URBAN LAND INSTITUTE TECHNICAL ASSISTANCE PANEL BRIEFING BOOK

DEVELOPMENT OF THE METROLINK BELLEVILLE SCHEEL STREET STATION



ULI TECHINICAL ASSISTANCE PANEL BRIEFING BOOK DEVELOPMENT OF METROLINK BELLEVILL SCHEEL STREET STATION

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BELLEVILLE SCHEEL STREET STATION SUMMARY

Current Conditions:

The property owned by St. Clair County Transit District (SCCTD) is zoned A-1 Single Family Residential District, and is bisected by Sycamore Street. Sycamore Street is a historic brick street that is characteristic of the surrounding neighborhood, though itself not in a formal historic district. The subject property is also in a TIF district and Enterprise Zone. TIF 18, which includes all of the SCCTD's property, as well as additional acreage to the southeast, on either side of the Metro Link tracks, has 20 years remaining; it was created in 2008 and is set to expire in 2031. Belleville's Enterprise Zone (Zone #56), was created in 1984 and will expire in 2014; however, state legislation is pending to allow enterprise zone termination dates to be extended for an additional 20 years.

Future Development:

The City is open to a variety of suggestions and concepts for the development of the property. Sub-Area #7 of the City of Belleville 2000-2020 Comprehensive Plan is dedicated to the MetroLink Station Area at Scheel Street. The plan calls for a mix of new housing density, new mixed-use development and rehab of existing housing.

The City is able to vacate Sycamore Street where it is bordered on either side by SCCTD property. This process includes the development of a legal description for this portion of the street as well as a series of public meetings, including staff review, aldermanic committee, and ultimately approval by the City Council.

The Zoning of the property can be changed, if the Council sees fit, after an application has been made. A senior-oriented Transit Oriented Development (TOD) would likely retain the underlying A-1 Single Family Residential zoning classification, but would be developed as a Planned Unit Development (PUD), though which a variety of exceptions to the zoning code could be permitted.

The City is also able to offer incentives through TIF District 18 as well as the Enterprise Zone. Incentives available through the TIF 18 could include a rebate on incremental property taxes, public infrastructure improvements or reimbursement of eligible construction costs. Enterprise Zone incentives could also include the abatement of sales tax on building materials and capital equipment. Incentives in the City of Belleville are available though an application process which includes staff and aldermanic committee review, and ultimately, City Council approval.

DEVELOPMENT SUB-AREA #7 METROLINK STATION AREA AT SCHEEL STREET

Background:

The Scheel Street Station is located near the intersection of Scheel Street and Douglas Avenue in downtown Belleville and includes a 290-space park and ride lot. The station will serve as a "gateway" to downtown Belleville with enhanced vehicular and pedestrian links to East Main Street via North Charles Street. The area surrounding the station is older residential, vacated mobile home parks, and abandoned industrial properties. This station is ideal for redevelopment of transit-oriented residential and commercial uses serving both transit patrons and nearby neighborhoods.

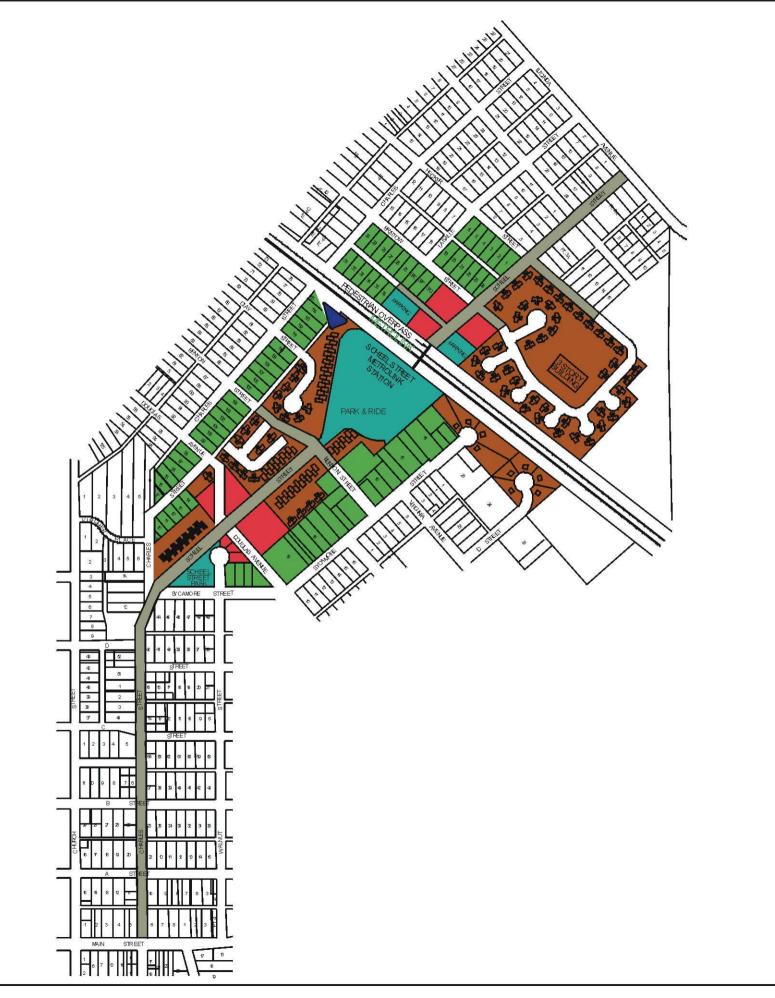
Goal:

The Scheel Street MetroLink Station Area should serve as a catalyst for redeveloping the area immediately surrounding the station and as a "link" to downtown Belleville from throughout the metropolitan region.

Strategies:

- The majority of the redevelopment should be residential with small areas of neighborhood commercial to support the new residential development.
- The housing types fronting Scheel Street should be of a higher density than the surrounding housing to take advantage of the accessibility provided by the light rail station and park-ride facility for work and regional trips.
- The housing density would fall into two categories: Low Density Attached and Medium Density Attached with individual ownership emphasized. The low-density units would be duplex structures with only two units. They would be designed to architecturally fit into the surrounding area. The medium-density units would be row housing with alternating setbacks to break-up the front of the extended row of units. Again, the facades would be architecturally similar to the surrounding neighborhood housing stock.
- A small area of single-family detached housing is suggested for cul-de-sacs at the eastern end of both Sycamore and "D" Streets.
- The medium-density units should be placed between Scheel Street and the MetroLink parking lot and the low-density units. The low-density units should be placed between the medium-density units and the surrounding housing designated for conservation.
- On the east side of the MetroLink tracks, all of the housing units would be low-density with an existing 3-story brick industrial building rehabilitated into loft-type housing. This 3-story rehabilitated structure could be "landmark" for the area.
- The City should develop the triangle property it owns at the west end of Scheel Street as a small park with design that flows into the new housing and commercial land uses along the street to the station.
- Scheel Street should be widened and landscaped to provide a pleasant streetscape from the western
 end to the station. A similar type of streetscape improvement should be made to Scheel Street east of
 the station to intersect with Lucinda, a minor arterial. Such vehicular access from the east as well as
 the west is felt to be mandatory, as is the provision of parking on both sides of the station.
- Some type of streetscape treatment similar in nature to Scheel Street should be implemented along Charles Street to connect this entire area with the downtown area of the City. This connection is vital to the success of the redevelopment project.
- Residential conservation measures should be taken to insure that the surrounding housing stock remains viable and does not deteriorate.
- This conceptual plan should be subjected to a detailed market analysis that will help the City refine
 the type and amount of each land use that would be needed and to help determine the number of
 each type of housing that should be built.

