



COMPETITIVE SEALED PROPOSALS

REQUEST FOR PROPOSAL (RFP)

July 29, 2022

FOR

UB-23-BK-03

GROUND LEASE OF UNIVERSITY PROPERTY

AT

50-60 WEST OLIVER STREET

BALTIMORE, MARYLAND 21201

UNIVERSITY OF BALTIMORE
Office of Procurement
1420 N. Charles Street, Baltimore, MD 21201

Beth Kirk, Director of Procurement
Email: bvukirk@ubalt.edu

The Issuing Office is the sole point of contact for this task order procurement.

WARNING: Prospective PROPOSERS who have received this document from a source other than the Issuing Office should immediately contact the Issuing Office and provide their name and mailing address in order that amendments to the RFP or other communications can be sent to them. Any prospective PROPOSERS who fail to notify the Issuing Office with this information assume complete responsibility in the event that they do not receive communications from the Issuing Office prior to the closing date. It is the sole responsibility of any Prospective Proposer to visit the University's website for all documents relating to this RFP. Visit: <http://www.ubalt.edu/about-ub/offices-and-services/procurement/information-for-merchants/current-ub-solicitations.cfm>

SPECIAL ACCESS AND ASSISTANCE: Anyone requiring special assistance in obtaining a copy of the solicitation, in attending a pre-proposal conference, or in delivering a proposal is requested to contact the Issuing Office listed above at least 48 hours in advance.

SOLICITATION SCHEDULE

RFP No. UB-23-BK-03 Ground Lease of University Property

Issue Date:	July 29, 2022
Pre-Proposal Conference and Site Visit:	August 12, 2022 at 10:00 AM EDT
Last Day for Questions:	August 19, 2022 at 10:00 AM EDT
Responses to Questions by:	September 2, 2022 at 7:00 PM EDT
Proposal Due Date:	September 16, 2022 at 12:00 PM EDT
Oral Presentation/Discussion Session(s):	September 26, 2022 and September 28 (projected)
Developer(s) Selection Anticipated to be finalized:	October 10, 2022 (projected)
Non-binding Ground Lease Terms Agreement:	November 2, 2022 (projected)
Developer/Terms – Board of Regents Approval:	December 16, 2022 (projected)
Board of Public Works Approval:	January 2023 (projected)

Note: Proposals are to be provided by the due date noted above. Proposals are to be submitted electronically and printed copies to Issuing Office Contact/s noted in this RFP.

UNIVERSITY OF BALTIMORE

RFP No. UB-23-BK-03 Ground Lease of University Property

<u>SECTION #</u>	<u>DESCRIPTION</u>
	Solicitation Schedule
Section I	General Information and RFP Overview
Section II	Article 1: Proposal Information and Specifications Article 2: Scope of Work
Section III	Response Requirements
Section IV	Submission of Proposal
Section V	Evaluation and Selection Process

APPENDIX A: Proposal Forms (Provided under a separate cover)

- Bid/Proposal Affidavit
- Bid Bond
- Bid Form
- Acknowledgement of Receipt of Addenda, if any issued
- Vendor Feedback Form (if applicable)

APPENDIX B: Solicitation Terms and Conditions (Provided under a separate cover)

EXHIBITS:

- A. Phase 1 Environmental Site Assessment
- B. Limited PHASE II Sampling and Analysis
- C. ALTA Survey
- D. Site Images

SECTION I.

GENERAL INFORMATION and RFP OVERVIEW

1.1 OBJECTIVE.

The University of Baltimore (also called the University or UBalt) intends to enter into a contract for a long-term ground lease (“University Ground Lease”) with a selected firm or joint venture (Developer), to construct and operate a high-quality development that enhances the ongoing economic and community development of the University of Baltimore and the surrounding Midtown and Station North neighborhood.

1.2. UBALT BACKGROUND.

Founded in 1925, The University of Baltimore is one of 12 institutions that comprise the University System of Maryland, the nation's 12th largest university system. The University of Baltimore offers career-focused graduate, doctoral and undergraduate programs and certificates in law, business, public affairs and the applied arts and sciences. Designed for working adults, UBalt academic programs are offered in flexible formats, including day, evening, weekend, in person, online and hybrid options. UBalt offers excellent teaching and a supportive community for graduate, professional and undergraduate students in an environment distinguished by outstanding student outcomes, academic research and public service, particularly in the Baltimore region. The University is organized into four schools/colleges, including the School of Law, the Merrick School of Business, the Yale Gordon College of Arts and Sciences and the College of Public Affairs. Our campus comprises 11 acres in the heart of midtown Baltimore with 1.1 million square feet of space across 13 buildings. As the University prepares for its centennial in 2025, we strive to build upon this legacy and leverage our strengths to forge a bold future. The result is, an ambitious plan that articulates our shared goals for the next five years.

1. Position UBalt as the region’s premier professional, career-focused university
2. Strengthen student success
3. Solidify UBalt’s commitment to community engagement and service
4. Organize for long-term financial stability
5. Achieve excellence in research, scholarship and creative activity
6. Strengthen UBalt’s commitment to diversity, equity and inclusion

UBalt provides both in-person and online learning. The University was the first in the country to offer a fully online MBA program accredited by AACSB International. In fall 2021, UBalt enrolled 3,710 students, including 1,365 graduate students 740 law students, and 1,605 undergraduate Students. The University serves a truly diverse and nontraditional population; the average undergraduate age is 30, and the overall student population is 60 percent minority. The University also received the designation as a Predominantly Black Institution (PBI) from the U.S. Department of Education. The student population is evenly divided between full-time and part-time students . Students are on campus for day, evening, and weekend classes.

