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TOWN OF ACTON
REQUEST FOR PROPOSALS
8/4/03-819
FOR THE LONG-TERM LEASING AND RENOVATION OF THE TOWNE SCHOOL PROPERTY FOR AFFORDABLE HOUSING USE

Proposals Due: August 4, 2003, 2:00PM

I GENERAL INFORMATION

A. The Invitation

The Town of Acton (the "Town"), acting through the Town Manager as Chief Procurement Officer ("Town Manager"), is hereby soliciting proposals from experienced, qualified firms for a fifty (50) year lease (the "Lease") of the approximately 1.23 acre parcel of land at the corner of Massachusetts Avenue and Charter Road in the Town (referred to herein as "Parcel A" and as further described in Attachments A and B hereto) and the reconstruction and renovation (the "Renovations") of the existing two-story school building located on the parcel (hereinafter referred to as the "Towne Building") into eighteen (18) to twenty (20) units of mixed-income rental housing to be operated over the term of the Lease. The Towne Building and Parcel A are collectively referred to hereafter as the "Premises." (For purposes of this RFP, the proposer that is ultimately awarded the Lease and contract for the Renovations shall hereinafter be called the "Developer," and the renovation and use of the Premises for such affordable housing pursuant to the Lease shall hereinafter be called the "Project.")

The purpose of this Request for Proposals (the "RFP") is to select a Developer who can demonstrate the experience and capacity necessary to develop the Premises in conformance with the Town's goals, as articulated in Section VI, Goals and Guidelines, and best meets the Evaluation Criteria described in Section VII. This RFP provides certain information about the Premises in Section III, Instructions to Proposers in Section IV, Scope of Services including the terms of the proposed lease in Section V, Submission Requirements in Section VIII, Selection Process in Section IX and Attachments in Section X.

B. The Project

Built in 1925, the Towne Building served as a school until the middle of 2002. The Towne Building is now vacant and closed to the weather. At a Town Meeting held on April 9, 2001, the Town voted against demolition of the Towne Building. The Town's School Committee voted to transfer the Towne Building with appropriate land to the Town for reuse as determined by the Board of Selectmen. The Board of Selectmen, after reviewing various reuse alternatives, voted to use the Towne Building for affordable housing use. At a Town Meeting held on October 15, 2002, the Town authorized the Board of Selectmen to lease

the Premises for such use under a long-term lease (over ten years) and to file for and obtain the required Home Rule from the General Court.

The Town desires to maintain and preserve the Towne Building, while also serving a public purpose and benefiting the residents of the Town. The Town has determined that a long-term lease of the Premises will best serve the Town's objectives, and that affordable housing is the most appropriate use of the Premises, given the Town's current shortage of affordable housing.

Throughout the development process and term of the Lease, the Town Manager and the Acton Community Housing Corporation ("ACHC") shall be acting as representatives of the Town to clarify and facilitate approvals and administrative matters and will have such further specific authority as the Board of Selectmen shall approve.

ACHC is a Town Board appointed by the Selectmen with the mission of increasing the supply of affordable housing in the Town. ACHC sponsored the development of the Towne School and presented a proposal for redevelopment at the April 2002 Special Town meeting, at which the Town agreed to retain the existing building for affordable housing as recommended by the Selectmen. ACHC supports the renovation of the Towne School into attractive affordable housing in the most expeditious way possible and will work with the selected Developer to accomplish this goal.

The Town Manager may cancel the Project and/or the Lease at any time prior to the execution and delivery of the Lease by and between the Town and the Developer if funds are not appropriated or otherwise made available to support continuation of performance of the Project and/or the Lease.

II. SITE TOUR AND BRIEFING

Interested proposers **are required** to have a representative attend an on-site briefing session on July 14, 2003 at 10:00AM. Registration to attend the briefing is required no later than the close of business July 11, 2003. To register, or for additional information contact Dean Charter, MCPPO, Municipal Properties Director, at 978-264-9629, dcharter@town.acton.ma.us.