- The entire project should be completed in phases depending on the outcome of the market study and the availability of funding assistance for the proposed infrastructure improvements.
- Design parameters should be established and adhered to both by the City of Belleville and private developers via the preparation of a Redevelopment Plan including construction drawings for the area which be required to advance this development to the actual construction stage.





Comprehensive Plan City of Belleville, Illinois



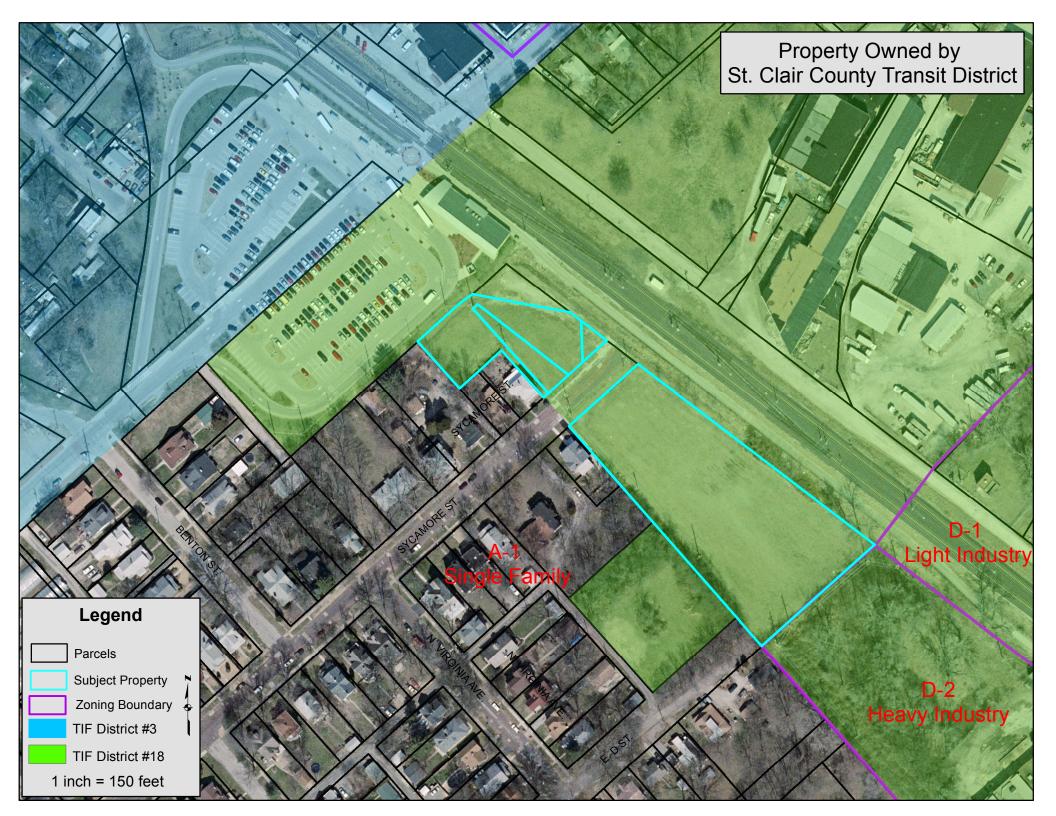
Figure 18

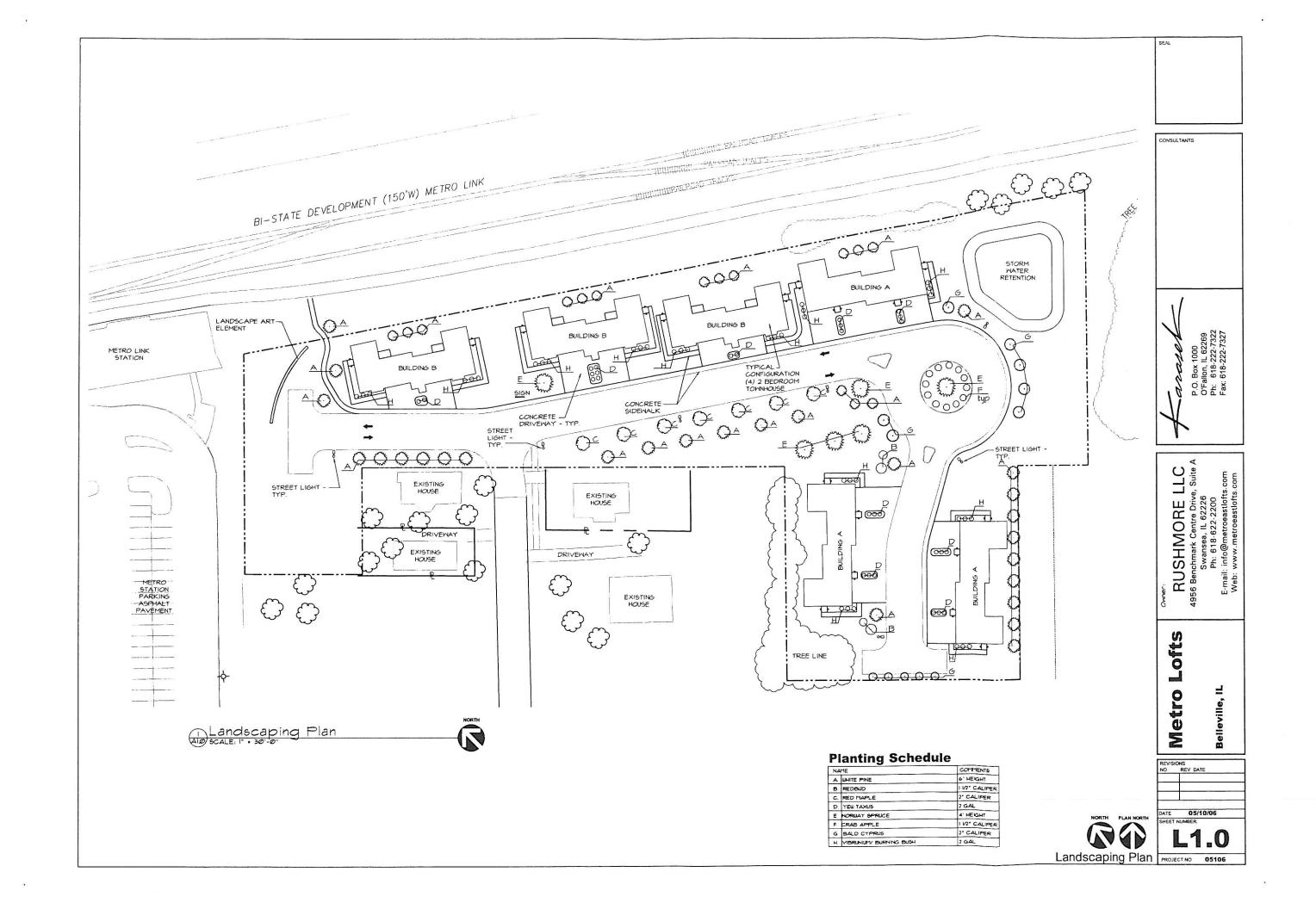
METROLINK STATION AREA-SCHEEL STREET

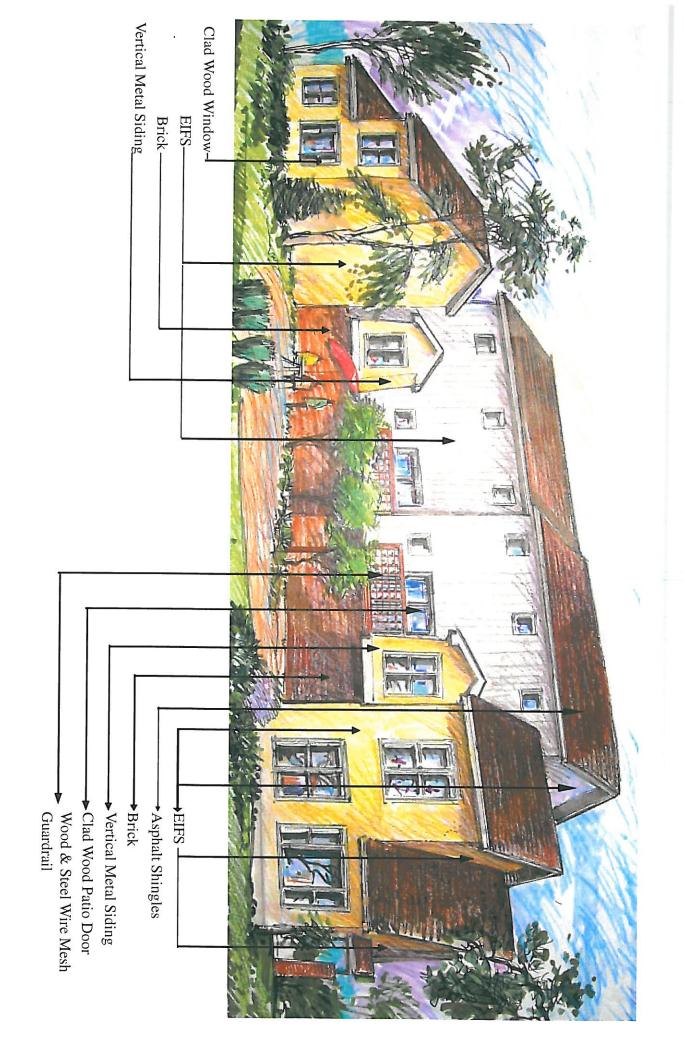
SUB-AREA #7

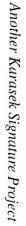














REQUEST FOR PROPSALS

12-RFP-5811-DGR

DEVELOPMENT OF THE METROLINK BELLEVILLE SCHEEL STREET STATION



SECTION A

SCOPE OF WORK

SECTION A SCOPE OF WORK

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proposal; or, as a future phase.

Metro, the transit agency for the Bi-State Development Agency, is requesting qualifications and proposals from responsive, responsible and qualified parties interested in developing 7 acres of property that Metro, and its transit partner, the St. Clair County Transit District ("SCCTD"), separately own at the Belleville, Illinois Scheel Street Station (the "Property"). Metro owns a 4.4 acre parking lot that supports MetroLink light-rail ridership at the station, and the SCCTD owns an adjacent 2.6 acres of undeveloped property. The purpose of this request is to contract with a development entity ("Developer") which will undertake development of the 2.6 acres, likely making use of some amount of the 4.4 acre Metro parking lot to enhance project density, yield and function. The property is situated within an older and stable residential area of Belleville and nearby property includes

land held by the City of Belleville and private owners which could be included as part of this development

For purposes of this proposal and project effort only, Metro and SCCTD properties are considered as Metro property and reference to Metro review and approvals includes full SCCTD participation. Additionally, Citizens for Modern Transit was the funding partner for a pre-development process related Urban Land Institute (ULI) Technical Assistance Panel in late 2011, which reviewed and commented on the creation of an RFP process for development of the Property.

Offering Objectives

Metro's objectives for the development of the Property are as follows:

A. To develop a vibrant mixed use community Transit Oriented Development ("TOD") with the following attributes:

- 1) **Placemaking**: The development should create a sense of place and function within the overall community including access, open space and appearance.
- 2) **Mix of uses:** The project should be designed to encourage a concentration of activity and intensity in close proximity to transit facilities with a mix of uses that maximize transit ridership and provide a range of uses, service, and amenities necessary to support transit and community vitality.
- 3) Walkability: All transit riders are pedestrians before and after their transit trip, and should be able to comfortably access transit facilities and surrounding neighborhoods on foot. The project should create pleasant landscaped pathways for access to the transit station and a trail that connects to the xxxx trail system.
- 4) **Connectivity:** Transit needs to be part of a network of travel options that enables riders to meet everyday needs, both locally and within the region. The community should balance the needs of all modes of transportation, encouraging pedestrian, bicycle and transit trips.
