



**Request for Qualifications and Proposals  
TOD Development – Capitol Hill Properties Redevelopment**

**RFP NO. RTA/RP 0010-14**

**January 31, 2014**

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## **ARTICLE 1 INTRODUCTION**

### **1.01 REQUEST FOR QUALIFICATIONS**

Sound Transit is requesting Statements of Qualifications (SOQ) from private and not-for-profit entities for four transit-oriented development (TOD) commercial properties at its Capitol Hill Link Light Rail Station (Capitol Hill Properties). Through this two phase Request for Qualifications (RFQ) and Request for Proposals (RFP) process, Sound Transit is making the properties available to the public for a Purchase & Sale Agreement or a long term Ground Lease in conformance with Sound Transit and Federal Transit Administration (FTA) regulations and Transit Oriented Development (TOD) real estate principles and objectives. For this project, Sound Transit may enter into a Purchase and Sale Agreement or a long term Ground Lease, at its sole discretion.

In phase one of this solicitation, at this time Sound Transit is requesting a Statement of Qualifications (SOQ) from firms interested in submitting a real estate development proposal for the properties. Firms who wish to be considered for award of any of the properties must submit a SOQ in accordance with the requirements set forth in this RFQ.

Interested firms may present qualifications for more than a single property. However, RFQ responses must be submitted individually and completely for each property under separate cover. Responses not following this instruction will be deemed non-responsive and not evaluated.

This RFQ is not soliciting real estate development project proposals for the properties. A short list of qualified firms will be established by Sound Transit from this RFQ process. Shortlisted firms will be required to participate in a public meeting with interested community stakeholders to receive input on community interests related to the development of the properties. In phase two of this process, Sound Transit will issue an RFP to each of the Proposers that were shortlisted.

Each property is subject to site-specific requirements as set out in City of Seattle Ordinance 124242 and Sound Transit Board Motion M2013-79, aka, the Development Agreement (DA) and Sound Transit's Coordinated Development Plan (CDP), included as an attachment. These are the primary regulatory and guidance documents setting out the general vision and numerous specific criteria for each property. Besides the DA and CDP, individual Project Requirements apply to each site. These and other background materials are provided with this RFQ. Each property will also have easements and encumbrances which will apply during and after commercial construction. These will be provided during the RFP process.

### **1.02 PROPERTY DESCRIPTION**

The Capitol Hill Station TOD properties are recorded with King County as Lot Boundary Adjustments (LBAs) as of November 13, 2013. The LBA's are available electronically for review as part of the Appendix information.

The four properties subject to this RFQ are described below, and are explicitly referenced in the DA and described in the CDP. Note that the CDP has not been revised to reflect the below square footages, which are accurate here as recorded by the LBAs:

- Site A, Main Station Block, 118 Broadway East (LBA Parcel "A")
  - APN 6003002025
  - 46,487 square feet
  - Mixed-use required
  - Minimum residential unit count – 132 including MFTE requirement

- Site B-North, Main Station Block, 923 East John Street (LBA Parcel “C”)
  - APN 6003501105
  - 15,878 square feet
  - Affordable housing restricted, 100% total units
  - Minimum residential unit count – 86
  - No retail
- Site B-South, Main Station Block, 123 10<sup>th</sup> Avenue East (LBA Parcel “D”)
  - APN 6003501135
  - 15,459 square feet
  - Minimum residential unit count – 85 including MFTE requirement
  - No retail
- Site C, South Station Entrance, 1830 Broadway (LBA Parcel “A”)
  - APN 6003001380
  - 17,683 square feet
  - Mixed-use required
  - Minimum residential unit count – 94 including MFTE requirement

Sound Transit acquired the subject parcels with the assistance of the Federal Transit Administration (FTA) under the University Link Light Rail Program. The properties are offered where is, as is.

### **1.03 BACKGROUND, CONDITIONS & CONSTRAINTS**

Sound Transit purchased nineteen properties necessary to construct the University Link project, including the Capitol Hill Station. The properties were evaluated by Phase I and II environmental site assessments (ESA) as part of each purchase. Those assessment reports have been realigned to the newly created parcels offered in this solicitation. Each realigned ESA document is available on Sound Transit’s Ebid web site, along with additional documentation to assist in understanding these properties.

