

# Orchard Park Redevelopment and UC Davis West Village Transfer Student Housing Development Opportunities



**UCDAVIS**

**Request for Proposals – Stage 2**

**July 24, 2017**

**Submittal Deadline: Thursday, August 31, 2017**

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## I. Project Summaries

### A. Introduction

The Regents of the University of California (“University”) on behalf of its Davis campus (“UC Davis” or “Campus”) is seeking a Developer or Developers (“Developer”) to design, construct, own and manage two rental apartment communities: Orchard Park, which will serve UC Davis students with families, married students or students with registered domestic partners, and single graduate students; and, West Village Transfer Student Housing, which will serve transfer students and other upper division undergraduate students.

The two projects envisioned by UC Davis will be the Orchard Park Project and the West Village Transfer Student Housing Project (“Project” or collectively “Projects”). The Orchard Park Project will provide: a) 200 affordable two-bedroom apartment units to serve UC Davis students with families, married students or students with registered domestic partners; and b) a target of an additional 700 beds for single graduate students. The West Village Transfer Student Housing Project will provide a target of 1,875 beds of apartment-style student housing, a majority of which (up to 1,200 beds) will be master leased back to the UC Davis campus to serve the large transfer student population.

This solicitation represents the second stage (“Stage 2 RFP” or “RFP”) of a two-stage Request for Proposal process through which the Campus intends to select a Developer with whom it may negotiate and enter into agreements for the planning, development, and operation of the Project or Projects. The Stage 2 RFP is being made available only to those Developers short-listed by the Campus through the Stage 1 RFP process.

The Campus anticipates the Stage 2 RFP process will conclude in September 2017. At the conclusion of the Stage 2 RFP process, the Campus will select one or two Developers for the Projects with whom to enter into exclusive negotiations. Negotiations will include terms of an initial services reimbursement agreement for due diligence and design (“Predevelopment Agreement”), followed by ground lease terms and ancillary documents governing, upon execution, the development, ownership, and operation of the Projects. Concurrent with negotiations, the Campus and the Developer(s) will engage in a collaborative design process, obtain project approvals and required permits, and establish pre-construction and construction protocols.

### B. Project Summary – Orchard Park Redevelopment

#### PROJECT GOALS

UC Davis is seeking a Developer to redevelop Orchard Park to provide affordable housing for UC Davis students with families, married students or students with registered domestic partners, and single graduate students. UC Davis’ goals for the Orchard Park Project are **to maximize affordability, to enhance the quality of resident life, and to provide for exceptional facility design and operations**. The Project must be available for occupancy by August 2020.

### ***Affordability***

- The selected Developer will be required to provide at least 200 two-bedroom apartments (400 beds) for UC Davis students with families at a starting rent of **\$1,000 per unit in 2017 dollars**. The campus seeks to limit the annual rent escalations on these affordable units to the lesser of: (i) CPI; or (ii) 2%.
- The selected Developer may also build a target of 700 beds for single graduate students. The target of 700 beds is not a maximum; proposals with additional beds in excess of 700 beds will be viewed positively, as long as goals for affordability and quality of place are balanced with the higher density. The exact number of beds, apartment unit mix, number, height and massing of buildings, common amenities, parking provisions, and all other design matters will be determined by a collaborative site planning design process beginning with this second phase of the RFP process. These units should be designed to maximize affordability and density while balancing the overall quality of place. The starting rent for these units will be the market rate (as of 2020) for comparable units in the Davis market (to be identified in the ground lease). Annual rent escalations on these market rate units will be the lesser of: (i) CPI; or (ii) 3%.
- The selected Developer will be asked to eliminate security deposits or to allow for security deposits to be paid in installments over time to assist with affordability.

### ***Quality of Resident Life***

- The selected Developer will be asked to develop a long-term property management plan to provide best-in-class property management.
- The ground lease will provide for an annual evaluation of property management services by UC Davis Student Housing and Dining Services and UC Davis Real Estate Services using agreed-upon performance metrics.
- The selected Developer will be asked to work closely with UC Davis Student Housing and Dining Services to develop a resident program to provide support to the graduate students and students with families who live at Orchard Park.

### ***Facility Design and Operations***

- The selected Developer will be required to develop a site plan that maximizes density on the site. Family units should be located on the first and/or second floors, if possible, with easy access to the outdoors and neighborhood open space.
- The Project should be designed to preserve all existing heritage oak trees at Orchard Park. (See, Appendix 10.)
- The Project should include open spaces with recreational amenities for children and adults throughout the site and a large common green space.
- The Project should include a community building, which includes program space for students with families, as well as, single graduate students.
- The Project does not impose a building height restriction. Exceeding the target of 1,100 beds is encouraged, if financially feasible.
- The Project should incorporate low-impact design features to treat storm water run-off from the site consistent with the UC Davis storm water specifications. Please note: storm water

treatment swales and basins must not significantly alter grades near heritage oak trees. The Campus will provide an updated storm water study during Stage 2 of the RFP as an addendum.

- The Developer should present the most cost effective laundry strategy – whether in unit or common laundry facilities.
- The Project should be designed as a bicycle-oriented development:
  - The Project should be designed to give primacy to the bicycle. To that end, in the entry sequence, the bicycle and associated bicycle parking should indicate where the front door is located, not the vehicle;
  - The Project should create two major bicycle pathways and connect the separated bicycle pathways at the northwest and southwest corners of the site to the bicycle pathways on the eastern edge of the site;
  - The Project should be designed to avoid and minimize bicycle and vehicular conflicts throughout the project area;
  - The Project should incorporate secure and convenient bicycle parking (at least one bike parking spot per bed); and
  - The Project should consider building designs that work well with bicycles and incorporate design features like cargo elevators and bicycle work stations to reinforce the bicycle as the primary mode of travel.
- The Project should locate vehicular access to the site as indicated on the attached Site Diagram:
  - A loop road may not prove to be necessary;
  - Emergency vehicle access should not default to roadway design, but rather lead to bicycle streets and pedestrian promenades; and
  - Depending on the results of the traffic study to be undertaken as part of the project EIR, traffic mitigation measures may require improvements to the adjacent off-site intersections, depending upon the number of on-site parking spaces and common modes of travel.
- Each family unit should be provided with one on-site parking space conveniently located near the family housing area.
- On average, approximately 95% of students who live on campus bike, bus, or walk as their primary mode of travel. Accordingly, on-site parking for the single graduate students should be minimized to the extent possible and aggregated into one location. The University will work collaboratively with the selected Developer to minimize on-site parking by developing a remote parking solution, allowing additional on-site acreage to be dedicated to student housing, beyond the targets listed for the Project. Specifically, the area shown in the attached Site Diagram as “student housing parking” may serve as an additional site for housing if the on-site parking is minimized.

## **PROJECT SITE**

The Orchard Park Project site consists of approximately 19 acres located at the northwest corner of the UC Davis core campus. The Project site is bounded by Russell Boulevard to the north, Orchard Park Drive to the east, Orchard Park Circle to the south, and Highway 113 to the west. Properties adjoining the Project site are the Russell Park student housing project to the east and the Baggins End Innovative Housing Project (also known as the Domes) to the south.

