

COMMUNITY REVIEW DRAFT

***ALL SOLICITATION COMMENTS SHOULD BE SUBMITTED BY EMAIL ONLY TO ERIC.SCOTT@DC.GOV. ALL COMMENTS WILL BE REVIEWED BY THE OFFICE OF THE DEPUTY MAYOR FOR PLANNING AND ECONOMIC DEVELOPMENT AND IT'S CONSULTANTS.**

***THE DEADLINE FOR COMMENT SUBMISSION IS MONDAY, OCTOBER 15, 2007 AT 7:00PM.**

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The Government of the District of Columbia (“District”), through the Office of the Deputy Mayor for Planning and Economic Development (“ODMPED”), invites developers (“Offerors”) to respond to this Request for Proposals (“Solicitation”). The purpose of the Solicitation is to identify Offerors who have the creative vision, demonstrated experience, and organizational and financial capability to plan and develop a world-class mixed-use development at the Tenley-Friendship Library/Janney School site. Responses to this Solicitation are due by [TBD], at 12:00 noon EST.

1. INTRODUCTION

Great urban neighborhoods are made up of a diverse population, extensive housing choices, quality schools, neighborhood amenities, walkable shopping areas, distinctive public spaces and superior mass transit. Redevelopment in the city's neighborhoods offers opportunities to increase the quality of life for existing residents, provide much needed affordable housing, add amenities that currently do not exist and improve diversity.

With these goals in mind, the District of Columbia is pleased to solicit Offerors that are accomplished local and national development teams to participate in this major opportunity for development.

1.1 Development Opportunity

ODMPED is responsible for implementing housing and economic development initiatives and policy on behalf of the Mayor of the District of Columbia.

ODMPED, on behalf of the District, invites highly qualified development teams with experience in developing medium to large-scale mixed-use and mixed-income projects, in addition to development of public facilities, to respond to this Solicitation for a mixed-use development. The District intends to identify one or more Offerors with whom to enter into negotiations for the disposition, either through sale or a ground lease, and development of the Tenley-Friendship Library/Janney School Mixed Use site (described herein). The District seeks development teams experienced in working with multiple municipal entities and community stakeholders in a transparent and collaborative process. Offers submitted in response to this Solicitation should comply with the requirements contained in Section 3 of this Solicitation and be designed to incorporate the vision of the community, the goals and needs of the District of Columbia Public Library's Design Guidelines for a New Neighborhood Library, the District of Columbia Public Schools Educational Specifications for Janney Elementary School (Draft June 2007), and the policy goals of the District.

2. SITE OVERVIEW

2.1 Physical Description

The site in question is a portion of the block bounded by Wisconsin Avenue NW to the east, Albemarle Street NW to the north, 42nd Street NW to the West, and single-family residential as well as church property to the south. The western portion of the site is occupied with the currently operational Janney Elementary School (“School”) and improved with a 43,400 square foot school building, various hardscape playing fields, and a 50-car parking lot. The eastern portion of the site along Wisconsin Avenue is improved with the Tenley-Friendship Library (“Library”) building, which is currently being demolished. Two major portions of the site, one along 42nd Street and one between the school building and the library building, are currently unimproved; the latter is being used by the school as a soccer field.

Total site area is approximately 158,000 square feet, or 3.62 acres; the school occupies approximately 140,000 square feet of the site and the library approximately 18,000 square feet. These figures are estimates and should be verified independently.

An aerial photograph of the site is included below. Please also see [Appendices A and B](#) for more site information.



2.2 Ownership

The property is owned by the District and will be conveyed (either through sale or ground lease, and in conjunction with a development agreement) in “as-is” condition, without warranty by the District as to physical condition of the land or structures. The District makes no representations regarding the character or extent of soil or subsurface conditions or the conditions and existence of utilities that may be encountered during the course of any development. Each Offeror should draw its own conclusions concerning conditions that may affect the methods or cost of development. Offerors shall be responsible for all related pre-development (including demolition of existing improvements, parcel subdivision, due diligence studies and other site preparations) and development costs for the properties.

2.3 Land Use and Zoning

2.3.1 Generalized Policy Map: The library portion of the Tenley-Friendship/Janney School Mixed Use site falls into the “Multi Neighborhood Center” land use designation on the Generalized Policy Map. Multi neighborhood centers are generally found at major intersections and along key transit routes. Mixed use infill development at these centers should be encouraged to provide new retail and service uses and additional housing and job opportunities. Transit improvements to these centers are also desirable.

2.3.2 The Library site is zoned C-3-A, which permits as a matter of right a maximum lot occupancy of 75% for residential use; a maximum FAR of 4.0, of which 2.5 FAR may be used for other permitted uses; and a maximum

height of 65 feet. The DCPS site is zoned R-1-B, which allows maximum lot occupancy of 60% for a school use and 40% for all other uses, and a maximum height of three stories (or 40 feet). Additional height and density could be considered through the PUD process, consistent with the Comprehensive Plan and subject to approval by the Zoning Commission. Offerors should verify all zoning classification with the Office of Zoning and review all applicable District of Columbia Zoning regulations while preparing their offers. Please refer to Title 11 of the District of Columbia Municipal Regulations (“DCMR”) for a complete list of zoning provisions and requirements.

An Offeror’s development plan should identify if the proposal is being submitted per existing zoning, seeking zoning variances, or as a Planned Unit Development (“PUD”). An Offeror should detail its zoning strategy and present an estimated schedule that fully describes each step in the approval process necessary for the entitlements assumed in the offer.

