, examples of similar agreements executed with other parties, or a narrative discussion of the main contents of such an agreement.

The scope of this section should address key deal points the proposer would see as necessary to commit financial resources to due diligence, and outline steps following due diligence, assuming that findings are favorable. The DDA is looking for the Proposer’s best offer, which may be amended if selected.

SECTION 4: EVALUATION CRITERIA

All proposals received will be reviewed by the Buyer to ensure that all administrative requirements of the RFP package have been met, such as all documents requiring a signature have been signed and submitted. Failure to meet these requirements may be cause for rejection. All proposals that meet the administrative requirements will be turned over to the DDA Evaluation Committee for further evaluation. The DDA Evaluation Committee will review all proposals received and determine a scoring based on the information provided in Sections 3 through 5 of this RFP. This RFP may require a site visit for presentations/demonstrations with one or more of the selected Offerors.

Proposals will be evaluated and ranked based upon the following categories:

- A. Technical Requirements
 - a. Required Qualifications
 - b. Previous Relevant Project Experience
 - c. Evidence of the ability to complete the proposed redevelopment according to the plan
 - d. Conformance with the objectives of the Intent Statement in the RFP

- B. Price and terms of acquisition

After each member of the Evaluation Committee reviews and ranks the proposals, the evaluation committee member ranking related to each technical will be averaged and the proposals with the lowest scores will have the most favorable scoring.

Short-listed Offerors may be required to give an oral presentation to the evaluation committee to demonstrate their understanding of the project and their ability to meet the specifications of the proposal. After the oral presentations, the Evaluation Committee will rank the oral presentation using the same categories as established above.

SECTION 5: TERMS AND CONDITIONS

The DDA's Terms and Conditions are set forth below. Offerors should notify the DDA if any Terms and Conditions that either preclude them from responding to the RFP or add unnecessary cost. This notification must be made by the deadline for receipt of written/e-mailed questions or with the Offeror's RFP response. Any requests for material, substantive, important exceptions to the standard terms and conditions will be addressed by formal written addendum issued by the designated Buyer. The DDA reserves the right to address any non-material, minor, insubstantial exceptions to the terms and conditions with the highest-scored Offeror at the time of contract negotiation.

5.1 Additional Contract Provisions and Terms

This RFP, including all RFP documents and any addenda, the Offeror's proposal, including any amendments, a best and final offer, any clarification question responses, and any negotiations shall be included as part of the contract upon award. In the event of a dispute as to the duties and responsibilities of the parties under the contract, the contract, along with any attachments prepared by the City of Roswell, will govern in the same order of precedence as listed in the contract.

5.2 Performance Prior to Contract Execution

The successful Offeror shall not begin performance of the project prior to the execution of a Development Agreement by the DDA and the Offeror. Any Offeror beginning performance prior to the execution of the contract shall be deemed to be proceeding at the Offeror's risk. In addition, the DDA reserves the right to withdraw or cancel the award of the proposal.