The Project site is presently improved with the Orchard Park apartment complex, comprised of 200 two-bedroom apartments in 22 two-story buildings originally constructed in 1963. The complex has been vacant since 2014. UC Davis will demolish the complex during the fall of 2017 and will deliver a vacant site to the selected Developer.

One of the opportunities and constraints of the Project site is a large number of heritage cork oak trees. A complete tree inventory can be found in the attached Appendix 10. UC Davis' goal is to preserve all heritage oak trees. The design team for the selected Developer should plan for the preservation of these trees in the site plan for the Project. The demolition Project will remove all non-heritage trees to provide greater design flexibility.

Another constraint of the Project site is presence of Naturally Occurring Asbestos ("NOA"). A soils report performed by Geocon for the demolition project can be found in the attached Appendix 17. The Campus will work with the selected Developer to develop a strategy to address the NOA on the site. During this Stage 2 RFP, Proposers should include a budget number of \$500,000 for the mitigation of the NOA on the Project site. This is a rough order of magnitude budget number. The actual cost of the necessary mitigation will be developed during the Exclusive Negotiations with the selected Developer.

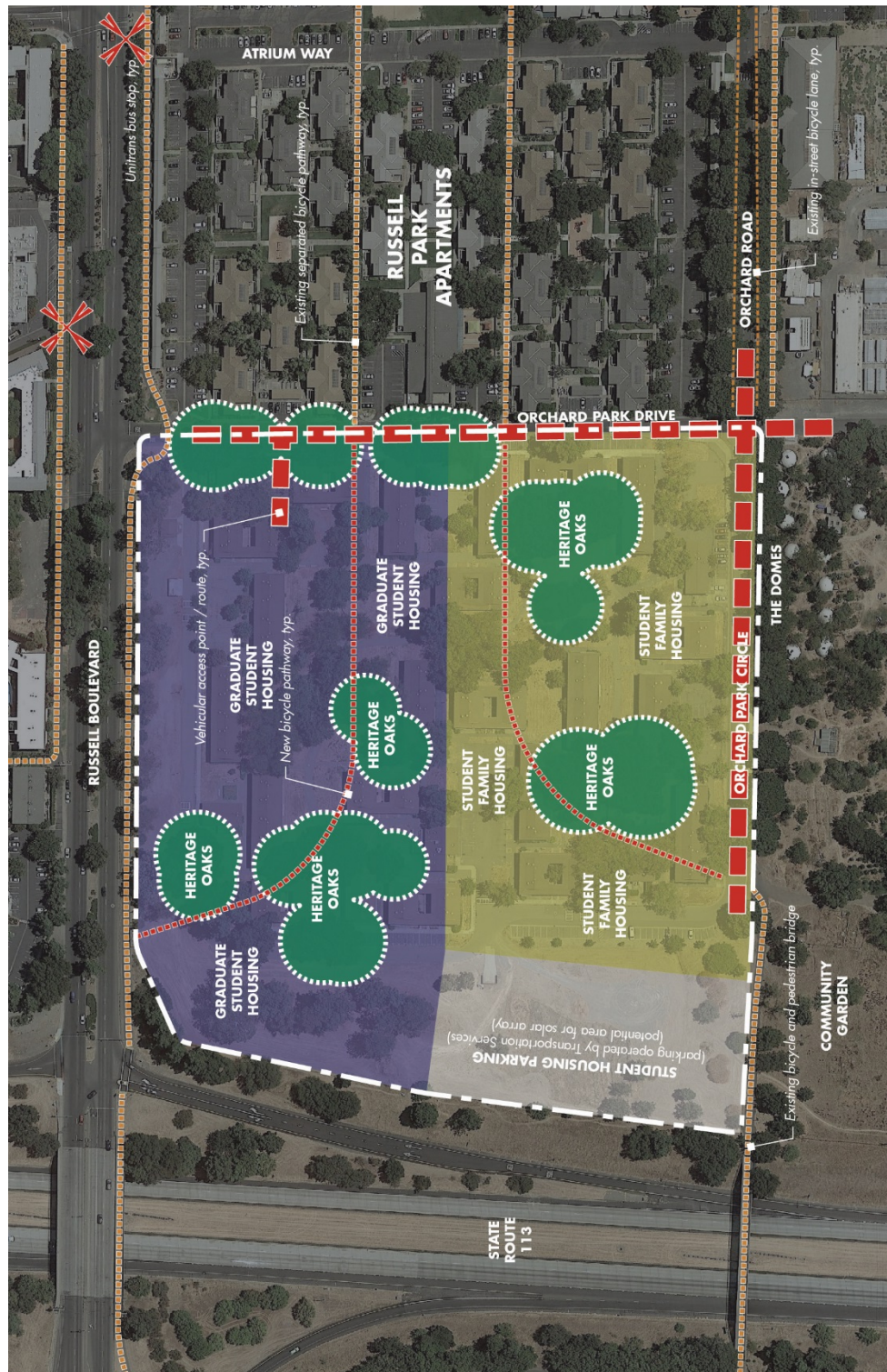
All utilities are available to the site with main distribution lines existing in Russell Boulevard and Orchard Park Drive. UC Davis staff believes that utility capacities are adequate to serve the Project; however, the Developer will be expected to confirm the adequacy of utilities and will be responsible for all utility costs/fees as a cost to the Project, including any connection fees for campus utilities. Electricity and gas will likely be served by PG&E from the north end of the Project site, while the wet utilities including domestic water, storm water, and sewer will be served by UC Davis campus infrastructure from the south end of the Project site.

At a minimum, UC Davis will require that the design of the Project meet the UC Sustainable Practices Policy (*See*, Appendix 2), and take into account the UC Carbon Neutrality Initiative (*See*, Appendix 3). Additional sustainable and environmentally-responsive elements such as aggressive energy efficiency measures and renewable energy are preferred and Developer teams will be given extra consideration for incorporating leading-edge sustainable design elements in their proposals.

The selected Developer will be required to comply with the provisions of law governing public works including, without limitation, Labor Code sections 1773, 1773.2, 1773.3, 1773.8, 1775 (payment of prevailing wages), 1776 (payroll records), and 1777.5 (employment of apprentices).

As the site is University-owned, the Project is not subject to the zoning and building ordinances of local jurisdictions, including building permits and inspections. Project approvals are summarized in Subsection D., below.

## Site Diagram – Orchard Park Redevelopment



## C. Project Summary – West Village Transfer Student Housing

### PROJECT GOALS

UC Davis is seeking a Developer to design, construct, own and operate a new student housing project to be constructed at UC Davis West Village (“West Village”) to serve transfer students and other upper division students. Goals for the West Village Transfer Student Housing Project are **to maximize affordability, to build community, and to provide for exceptional facility design and operations**. The Project should be available for occupancy by August 2020.

