



**REQUEST FOR DEVELOPER PROPOSALS
FOR
DOWNTOWN NATIONAL CITY SMART GROWTH
AT ONE OR TWO SITES LOCATED AT 130 E 8TH
STREET AND 921 NATIONAL CITY BOULEVARD**

REQUEST FOR PROPOSALS ISSUED:

March 15, 2017

RESPONSES DUE:

May 8, 2017 by 4:30 p.m.

CONTACT:

Tonya Hussain
Executive Secretary to Brad Raulston
1243 National City Boulevard
National City, CA
thussain@nationalcityca.gov

QUESTIONS:

**Q & A Meeting 3:00 p.m.
March 23, 2017, at the National
City Chamber of Commerce**

All questions thereafter must be submitted by 5:00 p.m. on April 10, 2017, via electronic mail to Tonya Hussain, Executive Secretary to Brad Raulston, thussain@nationalcityca.gov. Inquiries must contain the phrase "Downtown National City Smart Growth RFP" in the subject line.

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I. BACKGROUND AND SELECTION PROCESS OVERVIEW

A. Background

National City is seeking qualified development teams with the vision, resources and expertise to acquire and promptly develop one or both of the City-owned properties as a mixed- use development with commercial, retail, residential and other uses. These properties are located at 130 E. 8th Street (Site 1) and 921 National City Boulevard (Site 2). The sites are located in downtown National City, within the Downtown National City Specific Plan Area, as shown on the Site Map in Appendix A.

Development teams are requested to submit project design concepts, an initial framework outlining community benefits, financing strategies and further detailed evidence of financing capacity and capability (“Submittal”) before a final Development Team selection is made for the Site(s).

The City intends to select a Development Team and enter into an Exclusive Negotiation Agreement (ENA) to negotiate the terms of a Disposition and Development Agreement (DDA). The DDA will provide for the legal and financial arrangement between the City and the selected Development Team to ensure prompt development of each site with the agreed upon program, design and purchase price.

B. Evaluation Process

1. Development Teams are required to submit development project proposals including legal structure of the Development Team, project concepts, proposed commercial tenant types, intended mix of land uses, an initial framework outlining proposed community benefits, preliminary design drawings (elevations and floor plans) and proposed financing strategies and project pro- forma. These materials will be due within ninety (90) days of the date of issuance of this Request for Proposal (RFP) by National City.

National City will hold a **pre-submittal Q & A meeting on Thursday, March 23, at 3:00 p.m.** at the National City Chamber of Commerce, for Development Teams and any of their partners, consultants and team members. The meeting will provide an opportunity for all Development Teams to ask questions and hear responses at one setting. At this meeting, Development Teams may ask questions or request clarification regarding the RFP content, process, submittal requirements, selection criteria, project goals and objectives, etc. All questions thereafter must be submitted by 5:00 p.m. on April 20, 2017, via electronic mail to Tonya Hussain thussain@nationalcityca.gov. Inquiries must contain the phrase "Downtown National City Smart Growth RFP" in the subject line.

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2. National City will form an Evaluation Panel of public- and private-sector stakeholders to review responses to the RFP, conduct interviews, and make a recommendation to the City Council.

3. Evaluation criteria shall consist of:

A. Development Team Characteristics (30%)

- a. The Submittal identifies the proposed Developer Entity in sufficient detail to determine the legal and financial structure of the Developer Entity.
- b. The Developer Entity demonstrates a strong working relationship with the members of the Development Team.
- c. The Submittal demonstrates the Developer Entity's experience in specifically developing projects that are similar to the proposed project within the past 10 years.
- d. The Developer Entity's experience exhibits the knowledge and ability to finance, design, develop and construct the proposed project in an efficient and timely manner.
- e. Demonstrated commitment of the Development Team to plan, design, and implement the project in a manner sensitive to community needs and concerns.
- f. The Development Team's background demonstrates the experience and resources to successfully manage, maintain, and market the proposed project.

B. Developer's Financial Capacity and Capability (15%)

- a. The Submittal demonstrates that the Developer Entity has the ability to secure project funding, including current relationships with lenders and past funding experience with projects similar to the proposed project.
- b. Developer Entity demonstrated ability to provide sufficient equity to satisfy conventional lender requirements to attract future funding commitments to assure the success of the development and construction of the proposed project.

C. Proposed Project Design & Site Plan (25%)

- a. The Developer Entity submitted a complete, legible and cohesive Project Design Concept Drawing Package as requested by the RFP.
- b. The proposed project design provides optional site specific amenities, quality architecture, or urban design principles, such as:
 - i. Creative, quality architecture
 - ii. Enhanced streetscape
 - iii. Architecture that relates to a pedestrian scale

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- c. The proposed project design provides optional quality of life community amenities such as:
 - i. Gathering Space
 - ii. Public Art
 - iii. Public Infrastructure/facilities other than required for development
 - iv. Specific Local Partnerships/Participation Plan
 - v. Specific Community Participation/Engagement Plan
 - vi. Destination Retail Tenant on ground floor (specialty grocer, electronics, household goods, home furnishings, etc.)
 - vii. Employment opportunities
- d. The proposed project's design results in a pedestrian orientation which will foster a vital and active street life.
- e. The buildings provide visual interest to pedestrians and serve as an attractive neighborhood addition.
- f. The proposal creates an overall enhanced architectural image for downtown National City.
- g. The proposal creates a maintenance assessment district or other such entity to provide on-going maintenance of public spaces within or adjacent to the project.
- h. The project description and Project Design Concept Drawing Package conform to the Project Pro Forma.

D. Public Components and Off-Site Improvements (15%)

- a. Any public urban open space is located in an area that is open and accessible to the public, creates an attractive and stimulating focal point and signals a community gathering place, and enhances the richness of the public realm.
- b. The off-site improvements within the public right-of-way create an enriched streetscape and a public realm that enhances the pedestrian experience.
- c. Proposal provides improved pedestrian and vehicular connections to surrounding areas.

