# City of Arlington
# Request for Proposals:

# Development of a Headquarters Hotel & Expansion of the Arlington Convention Center

RFP Number: 15-CDP-1126-001

Issued: November 26, 2014

Proposals Due: January 21, 2015 2:00 pm CST

ARLINGTON℠

THE AMERICAN DREAM CITY

**CITY OF ARLINGTON**

**REQUEST FOR PROPOSALS (RFP)**

**RFP NUMBER:** 15-CDP-1126-001

**PROPOSAL FOR**: Development of a Headquarters Hotel & Expansion of the Arlington Convention Center

**PROPOSAL DUE DATE**: **January 21, 2015**

**PROPOSAL DUE TIME**: **2:00 pm CST**

**CONTACT**: Lyndsay Mitchell, Principal Planner, Community Development and Planning Department
Lyndsay.Mitchell@arlingtontx.gov
Telephone: 817-459-6653

## SECTION 1 Introduction

### INTRODUCTION

**I.** The City of Arlington is soliciting proposals from qualified firms to serve as developer for the planning, design, required governmental approvals, construction, and commissioning of (1) a full-service, resort-quality upper-upscale hotel and (2) an expansion of convention facilities that will integrate with the existing convention center in Arlington, Texas. The City of Arlington seeks a high-quality, integrated development with chain affiliation for the hotel. Improvements to the convention center should be designed to attract a wide range of professional groups, exhibiting shows and regional meeting events.

**II.** Arlington is a fast-growing, affluent community located 15 miles south of the Dallas-Ft. Worth International Airport. Arlington's population has grown to more than 369,000 residents. The median household income is approximately $53,000. Arlington is located in a major suburban corridor and is home to several major corporations, sports teams and entertainment attractions.

**III.** The Arlington City Council took a step toward the development of a full-service, resort-quality upper-upscale hotel and an expanded convention center in November 2014 by instructing staff to proceed with a fair selection process through which qualified developers could be chosen.

**IV.** The hotel and convention industry is an integral component of the City's economic development program. Currently, the convention center has approximately 48,000 square feet of exhibit space; 30,000 square feet of banquet space; and 8,500 square feet of breakout meeting space.

**V.** The City of Arlington seeks complementary expansions to maximize the benefits of the hotel and convention center. The City of Arlington recognizes that the marketplace will dictate what level of capital expenditures or investments the hotel and convention center operations can support. The City will not consider public financing for this project; however, the City will consider economic development incentives.

**VI.** The development team is expected to be responsible for all aspects of the development process including: (a) securing approvals for planning, zoning, permits, environmental remediation (if any), design, and other required governmental approvals, and (b) construction, and operation of the facilities.

**VII.** The City of Arlington will have ongoing review and approval role throughout the duration of the development process, with the goal of ensuring the scale, massing, use of materials, and vehicle traffic will comply with the City's goals.

**VIII.** This RFP describes the preferred program in general, the developer selection process, and the minimum information that must be included with the submittal. Failure to submit information in accordance with the requirements and procedures listed herein may be cause for disqualification.

**IX.** Additional information on the City of Arlington and its hotel market is available at:

The Arlington Convention and Visitors' Bureau's website has information about local market attractions, hotel supply, and tourism industry data: http://www.experiencearlington.org/arlington-cvb/

The Arlington Convention Center's website provides a description of the existing Arlington Convention Center and its current floor plans and capacity charts: http://www.arlingtoncc.com

**X.** Attached in Appendix A is a map of the proposed development site. For additional information about the site, contact Lyndsay Mitchell.

## PROGRAM DESCRIPTION

The preferred program is envisioned to include an expansion of convention facilities integrated with the existing Arlington Convention Center and the development of a new convention hotel. Although further market research is necessary, the City of Arlington believes there is substantial unmet need for an expanded convention center as well as an additional full-service headquarters hotel connected to the convention center. The quality of the hotel will be comparable to the quality of newly developed convention center headquarters hotels in competitive convention cities across the United States. Based on preliminary market research and facility reviews, the City of Arlington believes the appropriate development scope for this project will include:

**I.** A full-service, resort-quality, upper-upscale national branded headquarters hotel with approximately 1,000 guest rooms with a physical connection to the convention center.

**II.** Additional meeting, ballroom, exhibition, and break-out space appropriate to the size of the hotel.

**III.** Hotel amenities, entertainment, retail, restaurant, and parking facilities complementary to the size of the hotel.

**IV.** The convention center and hotel developments should be physically integrated in a manner consistent with industry standards for convention headquarters hotels.

**V**. The hotel is to be constructed on the site described in Appendix A of this RFP. Note that the City owns the site and intends to lease the site to the hotel owner.

The preferred program may be refined and changed after development proposals are submitted and a developer is selected. For the purposes of comparing proposals, the City of Arlington requires that each development team submit a proposal based on the Preferred Program. However, the City of Arlington is open to the most efficient design for both properties. The development team may also recommend alternative building programs with an explanation of how these alternative

programs may provide advantages over the Preferred Program. Any alternative building programs should have an emphasis on improved financial performance.