#### *Affordability*

- The selected Developer will be required to provide a target of 1,875 beds of apartment-style housing at a **starting rent not to exceed \$750 per bed (single occupancy-1 bed per bedroom) and \$600 per bed (double occupancy-2 beds per bedroom) in 2017 dollars**. Annual rent escalations will be the lesser of: (i) CPI; or (ii) 2%. These figures represent the target rents for the West Village Transfer Student Housing Project. Developers should be able to demonstrate in their pro formas the trade-off analysis for certain additional amenities versus these rent goals (e.g. in unit laundry vs. laundry rooms, furnished units vs. unfurnished units).
- The target of 1,875 beds is not a maximum and additional beds may be considered within the Project. Proposals that exceed the 1,875 bed target will be viewed positively as long as goals for affordability and quality of place are balanced with the higher density. The exact number of beds, apartment unit mix, number, height and massing of buildings, common amenities, parking provisions and all other design matters will be determined by a collaborative site planning design process starting in this Stage 2 of the RFP process and continuing with the selected Developer during the period of exclusive negotiations. These units should be designed to maximize affordability while balancing overall quality of place and density.
- Up to 30% of the bedrooms may have double occupancy. This means that approximately 1,450 bedrooms may be constructed to reach the total desired target of 1,875 beds.

#### *Building Community*

- The selected Developer will be asked to develop a long-term property management plan to provide best-in-class property management.
- The ground lease will provide for an annual evaluation of property management services by UC Davis Student Housing and Dining Services and UC Davis Real Estate Services using agreed-upon performance metrics.
- UC Davis Student Housing and Dining Services will master lease up to 1,200 beds from the selected Developer at the starting rents noted above for five years with five one-year options to extend with a continuing right of first offer to lease additional beds from the selected Developer. In other words, each year, the selected Developer will give UC Davis Student Housing and Dining Services the right to lease additional beds after lease renewals but before the Developer offers beds to the general student population. UC Davis Student Housing and

Dining Services will enter into Student Housing Agreements with the individual transfer students for such beds it master leases from the selected Developer.

- UC Davis Student Housing and Dining Services will provide residential programming, including resident assistants and other program managers, to the transfer students geared to provide them with the necessary resources to succeed at UC Davis.

### ***Facility Design and Operations***

- West Village is designed to be a zero net energy community. The Project should be designed to be all electric and zero net energy from the grid on an annual basis. The selected Developer should develop a plan that encourages energy conservation by its residents.
- The selected Developer will be required to develop a site plan that maximizes density on the site while maintaining financial feasibility.
- The Project should include a community building that features individual and group study spaces and a community room that can be used for larger gatherings. Study spaces should also be integrated into the Project at the building scale and incorporated in the outdoor living space.
- The Project should include the design, construction, and maintenance of an approximately three-acre Central Green, to be designed collaboratively by the selected Developer and the University and to be used by the residents of the Project and the larger West Village neighborhood. The Central Green should be natural turf and may include lights.
- The Project does not impose a building height restriction. Exceeding the target of 1,875 beds is encouraged, if financially feasible.
- The Project should incorporate low-impact design/green infrastructure features to treat storm water on site consistent with UC Davis storm water specifications. The Central Green may also function as a storm water treatment basin.
- The Project should include the design, construction, and maintenance of peripheral open space, including the open space buffer to the north, an agricultural buffer to the west, and a roadway buffer to the south. All three of these elements will most likely function as storm water treatment and green infrastructure.
- The Developer should present the most cost effective laundry strategy – whether in unit or common laundry facilities.
- The Project should be designed as a bicycle-oriented and transit-oriented development.
  - Please note the location of Unitrans bus stops on the site diagram and design the site to maximize access to the existing transit stops;
  - The Project should create a major bicycle corridor along the northern open space buffer and connect to the bicycle and pedestrian bridge over Highway 113;
  - The Project should avoid and minimize bicycle and vehicular conflicts throughout the Project site;
  - Proposers should consider the feasibility of three grade-separated bicycle tunnels located on the attached Site Diagram;
  - The Project should incorporate secure and convenient bicycle parking (at least 1 bike parking spot per bed); and

- The Project should consider building designs that work well with bicycles and incorporate design features like cargo elevators and bicycle work stations to reinforce the bicycle as the primary mode of travel.
- On-site parking for the Project should be minimized to the extent possible and aggregated into one area. Alternative parking and transportation solutions should be evaluated. The University will work collaboratively with the selected Developer to minimize on-site parking by providing off-site parking on a site adjacent to the Project, allowing for more of the Project site to be used for housing.
- The Project should include solar panel arrays atop the student housing parking area to deliver renewable energy on site. Solar panels could also be considered as a possible source of shade for the major bicycle pathway in the open space buffer along the northern edge of the site. (See, Arizona State Solar Parasol at Appendix 26) and to provide renewable energy production in close proximity to student housing.

## PROJECT SITE

The West Village neighborhood is located to the immediate west of Highway 113 and the main campus, between Russell Boulevard and Hutchison Drive. The Project site consists of approximately 22 acres located in the West Village neighborhood, bounded by Acer Street to the north, the Viridian and Solstice apartments to the east, an agricultural buffer to the west, and unimproved land to be used as a new surface parking lot to be designed, owned and operated by the University to the south. The Project site is directly adjacent to the Solstice and Viridian apartment complexes that are owned by West Village Community Partnership, LLC and operated by Greystar.

The Project site is presently unimproved. The Campus is undertaking soil sampling to determine if there is Naturally Occurring Asbestos (“NOA”) present on the Project site. The soil report will be shared with the short-listed Developers as an Addendum to this Stage 2.

All utilities are available to the site. UC Davis staff believes that utility capacities are adequate to serve the Project; however, the Developer will be expected to confirm the adequacy of utilities and will be responsible for all utility costs/fees as a cost of the Project, including any connection fees for campus utilities. Electricity will likely be served by PG&E from the north end of the Project site, while the wet utilities including domestic water, storm water, and sewer will be served by UC Davis campus infrastructure from the south end of the Project site.