III. DESCRIPTION OF PREMISES

Set forth below in this Section III is certain background information about the Premises which the Town has assembled from a variety of sources. While the Town has no reason to believe that the information provided by the Town in this RFP (including all attachments and supplements) (the information so provided by the Town is hereinafter referred to as the "Premises Information") is not accurate, the Town makes no representation or warranty, express or implied, as to the accuracy and completeness of the Premises Information. The Town assumes no liability for the accuracy or completeness of the Premises Information and each proposer assumes all risk in connection with the use of the Premises Information

and releases the Town from any liability in connection with the use of the Premises Information by the proposer.

In addition, the Town makes no representation or warranty with respect to the Premises, including without limitation, the value, quality or character of the Premises or its fitness or suitability for any particular use and/or the physical and environmental condition of the Premises.

1. Location and Site Information: This RFP pertains to the Lease of the Premises, and renovation of the Towne Building for use as affordable housing. A legal description of the Premises is included as Attachment A to this RFP.

2. Buildings and Improvements: The Towne Building was built as the Acton High School in 1925, and was renovated in the 1950s and 1970s. A one-story extension to the Towne Building was later demolished, and the School Department completed landscaping and related site work along the driveway to the Parker Damon Building at the rear of Parcel A. The Towne Building was utilized as a school building until mid-2002, but is now vacant. The Developer is responsible for determining the construction and condition of the Premises and requirements to carry out the renovation to the Towne Building and to meet the requirements of the Massachusetts State Building Code and other applicable state or local laws, codes, ordinances and regulations. Partial plans for the original building are a portion of Attachment A.

   A feasibility study (the "Feasibility Study"), funded by the Massachusetts Housing Partnership Fund, has been completed by Edward Marchant, Real Estate Consultant, and Philip Hresko, Architect, dated March 29, 2002, and is included herein as Attachment C. The Feasibility Study indicated that nineteen (19) units of housing could be developed in the Towne Building.

3. Site Plans. The boundaries of Parcel A are shown in Attachments A and B. The preliminary site plan included in the Feasibility Study indicated thirty-six (36) parking spaces on the east side of the Towne Building and private gardens for some of the ground floor dwelling units.

4. Parking and Access on Parcel A. All off-street parking for the Project shall be on the East side of the Towne Building. There is to be no paved vehicle connection with the School Department driveway that is located at the rear of the Towne Building. The Project's parking area shall have two-way movement through the parking area with access to and from Massachusetts Avenue. A curb cut to Massachusetts Avenue is required (blank copy enclosed in Attachment B) and must be approved by the Massachusetts Highway Department.

5. Zoning. The Property is currently zoned R-2 Residential, which does not allow multifamily housing. The Town is prepared to work with the Developer to come to an agreement with respect to zoning requirements and to support the filing of an application for a Comprehensive Permit pursuant to M.G.L. Chapter 40B.

6. Utilities. Public water, natural gas, and sewer are available at the Premises. Electricity is currently being delivered to the building as part of the primary metered service controlled by the school district. The building will be disconnected from this service immediately upon the transfer of the building to the developer. The Developer shall be responsible for making all such connections and betterments and paying the cost involved.

7. Special Requirement. The Towne Building is on the List of Significant Historical Buildings of the Acton Historical Commission. ACHC's presentation to the April 2002 Town Meeting advised that the reuse of the Towne Building would include preservation of the street façade of the Towne Building and that parking would not be located at the front of the Towne Building.

8. Environmental Requirements. The firm of Goldman Environmental Consultants conducted an environmental review of the Premises and their Environmental Report dated February 24, 2003 is attached hereto as Attachment D.

