

Cochecho Waterfront Development

**Request
For
Proposals**

City of Dover, NH
November 29, 2005

Responses due: 2:00 PM, March 3, 2006

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I. Invitation to Respond to Request for Proposals

Based on the Cochecho Waterfront Development Advisory Committee's ("the Committee's") evaluation of your response to the initial stage Request for Qualifications, your team has been selected as one of two finalists invited to submit responses to this Request for Proposals.

The finalists are being requested to provide comprehensive proposals detailing their complete project teams, their vision, plans, and proposed terms for the project, as well as supportive information to validate the viability of these plans and terms.

The Proposers shall be invited to present their proposals to the Committee and, based upon the presentations and evaluation of the proposals, the Committee intends to recommend to the City¹ the selection of a Proposer which will be invited to enter into negotiations with the City for the right to develop the property.

In making its selection, the foremost goal of the Committee will be to realize a great project that, by means of a vibrant mix of uses, high quality design, and effective plans for ongoing management, will, in a manner generally consistent with the recommendations of the Charrette, provide both a great public open space and a great new neighborhood, and to act as an amenity for and spur further development of the downtown and the entire community.

To realize this goal, the Committee will seek to ensure that the selected developer has the capability and that the proposed project has the reality-based potential to be implemented in a timely manner, and that the project will not impose a net cost to the City beyond the cost already budgeted by the City for on- and off-site project elements (See Attachment A).

Given achievement of the above goals, the Committee will seek to maximize the City's financial outcome from the project in the form of land payments, developer funding of construction, management/maintenance of public improvements, and real estate tax benefits.

Detailed information on submission requirements, evaluation criteria and process, and other procedures, terms, and conditions of the RFP are presented on the following pages. Proposers should carefully review these sections.

¹ References to the City in this RFP shall also be understood to mean the Dover Housing Authority which has been delegated development oversight authority and lead agency status for the project by the Dover City Council.

II. Submission Requirements

Proposers should carefully follow the format and instructions, making sure the proposal contains the information and documents described below. The completed documents must be signed, and/or notarized as required. Proposals which do not include the following items may be deemed non-responsive. The Proposal shall be written in sufficient detail to permit the Committee to conduct a meaningful evaluation of the proposed project.

The Proposal must include the following information:

A) Cover Page

The cover Page should include the following information.

- 1) Title of RFP
- 2) Proposer/Name of Firm
- 3) Business Address
- 4) Business Phone
- 5) Facsimile Phone
- 6) Web page and email addresses
- 7) Contact Person

B) Table of Contents

The Table of Contents should outline, in sequential order, the major areas of the proposal. All pages of the proposal, including the enclosures, should be clearly and consecutively numbered and correspond to the Table of Contents.

C) Development Team and Organization

State the members of the development team, including the developer (including principals and any joint venture partners), management company, architect, landscape architect, engineers, legal, marketing, financial partner(s) (if any), and other members key to development or operation of the project. Outline the roles and organization of the team in an organization chart. Note that the development team presented in the response to the initial stage RFQ may be supplemented at this time. If the Proposer wishes to add any new development entity or partner at this time, the Proposer should, prior to the submission of the proposal, present the name of and pertinent information concerning this party to the Committee, which reserves the right to approve or reject such addition, at its sole discretion.

D) Development Plan

- 1) State whether the proposed project is confined to the property offered by the City or if it utilizes additional property. If the latter, specify the level of commitment of such additional property to be included in the Proposer's project and provide evidence of such commitment. If the proposed project may include additional property, but such property has not yet come under the Proposer's control, state the status of acquisition efforts and, in the appropriate sections below, the impact on program, design, phasing, and proposed terms that acquisition of such additional property would have on the project.
- 2) Provide proposed development program information for the entire project and by phase, major use component, and building/site:

- a) For total project and for each use
 - Gross and net square feet
 - Parking supply (on-site or off-site)

For any of the following use components included in the proposal, provide:

- b) For Retail, restaurant, and office:
 - Range, typical, and average size units
- c) For Residential
 - Number of units by type of product (e.g. townhouses, flats, etc.) and number of bedrooms
 - Unit sizes – typical, range, average by product type and number of bedrooms
- d) For Hotel/lodging
 - Number of rooms
 - Amenities
 - Meeting facilities (see below)
- e) For Conference/banquet facility
 - Rooms sizes
 - Seating capacity
- f) For Marina
 - Number of slips
 - Slip sizes
 - Wet and dry storage
 - Other services

- g) For Parking
 - Number on street, off-street in surface lots, decks (number of levels)
 - Allocation by use
 - h) Other information for above or other uses as appropriate to fully describe them
- 3) Characterization of development program components in terms of:**
- a) target markets
 - b) price point
 - c) for sale vs. rental
 - d) rate structure
 - e) operating/management structure
 - f) potential or committed tenants (provide letters of interest or commitment)
- 4) Parking proposal in terms of:**
- a) number of private and public spaces
 - b) number dedicated, monthly, transient
 - c) preliminary estimate of demand and shared use
 - d) relationship to City zoning and any required variances from same
 - e) whether parking is proposed to be publicly or privately owned and managed
- 5) Public improvements (e.g. riverfront park or other parks, riverwalk or other promenades, infrastructure, etc.) proposed for project in terms of:**
- a) nature/description (e.g. components, amenities, square footage, seating, public art, public boating facilities, etc.)
 - b) phasing
 - c) capital cost (hard and soft)
 - d) maintenance and management costs
 - e) responsibility for funding capital costs, maintenance, management, and programming
 - f) bases for cost estimates

E) Conceptual Design

- 1) A design narrative which describes:**
- a) the strongest physical attributes of this project site
 - b) the goals of the proposed design and development mix and how the various elements work to achieve those goals
 - c) Characterization of design style, quality level, or other that would give the City a better understanding of the character of the buildings, public improvements, and project as a whole

- d) the approach and level of commitment to involving the public in the design process
- 2) A set of conceptual level design graphics (in 8 ½" by 11" form in the body of the proposal document) and in one set of presentation boards, not to exceed 24" x 36" in size, which communicate the following:
- a) an overall site diagram which depicts the location and mix of uses, including a table which identifies the net and gross square foot area of each use by floor level
 - b) development site plan which highlights the key design elements and proposed site materials
 - c) key architectural elevations depicting details and overall architectural character of the development as well as building height in feet and number of floors
 - d) floor plans for the first and second floor of each proposed structure
 - e) not less than two overall cross sections of the site which illustrate how the development responds to the terrain and relates to the river
 - f) not less than one perspective rendering which serves to communicate the character of each of the key places within the project
- 3) A 3D computer model may be presented at the option of the Proposer.

F) Project Schedule

Schedule for project implementation depicting milestones for the full project, from commencement through occupancy of the final phase. Schedule should be presented in a graphic format, allowing understanding of any cause and effect relationships between major elements. More than one schedule may be presented if considered to increase clarity, e.g. a schedule for overall multi-phase project and a more focused schedule for initial phase development components.

G) Environmental / Public Approvals Plan

Outline the major elements of the environmental and public approvals process (including agencies and approvals required) for the project and the key issues and time frames entailed. The plan should address environmental remediation issues. Time frames should be incorporated in the Project Schedule.

Note, it is the intent of the City to dispose of the property in "as is" condition, with the developer responsible for remediation as well as other site preparation costs.

The City has completed environmental assessment studies of the property to characterize the extent of environmental issues associated with the historical uses of the site. A draft remedial action plan for the property was prepared by GZA GeoEnvironmental of Manchester, NH. These reports are available for public inspection in the Planning Department Office at Dover City Hall and are located at <http://www.ci.dover.nh.us/waterfront/index.htm> on the City's website.

The United States Army Corps of Engineers project to dredge the Cochecho River began in November of 2004. The goal is to restore the federal navigation channel of the river to improve the navigational safety for the boating public and allow larger tour boats to access the river. The second season of dredging has been postponed for one year due to a delay in obtaining federal funding. It is expected that the US Congress will approve an additional \$1.8 million for the dredging this year and that the project will be completed by April of 2007.

