



Office of Facilities Management

# DALLAS COLLEGE PUBLIC PRIVATE PARTNERSHIP GUIDELINES

---

Table of Contents

	Page
I. INTRODUCTION & PURPOSE.....	3
A. APPLICABILITY OF THESE GUIDELINES .....	3
B. QUALIFYING PROJECTS AND OBJECTIVES .....	4
C. DESIGNATED CONTACT.....	5
II. GENERAL PROVISIONS .....	5
A. DEFINITIONS.....	5
B. GENERAL PROVISIONS AND GUIDELINES FOR RESPONDENTS .....	7
C. AFFECTED JURISDICTIONS .....	8
D. SELECTION COMMITTEE .....	8
E. INDEPENDENT ANALYSIS .....	8
F. TEXAS PUBLIC INFORMATION ACT.....	9
G. APPLICABLE LAWS .....	10
III. SOLICITATIONS AND PROPOSALS .....	10
A. GENERAL.....	10
B. FINANCIAL REVIEW AND ANALYSIS .....	10
C. SOLICITATIONS.....	11
1. REQUESTS FOR QUALIFICATIONS .....	11
2. REQUESTS FOR PROPOSALS.....	11
3. ISSUANCE OF SOLICITATIONS.....	12
D. FORMAT OF RESPONSES.....	12
IV. PROPOSAL EVALUATION AND SELECTION.....	13
A. REVIEW PROCESS.....	13
B. SELECTION OF A PROPOSAL.....	14
C. EVALUATION CRITERIA.....	14
1. QUALIFICATIONS AND EXPERIENCE .....	15
2. PROJECT CHARACTERISTICS .....	15
3. PROJECT COST AND PLAN OF FINANCE.....	16
4. COMMUNITY IMPACT .....	17
5. OTHER FACTORS .....	17
V. POSTING AND HEARING REQUIREMENTS .....	17
A. NOTICE AND ACCESS TO ACCEPTED PROPOSALS .....	17
B. PUBLIC HEARING ON ACCEPTED PROPOSALS.....	18
VI. INTERIM AND COMPREHENSIVE AGREEMENTS.....	18
A. INTERIM AGREEMENT .....	18

Table of Contents (continued)

	Page
B. MINIMUM COMPREHENSIVE AGREEMENT TERMS .....	18
VII. POSTING AND HEARING REQUIREMENTS- COMPREHENSIVE AND INTERIM AGREEMENTS.....	20
A. NOTICE AND ACCESS TO AGREEMENTS .....	20
B. PUBLIC HEARING ON INTERIM AND COMPREHENSIVE AGREEMENTS .	20
VIII. DC BOARD OF TRUSTEES AUTHORIZATION AND APPROVAL .....	21

## I. INTRODUCTION & PURPOSE

As the Texas population continues to grow, there is an increasing need to revitalize its urban core and to assure the development and construction of new educational facilities. Unfortunately, given the current fiscal environment, the ability to develop these needed facilities has diminished. In order to meet growing infrastructure needs, the State enacted the Public and Private Facilities and Infrastructure Act (the "Act") in 2011, creating a transparent, uniform framework for Public-Private Partnerships ("P3") and allowing greater use of creative alternatives to complete infrastructure projects in Texas. Codified as Chapter 2267 of the Texas Government Code, the Act recognizes that there is a public purpose and need for a procurement tool that:

- Enables public education districts to develop predictable processes with which to solicit and review proposals;
- Creates a consistent, repeatable, and predictable process for alternative project delivery;
- Ensures transparency and accountability;
- Increases competition and value delivery;
- Provides checks and balances to reduce project delivery problems; and
- Spurs innovation and creative project approaches.

In accordance with Section 2267.052 of the Act, Dallas College (the "College District" or "DC") has adopted the following P3 Program Guidelines (the "Guidelines") for the purpose of encouraging private sector participation, creativity, and competition, and to guide the selection of "Qualifying Projects," as defined in the Act, in the Dallas College P3 Program (the "P3 Program"). The Guidelines will furnish the private sector with a fair and uniform format with which to respond to solicited proposals.

### A. APPLICABILITY OF THESE GUIDELINES

These Guidelines are intended to be reasonable, encourage competition, and guide the procurement and selection of proposals for Qualifying Projects under the P3 Program. These Guidelines apply only to Qualifying Projects solicited by the College District pursuant to the Act and the P3 Program and are not intended to apply to the procurement of design, construction, or other professional services otherwise permitted by State law.

These Guidelines are not intended to limit the ability of the College District to use other legally available means for the procurement or delivery of Qualifying Projects or other public facilities.

## B. QUALIFYING PROJECTS AND OBJECTIVES

A public-private partnership is created through a comprehensive agreement or project agreement between a governmental entity (federal, state, or local) and a private entity or person (a "Comprehensive Agreement"). Through a Comprehensive Agreement, the selected respondent agrees to deliver multiple services (e.g., planning, design, construction, financing, operations, maintenance) to deliver facilities and infrastructure for the use or benefit of the public.

By including multiple services as part of a single, streamlined procurement process, the public sector is able to effectively transfer risk to the private sector, accelerate delivery, and gain access to private capital financing and funding sources. The College District recognizes that the appropriate transfer of risk is a foundational element of a P3, and the assumption of risk by the private sector may require the assumption of design and operational control. A Comprehensive Agreement should clearly identify the respective rights, interests, risks, and obligations of the parties in connection with a Qualifying Project.



To be considered under the P3 Program a project must meet the definition of a "qualifying project," as defined hereafter and in section 2267.001 of the Act. The College District may, from time to time, identify Qualifying Projects for inclusion in its P3 Program. Qualifying Projects will be included in the College District's P3 Program in order to achieve the objectives of the College District, which may include (but are not limited to) the following:

- Maximizing the utilization and value of undeveloped and underutilized property of the College District, including commercial or mixed-use development;
- Accelerating project delivery and quality by integrating financing, design, development, construction, operation and maintenance, and other services as part of a streamlined procurement process;
- Maximizing private sector participation and encouraging innovation and creativity;
- Maximizing project values and extending facility life cycles; and
- Allocating construction, operating and performance risks to the private sector in exchange for revenue participation and performance-based compensation.

## C. DESIGNATED CONTACT

The College District designates the following representatives to meet with private entities who are considering submitting a proposal:

**John Robertson**

Chief Financial Officer  
Operations  
Dallas College, District Service  
Center  
4334 IH-30  
Mesquite, Texas 75150  
972-860-7709

**Tiska Thomas**

Deputy Chief Business Officer  
Operations  
Dallas College, District Service  
Center  
4334 IH-30  
Mesquite, Texas 75150  
972-273-3367

The College District's designees are available *by appointment only*, Monday – Friday between 9:00 a.m. – 5:00 p.m. (CST), excluding holidays.

## II. GENERAL PROVISIONS

### A. DEFINITIONS

Unless otherwise specified, whenever capitalized terms are used in these Guidelines, they have the meanings set forth below:

"**Act**" means the *Public and Private Facilities and Infrastructure Act*, as the name has been or may hereafter be amended, codified in Chapter 2267, Texas Government Code.