IV. INSTRUCTIONS TO PROPOSERS

Each proposer shall submit one original proposal (sealed and written) and 8 copies of the proposal on or before 2:00 p.m., August 4, 2003 (the "Proposal Filing Deadline") to the following address:

Town Manager's Office
Acton Town Hall
Attention: Don P. Johnson, Town Manager
472 Main Street
Acton, MA 01720

PROPOSALS RECEIVED AFTER THE PROPOSAL FILING DEADLINE TIME WILL NOT BE ACCEPTED. TELECOPIED OR ELECTRONICALLY MAILED (E-MAILED) PROPOSALS WILL BE DEEMED NON-RESPONSIVE AND WILL BE REJECTED. These guidelines will be strictly enforced. Proposers are cautioned to hand deliver their proposals or to allow sufficient time for their proposals to be received in time by the Town.

The envelope containing the proposal and all supporting submittals must be clearly marked "RFP – CONTRACT FOR LONG-TERM LEASE AND RENOVATION OF TOWNE SCHOOL PROPERTY" with the proposing firm's name and address. The proposal itself should be clearly marked "Proposal for Long-Term Lease and Renovation of Towne School Property." Responses to this RFP must include all required documents, completed and signed per the instructions and attached forms included in this Request.

Proposals shall remain valid and may not be withdrawn for a period of ninety (90) calendar days after the Proposal Filing Deadline.

All inquiries should be in writing no later than July 18, 2003 and should be directed to:

Town Manager's Office
Acton Town Hall
Attention: Don P. Johnson, Town Manager
472 Main Street
Acton, MA 01720
Telephone: (978) 264-9612
E-mail address: djohnson@town.acton.ma.us

All proposals submitted prior to the Proposed Filing Deadline will be opened and recorded on August 4, 2003, at 2:00PM.

The Town reserves the right to accept or reject any or all proposals, to waive minor informalities, and to make the award as may be deemed in the best interest of the Town. Those who enter into contractual obligations with the Town must not discriminate against qualified, handicapped individuals in their employment decisions.

If any changes are made to this RFP, an addendum will be issued. Each addendum will be mailed or faxed to all persons on record as having picked up the RFP.

V. SCOPE OF SERVICES

A. The Renovations

The Developer, at its sole expense, shall perform the Renovations to convert the Towne Building into eighteen (18) to twenty (20) dwelling units in conformity with the Minimum Affordability Commitment set forth in Section VI below.

The Developer will be solely responsible for all costs and expenses incurred in the reconstruction and renovation of the Towne Building, installation of utility and site work required for the proposed housing use and any other

measures necessary to bring the Towne Building into compliance with all applicable federal, state and local laws, ordinances, rules, regulations and codes. The Developer shall, at its sole cost and expense, obtain all necessary permits, approvals and licenses from governmental authorities, including the Town, required for construction and use of the Towne Building as affordable housing units, subject to the agreement of the Town to cooperate with and support the filing of a Comprehensive Permit under M.G.L. Chapter 40B.

The Developer shall submit to the Town the names and qualifications of each member of its development team and the general contractor, architect and landscape architect for the design and construction of the affordable housing, which development team members shall be subject to the Town's approval.

The Developer shall perform the Renovations in a good and workmanlike manner, in compliance with good engineering and construction practices, and with the requirements of all applicable laws, ordinances, codes, orders, rules and regulations of all governmental authorities, agencies or departments. The Renovations shall be constructed in material compliance with the Final Plans, as defined in the Lease, and in strict compliance with the Required Permits, as defined in the Lease. The Developer shall take all reasonably necessary measures to (i) minimize dust, noise and construction traffic, (ii) minimize any damage, disruption or inconvenience caused by the Renovations, and (iii) make adequate provision for the safety and convenience of all persons affected thereby and to properly police same. Dust, noise and other effects of such work shall be controlled using commercially accepted methods customarily utilized in order to control deleterious effects associated with construction projects in a populated or developed area. The Developer shall pay (or cause to be paid) all costs and expenses associated with the Renovations (including, without limitation, all architectural, engineering, construction, legal and consultant fees and costs) and shall defend, indemnify and hold the Town harmless from and against any and all claims, damages, losses, penalties, costs, expenses and fees (including without limitation reasonable legal fees) attributable to the performance of the Renovations.

