BALTIMORE CITY
DEPARTMENT OF HOUSING & COMMUNITY DEVELOPMENT

Historic Upton

1315 Division Street
Baltimore, MD 21217
Block Lot - 0396-038

Release Date: Tuesday, April 16, 2019
RFP Response Deadline: ~~Thursday, June 20, 2019~~
Deadline Extension: Tuesday, July 23, 2019

Responses are to be sent to the following address:
Development Division
Department of Housing & Community Development
417 E. Fayette Street, Room 1001
Baltimore, Maryland 21202
Attn: Teresa Stephens

REQUEST FOR PROPOSALS

Baltimore City
Department of Housing and Community Development

The Baltimore City Department of Housing & Community Development ("DHCD"), acting on behalf of the Mayor and City Council of Baltimore, is issuing this Request for Proposals ("RFP") in search of a developer for 1315 Division Street. Located in Historic Upton, this property offers an estimated 14,000 square feet of development space.

IMPORTANT NOTICE: Only not-for-profit organizations are eligible to submit the Application for Lease.

Not-for-profit applicants must complete the entire application if applying for a municipal lease award.

Part 1. Application for Purchase

Introduction 2
Neighborhood Description and Features 2
Site Description 3
Community Vision and Participation 6
Intent of Offering 6
Schedule of Events 7
Standards and Controls 7
Submission Requirements 8
Evaluation Criteria 12
Award Procedures 13
Negotiations and Sales Process 14
Rights Reserved 15
Administrative Information 16

Exhibits

Exhibit A. Developer Information 18
Exhibit B. Site Map and Addresses 22
Exhibit C. Financial 23
Exhibit D. Property Disclosure 25

Part 2. Application for Lease

PROJECT DESCRIPTION

Introduction

The Baltimore City Department of Housing & Community Development ("DHCD"), acting on behalf of the Mayor and City Council of Baltimore, is issuing this Request for Proposal ("RFP") in search of interested development teams to act as the developer for 1315 Division Street. The available site is a three-level property with a full basement. Built in 1877, this historic school was named in honor of abolitionist Henry Highland Garnet. The building features 12 classrooms and still boasts many of its historic features. This building offers more than 14,000 square feet of developable space while nestled on a lot size of more than 30,000 square feet. Additionally, the property includes eight adjacent parking lots, located on the 1300 block of Etting Street.

The City of Baltimore is seeking a qualified developer or development team that:

- Possesses significant experience in urban revitalization initiatives.
- Has a track record of community partnerships and leveraging homeownership programs and incentives.
- Demonstrates capacity and experience with development. The successful respondents must have the financial and organizational capacity to successfully implement and complete the project within a timely period.

Emergency stabilization was performed in 2017 on 1315 Division Street. The following work was performed: New roofing package (including new roof louvers); new brickwork; new second floor framing; fresh paint and new doors and windows on the second floor.

Neighborhood Description and Features

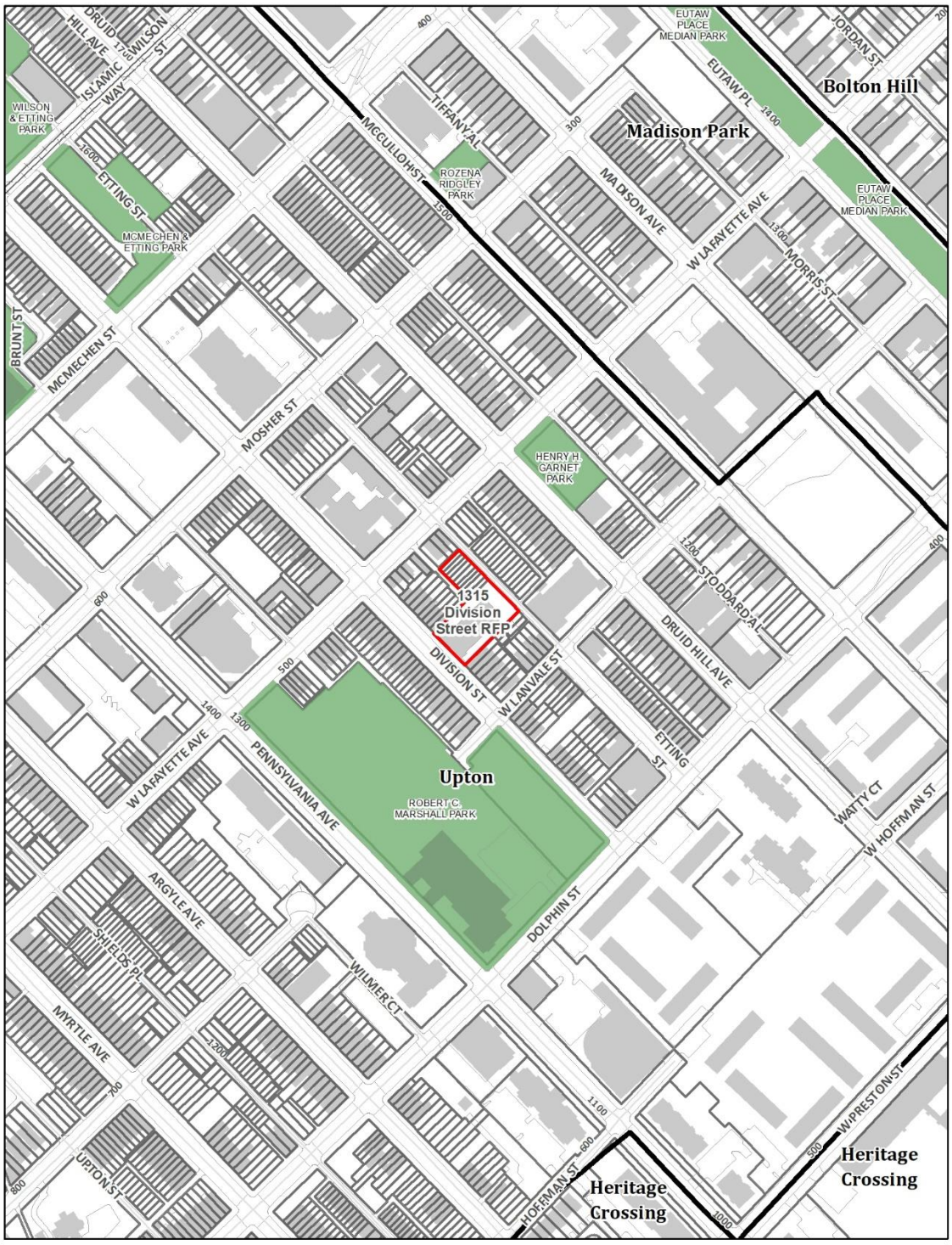
Historic Upton has all of the ingredients to be a thriving, successful neighborhood. It features great housing stock, livable streets, proximity to employment, cultural centers, and quick access to five train stations within a short walk or drive. Upton, a neighborhood of approximately 60 square blocks, is located in central west Baltimore bounded by the neighborhoods of Madison Park, Druid Heights, Sandtown-Winchester, Harlem Park, Heritage Crossing, and Seton Hill. Its northernmost boundary is Bloom Street, easternmost boundary is Madison Avenue, southernmost boundary is George Street, and western boundary is N. Fremont Avenue. The neighborhood has diverse housing options that include two and three-story brick rowhomes, three-story apartment complexes, and high-rise apartment buildings. Upton has several recreation amenities such as Upton Boxing Center, Robert C. Marshall Park, and Shake & Bake Family Fun Center. Residents of the Upton neighborhood have fairly easy access to public transit options including the Upton Metro Station at the southern corner of Laurens Street and Pennsylvania Avenue. There is also convenient access to I-83 to the north and I-95 to the south.