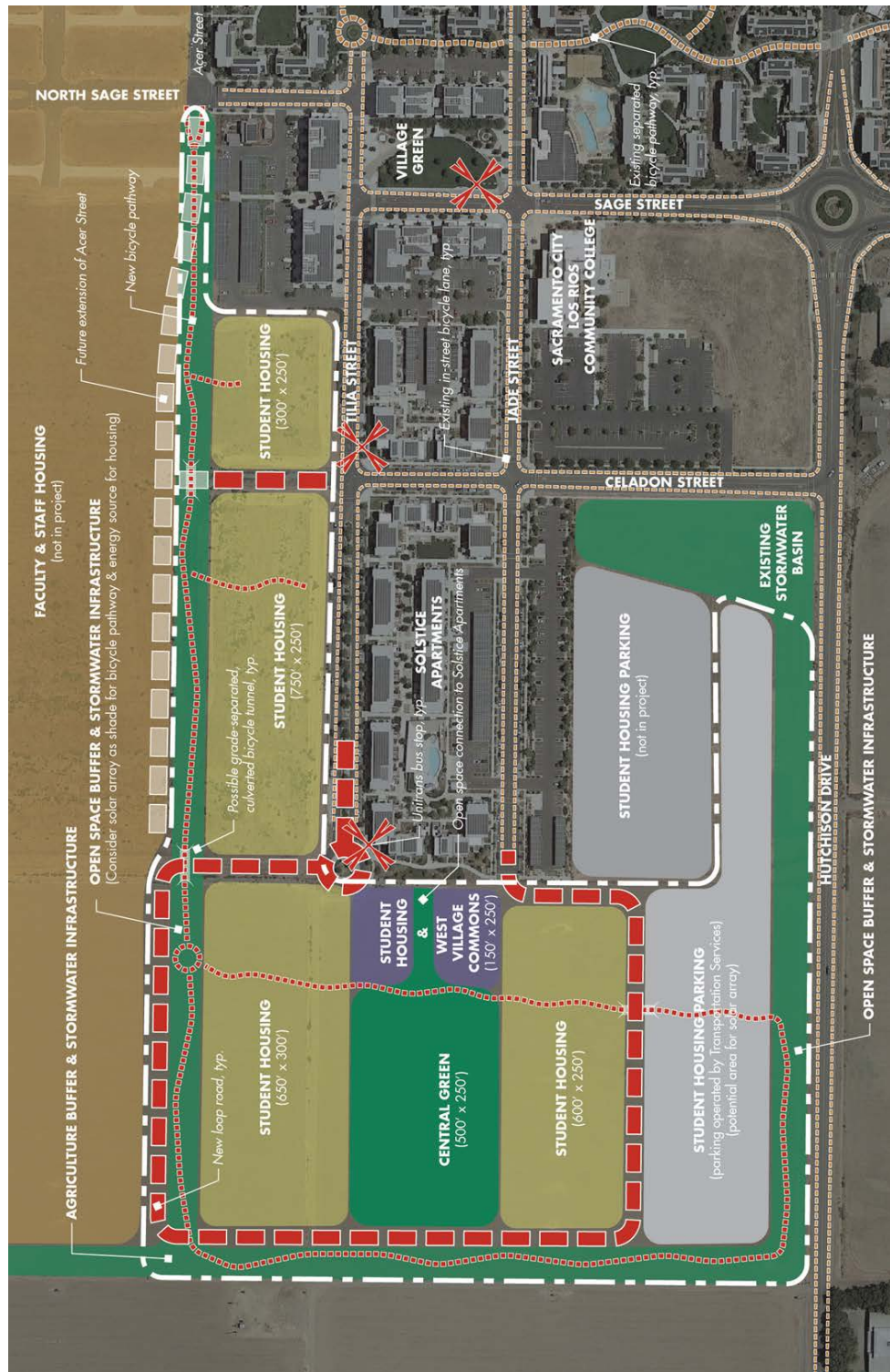
UC Davis will require that the design of the Project be all electric and meet a zero net energy standard as well as all provisions of the UC Sustainable Practices Policy (See, Appendix 2) and take into account the UC Carbon Neutrality Initiative (See, Appendix 3).

The selected Developer will be required to comply with the *Memorandum of Agreement Re: University of California, Davis—West Village, Department of Industrial Relations Coverage Determination Public Works Case No. 2010-024, December 20, 2013* dated January 15, 2016. (See, Appendix 20.)

As the site is University-owned, the Project is not subject to the zoning and building ordinances of local jurisdictions, including building permits and inspections. Project approvals are summarized in Subsection D., below.

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## Site Diagram – West Village Transfer Student Housing



## D. Project Approvals

The University of California is the “lead agency” pursuant to the California Environmental Quality Act (“CEQA”) for the Projects, and the Board of Regents of the University of California (“The Regents”) has the principal responsibility for approving the Project. The Developer(s) will be required to provide submittals, as described in Section III, and throughout the design phase of the Project to support various environmental analyses and subsequent Project approvals. The Projects may also require approvals or permits from other agencies as required under applicable law.

In addition, the Campus Building Official (“CBO”) is the Authority Having Jurisdiction (“AHJ”) and will issue building permits for the Projects. Plan check and design review and approval will be coordinated through the CBO and will include review and approval by the Designated State Fire Marshal (“DSFM”). The Projects may require third-party services to augment the staffing of the CBO and DSFM for plan review and inspections. The costs related to such third-party services will be included as part of the Project budgets. Such third-party services shall not replace or otherwise alter the CBO’s authority.

Throughout the construction period, the Developer shall coordinate with the CBO and DSFM to ensure the CBO and DSFM have timely access to the Projects as needed to perform inspections.

## II. Solicitation Process

### A. Designated Point of Contact

Proposers shall provide a single point of contact who will receive all formal RFP notifications. Contact information should include full name, mailing address, email address and phone numbers (office and mobile).

All Proposer communications must be in writing and sent via email to Jill Ramsey at [jnramsey@ucdavis.edu](mailto:jnramsey@ucdavis.edu).

### B. Stage 2 RFP Schedule

|  |   |
|--|---|
| Distributions of Stage 2 RFP                         | Monday, July 24, 2017                   |
| Deadline for submittal of RFIs for Design Charrettes | Wednesday, August 9, 2017 3:00 p.m. PDT |
| Deadline for submittal of Design Charrette Agendas   | Wednesday, August 9, 2017 3:00 p.m. PDT |
| Stage 2 Design Charrettes with Developer Teams       | August 16, 18 & 22, 2017                |
| Deadline for submittal of RFIs for Stage 2 Submittal | Thursday, August 24, 2017 3:00 p.m. PDT |
| Submittal Deadline for Stage 2 RFP                   | Thursday, August 31, 2017 3:00 p.m. PDT |
| Stage 2 Final Interviews                             | September 11 & 12, 2017                 |
| Announcement of Selected Developer Team(s)           | Friday, September 22, 2017              |

The actual timing of this Stage 2 RFP may be adjusted from time to time at the sole discretion of the Campus team.

## **C. Communication with the University**

With the exception of Campus-initiated communications and Requests for Information, as defined below, and specific, planned events where Proposers are expected to engage with University representatives (e.g. charrettes, interviews, etc.), the Proposers shall not initiate any communications with University representatives (Campus staff, students, or Office of the President staff) specific to this Stage 2 RFP during the Stage 2 RFP selection process. Any attempt to influence the selection process could result in the Proposer not being advanced.

## **D. Requests for Information during Stage 2**

Proposers may submit questions and Requests for Information (collectively “RFIs”) in writing via email to Jill Ramsey at [jnramsey@ucdavis.edu](mailto:jnramsey@ucdavis.edu). RFIs will not be accepted by telephone.

Proposers are encouraged to submit RFIs as early as possible, but no later than the following deadlines:

- RFIs related to the Design Charrette shall be submitted in writing via email prior to 3:00 p.m. PDT on August 9, 2017.
- RFIs related to the definition and interpretation of the Stage 2 RFP shall be submitted in writing via email prior to 3:00 p.m. PDT on August 24, 2017.

The Campus will respond to all RFIs via direct email to all Proposers’ designated points of contact. Campus responses will include the question and the Campus’ answer. Oral explanations or instructions shall not be considered binding on the Campus.

## **E. Design Charrette**

Prior to the Submittal Deadline (August 31, 2017), each Proposer will be invited to Campus to participate in a Design Charrette with University representatives. The Campus reserves the right to require additional presentations or meetings, as it deems necessary, with Proposers.