"**Center**" means the [Center for Alternative Finance and Procurement](#) established under Section 2152.110, Texas Government Code, by the Texas Facilities Commission.

"**Comprehensive Agreement**" means a final development agreement, project agreement, or other form of agreement for the delivery of a Qualifying Project entered into between the selected respondent and the College District pursuant to a competitive solicitation process initiated by the College District pursuant to the Act. A Comprehensive Agreement shall be subject to approval by the College District Board of Trustees, in accordance with these Guidelines.

"**Interim Agreement**" means a predevelopment agreement or similar preliminary agreement authorized by Section 2267.059 of the Act between a preferred respondent and the College District.

"**Private Entity**" has the same meaning as assigned in the Act: "a non-governmental entity including any individual person, corporation, general partnership, limited liability company, limited partnership, joint venture, business trust, public benefit corporation, nonprofit entity, or other business entity." A private entity includes a "Respondent" that submits a proposal in response to a solicitation issued by the College District.

**"Proposal"** means a submission by a Respondent in response to an RFP by the College District for a Qualifying Project under the P3 Program.

**"P3 Program"** means a public-private partnership program implemented by the College District in accordance with the Act.

**"Qualifying Project(s)"** has the same meaning as assigned in the Act: "(i) any mass transit facility, vehicle parking facility, power generation facility, fuel supply facility, oil or gas pipeline, public works, school, police substation, medical or nursing care facility, recreational facility, campus building, or other similar facility currently available or to be made available for public use, including any structure, parking area, appurtenance, and other property required to operate the structure or facility and any technology infrastructure installed in the structure or facility that is essential to the project's purpose; or (ii) any improvements necessary or desirable to unimproved real estate owned by the College District."

**"Request for Proposals (RFP)"** means a written request for proposals for a Qualifying Project or Service Contract issued by the College District pursuant to the Act and these Guidelines, soliciting proposals for the planning, design, development, financing, leasing, acquisition, installation, construction, or expansion of a Qualifying Project, or any combination thereof.

**"Request for Qualifications (RFQ)"** means a written request for qualifications issued by the College District pursuant to these Guidelines, soliciting qualification materials for one or more Qualifying Projects, including but not limited to, business plans, relevant information, expressions of interest, ideas, or any combination thereof.

**"Request for Supplemental Information."** After the College District has completed the evaluative stage and accepted the proposal as a Qualifying Project, the College District may, as it deems necessary, request additional information regarding a Qualifying Project prior to entering into competitive negotiations with one or more private entities to develop an interim or Comprehensive Agreement.

**"Respondent"** means a Private Entity that submits a Response to a Solicitation issued by the College District and includes a "proposer" as defined in the Act.

**"Response(s)"** means, as the context so requires, (i) a submission of qualifications by a Respondent pursuant to an RFQ, or (ii) a Proposal.

**"Selection Committee"** means a DC Facilities Management designated committee, as contemplated by sections 2267.052(b)(8)(B) of the Act, composed of qualified professionals of the College District, including but not limited to representatives from Facilities Management (including a licensed architect or professional engineer), Purchasing, the Executive Leadership Team, Procurement, Business Affairs, and the Office of General Counsel.

**"Service Contract"** means a contract between the College District and a Private Entity for the delivery of services to be provided as part of a qualifying project in exchange for service payment and other consideration.

**Solicitation**" means, as the context so requires, an RFQ or RFP issued by the College District pursuant to the Act and these Guidelines.

## **B. GENERAL PROVISIONS AND GUIDELINES FOR RESPONDENTS**

The process for receipt and review of Proposals is initiated by an RFP issued by the College District in accordance with these Guidelines.

The P3 Program is intended to be a flexible procurement tool that encourages creativity and innovation. Respondents are encouraged to propose innovative financing, design, and construction methods in their Responses, including the addition of new or supplemental project components, uses, services, or potential revenue sources that may not have been originally contemplated by the College District in a Solicitation.

Responses should be prepared simply and economically and should include a concise description of the Respondent's capabilities to perform, and the benefits to the College District and the public. Project benefits to be considered should be in keeping with the College District's stated objectives for the Qualifying Project, which may include accelerated delivery, minimization of construction risk, life cycle cost reduction, operational efficiencies, and future opportunities for expansion.

Except as otherwise provided in a Solicitation, Proposals submitted in response to an RFP should include a comprehensive scope of work and a financial plan for the Qualifying Project that contains sufficient detail to allow, at a minimum, the College District to perform cursory cost-benefit analysis of the financial feasibility of the Qualifying Project.

As provided by the Act, the College District reserves the right, on a case-by-case basis, to conduct the analysis of Responses with internal resources, contract with outside advisors or consultants; or to consult with the Center to provide this service and to charge a reasonable fee for the service. In either case, the College District may request, in writing, clarification to the submission, follow-up financial and/or other relevant information in order to complete the cost-benefit analysis, and the College District may develop criteria by which the Respondent may provide such clarifying or follow-up information.

The P3 Program is intended to encourage Proposals that offer an exchange of benefits that, to the extent permitted by law, benefit both the public and private sector, including (i) private financing, (ii) allocation of risk, (iii) conveyance or exchange of real property interests, (iv) shared use or mixed-use, or (v) the sharing or allocation of project revenues. Proposals may include any or all of these components; however, anything of value to be pledged or conveyed to the private sector, must ultimately be for the benefit of the public, and must be in exchange for a return benefit of fair value to the College District. The College District must also ultimately retain sufficient control over any transaction in which an exchange of value occurs so as to ensure that the public benefit of the transaction is achieved.

The College District will exercise full and proper due diligence in the evaluation and selection of Proposals for Qualifying Projects and the qualifications, capabilities, resources and other attributes of a Respondent and its team. Nevertheless, the College District may ultimately rely upon the truthfulness and accuracy of the statements and representations provided by

Respondents. Respondents will be held strictly accountable for truthfulness and accuracy of the representations and information provided regarding their qualifications, experience or other information included in their Responses, including all specific aspects of proposed plans to be performed by the Respondent. Where the accuracy of any statements made by a Respondent are based upon certain assumptions, such assumptions should be fair and reasonable.

### **C. AFFECTED JURISDICTIONS**

Should the College District accept a Proposal under the P3 Program (other than a proposal for a Service Contract) for conceptual stage evaluation, to the extent required by the Act, a copy of that Proposal must be provided to any affected jurisdictions; and the affected jurisdictions allowed an opportunity to comment in accordance with Section 2267.055 of the Act. The Respondent shall provide such notice to each affected jurisdiction identified by the College District by certified mail or hand delivery within five (5) business days of receiving notice of acceptance for conceptual phase evaluation from the College District. The Respondent is responsible for documenting delivery of the proposal to the affected jurisdictions.

Not later than the sixtieth (60th) day after the date an affected jurisdiction receives the required notice, the affected jurisdiction for the Qualifying Project shall submit in writing to the College District any comments the affected jurisdiction has regarding the Qualifying Project and indicate whether the project is compatible with the local comprehensive plan, local infrastructure plans, the capital improvements budget, or other government spending plan. The College District shall consider the submitted comments before entering into a Comprehensive Agreement with a Respondent.