B. The Lease

Attached to this RFP, as Attachment E, is the Town-approved form of the Lease. The Developer will be required to sign the Lease substantially in the form attached hereto. The Town will consider a few reasonable changes to the Lease requested by the Developer, but discourages proposers from requesting any substantial changes to the Lease.

The Term of the Lease shall be fifty (50) years.

Rent for the Property shall be the amount set forth in the Developer's proposal, plus any impositions, utility charges or other fees and charges to be paid as Additional Rent.

The Developer shall provide full service operation, maintenance, repair and management of the Premises in compliance with all legal and regulatory requirements. Unless otherwise expressly set forth in the Lease, all costs, expenses, liabilities, charges or other deductions whatsoever with respect to the Premises, and the construction, ownership, leasing, operation, maintenance, repair, rebuilding, replacement, use or occupation of the Premises shall be the responsibility of Developer

Throughout the entire Term of the Lease, Developer shall cause the Premises to be used solely for the maintenance and support of affordable housing and uses that are ancillary thereto in conformance with the Minimum Affordability Commitment set forth below. Developer shall manage every aspect of the occupancy of the dwelling units on the Premises, including, without limitation, developing and implementing resident selection criteria, selecting tenants for the dwelling units, handling disputes, collecting rent and executing necessary repairs and maintenance.

C. Due Diligence

The Developer should undertake its own review and analyses concerning physical condition, environmental condition, applicable zoning laws, required permits and approvals, and other development, ownership and legal considerations pertaining to the Premises and shall apply for and obtain all approvals and permits required, subject to the agreement of the Town to cooperate with and support the filing of a Comprehensive Permit under M.G.L. Chapter 40B.

VI. GOALS AND GUIDELINES

The Town views the reuse of the Property as an important affordable housing opportunity and as a way of enhancing the Kelly's Corner neighborhood. The Town seeks proposals designed to respect the architecture and historical importance of the Towne Building and the property's relationship to adjoining school and residential neighbors. In selecting the Developer, the Town will place great weight on the Developer's history of effective real estate development and strong property management.

The Feasibility Study included in this RFP as Attachment C indicates the feasibility of developing nineteen (19) units of affordable housing in the Towne Building. Based upon the Feasibility Study, the ACHC and the Town have established the following goals and guidelines for the reuse of the Property:

(a) Programmatic and Use Guidelines

- 100% rental units
- Mixed-income family housing with a range of unit sizes
- At least two three-bedroom units
- At least one two-bedroom handicapped accessible unit at ground level
- Local preference for affordable units to the extent allowed by legal requirements.

(b) Minimum Affordability Commitment

- No less than 25 percent of the residential units will be leased to households with aggregate annual income less than or equal to sixty percent (60%) of the area median income.
- No less than 50 percent of the residential units will be leased to households with aggregate annual household income less than or equal to eighty percent (80%) of the area median income.

(c) Design Guidelines

- Construction shall be of good quality, and in compliance with legal requirements and good engineering and construction practices.
- Exterior of the Towne Building shall be fully repaired, pointed and made weather tight. New window openings in front exterior wall recess panels on second floor will be considered
- Aesthetic requirements: All exterior alteration and repair work shall match, fit in and be of the same appearance and quality of construction as that of the existing Towne Building.
- Existing anodized aluminum windows may be reused if they can be fully repaired and made operable with ease by residents.
- Unique spaces for artist's lofts or other creative design options are encouraged.
- Outdoor gardens at least ten feet deep for the three-bedroom units and other units if possible.

- Open areas at the front of the Towne Building, at the west side along Charter Road and at the rear of the Towne Building shall be attractively landscaped.

- Parking along the east side of the Premises for thirty-four (34) spaces including two spaces for the handicapped. Relocation of hydrant may be required for curb cut onto Massachusetts Avenue. There shall be two-way auto movement through the parking area. There shall be no vehicle access to the school driveway at the rear of the Towne Building.

- Trash and service areas to be at the rear of the Premises.

- A landscape barrier shall be installed along the east boundary of the Premises.

- Existing trees and planting saved where appropriate and possible.