- 5) **Density:** Studies show that people who live and work within 1,500 feet of a transit station are 30 to 75% more likely to ride transit and this percentage drops off rapidly beyond this radius. Density distributions for the project should reflect this, and encourage higher densities closer to the transit station.
- 6) **Comfort:** Transit facilities and the surrounding communities should be pleasant, safe and inviting places that encourage use of available services. Development should be designed to inspire "eyes on the street" type principles to encourage community interaction, connectivity and safety.
- 7) **Phasing**: It is anticipated that this project may be phased. Please provide general overview of the phasing you propose.

B. To develop a transit-friendly facility that accomplishes the following:

- 1) Facilitates a financially viable, high-quality, pedestrian-friendly, transit-oriented development that includes market supported uses at transit-supportive densities.
- 2) Increases ridership on the Metro transit system and adds to the synergy of uses served by the transit system.

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- 3) Provides for continuous, functional and attractive access to the station by future transit patrons.
- 4) Facilitates the generation of revenues from transit fares and project income sharing to support the current and future development and operation of transit.

Team Qualification

The proposal process is designed to allow Metro to select an experienced and financially capable development team that can provide an acceptable overall return to Metro in terms of ridership and revenue. Metro anticipates the selected team will have experience with mixed-use development at densities appropriate for an urban transit station, be financially sound and have experience working with governmental entities.

Disposition

Metro prefers a profit sharing arrangement with the Developer and may consider alternative financing arrangements, including but not limited to a joint development arrangement, limited partnership or limited liability company with a development entity. Metro may consider proposals with a combination of approaches including long term hold and/or sale of finished phases. Any such alternative would, of necessity, be subject to Metro obtaining all necessary State and Federal approvals for the same, and would be subject to ongoing legal review.

"As Is" Offering

Metro and its project partner, the SCCTD, are offering the Property in an "as is" condition. The Developer shall be solely responsible for undertaking due diligence regarding environmental or other physical conditions of the Property, demolition, condition of title and matters which may be disclosed by a survey, etc. Metro makes no, representations or warranties about the condition or the usefulness of the Property for the Developers purposes.

The Property

The Property

The Property comprises approximately 7 acres, including 4.4 acres owned by Metro and 2.6 owned by the SCCTD. The topography is generally flat and Metro believes both sites are served by utilities. The 4.4 acre parcel is paved and the 2.6 acres are undeveloped with separate (for now) access.

Development Requirements

Metro, as part of a Federal Sustainable Communities grant, is preparing community profiles, initial market analysis and zoning typologies for all 37 St. Louis area MetroL ink stations. However, it is the City of Belleville, Illinois and St. Clair County planning and zoning requirements that must be met for the Property. In all cases, TOD type development and design is encouraged for the Property. One of these traditional TOD design elements is density of development and co-use of parking already available at the light-rail stations. This philosophy and approach is desired for this project. The Developer is encouraged to consider this project as either a single phased project involving the Property, or could be a multi-phase project involving adjacent City of Belleville or private property.