Site Description

This two-story building, formerly the Henry Highland Garnet School (P.S. 103), is located on a quiet residential street with off-street parking in the historic Upton neighborhood. Situated northwest of the intersection of Division and West Lanvale Streets, this property is within the Old West Baltimore National Register Historic District. A proposal has been made to designate this property, built in 1877, as a Baltimore City Landmark. This developable site sits on 31,894 square feet and has 14,712 square feet of interior space. This property contributes to the Old West Baltimore National Register Historic District and may be eligible for a Baltimore City Historic Tax Credit; Maryland Sustainable Community Rehabilitation Tax Credit; and Federal Rehabilitation Tax Credit.

Zoning R-8 (The R-8 Rowhouse Residential Zoning District is intended to accommodate and maintain the traditional form of urban rowhouse development typical of many of the City's inner neighborhoods)

Henry Highland Garnet School photographed circa 1946
Photo Courtesy: **Maryland Historic Trust**


Bolton Hill
Madison Park
Upton
Heritage Crossing
Heritage Crossing
1315 Division Street RFP
EUTAW PLACE MEDIAN PARK
EUTAW PLACE MEDIAN PARK
ROZENA RIDGLEY PARK
HENRY H. GARNET PARK
ROBERT C. MARSHALL PARK
WILSON & ETTING PARK
MCMECHEN & ETTING PARK
DRUID HILL AVE
ISLAMIC WAY
WILSON ST
ETTING ST
BRUNT ST
MCMECHEN ST
MOSHER ST
MCCULLOH ST
TIFFANY AL
MADISON AVE
W LAFAYETTE AVE
EUTAW PL
JORDAN ST
MORRIS ST
STODDARD AL
DRUID HILL AVE
DIVISION ST
W LANVALE ST
ETTING ST
PENNSYLVANIA AVE
W LAFAYETTE AVE
ARGYLE AVE
SHIELDS PL
MYRTLE AVE
UPTON ST
WILMER CT
DOLPHIN ST
HOFFMAN ST
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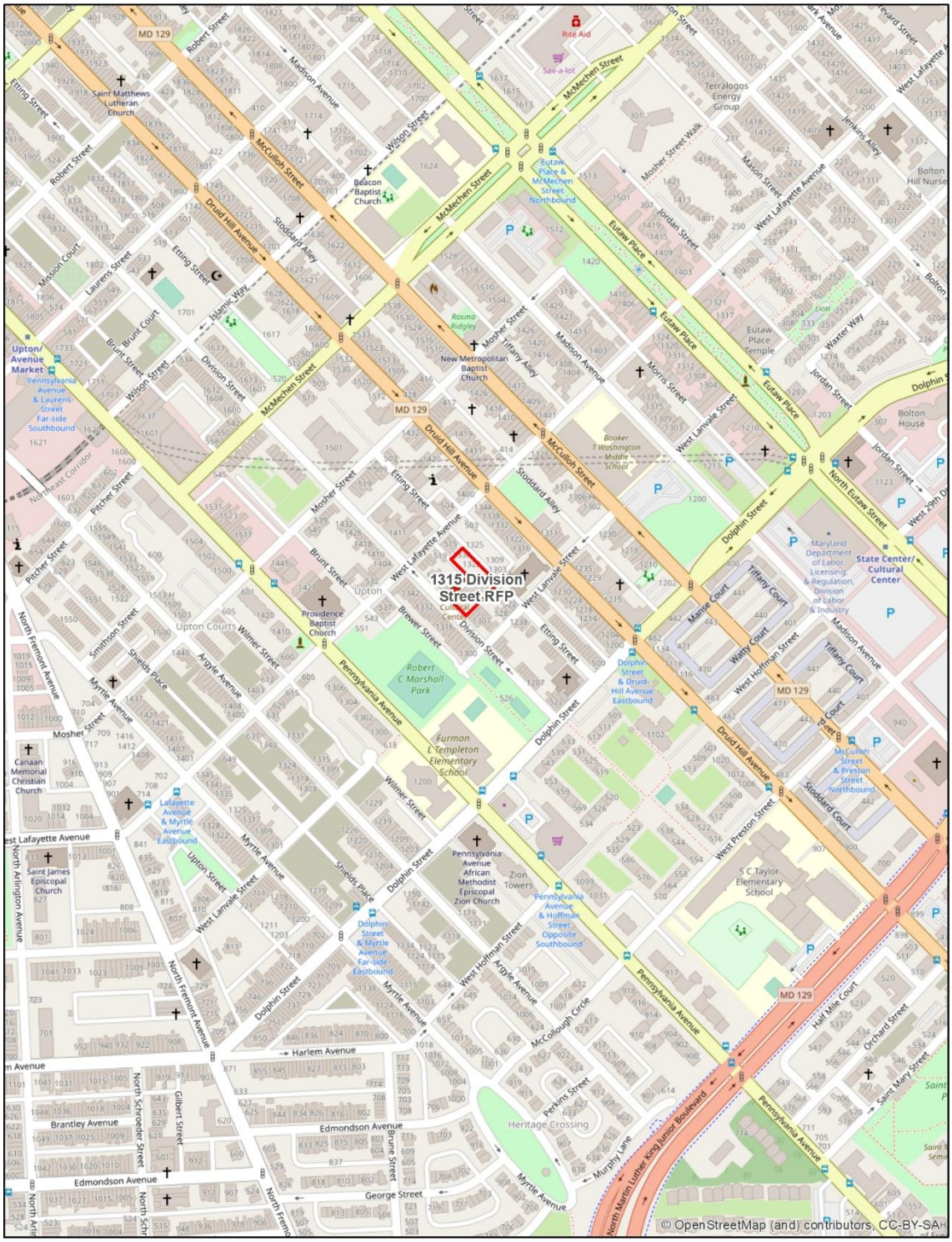
1315 Division Street RFP
MD 129
Saint Matthews Lutheran Church
Beacon Baptist Church
New Metropolitan Baptist Church
Providence Baptist Church
Robert C Marshall Park
Furman L Templeton Elementary School
Pennsylvania Avenue African Methodist Episcopal Zion Church
Zion Towers
S C Taylor Elementary School
Canaan Memorial Christian Church
Saint James Episcopal Church
Booker T Washington Middle School
Eutaw Place Temple
Bolton House
State Center/ Cultural Center
Heritage Crossing
Upton/ Avenue Market
Rosina Ridgley
Terralogos Energy Group
Rite Aid
Sav-a-lot
Upton
Upton Courts
Druid Hill Avenue
McCulloh Street
McMechen Street
Pennsylvania Avenue
North Martin Luther King Junior Boulevard
Harlem Avenue
Edmondson Avenue
George Street
Brantley Avenue
Dolphin Street
Division Street
Wilson Street
Mosher Street
Brunt Street
Pitcher Street
Etting Street
Stoddard Alley
Tiffany Alley
Madison Avenue
Jordan Street
Eutaw Place
West Lanvale Street
West Lafayette Avenue
West Hoffman Street
West Preston Street
North Eutaw Street
Dolphin Street
Wilmer Street
Myrtle Avenue
Argyle Avenue
Shields Place
Smithson Street
Mosher Street
Tiffany Court
Watty Court
Marine Court
Half Mile Court
Orchard Street
Saint Mary Street
Perkins Street
McCollough Circle
Murphy Lane
Gilbert Street
North Schroeder Street
North Fremont Avenue
North Arlington Avenue
Lafayette Avenue & Myrtle Avenue Eastbound
Dolphin Street & Myrtle Avenue Far-side Eastbound
Dolphin Street & Druid Hill Avenue Eastbound
Pennsylvania Avenue & Hoffman Street Opposite Southbound
McCulloh Street & Preston Street Northbound
Eutaw Place & McMechen Street Northbound
Upton/ Avenue Market Pennsylvania Avenue & Laurens Street Far-side Southbound
Maryland Department of Labor, Licensing, & Regulation, Division of Labor & Industry
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Community Vision and Participation