### **SUBJECT MATTER OF DESIGN CHARRETTE**

The Design Charrette is intended to provide Proposers with: (i) a better understanding of the Project or Projects; (ii) the opportunity to test certain concepts for their fulfillment of Project goals and objectives; and (iii) the opportunity to demonstrate their ability to work collaboratively with the Campus team. The Design Charrette is intended to be an open dialogue and working session with the Proposer and the Campus team. To that end, Proposers may ask questions, make observations and/or present concepts.

The Campus team may provide specific direction as to development approaches to pursue and to incorporate in the final submission; however, no negotiation shall take place at the Design Charrette. During the Design Charrette, Proposers will be invited to:

- Provide feedback and solicit clarifications from the Campus team as to any aspect of the Stage 2 RFP that the Proposer believes should be modified to either improve affordability or better meet project goals;
- Explore different densities and their impact on affordability and quality of place;
- Present program scope, early design concepts, master planning, and phasing strategies to receive feedback from the Campus team;
- Discuss the feasibility of each Project as presented in the Stage 2 RFP, especially as it relates to the rental targets for each Project; and
- Discuss the design and operations approach to building a sense of community for the students who live in each Project.

#### **MEETING NOTICE, CONFIRMATION AND AGENDA AGREEMENT**

The Campus will notify each Proposer in writing via email of the scheduled time, place, date, and duration of the Design Charrette. For the Design Charrette, each Proposer will suggest an agenda no later than 3:00 p.m. PDT on Wednesday, August 9, 2017 outlining the meeting goals and detailing those topics it would like to address with the Campus team. The Campus team will suggest any additions or changes to the agenda by 3:00 p.m. PDT on Friday, August 11, 2017.

#### **STATEMENTS AT THE DESIGN CHARRETTE**

Nothing stated at the Design Charrette will modify any part of the Stage 2 RFP unless it is incorporated in the Stage 2 RFP as a written Addendum issued by the Campus.

#### **CAMPUS USE OF DESIGN CHARRETTE MEETING INFORMATION**

The Campus reserves the right to disclose to all Proposers any issues or relevant information raised during the Design Charrette, except to the extent that the Campus determines, in its sole discretion, such disclosure would reveal confidential or proprietary information.

## **F. Examination of the Sites**

Each Proposer shall be responsible for any physical examination of each Project site it deems necessary for the purpose of responding to the Stage 2 RFP.

## **G. Stipend**

The Campus will not pay a stipend to Proposers for the Stage 2 RFP.

## **H. Addenda**

The Campus may issue Addenda to the Stage 2 RFP at any point during the Stage 2 RFP process. Proposers will be responsible for reviewing the requirements contained in all Addenda and for adhering to all requirements contained therein.

## **III. Proposal Content and Submittal Requirements**

Proposers shall prepare preliminary proposals for the master plan and development of each Project, including conceptual plan, representative elevations and typical unit types for each Project, and a pro forma financial analysis including both development cost estimates and the estimated operating income and expenses for each proposed Project.

### **A. Submittal Instructions**

Proposals shall be submitted in accordance with the following procedures:

#### **1. FORMAT**

The Proposal shall be formatted on 8.5" by 11" paper, preferably in portrait orientation, printed double-sided and spiral bound (**no three ring binders, please**) and submitted as an electronic document in an unsecured Adobe Acrobat (.pdf) format (except that the financial pro formas and sensitivity analyses required in subsection D. below shall be submitted in an unsecured Excel format) via flash drive. 11" x 17" paper is acceptable for schedules and spreadsheets to make them easier to read. All page limitations identify single-sided pages of content (i.e. one double sided page equals two pages of content).

#### **2. CONTENTS AND ORGANIZATION**

Stage 2 RFP Proposal materials shall be tabbed, with sequentially numbered pages and organized as follows:

- Administrative Submittals, as outlined in Section III.B., below;
- Section 1: Technical Proposal, as outlined in Section III. C., below; and
- Section 2: Financial Proposal, as outlined in Section III. D., below.

#### **3. SUBMISSION OF PROPOSALS**

Submit fifteen (15) copies for each Project of your Stage 2 RFP Proposal and an electronic version of the complete Proposal in the unsecured formats noted above via flash drive. Please note that these materials will not be returned. To be considered, all Stage 2 RFP Proposals must be submitted by **August 31, 2017 at 3:00 p.m. Pacific Daylight Time (PDT)** to:

Mary Goodell Hayakawa  
Executive Director, Real Estate Services  
University of California, Davis  
255 Cousteau Place  
Davis, CA 95618

It is the Proposers' responsibility to ensure that their submission is received by the Campus before the deadline and they are responsible for any potential delay by their delivery service.

#### **4. GENERAL CONDITIONS**

Each Stage 2 RFP Proposal shall be submitted without reservations, qualifications, conditions or assumptions. Any failure to provide all of the information and completed forms may result in the Campus's rejection of the Stage 2 RFP Proposal or a lower score, depending on the nature of the omission.

### **B. Administrative Submittals**

The Proposer shall provide the following Administrative Submittals:

- Letter of Interest – a brief introductory letter signed by an authorized Principal of the Proposer;
- Confirmation that the Key Personnel listed in the Proposer's Stage 1 submission have not changed since submission. Or, if any changes have been made, please identify these changes and provide resumes for any replacement; and,
- Confirmation that the Proposer (including each of its Equity Members) continues to have the financial capacity to develop, design, construct, own, operate, and maintain the Project or Projects.

### **C. Technical Proposal**

#### **1. EXECUTIVE SUMMARY OF TECHNICAL PROPOSAL**

Proposers shall provide a brief written narrative to concisely describe their overall proposed approach to each Project. The narrative should provide a summary of key elements of the Proposal and describe how the elements will be integrated, managed, and implemented to achieve a successful outcome for each Project. The Executive Summary for each Project shall not exceed ten (10) pages and shall summarize the following elements:

- Narrative overview of development approach;
- Master planning approach and concepts narrative;
- Project schedule (including phasing plan, as applicable);
- Construction logistics and sequencing plan;
- Project management approach;

- Operations and maintenance approach;
- Stakeholder outreach and engagement plan; and
- Sustainability approach.

## 2. PROJECT SCHEDULE

Proposers shall submit a detailed Project Schedule for each Project in Gantt chart format detailing major project milestones **for each Project** including the following elements:

- Programming and stakeholder engagement;
- Schematic design milestones (50% and 100% schematic design);
- Design development milestones (50% and 100% design development);
- Construction documents milestones (50%, 95%, and 100% construction documents);
- Ground Lease negotiation schedule (for approval by The Regents in May 2018 and transaction closing in June 2018);
- CEQA process (for approval by The Regents in May 2018);
- Financing schedule; and
- Construction schedule, include the following:
  - Commencement of construction (July 2018);
  - Building permits;
  - On-site and off-site infrastructure;
  - Grading;
  - Foundations;
  - Superstructure;
  - Coordination of building systems;
  - Commissioning of major equipment and systems;
  - Punch list;
  - Substantial completion;
  - Certificate of Occupancy; and
  - Notice of Completion.

In addition to the Gantt chart for each Project, Proposers shall submit a written narrative not to exceed eight (8) pages for each Project, detailing your approach to organizing the design and construction work for each Project, broken down by major component, to achieve the milestone dates of each proposed Project schedule.