E. Overall Project Feasibility (15%)

- a. Pro forma contains valid assumptions and estimates within reasonable range of industry standards.
- b. Project/program is marketable, and can be feasibly developed in a timely manner.
- c. Financing plan is reasonable and achievable to enable project completion in a timely manner.

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4. Final Development Team Selection Process:
- a. Upon receipt of the Development Team's response to the RFP, the Evaluation Panel will review the Submittals and may select one or more teams to interview with the panel. Teams will be provided with their ranking from the Evaluation Panel prior to interviews. Interviews may or may not be held if the initial rankings provide a significant lead by one applicant over other applicants. If interviews are held, National City will provide at least seven (7) days' notice for interview preparation.
 - b. Upon completion of the proposal review and interviews, if any, the Evaluation Panel will evaluate the Development Teams on the content of the Submittals and any interviews, based upon the criteria outlined in this RFP. National City staff will draft a report summarizing the Evaluation Panel's findings and present a recommendation of final Development Team(s) selection to the City Council.
 - c. The Development Team(s) recommended by the Evaluation Panel shall present its proposed project to the City Council. The City Council shall decide in its sole discretion whether to recommend selection of a Development Team and execution of an ENA with the selected Development Team. Any decisions or actions regarding the ultimate final Development Team selection and execution of an ENA shall be at the sole discretion of the City Council, and the City Council may decide, in its sole discretion, to reject the recommended Development Team and to not authorize execution of an ENA with the recommended Development Team.
 - d. If the City Council approves the recommended Development Team and authorizes the execution of the proposed ENA with that Development Team, the City will then execute an ENA with the selected Development Team and negotiate the DDA terms providing for the legal and financial arrangement between the City and the selected Development Team ensuring development of the Site(s).

If Project objectives are not fulfilled at any stage of the selection process, the City may elect not to enter into an agreement with any of the proposing teams.

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C. Submittal Schedule

The solicitation, receipt and evaluation of RFP responses, and the process for selecting a Development Team(s)/project concept, are anticipated to observe the following time frame:

Milestone	Date
Issue RFP	March 15, 2017
Q & A Meeting	3:00 PM March 23, 2017
Written Questions	5:00 PM April 10, 2017
RFP Responses Due	4:30 PM May 8, 2017
Selection Panel Review, and Interviews (if any)	May 2017
City Council Hearing	June 20, 2017

National City reserves the right to alter the above dates at any time. Appropriate and timely notification of changes will be made to the participating Development Teams.

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II. PROJECT OBJECTIVES

A. Community Development

New development within the downtown area is regulated by the existing National City Downtown Specific Plan which is currently going through an update process by the National City Planning Department. The proposed National City Downtown Specific Plan (“Specific Plan Update”) is scheduled for approvals in June 2017.

The following proposed goals and objectives of the National City Downtown Specific Plan Update is provided as guidance in preparing the vision for the Site(s):

Economic Investment Objectives:

- Encourage investment in the downtown area.
- Highlight physical and policy changes that can make investment more feasible.
- Adjust zoning, land uses and development regulations to increase opportunities for the redevelopment parcels as well as other downtown parcels.
- Coordinate with the Navy to encourage more military personnel to live and shop in downtown.
- Encourage more housing in downtown to help support local retail and service markets.
- Encourage local landowner and tenant involvement in development and the financial rewards of real estate investments.
- Create a mixture of services and retail opportunities within the downtown to help keep money in the local economy.

Parking Objectives:

- Update minimum unit size standards to allow for smaller units with associated lowered parking requirements.
- Identify parking management tools that will protect adjacent neighborhoods from parking impacts.
- Offer a “Smart Parking” bonus program that allows lowered parking requirements in exchange for actions, investments or programs that will help to assure lower parking demand as well as protection from spill over parking. Encourage projects to include a Transportation Demand Management plan.
- Allow bonus units if parking programs and/or amenities are added.
- Provide recommendations to maximize on-street parking utilization.

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- Look at alternative parking space used by other transportation vehicles including motorcycles, scooters, bikes, neighborhood electric vehicles and small autos.
- Look at the alternative use of curb space for carshare, rideshare, vanpool, and autonomous vehicle parking and drop-off.
- Identify parking enforcement technologies that will increase staff efficiency and convenience for the parking public.
- Clarify parking enforcement priorities and time limitation standards.
- Determine if parking lot availability technology and wayfinding can improve access to destinations.
- Provide for shared parking between multiple land uses.
- Offer zoning credits for developments that are within an acceptable walking distance of an off-street parking facility.
- Adopt a parking management plan which includes a residential permit parking program.
- Establish a parking district that is intended to manage parking assets within downtown.
- Consider a specialized mobility management position to integrate Parking/Transportation Demand Management (PTDM) plans.

Land Use and Urban Design Objectives:

- Update land use and zoning to better accommodate the previously adopted allowance of 5,000 additional residential units in the downtown area.
- Concentrate density closer to I-5, lower volume roadways and the trolley station.
- Provide definition for allowed uses and consider mixed use variations.
- Allow for micro-units with appropriate amenities and guidelines.
- Adopt a process for density transfer if public amenities are included.
- Determine if any redistribution of units in specific areas of downtown will help lower congestion or allow for a better transition to neighborhoods of lower density.
- Update guidelines and associated development standards for height restrictions, floor area ratios, and setback requirements for areas that are not performing well for the neighborhood or for the property owner.
- Focus on intensity and land use for quantity of development and control the quality through building form, design guidelines and development standards.
- Pinpoint areas where change should not occur due to public facilities, open space or historic assets.
- Revise building height restrictions to keep many public and private views open.

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- Define realistic height, when in fact the Floor Area Ratio (FAR) and parking standards provide restrictions on height.
- Establish guidelines for gateways, nodes and district urban design treatments.
- Integrate wayfinding improvements with other public amenities.
- Maintain the Main Street look and feel of 8th Street while still allowing for new development and adaptive reuse.
- Encourage connections to Paradise Creek by way of A Avenue and integrate other open space systems with standard parks and public realm spaces.
- Adjust development zones and align with transit walk-time zones.
- Consider guidelines for non-conforming (grandfathered) uses and structures and minimum development levels to preserve growth capabilities.
- Allow for adaptive reuse for neighborhood character and Main Street storefronts. Transfer of development rights should be made available.
- Provide buffers to single family neighborhoods in/or adjacent to the Specific Plan area to provide a transition to higher density development.