In 2018, the Upton Planning Committee, Inc. updated its neighborhood Master Plan. The plan lays out a vision and intent for various sections of the neighborhood, including this site. The 2026 Upton Master Plan proposes specific goals, objectives, and strategies across the seven core components of community economic development that emerged from discussions with residents, businesses, and stakeholders, and conversations with local government agencies. Learn more about the Upton Master Plan.

Intent of Offering

DHCD is seeking Respondents who are willing to purchase and develop the Site in accordance with the goals stated herein and in a way that complements and adds value to the community. The goals of the City in seeking redevelopment proposals for the Site include, but are not limited to the following:

A. Achieving a high quality development that complements neighboring homes, existing assets, and enhances the surrounding community.

B. Incorporating a marketing plan and capitalizing on existing homeownership incentives and financial products applicable to the neighborhood.

C. Ensuring that sound market understanding and financial development principles are applied.

D. Providing financial returns to the City including, but not limited to, proceeds of sales, incremental tax revenues, and secondary financial impacts.

E. Offering opportunities for community input and participation.

F. Creating opportunities for Minority- and Women-Owned Business Enterprise.

G. Implementing the development concept with no or minimal City subsidy.

H. Providing community and public space improvements and activities that enhance the project site and the community.

I. Serving as a catalyst to spur further investment.

Schedule of Events

EVENT	DATE	LOCATION	DETAILS
RFP Release Date	**04/16/2019**	**DHCD**	
Pre-Proposal Conference	**04/30/2019 at 3 p.m. (EST)**	**DHCD 417 E. Fayette Street 3rd Floor Baltimore, MD 21202**	**Q&A opportunity and project overview**
Submission Deadline	**06/20/2019 at 4 p.m. (EST)**	**DHCD 417 E. Fayette Street 10th Floor Baltimore, MD 21202**	**All copies must be complete**
Community Presentation	**TBD**	**TBD**	

Standards and Controls

i. Site Conditions and Terms

- The properties are offered in as-is condition. The Site may or may not contain environmental hazards that may need remediation by the Respondent prior to redevelopment. DHCD has not conducted environmental testing of the Site and does not make any representation, guaranty, or warranty concerning any Site conditions, including possible presence of hazardous materials.
- The City will bear no responsibility or expense in removal or treatments of asbestos, lead or other hazardous materials. Respondents shall indemnify and hold the City and DHCD harmless from claims or damages arising out of, or in connection with, the presence of or removal of such materials.

ii. Zoning and Land Use Regulations

- The current zoning and other governing regulations shall control the future use of this property. The Zoning Code of Baltimore City is available at https://zoning.baltimorecity.gov/. Proposals that contemplate a variance or change in Zoning may be acceptable provided that the issue is addressed appropriately in Submission Requirements. DHCD cannot guarantee approval of any requested regulatory changes.

iii. MBE Participation

- It is the policy of the City that minority- and women-owned businesses should have maximum opportunity to participate in any and all components of the Project. In consideration for receiving the Developer Agreement, the Developer agrees to comply with Article 5, Subtitle 28 of the Baltimore City Code (2007 Edition) regarding participation by Minority Business Enterprises (MBE) and Women's Business Enterprises (WBE) in the development of the project during design and construction. The Developer covenants and agrees to use all reasonable good-faith efforts to meet the MBE and WBE participation goals for the Project and to execute a "Commitment to Comply" Agreement. Minority- and women-owned businesses must be certified by the City for their participation to count toward achieving the goals.

