



**University of Maryland, College Park  
Department of Procurement and Supply**

**Request for Proposals (“RFP”) No. 82465-W**

**PART B**

**EAST CAMPUS REDEVELOPMENT INITIATIVE:  
PUBLIC/PRIVATE PARTNERSHIP  
AT  
UNIVERSITY OF MARYLAND, COLLEGE PARK**

**ISSUE DATE:** Wednesday, November 9, 2006

**“PART B” PROPOSAL DUE :** **Tuesday, January 23, 2007 at 2:00 P.M.**  
**Department of Procurement and Supply**  
**University of Maryland**  
**Chesapeake Building #338, Room 2113-R**  
**College Park, MD 20742-3111**

**PROCUREMENT / ISSUING OFFICE:** University of Maryland  
Department of Procurement and Supply  
2113-R Chesapeake Building  
College Park, MD 20742-3111

**PROJECT MANAGEMENT:** University of Maryland  
Facilities Management  
2310 Service Building  
College Park, MD 20742

**PROCUREMENT OFFICER:** Mr. James Stirling, 301-405-3372 FAX: 301-314-9565

## TABLE OF CONTENTS

	<u>PAGE</u>
SOLICITATION SCHEDULE.....	3
SECTION I - Notice To Proposer(s)/Developer(s) .....	4
SECTION II - Evaluation Factors, Deliverables and Selection Criteria.....	9
SECTION III - Instructions to Proposer(s)/Developer(s).....	13
A. Issuing Office.....	13
B. Due Date and Time.....	13
C. Questions and Inquiries.....	14
D. Proposal Submittal.....	14
E. Site Investigation.....	14
F. Time of Completion.....	15
G. Terminology.....	15
H. Clarifications and Amendment.....	15
I. Right to Accept, Reject, and Negotiate Proposals or Waive Informalities.....	15
J. Proposal Acceptance.....	16
K. Economy of Preparation.....	16
L. Confidentiality/Proprietary Information.....	16
M. Incurred Expenses.....	16
N. Discussions.....	16
O. Debriefing of Unsuccessful Proposers.....	17
P. Security Required.....	17
Q. Payment and Performance Bonds Required.....	17
R. Evidence of Responsibility.....	18
S. Minority and Disadvantaged Business Notice	

ATTACHMENTS (Located at [www.eastcampus.umd.edu](http://www.eastcampus.umd.edu) unless otherwise noted).

All content posted on the project website referenced above, as of the date of RFP release, is incorporated by reference into the RFP. By responding to the RFP, the proposer (“Proposer”) acknowledges that it has accessed the website and has reviewed all of the information provided.

**REMAINDER OF PAGE INTENTIONALLY LEFT BLANK**

## SOLICITATION SCHEDULE

### RFP Part A

**COMPLETED-FINALISTS NOTIFIED 10/26/06**

### RFP Part B

Submittal Requirements Released:	Wednesday, November 9, 2006	
Pre-Proposal Conference and Initial Site Visits:	Week of November 27, 2006 (To be scheduled individually with each finalist)	
Additional Site Visits	November 27 – December 22 (available by appointment)	
Deadline for Questions:	Must be submitted in writing to Issuing Office no later than 4:00 PM, Friday, January 5, 2007	
Part B Proposal Due:	Tuesday, January 23, 2007	2:00 PM
Part B Interviews	January 30-31, 2007	PROJECTED
Evaluation Committee Selection of Prospective Development Partner:	Wednesday, February 28, 2007	PROJECTED
Prospective Development Partner Confirmed:	March 2007	PROJECTED
Agreements Fully Negotiated:	June 2007	PROJECTED
Agreements Approved/Executed	July 2007	PROJECTED

**The University reserves the right to adjust this schedule if it deems it to be in its best interest.**

## SECTION I NOTICE TO PROPOSER(S)/DEVELOPER(S)

### **A. Background and Goals**

**Background.** The College Park campus is the State's flagship campus with programs and faculty nationally and internationally recognized for excellence in research and the advancement of knowledge. The University in recent years has become one of the country's top 20 public research universities and is on an upward trajectory towards being in the top 10 public research universities in the country.