Since 2006 Sound Transit has been engaged with the Capitol Hill community for the planning of the TOD in-fill projects. Sound Transit values its relationship with the community, having invested considerable resources to collaboratively anticipate and resolve issues. Sound Transit has likewise undertaken an extensive negotiation with the City of Seattle, resulting in the agreement between the parties of the “Development Agreement for Capitol Hill Station Transit Oriented Development”. The Development Agreement’s (DA) implementation companion documents (the Coordinated Development Plan (CDP), Technical Memo and Project Site Requirements) provide the baseline for how each site is to be developed. This RFQ does not permit changes to the requirements in these documents. Any such proposed change will not be considered and may lead to disqualification.

Fundamental to the redevelopment of each site is its relationship and proximity to Sound Transit’s station facilities and transit patrons. Just as the DA and CDP must be complied with, so must the Technical Memo and the Project Requirements be met for each site, and as such, are not negotiable. Sound Transit requires adherence to the documents’ spirit and intent, as well as their explicit details associated with the regulatory nature of the DA and Sound Transit’s guidance in the CDP.

The protection of Sound Transit’s facilities and transit patrons is necessary during and following the in-fill construction. Best practices will be required to accomplish this, including construction oversight and special inspection as deemed necessary by Sound Transit. Following the completion of the RFP process,

Sound Transit will work with the respective development teams to facilitate the resolution of such issues.

Current property appraisals have not been completed by Sound Transit. Under federal law, Sound Transit may only make these properties available at or above Fair Market Value. Fair Market Value will be based on Federal Transit Administration-approved appraisals, commissioned by Sound Transit. Approved appraisals will be completed prior to release of the RFP.

Sound Transit is only interested in receiving proposals that are fundable and buildable under generally accepted industry practices and methods, and within the project delivery schedule (Attachment B). Sound Transit will not engage in protracted discussion or negotiations over the terms and conditions stated in this RFQ.

#### **1.04 TRANSIT ORIENTED DEVELOPMENT**

TOD is a land development pattern that integrates transit and land use by promoting transit ridership while supporting community land use and development visions. TOD strategies focus urban growth around transit facilities and leverage transit investments to help produce regional and local benefits, such as increases in transit ridership, development of walkable communities, improved access to jobs and economic opportunities, and reduced household driving and thus lowered regional congestion, air pollution and greenhouse gas emissions.

In 2012 Sound Transit adopted a new Transit Oriented Development (TOD) policy. The Policy establishes a framework in which Sound Transit will evaluate, facilitate and implement TOD strategies as the agency plans, designs, builds and operates the regional transit system, through cooperation and partnerships with public and private entities, as allowed by applicable laws, regulations, plans and policies. This policy directly affects the purposes for which Sound Transit makes its surplus real property available for TOD purposes.

Sound Transit's primary responsibility is to complete and expand the high-capacity transit system to deliver transit service that connects the region's urban centers, which is a key step toward meeting local and regional land use goals. The basis for Sound Transit's involvement in TOD is informed by the agency's enabling legislation (RCW 81.104 and 81.112). Pursuant to the legislation, Sound Transit is authorized to plan, design, build and operate the regional transit system and to use its tax revenues for transit purposes. The legislation also guides Sound Transit to work with public and private interests to facilitate TOD.

For example, Sound Transit is guided to work with local jurisdictions to set forth conditions for assuring land uses compatible with development of high-capacity transportation systems, such as providing for sufficient land use densities through local actions in high-capacity transit corridors and near passenger stations, preserving transit rights-of-way, and protecting the region's environmental quality. Additionally, the legislation guides the agency, in cooperation with public and private interests, to promote transit-compatible land uses and development, which includes joint development.

This policy provides guidance on the goals, strategies and tools that Sound Transit may use to evaluate facilitate and implement TOD as it delivers the regional transit system.

Through implementation of its TOD policy, Sound Transit will work toward goals that:

- Increase the value and effectiveness of transit by increasing transit ridership.
- Support implementation of state, regional and local growth plans, policies and strategies.