With a century’s worth of growth as Baltimore’s model of a career-minded, city-focused institution, the University is determined to build on its success in the face of enormous change. While the

higher-education landscape is changing – e.g., increased interest in online learning; more emphasis on fast-track leadership programs; high demand in burgeoning fields such as cybersecurity, communications and criminal justice reform – UBalt understands that its role as an anchor institution demands a lasting commitment to its hometown. Thus, we are planning for a future in which education and livelihood are more intertwined than ever before, and where an urban university always contributes in meaningful ways to the strength and modernity of the surrounding community. The UBalt campus is more than a “laboratory” for a better Baltimore – it is a rising edifice to the power of a people who want to ensure that they, and the city in which they live, are moving ahead.

For more information about UBalt, visit www.UBalt.edu/institutionalresearch.

1.3. ISSUING OFFICE.

Beth Vu Kirk, Director of Procurement
UNIVERSITY OF BALTIMORE
Office of Procurement
1420 N. Charles Street, Baltimore, MD 21201
bvukirk@ubalt.edu

The Issuing Office shall be the sole point of contact with the University for purposes of the preparation and submittal of proposals in response to this solicitation.

1.4 QUESTIONS AND INQUIRIES.

All questions and inquiries regarding this procurement must be directed to the individual(s) referenced with the Issuing Office above. Questions must be submitted in writing via email to the individual listed above. Inquiries will receive a written reply/confirmation, submitted inquiries that are not confirmed by the University may not have been received. It is the sole responsibility of Proposers to ensure inquiries/questions are received. Only written communications relative to the procurement shall be considered and incorporated into the RFP.

All questions will be answered in writing, in the form of an addendum to the RFP Both questions and answers will be distributed, without identification of the inquirer(s), to all Proposers who are on record with the Procurement Officer as having received this RFP. No oral communications from the project team can be relied upon for proposal purposes. Only written responses and information provided by the Issuing Office shall be relied upon and made part of this RFP.

Should a Proposer find discrepancies in the specifications or contract provisions included in this solicitation or should there be doubt as to the meaning or intent of any section or subsection herein, the Proposer should request clarification from the Procurement Officer. Failure to request a clarification prior to the due date will be a waiver of any claim by the Proposer for expenses made necessary by reason of later interpretation of the contract documents; Proposers will be bound to the University's interpretation. Potential proposers are advised that the University reserves the right to use its best judgment in choosing to respond or not to respond to any questions received before or after the above stated cut-off date for questions. All such questions and inquiries must be received by the date provided in the RFP or as updated via Addendum. All Questions must be sent

via a Word attachment to the following link: [RFP Questions](#)

1.5 PRE-PROPOSAL CONFERENCE.

There will be a Pre-Proposal Conference held in conjunction with the RFP. Attendance at the Pre-Proposal Conference is not mandatory. The conference will be held at H. Mebane Turner Learning Commons, Town Hall room 100 at 1415 Maryland Avenue (use Gordon Plaza entrance) on August 12th from 10:00 AM to 11 AM EDT and will be followed by a 30-minute tour of the development site.

The University will review the RFP document during the first hour of the Pre-Proposal Conference, should 1 hour not be required the tour shall immediately commence after the review of the RFP document. Attendees arriving after the tour commences may not be able to join the tour.

If your firm is interested in attending the Pre-Proposal and site visit please click on the link provided below to register by 4:00 PM EDT, August 11, 2022.

[Pre-Proposal Conference Registration](#)

While attendance at the Pre-Proposal Conference and site visit is not mandatory, information presented may be highly informative; therefore, all interested proposers are encouraged to attend in order to be able to better prepare acceptable proposals. We ask that no more than (5) representatives from each company attend this meeting.

Copies of the RFP will not be shared. Attendees are advised to bring a copy. A list of the attendees will be shared via an Addendum.

Guests should park at the Fitzgerald Garage. GPS address is 80 W. Oliver St., Baltimore MD 21201. Handicapped parking is available in a concentrated area on the first floor and on each level near the elevators.

Note: The Pre-Proposal Conference location is subject to change. Proposers are advised to visit the University's Procurement website daily for the most updated information.

SPECIAL ACCESS: Any attendees requiring special assistance in attending the Pre-Proposal Conference, should contact the Issuing Office within 5 business days prior to the Pre-Proposal Conference date.

1.6 RFP REVISIONS OR AMENDMENTS TO THIS RFP.

The University reserves the right to amend this solicitation at any time prior to the proposal due date. If it does become necessary to amend any part of this solicitation, the Procurement Officer will publish or furnish an amendment or addendum to all prospective Proposers listed by the University as having received a copy of the RFP. All amendments /addenda will be identified as such. If necessary, the proposal due date may be extended. Proposers are required to acknowledge the receipt of all amendments, addenda, and clarifications issued. (Reference Appendix A, provided under a separate cover)

1.7. PRE-PROPOSAL MODIFICATION OR WITHDRAWAL OF OFFER.

Proposals may be modified or withdrawn by written notice received at the Issuing Office before the proposal due date and time.

1.8. CLOSING DATE.

Proposals must be emailed and printed copies and submitted to the Issuing Office by the date noted in this RFP or as amended via an addendum. Proposals and Attachments must not be zipped or compressed. Proposals, amendments to proposals, or requests for withdrawal of proposals arriving after the closing time and date may not be considered. At the University's sole discretion the Solicitation Schedule may be modified.

1.9. NO PUBLIC OPENING OF PROPOSALS.

A public opening of technical and financial proposals will not be held.

1.10. PUBLIC INFORMATION ACT NOTICE.

Proposers should give specific attention to the identification of those portions of their proposals that they deem to be confidential, proprietary information or trade secrets and provide any justification why such materials, upon request, should not be disclosed by the State under the Access to Public Records Act, State Government Article, Title 10, Subtitle 6, Annotated Code of Maryland.