Mobility and Access Objectives:

- Identify where dense projects could be clustered for access to transit, amenities and services.
- Improve biking and walking facilities as well as the mixture of local land uses that could help to lower trips and vehicular miles traveled.
- Bring the plan into conformance with new Green House Gas (GHG) emission standards and Vehicle Miles Traveled (VMT) goals and statewide standards.
- Improve access to transit in terms of safety, convenience and trips linkages that lower the number of daily trips.
- Consider a traffic signal at Hoover Avenue and 8th Street to create a more direct connection to the freeway.

The framework and policies in the Specific Plan Update, Urban Design Element, will guide new development design, building orientation and development. These polices are intended to help provide the vibrant, pedestrian oriented, walkable downtown with high quality street-facing buildings and visually appealing streetscapes that support street level activities as envisioned in the plan.

B. Development Program Requirements and Considerations

Project concepts are expected to display high quality design with high quality materials that will complement and enhance the downtown as envisioned in the Specific Plan Update.

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The Site is envisioned to be developed with medium to high density development that are of superior architecture, meet specific plan objectives and provide certain defined community benefits. For the former auction house at 130 East 8th Street, an option to adaptively reuse part of or all of the existing building will be considered positively, as long as the overall site density goals have been met. The intent of this option is to maintain some of the existing main street style character associated with 8th Street and its older vintage buildings.

Ideal project concepts will include:

- a) Efficient and creative site plans that relate to and activate the street.
- b) Projects that will provide community benefits including: opportunities for local employment, quality jobs and career pathways.
- c) Foster economic development opportunities that bring outside investments into the community.
- d) Help create and support a greater intensity of retail and potential customers for these facilities through new housing.
- e) Since the City of National City does not directly benefit from the sale of the site based on their receivership position, the City is encouraging uses that will help to enhance property tax values, sales tax, local retail activity, employment and support of smaller units that can provide more living and ownership opportunities in the downtown area.

1. General Design

Project Proposals must address:

- a. Project proposals must meet development requirements specified in the Regulatory and Planning Documents and this RFP.
- b. Must integrate superior architecture, landscaping and urban design.
- c. Must ensure that development along streets offer a rich visual experience, is engaging to pedestrians, and contributes to street life, vitality and safety.
- d. All project concepts must incorporate sustainable development principles.
- e. All components of the development program shall be designed to a minimum of LEED Silver or equivalent.

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2. Community Benefits

Submittals must include an initial framework of community benefits intended to be provided by the project proposal. The community benefits framework will be evaluated on how the project proposal meets the following core values to assure it will be a great place to live, work and play:

- a. Respect diverse communities and priorities.
- b. Foster economic development.
- c. Create quality of life improvements.
- d. Retain local residents, businesses and services.
- e. Create capacity to promote economic prosperity.
- f. Create vibrant, livable and balanced neighborhoods.
- g. Increase local sales tax.
- h. Increase local property tax.
- i. Provide for employment opportunities.
- j. Provide a range of housing types and rent/sale prices to provide the community with more housing options.
- k. Generate increased land value and developer interest so that additional private investments will follow.

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III. ENVIRONMENTAL CONDITIONS

A. General

Development Team submissions shall assume a transfer of the Site(s) and its improvements in an “as is” condition subject to all known and unknown environmental materials, contaminants and remediation processes. Any future development will be expected to comply with all State California Environmental Quality Act (CEQA) requirements, and all federal, state and local environmental laws and requirements.

As part of the negotiations for the purchase and sale of the Site(s), the selected Development Team(s) will be responsible to perform and pay for all environmental remediation that may be necessary to implement the development project. Therefore, the selected Development Team(s) may decide to conduct additional investigations of the Site(s) during the negotiation process as National City does not warrant the condition of the Site(s) or whether or not any hazardous substances impact the Site(s). The development of the Site(s) shall comply with all federal, state and local environmental laws and after the development is completed, there should not be any land use restrictions on the property.

Any DDA resulting from the RFP will stipulate that the selected Development Team(s) will assume ownership of the Site(s) in an "as is" condition with no warranty, expressed or implied by the City, as to the condition of the Site(s), the soil or water, its geology, or the presence of known or unknown faults or other conditions.

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IV. SUBMITTAL REQUIREMENTS

Development Teams must include the following information in a brief and concise format. National City reserves the right to request additional information during the evaluation of RFP responses and to reject any or all responses. Each response must be divided into sections and labeled according to the headings listed below:

A. Submittal Deadline and Project Manager

1. Submit RFP responses (marked or entitled “Downtown National City Smart Growth RFP”) and direct inquiries to:

Tonya Hussain
Executive Secretary to Brad Raulston
1243 National City Boulevard
National City, CA 91950
thussain@nationalcityca.gov

Except as noted immediately below, each Development Team shall submit one unbound original hard copy, ten (10) hard copies, and one (1) “high quality” digital PDF file on a flash drive delivered no later than **May 8, 2017 by 4:30 p.m.**

2. **Documents submitted as evidence of Development Team Financial Capacity and Capability** should **not** be included in the hard copy Submittal or in the digital PDF file on CD or flash drive, but should be submitted separately in unbound, hard copy format in a sealed envelope marked “Downtown National City Smart Growth RFP-Financial Capacity & Capability” (“Financial Capacity & Capability Envelope”). The sealed Financial Capacity & Capability Envelope **must** also contain a self-addressed, stamped envelope to provide for the return of the documents. The sealed Financial Capacity and Capability Envelope should be delivered no later than **May 8, 2017 by 4:30 p.m.**

All documents submitted as evidence of Developer Financial Capacity & Capability will be treated as confidential as allowed by law and returned in the self-addressed envelope prior to selection of Final Development Team(s) for the Site. Failure to follow these instructions may result in rejection of the proposal and/or in the records becoming open to public inspection.