The University is recognized as a leading economic engine for research and development for the State of Maryland. It has a sponsored research program of approximately \$350 Million/year that includes strong research links to the National Institutes of Health, NASA, Fort Meade and other research hubs. The University has a multitude of premiere schools and programs that are a significant draw to the campus and area businesses. With convenient Metro access, and located a short distance from the Nation's Capital, the University considers this East Campus Redevelopment Initiative a national marquee project for both the selected developer and the University.

**Goals.** The primary reason the University is soliciting redevelopment proposals is to realize a vibrant, inviting, high quality mixed-use project that will support the University on its path to becoming one of the top 10 public research universities in the country. The project must be an attraction for world-class faculty, students and research partners by creating a lively, successful town center destination in which they can work, shop, live, learn and play. The project should create a pedestrian friendly environment that complements and grows the many assets of the University. The specific development goals for the project are:

1. To provide amenities that will help attract outstanding students and exceptional faculty and staff and serve the needs of the University, the local community and the many visitors to the campus and surrounding area.
2. To establish a connection between the main University campus, the North gate area, the East Campus site, the City of College Park, the College Park Metro, and the M Square Research Park.
3. To stimulate high quality development, elevating the character and design standard for the U.S. Route 1 corridor.
4. To engage the community as a stakeholder and to weave the interests of the University into the fabric of the local community.

While not mandating these uses, the University envisions a vibrant town center that could include retail, residential, office, hotel/conference, day care, structured parking facilities, and high quality public spaces. The proposed project must combine elements often associated with the best college towns with uses that will draw visitors and patrons, not only from the College Park Campus, but from the region and surrounding communities as well. The University is

looking for a project that will create a sense of place with a well-balanced mix of uses that generates activity and pedestrian presence 18 hours per day.

It will take a dynamic public and private collaboration to realize this project. Upon selection of a developer and a project that the University is convinced will meet its goals, the University will use its good offices to help the selected developer to complete the project.

## **B. Key Considerations**

The purpose of Part B is to engage your team's expertise and creativity to realize a strong design inspiration and vision for the East Campus project that achieves the University's goals. No specific use or tenant mix is required. There are, however, certain uses and outcomes of the project that are desirable. The University wants you to describe what **you** perceive to be the best project that will 1) be successful, and 2) reflect the goals of the University. If the project you propose does not include some of the uses and outcomes that the University finds desirable, you should explain why the uses were not included and address the impact of adding such use or outcome to the project proposal from a financial and project success perspective (for more details on submission deliverables, please see Section II.B.2). Again, recognizing that no specific use, tenant mix or financial proposal is required, an optimal project will address the following:

1. Housing Mix. The University views an upscale, high quality housing mix to be a key element of a vibrant town center and would like to realize a mix that will include:
  - upscale market rate housing geared towards empty nesters, professionals, faculty, staff, and families to enjoy the many amenities of a university-oriented town center;
  - affordable graduate housing with a approximately 450 beds. The mix should be approximately one-third of the beds in 2 BR, 1 BA units and two-thirds of the beds in 4 BR, 2 BA units. In 2006 dollars, the affordable rental rate for 2BR units is approximately \$950/month/bed and the for 4BR units the affordable rental rate is approximately \$600/month/ bed. Resident graduate students will be permitted to purchase on-campus parking on the same basis as other students, on a first-come, first-served basis.
  - East Campus is intended to include a mix of housing types, including a healthy market rate component. It is not intended to be a predominantly student housing community.
  
2. Childcare. An affordable infant and childcare program is of significant interest to the University that, in part, provides for child care in the infant to 3 years old range, with infant care for at least 12 infants. The University is interested in such a program either in the East Campus project or proposers may enter into longterm commitments with State and NAEYC approved child/infant care providers proximate to the University that will address this component.