In addition, the City's preferred project model is private ownership and operation of the hotel, and private operation of the convention center. The City anticipates continued public ownership of the Arlington Convention Center land and existing structure.

## SECTION 2 Qualifications and Process Overview

### MINIMUM QUALIFICATIONS FOR DEVELOPMENT TEAMS

**I.** Development teams are to be composed of the developer, the developer's selected architect, the developer's selected construction manager, the developer's selected hotel operator, and the developer's selected civil engineer.

**II.** The development team must demonstrate experience with hotel projects of similar scope, constructed within the past ten years. Experience with convention center projects, specifically, is preferred.

**III.** The architect and construction manager must have had primary responsibility for the actual design and construction of large commercial development projects undertaken during the past ten years (with "large" defined as construction value of approximately $100 million or more per project). The architectural firm involved in this RFP process would be the presumptive lead architect for the project if the development team is selected. Developers are encouraged to utilize local design firms to support, or participate via joint venture, with the lead architectural firm, particularly to assist with local architectural review processes.

**IV**. Each development team will be responsible for identifying qualified operator(s) for the hotel and the convention center. The City expects that the proposed hotel and convention center expansion will be brand-managed or managed by an experienced, third-party hotel and convention center management company.

**V.** The construction manager, if distinct from the development company, is to be selected by the development company. Proposals should provide evidence of construction manager's recent hotel and convention center construction experience. The primary criteria for selection of a construction manager should be its financial strength and technical abilities to deliver a quality project on-schedule, as well as experience working together with your selected team members.

**VI.** Laws and permitting practices pertaining to developments of this type can vary from one part of the country to another. Therefore, it is preferred, but not necessary, for the team to demonstrate experience on large commercial development projects in the State of Texas.

**VII.** Non-exclusivity – The City of Arlington encourages the best combination of potential teams. With this objective in mind, all members of a responding team, with the exception of the lead developer, may be listed as members on more than one response. A developer of one team may participate in a supporting role on another team, but will not be considered for multiple lead-developer submittals. For example, a lead developer in one project team may submit as an equity investor on another team.

## SELECTION PROCESS SCHEDULE

The City anticipates the following schedule for the selection process, but retains the right to change this schedule.

| | |
|---|---|
| Advertise and Issue RFP | November 26, 2014 |
| Last date to submit questions | 4:30 p.m. CST, January 7, 2015 |
| RFP submittals due | 2:00 p.m. CST, January 21, 2015 |
| Interviews with development teams | February 2015 |
| Select developer and begin negotiations | March 2015 |
| Conclude negotiations | May 2015 |
| Execute final development agreements | October-November, 2015 |
| Commence construction | January, 2016 |

## SECTION 3 Submittal Requirements

**I. Please read and respond to all of this RFP in the format requested. RFPs submitted in a different format, or that do not contain all the requested information may be considered non-responsive. Proposers are to submit one (1) original sealed proposal plus one (1) electronic version in PDF format. The electronic and hard copy of the submission must be delivered by 2:00 p.m. CST on January 21, 2015 to:**

| | |
|---|---|
| **Recipient:** | Lyndsay Mitchell<br>Principal Planner<br>Community Development and Planning<br>2nd Floor Information Desk<br>Arlington City Hall<br>101 W. Abram Street<br>Arlington, TX 76010 |
| **Phone:** | (817) 459-6653 |
| **Email:** | lyndsay.mitchell@arlingtontx.gov |
| **# of copies:** | 1 bound hard copy<br>1 electronic copy in PDF format |

**II.** The response should address all the points outlined in this RFP. Submitted materials are to be soft cover bound and no larger than 8.5" x 11". Any materials larger than 8.5" x 11" should be folded to fit into the 8.5" x 11" format. The response should be submitted in a PDF electronic format also. Proposals must be received at Arlington City Hall prior to the due date and time. It is the sole responsibility of the proposing firms to ensure timely delivery of the proposal. The City will not be responsible for failure of service on the part of the U.S. Postal Office, courier companies, or any other form of delivery service chosen by the proposing firm. Late proposals will be returned to the Proposer unopened. The time stamp affixed in the Community Development and Planning Department at Arlington City Hall is the time of record.

**III.** Proposers are reminded that the U.S. Postal Service deliveries may be delayed. Proposers are responsible for on-time deliveries of proposal documents to the City of Arlington, and are strongly encouraged to use alternate means, such as overnight/hand delivery carriers, or allow ample time for USPS deliveries to be received in time. Additionally, local courier firms and copy shops may accept fax copies, seal them and deliver to the City, for fees, for which the proposer bears responsibility.

A. The outside of the package should be clearly marked with the following: "RFP Response – Arlington Hotel and Convention Center Proposal Due by 2:00 p.m. CDT on January 21, 2015."

B. PROPOSALS RECEIVED AFTER THE ABOVE DEADLINE WILL NOT BE CONSIDERED. RESPONSES THAT ARE NOT SUBMITTED IN A SEALED ENVELOPE OR CONTAINER WILL NOT BE CONSIDERED. TELEGRAPHIC OR FACSIMILE RESPONSES WILL NOT BE ACCEPTED.