Zoning

The property is a combination of A-1 "Single Family" and A-2 "Two Family" zoning and in both cases is zoned for low density residential uses. The City of Belleville is the controlling zoning authority and Metro makes no warranty that the property can be rezoned or used for the purpose desired by the Developer. The Developer must work with the City of Belleville on entitlement for the property.

The Light Rail System and the Belleville Scheel Street Station

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The Belleville Scheel Station is one of the 37 such stations along the 46 mile MetroLink system which provides light rail service for the St. Louis region. St. Clair County, Illinois has 11 of the stations, the City of St. Louis has 10, and St. Louis County has 16. Average daily ridership across the entire system is 45,209, with 577 of those originating from this station (system wide, the median for all stations in 771). The Belleville Scheel Street Station parking lot is 4.4 acres with 287 parking spaces compared to a system wide median of 3.9 acres and 431 spaces. Belleville Scheel Street Station, as the majority of the stations in the system, offers free parking. Services starts at the Belleville Scheel Street Station at 3:57 a.m. with the last run at 12:42 a.m., Monday through Friday approximately every 12 minutes. Weekend service starts at 5:11 a.m., completing at 12:42 a.m. running every 20 minutes.

FTA Development Requirements

The property was purchased with Metro funds and then designated as part of the local match for Federal grant funds on a Federally funded project. Therefore, the development of the Property might need approval by FTA in accordance with FTA guidelines for joint development:

- 1) The development must enhance economic development or incorporate private investment;
- 2) The development must: (a) enhance the effectiveness of public transportation at this site; and/or (b) establish new or enhanced coordination between public transportation and other transportation:
- 3) The development must provide a fair share of revenue for public transportation that will be used for public transportation;
- 4) Occupants of the Property must pay a reasonable share of the costs of the facility through rental payments;
- 5) Metro must retain "continuing control" to ensure that Metro has the right and the power to direct that the Property is used for activities eligible for funding under the Federal transit law and ensure that the TOD nature of the project be continued regardless of future ownership of the land. Continuing control can be obtained through covenants and conditions running with the land and or restrictions contained in a deed; and,
- 6) In accordance with regulatory criteria, the development entity must certify that it meets minimum criteria for doing business with entities that receive Federal funding.

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REQUEST FOR PROPOSALS

12-RFP-5811-DGR

DEVELOPMENT OF THE METROLINK BELLEVILLE SCHEEL STREET STATION



SECTION B

SOLICITATION INSTRUCTIONS

SECTION B SOLICITATION INSTRUCTIONS

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1. Introduction and Purpose of Solicitation

- A. The Bi-State Development Agency (dba Metro) is a public transportation agency providing multi-modal transportation services to the greater St. Louis Missouri metropolitan area. Metro is authorized to plan, construct, maintain, own and operate public works facilities including bridges, airports, wharves, docks, grain elevators, and air, water, rail and other terminal community storage areas in addition to serving as owner and operator of the area's public transportation system.
- B. Metro and its project partners are seeking qualified firms interested in submitting proposals for comprehensive real estate development services for a site adjacent to Metro's Belleville Scheel Street MetroLink Station facility.
- C. The Request for Proposal process will consist of two submittals. The first submittal will consist of an Expression of Interest (EOI) to be submitted by all qualified firms wishing to submit proposals for the Project. A selection committee will evaluate the EOI's and provide a recommendation of firms to move on and submit proposals. Those firms selected will submit their proposals which will be evaluated by the same committee.
- D. The award of this Contract will be based on the overall Best Value to Metro and its project partners. Best Value is an award determination process in which the proposals are evaluated, and the award is based upon a combination of price and qualitative considerations. Qualitative considerations may include engineering design, technical approach, and qualifications of proposed personnel, anticipated schedule, and/or management plan. The award selection will be based upon consideration of a combination of technical merit, schedule commitment, and price factors to determine the offer deemed most advantageous and of the greatest value to Metro. Any contract resulting from this solicitation may be contingent upon Metro Board of Commissioners' and other project partners' approval.
- E. Metro reserves the right to revise this process and the Project at any time during the solicitation and selection process. A firm, whose proposal, in response to the RFP, receives the highest ranking based on the combined technical, schedule, and cost components, as scored under the evaluation criteria in Article 13 hereof may receive award of contract.
- E. Metro anticipates making one (1) award as a result of this solicitation.

2. Preparation of Expressions of Interest (EOI) and Proposals

- A. Proposer shall submit one original and XXX (XX) copies of the requested EOI submittal.
- Unnecessarily elaborate submittals and/or lengthy presentations are not desired or required by Metro.
- C. EOI submittals should be prepared in single-spaced type, 10 or 12-pitch font, on 8-1/2" x 11" pages using one side of the paper only. Pages should be numbered at the bottom to show the page numbers and total number of pages in the qualification; e.g. Page 1 of 15, Page 2 of 15, etc.
- D. EOI submittals from an individual, sole proprietorship, or a proposed operation under a trade name, shall be signed by the owner.
- E. EOI submittals by a partnership shall be executed in the partnership name and signed by all partners; the official address of the partnership shall be shown below the signatures.
- F. EOI submittals by a corporation shall be executed in the corporate name by the President or Vice-President (or other Corporate Officer accompanied by the evidence of authority of sign) and the corporate seal shall be affixed and attested by the Corporate Secretary or Assistant Secretary.

D. . 2 . CO

- G. EOI submittals by a joint venture shall list the names of all joint venture members and each mailing address and shall be executed by all joint venture members in the same manner as if they were individually submitted. The signature portion of the introduction letter shall be altered as appropriate for execution by the joint venture.
- H. All names and applicable titles shall be typed and printed below the signatures.
- I. Following the issuance of this Request for Proposals and until the Notice of Intent to Award, Proposer and Proposer's subconsultants shall communicate only with the Metro's Director of Procurement, or authorized representatives for the Procurement Department, 707 North First Street, Mailstop 131, St. Louis, Missouri 63102, as prescribed in these instructions. The authorized representative regarding this Request for Proposal is David Ramsay, and can be reached through e-mail at procurement@metrostlouis.org. During this period, any other communications regarding this Request for Proposal with members of Metro's Board of Commissioners, staff or consultants shall result in disqualification of the involved Proposer and proposed subconsultants.
- J. All components of the EOI submittal shall be signed, dated and submitted in a sealed envelope. clearly marked with RFP No. 12-RFP-5811-DGR and Due Date of XXXXXXXXXXXXXX in the lower left-hand corner of the envelope, to Metro, Procurement Department, 707 North Street, MS 131. St. Louis. MO 63102. EOI's must be submitted by FedEx or equal carrier. EOI's may also be submitted by professional courier service. Courier must sign in at the front desk prior to 2:00 p.m. on the due date in order for the EOI to be accepted by the deadline in the mailroom. No exceptions will be made to this deadline. All EOI's must be EOI's that are delivered by Federal Express or Courier service must be delivered to Metro's Mailroom located at 707 North First Street, St. Louis, MO, 63102. EOI's RECEIVED AT ANY OTHER LOCATION WILL NOT BE ACCEPTED. Failure to appropriately label the envelope will relieve Metro of all responsibility to secure and safeguard the EOl's.
- K. If a firm receives notification from Metro that they have been chosen to submit their proposal as a part of the second submittal, they will be provided with a proposal submittal time, date and follow the above instructions in J for the proper method of submitting their proposal to Metro.