B. Content and Organization

1. Cover: The Submittal cover shall identify the Site(s) and include the name of the Development Team, address, telephone number and email address of the principal contact.

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2. Table of Contents: The table of contents shall be complete and clear, listing headings and pages to enable easy reference.
3. Cover Letter: The cover letter shall be brief and identify the Site(s). Any changes to the Submittal format or deletions of requested material should be explained in the cover letter. Additional cover letter information shall:
 - a. State (in boldfaced font) **the proposed purchase price** of the Site;
 - b. identify the Development Team’s primary contact (include address, e-mail address and telephone number), responsible for all queries made during the intake and processing of the response; and
 - c. if proposing joint venture partners and sub-consultants, include company name(s), the types of services to be provided by each, and the primary contact for each.
4. Project Description: Provide a concise written description of the project proposal (3-page maximum), including:
 - a. General description of the vision and proposed project concept for the Site(s);
 - b. breakdown of the project concept’s components;
 - c. financial structure of proposed project;
 - d. operational benefits to the City;
 - e. types of commercial and retail uses envisioned for the project concept;
 - f. conceptual details of residential amenities and any public plaza or gathering spaces, or any public art;
 - g. how the off-site improvements in the public right-of-way meet or exceed the current requirements and interface with the private development; and
 - h. other uses or components included in the project concept.

All information provided in the Project Description must be consistent with the Pro Forma descriptions.

5. Developer Entity: Identify the developer entity and detail the overall financial and legal relationship between the members of the Development Team, any investors or banking partners and other public funding agencies during the life of the project (“Developer Entity”).

This section shall include an organization chart of the Developer Entity containing the names of all key personnel, joint venture partners, and design team with titles and their specific task assignment for this project.

6. Project-Related Experience: This section shall include examples of the Developer Entity’s experience in the past ten (10) years specifically related to the project proposal including smart growth/compact infill development of mixed use

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projects. Examples shall be listed chronologically noting the completion date for each. For each listing, include the name of the Developer Entity's project manager.

7. Project Personnel: This section shall identify the contact person(s) with primary responsibility for the negotiations with the City, management of the design, development and construction of the project, the personnel proposed to work on the project, and any joint venture partners and sub-consultants. The persons listed will be considered committed to the project with no substitutions without prior approval by National City.

8. Developer's Financial Capacity and Capability: In order to evidence access to equity capital and financing resources to carry out the proposed project, each Development Team is to provide in a separate submittal (marked "Confidential Financial Capacity/Capability"), two sets (not bound or stapled) of the information indicated below for each financially responsible partner(s) that is (are) part of the Developer Entity. **Documents submitted as evidence of Development Entity Financial Capacity and Capability** should be submitted in accordance with Section IV.A.2. Submittal Deadline.

The Development Team must clearly designate those financial submittals, which the Development Team in good faith determines to be a trade secret or confidential proprietary information that the Development Team claims is protected from disclosure under applicable law. To the extent permitted by law, National City will attempt to maintain the confidentiality of such financial submittals. However, such confidentiality cannot be assured.

The submittals must include the requested information listed below, as well as completion of Attachment C.

- a. **Financial Statements**: Submit audited financial statements for the past two years of each financially responsible partner(s) of the Developer Entity, including statement of changes in financial position and statements of any parent organizations and any materially relevant subsidiary units, see Submittal Requirements in Section IV.A.2. If audited financial statements are not available, submit Independent Accountant's Review Reports prepared by a Certified Public Accountant (CPA) wherein the CPA confirms that they have reviewed the financial statement and found no material modifications that should be made to the statement in order for the statement to be in conformity with accounting principles generally accepted in the U.S.

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- b. **Real Estate Portfolio:** For each financially responsible partner(s) of the Developer Entity, submit a summary of the partner's current real estate portfolio, listing the following for each project: project name, type, location (city, state), project size (rentable/saleable area), date completed, value, debt, role (developer, operator, property manager, etc.), ownership interest, and occupancy rate. Identify amount of developer's recourse debt, any non-performing loans, and the amount of guarantees and/or contingent liabilities. Note if any of the projects has negative cash flow.
- c. **History of Financing Commitments:** For each financially responsible partner(s) of the Developer Entity, submit a 10-year history in obtaining financing commitments, detailing type of project, dates of commitment, financing source, amounts committed, etc.
- d. **Pipeline Projects:** For each financially responsible partner(s) of the Developer Entity, list and describe all projects in the pipeline including status, development budget and schedule and financial commitment required of developer, a detailed description of the project financing methods, sources and amounts. Indicate any working relationship on other projects with members of the Development Team for the proposed project.
- e. **Availability of Sources of Debt and Capital:** Identify specific sources of debt/equity capital for financing the proposed Project. Include relationship(s) to the developer (outside lender, parent company, etc.) and contact information for each source.

Provide letters of intent or a written statement from each financing source that the equity and/or mortgage capital is available or will be made available for funding the proposed project, and that the proposed project is consistent with the source's investment criteria for a project of this type and size. In lieu of letters of intent for the proposed project, the Developer Entity may submit written statements from their financing source(s) describing past projects which the source has financed for the Developer Entity. Such written statements shall detail the amount of capital, the size of the proposed project and any other pertinent information that will assist the City of National City in determining the availability of equity or mortgage capital to fund the proposed project.