Questions regarding the required content shall be directed to Lyndsay Mitchell at the above email address.

### *IV. CONTACT WITH CITY COUNCIL, STAFF AND ADVISORS*

**All questions concerning this procurement solicitation must be directed in writing to Lyndsay Mitchell, Principal Planner, Community Development and Planning.** Contact information for Lyndsay Mitchell is listed on the preceding page of this document.

**The following provisions are intended to ensure a fair and equitable review process so that there is no actual or potential situation where one RFP Proposer secures or attempts to secure an unfair advantage over another RFP Proposer or creates a situation where there is an appearance of impropriety in contacts between the RFP Proposer or Proposer's agent or Proposer's contractor or Proposer's consultant and City officials.**

**Proposers are prohibited from communicating with council members, City officials and their staff regarding the RFP or Proposals from the time the RFP has been released until the contract is posted as a City Council agenda item for consideration by the entire city council.**

**Proposers are prohibited from communicating with City employees from the time the RFP has been released until the contract is awarded. These restrictions extend to letters, phone calls, emails or any contact that results in the direct or indirect discussion of the RFP or proposal submitted or to be submitted. Violation of this provision by Proposer or Proposer's agent may lead to disqualification from consideration. Exceptions to the restrictions on communication with City employees include:**

**Contacts by the Proposer with City staff when such contacts do not pertain to this proposal. Examples include: private (non-business) contacts with the City by the Proposer or**

**Proposer's employees acting in their personal capacity; presentations and/or responses to inquiries initiated by City Staff; and if a representative of the Proposer has a question about any potential contact as described above, Lyndsay Mitchell will be notified in order to make a determination as to whether any contact is allowed in accordance with the RFP.**

**V.** Questions, Requests for Clarification, and Suggested Changes

Proposers are invited to submit written questions and requests for clarifications regarding the RFP. Proposers may also submit suggestions for changes to the requirements of this RFP. The questions, requests for clarifications, or suggestions must be emailed to Lyndsay Mitchell, lyndsay.mitchell@arlingtontx.gov and received on or before 4:30 p.m., 1/7/15. If the questions, requests for clarifications, or suggestions pertain to a specific section of the RFP, the page and section number(s) must be referenced. If a proposer discovers any significant ambiguity, error, conflict, discrepancy, omission, or other deficiency in this RFP, the proposer should immediately notify Lyndsay Mitchell in writing of such error and request modification or clarification of the RFP document.

The City assumes no responsibility for verbal representations made by its officials or employees unless such representations are confirmed in writing and incorporated into the RFP. Proposers must inform themselves fully of the conditions relating to the proposal. Failure to do so will not relieve a successful bidder of his or her obligation to furnish all services required to carry out the provisions of this contract. The Contractor, in carrying out the work, must employ such methods or means as will not cause any interruption of, or interference with, the work of any other contractor.

**VI.** To simplify the review process and to obtain the maximum degree of comparability, the proposal shall follow the outline as set forth below and, at a minimum, contain the information as requested. Proposers are encouraged to include additional relevant information. Each element in the response should be cross-referenced to this RFP as follows:

A. TAB ONE – Table of Contents

Include a clear identification of the material by section and by page number.

B. TAB TWO – Executive Summary

A letter of transmittal, on corporate letterhead, should be brief and include the following:

- A brief description of your development team
- A brief overview of the proposal

C. TAB THREE – Acknowledgements

1. The acknowledgement letter included as Appendix B
2. A signed copy of all addenda to the RFP that have been issued by the City
3. Certification of Independence and No Conflict of Interest, included as Appendix C.

4. MWBE Participation Form (if applicable), included as Appendix D.
5. Appendix E – Litigation Disclosure

D. TAB FOUR – Qualification Materials

1. DEVELOPER, ARCHITECT, OPERATOR, ENGINEER and CONSTRUCTION MANAGER INFORMATION

a. Identify each firm on the development team; describe the composition, legal form, and organizational structure of the development team. Joint ventures should provide all requested information for each team member. Identify the role of each team member.

b. For each member of the development team, provide: a summary of qualifications and a list of directly relevant completed projects with completion dates.

c. For each member of the team, identify the personnel who will be specifically assigned to the project. Briefly describe the role and experience of these personnel. Provide contact data including telephone numbers and email addresses.

d. The City intends to manage all contacts with the media regarding this project. Please include statements from all principal team members indicating that they agree to abide by this intention and refrain from all media contacts unless expressly authorized by the City's representatives for this project.