Additional information regarding existing zoning and pending changes may be obtained from the Office of Planning (<http://planning.dc.gov/planning>).

2.3.3 The Comprehensive Plan states the following regarding Affordable Housing on publicly owned sites: Policy H 1.2.4 - “Require that a substantial percentage of the housing units built on publicly owned sites [...] are reserved for low and moderate income households.” Specifically with regard to the residential units, the Development Plan(s) shall include a mixture of one bedroom, two bedroom and three bedroom units with a minimum of 30% affordable units and an affordability plan of 15% of the affordable units priced at or below 30% of the Washington, DC Metropolitan Area Median Income (“AMI”), and 15% of the affordable units priced at or below 60% AMI. The Offeror is encouraged to be creative in planning for affordable units.

2.4 Historic Preservation

Janney Elementary School currently has a pending Historic Designation. Additions to the school on or within the school property boundary (including any additional residential development) are subject to the Historic Preservation review process.

Offerors may contact the following Historic Preservation representative for additional information:

David Maloney
Acting Deputy Director of Historic Preservation
801 N. Capitol Street, NE
Suite 4000
Washington DC 20002
David.maloney@dc.gov
442-8841

3. STAKEHOLDER CONCERNS AND REQUIREMENTS

Offerors must take into consideration several different stakeholder groups and their individual concerns and requirements in developing their proposal. These concerns and requirements are summarized below.

Offerors may contact the following ODMPED representative for additional information on the Deputy Mayor’s goals and requirements:

Eric Scott, Esq.
Program Manager
Office of the Deputy Mayor for Planning and Economic Development
eric.scott@dc.gov

3.1 Tenley-Friendship Neighborhood Library Requirements

Development plans are already underway to replace the old 18,000 square foot Library building with a modernized 20,000 square foot facility to be occupied by the District of Columbia Public Library (“DCPL”). DCPL has budget allocated for the construction of the new facility; target opening is early 2010.

As currently envisioned, Offeror shall take over development responsibility for the new Library facility. Offeror shall utilize and coordinate with DCPL’s design team as the architect of record for the Library. Design and construction of the Library shall be in accordance with the DCPL Design Guidelines for a New Neighborhood Library (please see [Appendix D](#)).

Upon selection of the Offeror, DCPL will enter into negotiations with the Offeror for the construction of the Library including, but not limited to, the allocation of the DCPL funds budgeted for the construction of the Library. A mutually negotiated and acceptable agreement between DCPL and the Offeror will be a condition precedent of completing the land disposition and development agreement between the District and the Offeror.

Given this intended approach, DCPL has voiced the following concern and requests that Offerors should take into consideration:

- DCPL is concerned that delays will reduce the value of funds allocated for the construction of the library. Accordingly, Offerors are urged to propose a creative site plan and building configuration (e.g. side-by-side) that will allow the Library redevelopment to proceed on its schedule, preferably without the need for PUD zoning.
- DCPL seeks fair compensation for giving up the air rights above the library and for risking potential delay in connection with a more complex mixed-use project. At a minimum, DCPL’s expectation is for Offerors to propose a specific dollar amount to fund library improvements in excess of the budget already allocated for the project.
- DCPL feels very strongly that allocated funds should not be used to pay for additional cost for any structured and/or underground parking for the library, resulting from the higher density of the site and the overall increased parking requirements. DCPL would also request the Offeror describe the management strategy for the parking facility once it is built.

Offerors may contact the following DCPL representatives for additional information on the Library’s goals and requirements, as well as development plans:

Jeff Bonvechio
Director, Capital Projects
District of Columbia Public Library
jeffrey.bonvechio@dc.gov

3.2 Janney Elementary School Requirements

The Janney Elementary School building is currently 43,400 square feet. According to the District of Columbia Public Schools (“DCPS”) modernization plan, Janney School is proposed to be increased in size to 82,500 square feet. Offerors are expected to review the Educational Specifications for Janney Elementary School’s modernization, as shown in detail in [Appendix C](#).

The Janney Elementary School is in favor of moving forward with a Public Private Partnership (“PPP”) if it provides the following for Janney Elementary School:

- An addition to the school that meets the latest specifications from DCPS. This would mean adding approximately 39,000 square feet to the existing structure to accommodate an expected student body of 550 (featuring modern facilities such as a media center, gym, etc.), as currently foreseen in the DCPS Capital Improvement Plan.

- Modernization of the existing Janney school building, bringing it up to current building codes and improving its electrical system, heating and cooling systems; bringing it into compliance with the ADA; and increasing the number of student bathrooms.
- An earlier time schedule for these repairs and modernizations, with construction plans in place by 2009 and construction scheduled to be completed in 2013.
- Moving Janney's current surface parking lot underground, allowing the school to replace the play area that it would lose to an expanded library or residential building.
- Preservation and/or maximization of open green space, thereby lessening adverse development impacts on the school.