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9. Project Design Concept Drawing Package:

- a. Cover sheet showing rendering, and the Development Team and Architect contact information for each.
- b. Project Data Sheet including project description, architectural narrative of the design, and all project data including, but not limited to: lot size; building square footage information broken down by above and below grade, if applicable, floor, and uses; number of residential units; FAR calculations, including all FAR bonus calculations; urban open space data; residential outdoor and indoor common open space data; parking data including vehicles stalls (including motorcycle and bicycle storage counts); and public open space information.
- c. Site Plan, showing proposed structures, stories/height of distinct building masses; streets, sidewalks and street trees; curb cuts and driveways; and, urban open space areas.
- d. Schematic Floor Plans of each distinct level, including above and below grade parking levels, if applicable. Show primary structure, cores, balconies, and basic wall-to-window relationships. Ground floor must show residential entries, commercial entries and windows, driveway entrances including loading dock, urban open space areas, sidewalks and street trees.
- e. Roof plan showing height of each distinct building mass and treatment of roof areas.
- f. Four (4) color elevations, one along each street frontage. Elevations should include floor-to-floor and overall vertical dimensions. Concept materials shall be illustrated and indicated on elevations.
- g. Two (2) (minimum) project Cross Sections of each proposed building, one north-south and one east-west, cut through the most informative portions, indicating all major program elements and accurate vertical dimensions (floor-to-floor and overall).
- h. A minimum of three (3), maximum of five (5) Conceptual Perspective Images. At least two shall be street/eye-level views, one from the northeast and one from the southwest. One aerial overview perspective shall be provided. All images shall be at realistic scale, accurately showing proposed colors and materials and adjacent building context. Street trees shall be transparent enough to adequately reveal building features beyond.
- i. All drawings are to be to scale, clear line work (hard line strongly preferred), with all dimensions, materials and other notes **clearly legible** at 11x17 inch sheet size. All drawings should be clear and fully legible if copied black and white.

10. Community Benefits Framework: Provide an initial framework outlining community benefits that will be provided by the project proposal and identify how the framework addresses the core values and objectives of the National City Downtown Specific Plan Update.

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11. Schedule: Provide a schedule of performance starting at the approval of the ENA and through the DDA time period. Schedule to include 50% design development drawings; 100% construction drawings; grading/excavating and building permit issuance, recording of construction contract and construction loan; and completion of construction.

12. Project Pro Forma: Complete and submit the Pro Forma Template(s) found in Appendix C that are applicable to the Submittals: **Attachment C**. The pro forma template provides worksheets with tables to input a breakdown of the project concept's components, estimated development costs, projected sale proceeds and net operating income for residential and non-residential components, the proposed purchase price for the Site, and other data and information about the project concept. Please note that all required development fees charged by National City for development should be accounted for within the pro forma. Completion of these templates (as applicable) is required; however, the Developer Entity may also submit a supplemental pro forma in their own format.

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V. DECLARATIONS AND ADDITIONAL INFORMATION

A. National City Rights Pertinent to this Solicitation

1. National City reserves the right to reject all Submittals for any reason without indicating the reason(s) for rejection.
2. National City reserves the right to amend this solicitation by addendum. National City is bound only by what is expressly stated in this solicitation and any authorized written addenda thereto.
3. National City accepts no financial responsibility for any costs incurred by the Development Team during either phase of the selection process. All Submittals become the property of National City and may be used in any way deemed appropriate.
4. National City shall not be responsible to pay any broker fees associated with the sale and transfer of the Site(s).

Submittals will be considered valid for 120 days after submittal deadline.

B. Withdrawal of Solicitation

National City reserves the right to withdraw this solicitation at any time without prior notice and makes no representation that any agreement will be awarded to any Development Team. Additionally, National City expressly reserves the right to postpone opening responses to this solicitation for its own convenience, and/or to waive any informality or irregularity in the responses received.

C. Public Disclosure

The Development Team understands that as a general rule all documents received by National City are considered public records. Therefore, all submittals shall be made available for public inspection according to applicable disclosure rules and regulations. If the Development Team considers his or her submittal as proprietary and/or otherwise exempt from disclosure, he or she must submit a written request for a determination of whether the documents can be withheld from public disclosure no later than 15 days prior to the due date of the submittal. National City legal counsel will make a determination of confidentiality. If a determination is not obtained prior to the submittal deadline, all document(s) shall be subject to public disclosure.

D. Confidential Solicitation

National City will not share the details of individual responses to this solicitation with competing respondents during the selection process. After the selection process ends and prior to legislative action on the DDA, all solicitations become public information (except those portions determined as confidential per Section C. Public Disclosure, above).

E. News Releases

The respondent agrees that, if selected, National City will review and approve all news

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releases and other public comment pertaining to this solicitation and/or subsequent agreement(s). All news releases will be submitted in writing to the National City project manager for review prior to being published.

F. Conflict of Interest/Financial Disclosure

The respondent agrees, if selected, to comply with National City's Conflict of Interest Code. Principals and key personnel of each Development Team are required to make such disclosures.

G. Indemnification

The respondent agrees, if selected, to indemnify and hold harmless National City and all officers and employees of each entity from any and all liability, claims, costs (including reasonable attorneys' fees), demands, damages, expenses, and causes of action.

H. Examination of Solicitation

The respondent understands that the information provided herein is intended solely to assist the respondent in Submittal preparation. To the best of National City's knowledge, the information provided is accurate. However, National City does not warrant such accuracy, and any errors or omissions will not invalidate this solicitation. Further, by submitting a response to this solicitation, the respondent represents that he or she has thoroughly examined and become familiar with work required in the solicitation and is capable of performing quality work and to achieve the objectives of National City.

I. Nondiscrimination Policy

The respondent shall not discriminate on the basis of race, gender, religion, national origin, ethnicity, sexual orientation, age, or disability in the solicitation, selection, hiring or treatment of subs, vendors, or suppliers. The respondent shall provide equal opportunity for subcontractors and sub-consultants to participate in subcontracting opportunities. The respondent understands and agrees that violation of this policy is considered a material breach and will result in removal from consideration.

J. Local Business and Employment

The Development Team acknowledges that National City seeks to promote employment and business opportunities for local residents and firms on all National City contracts. The Development Team shall, to the extent legally possible, solicit applications for employment and proposals for subcontracts for work associated with this document from local residents and firms as opportunities occur. The Development Team agrees to hire qualified local residents and firms whenever feasible.

K. Prevailing Wage

Depending on the ultimate nature of the development proposal and financing plan, prevailing wage requirements as set forth in the California Labor Code may apply to components of the proposed development.