- Foster relationships with local jurisdictions, regional agencies, private developers, local residents, businesses, community groups and other stakeholders to facilitate TOD.
- Encourage convenient, safe multi-modal access to the transit system, with an emphasis on non-motorized access.
- Support economic development efforts.
- Encourage creation of housing options including market-rate and affordable units.
- Support implementation of other related Sound Transit plans and policies, with an emphasis on the agency’s Sustainability Plan.
- Protect and enhance Sound Transit’s assets and investments

### **1.05 SOUND TRANSIT BUSINESS AND PROJECT OBJECTIVES**

As a Transit-Oriented Development project, the Capitol Hill Properties shall be developed in compliance with applicable City, State, Federal and Sound Transit requirements, including zoning restrictions. This property transaction falls under 49 CFR 18.31, Real Property, and must comply with applicable Federal Transit Administration (FTA) rules and regulations. The federal regulations affect the use and valuation of Sound Transit’s properties acquired with federal funds. This property is only available at or above Fair Market Value, although the price offered by the Proposer is not the only determining factor for award.

The Capitol Hill Properties are only available for immediate development. They are not available in any other manner, such as land banking or any uses not out-right permitted by the Development Agreement. No Sound Transit incentives exist to assist in defraying project costs. In addition to meeting Sound Transit TOD policy objectives, meeting Federal Transit Administration regulations are required as part of the real estate transaction.

### **1.06 DUE DILIGENCE**

Sound Transit has performed significant due diligence on the Capitol Hill Properties and will be offering them “as clean” to the best of its knowledge. The environmental information compiled is available on Sound Transit’s e-Bid system. Phase 1 and Phase 2 environmental site assessments of below grade soils conditions are included. Summaries of that information have been conformed to the new parcels created by recently approved Lot Boundary Adjustments.

The information provided is not intended as a complete record of the property. During the future real property transaction process, due diligence examinations of the properties may be conducted.

### **1.07 COMMUNICATIONS**

Upon release of this RFQ, any verbal or written communications between any proposer (potential or actual) or its representatives, and any Sound Transit board member, staff member or consultant regarding this procurement, are strictly prohibited from the date of the RFQ advertisement through the date of execution of the contract. The only exceptions to this are: (1) communications and questions concerning this solicitation directed to the Contracts Specialist listed below; (2) communications at the pre-proposal conference or a publicly noticed meeting of Sound Transit; and (3) communications with the Sound Transit Director of Procurement and Contracts. Sound Transit reserves the right to contact Proposers for clarification of response contents. Any violation of the requirements set forth in this Section shall constitute grounds for immediate and permanent disqualification of the offending firm from participation in this procurement. All oral communications will be considered unofficial and non-

binding on Sound Transit. Proposers should rely only on written statements issued by the Contracts Specialist.

Doug Haffie, Sr. Contracts Specialist  
 Sound Transit  
 401 S. Jackson Street  
 Seattle WA 98104-2826

Telephone: (206) 689-3377  
 E-mail: [doug.haffie@soundtransit.org](mailto:doug.haffie@soundtransit.org)

**1.08 ANTICIPATED SCHEDULE**

DATE	ACTIVITY
1/31/2014	Public Advertisement of Request for Qualifications in Seattle Daily Journal of Commerce newspaper and on <a href="http://www.ebidexchange.com/soundtransit">www.ebidexchange.com/soundtransit</a>
2/26/2014	Last day to submit Requests for Information (RFI) and/or Questions. Must be received by 5:00 p.m., local time.
3/24/2014	<b>Statement of Qualifications due no later than 4:00 p.m. local time</b>
5/28/2014	Notification to shortlisted & unsuccessful firms
June 2014	Capitol Hill Community Public Meeting for Shortlisted firms – Mandatory Attendance
June 2014	Final Request for Proposals issued to finalists each parcel
9/12/2014	Proposals due
October 2014	Issue Notice of Intent to Award each parcel

**1.09 RFQ DOCUMENTS**

The RFQ may be downloaded from [www.ebidexchange.com/soundtransit](http://www.ebidexchange.com/soundtransit). Proposers must be registered document holders to receive notices related to the procurement including meeting notices and any addenda. RFQ documents provide current project information and special requirements applicable to the project, but are subject to modifications, updates, and additions. If Proposers are not able to access this information, please contact the Sr. Contracts Specialist identified in Article 1.07.

**1.10 REQUEST FOR INFORMATION**

Questions about this RFQ must be submitted through the "Ask Question" link for this Solicitation at <http://www.ebidexchange.com/soundtransit>, or by email to the Contracts Specialist. Sound Transit will respond only via Addenda or a formal written Clarification, which will be provided to all registered holders of the solicitation document.