3. Hotel. Currently there is no high quality hotel on the Route 1 corridor to serve visitors to the University. A high quality hotel is viewed as an asset to the University.
4. Bookstore. The University recognizes that an upscale, nationally recognized bookstore may be a desirable component of the East Campus town center. The University has an existing contract with a national bookstore which is currently in the Stamp Student Union. That contract contains certain restrictions that would preclude a second bookstore on the Project site. This contract expires in May, 2009. The University would support a bookstore on the East Campus upon expiration of the contract **if** 1) a bookstore continues to be located in the Stamp Student Union for the sale of textbooks, soft goods, collegiate wear and other related items to meet faculty, student and visitor needs; and 2) the location of a bookstore in the East Campus project is, at a minimum, net revenue neutral to the University. If any portion of the bookstore is relocated, proposers may suggest how the University can best utilize any bookstore space vacated in the Stamp Student Union. The University will be under no obligation to accept any such suggestion, but welcomes the suggestion.

In addition to the foregoing potential project elements, the following are key considerations to help you in the formation of your proposal. For the University's expectations relative to the land transaction structure, please consult Part A, Section I.E. of the RFP.

5. The Project Site is not to be landbanked and certain conditions precedent will need to be satisfied to ensure prompt and successful development.
6. The University does not contemplate use of the University System of Maryland debt capacity directly, or indirectly, for this project, including for relocation of University uses. Additionally, the development must not require any University or State occupancy, guarantees or financial commitment.
7. The University's Environmental Stewardship Guidelines which are incorporated in the University Master Plan should be taken into consideration in the development of a concept, and if selected, the Project.
8. The Project Site will be provided "as is" and the selected developer will be afforded the opportunity to do site investigation. The University makes no representations as to whether or not the Project Site will qualify for benefits of the Maryland Brownfields program, however, if the Project Site will qualify, the University will support the selected developer in a request for participation in the Brownfields program.
9. Currently planned transportation improvements, including proposed alignments for the Bi-County Transitway, should be reflected in the development plan (developers may work with MTA to determine how to reasonably preserve alignment options). Shuttle UM service may be provided to the Project Site. The project may be required to contribute to the cost of providing such service.
10. Notwithstanding anything to the contrary in Part A, although the land is tax-exempt, you should assume that the proposed private improvements will be subject to taxes or a payment in lieu of taxes. The University will support a proposal to use tax increment financing to offset eligible Project costs.
11. Developers are encouraged to check applicable state and local codes to determine if any tax credits may apply to a proposed project. The University will, if necessary, support

the creation of a special taxing district to fund the cost of public infrastructure or other project costs.

12. Although University land is not subject to zoning and local codes, the proposal should assume that, other than the relocated University facilities, the mixed-use development will be subject to county approval.
13. The Development team, with support from the University, is expected to work collaboratively with the University, community, local and county authorities and neighborhood organizations during all phases of project planning and execution.
14. Notwithstanding any statement to the contrary in Part A of this RFP, the University will **not** require that its pre-development costs be reimbursed if a developer successfully enters into a binding agreement for the development of the project. The University may, however, require performance security appropriate to different stages of the agreement process.
15. The University will provide police services on the East Campus. The project will be required to contribute to the costs of such services.
16. The University reserves the right to require that the Code of Student Conduct apply to any student housing.
17. The net revenues from Old Leonardtown (which has approximately 240 undergraduate beds) are critically important to the University. Therefore, although Old Leonardtown may be removed with or without replacement of the 240 affordable undergraduate beds as part of a proposed project, the University will require that the transaction be structured so that such removal is net revenue neutral to the University.
18. The East Campus Site consists of approximately 38 acres. The selected developer will be required to master plan development for the entire 38 acres. The site should be viewed as a minimum of two blocks, with Block 1 being the New Leonardtown portion of the site consisting of approximately 5 acres, and Block 2 being the remainder of the East Campus Site. Both Blocks 1 and 2 are as shown on the exhibit on the East Campus website. New Leonardtown contains approximately 400 affordable undergraduate beds and parking. Both the beds and the net revenue realized from New Leonardtown are critically important to the University. Therefore, while not prescribing any particular phasing of development of the East Campus site, Block 1 with New Leonardtown will not be permitted to be developed unless and until the University is assured that: a) all undergraduate beds will be replaced and be affordable to the students, and b) the net revenue from New Leonardtown is fully and satisfactorily addressed.