2. DEVELOPMENT PROJECT DESCRIPTIONS

a. For each member of the development team, provide project descriptions for the most similar and relevant projects completed recently. The construction manager and the architect may both use the same project(s), if applicable.

b. Provide summary descriptions of at least two hotel projects that your team's lead developer has led. Provide descriptions of any recent convention center projects your team members (e.g. architect or construction manager) have completed. The summary descriptions for hotel projects should include: (a) the name and location of hotel; (b) development cost of the hotel, excluding land; (c) a description of the financing plan used; (d) the year opened; (e) a summary of the development team and your role in the development.

c. If your team's architect and/or construction manager has experience working on any recent convention center expansion projects, please indicate that experience. The summary descriptions for convention center projects should include: (a) the name and location of convention center; (b) total rentable exhibition space; (c) total rentable meeting and banquet space; (d) owner; (e) operator; (f) total development cost of the convention center (or expansion), excluding land; (g) a description of how the project was financed; (h) the year opened or expanded (i) a summary of the development team and

your role in the development.

d. For both types of projects provide the project start and completion dates and adherence to project schedule.

e. For hotel projects provide a comparison of the original proposed budget for the project versus the final actual cost on completion. Please show land costs separately.

f. For hotel projects provide a summary description of the financing plan implemented for each project. Specifically identify all forms of public and private investment in the project.

g. Listing of claims, which affected the owner, and the resolution of those claims.

h. OPTIONAL: provide photographs of each project.

3. OPERATIONS and BRANDING EXPERIENCE

a. The City of Arlington wishes to identify the best approach to operating these facilities with the goal of maximizing the overall total return to the community, as measured by economic impacts, tax revenues and any other benefits that may result from the project. Therefore, all options for operating the project will be considered at this time.

b. The City currently operates the Arlington Convention Center but wishes to turn over operations to a private management company. Describe the level of team member involvement in working with different approaches to operating convention centers. If you believe an alternative approach to operating the convention center may contribute to making the proposed hotel project feasible or would create other advantages for the City, please provide a discussion of what you think would be the best overall option for the City of Arlington.

c. The proposed hotel could be brand-managed or it could be managed by a third-party operator. Provide a discussion about what you believe would be the most appropriate operating arrangement for this project and why. In either case, the City wishes to engage a development team that has a proven track record of working with qualified operators and full-service brands. Please discuss the operators and brands with which your team has experience.

4. FINANCING and OWNERSHIP EXPERIENCE

a. Provide descriptions of successful approaches to financing and ownership that your team has utilized for past deals. Your team's track record of success should be supported with examples of real projects. As applicable, include discussions of ownership, land, debt, equity, and all public incentives that comprised the financing plans for these past projects.

NOTE: Selected proposer will be required to demonstrate in-depth financial capability during negotiations.

6. OTHER INFORMATION

a. You may submit other information such as brochures, reports or other project information that the development team desires to submit for consideration.

b. References – provide contact information for up to three (3) clients for whom you provided development services directly comparable to those requested in this RFP.

D. TAB FIVE – Development Proposal

1. CONCEPTUAL BUILDING PROGRAM PLANS

a. At least one concept site plan, including the hotel development program and the convention center development program, should be submitted for the Preferred Program. The developer may also offer variations on the Preferred Program as well as concept plans for any alternative building programs that the developer may want to recommend. Each concept plan should be demonstrated using the following methods:

b. Written descriptions of the concept plan including a summary of major program elements to be featured in the Hotel and the Center.

c. A digital massing model that places proposed concept plan in its urban context. (Please note that the City does not want the developer to incur the time and expense involved in developing detailed and elaborate representational models at this time, unless they are already available.)

d. Artistic renderings are optional.

2. BUDGET

a. Development Teams should submit estimated budgets of total development costs for the convention center and the hotel separately. The project budgets should include detailed line items broken into the following categories: 1) Hard Construction Costs (site costs, general conditions, Hotel construction, Hotel meeting/banquet space, Center construction, parking, etc.), 2) Furniture, Fixtures, and Equipment, 3) Pre-opening costs and working capital, 4) Other Soft Costs, such as insurance, design fees, legal expenses, consulting fees, permits, etc, 5) Proposed Development and Construction Management Fees, and 6) Demolition, site-work and offsite work.

b. Development teams should submit an Operating Pro Forma for the hotel and convention center separately.

c. Schedule – provide a proposed schedule for pre-development, construction, and opening. Specifically, identify a deadline for obtaining a temporary certificate of occupancy ("TCO") for the hotel.

E. TAB SIX – Approach to Financing

The City of Arlington has not conducted a feasibility study for the proposed new hotel and convention center expansion. We expect each development team will conduct its

own due diligence and market research for the project concept it deems most appropriate, given the guidelines and basic development concept outlined.

1. HOTEL and CONVENTION CENTER FINANCING

a. The City is willing to consider all options related to private financing and ownership of the proposed hotel. Under a conventional, private financing plan the City would consider providing a range of incentives short of public financing to make the project feasible. Identify your team's preferred approach to financing this project. Explain why this is the best approach for the project under consideration in Arlington.

Any proposed financing plan should be based on the developer's cost estimates for the hotel project. Although the City is willing to consider any financing plan the developer believes will maximize the City's interests, the City will not provide any direct upfront or annual subsidies for the Hotel project.

b. Each proposal should include a detailed description of sources of funds for the hotel and convention center expansion project. The proposed approach to financing should include the following items:

1. Private Equity – describe the amounts, sources, and timing of private equity to be secured for the hotel project. Determine the required rate of return for equity investors in this deal.