**1.11 SOQ SUBMITTAL**

- A. **One original (unbound) and 6 copies (stapled or comb-bound only) and one CD containing the SOQ in .pdf format** must be received by Sound Transit on or before the date and time specified in Paragraph 1.6, Anticipated Schedule, at:

**Attn. Doug Haffie, Sr. Contracts Specialist  
Sound Transit Procurement and Contracts Division  
401 South Jackson Street  
Seattle, Washington 98104-2826**

- B. Sound Transit may reject late SOQs. Sound Transit also reserves the right to postpone the SOQ due date.
- C. SOQs must be submitted in a sealed box or envelope labeled with the Proposer's name and identified as containing a SOQ responding to "**Sound Transit's Request for Qualifications for TOD Development – Capitol Hill Properties Redevelopment, RFP No. RTA/RP 0010-14**".
- D. Sound Transit prefers the use of double-sided, recycled/recyclable paper. Elaborate, decorative, extraneous and non-recyclable materials are strongly discouraged.
- E. Sound Transit is not responsible for any costs associated with preparing or submitting a SOQ. SOQs become the property of Sound Transit upon submission.
- F. Price Proposals are not requested and should not be presented at this time. SOQs shall not include any explanation, reference, identification or description of prices or real estate development proposals. SOQs that contain any such explanation, reference, identity and/or description may deem the SOQ non-responsive and disqualify the SOQ from further consideration.
- G. **Project Proposals are not requested and should not be presented at this time. SOQs shall not include a project description in written or graphic form, project financial *pro forma*, or other methods of communicating an intended real estate project concept.** SOQs that contain any such project description in written or graphic form, project financial pro forma, or other methods of communicating an intended real estate project concept may deem the SOQ non-responsive and disqualify the SOQ from further consideration.
- H. After evaluation of the submittals by Sound Transit is completed for each TOD site, Sound Transit will notify the qualified Submitters, comprising the "short list" for each of the TOD properties. Short-listed finalists will receive an invitation to respond to a subsequent RFP.

#### **1.12 COMPLIANCE WITH RFQ**

Failure by a Proposer to comply with the requirements of this RFQ may result in Sound Transit declaring the SOQ non-responsive. Sound Transit reserves the right to reject any or all SOQs, and to waive as informality any non-material irregularities in the SOQs received.

### **ARTICLE 2 PROJECT OBJECTIVES & CONDITIONS**

#### **2.01 SUMMARY OF INTENDED TRANSACTION**

The following is a brief summary of the proposed steps for completing the purchase and sale or ground lease transaction, which are subject to change at Sound Transit's discretion:

- A. SOQ submittal and RFP proposal evaluations. All SOQs/proposals that deviate from the requirements of the RFQ/RFP may be found non-responsive and removed from consideration. Earnest money deposit may be required during the RFP phase.
- B. Term Sheet negotiations and an outline of a Purchase and Sale Agreement or Ground Lease. The selected firm shall negotiate and execute Sound Transit's Term Sheet, Purchase and Sale Agreement/Ground Lease, and Contract Documents. Sound Transit will not accept alternative documents.



- C. Sound Transit recommendation of the transaction to the Sound Transit Board of Directors, followed by signing of the transaction document, design and permitting of the project, and closing of the transaction. This transaction occurs within a project development schedule, as represented by the schedule (Attachment B).
- D. Failure to meet all these obligations will result in forfeiture of all development rights and loss of the earnest money, in full. Sound Transit reserves the right to cancel this RFQ/RFP if it determines it is not in its best interest to continue.

## **ARTICLE 3 EVALUATION PROCESS**

### **3.01 EVALUATION PROCESS**

- A. SOQ Evaluation – SOQs will be evaluated in accordance with the evaluation criteria set forth in Attachment A – RFQ Evaluation Criteria. As part of the SOQ evaluation, the Selection Committee may consider responses from references. Representative(s) from the City of Seattle will participate in the SOQ evaluation.
- B. Short-List of Finalists – Based on the SOQ evaluations, Sound Transit will establish a short-list of qualified finalists to whom an RFP will be provided. All firms that receive a passing score for each of the RFQ evaluation criteria will be included on the short-list.

### **3.02 NOTIFICATION**

Sound Transit will provide notification of the following actions to all firms submitting SOQs at the time the action is taken:

1. Notice of short-listed firms

Firms should not assume any action has been taken unless they receive specific notification from Sound Transit.