### **D. SELECTION COMMITTEE**

The Selection Committee is an advisory committee composed of qualified professionals of the College District. The Committee occupies an advisory role with respect to the review of any proposals received or proposed Interim Agreement or Comprehensive Agreements to be considered in accordance with the Act.

### **E. INDEPENDENT ANALYSIS**

Established pursuant to Section 2152.110 of the Texas Government Code, the Texas Facilities Commission, Center for Alternative Finance and Procurement consults with governmental entities, including political subdivisions, regarding best practices for procurement and the financing of Qualifying Projects and assists in the receipt of Proposals, negotiation of interim and Comprehensive Agreements, and management of Qualifying Projects under the Act.

Pursuant to Section 2267.052(c-1) of the Act, for any Proposal with an estimated cost of \$5 million or more for construction or renovation of a Qualifying Project, the College District is required to engage either the Center for Alternative Finance and Procurement, or the services of qualified professionals, including an architect, professional engineer, or registered municipal advisor not otherwise employed by the College District, to provide independent analysis regarding the specifics, advantages, disadvantages, and long-term and short-term costs of the Qualifying Project. However, the College District may engage either of the foregoing for any Qualifying Project with an estimated cost of less than \$5 million when, in the sole discretion of

the College District Selection Committee, such independent analysis is determined to be in the best interests of the College District.

Pursuant to Section 22.67.053(d) of the Act, the College District may charge a reasonable fee to cover the costs of processing, reviewing, and evaluating Proposals, including internal costs incurred by the College District in the review process, reasonable legal fees and fees for financial, technical, and other necessary advisors or consultants. All Proposal review fees shall be borne solely by the entity submitting the Proposal. This provision shall not preclude a Respondent from cost-sharing with entities other than the College District to cover the cost of proposal review fees.

#### **F. TEXAS PUBLIC INFORMATION ACT**

Each Response submitted pursuant to a Solicitation and these Guidelines is subject to the Texas Public Information Act, Chapter 552 of the Texas Government Code (the "TPIA"). The TPIA creates certain exceptions to the disclosure of confidential and proprietary information provided by a private entity that relates to a Response submitted in response to a Solicitation pursuant to the P3 Program.

Trade secrets, proprietary information, financial records, and work product of a Respondent relating to a Qualifying Project Response are excluded from disclosure under the TPIA and may not be posted or made available for public inspection except as otherwise agreed to by the College District and the respondent, or as may be ordered by the Texas Office of the Attorney General or a court of competent jurisdiction.

In addition, information in the custody of the College District, such as memoranda, staff evaluations, or other records prepared by College District staff, its outside advisors, or consultants, and the Selection Committee that relate to the evaluation and negotiation of Responses for a Qualifying Project may be exempt from public disclosure if such disclosure, before or after the execution of an interim or Comprehensive Agreement, would adversely affect the financial interest or bargaining position of the College District.

Any records provided to the College District in relation to a Response for a Qualifying Project that contain trade secrets, proprietary information, financial records and work product not generally available to the public through regulatory disclosure filings, or information that if made public before the execution of an interim or Comprehensive Agreement would adversely affect the financial interest or bargaining position of the proposer or responder, may also be exempt from public disclosure.

These provisions do not prevent disclosure of all other information contained in Responses or in any Interim Agreement, Comprehensive Agreement, Service Contract, lease, partnership, or agreement of any kind entered into by the College District in response to a Proposal. In the event of a request for information related to a Response for a Qualifying Project, the College District will inform the Respondent of such request and work with the Respondent in connection with the submission of any briefing to the Texas Office of the Attorney General to determine whether the requested information may be protected from public disclosure.

## G. APPLICABLE LAWS

The laws of the United States and the State of Texas are incorporated in these Guidelines by reference for all purposes. Compliance by each Respondent is mandatory. In the event of any conflict between these Guidelines and any federal or state statutory or administrative authority, the terms of the respective statutory or administrative authority shall control.

## III. SOLICITATIONS AND PROPOSALS

### A. GENERAL

In keeping with the purposes of these Guidelines as described herein, the College District intends to engage in a solicitation process for Qualifying Projects in a transparent manner that encourages creativity, innovation, competition, and broad participation from the private sector. Accordingly, the College District will seek to prepare Solicitations for Qualifying Projects it believes to be feasible, and in a manner that will achieve the College District's stated objectives. The College District will achieve this by undertaking pre-procurement measures that may include: (i) identifying clear objectives for the Qualifying Project as a P3 (as opposed to a traditional procurement process); (ii) developing a preliminary concept and scope for the Qualifying Project; and (iii) undertaking a preliminary feasibility analysis, including site and market due diligence, engaging professional advisors, and, where appropriate, seeking private sector feedback..



In order to encourage participation and to promote quality of responses, the College District may, in its sole discretion, engage in a planning and feasibility evaluation process prior to the issuance of a Solicitation for a Qualifying Project. The College District may retain one or more design professionals, legal professionals, real estate consultants, financial consultants, or planning services providers, to (i) perform site due diligence, provide valuation assessments, prepare feasibility analysis, prepare conceptual designs, and provide general advisory services in connection with the Qualifying Project; (ii) solicit preliminary private sector feedback with respect to the Qualifying Project, which may include the issuance of a Request for Information (RFI); and (iii) assist with the preparation and administration of Solicitations in accordance with the Act and these Guidelines.

### B. FINANCIAL REVIEW AND ANALYSIS

Prior to issuing a Solicitation for a Qualifying Project pursuant to the Act, the College District, shall perform a financial review and analysis of the Qualifying Project, which shall include: (i) a preliminary cost-benefit analysis; (ii) an assessment of opportunity cost; (iii) consideration of the degree to which the functionality and services to be provided by the proposed project are already available in the private market; (iv) consideration of the results of all studies and analyses related

to the proposed Qualifying Project; (v) the anticipated long-term impacts of the project on the financial interests of the College District (an "**Initial Evaluation**"). The purpose of the Initial Evaluation is to determine whether the Qualifying Project is economically feasible, and whether the P3 Program is an appropriate means of procuring the proposed Qualifying Project, as to other traditional financing, procurement, or construction delivery methods.

The College District shall coordinate with external financial advisors for review and receipt of comments on the reasonableness of the assumptions used in the cost-benefit analysis or alternative analysis methodology used to evaluate a Qualifying Project proposal under this Section. As indicated above, at all stages of the solicitation process, to include, but not be limited to, pre-solicitation review and analysis of a proposed Qualifying Project and throughout the process of reviewing, analyzing and considering any proposal, the College District may retain one or more design professionals, legal professionals, real estate consultants, financial consultants, or planning services providers.

## **C. SOLICITATIONS**

If, after performing an Initial Evaluation, the College District determines that a Qualifying Project is suitable for the P3 Program in accordance with these Guidelines, the College District may proceed with requesting Proposals for the Qualifying Projects as provided in this section. The College District reserves the right to amend, supplement, or withdraw a Solicitation at any time by providing notice thereof to the Respondents.