Proposers must clearly identify each and every section that is deemed to be confidential, proprietary or a trade secret (it is NOT sufficient to preface your proposal with a statement that the entire content is proprietary, or to use a page header or footer that arbitrarily marks all pages as confidential). Any individual section of the proposal that is not labeled as confidential with an accompanying statement concerning the rationale for its claimed confidentiality shall be considered public information.

1.11. PROCUREMENT METHOD.

This solicitation shall be conducted in accordance with the provisions of the University System of Maryland's (USM) Procurement Policies and Procedures. Specifically, the procurement method employed shall be Competitive Sealed Proposals.

1.12. INCURRED EXPENSES.

The University will not be responsible for any expenses incurred by Proposers in preparing and submitting proposals in response to this solicitation.

1.13. ECONOMY OF PREPARATION.

Each proposal should be prepared simply and economically, providing a straightforward, concise description of the proposer's offer and capabilities to satisfy the requirements of this RFP. Emphasis should be on completeness and clarity of content.

1.14 DURATION OF PROPOSAL OFFER.

Proposals are to be held valid for 120 days following the closing date for this RFP. This period may be extended by mutual agreement between the proposer and the University.

1.15 EVALUATION OF OFFERS.

A contract award will be made to the responsible developer whose proposal best meets the needs of the University. All proposals will be evaluated by a UBalt evaluation committee. After considering the factors set forth in this RFP, the committee will make recommendations to the Procurement Officer for the award of the contract to the developer whose proposal is determined to be the most advantageous to the University.

1.16 PROPOSAL ACCEPTANCE.

The University reserves the right to accept or reject any and all proposals, in whole or in part, received as a result of this RFP, to waive minor irregularities, to negotiate in any manner necessary to best serve the interest of the University. Further, the University reserves the right to make a whole award, multiple awards, a partial award, or no award at all. Proposers judged by the Procurement Officer not to be responsible or proposers whose proposals are classified as not reasonably susceptible of being selected for award shall be so notified.

1.17 MULTIPLE PROPOSALS.

A proposer may submit more than one proposal. Additional proposals may be prepared in an abbreviated form, following the same format as the primary proposal, but containing only that information which differs in any way with the primary proposal. Each proposal must be submitted separately and prepared in accordance with this RFP.

1.18 ALTERNATE SOLUTION PROPOSALS.

A proposer may submit an alternate solution to the approach depicted in the RFP. Such proposals must be clearly identified by the proposer as Alternate Solution Proposals. In all cases, to be considered responsive, Alternate Solution Proposals must clearly meet both the intent of the mandatory requirements as well as the overall objectives of the RFP and the issuing organization's needs as stated herein. Alternate Solution Proposals must be prepared in accordance with this RFP.

1.19 MINORITY BUSINESS ENTERPRISE (MBE)

Minority Business Enterprises are encouraged to respond to this solicitation. For more information on the State's MBE programs or questions related to certification, please contact MDOT's Office of Minority Business Enterprise/Equal Opportunity, telephone 410-865-1269 or view the MDOT website <http://www.mdot.state.md.us/mbe/index.html>.

To access the State of Maryland's Directory of Certified MBEs view:
<https://marylandmdbe.mdbecert.com/>

1.20 ARREARAGES.

By submitting a response to this solicitation, a proposer shall be deemed to represent that it is not in arrears in the payment of any obligation due and owing the State of Maryland, including the payment of taxes and employee benefits and that it shall not become so in arrears during the term of the contract if selected for contract award.

1.21 TAXES.

The University of Baltimore is exempt from Federal Excise Taxes, Maryland Sales and Use Taxes, and the District of Columbia Sales Taxes and Transportation Taxes, except as noted in applicable sections of COMAR. Exemption Certificates shall be provided upon request. Where a Contractor is required to furnish and install material in the construction or improvement of real property in performance of a contract, Contractor shall pay the Maryland Sales tax and the exemption does not apply. After a ground lease is executed, the real property leased will be subject to property taxes to be paid by the lessee.

1.22 RFP RESPONSE MATERIALS.

All materials submitted in response to this RFP become the property of the University and may be appended to any formal documentation, which would further define or expand the contractual relationship between the University and the successful proposer(s).

1.23 DEBRIEFING OF UNSUCCESSFUL PROPOSERS.

Unsuccessful proposers may request a debriefing. If the proposer chooses to do so, the request must be submitted in writing to the Procurement Officer within ten days after the proposer knew or should have known its proposal was unsuccessful. Debriefings shall be limited to discussion of the specific proposer's proposal only and not include a discussion of a competing proposer's submission. Debriefings shall be conducted at the earliest feasible time. The debriefing may include information on areas in which the unsuccessful proposer's proposal was deemed weak or insufficient. The debriefing may NOT include discussion or dissemination of the thoughts, notes or ranking from an individual evaluation committee member. A summarization of the Procurement Officer's rationale for the selection may be given.

1.24 MARYLAND PUBLIC ETHICS LAW, TITLE 15.

The Maryland Public Ethics Law prohibits, among other things: State employees or officials (and in some cases, former employees) and businesses in which such an individual is employed or holds a . interest from (i) submitting a proposal, (ii) negotiating a contract, and (iii) entering into a contract with the governmental unit with which the individual is affiliated per the Maryland Code, State Government Article, SS 15-502.

If the proposer has any questions concerning application of the State Ethics Law to the proposer's

participation in this procurement, it is incumbent upon the proposer to see advice from the State Ethics Commission; Office of the Executive Director, 9 State Circle, Suite 200, Annapolis, MD 21401, 410-974-2068 or toll free 1-877-669-6085.