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L. Reuse Value Disclosure

The City is required by California Community Redevelopment Law (Health & Safety Code §§33000 *et seq.*) to sell property for no less than fair market value taking into consideration the use, conditions, covenants and development costs required by the DDA terms. This re-use value is defined as the highest price in terms of cash or its equivalent which a property or development right is expected to bring for a specific use in a competitive open market, subject to the covenants, conditions, and development costs imposed by the conditions of sale.

M. Questions and Clarifications:

It is expected that each Development Team will have questions and needs for clarification during the RFP response period. To limit the amount of individual written questions and responses National City will hold a Q & A Meeting shortly after the RFP is released, on **March 23th at 3:00 PM at the National City Chamber of Commerce**. The Q&A Meeting will provide an opportunity for all Development Teams to ask questions and hear responses at one setting.

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After the Q&A Meeting, all questions and requests for information shall be sent by electronic mail to Tonya Hussain, thussain@nationalcityca.gov, and must be received by 5:00 p.m. on April 10, 2017.

This document is not an offer to enter into an agreement with any party. By submission of a proposal in response to this RFP, the submitting party and its principals, directors, officers, partners, and their affiliates waive any and all rights to challenge the RFP, National City in connection therewith for any cause whatsoever at law or in equity, including, but not limited to, any action based in contract, tort, or common law or applicable statutes or regulations. No agreements or understandings between the City and the selected Development Team shall be binding until DDA documents have been duly executed and delivered by the Development Team and the City, and, after the City has received requisite approval of the City Council for the transaction.

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VI. APPENDICES

Appendix A – Site Map

Appendix B – Additional Project Documents

Attachment B.1 – Disclosure Statement

Attachment B.2 – Financial Capacity/Litigation History

Appendix C – Project Pro-Forma Template

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Appendix A – Site 1



National City - 1243 National City Boulevard - National City, CA 91950

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Appendix A – Site 2



National City - 1243 National City Boulevard - National City, CA 91950

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Appendix B – Additional Project Documents

Attachment B.1 – Disclosure Statement

Attachment B.2 – Financial Capacity/Litigation History

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Attachment B.1 – Disclosure Statement

CONSULTANT'S STATEMENT OF DISCLOSURE OF CERTAIN OWNERSHIP INTERESTS ON ALL CONTRACTS THAT WILL REQUIRE DISCRETIONARY ACTION ON THE PART OF NATIONAL CITY, THE SUCCESSOR AGENCY TO THE FORMER REDEVELOPMENT AGENCY, THE CITY COUNCIL, AND PLANNING COMMISSION OF NATIONAL CITY.

The following information must be disclosed:

1. List the names of all persons having a financial interest in the respondent's business.

2. If any person identified pursuant to (1) above is a corporation or partnership, list the names of all individuals owning more than 10 percent of the shares in the corporation or owning any partnership interest in the partnership.

3. If any person identified pursuant to (1) above is a nonprofit organization or a trust, list the names of any person serving as director of the nonprofit organization or as trustee or beneficiary or trustor of the trust.

4. Have you transacted more than \$250 worth of business with any member of the Planning Commission or Council members within the past twelve months?

Yes ___ No ___

If yes, please indicate person(s)

5. List the address of any property owned by the respondent's firm or principals identified in (2) that is located within a five-mile radius of the Site.

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***Person* is defined as: "Any individual, firm, co-partnership, joint venture, association, social club, fraternal organization, corporation, estate, trust, receiver, syndicate, this and any other group or combination acting as a unit."**

(NOTE: Attach additional pages as

necessary.) Authorized Signature of

Firm/Date

Print or type name of firm

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Attachment B.2 – Financial Capacity/Litigation History

(To be completed by each financially responsible partner of the Developer Entity)

I. DEVELOPER INFORMATION

Firm Name:	
Address:	
Telephone/Fax:	
E-mail:	
Contact Name:	

Is the Developer a subsidiary of/or affiliated with any other Corporation(s), Joint Venture(s) or Firm(s)?

No Yes

If yes, list each such Corporation, Joint Venture or Firm by name and address. Specify its relationship to the Developer or the percentage of interest of the partners and identify the Officers and Directors or Trustees common to the Developer and such other Corporation or Firm (attach additional sheet if necessary):

Name of Corporation/ Joint Venture/Firm:	
Address:	
Relationship to Developer:	
Officers/Directors/Trustees:	
% Interest of the Partners:	

Individual(s) authorized to negotiate, on behalf of the Development Entity/team and responsible for Project execution:

Name(s):	
Position:	
Telephone/Fax:	
E-mail:	

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II. FINANCIAL CAPACITY

A. Sources and amount of cash available to developer to meet equity requirements of the proposed undertaking in bank(s):

Bank Name:	
Address:	
City, State Zip:	
Amount:	
Bank Name:	
Address:	
City, State Zip:	
Amount:	

B. By loans from affiliated or associated corporations or firms:

Name(s):	
Address:	
City, State Zip:	
Source:	
Amount:	

C. Provide three bank references:

Bank:	
Address:	
Contact Person:	
Telephone:	
Bank:	
Address:	
Contact Person:	
Telephone:	
Bank:	
Address:	
Contact Person:	
Telephone:	

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D. Provide three business references:

Company:	
Address:	
Relationship:	
Contact Person:	
Telephone:	
Company:	
Address:	
Relationship:	
Contact Person:	
Telephone:	
Company:	
Address:	
Relationship:	
Contact Person:	
Telephone:	

E. Has the Developer or (if any), the Parent Corporation or any Subsidiary or affiliated Corporation of the Developer’s Officers or Principal Members, Shareholders or Investors been adjudged bankrupt, either voluntary or involuntary, within the past ten (10) years?

Yes No

If yes, provide the following information:

Date:	
Location:	
Bankruptcy was filed under the following name(s):	

F. Has the developer or (if any), the Parent Corporation or any Subsidiary or affiliated Corporation of the Developer’s Officers or Principal Members, Shareholders or Investors been involved in litigation relating to a development project either voluntary or involuntary within the past three years?