**Note: The Campus desires to have both the Orchard Park Redevelopment and the West Village Transfer Student Housing Projects ready for occupancy by August 2020. To the extent that a Proposer would like to suggest a phased delivery of the Projects extending later than August 2020, please plan on delivering the entirety of the Orchard Park Redevelopment Project in 2020 and suggest a phasing of the West Village Transfer Student Housing Project. Please include in your narrative the pros and cons of a phased delivery, especially as it affects the affordability of the Projects for the students. Additional Gantt charts may be included to reflect alternative schedules.**

### **3. CONSTRUCTION LOGISTICS/SEQUENCING NARRATIVE**

Provide a narrative not to exceed six (6) pages for each Project that addresses each phase of the construction and highlights the Proposer's approach to the following:

- Management of traffic circulation (vehicular, bicycle, and pedestrian) in and around each Project site throughout the construction period of each Project;
- Coordination of site access to construction trades, supervisory and delivery personnel, materials and equipment delivery personnel, visitors, staging of equipment and materials, and contractor and subcontractor parking;
- Management and procurement of available trades to maintain schedule and budget. Also, for the West Village Transfer Student Housing Project, compliance with the requirements of the *Memorandum of Agreement Re: University of California, Davis – West Village, Department of Industrial Relations Coverage Determination Public Works Case No. 2010-024, December 20, 2013* dated January 15, 2016 (See, Appendix 20); and
- Site control for each Project site that addresses how security and safety will be managed.

If the Proposer has chosen to submit two (2) Master Plan and Phasing Plan alternatives for the West Village Transfer Student Housing Project, it must submit a Construction Logistics/Sequencing plan for each alternative. In such case, each alternative described is limited to six (6) pages of narrative.

### **4. PROJECT MANAGEMENT APPROACH**

Proposers shall submit a written narrative not exceed five (5) pages for each Project that provides an overview of the management structure and key roles and responsibilities for each Project.

In addition, Proposers shall submit an organizational chart that diagrams responsibilities, communication lines (including communications with the Campus and campus stakeholders), and utilization of key personnel highlighting the following activities:

- Master planning and design;
- Ground Lease negotiations;
- Construction; and
- Operations and maintenance services.

### **5. OPERATIONS AND MAINTENANCE APPROACH**

Proposers shall provide a written narrative not to exceed six (6) pages for each Project that describes their approach to operations and maintenance ("O&M") of each Project, including, at a minimum, the following elements:

- Quality management during each Project's operating period, including a description of the proposed:
  - Quality Assurance/Quality Control program for O&M services; and
  - Inspection of facilities and corresponding system elements.
- Customer service approach for each Project – how do these differ depending on the student demographic residing in each Project? A proposed plan of for operations of a

customer service center, including 24/7 maintenance work order submissions, incorporating industry best practices;

- Development of a communication plan for ongoing interactions with Campus staff including UC Davis Student Housing and Dining Services and Real Estate Services;
- Development and implementation of a preliminary response and corrective action plan for incidents;
- Capital asset and lifecycle cost management and routine maintenance during the operating period;
- Capital repair and renewal during the operating period; and
- A Computerized Maintenance Management System that will integrate the management of the customer service processes with the O&M services, data mining and development of all required reports.

## **6. STAKEHOLDER ENGAGEMENT**

While the Campus will take the lead in developing a plan for ongoing stakeholder engagement throughout the design, construction and operations of each Project, it is important to understand Proposers' experience and general approach to communications and outreach on similar projects. Accordingly, Proposers shall provide a written narrative not to exceed three (3) pages for each Project describing their approach to engaging with the Campus community, Campus leadership, the surrounding community and other stakeholders.

## **7. SUSTAINABILITY APPROACH**

Proposers shall provide a narrative not exceed eight (8) pages setting forth an overall approach to sustainability for each Project. The West Village Transfer Student Housing Project shall be designed to be all electric and zero net energy from the grid on an annual basis. At a minimum, the Orchard Park Redevelopment Project shall be designed to meet the UC Sustainable Practices Policy (*See, Appendix 2*) and take into account the UC Carbon Neutrality Initiative (*See, Appendix 3*). The Orchard Park Redevelopment Project shall be designed to be all electric.

## **8. DESIGN SUBMITTAL**

- Illustrative Conceptual Site Plans;
- Representative Sections to Illustrate Key Site Features;
- 3d Massing Model/Perspectives Illustrating Key Relationships between Building and Open Space;
- Floor Plans for Typical Unit Types;
- Landscaping and Open Space Master Plan and Narrative; and
- Multi-modal Circulation and Access Plan and Narrative (indicate bicycle, pedestrian and vehicular circulation routes; identify main entry points for building residents; identify "back of building" entry points for service; locate areas for bicycle and vehicular parking).

## **D. Financial Proposal**

### **1. SUBMITTAL REQUIREMENTS**

The University requires Proposers to submit the following as part of their financial proposals:

- Baseline pro formas for the Orchard Park Redevelopment Project based on (i) the tax-exempt bond transaction structure and (ii) the commercial debt/private equity transaction structure, reflecting the standardized assumptions set forth in subsection D.2 below and the Proposer's compensation proposal submitted in accordance with subsection D.4 below.
- Baseline pro formas for the West Village Transfer Student Housing Project based on (i) the tax-exempt bond transaction structure and (ii) the commercial debt/private equity transaction structure, reflecting the standardized assumptions set forth in subsection D.2 below and the Proposer's compensation proposal submitted in accordance with subsection D.4 below.
- Pro forma interest rate sensitivity analyses for the Orchard Park Redevelopment Project, for both the pro forma based on the tax-exempt bond transaction structure and the commercial debt/private equity transaction structure, reflecting the standardized assumptions set forth in subsection D.2 below, the interest rate assumptions set forth in subsection D.3 below, and the Proposer's compensation proposal submitted in accordance with subsection D.4 below.
- Pro forma interest rate sensitivity analyses for the West Village Transfer Student Housing Project, for both the pro forma based on the tax-exempt bond transaction structure and the commercial debt/private equity transaction structure, reflecting the standardized assumptions set forth in subsection D.2 below, the interest rate assumptions set forth in subsection D.3 below, and the Proposer's compensation proposal submitted in accordance with subsection D.4 below.
- Proposer's proposed compensation for (i) the development and (ii) the management and operation of the Orchard Park Redevelopment Project, in accordance with subsection D.4 below.
- Proposer's proposed compensation for (i) the development and (ii) the management and operation of the West Village Transfer Student Housing Project, in accordance with subsection D.4 below.

The tax-exempt bond transaction structure is generally described as follows: the selected Developer will earn a fee to develop and operate the Project under contract with a qualified non-profit entity that will be selected by the University, and the non-profit entity will enter into ground leases for the Project sites and own the completed Projects. The commercial debt/private equity transaction structure is generally described as follows: the selected Developer will provide equity and secure private commercial financing under long term ground leases with the University for the Project sites and the Developer will own, operate, and maintain the Projects.

All financial pro formas and sensitivity analyses shall be developed, and submitted as part of the proposal, using Microsoft Excel Software that is unlocked and shall contain the following worksheets which may be found in Appendices 9 and 19:

- Operating Pro Forma
- Program
- Construction Budget
- Soft Costs and Financing Costs
- Revenue
- Operation and Maintenance Expenses
- Debt Schedule

All worksheets shall be linked to all other worksheets within the pro forma to allow for manipulation of the assumptions (variables) to provide varying results during the evaluation of submittals. All cells that have assumptions that can be manipulated shall have a light blue background.