The Procurement Officer may refer any issue raised by a proposal to the State Ethics Commission. The Procurement Officer may require the proposer to obtain advice from the State Ethics Commission and may reject a proposal that would result in a violation of the Ethics Law. The resulting contract is cancelable in the event of a violation of the Maryland Public Ethics Law by the proposer or any State of Maryland employee in connection with this procurement.

1.25 DEVELOPER SITE VISITS.

The University will not make any reimbursements for site visits made prior to the award of the contract.

END OF SECTION I

SECTION II. ARTICLE 1

PROPOSAL INFORMATION AND SPECIFICATIONS

1. DEVELOPMENT SITE AND EXISTING PROPERTY DESCRIPTIONS.

The development site totals 111,600 square feet (2.563 acres) with a fenced perimeter improved by a 37,461 one level masonry building that served as a United States Postal Service vehicle maintenance facility from 1963 to 2020. The site is mostly impervious with bituminous paving. It is boarded to the north by the Jones Falls Expressway, to the east by Maryland Avenue, to the south by West Oliver Street, and to the west by the Fitzgerald, a residential/retail property served by a 1,250-space public parking garage. The development site is herein referred to as "University Development Site" or "Development Site".

2. ENVIRONMENTAL CONDITIONS

The United State Postal Service sold the development site to UBalt in "as is" condition without any environmental representations and warranties. As part of the University's due diligence, Phase 1 and limited Phase 2 Environmental Studies were performed prior to acquisition and are contained in Exhibits A and B for review by proposers. Notwithstanding these, UBalt is offering the development site in "as is" condition without any representations and warranties. The USPS ended occupancy and transferred the property to UBalt on June 15, 2020. The information in this RFP is provided for convenience, has not been independently verified, and does not relieve the Developer from full responsibility for performing due diligence on all aspects of the project.

3. NEIGHBORHOOD PROFILE.

The University serves a major hub of activity – business, educational, creative, social, and more – that reverberates across the city's center. It is served by local, regional, and northeast corridor rail with direct connections to BWI Thurgood Marshall Airport. With a large percentage of our students, staff and faculty residing in the neighborhoods near campus, while others are commuting to attend classes and work at the institution both day and night, UBalt is providing much-needed stability to a key part of Baltimore's urban core. The University's footprint, while relatively small, encompasses an important gateway to Bolton Hill and MICA to the west, Penn Station to the east, Mt. Vernon to the south and the Station North Arts and Entertainment District to the north, Within this area, and especially immediately adjacent to the Development Site, is a busy pedestrian corridor that is arguably unique in midtown: It is easily walkable, features sidewalks, bike paths and the street grid, and it serves the University community, shoppers and travelers alike. UBalt has consistently treated this corridor as vital to both campus and city. We expect that vitality to be greatly enhanced by the new development. The current renovation and expansion of Penn Station and the potential development of the adjacent Lanvale Lot are building upon UBalt's investments in its landmark Student Center, Angelos Law Center, and Bogomolny Library. Respondents are also encouraged to review public information from the Baltimore Development Corporation (baltimoredevelopment.com), Central Baltimore Partnership (centralbaltimore.org), the Urban Land Institute Baltimore (baltimoreuli.org).

END OF SECTION II. ARTICLE 1

SECTION II. ARTICLE 2

SCOPE OF WORK AND DELIVERABLES

1. SITE DEVELOPMENT COMPONENTS

The developer shall maximize the development potential of this landmark site to achieve the highest economic and community benefits to UBalt. The developer has the option to utilize or demolish (subject to conditions imposed by the State of Maryland and other regulatory authorities) the existing structure to construct high quality improvements that enhance the architectural landscape and community experience. UBalt encourages potential developers to consider including uses which complement or otherwise meet the needs of the surrounding community, which may include research facilities, retail, market rate apartments, event space, parking, child care, and recreation. Purposes that are not consistent or compatible with UBalt's mission, as reasonably determined by UBalt, are not allowable, such as stand-alone bars/taverns, liquor store, adult entertainment or gambling uses. At this time, neither UBalt nor the University System of Maryland intends to enter into a lease, or other type of contractual relationship, for use of any space and/or services housed within the development project.

2. STREETScape.

The developer's streetscape plan should be consistent with or complementary to the University Streetscape Design Standards. The University retains the right to determine if any of its streetscape elements require restoration at the developer's expense upon the completion of construction activities.

3. DESIGN REVIEW.

The selected developer will be responsible for coordinating and managing all design review activities as well as determining which design review processes are legally required for the development. The developer, at minimum, will be required to review the design with the following bodies:

- i. The University of Baltimore Design Committee. The developer will be required to review and receive approval by this committee for final conceptual plans, schematic designs, and construction documents related to the project.
- ii. The Maryland Historic Trust
- iii. Baltimore City reviews as necessary

4. PERIOD OF PERFORMANCE.

The selected developer must agree to a period of performance of NOT MORE THAN five hundred and fifty consecutive calendar days (18 months) for completing all necessary designs and receiving all necessary approvals to begin construction. The developer must also agree to a period of

NOT MORE THAN five hundred and fifty consecutive calendar days (18 months) between the commencement of construction and substantial completion of all construction activities.

The period will begin on the first full 24-hour workday after the developer and the University agree and declare the contract to be operational. During each period, the developer must perform in a manner consistent with the specifications contained in the selected developer's proposal.

In the event that the selected developer fails to meet all requirements, the University shall have the right to declare the developer's service(s) unacceptable and the developer in default, and to seek all legal remedies, including but not limited to a termination of all agreements, written or verbal, without penalty or obligation to the University consistent with the provisions of the termination for default clause required in the contract.