2. Private Lending – describe the amounts, sources, and timing of the private construction and permanent loans to be secured for the hotel project. Determine the required rate of return for short-term and long-term lenders in this deal.

c. Describe the proposed ownership entity for the hotel.

d. Present the proposed sources and uses of funding for the hotel and convention center expansion project. Provide a description of proposed contributions from the Operator. Explain the proposed timing of all equity contributions and other sources of funding.

e. Indicate the members of the financing team and describe their experience with hotel and convention center projects.

F. <u>TAB SEVEN – Project Delivery</u>

1. A Project Schedule should be included, which clearly states key milestone dates.

## SECTION 4 Evaluation

**I.** This section describes the evaluation process that will be used to determine which proposal provides the greatest benefit to the City of Arlington. Discussions may be conducted with proposers determined to be reasonably qualified, and the City reserves the right to reject any and all proposals. The City of Arlington reserves the right to terminate this process at any time, and no guarantee is expressed or implied that obligates the City to contract for the proposed project. The City will negotiate a contract with the highest evaluated proposer, as determined by the selection committee. The City shall not be liable to any proposer for costs associated with responding to the RFP, for the proposer's participation in the interview, or any costs associated with negotiations.

**II.** Proposers shall be treated fairly and equally with respect to any opportunity for discussion and revision of their offer. To obtain the best offers, revisions may be permitted after submissions and before award of the Contract.

**III.** The Evaluation Committee will use a point formula during the review process to score proposals. The City will evaluate developer proposals and will award a maximum of 100 points for each proposal. Points will be allocated for several key evaluation criteria, as described below.

**a. Qualifications:** The evaluation will be based on the depth of experience of the development team with large commercial projects, specifically directly comparable hotel and convention center projects, financial capacity, and approaches to financing.

**b. Development Proposal**: The evaluation will be based on the level of quality and creativity of the proposed building programs for both the convention center expansion and the hotel.

**c. Quality of the Financing Plan**: The evaluation will be based on the proposal for private financing of hotel and convention center expansion, and developer's ability to arrange project financing.

**d. Development Schedule**: The evaluation will be based on complete and efficient development, and presentation, of schedules.

**e. Operation Plan**: The evaluation will be based on presentation of a well- delineated operating plan for the hotel and convention center and a defined program of interaction between the two facilities.

**IV.** After the Evaluation Committee reviews and scores the proposals, interviews may be scheduled with any or all of the Proposers. The Evaluation Committee will then discuss the interview results and arrive at an overall score for each proposer. A developer will be selected and a recommendation made to the Arlington City Council. The Council may authorize negotiations to begin on a development agreement. If an agreement cannot be reached with the selected development team, the City Council may authorize negotiations with another Development Team or cancel the RFP. Once the City of Arlington and the proposer determine that an agreement cannot be reached and the decision is made to move on to the next highest scoring proposer, negotiations cannot be reconvened with a proposer with whom agreement previously could not be reached.

## SECTION 5 Additional Information and Terms

**I. RFP PREPARATION COSTS:** All costs associated with preparing an RFP shall be borne by the Proposer.

**II. MODIFICATION OF RFPs**: RFPs may be modified in writing at any time prior to the due date and time. Modifications should be returned in a sealed envelope marked on the outside with the proposer's name, address, RFP number, and the due date and time. The modification package must include a cover letter clearly stating the page(s) and item(s) being modified, and any further relevant information.

**III. WITHDRAWAL OF RFPs:** RFPs may be withdrawn in writing or by facsimile (provided that the facsimile is signed by the firm) at any time prior to the due date. An RFP may also be withdrawn in person by a firm, provided the withdrawal is made prior to the due date. The firm must sign a receipt of withdrawal. No RFPs may be withdrawn after the due date unless there is a material error in the RFP. Withdrawn RFPs may be resubmitted, with or without modifications, up to the due date. The City may require proof of agency from person withdrawing proposal.

**IV. REJECTION OF OFFERS:** The City will first examine proposals to determine their conformance with the RFP. Any proposals that are deemed to be non-conforming to the stated requirements may be rejected. Therefore, Proposers should exercise particular care in reviewing the required Proposal Format as set forth in this RFP. The City reserves the right to reject any or all offers, in whole or in part, received in response to this RFP at any time prior to the execution of a written contract. Issuance of this RFP in no way constitutes a commitment by the City to award a contract. This RFP is designed to provide proposers with the information necessary to prepare a competitive proposal. The City reserves the right to negotiate the terms of the contract with the selected Proposer prior to entering into a contract. If contract negotiations cannot be concluded successfully with the highest scoring Proposer, the City may negotiate a contract with the next highest scoring Proposer.

**V. DISQUALIFICATION:** The City may reject outright and shall not evaluate proposals for any one of the following reasons:

a. The Proposer fails to include information necessary to substantiate that it will be able to meet a service requirement.
b. The Proposer fails to respond to the City's request for information, documents, or references.
c. The Proposer fails to include any signature, certification, authorization, stipulation, disclosure or guarantee requested in this RFP.
d. The Proposer presents the information requested by this RFP in a format inconsistent with the instructions of the RFP.
e. The Proposer initiates unauthorized contact regarding the RFP with City employees and/or officials, or members of the evaluation committee.
f. The Proposer provides misleading or inaccurate responses.
g. The Proposer limits the City's rights.