- The City's Minority and Women's Business Opportunity Office (MWBOO) is designated to monitor MBE and WBE participation on this project. Developer shall comply with the rules and regulations of the MWBOO in meeting the MBE and WBE requirements. For more details on meeting MBE and WBE requirements, or for information regarding enterprises certified by the City, please contact:

  City Law Department
  Baltimore City Hall
  100 North Holliday Street
  Baltimore, Maryland 21202
  (410) 396-4355

iv. Employ Baltimore

Employ Baltimore is designed to create opportunities that receive municipal contracts to access qualified City residents to meet their workforce needs. The initiative will also ensure that City dollars contribute to the local economy and improve the lives of employable Baltimoreans. All vendors responding to this solicitation shall complete the Certification Statement that is included as an attachment of this RFP. The selected contractor must contact the Mayor's Office of Employment Development (OED) within two (2) weeks of receiving the award and shall be expected to comply with the reporting requirements. For additional information, please contact OED on 443-984-3014.

Submission Requirements

The Respondent must be in good standing with the State of Maryland, City of Baltimore, and the U.S. Department of Housing and Urban Development (HUD). The following provides guidance on what the response must contain and how it must be organized. The purpose of this information is to establish the requirements, order and format for responses, and to ensure the proposals are complete, include essential information and can be fairly evaluated. Respondents are requested to avoid duplicative materials and redundancies in the response.

i. Letter of Interest

The cover letter must list the development team members and identify the primary contact person. Please include a phone number and e-mail address. The letter must be signed by an authorized principal of the Respondent's firm and include a statement that the proposal will remain valid for not less than 180 days from the date of the approval of the selection of the Respondent.

ii. Project Description

Respondents must provide a preliminary conceptual vision for how they would approach the redevelopment of the property. The response can be in narrative form and can include preliminary illustrations or plans.

iii. Budget and Financing

- Fund Pre-Development Costs. The Development Team will be expected to identify and secure all necessary pre-development financing. There should be no expectations that the City will provide pre-development financing or subsidy.

- Produce a Financing Plan: The Developer will be required to provide a financial analysis and plan of the costs required to undertake development, as well as potential sources and uses and recommendations to leverage funds. The plan is expected to be developed in conjunction with the Development Plan and market analysis. The financing plan must demonstrate a sensitivity and approach in using public funds and resources in the most efficient manner.

- Prepare Budgets and Pro-Formas: Provide estimated development budgets including hard costs, soft costs and contingencies for the overall development. Delineate any escalation factors that may be required.

- Prepare Financing Application(s): Prepare all applications necessary and use best efforts to obtain all financing necessary to implement the Development Plan in a timely fashion, which may include, but not be limited to, various tax credits, tax-exempt bonds, state and local funds, and private debt.

- Leverage Public and Private Resources: The selected Developer will be responsible for securing federal, state, local and private financing necessary to implement the project and for maximizing these resources through a variety of partners and partnerships.

- Guarantees: The Respondent will be required to provide all necessary operating and financing guarantees.

- Accounting/Financing: Maintain accounting records and ensure project financing is available at the appropriate times and utilized in the appropriate manner.

- Describe how the Respondent will pursue financing for the redevelopment effort and leverage resources.

- Provide a development budget indicating the estimated costs of redevelopment of the Site (See Exhibit C.1). This budget should include the purchase offer to the City as well as the estimated “hard” and “soft” costs for the actual project. Provide a summary of the assumptions on which these estimates are based, such as previous comparable projects or estimates provided by contractors.

- Provide a Sources and Uses Statement identifying the estimated amount of debt and equity financing by source, acquisition price, and “hard” and “soft” costs. (See Exhibit C.2). Disclosures of terms and sources for all debt must be included. A commitment letter may be required from a lending institution. If the project anticipates such sources of funding as foundation grants, corporate gifts, or governmental program funds, provide a summary of the source funds that includes a timetable of when applications are available and when awards are made. In addition, describe the applicability of the project to the goals of the funding source. Please note that Baltimore City is not likely to provide cash subsidies.

- Provide a project timeline. Be sure to indicate any revisions to existing governing regulations for the Site, such as zoning that would be required to carry out the proposed development. Please include the time required to seek such amendments in the design portion of the timeline.

iv. Developer Capacity

- Each proposal must include the completed Respondent Information form (See Exhibit A.1). List one reliable and easy-to-reach contact for the development team. Please note that the form must also be signed by an officer who is authorized to make a binding contractual commitment on behalf of the development team.

- List names of your development team and describe the role, experience, and capacity of each (including architects, contractors, construction managers, real estate brokers, marketing, etc.). Briefly describe the staff positions and qualifications of those individuals who would carry out the redevelopment. Describe any existing commitments that would impact your ability to implement the project immediately.

- Description of the firm size, number of employees, and a description of type, location, scheduled completion, and dollar value of the projects in the pipeline.

- Provide an organization chart of the Development Team. All entities that comprise the team must be identified including consultants, contractors, and attorneys, indicating their specialization(s), specific contribution to the team, and whether they are an M/WBE business. Please provide information on the development team's prior experience working together.

- Provide resumes of the project team including, if applicable, architect, engineers of all appropriate disciplines, contractor and/or construction manager, marketing agent and property management firm. Resumes should include a description of experience and completed projects that the reviewers may visit.

- Indicate whether the Respondent or any team member has ever been terminated from a contract and, if so, describe the circumstances and outcome.

- Indicate whether the Respondent or any team member has ever sued or been sued by a city and, if so, describe the circumstances and outcome.

- Indicate whether the Respondent has ever been debarred by any local, state, or federal agency, and if so, describe the circumstances and outcome.

- Provide a narrative statement describing the previous experience of the Respondent and development team. Provide specific information on projects that are similar in scale and character to the proposed development including the nature and dollar value of each project, the project manager's name and contact information from at least one participating lending institution. Emphasize any exceptional or unique qualifications of the Respondent. (See Exhibit D.2)

- Attach the three most recent years' audited or certified public accountant ("CPA") prepared financial statements from each member of the Development Team who will be providing guarantees in connection with the development and operation of the project. The financial statements must include the most current year for which audited or CPA prepared financial statements are available. The statements must include an income statement as well as a balance sheet showing assets, liabilities and net worth of the entity. Financial statements and bank references may be placed in a separate sealed envelope marked "confidential." Additionally, submit one bank reference for the Respondent.