Offeror shall coordinate with DCPS in developing their plans for the design and construction of the School as proposed improvements must meet DCPS standards. Further, DCPS has \$22.1 Million allocated for its capital improvement plan; however funds will not be disbursed until 2013. Offerors are encouraged to discuss funding and financing mechanisms to bridge the time lag. All inquiries to DCPS shall be directed to:

Robin O'Hara
Planning Manager
District of Columbia Public Schools
robin.o'hara@dc.gov

3.3 District Requirements

Offerors shall comply with all federal and District laws, and consider their policy goals and requirements. In particular, development plans shall take into consideration the goals of the District of Columbia Comprehensive Plan, including, but not limited to, the items outlined below:

- **Policy Rock Creek West - Policy 1.1.6 Metro Station Areas (page 23-13):** "In general the development of large scale office buildings at the area's metro stations should be discouraged. The preference is to use available and underutilized sites for housing and retail uses in a manner consistent with the Future Land Use map (the Future land use map shows institutional uses at this site), the Generalized Policies Map and the policies of the Comprehensive Plan. Careful transitions from larger scale development along the avenues to nearby low-scale neighborhoods must be provided."
- **Transportation - Policy T-1.1.4 -Transit Oriented Development:** "Support transit oriented development by investing in pedestrian oriented transportation improvements at or around transit stations, major bus corridors and transfer points."
- **Housing Element - Policy H1.1.1 - Private Sector Support:** "Encourage the private sector to provide new housing to meet the needs of present and future District Residents at locations consistent with District land use policies and objectives."
- **Housing Element - Policy H-1.1.4 - Mixed Use Development:** "Promote mixed use development, including housing on commercially zoned land, particularly in neighborhood commercial centers and around appropriate metro rail stations."
- **District of Columbia Green Building Act of 2006 [D.C. Official §§ 6-1451.01 et seq. (2007)].** – The proposed project shall meet all requirements of the aforementioned Act for District owned and/or disposed properties as well as any LEED certification requirements for the construction, rehabilitation and/or renovation of D.C. public assets.

The District of Columbia Comprehensive Plan can be viewed online at: www.planning.dc.gov. Inquiries regarding the Comprehensive Plan and zoning issues shall be directed to:

Jennifer Steingasser

Deputy Director for Development Review and Historic Preservation
801 N. Capitol Street, NE
Suite 4000
Washington DC 20002
Jennifer.steingasser@dc.gov
442-8808

3.4 Community Concerns

Offerors are encouraged to engage in a meaningful community outreach process to address community concerns. The District Government held several public meetings with the affected communities during the summer of 2007; the following is a summary of concerns raised by the surrounding residents and stakeholders. Offerors are encouraged to address as many of these concerns as possible in developing their responses.

- **Public Space Improvement:** Improve the properties' appeal at the street level by developing uses that interact with the sidewalk and encourage pedestrian activity.
- **Traffic Impacts:** Minimize traffic impact to the surrounding area. Minimize pedestrian and car conflicts.
- **Janney School:** Provide all elements scheduled as part of Janney Elementary School's modernization plan. Maintain Janney Elementary School's existing outdoor play/green space.
- **Operation of Facilities:** Continue to operate Janney Elementary School during construction so long as the construction does not endanger the health, safety or welfare of the students, teachers, and employees.
- **Affordable Housing:** Provide workforce and affordable housing, particularly benefiting families.
- **Environmental Responsibility:** Strive to achieve LEED Silver Certification or higher for all new development.
- **Delays in Library Construction:** Strive to develop a work plan that will minimize delays in the construction and opening of a new Tenley-Friendship Library.

Offerors may contact the Advisory Neighborhood Commission for additional information:

Advisory Neighborhood Commission 3E
Ann Sullivan
Commissioner ANC 3E – 05
202-244-2461
acsullivan@starpower.net

4. OFFEROR SUBMISSIONS

4.1.1. Responsive Offers shall include the information requested in Section 5. Any offer submitted that is not a Responsive Offer may be rejected.

4.1.3 While the District, through its ODMPED, may enter into negotiations with one or more Offerors based on offers submitted in response to this Solicitation, this Solicitation does not commit ODMPED or the District to select any Offerors or to enter into negotiations with any Offerors that may respond. The District reserves the right to reject any offer it deems incomplete or unresponsive to the submission requirements, to amend this Solicitation or to reject all offers and re-issue a Solicitation at a later date at its sole discretion.

4.1.3 After review of one or more offers, the District may request submission of additional information from some or all of the Offerors, within the District's sole discretion.

4.1.4 Team members may participate in submissions from more than one Offeror. If an Offeror wishes to change the composition of the proposed development team at any time in the selection process after it has submitted its offer to the District, the Offeror must notify the District in writing. The District reserves the right to evaluate the proposed change to the development team and eliminate the Offeror from further consideration. The District will require similar notification and approval rights of any change to the development team following award.

5. SUBMISSION REQUIREMENTS

Proposals shall be prepared on standard 8½" x 11" letter-size paper, bound on the long side, with material on one side only and tabs to separate sections. Please respond to each item in the order it is presented in previous sections and separate each item with tabs marked to indicate the section number. Proposals should be no more than 25 pages excluding appendices; use site plans, tables, charts, etc to the extent possible. No proposal materials will be returned. The proposal should be organized in the following manner and include the following sections:

A. Development Team. The Offeror shall identify the following key team members of the development team: master developer (firm or joint venture partners), Local, Small, and Disadvantaged Business Enterprise ("LSDBE") equity and development participants as provided in Section 5.E. Master plan architect, financing team (proposed construction and permanent lenders, major investors, and other key consultants, if any, related to the financing plan), and legal counsel. No other team members should be identified. For each team member, Offeror shall identify:

1. Name, address, telephone number, e-mail address, and fax number of each team member, including the identity of each principal, partner, or entity that composes such team member, and such team member's roles or titles within the entity comprising the Offeror;
2. Name, address, telephone number, fax number, and e-mail address of the representative authorized to act on behalf of the Offeror, who will be available to respond to questions or requests for additional information;
3. Identification of any affiliation or other relationship between any of the members of the Offeror and any development company, parent company, or subsidiary;
4. Identification of any personal or professional relationship among or between any members of the Offeror and any person working for, appointed to a position in, or elected to an office of the District or any entity for which there may be a conflict of interest or the appearance of a conflict. The District, in its sole discretion, reserves the right to determine a conflict of interest or the appearance thereof;
5. Satisfactory evidence with respect to the Offeror and its team members that all tax liabilities and other government impositions are current and that there is no ongoing litigation in which the District is a party that relates to any team member as the Offeror or to any other entity or individual having a controlling interest in the entity (or entities) that comprise the Offeror (or, if such litigation exists, the name and civil action number of such litigation and a description of the subject matter of such litigation); and
6. Summary of experience of Offeror or its team members partnering with community groups and institutions during the planning and redevelopment of a community, including a description of the project, the community partnerships and the actions taken to include the community's input.

B. Qualifications and Experience. Offeror shall identify:

1. Five (5) relevant projects with which Offeror or its team members have had primary involvement that demonstrate success in moderate to large scale, urban infill, mixed-use, mixed-income development projects and public-private development partnerships. Offeror should include and District will give preference to Offerors who have demonstrated success in the development affordable housing, municipal buildings, specifically libraries and schools, and projects completed in Washington, D.C. Offeror should include the name and address of each project, a detailed description of the project, and the names and telephone numbers of persons familiar with the development who will respond to any inquiries from the District regarding the team member's capabilities and role in each project.
2. Projects with which Offeror or its team members have had primary involvement that involve Certified Business Enterprise ("CBE")/LSDBE joint ventures, partnerships, and/or CBE/LSDBE equity participation, including details of the levels of participation and deal structure.

3. An organization chart and a summary of qualifications of team member's senior-level staff who will be working on this project, including a description of their roles and relevant experience.
4. Status of the Offeror organization (whether a corporation, a non-profit or charitable institution, a partnership, a limited liability corporation, a business association, or a joint venture) indicating under which laws it is organized and operating, and a brief history of the organization and its principals. For any entity required to file reports in the jurisdiction of its formation, include a certificate of good standing for such jurisdiction and a certificate of good standing showing that it is registered in the District of Columbia.
5. A copy of any written agreement or document creating any entity responding to this Solicitation. The principals, partners, or joint-venture partners who are part of the Offeror team must be eligible to transact business with the District of Columbia and in the District of Columbia.
6. References for the Offeror and its team members, including names, mailing addresses, e-mail addresses and telephone numbers, and a letter authorizing each reference to respond to inquiries regarding the design, financing, and development of prior projects.
7. Such other information Offeror believes will assist the District in evaluating the capabilities of the Offeror, the design architect, and any other team member who will be participating in the development. The District may request additional information from the authorized representatives, if deemed necessary, to facilitate the consideration of the Offeror's submissions.

C. Development Concept. Offeror shall identify and describe:

1. Vision
 - a. The overall concept and vision for the development of the Tenley-Friendship/Janney School Site in a brief narrative. The vision should address the District requirements outlined in Section 3.3.
2. Program
 - a. Proposed development program, including square footage and percentage of total square footage dedicated to Library, Janney School expansion, residential rental (including number of units), residential for-sale (including number of units), retail, hospitality, recreational, and any other uses; include the approximate number of spaces needed to support the proposed development program;
 - b. Conceptual site plan/renderings to convey the vision for the project; description of the proposed location and configuration of uses, including preservation of Janney Elementary School green space; proposed subdivision of the site;
 - c. Market overview supporting development program; particularly Offeror's perception of the market within Ward 3 for each of the development plan's proposed uses (with the exception of any public uses);
 - d. Retail strategy, if any, including the type of retail proposed and the Offeror's strategy for ensuring success of the retail component;
 - e. Infrastructure improvement strategy, including the expected infrastructure necessary to complete the proposed development and the Offeror's approach to incorporating this infrastructure into the development plan;
 - f. Environmental strategy to ensure project is able to obtain silver certification by the United States Green Building Council Leadership in Environmental and Energy-Efficient Design (LEED) Program.
 - g. Transportation/traffic strategy to ensure adherence to transit oriented development concepts and to mitigate any potential traffic issues.

3. Phasing

- a. Phasing plan that describes Offeror's strategy and timing for delivering the various product types (e.g., Tenley-Friendship Library, Janney School expansion, residential, other proposed Benefits, etc.) and the overall timeline for full development build-out;

4. Benefits

- a. Description of benefits to the community in response to the vision and concerns outlined in Section 3.4;
- b. Description of the benefits provided to the Tenley-Friendship Neighborhood Library (e.g., community space, etc.) that are in compliance with DCPL guidelines and requirements as described in Section 3.1;
- c. Description of the benefits provided to the Janney Elementary School. (e.g., facility renovations, additions, etc.) which are in compliance with DCPS guidelines and requirements as described in Section 3.2;
- d. Affordable housing strategy, including a commitment to meet the District's affordable housing goals as outlined in Section 3.3;
- e. Description of the public benefits anticipated from the proposed redevelopment, including construction jobs, permanent jobs, and annual tax revenue to the District of Columbia.