## **ARTICLE 4 CONTENTS OF SOQ**

### **4.01 GENERAL REQUIREMENTS**

- A. Evaluation Criteria for this RFQ is included as Attachment A – RFQ Evaluation Criteria.
- B. Firms shall submit SOQs meeting the content requirements specified herein. Sound Transit reserves the right to request additional information from Proposers.
- C. Proposers are encouraged to submit the most comprehensive and competitive information possible. Responses that do not respond completely or sufficiently to the evaluation criteria in this RFQ may be rejected as non-responsive, or may not receive a passing evaluation.
- D. Sound Transit will make such reviews, investigations and reference checks, as it considers necessary and appropriate for evaluation of the SOQs. It is the proposer’s responsibility to provide accurate contact information for references. Approval and award of the Contract Agreement will be made pursuant to Sound Transit policies.

### **4.02 GENERAL SOQ FORMAT**

- A. SOQs must address each of the evaluation criteria set forth in Attachment A – RFQ Evaluation Criteria in a clear, comprehensive, and concise manner and in the format prescribed below. In order for Sound Transit to adequately compare and evaluate qualifications objectively, all SOQs must be submitted in accordance with the following format and order, should be clearly separated with tabs, and labeled by response. The SOQ should be prepared simply and economically, providing straightforward and concise information that will enable the selection

committee to quickly access pertinent information. SOQs should avoid duplication of information.

- B. All SOQs shall be bound in an 8 ½" by 11" format. Proposers may use 11" by 17" sheets for figures, drawings or tables to enhance legibility. All 11" by 17" pages must be folded and bound in the SOQ. No more than two (2) single-sided 11x17 sheets are allowed. Non-recyclable materials are strongly discouraged. Double-sided printing is strongly encouraged.
- C. The SOQ shall be organized as follows:
  - 1. **Cover Sheet**
  - 2. **Table of Contents**
  - 3. **Body of SOQ –Attachment A**
  - 4. **Appendix**
    - a. Resumes – Shall not exceed one (1) page for each proposed key individual of the team.
    - b. Financial Capacity submittals.
    - c. Compliance statement regarding Title VI, EEO laws, non-discrimination laws, if applicable.
    - d. Joint Venture Agreement, if applicable. If proposing as a Joint Venture, Sound Transit requires Proposers to submit a copy of its Joint Venture Agreement as part of its SOQ.

## **ARTICLE 5 PUBLIC DISCLOSURE**

Pursuant to Chapter 42.56 RCW, SOQs submitted under this RFQ shall be considered public records and with limited exceptions will be available for inspection and copying by the public. Proposers must specifically designate and clearly label as "CONFIDENTIAL" any and all materials or portions thereof they deem to contain trade secrets or other proprietary information, which is exempt from public inspection and copying. The Proposer must provide the legal basis for the exemption to Sound Transit upon request. If a SOQ does not clearly identify the "CONFIDENTIAL" portions, Sound Transit will not notify the Proposer that its SOQ will be made available for inspection. If a request is made for disclosure of material or any portion marked "CONFIDENTIAL," Sound Transit will determine whether the material should be made available under the law. If Sound Transit determines that the material is not exempt and may be disclosed, Sound Transit will notify the Proposer of the request and allow the Proposer 10 working days to take appropriate action pursuant to RCW 42.56.540. If the Proposer fails or neglects to take such action within said period, Sound Transit may release the portions of the SOQ deemed subject to disclosure. To the extent that Sound Transit withholds from disclosure all or any portion of Proposer's documents at Proposer's request, Proposer shall indemnify, defend and hold harmless Sound Transit from all damages, penalties, attorneys' fees and costs Sound Transit incurs related to withholding information from public disclosure. By submitting a SOQ, the Proposer consents to the procedure outlined in this paragraph and shall have no claim against Sound Transit by reason of actions taken under this procedure.

## **ARTICLE 6 COMPLAINTS, DEBRIEFING AND PROTEST PROCEDURES**

### **6.01 COMPLAINTS REGARDING REQUIREMENTS AND CRITERIA**

Proposers are expected to raise any questions, exceptions, or additions they have concerning the RFQ/RFP early in the RFQ/RFP process. The complaint must comply with the Sound Transit Protest and Appeals Process and be submitted to the Director of Procurement and Contracts no later than 7

business days prior to the Response due date set forth in the Anticipated Schedule. The solicitation process may continue following receipt of a complaint.