### **1. REQUESTS FOR QUALIFICATIONS**

Prior to issuing an RFP, the College District may elect to issue an RFQ for a Qualifying Project setting forth the basic criteria for Respondents, including professional experience, technical competence, capability to complete the proposed Project, financial wherewithal, and other information as the College District may consider relevant or necessary in connection with the Qualifying Project. The College District may elect to furnish conceptual designs, due diligence materials, technical studies and reports, or other materials related to the Qualifying Project in connection with the issuance of an RFQ.

Respondents will be evaluated on the objective evaluation criteria specified in the RFQ. Unless otherwise waived by the College District, only those Respondents who successfully respond to the RFQ in accordance with the requirements set forth in the RFQ will be considered. Upon receipt of Responses to the RFQ the College District will identify and approve a "short-list" of qualified Respondents composed of those Respondents that are considered to be most qualified for the Qualifying Project. Unless otherwise indicated by the College District, only short-listed respondents will be invited to respond to the RFP.

### **2. REQUESTS FOR PROPOSALS**

RFPs issued by the College District for Qualifying Projects shall be governed by these Guidelines. RFPs should include the following:

- a. A general description of the Qualifying Project and the College District's objectives;

- b. A description of the proposed scope of services (which may include planning, design, development, financing, leasing, acquisition, furnishing installation, construction, operations, maintenance, and management);
- c. A technical description of the Qualifying Project and any applicable design or operational criteria;
- d. Available technical documentation relating to the Qualifying Project (which may include conceptual designs, due diligence materials, technical studies and reports, or other materials related to the Qualifying Project);
- e. Any minimum or general contractual requirements to be included in the Comprehensive Agreement or other definitive agreements;
- f. Reasonable evaluation criteria (weighted or unweighted) for making a best value determination among competing Proposals, both financial and non-financial (which shall include by reference the factors identified in Section IV.C);
- g. The required content and format of Proposals necessary for the College District to fairly and effectively evaluate all submissions on an equitable basis, including, at minimum: (i) the qualifications and experience of the Respondent and its project team, (ii) the design characteristics and scope of the proposed project, (iii) the Respondent's plan of finance (if applicable), and (iv) a community impact analysis; and
- h. A preliminary timeline for the submission, evaluation, and selection of a Respondent.

The College District recognizes that each Qualifying Project will have its own unique requirements and characteristics, depending on the objectives of the College District for the particular Qualifying Project. Accordingly, the required contents and formatting requirements for Proposals will vary based upon the needs of the College District. However, the College District has adopted the Proposal format attached hereto as Exhibit A, as a standard format for Proposals. This standard Proposal format may be incorporated by reference by the College District.

### **3. ISSUANCE OF SOLICITATIONS**

All Solicitations will be issued in writing and made available through the College District's Purchasing Department website. The College District reserves the right to amend, supplement or withdraw a Solicitation at any time, and notices of any such action shall be made available through the College District's Purchasing Department website, <https://www.dcccd.edu/bc/busres/purchasing/pages/default.aspx>, and the College District's Bond website, <https://www.dcccd.edu/bond/pages/default.aspx>.

### **D. FORMAT OF RESPONSES**

The procedures and requirements applicable to any particular Proposal shall be definitively specified in the Solicitation, which may or may not contain all of the provisions provided in these Guidelines. Unless otherwise expressly provided in the Solicitation, the following formatting guidelines shall apply:

- a. No page limits are imposed, but brevity is encouraged.
- b. Responses should be delivered with a cover letter signed by an authorized representative of the Respondent.
- c. Responses should be organized into sections as specified in the RFP, separated by numbered tab dividers corresponding with the numbered sections identified in the RFP.
- d. Pages should be numbered and organized by a paginated table of contents, organized by section.
- e. Responses should be printed on 3-hole punched 8½" x 11" paper (except A/E drawings and Renderings). Drawings and renderings should be printed on no larger than 241" x 36" paper.
- f. Supplemental materials may be included in alternate formats if reasonably necessary to describe the Proposal in more detail.
- g. Respondents shall deliver one original Response with two photocopies, and one electronic copy (searchable PDF format) on CD or thumb drive. The original copy must contain original signatures and should be marked "original on the cover letter.
- h. To the greatest extent possible, the proposal shall be sufficient to convey (i) the experience and capacity of the development team, (ii) the plan of finance (if applicable), (iii) the overall quality and character of the Qualifying Project as proposed, (iv) the Respondent's project delivery and implementation strategies to ensure successful and timely completion of the Qualifying Project.

#### **IV. PROPOSAL EVALUATION AND SELECTION**

##### **A. REVIEW PROCESS**

Following receipt of a Proposal and a cursory review, the DC Procurement Department may notify the Respondent in writing if any supplemental information is needed to evaluate the Proposal. Additionally, the Respondent shall at that time be assessed a reasonable preliminary review fee (payable by cashier's check) in accordance with Section 2267.053(d) of the Act (a "Review Fee"). The Review Fee shall be issued to the College District and shall be used to cover the internal and/or external costs of processing, reviewing, and evaluating the Proposal.

All Proposals accepted by the College District shall be made available to the public pursuant to Section V.A of these Guidelines and shall be referred to the Selection Committee for evaluation using standard procurement procedures consistent with the College District's procurement policies and these Guidelines. The Selection Committee shall continue to exercise full and proper due diligence in the evaluation and selection of Proposals in keeping with the Evaluation Criteria.

After reviewing all Proposals received pursuant to an RFP, the Selection Committee may determine not to proceed further with any Proposal or to proceed with a recommendation for the selection of a Proposal, whereupon the Selection Committee shall cease evaluation of Proposals. If the Selection Committee elects to proceed with the selection of a Proposal after preliminary evaluation, the College District shall conduct a public hearing in accordance with Section V.B. of these Guidelines prior to entering into an Interim Agreement or a Comprehensive Agreement. Any recommendation for selection of a Proposal shall be confirmed by the College District's Chief Financial Officer prior to entering into exclusive negotiations with the preferred Respondent (the "Preferred Respondent").



Respondents shall be notified in writing by the College District of its determination to enter into exclusive negotiations with a Preferred Respondent. However, the College District retains the right to suspend or terminate negotiations with a Preferred Respondent at any time prior to the execution of an Interim Agreement or Comprehensive Agreement if the College District determines that the Proposal will no longer provide the College District with the best value. Upon making any such determination, the College District may elect to enter into exclusive negotiations with the next-highest ranking Proposal for the Qualifying Project, issue a new RFP for the Qualifying Project, or cease pursuit of the Qualifying Project.

A Comprehensive Agreement shall be subject to the approval of the College District Board of Trustees in accordance with Article VI of these Guidelines.

## **B. SELECTION OF A PROPOSAL**

After performing a financial review and analysis, the College District shall make a best value determination, in evaluating Proposals under these Guidelines, based upon the Evaluation Criteria set forth below and in the RFP for the Qualifying Project. The College District is not required to select the proposal that offers the lowest total project cost; however, the College District shall consider the total project cost as one factor in evaluating Proposals. The College District may approve a Qualifying Project if the College District determines that the project serves a public purpose in accordance with Section 2267.053 of the Act.