(d) Implementation Guidelines

- Renovation and occupancy of the Towne Building should be commenced and completed as soon as reasonably possible. Proposers should be prepared to start work on the Project within 30 days from the Town's Notice that it has been selected and prepared to execute the Lease within 90 days following selection. The Developer shall commence work on the Renovations as soon as reasonably possible following the signing of the Lease (the Commencement Date) but not later than one (1) year after the Commencement Date, hereafter referred to as the Outside Construction Start. Should there be a significant delay in starting and completing construction, the Town may exercise its remedies under the Lease. See Article 3 of the Lease.

VII EVALUATION CRITERIA

Submissions must meet the following minimum threshold criteria:

1. Proposal must be complete and conform to all submission requirements.

2. Developer must have a minimum of seven years experience in development of affordable housing.

3. Certification of compliance by Developer and all of its affiliates with all state and local taxes (form Attachment F).

4. Developer must be available to commence work on the Project including preparation of design drawings, applications for funding and permits (as defined in the Lease) within thirty days of selection and prepared to sign Lease within 90 days of selection.

5. Proposal must meet Minimum Affordability Commitment, as stated in Goals and Guidelines above.

Proposals meeting the minimum criteria will then be judged on the following additional competitive evaluation criteria:

a. Programmatic guidelines. Manner in which proposal meets program requirements and quality of architectural and site design.

b. Affordability. Extent to which the Project exceeds the Minimum Affordability Commitment.

c. Developer's capacity. Ability of the development team to complete the Project successfully as proposed and in a timely manner, as evidenced by track record developing affordable housing and overall financial qualifications. The track record will be evaluated in terms of experience securing funding proposed in plan, outcome of comparable projects (time, budget, design), experience obtaining comprehensive permits, experience working with volunteer boards of directors, evaluation of proposed property management, and reference checks.

d. Financial capacity. Financial capacity will be evaluated with regard to prior experience financing real estate development, including securing any necessary interim financing, ability to provide any equity contribution projected in the Sources and Uses Budget, and ability to secure financing as evidenced by letter(s) from prospective lender(s) and other supporting material. Review of all other real estate owned and any bankruptcy within the past ten years by any member of the development team.

e. Architect and Engineer. Proposed architects and engineers must have had experience that qualifies them for design and supervision of a two-story masonry reconstruction project. A demonstrated record of designing within budgets and with minimal changes during construction will be favored. Resumes of principals and senior staff assigned to the Project will be evaluated.

f. General Contractor. Proposed contractor must be qualified to undertake a two million dollar alteration project and must provide payment, performance and lien bonds in a form, and from a surety, satisfactory to the Town. Contractor's record of finishing projects

on time and within budget will be considered. Qualifications of senior managers and supervisory staff will be considered.

g. Management. Proposed management agent must be capable of managing a small development, have a record of prompt and effective service and repair delivery, skilled in coordination of resident services that may be required and a proven property management experience with affordable housing. Prior experience with affordable housing is important. References from owners of other developments currently being managed and reputation with public agencies and lenders will be considered.

h. Feasibility of proposed Project. Evaluation will include analysis of development budget, demonstrated ability to resolve environmental and permitting issues, acceptability of designs by regulators, lenders and funders, likelihood of obtaining proposed financing for construction and soft costs as estimated, analysis of operating budget and adequacy thereof, reasonableness of management, administrative, maintenance and utility costs and adequacy of reserve allowances.

i. Market Analysis. Comparability of proposed rents, affordability for target households, proposed rent-up period, proposed future rent increases and vacancy allowances.

j. Site and Building Design. Evaluation of the proposed design will be evaluated on how well the proposed design complies with requirements of this RFP and responds to site conditions, historical restorations requirements, and likely design requirements of public agencies; architectural merit of unit designs, quality of proposed construction; site planning; analysis of zoning and regulatory changes required and ability to file and defend applications for changes. Demonstrated experience working with local building departments is important.

k. Proposed project development schedule. Projects with faster development schedules will be preferred.

l. Proposed Rent. Evaluation will include an analysis of the rent offered by the proposer. Proposers offering a higher annual rent will be preferred.

m. Requested Changes to Lease. Evaluation will include an analysis of changes to the Lease requested by the proposer. Proposers requesting fewer substantive changes to the Lease will be preferred.