**VI. ACCEPTANCE OF PROPOSAL:** Acceptance of this RFP will be in the form of a contract. The contents of the RFP shall become a part of the contract. Under no circumstances will the City be responsible for goods or services provided without an acceptance signed by an authorized City representative.

**VII. RESERVATIONS:** The City expressly reserves the right to:

a. Specify approximate quantities in the RFP;

b. Extend the RFP opening date and time;

c. Consider and accept alternate proposals, if specified in the RFP documents, when most advantageous to the City;

d. Waive any and all irregularities in any RFP or RFP procedure;

e. Add additional terms or modify existing terms in the RFP;

f. Reject or cancel any or all RFPs in whole or in part;

g. Reissue an RFP; and/or

h. Procure any item or portion of this RFP by other means.

**VIII. COMPLIANCE WITH LAWS:** The Proposers shall give all notices and comply with all federal, state and local laws, ordinances, rules and regulations, and lawful orders of any public authority bearing on the performances of the services. The rights and obligations of the parties hereto shall be interpreted, construed and enforced in accordance with the laws of the State of Texas. Proposers warrant and covenant to the City that all services will be performed in compliance with all applicable federal, state, county, and city health and safety codes, rules and ordinances including, but not limited to, the Texas Industrial Safety and Health Act, and the Workers Right to Know Law.

**IX. PUBLIC DISCLOSURE AND PROPRIETAR INFORMATION:** Information, documentation, and other material in connection with this RFP or any resulting contracts may be subject to public disclosure pursuant to Chapter 552 of the Texas Government Code (The "Public Information Act"). Any proprietary information submitted by the Proposers should be marked as such.

**X. PROHIBITED PROPOSERS:** As of the date of this transaction, Proposer certifies that they are not listed in the prohibited proposers list authorized by Executive Order #13224, "Blocking Property and Prohibiting Transactions with Persons Who Commit, Threaten to Commit, or Support Terrorism", published by the United States Department of the Treasury, Office of Foreign Assets Control (see http://www.treas.gov/offices/enforcement/ofac/sdn/). Proposer agrees that should at any time during the term of this contract they become listed on the Terrorism List; proposer shall promptly notify the City. The City shall have the absolute right to terminate this contract without recourse in the event Proposer becomes listed on the Terrorism List.

**XI. REFERENCE CHECKS:** The City reserves the right to contact any reference to assist in the evaluation of the proposal, to verify information contained in the proposal and to discuss the Proposer's qualifications and the qualifications of any subcontractor identified in the proposal.

**XII. INFORMATION FROM OTHER SOURCES:** The City reserves the right to obtain and consider information from other sources concerning a Proposer, such as the Proposer's capability and performance under other contracts.

**XIII. VERIFICATION OF OFFER CONTENTS:** The content of a proposal submitted by a Proposer is subject to verification. Misleading or inaccurate responses shall result in disqualification.

**XIV. CRIMINAL HISTORY AND BACKGROUND INFORMATION:** The City reserves the right to conduct criminal history and other background investigations of the Proposer, its officers, directors, shareholders, or partners and managerial and supervisory personnel retained by the Proposer for the performance of the contract.

**XV. CLARIFICATION PROCESS:** The City reserves the right to contact a Proposer after the submission of proposals for the purpose of clarifying a proposal to ensure mutual understanding.

This contact may include written questions, interviews, site visits, a review of past performance, or requests for corrective pages in the Proposer's proposal. An individual authorized to legally bind the Proposer shall sign responses to any request for clarification. Responses shall be submitted to the City within the time specified in the City's request. Failure to comply with requests for additional information may result in rejection of the proposal as non-compliant.

**XVI. DISPOSITION OF OFFERS:** All proposals become the property of the City. At the conclusion of the award/contract process, the contents of all offers will be in the public domain and be open to inspection by interested parties subject to exceptions provided in the Texas Open Information Act or other applicable law.