## **C. EVALUATION CRITERIA**

Proposals received by the College District shall be evaluated based upon the Evaluation Criteria set forth below and in the RFP for the Qualifying Project. The Evaluation Criteria are designed to enable the College District to make a best value determination in evaluating Proposals. In addition to any other Evaluation Criteria specifically provided in the RFP for the applicable Qualifying Project, the College District may consider the following Evaluation Criteria for all Proposals received by the College District, and except as otherwise expressly provided in the

RFP, shall be deemed to be incorporated into any RFPs issued by the College District by reference:

## 1. QUALIFICATIONS AND EXPERIENCE

Factors to be considered in determining whether the Respondent and its team possesses the requisite qualifications and experience include the following:

- a. General reputation, industry experience, and financial capacity of the respondent submitting the proposal;
- b. Experience working with the public sector on public-private real estate development projects;
- c. Experience, training, and preparation with projects of similar size, scope, and complexity;
- d. The extent of personnel, logistical resources, bonding capacity, and the ability to complete the Qualifying Project in a timely and professional manner;
- e. Demonstrated record of successful past performance, including timeliness of project delivery, compliance with plans and specifications, quality of workmanship, cost-control, and project safety;
- f. Demonstrated compliance with applicable laws, codes, standards, regulations, and agreements on past projects;
- g. Litigation history, credit history, and past performance,
- h. Leadership structure and personnel;
- i. Project control and administration qualifications, including ability to control costs, adhere to project delivery schedules, and mitigate construction and operational risks;

## 2. PROJECT CHARACTERISTICS

Factors to be considered in evaluating the characteristics of the Qualifying Project, as proposed by the Respondent, may include, but are not limited to:

- a. The proposed design, aesthetics, and overall quality and utility of the Qualifying Project as proposed by the Respondent;
- b. Conformity of the Qualifying Project, as proposed by the Respondent to the design criteria and overall scope set forth in the RFP;
- c. The timing for completion of the Qualifying Project as proposed by the Respondent;
- d. The benefit of the Qualifying Project, as proposed by the Respondent, to the public;
- e. Data and reports resulting from project analyses;

- f. The expected cost of operating and maintaining the Qualifying Project, as proposed by the Respondent;
- g. The technical feasibility of the Qualifying Project, as proposed by the Respondent;
- h. The environmental impacts of the Qualifying Project, as proposed by the Respondent;
- i. Conformity and compliance with applicable laws, regulations, building codes, and zoning requirements, and any federal, state, and local permitting or approval requirements and any potential obstacles in obtaining them;

### **3. PROJECT COST AND PLAN OF FINANCE**

Factors to be considered in evaluating the overall cost and plan of finance for the Qualifying Project, as proposed by the Respondent, may include, but are not limited to:

- a. The overall cost of the Qualifying Project and cost benefit to the College District;
- b. The reasonableness and completeness of the preliminary project budget provided by the Respondent, including hard costs, soft costs, development costs, and contingencies;
- c. The extent and reasonableness of any qualifications and assumptions provided by the Respondent;
- d. The overall feasibility and reliability of the Respondent's plan of finance, including past performance with similar plans and similar projects; the degree to which the Respondent has conducted due diligence investigation and analysis of proposed plan of finance and the results of any such inquiries or studies;
- e. The identity, credit history, past performance of any third party that will provide financing or underwriting services for the Qualifying Project and the nature, amount, and timing of their commitment, as applicable.
- f. The preliminary/proposed terms of any private sources of debt financing for the Qualifying Project included in Respondent's plan of finance, including issuance costs, interest costs, prepayment or redemption rights, and maturity dates;
- g. The source and sizing of any equity or subordinate funding or financing sources for the Qualifying Project as proposed by the Respondent;
- h. The amount of funding or financing required to be provided by the College District, and the College District's ability to provide the same;
- i. The estimated life-cycle cost of the Qualifying Project; and
- j. The estimated revenue generating capacity of the Qualifying Project proposed by the Respondent, if any, the reasonableness and likelihood of the Respondent's projections, and the College District's rights to receive any portion of the same.

#### 4. COMMUNITY IMPACT

Factors to be considered in evaluating the community impacts of the Qualifying Project, as proposed by the Respondent, may include, but are not limited to:

- a. The overall community benefits of the Qualifying Project, including the economic impact the Qualifying Project will have on the College District and affected jurisdictions in terms of tax revenue, the number of jobs generated, and level of pay and fringe benefits of such jobs;
- b. The amount of public and community stakeholder input obtained by the Respondent, including comments from local citizens and affected jurisdictions;
- c. Community support or opposition, or both;
- d. Compatibility with existing and planned DC facilities; and
- e. Compatibility with local, regional, and state economic development efforts.

#### 5. OTHER FACTORS

- a. The Respondent's plans to employ local contractors and residents and to extend opportunity to low-income, under-served and other communities that have traditionally lacked opportunity to participate in projects of the scope and size of the Qualifying Project;
- b. The extent to which the Qualifying Project, as proposed by the Respondent, meets the overall objectives and priorities of the College District;
- c. Any potentially unacceptable risks to the College District;
- d. Any other reasonable criteria specified by the College District in the RFP.

### V. POSTING AND HEARING REQUIREMENTS

#### A. NOTICE AND ACCESS TO ACCEPTED PROPOSALS

In accordance with Section 2267.066 of the Act, within ten (10) days of the College District accepting one or more proposals for a Qualifying Project received pursuant to an RFP issued by the College District under these Guidelines, it will make the proposals available to the public on the College District website. The College District will also make available a hardcopy of the proposal for inspection, in accordance with applicable law.

Trade secrets, proprietary information, financial records, and other designated records of the selected respondent excluded from disclosure pursuant to relevant provisions of the Texas Public Information Act shall not be posted or made available for public inspection, except as otherwise agreed to by the College District and the respondent or proposer.

## **B. PUBLIC HEARING ON ACCEPTED PROPOSALS**

In accordance with Section 2267.066(d) of the Act, the DC shall hold a public hearing on the proposal review process not later than the thirtieth (30th) day before the date DC enters into an Interim Agreement or Comprehensive Agreement. The hearing shall be held in the location in which the Qualifying Project is to be located.

## **VI. INTERIM AND COMPREHENSIVE AGREEMENTS**

A Comprehensive Agreement for a Qualifying Project with a Respondent selected and negotiated in accordance with the Act and these Guidelines (the "Contracting Party") shall be subject to the prior approval of the College District Board of Trustees in accordance with this Article VI. However, the Board of Trustees may delegate authority to one or more officers of the College District to finalize the terms of the Interim Agreement or Comprehensive Agreement in order to facilitate commercial and financial closing and to achieve the best interests of the College District.

### **A. INTERIM AGREEMENT**

Prior to obtaining approval of a Comprehensive Agreement from the College District Board of Trustees, the College District may, with the prior approval of College District's Chief Financial Officer, enter into an Interim Agreement with the Preferred Respondent for predevelopment work and other compensable activities for the Qualifying Project (which may include project planning, preliminary design and engineering work, environmental analysis and mitigation, surveying, financial and revenue analysis, including ascertaining the availability of financing for the Qualifying Project); however, the Contracting Party shall not perform any development or operating activities prior to entering into a Comprehensive Agreement.