- Provide a statement indicating how the Respondent will honor all financial guarantees, should the need arise.

- Provide evidence of insurability. The developer shall maintain for the duration of the contract(s), at its cost and expense, insurance against claims for injuries to persons or damages to property, including contractual liability which may arise from or in connection with the performance of the work by the vendor, its agents, employees, representatives, assigns, or subcontractors. This insurance shall cover such claims as may be caused by any negligent act or omission. Please provide a bank or similar type of reference showing all insurance to be written up for the following limits of liability:

  a) Bodily Injury Liability Insurance: $1,000,000 each person, $1,000,000 each occurrence;
  b) Property Damage Liability Insurance: $1,000,000 each person, $1,000,000 each occurrence;
  c) Professional Liability: $1,000,000;
  d) Worker's Compensation: $250,000.

- In addition to the bank reference, five (5) references must be submitted for the Respondent. References that are relevant to the scope of work as anticipated in this RFP including one from a public sector entity and four from among the following entities are required:
  a) Construction and Permanent Lenders,
  b) LIHTC, New Markets or Comparable Investor,
  c) General Contractor on a comparable development,
  d) State Housing Finance Agency, if available, or
  e) Community Group that worked with the Respondent on a specific project.

- Complete the Owned Property Disclosure form (See Exhibit D.1). Include all properties owned or managed by the development entity and any principal with at least a 10 percent interest in the development entity.

v. Community and Economic Inclusion

- Please summarize any local hiring activities that may lead to workforce opportunities for at-risk city residents
- Minority and Business Enterprise Participation
  a) Indicate the minority- and women-owned business participation in the development team. Include the percentage of ownership of the final development by such firms. Indicate whether such firms are currently registered with the City as Minority- and Women-Owned Business Enterprises (MWOBE) or will be seeking registration.

b) Provide a list of minority- and women-owned businesses and contractors who will be asked to participate in this work. Indicate whether such firms are currently registered with the City as Minority- and Women-Owned Business Enterprises or will be seeking registration.
c) Indicate any additional steps that will be taken by the development team to maximize minority participation in the various stages of development, operations and employment when the project is completed.
d) Provide the name and contact information of the individual responsible for adherence to MWOBE participation goals.

- Community Participation
  Describe how the team will involve the Upton community in the planning and implementation of redevelopment activities. The response must include a discussion of the approach and methods your team will utilize to assure meaningful participation by the residents of the neighborhood, community stakeholders, and local government entities in the planning and implementation of the project.

Evaluation Criteria

The DHCD Review Panel will review and rank proposals based on a scale of 100 points. DHCD may select one of the proposals at its sole discretion. Criteria used in evaluation of proposals include, but are not limited to, the following:
A. Quality of Development Concept (30 Points)

1. Overall scope and quality of the proposed development.
2. Quality of the construction proposed.
3. Quality of the design of the proposed development, as well as its compatibility with the surrounding neighborhood.
4. Quality of the interior design and aesthetics.

B. Project Feasibility (20 Points)

1. Project is economically sound and based on established financial principles and supported market assumptions.
2. Project may be accomplished in a timely manner.
3. Project does not face insurmountable regulatory hurdles or constraints.
4. Project includes sound financing approach, including incorporating flexible, innovative and new approaches that lower risks to successful outcomes, increase benefits to the City or Community, accelerate completion or are otherwise advantageous to the project

C. Developer Capacity and Experience (20 Points)

1. The development team has a satisfactory record of past performance as demonstrated by the
2. Respondent's experience in planning, financing, constructing, marketing, and managing projects similar in size and scope to the proposed project.

3. The Respondent has a track record of successful negotiations with governmental entities and/or community members on completed development projects.
4. The Respondent has the ability to provide or obtain sufficient financial resources to successfully negotiate a Land Disposition Agreement with DHCD and to start and complete the project in a timely manner.

D. Benefits to the City (10 Points)

1. Direct financial benefits to the City of Baltimore that include, but are not limited to payments for acquisition of the Site, incremental tax revenues; and, secondary financial impacts. Proposals that limit the costs and subsidies from the City will be viewed more favorably.
2. Contributions to the economic growth of the City that include, but are not limited, to increased jobs for City residents, meeting the demand for quality housing and other positive contributions to long-term economic growth of the City.
3. Meeting of a citywide service need such as affordable housing, recreation, educational opportunities, or job training.

E. Benefits to the Community (10 Points)

1. This includes, but is not limited to, the ability to support and enhance ongoing revitalization efforts and sustain residential values.
2. Support by the immediate and surrounding communities.
3. Quality of green and recreation space proposed.
4. Promotion of homeownership.

F. Economic and Community Inclusion (10 Points)

1. Indicate the minority- and women-owned businesses participation in the proposed site development, if applicable.
2. Provide a list of minority- and women-owned businesses, consultants, financial institutions, and employees who will be asked to participate in this work, if applicable.
3. Indicate any additional steps that will be taken to maximize the participation of women and minorities in the development and operations of the development site.
4. Opportunities for community input and participation.

Award Procedures

A. Eligibility for Award

In the event that DHCD determines that it has received one or more proposals which, at the sole determination of DHCD, are deemed feasible, DHCD may make an award for the property under the terms of this RFP. In this event, the selected Respondent may be awarded the opportunity to enter into an Exclusive Negotiating Privilege with the City. In order to be eligible for such an award, the proposal must be responsive to the RFP. Responsive proposals follow all guidelines established herein for preparation and submission and achieve goals stated within this RFP.

B. Community Presentations

Respondents selected by the review panel may be asked to make a community wide presentation. DHCD will work collaboratively with the Department of Planning and all of the affected community groups to

organize the logistics and format of this presentation. DHCD will conduct a survey of community stakeholders to provide input for the RFP panel review. Impacted community association(s) may, at its/their sole discretion, governed by its/their own rules and by-laws if any and in any format of its/their choosing, provide DHCD with a recommendation regarding the award of the Site.