H) Public Funding Plan

Identify any public funding other than from the City that might be sought for the project and your assessment of the likelihood, amount and timing of receiving those funds. Elaborate any actions the City or other public body needs to take to assist in acquiring the sought after funding. Identify in your financial proposal whether any such funding is assumed and the implications if it is or is not secured.

I) Description of the proposed approach to developing, maintaining, and managing the project

- 1) Proposed role of the Proposer in developing the various project components itself versus partnering with or selling/sub-leasing off parcels to other developers
- 2) Proposed approach to land takedown
- 3) Proposed role of the Proposer in providing security and maintenance during the pre-development and development phases of the project
- 4) Proposed approach to ownership, management, and maintenance of land and improvements relative to public areas and private development components
- 5) Concepts for activity/event programming of public spaces that will ensure their active use by and attraction to the larger community and the Proposer's proposed role in managing this

- 6) Activities which you envision the City participating in during the design, permitting and construction of the project
- 7) Nature and level of commitment to ongoing ownership and management of the project by Proposer
- 8) Identification of any anticipated or programmed transfer of ownership of the project or any portion of the project (including the land)

J) Approach to Marketing

Detailed description of the proposed marketing strategy for this development, including marketing budget for the initial and subsequent phases

K) Market and Financial Analysis and Financing Plan

For the entire projected multi-phase land development as well as for each major project component, building/site, and phase provide:

- 1) development cost budget, detailing all major categories of hard and soft costs
- 2) financing assumptions for construction and operating periods
- 3) sources and uses
- 4) financial pro forma and cash flow analysis detailing projected gross income, expenses and net cash flow for ten years of operation beginning upon project completion (or through sell-out for for-sale components), as well as a multi-phase land development financial model
- 5) Bases and assumptions of the above analyses should be presented at a level of detail sufficient to allow an understanding of their derivation. All construction and other development costs and revenues and expenses should be presented in manner that allows for clear understanding of their equivalent in 2006 dollars and the escalation factors assumed in future dollar estimates
- 6) Comprehensive market analysis supporting the viability of all aspects of the proposed development, including but not limited to:
 - a) current and projected demographics for market area(s)
 - b) identification of target markets and project characteristics appropriate to those markets

- c) description of comparable and competitive projects in terms of size, character, status, pricing, absorption and other relevant factors
 - d) market-wide absorption rates for the various types of proposed uses
 - e) projections of absorption, occupancy, and pricing within near and long-term future
 - f) bases for establishing the assumptions used for the Proposer's pro forma cash flow analysis
- 7) Other Financial Benefits** – Proposals shall also include a description and estimation of other significant financial and economic benefits to be derived by the City from the proposed project, including real estate taxes and construction and permanent employment

L) Financial Proposal

- 1) Price and complete terms of purchase (or lease) for the City-owned land**
- 2) Any allowances or conditions relating to environmental remediation.** The City encourages Proposers to propose strategies that will minimize the overall remediation cost to the extent it will increase the supportable land payments and other net financial benefits to the City
- 3) Phased acquisition/land take-down schedule and relationship to key milestones**
- 4) Scope, nature, cost, timing, and conditions, if any, relative to public improvements to be funded by the developer (extension of riverfront and other parkland, public infrastructure)**
- 5) Identification of any project components which may at any time charge a fee (e.g. parking garage) and provisions for public parking**
- 6) Proposed approach to long term maintenance of the development and the public improvements and anticipated costs funded by Developer**
- 7) Any anticipated off-site improvements, their cost, and who would be responsible for funding these costs**
- 8) All other key information or anticipated term sheet items that the City should be aware of in the formation of its approach to negotiating with your team**

M) A brief narrative which discusses the three most significant challenges facing this development as proposed

N) A letter, certified by the Board of Directors of the primary development entity, documenting full knowledge and support of this specific proposal and its content