An Interim Agreement shall be entered into on the basis that the parties have agreed on the principal terms of the Comprehensive Agreement to be entered into between the parties, either by reference or as an exhibit. Additionally, the Interim Agreement may require that all designs, plans, permits, approvals and other work product of the Contracting Party shall belong to the College District in the event that the Interim Agreement is terminated prior to the execution of a Comprehensive Agreement, subject to payment of an agreed-upon portion of the Contracting Party's out-of-pocket fees, costs and expenses.

The Chief Financial Officer and the General Counsel of the College District are responsible for negotiating any Interim or Comprehensive Agreement in consultation with the Selection Committee. Review criteria shall include, but is not limited to, the scope, total cost, and duration of the Qualifying Project.

### **B. MINIMUM COMPREHENSIVE AGREEMENT TERMS**

The DC shall accept no liability for development or operation of the Qualifying Project prior to entering into a Comprehensive Agreement. Each Comprehensive Agreement shall define the rights and obligations of the College District and the Contract Party with regard to the Qualifying

Project. The terms of the agreement shall be tailored to address the specifics of the Qualifying Project and may include, but shall not be limited to:

- a. The delivery of letters of credit or other security in connection with the acquisition, development, design, construction, improvement, renovation, expansion, equipping, maintenance, or operation of the Qualifying Project in the forms and amounts satisfactory to the College District; and delivery of performance and payment bonds in compliance with Chapter 2253 of the Texas Government Code, for all construction activities.
- b. The review and approval of plans and specifications for the Qualifying Project by the College District, with such approval indicating that the plans and specifications conform to standards acceptable to the College District, except that the Contracting Party may not be required to provide final design documents for a Qualifying Project before the execution of a Comprehensive Agreement;
- c. The rights of the College District to inspect the Qualifying Project to ensure compliance with the College District's design requirements, special conditions, and other project requirements;
- d. The maintenance of a policy or policies of liability insurance or self-insurance reasonably sufficient to insure coverage of the Qualifying Project and the tort liability to the public and employees and to enable the continued operation of the Qualifying Project;
- e. The monitoring of the practices of the Contracting Party by the College District to ensure proper maintenance;
- f. The terms under which the Contracting Party will reimburse the College District for services provided;
- g. The policy and procedures that will govern the rights and responsibilities of the College District and the Contracting Party in the event that the Comprehensive Agreement is terminated or there is a material default by the Contracting Party including the conditions governing assumption of the duties and responsibilities of the Contracting Party by the College District and the transfer or purchase of property or other interests of the Contracting Party by the College District;
- h. The terms under which the Contracting Party will file reports and financial statements prepared in accordance with generally accepted accounting principles on a periodic basis but not less than annually;
- i. A description of any user fees, lease payments, service payments, if any, and the manner in which such fees or payments will be determined and/or paid, whether pursuant to the Comprehensive Agreement or another definitive agreement;
- j. A copy or the principal terms of any Service Contract or other definitive agreements to be entered into in connection with the Qualifying Project;
- k. Classifications according to reasonable categories for assessment of user fees;

- l. The terms and conditions under which the College District may contribute financial resources, if any, for the Qualifying Project;
- m. The terms and conditions under which existing site conditions will be assessed and addressed, including identification of the responsible party for conducting the assessment and taking necessary remedial action;
- n. The terms and conditions under which the College District will be required to pay for a portion of the cost of the Qualifying Project (if any) and the amount and timing of any such payments for the Qualifying Project;
- o. Standard events of default, including default due to the bankruptcy or the Contracting Party.
- p. Liquidated damages or other appropriate remedies (including any limitations on remedies) for breach of contract;
- q. A periodic reporting procedure that incorporates a description of the impact of the Qualifying Project on the College District and affected jurisdictions; and
- r. Other requirements of the P3 program or applicable law or that the College District deems appropriate.

Any Comprehensive Agreement entered into pursuant to the P3 Program between the College District and the Contracting Party is subject to approval by the College District Board of Trustees.

## **VII. POSTING AND HEARING REQUIREMENTS- COMPREHENSIVE AND INTERIM AGREEMENTS**

### **A. NOTICE AND ACCESS TO AGREEMENTS**

In accordance with Section 2267.066(e) of the Act, upon completion of the negotiations phase for the development of an Interim or Comprehensive Agreement and before entering an Interim or Comprehensive Agreement, the proposed agreement shall be posted on the College District's website and made available for public inspection at the DC Purchasing Department for a period of two weeks.

### **B. PUBLIC HEARING ON INTERIM AND COMPREHENSIVE AGREEMENTS**

In accordance with Section 2267.066(e-1) of the Act, after making the proposed Interim or Comprehensive Agreement publicly available, the College District shall, not later than the 10th day before entering into such agreement, hold a public hearing on the final version of the proposed Interim or Comprehensive Agreement.

**VIII. DC BOARD OF TRUSTEES AUTHORIZATION AND APPROVAL**

Upon completion of the requirements of these Guidelines and the prescribed notice and hearing requirements, the DC may present a qualifying project in the form of an interim or Comprehensive Agreement to its DC Board of Trustees for consideration. No agreements shall be valid prior to being processed in accordance with these Guidelines and absent approval of the DC Board of Trustees.

Once approved by the DC Board of Trustees, the College District shall make procurement records available for public inspect on request, subject to the disclosures and exceptions allowed by the Act and the TPIA.



## **EXHIBIT A STANDARD PROPOSAL FORMAT**

The College District recognizes that each Qualifying Project will have its own unique requirements and characteristics, depending on the objectives of the College District for the particular Qualifying Project. Accordingly, the required contents and formatting requirements for Proposals will vary based upon the needs of the College District. However, the College District has adopted the Proposal format provided in this Exhibit A as a standard format for Proposals. This standard Proposal format may be incorporated by reference by the College District.

<b>TAB 1</b>	<b>Cover Letter and Executive Summary</b>
<b>TAB 2</b>	<b>Private Entity and Team</b>
<b>TAB 3</b>	<b>Qualifications and Financial Capacity</b>
<b>TAB 4</b>	<b>Proposal</b>
<b>TAB 5</b>	<b>Project Analyses</b>
<b>TAB 6</b>	<b>Project Financing</b>
<b>TAB 7</b>	<b>Community Impact</b>
<b>TAB 8</b>	<b>Miscellaneous</b>
<b>TAB 9</b>	<b>Addenda</b>

### **TAB 1: COVER LETTER AND EXECUTIVE SUMMARY**

Provide a cover letter, signed by an authorized representative of the Respondent, including the information detailed below:

- 1) Provide a preliminary statement expressing the Respondent's reasons for submitting a Proposal.
- 2) Provide a brief executive summary highlighting the key components of the Qualifying Project as proposed by the Respondent, and how the Proposal achieves the stated objectives of the College District.
- 3) Identify the Respondent and the primary designated representative authorized to sign on behalf of the Respondent, and the designated representative's contact information (mailing address, primary phone, mobile phone, and email address).

### **TAB 2: RESPONDENT AND PROJECT TEAM**

- 1) Identify the Respondent:
  - Identify the key principals of the Respondent.
  - Identify the person(s) in charge of negotiations, and other key personnel who will be involved in decision making, and the representative authorized to sign on behalf of the Respondent.