## **2. STANDARDIZED ASSUMPTIONS IN BASELINE FINANCIAL PRO FORMAS**

Proposers shall include the following standardized assumptions in their Baseline pro formas:

- **Campus Fees**

Fees are to be paid to the Campus on an annual basis for the provision of the following services to the projects: Fire Protection, Fire Prevention, and Police services. The estimated fee for FY2020/2021 (July-June), for all three services combined, is \$1.0832 per gross square foot of building area, and will escalate annually at 3%.

- **Bed Rental Rates**

The Proposer's Baseline pro forma must be engineered to sustainably achieve, without subsidy from the University, the rental rate targets contained in the table below.

**[Intentionally Blank]**

2017 Rental Rates:

| <b>Orchard Park</b>        | <b>Rental Rate</b>                                |
|----------------------------|---|
| 200 Two-Bedroom Apartments | \$1,000/Unit (12-Month Year) in Fall 2017 Dollars |
| Balance of Apartments      | Comparable Market Rate (12-Month Year)            |

| <b>West Village</b>       | <b>Rental Rate</b>                             |
|---------------------------|--|
| Single Occupancy Bedrooms | \$750/Bed (12-Month Year) in Fall 2017 Dollars |
| Double Occupancy Bedrooms | \$600/Bed (12-Month Year) in Fall 2017 Dollars |

- Rent Escalation

For the Orchard Park baseline financial pro formas, Proposers are to use an annual rent escalation of no more than 2% for the two-bedroom units for students with families, and an annual rent escalation of no more than 3% for the market rate units. For the West Village baseline financial pro formas, Proposers are to use an annual rent escalation of no more than 2%.

- Market-rate Apartments

Proposers are to provide a narrative not to exceed three (3) pages explaining their analyses of the market-rate apartment stock in order to justify the rent assumptions utilized in their pro formas for market-rate apartments at Orchard Park. All supporting data used in the Proposer's analysis shall accompany the narrative for this section and be properly labeled and notated for purposes of clarity and understanding of Proposer's approach to defining the rent structure(s).

- **Financing Assumptions**

The Baseline project pro forma for tax-exempt bond financing shall include and reflect the following financing assumptions for the Project:

|  |   |
|--|---|
| Ground Lease Term  | 30-year term after capitalized interest period  |
| Financing Term   | 30-year term after capitalized interest period. Assume level debt service including principal and interest. |
| Costs of Issuance  | 2.00% of bond par amount  |
| Tax-Exempt Bond Interest Rate  | 4.50%   |
| Capitalized Interest   | Assume interest is capitalized during the construction period + 6-month lease-up and stabilization period.  |
| Short-term interest rate earnings for Capitalized Interest fund and Project fund | 0.50%; Assume Capitalized Interest fund and Project fund are both net funded.                               |
| Project debt service coverage  | 1.2x min beginning with first year of operations  |
| Debt Service Reserve   | 1 year MADS, funded at bond closing   |

The Baseline project pro forma for debt/equity financing shall include and reflect the following financing assumptions for the Project:

|                               |  |
|-------------------------------|--|
| Ground Lease Term             | 60-year term after construction completion                             |
| Amount Financed               | No greater than 75% Loan to Cost and no greater than 80% Loan to Value |
| Project Debt service Coverage | No less than a ratio of 1.15:1   |

### **3. SENSITIVITY ANALYSIS AND ALTERNATIVE FINANCIAL ASSUMPTIONS**

Proposers shall include interest rate sensitivity analyses for their Baseline pro formas for each of the projects. Each sensitivity analysis shall be detailed in a separate worksheet and shall show the corresponding adjustments to rental rates that would be required to maintain the same degree of financial feasibility as the Baseline pro forma. The sensitivity analyses shall incorporate the assumptions

described above in Section IV.D.2, except that the sensitivity analyses shall evaluate the following interest rates:

**Tax-exempt Bonds:**

- The interest rate is 5.0%;
- The interest rate is 5.5%; and
- The interest rate is 6.0%.

**Debt/Equity Financing:**

- The interest rate is plus 0.5%;
- The interest rate is plus 1.0%; and
- The interest rate is plus 1.5%.

At the Proposers' option, additional financial scenarios may be submitted if it is believed that additional value can be created for the University. Each alternative financial structure shall be submitted in a separate unlocked version of a Microsoft Excel workbook in accordance with the requirements outlined above. The limitations of the alternative financial structures are outlined below:

- Proposers may present an option that extends the tax-exempt bond financing term (and the ground lease term) up to a maximum limit of 35 years;
- Proposers may present an option that extends the ground lease term for the debt/equity transaction structure up to a maximum limit of 65 years.

#### **4. COMPENSATION PROPOSAL REQUIREMENTS**

The University desires that the compensation paid the selected developer for its services in developing each Project be dependent upon the completion of construction of each Project on time and on budget and in conformance with approved plans and specifications. Similarly, the University desires that the compensation paid the selected property manager for its services in operating and managing each Project be dependent upon each Project meeting mutually-agreed performance thresholds.

The Proposer's compensation proposal should include the following:

- Its proposed compensation for the development of the projects and the performance measures by which such compensation would be judged or adjusted, and should include the following to the extent they are relevant to the proposal: development fee; construction management fee; participation in construction savings; any other form of compensation for Project development.
- Its proposed compensation for the management and operation of the Projects and the performance measures by which such compensation would be judged or adjusted, and should include the following to the extent they are relevant to the proposal: compensation paid as an operating expense; compensation paid subject to the Project maintaining specified bond financing covenants (if the Project is undertaken in a tax-exempt bond structure); any other form of compensation for Project operation and management.

- If the Project is undertaken in a commercial debt/private equity transaction structure, the Proposer's minimum required internal rate of return for the Project, and the Respondent's minimum required yield requirement in the first year of stabilized operation.

The University will consider the Proposer's compensation proposal solely as a basis of evaluating and comparing proposals; the University reserves the right to further negotiate the compensation with the selected Proposer.

## **E. General Provisions**

Each Proposer must submit its Proposals by the Submittal due date and time. Any failure to provide all of the information required herein may result in the rejection or reduced evaluation of the Proposal, depending on the nature of the omission. To the extent a form is attached to the Stage 2 RFP, no substantive changes shall be made to such forms.

## **IV. Evaluation Process and Criteria**

The Campus Selection Committee will evaluate the Stage 2 RFP Proposers by considering the three component parts of the Stage 2 RFP: (1) Stage 2 RFP Design Charrette; (2) Stage 2 RFP Proposal; and, (3) Stage 2 RFP Final Interview. However, if the Design Charrette, Stage 2 RFP Proposal, and Final Interview are found to be insufficient to select among the Proposers, the University reserves the right to require additional presentations or meetings with the Proposers.