Yes No

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If yes, provide the following information:

Date:	
Place:	
General Description:	
Current Status:	

G. Total amount of development work completed by the developer during the last three years:

\$ _____ .00

H. Does any member of the Developer’s Corporation/Partnership have any known relationship in connection with purchasing and implementing the Project with any member of the governing body of National City to which the accompanying proposal is being made or to any officer or employee of the local public agency who exercises any functions or responsibilities in connection with the carrying out of the Project under which the local public agency covered by the developer’s proposal is being made available?

Yes No

If yes, explain:

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CERTIFICATION

I/We _____ certify that this Developer Statement of Qualifications and Financial Summary and the attached evidence of the developer's qualifications and financial summary are true and correct to the best of my/our knowledge and belief, and that the information contained in this statement is considered public record and will be made available for inspection and copying upon request. Availability of these public records begins when the developer selection process includes public meetings.

Name

Name

Title

Title

Signature

Signature

Date

Date

Street Address

Street Address

City, State & Zip

City, State & Zip

If the developer is a corporation, this statement should be signed by the president and secretary of the corporation; if an individual or proprietorship, by such individual; if a partnership, by one of the general partners; if an entity not having a president and secretary, by one of its chief officers having knowledge of the financial status and qualifications of the developer.

**Downtown National City Smart Growth
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Appendix C – Project Pro Forma Template

ATTACHMENT C

Pro Forma Template

Mixed-Use

TABLE 1

PROJECT DESCRIPTION
DOWNTOWN NATIONAL CITY SMART GROWTH

I. Total Site Area

- A. Subject Site _____ Acres
- B. Private Parcels _____ Acres
- C. Total Site Area _____ Acres

II. Gross Building Area (GBA)

- A. Residential - For Sale
 - Net Saleable Area _____ SF
 - Common Areas/Circulation _____ SF (1)
 - Total Gross Building Area - Residential - For-Sale _____ SF
- B. Residential - Rental
 - Net Rentable Area _____ SF
 - Common Areas/Circulation _____ SF (1)
 - Total Gross Building Area - Residential - Rental _____ SF
- C. Commercial
 - Net Leasable Area _____ SF
 - Common Areas/Circulation _____ SF (1)
 - Total Gross Building Area - Commercial _____ SF
- D. Other: _____ SF
 - Net Leasable Area _____ SF
 - Common Areas/Circulation _____ SF (1)
 - Total Gross Building Area - Other: _____
- E. Grand Total GBA _____ SF

III. Construction Type _____

IV. Number of Stories (above grade) _____ Stories

TABLE 1 CONTINUED ON NEXT PAGE →

(1) Provide break-out of what is included and SF of each (community room, laundry, leasing office, circulation, etc.).

TABLE 1 (CONT'D.)

PROJECT DESCRIPTION
DOWNTOWN NATIONAL CITY SMART GROWTH RFP

V. Unit Mix

Average
Unit Size

A. Residential - For Sale

Studio	_____	Units	_____	SF
One Bedroom	_____	Units	_____	SF
Two Bedroom	_____	Units	_____	SF
Three Bedroom	_____	Units	_____	SF
Four Bedroom	_____	Units	_____	SF
Total Number of Units - For-Sale	_____	Units	_____	SF

B. Residential - Rental

Studio	_____	Units	_____	SF
One Bedroom	_____	Units	_____	SF
Two Bedroom	_____	Units	_____	SF
Three Bedroom	_____	Units	_____	SF
Total Number of Units - Rental	_____	Units	_____	SF

C. Total/Average - All Units

_____	Units	_____	SF
-------	-------	-------	----

VI. Parking

A. Residential Parking	_____	Spaces	_____	(Type of Parking)
B. Commercial Parking	_____	Spaces	_____	(Type of Parking)
C. Other Parking	_____	Spaces	_____	(Type of Parking)
D. Total Parking	_____	Spaces		

TABLE 2

**ESTIMATED DEVELOPMENT COSTS
DOWNTOWN NATIONAL CITY SMART GROWTH RFP**

	<u>Totals</u>
I. Acquisition Costs	
Subject Site	\$ _____
Private Parcels	\$ _____
Total Acquisition Costs	\$ _____
II. Direct Costs	
Off-Site Improvements	\$ _____
On-Site Improvements/Landscaping	\$ _____
Remediation	\$ _____
Parking	\$ _____
Shell Construction - Residential - For-Sale	\$ _____
Shell Construction - Residential - Rental	\$ _____
Shell Construction - Commercial	\$ _____
Shell Construction - Other	\$ _____
Tenant Improvements - Commercial	\$ _____
Amenities/FF&E	\$ _____
Contingency	\$ _____
Total Direct Costs	\$ _____

Please check the appropriate statement:	Check box:
1. Prevailing wage requirements are included in the direct costs above.	<input type="checkbox"/>
2. Prevailing wages are not reflected in the direct costs above.	<input type="checkbox"/>

TABLE 2 CONTINUED ON NEXT PAGE →

TABLE 2 (CONT'D.)

**ESTIMATED DEVELOPMENT COSTS
DOWNTOWN NATIONAL CITY SMART GROWTH RFP**

	<u>Totals</u>
III. Indirect Costs	
Architecture & Engineering	\$ _____
Permits & Fees	\$ _____
Legal & Accounting	\$ _____
Taxes & Insurance	\$ _____
Developer Fee	\$ _____
Marketing/Lease-Up - Residential	\$ _____
Marketing/Lease-Up - Commercial	\$ _____
Contingency	\$ _____
Total Indirect Costs	\$ _____
IV. Financing Costs	
Loan Fees	\$ _____
Interest During Construction	\$ _____
Interest During Sales/Lease-Up	\$ _____
HOA Dues on Unsold Units	\$ _____
Operating Lease-Up/Reserves	\$ _____
Total Financing Costs	\$ _____
V. Total Development Costs	\$ _____