### **C. Facilities Relocation Considerations and Requirements**

The Developer will be permitted to relocate current tenants on East Campus. The list of such tenants may be found on the East Campus website with a map color coded and number coded respectively which may also be found on the East Campus website. Developer should assume that the University will require “turn key” occupancy, and that the Developer will move the tenants, including the tenants’ furniture and other associated FF&E, upon Developer’s schedule, with adequate notice to the University. The Developer may assume that all relocated facilities may be connected to the University’s infrastructure. The Developer should also consider the following:

- Any University uses that are removed from East Campus to allow for the Redevelopment Project must be replaced ( with associated parking, if any, unless otherwise approved by the University) PRIOR to removal of such use from the Project Site. This provision does not apply with respect to Old Leonardtown which should be addressed as stated in Section I.B.1.
- Replacement facilities built on the University's main campus are subject to University codes and approval as to location, design and construction.
- While some University uses may be relocated to the sites identified as possible destinations as listed on the East Campus website, the existing University Administrative offices may be replaced on the Project Site, on another location on the main campus, or to another location under the Developer's ownership or control upon University approval.
- If University uses are relocated to sites made available on University property, the land necessary to accommodate the relocated facility will be provided at no cost.
- It should be noted that one of the possible on-campus relocation destinations, the Wooded Hillock, already has some tenancy, which will need to be relocated to accommodate the East Campus tenant moves. (Please see the East Campus website.)
- Additional information about the Relocation Facilities will be provided at the pre-proposal conferences or through the question and answer vehicle discussed elsewhere in this document.

**END OF SECTION I**

**REMAINDER OF PAGE INTENTIONALLY LEFT BLANK**

## SECTION II

### EVALUATION FACTORS, DELIVERABLES AND EVALUATION CRITERIA

#### A. RFP Part B Process

Having recently completed Part A of the selection process under RFP #82465-W, the University is soliciting response to this Part B of the RFP from Proposers designated as Finalists at the conclusion of Part A. Response to Part B is therefore restricted to those designated Finalists only. No other response will be considered by the University.

Part B of the RFP is a continuation of the solicitation process initiated with Part A. In preparing your response to Part B, the information provided in Part A should be considered along with the provisions of Part B. You should ask for clarification of any perceived inconsistency between Part A and Part B of the RFP

In contrast to Part A of the RFP process, which focused primarily on the qualifications of the proposed Developer and its proposed Development Team, Part B will focus on specific plans for the project and the financial structure of the transaction.

Each Proposer/Developer will be afforded an opportunity to meet with University representatives to discuss the University's goals and objectives in more detail; to address any questions that the Proposer/Developer may have; and to conduct a more detailed investigation of the site and the University-owned facilities to be relocated.

Following submittal of Proposals as specified herein, the University will evaluate the information using the specified evaluation criteria and will rank the proposals from highest to lowest on the basis of the the project that best meets the goals of the University and offers the University the best value in the context of achieving its goals. The University may elect to engage in discussions with any/all of the Proposers and will invite Proposers for an interview session with the Evaluation Committee. Information gained during discussions or interviews will be considered by the Evaluation Committee in developing its final recommendation for ranking of the Proposals. That recommendation will be forwarded to the Procurement Officer for review and approval. Final approval of the ranking and recommendations of the Evaluation Committee is at the sole discretion of the Procurement Officer.

Should the University and the highest ranked Proposer fail to successfully reach agreement through negotiations in a reasonable period of time, the University retains the unilateral right to cease negotiations and to immediately commence negotiations with the next highest ranked Proposer/Developer.

No agreements or understandings between the University and the selected developer shall be binding until development documents have been reviewed by the Maryland Office of the Attorney General and duly executed and delivered by the Developer and the University, and until the University has received the requisite approval for the development from its Board of Regents and the Maryland Board of Public Works.