O) Developer Qualifications and Financial Capacity

- 1) Financial Reports - Certified summary level financial reports for the prime development entity for the last three years (See section on Confidential Materials)
- 2) Approach to Financing - Description of your approach to financing the project, including identification of specific financial sources to be pursued for debt and equity, including the amount and source of equity
- 3) Commitment of Principals - Identify the level of financial commitment which the principals of the development entity will pledge to this project
- 4) Commitment of Institutions - Documentation from financial institutions willing to commit financing for this project as proposed herein, clearly citing any constraints, time sensitive terms and/or conditions of the financing
- 5) Track Record - Summary level narrative which details the prime developer's and project team's experience in successfully executing comparable mixed-use projects and provides supplemental information for original team members and complete information for new team members, including (Note, any of the following information already submitted in your response to the initial stage RFQ may be noted as such in this submittal):
 - a) Number of years the Proposer has been in business, number of employees, and the primary markets served;
 - b) Description of proposing organization's history, legal structure, development experience, qualifications and understanding of the development requirements
 - c) Description of significant, comparable project(s) developed and/or managed including:
 - name of project
 - description of project
 - total dollar value of project
 - client contact person and phone number for reference
 - specification of your firm's role in the project (e.g. primary developer, development manager, manager, consultant, etc.)

- the results/status of the project and your involvement in the project
- d) Information about team architect and any other members of the team should be provided. If not provided in response to RFQ, include graphic representations of architect's prior relevant work, along with a description of the projects and their role in these projects

6) Litigation

- a) Description of any litigation filed by or against Proposer in the past five (5) years involving any governmental entity, private client, employee or sub-contractor, providing the nature of the litigation, a brief description of the case, the outcome or projected outcome, and the monetary amounts involved
- b) Description of all litigation or disputes that could result in a financial settlement having a materially adverse effect on the ability to execute this project. This applies to the development entity or any named individual of the entity

7) Bankruptcy - Description of all bankruptcy filings and foreclosure events associated with any project of this development entity or any principal of this entity

P) Required Forms (see Section III)

Please note that the submission materials requested above are the minimum requirements. As the committee evaluates your proposal, you may be requested to provide additional materials

III. Disposition Process and Evaluation Criteria

A) Evaluation and Disposition Process

1. Evaluation/Selection

Following submission of the proposals, Proposers will be invited to make presentations of their proposals to the Committee. The Committee and its advisor(s) may also request clarifications or additional information from the Proposers to facilitate its evaluation.

Following presentations and submission of any supplemental information, the Committee will enter into closed door deliberations to make its selection. The selection shall be based upon the proposals, presentations, and any clarifications or other additional information provided by the Proposers in response to the questions of the Committee and its advisors, as well as any other appropriate information which shall be weighed in relation to the goals and selection criteria specified in this RFP.

Assuming it finds one or both of the proposals to be adequate, the Committee shall recommend to the City that it invite the Proposer which it considers to have made the proposal providing the best opportunity to meet the stated goals and criteria for the project (the preferred developer) to negotiate for the right to develop the property. If, after due course and reasonable efforts to negotiate, the City cannot reach a satisfactory agreement with this Proposer, the City will cease negotiations with the first ranked Proposer and, if the second ranked Proposer is considered to have provided a proposal of sufficient adequacy, commence negotiations with that Proposer.

2. Negotiation Process

The City anticipates negotiations to be conducted in two stages. First, a term sheet, outlining the key business terms of the transaction will be negotiated. Second, assuming satisfactory agreement upon the term sheet, agreements for land disposition, master development, and operation, will be negotiated and documented.

3. Compensation

a. Fair Market Value

The City will seek compensation for the property, in the form of land purchase or lease payments and developer-funded construction and maintenance/management of public improvements, at fair market value, to be based on the agreed upon program of development, Developer funding of public improvements, development constraints, site conditions,

and other pertinent factors that will affect value. The fair market value will be established in an appraisal to be performed at the time that the development program, and other relevant development constraints and developer responsibilities can be determined.

b. Participation

The City strongly encourages financial proposals to include, and the City will seek in negotiations to secure, opportunities for the City to participate in value creation and upside by means of such methods as staged land sales/leases and participation in operating and sell-out upside.