C. Review Panel
DHCD may designate a Review Panel for evaluating the proposals. The size and composition of the Review Panel is the sole responsibility of DHCD. The Review Panel shall have the opportunity to review all written materials and may request additional written materials or oral presentations from any or all Respondents. Local community associations and other parties may be asked to provide their recommendations to the Review Panel. The Review Panel will recommend a selected respondent to the Commissioner of the Department of Housing & Community Development. The Housing Commissioner makes the final decision regarding the award of the project.

D. Finalist Round
The City may, at its sole discretion and as part of the evaluation process, enter into negotiations with highest ranked proposers and invite "best and final offers" as deemed in the best interest of the City. The City may ask the proposers to respond to additional questions and provide additional information. However, the City is not obligated to negotiate, and may make the award based on the initial evaluation or negotiated "best and final offers" as determined by and at the City's sole discretion as in the City's best interest. Proposers are advised not to prepare their proposal on any assumption that negotiations will take place. Proposers are advised to respond full at the time of proposal submission."

E. Notification
Official notice of award will be sent by U.S. Mail to the address and contact person listed (See Exhibit A.1). Respondents who are not selected will be similarly notified by U.S. Mail after a selected Respondent has been offered and accepted the Exclusive Negotiating Privilege for the Site.

Negotiations and Sale Process

A. Exclusive Negotiating Privilege
Upon selection, DHCD may issue an Exclusive Negotiating Privilege (ENP) for a period of ninety (90) days to the selected Respondent setting out specific requirements and deadlines for fulfilling the requirements of this RFP. During this period, all capital for this project should be determined. The selected Respondent will have seven (7) days in which to return the signed ENP and provide a non-refundable fee of One Thousand Dollars $1,000 in the form of a certified check made payable to 'Director of Finance.' If negotiations have not been completed within ninety (90) days of executing the ENP, the ENP may expire. DHCD may choose to extend that time period if, in the view of DHCD, negotiations are proceeding satisfactorily. Should the parties fail to agree upon a contract within the time frames established by the ENP, DHCD, at its sole discretion, may cancel negotiations with the selected Respondent. DHCD may choose to enter into negotiations with another Respondent, accept new proposals, or cancel the RFP.

B. Right-of-Entry
Upon selection, DHCD may issue a Right-of-Entry to the selected Respondent. Under the Right-of- Entry the selected Respondent, its employees, agents, and representatives may enter the Property for the purposes of carrying out environmental baseline analysis for hazardous materials, site surveys, plats and

re-subdivisions as applicable, soil boring data and analysis, analysis of the structure, architectural and engineering studies for proposed rehabilitation, and other relevant activities. Prior to the execution of the Right-of-Entry the Respondent will be required to provide evidence of insurance coverage.

C. Land Disposition Agreement and Board of Estimates Approval
Within ninety (90) days following the successful conclusion of negotiations under the ENP, the City may enter into a Land Disposition Agreement (LDA) setting forth the terms and conditions of sale or lease and development of the Site, including construction timeline. The final acceptance of any proposal and disposition of the property through a Land Disposition Agreement is subject to the approval of the Board of Estimates of Baltimore City. DHCD and the developer can proceed to settlement only after approval of the LDA by the Board of Estimates. The LDA will contain provisions whereby the City has the right to intervene in the event the developer does not satisfy terms of the agreement including reversions of the title of property to the City.

D. Development Oversight
The selected Respondent must agree to the review and guidance of DHCD and the Department of Planning in the preparation of plans for rehabilitation in conformance with this RFP, the Zoning Ordinance standards as applicable, and other applicable codes and ordinances of the City of Baltimore.

Rights Reserved

A. DHCD reserves the right in its sole discretion to recommend the award related to this RFP based upon the written proposals received by DHCD without prior discussion or negotiation with respect to those proposals. All portions of this RFP will be considered to be part of the LDA and will be incorporated by reference. Any LDA awarded in connection with the RFP will be subject to approvals as required by the City Law Department, including final approval by the Board of Estimates of Baltimore City.

B. As part of the evaluation process, DHCD specifically reserves the right to review and approve the drawings, plans, and specifications for redevelopment with respect to their conformance with the goals and requirements of this RFP.

C. DHCD also reserves the right to refuse to approve any such drawings, plans, or specifications that are not suitable or desirable, in its opinion, for aesthetic or functional reasons in so passing upon such drawings, plans, and specifications, it shall have the right to take into consideration, but shall not be limited to, the suitability of the Site plan, architectural treatment, building plans and elevations, materials and color, construction details, access, parking, loading, landscaping, identification signs, exterior lighting, refuse collection details, street, sidewalks, and the harmony of the plan with the surroundings.

D. DHCD reserves the right, (at its sole discretion,) to accept or reject any and all proposals received as a result of this RFP, to waive minor irregularities, and to conduct discussions with all responsible Respondents in any manner necessary to serve the best interest of DHCD and the City of Baltimore.

E. DHCD reserves the right to request additional information from any or all Respondents if necessary to clarify statements or data contained in the proposals.

F. DHCD reserves the right to reject any proposal as a result of misrepresentation of any information contained in the proposal including but not limited to representations made in Exhibit B.

Administrative Information

The issue date of this RFP is April 16, 2019.

Issuing Officer
This RFP is issued by:
The Department of Housing and Community Development
Department of Development
Attn: Teresa Stephens
417 East Fayette Street, Room 1037
Baltimore, Maryland 21202
**This RFP is issued on behalf of the Mayor and City Council of Baltimore.*

- Obtaining RFP
  The RFP will be made available free of charge. The RFP may be picked up at 417 E. Fayette Street, 10th floor, Baltimore, Maryland 21202 weekdays, 9 a.m.–4 p.m. Eastern Standard Time (EST). The RFP can also be obtained from DHCD's website at: www.dhcd.baltimorecity.gov

- Site Inspections
  The Site is open for inspection and on Wednesday, May 15, 2019, 10-11 a.m. (EST), we will have team members available at the site. If access to the site is required, please contact Kelly Baccala at 410-396-4111.

- Pre-Proposal Conference
  An RFP Conference will be held on Tuesday, April 30, 2019, 3-4:30 p.m. (EST), in the 3rd Floor Conference Room, 417 East Fayette Street. If special accommodations are required to participate in the Conference, please contact Teresa Stephens at 410-396-4111 at least two (2) business days in advance.