## **6.02 DEBRIEFING**

Proposers may request a debriefing after being notified of Sound Transit's intent to award to the firm(s) selected during the RFP phase. Debriefings may include a scoring summary of the evaluation criteria, a selection summary of the final proposals, the firm's overall ranking, the strengths and weaknesses of the firm's SOQ, and answers to questions regarding the selection process.

## **6.03 PROTESTS AND APPEALS PROCESS**

Interested parties have a right to seek resolution of any concerns, issues, or perceived wrongs associated with this RFQ. Upon receipt of a timely written protest, issues of concern will be researched and a written determination to the protesting party will be issued by the Director of Procurement and Contracts. Sound Transit's Protests and Appeals Process is available at <http://www.soundtransit.org/Documents/pdf/working/contracts/ProtestAndAppealRequirements.pdf>.

## **ARTICLE 7 CANCELLATION AND REJECTION OF SOQS**

Sound Transit reserves the right to reject any and all SOQs at any time and to choose not to award and/or execute a contract(s) up to the time Sound Transit signs the contract documents, even after a notice of selection has been issued. Proposers acknowledge that a notice of selection confers no right of contract. Sound Transit may cancel the procurement and reject all SOQs for any reason. A decision by Sound Transit to cancel the procurement and/or not enter into a contract will not result in any claims or causes of action for costs or damages by any Proposer against Sound Transit.

## **ARTICLE 8 COMMITMENT TO DIVERSITY**

### **8.01 SMALL BUSINESS PARTICIPATION AND DISADVANTAGED BUSINESS ENTERPRISE (DBE) PARTICIPATION**

Sound Transit promotes and encourages participation in its contracts by Small Businesses and Disadvantaged Business Enterprises (DBEs), as defined in Sound Transit's Small Business and DBE Programs. Sound Transit is interested in SOQs from such firms.

Sound Transit recognizes there may be few joint venture or subcontracting opportunities with regard to the services described in this solicitation. Sound Transit has not established a subcontracting goal for these services. Proposers are not required to prepare a plan for participation of subcontractors and subcontracting goals are not set as required elements for the evaluation of SOQs. Proposers that elect to form a joint venture or to subcontract any services are advised that under such circumstances they shall take steps to solicit participation by Small Businesses or DBEs.

### **8.02 EQUAL EMPLOYMENT OPPORTUNITY (EEO) AND LABOR RELATIONS**

A. Sound Transit is interested in SOQs from firms that demonstrate a commitment to equal employment opportunity. Sound Transit encourages SOQs from firms that employ a workforce that reflects the region's diversity. Proposers are advised that they shall adhere to the following non-discrimination provisions:

"The Contractor will not discriminate against any employee, applicant for employment, or subcontractor/subconsultant because of race, religion, creed, sex, sexual orientation, age, nationality, or the presence of any sensory, mental, or physical disability, unless based upon a bona fide occupational qualification. The Contractor will take affirmative action to ensure that applicants are employed, and that employees are treated during

employment, without regard to their race, religion, creed, sex, sexual orientation, age, nationality, or the presence of such disability."

**Attachment A – RFQ EVALUATION CRITERIA  
(Governing the Evaluation of Statements of Qualifications)**

## 1.01 GENERAL

### Evaluation Criteria and SOQ Requirements

1. The criteria outlined below will be used to evaluate SOQs.
2. In responding to the Evaluation Criteria, the Proposer should organize its SOQ so that the qualifications are clearly illustrated in each of the categories, using the Submittal Requirements listed below for each Evaluation Criterion.

## 1.02 SUMMARY EVALUATION CRITERIA MATRIX

No.	Criterion	Score
1	Letter of Intent	P/F
2	Firm Experience, Capacity, and History	P/F
3	Knowledge and Current Experience of Key Individuals	P/F
4	Financial Capability	P/F
5	Project Schedule Delivery Capability	P/F

## 1.03 EVALUATION CRITERIA

**The following Criteria are Pass/Fail requirements and will not be included in RFP point scoring. Sound Transit, in its sole discretion, will determine whether the Proposer meets the requirements herein. Failure to meet these requirements will disqualify Proposer from further participation in the selection process.**

No. 1	Letter of Intent	P/F
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Provide specific, affirmative, and complete responses to each of the following, to be signed and dated by the Principal-In-Charge.