The Campus Selection Committee will consider the following criteria in evaluating each component of the Stage 2 RFP:

- Proposer's interactions with the Campus Selection Committee during the Design Charrette and the Final Interview, including the cohesiveness of the Proposer's team;
- Demonstrated flexibility of Proposer's team in planning and design and the ability to work collaboratively to meet the requirements of Campus;
- Proposer's clarity of written and oral communication;
- Proposer's demonstrated understanding of, and demonstrated ability to achieve, the Project goals (including affordability, quality of resident life, building community and exceptional facility design and operations) in its project approach;
- The comprehensiveness, innovation and effectiveness of Proposer's Stage 2 RFP Proposal, including:
  - Project Schedule;
  - Master Planning and Phasing Approach;
  - Construction Logistics/Sequencing;

- Project Management Approach;
- Operations and Maintenance Approach;
- Stakeholder Engagement;
- Sustainability Approach;
- Design Submittal; and
- Financial Proposal.

Note: It is expected that in the Proposer's Stage 2 RFP Proposal there will be a greater degree of detail and specificity than in the Stage 1 Proposal.

- Proposer's project approach to providing exceptional customer service during the operating phase of the Projects and a demonstrated ability to work collaboratively with Campus Student Housing and Dining Services to provide resident programming; and
- Proposer's project approach to meeting the Orchard Park Redevelopment Project's sustainability goals and the West Village Transfer Student Housing Project's Zero Net Energy goals.

## **V. Post Selection**

### **A. Planning and Design Stage**

The Campus anticipates that the Stage 2 RFP process will conclude in mid-September, 2017. At the conclusion of the Stage 2 RFP process, the Campus will select a Developer or Developers for the Project and will immediately enter into exclusive negotiations with the selected Developer or Developers. Negotiations will include, initially, the terms of a Predevelopment Agreement and thereafter the terms of a ground lease and ancillary documents governing, upon execution, the development, ownership and operation of the Projects. The Campus reserves the right to terminate negotiations with the select Developer or Developers and to negotiate with another Proposer if negotiations fail or the selected Developer or Developers fail to perform.

During the period of exclusive negotiations the selected Developer or Developers will be expected to immediately continue the design and master planning process, advancing the Developer or Developers' conceptual designs for each Project through schematic design, design development and construction documents resulting at each stage in a result acceptable to the Campus.

### **B. Predevelopment Agreement**

The Campus expects to promptly enter into a Predevelopment Agreement with the Developer(s) selected at the conclusion of the Stage 2 RFP. The Predevelopment Agreement will establish a basis for the negotiation of a definitive ground lease and ancillary documents and it will include provisions for the reimbursement of a portion of the costs of the work the Developer(s) perform during the Planning and Design Stage if either or both of the Projects do not proceed to the Development Stage. If the Campus

and the Developer reach a contractual agreement to proceed with the development of the Project or Projects, the Developer(s) will be expected to recoup its costs incurred in the Planning and Design Stage as part of their development budget for the Projects. The form of the Predevelopment Agreement is attached as Appendix 7.

## **VI. General Conditions**

While the Campus intends to proceed with the development of these Projects in the manner described herein, the Campus may, at its sole discretion, choose not to proceed with either or both of the Projects or to proceed without a third-party developer, without obligation to any Proposer to this Stage 2 RFP. The Campus reserves the right, in its sole and absolute discretion, to (a) modify or cancel the selection process at any time or not award these Projects for any reason; (b) waive minor irregularities; (c) reject any or all submittals or seek new submittals; (d) seek clarification or additional information from Proposers as it deems necessary to the evaluation of the response; or (e) request any additional information from individual Proposers. This Stage 2 RFP does not create any legal rights or obligations between the Campus and any Proposer hereto nor any obligation to proceed with negotiations. It is intended that any and all legal rights and obligations between the Campus and a Proposer will come into existence only if and when a further definitive agreement is signed and delivered by both parties. Proposers to this Stage 2 RFP shall bear all expenses in connection with their submittals and responses.

### **A. Confidential Information**

Information considered proprietary, secret or confidential (“Confidential Information”) in written or other tangible form shall be marked as CONFIDENTIAL. Confidential Information shall not include information which: (a) is in the public domain prior to disclosure by the Proposer; (b) becomes part of the public domain, by publication or otherwise, through no unauthorized act or omission on the part of the Campus; (c) is lawfully in the Campus’s possession prior to disclosure by the Proposer; or (d) is independently developed by an employee(s), agents or representatives of the University with no prior access to the disclosed Confidential Information.

### **B. California Public Records Act**

The California Public Records Act limits the Campus’s ability to withhold responses to a request for disclosure. If a submittal contains trade secrets or financial information that a Proposer does not want disclosed to the public or used by the Campus for any purpose other than evaluation of the Proposer’s Stage 2 RFP Proposal, each page (both hard copy and electronic) containing such information must be marked with the designation “Confidential”. Note, however, that the Proposer’s designation of information as “Confidential” does not guarantee that such information is exempt from disclosure. The Campus agrees that if a Public Records Act request is made for disclosure of information so marked, it will notify the submitter of such information so that the submitter will have an opportunity to legally challenge, at its own expense, the Campus’s obligation to disclose such information.

## C. Timing of Negotiations

The Proposers are hereby notified that negotiations with respect to these Projects may begin more than 14 days after the successful Developer or Developers have been notified of their selection and that more than 45 days will be necessary to complete the documentation for the Projects.

## VII. Appendices

The following is a list of Appendices that are included on the RFP Website at <https://studenthousingrfp.ucdavis.edu/appendices>.

### Relevant Appendices for both Projects

- Appendix 1: UC Davis Physical Design Framework – Link
- Appendix 2: UC Sustainable Practices Policy – Link
- Appendix 3: UC Carbon Neutrality Initiative – Link
- Appendix 4: UC Seismic Safety Policy – Link
- Appendix 5: UC Fair Wage/Fair Work – Link
- Appendix 6: UC Davis Student Housing and Dining Services – Link
- Appendix 7: Pre-development Agreement Example
- Appendix 8: 2016 Annual Davis Vacancy Report

### Orchard Park Appendices

- Appendix 9: Financial Pro-forma Templates
- Appendix 10: Orchard Park Tree Survey
- Appendix 11: Orchard Park PG&E Easement
- Appendix 12: Orchard Park ALTA Survey (pre-demolition)
- Appendix 13: Orchard Park Topographic Survey (pre-demolition)
- Appendix 14: Orchard Park Phase 1 Environmental Survey (pre-demolition)
- Appendix 15: Orchard Park Demolition 100% Construction Documents
- Appendix 16: Orchard Park Geotechnical Report (for demolition and backfilling)
- Appendix 17: Orchard Park Naturally Occurring Asbestos (NOA) Report (pre-demolition)
- Appendix 18: Graduate Studies Student Family Housing Website – Link

### West Village Appendices

- Appendix 19: Financial Pro-forma Templates
- Appendix 20: Settlement Agreement – Carpenters Union
- Appendix 21: West Village PG&E Easement
- Appendix 22: West Village Phase 1 Environmental Survey
- Appendix 23: West Village Phase 2 Environmental Survey
- Appendix 24: West Village Additional Phase 2 Environmental Survey
- Appendix 25: Transfer Student Amenities Survey
- Appendix 26: Arizona State Solar Parasol - Link