## **B. Part B Proposal – Evaluation Criteria and Required Deliverables**

### **1. Evaluation Criteria**

The RFP Part B responses detailing your plans and proposals, combined with the information provided in Part A, as updated by you on your team capabilities and capacity, will guide the University in its Developer selection process.

The key drivers in this selection process will be the following, in priority order, which you should address in detail in your response, assuming also the key considerations and requirements in Parts A and B:

- a. Physical and functional plans for the development of the East Campus that appear best able to attain the goals of creating a vibrant mixed-use town center on the East Campus as described in the Introduction to this Part B.
- b. A pre-construction, construction and lease-up/occupancy schedule that meets the requirements of a) above and minimizes the time required to achieve completion of the relocation facilities, the first stage of development and completed development of the site.
- c. A financial structure that guarantees the University specific returns on the value the University brings to the project.

### **2. Required Deliverables**

The required deliverables outlined below are aimed at providing the detailed information the University needs to make its selection based on these evaluation criteria.

#### **a. Summary Statement**

Please provide our evaluation team with a summary statement that synthesizes your team's development concept, financial proposal and capability and describes why your approach and solution are best suited to meet the University's goals for the East Campus project. If your plans deviate from those goals and key considerations, describe how and why. You should describe how and when each of the programmatic elements will be able to be incorporated into the project and clearly describe any financial or other implications for doing so.

#### **b. Land Use and Development Plans**

Illustrate and describe proposed land use and development plans at full build-out, including at a minimum:

- Relocation of existing East Campus facilities, showing locations and layouts
- Locations, layouts, square footages, and other characteristics of retail, office, entertainment, hospitality and related uses. Neither a model, nor renderings is required, but proposed building heights, massing plans and densities should be clearly delineated throughout the site. Typical elevations would be helpful.
- Locations, unit sizes, descriptions and price points of housing uses

- Location, layout, function and programming for streets and other public spaces
- Circulation including transit, automobile, bicycle and pedestrian circulation within the site and connecting to key points outside the site should be shown.
- 
- Pedestrian, bicycle and vehicular connections to Metrorail, M Square, Main Campus and the City of College Park. For each component identified in Section I.B.1-5 that is proposed, describe the size of the overall component, the timing, financial and other requirements that would be necessary to incorporate the specific element into the proposal.

### **c. Phasing and Timetable**

Illustrate and describe proposed land use and development plans, with all elements listed above, for each phase of development that you propose. Identify pre-development and entitlement and approval milestones. For subsequent phases, provide estimated dates for start and occupancy and descriptions of the elements that would be completed.

For each phase, describe the specific parcel within the East Campus site that the University would, upon developer's satisfaction of certain conditions, be required to commit to development and place under lease to you.

### **d. Proforma and Cash Flows**

Describe the ownership structure and financial deal structure or structures you propose and provide a detailed proforma for the predevelopment, development and occupancy phases of the project for each deal structure you propose. The proforma should extend through the complete term of the ground lease(s) you propose.

The proforma(s) must break out and correlate to the timing of your proposed development phases and must detail cost, revenue and inflation assumptions, as follows:

- Pre-development costs
- Costs of relocating facilities from the East Campus site, broken out for each facility
- Soft and hard development costs by functional use (i.e., housing, retail, office, parking, hotel, etc.)
- Infrastructure costs and who pays them
- Cash flows to the development team and the University

Specify your assumption of stabilized rents for Phase I and when stabilized cash flow will be achieved.

Detail by time and magnitude all financial flows that your team and the University would receive from the development over the term(s) of the ground lease(s) and also provide the value of the University's returns discounted at 8% over the life of the ground lease(s).

Provide estimates of the project's asset value to you and the University for each development phase and for the completed project as a whole.

The proposer must demonstrate its longterm commitment (financial and operational) to the project, including plans for continuing investment and tenanting of the project.