1. Proposer must unequivocally indicate its willingness and commitment to pay Fair Market Value or greater as determined by Sound Transit's appraisal process which includes the transaction appraisal to set the value per square foot, as approved by the Federal Transit Administration. Sound Transit reserves the right to negotiate a final Fair Market Value price, with the firm(s) selected from the subsequent RFP process, based on Sound Transit's appraisal and Proposer's independent Fair Market Value appraisal of the property (independent appraisal at Proposer's expense) during Term Sheet negotiations.
2. Proposer must acknowledge that Proposer will comply with the approved Development Agreement, the Sound Transit Coordinated Development Plan, the Sound Transit TOD Technical Memorandum, and any other existing City of Seattle codes or regulations.
3. Proposer must provide an affirmative statement that purchase or ground lease transaction closing will occur at completion of City building permit review and availability of permit, per schedule milestone.
4. Proposer must provide identification of the Proposer's Principal-in-Charge, who shall be an individual and not an entity, and signatory of the Letter of Intent. The Principal-in-Charge is Project

Lead/Key Negotiator who is designated as the single person representing the entirety of the proposed project and the team. The Principal-in-Charge shall be the same person as the key negotiator. The Principal-in-Charge shall be available to negotiate on Sound Transit’s schedule and in person in Seattle.

<b>No. 2</b>	<b>Firm Experience, Capacity and History</b>	<b>P/F</b>
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The Proposer must demonstrate its specialized experience and technical competence of the firms comprising the team (including a joint venture, associate, or professional subconsultant), considering the type of real estate product(s) appropriate to the TOD site as described and depicted in the Coordinated Development Plan and the Development Agreement. Prior experience with urban in-fill real estate products in a populous neighborhood, with a defined shopping street, is preferred. Recent experience by the firm in the successful completion of real estate projects of a similar type and complexity will be a material consideration.

Sound Transit reserves the right to contact the project references and utilize the past performance information at any time during the evaluation process in the sole discretion of Sound Transit.

**Submittal Requirements**

1. Brief résumé of the Proposer firm (or joint venture), including but not limited to: home and branch office information; date established; former name(s); type of ownership or legal structure; general description of services provided and type of clients served; properties in planning or under development within the next three years.
2. Description of up to five projects for which the Submitter firm (or team) to demonstrate and illustrate a thorough understanding of the above, to include:
  - a. Project name, location, value, and brief description and context
  - b. Responsibility of the firm (developer, owner, partner, etc.)
  - c. Client (Owner) name, address, phone number, if not owner.
  - d. Name, address, and phone number of project’s project manager.
  - e. Name, address, and phone number of Client's (Owner's) project manager or primary contact.
3. Provide any other information that demonstrates the firm’s ability and experience to successfully complete the real estate project identified herein.

<b>No. 3</b>	<b>Knowledge and Current Experience of Key Individuals</b>	<b>P/F</b>
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The Proposer must demonstrate the specialized experience and technical competence of the key individuals and other team members who will participate in delivering the future real estate product. Recent experience, knowledge, and expertise of these key individuals with projects of a similar type and complexity will be a material consideration.

Key individual’s knowledge of and experience with problems, conditions, or circumstances applicable to the specific location of this property should be explained, including but not limited to:

1. Characteristics of the Seattle real estate market that are unique to the subject property;
2. The competitive advantage brought by the development team to this property, based on prior projects;

3. Any “lessons learned” from previous projects that would be applied to the subject property.

**Submittal Requirements**

1. Résumés of the key individuals who will participate in delivering the real estate product. Résumés should be attached to the Appendix. Provide narrative summaries for the Key Individuals whose résumés are attached in the Appendix.
2. A representative list of relevant work performed by the key individuals who will participate in delivering the real estate product, including the following information:
  - a. Client (Owner) name and location including address and phone number of Client’s (Owner’s) project manager or primary contact (include location where services were provided if different from client location).
  - b. Responsibility of the key individual.
  - c. Brief description of the services provided by the key individual, including description of the services/products/equipment; total cost of the contract; completion date; etc.