- Identify the legal form and structure of the Respondent or consortium of private entities; the jurisdiction of formation or organization; the domicile; and the certification of good legal standing in such jurisdiction of the Respondent or consortium of private entities and its members or principals making the proposal. If the Contracting Party is a special purpose entity, the Contracting Party should be a majority-owned subsidiary of the Respondent.
- Provide proof of authority of the Respondent, and the proposed Contracting Party (if formed) to do business in Texas and, including a certificate of good standing from the Texas Comptroller of Public Accounts and the Texas Secretary of State and from the state in which the entity is organized.

2) Identify the Project Team:

- Provide a list of each project team member, including the company name, role, primary contact, title, address, telephone, and email of each team member. Project team members should include construction firms, design and engineering firms, professional or consulting firms, property or asset managers, lenders, equity providers, and underwriters.
- Provide an organizational chart that clearly illustrates the team and identifies the roles and contractual relationships of each project team member.

### **TAB 3: QUALIFICATIONS AND FINANCIAL CAPACITY**

The Respondent and project team members should possess demonstrable experience in the development and operation of projects of similar complexity, scope, and scale to that proposed for the Qualifying Project. Prior experience of the Respondent should be clearly distinguishable from the experience of other project team members. To substantiate experience and ability to perform, the following information should be provided:

- 1) Describe the length of time in business, business experience, public sector experience, and other engagements of the Respondent or consortium of private entities.
- 2) Provide resumes and work experience of each team member and/or their principals.
- 3) Provide a statement of work listing all prior projects and clients similar in size and scope to the Qualifying Project for the past five (5) years. Where available, provide evaluation reports or other documentation summarizing the performance of the Respondent or other project team member with respect to the listed project, in terms of cost, quality, schedule maintenance, safety and other matters relevant to successful Qualifying Project development, operation and competition.
- 4) Provide at least three (3) development and credit references (name, title, entity, telephone number and contractual relationship) that may be contacted with respect to current and past project experience;

- 5) Provide the composition of current portfolio of projects under ownership or management of the Respondent, including the size, value, years of ownership, and asset performance; and any other relevant information; and
- 6) Provide a listing and description of all pending projects under enforceable funded contracts, including the status, development schedule, financing method, sources, amounts, and financial commitments required of the Respondent.
- 7) Include a certified statement signed by an authorized representative of the Respondent to the effect that:
  - The Respondent has carefully reviewed the RFP and all relevant requirements regarding technical qualifications and capabilities, resources and business integrity of the Respondent, and the Respondent meets such qualifications.
  - Except as otherwise expressly disclosed in writing, within the past five (5) years, neither the Respondent nor any of its wholly controlled subsidiaries has been: (i) in default under a loan agreement or other financing arrangement with any bank, financial institution, or other entity; (ii) the subject of a notice of default, termination, claim for damages; (iii) responsible for an insurance claim or a claim against performance and payment bonds; (iv) subject to any voluntary or involuntary bankruptcy proceeding or any action intended to compel the same ; (v) the subject of any prior or ongoing proceedings for debarment, suspension or revocation of licensure or professional certifications; (vi) subject to any pending, threatened, or overtly alleged violations of any federal, state or local civil or criminal laws; or (vii) a party to any past litigation with the College District.
  - Except as otherwise disclosed in writing, neither the Respondent nor any principal of the Respondent has any business or personal relationship (kinship or otherwise) with any officer or trustee of the College District.
  - Except as otherwise disclosed in writing, the Respondent is not currently involved in any transaction or proposed transaction for the merger, acquisition, or sale of substantially all of its assets to, by, or with another third party.
- 8) For each project team member that will perform construction or design services, provide a certified statement by an authorized representative of the project team member to the effect that, except as otherwise expressly disclosed in the qualification statement writing, within the past five (5) years, neither the project team members nor any of its wholly controlled subsidiaries has been: (i) the subject of a notice of default, termination, claim for damages; (ii) responsible for an insurance claim or a claim against performance and payment bonds; (iii) subject to any voluntary or involuntary bankruptcy proceeding or any action intended to compel the same ; (iv) the subject of any prior or ongoing proceedings for debarment, suspension or revocation of licensure or professional certifications; (v) subject to any pending, threatened, or overtly alleged violations of any federal, state or local civil or criminal laws; or (vi) a party to any past litigation with the College District.

- 9) Provide financial rating of Respondent and any related documentation (such as a Dunn and Bradstreet analysis) that indicates the financial stability of the Respondent;
- 10) Disclose any pending or threatened litigation to which the Respondent or any of its wholly owned subsidiaries is a party.

#### **TAB 4: QUALIFYING PROJECT PROPOSAL**

- 1) Provide a general overview of the Qualifying Project, including the Respondent's general approach to the design, construction delivery method, and the anticipated useful life of the Qualifying Project.
- 2) Provide a statement discussing how the proposed Qualifying Project fulfills the stated needs and objectives of the College District and conforms with the College District's overall Comprehensive Development Plan and educational and public purposes, as identified in the RFP.
- 3) Contractual Structure:
  - Describe any proposed real estate structures for the Qualifying Project, including ground leases, occupancy leases (full or partial), and/or condominium regimes. Provide a structure chart if necessary, including a description of principal terms (lease terms, renewal options, rental rates, purchase options, etc.).
  - Describe any other proposed agreements to be entered into by the College District, including a description of principal terms and obligations of the College District.
  - To the extent that the proposed legal structure deviates from the requirements or specifications in the RFP, specifically identify them.
- 4) Provide a preliminary schedule for the financing, design, development, permitting, construction and furnishing of the Qualifying Project, including major milestones.
- 5) Provide a preliminary development budget for the financing and development of the Qualifying Project, including, at minimum estimates of: (i) predevelopment costs; (ii) acquisition costs; (iii) soft costs (including developer's fees, design and engineering costs, and other soft costs); (iv) construction hard costs (including infrastructure and utility relocation costs); (v) FF&E costs; (vi) contingency; (vii) financing costs (including interest costs and closing costs); and (viii) initial working capital requirements.
- 6) Briefly describe the Respondent's general plan of finance for the Qualifying Project, as further described in TAB 6, including the sources of funding (including debt or equity financing) and the sources of repayment, including any payment obligations requested from the College District or other dedicated revenue sources derived from the Qualifying Project.

- 7) If the Qualifying Project includes operations, maintenance, management, or other services upon completion, provide a general description of the proposed terms and scope of services, including the following:
  - The proposed operating term;
  - Proposed operating and management fees (including base fees and performance-based fees);
  - The operations and maintenance standard; and
  - A capital maintenance plan, including planned major capital upgrades and sources of funding.
- 8) Provide a conceptual aerial site plan showing the orientation of the Qualifying Project and related improvements on the project site, and points of ingress and egress.
- 9) Provide basic conceptual renderings for the Qualifying Project illustrating exterior elevations and basic design elements of the Qualifying Project.
- 10) Generally, describe the technical specifications of the Qualifying Project, including structural systems, MEP systems, building envelopes and facades, and vertical design assumptions.
- 11) Provide a description of the overall utilization aspects of the Qualifying Project, including gross area square footage of buildings, number of parking spaces, etc. If the Qualifying Project consists of mixed uses, provide a break-down of square-footage by use, including common areas.
- 12) Describe any major assumptions, contingencies, or conditions applicable for the successful financing or operation of the Qualifying Project.