5. Project Implementation. Offeror shall identify and describe:

- a. Offeror's plan to guarantee the implementation of the development plan, including:
 - demonstrating Offeror's willingness to assume the risk of pre-development work including the cost of subdividing the parcel; describing Offeror's phasing plan for the development;
 - describing Offeror's timetable and milestones for the next 36 months, including ability to mobilize and commence development programming immediately upon selection;
 - describing Offeror's time and financial commitment to guarantee to the District that Offeror's milestones will be met;
 - describing Offeror's property rights on parcels near the Tenley-Friendship Library/Janney School site, if any;
 - describing Offeror's approach and strategies to working with the community to ensure meaningful involvement in the development process; and,
 - describing the plan to coordinate planning and development efforts with surrounding land areas to ensure that the Offeror's program is well-integrated into the surrounding community.
- b. Any required zoning changes and/or approvals, and proposed schedule of obtaining the required approvals.

D. Financial Capacity, Project Pro Forma and Deal Structure. Offeror shall include the following:

1. A description of the financial capacity of Offeror and its team members, including, but not limited to, annual reports, balance sheets, profit and loss statements, evidence of letter of credit and lines of credit and any such other material financial statements.
2. A description of the nature and share of each team member's financial investment in the acquisition and redevelopment of the properties.

3. A proposed financial structure between Offeror and the District. The Offeror should assume the following:
 - a. Parcels owned (including air rights) will be either leased to Offeror through a long-term ground lease with the District retaining ownership or sold to Offeror at a price negotiated with the District. In general, parcel lease or purchase prices should be assumed to be equal to the fair market value of the parcel, adjusted to reflect the incorporation of various District, DCPL, DCPS and community goals.
 - b. In determining economic feasibility, Offeror shall take into account the proposed total project budget of DCPL for the construction of the Tenley-Friendship Neighborhood Library.
 - c. In determining economic feasibility, Offeror shall take into account all available subsidies from other sources outside the District government and shall seek such other subsidies to the greatest extent possible. Offerors shall outline any public subsidies included in the overall financial strategy, and shall identify whether or not the subsidy is required for a feasible development plan. In addition, the Offeror shall provide information regarding the likelihood and timing of such subsidy requirement.
 - d. In the case of a long-term lease the cost of the ground lease will be negotiated using the same approach as the sales price negotiation described above.
 - e. Offeror may propose a fixed price or base price plus contingent payments to the District.
 - f. Offeror may propose that the purchase price or ground rents be paid either as a lump sum or over time.
4. A description of:
 - a. Desired financial returns, including the internal rate of return for each proposed land use;
 - b. Proposed investment of Offeror equity into the project;
 - c. If a base price plus contingent payment is proposed, the methodology for determining the base price and the proposed structure of contingent payments;
 - d. If leases are proposed, the methodology for determining the ground rent payment amount needed to ensure project financial feasibility; and
 - e. If deferred payment of purchase price is proposed, (i) the methodology for determining the amount of future payments and (ii) the security provided to the District for such future payments.
5. A proposed financing strategy for the overall proposed development, including a listing of all anticipated sources of construction and permanent financing. Offeror should provide sufficient detail for the District to determine the feasibility of the proposed financing plan, including:
 - a. An estimate of proposed pre-development costs and statement of capacity to carry those costs, how those costs will be paid for and how such costs will be factored into the financing of the project;
 - b. Statement of the proposed financial structure, including penalties for lack of performance;
 - c. Satisfactory evidence of the Offeror's ability to secure financing for the project; and
 - d. Specifics as to the sequencing of the development process including the proposed sources and uses of funds (submitted on CD in Excel), including the timing of the funding commitments to the project.

6. Functional pro forma model(s) with detailed underlying assumptions (submitted on CD in Excel) that calculate the internal rate of return, return on equity and return on cost.
7. Detailed development budget (submitted on CD in Excel) for the proposed development plan(s) that includes a summary of the dollar per square foot breakdown of each line item.
8. Proposed schedule of performance that details each step in the development process starting from submission of the offer to final construction completion.

E. Certified Business Enterprise (“CBE”) Utilization and LSDBE Participation. Offeror shall include the following:

1. A description of LSDBE equity and development participation in the project sufficient to demonstrate Offeror's firm commitment to meet or exceed a 20% LSDBE equity participation and 20% LSDBE development participation requirement. The LSDBE equity and development participant(s) must be certified as a Local, Small *and* Disadvantaged Business Enterprise. The Offeror must submit with its offer a Letter of Intent, Memorandum of Understanding or other binding agreement with the 20% LSDBE equity and development partner(s) that at a minimum:
 - a. identifies the LSDBE equity and development partner(s);
 - b. states the percentage of equity and development participation of each LSDBE partner;
 - c. describes the role and scope of work of each LSDBE partner; and
 - d. includes anti-dilution language regarding equity and development participation for the benefit of the LSDBE partner(s) and to be applied at all stages of the project.

Any offer that fails to contain a Letter of Intent, Memorandum of Understanding or other binding agreement with the 20% LSDBE equity and development partner(s) will be deemed a non-responsive offer.

2. A description of Certified Business Enterprise (“CBE”) contracting participation in the project sufficient to demonstrate Offeror's commitment to meet or exceed a 40% CBE contracting and procurement requirement, with no less than 20% of the contracts and procurements to be awarded to contractors certified as Small Business Enterprises, Disadvantaged Business Enterprises and/or Resident-owned Business Enterprises. Prior to and as a condition of execution of the land disposition and development agreement, the selected Offeror will be required to sign a Certified Business Enterprise Utilization and Participation Agreement with the D.C. Department of Small and Local Business Development that outlines the specific contracting requirements and the specific efforts the selected Offeror must make to fulfill these requirements
3. Offeror shall describe successful efforts on previous projects to include CBE (or equivalent) participation.