4. Land Sale Versus Lease

The City will consider either sale or lease of the property.

Even if the Proposer prefers to purchase the land supporting the private development, the Committee's preference is that the City own the public areas (e.g. riverfront and other public parklands and promenades as well as major streets).

The Committee also prefers to sell/lease land for private development in a staged manner corresponding to the development phasing.

B) Selection Criteria

The criteria that will be considered in making the selection include but are **not limited** to the following:

- 1) In making its selection, the foremost goal of the Committee will be to realize a great project that, by means of a vibrant mix of uses, high quality design, and effective plans for ongoing management, will, in a manner generally consistent with the recommendations of the Charrette, provide both a great public space and a great new neighborhood, to act as an amenity for and spur further development of the downtown and the entire community.
- 2) To realize this goal, the Committee will seek to ensure that the selected developer has the capability and that the proposed project has the reality-based potential to be implementable in a timely manner, and that the project will not impose a net cost to the City beyond the cost of those project elements already budgeted by the City (See Attachment A).
- 3) Given achievement of the above goals, the Committee will seek to maximize the City's financial outcome from the project, in the form of land payments, developer funding of construction, management/ maintenance of public improvements, and real estate tax benefits.

Specific criteria elements will include:

4) Developer

- a) Qualifications and financial capacity and commitment of the Proposer and any other key project participants as they indicate the ability to finance, develop and manage the proposed project in a timely and effective manner
- b) Overall quality of the development entity and its principals and their ability to provide a collaborative public-private partnership
- c) Financial capacity, including ability to attract and sustain financing
- d) Capability to execute the full project on a reasonable schedule
- e) Approach and financial commitment to project marketing
- f) Quality of the overall consultant team
- g) Commitment to involving the public in the design process
- h) Financial stability and depth of financial resources to commit to this project
- i) Ability to attract and maintain sufficient financing
- j) Depth of experience in completing mixed-use projects of this scope

5) Design and Development Programming

- a) Responsiveness to the Charrette guidelines
- b) Amount and quality of the public spaces
- c) Incorporation of dynamic design elements and iconic features to create special place(s) and give this location a special identity
- d) Design which responds and relates to the River
- e) Overall creativity, quality and appeal of the design, details and materials for the public and private elements of the project
- f) Creation of vibrant atmosphere in the proposed public spaces
- g) Maximization of physical and visual connectivity to the downtown and Maglaras Park

- h) Activation and enhancement of the Washington Street corridor
- i) Impetus for sparking private investment on the west side of the river
- j) Overall potential to spark private investment in surrounding neighborhoods
- k) Mix and siting of uses which maximize the public nature of the riverfront (The Committee has a strong preference for maximizing retail, restaurant, and other public-oriented uses on the ground floor space of buildings fronting on riverfront and other public places)
- l) Mix of uses offering strong market and financial viability facilitating the likelihood of the project to be developed in a timely manner and operated successfully
- m) Strength of anchor use(s) to sustain the development
- n) Long term flexibility and adaptability of site areas and structures
- o) Appropriate density and consideration of off-site impacts
- p) Financial benefits to be derived from real estate taxes and any other significant benefits
- q) Most appropriate development for the City

6) Development and Management Approach

- a) Evidence of a thorough understanding of the development, marketing, and management issues relating to the site and creative and effective means of dealing with them
- b) Long term commitment to development and management and proposed approach to managing and maintaining this commitment in overseeing other developers, users, condominium owners, tenants, and, in the case of change of project, ownership or control
- c) Approach and commitment (including funding strategy) to programming and public and private spaces to ensure their ongoing vitality as public amenities
- d) Approach and commitment (including funding strategy) to coordination and management for private and public components

- e) Ability of the proposed development and land take-down approach to provide the City with ongoing control and/or confidence that development and operations will proceed in a timely manner in line with its intent

7) Financial Proposal

- a) Attractiveness of the financial proposal for the City in terms of near and long-term revenues and net cost relative to construction and maintenance of public improvements
- b) Opportunities for the City to participate in value creation and upside by means of such methods as staged land sales/leases and participation in operating and sell-out upside