5. FINANCIAL AND LEGAL REQUIREMENTS.

5.1 Developer shall pay or reimburse all of University soft costs. Upon execution of the Ground Lease, the Developer shall provide UBalt an initial deposit of \$250,000 for use as payment toward UBalt's soft costs associated with the preparation, modification and administration of the Ground Lease through completion, occupancy and establishment of permanent financing. All expenditures from the deposit shall be mutually approved by Developer and UBalt.

5.2 The selected Developer must obtain, pay for, and be solely responsible for all required permits, licenses, consents, and regulatory approvals, and must negotiate and execute all required agreements needed to design, finance, obtain grants, obtain historic tax credits, demolish, remove hazardous materials, environmental/ soil tests, renovate, lease, manage, operate, and maintain the properties including payment of real estate taxes, special district assessments and utility bills.

5.3 No UBalt funding will be available for the renovation, development, or operation of the properties. All physical improvements, operations, management, etc. must be at no cost, risk, or financial obligation of any kind to the State of Maryland ("the State"), the University System of Maryland (USM), or UBalt.

5.4 The University will not guarantee or underwrite the Developer's financing or any aspect of its operations.

5.5 The Developer's financing, and any subtenants' financing, must be structured in a manner that does not create debt or legal obligation for UBalt, the University System of Maryland, or the State of Maryland. Further, the State will not subordinate its interest in the real property leased to a leasehold mortgage.

5.6 The "Permitted Mortgagee" is required to be an "Institutional Lender" as defined by UBalt.

5.7 UBalt shall give notice and opportunity to cure to "Permitted Mortgagee" if in event of default but shall not waive its right to exercise remedies, including termination of the leasehold.

5.8 At this time neither UBalt nor the University System of Maryland intends to enter into a lease, or other type of contractual relationship, for any space and/or services housed within the development project.

5.9 The Developer must defend, indemnify, or hold harmless UBalt, the University System of Maryland, and the State of Maryland in all matters relating to development, construction, renovation, operation, and/ or use of the properties by the Developer and its contractors, agents, and tenants. The University, USM and the State of Maryland will not defend, indemnify, or hold harmless the Developer or any other person or entity.

5.10 Any rent based on project income shall be an unsubordinated percentage of gross revenue.

5.11 UBalt shall have a right to review and inspect construction and operations/ maintenance of the improvements throughout the term.

5.12 UBalt shall have a right to periodically review and audit the Developer's books.

5.13 The Developer shall not make alterations, change the use or subtenancies without the prior written consent of the University.

5.14 All land and leased spaces will be privately developed, owned, and operated on leased State land, with no encumbrance of UBalt's fee simple interest.

5.15 The Developer will be required to provide replacement cost property insurance and comprehensive liability insurance coverage, as well as such other insurance as required by the lease. UBalt shall establish appropriate scope, limits, and terms of coverage of insurance. All insurance policies will be expected to protect UBalt, the University System of Maryland, and the State of Maryland as named insureds for the duration of the lease period. The Developer will be obligated to rebuild or replace improvements after casualty or condemnation subject to UBalt's prior written review and approval.

5.16 The disposition of the Development Site is subject to review by the Maryland Department of Planning State Clearinghouse. This Issuing Office will post any comments from this review prior to the Proposal Due Date.

5.17 The University Ground Lease shall be contingent upon the approval of the University System of Maryland Board of Regents and the State of Maryland's Board of Public Works. Neither of these approvals are within the University's control, and UBalt cannot guarantee them. UBalt will not be responsible for costs to a respondent if any of these approvals are not granted or for failure by the State to execute the lease.

5.18 The Developer shall comply with applicable local, state, and federal law, codes, rules, and regulations.

5.19 To ensure that the development is completed once commenced, the Developer must

provide UBalt an acceptable guaranty of completion from an acceptable guarantor or guarantors.

5.20 Performance and Payment Bonds. A performance and payment bond is required in an amount equal to at least 100 percent of the construction cost. The payment bond shall be delivered by the Developer to the University no later than the time the agreement is executed. If the Developer fails to deliver the required bonds, the University may terminate the agreement and the bid security shall be enforced. The required payment bond shall be in the State of Maryland form in effect at the time the contract is executed per COMAR 21.07.02.10A and COMAR 21.07.02.10B.

END OF SECTION II. ARTICLE 2

SECTION III.

RESPONSE REQUIREMENTS IN DEVELOPER PROPOSALS

Proposals that concisely present the information requested in the order and manner requested will be considered more favorably than a Proposal from a Proposer of commensurate qualifications that displays a lack of organization, conciseness, or attention to detail. The Proposal should be divided by clearly defined Tabs (sections) referencing the sections/response requirements provided below:

Tab 1: EXECUTIVE SUMMARY.

The proposal must begin with an executive summary of not more than two pages which clearly and concisely summarizes the content of the proposal. The executive summary is to include specific recommendations for the property, the anticipated benefits of the development to UBalt, the benefits to the City of Baltimore, and a summary of the organization of the proposer's team, expertise of the team, management structure, and specific recommendations for the properties.

Tab 2: CORPORATE INFORMATION/ FIRM PROFILE.

Organizational Chart: An organizational chart of the respondent's team is to be submitted, including a) the names and roles of all participating firms (if relevant); b) names and roles of all key personnel within each firm (including a clear hierarchy of managements roles/ responsibilities); and c) how the firms relate to one another.

Company Profile: The respondent shall submit a general company profile of each firm on its team. Information provided should include, but not be limited to, number of years in business, principals of the firm, number of employees (and their roles), a brief history of the firm, and target markets.

Tab 3: KEY TEAM PERSONNEL.