F. Utilization of First Home Source Hiring. Offeror shall include the following

1. Offeror must demonstrate their commitment to consider District Residents for jobs resulting from any contract awarded in connection with the development project. The District is dedicated to ensuring that benefits derived from the development include jobs for local residents. The selected Offeror must enter into a First Source Agreement with the District that contains a commitment that at least 51 percent of new jobs created as a result of the development will be filled by District residents. Offerors shall provide a description of the specific efforts that will be made to recruit District residents for newly created jobs. A description of what specific efforts will be made to recruit District of Columbia residents for newly created jobs. Offerors will be required to sign a First Source Hiring Agreement with the District Department of Employment Services that sets forth its commitments in this regard.

2. Offerors may be required to develop and implement a local apprenticeship program under D.C. Code §§ 32-1401 *et seq.* 2006.
3. Offeror shall describe successful efforts on previous projects to promote local hiring.

6. SELECTION PROCESS AND EVALUATION TEAM

6.1 Selection Process

6.1.1 The District will determine in its sole discretion whether each offer received in response to this Solicitation is a Responsive Offer. For any offer that is considered to be non-responsive, the Offeror will be notified in writing within ten business days after the submission deadline. The decision of the District in this regard is final and will be explained to the Offeror upon request.

6.1.2 A community meeting will be conducted during which the best and final Offerors will present their Responsive Offers to the public and the public may provide feedback to the Selection Panel for its consideration. Throughout the development process, the selected Offeror will be responsible for reviewing and discussing progress on various elements of implementing the project with the area ANC and the community as a whole.

6.1.3 A Selection Panel will be established to review and evaluate the Responsive Offers and to select one or more of the Responsive Offers. The composition of the Selection Panel will be determined by the District, in its sole discretion. The Selection Panel will consist of at least four (4) members from among the following agencies:

- Office of the Deputy Mayor for Planning & Economic Development (1),
- Office of Planning (1),
- District of Columbia Public Schools (1)
- District of Columbia Public Library (1)

In addition, the Selection Panel may consult with District consultants for technical assistance.

6.1.4 The Selection Panel will evaluate each Responsive Offer taking into account the information requested in this Solicitation, the goals of the Comprehensive Plan, the DCPS Educational Specifications for Janney Elementary School (Draft, June 2007), the DCPL Design Guidelines for the Neighborhood Library and the best interests of the District.

6.1.5 Based upon Solicitation responses, the District, in its sole and absolute discretion, may choose to:

- Request more detailed information before final Offeror(s) selection;
- Require oral presentations by Offerors;
- Select a short list of Offerors and require additional information from the short-listed Offerors;
- Enter into exclusive negotiations with one or more selected Offeror (s) without requesting more detailed information or selecting a short list of Offerors;
- Request more detailed information leading to final Offeror (s) selection; or
- Take no action on the responses received.

Following any such request, the Selection Panel will select, in its sole and absolute discretion, one or more Responsive Offers, as modified or otherwise, to recommend to the Mayor, who, in his absolute discretion, may accept the Selection Panel's recommendations.

If one or more Offeror (s) is chosen for commencement of negotiations, the selected Offeror (s) may be requested by the District to proceed to negotiate a long-term lease or sale/transfer that requires redevelopment of the Property consistent with final terms agreed upon by the District and Offeror. If the District and the selected Offeror are unable to agree on the final terms of a disposition agreement within a reasonable timeframe, the District, in its absolute and sole discretion, may terminate negotiations and select a different Offeror that responded to the Solicitation, re-issue the Solicitation, or take such other measures as it deems reasonable, appropriate, and/or

necessary.

6.1.6 Upon recommendation by the Selection Panel, and if selected by the Mayor, ODMPED shall notify the selected Offeror(s).

6.2 Evaluation Criteria

The District will evaluate responses to this Solicitation for completeness, feasibility, innovation, and the strength of the financial proposal.

The District is particularly interested in identifying Offerors with a world-class, feasible project vision and the qualifications and experience to execute that vision. The basis upon which Offerors will be measured includes:

6.2.1 Qualifications and Experience of Offeror

The District will more highly rate Offerors who:

- Demonstrate through company experience and staff expertise that they are qualified to execute the delivery of a development opportunity with the complexity and magnitude of the Tenley –Friendship Library/Janney School site;
- Have demonstrated experience in development and construction of municipal facilities such as public libraries and public schools;
- Have demonstrated experience in development of residential housing, including affordable housing; and
- Have successfully served in master developer role for completed projects which included a mix of municipal facilities and residential uses.

6.2.2 Project Vision, Benefits, and Development Approach

The District will more highly rate Offerors who:

- Can articulate their creative vision for the implementation of a world-class mixed-use development program at the Tenley –Friendship Library/Janney School site;
- Are able to incorporate and build upon the community’s vision, Educational Specifications for the DCPS Janney Elementary School (Draft June 2007), and the DCPL Design Guidelines for a New Neighborhood Library and the District’s policy goals;
- Can immediately mobilize and commence predevelopment upon designation and are able to sustain involvement throughout the duration of the project; and
- Can outline an approach to coordinating with surrounding landowners so as to mitigate the negative impact of any potential development.