8) Overall Proposal

- a) Responsiveness to the proposal
- b) Quality, clarity, creativity, and level of thought and understanding of the issues entailed in development of the project evidenced in proposal
- c) Quality of presentation

C) Disposition Procedures

1) Deposits

Upon being selected as the Preferred Proposer, that party shall make a deposit in the form of a cashier's check in the amount of \$20,000, made payable to the City of Dover, to offset the costs of the City's third party attorneys and advisors in negotiating the term sheet. Upon execution of the term sheet, the preferred Proposer shall make a second deposit in the amount of an additional \$20,000 to the City of Dover to offset the costs of the City's third party attorneys and advisors in negotiating the land disposition, development, and any other required agreements. If the parties cannot reach agreement at either stage of the negotiation process, the City will refund the portion of the deposit(s) that has not been spent on the third party costs in that process. Upon the execution of the land disposition, development, and any other required agreements, the Developer will make an additional payment equaling \$100,000 (i.e. total payments equaling \$140,000, including the two initial deposits which would be retained in full by the City).

2) Schedule

The anticipated scheduling of the RFP process is as follows:

RFP issued.....November 29, 2005

Optional Pre-submission conference.....to be scheduled approx mid-Dec 2005/Early January 2006

Deadline for receipt of Questions.....February 3, 2006, 5:00 PM

Proposals due..... March 3, 2006, 2:00 PM

Interviews of developers.....to be scheduled March 2006

Notification of preferred, alternate ranked developer..... April 2006

Negotiation with preferred developercommencing April 2006

3) Proposal Submission

- a) All submission materials must be submitted in on 8 ½" x 11" sheets, tabbed by section and bound. All confidential data must be submitted separately in a sealed envelope or other container marked confidential. Presentation board may not exceed 24" x 36". Only one set of presentation boards are required.
- b) Sections of the proposal addressing the vision, concept, development program, and design should also be provided in digital format.
- c) Confidential Materials
The City and Housing Authority recognize the sensitive nature of the financial materials. These materials may be submitted under separate cover in a sealed envelope labeled "Confidential". This material will be viewed by the City's Finance Department and other selected staff and advisors and will be used solely for the purposes of evaluation. Every reasonable effort will be made to keep it confidential to the fullest extent of the law.
- d) All materials must be clearly labeled with the name of the development team.
- e) The complete proposal must be received by the deadline for receipt of proposals specified in the RFP schedule. Please submit twenty (20) bound copies of the complete proposal plus five (5) bound copies of the confidential material in a separate envelope as well as one (1) disk with the required digital information. The proposal must be submitted in a

sealed envelope or container, stating on the outside the Proposer's name, and the RFP title, to:

**Cochecho Waterfront Development Advisory Committee
c/o City of Dover Purchasing Agent
288 Central Avenue
Dover, New Hampshire 03820**

The DEADLINE for submission of ALL materials is:

Friday, March 3, 2006

Not later than 2:00 PM

4) Other Procedures

- a) Notification of any revisions to this Request for Proposals will be posted on the City's website.
- b) Proposers are responsible for informing any commercial delivery service, if used, of all delivery requirements and for ensuring that the required information appears on the outer wrapper or envelope used by such service.
- c) The proposal must be signed by an authorized officer of the Proposer who is legally authorized to enter into a contractual relationship in the name of the Proposer. The Proposer must affix its company's corporate seal to the proposal or, in the absence of a corporate seal, the proposals must be notarized by a Notary Public.
- d) Optional pre-submission conference - The City will hold a pre-submission conference should either of the Proposers consider this to be beneficial. Proposers are requested to inform the City's representative, Steve Stancel, Director of Planning and Community Development, City of Dover, 288 Central Avenue, Dover, New Hampshire, 03820, or by email to steve.stancel@ci.dover.nh.us, at the earliest possible time after receipt of this RFP, but no later than three weeks after the date of issuance of this RFP, whether they would like to have such a session and, if so, when. Proposers are encouraged to submit written questions to the City in advance of the pre-proposal conference.
- e) Questions To Be Requested In Writing - Any questions, explanations or other requests for information desired by the Proposer(s) regarding this RFP must be requested in writing to Steve Stancel, Director of Planning and Community Development, City of Dover, 288 Central Avenue, Dover, New Hampshire, 03820, or by email to steve.stancel@ci.dover.nh.us. No

other professional staff member or official is authorized to respond on the City's behalf. Among other penalties, violation of these provisions by any particular Proposer shall render any RFP award or RFQ award to said Proposer voidable. Questions and their answers will be shared with both Proposers.