VIII SUBMISSION REQUIREMENTS

Proposers must submit the following information:

1. Letter of Interest signed by the principal(s) of the proposer

2. Narrative description of the proposal

3. Copy of the Lease indicating changes, if any, requested by the proposer

4. Completed One Stop 2000 Affordable Housing Finance Application, Sections 1 through 4 and Section 5, if applicable. Item 16 in Section 1 shall describe proposed financing. Alternative financing may be indicated separately if also considered acceptable and feasible

5. Twenty year operating pro forma as generated by One Stop Program

6. Completed One Stop 2000 Exhibits as follows:

Exhibit 3:	Evidence of Zoning Paragraph 3.2 only
Exhibit 7:	Marketing Plan
Exhibit 8	Affirmative Fair Marketing Plan
Exhibit 9:	Equal Opportunity Questionnaire
Exhibit 15D:	Certification on Payment of State and Federal Withholding Taxes
Exhibit 15A	Qualified Non-Profit Certification (if applicable)
Exhibit 16	Preliminary Plans and Specifications Only Paragraphs 16.1, 16.2, 16.4 and 16.6. For Paragraph 16.4 entitled "Graphic Description of Development Concept," only Typical building plan or Schematic floor plans are required. Unit plans, elevation, sections, perspective or photographs and wall sections are not required.
Exhibit 16A:	Accessibility Information
Exhibit 20	Construction Financing
Exhibit 21	Permanent Financing
Exhibit 22	Equity Commitment (if applicable)

Exhibit 23	Other Funding Commitments
Exhibit 24	Rental Subsidies (if applicable)
Exhibit 25	Owner/Developer/Consultant Profile
Exhibit 26	Schedule of Real Estate Holdings, Certifications and Disclosures
Exhibit 27	Architect's Resume
Exhibit 28	Management Agent Profile
Exhibit 29	General Contractor's Profile
Exhibit 30	Financial Statement and Credit Release
Exhibit 32	Individual Financial Profile (if applicable)
Exhibit 33	General Contractor's Financial Capacity (if applicable)

A copy of each of the above One Stop forms and exhibits is included with this RFP as Attachment G. Respondents are advised that the One Stop Application and Exhibits are available on the web at www.onestopapp.com.

7. Certification of tax compliance (including M.G.L. c. 62C, 49A) (form Attachment F).

8. Disclosure of beneficial interests (M.G.L. c7, 40J) (form Attachment H)

IX SELECTION PROCESS

All proposals submitted by the Proposal Filing Deadline will be opened in public and logged in. All information contained in the proposals is public. The Town Manager and ACHC will review and evaluate all proposals that have been received by the Proposal Filing Deadline. Interviews with proposers who have submitted proposals meeting the minimum criteria will be conducted if necessary or desirable by the Town Manager and ACHC. Following the interviews and reference checks and receipt of any additional information requested of the proposers by the Town Manager and ACHC, proposals will be evaluated and rated by the Town Manager and the ACHC Selection Committee according to the comparative evaluation criteria set forth in this RFP. Recommendations will then be made to the Board of Selectmen for a final decision. The Board of Selectmen will select the most advantageous proposal from a responsible and responsive proposer, taking into consideration the proposed rent and all of the evaluation

criteria set forth in this RFP. The Town, through the Town Manager, will notify all proposers in writing of its decision.

X. ATTACHMENTS

A. Property Description of Parcel A

B. Lease Area Plan of Land dated November 22, 2002

C. Marchant/Hresko Feasibility Study

D. Environmental Report

E. Required Form of Lease

F. Certification of Tax Compliance Form

G. One Stop Application and Exhibits Forms

H. Disclosure of Beneficial Interests Form