3. Form and Content Requirements for Expression of Interest

To be considered complete, the submitted documents shall be organized according to the Request for Proposal (RFP) requirements. The submitted documents shall be sectionalized as described below. At a minimum, the items described in each section below should be addressed.

4. List of Expression of Interest (EOI) Content

Section I - Introduction Introduction Letter

Section II - Evaluation Criteria – (See #7 below)

Section III - Supportive Information Graphs, Charts, Photos, References, etc.

Section IV – Certification of Restriction on Lobbying Forms (2 pages, see Section C)

5. Format for Expression of Interest (EOI)

Please limit your submission to a maximum of 58 pages (not including resumes). A maximum two (2) page introduction letter may be submitted within the 58 page limitations. Pages of supportive

information may include graphs, charts, photos, references, etc., and are at your discretion, provided the total 58 page limit is maintained. Only the first 58 pages will be evaluated.

6. Section I - Expression of Interest (EOI) Introduction

A. Expression of Interest (EOI) should be addressed to:

Metro Solicitation No. 12-RFP-5811-DGR Procurement Department 707 North First Street, MS 131 St. Louis. MO 63102 Attn: David Ramsay

B. The introduction letter should include an introduction of all diverse team members of a joint venture if a joint venture relationship is involved, and/or an introduction of all major subcontractors who may be involved in the performance of the work. For each joint venture member and/or major subcontractors, including Disadvantaged Business Enterprises, described herein discuss primary business experience, the proposers' overall mission statement, length of time in business, ownership, the location of offices, pertinent telephone numbers and other matters proposer might deem pertinent and introductory in nature.

The introduction letter should include a statement that the development entity is willing to develop, has the financial capacity, and has the experience and staff to develop the Property in the manner described in the scope of work; state which entity or person will be guaranteeing the performance of the development entity should an agreement be negotiated and signed: and, a statement that all of the information contained in the cover letter and the EOI is true and correct.

The cover letter must be signed by a principal of the development entity.

7. Section II – Evaluation Criteria for Expression of Interest (EOI)

The Expression of Interest (EOI) shall be evaluated and ranked on the basis of the evaluation factors shown below. If the proposer is a joint venture or other form of diverse teaming arrangement, the specific entities comprising the joint venture or diverse teaming arrangement may combine projects performed either by the joint venture or diverse teaming arrangement or in each entity's individual capacity to address evaluation factors. Evidence concerning work on each of the projects shall be sufficient to permit evaluation on the following factor, ranked in order of importance:

A. Qualifications of Development Team Members (10 pages max)

Descriptions of development team members key qualifications and relevant experience with:

- Planning, financing, construction, marketing and operating development projects over \$10
- Experience in planning, financing, construction, marketing and operating transit-oriented development (TOD) projects that enhance the transit system ridership and generate revenue to the transit authority;
- Experience in integrating commercial and residential projects with transit facilities and operations:
- Experience working with transit authorities and operating effectively in the public arena;
- Understanding of market conditions and local tenant relationships in the metropolitan St. Louis area:
- Total square footage currently under management:
- Total square footage constructed in the past five (5) years;
- Examples of successful ground leases/joint ventures;

- Evidence of lease up, product sales schedules and property management experience; and,
- Summary of industry recognitions.

B. Qualifications of Design Team Members (6 pages and up to 5 projects max)

Description of the design team members' key qualifications and relevant experience in community planning including urban design, architecture and landscape architecture. Provide brief firm profiles and photos of projects demonstrating experience with *both* of the following:

- design of new mixed-use, pedestrian-oriented communities throughout North America;
- design of high-quality residential, commercial and retail projects in the St. Louis Region.

Include a brief summary of published work and industry recognitions pertaining to both categories above.

C. Additional team members (2 pages max)

Description of additional team members' qualifications and relevant experience. Provide resumes of key individuals who will be responsible for managing the financing and development process.

D. Transit-Oriented Projects (up to 5 projects with 2 pages per project)

Examples of transit-oriented and/or joint development projects that are completed *or presently under construction*. For each example:

- identify which team member(s) were involved, and indicate their role in the project;
- provide a description of uses and timing of the development from application of entitlements through occupancy;
- include site plans and photographs.

E. Key program management staff (2 pages max)

Provide a brief profile of key staff proposed to manage the program along with complete resumes.

F. Public Agency references (1 page max)

References of public agencies who have partnered with the developer in joint development projects.

G. Disadvantaged Business Enterprise Utilization (1 page max)

A statement of intent to meet the DBE goal for this project which will be established by Metro based on specific characteristics of the successful offer.

8. Selection Procedure for Expression of Interest (EOI)

A. Expression of Interest (EOI) Evaluation

Expression of Interest received will be referred to a selection committee for review and evaluation.

B. Selection Committee Procedures

The Expression of Interest submittals will be reviewed by the selection committee, which will be comprised of Metro staff and stakeholders. The selection committee will evaluate and rank the Expression of Interest's received based on the evaluation criteria in Article 7. The results of the Expression of Interest will serve as the selection for qualifying firms to complete the second submittal process - the proposal.

The next Section is only for those that are notified by Metro to provide their proposal submittal as based on the information requested in Article 13.

9. Form and Content Requirements for Proposal

To be considered complete, the submitted documents shall be organized according to the Request for Proposal (RFP) requirements. The submitted documents shall be sectionalized as described below. At a minimum, the items described in each section below should be addressed.

10. List of Proposal Content

Section I - Introduction Introduction Letter

Section II - Evaluation Criteria - (See #13 below)

<u>Section III - Supportive Information</u> Graphs, Charts, Photos, References, etc.

11. Format for Proposal

Please limit your submission to a maximum of XX pages (not including resumes). A maximum two (2) page introduction letter may be submitted within the XX page limitations. Pages of supportive information may include graphs, charts, photos, references, etc., and are at your discretion, provided the total XX page limit is maintained. Only the first XX pages will be evaluated.

12. Section I – Proposal Introduction

A. Proposal should be addressed to:

Metro Solicitation No. 12-RFP-5811-DGR Procurement Department 707 North First Street, MS 131 St. Louis, MO 63102 Attn: David Ramsay

13. Section II - Evaluation Criteria

Selection of the Prime Developer(s) will be based on the review and evaluation of the information submitted in response to this RFP.

Proposals shall be evaluated and ranked on the basis of the information provided below. If the proposer is a joint venture or other form of diverse teaming arrangement, the specific entities comprising the joint venture or diverse teaming arrangement may combine projects performed either by the joint venture or diverse teaming arrangement or in each entity's individual capacity to address evaluation factors. Evidence concerning work on each of the projects shall be sufficient to permit proper evaluation.

A. Qualifications and Land-Use Proposal (XX pages max)

The qualifications of the development team and its experience with similar projects:

 Names, addresses and description of the principals/ members/ partners of the development entity, including the role each will play and the relevant experience of each in developing other projects;

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- b) Resumes for the proposed development team. The organization listing must identify position titles and the names of the people proposed to fulfill those roles, along with the Proposer's proposed percentage of time that each of the personnel will be dedicated to the project;
- c) Descriptions of similar projects undertaken by the development team including:
 - i) Uses, acreage, and cost;
 - ii) Design team; and,
 - iii) Any financial partner(s)
- d) The proposed design team or method for selection of the design team;
- e) Three (3) local government references with whom the development entity has worked closely in the past; and,
- f) Three (3) references who do not work for local government with whom the principals of the development entity have worked on a real estate development project.