6.2.3 Project Financial Feasibility and Development Team Financial Capacity

The District will more highly rate Offerors who:

- Can demonstrate the financial feasibility of their development concept;
- Have the financial resources to complete a development project of the Tenley –Friendship Library/Janney School Mixed-Use size and complexity; and
- Demonstrate a willingness to provide the District with fair consideration for its real property assets.

6.2.4 Community Benefits, Including CBE Commitment, Stakeholder Engagement, and Community Outreach

The District will more highly rate Offerors who:

- Have demonstrated the ability to provide community benefits and execute an outreach and engagement strategy on previous projects;
- Can develop an engagement and outreach strategy that is specific to the community stakeholders involved in the Tenley Library Mixed-Use project; and
- Ensure ample benefits accrue to CBEs, Ward 3 residents and businesses, and the surrounding community, including the Tenley Friendship Neighborhood Library and Janney Elementary School.

6.3 Project Review

Required design review meetings will be scheduled after selection between the ODMPED, Office of Planning, the District of Columbia Public Schools, the District of Columbia Public Library and the selected Offeror(s) and its consultants. In addition, the selected Offeror(s) must arrange and participate in at least one community forum held in the vicinity of the project site prior to Offeror's preparations of final building permit drawings. During the duration of the redevelopment, the Offeror will also be expected to participate in periodic meetings with the community to provide updates on the progress of the development and to respond to questions from the community.

6.4 No Conflicts of Interest

In its response to this solicitation, Offeror should represent and warrant the following to the District:

1. The compensation to be requested, offered, paid or received in connection with this solicitation has been developed and provided independently and without consultation, communication or other interaction with any other competitor for the purpose of restricting competition related to this solicitation or otherwise.
2. No person or entity employed by the District or otherwise involved in preparing this solicitation on behalf of the District (i) has provided any information to Offeror which was not also available to all entities responding to this solicitation, (ii) is affiliated with or employed by Offeror or has any financial interest in Offeror, (iii) has provided any assistance to Offeror in responding to this solicitation, or (iv) will benefit financially if Offeror is selected in response to this solicitation.
3. The Offeror has not offered or given to any District officer or employee any gratuity or anything of value intended to obtain favorable treatment under this solicitation or any other solicitation or other contract, and Offeror has not taken any action to induce any District officer or employee to violate the rules of ethics governing the District and its employees. Offeror has not and shall not offer, give or agree to give anything of value either to the District or any of its employees, agents, job shoppers, consultants, managers or other person or firm representing the District, or to a member of the immediate family (i.e., a spouse, child, parent, brother or sister) of any of the foregoing. Any such conduct shall be deemed a violation of this solicitation. As used herein, "anything of value" shall include but not be limited to any (a) favors, such as meals, entertainment, transportation (other than that contemplated by this solicitation, if any, or any other contract with the District), etc., which might tend to obligate a District employee to Offeror, and (b) gift, gratuity, money, goods, equipment, services, lodging, discounts not available to the general public, offers or promises of employment, loans or the cancellation thereof, preferential treatment or business opportunity. Such term shall not include work or services rendered pursuant to any other valid District contract.
4. The Offeror shall report to the District directly and without undue delay any information concerning conduct which may involve: (a) corruption, criminal activity, conflict of interest, gross mismanagement or abuse of authority; or (b) any solicitation of money, goods, requests for future employment or benefit of thing of value, by or on behalf of any government employee, officer or public official, any Offeror employee, officer, agent, subcontractor, or labor official, or other person for any purpose which may be related to the procurement of this solicitation by Offeror, or which may affect performance in response to this solicitation in any way.
5. Neither Offeror or any subcontractor or affiliate thereof, nor any employee of any of them, shall retain any material or items of any kind salvaged from the property at issue in this solicitation as memorabilia or souvenirs or otherwise.

6.5 Timeline

The District will endeavor to follow the timetable set forth below (all days are calendar days unless otherwise noted); however, the activities and timetable represented below are a guideline only and are subject to change in the District's sole discretion and without prior notice:

Issuance of SOLICITATION:	October 19, 2007
Pre-Proposal Conference:	October 26, 2007
Proposals Due to ODMPED:	TBD
OMPED Determination of	

Responsive Offers:	TBD
Offeror Interviews (If Requested):	TBD
Community Presentation:	TBD
Best and Final Offers Due:	TBD
Offerors' Presentation to Selection Panel:	TBD
Selection Notification:	TBD

Offerors are required to deliver their response, an original and ten (10) printed copies, as well as a CD containing the response in an electronic format, to:

Office of the Deputy Mayor for Planning and Economic Development
ATTN: Eric Scott
John A. Wilson Building
1350 Pennsylvania Avenue NW, Suite 317
Washington, DC 20004

6.6 Pre-Proposal Conference

A pre-proposal conference will be held on October 26, 2007. Details regarding location and timing of the pre-proposal conference will be posted on the DMPED website (<http://dcbiz.dc.gov>).

6.7 Questions

Any questions regarding this Solicitation should be submitted via e-mail to eric.scott@dc.gov. Offerors shall not direct questions to any other person affiliated directly or indirectly with the District except as allowed elsewhere in this solicitation. Responses to Offeror questions will be emailed to all Offerors.

6.8 Award

6.8.1 Following receipt of notification from the District of the selection ("Selection Notification"), the selected Offeror(s) shall execute a right of entry permit with the District to allow the selected Offeror(s) to begin its (their) due diligence and site studies.