- Questions and Inquiries
  Written questions and inquiries will be accepted from Respondents but must be submitted by Thursday, May 9, 2019, at 3 p.m. (EST). Please direct questions to teresa.stephens@baltimorecity.gov.

- Revisions and Addenda
  Should it become necessary to revise any part of this RFP or provide additional information necessary to adequately interpret the provisions and requirements of this RFP, an Addendum to the RFP shall be provided to all Respondents who picked up the RFP in person and provided their contact information. DHCD will also appropriately update the web version of the RFP should any such revision or addenda be necessary. Because DHCD may not have contact information for Respondents who choose to acquire the RFP from the DHCD website, it is recommended that such entities review subsequent postings periodically to maintain current information about the offering.

- Deadline
  The deadline for receipt of proposals is 4 p.m. (EST) on Tuesday, July 23. Proposals will be dated and time stamped upon submission and a receipt will be provided. DHCD will not accept proposals after the deadline. Use of the U.S. Postal Service, private delivery companies or courier services is

undertaken at the sole risk of the Respondent. It is the Respondent's sole responsibility to ensure that the proposal is in the possession of the issuing office by the deadline.

- Submitting Responses to RFP
  All proposals must be delivered with the accompanying $250 fee made payable to the Director of Finance to:
  Department of Development
  Department of Housing & Community Development
  417 East Fayette Street, Room 1001
  Baltimore, Maryland 21202
  ONE (1) ORIGINAL PLUS EIGHT (8) COPIES TOTALING NINE (9) SUBMISSIONS OF EACH PROPOSAL (BOUND IN A LOOSE-LEAF NOTEBOOK TO LIE FLAT WHEN READ. PLEASE INCLUDE A CD with the entire proposal scanned. ALL PROPOSALS MUST HAVE A TABLE OF CONTENTS AND EACH SECTION TABBED.

- Incurring Expenses
  The City of Baltimore shall not be responsible or pay for any cost(s) incurred by any Respondent in preparing and submitting a proposal or requested supplemental information in response to the RFP.

- Public Information Act Notice
  DHCD commits to handling all information regarding financial assets and holdings of Respondents in strictest confidence. Respondents should give specific attention to identifying any additional portions of their proposals that they deem to be confidential, proprietary or trade secrets and provide any justification why such material should not be disclosed by DHCD under the Maryland Public Information Act SS 1-601 et seq. of the State Government Article, Annotated Code of Maryland upon request by the public.

- Compliance with the Law
  By submitting an offer in response to this RFP, the Respondent selected for award agrees that it will comply with all Federal, State, and City laws, rules, regulations and ordinances applicable to its activities and obligations under this RFP.

EXHIBIT A – DEVELOPER INFORMATION

A.1 RESPONDENT INFORMATION

Name of Respondent:	
Address:	
Contact Person:	
Telephone Number:	
Fax Number:	

Please be advised that The Department of Housing and Community Development will use the above contact information to keep the Respondent informed about the RFP process, to schedule oral presentations to the Review Panel or community groups, to make any requests for additional information and notifications regarding selection.

A.2 TYPE OF ORGANIZATION

Type of Organization (i.e. partnership, joint venture, corporation, limited liability company, not-for-profit organization, etc.)	

A.3 PRINCIPALS

If entity is a joint venture please provide principals for each entity. If entity is a not-for-profit organization please provide a list of the officers of the Board of Directors. Use other sheets as necessary.
Principal Name Title/Position Home Address % Interest

Principal Name	Title/Position	Home Address	% Interest

A.4 DEVELOPMENT TEAM MEMBERS AND CONSULTANTS

Please provide name, address, telephone and fax. If not yet selected or not applicable, mark "N/A."

Architect:	Marketing Agent:
Engineer:	Legal:
General Contractor:	Other:

A.5 DISCLOSURES

Please identify any business entity or organization in which the Respondent is or was formerly a principal partner, managing member or otherwise owned or controlled more than 50% of the shares or assets of such entity/organization and which has owned or operated residential property in the last five years in Baltimore City and elsewhere.

BUSINESS ENTITY NAME	RESPONDENT'S ROLE or POSITION

Check the boxes below regarding each individual and/or business entity buyer and any of the business entities listed above:

1. Party in a pending lawsuit. Yes ☐ No ☐
2. Conviction or pending case for fraud, bribery or grand larceny. Yes ☐ No ☐
3. Conviction or pending case for arson. Yes ☐ No ☐
4. Indicted for or convicted of any felony within the past 10 years. Yes ☐ No ☐
5. Adjudged bankrupt, either voluntary or involuntary, within the past 10 years. Yes ☐ No ☐
6. Unpaid delinquent taxes, municipal liens, and/or outstanding judgments. Yes ☐ No ☐

7. Declared in default of a loan or failed to complete a development project. Yes ☐ No ☐

8. Failed to complete or currently in violation of a Land Disposition Agreement or other agreement involving the City of Baltimore. Yes ☐ No ☐

9. Own a property which currently has a Vacant House Notice or other housing code violation in Baltimore City or elsewhere. Yes ☐ No ☐

10. Failed to obtain required building permit for work performed. Yes ☐ No ☐

11. Failed to register a currently owned, non-owner occupied dwelling unit in Baltimore City as required by Baltimore City Code Art. 13 § 4. Yes ☐ No ☐

12. Failed to comply with inspection and/or registration requirements under the Maryland Lead Law. (Maryland Code: Environment § 6-801 - 6-852; Article 48A §734-737; Real Property § 8 - 208.2) Yes ☐ No ☐

If the answer to any of the above is yes, please provide a full explanation including as appropriate for each case (1) date, (2) charge, (3) place, (4) court, (5) action taken and (6) current disposition. Attach documentation, as necessary.

A.6 CERTIFICATION

Please note: If the Respondent is a joint venture, this certification form A.6 must be signed by an officer of each entity composing the joint venture.

I _____ am an officer authorized to make a binding contractual commitment for the Respondent. I have received, read and understand the provisions of this Request for Proposals (RFP). I acknowledge that failure to disclose a material fact or to misrepresent a fact can result in disqualification of the development proposal from further consideration. I certify that all information contained in this response to the RFP, including but not limited to, the disclosure information above is true and correct to the best of my knowledge and belief.