<b>No. 4</b>	<b>Financial Capability</b>	<b>P/F</b>
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The Proposer must demonstrate the financial capacity and capability of the proposing firm, or of the proposing joint venture and/or each of the firms comprising the joint venture to successfully undertake and complete the fiscal responsibilities of the project, including the ability to fund, design, build, and own/lease projects at this scale. The Proposer shall provide sufficient detail to enable Sound Transit to evaluate the risk with respect to the stability or continuity of the Proposer as a viable entity.

Proposers should not provide a project Sources and Uses outline, a proposed project *pro forma*, or a financial proposal (offer) for the subject property, as any such or similar document(s) will be deemed non-responsive.

Prior to award, Sound Transit may perform a review of Proposer’s financial status and capability to perform the work. Proposers must comply with requests for information that are deemed necessary by Sound Transit to perform a reasonable review of the firm’s financial status. If the proposing team is a Joint Venture, each member of the Joint Venture will be required to submit the requested information. SOQs that fail in providing any of the items identified below will be found non-responsive and be removed from further consideration.

Sound Transit may research the financial status of any Proposer, including, but not limited to Dunn & Bradstreet Reports; commercial credit card reports; or to take any other measures as Sound Transit deems necessary and appropriate to confirm the Proposer’s capacity.

**Submittal Requirements**

1. The Proposer shall provide a separate statement of financial information for itself as an entity, for each entity forming a joint venture with the Proposer (if any), and for all known subcontractors (if any). All such financial information shall be prepared in accordance with United States Generally Accepted Accounting Principles. Each statement of financial information shall include the following:
  - a. Audited financial statements that include balance sheets, statements of income and retained earnings and statement of expenses and cash flows for the last three fiscal years, including notes to the financial statements;



- b. If not independently audited (either a certified audit or a review), then internally prepared financial statements, certified as true and correct by the President and Chief Financial Officer of the Proposer, joint venture partners, or subcontractors and properly signed.
  - c. Each Proposer, joint venture partner and/or major subcontractor will be required to submit additional financial statements and other information as may be requested by Sound Transit. As time is of the essence, prompt delivery of these documents will be a factor in responsiveness.
  - d. Any additional financial information to support Proposer’s financial capability
2. Proposer shall disclose any outstanding litigation that could adversely affect its financial condition if an adverse judgment is entered against the Proposer.
  3. Describe existing contractual commitments within the United States, and their estimated impact on the Proposer’s ability to implement this project.
  4. Identify for the past five (5) years any contracts in which the Proposer has been involved in bond forfeitures, litigation or major claims. Include a brief, concise and accurate explanation of the reasons or basis for such forfeitures, litigation or major claims. For purposes of this item, “major claims” shall mean any dispute or claim which led to or resulted in (a) entering into some form of Alternative Dispute Resolution Board, or arbitration; (b) filing a complaint; (c) threatened litigation; or (d) litigation. Such documentation shall be submitted in the Appendix.
  5. Has Proposer ever been involved in a voluntary or involuntary bankruptcy action? If yes, provide complete details. If no, so declare.
  6. Has Proposer ever made any assignment for the benefit of its creditors? If yes, provide complete details. If no, so declare.

<b>No. 5</b>	<b>Project Schedule Delivery Capability</b>	<b>P/F</b>
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Proposers shall demonstrate the ability and method to complete project development within 48 months of Sound Transit Board of Director’s approval of the transaction. The Proposer shall review the Sound Transit-produced timeline (Attachment B) and provide the following information:

**Submittal Requirements**

1. A specific development timeline (in Gantt form) that depicts the proposed project from the approval of transaction to completion of development and certificate of occupancy, including closing and other major milestones and time durations.

**END OF RFQ EVALUATION CRITERIA**

## **Attachment B – Sound Transit Timeline**

Attachment B – Sound Transit Timeline is available for download separately from the Ebid website under this solicitation.

<http://www.soundtransit.ebidsystems.com/>

## **Exhibit A – Reference Documents**

Exhibit A – Reference Documents are available for download separately from the Ebid website under this solicitation.

<http://www.soundtransit.ebidsystems.com/>

Note: The Reference Documents are provided for informational purposes only. The information in the Reference Documents is not to be considered project or development requirements. Responses to this solicitation should only address the evaluation criteria (Attachment A) and should not address the Reference Documents, except as required by the evaluation criteria. Evaluations will be based solely on responses to the evaluation criteria (Attachment A).