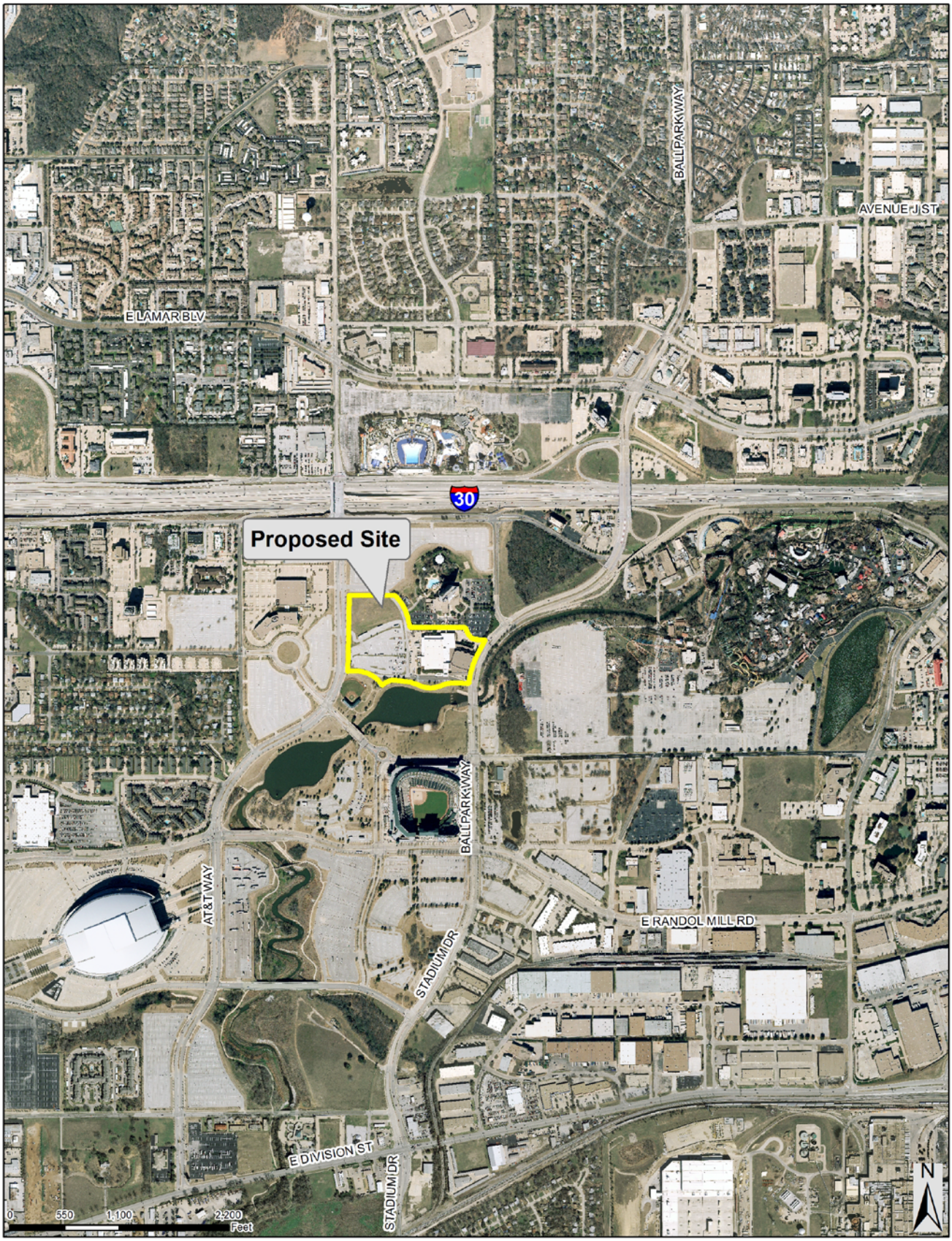
**XVII. RELEASE OF CLAIMS:** By submitting an offer, the Proposer agrees that it will not bring any claim or cause of action against the City based on any misunderstanding concerning the information provided herein or concerning the City's failure, negligent or otherwise, to provide the Proposer with pertinent information as intended by this RFP.

**XVIII. PRESENTATIONS AND DEMONSTRATIONS:** Proposer's key personnel may be required to participate in a panel interview. Any cost(s) incidental for the interviews and/or demonstrations shall be the sole responsibility of the Proposer.

**XIX. TARGET ARLINGTON**: In performing this contract, the successful Proposer agrees to use diligent efforts to purchase all goods and services from Arlington businesses whenever such goods and services are comparable in availability, quality, and price.

**XX. M/WBE**: As a matter of policy with respect to the City of Arlington projects and procurements, City of Arlington also encourages the use, if applicable, of qualified contractors, subcontractors and suppliers where at least fifty-one percent (51%) of the ownership of such contractor, subcontractor or supplier is vested in racial or ethnic minorities or women. In the selection of subcontractors, the Contractor agrees to consider this policy and to use its reasonable and best efforts to select and employ such company and persons for work on this contract.

## APPENDIX A


Proposed Site
E LAMAR BLV
BALLPARK WAY
AVENUE J ST
30
AT&T WAY
STADIUM DR
E RANDOL MILL RD
E DIVISION ST
0
550
1,100
2,200
Feet
N

**APPENDIX B**

**To: Lyndsay Mitchell**
**Principal Planner, Community Development and Planning**
**City of Arlington**

**From:**

I certify that I am authorized to bind the proposing Development Team for the proposal shown on the accompanying proposal sheets and hereby certify that I have read the entire document and agree to the terms and conditions therein.

The development team's designated construction manager is:

| | |
|---|---|
| Name: | Title: |
| Address: | City: |
| | State: |
| | Zip: |
| Telephone No.: | Date: |
| Fax No.: | Email address: |

My signature certifies that the proposal as submitted complies with all Terms and Conditions as set form in the City of Arlington RFP # 15-CDP-1126-001.