If the following are not included in your proposal, provide a discussion and spreadsheet on a line-item basis detailing the specific impact on costs, revenues and financial flows to you and the University that would attach to inclusion of the following in the project:

- Undergraduate housing replacement including costs, time constraint on demolishing undergraduate housing
- Graduate student housing rent caps
- Child care, including development of facility and program operation etc.
- Bookstore
- Hotel

For purposes of assisting the University with its review of the proposal, Developers are requested to provide an electronic copy of the information requested in this section.

**e. Development Risk**

Describe your plan for mitigating development risks through all phases of the development. Describe what form of assurance you are prepared to give the University that you will commence and complete development as described in your land use and development plans and your proformas.

**f. Financial Interests**

Identify and detail the overall financial relationship between your team and any investors or banking partners you expect to have during the lifetime of the project. Describe the basis of your financial offer to the University. Detail the financial strength of the development team and its investment partners, including the net worth of the entities that will sign the transaction documents. Identify any further guarantees the University will be able to depend on over the life of the project. Identify the equity your team will have in the project (through the lifetime of the project). Describe how the University's interest will be safeguarded and/or recognized in the case of a refinancing or sale of the project or project elements.

**g. Economic Impact of the Development**

Estimate your development's contribution to employment, local and state economic product and tax revenues over the life of the project. Highlight any other associated economic, workforce or community benefit programs your team is prepared to commit to as part of the project.

**END OF SECTION II**

**REMAINDER OF PAGE INTENTIONALLY LEFT BLANK**

**SECTION III**  
**INSTRUCTIONS TO PROPOSER(S)/DEVELOPER(S)**

**A. Issuing Office**

1. The Issuing Office for this Request for Proposals is:

UNIVERSITY OF MARYLAND  
Department of Procurement and Supply, Room 2113-R  
Chesapeake Building (#338)  
College Park, Maryland 20742-3111  
Attn: James Stirling

Office Phone: 301-405-3372                      FAX: 301-314-9565

2. The Issuing Office will be the sole point of contact for all questions or inquiries regarding preparation and submittal of this Proposal.
3. Items affecting the scope of work or conditions of any resulting Contract will be addressed by amendments or clarification, e-mailed, faxed or mailed directly to the Proposers.
4. This solicitation is subject to USM Procurement Policies and Procedures.

**B. Due Date & Time**

1. Proposals shall be prepared and submitted as specified in this RFP. Proposals must arrive at the Issuing Office, by the date and time specified in the Solicitation Schedule in order to be considered. Proposers shall clearly mark original copies as such.
2. Proposers shall allow sufficient mail delivery time to ensure timely receipt of Proposals by the Issuing Office. Proposals or unsolicited amendments arriving after the due date and time will not be considered.
3. **LATE PROPOSALS:** Any Proposal, request for withdrawal, or modification of a proposal that is not received at the designated location, time and date set forth herein will be deemed late and therefore not be considered. Delivery of the Proposal to the specified location by the prescribed time and date is the sole responsibility of the Contractor. Exceptions may be authorized, at the sole discretion of the Procurement Officer, when the reason for the late Proposal, late request for withdrawal or late modification of a Proposal is due to the action or inaction of the University. A record of the late Proposal, request for withdrawal, or modification of a Proposal, shall be made in the appropriate procurement file.

### **C. Questions and Inquiries**

1. Questions and inquiries shall be directed to the individual referenced in "A." (Issuing Office) above. The Issuing Office is open from 8:00 a.m. to 5:00 p.m. weekdays, however the Issuing Office will be closed on November 23 – 24, 2006 and December 25, 2006 – January 2, 2007.
2. Items affecting the scope of work or conditions of the Contract shall be subject to the conditions of the paragraph headed "Clarifications and Amendment" to this RFP.