#### **TAB 5: PROJECT ANALYSES**

In this Section include the project analyses that support the business case for the Qualifying Project. The Project Analyses shall be categorized into four sub-tabbed sections as follows: (1) Location and Site Analysis, (2) Market and Feasibility Analysis, and (3) Construction Risk Analysis:

- 1) Location and Site Analysis:
  - Describe how the proposed design of the Qualifying Project complements the attributes of the project site and will generate maximum financial, economic, and social benefits.

- Describe the plan of access for the Qualifying Project, including usage of public transportation, and alternative modes of transportation, including pedestrian and bicycle access, and overall integration with existing public infrastructure.
- Describe the Qualifying Project's overall integration and compatibility with, or any potential adverse impacts upon, surrounding uses and the expected economic impacts the Qualifying Project will have upon neighboring uses (including transportation impacts and impacts on public spaces, commercial, retail, and residential establishments). Describe the Respondent's strategy and approach to addressing, minimizing, or mitigating adverse impacts.
- Provide a summary of any preliminary concerns with respect to the project site from due diligence materials and reports provided by the College District or otherwise obtained by the Respondent, including, environmental conditions, geotechnical conditions, flood zone determinations and encumbrance, and the Respondent's plan for addressing these concerns. Specify any additional site due diligence requirements for the project site. The timeframes and cost of obtaining any additional site due diligence should be included as part of the Respondent's preliminary timeline and development budget.
- To the extent not otherwise provided by the College District, provide a preliminary analysis of all applicable land use requirements, including the need for environmental permits, zoning or land use variances, access permits, utility access, etc. The timeframes and cost of obtaining land use approvals should be included as part of the Respondent's preliminary timeline and development budget.
- Provide a preliminary assessment as to the applicability of any *ad valorem* taxes or assessments to all or any portion of the Qualifying Project.

## 2) Market and Feasibility Analysis:

- Provide a general summary of the Respondent's preliminary market and feasibility analysis for the Qualifying Project consistent with the plan of finance and demonstrating the overall financial feasibility of the Qualifying Project.
- Describe the principal sources of information, data, and methodologies utilized in preparing a preliminary market analysis, and include any supporting data or reports as addenda.
- Describe the principal assumptions utilized in preparing a preliminary market analysis and specify instances in which assumptions are uncertain or unsupported by available market data.
- To the extent ascertainable from the preliminary market analysis, generally describe the principal economic and financial risk factors that could materially impact the success of the Qualifying Project, and the Respondent's proposed means of minimizing such risks.

### 3) Construction Risk Analysis:

- Provide a general summary of the proposed contractual structure for the development and construction of the Qualified Project, including utilization of development services, construction management services, design-build services, design services, FF&E procurement, and construction monitoring. Specify any and all agreements to which the College District is to be a party.
- Describe the respondent's means of minimizing risk of cost overruns and delay, including utilization of payment and performance bonds, insurance requirements, retainage requirements, contingencies, liquidated damages provisions, completion guarantees, and warranties. Describe the extent to which the College District is expected to be liable for delay or cost overruns.
- Describe any known material uncertainties or variables in the cost of constructing the Project.
- Describe the Respondents implementation strategy for development and construction, including Project construction progress monitoring, cost management, and communication plans.

### **TAB 6: PLAN OF FINANCE**

- 1) Provide a general introduction to the Respondent's proposed plan of finance for the Qualifying Project, including the Respondent's reasons for selecting the proposed funding and financing structure.
- 2) Provide a "Sources and Uses" table describing the overall sources of funding for the Qualifying Project and the uses of funds.
- 3) Describe the principal debt financing for the Qualifying Project as follows:
  - Describe the source of financing (syndicated bank financing, traditional bank financing, or tax-exempt or taxable bond financing).
  - If tax-exempt bond financing is to be utilized, provide a statement to the effect that the transaction structure has been reviewed by bond counsel and that the Qualifying Project would not violate any private use restrictions or other similar restrictions applicable to tax-exempt financing. (A term sheet or loan commitment letter may be attached as an addendum.)
  - Describe the principal terms and characteristics of the debt financing, including collateral and sources of security, senior and subordinate structures, sources of repayment, assumed interest rate (fixed or variable), prepayment or call restrictions, capitalized interest requirements, and reserve fund requirements.

- Specify any proposed debt support requirements requested from the College District, and the nature of the support obligation (as a general or limited obligation).
  - Disclose any non-customary events of default or remedies benefitting debt holders.
  - Specify whether the Respondent's underwriters expect to secure an investment grade rating for the debt.
- 4) Describe any sources of equity financing for the Qualifying Project, including the principal equity investors.
  - 5) Describe any proposed sources of funding or financing requested from the College District for all or any portion of the Qualifying Project.
  - 6) Identify any other federal, state, or local resources that the Respondent contemplates requesting for the Qualifying Project (including grants, tax abatements, tax rebates, or other economic incentives). Describe the total commitment, if any, expected from governmental sources and the timing of any anticipated commitment.
  - 7) Provide a five-year pro forma for the Project consistent with the Respondent's Preliminary Market Analysis provided in TAB 5, including the following:
    - Specify project revenues broken down by source and operating expenses broken down by category,
    - Include annual reserve funding requirements,
    - Show availability of revenues for payment of annual debt service and anticipated debt service coverage ratios, and
    - Specify any major assumptions, including any expense obligations expected to be paid by the College District.
    - If revenue sharing structures have been proposed, provide a breakdown of projected revenue sharing payments to the respective parties.
    - Include a sensitivity analysis depicting the impacts due to escalations of expenses and revenue growth, and changes in financing terms or interest rates.

#### **TAB 7: COMMUNITY IMPACT**

- 1) State the community benefits, including the economic impact and tax revenues, the Qualifying Project will have on the College District and the community.
- 2) Estimate the number of jobs to be generated for area residents and level of pay and fringe benefits of such jobs.

- 3) Project the value of subcontracts generated for area subcontractors;
- 4) Identify any anticipated public support for or opposition to the Qualifying Project and any anticipated support or opposition by any affected jurisdiction. Support from the public or affected jurisdictions should be demonstrated by resolutions, minutes of meetings, letters of support, or other official communications (which may be attached as addenda).
- 5) Identify the projected positive social, economic, environmental and transportation impacts of the Qualifying Project, design standards and any applicable ordinances of affected jurisdictions; and
- 6) Identify contingency plans for addressing public needs in the event that all or any part of the Qualifying Project is not completed according to projected schedule.

**TAB 8: MISCELLANEOUS**

Use this Section to present additional information such as letters of recommendation, letters of interest from prospective lenders or tenants, additional information concerning the development team, and other information that supports the proposal.

**TAB 9: ADDENDA**

Use this Section to present any item cited or referenced in the proposal, including renderings, site plans, and materials required for the Plan of Finance.