A conceptual description of the proposed development of the Property, including:

- a) A generalized site plan;
- b) A written statement indicating the development entity's strategy and approach to developing the Property;
- c) A written statement indicating the proposed land-uses, the range of square footage for retail, office and other use types, approximate number and type of housing units, and the proposed parking ratios and parking layouts;
- d) A description of the densities, and occupant counts, showing how the proposed development will increase Metro ridership;
- e) Project style Proposals should not include architectural plans or renderings. However, photographs of similar building types would be adequate to show style and building types of proposed development, and/or a written description of the type and quality of construction, design, architectural features, materials, etc. is appropriate; and,
- f) Proposed entitlements and development schedule.

Limited additional information which the development entity feels would assist Metro in making its selection.

B. Financial Qualifications (XX pages max)

Developer financial qualifications, history and references, including:

- a) A description of the development entity's type of business organization and a list of the owners of the organization showing the percentage owned by each;
- b) Financial statements, including income statement, balance sheet, statement of changes in financial position, and footnotes for the most recent fiscal year for the person or firm that will be obligated under the development agreement. (Financial statements will be attested as to accuracy in writing by preparer);
- c) Ability to provide Loan Guarantees. Provide letter indicating availability of guarantees for the performance of the development entity and audited financial statements of the entity or person that will be providing guarantees of the performance of the development entity including income statement, balance sheet, statement of changes in financial position, and footnotes for the most recent fiscal year. (Financial statements will be attested as to accuracy in writing by preparer);
- d) Three (3) bank or lender references from banks or lenders that have financed similar projects for the development entity in the past five years;
- e) Statement addressing availability of worker's compensation insurance, general and professional liability, auto insurance along with bonding requirements of the development entity:
- f) Copy of a current Dun & Bradstreet Credit Report for the business organization or major partners/stockholders if the business organization will be special purpose

- entity, if available:
- g) Pending or threatened litigation and litigation history within the last five years against the development entity, principals of the development entity and/or their related persons or entities; and,
- h) Pending or threatened litigation and litigation history within the last five years initiated by the development entity, principals of the development entity and/or its related persons or entities.

C. Financial Proposal (XX pages max)

- 1) The financial pro-forma for the proposed development with the major assumptions noted:
- a) Letters of interest from potential tenants, if applicable;
- b) Anticipated phasing for the development and timing;
- c) Equity requirements and sources with anticipated investor return rates, anticipated cost of debt;
- d) Operating projections and anticipated cash flows if the development entity will be holding any or all the Property as an investment after completion, with the major assumptions noted;
- e) If the proposal includes land sales, the proposed price and the method by which the offering price was calculated; and,
- f) If the proposal includes sales of any of the phases of the completed construction, or fee simple sales such as townhouses or condos, proposer should include the timing of the sale, the proposed sales price, and the method by which the sales price was calculated.
- 2) The Joint Venture Structure for the proposed development with the major assumptions noted:
- a) Development, Management, and other fees;
- b) Order of distributions and profit splits, capital accounts, preferred returns;
- c) Buy-sell and tag along provisions;
- d) How development is proposed to be financed including involvement of institutional or other investors;
- e) Outline any required or proposed governmental incentives (tax increment, etc) and make it clear whether the proposal is contingent on such incentives;
- f) Ground lease or air rights provisions;
- g) Listing of any other contingencies to the willingness to proceed to the development (such as economic recovery, financing, required, level of equity and debt; and,
- h) Structure of personal and entity guarantees.

14. Selection Procedure for Proposal

A. Technical Evaluation

Proposals received will be referred to a selection committee for review and evaluation.

B. Selection Committee Procedures

The submittals will be reviewed by a selection committee, which will be comprised of Metro staff and stakeholders. The selection committee will evaluate and rank the information provided based on the evaluation criteria in Article 13 against the selection criteria below. Proposers may be "Short Listed" based on supplied proposal information.

Each proposal firm that advances to the Short List may be requested to give a formal oral

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presentation on its proposal to the committee at a scheduled meeting. The committee will then perform a final evaluation and ranking recommending that contract negotiations be initiated with that proposal team ranked highest on the Short List.

Following the committee chairperson's approval of the selection committee's recommendation, Metro will proceed with any final negotiations of fees, other financial conditions and contract terms and conditions. If agreement is not reached, negotiations with the next highest ranked firm will be conducted until a contract award can be made to the most qualified proposer.

Selection Criteria. Metro will evaluate the submitted proposals on the basis of the following criteria in descending order of importance:

- 1) Does the development entity have the reputation, ability and experience to obtain approvals and financing, complete construction and market a development. Experience of the development entity, its principals and related entities, and other members of the development team will be evaluated, including:
- a) Experience with transit-oriented and/or mixed-use development;
- b) Experience with developing the specific uses proposed;
- c) Experience with developments of the scale and magnitude of the development proposed;
- d) Quality of developments undertaken; and,
- e) Strength and qualifications of the development team.
- 2) Determine if the development entity has the financial capacity to develop a project of this scope. Metro will evaluate the financial capacity of the development entity, its principals and related entities, and other members of the development team pursuant to the submission and analysis of the financial and legal declarations included in the Proposal.
- 3) Evaluate the fairness and economic benefit to Metro and its project partners of the financial proposal taking into account:
- a) Reasonableness of the financial approach to the development;
- b) Level of risk to be assumed by Metro and its project partners;
- Short and long term financial returns to Metro and its project partners from the project development;
- d) The financial contribution of the developer to the project;
- e) Availability and quality of personal guarantees provided by the developer; and,
- f) Attractiveness of the development proposal.
- 4) Evaluate the quality of the master plan proposal, including:
- a) Ridership benefits to Metro of the proposed development (more occupants = more potential ridership);
- b) Connectivity, and creation of a walkable community development rather than automobile centered development, attractive pedestrian and bicycle access to the station;
- c) Transit Oriented Development vs. Transit Adjacent Development; and,
- d) Placemaking and mix of uses supported by market conditions.

15. Metro's Right

The Request for Proposal does not commit Metro to enter into a contract nor shall Metro pay for any costs incurred in the preparation and submission of proposals or in the anticipation of a contract. Metro reserves the right to contract with any responsible proposer replying to this Request for Proposer based solely upon its judgment of the qualifications and capabilities of the proposer.

REQUEST FOR PROPOSALS

12-RFP-5811-DGR

DEVELOPMENT OF THE METROLINK BELLEVILLE SCHEEL STREET STATION



SECTION C

QUESTION AND COMMENT FORM, CERTIFICATION OF RESTRICTION ON LOBBYING FORMS

<u>Attachment 1 - Procurement Question And Comment Form</u>

ANY AND ALL QUESTIONS PERTAINING TO THIS SUBMITTAL MUST BE TYPED COMPLETELY AND SUBMITTED ON THIS FORM AND E-MAILED TO procurement@metrostlouis.org OR FAXED (314) 982-1558 TO BE ANSWERED AS APPROPRIATE. METRO INQUIRY NO.