Submit resumes for each key team member from the following entities or firms:

1. Principal Development Firm
2. Architecture, Planning, Interior Design, and Engineering Companies
3. Construction Contractor or Construction Management Company
4. Property Management Company

Resumes are to be provided of only the key personnel from each entity. The proposing firms not to provide resumes of all employees, but rather those people who will be intimately involved with the project such as the Principal in Charge, Project Architect, Project Manager, Design Engineers, Field Superintendent, Marketing Director, Operations Manager, etc. Specifically, the respondent is to submit resumes of those individuals with whom the University would be directly working should the respondent be selected; that is, the people the University will see on a regular basis and who will attend planning/ design and construction progress meetings.

Each resume should include the person's educational background, employment history, area of expertise, similar/relevant project experience, and a description of the person's role on this project.

Tab 4: RELEVANT PROJECT EXPERIENCE.

Provide information on 3 past projects, which have been fully completed, which best illustrate the firm’s qualifications. Respondents should include projects where key individuals of the past projects are assigned to this project. Respondents shall provide examples of relevant projects of similar size and scope to this solicitation that have been successfully completed within the last ten years. Information for each project shall be no more than 4 pages (excluding visuals). Respondents shall provide the following information for each project:

1. Project Name;
2. Design start date, construction start date, and project completion date.
3. Client name, address, point of contact and phone number (the point of contact should be a person who was directly responsible for the project);
4. Total project cost;
5. Names of the contractor, prime A/E firms, consultants, (as applicable);
6. Photos and site plans (preferably two or three visuals for each project);
7. Key personnel within the firm responsible for the project along with a description of their roles during the project;
8. A short description of the project describing its size (parcel size and square footage), scope and character, address, and scope of historic renovations (if relevant);
9. A description of how the development is relevant to this project;
10. A description of the operating results of the project (including occupancy rates and financial returns);
11. A description of the capital funding structure

The 3 past projects should include examples of each of the following (a single project can represent multiple attributes):

1. Mixed-use projects developed, designed, constructed, and managed under a similar contract arrangement;
2. Mixed-use projects located in urban (downtown) settings;
3. Mixed-use projects that have produced successful financial and programmatic results;
4. A brief statement on any *lesson learned* related to unique client relationships, neighborhood redevelopment, historic preservation, producing a financially and programmatically successful project, or any other notable issues.

Tab 5: PLAN FOR DEVELOPMENT OF THE PROJECT.

The respondent shall state, in a clear concise manner, its approach for the development of the property including, but not limited to, the following:

1. Proposed use(s) to be included in the project.
2. Comments on how the project will benefit:
 - a. UBalt
 - b. The community, and surrounding neighborhoods.

3. One or two concept designs for the completed project which include simple sketches illustrating the façade, massing, programmatic use, urban design, and general aesthetic.
4. Comments on the obstacles/concerns/issues the team sees that may arise during design and development, and recommendations for handling such obstacles/ concerns/ issues.
5. A schedule for completing the entire development process (provided in a bar chart/ gantt form). The schedule should exhibit an understanding of the reviews and approvals required to complete the various steps.

Tab 6: FINANCIAL INFORMATION AND PLAN.

The information requested in this section is required to support the financial aspects of the proposed development. The nature of the contract between the developer and the University will be a Ground Lease. Provide financial information for the project which includes completion of Appendix A-3 Bid Form and the items listed below in Tab 6:

Proposals that do not include the financial information cited in Tab 6 plus the financial information cited on the Appendix A-3 Bid Form in the format set forth on the Bid Form may be excluded from consideration. In addition to the required Bid Form information, proposers may include additional Bid Forms with alternative financial structures/approaches and are encouraged to do so if alternative structures would be more beneficial.

6.1 The proposed term of the ground lease sought by the developer along with reasoning justification for the term. UBalt anticipates a ground lease up to 50 years.

6.2 A description of the finance structure for all capital and operating costs (inclusive of all hard and soft costs).

6.3 A pro-forma showing all revenues, expenses, and debt service related to the operation of the development.

6.4 A description of the financial return to the University: UBalt anticipates an appropriate level of financial return for the ground lease. Please describe the amount of the return on an annual basis over the entire term of the ground lease. Also describe how the amount of the return was determined. UBalt's preferred structure for the ground lease is two-fold: (a) minimum guaranteed yearly payments, plus (b) a percentage of gross revenues. An alternate solution proposal described in Section 1.18 may be provided. Please qualify the expected payments by year over the life of the ground lease.

6.5 A description of the financial solvency of the developer: Respondents shall describe their capital funding source(s) for the project and provide financial pro formas which demonstrate both the economic viability of the project and the developer's ability to repay any capital loans. The respondent shall include a statement on its ability and experience to secure funding to complete projects.

All financial information must be provided in Microsoft Excel with files linked to a single spreadsheet.

Tab 7: CREDITWORTHINESS AND FINANCIAL STATEMENTS.

Include a copy of their most recent audited Financial Statement(s) and a complete Dun and Bradstreet Report inclusive of rating (if available). If the proposal is submitted by an active business concern, financial statements for the business concern should be submitted. If creation of a new business concern is proposed, financial statements are required from any persons or business entities being relied upon to provide funds or guarantees. If the University requires additional financial information in order to evaluate a proposal the respondent will be contacted for that information.

Tab 8: REFERENCES.

In addition to the reference information that should be provided with each past project; bidders are to provide up to three additional professional references. Each reference should include a name, address, current email address, telephone number and a description of the they are being included.

Tab 9: OTHER RESPONSE REQUIREMENTS.

9.1 **Workload:** Provide a brief summary of current and projected workload of the firm for the duration of the proposed project.

9.2 **Litigation and Outstanding Liabilities:** Lists all current litigation, if any, for all firms on the team in addition to any outstanding liabilities that might impact the development of the proposed project. The proposal must also include a summary of any real estate-based litigation, lawsuits, or bankruptcies within the last 5 years for all firms on the team. At the top of the list, please indicate any litigation, past or present, with the State of Maryland or any USM institution.