My signature also certifies that this firm has no business or personal relationships with any other companies or persons that could be considered as a conflict of interest or potential conflict of interest to the City of Arlington and that there are no principals, officers, agents, employees, or representatives of this firm that have any business or personal relationships with any other companies or persons that could be considered as a conflict of interest or a potential conflict of interest to the City of Arlington, pertaining to any and all work or services to be performed as a result of this request and any resulting contract with the City of Arlington.

**I understand that members of the development teams, or their agents, are prohibited from communicating with City Council Members, City officials and their staff regarding the RFP or Proposals from the time the RFP has been released until the contract is posted as an city council agenda item for consideration by the entire city council.**

**I understand that members of the development teams, or their agents, are prohibited from communicating with City employees from the time the RFP has been released until the contract is awarded. These restrictions extend to letters, phone calls, emails or any contact that results in the direct or indirect discussion of the RFP or proposal submitted or to be submitted. Violation of this provision by Proposer or Proposer's agent may lead to disqualification from consideration.**

| Company Name and Address | Company's Authorized Agent: |
|---|---|
| | |
| | Signature |
| | |
| | Name and Title (Typed or Printed) |
| Federal ID Number (TIN) or SSN and Name | |
| Telephone No. | Date |
| Fax No. | Email address: |

**APPENDIX C**

**CERTIFICATION OF INDEPENDENCE AND NO CONFLICT OF INTEREST**

By submitting a proposal in response to City of Arlington Request for Proposals, the undersigned certifies the following:

1. The proposal has been developed independently, without consultation, communication or agreement with any employee or consultant to the City who has worked on the development of this RFP, or with any person serving as a member of the evaluation committee.
2. The proposal has been developed independently, without consultation, communication or agreement with any other proposer or parties for the purpose of restricting competition.
3. Unless otherwise required by law, the information found in the proposal has not been knowingly disclosed and will not be knowingly disclosed prior to the award of the contract, directly or indirectly, to any other proposer.
4. No attempt has been made or will be made by the undersigned to induce any other proposer to submit or not to submit a proposal for the purpose restricting competition.
5. No relationship exists or will exist during the contract period between the undersigned and the City that interferes with fair competition or as a conflict of interest.
6. The proposer's proposal is based solely on it's own understanding of the requirements of the RFP based on the written contents of the RFP, and any written addenda and written clarifications provided to proposers during the procurement process by the City.
7. The proposer acknowledges and agrees that the City is not bound by any oral or written representations, statements, promises, agreements (formal or informal), or understandings (collectively Statements) which were made at any time prior to or during the procurement process by an elected official, officer, appointed official, employee, agent, representative or consultant which are NOT expressly incorporated into the RFP or included by written addenda or written clarifications during the procurement process and issued by the City.
8. **The proposer** shall guarantee in writing the availability of the services offered and that all proposal terms, including cost, will remain firm a minimum of **120** days following the deadline for submitting proposals.

_____
Signature

_____
Name and Title

_____
Company Name

_____
Date

**APPENDIX D**

**FOR MINORITY AND/OR WOMAN OWNED**

**BUSINESS ENTERPRISES**
**(To be completed only if applicable)**

Minority and/or Woman Owned Business Enterprises are encouraged to participate in Arlington's procurement process. In order to be identified as a Qualified Minority and/or Woman Owned Business Enterprise in the City of Arlington, Texas, this form, along with a copy of your certification, must be returned to the City of Arlington Purchasing Division. You should return these documents with this response, unless you have previously submitted this information within the past 36 months.

**COMPANY NAME:** _____

**REPRESENTATIVE:** _____

**ADDRESS:** _____

**CITY, STATE, ZIP:** _____

**EMAIL:** _____

**TELEPHONE NO.:** _____ **FAX NO.:** _____

***INDICATE ALL THAT APPLY***

_____ **Minority Owned Business Enterprise**

_____ **Woman Owned Business Enterprise**

---

**MINORITY STATUS:** Has this firm been certified as a minority, women or disadvantaged business enterprise by any governmental agency?
____Yes No ____ if yes, please specify government agency:

_____

Date of certification: _____

The above information is for information only. The City of Arlington encourages minority business participation; however no preferences shall be given.

**APPENDIX E**

## LITIGATION DISCLOSURE

**Failure to fully and truthfully disclose the information required by this Litigation Disclosure form may result in the disqualification of your proposal from consideration or termination of the contract, once awarded.**

1. Have you or any member of your Firm or Team to be assigned to this engagement ever been indicted or convicted of a felony or misdemeanor greater than a Class C in the last five (5) years?

   Circle One YES NO

2. Have you or any member of your Firm or Team been terminated (for cause or otherwise) from any work being performed for the City of Arlington or any other Federal, State or Local Government, or Private Entity?

   Circle One YES NO

3. Have you or any member of your Firm or Team been involved in any claim or litigation with the City of Arlington or any other Federal, State or Local Government, or Private Entity during the last ten (10) years? Including liens for non-payment from suppliers.

   Circle One YES NO

If you have answered "Yes" to any of the above questions, please indicate the name(s) of the person(s), the nature, and the status and/or outcome of the information, indictment, conviction, termination, claim or litigation, as applicable. Any such information should be provided on a separate page, attached to this form and submitted with your proposal.