- f) Additional Information / Addenda - Requests for additional information or clarifications must be made in writing and received by the Planning Department, in accordance with the preceding section, no later than the deadline for receipt of questions specified in the RFP Timetable. The request must contain the RFP title, Proposer's name, address, phone number, email address, and facsimile. Information requests should be addressed to: Steve Stancel, Director of Planning and Community Development, City of Dover, 288 Central Avenue, Dover, New Hampshire, 03820 or by email to steve.stancel@ci.dover.nh.us.
- g) Electronic facsimiles requesting additional information will be received by the Planning and Community Development Department at the following fax number: 603-516-6049. Facsimiles must have a cover sheet which includes, at a minimum, the RFP title, Proposer's name, address, email address, number of pages transmitted, and phone and facsimile numbers. Request for additional information and answers will be shared with both Proposers
- h) The City will issue responses to inquiries and any other corrections or amendments it deems necessary in written addenda published on the City's website prior to the Proposal Due Date. Proposers should not rely on any representations, statements or explanations other than those made in this RFP or in any written addendum to this RFP or by the City's representatives at the pre-proposal conference. Where there appears to be a conflict between the RFP and any addenda issued, the last addendum issued shall prevail.

D) Disclosures, Disclaimers, and Miscellaneous Provisions

The information contained in this Request for Proposals ("RFP") is provided solely for the convenience of the respondent. The City has assembled the information in a good faith effort to assist in the disposition process; however, the City makes no representation, warranty or guarantee as to the accuracy of the information. It is the responsibility of the respondent to verify that the information presented is accurate and complete and any reliance on the information contained herein or from communications with City representatives or its advisor(s) is and shall be at the respondent's sole and exclusive risk.

The City may, at its sole and absolute discretion, reject any and all, or parts of any and all proposals; re-advertise this RFP; postpone or cancel, at any time, this RFP

process; or waive any irregularities in this RFP or in the proposals received as a result of this RFP.

The City assumes no financial or other obligation to any respondent. Any Proposal submitted in response to this RFP is at the sole risk and responsibility of the party submitting such Proposal.

All expenses involved with the preparation and submission of proposals to the City, or any work performed in connection therewith shall be borne by the Proposer. No payment will be made by the City for any responses received, nor for any other effort required of or made by the Proposer prior to execution of final agreements.

Neither the City nor the Developer will pay a brokerage, finders or referral fee to any party in connection with this RFP. In the event of any conflict between this section and the rest of the RFP, the provisions of this section shall control.

The responsibility for submitting a Proposal to this RFP to the City on or before the stated time and date will be solely and exclusively the responsibility of the respondent. No Proposal received after the stated time and date will be considered.

Each respondent shall examine all RFP documents and shall judge all matters relating to the adequacy and accuracy of such documents. The City shall not be responsible for oral interpretations given by any City employee, representative, or others. The issuance of a written addendum on the City's website is the only official method whereby interpretation, clarification, or additional information may be given.

It shall be the responsibility of each Proposer to check the website for addenda and to submit a proposal in accordance with such addenda.

By offering a submission to the RFP, the respondent certifies that the respondent has not divulged to, discussed or compared his/her competitive response with other responders and has not colluded with any other responders or parties to this competitive response whatsoever.

The property is offered "as is" by the City for development. No representations or warranties whatsoever are made as to its condition, state or characteristics. Expressed warranties and implied warranties of fitness for a particular purpose or use and habitability are hereby disclaimed.

Testing, audits, appraisals, inspections, and the like necessary or desired to submit a proposal shall be at the sole expense of the prospective respondent. Reports regarding the property, including any appraisal reports, that the City may have in its possession are available as public records.