9.3 **Developer Default, Bankruptcy, Criminal Indictments:** Provide a list of any projects on which the respondent, and its parent company or any member of its team has defaulted or declared bankruptcy and an explanation of each. Provide detailed information regarding any criminal indictments or felony convictions.

9.4 **Conflict of Interest:** The proposal must also contain a statement identifying the past, current or anticipated contractual or financial relationship of any member of the proposed development team with UBalt, USM, or the Board of Regents, The State of Maryland, their respective staffs, or employees. The respondent, and members of its team, must also disclose any contractual or financial relationships which may give the appearance of a conflict of interest.

9.5 **Developer's Exit Strategy and required UBalt Approvals of Transfers:** Provide a description of the exit strategy of the developer upon termination of the ground lease. Describe when and if the developer might wish to sell or otherwise transfer its interest in the project and purpose UBalt's rights and timing to approve transfers and potential purchasers.

9.6 **Capital Expenditures Toward End of Ground Lease:** As the term of the University Ground Lease becomes shorter than 10 years, explain how UBalt can be assured that the Developer will continue to make the necessary capital improvements and repairs to maintain the project in the same condition as comparable projects given that the project will revert to UBalt upon termination

of the University Ground Lease.

9.7 **Rights and Interests of Sub-Tenants (if any) at end of Ground Lease:** Provide a discussion as to what happens to any proposed sub-tenants when the University Ground Lease terminates, and the property is returned to UBalt. Explain the implications of the University Ground Lease termination on sub-leasing strategy during the last 10 years of the University Ground Lease. Propose language that would be inserted in the University Ground Lease that would be fair and reasonable to the Developer, UBalt, and sub-tenants (if any).

9.8 **Minority Business Enterprise (MBEs) Inclusion and Programs.** Provide how your firm shall include MBEs in the project. Additionally, include in your submission any MBE programs your firm deploys to identify and support certified MBEs.

Tab 10: APPENDIX A.

Complete and submit the forms listed below:

- A-1 Bid/Proposal Affidavit
- A-2 Bid Bond
 - Include a bid security in an amount equal to at least **5 percent** of the amount of the bid, or price proposal. The bid bond shall be in the State of Maryland form in effect at the time the solicitation is issued per COMAR 21.06.07.09.
- A-3 Bid Form
- A-4 Acknowledgement of Receipt of Addenda, if any issued
- A-5 Vendor Feedback Form (if applicable)

END OF SECTION III

SECTION IV.

SUBMISSION OF PROPOSAL

Electronic and printed proposals are to be provided to the Issuing Office in accordance with the Solicitation Schedule.

Proposals shall be submitted electronically via the Team Dynamix link provided below and printed copies shall be delivered by mail or in-person, per the directions described below. Both forms of submission must be received on time, per the Solicitation Schedule or Addendum if revised.

Electronic Submissions (required).

Submit Proposals using the Team Dynamix provided below. Proposal documents are to be submitted as an attachment in PDF format (no zipped files). Proposals may not include links to any response requirements. Hyperlinks to software products sent to the Issuing Office that indicate that the Proposal is posted by the Proposer on an electronic site may be rejected or considered non-responsive if contract terms and conditions (i.e., a Click-Through Agreement) are required to be accepted by UBalt in order to download the Proposal.

Send proposals to (click on the link): [Proposal Submission \(teamdynamix.com\)](https://www.teamdynamix.com)

Proposers are to title their single PDF (DO NOT SUBMIT MULTIPLE PDFs) submission as follows: "FIRM NAME_USPS GROUND LEASE PROPOSAL"

AND;

Mailed Submission.

Proposers wishing to mail Proposals shall ensure all mailed proposals are received by the Proposal Due Date and Time. Proposers are advised to mail submissions far in advance of the Due Date to ensure the Issuing Office receives the Proposal on time. Proposers shall ensure mailed proposals are directly delivered to the address provided below. In the event the Proposal was mailed/delivered to another office the Issuing Office may deem the submission late. Proposers are advised to obtain confirm of receipt by emailing the Issuing Office at minimum 24 hours before the Due Date and Time.

Address:

University of Baltimore
Attention: Beth Kirk, Director of Procurement
1420 N. Charles St., Baltimore, MD 21201

OR;

In-person Delivery.

The deadline for in-person submissions is September 16 , 2022 between the hours of 10 AM – 12:00 PM EDT. Any deliveries after 12:00 PM may not be received and deemed

late.

Address: 1420 N. Charles St., Baltimore, MD 21201

Proposers shall provide nine (9) printed copies. Printed copies may be submitted via by mail or in-person. Printed copies shall include the following title on the outside of the box or package/s “FIRM NAME_USPS GROUND LEASE PROPOSAL”

The University may deem a submission non-responsive if received after the due date and time. The date time the submission is time stamped by the Team Dynamix link portal shall be the official date and time of submission to Procurement. Printed Proposals received after the due date and time may also be deemed late. In the event there is a discrepancy between printed and electronic submissions, the electronic submission shall be deemed the “original” copy and shall take precedence over printed copies.

By providing the Proposal to UBalt electronically and in printed form, the Proposer grants the University the unlimited right to generate additional electronic and/or paper copies for distribution solely for the purpose of evaluation and review.

Should a Proposer require special assistance in electronically submitting and delivering printed copies to the University, contact the Issuing Office five (5) business days in advance of the Proposal Due Date.

Only confirmation emails from Issuing Office are deemed official notice/receipt of submissions.

END OF SECTION IV

SECTION V.

EVALUATION AND SELECTION PROCEDURES

1. EVALUATION COMMITTEE.

All developers' proposals received by the closing deadline will be evaluated if all proposals are deemed susceptible for possible award. UBalt shall establish an Evaluation Committee to review and rate the proposals. The Committee will be composed of individuals with expertise as deemed appropriate by UBalt. In fulfillment of its responsibilities, the Committee may request technical assistance from any source at its discretion.