6.8.2 The District, through ODMPED, and the selected Offeror shall negotiate a land disposition and development agreement, which shall incorporate the requirements contained in this Solicitation and such other terms as agreed to by ODMPED and the selected Offeror(s). Upon completion of the parties' negotiation, ODMPED will recommend such Offeror, and upon the terms of the proposed land disposition and development agreement to the Mayor. If the Mayor agrees with ODMPED's recommendation, then the Mayor, in his sole and absolute discretion, may submit the proposed land disposition and development agreement to the Council of the District of Columbia ("Council") as the method of disposition of the property to the Offeror. In accordance with D.C. Official Code § 10-801 (2006 Supp.), the District is not authorized to dispose of the property unless and until first authorized by the Council.

6.8.3 If the District and the selected Offeror(s) are unable to agree on the final terms of a land disposition and development agreement within 90 days after the date of the Selection Notification, ODMPED, in its sole and absolute discretion, may terminate negotiations and select a different Offeror from among the Offerors who submitted offers, re-issue this Solicitation or take such other measures as it deems reasonable, appropriate or necessary.

6.8.4 Once approved by Council, the District and the selected Offeror shall execute the proposed land disposition and development agreement, whereupon Offeror shall submit to the District a deposit in the amount of \$100,000, in the form of a letter of credit. The deposit shall secure Offeror's performance in accordance with the land disposition and development agreement and will be held by the District through Offeror's successful completion of construction of the project. A performance guaranty, which will guaranty completion of the project from the members or owners of the Offeror, may also be required.

6.8.5 In the event the disposition of the properties is through a sale, settlement on the District's sale to Offeror shall be held no later than 12 months after the date of execution of the land disposition and development agreement; provided, however, that settlement shall not be held until Offeror has received design review approval from the District and has obtained all permits required under Section 105A of Title 12A of the DCMR to commence construction (and such other conditions as may be agreed between the parties).

7. Reservation of Rights and Miscellaneous Provisions

7.1 The District reserves the right to:

- a. Cancel or withdraw the Solicitation prior to or after the submission deadline;
- b. Modify or issue clarifications to the Solicitation prior to the submission deadline;
- c. Reject any submission it deems incomplete or unresponsive to the submission requirements;
- d. Consider a submission that is in noncompliance with the submission requirements;
- e. Reject all submissions that are submitted under the Solicitation
- f. Modify the deadline for submissions or other actions;
- g. Reissue the Solicitation, a modified Solicitation, or a new Solicitation whether or not any submissions have been received in response to the initial Solicitation issuance.

The District may exercise one or more of these rights, in its sole discretion, as it may deem necessary, appropriate, or beneficial to the District.

7.2 Notice of Modifications

The District may post on its website (<http://dcbiz.dc.gov>) notices or information regarding cancellations, withdrawals, modifications to deadlines, and other modifications to this Solicitation. Offerors shall have an obligation to check the website for any such notices and information, and the District shall have no duty to provide direct notice to Offerors.

7.3 Change in Offeror Information

If information provided in a submission changes (e.g., change or addition to any of the Offeror's team members or new financial information), the Offeror shall provide updated information in the same format for the appropriate section of the Solicitation and the District may consider the modified submission.

7.4 Ownership and Use of Submissions

All submissions shall be the property of the District. The District may use any and all ideas in any submission, whether the submission is selected or rejected.

7.5 Restricted Communications

Upon release of this Solicitation and until selection of an Offeror, Offerors shall not communicate with ODMPED staff about the Solicitation or issues related to the Solicitation except as authorized in this Solicitation.

7.6 Non-Binding

The selection by the District of a Developer indicates only an intent by the District to negotiate with the Developer and the selection does not constitute a commitment by the District to execute a final agreement or contract with the Developer.

7.7 Confidentiality

Submissions and all other information submitted in response to this Solicitation are subject to the District's Freedom of Information Act (D.C. Official Code § 2-531 et seq.) ("FOIA"), which generally mandates the disclosure of documents in the possession of the District upon the request of any person, unless the content of the

document falls within a specific exemption category. An example of an exemption category is “trade secrets and commercial or financial information obtained from outside the government, to the extent that disclosure would result in substantial harm to the competitive position of the person from whom the information was obtained.”

If an Offeror provides information that it believes is exempt from mandatory disclosure under FOIA (“exempt information”), the Offeror shall include the following legend on the title page of the submission:

THIS PROPOSAL CONTAINS INFORMATION THAT IS EXEMPT FROM MANDATORY DISCLOSURE UNDER THE DISTRICT’S FREEDOM OF INFORMATION ACT

In addition, on each page that contains information that the Offeror believes is exempt from mandatory disclosure under FOIA, the Offeror shall include the following separate legend:

THIS PAGE CONTAINS INFORMATION THAT IS EXEMPT FROM MANDATORY DISCLOSURE UNDER THE DISTRICT’S FREEDOM OF INFORMATION ACT

On each such page, the Offeror shall also specify the exempt information and shall state the exemption category within which it believes the information falls.

Although ODMPED will generally endeavor not to disclose information designated by the Offeror as exempt information, ODMPED will independently determine whether the information designated by the Offeror is exempt from mandatory disclosure. Moreover, exempt information may be disclosed by ODMPED, at its discretion, unless otherwise prohibited by law, and the District shall have no liability related to such disclosure.

7.8 Non-Liability

By participating in the Solicitation process, the Offeror agrees to hold the District, its officers, employees, agents, representatives, and consultants harmless from all claims, liabilities, and costs related to all aspects of this solicitation.