### **D. Proposal Submittal**

1. The Part B Proposal shall be submitted in a sealed envelope/box clearly identified with "RFP No.82465-W East Campus Redevelopment Initiative". Proposers shall submit one (1) original and nineteen (19) copies, for a total of twenty (20) sets of the Part B Proposal.
2. A transmittal letter prepared on the Proposer's business stationary must accompany the Part B Proposal Submittal. The purpose of this letter is to transmit the Proposal; therefore, it should be brief, but shall list all items contained within the Part B Proposal. The letter must be signed by an individual who is authorized to bind the Proposer to all statements, including services and financial, contained in the Part B Proposal.
3. Proposal shall be completed as stated in Section II and shall include any/all required forms. Submittals shall be in ink or typed, and should be prepared in a clear and precise manner. All points of the RFP solicitation must be addressed. Erasures and/or alterations shall be initialed in ink by the signer.

### **E. Site Investigation**

By submitting a proposal, the proposer acknowledges that he has investigated and satisfied himself as to the conditions affecting the work, including but not restricted to those bearing upon transportation, disposal, handling and storage of materials, availability of labor, water, and electric power. Any failure by the offeror to acquaint himself with the available information will not relieve him of responsibility for estimating properly the cost of successfully performing the work. The University shall not be responsible for any conclusions or interpretations made by the proposer of the information made available by the University.

### **F Time of Completion**

The schedule for design and construction of the improvements associated with implementation of the approved redevelopment plan is subject to negotiation and will be incorporated into the Transaction Documents prior to execution by both parties.

## **G. Terminology**

All references in this RFP to Contractor, Proposer, Developer, Architect, and other person or persons are made relative to the singular person, male gender (e.g. "he", "him", "his", "it", etc.). These are intended only as generic terms relative to number and gender, and are employed solely to simplify text and to conform with commonly used language.

The terms "You", "Proposer", "Offeror" and "Developer" are used interchangeably in this RFP and are intended to refer to the same entity, that is, the entity responding to this RFP.

## **H. Clarifications and Amendment**

1. Should a proposer find discrepancies in the proposal documents, or be in doubt as to the meaning or intent of any part thereof, he must, request clarification in writing from the Issuing Office no later than January 5, 2007. Failure to request such clarification is a waiver of any claim by the proposer for expense made necessary by reason of later interpretation of the proposal documents by the University. Requests shall include the proposal number and title.
2. Oral explanations or instructions will not be binding; only written amendments will be binding. Amendments will be mailed to all listed holders of this RFP or posted on the Project website. Proposers shall acknowledge receipt of all amendments in the space provided on the form furnished with each amendment.
3. The University reserves the right to issue an amendment or clarification on its own initiative. Such amendment or clarification may be in response to a question received from any developer that is generic in nature or may be University initiated.

## **I. Right to Accept, Reject, and Negotiate Proposals or Waive Informalities**

1. The University reserves the right to accept and/or reject any and all Proposals, in the best interest of the State of Maryland. For the same reason, the University reserves the right to waive any technicality or minor irregularity in any Proposal.
2. All Proposals will be subject to negotiation. Both the Developer and the University promise to negotiate in good faith. The University may exercise its rights, to the extent allowed under applicable law, to recover from Developer the University's incurred project-related expenses, as liquidated damages not as a penalty.
3. The University may cancel this Request for Proposal, in whole or in part, at any time until the Transaction Documents are fully executed.

**J. Economy of Preparation**

Proposals should be prepared simply and economically, providing a straightforward, concise description of the proposer's offer to meet the requirements.

**K. Confidentiality/Proprietary Information**

Developers should give specific attention to the identification of those portions of Part B Proposals deemed to be confidential, proprietary information or trade secrets, and provide justification of why such materials, upon request, should not be disclosed by the University under the Access to Public Records Act, State Government Article, Title 10, Subtitle 6 of the Annotated Code of Maryland. Proposers must clearly indicate each and every section that is deemed to be confidential, proprietary, or a trade secret. It is not sufficient to preface the Part B Proposal with a proprietary statement.

Unless materials are properly noted as confidential/proprietary and proper justification is provided as required above, all materials submitted by the Developer become the property of the University and may be returned to the Developer at the sole discretion of the University. The University has the right to use any/all ideas, not noted as confidential/proprietary, presented in any response to the RFP, whether the Proposer/Developer is selected by the University or not.