2. EVALUATION PROCEDURE.

The Committee shall first review each proposal for compliance with the requirements of this RFP. Failure to include any requirements will disqualify a developer's proposal. In addition, the developer must assume responsibility for addressing all necessary technical and operational issues in meeting the objectives of the RFP.

The respondent's proposal is to state clearly that it meets all requirements and specifications; that is, that the respondent is fully capable of delivering the items and providing the services as specified in the RFP. After determining compliance with the requirements in the RFP, the Committee shall conduct its evaluation of the merit of the proposals in accordance with the evaluation criteria as set forth in Section 6 Criteria for Evaluation. The evaluation will be broken down into two phases as described in this RFP.

Minor irregularities in proposals, which are immaterial or inconsequential in nature, may be waived whenever it is determined to be in the University's best interest.

3. FIRST PHASE EVALUATION.

3.1 Initial Evaluation.

Proposals will be evaluated by the University's Evaluation Committee. Scoring will be based upon responses to the items listed in Section III, Response Requirements of this RFP. Those proposals not achieving at least an overall score of "acceptable" for Phase I will not continue or advance further in the procurement process. Proposers' whose proposal achieved the required, minimum score of "acceptable" or better will continue in the selection process and be asked to participate in an Oral Presentation at the University.

Upon completion of the initial evaluation, all proposers will be notified as to the results of the initial evaluation of its firm's proposal.

3.2 Oral Presentation

Those respondents whose Proposals achieve a minimum of “acceptable” will be asked to participate in an Oral Presentation at the University

The date and time of the Oral Presentation will be set by the University, in coordination with the respondents. At minimum, the project principal and one associate will be requested to attend the Oral Presentation. Presentations will be held in person on campus for a total period of 90 minutes divided between 60 minutes for presentation and 30 minutes for questions.

At the time the Oral Presentations are scheduled, the University will confirm in writing the specifics of these sessions including the topics, time periods, and requested personnel.

The purposes of the presentation are as follows:

1. To allow the University to meet the respondent’s Key Personnel;
2. To allow the University to review and discuss aspects of the respondent’s Proposal;
3. To provide an opportunity to clarify the project objectives and the University’s scope of work to be provided by the successful proposer.

4. SECOND PHASE EVALUATION.

Following the Oral Presentations, a second evaluation will be conducted in which all categories of the proposal will be re-evaluated individually by each member of the selection committee.

5. FINAL RANKING AND SELECTION.

After considering the evaluation factors set forth in this RFP, the Evaluation Committee will choose from among the highest rated proposals which best serve the interests of the University.

All respondents which advanced to the Oral Presentation will be notified of the results of the selection process upon the completion of the Final Ranking and Selection.

6. CRITERIA FOR EVALUATION.

The criteria that will be used by the committee for the evaluation of the proposals for this procurement are listed below. Each committee member will score the proposals on each major criterion. The criteria will not necessarily equally weighted.

1. Corporation Information/Firm Profile
2. Key Team Personnel;
3. Relevant Project Experience;

4. Plan for Development of the Project;
5. Financial Proposal Plan;
6. Creditworthiness and financial statements of the developer and/ or joint venture members, and the guarantor of completion;
7. References;
8. Other response requirements
9. Additional information, if requested

Descriptions for each criterion can be found in Section III, Response Requirements.

7. REFERENCES.

UBalt may incorporate references prior or after to establishing the final shortlist of proposals. However, the University reserves the right to modify scoring if pertinent information regarding a developer's capability is obtained prior to an award.

UBalt may make any investigations as it deems necessary to determine the ability of the Developer's to perform the required services. Proposers/Developers shall furnish UBalt all such information and data for this purpose as UBalt may request. The University reserves the right to take any or all of the following actions: to reject a proposal based on an unsatisfactory reference, to contact any person or persons associated with the referenced site, to request additional references or contact any known organization using the services supplied by the Proposer or the Proposer's subcontractors, to contact independent consulting firms for additional information about the Proposer or the Proposer's subcontractors, clients, partners, etc., and to have members of the Evaluation Committee visit any or all of the reference sites.

8. ADDITIONAL INFORMATION.

At the sole discretion of UBalt, Proposers who have submitted Proposals evaluated by UBalt may be requested to provide UBalt additional information to further clarify or evaluate the Proposer's qualifications. If additional information is requested of one or more Proposers, the Procurement Officer will so advise. UBalt may also exercise Best and Final Offers.

9. DISPOSITION PROCEDURES.

At the conclusion of the proposal review and interview process, a developer for the property will be tentatively designated. The tentative designation will specify a limited time frame within which UBalt and the designated developer must use good faith efforts to negotiate and enter into a mutually satisfactory ground lease. If the parties are unable to enter into a mutually satisfactory ground lease within the specified time frame the UBalt may, in its sole and absolute subjective discretion, in a writing delivered to the selected developer, either extend the time period for negotiations or terminate the negotiations and thereafter, except for any developer's indemnity of UBalt as may be described in a right of entry agreement, the parties will have no further liability to each other. UNDER NO CIRCUMSTANCES WILL UBalt BE LIABLE TO THE SELECTED DEVELOPER FOR ANY OF DEVELOPER'S EXPENSES, COSTS, LEGAL FEES OR OTHER EXPENSES. After any termination, UBalt shall then have the right to

commence negotiations with a second developer or terminate the process. In the event negotiations with the first developer does result in an executed contract or the contract resulting from this RFP is terminated, the University at its sole discretion may engage and initiate negotiations with the next highly ranked firm.

END OF SECTION V