FIRM NAME		SUBMITTED BY:	
Telephone No		Fax No	
Email			
Question No.	Scope Section &	Question by Proposer	
1,00	Paragraph Number	LAST DAY FOR QUESTIONS: XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX	
	1		_

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(Title of Authorized Official)

ATTACHMENT 2

CERTIFICATION OF RESTRICTIONS ON LOBBYING

, _	, hereby certify to the best of my knowledge
	(Name of Contractor's Official)
on l	behalf of, that: (Name of Contractor)
1)	No Federal appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into any cooperative agreement and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.
2)	If any funds other than Federal appropriated funds have been paid or will be paid to any person for influencing of attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal contract, grant, loan or cooperative agreement, the undersigned shall complete and submit Standard Form-LLL , "Disclosure of Lobbying Activities ," in accordance with its instructions.
3)	The undersigned shall require that the language of this certification be included in the award documents for sub-awards at all tiers (including subcontracts, sub-grants, and contracts under grants, loans, and cooperative agreements) and tha all sub-recipients shall certify and disclose accordingly.
1)	The undersigned acknowledges and certifies that no individual or relative of any employee or officer of the proposer's company or any of the proposer's affiliates, partnerships, corporations or joint ventures has any interest, financial interest or paid any money, exchanged any gifts, proposed gifts or money to any entity that is involved in the review of awarding of this contract; such as, the Urban Land Institute (ULI), the City of Belleville, Citizens for Modern Transit, St. Clair County, St. Clair County Transit District, Metro or Metro's Board of Commissioners.
ent 135	s certification is a material representation of fact upon which reliance is placed when this transaction was made or ered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by Section 52, Title 31, US Code. Any person who fails to file the required certification shall be subject to a civil penalty of not less in \$10,000 and not more than \$100,000 for each such failure.
	Executed this day of, 20
	By:(Signature of Authorized Official)

Section C Page 2 of 3

DISCLOSURE OF LOBBYING ACTIVITIES

Approved by OMB 0348-0046

Complete this form to disclose lobbying activities pursuant to 31 U.S.C. 1352

1. Type of Federal Action: a. contract b. grant c. cooperative agreement d. loan e. loan guarantee f. loan insurance 2. Status of Fed a. bid/offer/app b. initial award c. post-award c. post-award	olication a. bid/offer/application
4. Name and Address of Reporting Entity: Prime Subawardee Tier, if known: Congressional District, if known:	5. If Reporting Entity in No. 4 is Subawardee, Enter Name and Address of Prime Congressional District, if known:
6. Federal Department/Agency:	7. Federal Program Name/Description CFDA Number, if applicable:
8. Federal Action Number, if known	9. Award Amount, if known \$
10. a. Name and Address of Lobbying Registrant (if individual, last name, first name, MI):	b. Individual Performing Services (including address if different from No. 10a) (last name, first name, MI)
Information requested through this form is authorized by Title 31 U.S.C. Section 1352. This disclosure of lobbying activities is a material representation of fact upon which reliance was placed by the tier above when this transaction was made or entered into. This disclosure is required pursuant to 31 U.S.C. 1352. This information will be reported to the Congress semi-annually and will be available for public inspection. Any person who fails to file the required disclosure shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each failure.	Signature: Printed Name: Title: Telephone No.: Date: Authorized for Local Reproduction Standard Form—LLL(Rev 1, 01/12/99)

Section C Page 3 of 3

REQUEST FOR PROPOSALS

12-RFP-5811-DGR

DEVELOPMENT OF THE METROLINK BELLEVILLE SCHEEL STREET STATION



SECTION D

SOLICITATION CONDITIONS

SECTION D SOLICITATION CONDITIONS

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1. Acknowledgment of Amendments to Request for Proposals

In order to receive consideration, submittals must conform to the RFP Documents. No deviations, exceptions, or alternates contained in the RFP will be accepted. If proposer desires deviations from the RFP Documents language, the proposer must obtain written approval from the Metro's Director of Procurement prior to submission of submittals. Approval will be issued by Amendment.

No technical assistance or aid will be given by Metro in the preparation of submittals to the RFP.

2. Metro Furnished Property

No material, labor, or facilities will be furnished by Metro unless otherwise provided for in the solicitation.

3. Award of Contract

- A. The contract will be awarded to that responsible proposer selected as the most highly qualified proposer. A responsible proposer is one who affirmatively demonstrates to Metro that the proposer has adequate financial resources and the requisite capacity, capability, and facilities to perform the contract within the delivery period or period of performance, has a satisfactory record of performance on other comparable projects, has a satisfactory record of integrity and business ethics, and is otherwise qualified and eligible to receive award under the solicitation and laws or regulations applicable to the procurement.
- B. Metro reserves the right to make award within ninety (90) calendar days from the date of receipt of proposals. During the ninety (90) day period, proposals shall not be withdrawn. Metro reserves the right to accept any proposal or any part or parts thereof or to reject any and all proposals. Should award in whole or part be delayed beyond a period of ninety (90) days, such extension shall be conditioned upon Proposer's acceptance.
- C. Metro reserves the right to delay making an award in order to respond to a protest, permit proper study and analysis of all proposers information received, make multiple awards, reject any or all proposals and to make a pre-award determination to evaluate the capability of the Proposer (s).
- D. Award may be subject to Metro's Board of Commissioners and other project partner's approval. Responsiveness will be determined on the basis of the Proposer's adherence to all submittal requirements. Such determination shall be made after receipt of submittals.
- E. Metro reserves the right not to award to a proposer based on unsatisfactory performance as a contractor or subcontractor or if such parties are involved in threatened or pending litigation with Metro.

4. Confidential Data

Each proposer may clearly mark each page of the offer that contains trade secrets or other confidential commercial or financial information which the proposer believes should not be disclosed outside Metro.

5. Explanation to Proposers

Any explanation desired by a proposer regarding the meaning or interpretation of the solicitation, drawings, specifications, etc., must be requested in writing to Metro's Director of Procurement and with sufficient time allowed for a reply to reach proposers before the submission of information. Proposers should use Attachment #1 in Section C to submit their questions. Oral explanations or instructions given before the award of any contract, at any pre-submission conferences or otherwise, will not be binding on Metro. Any information given to a proposer concerning an interpretation of the solicitation, will be furnished to all proposers as an amendment to the solicitation, if such information is necessary to proposers in submitting offers on the solicitation or if the lack of such information would be prejudicial to uninformed proposers.

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6. Disadvantaged Business Enterprise Participation

During the development phase, a DBE goal will be established for this project. Metro is committed to maximizing DBE participation. All Proposers are strongly encouraged to afford DBE firms the maximum opportunity to participate as partners. All DBE firms are invited to fully participate in this procurement as a primary Proposer or as a partner with another firm. Firms must be certified by Metro as DBE concerns in order to be considered at the time of award. A list of certified DBE firms is available through Joleen Foster, Supplier Diversity, 314-982-1400, ext. 1352. Metro's certified DBE firms can be viewed at http://www.metrostlouis.org/InsideMetro/BusinessOpps/supplierdiversity.asp.

7. Pre-Submission Conference and Questions Concerning the Solicitation

- B. Written explanation desired by a Proposer regarding the meaning or interpretation of RFP Documents, must be submitted in writing via mail or fax to the Director of Procurement or designee prior to 4:00 p.m., St. Louis time, XXXXXXXXXX. All questions must be submitted on the "Question and Comment Form" Attachment #1 located in Section C, and any questions not submitted in strict accordance with this form will not be accepted. Reply by Metro will be in the form of an Amendment, a copy of which will be forwarded to all known Planholders of the RFP Documents no later than three working days prior to receipt of Proposals.