A Proposer may submit a modified proposal to replace all or any portion of a previously submitted proposal up until the Proposal Due Date. The City will only consider the latest version of the proposal.

Proposers may take exception to any of the terms of this RFP unless the RFP specifically states when exceptions may not be taken. Should a Proposer take exception where none is permitted, the proposal will be rejected as non-responsive. All exceptions taken must be specific, and the Proposer must indicate clearly what alternative is being offered to allow the City a meaningful opportunity to evaluate and rank proposals, and the cost implications of the exception (if any).

Where exceptions are taken, the City shall determine the acceptability of the proposed exceptions. The City, after completing evaluations, may accept or reject the exceptions.

All exceptions shall be referenced by utilizing the corresponding Section, paragraph, and page number in this RFP. However, the City is under no obligation to accept any exceptions. If no exception is stated, the City will assume that the Proposer will accept all terms and conditions.

No Proposer shall have any rights against the City arising from such negotiations or termination thereof.

The Proposer shall comply with all laws, ordinances, and regulations applicable to the development contemplated herein, especially those applicable to conflict of interest and collusion. Proposers are presumed to be familiar with all federal, state, and local laws, ordinances, codes, and regulations that may in any way affect the proposed development, especially Executive Order No. 11246 entitled "Equal Employment Opportunity" and as amended by Executive Order No. 11375, as supplemented by the Department of Labor Regulations (41 CFR, part 60), the Americans with Disabilities Act of 1990 and implementing regulations, the Rehabilitation Act of 1973, as amended, and any and all other local, state, and federal directives, ordinances, rules, orders, and laws relating to people with disabilities.

Each proposal will be reviewed to determine if the proposal is responsive to the submission requirements outlined in the RFP. A responsive proposal is one which follows the requirements of the RFP, includes all documentation, is submitted in the format outlined in the RFP, is of timely submission, and has the appropriate signatures as required on each document and includes the specified deposit in form of a cashier's check. Failure to comply with these requirements may deem the proposal non-responsive.

No person shall be excluded from participation in, denied the benefits of, or otherwise discriminated against in connection with the award and performance of any contract covered by this Part, on the grounds of race, color, national origin or sex.

ATTACHMENT A
ON- AND OFF-SITE COSTS BUDGETED BY CITY OF DOVER

| Projects | 2007 | 2008 | 2009 | 2010 | 2011 | 2012 | Totals |
|---|--------------------|--------------------|--------------------|--------------------|------------------|------------------|---------------------|
| Washington St. Bridge* | \$531,200 | | | | | | \$531,200 |
| Cochecho River Dredging | \$150,000 | | | | | | \$150,000 |
| Upper Square Transportation Improvements | \$165,000 | | | | | | \$165,000 |
| Signalization - Central Ave./Chestnut St. | | \$335,000 | | | | | \$335,000 |
| Downtown Traffic Changes | | \$150,000 | \$575,000 | \$500,000 | | | \$1,225,000 |
| Henry Law Ave. Reconstruction | | | | \$1,750,000 | | | \$1,750,000 |
| Downtown Street Light Upgrade | | | | | | \$100,000 | \$100,000 |
| Henry Law Park Riverwalk Ext. | | | | | \$205,000 | | \$205,000 |
| Downtown Parking Facility | \$75,000 | \$350,000 | \$3,500,000 | \$3,500,000 | | | \$7,425,000 |
| Parking Lot Improvements | | | | | \$750,000 | | \$750,000 |
| Parking Deck Design - Orchard St. | | | | | | \$300,000 | \$300,000 |
| River St. Pump Station Equipment | \$650,000 | \$200,000 | | | | | \$850,000 |
| TOTALS | \$1,571,200 | \$1,035,000 | \$4,075,000 | \$5,750,000 | \$955,000 | \$400,000 | \$13,786,200 |

* Amount shown is local share only. Local share will be matched by \$2,124,800 in State funding.

+ Final amounts subject to approval of the CIP by the Dover City Council.