I understand by signing this form in conjunction with a response to this RFP, that the City may, at its choosing, conduct a check with Dun and Bradstreet and other credit verification or similar agencies.
I understand that the City is not obligated to pay, nor will it in fact pay, any costs or losses incurred by the Respondent at any time, including, but not limited to, the cost of: (1) any prior actions by the Respondent in order to respond to the RFP, and/or (2) any future actions by the Respondent in connection with any negotiations between the Respondent and the City, including, but not limited to, actions to comply with requirements of The Department of Housing & Community Development, the City or any applicable laws.

I agree that I will not enter into, execute or be a party to any Covenant, Agreement, Lease, Deed, Assignment or Conveyance, or any other written instrument which restricts the sale, lease, use or occupancy of the property or any part thereof, upon the basis of race, color, religion, sex, or national origin and will comply with all Federal, State, and local laws, in effect from time to time, prohibiting discrimination or segregation and will not discriminate by reason of race, color, religion, sex or national origin in the sale, lease, use or occupancy of the property.

Dated:

_____

Signature:

_____

Title:

_____

Respondent Entity:

EXHIBIT B – SITE MAP AND ADDRESSES

B.1 PROPERTY ADDRESSES

Parcel	**Site Control**	Block Lot
1315 Division Street	City of Baltimore	3603-030
1318 Etting Street	City of Baltimore	0396-071
1320 Etting Street	City of Baltimore	0396-070
1322 Etting Street	City of Baltimore	0396-069
1324 Etting Street	City of Baltimore	0396-068
1326 Etting Street	City of Baltimore	0396-067
1328 Etting Street	City of Baltimore	0396-066
1330 Etting Street	City of Baltimore	0396-065
1332 Etting Street	City of Baltimore	0396-064

Lot Size – 30,000+ Square Feet

EXHIBIT C – FINANCIAL

C.1 DEVELOPMENT BUDGET

Item	Amount	Per Unit	Per Square Foot
Acquisition Costs			
Acquisition			
Closing Costs			
Acquisition Subtotal:			
Construction Costs			
Demolition			
Site Work			
Structures			
Profit and Overhead			
Performance/Payment Bond			
Hard Cost Contingency (10%)			
Hard Cost Subtotal:			
Soft Costs			
Architectural Costs (Incl. Engineer)			
Architectural Construction Admin			
Architectural Reimbursables			
Legal			
Accounting			
Marketing Analysis			
Appraisal			
Environmental Testing			
Surveys			
Permit Processing Fees			
Taxes/Assessments/Utilities			
Title and Insurance			
Security			
Inspections			
Soft Cost Contingency			
Soft Cost Subtotal:			

Financing			
Interest			
Loan Origination			
Financing Subtotal:			
Developer Fee			
Construction and Acquisition Period Total:			

C.2 SOURCES AND USES

Sources *Including, but is not limited to, all applicable items listed below:*	**Amount**
Respondent Equity – Cash – List by source and provide terms	
Respondent Equity – Other – List by source and provide terms	
Private Debt - List by source and provide terms	
Public Debt - List by source and provide terms	
Other Public Support - List by source and provide terms	
Other (Specify):	
Overhead	
Total Sources	
Uses *Including, but not limited to, all applicable items listed below:*	
Acquisition	
Hard Costs	
Soft Costs	
Total Uses	
Net	

Please provide supportive documentation for all Sources. Cost estimates should correspond with Exhibit C.1 above.

EXHIBIT D – PROPERTY DISCLOSURES AND EXPERIENCE

EXHIBIT D.1 OWNED PROPERTY DISCLOSURE FORM

List all properties owned or sold within the past five years in Baltimore City and elsewhere by Respondent and business entities identified in Exhibit A. Use additional sheets as necessary.

ADDRESS Include Zip Code	**PROPERTY OWNER'S NAME(S)**	**Currently Owned? If no, enter year sold.**
		Yes ☐ No ☐ Year Sold:
		Yes ☐ No ☐ Year Sold:
		Yes ☐ No ☐ Year Sold:
		Yes ☐ No ☐ Year Sold:
		Yes ☐ No ☐ Year Sold:
		Yes ☐ No ☐ Year Sold:

EXHIBIT D.2 SUMMARY OF DEVELOPMENT EXPERIENCE

Principal Whose Experience is Described Below: _____
Please describe either most recent projects, or those you feel are most comparable to the project to which you are responding. Please use this form to describe as many projects as you wish, use additional sheets as necessary.

	Project 1	**Project 2**	**Project 3**
Project Name, if any: Address:			
Role: (i.e. managing partner; limited partner; LLC member; general contractor; architect; lawyer; investor; consultant)			
Type of Project: (i.e. 1-4 family homes; multifamily rental; coop or condo; commercial)			
Number of Buildings: Number of Residential Units: Sq. Ft. of Commercial Space:			

	Project 1	Project 2	Project 3
Construction Cost: Total Development Cost:			
Start Date: Completion Date (actual or estimated):			
Current Status: (i.e. predevelopment; in construction ____ % complete)			
Public Sector Involvement, if any: (Provide name of Program & Agency, name and current phone of reference.)			
Construction Lender: (Provide name of institution and name and current phone number of reference.)			

Application for Lease

IMPORTANT NOTICE: Only not-for-profit organizations are eligible to submit the Application for Lease. Not-for-profit applicants must complete the entire application if applying for a municipal lease award.

Applicants interested in a municipal lease should include ALL documents listed below:

- ☐ Federal 501C3 determination letter (IRS)
- ☐ State MD Corporate Charter filing
- ☐ State MD Good Standing Certificate
- ☐ State MD Charity Registration
- ☐ Corporate By-laws
- ☐ BOD list with bio's
- ☐ Annual Budget (actual) listing donations, funders or grants received, any fundraising activity or earned income and all costs including program expense, salaries, administrative costs, maintenance fees and maintenance/facility costs
- ☐ 6 months of bank records showing income & expense and any audits performed in the last 2 years
- ☐ Proof of payroll payment and payroll tax filings
- ☐ Letters of Support from partners/recipients or community stakeholders
- ☐ Copies of any licenses, certifications or accreditations currently held, or applied for, and necessary for operation of the program – (Please list all)-
- ☐ Sustainability Plan – (Please provide detail on your organization's plan for environmental, community and financial sustainability.)

BALTIMORE CITY
DEPARTMENT OF HOUSING &
COMMUNITY DEVELOPMENT