TABLE 3

SALES PROCEEDS - RESIDENTIAL - FOR-SALE
DOWNTOWN NATIONAL CITY SMART GROWTH RFP

	<u>Average Unit Size</u>	<u># of Units</u>	<u>Average Price Per SF</u>	<u>Average Price Per Unit</u>	<u>Gross Sales</u>
I. Sales Proceeds					
Studio	_____ SF	_____	\$ _____	\$ _____	\$ _____
One Bedroom	_____ SF	_____	\$ _____	\$ _____	\$ _____
Two Bedroom	_____ SF	_____	\$ _____	\$ _____	\$ _____
Three Bedroom	_____ SF	_____	\$ _____	\$ _____	\$ _____
Four Bedroom	_____ SF	_____	\$ _____	\$ _____	\$ _____
Total/Average	_____ SF	_____	\$ _____	\$ _____	\$ _____

II. Net Sales Proceeds

Gross Sales Proceeds		\$ _____
(Less) Cost of Sale @ _____ % of Gross Sales Proceeds		(\$ _____)
(Less) Target Developer Profit @ _____ % of Gross Sales Proceeds		(\$ _____)

Net Sales Proceeds - Residential - For-Sale	\$ _____
--	-----------------

TABLE 4

**NET OPERATING INCOME - RESIDENTIAL - RENTAL
DOWNTOWN NATIONAL CITY SMART GROWTH RFP**

	<u># of Units</u>	<u>Net Monthly Rent</u> (1)	<u>Rent/SF</u>	<u>Total Annual</u>
I. Residential Income				
Studio	_____	\$ _____	\$ _____	\$ _____
One Bedroom	_____	\$ _____	\$ _____	\$ _____
Two Bedroom	_____	\$ _____	\$ _____	\$ _____
Three Bedroom	_____	\$ _____	\$ _____	\$ _____
Total/Average		\$ _____	\$ _____	\$ _____
II. Total Residential Income				
Add: Other Income		\$ _____ Unit/Month		\$ _____
III. Gross Scheduled Income (GSI)				
				\$ _____
(Less) Vacancy	_____ % of GSI			\$ _____
IV. Effective Gross Income (EGI)				
				\$ _____
V. Operating Expenses				
(Less) Operating Expenses		\$ _____ Unit/Year		\$ _____
(Less) Replacement Reserves		\$ _____ Unit/Year		\$ _____
(Less) Property Taxes		\$ _____ Unit/Year		\$ _____
(Less) Services/Amenities		\$ _____ Unit/Year		\$ _____
Total Operating Expenses		\$ _____ Unit/Year		\$ _____
VII. Net Operating Income (NOI) - Residential - Rental				\$ _____

(1) If applicable, please provide source and break-out of utility profile.

TABLE 5

**NET OPERATING INCOME - COMMERCIAL
DOWNTOWN NATIONAL CITY SMART GROWTH RFP**

	<u>SF</u>	<u>Rent/SF</u>	<u>Total Annual</u>
I. Gross Scheduled Income (GSI)			
Commercial	_____	\$ _____/SF/Month	\$ _____
Commercial	_____	\$ _____/SF/Month	\$ _____
Total/Average Commercial GSI	_____	\$ _____/SF/Month	\$ _____
II. Effective Gross Income (EGI)			
(Less) Vacancy		_____ % of GSI	\$ _____
Total Effective Gross Income			\$ _____
III. Operating Expenses			
(Less) Commercial Operating Expenses @			(\$ _____)
IV. Net Operating Income (NOI) - Commercial			\$ _____

TABLE 6

**FINANCING SURPLUS/(DEFICIT)
DOWNTOWN NATIONAL CITY SMART GROWTH RFP**

	<u>Totals</u>
I. Sources of Funds	
Net Sales Proceeds - For-Sale Residential (Table 3)	\$ _____
Supportable Permanent Loan - Rental Residential (1)	\$ _____
Supportable Permanent Loan - Commercial (2)	\$ _____
Equity Contribution	\$ _____
Income During Construction/Lease-Up	\$ _____
Other: _____	\$ _____
Other: _____	\$ _____
Total Sources of Funds	\$ _____
II. (Less) Development Costs (Table 2)	(\$ _____)
III. Financing Surplus/(Deficit)	\$ _____

(1) Rental Residential Supportable Permanent Loan Assumptions:

Net Operating Income	\$ _____
Debt Service Coverage Ratio @	_____
Interest Rate @	_____ %
Term (Years)	_____ Years
Annual Debt Service	\$ _____

(2) Commercial Supportable Permanent Loan Assumptions:

Net Operating Income	\$ _____
Debt Service Coverage Ratio @	_____
Interest Rate @	_____ %
Term (Years)	_____ Years
Annual Debt Service	\$ _____

TABLE 7

PERMANENT SOURCES AND USES BY COMPONENT
DOWNTOWN NATIONAL CITY SMART GROWTH RFP

	(A) Residential For-Sale	(B) Residential Rental	(C) Commercial	(A + B + C) Total
I. Uses of Funds				
A. Development Costs	\$	\$	\$	\$
B. Proposed Land Payment (1)	\$	\$	\$	\$
C. Total Uses of Funds	\$	\$	\$	\$
II. Permanent Sources of Funds				
A. Private Sources of Funds				
1. Residential Net Sales Proceeds	\$	n/a	n/a	\$
2. _____	\$	\$	\$	\$
3. _____	\$	\$	\$	\$
4. _____	\$	\$	\$	\$
Total Private Sources of Funds (2)	\$	\$	\$	\$
B. Public Sources of Funds				
1. _____	\$	\$	\$	\$
2. _____	\$	\$	\$	\$
3. _____	\$	\$	\$	\$
4. _____	\$	\$	\$	\$
Total Public Sources of Funds (3)	\$	\$	\$	\$
C. Total Sources of Funds	\$	\$	\$	\$

(1) Do not complete line I-B if proposing a ground lease payment.
 (2) Total private funding sources should correspond to funding sources itemized on Table 6.
 (3) Total public sources of funds should equal requested public financial assistance on Table 6.