**L. Incurred Expenses**

The University will not be responsible for any costs incurred by any vendor/firm in preparation and submittal of a proposal.

**M. Discussions**

This solicitation is a request for Competitive Sealed Proposals under University System of Maryland, Procurement Policies and Procedures. The University may elect to engage in discussions with one or more Proposers on issues involving price or technical factors at any time prior to selection of the prospective awardee.

**N. Debriefing of Unsuccessful Proposers**

A debriefing of an unsuccessful Proposer shall be conducted upon written request submitted to the Procurement Officer within ten (10) days of the date on which the Proposer knew, or should have known, its Proposal was unsuccessful. The debriefing shall be limited to a discussion of the Proposer's unsuccessful Proposal. The debriefing will be oral and shall provide information on areas in which the Proposal was deemed weak or insufficient. The debriefing may NOT include discussion of a competing

offeror's Proposal or discussion, thoughts, notes or ranking from an individual evaluation committee member. A summarization of the Procurement Officer's rationale for the selection may be given.

**O. Proposal Security**

Developer will be required, within five (5) working days of notice of Development Partner Confirmation, to deliver a Proposal Bond or Letter of Credit, or other security acceptable to the University in the amount of One Hundred Thousand and 00/100 Dollars (\$100,000.00), in form acceptable to the University, to cover the University's cost and expenses in the event that the transaction documents are not consummated as contemplated. Surety company must be licensed to issue bonds in the State of Maryland or have an agent licensed to do business in the State of Maryland. The University shall retain the Proposal Security until a development agreement is executed. Upon execution of a binding development with security as provided therein, the Proposal Security will be returned to the developer. If the selected developer and the University do not enter into an agreement for the development of the East Campus, the University will use the Proposal Security to off-set its expenses related to this RFP process and the project.

**P. Payment and Performance Bonds**

Performance bonds and payment bonds covering the full value of each contract will be required for construction projects undertaken by the Developer on the Project Site. Performance and payment bonds must be filed in the form specified by the University and in accordance with the direction of the Procurement Officer.

A certified check or cash escrow may be accepted in lieu of a bid, payment, or performance bond. If approved by the Attorney General, a Developer may furnish a personal bond, property bond, or bank or savings and loan association's letter of credit on certain designated funds in the face amount required for the bid, payment or performance bond. Approval shall be granted only upon a determination that the alternative form of security offered affords protection to the institution equivalent to a corporate surety bond.

**Q. Evidence of Responsibility**

Prior to selection as Developer pursuant to this RFP, the Procurement Officer will require the prospective awardee to furnish such additional information necessary to assess responsibility of the Proposer. Copies of the Proposer's Annual Report or Financial Statements (Income Statement, Cash Flow Statement and Balance Sheet) for the past two complete business years may be required. The Proposer will be required to furnish a current (within 90 days after selection as Developer) copy of a Dun and Bradstreet Comprehensive Report for the Developer(s). The Procurement Officer may also consider any information otherwise available concerning the financial, technical and other qualifications or abilities of the Proposer.

**R. Minority and Disadvantaged Business Enterprise (MBE) Notice**

The University of Maryland actively supports the statewide Minority and Disadvantaged Business Enterprise (“MBE”) program administered through the Maryland Department of Transportation (“MDOT”) and encourages MDOT certified MBE firms to respond directly to this solicitation. In addition, the University will include in the Transaction Documents, a requirement for a flow down contract provision, establishing subcontracting goals of **TWENTY FIVE PERCENT (25%)** for MDOT certified MBE participation on all contracts for architect-engineer services and construction to be awarded by the Developer or its Development Team as a part of the East Campus Redevelopment Initiative. Use of MDOT certified firms only shall count towards achievement of the minority participation subcontracting goal. Use of non-MDOT certified MBEs is encouraged but such use shall not count towards achievement of the MBE participation goal.

**END OF SECTION III**

**REMAINDER OF PAGE INTENTIONALLY LEFT BLANK**