8. Ineligible Proposers

By submitting information in response to this announcement, a respondent is certifying that neither its firm nor any of its principals are presently debarred, suspended, proposed for debarment, declared ineligible, or excluded from participation in this procurement process by any federal, state or local department or agency. Further, if any of the aforementioned situations occurs during the course of the procurement, the respondent is required to inform Metro thereof.

9. Protests

A. Policy

Formal protest of any Agency procurement must be in writing and an original and ten (10) copies of the protest must be sent to the Vice President, Procurement, Inventory Management & Supplier Diversity, Metro, 707 North First Street, Mailstop 131, St. Louis, Missouri 63102-2595 via certified mail. The Vice President, Procurement, Inventory Management & Supplier Diversity shall refer the formal protest to the appropriate Metro official for the preparation of the recommended initial decision. Appeals of the decision by the Vice President, Procurement, Inventory Management & Supplier Diversity shall be made in writing to the President of Metro. Protests and appeals shall be made within the time frames required herein. All protests and appeals shall clearly state the name of the protestor, the solicitation, bid or contract title and number, and provide a statement of the grounds for the protest, or appeal, along with any supporting documentation. Failure to comply with these requirements of these procedures is sufficient grounds for the dismissal of the protest.

- 1. The outside of the transmittal envelope must be clearly marked "PROTEST." Formal written protests must be received in the offices of Metro within the designated time limits. All protests and appeals must be sent to Metro by certified mail.
- Metro's objective is to resolve all formal protests as soon as practical. Nothing in this procedure should be construed as requiring a formal protest if a vendor wishes to clarify or discuss standards or procedures relating to the procurement process with procurement

Section D Page 3 of 6

- officials. Metro will attempt to informally resolve issues raised by such inquiries, and will notify all proposers of any material clarifications or discussions.
- 3. The Contracting Officer will keep Metro fully informed of any protest actions, both oral and written, and other Agency officials.
- 4. All proposers who are affected by the protest will be given written notice that a formal written protest has been received and will be provided with a copy of the protest. If a formal protest is filed prior to proposal due date, Metro may extend the due date in accordance with the standards set out herein. If the formal protest is filed after proposal due date, but before award of a contract, all proposers may be requested to extend their proposal acceptance periods.
- 5. The Grants Department will be informed of protests involving grant-funded projects.
- 6. Agency personnel involved in protest actions may seek advice regarding the protest from Agency counsel.
- 7. Wherever the term "bid" is used in this procedure shall also include proposals and other methods of procurement.

B. Protest Before Awards

- 1. Any protests based upon (i) restrictive specifications, or (ii) challenges to the bid or proposal specifications or (iii) the evaluation procedure, or (iv) terms and conditions of the solicitation package must be filed in writing at least five (5) workdays (exclusive of Saturday, Sunday and holidays observed by Metro) prior to bid opening date, or the closing date of receipt of proposals. Any protest based on such allegations filed later than said five days may be summarily dismissed. The certified mail postmark date will be used to determine compliance with the filing deadline.
- 2. All other protests made prior to award must be filed in writing with the Director of Procurement and post marked no later than five (5) work days, exclusive of Saturday, Sunday and holidays observed by Metro, after the protester knows or should have known the alleged basis of protest.
- 3. When protest prior to bid opening or award of a contract is made the bid opening or award may be postponed until the protest is resolved. Metro reserves the right to proceed with the bid opening and award, if necessary, in accordance with the standards set out herein. All written correspondence to Metro regarding the protest must be addressed to the Vice President, Procurement, Inventory Management & Supplier Diversity and not to other officers or managers of Metro, including the Board of Commissioners. Every reasonable effort will be made by the appropriate Agency Procurement Managers, with such assistance as is appropriate; to resolve the protest issues in the shortest possible time.

C. Withholding of Award

- 1. Changes to the formal bid opening or award and notification of award are at the discretion of Metro. Metro may proceed with bid openings and awards prior to the resolution of protest issues, if the Vice President, Procurement, Inventory Management & Supplier Diversity has determined that:
 - the item or items to be procured are urgently required; a)
 - delivery or performance will be unduly delayed by failure to make the award promptly; or b)
 - failure to make prompt award will otherwise cause undue harm to Metro, FTA or other c) affected party.

2. The Vice President, Procurement, Inventory Management & Supplier Diversity will advise all affected Agency managers, including the Chief Financial Officer, of the intent to award a contract under any of the above circumstances.

D. Protests After Award

Any protest filed after award of the contract must be filed in writing and post marked within five (5) work days (exclusive of Saturday, Sunday and holidays observed by Metro) of award with the Vice President, Procurement, Inventory Management & Supplier Diversity or be subject to summary dismissal. With respect to protests after the award, the Vice President, Procurement, Inventory Management & Supplier Diversity will inform Metro officials concerning the elements of the protest. Goods, construction and/or services being performed under the protested contract will generally not be suspended pending the resolution of the protest.

E. **Initial Protest Decision Making**

The Vice President, Procurement, Inventory Management & Supplier Diversity will render Metro's initial decision on the protest providing, however, the Chief Executive Officer may at his/her discretion direct the protest to be investigated by another Agency official who would then issue the decision. The protester may appeal the initial decision to the President, as provided herein. Copies of the initial decision will be provided to all bidders affected by the protest.

F. Appeal of Initial Decision

- 1. Any appeal of the initial Agency decision must be filed in writing with the Chief Executive Officer within five (5) work days (exclusive of Saturday, Sunday or holidays observed Metro) after receipt of the initial decision. An original and ten (10) copies of the appeal must be provided to Metro. The President may designate another Metro manager to review and make a final decision on an appeal of the initial protest decision.
- 2. The decision rendered by the President, or Metro official designated by the President, or Board as may be provided under the duly adopted policy, shall be the final decision of Metro. Copies of the final decision will be provided to all bidders affected by the protest.

G. Reconsideration

Any requests for reconsideration of Metro's final decision must be based on information not previously known or available, or on the discovery of an error of law or regulation. Any such request for reconsideration must be made within five (5) days after the date that the information becomes available or the error of law or regulation is known or should have been known. Requests for reconsideration shall not constitute grounds for Metro to withhold award or suspend performance, nor shall a request alter time limitations for appeal of final decisions to the FTA.

Metro Holidays are:

- 1. New Year's Day
- 2. Dr. Martin Luther King's Birthday
- President's Day
- 4. Memorial Day
- 5. Independence Day
- 6. Labor Day
- 7. Veteran's Day
- 8. Thanksgiving Day
- 9. Christmas Day

H. FTA Review of Grantee Protest Decisions

Metro shall in all instances disclose information regarding protests to the FTA. Any appeal to the FTA must be received by the cognizant FTA Regional Officer or Headquarters Office within five (5) days of the date the protester learned or should have learned of an adverse decision by Metro or other basis of appeal to FTA. Reviews of protests by FTA will be limited to 1) grantee's failure to have or follow its protest procedure, or its failure to review a complaint or protest; or 2) violations of Federal law or regulation.

10. Waivers

Metro reserves the right to accept or reject any and all proposals, or any part hereof or to waive any informality in proposals.

11. AA/EEO Compliance

Consultant will be required to comply with all applicable Affirmative Action/Equal Employment Opportunity laws and regulations.

The Manager of Supplier Diversity for Metro, 707 North First Street, St. Louis, MO 63102, (314) 982-1400, extension 1398, shall also be the Equal Employment Opportunity Program Director for the course of this Contract.

